



CITY OF GRAPEVINE, TEXAS
REGULAR JOINT MEETING OF
CITY COUNCIL AND PLANNING AND ZONING COMMISSION
TUESDAY, APRIL 17, 2018

GRAPEVINE CITY HALL, SECOND FLOOR
200 SOUTH MAIN STREET
GRAPEVINE, TEXAS

6:00 p.m.	Dinner - City Council Conference Room
6:30 p.m.	Call to Order of City Council Meeting - City Council Chambers
6:30 p.m.	Executive Session - City Council Conference Room
7:20 p.m.	4B Economic Development Corporation Board Meeting - Council Chambers
7:30 p.m.	Joint Regular Meeting - City Council Chambers

CALL TO ORDER: 6:30 p.m. – City Council Chambers

EXECUTIVE SESSION:

1. City Council to recess to the City Council Conference Room to conduct a closed session relative to:
 - A. Real property relative to deliberation to the purchase, exchange, lease, sale or value of real property (City facilities, Public Works, and the 185 acres) pursuant to Section 551.072, Texas Government Code.
 - B. Conference with City Manager and Staff to discuss and deliberate commercial and financial information received from business prospects the City seeks to have locate, stay, or expand in the City; deliberate the offer of a financial or other incentive; with which businesses the City is conducting economic development negotiations pursuant to Section 551.087, Texas Government Code.

City Council to reconvene in open session in the City Council Chambers and take any necessary action relative to items discussed in Executive Session.

REGULAR MEETING: 7:30 p.m. – City Council Chambers

2. Invocation and Pledge of Allegiance: Commissioner Beth Tiggelaar

JOINT PUBLIC HEARING

3. Conditional Use Permit **CU18-08** (The Shacks/The Wallis/The Baker), **Preliminary Plat** for Lot 1, Block A, Charleston Addition and **Final Plat** for Lot 1, Block A, Charleston Addition – City Council and Planning and Zoning Commission to conduct a public hearing relative to an application submitted by the Billingsley

Company requesting a conditional use permit to establish a master site development plan to include but not be limited to building elevation improvements to the existing multi-tenant retail building, along with the addition of a new multi-structure retail and restaurant development, and two, four-story multifamily structures and two, three-story brownstone structures. The property is located at 3570 and 3580 North Grapevine Mills Boulevard and 3155 Stars and Stripes Way and is currently zoned "CC" Community Commercial.

4. Conditional Use Permit **CU18-03** and Special Use Permit **SU18-02** (Corky's) – City Council and Planning and Zoning Commission to conduct a public hearing relative to an application submitted by Games for All, LLC requesting a conditional use permit to amend the previously approved site plan for a planned commercial center, specifically to allow the possession, storage, retail sales and on-premise consumption of alcoholic beverages, (beer, wine, and mixed beverages) in conjunction with a restaurant with outside dining and a special use application to allow skill/coin-operated machines in excess of eight machines. The property is located at 3520 North Grapevine Mills Boulevard and is currently zoned "CC" Community Commercial.
5. Conditional Use Permit **CU18-01A** (Boomerjack's) – City Council and Planning and Zoning Commission to conduct a public hearing relative to an application submitted by Boomerjack's Grapevine, LLC requesting a conditional use permit to amend the previously approved site plan for a planned commercial center with the possession, storage, retail sale and on-premise consumption of alcoholic beverages (beer, wine and mixed drinks) in conjunction with a restaurant, specifically to revise the building elevations. The property is located at 201 West State Highway 114 and is currently zoned "CC" Community Commercial.

Planning and Zoning Commission to recess to Planning and Zoning Commission Conference Room, Second Floor, to consider published agenda items.

City Council to remain in session in the Council Chambers to consider published business.

CITIZEN COMMENTS

6. Any person who is not scheduled on the agenda may address the City Council under Citizen Comments by completing a Citizen Appearance Request form with the City Secretary. In accordance with the Texas Open Meetings Act, the City Council is restricted in discussing or taking action during Citizen Comments.

PRESENTATIONS

7. Development Services Director to present proposed amendments to the City of Grapevine Code of Ordinances, Chapter 7, Section 7-127, Fences.
8. Chief Financial Officer to present the monthly financial report.

OLD BUSINESS

9. Conditional Use Permit **CU18-07** (Camp Bow Wow) – City Council to consider the second reading of **Ordinance No. 2018-028** relative to an application submitted by Charles Grady requesting a conditional use permit to allow a pet day care with overnight boarding. The property is located at 1200 Texan Trail No. 300 and is currently zoned “LI” Light Industrial District. The public hearing and first reading of this item were held on March 20, 2018.

NEW BUSINESS

10. Consider **Resolution No. 2018-034** authorizing the issuance and sale of City of Grapevine, Texas, General Obligation Refunding Bonds, Series 2018; levying a tax in payment thereof; awarding the sale of the bonds, prescribing the form of said bonds; approving execution and delivery of a deposit agreement; approving the official statement, approving and enacting other provisions relating thereto and take any necessary action.
11. Consider **Ordinance No. 2018-033** authorizing the issuance and sale of City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018; levying a tax in payment thereof; prescribing the form of said certificates; awarding the sale of the certificates; approving the official statement; approving and enacting other provisions relating thereto and take any necessary action.

CONSENT AGENDA

Consent items are deemed to need little Council deliberation and will be acted upon as one business item. Any member of the City Council or member of the audience may request that an item be withdrawn from the consent agenda and placed before the City Council for full discussion. Approval of the consent agenda authorizes the City Manager, or his designee, to implement each item in accordance with Staff recommendations.

12. Consider the Joint Election Agreement with the Tarrant County Elections Administrator to provide election services and equipment for the May 5, 2018 General Election. City Secretary recommends approval.
13. Consider the award of design-build services for a warehouse storage building to Speed Fab-Crete and **Ordinance No. 2018-034** appropriating funds. Convention and Visitors Director recommends approval.
14. Consider renewal of an annual contract with Commercial Risk Services, Inc. for safety consultant services. Chief Financial Officer recommends approval.
15. Consider declaring certain items surplus property and authorizing their sale through public auction. Chief Financial Officer recommends approval.

16. Consider the renewal of an annual contract with McGriff, Seibels and Williams Insurance Services for the Risk department for insurance consultant services for group health benefits. Chief Financial Officer recommends approval.
17. Consider **Resolution No. 2018-035** authorizing an interlocal purchasing agreement with the City of College Station. Chief Financial Officer recommends approval.
18. Consider **Resolution No. 2018-036** authorizing an annual contract for Microsoft licenses for the Information Technology department from SHI Government Solutions, Inc. Chief Technology Officer recommends approval.
19. Consider renewal of annual contracts for horticultural chemicals and fertilizers for the Parks and Recreation department and Grapevine Golf Course with BWI Companies, Inc., Harrell's, LLC, Helena Chemical Company, Innovative Turf Supply and Winfield Solutions, LLC. Golf Course Director and Parks and Recreation Director recommend approval.
20. Consider the renewal of an annual contract for cabin housekeeping services for the Parks and Recreation department with Pure Service Corporation. Parks and Recreation Director recommends approval.
21. Consider **Resolution No. 2018-037** authorizing a sole source purchase of radio antenna relocation services for the Police department from Motorola Solutions and **Ordinance No. 2018-035** appropriating funds. Police Chief and Public Works Director recommend approval.
22. Consider **Resolution No. 2018-038** authorizing annual contracts for various fuels for the Public Works Fleet Services division with primary vendor Martin Eagle Oil Company and secondary vendor Douglas Distributing. Public Works Director recommends approval.
23. Consider **Ordinance No. 2018-036** appropriating funds from the Permanent Capital Maintenance Fund for energy efficient projects for City of Grapevine properties. Public Works Director recommends approval.
24. Consider renewal of annual contracts for cold milling machining for the Public Works department with Dustrol, Inc. and Tex Op Construction, LP. Public Works Director recommends approval.
25. Consider the award of an annual contract for waterworks products for the Public Works department with Core and Main LP. Public Works Director recommends approval.

26. Consider **Resolution No. 2018-039** authorizing an annual contract for trackless tack emulsion for the Public Works Street division with Blacklidge Emulsions, Inc. Public Works Director recommends approval.
27. Consider the minutes of the April 3, 2018 Regular City Council meeting. City Secretary recommends approval.

Pursuant to the Texas Open Meetings Act, Texas Government Code, Chapter 551.001 et seq, one or more of the above items may be considered in Executive Session closed to the public. Any decision held on such matter will be taken or conducted in open session following conclusion of the executive session.

PLANNING AND ZONING COMMISSION RECOMMENDATIONS

28. Conditional Use Permit **CU18-08** (The Shacks/The Wallis/The Baker) – Consider the recommendation of the Planning and Zoning Commission and **Ordinance No. 2018-037**, if applicable, and take any necessary action.
29. **Preliminary Plat** for Lot 1, Block A, Charleston Addition – Consider the recommendation of the Planning and Zoning Commission.
30. **Final Plat** for Lot 1, Block A, Charleston Addition – Consider the recommendation of the Planning and Zoning Commission.
31. Conditional Use Permit **CU18-03** (Corky's) – Consider the recommendation of the Planning and Zoning Commission and **Ordinance No. 2018-038**, if applicable, and take any necessary action.
32. Special Use Permit **SU18-02** (Corky's) – Consider the recommendation of the Planning and Zoning Commission and **Ordinance No. 2018-039**, if applicable, and take any necessary action.
33. Conditional Use Permit **CU18-01A** (Boomerjack's) – Consider the recommendation of the Planning and Zoning Commission and **Ordinance No. 2018-040**, if applicable, and take any necessary action.

ADJOURNMENT

In accordance with the Open Meetings Law, Texas Government Code, Chapter 551, I hereby certify that the above agenda was posted on the official bulletin boards at Grapevine City Hall, 200 South Main Street and on the City's website on April 13, 2018 by 5:00 p.m.

Tara Brooks
Tara Brooks
City Secretary



If you plan to attend this public meeting and you have a disability that requires special arrangements at the meeting, please contact the City Secretary's Office at 817.410.3182 at least 24 hours in advance of the meeting. Reasonable accommodations will be made to assist your needs.



CITY OF GRAPEVINE, TEXAS
REGULAR PLANNING AND ZONING COMMISSION MEETING
TUESDAY, APRIL 17, 2018

GRAPEVINE CITY HALL, SECOND FLOOR
200 SOUTH MAIN STREET
GRAPEVINE, TEXAS 76051

-
- 7:00 p.m. Briefing Session –
Planning and Zoning Commission Conference Room
- 7:30 p.m. Joint Meeting with City Council - City Council Chambers
- 7:30 p.m. Regular Session - Planning and Zoning Commission Conference Room
-

CALL TO ORDER: 7:00 p.m. - Planning and Zoning Commission Conference Room

BRIEFING SESSION

1. Planning and Zoning Commission to conduct a briefing session to discuss all items scheduled on tonight's agenda. No action will be taken. Each item will be considered during the Regular Session which immediately follows the Joint Public Hearings.

JOINT MEETING WITH CITY COUNCIL: 7:30 p.m. - City Council Chambers

2. Invocation and Pledge of Allegiance: Commissioner Beth Tiggelaar

JOINT PUBLIC HEARING

3. Conditional Use Permit **CU18-08** (The Shacks/The Wallis/The Baker), **Preliminary Plat** for Lot 1, Block A, Charleston Addition and **Final Plat** for Lot 1, Block A, Charleston Addition – City Council and Planning and Zoning Commission to conduct a public hearing relative to an application submitted by the Billingsley Company requesting a conditional use permit to establish a master site development plan to include but not be limited to building elevation improvements to the existing multi-tenant retail building, along with the addition of a new multi-structure retail and restaurant development, and two, four-story multifamily structures and two, three-story brownstone structures. The property is located at 3570 and 3580 North Grapevine Mills Boulevard and 3155 Stars and Stripes Way and is currently zoned "CC" Community Commercial.
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allow skill/coin-operated machines in excess of eight machines. The property is located at 3520 North Grapevine Mills Boulevard and is currently zoned "CC" Community Commercial.

5. Conditional Use Permit **CU18-01A** (Boomerjack's) – City Council and Planning and Zoning Commission to conduct a public hearing relative to an application submitted by Boomerjack's Grapevine, LLC requesting a conditional use permit to amend the previously approved site plan for a planned commercial center with the possession, storage, retail sale and on-premise consumption of alcoholic beverages (beer, wine and mixed drinks) in conjunction with a restaurant, specifically to revise the building elevations. The property is located at 201 West State Highway 114 and is currently zoned "CC" Community Commercial.

Planning and Zoning Commission to recess to Planning and Zoning Commission Conference Room, Second Floor, to consider published agenda items.

REGULAR SESSION: 7:30 p.m. (Immediately following Joint Public Hearings) – Planning and Zoning Commission Conference Room

NEW BUSINESS

6. Conditional Use Permit **CU18-08** (The Shacks/The Wallis/The Baker) – Consider the application and make a recommendation to City Council.
7. **Preliminary Plat** for Lot 1, Block A, Charleston Addition – Consider the application and make a recommendation to City Council.
8. **Final Plat** for Lot 1, Block A, Charleston Addition – Consider the application and make a recommendation to City Council.
9. Conditional Use Permit **CU18-03** (Corky's) – Consider the application and make a recommendation to City Council.
10. Special Use Permit **SU18-02** (Corky's) – Consider the application and make a recommendation to City Council.
11. Conditional Use Permit **CU18-01A** (Boomerjack's) – Consider the application and make a recommendation to City Council.
12. Consider the minutes of the March 20, 2018 Regular Planning and Zoning Commission meeting.

NOTE: Following the adjournment of the Planning and Zoning Commission meeting, a representative will present the recommendations of the Planning and Zoning Commission to the City Council for consideration in the City Council Chambers.

ADJOURNMENT

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In accordance with the Open Meetings Law, Texas Government Code, Chapter 551, I hereby certify that the above agenda was posted on the official bulletin boards at Grapevine City Hall, 200 South Main Street and on the City's website on April 13, 2018 by 5:00 p.m.

Tara Brooks

Tara Brooks
City Secretary

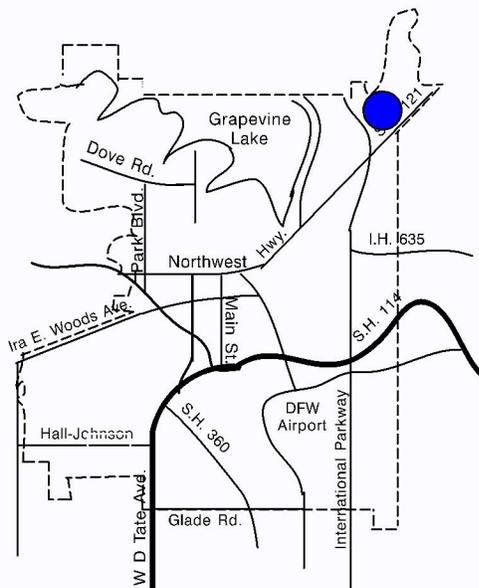


TO: HONORABLE MAYOR, CITY COUNCIL MEMBERS AND THE
PLANNING AND ZONING COMMISSION

FROM: BRUNO RUMBELOW, CITY MANAGER **BR**
SCOTT WILLIAMS, DEVELOPMENT SERVICES DIRECTOR

MEETING DATE: APRIL 17, 2018

SUBJECT: DEVELOPMENT SERVICES TECHNICAL REPORT OF
CONDITIONAL USE APPLICATION CU18-08, THE SHACKS, THE
WALLIS AND THE BAKER



APPLICANT: Lucilo Pena

PROPERTY LOCATION AND SIZE:

The subject property is located at 3570, 3580 North Grapevine Mills Boulevard and 3155 Stars and Stripes Way and is proposed to be platted as Lot 16, Block A, Charleston Addition and Lots 1A1, 3A1, 3A2, 5ARA1, 5ARA2, Block A, Grapevine Mills Crossing Addition. The entire property contains approximately 30 acres and has 1,544 feet of frontage along North Grapevine Mills Boulevard, 1,330 feet of frontage along State Highway 121 and

339 feet of frontage along Stars and Stripes Way.

REQUESTED CONDITIONAL USE AND COMMENTS:

The applicant is requesting a conditional use permit to establish a master site development plan to include, but not be limited to building elevation improvements to the existing multi-tenant building, along with the addition of new multi-structure retail and restaurant development, and two, four-story multifamily structures and two, three-story, brownstone structures.

The City Council and Planning and Zoning Commission first considered an approximate

19-acre portion of the subject site at a February 20, 2007 meeting establishing a planned commercial center (CU06-55) along with a first phase 49,348 s.f. multi-tenant retail structure and two, 40-foot pylon signs. A subsequent revision to the planned commercial center (CU07-13) approved a 7,900 s.f. tire and battery store (National Tire and Battery) along with a 20-foot pylon sign.

With this request, the applicant intends to utilize the master site development plan process to significantly alter the subject site to include substantial changes to the exterior façade of the existing 49,348 s.f. multi-tenant building and provide an additional 27,400 s.f. of new construction in the form of four buildings that will be used for retail and restaurant purposes on this 19-acre parcel. To the immediate south of this retail portion of the subject site, a 10.5-acre portion of property will be developed for multifamily purposes which includes two separate, four-story multifamily structures and associated structured parking and two, three-story brownstone structures.

Relative to the 19-acre retail portion (“The Shacks”) of the site that has frontage along North Grapevine Mill Boulevard and State Highway 121, the applicant intends to improve the exterior façade of the existing 49,348 s.f. structure by adding awnings, pergolas and accenting to enhance the existing building and ensure it complements the proposed new construction. In addition to these facade improvements the applicant will commit (see the included letter) to constructing 27,400 s.f. of new retail/restaurant space in the form of four, separate structures with an obligation to construct two of the buildings with a minimum of 12,000 s.f. on or before the commencement of the multifamily development. Parking required for the retail portion of the request, including the existing retail structure, and all proposed retail and restaurant uses totals 578 spaces; the applicant has provided 627 spaces.

Immediately south of the retail portion, a 10.5-acre tract is proposed for multifamily development. Specifically, two stand-alone, four story structures (“The Baker” and “The Wallis”) along with their respective conjoined parking structures will be constructed. Also included are two, three story brownstone structures. In total, 432 multifamily units are proposed with a density of 41.18 units per acre. The unit mix is as follows:

- Efficiency units (695-723 s.f.) 59 units
- One bedroom units (750-1,025 s.f.) 259 units
- Two bedroom units (1,006-1,345 s.f.) 104 units
- Three bedroom brownstones (1,945 s.f.) 10 units

The applicant will be providing parking primarily in the form of structured parking for each building. Based on the included parking study 692 spaces are required at a ratio of 1.6 spaces per unit. The applicant has provided 718 spaces at a ratio of 1.7 spaces per unit as follows:

- Structured parking 656 spaces
- Surface parking 42 spaces
- Attached garage (brownstones) 20 spaces

Access to the multifamily portion of the site is primarily from an access easement that bisects the entire 30+ acres site and provides access to/from both North Grapevine Mills Boulevard and Stars and Stripes Way.

Contained within your packet is an affidavit of compliance signed and sealed by the project architect stating the project is in compliance with the recently adopted Design Standards Manual for Multifamily and Vertical Mixed Use Development. Specifically, the multifamily portion of the subject site is within District 5, Grapevine Mills North District. This district has seven, district specific standards along with the general standards required of all districts. The applicant has included some graphic exhibits that demonstrate compliance with specific elements of the design standards.

PRESENT ZONING AND USE:

The property is currently zoned “CC” Community Commercial District with a planned commercial center designation and is partially developed with an approximate 49,348 s.f. multi-tenant building.

HISTORY OF TRACT AND SURROUNDING AREA:

The subject and surrounding properties were rezoned in the 1984 City Rezoning from “I-1” Light Industrial District to “HCO” Hotel Corporate Office District and “PID” Planned Industrial Development District. The subject property was rezoned (Z96-08) in June 1996 to “CC” Community Commercial District for a retail shopping development that never occurred. The property to the west currently occupied by the Grapevine Mills Mall and its associated outparcel development was rezoned in 1995 to “CC” Community Commercial District to facilitate the development of the mall. Numerous conditional use requests have been approved at this location since the development of the mall. The property to the immediate south is developed as an Ashley’s Furniture store. At the October 19, 2004 meeting, Council approved a conditional use permit (CU04-32) for the establishment of a 15-acre planned commercial center as well as the signage necessary to serve the site that is located just south of the Ashley Furniture site. Across Grapevine Mills Boulevard North to the north several conditional use permits have been approved for Magic Mike’s convenience store with gasoline sales (CU98-01) and Speedway Grapevine Car Wash (CU04-01). Council approved at the February 21, 2006 meeting a conditional use permit (CU06-03) to establish a planned commercial center in conjunction with a furniture store (La-Z-Boy) and a 40-foot pylon sign along Grapevine Mills Parkway. At the February 20,

2007 meeting the Council approved a conditional use request (CU06-55) that established a planned commercial center on the subject 18+ acre tract along with a first phase 49,000 s.f. multi-tenant building and two, 40-foot pole signs. Conditional use request CU07-33 was approved by the Council at their June 19, 2007 meeting and approved a 7,900 s.f. tire and battery store (NTB National Tire and Battery) along with a 20-foot pole sign within the planned commercial center. Conditional use request CU13-26 was considered and approved by the Site Plan Review Committee at their November 6, 2013 meeting and allowed for the subdivision of one undeveloped lot into two separate lots for future development.

SURROUNDING ZONING AND EXISTING LAND USE:

- NORTH: "CC" Community Commercial District—Magic Mike's convenience store, Speed Way Grapevine carwash, vacant property
- SOUTH: "CC" Community Commercial District—Ashley's Furniture, vacant property
- EAST: City of Coppell
- WEST: "CC" Community Commercial District—Grapevine Mills Mall, Rooms To Go, Chuck-E-Cheese, Michael's

AIRPORT IMPACT:

The subject tract is located within "Zone B" Middle Zone of Effect as defined on the "Aircraft Sound Exposure: Dallas/Fort Worth Regional Airport Environs" map. In Zone B, the following uses may be considered only if sound treatment is included in building design: multi family apartments, motels, office buildings, movie theaters, restaurants, personal and business services. Single family residential and sound sensitive uses such as schools and churches should avoid this zone. The applicant's proposal is an appropriate use in this noise zone.

MASTER PLAN APPLICATION:

The Master Plan designates the subject property as a C/MU Commercial/Mixed Use land use. The applicant's proposal is in compliance with the Master Plan.

THOROUGHFARE PLAN APPLICATION:

The Thoroughfare Plan designates Grapevine Mills Parkway as a Type A, Major Arterial with a minimum 100-foot right-of-way developed as six lanes with median. North Grapevine Mills Boulevard is designated a Type B, Major Arterial with a minimum 80-foot

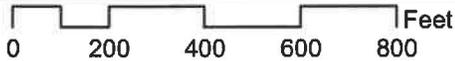
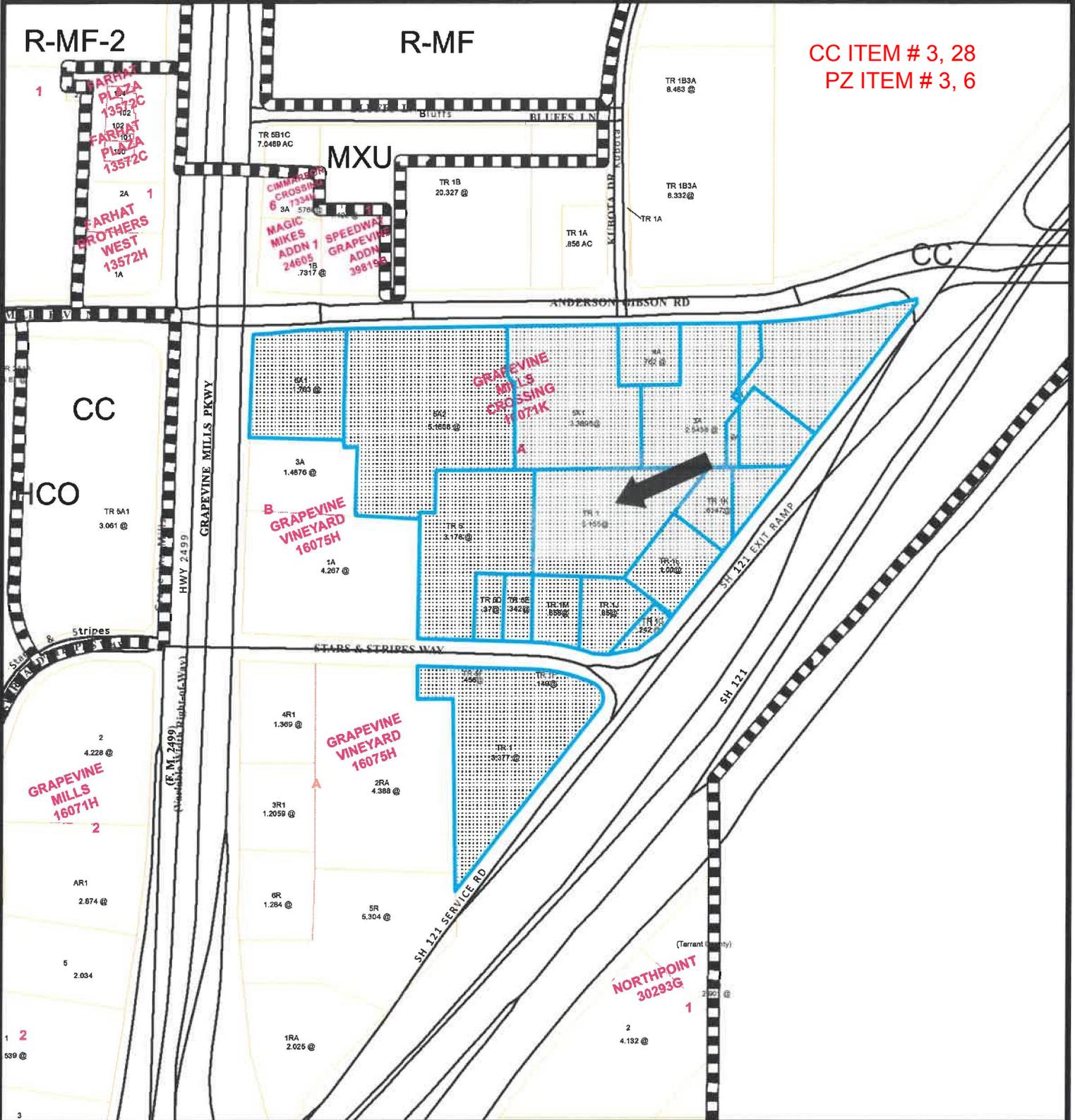
right-of-way developed as four lanes with median.

/rs

R-MF-2

R-MF

CC ITEM # 3, 28
PZ ITEM # 3, 6



CU18-08 The Shacks/The Wallis/The Baker

Date Prepared: 4/6/2018

This data has been compiled by the City of Grapevine IT/GIS department. Various official and unofficial sources were used to gather this information. Every effort was made to ensure the accuracy of this data, however, no guarantee is given or implied as to the accuracy of said data.



CITY OF GRAPEVINE

CONDITIONAL USE APPLICATION

Form "A"

PART 1. APPLICANT INFORMATION

Name of applicant / agent./company/contact

Lucilo Pena - Billingsley Company

Street address of applicant / agent:

1722 Routh Street, Suite 770

City / State / Zip Code of applicant / agent:

Dallas, TX 75201

Telephone number of applicant / agent:

214.270.0999

Fax number of applicant/agent

214.270.0992

Email address of applicant/agent

lpena@billingsleyco.com

Mobile phone number of applicant/agent

PART 2. PROPERTY INFORMATION

Street address of subject property

3155 Stars and Stripes Way and 3510 N. Grapevine Mills Boulevard

Legal description of subject property (metes & bounds must be described on 8 1/2" x 11" sheet)

Lot MF - 1 / Retail - 1 to 5 Block A Addition

Size of subject property

MF - 10.4935 AC / Retail - 14.111 AC

Acres MF - 457,097 s.f / Retail - 614,669 s.f.

Square footage

Present zoning classification:

CC

Proposed use of the property:

Retail and Multi-Family

Circle yes or no, if applies to this application

Outdoor speakers Yes No

Minimum / maximum district size for conditional use request:

Zoning ordinance provision requiring a conditional use:

Section 25. CC Community District

PART 3. PROPERTY OWNER INFORMATION

Name of current property owner:

Billingsley Company

Street address of property owner:

1722 Routh Street, Suite 770

City / State / Zip Code of property owner:

Dallas, TX 75201

Telephone number of property owner:

214.270.0999

Fax number of property owner:

214.270.0992



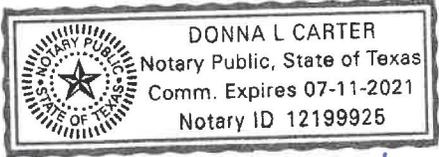
- Submit a letter describing the proposed conditional use and note the request on the site plan document
- In the same letter, describe or show on the site plan, and conditional requirements or conditions imposed upon the particular conditional use by applicable district regulations (example: buffer yards, distance between users)
- In the same letter, describe whether the proposed conditional use will, or will not cause substantial harm to the value, use, or enjoyment of other property in the neighborhood. Also, describe how the proposed conditional use will add to the value, use or enjoyment of other property in the neighborhood.
- Application of site plan approval (Section 47, see attached Form "B").
- The site plan submission shall meet the requirements of Section 47, Site Plan Requirements.
- All conditional use and conditional use applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.
- All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.
- Any changes to a site plan (no matter how minor or major) approved with a conditional use or conditional use permit can only be approved by city council through the public hearing process.
- I have read and understand all the requirements as set forth by the application for conditional use or conditional use permit and acknowledge that all requirements of this application have been met at the time of submittal.

PART 4. SIGNATURE TO AUTHORIZE CONDITIONAL USE REQUEST AND PLACE A CONDITIONAL USE REQUEST SIGN ON THE SUBJECT PROPERTY

Lucilo Pena
 Print Applicant's Name: _____ Applicant's Signature: Lucilo A. Peña

The State of TEXAS
 County Of DALLAS
 Before Me DONNA L. CARTER (notary) on this day personally appeared LUCILO A. PEÑA (applicant)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.
 (Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018.

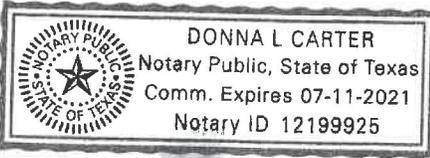


[Signature]
 Notary In And For State Of Texas

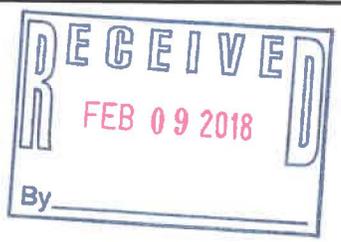
GRAPEVINE CROSSING HOLDINGS LLC
 Print Property Owners Name: _____ Property Owner: Billingley Development Corporation,
 as authorized representative of Owner

The State of TEXAS
 County Of DALLAS
 Before Me DONNA L. CARTER (notary) on this day personally appeared LUCILO A. PEÑA (property owner)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.
 (Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018.



[Signature]
 Notary In And For State Of Texas



ACKNOWLEDGEMENT

All Conditional Use and Special Use Applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.

All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.

Any changes to a site plan (no matter how minor or major) approved with a conditional use or a special use permit can only be approved by city council through the public hearing process.

Any application for a change in zoning or for an amendment to the zoning ordinance shall have, from the date of submittal, a period of four months to request and be scheduled on an agenda before the Planning and Zoning Commission and City Council. If after said period of four months an application has not been scheduled before the Commission and Council said application shall be considered withdrawn, with forfeiture of all filing fees. The application, along with the required filing fee may be resubmitted any time thereafter for reconsideration. Delays in scheduling applications before the Planning and Zoning Commission and City Council created by city staff shall not be considered a part of the four month period.

I have read and understand all of the requirements as set forth by the application for conditional use or special use permit and acknowledge that all requirements of this application have been met at the time of submittal.

Signature of Applicant Luis A. Peña

Date: Feb. 5, 2018

Signature of Owner Luis A. Peña

Date: Feb. 5, 2018



Parking Study
for
The Charleston

Prepared
for
Billingsley

September 30, 2016

By



INTERIM REVIEW ONLY

This document is not for permit or construction.

Name: Cameron L. Williams, P.E.

License: 110416

Date: 9/30/16

TBPE Firm Registration No. 257

Cameron L. Williams, P.E., PTOE, PTP



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INTRODUCTION

At the request of Billingsley, Binkley & Barfield Consulting Engineers (BBI) has completed a parking study for the proposed development called The Charleston in Grapevine near the intersection of SH 121 and Grapevine Mills Blvd. This report documents the results of that study including: study area conditions, data collections, analyses, findings, and recommendations. Provided in the Appendix is a proposed site plan.

STUDY AREA CONDITIONS

The proposed development is bounded by Grapevine Mills Blvd on the north and State Highway 121 on the south. The proposed development consists of multi-family, townhome, restaurant, and retail land uses. Provided below is a summary of the proposed development.

LOT 1

Lot 1 has a total building area of 27,400 SF which consists of 6,900 SF of retail, 17,500 SF of restaurant (sit-down), and 3,000 SF of restaurant which includes a drive-thru lane.

LOT 2

Lot 2 has a total building area of 17,850 SF which consists of 6,650 SF of retail and 11,200 SF of restaurant. There is a separate parcel adjacent to Lot 2 which is could potentially consist of 3,000 SF of restaurant land use.

MULTI-FAMILY & TOWNHOME

The multi-family component is located between Lot 1 and Lot 2 just north of Stars & Stripes Way. The multi-family consists of approximately 430 units in two separate buildings while the townhome component consists of eight units.

This land use data is summarized in **Table 1**.

Table 1. Land Use Data

Land Use	Development Segment	ITE Code	Units	Quantity
Lot 1	Retail (Shopping Center)	820	SF	6,900
	High Turnover (Sit-Down) Restaurant	932	SF	17,500
	Fast-Food Restaurant with Drive-Thru	934	SF	3,000
Lot 2	Retail (Shopping Center)	820	SF	6,650
	High Turnover (Sit-Down) Restaurant	932	SF	11,200
Additional Parcel	High Turnover (Sit-Down) Restaurant	932	SF	3,000
Multi-family/Town	Apartment	220	Units	430
	Townhomes	231	Units	8

TRIP GENERATION

Estimated vehicle trip ends to and from the study area were calculated utilizing trip generation rates and characteristics collected and compiled by the Institute of Transportation Engineers (ITE) in the ninth edition of their trip generation manual. Table 2 has been prepared to summarize the associated trip generation data and the calculated trips that are anticipated to be generated by the proposed land uses. For simplicity, the similar land uses have been combined together.

Table 2. Trip Generation Data

Land Use (ITE Code)	Daily (vpd)	AM Peak (vph)			PM Peak (vph)		
		Total	Enter	Exit	Total	Enter	Exit
Shopping Center (820)	579	13	8	5	50	24	26
High Turnover Restaurant (932)	4,031	343	189	154	312	187	125
Fast-Food Restaurant with Drive-Thru	1,488	136	69	67	98	51	47
Apartment (220)	2,860	219	44	175	267	174	93
Townhomes (231)	N/a	4	1	3	4	3	1
Total (Residential)	8,958	715	311	404	731	439	292

Utilizing NCHRP Internal Trip Capture Rates, an internal trip capture analysis was completed for the proposed development. Table 3 and Table 4 summarize the development's internal and external trips for the AM and PM Peak Hours respectively. As can be seen in this analysis, internal trips account for approximately 12% of the trips in the AM Peak Hour and 21% in the PM Peak Hour. This should result in a reduced parking need for the development. Furthermore, the internal residential trips alone account for approximately 5.5% and 7.8% of the trips in the AM and PM Peak Hours. It would be anticipated that these patrons would be walking from the multi-family to the restaurant and retail land uses.

Table 3. AM Peak Hour – Internal and External Trips

Land Use	Total	Enter			Exit		
		Internal	External	Total	Internal	External	Total
Retail	13	2	6	8	2	3	5
Restaurant	479	37	221	258	3	218	221
Residential	223	3	42	45	37	141	178
Total	715	42	269	311	42	362	404

Table 4. PM Peak Hour – Internal and External Trips

Land Use	Total	Enter			Exit		
		Internal	External	Total	Internal	External	Total
Retail	50	14	10	24	15	11	26
Restaurant	410	28	210	238	40	132	172
Residential	271	35	142	177	22	72	94
Total	731	77	362	439	77	215	292

GRAPEVINE PARKING REQUIREMENTS

The City of Grapevine’s “Off-Street Parking Requirements” states the following regarding shopping center and restaurant parking:

- Eating/Drinking Establishment no service to auto: 1 per 3 persons (max occup. load)
- Eating/Drinking Establishment with service to auto: 12 + 1 per 50 SF
- Retail Establishments in Buildings: 5 + 1 per 200 SF
- Shopping Centers, Malls, & Multi-occupancy: 4 per 1,000 SF (25,000 SF – 400,000 SF)
- Eating/Drinking Establishment in Shopping Center: 10 additional per 1,000 SF

The actual restaurant uses and building occupancy are unknown at this time. Furthermore, the parking rates could be calculated via multiple methods due to the type of proposed development. The first method would include the Eating/Drinking Establishments with assumed occupancy loads. For this method it was assumed the restaurant with no auto service would include 30% “back-of-house space” with an occupancy load of one person per 200 SF with the remaining the remaining 70% loaded at one person per 15 SF. Based on this information Table 5 summarizes what is understood to be the required parking spaces per the “Off-Street Parking Requirements”.

Table 5. The Charleston Parking – City of Grapevine Required Parking (Method 1)

Area	Parameter	Retail*	Restaurant	Drive-Thru	Totals	Equivalent Rate
Lot 1	SF	6,900	17,500	3,000	27,400	14.53
	Parking	45	281	72	398	per 1,000 SF
Lot 2	SF	6,650	11,200	-	17,850	12.55
	Parking	44	180	-	224	per 1,000 SF
Additional Parcel	SF	-	3,000	-	3,000	16.33
	Parking	-	49	-	49	per 1,000 SF
Totals	SF	13,550	31,700	3,000	48,250	13.91
	Parking	89	510	72	671	per 1,000 SF

*Retail calculations based on two separate buildings

Due to the nature of the proposed development the Shopping Center, Malls, and Multi-occupancy requirements would likely apply as well. Table 6 summarizes the requirements based on “Off-Street Parking Requirements” for this second method of calculation.

Table 6. The Charleston Parking – City of Grapevine Required Parking (Method 2)

Area	Parameter	Retail	Restaurant	Drive-Thru	Totals	Equivalent Rate
Lot 1	SF	6,900	17,500	3,000	27,400	12.63
	Parking	28	246	72	346	per 1,000 SF
Lot 2	SF	6,650	11,200	-	17,850	10.31
	Parking	27	157	-	184	per 1,000 SF
Additional Parcel	SF	-	3,000	-	3,000	14.33
	Parking	-	43	-	43	per 1,000 SF
Totals	SF	13,550	31,700	3,000	48,250	11.88
	Parking	55	446	72	573	per 1,000 SF

As can be seen, the first method requires slightly less than 100 more spaces than the second calculation method.

PROVIDED PARKING REQUIREMENTS

The proposed development is requesting a variance the City of Grapevine's parking requirements. Table 7 summarizes the parking being proposed by the development.

Table 7. The Charleston – Proposed Parking

Area	Parameter	Retail	Restaurant	Drive-Thru	Totals	Equivalent Rate
Lot 1	SF	6,900	17,500	3,000	27,400	11.09 per 1,000 SF
	Parking	-	-	72	304	
Lot 2	SF	6,650	11,200	-	17,850	10.36 per 1,000 SF
	Parking	-	-	-	185	
Additional Parcel	SF	-	3,000	-	3,000	15.33 1,000 SF
	Parking	-	-	-	46	
Totals	SF	13,550	31,700	3,000	48,250	11.09 1,000 SF
	Parking	-	-	72	535	

When comparing required parking via the first method to proposed parking rates, Lot 1 has a 94 less parking spaces than required while Lot 2 has 39 less parking spaces than required. When the additional parcel is factored in the overall provided parking is 136 less than required.

SHARED PARKING ANALYSIS

The Urban Land Institute (ULI) provides a rates and methodologies for calculating shared parking for multi-use developments. Some broad assumptions which included the following:

- Visitors require 90% of the gross leasable space
- Employees require 10% of the gross leasable space
- Weekend parking ratios
- Noon time of day adjustments
- December monthly adjustments
- Non-captive ratio of 90%

The 90/10 split on the visitor/employee usage of space is felt to be conservative as the earlier assumption in the report utilized a 70/30 split. Secondly, the day of the week, time of the day, and ratios and adjustments selected represent what are expected to be the busiest times of the week, day, and month. Per the ULI Shared Parking manual, "Non-captive ratio is an estimate of the percentage of parkers at a land use in a mixed-use development or district who are not already counted as being parked at another of the land uses."

Table 8 represents the full development, Table 9 represents Lot 1 by itself, and Table 10 represents Lot 2 by itself. As can be seen, based on these assumptions, which should represent the busiest time of the week, day, and month, the proposed parking is adequate.

Table 8. Shared Parking Analysis – Full Development

Land Use	Person	SF	Parking Ratio	Base Parking Need	Monthly Adj.	Time of Day Adj.	Non-Captive	Adjusted Need
Fine/Casual Dining	Visitor	28530	17	486	100%	100%	90%	438
	Employee	3170	3	10	100%	100%	90%	9
Fast Food	Visitor	2700	12	33	100%	100%	90%	30
	Employee	300	2	1	100%	100%	90%	1
Retail	Visitor	12195	3.2	40	100%	85%	90%	31
	Employee	1355	0.8	2	100%	100%	90%	2
Total:				572		Total:	Total:	511

Table 9. Shared Parking Analysis – Lot 1

Land Use	Person	SF	Parking Ratio	Base Parking Need	Monthly Adj.	Time of Day Adj.	Non-Captive	Adjusted Need
Fine/Casual Dining	Visitor	15750	17	268	100%	100%	90%	242
	Employee	1750	3	6	100%	100%	90%	6
Fast Food	Visitor	2700	12	33	100%	100%	90%	30
	Employee	300	2	1	100%	100%	90%	1
Retail	Visitor	6210	3.2	20	100%	85%	90%	16
	Employee	690	0.8	1	100%	100%	90%	1
Total:				329		Total:	Total:	296

Table 10. Shared Parking Analysis – Lot 2

Land Use	Person	SF	Parking Ratio	Base Parking Need	Monthly Adj.	Time of Day Adj.	Non-Captive	Adjusted Need
Fine/Casual Dining	Visitor	10080	17	172	100%	100%	90%	155
	Employee	1120	3	4	100%	100%	90%	4
Fast Food	Visitor	0	12	0	100%	100%	90%	0
	Employee	0	2	0	100%	100%	90%	0
Retail	Visitor	5985	3.2	20	100%	85%	90%	16
	Employee	665	0.8	1	100%	100%	90%	1
Total:				197		Total:	Total:	176

AREA PARKING REQUIREMENTS

Research was completed to evaluate parking requirements of other municipalities in the area as they compared to the City of Grapevine. **Table 11** provides a summary of the parking requirements which were researched. Note, all the cities researched, with the exception of Southlake, did not provide separate parking requirements for restaurants with drive-thru lanes. **Table 12** provides a comparison of the required number of parking spaces the development would be required to have in each municipality.

Table 11. Municipal Parking Requirements Comparison

City	Retail	Restaurant	Drive-Thru
Carrollton	1 per 250 SF	1 per 125 SF	n/a
Coppell	1 per 200 SF	1 per 100 SF	n/a
Dallas	1 per 250 SF	1 per 100 SF	n/a
Frisco	1 per 250 SF	1 per 100 SF	n/a
McKinney	1 per 250 SF	1 per 150 SF	n/a
Plano	1 per 200 SF	1 per 100 SF	n/a
Richardson	1 per 333 SF	1 per 100 SF	n/a
Southlake	1 per 200 SF	1 per 100 SF	12 + 1 per 50 SF

Table 12. Required Parking Comparison by Municipality

City	Lot 1				Lot 2			Add. Parcel	Overall Total	Delta
	Retail	Rest.	Drive-Thru	Total	Retail	Rest.	Total			
Grapevine	45	281	72	398	44	180	224	49	671	-
Carrollton	28	140	24	192	27	90	117	24	333	-338
Coppell	35	175	30	240	34	112	146	30	416	-255
Dallas	28	175	30	233	27	112	139	30	402	-269
Frisco	28	175	30	233	27	112	139	30	402	-269
McKinney	28	117	20	165	27	75	102	20	287	-384
Plano	35	175	30	240	34	112	146	30	416	-255
Richardson	21	175	30	226	20	112	132	30	388	-283
Southlake	35	175	72	282	34	112	146	30	458	-213

As can be seen in **Table 12**, the City of Grapevine's parking requirements require between 213 and 384 more parking spaces than several other municipalities in the area when using the method presented in **Table 5**. For this specific site this equates to an increase of parking between 32% and 57%.

CONCLUSIONS AND RECOMMENDATIONS

The proposed land uses and their proximity to one another should create a true mixed-used development and as such, the land uses will benefit from internal trip capture as well as shared used parking. This internal trip capture, coupled with the walkability of the site, should reduce the parking demand. This reduced demand is expected to range between 5.5% and 21%. It is expected the biggest reduction will come from residents living and parking in the multi-family and walking to the proposed restaurants.

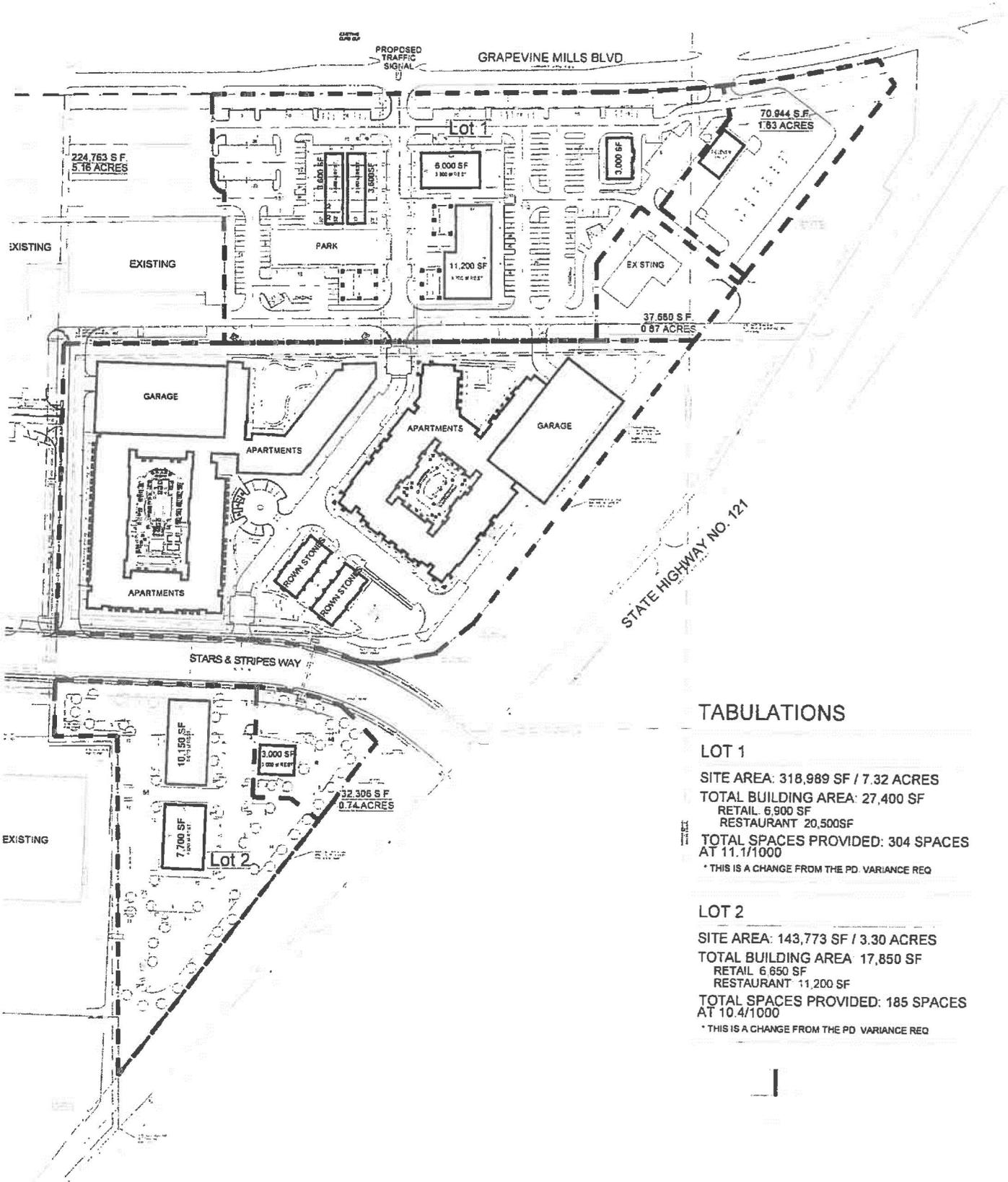
When compared with other municipalities the City of Grapevine's parking requirements would dictate between 32% and 57% more parking spaces for this proposed development. Furthermore, the shared used parking guidelines from ULI indicated the proposed development provides adequate parking for even the anticipated busiest times of the day, week, and year.

As the development's proposed parking stands today, the requested variance from the City of Grapevine's parking requirements is 94 less for Lot 1, 39 less for Lot 2, and 136 less when the entire site is analyzed. Note, if Method 2 of the required parking calculation is utilized then the reductions are less.

Based on the anticipated parking demand due to the mixed-use nature of the site, comparison with other municipalities parking requirements, and the likely shared used parking it is requested and recommended to accept the proposed parking as it is felt that the proposed parking is more than adequate for this site.

APPENDIX

CONCEPT/SITE PLAN 1 PAGE
ITE TRIP GENERATION SHEETS..... 1 PAGE
ITE INTERNAL CAPTURE CALCULATION SHEET 1 PAGE



TABULATIONS

LOT 1
 SITE AREA: 318,989 SF / 7.32 ACRES
 TOTAL BUILDING AREA: 27,400 SF
 RETAIL 6,900 SF
 RESTAURANT 20,500SF
 TOTAL SPACES PROVIDED: 304 SPACES
 AT 11.1/1000
 * THIS IS A CHANGE FROM THE PD VARIANCE REQ

LOT 2
 SITE AREA: 143,773 SF / 3.30 ACRES
 TOTAL BUILDING AREA 17,850 SF
 RETAIL 6,650 SF
 RESTAURANT 11,200 SF
 TOTAL SPACES PROVIDED: 185 SPACES
 AT 10.4/1000
 * THIS IS A CHANGE FROM THE PD VARIANCE REQ



Trip Generation Summary

Alternative: Alternative 1

Phase:

Project: Grapevine

Open Date: 9/28/2016

Analysis Date: 9/28/2016

ITE	Land Use	Weekday Average Daily Trips			Weekday AM Peak Hour of Adjacent Street Traffic			Weekday PM Peak Hour of Adjacent Street Traffic		
		* Enter	Exit	Total	* Enter	Exit	Total	* Enter	Exit	Total
220	Multi-Family Apts 430 Dwelling Units	1430	1430	2860	44	175	219	174	93	267
233	Townhome 8 Occupied Dwelling Units				1	3	4	3	1	4
820	Shopping Center 13.55 Gross Leasable Area 1000 SF	290	289	579	8	5	13	24	26	50
932	High Turnover Restaurant 31.7 Gross Floor Area 1000 SF	2016	2015	4031	189	154	343	187	125	312
934	Rest. Drive-Thru 3 Gross Floor Area 1000 SF	744	744	1488	69	67	136	51	47	98
Unadjusted Volume		4480	4478	8958	311	404	715	439	292	731
Internal Capture Trips		0	0	0	42	42	84	77	77	154
Pass-By Trips		0	0	0	0	0	0	60	60	120
Volume Added to Adjacent Streets		4480	4478	8958	269	362	631	302	155	457

Total Weekday Average Daily Trips Internal Capture = 0 Percent

Total Weekday AM Peak Hour of Adjacent Street Traffic Internal Capture = 12 Percent

Total Weekday PM Peak Hour of Adjacent Street Traffic Internal Capture = 21 Percent

* - Custom rate used for selected time period.

Source: Institute of Transportation Engineers, Trip Generation Manual 9th Edition, 2012

TRIP GENERATION 2014, TRAFFICWARE, LLC

Internal Capture Report - Phase 1
AM & PM Peak Hour

Project: Grapevine

Open Date: 9/28/2016
Analysis Date: 9/28/2016

AM Category	Entering Trips				Exiting Trips			
	Internal	External	Total	Percent	Internal	External	Total	Percent
Cinema	0	0	0	0%	0	0	0	0%
Hotel	0	0	0	0%	0	0	0	0%
Office	0	0	0	0%	0	0	0	0%
Residential	3	42	45	7%	37	141	178	21%
Restaurant	37	221	258	14%	3	218	221	1%
Retail	2	6	8	25%	2	3	5	40%
All Other Land Uses	0	0	0	0%	0	0	0	0%
Totals	42	269	311	14%	42	362	404	10%

PM Category	Entering Trips				Exiting Trips			
	Internal	External	Total	Percent	Internal	External	Total	Percent
Cinema	0	0	0	0%	0	0	0	0%
Hotel	0	0	0	0%	0	0	0	0%
Office	0	0	0	0%	0	0	0	0%
Residential	35	142	177	20%	22	72	94	23%
Restaurant	28	210	238	12%	40	132	172	23%
Retail	14	10	24	58%	15	11	26	58%
All Other Land Uses	0	0	0	0%	0	0	0	0%
Totals	77	362	439	18%	77	215	292	26%

Duke

February 22, 2018

Lucy Billingsley
Billingsley Company
1722 Routh Street, Suite 770
Dallas, TX 75201

Re: The Charleston of Grapevine

Dear Lucy,

I just wanted to let you know that your proposed development, The Charleston of Grapevine, is just what the area needs in Grapevine. A new, vibrant, and life-enhancing development will help add to the overall area. Your description of new urbanism with technology, convenience and a vast array of amenities will help substantiate this type of development.

Our experience in Grapevine was extremely beneficial for our company. We had nothing but positive dealings with the City of Grapevine when we developed our multifamily deals over a 10yr period beginning in the late '90's.

Billingsley Company brings a level of expertise to any sort of new development that any city would welcome into the market. The Charleston, a combination of retail and residential, is a deal that the City of Grapevine will use to help define this area in the DFW metroplex.

Every city and developer want to be a part of something special. This particular deal will fill that role for both parties. I am eager to watch The Charleston become a reality.

Good luck!

Cordially,



Robert J. Stone III
Duke, Inc.

Edward V Stone
1709 Altacrest Drive
Grapevine, Texas 76051

February 22, 2018

City of Grapevine
Attn: Ron Stombaugh
Planning and Zoning Asst. Director
200 S Main Street
Grapevine, Texas 76051

To Planning and Zoning Commissioners and City Council Members,

I am writing to you regarding the proposed development, The Charleston of Grapevine, located west of State Hwy 121 and bordered by Stars and Stripes Way and Grapevine Mills Boulevard. As a long-time resident and local business person, I fully support the request for the required zoning change to allow a multi-family living and retail development. I am aware of the City's desire to develop the area in consideration and feel this would be an outstanding addition to Grapevine.

The Charleston will be a premier development adding a combination of upscale living and great retail experience and will bring an increase to already existing businesses throughout the area. Included is a page showing the area of development. I believe the infrastructure of the area also supports and accommodates the development that will be of economic benefit to the City and desired by residents and visitors.

Please consider the request and make the necessary zoning change promptly.

Regards,

Edward Stone



March 22, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

Dear City Council Members and Planning and Zoning Commissioners:

One of my long-term customers is proposing to bring their development project to the City of Grapevine. I am glad to see a multi-family development with the quality, the character, and the significance of The Charleston.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This one reflects our heritage, and our character with the brick and the street and the neighborhood style. I strongly believe this project will attract new residents that will benefit the City of Grapevine and its local businesses.

I give it my full support.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Terry Hundley", written over a white background.

Terry Hundley
Grapevine Golf Cars

1380 W. Northwest Hwy
Grapevine, Texas 76053
P: 817-251-8032

March 19, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

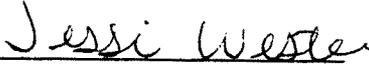
Dear City Council Members and Planning and Zoning Commissioners:

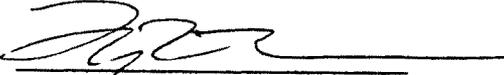
This land has sat empty for 30 years, and this project seems to be incredibly creative.

The neighborhood retail, the parks, the public amenities, and the quality of the multi-family help redefine the Mills Mall area and to a fresh, earthy urbanity.

It is a great presence on 121 for introducing people to our city. It also brings in more residents to support the retail in the area which has gone thru many rough years.

Yours sincerely,


Jessica Wester, Office Manager


Timothy Mankin, RPLS, Owner

Peiser & Mankin Surveying, Inc.
623 E. Dallas Rd.
Grapevine, TX 76051

March 05, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

Dear City Council Members and Planning and Zoning Commissioners:

I am glad to see a multi-family development with the quality, the character, and the significance of The Charleston.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This particular one reflects our heritage, and our character with the brick and the street and the neighborhood style.

I give it my full support.

Yours sincerely,

Mike Geddes
Area Manager – OSP Planning & Design Planning
AT&T – C&E SW

ADGATE PARTNERS

11704 Wilshire Blvd. #260
Los Angeles, CA 90025
310.479.8400

City of Grapevine
Department of Development Services
Ron Stombaugh, Director of Development Services
200 South Main Street
Grapevine, Texas 76051

March 12, 2018

RE: The Charleston at Grapevine

Dear Mr. Stombaugh,

On behalf of the owners of the "Lone Star Crossing," a project neighbor, I am pleased to provide a letter of endorsement for the Charleston of Grapevine project. The Billingsley Company has shared their project plans and reviewed them in detail with us. In our view the project is well thought out and is being developed to a very high standard. We welcome the additional housing units, which we see as critical to the future economic viability of the city.

We have been owners and operators of retail focused real estate in this market for almost ten years. Over our tenure we have seen a dramatic shift in demand for traditional retail product as on-line sales cannibalize the traditional brick and mortar system of delivering consumer products across the country. Our view, which is consistent with most developers, is that demand for traditional suburban retail real estate is going to continue to evolve towards more entertainment focused projects. The Shacks being proposed as part of the larger Billingsley project represents a great example of where retail is going.

Grapevine is positioned nicely for luxury multi-family product and is well represented by what Billingsley is proposing. This project, along with other projects, will help increase demand for retail. We have received little interest from traditional retail tenants on our land holdings in Grapevine. The additional housing stock will be a benefit to the community, our project and the city of Grapevine.

Moreover, the Charleston will provide substantial short and long term economic benefits to the community of Grapevine. The scale of the project will create many short term, high paying construction jobs, and also several permanent long term retail service jobs. We strongly support the project and believe it will set a high standard for how mixed use projects create vitality in the city Grapevine.

Regards,



Chester Congdon

**GRAPEVINE
DEVELOPMENT
III, LP**

6831 E. 32nd STREET, STE. 300
INDIANAPOLIS, IN 46226
PHONE 317.860.2940
FAX 317.860.2941

VIA U.S. MAIL

March 13, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

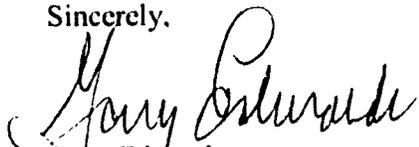
Dear City of Grapevine Planning & Zoning Commissioners and City Council:

As the owner of the building located at 3400 Grapevine Mills Parkway, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Sincerely,


Gary Edwards
Grapevine Development III, LP
Managing Member



March 8, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

As the store manager of La-Z-Boy located at 3450 Grapevine Mills Parkway, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A. La-Z-Boy notes that they are also the owner of their building.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards,

Sherian Capo
Store Manager
La-Z-Boy Furniture Galleries

March 5th, 2018

Lucy Billingsley
Billingsley Company
1722 Routh Street, Suite 770
Dallas, TX 75201

Ms Billingsley,

I wanted to write and advise that I have recently become aware of the planned Charleston project at Grapevine Mills Parkway and SH 121 in Grapevine TX.

As a 10 year resident of this region I wanted to write and express how thrilled I am at the prospect of this development coming to fruition. Currently my wife and I are beginning the process of considering our next move, as our teenage children will graduate from the Grapevine Colleyville School District and be on their way to College within a few years. I have been searching potential next step locations and have become most concerned at the prospect of having to move from the area due to a lack of quality accommodation for downsizers such as ourselves. The Charleston project checks all the boxes we have been looking for and we anxiously hope and await its arrival.

I understand that at this time your company is in the development approval process with Grapevine City, so I wanted to offer my support in your cause for the reasons outlined above.

Please let me know if I can be of any further assistance, and I look forward to seeing the project come to life, we may well be your first residents!

Thank you,



Clayton Gibson
6115 Theresa Lane
Colleyville TX 76034

Toll Brothers

America's Luxury Home Builder™

CC ITEM # 3, 28
PZ ITEM # 3, 6

March 07, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

Dear City Council Members and Planning and Zoning Commissioners:

I am glad to see a multi-family development with the quality, character, and the significance of The Charleston, especially knowing the Billingsley Company is behind it.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This particular one reflects our heritage, and our character with the brick and the street and the neighborhood style.

I give it my full support.

Yours sincerely,



Thomas Murray
Group President
Toll Brothers, Inc.
2557 SW Grapevine Pkwy., #100
Grapevine, TX 76051

New York Stock Exchange • Symbol TOL
TEXAS DIVISION

2557 Southwest Grapevine Parkway, Suite 100, Grapevine, TX 76051 • (817) 329-8770 • Fax (817) 488-2496
tollbrothers.com

**ENCORE RETAIL DEVELOPMENT COMPANY LP
1705 WEST NORTHWEST HIGHWAY
SUITE 260
GRAPEVINE, TEXAS 76051**

**TEL 817-329-7343
FAX 817-481-1544**

February 28, 2018

City of Grapevine
% Ron Stombaugh
200 S. Main Street
Grapevine, TX 76051

Re: Billingsley Development Project Zoning Case - Hwy 121 and Grapevine Mills Boulevard

City of Grapevine P&Z and City Council:

As an owner of property immedicably adjacent to the proposed Billingsley Company multi-family residential and retail development at Hwy 121 and Grapevines Mills Parkway (as shown on the attached Exhibit A), I would like to register our support for the project and the proposed Zoning change required to allow the multi-family development component. It is our opinion that the combined use development that has been proposed is the highest and best use for this property and will add value to both this immediate area and the City of Grapevine.

We encourage both the P&Z and City Council to take the steps necessary to allow this development to go forward. Thank you.



Dennis H. Clark
President, Finale Management Company LC
General Partner, Encore Retail Development Company LP

BAY WEST GROUP

2 HENRY ADAMS STREET, SUITE 450
SAN FRANCISCO, CALIFORNIA 94103

415 / 552-7700
FAX 415 / 552-7760

City of Grapevine
Department of Development Services
Ron Stombaugh, Director of Development Services
200 South Main Street
Grapevine, Texas 76051

March 5, 2018

RE: The Charleston at Grapevine

Dear Mr. Stombaugh,

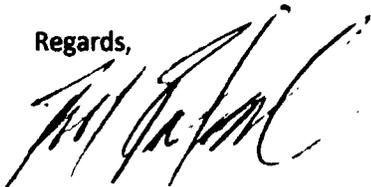
On behalf of the owners of the "Lone Star Crossing," a project neighbor, I am pleased to provide a letter of endorsement for the Charleston of Grapevine project. The Billingsley Company has shared their project plans and reviewed them in detail with us. In our view the project is well thought out and is being developed to a very high standard. We welcome the additional housing units, which we see as critical to the future economic viability of the city.

We have been owners and operators of retail focused real estate in this market for almost ten years. Over our tenure we have seen a dramatic shift in demand for traditional retail product as on-line sales cannibalize the traditional brick and mortar system of delivering consumer products across the country. Our view, which is consistent with most developers, is that demand for traditional suburban retail real estate is going to continue to evolve towards more entertainment focused projects. The Shacks being proposed as part of the larger Billingsley project represents a great example of where retail is going.

Grapevine is positioned nicely for luxury multi-family product and is well represented by what Billingsley is proposing. This project, along with other projects, will help increase demand for retail. We have received little interest from traditional retail tenants on our land holdings in Grapevine. The additional housing stock will be a benefit to the community, our project and the city of Grapevine.

Moreover, the Charleston will provide substantial short and long term economic benefits to the community of Grapevine. The scale of the project will create many short term, high paying construction jobs, and also several permanent long term retail service jobs. We strongly support the project and believe it will set a high standard for how mixed use projects create vitality in the city Grapevine.

Regards,



Bill Poland

February 30, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

The Leather Sofa Co., located at 3100 Grapevine Mills Parkway, Suite 103, Grapevine, TX 76051, is writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards,

By: The Leather Sofa Co.
Name: Rob Herman
Title: Leather Specialist

February 13, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

As the general manager of Fuzzy's Taco Shop located at 3100 Grapevine Mills Parkway, Suite 101, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards.

A handwritten signature in black ink that reads "Lindsey Hodge". The signature is written in a cursive, flowing style.

Lindsey Hodge
General Manager

ORDINANCE NO. 2018-037

AN ORDINANCE ISSUING A CONDITIONAL USE PERMIT IN ACCORDANCE WITH SECTION 48 OF ORDINANCE NO. 82-73, THE COMPREHENSIVE ZONING ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS, SAME BEING ALSO KNOWN AS APPENDIX "D" OF THE CITY CODE, BY GRANTING CONDITIONAL USE PERMIT CU18-08 TO ESTABLISH A MASTER SITE DEVELOPMENT PLAN TO INCLUDE BUT NOT BE LIMITED TO BUILDING ELEVATION IMPROVEMENTS TO THE EXISTING MULTI-TENANT RETAIL BUILDING ALONG WITH APPROXIMATELY 25,800 SQUARE FEET OF NEW MULTI-STRUCTURE RETAIL AND RESTAURANT DEVELOPMENT AND TWO, FOUR STORY MULTIFAMILY STRUCTURES AND TWO, THREE STORY BROWNSTONE STRUCTURES TOTALING 432 UNITS IN A DISTRICT ZONED "CC" COMMUNITY COMMERCIAL DISTRICT REGULATIONS (3570 AND 3580 NORTH GRAPEVINE MILLS BOULEVARD AND 3155 STARS AND STRIPES WAY) ALL IN ACCORDANCE WITH A SITE PLAN APPROVED PURSUANT TO SECTION 47 OF ORDINANCE NO. 82-73 AND ALL OTHER CONDITIONS, RESTRICTIONS AND SAFEGUARDS IMPOSED HEREIN; CORRECTING THE OFFICIAL ZONING MAP; PRESERVING ALL OTHER PORTIONS OF THE ZONING ORDINANCE; PROVIDING A CLAUSE RELATING TO SEVERABILITY; DETERMINING THAT THE PUBLIC INTERESTS, MORALS AND GENERAL WELFARE DEMAND THE ISSUANCE OF THIS CONDITIONAL USE PERMIT; PROVIDING A PENALTY NOT TO EXCEED THE SUM OF TWO THOUSAND DOLLARS (\$2,000.00) DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, an application was made requesting issuance of a conditional use permit by making applications for same with the Planning and Zoning Commission of the City of Grapevine, Texas, as required by State statutes and the zoning ordinance of the City of Grapevine, Texas, and all the legal requirements, conditions and prerequisites having been complied with, the case having come before the City Council of the City of Grapevine, Texas, after all legal notices requirements, conditions and prerequisites having been complied with; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied: safety of the

motoring public and the pedestrians using the facilities in the area immediately surrounding the site; safety from fire hazards and measures for fire control; protection of adjacent property from flood or water damages, noise producing elements, and glare of the vehicular and stationary lights and effect of such lights on established character of the neighborhood; location, lighting, and types of signs and relation of signs to traffic control and adjacent property; street size and adequacy of width for traffic reasonably expected to be generated by the proposed use around the site and in the immediate neighborhood; adequacy of parking as determined by requirements of this ordinance for off-street parking facilities; location of ingress and egress points for parking and off-street locating spaces, and protection of public health by surfacing on all parking areas to control dust; effect on the promotion of health and the general welfare; effect on light and air; the effect on the overcrowding of the land; the effect on the concentration of population; the effect on the transportation, water, sewerage, schools, parks and other facilities; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council of the City of Grapevine, Texas, did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied; effect on the congestion of the streets, the fire hazards, panics and other dangers possibly present in the securing of safety from same, the effect on the promotion of health and the general welfare, effect on adequate light and air, the effect on the overcrowding of the land, the effect on the concentration of population, the effect on the transportation, water, sewerage, schools, parks and other public facilities; and

WHEREAS, all of the requirements of Section 48 of Ordinance No. 82-73 have been satisfied by the submission of evidence at a public hearing; and

WHEREAS, the City Council further considered among other things the character of the existing zoning district and its peculiar suitability for particular uses and with the view to conserve the value of buildings and encourage the most appropriate use of land throughout this City; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that there is a public necessity for the granting of this conditional use permit, that the public demands it, that the public interest clearly requires the amendment, that the zoning changes do not unreasonably invade the rights of those who bought or improved property with reference to the classification which existed at the time their original investment was made; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that the conditional use permit lessens the congestion in the streets, helps secure safety from fire, panic and other dangers, prevents the overcrowding of land, avoids undue concentration of population, facilitates the adequate provisions of transportation, water, sewerage, schools, parks and other public requirements; and

WHEREAS, the City Council of the City of Grapevine, Texas, has determined that there is a necessity and need for this conditional use permit and has also found and determined that there has been a change in the conditions of the property surrounding and in close proximity to the property requested for a change since this property was originally classified and, therefore, feels that the issuance of this conditional use permit for the particular piece of property is needed, is called for, and is in the best interest of the public at large, the citizens of the City of Grapevine, Texas, and helps promote the general health, safety and welfare of this community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That the City does hereby issue a conditional use permit in accordance with Section 48 of Ordinance No. 82-73, the Comprehensive Zoning Ordinance of the City of Grapevine, Texas, same being also known as Appendix "D" of the City Code, by granting Conditional Use Permit No. CU17-08 to establish a master site development plan to include but not be limited to building elevation improvements to the existing multi-tenant structure along with approximately 25,800 square feet of new multi-structure retail and restaurant development, and two, four story multifamily structures and two, three-story brownstone structures totaling 432 units in a district zoned "CC" Community Commercial District Regulations within the following described property: Lot 1, Block A, Charleston Addition and Lots 1A1, 3A1, 3A2, 5ARA1, 5ARA2, Block A, Grapevine Mills Crossing Addition (3570 and 3580 North Grapevine Mills Boulevard and 3155 Stars and Stripes Way) all in accordance with a site plan approved pursuant to Section 47 of Ordinance No. 82-73, attached hereto and made a part hereof as Exhibit "A", and all other conditions, restrictions, and safeguards imposed herein, including but not limited to the following: None.

Section 2. The City Manager is hereby directed to amend the official zoning map of the City of Grapevine, Texas, to reflect the herein conditional use permit.

Section 3. That in all other respects the use of the tract or tracts of land herein above described shall be subject to all the applicable regulations contained in said City of Grapevine zoning ordinance and all other applicable and pertinent ordinances of the City of Grapevine, Texas.

Section 4. That the zoning regulations and districts as herein established have been made in accordance with the comprehensive plan for the purpose of promoting health, safety, morals and the general welfare of the community. They have been designed with respect to both present conditions and the conditions reasonably anticipated to exist in the foreseeable future; to lessen congestion in the streets; to secure safety from fire, panic, flood and other dangers; provide adequate light and air; to prevent overcrowding of land, to avoid undue concentration of population; facilitate the adequate provisions of transportation, water, sewerage, drainage and surface water, parks and other public requirements, and to make adequate provisions for the normal business,

commercial needs and development of the community. They have been made with reasonable consideration, among other things, of the character of the district, and its peculiar suitability for the particular uses and with a view of conserving the value of buildings and encouraging the most appropriate use of land throughout the community.

Section 5. This ordinance shall be cumulative of all other ordinances of the City of Grapevine, Texas, affecting zoning and shall not repeal any of the provisions of said ordinances except in those instances where provisions of those ordinances which are in direct conflict with the provisions of this ordinance.

Section 6. That the terms and provisions of this ordinance shall be deemed to be severable and that if the validity of the zoning affecting any portion of the tract or tracts of land described herein shall be declared to be invalid, the same shall not affect the validity of the zoning of the balance of the tract or tracts of land described herein.

Section 7. Any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed Two Thousand Dollars (\$2,000.00) and a separate offense shall be deemed committed upon each day during or on which a violation occurs or continues.

Section 8. The fact that the present ordinances and regulations of the City of Grapevine, Texas, are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the inhabitants of the City of Grapevine, Texas, creates an emergency for the immediate preservation of the public business, property, health, safety and general welfare of the public which requires that this ordinance shall become effective from and after the date of its final passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney



14881 Quorum Drive, Suite 550, Dallas, TX 75254

972.726.9400

5 April, 2018

Mr. Ron Stombaugh

Development Services Assistant Director
200 South Main Street
Grapevine, Texas 76051

**RE: Zoning Change Application
The Charleston Multi-family and The Shacks at Grapevine Mills Crossing Retail
Applicant: Billingsley Development**

Dear Mr. Stombaugh,

Thank you for your assistance with our zoning application referenced above.

This application is in reference to the properties generally located south of Grapevine Mills Boulevard, north of Stars and Stripes Way and fronting the Texas 121 Frontage Road along its eastern boundary. The retail portion of the project site is approximately 6.92 acres and the multi-family portion of the project site is approximately 10.49 acres.

In response to the requirement of the zoning application, we provide this letter to affirm our belief that the design of the proposed mixed-use multi-family and retail development complies with the City of Grapevine's Design Standards. Accompanying this letter is the completed checklist indicating our compliance to the letter or in spirit with all applicable requirements.

As is the case with every development process at this early stage, allowances must be made for reasonable modifications as the design is developed in further detail. However, we affirm that it is our intention to remain in compliance with the spirit and the intent of the Design Standards at all times.

In addition, by this letter, we confirm that on or before commencement of the multi-family development, the owner will begin two retail/restaurant buildings with a minimum of 12,000 SF on the lots north of the multi-family development. The entire new retail development will consist of 27,400 SF of retail space and two parks when fully built.

Upon or before completion of the balance of the retail/restaurant development, the owner will enhance the façade of the existing neighboring retail anchor to the west to compliment the new development with recommended enhancements including canopies, patios and opening the corner with glass.

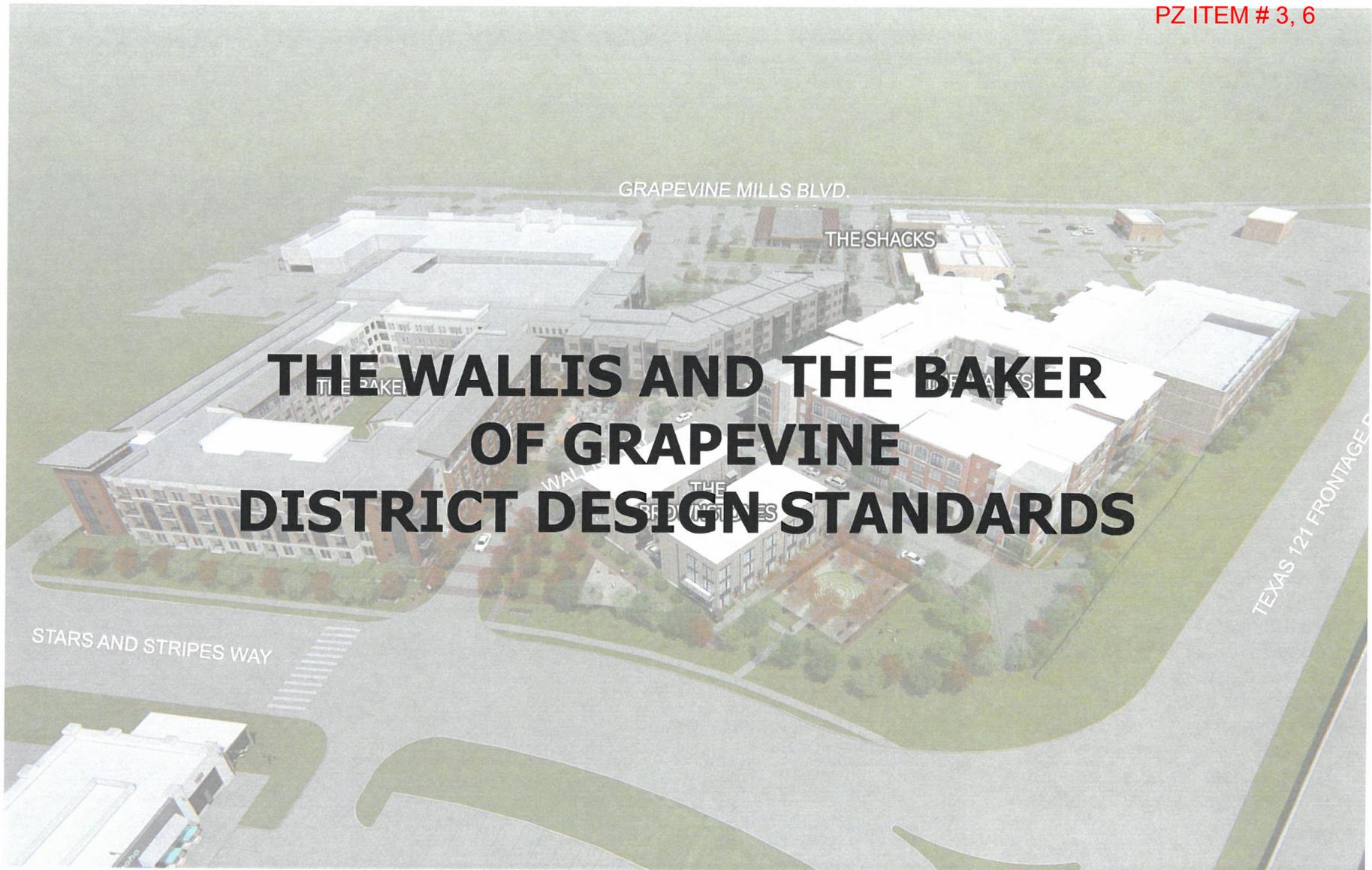
Thank you very much again for your assistance and we look forward to working with you and your staff as we continue through completion of the approval process.

Sincerely,

A handwritten signature in black ink that reads "Robert W. Lamkin".

Robert W. Lamkin, AIA
Hensley Lamkin Rachel, Inc., President





SPECIFIC DESIGN STANDARDS GRAPEVINE MILLS NORTH DISTRICT

BILLINGSLEY - GRAPEVINE

**2. Pedestrian Connection #3, 6
Beyond The Project And District**

The main central organizing street provides a pedestrian connection from the entire project to adjacent public sidewalks and to multiple retail areas.

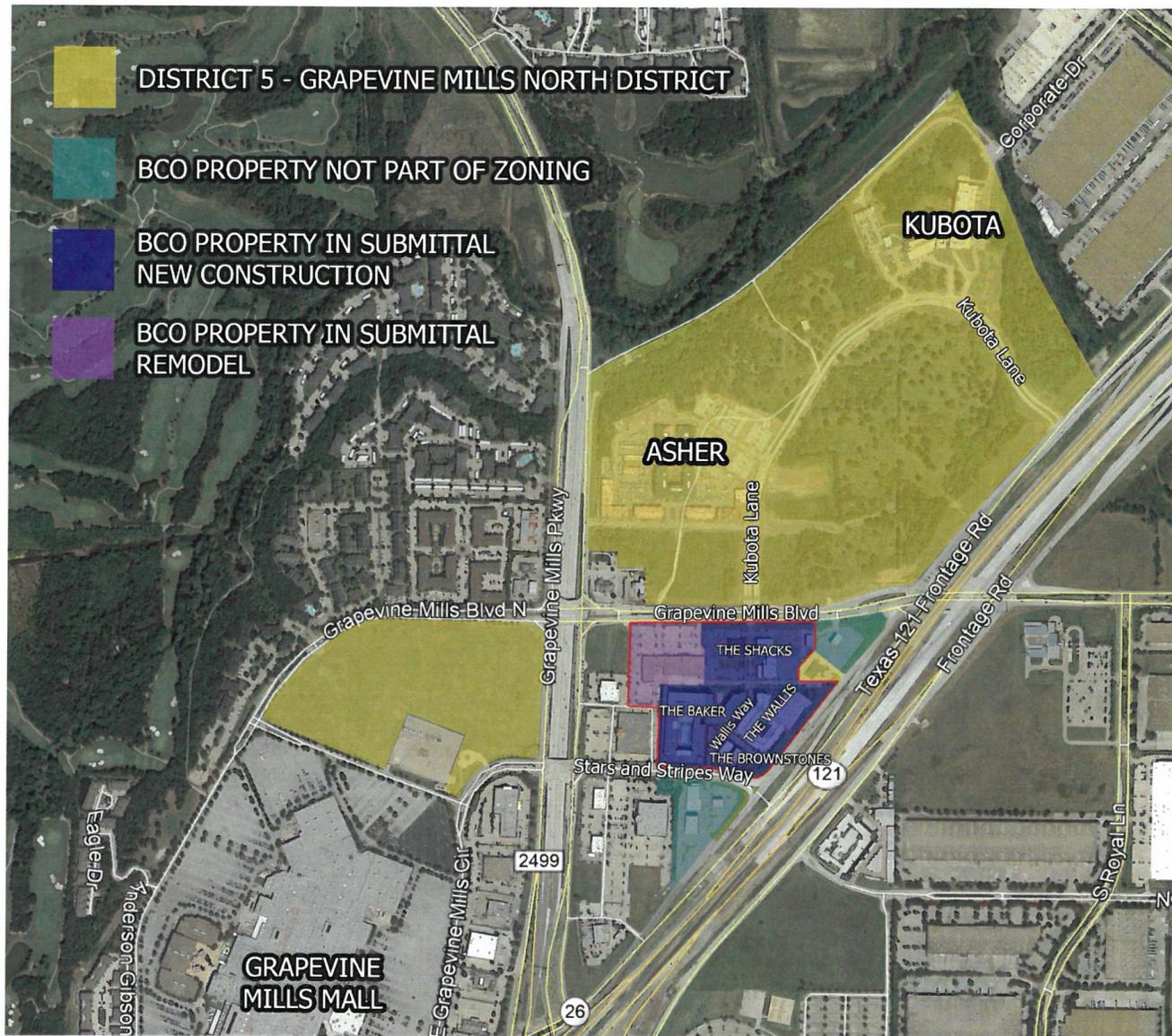
The main street also connects all the internal parks, courtyards, and plazas to the rest of the neighborhood. This gives residents and visitors a unique pedestrian experience that starts on the retail buildings and retail parks then carries the energy of the street retail into the Multi-family by first come to the workout facility, then to the leasing and then to the plaza and parks elements.

There is a strong retail, residential, and public realm indoor and outdoor at the street level.



4. Perpetuate Residentially Derived Styling And Forms

This site is part of a large commercial district that is not near single family areas, topography or golf courses. The design inspiration is compatible with existing near multi-family developments.



SPECIFIC DESIGN STANDARDS GRAPEVINE MILLS NORTH DISTRICT

6. Provide A Land Use And Scale Transition Between Multifamily/ Vertical Mixed-Use Development And Abutting Single Family Development.

Our project is a horizontal mixed use developed around a strong pedestrian spine that connects the various uses around it. The site is also not abutting single family developments so all transitions are developed internally in order to preserve the continuity of the commercial district.

23. Promote Horizontal Mixed Use.

The proposed master plan for this development is for a horizontal mixed-use. A retail component is provided along Grapevine mills boulevard, which is one of the two primary streets abutting this development. As a horizontal mixed-use development with multiple fronting streets, we located the retail along 100% of the frontage along Grapevine mills boulevard, which is a predominant retail street. The master plan also shows how the multi-family buildings and the retail buildings are connected by engaging them along a centralized main street that connects the entire project from our two main streets, Grapevine Mills Boulevard and Stars and Stripes.



8. Perpetuate Commercially Derived Styling And Forms
Does the plan employ architectural styles and forms that include the following elements:

1. A predominately flat roof concealed by a raised parapet of at least 12in in height - Yes

2. All openings are vertically and horizontally aligned - Yes

3. Balconies are projected - Yes

4. Steel construction is exposed - Yes

5. The first floor plate is at least 15f high at the street level
- This is a horizontal mixed-use development, not a vertical mixed-use development.

6. Void-to-solid relationships are 50% or greater void - Yes



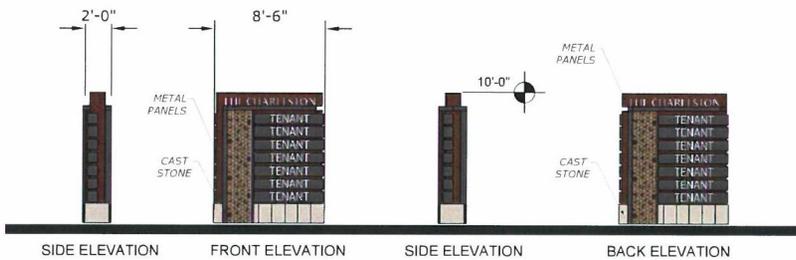
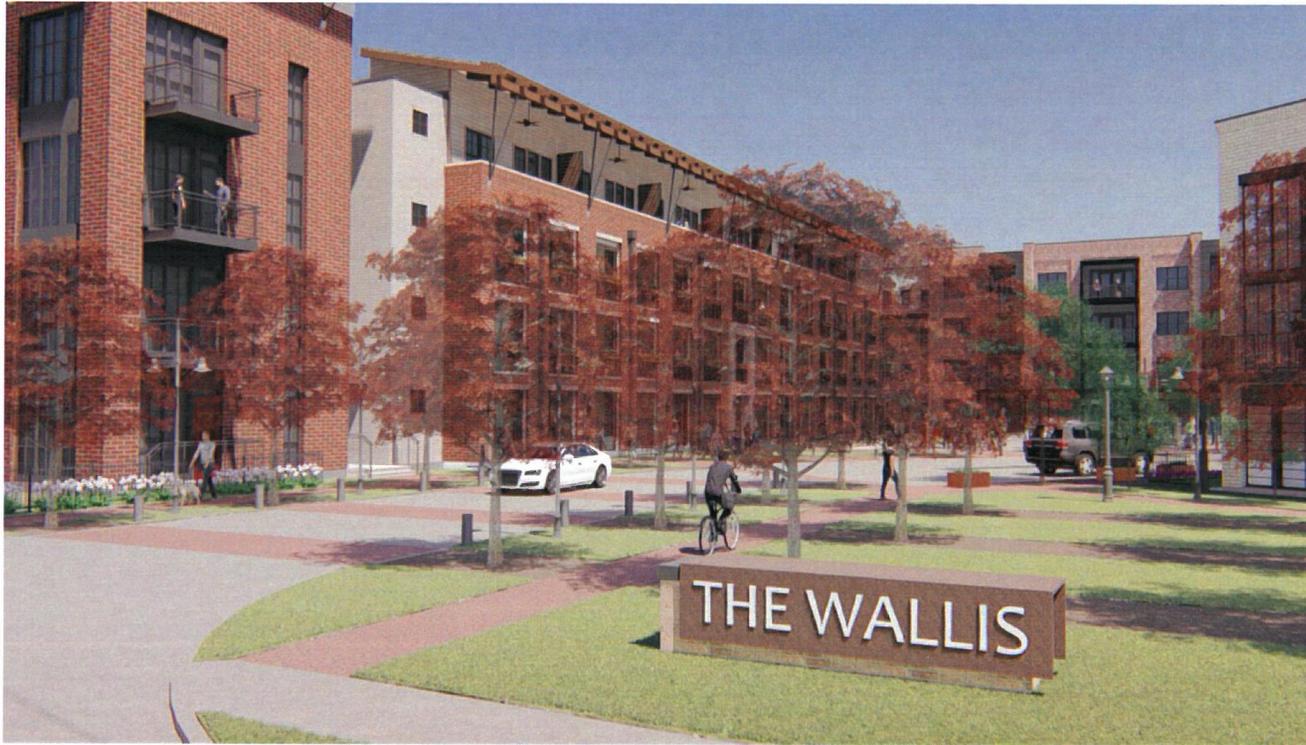
SPECIFIC DESIGN STANDARDS GRAPEVINE MILLS NORTH DISTRICT

BILLINGSLEY - GRAPEVINE

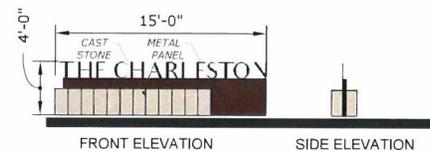
CC ITEM # 3, 28

10. Maintain Compatibility With District Thematic Sign Features.

Proposed signs are compatible with District signs.



06 - MONUMENT SIGN



07 - GROUND SIGN

SPECIFIC DESIGN STANDARDS GRAPEVINE MILLS NORTH DISTRICT

BILLINGSLEY - GRAPEVINE



11. Provide Responsive Interface To Open Space And Open Space Amenities.

Open spaces in this development play a great part of the extension of the pedestrian streetscape. Building orientations, planting selections and sidewalk patterns are all intentionally done to invite the interaction with our open spaces and to invite the public in.

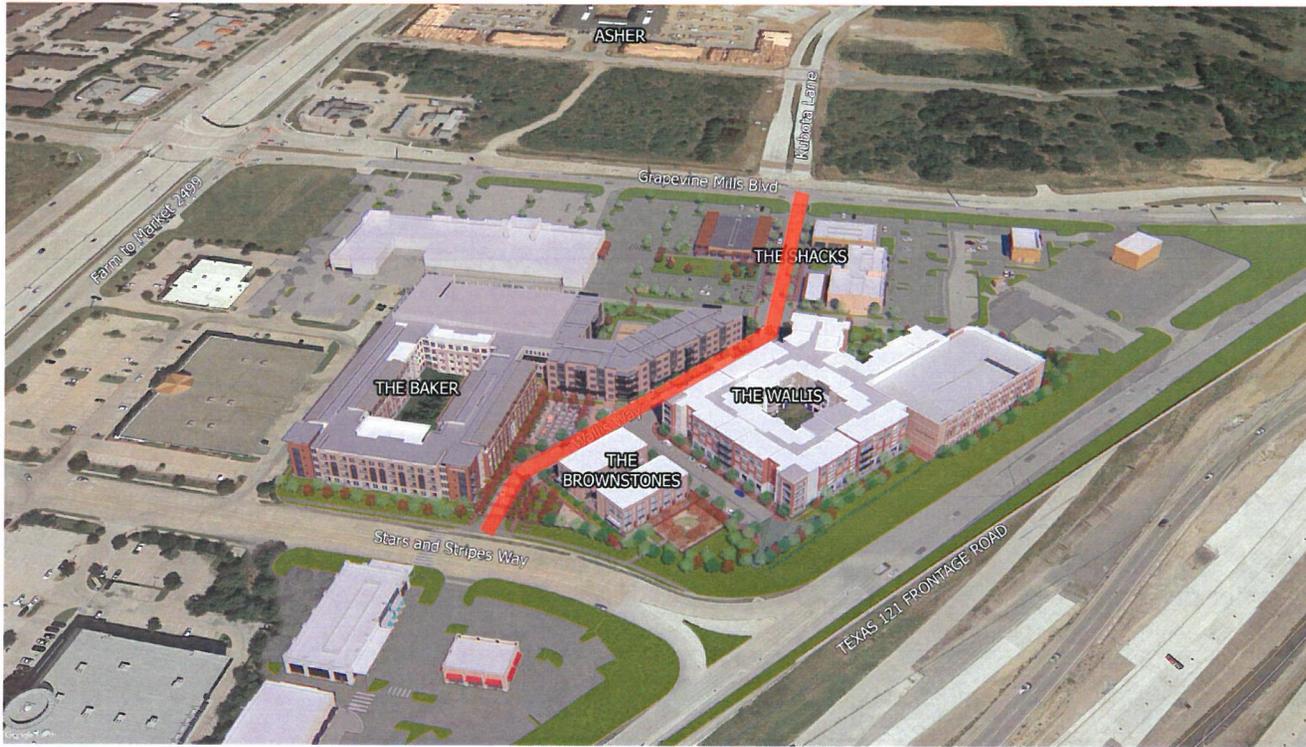
The main street connects all the internal parks, courtyards, and plazas to the rest of the neighborhood. This gives residents and visitors a unique pedestrian experience that starts on the retail buildings and retail parks then carries the energy of the street retail into the Multi-family by first come to the workout facility, then to the leasing and then to the plaza and parks elements.



SPECIFIC DESIGN STANDARDS GRAPEVINE MILLS NORTH DISTRICT

13. Curvilinear Organization Of The Development Plan.

A main central street that meanders from north to south is the main organizing element of the master plan. The orientation of buildings, landscaping and open spaces configuration also help define the centralized main spine that helps organized the development



District-Specific Design Standards

1. Architectural Accommodations of Grade Change

Does the plan retain grade to support the building plate including terraces, patios, decks and any accessory buildings adjoined to the primary structure?

Complies:

Yes

No

In Spirit

Comments:

Not applicable to the Grapevine Mills North District.

2. Pedestrian Connection Beyond The Project And District

Does the plan provide pedestrian connections from units within the project to existing trails, sidewalks or other public and private walkways.

Complies:

Yes

No

In Spirit

Does the plan provide pedestrian connections to places within the development that abut pedestrian walkways that the City's approved plans identify for the future?

Comments:

The main central organizing street provides a pedestrian connection from the entire project to adjacent public sidewalks and to multiple retail areas.
Ground floor units facing the main street have direct access to the sidewalk.

3. Preserve and/or Restore The Natural Characteristic Of The District

Does the plan include landscape development that continues the natural characteristics of the projects surroundings?

Complies:

Yes

No

In Spirit

Comments:

Not applicable to the Grapevine Mills North District.

Complies:

Yes

No

In Spirit

4. Perpetuate Residentially Derived Styling And Forms

Does the plan use the following architectural components?

- Pitched roof (gable or hip)
- Organized roof massing where a dominant roof has subordinate roofs that extend from it.
- 12 inch roof overhang
- Roofed porches and balconies
- No more than 45 horizontal feet of continuous wall without a horizontal offset of at least 4 feet
- Dormers that break the cornice
- Windows that align both horizontally and vertically
- Openings in architectural forms defined by a roof are located symmetrically within the form
- Three stories maximum. These three stories may be over a parking podium.
- Openings are treated with a jamb and/or head surround
- The Void-to-Solid relationship for window-in-wall elements is less than 50%

Comments:

Not applicable since site is part of a large commercial district that is not near single family areas, topography or the golf course.

5. Provide Buffer Adjacent To Residentially Adverse Conditions

Does the plan provide a buffer between residential land use and adjacent environmental conditions (e.g. loud sound) that would negatively impact the livability of the residential land?

Complies:

Yes

No

In Spirit

Comments:

Not applicable to the Grapevine Mills North District.

6. Provide A Land Use And Scale Transition Between Multifamily/Vertical Mixed-Use Development And Abutting Single Family Development.

If the plan abuts an area of single-family residential land use, does it provide a "residential transition"? A residential transition must include two components:

Complies:

Yes

No

In Spirit

- Height Transition: For any element with a height above 35ft, this element can't exceed one foot above 35ft in height for every 1ft of setback beyond 15ft. For example, you may have 36ft at 16ft setback, 37ft at 17ft and so on.
- Scale Transition: Any element located within 20ft of a property line abutting a single-family land use must not have an elevation face area more than 1200 sq. ft.

Comments:

Our project is not a vertical Mixed-used development; it is a horizontal mixed use development. Its not abutting single family developments. - requirement does not apply

7. Provide Development That Maximizes Uses Appropriate To The Value Of The Setting And/Or Characteristic Of The Context.

Complies:
Yes No In Spirit

If the surrounding street-level use is NOT predominately residential, does the plan provide—or is the structure such that it could be leased to provide—first-floor or street-level land uses that are consistent with the context?

If the plan has a distinct locational opportunity (such as being close to logistic, movement or transit hubs), does it provide—or is the structure such that is could be leased to provide—first-floor or street-level land uses that are consistent with this context?

If the answer to either question is YES, does the plan provide—or could be rented to provide—these land uses for at least 70% of the street-fronting first-floor space?

Comments:

Not applicable to the Grapevine Mills North District.

8. Perpetuate Commercially Derived Styling And Forms

Complies:
Yes No In Spirit

Does the plan employ architectural styles and forms that include the following elements:

- A predominately flat roof concealed by a raised parapet of at least 12in in height **yes**
- All openings are vertically and horizontally aligned **yes**
- Balconies are projected **yes**
- Steel construction is exposed **yes**
- The first floor plate is at least 15ft high at the street level **not applicable since this is not a vertical mixed-use building**
- Void-to-solid relationships are 50% or greater void **yes**

Comments:

Our proposed building designs use an urban block form compatible with the large scale commercial buildings that surround our site.

9. Preserve And Extend Thematic Streetscapes

Does the plan continue the established streetscape of its surrounding District?

This includes:

- Matching light fixtures and spacing of light fixtures
- Matching tree species, scale, placement and spacing
- Matching paving material and paving pattern
- Continuation of defined inset areas for on-street parking

Complies:

Yes

No

In Spirit

Comments:

Not applicable to the Grapevine Mills North District.

10. Maintain Compatibility With District Thematic Sign Features. Does the plan provide signage that is compatible with signage in the surrounding District? This includes:

- Maintaining the relationship of signage to street-fronting building planes
- Maintaining the general appearance of the District's signage
- Maintaining sign illumination consistent with the District and its nightscape
- Use of sign types consistent with the District and the context. This includes commercial tenant signs, premise signs and project signs.

Complies:

Yes

No

In Spirit

Comments:

Proposed signs are compatible with District signs.

11. Provide Responsive Interface To Open Space And Open Space Amenities. Does the plan address open space in ways that extend the open space into the project? This includes:

Complies:

Yes

No

In Spirit

- Elimination of parking aprons in the foreground between the structure and the open space **yes**
- Extension of landscape species and patterns characteristic of the open space into the project **yes**
- Orientation of buildings to that building placement breaks free from the normal orthogonal relation to street and bears relationship to features of the larger landscape **yes**
- Extension of trails into the project
- Use of fence design that does not visually disrupt the continuous ground plane **yes**

Comments:

Open spaces in this development play a great part of the extension of the pedestrian streetscape. Building orientations, planting selections and sidewalk patterns are all intentionally done to invite the interaction with our open spaces and to invite the public in.

12. Resort/Lodge/Prairie Styling And Forms. Does the plan use architectural styles derived from resort/lodge/prairie architectural precedents? These include:

Complies
Yes No In Spirit

- Flat pitched gable or hipped rooves with long and un-interrupted ridges and cornices
- Large roof overhangs with structural bracing such as brackets, angled braces, canted braced and exposed rafters
- Tapered columns that are full masonry or have masonry bases
- Use of flat roofs to accent pitched roofs
- Variable plate heights
- Vertical and Horizontal alignment of openings
- Openings in architectural forms defined by a roof are located symmetrically within the form
- Use of decks and terraces
- Architecturally enclosed balconies
- Projected window jambs and/or headers
- Structural details derived from timber construction detailing
- Use of siding and masonry
- Upper story insets within, or projections over, a lower story base

Comments:

Not applicable to the Grapevine Mills North District.

13. Curvilinear Organization Of The Development Plan

Does the plan have a curvilinear organization? This includes:

Complies:

Yes

No

In Spirit

- Gracefully meandering streets and drives with bends in the street and drive alignment that is responsive to grade
- Merging street intersections where operations permit
- Organically-shaped parking areas
- Building orientations that are not tied to uniform street frontage
- Drifted groupings of trees in lieu of straight rows with uniform spacing

Comments:

A main central street that meanders from north to south is provided in the master plan. The orientation of buildings, landscaping and open spaces configuration also help define the centralized main spine that helps organized the development

14. Conceal Visibility Of Service And Parking Functions

Does the plan place service and parking functions so that such functions are NOT in the foreground yard space between any arterial or primary street and the buildings that are facing that street?

Complies:

Yes

No

In Spirit

Comments:

Not applicable to the Grapevine Mills North District.

15. Perpetuate Historic/Indigenous Derived Architectural Styling And Forms. Does the plan employ architectural styles and forms derived from the historic or indigenous character of the District? Such aspects include:

Complies			
Yes	No	In Spirit	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

- Commercially-scaled first floor with a 15ft plate
- For building of three floors or greater, a tripartite architecture
- Decorative and embellished front parapet
- Street canopy
- Portrait orientation of openings and subversion of openings
- Continuous vertical corners often expressed as pilasters
- Occasional use of roof forms as accent elements on the front elevation
- Void-to-Solid ratio with greater void at the street level and greater solid at other levels
- Treatment of openings with jamb and/or header surrounds
- Use of belt courses to establish horizontal reference for placement of openings
- Use of decorative brick bands and details

Comments:

Not applicable to the Grapevine Mills North District.

16. Use Of Thematic Exterior Material, If Such Material Is Characteristic Of District And Complies With The General Material Standards.

Complies:

Yes

No

In Spirit

If there is a surrounding District context, does the plan continue with the use of the dominant and characteristic material of the surrounding District?

If so, is the use of that material in compliance with the General Material Standards of the Building Manual?

Dominant use of material means material that comprises at least 70% of the building exterior excluding openings.

Comments:

Not applicable to the Grapevine Mills North District.

17. Orthogonal/Block Orientation Of The Development Plan. Does the plan have a block/orthogonal organization? This includes:

Complies:

Yes

No

In Spirit

- Straight streets with right angle intersections
- Continuous street wall defined by alignment of buildings
- Uniform spacing of street trees and street fixtures
- Continue the urban blocks which are adjacent to the project
- Have decorative cross walks or other intersection enhancements

Comments:

Not applicable to the Grapevine Mills North District.

18. Pedestrian/Residential Activity Connection Between The Public Street And Living Units Fronting The Street.

Complies:
Yes No In Spirit

Does the plan present the public street with an external expression of the residential activity? This means that the street level of the residential development is not commercially used or made capable for commercial use. This includes porches, stoops, terraces, patios, fenced front yards and steps up from an approach grade.

Comments:

Not applicable to the Grapevine Mills North District.

19. Maintain Height And Scale Compatibility With The Height And Scale Characteristic Of District.

Complies:
Yes No In Spirit

When height and scale are important attributes of the surrounding District's identity, is the plan compatible with this height and scale? Such compatibility can be achieved through one or both of the following:

- Upper-story setbacks that create a building mass at the street consistent with context
- Horizontal offsets at the street level which reduce the lower floor presentation of mass when the characteristic block size is exceeded. This creates the image of a block that is further subdivided through built recognition of individual properties as described in the "Bay Modulation" section of the Building Manual.

Comments:

Not applicable to the Grapevine Mills North District.

20. Use Of Bay Modulation Patterns That Are Compatible With Bay Modulation Of The District.

Complies:
Yes No In Spirit

Does the plan create a street frontage that continues the bay modulation of the block? Bay modulation refers to the architectural expression of individual buildings within the block face.

This is important to emulate the traditional block face of a downtown where buildings are normally built lot-line to lot-line in direct juxtaposition. In such downtowns, there is a complex street wall referred to as the “Bay” and the rhythmic and varied offset and appearance of that bay is referred to as “Bay Modulation.”

Comments:

Not applicable to the Grapevine Mills North District.

21. Provide An Urbanized Streetscape. Does the plan provide an urbanized streetscape along the primary street frontage that is consistent with the characteristic urban street fabric within the District? Key features of an urbanized streetscape include:

Complies			
Yes	No	In Spirit	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

- The architectural plane fronting the primary street must create a continuous street wall along the primary street frontage. Buildings must establish a “built-to” zone which extends from the primary street front property line and extends into the property a distance of 3ft and at least 75% of the primary street frontage must lie within this zone. NOTE: the location and depth of this zone may be modified upon City approval when the modification results in lateral expansion of a sidewalk space for a sidewalk restaurant or sidewalk retail or in the creation of an arcade along the street.
- Street trees used in the streetscape should continue the use of an existing tree species when the larger urban setting contains a thematic tree. If the surrounding urban setting does not have a thematic tree, the plan must choose from a list of approved plants.
- Street lights must continue the uniform spacing and placement characteristic of the surrounding primary street. When a larger urban setting contains a thematic light or light standard, the plan must use that light standard. When no thematic light exists, the plan must choose a light or light standard appropriate for urban streetscape use.
- Decorative paving should continue the characteristic paving material and pattern of the urban context when that context includes a thematic sidewalk treatment. When no thematic treatment exists, the project must use a sidewalk paving material and pattern appropriate for urban streetscape use.

Comments:

Not applicable to the Grapevine Mills North District.

22. Provide A “Borrowed Landscape” For The Primary Street Frontage
Does the plan provide a “borrowed landscape” along the primary street frontage that preserved the general character of the District? This includes:

Complies:
Yes No In Spirit

- Elimination of parking aprons or walls between the building and street unless the landscape space abutting the street is greater than 20ft
- Creation of an expanded parkway that is varied in dimension with the minimum parkway expansion being 15ft from the street right of way and with variations in width occurring at least every 200ft. Creation of pads for horizontal mixed use qualifies as varied Borrowed Landscape space
- Use of a pedestrian trail in lieu of a pedestrian sidewalk. Sidewalks within the borrowed landscape space must be meandering pedestrian ways at least 8ft wide.

Comments:

Not applicable to the Grapevine Mills North District.

23. Promote Horizontal Mixed Use

Complies:
Yes No In Spirit

Does the project create opportunities for stand-alone retail/restaurant pads within the street frontage of the primary street? In no case should the provision of a retail pad consume more than 50% of the multifamily frontage.

Where the multifamily frontage is 300ft or less, a retail pad leave-out is not required. This retail pad requirement may be waived upon City Approval but a requirement for variable street definition (#24) still applies

Comments:

The proposed master plan for this development is for a horizontal mixed-use. A retail component is provided along Grapevine mills boulevard, which is one of the two primary streets abutting this development. As a horizontal mixed-use development with multiple fronting streets, we located the retail along 100% of the frontage along Grapevine mills boulevard, which is a predominant retail street. The master plan also shows how the multi-family buildings and the retail buildings are connected by engaging them along a centralized main street that connects the entire project from our two main streets, Grapevine Mills Boulevard and Stars and Stripes.

24. Provide Variable Street Definition Within The Block Face Along Primary Streets

Complies:
Yes No In Spirit



Does the plan create a variable street definition through the variable setback of multifamily structures fronting the primary street? No more than 50% of the project frontage may adhere to a uniform setback dimension. Horizontal offsets in the development plan set back line must be no less than 10 ft.

Comments:

Not applicable to the Grapevine Mills North District.

	District Specific Standards (A = Applicable)	360/Airport District	Grapevine Mille South District	Grapevine Mills North District	Gaylord/SH 26 District	Central Transit District
1	Architectural accommodation of grade change	A			A	
2	Pedestrian connection beyond project and district	A	A	A	A	A
3	Preserve/restore characteristic natural mosaic	A	A			
4	Residentially derived styling and forms/ pitched roof		A	A*		
5	Buffer adjacent environmental encroachments	A				
6	Land use/scale transition from MF/SF		A	A		
7	Maximize value capture opportunities	A				A
8	Commercially derived styling and forms		A	A**		A
9	Preserve/perpetuate thematic streetscape					A
10	Compatible with district, thematic signage features		A	A		A
11	Responsive interface with open space and amenities		A	A	A	
12	Resort/lodge derived styling and forms	A			A	
13	Curvilinear organization of development plan	A	A	A	A	
14	Conceal visibility of service/parking functions from arterials/primary roads	A			A	A
15	Historic/indigenous derived styling/forms					A
16	Use of thematic exterior material if characteristic of district and complies with standards					A

A* = When closer to topography and golf course

A** = When closer to Regional Roadways and other commercial areas

17	Orthogonal, block organization of development plan					A
18	Pedestrian/residential activity connection between street and living unit fronting street					A
19	Height and scale compatibility with height and scale characteristic of district					A
20	Bay modulation pattern compatibility with thematic bay modulation of district					A
21	Urbanized streetscape					A
22	Provide "Borrowed" landscape for street enhancement	A				
23	Promote horizontal mixed-use	A	A	A		
24	Variable street definition to create a more complex street scape				A	

A* = When closer to topography and golf course

A** = When closer to Regional Roadways and other commercial areas

General Standards for Multifamily Development

Part A: Site and Design

a. Contextual Relationships

1. Community Structure: Each plan for a project larger than 100 units must provide:

Complies:
Yes No In Spirit

- i. **Benches:** at least one every 700ft or one per block, whichever is less
- ii. **Bike Racks:** a capacity for 4 bikes at each residential building and 14 at the central pedestrian facility
- iii. **Trash Disposal Units:** one trash receptacle at each bench
- iv. **Pedestrian Lighting:** one light standard at least every 100ft

Comments:

Required elements are provided, please refer to the Landscape plan for locations of benches, lights and bike racks. The bike parking for the buildings will be provided inside the parking structures.

2. Cognitive Structure: Development site plans should avoid a “maze-like” arrangement of streets and drives and should provide a clear demarcation of sub-areas arranged with reference to an internal destination.

Complies:
Yes No In Spirit

Comments:

No maze-like site plan configuration is provided. The main centralized street creates an organizing element that provides clear demarcations for all sub-areas that connect to it.

3. Edge Definition: Planting of the edge must provide visual concealment of at least 70% of the perimeter fence using evergreen plants. Moreover, at least 70% of these plants must have foliage from ground to top capable of providing a screen. Edge screening must be planted in natural drifts that appear as native plant clusters.

Complies:
Yes No In Spirit

Comments:

If and where there is perimeter fencing we will comply.

4. Traffic Calming: Any multifamily plan must illustrate traffic calming measures using traffic tables, intersections, traffic circles, chokers, roadway neck downs at intersections, center island narrowing or rumble strips. Speed bumps are prohibited.

Complies:
Yes No In Spirit

Comments:

A traffic table is provided at the transition of the multi-family and the retail.

b. Connections Beyond The Project

1. Relationship With And Connections To The City Fabric: The site plan for any multifamily development must portray the extent to which the following elements of the City Fabric are continued or otherwise responded to:

Complies:
Yes No In Spirit

i. **Curb Cuts and Driveways:** Development plans much seek to continue flow between projects by coordinating points of ingress and egress so that efficient maneuvers to and from serving public streets are possible. Coordination of routing traffic volumes anticipated by individual project TIAs is a required consideration of a development plan being considered by the City.

ii. **Thoroughfares And Roadways:** A development plan that lays within the path of a thoroughfare as planned or committed to by adjacent development or of a thoroughfare that has been adjusted by the Council must make provision for the extension of the right of way of such thoroughfare when traffic projected densities necessitate extension.

iii. **Trails:** A proposed multifamily development plan must consider appropriate trail routing through the proposed development so that a cohesive trail network can evolve over time.

iv. **Open Space:** The proposed development plan must consider extension of the open space or expansion of the open space, or consider how development portrayed by the development plan can relate to and define the open space.

v. **Contextual Characteristics:** Any multifamily development plan must illustrate how various aspects of the context will also be manifest in the development design. Key aspects of the context include streetscape themes, continuity of water or water bodies, extension of indigenous plant drifts, continuity of road sections, treatment of parking, protection of and continuity with adjacent land uses, continuation of tree canopies and canopy species, continuity of natural features, extension of surface water management strategies, and continuity of edge treatments.

Comments:

The proposed main central street helps meet the guidelines above by providing vehicular and pedestrian traffic through the development and back into the City of Grapevine street system. The proposed streetscape also serves as an organizing element for building orientations and open spaces connectivity.

These main street also gives the opportunity for the development to link to any future trails systems that can get developed around the site.

c. Lot Occupancy

1. In a development plan that's required to be curvilinear as outlined by the District Specific Standards, such a plan must establish a building relationship to the street such that:

Complies:
Yes No In Spirit

i. At least 60% of the interior street and drive-fronting buildings within the development plan design and 75% of buildings facing public streets serving the project must be sited so that the front building plane (the plane facing the street) is not parallel to the street right of way.

ii. A minimum of 30% of the yard space along interior streets and drives, and 50% of the yard space fronting public streets serving the project, must be covered by a landscape approach defined by organic plant massing and natural drifts.

Comments:

The proposed master plan meet the intent of the guideline by providing buildings that frame spaces around the main central street.

2. **Building Relation to the Street and Orthogonal Plan Layouts:** Plan designs that are required to be orthogonal, as outlined by the District Specific Standards, must establish a building relationship to the street such that:

Complies:
Yes No In Spirit

i. The development plan must establish a "build-to" line for the interior streets and drives of the project that will vary from the required 3ft build-to line along the plan's exterior public streets as specified in the District Specific Standards. This build-to line must be at least 9ft from the street or drive back of curb.

ii. The presence of repetitive stoops, terraces or porches which project into the yard space created by the build-to line cannot be closer than 5ft to the street or drive back of curb and must project at least 4ft from the primary building mass. These projections must be architecturally contained such that they are part of the overall façade composition. The offset space created between the projected stoop, porch or terrace and the primary building mass must be a landscape space, leaving a 5ft minimum pedestrian space at the street edge.

Comments:

We comply with all the requirements above. Our site plan is not strictly orthogonal.

d. Parking: Placement and Configuration

1. Parking Facility Type:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i. **Structured Parking:** Parking within the Transit Center Character Zone must be structured when the project exceeds 20 units per acre. Projects exceeding 40 units per acre in any other Character Zone must provide structured parking.

ii. **Surface Parking Areas:** Projects with a unit density between 28 and 39 units per acre that provide aggregated surface parking must comply with the following:

1. Aggregated parking areas with more than 70 parking spaces (not including street or drive head-in parking) must be located in a place that is not visible to the primary street serving the project or located so that the parking area may be screened. Parking garages located such that they front a public street must have architectural elevations that complement the design style of the multifamily structures. "Complement" in this context means that they must share similar horizontal offsets, organization of openings, and use of materials.

2. Aggregated parking areas in non-orthogonal development plan designs must also have a curvilinear configuration.

3. Aggregated parking areas must be landscaped

Comments:

The required parking for this development is provided on two structured parking garages.

2. **Head-in parking along streets:** Before the parking demand for aggregated parking areas is determined, head-in street and drive parking must be provided to the extent permitted by the streetscape design.

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments:

No head in parking is provided for the multi-family development.

e. Site Open Space Requirement

1. Open space as a percent of total development area: At least 20% of the site area identified in any multifamily plan must be set aside as open space. Site areas that qualify as open space set asides include:

Complies:
Yes No In Spirit

- i. Areas protecting existing natural features and/or plant communities
- ii. Areas used for the surface management of storm water that are not structures
- iii. Any retained water
- iv. Project amenity areas that are visually accessible from streets and/or drives
- v. Playgrounds
- vi. Pedestrian trails
- vii. Borrowed street landscape areas
- viii. Pedestrian accessible areas between structures open to access by the project population

Comments:
refer to landscape plan for location and calculations of open spaces.

2. Form giving influence: Open space provided within any development plan must serve as a frontage for at least 25% of the structures within the project, where buildings can define the edge of open space, except for the Transit Center District where street frontage is prioritized.

Complies:
Yes No In Spirit

Comments:
Please refer to landscape plan for location and calculations of open spaces along structures.

f. Preservation of Natural Drainage

1. **Natural Drainageways:** Any development plan for multifamily development in Grapevine must illustrate the extent to which natural drainage within the lot, parcel or tract exists and is preserved through design initiatives that preserve, restore or replicate natural drainage patterns. Any disruption of natural drainage patterns must be approved by the City of Grapevine.

Complies:
Yes No In Spirit

Comments:

The current site conditions have a natural drainage channel that runs north to south, which is now proposed to flow through box culverts across the retail site and around the parking structure facing the highway. This measurements don't provide any disruption of the natural drainage currently available on the site.

Please refer to the attached civil and landscape plans.

g. Storm Weather Management Facilities

1. **Storm weather management structures:** Any development plan for multifamily development in the City of Grapevine, where structured storm water management solutions are required, must adhere to the following:

Complies:
Yes No In Spirit

i. **Minimize structured means of water management:** Plans must minimize the use of cross drainage structures, armored channels, concrete flow ways, and other structured solutions to storm water management, unless such structures are for the purpose of creating a pedestrian or urban activity at a water edge.

ii. **Maintain natural shapes and form in the creation of detention/retention facilities and created drainageways (a.k.a. flow management facilities):** Water collection points and/or pools created by nature have shapes that are clearly organic. Therefore, plans should avoid straight lines, hard angles, and regular geometric shapes in the creation of flow management facilities.

iii. **Landscape with natural elements:** Where storm water management design creates conditions that support indigenous plants, measures must be taken to landscape such facilities in ways that allow such plants.

iv. **Respect natural sub-systems:** Proper design of flow management facilities should, where appropriate, include diverse ecological settings such as deep water (limnetic zones) in combination with shallow water (littoral zones), wetlands, ephemeral flows, and greater states of hydration which can support plant communities associated with these zones.

Comments:

No storm weather management structures are provided for this development, requirements do not apply.

h. Grading

1 Grading for multifamily development in the City of Grapevine must adhere to the following:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i. **Avoid steep grades:** Grades equal to or greater than 20% are considered steep and shall not be graded to create building lots. However, individual buildings which make grade transition within the building, porch or terrace expansions are permitted and therefore the limited disturbance of grade needed to accomplish this is permitted also.

ii. **Conform to standards for tree protection:** Any tree over three inches in caliper remaining on a lot, parcel or tract (that is, trees not approved for removal) and exposed to the building activity or within 30ft of the building activity (hereinafter regulated trees) shall be protected as follows:

a. **Tree fencing:** Regulated tree trunks shall be protected within a visible "tree fence" at least 36 inches tall and protecting the tree and ground around the tree to a minimum distance from the trunk equal to the distance of the tree drip line or 10 feet, whichever is less.

b. **Tree marking:** All regulated trees shall be marked with a green surveyor tape which indicates "Protected Tree" status.

c. **Ground compaction avoidance:** Measures shall be taken to minimize ground compaction within the dripline of a Regulated Tree. Grading within the ground protected by a tree fence is prohibited.

d. **Maintenance of normal hydration:** Measures shall be taken to maintain normal hydration of a Regulated Tree.

Comments:

The current site conditions do not create any steep grades with our lots or building layouts. Grading conditions along the site are very flat.

Tree protection will be provided for any remaining tree that meets the criteria for protection.

Part B: Building Design Standards

a. Street Interface

1. Semi-public space adjacent to streets:

Complies:
Yes No In Spirit

i. Canopies and store fronts are limited to urban setting such as primary street frontage in the Transit Center Character Zone.

ii. In any single building block, there must be at least one expression of a first-floor, semi-public space within the street-facing elevation. If a canopy of storefront is used to meet this standard, it must occupy at least 50% of the length of the elevation.

2. Residential Design Standards: If building frontage defines the edge of an open space, each building block must have at least one first-floor pedestrian space that is part of the architectural design.

i. Store fronts must be set within a minimum first-floor plate height of 15ft. and must be comprised of vertical and horizontal subdivisions within which any area of un-supported glass is no smaller than 16 square feet. Vertical and horizontal subdivisions shall be at least two inches wide.

Comments:

A first floor expression is provide with combinations of cover porches, change of materials, recess balconies and projected canopies.

2. Residential Design Standards: If building frontage defines the edge of an open space, each building block must have at least one first-floor pedestrian space that is part of the architectural design.

Complies:
Yes No In Spirit

i. Store fronts must be set within a minimum first-floor plate height of 15ft. and must be comprised of vertical and horizontal subdivisions within which any area of un-supported glass is no smaller than 16 square feet. Vertical and horizontal subdivisions shall be at least two inches wide.

Comments:

A pedestrian carriageway is provided on the side of the building facing the main plaza.

b. Elevation Composition

1. The exterior design of any multifamily structure must comprise an overall pattern. This pattern includes:

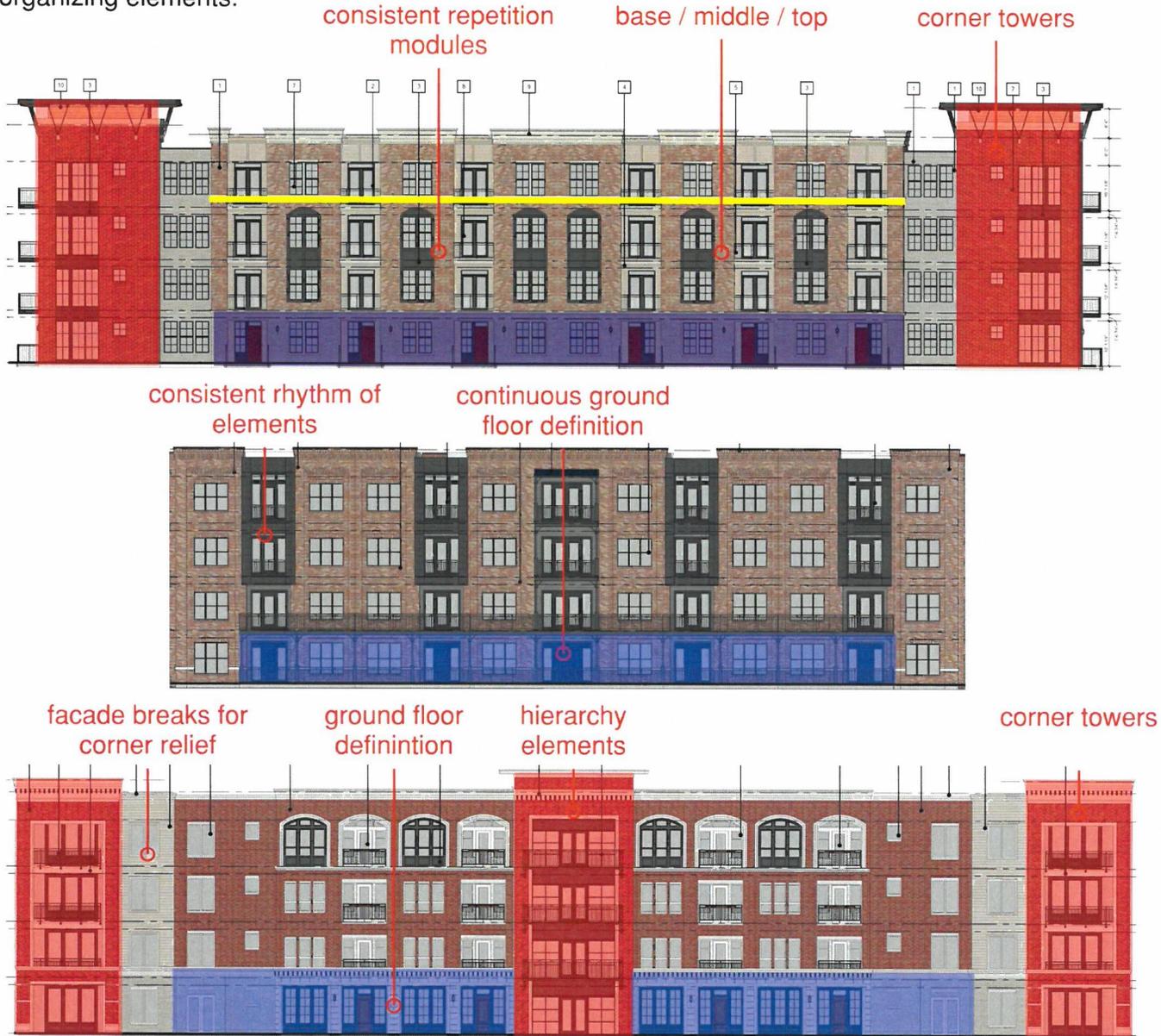
- i. Regulating lines that organize its elements
- ii. Proportioning
- iii. Hierarchy of dominant and subordinate elements

Complies:

Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments:

The proposed elevations use the following strategies to provide hierarchy, proportioning and organizing elements.



CONTINUED ON THE NEXT PAGE

b. Elevation Composition (continued)

2. Openings and features of any building must have a common justification.

Complies:
Yes No In Spirit

i. When a pitched roof design is used, all windows—except dormer windows—must be below the cornice detail.

ii. When a flat roof design is used, all windows must be at least 2ft below the parapet. **yes**

iii. When both a pitched roof and flat roof design are used in the same elevation, the window heads must align horizontally.

iv. Windows may abut the cornice detail if the window header modulates the banding or detailing of the cornice. **yes**

v. Openings within an elevation must have a common reference line that engages the sill or head. **yes**

vi. Windows within an elevation must have a common vertical reference line from the first to the top floor. **yes**

vii. Windows must align with the features that define the architectural form. For example, windows in a gable cannot be arbitrarily distributed within the face of the gable unless specifically approved by the City.

viii. Excepting first floor store front or vertical mixed-use structure, all openings must be square or portrait in orientation.

ix. Windows, doors and other openings must be articulated within a projected surround or header unless otherwise approved by the City. **yes**

Comments:

The proposed elevations use multiple combinations of window treatments, most of them reflecting the strategies described above.

b. Elevation Composition (continued)

3. All elevations of a structure must receive equal treatment of style on all elevations of a structure so as to avoid the common pitfall whereby only the street-facing façade is adequately styled and structured.

Complies:
Yes No In Spirit

Comments:

All the facades of the proposed buildings have the same level of detail and attention that street-facing facades have.

4. Forms created within the elevation, such as towers, bays and plate changes, must be derived from functions within the plan. Design approaches which seek to decorate a “space plan” derived independent of the elevation design are prohibited.

Complies:
Yes No In Spirit

Comments:

All proposed created forms in the elevations are the result of functions in the plan. Towers and bays correspond to usable areas within the units they serve.

b. Street wall complexity and exterior offsets

1. Building offsets:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i. Residential building blocks may not have more than 50 linear feet of wall without a wall offset.

ii. Horizontal wall offsets must be at least 4ft. This may include balconies if contained within the confines of the offset. Any balconies projected from the face must have an architectural enclosure.

iii. Architectural forms such as enclosed porches, stair towers, projected bays or stacked balconies maybe projected from the building block or recessed within it and must be accompanied by a roof in the roof massing that corresponds to the architectural form.

Comments:

To comply with the building offset requirement, we proposed to use the recess balconies as the required offset. To complement this strategy, the roof line over the balconies is modified also.

The only exception to this rule we want to proposed is on the two townhome buildings, the design of these buildings is more pure in form, as they are reminiscent of old industrial buildings.

d. Void to Solid Ratio

1. For the first floor of a vertical mixed-use plan wherein the first floor has a commercial use, the void-to-solid ratio must be greater than or equal to 1.5:1 (the amount of void being greater than the amount of solid). The solid portions of the first floor façade must extend vertically to the floors above and parapet detail.

Complies:
Yes No In Spirit

Comments:

Our proposed development does not include any vertical Mixed-use plans, thus requirement does not apply.

2. For floors above the first floor in a vertical mixed-use plan (or for all floors in a residential plan), the void-to-solid ratio must be less than or equal to 0.5:1 (the amount of void being less than the amount of solid).

Complies:
Yes No In Spirit

Comments:

Our proposed development does not include any vertical Mixed-use plans, thus requirement does not apply.

e. Architectural Enclosures

1. All projected stair towers, elevator shafts, and cantilevered building projections (other than balconies) must be architecturally enclosed. This means that they must be enclosed in an architectural skin and must be expressed as a roof form.

Complies:
Yes No In Spirit

Comments:

Projected elements in the proposed facades comply with the requirements for architectural enclosures. All exposed stairs are enclosed and expressed as part of the architecture for the building they serve.

f. Roof form: Rooves and the roof lines they create are essential design elements for higher-value structures. Visible roof design must:

1. Be legible. There must be a clear organization of a dominant roof mass from which subordinate roof masses extend.

Complies:

Yes

No

In Spirit

Comments:

The proposed development uses a flat roof system with a parapet wall, which becomes the clear roof line.

2. Be balanced. A single roof pitch must be used within the total composition. Different roof pitches are permitted for tower forms which are not engaged with the general roof form. Permitted roof forms include gables, hips, barrels if used as secondary forms, sheds if used as secondary forms, and flat.

Complies:

Yes

No

In Spirit

Comments:

Our proposed design uses a flat roof.

g. Style Integrity

1. The use of architectural detailing associated with a style must use the characteristic detailing of that style.

Complies:
Yes No In Spirit

Comments:

The proposed development uses multiple architectural styles to create variation throughout the development. The selected styles use appropriate detailing that relates directly to the character each style tries to convey.

2. The use of systems or materials that replicate the work of a trade or artisan are prohibited. Construction details which are traditionally derived from the work of an artisan (such as a metal smith, carpenter or stonemason) must use a material in which the characteristic craftsman can work.

Complies:
Yes No In Spirit

Comments:

The proposed design does not use works of an artisan as part of the architecture. Requirement does not apply.

h. Chimneys

1. In pitched roof styles and other traditional styles, the chimney must be terminated with a chimney cap that conceals the metal spark arrestor and visually reads as a traditional tile flue system, unless otherwise approved by the City.

Complies:
Yes No In Spirit

Comments:
No chimneys are provided. Requirement does not apply

2. In pitched roof styles and other traditional styles, the chimney shaft must be enclosed with unit masonry, stone or 3-coat stucco with a minimum dimension of 4.5ft x 3ft, unless otherwise approved by the City.

Complies:
Yes No In Spirit

Comments:
No chimneys are provided. Requirement does not apply

3. In pitched roof styles and other traditional styles, the rise of the chimney shaft must be detailed so that the chimney has complexity in plan as well as elevation.

Complies:
Yes No In Spirit

Comments:
No chimneys are provided. Requirement does not apply

Part C: Building Construction Standards

a. Materials and Application of Materials

1. Primary Material. At least 70% of the exterior façade of a 4-story structure or 80% of the exterior façade of a 3-story structure or 100% of the exterior façade of a structure less than 3 stories must be one of the following:

Complies:
Yes No In Spirit

i. Brick. Clay brick, modular size, hard-fired and meeting severe weather standards. Embossed or molded brick is generally prohibited unless specifically approved by the City. All brick shall be laid so as to avoid stacked joints and all building corners—both inside and outside—must be executed in a toothed masonry fashion. Weeping or slumped joints are prohibited.

ii. Stone. Stone must be laid in a typical load-bearing pattern. Characteristics of such pattern include:

- 1. Tight mortar joints with no more than 30% of joints larger than 3/8 inches.
- 2. Coursed patterns such as Ashlar, Coursed Chopped Stone and Coursed Rubbed Stone. Mosaic and un-coursed rubble stone-work are prohibited unless specifically approved by the City.
- 3. Cultured stone or other faux stone products are prohibited.
- 4. All stone must be laid so as to avoid stacked joints and all corners—both inside and outside—must be executed in a toothed masonry fashion.

iii. Other Stone. Cut stone/smoothed-face stone or Cut stone/smoothed-face stone that is mechanically attached with a stone veneer system may be used provided that the system uses a true stone.

Comments:
Refer to provided elevations for all material calculations.

a. Materials and Application of Materials (continued)

2. Secondary Material. No more than 30% of the building façade may be a secondary material. This includes:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i. Stucco. 3-coat stucco on lath over a structural frame with expansion joints concealed by filling the joint with expandable filler that is troweled flat with the stucco, is the same color as the stucco and that matches the stucco surface texture is permitted. Dryvit/EFS type systems are prohibited. Stucco is not permitted in the Central Transit District.

ii. Metal. Architectural metal wall systems are permitted.

iii. Siding. Wood or Cementitious siding is permitted in those Character Zones where pitched roof styles are permitted.

Comments:
Refer to provided elevations for all material calculations.

3. Roof Material. Acceptable materials include:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i. Flat Roof. Flat rooves may be either a built-up bituminous roof or a membrane roof provided that it is installed in accordance with the manufacturer’s specifications and issued a 30-year warranty. All flat rooves must be hidden from ground level view, behind a 12-inch parapet.

ii. Pitched Roof. These may be either a standing-seam metal roof with standing folded and soldered seams, a commercial metal roof if approved by the City, slate, clay tile, or 40-year high profile composition single. All composition shingle rooves must have closed valleys. Concrete single products with a relief greater than ½ inch are prohibited.

iii. Parapet Cap. These must be either clay brick, cut stone, cast stone, tile, or terra cotta. Pressed metal maybe used if is it specifically created to decoratively cap a parapet and if specifically approved by the City.

Comments:
We are using a flat roof system with parapet wall for our roof system. The proposed parapet caps use a combination of brick and framed out caps to created a significant cornice.

a. Materials and Application of Materials (continued)

4. Material Change. Material changes in any elevation may occur only under the following conditions:

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- i. Change occurs at an inside corner. **yes**

- ii. Change that occurs at an outside corner must wrap the corner and change at a location at least 12 inches from that corner and be designed as the termination of an architectural detail. **not applicable**

- iii. Change that occurs wherein the different material is contained within a distinct architectural form that projects from the primary architectural mass. **not applicable**

- iv. Change that reflects an offset between a lower and an upper floor where the offset is at least 6 inches. Material changes within the same architectural plane are prohibited. **yes**

Comments:

All material transitions provided in this project comply with the requirements above.

a. Materials and Application of Materials (continued)

5. Relief. The City seeks to promote relief and dimension in architectural surfaces, details, and motifs with the following requirements:

Complies:
Yes No In Spirit

i. The following materials are prohibited: Fiberglass, Styrofoam or stucco-over-styrofoam, plastic, aluminum. Stucco applied to look like projected stone, Stucco applied to look like cast stone, Stucco applied to look like terra cotta, cementitious boards used in any application which makes a corner, cementitious boards used in any application which makes a mitre or decorative shape, Masonite or Masonite products, composition wood products used as an exterior material, trimcraft used as a soffit board, or other smooth finished soffit board. **complies**

ii. Relief in the treatment of cornices, overhangs, gable projections, bay windows, dormers, water tables, belt coursers, sills, surrounds, timber components and other expressions must be executed in ways that produce depth, shadow and texture. **yes**

iii. In coursed rubble stonework, stones must be laid into the wall as the stone would lay on the ground. No more than 20% of the stones in any elevation may be “flipped” sideways. **not applicable**

iv. The minimum projection in any built-up profiles and decorative assembly must be 3/4 inch per element of the assembly. A cornice detail comprised of three stepped bricks must have a total projection of 2 and 1/4 inches. **yes**

Comments:

a. Materials and Application of Materials (continued)

6. Carpentered Exterior Trim.

Complies:
Yes No In Spirit

i. All carpentered exterior trim must be high-quality finished grade wood stock.

ii. If a trim installation is to be joined along any continuous run of material, the required joint must be a “spline joint.”

iii. All outside corners must be mitered and blocked with sufficient closure that the joint is not visible from the street.

iv. Corners must be closed by a carpentered joint. Trim clips are prohibited.

v. Facia and gable rake must be stepped at the drip mold unless hidden by a gutter.

vi. Carpentered trim that forms the veneer pocket must have a complexity achieved in trim mold, built-up step molding, or other traditional detail such as a dentil mold.

Comments:

All carpentered exterior trim proposed in this project is fiber cement in nature. All the transitions described above are being met and reproduced with the same level of quantity in fiber cement trim.

Fiber cement trim - provided it is dimensionally acceptable - will required less maintenance, have stronger architectural appeal, and exhibit superior durability in our climate than conventional wood. It will not cup, buckle or warp which starts to look rundown over time.

b. Wall Construction

1. Wall Section. All wood-framed exterior walls must be constructed as follows:

Complies:
Yes No In Spirit

i. When shim- or flange-mounted windows are used in masonry veneered walls, framing may be conventional 2x4 framing.

ii. When shim-mounted windows are used in stucco veneer walls or other permitted material that does not require a masonry ledge or that does not project more than 3.5 inches from the sheathing, exterior walls must be framed with 2x6 members in order to achieve a 3.5-inch minimum offset within the opening.

iii. When flange-mounted windows are used in stucco veneer walls or other permitted material that does not require a masonry ledge or that does not project more than 3.5 inches from the sheathing, a double 2x4 framing assembly is required that allows the flange to be mounted on the inner 2x4 section with the second 2x4 section providing the required offset from the window sash or door at the opening.

Comments:

2x6 walls are provided in all exterior walls, regardless of the material skin used on the outside. The required 3.5 inches should not be a problem to achieve.

2. Parapets. Where there is a flat roof, a parapet must extend at least 12 inches above the roof surface and conceal the roof material from ground-level view.

Complies:
Yes No In Spirit

Comments:

All parapets provided will exceed the 12 inches minimum. The current configuration is set for a minimum height of 42 inches.

b. Wall Construction (continued)

3. Cornice Detail. All wall terminations at the roof must have a cornice detail comprised of at least 2 projected elements. Parapets must have a cap detail comprised of at least 2 projected elements.

Complies:
Yes No In Spirit

Comments:

Cornice and parapet caps will exceed the required minimum 2 projected elements.

4. Window Surrounds, Belt Courses and Base Courses.

- i. All openings in the exterior skin must have an architecturally appropriate header and sill with an optional jamb. The required header and sill must project at least $\frac{3}{4}$ inches beyond the wall veneer. Window headers or sills may be either stone, cast stone, terra cotta, heavy timber (where appropriate for the style), or wood (where appropriate for the style).

- ii. Other architectural details like belt courses and base courses must be executed in the above materials and have a minimum projection of $\frac{3}{4}$ inch per element of detail.

Complies:
Yes No In Spirit

Comments:

Projections around openings will meet the required 3/4 inch offset beyond the wall veneer.

c. Roof screening and appurtenances

1. Roof Projections. No plumbing stacks, venting stacks, skylights, or attic ventilators may penetrate the roof surfaces facing the street/drive. If there are multiple street/drive facing exposures, no roof projection may penetrate the roof slope that slopes to the "fronting" street or drive. All such penetrations must be mounted straight and perpendicular to the ground (except for skylights and attic ventilators) and painted to blend with the roof color. Turbine vents are prohibited. All vent stacks must have lead jacks.

Complies:
Yes No In Spirit

Comments:

All roof penetrations are conceal behind the proposed parapet wall.

2. Roof Mechanical. Roof mechanical must be screened behind a parapet wall or platform that is recessed into a pitched roof so that the incline of the roof slope creates a parapet wall.

Complies:
Yes No In Spirit

Comments:

All mechanical equipment will be screen by the proposed parapet wall.

3. Gutters, Downspouts, Scuppers and Collection Boxes. These must be copper or an enduring prefinished metal with a minimum 20-gauge thickness. Gutters must be a minimum of 6 inches, half-round profile and attached with gutter straps. Downspouts must be a minimum of 4 inches and round. Elbows and bends must be a minimum of 4 inches, plain and round. Fascia mounted gutter systems are prohibited unless custom designed and integral to the architecture.

Complies:
Yes No In Spirit

Comments:

Proposed scuppers, collection boxes, and downspouts meet the minimum requirements for thickness and size.

d. Windows and Glazing

1. Glazing and Glazing Systems. Reflective glass is prohibited. Tinted glass and dark adhesive films where the transmission coefficient exceeds 27% is prohibited. Stained glass is allowed provided that the glass is crafted in accordance with soldered camping or “H” camping. No acrylic or pourable techniques are allowed. Glazing systems may be used in certain accent areas of specifically approved by the City.

Complies:

Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments:
No reflective glass is proposed in this development.

Part D: Landscaping, Fencing and Screening

a. Site Landscaping

1 Leaf Mass Between Buildings. All multifamily development must provide trees between buildings. At least 60% of the planted area must be comprised of over-story (canopy).

Complies:
Yes No In Spirit

Comments:

The configuration of the master plan does not allow for a leaf mass between buildings. The main organizing street separates all buildings. However, each side of the streets provides plenty of open space next to each building to satisfy this requirement.

2. Layered Landscaping at Building Entries. Landscaping must be provided at building entries and must be "layered." The building entry landscaping area must be comprised of at least 3 layers: one upper layer of medium evergreen shrub approximately 30-36 inches high and 2 layers of shorter shrubs or one shrub and an ornamental grass. These must be planted in beds having a minimum width of 72 inches. Upper layer shrubs must be 5-gallon container plants planted 30 inches on center with triangular spacing. Lower layer shrubs may be 3-gallon container plants planted 24 inches on center with triangular spacing.

Complies:
Yes No In Spirit

Comments:

CONTINUED ON THE NEXT PAGE

a. Site Landscaping (continued)

3. All landscape beds must be associated with walkways, roadways, amenity feature, buildings or screens. Floating, ornamental or non-associated landscape beds are prohibited.

Complies:
Yes No In Spirit

Comments:

Landscape beds provided are associated with walkways and project amenity features, like plazas and open spaces.

4. Plant Sizing. Shrubs that serve a screening function must be sized at the time of planting such that they can serve as an effective screen within 2 years of the planting date. 3-gallon plants must be planted 30 inches on center with triangular spacing and 2-gallon plants must be planted 24 inches on center with triangular spacing. Smaller container and bedding plants must be planted at least 12 inches on center with triangular spacing..

Complies:
Yes No In Spirit

Comments:

No shrubs serving a screening function are provided.

b. Fences and Screening Walls

1. Fence Materials. Visible perimeter fences that are compliant with the General Standards may be made of unit masonry, wrought iron with unit masonry corner columns, or masonry. If masonry, corner column and masonry interim column spacing is not to exceed 15ft and must have a masonry knee wall supporting wood or wrought iron infill.

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments:
No perimeter fence or screen walls are provided.

2. Gate Materials. Gates in fences constructed in accordance with Db1 above may be made from wrought iron with a wrought iron frame (complying with General Standards) or wood with frame members measuring a minimum of 1 and ½ inches thick by 3 and ½ inches wide and planks measuring at least 1 and ½ inches thick. Gates must be comprised of the same material as the fence.

Complies:		
Yes	No	In Spirit
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments:
No gates are provided.

b. Fences and Screening Walls (continued)

3. Corner Expression of Support Structure. All property corners of a property line fence must be supported by a masonry column that is at least 10 square inches.

Complies:
Yes No In Spirit

Comments:
No property line fence is provided.

4. Thin wall construction, cast or embossed concrete walls, picket materials not in compliance with the General Standards, iron fences with mechanical connection assemblies, pre-fabricated decorative elements designed to slip over stock or tubular steel shapes, and plastic or vinyl fence component systems are prohibited.

Complies:
Yes No In Spirit

Comments:
No perimeter fence is provided so requirements above do not apply.

c. Street Visible Wrought Iron

1. Frames and other structural support members may not be less than 1 and 3/4 inches in either width measurement or 1 and 3/4 inches in diameter if round.

Complies:
Yes No In Spirit

Comments:
No perimeter fence is provided so requirements above do not apply.

2. Pickets that are 5ft in length or height or less must have a minimum width of 3/4 inches in either width dimension or diameter. When pickets are longer or taller than 5ft, the minimum width dimension is increased to 1 inch in the dimension that faces the street or 1 inch in diameter.

Complies:
Yes No In Spirit

Comments:
No perimeter fence is provided so requirements above do not apply.

3. Panels must be made of metal plate material with a minimum thickness of 3/16 inches.

Complies:
Yes No In Spirit

Comments:
No perimeter fence is provided so requirements above do not apply.

c. Street Visible Wrought Iron (continued)

4. The wall thickness of any tubular steel must not be less than 3/32 inches.

Complies:
Yes No In Spirit

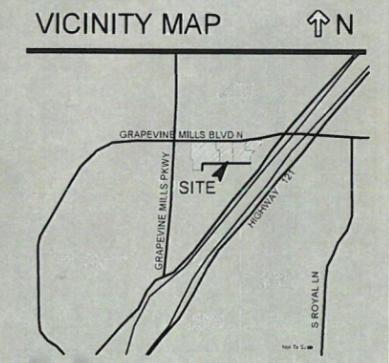
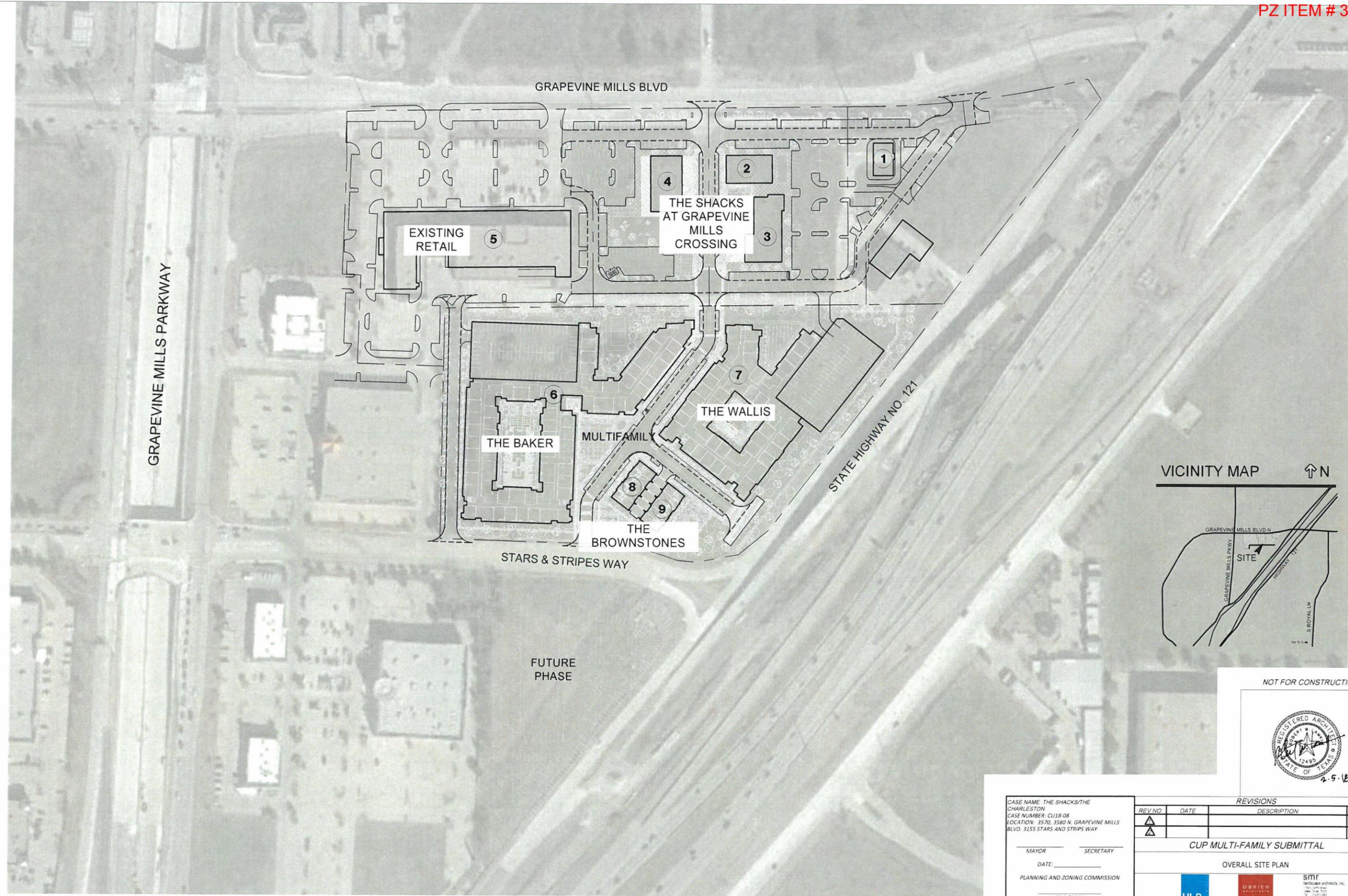
Comments:
No perimeter fence is provided so requirements above do not apply.

5. Decorative elements such as finials and rings must be made of solid stock material and welded to the pickets or to the frame made from the pickets if the pickets are solid stock material. Attachments to the pickets or frame and all other components of the wrought iron construction must be welded. Mechanical connections are prohibited.

Complies:
Yes No In Spirit

Comments:
No perimeter fence is provided so requirements above do not apply.

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 Date: Thursday, April 05, 2018 Time: 12:36 PM Plotted by: Marco Gonzalez



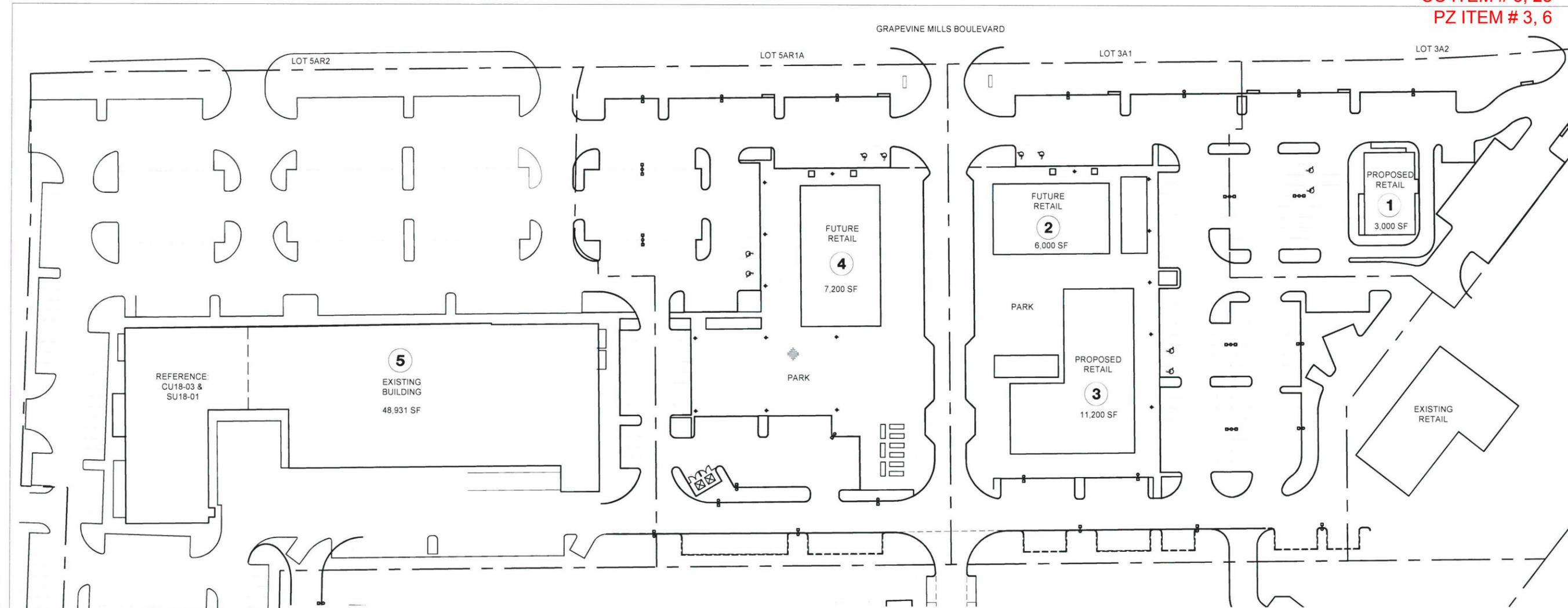
NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS <table border="1"> <thead> <tr> <th>REV. NO.</th> <th>DATE</th> <th>DESCRIPTION</th> <th>BY</th> </tr> </thead> <tbody> <tr> <td>1</td> <td></td> <td></td> <td></td> </tr> <tr> <td>2</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>			REV. NO.	DATE	DESCRIPTION	BY	1				2			
REV. NO.	DATE	DESCRIPTION	BY													
1																
2																
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 01 OF 27		CUP MULTI-FAMILY SUBMITTAL OVERALL SITE PLAN 														
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		DESIGN: HLR DRAWN: HLR DATE: APRIL 2018	SCALE: _____ SHEET: 01 OF 27	SMF landscape architects, inc. 1850 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580												

01 OVERALL SITE PLAN
SCALE: NTS

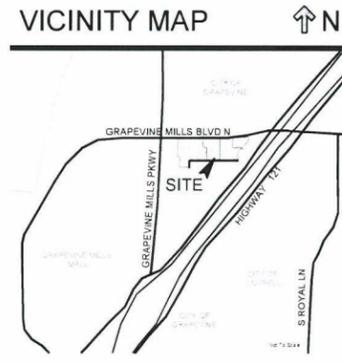




PARKING DATA / LOT 3A2		PARKING DATA / LOT 3A1		PARKING DATA / LOT 5AR1A		PARKING DATA / LOT 5AR2		PARKING DATA SUMMARY	
TOTAL PARKING REQUIRED	72	TOTAL PARKING REQUIRED	99	TOTAL PARKING REQUIRED	101	TOTAL PARKING REQUIRED	306	TOTAL PARKING REQUIRED	578
3,000 SF REST. W/ DRIVE THRU		3,000 SF RESTAURANT	42	7,200 SF RESTAURANT	101	2,527 SF RESTAURANT	36		
		14,200 SF RETAIL	57			17,439 SF RETAIL	70		
						19,928 SF INDOOR COMMERCIAL	200		
						9,037 SF NON OCCUPIED SPACE	0		
TOTAL PARKING PROVIDED	75	TOTAL PARKING PROVIDED	119	TOTAL PARKING PROVIDED	123	TOTAL PARKING PROVIDED	310	TOTAL PARKING PROVIDED	627

SHOPPING CENTER RETAIL: 4 SPACES PER 1000 SF
 RESTAURANTS IN SHOPPING CENTERS: 10 ADDITIONAL SPACES PER 1000 SF
 INDOOR COMMERCIAL AMUSEMENT: 1 PER 100 SF
 RESTAURANT W/ DRIVE THRU: 1 PER 50 SF, PLUS 12

NOT FOR CONSTRUCTION



SITE DATA	
SITE LOCATION SOUTH WEST CORNER OF GRAPEVINE MILLS BLVD. AND TEXAS 121 FRONTAGE ROAD	
CURRENT ZONING	CC
LOT AREA PROPOSED RETAIL & RESTAURANT	301,714.375 S.F. (6.9262 ACRES)
LOT AREA EXISTING BUILDING	236,822.489 S.F. (5.4366 ACRES)
TOTAL LOT AREA	538,536.864 S.F. (12.3628 ACRES)
BUILDING AREA PROPOSED RETAIL & RESTAURANT	27,400 S.F.
BUILDING AREA EXISTING BUILDING	48,931 S.F.
TOTAL BUILDING AREA	76,331 S.F.

APPROXIMATE BUILDING HEIGHTS				
BUILDING NUMBER	BUILDING TYPE	HEIGHT		
1	RETAIL	25' - 10"	1	STORY
2	RETAIL	22' - 8"	1	STORY
3	RETAIL	27' - 0"	1	STORY
4	RETAIL	18' - 4"	1	STORY
5	EXISTING BUILDING	32' - 0"	1	STORY

SITE LEGEND	
①	BUILDING NUMBER
♿	DENOTES 9' MIN. WIDE HANDICAP PARKING SPACE

01 SITE PLAN - RETAIL
SCALE: 1:40



CASE NAME: THE SHACKS/THE CHARLESTON
 CASE NUMBER: CU18-08
 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
 DATE: _____
 PLANNING AND ZONING COMMISSION
 CHAIRMAN _____
 DATE: _____
 SHEET: 02 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
 DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

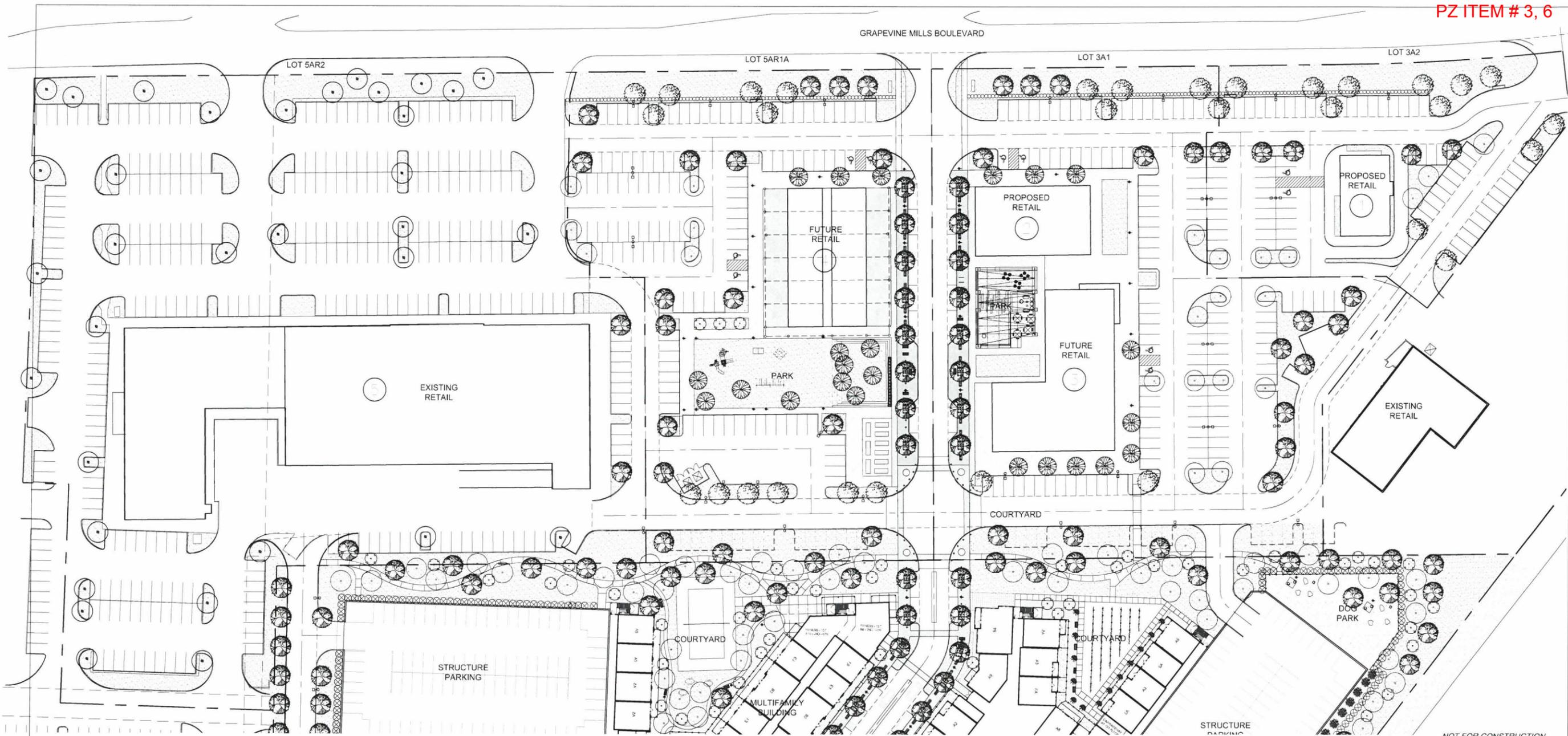
RETAIL SITE PLAN

HLR | O'Brien | smr

AECOM 1950 N. Stemmons Fwy - Suite 6000
 Dallas, Texas 75207
 Ph: (972) 735-3000 Fax: (972) 735-3001
 www.aecom.com TBPE Reg. No. F-3580

DESIGN	DRAWN	DATE	SCALE	SHEET
OBA	OBA	APRIL 2018		2 OF 27

GRAPEVINE MILLS BOULEVARD



LANDSCAPE TABULATIONS: LOT 5AR2

INTERIOR VEHICULAR OPEN SPACE REQUIREMENTS: (125,861 s.f., 310 spaces)
Requirements: Minimum 10% of gross parking area to be landscape area. (1) tree, 3" cal. per 400 s.f. of required landscape area. Minimum of (1) tree per parking island, (1) 9'x18' island per 12 parking spaces.

Required	Provided
12,585 s.f.	12,773 s.f.
(26) parking islands	(26) provided
(26) trees, 3" cal.	(24) trees, 3" cal.

INTERIOR PARKING SCREEN REQUIREMENTS:
Requirements: 36" ht. screen at time of installation, or 30" evergreen planting along parking that abuts street frontage or adjacent property boundaries.

Provided

NON-VEHICULAR OPEN SPACE REQUIREMENTS: (236,812 s.f.)
Requirements: Minimum 15% of gross site area to be non-vehicular open space. 50% of required area must be within the front yard.
(1) tree, 3" cal. per 3,000 s.f. of required landscape area.

Required	Provided
35,517 s.f. (15%)	28,900.78 s.f. (16.6%)
(12) trees	(3) trees

PERIMETER REQUIREMENTS:
Requirements: (1) tree 3" cal. per 50 l.f. along site perimeter.
Grapevine Mills Blvd: (25,80 l.f.)
Required Provided
(3) trees, 3" cal. (9) trees 3" cal.

LANDSCAPE TABULATIONS: LOT 5AR1A

INTERIOR VEHICULAR OPEN SPACE REQUIREMENTS: (49,635 s.f., 123 spaces)
Requirements: Minimum 10% of gross parking area to be landscape area. (1) tree, 3" cal. per 400 s.f. of required landscape area. Minimum of (1) tree per parking island, (1) 9'x18' island per 12 parking spaces.

Required	Provided
4,963.5 s.f.	5,455 s.f.
(10) parking islands	(12) provided
(10) trees, 3" cal.	(19) trees, 3" cal.

INTERIOR PARKING SCREEN REQUIREMENTS:
Requirements: 36" ht. screen at time of installation, or 30" evergreen planting along parking that abuts street frontage or adjacent property boundaries.

Provided

NON-VEHICULAR OPEN SPACE REQUIREMENTS: (118,342 s.f.)
Requirements: Minimum 15% of gross site area to be non-vehicular open space. 50% of required area must be within the front yard.
(1) tree, 3" cal. per 3,000 s.f. of required landscape area.

Required	Provided
17,751 s.f. (15%)	31,258 s.f. (26.4%)
(5) trees	(54) trees

PERIMETER REQUIREMENTS:
Requirements: (1) tree 3" cal. per 50 l.f. along site perimeter.
Grapevine Mills Blvd: (310,50 l.f.)
Required Provided
(6) trees, 3" cal. (7) trees 3" cal.

LANDSCAPE TABULATIONS: LOT 3A1

INTERIOR VEHICULAR OPEN SPACE REQUIREMENTS: (50,152 s.f., 119 spaces)
Requirements: Minimum 10% of gross parking area to be landscape area. (1) tree, 3" cal. per 400 s.f. of required landscape area. Minimum of (1) tree per parking island, (1) 9'x18' island per 12 parking spaces.

Required	Provided
6,015 s.f.	8,119 s.f.
(10) parking islands	(10) provided
(10) trees, 3" cal.	(30) trees, 3" cal.

INTERIOR PARKING SCREEN REQUIREMENTS:
Requirements: 36" ht. screen at time of installation, or 30" evergreen planting along parking that abuts street frontage or adjacent property boundaries.

Provided

NON-VEHICULAR OPEN SPACE REQUIREMENTS: (141,678 s.f.)
Requirements: Minimum 15% of gross site area to be non-vehicular open space. 50% of required area must be within the front yard.
(1) tree, 3" cal. per 3,000 s.f. of required landscape area.

Required	Provided
21,251.78 s.f. (15%)	28,129.42 s.f. (19.9%)
(7) trees	(45) trees

PERIMETER REQUIREMENTS:
Requirements: (1) tree 3" cal. per 50 l.f. along site perimeter.
Grapevine Mills Blvd: (300,41 l.f.)
Required Provided
(5) trees, 3" cal. (7) trees 3" cal.

LANDSCAPE TABULATIONS: LOT 3A2

INTERIOR VEHICULAR OPEN SPACE REQUIREMENTS: (17,055 s.f., 75 spaces)
Requirements: Minimum 10% of gross parking area to be landscape area. (1) tree, 3" cal. per 400 s.f. of required landscape area. Minimum of (1) tree per parking island, (1) 9'x18' island per 12 parking spaces.

Required	Provided
1,705.5 s.f.	2,504.7 s.f.
(6) parking islands	(6) provided
(6) trees, 3" cal.	(9) trees, 3" cal.

INTERIOR PARKING SCREEN REQUIREMENTS:
Requirements: 36" ht. screen at time of installation, or 30" evergreen planting along parking that abuts street frontage or adjacent property boundaries.

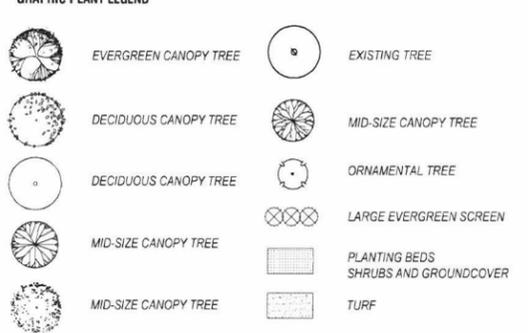
Provided

NON-VEHICULAR OPEN SPACE REQUIREMENTS: (41,602 s.f.)
Requirements: Minimum 15% of gross site area to be non-vehicular open space. 50% of required area must be within the front yard.
(1) tree, 3" cal. per 3,000 s.f. of required landscape area.

Required	Provided
6,253.92 s.f. (15%)	11,046.35 s.f. (26.4%)
(2) trees	(18) trees

PERIMETER REQUIREMENTS:
Requirements: (1) tree 3" cal. per 50 l.f. along site perimeter.
Grapevine Mills Blvd: (251,16 l.f.)
Required Provided
(5) trees, 3" cal. (5) trees 3" cal.

GRAPHIC PLANT LEGEND



NOTE: ALL REQUIRED TREES TO BE SELECTED FROM CITY OF GRAPEVINE APPROVED TREE LIST

LANDSCAPE NOTES

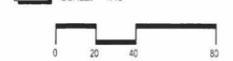
- Contractor shall verify all existing and proposed site elements and notify Architect of any discrepancies. Survey date of existing conditions was supplied by client.
- Contractor shall locate all existing underground utilities and notify Architect of any conflicts. Contractor shall excavate cautions when working in the vicinity of underground utilities.
- Contractor is responsible for obtaining all required landscape and irrigation permits.
- Contractor to provide a minimum 2% slope away from all structures.
- All parking areas and tree areas to be landscaped by steel piping. No steel to be installed adjacent to sidewalks or curbs.
- All landscape areas to be 100% irrigated with an underground automatic irrigation system and small radius rain and freeze sensors.

NOT FOR CONSTRUCTION



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 Date: Friday, April 06, 2018 Time: 8:05 AM Plotted by: Adams, Brian

01 LANDSCAPE PLAN - RETAIL

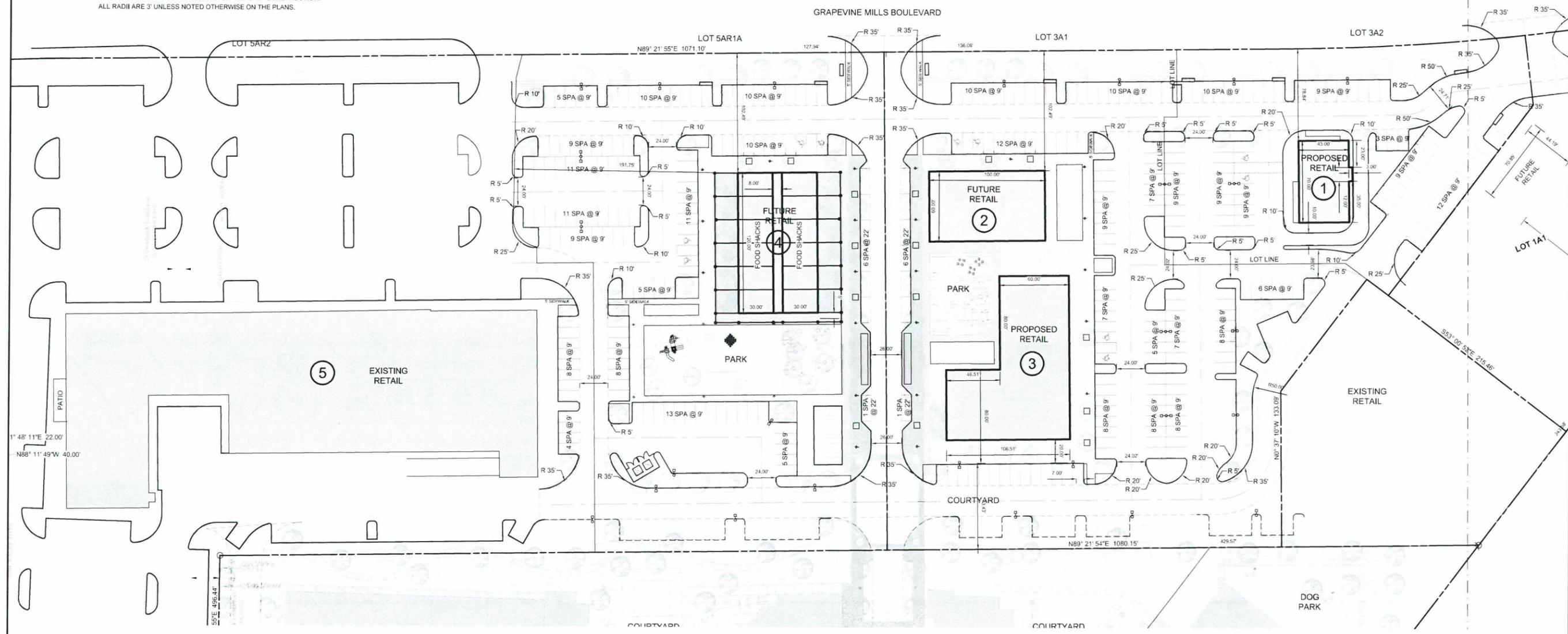


REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY

CASE NAME: THE SHACKS/THE CHARLESTON		CASE NUMBER: CU18-08	
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD, 3155 STARS AND STRIPS WAY			
MAYOR	SECRETARY	DATE: _____	
PLANNING AND ZONING COMMISSION			
CHAIRMAN	DATE: _____		
SHEET: 3 OF 27			
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES			
DEPARTMENT OF DEVELOPMENT SERVICES			

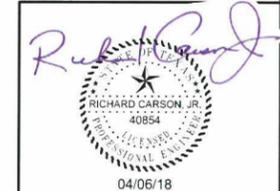
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BDA	BDA	APRIL 2018	AS SHOWN	3 OF 27

NOTE:
ALL THE REQUIREMENTS OF THE GRAPEVINE SOIL EROSION CONTROL ORDINANCE SHALL BE MET DURING THE PERIOD OF CONSTRUCTION.
ALL RADII ARE 3' UNLESS NOTED OTHERWISE ON THE PLANS.

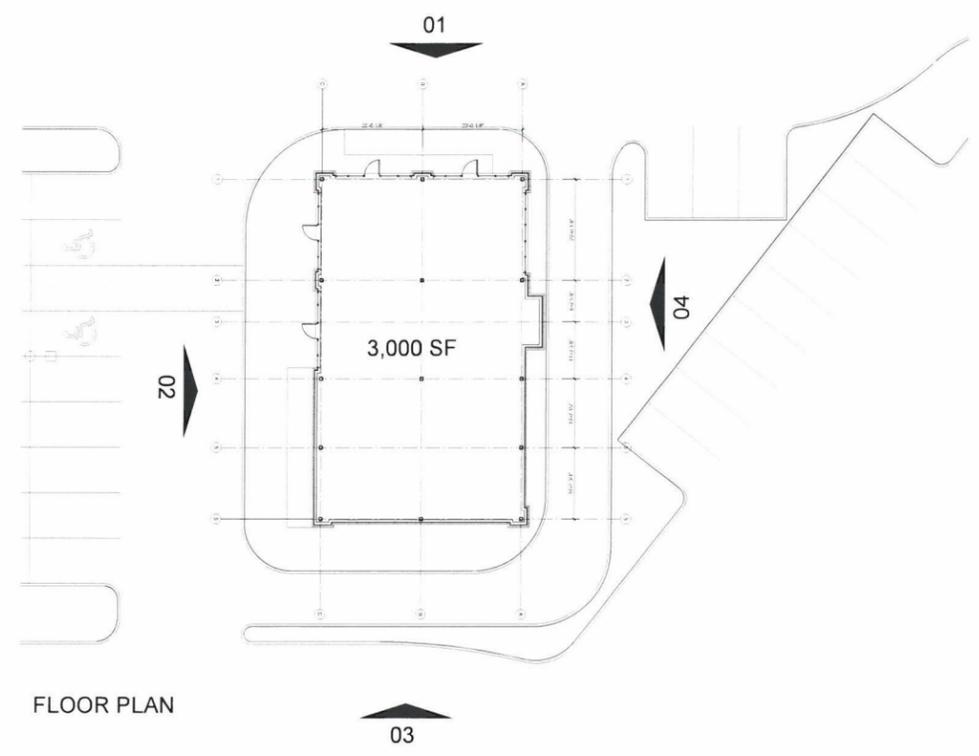
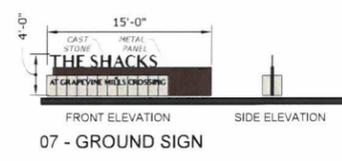
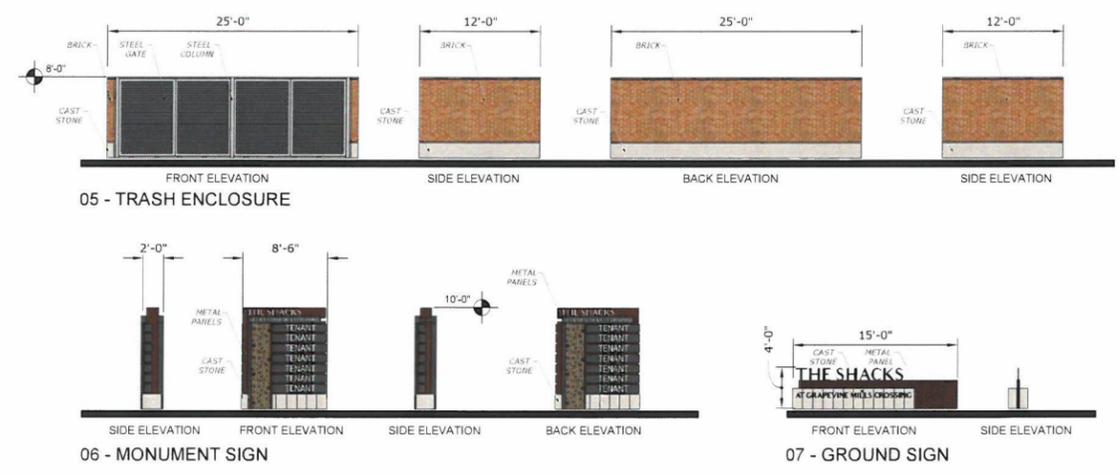
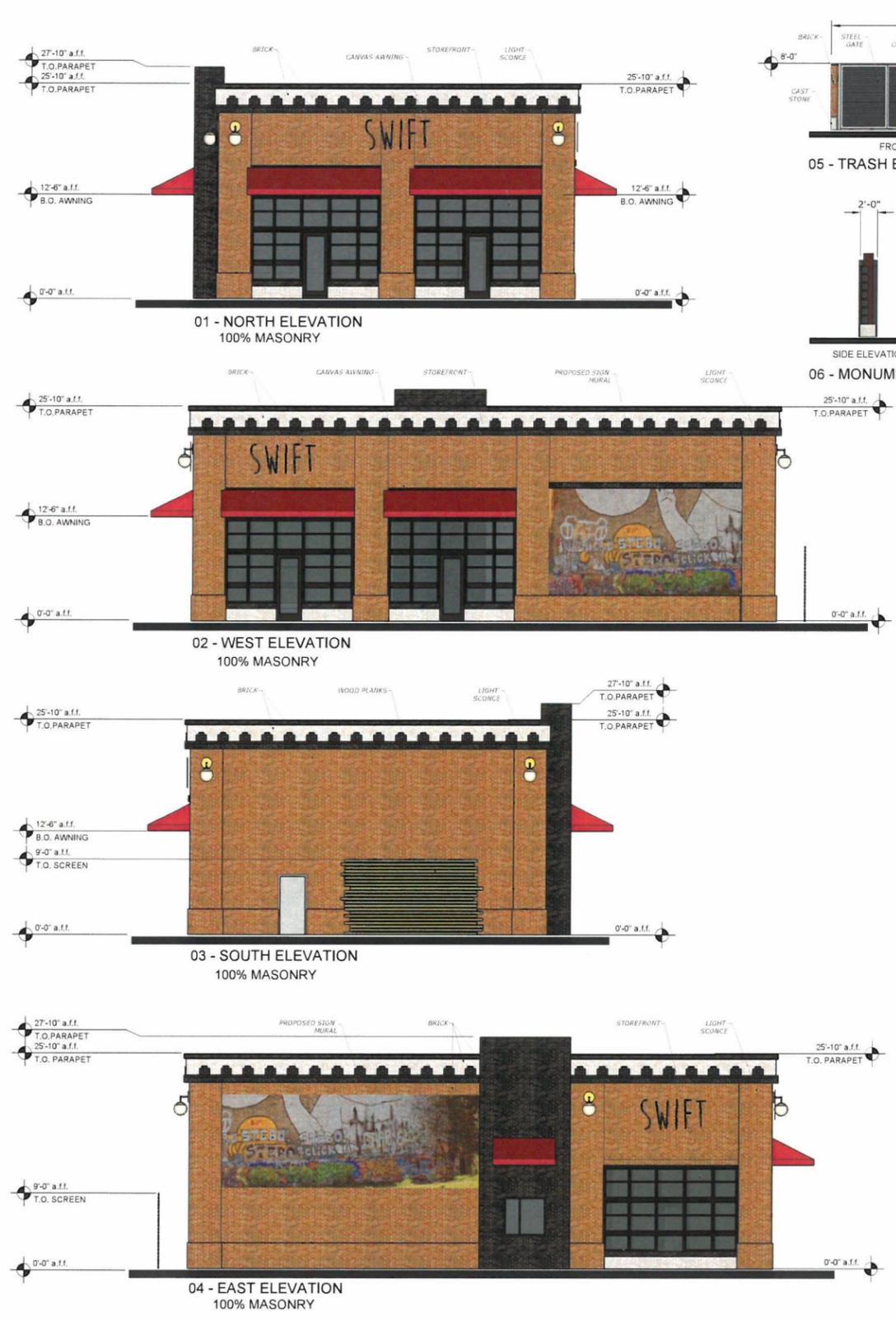


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NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO. DATE DESCRIPTION BY		
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 4 OF 27		CUP MULTI-FAMILY SUBMITTAL RETAIL SITE PLAN		
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES DEPARTMENT OF DEVELOPMENT SERVICES		HLR O'Brien SMT 1950 N. Stemmons Freeway - Suite 8000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		
DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		4 OF 27



FLOOR PLAN

01 BUILDING 1 - PROPOSED RETAIL
SCALE: N.T.S.

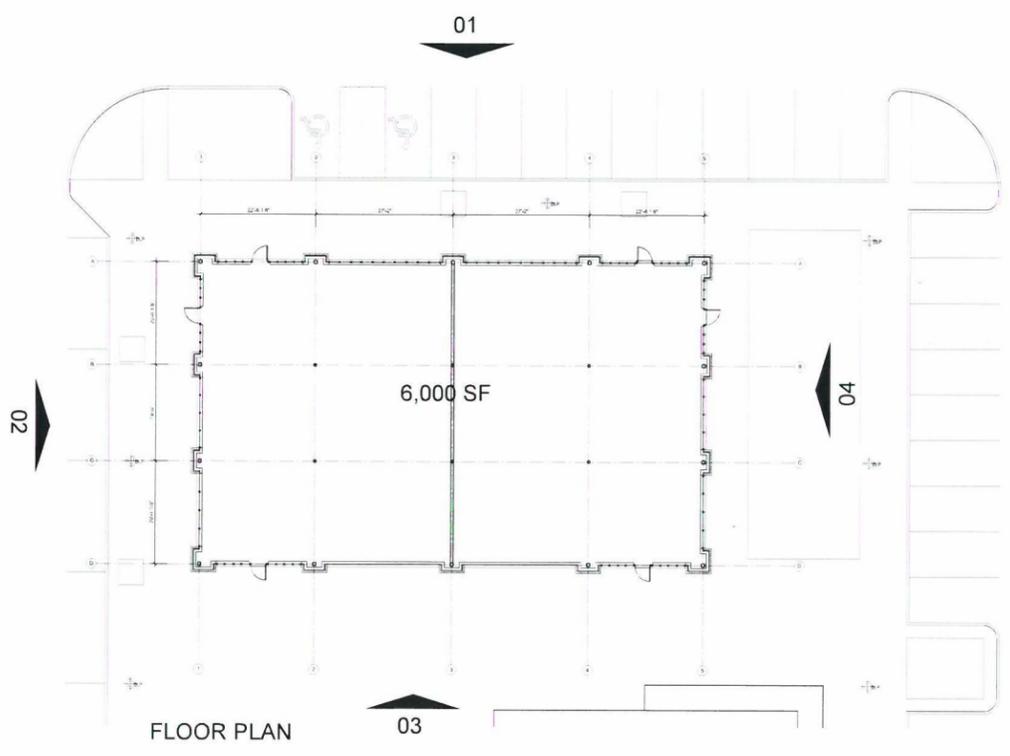
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Date: Thursday, April 05, 2018 Time: 4:18 PM Plotted by: Amador Saucedo

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO. DATE DESCRIPTION BY	
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 05 OF 27		CUP MULTI-FAMILY SUBMITTAL BUILDING 1 - ELEVATIONS / TRASH & SIGNAGE	
HLR AECOM 1900 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		SMR landscape architects inc. 2800 Ross Dallas, Texas 75201 Ph: (972) 412-1200 Fax: (972) 412-1201 www.smrarchitects.com	
DESIGN	DRAWN	DATE	SHEET
OBA	OBA	APRIL 2018	5 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES
DEPARTMENT OF DEVELOPMENT SERVICES



Filename: P:\1616063 - Billingsley - The Charleston 01_Design\100_SitePlans\Grapevine City_Submittal\16120_SITE_PLAN_02.dwg
Date: Thursday, April 05, 2018 Time: 4:10 PM Plotted by: Anaador Saucedo

01 BUILDING 2 - FUTURE RETAIL
SCALE: N.T.S.

NOT FOR CONSTRUCTION



TEAM O'BRIEN

CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 06 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
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2			

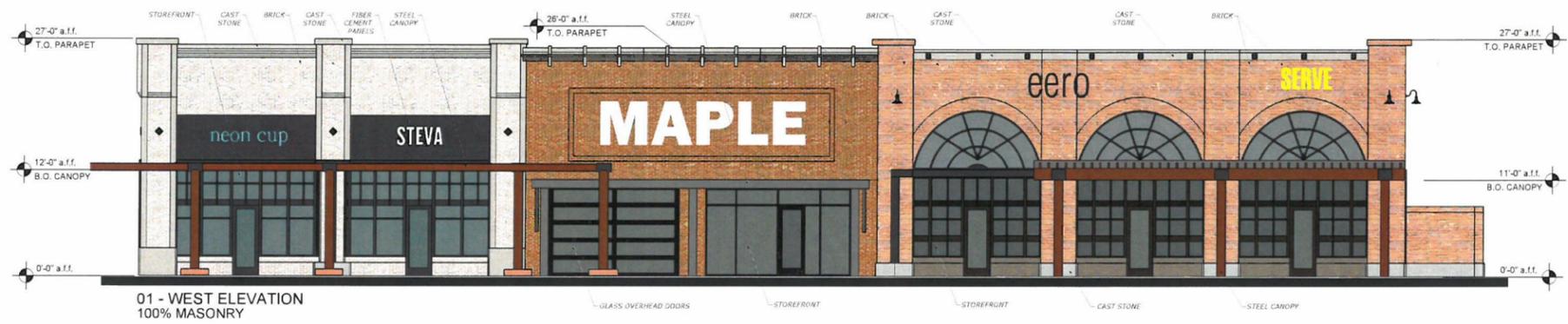
CUP MULTI-FAMILY SUBMITTAL

BUILDING 2 - ELEVATIONS

<p>AECOM 1850 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 725-3000 Fax: (972) 725-3001 www.aecom.com TBPE Reg. No. F-3580</p>		

DESIGN	DRAWN	DATE	SCALE	SHEET
OBA	OBA	APRIL 2018		6 OF 27

04



01 - WEST ELEVATION
100% MASONRY



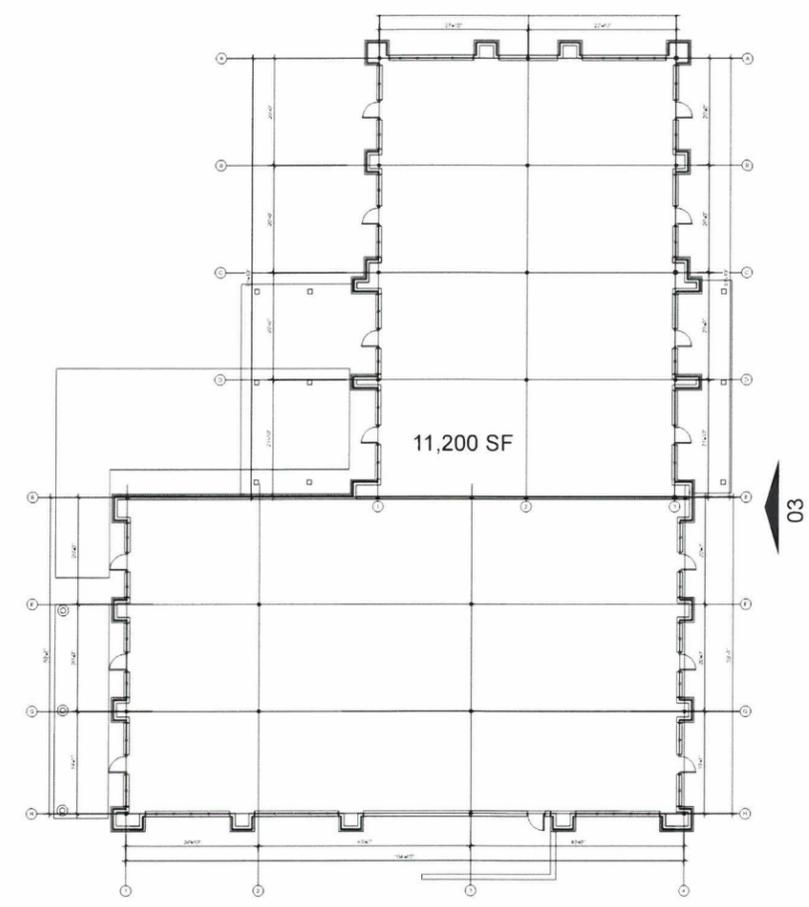
02 - SOUTH ELEVATION
100% MASONRY



03 - EAST ELEVATION
100% MASONRY



04 - NORTH ELEVATION
100% MASONRY



02
FLOOR PLAN

01

NOT FOR CONSTRUCTION



JOHN O'BRIEN

CASE NAME THE SHACKS/THE CHARLESTON
CASE NUMBER CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 07 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
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CUP MULTI-FAMILY SUBMITTAL

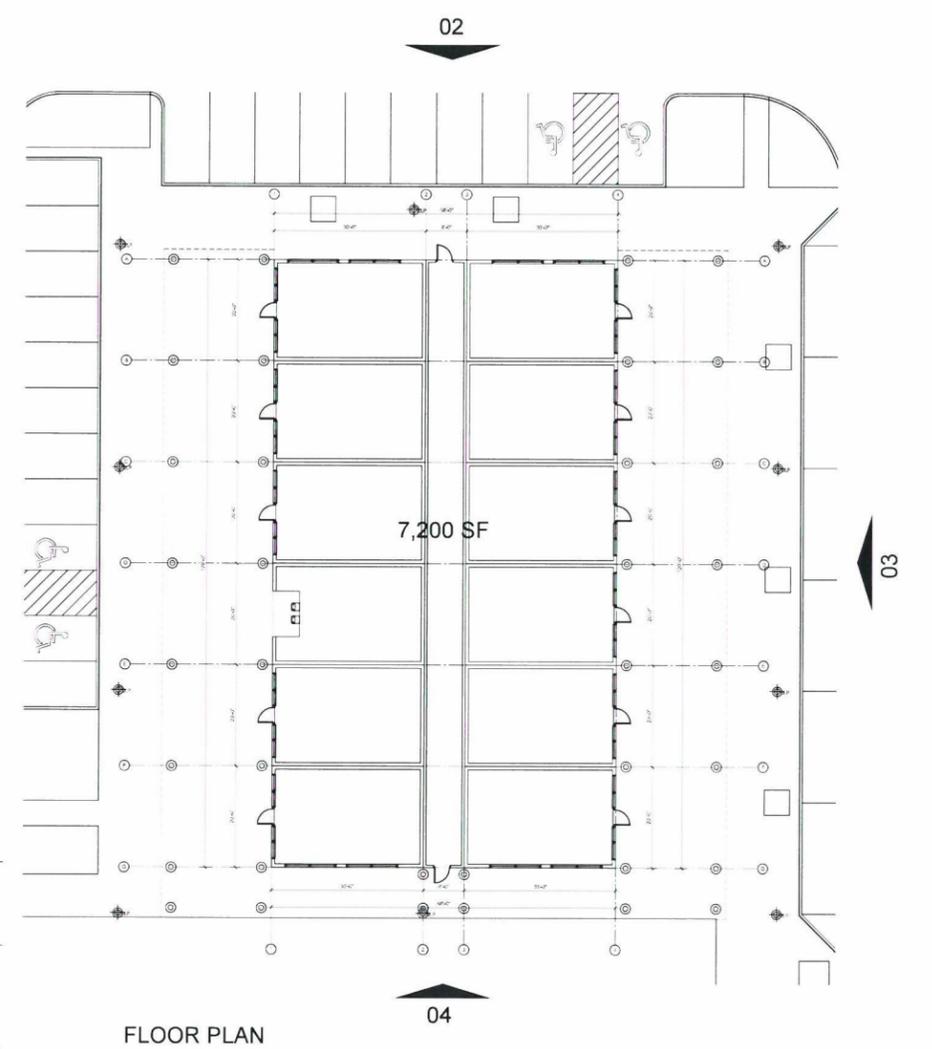
BUILDING 3 - ELEVATIONS

HLR	O'BRIEN	SMF landscape architects, inc.
1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		

DESIGN	DRAWN	DATE	SCALE	SHEET
OBA	OBA	APRIL 2018		7 OF 27

01 BUILDING 3 - PROPOSED RETAIL
SCALE: N.T.S.

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 Date: Thursday, April 05, 2018 Time: 4:21 PM Plotted by: Amador Saucedo



FLOOR PLAN

01 BUILDING 4 - FUTURE RETAIL
SCALE: N.T.S.

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 08 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
1			

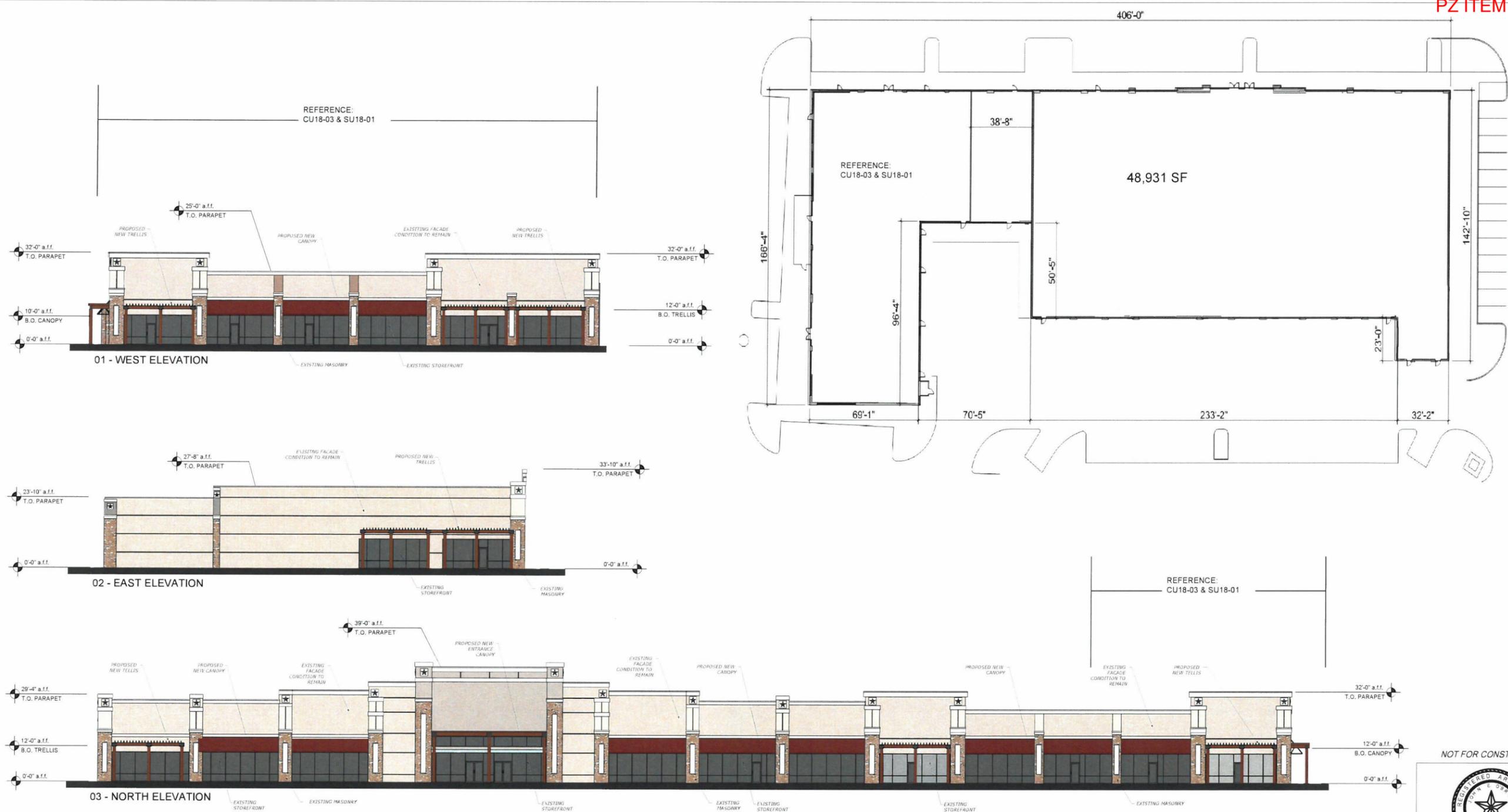
CUP MULTI-FAMILY SUBMITTAL

BUILDING 4 - ELEVATIONS

1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		

DESIGN	DRAWN	DATE	SCALE	SHEET
OBA	OBA	APRIL 2018		8 OF 27

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NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO. DATE DESCRIPTION BY		
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 09 OF 27		CUP MULTI-FAMILY SUBMITTAL BUILDING 5 - ELEVATIONS		
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		HLR O'BRIEN SMIF landscape architects, inc. 1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		
DESIGN	DRAWN	DATE	SCALE	SHEET
OBA	OBA	APRIL 2018		9 OF 27

01 BUILDING 5 - EXISTING BUILDING
SCALE: N.T.S.

EXISTING RETAIL



PROPOSED RETAIL



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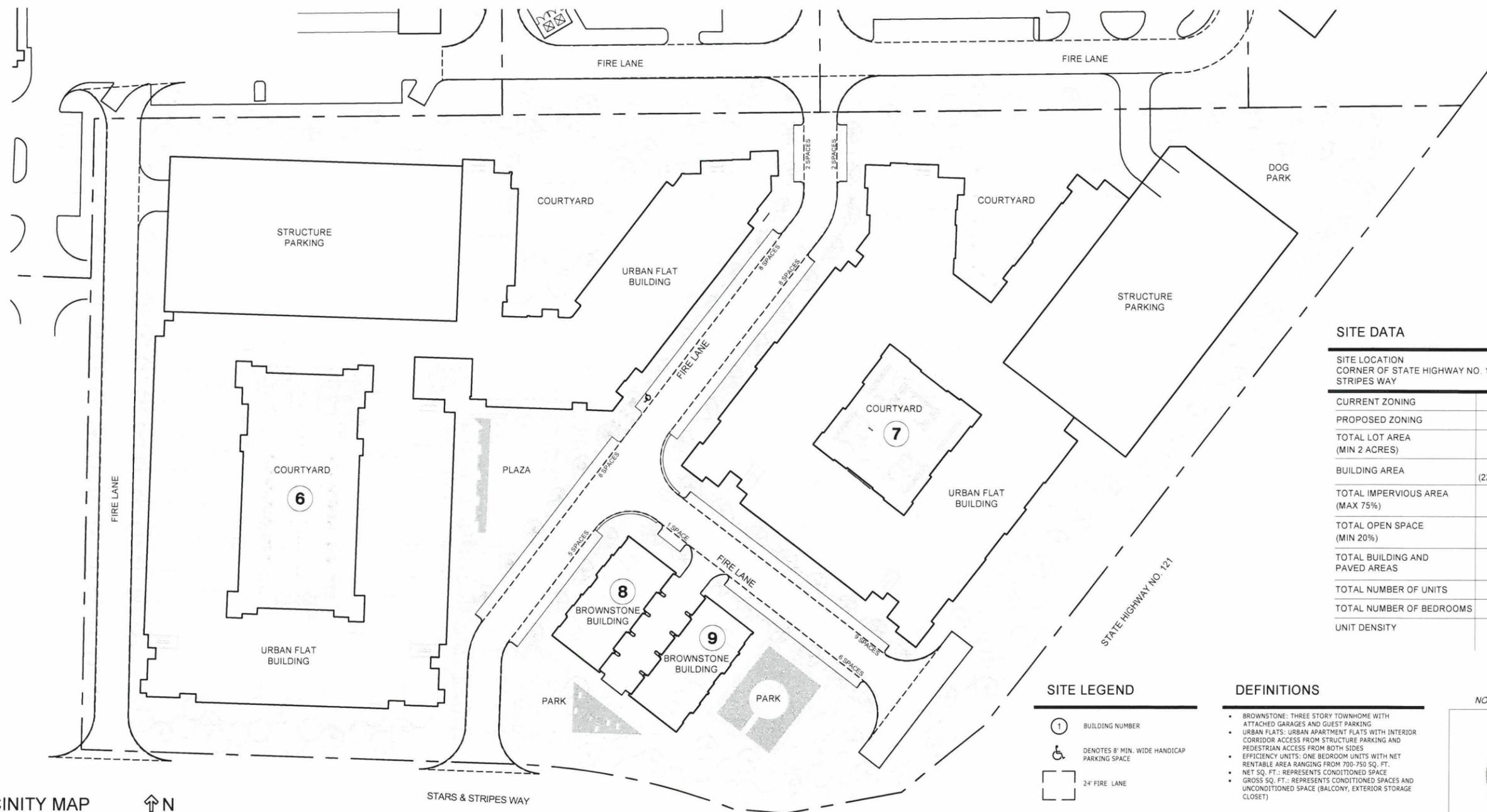
01 BUILDING 5 - EXISTING BUILDING
SCALE: N.T.S.

NOT FOR CONSTRUCTION



Team O'Brien

CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS <table border="1"> <thead> <tr> <th>REV NO</th> <th>DATE</th> <th>DESCRIPTION</th> <th>BY</th> </tr> </thead> <tbody> <tr> <td>1</td> <td></td> <td></td> <td></td> </tr> <tr> <td>2</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>		REV NO	DATE	DESCRIPTION	BY	1				2			
REV NO	DATE	DESCRIPTION	BY												
1															
2															
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 10 OF 27		CUP MULTI-FAMILY SUBMITTAL BUILDING 5 - ELEVATIONS   													
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		 <table border="1"> <tr> <td>DESIGN</td> <td>DRAWN</td> <td>DATE</td> <td>SCALE</td> <td>SHEET</td> </tr> <tr> <td>OBA</td> <td>OBA</td> <td>APRIL 2018</td> <td></td> <td>10 OF 27</td> </tr> </table>		DESIGN	DRAWN	DATE	SCALE	SHEET	OBA	OBA	APRIL 2018		10 OF 27		
DESIGN	DRAWN	DATE	SCALE	SHEET											
OBA	OBA	APRIL 2018		10 OF 27											



SITE DATA

SITE LOCATION CORNER OF STATE HIGHWAY NO. 121 AND STARS & STRIPES WAY	
CURRENT ZONING	CC
PROPOSED ZONING	R-MF
TOTAL LOT AREA (MIN 2 ACRES)	456,944.40 S.F. (10.49 ACRES)
BUILDING AREA	785,368 S.F. (220,908 S.F. - GARAGE)
TOTAL IMPERVIOUS AREA (MAX 75%)	CIVIL
TOTAL OPEN SPACE (MIN 20%)	LANDSCAPE
TOTAL BUILDING AND PAVED AREAS	CIVIL
TOTAL NUMBER OF UNITS	432
TOTAL NUMBER OF BEDROOMS	558
UNIT DENSITY	41.18 UNITS/ACRE

- SITE LEGEND**
- ① BUILDING NUMBER
 - ♿ DENOTES 8' MIN. WIDE HANDICAP PARKING SPACE
 - 24' FIRE LANE

- DEFINITIONS**
- BROWNSTONE: THREE STORY TOWNHOME WITH ATTACHED GARAGES AND GUEST PARKING
 - URBAN FLATS: URBAN APARTMENT FLATS WITH INTERIOR CORRIDOR ACCESS FROM STRUCTURE PARKING AND PEDESTRIAN ACCESS FROM BOTH SIDES
 - EFFICIENCY UNITS: ONE BEDROOM UNITS WITH NET RENTABLE AREA RANGING FROM 700-750 SQ. FT.
 - NET SQ. FT.: REPRESENTS CONDITIONED SPACE
 - GROSS SQ. FT.: REPRESENTS CONDITIONED SPACES AND UNCONDITIONED SPACE (BALCONY, EXTERIOR STORAGE CLOSET)

NOT FOR CONSTRUCTION



PARKING DATA SUMMARY

TOTAL PARKING REQUIRED	692 (1.6 SPACES/UNIT)
TOTAL PARKING PROVIDED	
ATTACHED PRIVATE GARAGE	20
STRUCTURE PARKING	656
SURFACE PARKING	42
PARKING TOTAL	718 (1.7 SPACES/UNIT)

UNIT MATRIX

UNIT MIX	# OF UNITS	% OF TOTAL UNITS	AVERAGE UNIT S.F.
EFFICIENCY	59	13.7%	710 S.F.
ONE BEDROOM	259	60.0%	784 S.F.
TWO BEDROOM	104	24.1%	1,171 S.F.
THREE BEDROOM	10	2.3%	1,945 S.F.
TOTAL	432	100.00%	894 S.F.

APPROXIMATE BUILDING HEIGHTS

BUILDING NUMBER	BUILDING TYPE	HEIGHT
6	URBAN FLAT	57' - 6 3/4" 4 STORIES
7	URBAN FLAT	53' - 6 3/4" 4 STORIES
8	BROWNSTONE	39' - 4 7/8" 3 STORIES
9	BROWNSTONE	39' - 4 7/8" 3 STORIES

01 SITE PLAN - MULTIFAMILY
SCALE: 1/4" = 1'-0"



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPES WAY

MAYOR _____ SECRETARY _____
DATE: _____

PLANNING AND ZONING COMMISSION
CHAIRMAN _____
DATE: _____

SHEET: 11 OF 27

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DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS

REV. NO.	DATE	DESCRIPTION	BY
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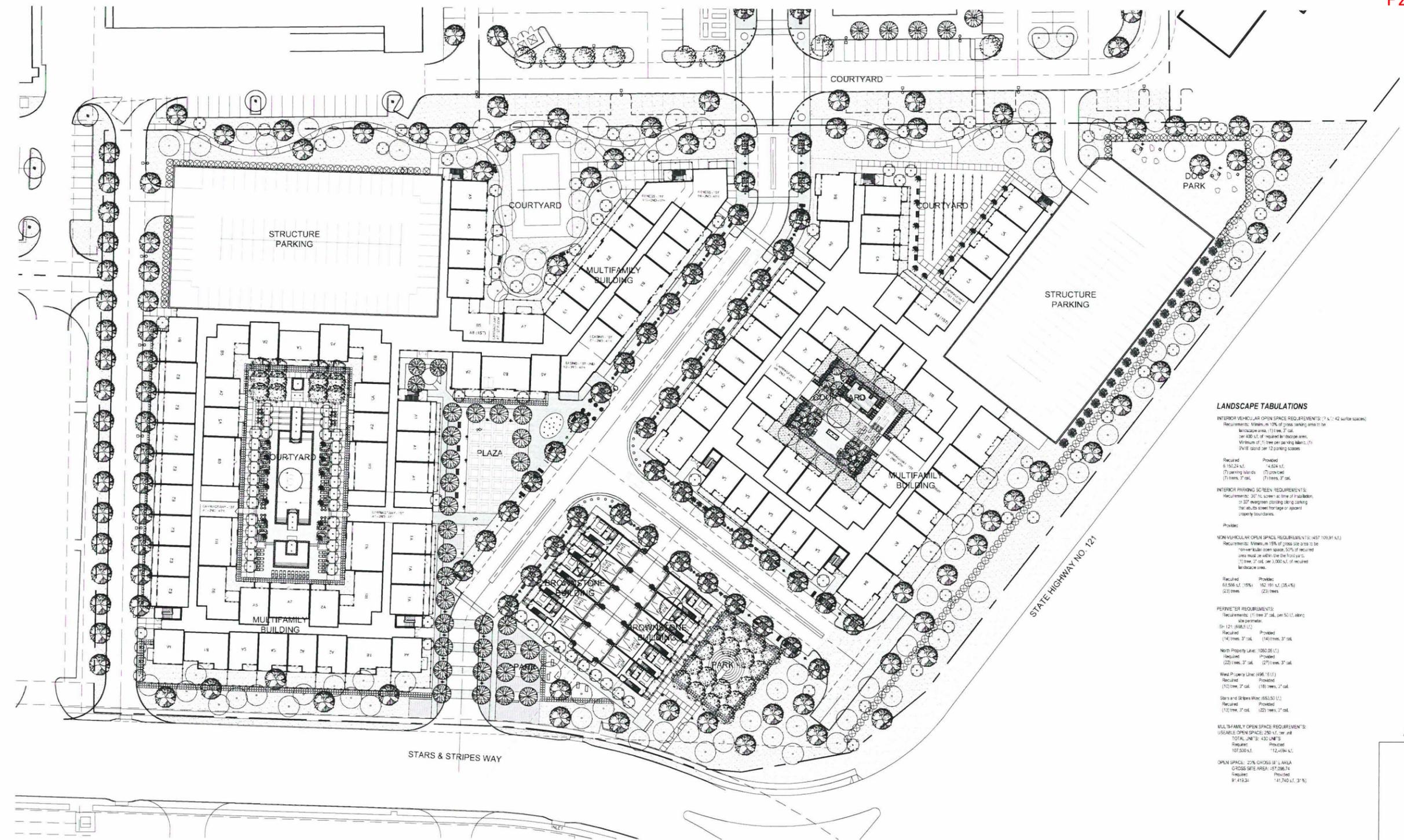
CUP MULTI-FAMILY SUBMITTAL

SITE PLAN

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		11 OF 27

HLR
O'Brien Architects
SMF
landscape architects, inc.
1950 N. Stemmons Freeway - Suite 6000
Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001
www.aecom.com TBPE Reg. No. F-3580

Filename: R:\Billingsley\16120 - STARS AND STRIPES\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_SITE_PLAN.dwg
 Date: Thursday, April 05, 2018 Time: 4:10 PM Plotted by: Marco Gonzales



LANDSCAPE TABULATIONS

INTERIOR VEHICULAR OPEN SPACE REQUIREMENTS: (7' x 12' buffer spaces)
 Requirements: Minimum 10% of gross parking area to be landscaped area, (1) tree, 3' cal.
 per 400 s.f. of required landscape area.
 Minimum of 11 trees per parking island, (1) 30-18 standard per 12 parking spaces

Required	Provided
6,150.24 s.f.	74,854 s.f.
(7) trees, 3' cal.	(7) trees, 3' cal.
(7) trees, 3' cal.	(7) trees, 3' cal.

INTERIOR PARKING GREEN REQUIREMENTS:
 Requirements: 30% screen at time of installation
 or 30' evergreen planting along parking
 that also have storage or adjacent
 property boundaries.

Provided:

NON VEHICULAR OPEN SPACE REQUIREMENTS: (457' 10.91' s.f.)
 Requirements: Minimum 10% of gross site area to be
 non-vehicular open space, 50% of required
 area must be within the 10' buffer to
 (1) tree, 3' cal., per 1,000 s.f. of required
 landscape area.

Required	Provided
63,596 s.f. (15%)	162,191 s.f. (35.4%)
(23) trees	(23) trees

PERIMETER REQUIREMENTS:
 Requirements: (1) tree 3' cal. per 50' L. along
 site perimeter.

Required	Provided
(21) trees, 3' cal.	(14) trees, 3' cal.
(14) trees, 3' cal.	(14) trees, 3' cal.

North Property Line: 1,080.28' L.
 Required: (22) trees, 3' cal.
 Provided: (27) trees, 3' cal.

West Property Line: 1,056' L.
 Required: (10) trees, 3' cal.
 Provided: (18) trees, 3' cal.

Sides and Driveway: 653.50' L.
 Required: (13) trees, 3' cal.
 Provided: (22) trees, 3' cal.

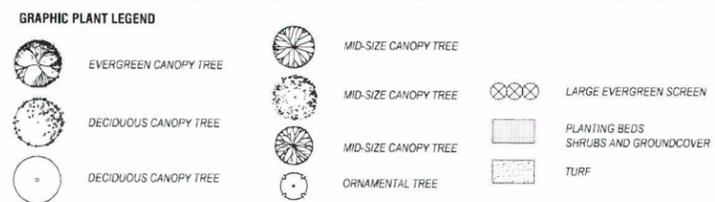
MULTIFAMILY OPEN SPACE REQUIREMENTS:
 USABLE OPEN SPACE: 250 s.f. per unit
 TOTAL UNIT: 430 UNITS
 Required: 107,500 s.f.
 Provided: 12,404 s.f.

OPEN SPACE: 20% GROSS SITE AREA
 GROSS SITE AREA: 47,086.74
 Required: 9,417.35 s.f.
 Provided: 14,740 s.f. (31%)

NOT FOR CONSTRUCTION

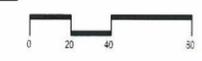


- LANDSCAPE NOTES**
- Contractor shall verify all existing and proposed site elements and notify Architect of any discrepancies. Survey data of existing conditions was supplied by others.
 - Contractor shall locate all existing underground utilities and notify Architect of any conflicts. Contractor shall exercise caution when working in the vicinity of underground utilities.
 - Contractor is responsible for obtaining all required landscape and irrigation permits.
 - Contractor to provide a minimum 2% slope away from all structures.
 - All planting beds and lawn areas to be separated by steel edging. No steel to be installed adjacent to sidewalks or curbs.
 - All landscape areas to be 100% irrigated with an underground automatic irrigation system and shall include rain and freeze sensors.



NOTE: ALL REQUIRED TREES TO BE SELECTED FROM CITY OF GRAPEVINE APPROVED TREE LIST

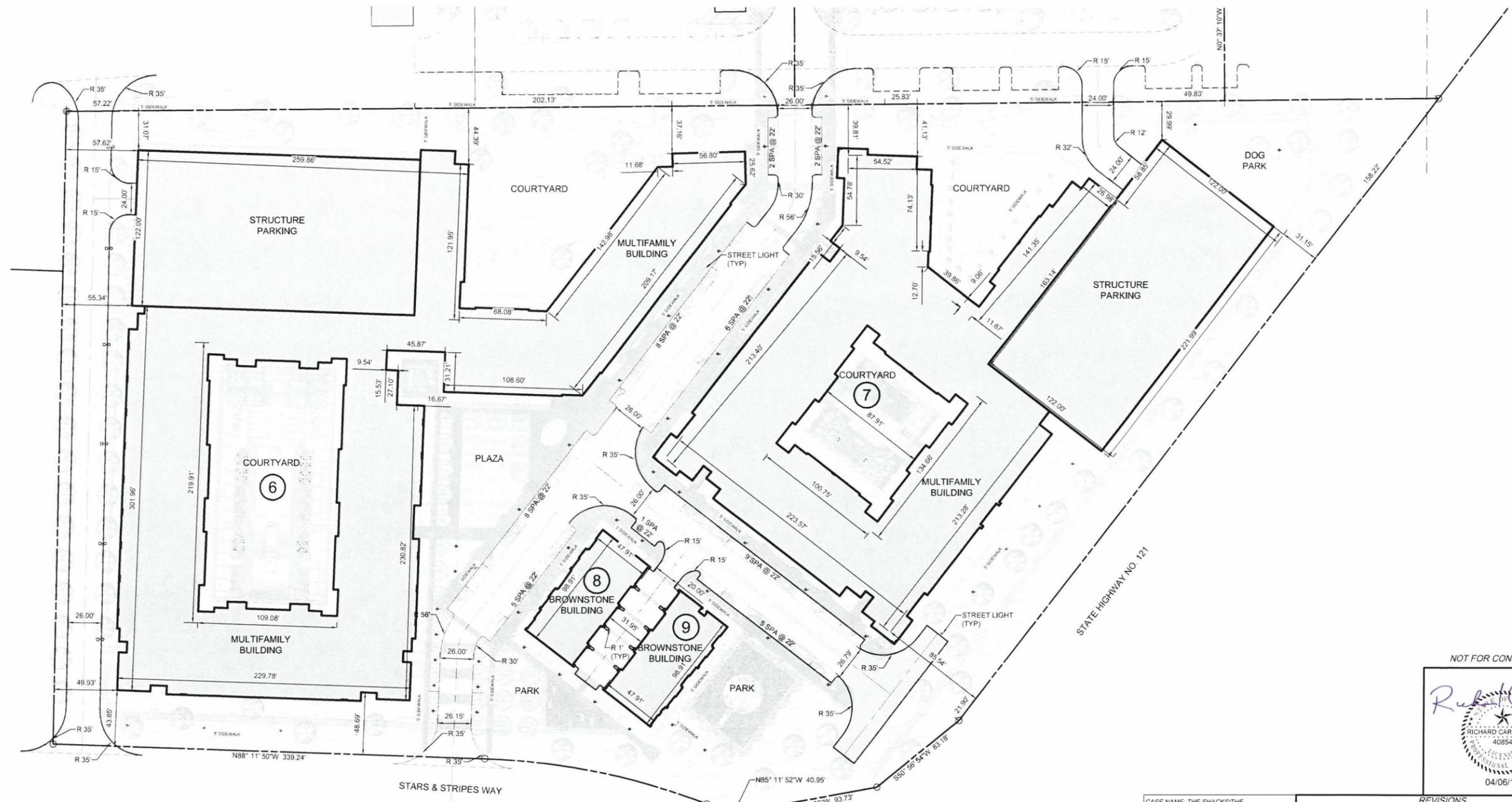
01 LANDSCAPE PLAN - MULTI-FAMILY
SCALE: 1"=40'



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CUI8-08 LOCATION: 31570, 31550 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV. NO. DATE DESCRIPTION BY	
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION		CUP MULTI-FAMILY SUBMITTAL	
CHAIRMAN _____ DATE: _____ SHEET: 12 OF 27		HLR O'Brien Architecture, Inc. SMT 1950 N. Stemmons Freeway, Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580	
DESIGN	DRAWN	DATE	SHEET
BDA	BDA	APRIL 2018	AS SHOWN
			12 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES
DEPARTMENT OF DEVELOPMENT SERVICES

NOTE:
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ALL RADII ARE 3' UNLESS NOTED OTHERWISE ON THE PLANS.



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 Date: Friday, April 06, 2018 Time: 9:32 AM Plotted by: Gonzalez, Jeremy

NOT FOR CONSTRUCTION

Richard Carson, Jr.

RICHARD CARSON, JR.
40854
04/06/18

CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV. NO. DATE DESCRIPTION BY		
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 13 OF 27		CUP MULTI-FAMILY SUBMITTAL MULTI-FAMILY SITE PLAN		
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		HLR ARCHITECTS O'BRIEN CONSULTANTS STNY landscape architects, inc. AECOM 1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		
DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		13 OF 27

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Date: Thursday, April 05, 2018 Time: 12:49 PM Plotted by: Marco Gonzalez



12 UNIT A10
SCALE: 1/8" = 1'-0" BLDG #6



11 UNIT A9
SCALE: 1/8" = 1'-0" BLDG #7



10 UNIT A8
SCALE: 1/8" = 1'-0" BLDG #6 & #7



09 UNIT A7
SCALE: 1/8" = 1'-0" BLDG #6



08 UNIT A6
SCALE: 1/8" = 1'-0" BLDG #7



07 UNIT A5
SCALE: 1/8" = 1'-0" BLDG #6 & #7



06 UNIT A4
SCALE: 1/8" = 1'-0" BLDG #6



05 UNIT A3
SCALE: 1/8" = 1'-0" BLDG #7



04 UNIT A2
SCALE: 1/8" = 1'-0" BLDG #6 & #7



03 UNIT A1
SCALE: 1/8" = 1'-0" BLDG #6



02 UNIT E2
SCALE: 1/8" = 1'-0" BLDG #6



01 UNIT E1
SCALE: 1/8" = 1'-0" BLDG #6

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 14 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

TYPICAL BUILDING PLANS

1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		14 OF 27

UNIT TABULATIONS

Unit (Efficiency)	Net	# of Units				% of Total Units	Total Net Area
		BLDG #6	BLDG #7	BLDG #8	BLDG #9		
E1	695	27	0	0	0	6.3%	18,765 SF
E2	723	32	0	0	0	7.4%	23,136 SF
TOTAL					59	13.7%	41,901 SF

Unit (1 Bedroom)	Net	# of Units				% of Total Units	Total Net Area
		BLDG #6	BLDG #7	BLDG #8	BLDG #9		
A1	750	32	0	0	0	7.4%	24,000 SF
A2	758	32	72	0	0	24.1%	78,832 SF
A3	771	0	32	0	0	7.4%	24,672 SF
A4	776	8	0	0	0	1.9%	6,208 SF
A5	792	40	8	0	0	11.1%	38,016 SF
A6	861	0	14	0	0	3.2%	12,054 SF
A7	864	12	0	0	0	2.8%	10,368 SF
A8	927	1	1	0	0	0.5%	1,854 SF
A9	979	0	4	0	0	0.9%	3,916 SF
A10	1,025	3	0	0	0	0.7%	3,075 SF
TOTAL					259	60.0%	202,995 SF

Unit (2 Bedroom)	Net	# of Units				% of Total Units	Total Net Area
		BLDG #6	BLDG #7	BLDG #8	BLDG #9		
B1	1,006	12	0	0	0	2.8%	12,072 SF
B2	1,031	2	0	0	0	0.5%	2,062 SF
B3	1,167	29	8	0	0	8.6%	43,179 SF
B4	1,187	0	12	0	0	2.8%	14,244 SF
B5	1,216	19	19	0	0	8.8%	46,208 SF
B6	1,345	3	0	0	0	0.7%	4,035 SF
TOTAL					104	24.1%	121,800 SF

Unit (3 Bedroom)	Net	# of Units				% of Total Units	Total Net Area
		BLDG #6	BLDG #7	BLDG #8	BLDG #9		
THC1	1,945	0	0	5	5	2.3%	19,450 SF
TOTAL					10	2.3%	19,450 SF

UNIT MIX	Net	# of Units	% of Total Units	Total Net Area
EFFICIENCY	59		13.7%	
ONE BEDROOM	259		60.0%	
TWO BEDROOMS	104		24.1%	
THREE BEDROOMS	10		2.3%	
TOTAL	432		100.00%	386,146 SF

UNIT AVERAGE	Net	SF
EFFICIENCY	710	SF
ONE BEDROOM	784	SF
TWO BEDROOM	1,171	SF
THREE BEDROOM	1,945	SF
TOTAL AVERAGE	894	SF



09 UNIT THC1 - 3RD FLOOR
SCALE: 1/8" = 1'-0" BLDG #6 & #9



08 UNIT THC1 - 2ND FLOOR
SCALE: 1/8" = 1'-0" BLDG #6 & #9



07 UNIT THC1 - 1ST FLOOR
SCALE: 1/8" = 1'-0" BLDG #6 & #9



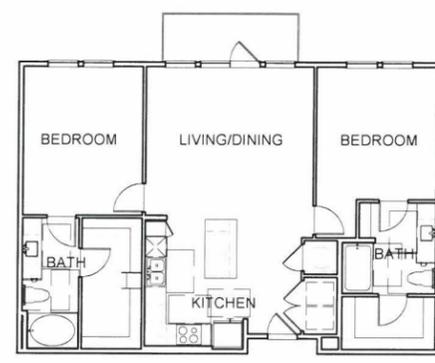
06 UNIT B6
SCALE: 1/8" = 1'-0" BLDG #6



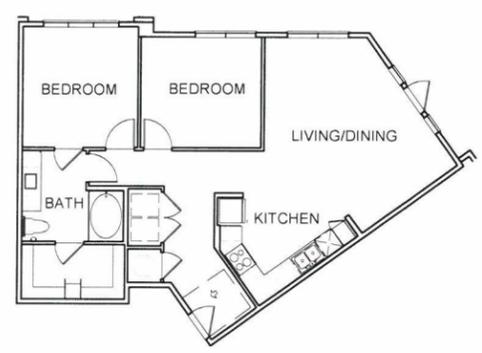
05 UNIT B5
SCALE: 1/8" = 1'-0" BLDG #6 & #7



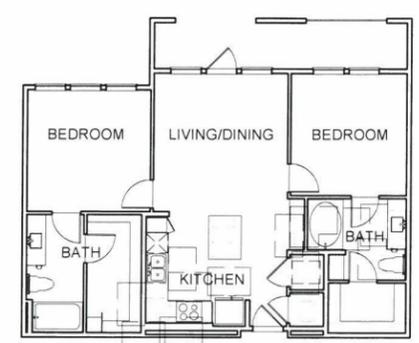
04 UNIT B4
SCALE: 1/8" = 1'-0" BLDG #7



03 UNIT B3
SCALE: 1/8" = 1'-0" BLDG #6 & #7



02 UNIT B2
SCALE: 1/8" = 1'-0" BLDG #6



01 UNIT B1
SCALE: 1/8" = 1'-0" BLDG #6

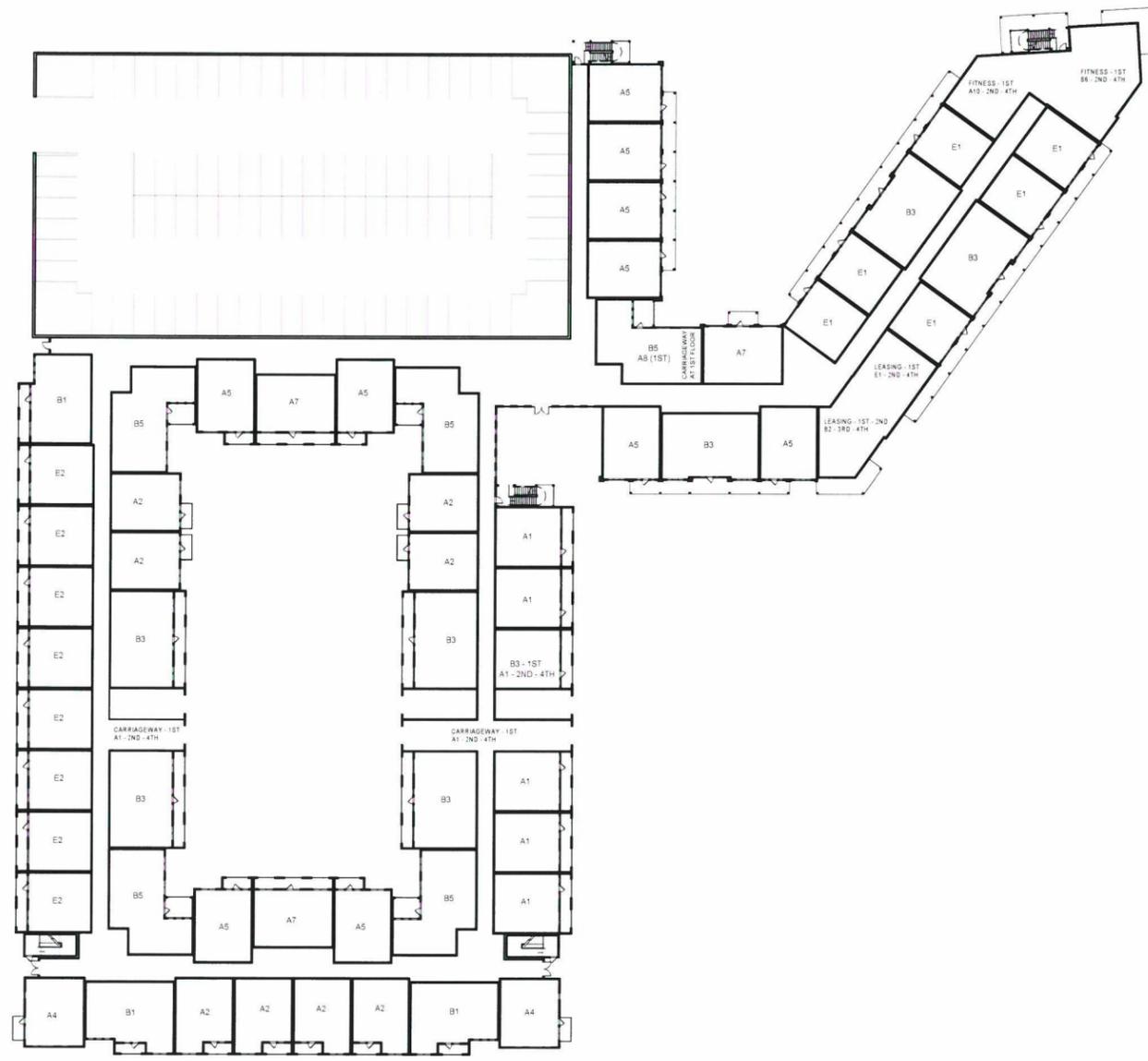
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Date: Thursday, April 05, 2018 Time: 12:50 PM Plotted by: Marco Gonzalez

NOT FOR CONSTRUCTION

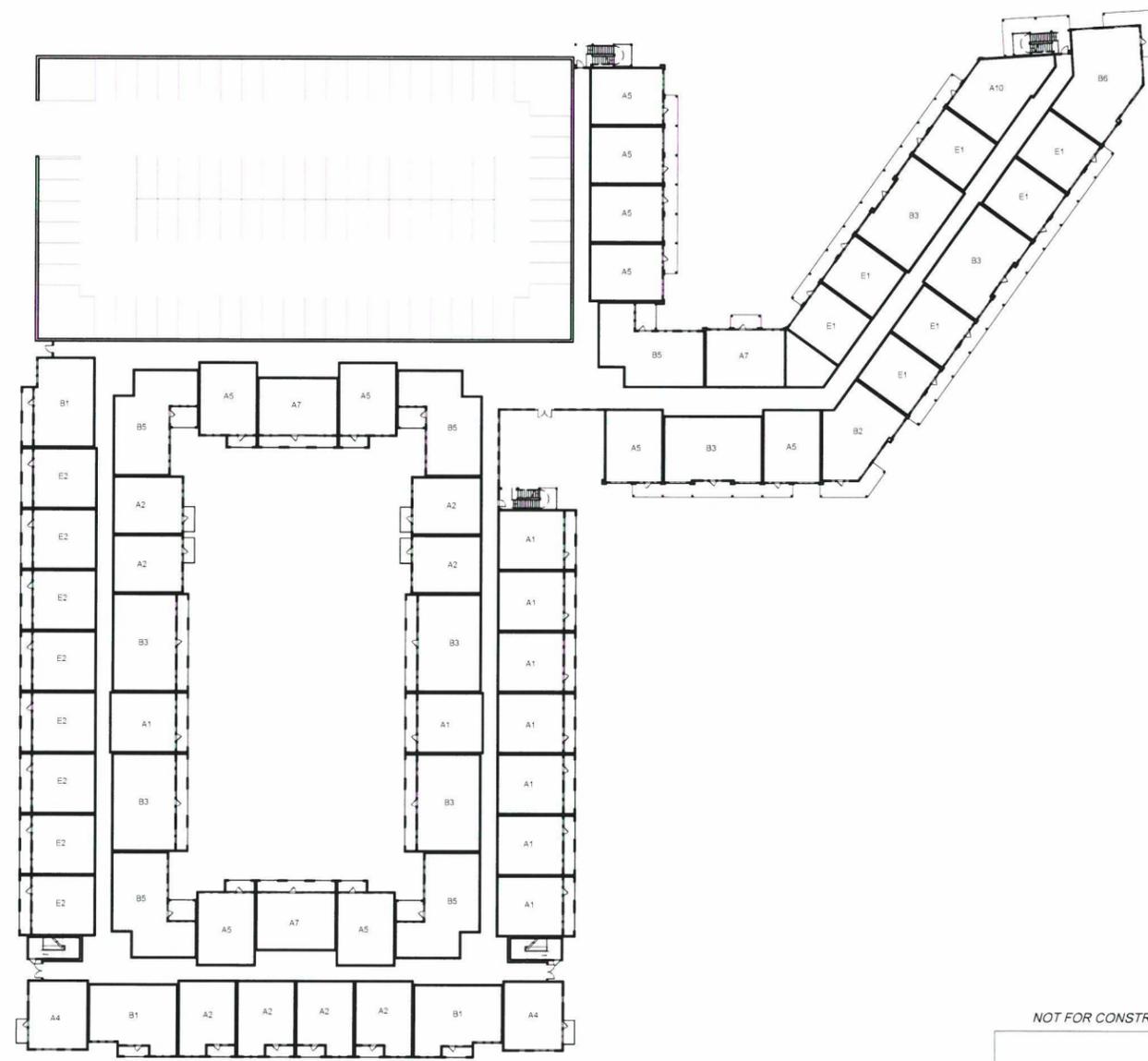


CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO DATE DESCRIPTION BY	
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION		CUP MULTI-FAMILY SUBMITTAL TYPICAL BUILDING PLANS	
CHAIRMAN _____ DATE: _____ SHEET: 15 OF 27		HLR O'BRIEN SMY HLR O'BRIEN SMY 1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg No. F-3580	
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		DESIGN HLR	DRAWN HLR DATE APRIL 2018 SCALE SHEET 15 OF 27

Filename: R:\Billingslevy\16120 - STARS AND STRIPS\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 6_PLANS.dwg
Date: Thursday, April 05, 2018 Time: 12:51 PM Plotted by: Marco Gonzalez



01 BUILDING 6 - 1ST FLOOR PLAN
SCALE: 1/32" = 1'-0" BLDG #6



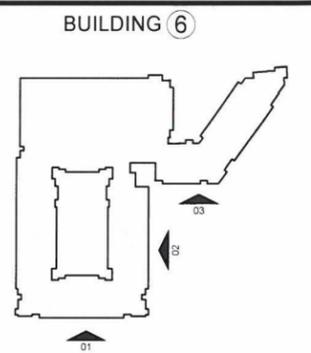
02 BUILDING 6 - 2ND FLOOR PLAN
SCALE: 1/32" = 1'-0" BLDG #6

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO. DATE DESCRIPTION BY	
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION CHAIRMAN _____ DATE: _____ SHEET: 16 OF 27		CUP MULTI-FAMILY SUBMITTAL TYPICAL BUILDING PLANS	
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		HLR O'BRIEN SMR 1950 N. Stemmons Fwy - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580	
DESIGN	DRAWN	DATE	SHEET
HLR	HLR	APRIL 2018	16 OF 27

KEY PLAN
LEGEND



01 SOUTH ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6



02 EAST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6



03 SOUTH ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6

NOT FOR CONSTRUCTION



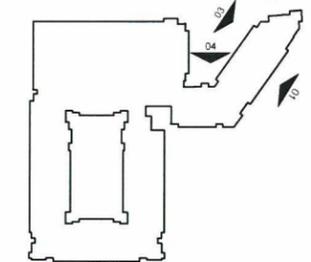
CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY
MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN _____
DATE: _____
SHEET: 17 OF 27
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
CUP MULTI-FAMILY SUBMITTAL			
BUILDING 6 - ELEVATIONS			
HLR		SMF landscape architects, inc. 1950 N. Stemmons Freeway, Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580	
AECOM			
DESIGN	DRAWN	DATE	SCALE
HLR	HLR	APRIL 2018	
			SHEET 17 OF 27

Filename: R:\Billingsley\16120 - STARS AND STRIPS\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 6_ELEVATIONS.dwg
Date: Thursday, April 05, 2018 Time: 1:00 PM Plotted by: Marco Gonzales

KEY PLAN
LEGEND

BUILDING 6



03 NORTHWEST ELEVATION
SCALE 3/32" = 1'-0" BLDG #6



01 SOUTHEAST ELEVATION
SCALE 3/32" = 1'-0" BLDG #6



02 NORTH ELEVATION
SCALE 3/32" = 1'-0" BLDG #6



04 NORTH ELEVATION
SCALE 3/32" = 1'-0" BLDG #6

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 18 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

BUILDING 6 - ELEVATIONS

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		18 OF 27

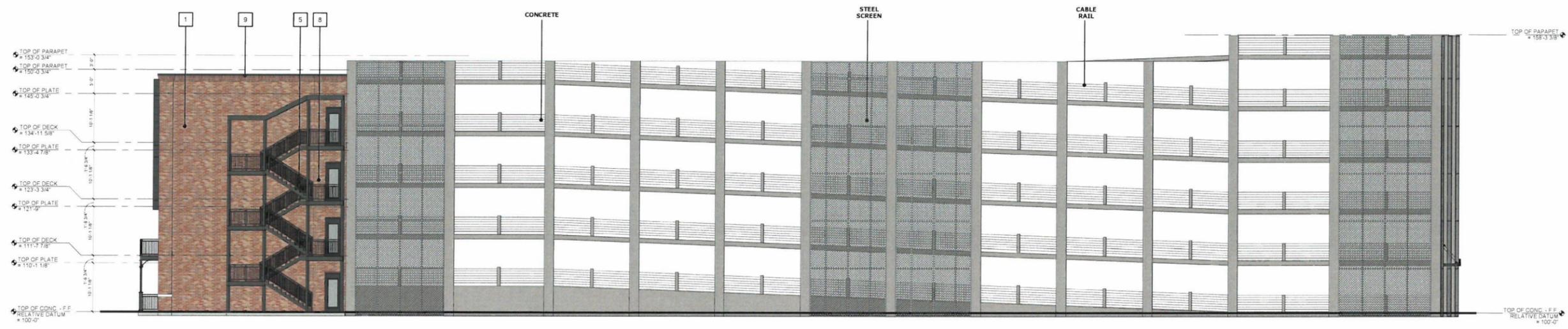
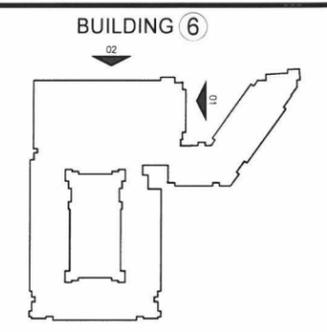
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Date: Thursday, April 05, 2018 Time: 1:00 PM Plotted by: Marco Gonzales

MATERIAL ELEVATION LEGEND

- 1 BRICK VENEER SYSTEM
- 2 CEMENTITIOUS LAP SIDING SYSTEM
- 3 FIBER CEMENT PANEL SYSTEM
- 4 BALCONY SYSTEM
- 5 RAILING SYSTEM
- 6 CANOPY SYSTEM
- 7 WINDOW SYSTEM
- 8 EXTERIOR DOOR SYSTEM
- 9 PARAPET WALL METAL FLASHING CAP
- 10 FLAT ROOF SYSTEM
- 11 METAL PANEL

NOTES:
1. PER SECTION 54. MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.

KEY PLAN LEGEND



02 NORTH ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6



01 EAST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 19 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

BUILDING 6 - ELEVATIONS

<p>AECOM</p> <p>1850 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580</p>		

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		19 OF 27

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 Date: Thursday, April 05, 2018 Time: 12:58 PM Plotted by: Marco Gonzales

MATERIAL ELEVATION LEGEND

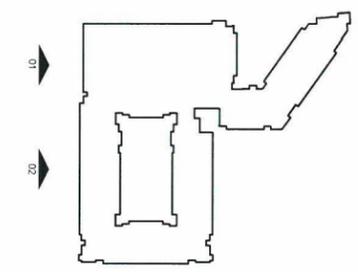
- 1 BRICK VENEER SYSTEM
- 2 CEMENTITIOUS LAP SIDING SYSTEM
- 3 FIBER CEMENT PANEL SYSTEM
- 4 BALCONY SYSTEM
- 5 RAILING SYSTEM
- 6 CANOPY SYSTEM
- 7 WINDOW SYSTEM
- 8 EXTERIOR DOOR SYSTEM
- 9 PARAPET WALL METAL FLASHING CAP
- 10 FLAT ROOF SYSTEM
- 11 METAL PANEL

NOTES:

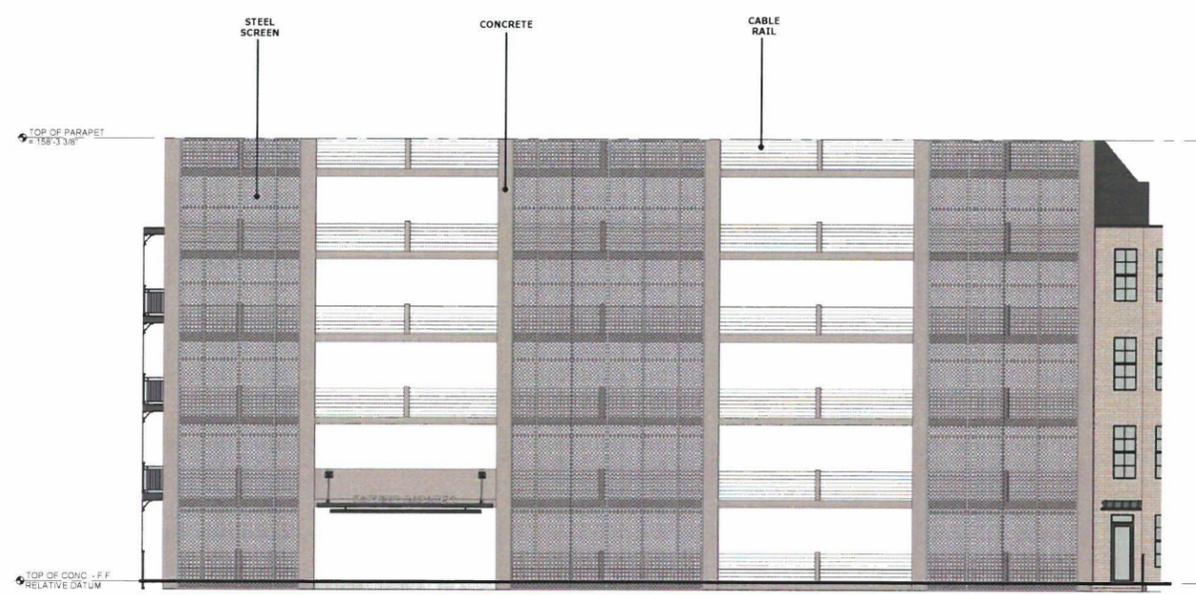
1. PER SECTION 54. MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.

KEY PLAN LEGEND

BUILDING 6



02 WEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #6



01 WEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #6

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON CASE NUMBER: CU18-08 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY		REVISIONS REV NO. DATE DESCRIPTION BY	
MAYOR _____ SECRETARY _____ DATE: _____ PLANNING AND ZONING COMMISSION		CUP MULTI-FAMILY SUBMITTAL BUILDING 6 - ELEVATIONS	
CHAIRMAN _____ DATE: _____ SHEET: 20 OF 27		HLR O'Brien smr landscape architects, inc. 1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg No. F-3580	
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES. DEPARTMENT OF DEVELOPMENT SERVICES		DESIGN: HLR DRAWN: HLR DATE: APRIL 2018	SCALE: _____ SHEET: 20 OF 27

Filename: R:\Billingsley\16120 - STARS AND STRIPS\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 6_ELEVATIONS.dwg
 Date: Thursday, April 05, 2018 Time: 12:59 PM Plotted by: Marco Gonzalez

The Baker	BUILDING #6- SQ. FT.						MTL PANEL %	PANEL %	SIDING %	BRICK %
	WHOLE	OPENINGS	MTL PANEL	PANEL	SIDING	BRICK				
EXTERIOR ELEVATION										
WEST ELEVATION - 01/08	14,926	6,456	0	103	1,582	6,785	0%	1%	19%	80%
SOUTH ELEVATION - 01/09	7,701	2,789	356	0	405	4,151	7%	0%	8%	85%
EAST ELEVATION - 02/09	13,549	5,198	0	100	1,461	6,791	0%	1%	17%	81%
SOUTH ELEVATION - 03/09	12,035	3,881	0	595	757	6,802	0%	7%	9%	83%
NORTH ELEVATION - 01/10	2,709	908	0	0	129	1,672	0%	0%	7%	93%
NORTH ELEVATION - 02/10	3,484	771	0	0	0	2,713	0%	0%	0%	100%
SOUTHEAST ELEVATION - 03/10	11,718	4,415	668	0	540	6,095	9%	0%	7%	83%
NORTHWEST ELEVATION - 04/10	7,219	2,774	686	0	483	3,276	15%	0%	11%	74%
NORTH ELEVATION - 01/11	1,990	117	0	0	0	1,873	0%	0%	0%	100%
EAST ELEVATION - 02/11	6,238	1,949	512	0	884	2,893	12%	0%	21%	67%
COURTYARD ELEVATION										
WEST ELEVATION	10,934	4,526	0	1,170	2,394	2,850	0%	18%	37%	44%
SOUTH ELEVATION	5,490	2,615	0	1,280	305	1,426	0%	45%	11%	50%
EAST ELEVATION	10,934	4,526	0	1,170	2,394	2,850	0%	18%	37%	44%
NORTH ELEVATION	5,490	2,615	0	1,280	305	1,426	0%	45%	11%	50%
BUILDING OVERALL	114,416	43,540	2,222	5,698	11,638	51,603	3%	8%	16%	73%

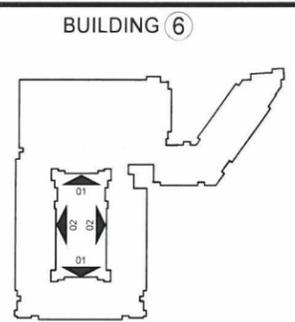
MATERIAL ELEVATION LEGEND

- 1 BRICK VENEER SYSTEM
- 2 CEMENTITIOUS LAP SIDING SYSTEM
- 3 FIBER CEMENT PANEL SYSTEM
- 4 BALCONY SYSTEM
- 5 RAILING SYSTEM
- 6 CANOPY SYSTEM
- 7 WINDOW SYSTEM
- 8 EXTERIOR DOOR SYSTEM
- 9 PARAPET WALL METAL FLASHING CAP
- 10 FLAT ROOF SYSTEM
- 11 METAL PANEL

NOTES:

1. PER SECTION 54. MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.

KEY PLAN LEGEND



02 WEST & EAST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6



01 NORTH & SOUTH ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #6

Filename: R:\Billingslev\16120 - STARS AND STRIPES3 DRAWINGS08 - SITE PLOT SUBMITTAL\16120_BLDG 6_ELEVATIONS.dwg
 Date: Thursday, April 05, 2018 Time: 1:00 PM Plotted by: Marco Gonzalez

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
 CASE NUMBER: CU18-08
 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
 DATE: _____
 PLANNING AND ZONING COMMISSION

CHAIRMAN _____
 DATE: _____

SHEET: 21 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
 DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY

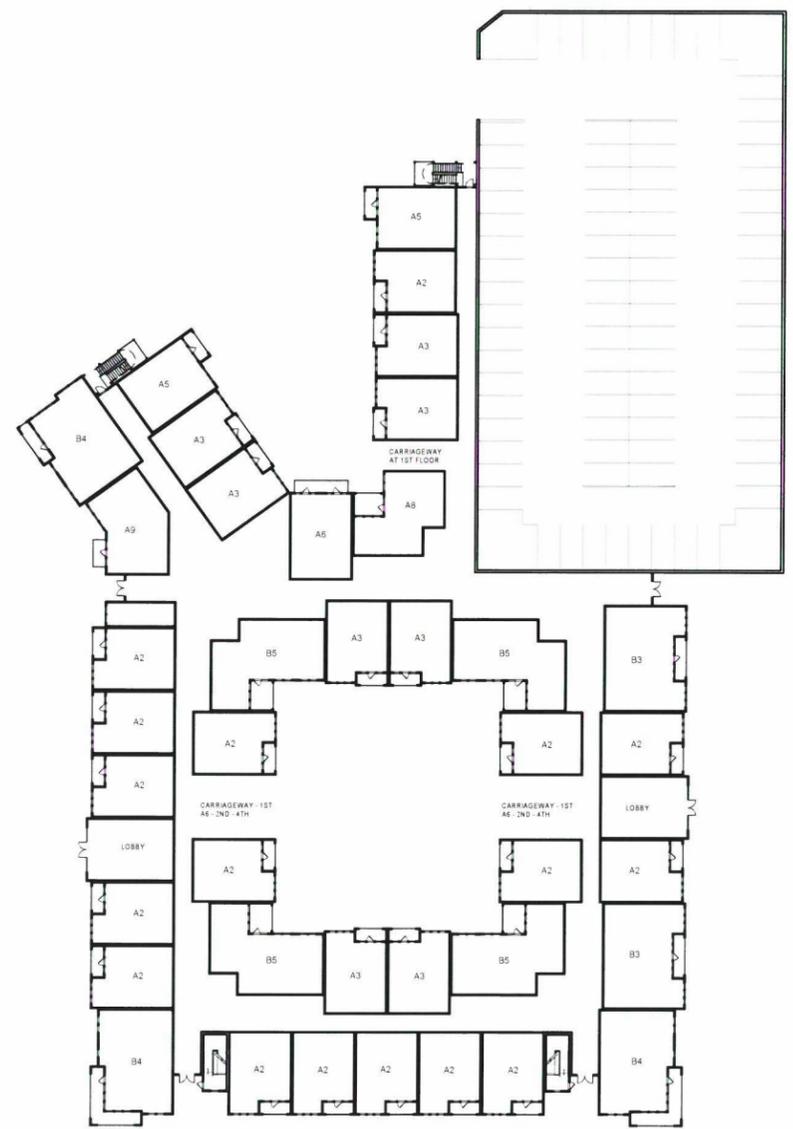
CUP MULTI-FAMILY SUBMITTAL

BUILDING 6 - COURTYARD ELEVATIONS

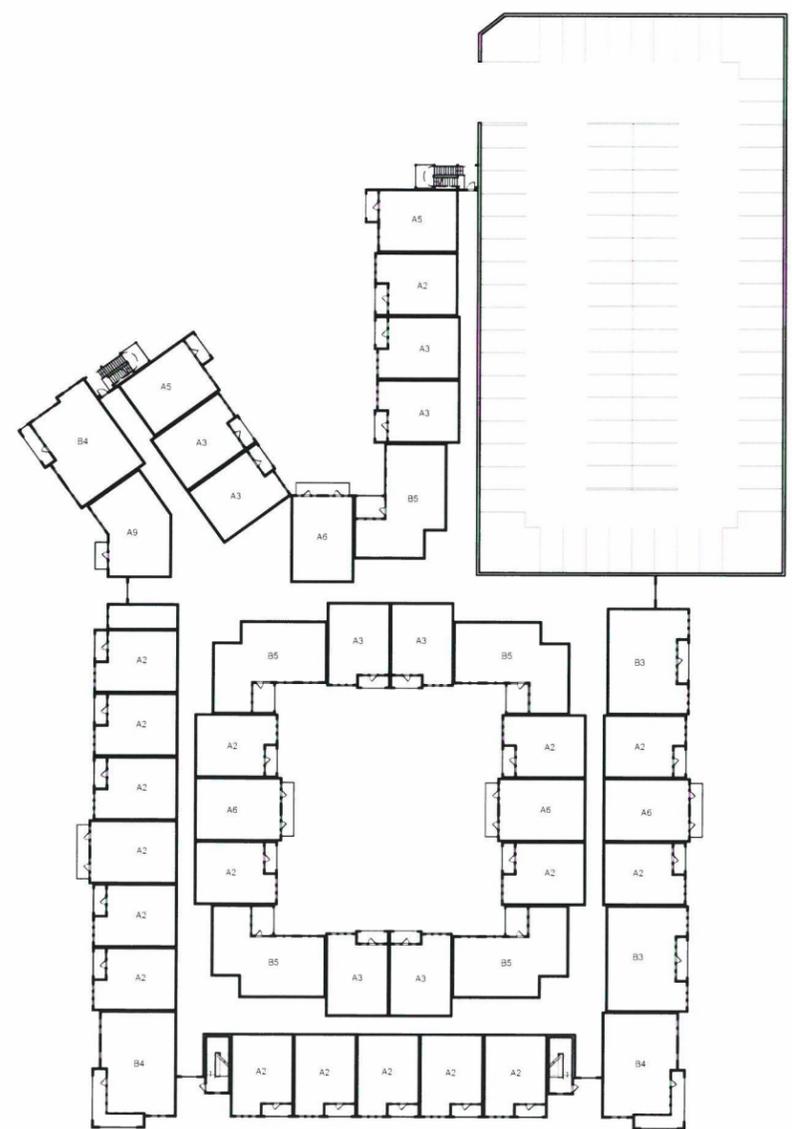
AECOM 1950 N. Stemmons Freeway - Suite 6000
 Dallas, Texas 75207
 Ph: (972) 735-3000 Fax: (972) 735-3001
 www.aecom.com TBPE Reg No. F-3580

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		21 OF 27

Filename: R:\Billingsley\16120 - STARS AND STRIPS\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 7_PLANS.dwg
 Date: Thursday, April 05, 2018 Time: 1:01 PM Plotted by: Marco Gonzalez



01 BUILDING 7 - 1ST FLOOR PLAN
SCALE: 1/32" = 1'-0" BLDG #7



02 BUILDING 7 - 2ND FLOOR PLAN
SCALE: 1/32" = 1'-0" BLDG #7

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
 CASE NUMBER: CU18-08
 LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY
 MAYOR _____ SECRETARY _____
 DATE: _____
 PLANNING AND ZONING COMMISSION
 CHAIRMAN _____
 DATE: _____
 SHEET: 22 OF 27
 APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
 DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

TYPICAL BUILDING PLANS


HLR

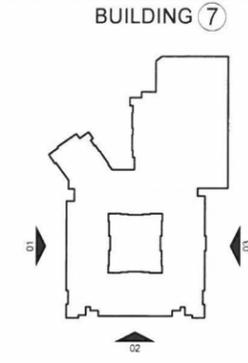

OBRIEN
ARCHITECTS


SMF
landscape architects, inc.


AECOM
1950 N. Stemmons Freeway - Suite 6000
 Dallas, Texas 75207
 Ph: (972) 735-3000 Fax: (972) 735-3001
 www.aecom.com TBPE Reg. No. F-3580

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		22 OF 27

KEY PLAN
LEGEND



01 SOUTHEAST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7



02 NORTHEAST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7



03 NORTHWEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7

Filename: R:\Billingsley\16120 - STARS AND STRIPES3 DRAWINGS08 - SITE PLOT SUBMITTAL\16120_BLDG 7_ELEVATIONS.dwg
Date: Thursday, April 05, 2018 Time: 1:03 PM Plotted by: Marco Gonzales

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY
MAYOR SECRETARY
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN
DATE: _____
SHEET: 23 OF 27
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			

CUP MULTI-FAMILY SUBMITTAL

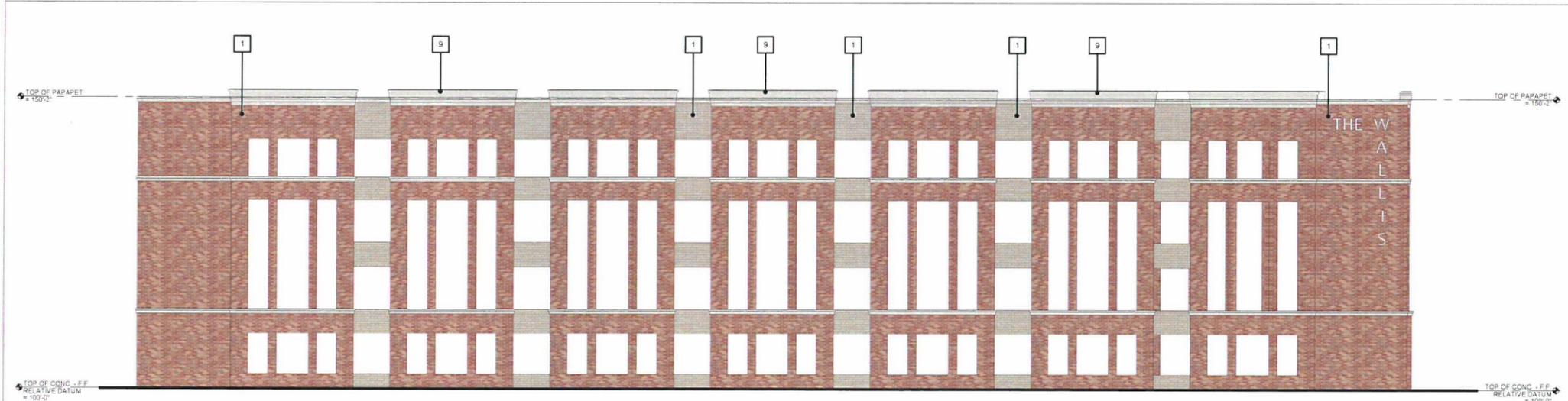
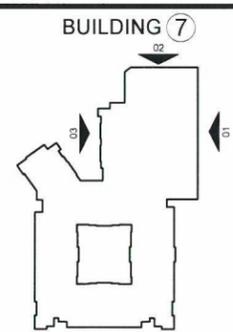
BUILDING 7 - ELEVATIONS

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		23 OF 27

HLR O'Brien Architects

AECOM 1950 N. Stemmons Freeway - Suite 6000
Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001
www.aecom.com TBPE Reg. No. F-3580

KEY PLAN
LEGEND



01 NORTHWEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7



02 SOUTHWEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7



03 SOUTHEAST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7

Filename: R:\Billingsley\16120 - STARS AND STRIPES\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 7_ELEVATIONS.dwg Date: Thursday, April 05, 2018 Time: 1:04 PM Plotted by: Marco Gonzalez

NOT FOR CONSTRUCTION



CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY
MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN _____
DATE: _____
SHEET: 24 OF 27
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

BUILDING 7 - ELEVATIONS

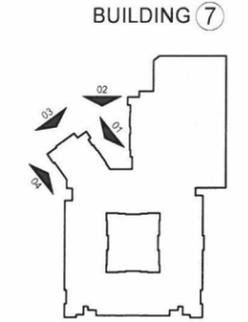
HLR	OBRIEN	SMR
1850 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207 Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg. No. F-3580		

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		24 OF 27

The Wallis	BUILDING #7 - SQ. FT.					PANEL %	SIDING %	BRICK %
	WHOLE	OPENINGS	PANEL	SIDING	BRICK			
EXTERIOR ELEVATIONS								
NORTHWEST ELEVATION - 01/12	10,982	4,240	562	344	5,836	8%	5%	87%
NORTHEAST ELEVATION - 02/12	11,643	4,396	265	604	6,378	4%	8%	88%
SOUTHEAST ELEVATION - 03/12	11,617	4,595	516	218	6,288	7%	3%	90%
SOUTHWEST ELEVATION - 01/13	8,110	2,602	0	0	5,508	0%	0%	100%
NORTHWEST ELEVATION - 02/13	10,811	3,908	0	0	6,903	0%	0%	100%
SOUTHEAST ELEVATION - 03/13	9,359	3,186	257	612	5,304	4%	10%	86%
NORTHWEST ELEVATION - 01/14	4,144	1,523	187	237	2,197	7%	9%	84%
SOUTHWEST ELEVATION - 02/14	1,983	739	71	271	902	6%	22%	73%
EAST ELEVATION - 03/14	2,738	841	58	0	1,839	3%	0%	97%
SOUTH ELEVATION - 04/14	3,846	983	0	0	2,863	0%	0%	100%
COURTYARD ELEVATIONS								
NORTH ELEVATION	5,156	2,123	177	1,945	1,003	6%	64%	33%
WEST ELEVATION	5,049	2,576	191	780	1,539	8%	32%	62%
EAST ELEVATION	5,049	2,576	191	780	1,539	8%	32%	62%
SOUTH ELEVATION	5,156	2,123	177	1,945	1,003	6%	64%	33%
BUILDING OVERALL	95,643	36,411	2,652	7,736	49,102	4%	13%	83%

- MATERIAL ELEVATION LEGEND**
- 1 BRICK VENEER SYSTEM
 - 2 CEMENTITIOUS LAP SIDING SYSTEM
 - 3 FIBER CEMENT PANEL SYSTEM
 - 4 BALCONY SYSTEM
 - 5 RAILING SYSTEM
 - 6 CANOPY SYSTEM
 - 7 WINDOW SYSTEM
 - 8 EXTERIOR DOOR SYSTEM
 - 9 PARAPET WALL METAL FLASHING CAP
 - 10 FLAT ROOF SYSTEM
 - 11 METAL PANEL

KEY PLAN LEGEND



NOTES:

- PER SECTION 54. MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.



04 EAST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #7



03 SOUTH ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #7



02 SOUTHWEST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #7



01 WEST ELEVATION
SCALE: 3/32" = 1'-0"
BLDG #7

Filename: R:\Billingslev\16120 - STARS AND STRIPES\3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 7_ELEVATIONS.dwg
Date: Thursday, April 05, 2018 Time: 1:05 PM Plotted by: Marco Gonzales

NOT FOR CONSTRUCTION

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
1			

CUP MULTI-FAMILY SUBMITTAL

BUILDING 7 - ELEVATIONS

MAYOR _____ SECRETARY _____

DATE: _____

PLANNING AND ZONING COMMISSION

CHAIRMAN _____

DATE: _____

SHEET: 25 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.

DEPARTMENT OF DEVELOPMENT SERVICES

AECOM

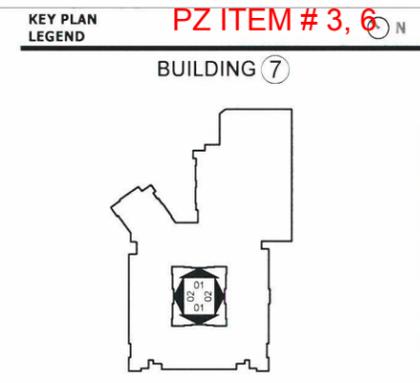
1850 N. Stemmons Freeway - Suite 6000
Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001
www.aecom.com TPBE Reg. No. F-3580

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		25 OF 27

The Wallis	BUILDING #7 - SQ. FT.					PANEL %	SIDING %	BRICK %
	WHOLE	OPENINGS	PANEL	SIDING	BRICK			
EXTERIOR ELEVATIONS								
NORTHWEST ELEVATION - 01/12	10,982	4,240	562	344	5,836	8%	5%	87%
NORTHEAST ELEVATION - 02/12	11,643	4,396	265	604	6,378	4%	8%	88%
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SOUTHWEST ELEVATION - 02/14	1,983	739	71	271	902	6%	22%	73%
EAST ELEVATION - 03/14	2,738	841	58	0	1,839	3%	0%	97%
SOUTH ELEVATION - 04/14	3,846	983	0	0	2,863	0%	0%	100%
COURTYARD ELEVATIONS								
NORTH ELEVATION	5,156	2,123	177	1,945	1,003	6%	64%	33%
WEST ELEVATION	5,049	2,576	191	780	1,539	8%	32%	62%
EAST ELEVATION	5,049	2,576	191	780	1,539	8%	32%	62%
SOUTH ELEVATION	5,156	2,123	177	1,945	1,003	6%	64%	33%
BUILDING OVERALL	95,643	36,411	2,652	7,736	49,102	4%	13%	83%

- MATERIAL ELEVATION LEGEND**
- 1 BRICK VENEER SYSTEM
 - 2 CEMENTITIOUS LAP SIDING SYSTEM
 - 3 FIBER CEMENT PANEL SYSTEM
 - 4 BALCONY SYSTEM
 - 5 RAILING SYSTEM
 - 6 CANOPY SYSTEM
 - 7 WINDOW SYSTEM
 - 8 EXTERIOR DOOR SYSTEM
 - 9 PARAPET WALL METAL FLASHING CAP
 - 10 FLAT ROOF SYSTEM
 - 11 METAL PANEL

NOTES:
1. PER SECTION 54. MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.



02 WEST & EAST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7



01 NORTH & SOUTH ELEVATION
SCALE: 3/32" = 1'-0" BLDG #7

CASE NAME: THE SHACKS/THE CHARLESTON
CASE NUMBER: CU18-08
LOCATION: 3570, 3580 N. GRAPEVINE MILLS BLVD. 3155 STARS AND STRIPS WAY

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET: 26 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

BUILDING 7 - COURTYARD ELEVATIONS

HLR O'BRIEN

SMR landscape architects, inc.

AECOM

1950 N. Stemmons Freeway, Suite 6000
Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001
www.aecom.com TBPE Reg. No. F-3580

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		26 OF 27

NOT FOR CONSTRUCTION



KEY PLAN
LEGEND

BUILDING 8 & 9

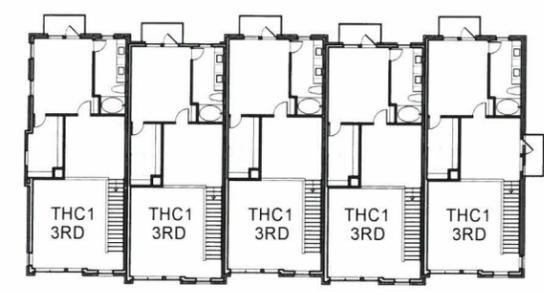
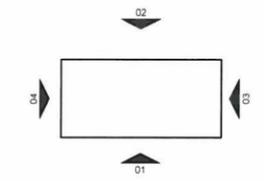
The Brownstones	BUILDING #8 & 9 - SQ. FT.				PANEL %	BRICK %
	WHOLE	OPENINGS	PANEL	BRICK		
ELEVATION						
NORTH ELEVATION	4,025	1,607	309	2,109	13%	87%
SOUTH ELEVATION	4,126	1,140	0	2,986	0%	100%
WEST ELEVATION	1,912	686	125	1,101	10%	90%
EAST ELEVATION	1,923	326	61	1,536	4%	96%
BUILDING OVERALL	11,986	3,759	495	7,732	6%	94%

MATERIAL ELEVATION LEGEND

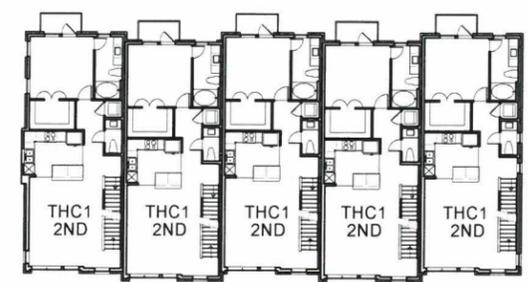
- 1 BRICK VENEER SYSTEM
- 2 CEMENTITIOUS LAP SIDING SYSTEM
- 3 FIBER CEMENT PANEL SYSTEM
- 4 BALCONY SYSTEM
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- 7 WINDOW SYSTEM
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- 10 FLAT ROOF SYSTEM
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NOTES:

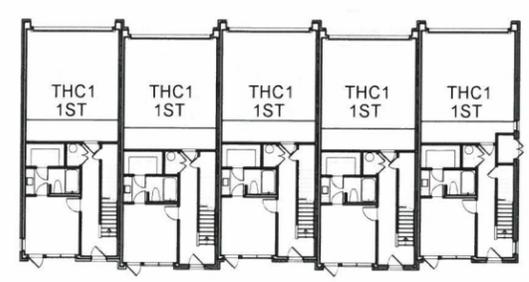
1. PER SECTION 54, MASONRY REQUIREMENTS - ALL THE PROPOSED EXTERIOR MATERIALS USED IN THIS PROJECT ARE OF EQUAL CHARACTERISTICS TO WHAT IS CONSIDERED MASONRY PER THIS SECTION.



07 BUILDING 8 & 9 - THIRD FLOOR PLAN
SCALE: 1/16" = 1'-0" BLDG #8 & #9



06 BUILDING 8 & 9 - SECOND FLOOR PLAN
SCALE: 1/16" = 1'-0" BLDG #8 & #9



05 BUILDING 8 & 9 - FIRST FLOOR PLAN
SCALE: 1/16" = 1'-0" BLDG #8 & #9



04 WEST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #8 & #9



03 EAST ELEVATION
SCALE: 3/32" = 1'-0" BLDG #8 & #9



02 NORTH ELEVATION
SCALE: 3/32" = 1'-0" BLDG #8 & #9



01 SOUTH ELEVATION
SCALE: 3/32" = 1'-0" BLDG #8 & #9

NOT FOR CONSTRUCTION



REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			

CUP MULTI-FAMILY SUBMITTAL
BUILDING 8 & 9 - PLAN & ELEVATIONS

MAYOR SECRETARY
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN
DATE: _____
SHEET: 27 OF 27

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	APRIL 2018		27 OF 27

AECOM 1950 N. Stemmons Freeway - Suite 6000 Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001 www.aecom.com TBPE Reg No. F-3580

SMF landscape architects, inc. 12121 Stemmons Freeway, Suite 1000 Dallas, Texas 75244
Ph: (972) 241-2800 Fax: (972) 241-2801 www.smfarch.com

Filename: R:\Billingslev\16120 - STARS AND STRIPES3 DRAWINGS\08 - SITE PLOT SUBMITTAL\16120_BLDG 8_9_ELEVATIONS.dwg
Date: Thursday, April 05, 2018 Time: 1:07 PM Plotted by: Marco Gonzalez

Mr. Stombaugh, Planning and Zoning Members, City Council Members.

April 9, 2018

Attached is the essence of our presentation on zoning case to come before you on April 17th. In this summary, we have tried to, as succinctly as possible, address existing retail, future retail and our zoning request to include MF.

Shacks of Grapevine Mills Crossing, The Wallis and The Baker Development Summary

Basic Facts and Request:

Total Billingsley-owned property is 27 acres zoned CC. This presentation involves 5.4 built acres and approximately 17 acres for more retail and MF.

The one existing retail building has 49,348 square feet with Altitude occupying 32,637 square feet. Tonight, Corky’s (13,675 square feet) is before you, and, should their request be approved, this building will then be 95% leased.

We have owned the remaining 22.5 acres of raw land for 30 years.

Despite our marketing efforts over all these years, and with 7 different brokerage teams, we have not succeeded in attracting major retail to this site.

Thus, we are coming forth with a plan regarding 17.79 acres.

Our request is for 10.47 acres to be multifamily and 7.32 in CC.

Once the proposed plan is built, we will have 77,466 square feet of retail in 5 buildings and 432 residential units and 5.04 acres of raw land zoned CC.

Parcel	Land (Acres)	Square Feet (Occupied)	Square Feet (Total)	# of Units	# of Parking
Existing Retail	5.44	32,637	48,931		310
Proposed Retail	6.92		27,400		352
Proposed MF	10.47			432	718 (676 garage)
Future Retail	1.74				
Raw Land CC	3.30				
Total	27.84		76,331	432	1,380

Units Mix	Unit Size	# of Units
1-bedroom	695 – 723 sq ft	318
2-bedroom	750 – 1,025 sq ft	104
3-bedroom	1,945 sq ft	10
	Total # of Units	432

Open space requirements for MF are 20%, and we are providing 31%. Open space requirements for retail are 15%, and we are providing 19.8-26.4% per lot.

Our multifamily neighborhood is designed following the Designs Standards Manuals for Multifamily and Horizontal Mixed-use Development in Grapevine, Texas, prepared by Architexas and Mesa Planning.

We are asking for no exceptions and commit to building a minimum of an additional 12,000 retail square feet in 2 or more buildings simultaneously with the multifamily.

We look forward to commencing construction in Q4 2018.

Strategically. both our retail and our MF fill spots in the market that are not being served.

Goals of the development:

Create a remarkable public realm that assures the long-term success of the neighborhood.
Reflect the personality, history and essence of Grapevine.
Be a significant front door for the city on 121.
Build a retail environment that is the opposite of a strip center and rather is an activity center.
Enhance the existing retail tenants and building and integrate them into the overall development.
Manifest the intent of the Design Standards Manual in all construction details.
Have a community that enriches with time.
Bring sophisticated, casual urban living to this market.

What's our style in getting there?

We recognize that retail is the biggest amenity for residential. and retailers rely on neighbors to be their primary customers. These two go hand in glove.
We are integrating The Shacks leading into The Wallis and The Baker by energizing the street with outdoor seating, parks, resident workout facility, leasing center, splash fountain and plaza.
Existing and new retail are linked via patios and parks and shared customers strengthening each.

First, we create the public realm including the spinal road, a variety of kinds of parks, art, plaza at the heart and front doors, gardens and patios on every street. A place is first created via the public realm and the buildings are the back drop. We are offering our residents and public alike access to 7 very different parks. Our residents also enjoy 2 private courtyards and a resident only dog park.

We serve the pedestrian first, and then the cars.
Group or community spots, private spots.
Quality, historic relevance, technology for tomorrow.
Every ground floor unit has a front door on the street.
The parking is hidden and in the back.
Our sidewalks link our residents to the area trails and amenities.

Buildings need multiple facades, bricks, roof lines and heights. Variety in unit types adding brownstones gives residents choice.

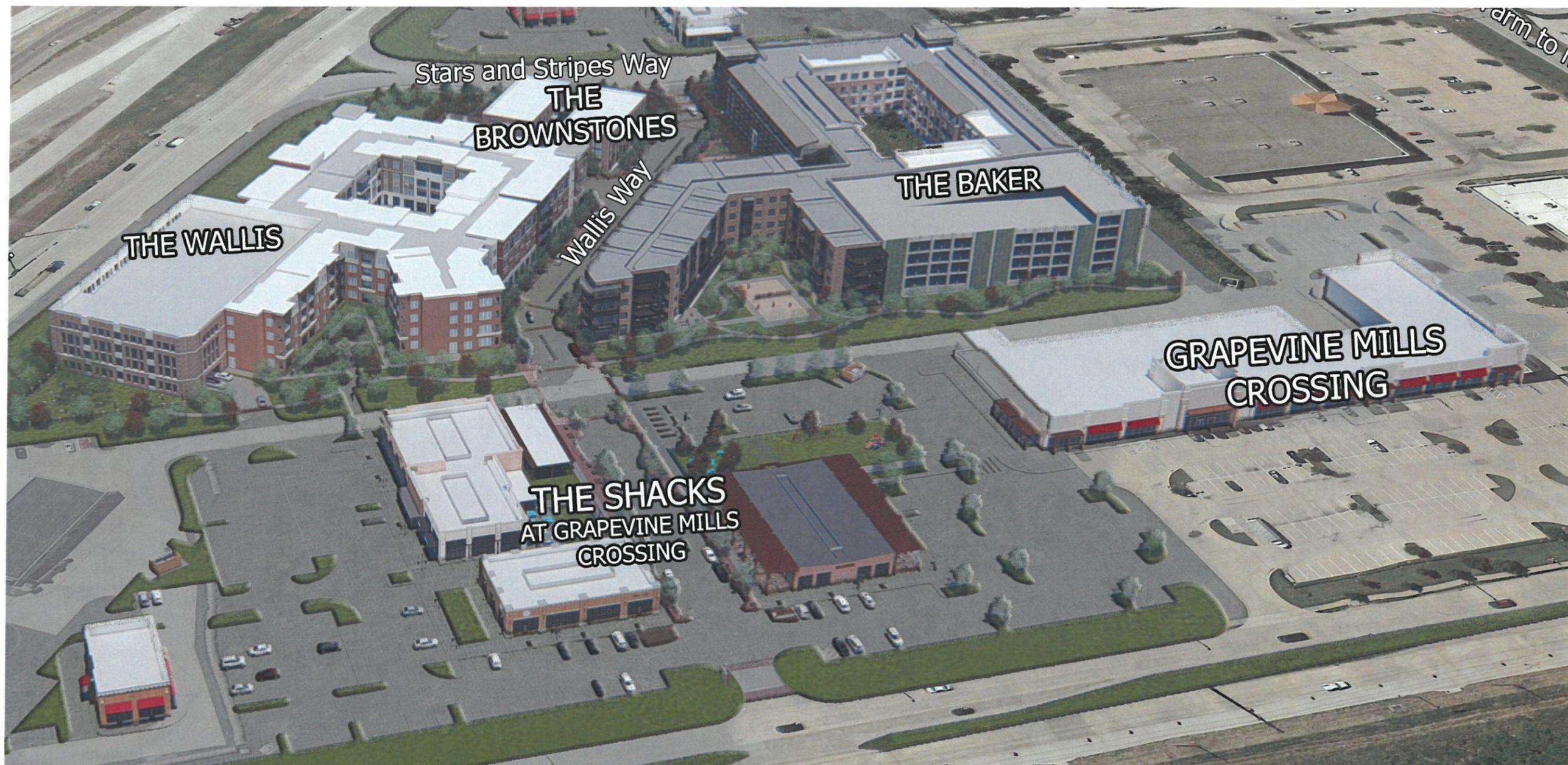
What does this deliver to Grapevine?

Having met with many of our retail neighbors, they are excited about the project and the added residents living in North Grapevine Mills Mall District.
Our earthy retail environment should be exciting, easy and strong enough to be a destination for families, corporate neighbors and area residents.
The residences will be top quality in every way. Coming in through the heavily-landscaped property into their garage, entering into fully-airconditioned buildings and hallways, residents will live in a home that enriches with time. In only a few years, our brick facades will feel as if they are part of the fabric of the community and have passed the test of time.
Finally, we want to build community that attracts young career-oriented people who fall in love with the city.

Thanks for giving us this opportunity, we hope to make you proud.

Lucy Billingsley and team

The Shacks at Grapevine Mills Crossing The Wallis & The Baker of Grapevine



RETAIL & RESIDENTIAL DEVELOPMENT
Grapevine, Texas

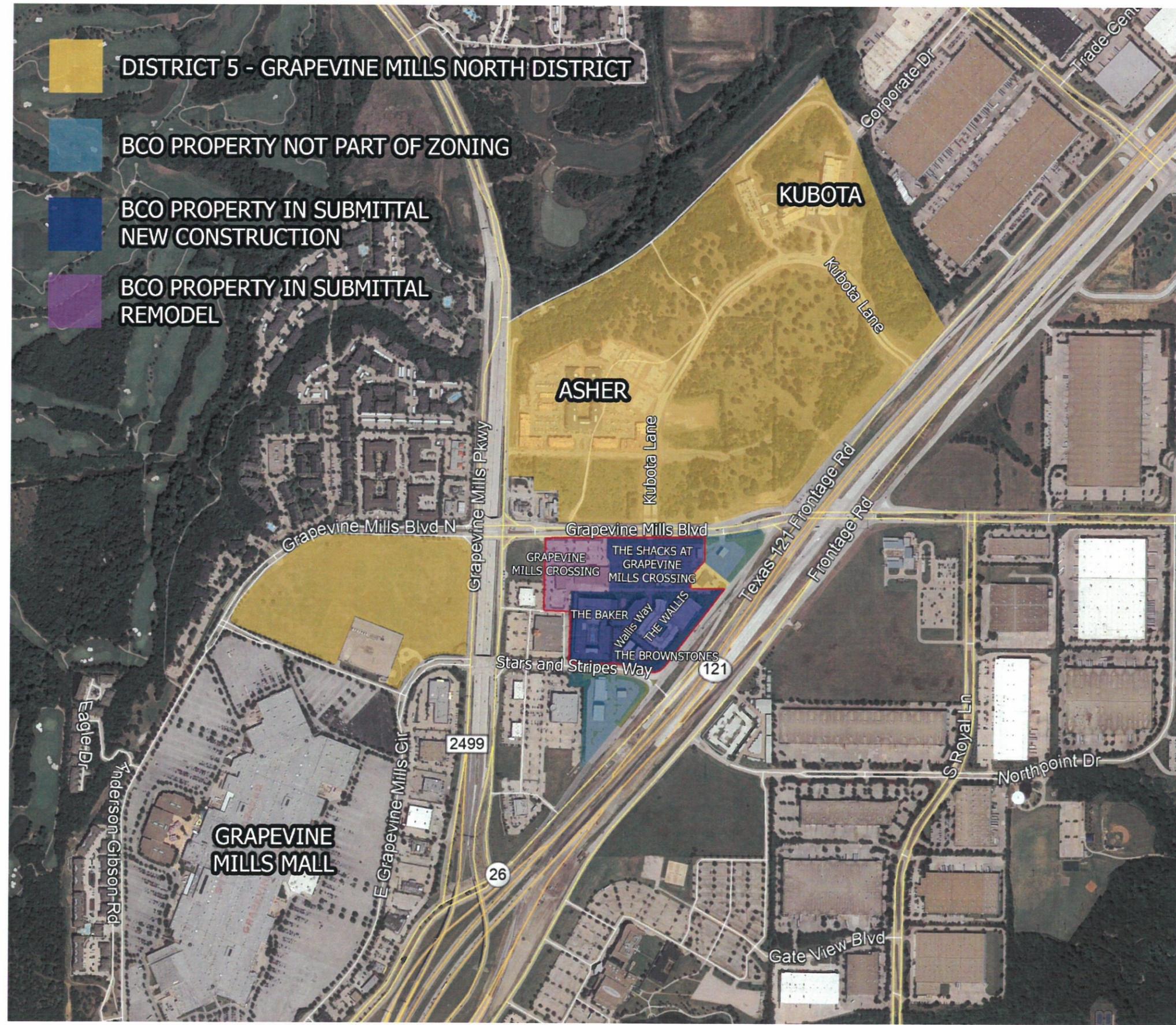
A Development by Billingsley Company



Development Plan Overview



Development Plan Overview



Grapevine Mills North District



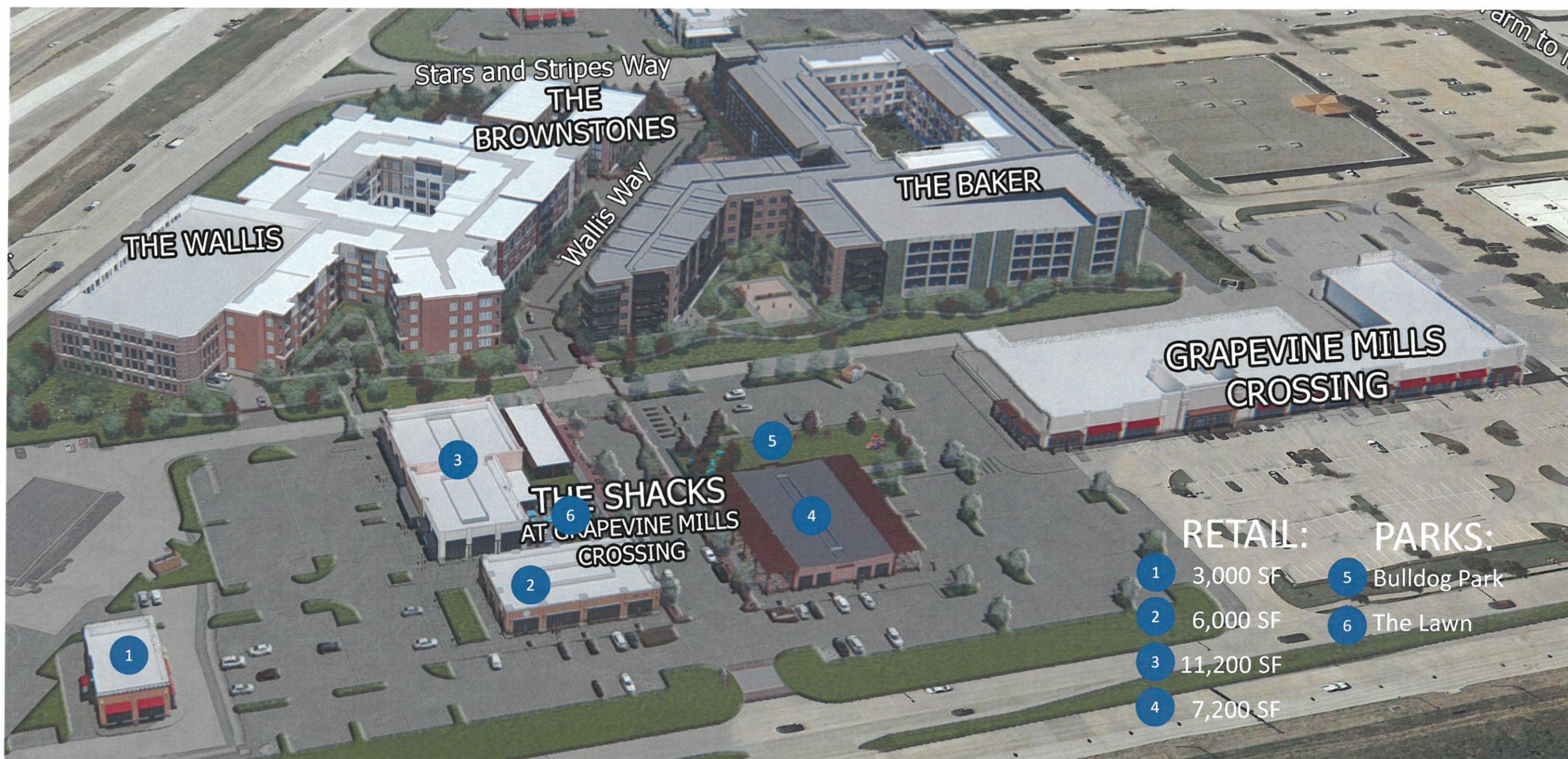
The Shacks at Grapevine Mills Crossing
The Wallis & The Baker of Grapevine

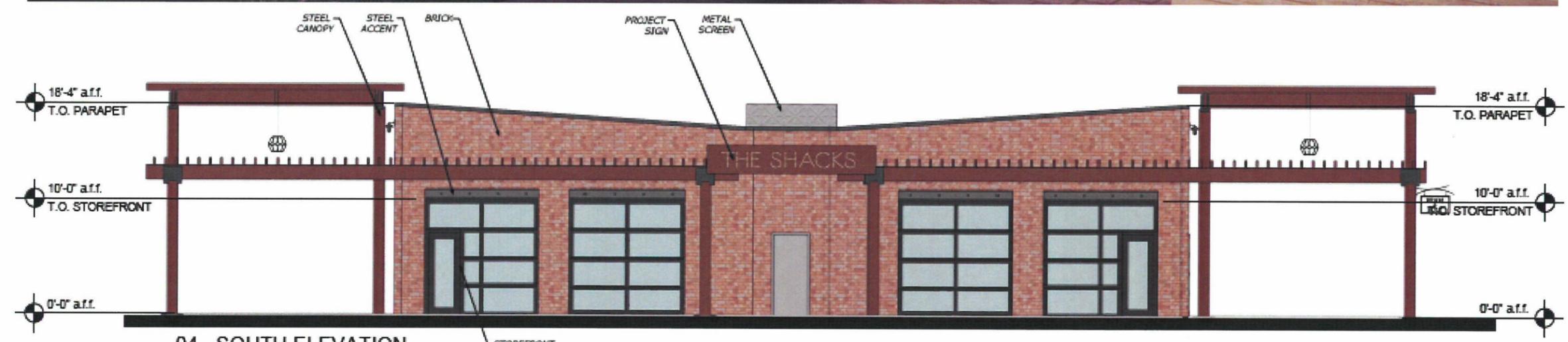


Parks & Green Spaces

The Shacks at Grapevine Mills Crossing RETAIL

- ❑ 4 Buildings – 27,400 rentable square feet
- ❑ 2 Parks – for games and dining
- ❑ THE SHACKS for small restaurant stands and gifts
- ❑ Phase 1 of at least 12,000 rentable square feet to be built with multi-family
- ❑ Update façade on existing retail to better connect





The Shacks at Grapevine Mills Crossing
Buildings 1 & 2 South Elevation



The Shacks at Grapevine Mills Crossing
Building 3 West Elevation



The Shacks at Grapevine Mills Crossing
Building 4 East Elevation



02 - WEST ELEVATION
100% MASONRY

The Shacks at Grapevine Mills Crossing

Building 5 West Elevation



Existing Grapevine Mills Crossing Enhancement

The Baker & The Wallis of Grapevine RESIDENTIAL

AMENITIES

- Retail with 10-16 restaurants, shops and services
- Link to Grapevine trail system
- 7 Public parks
- 1 Resident dog park
- 2 Courtyards
- 1 Resident pool
- 1 Workout facility
- 1 Clubroom
- 1 Library and 1 reading room



High-Density Multifamily

- ❑ 10.49 acres
- ❑ 432 dwelling units
 - ❑ 74% one-bedroom apartments
 - ❑ 24% two-bedroom apartments
 - ❑ 2% three-bedroom brownstones
- ❑ Average unit size of 900 S.F.

Ample parking

- ❑ 1.7 spaces per unit
 - ❑ Attached parking: 20 spaces
 - ❑ Structured parking: 656 spaces
 - ❑ Surface parking: 42 spaces (5.8%)
 - ❑ Total parking: 718 spaces

Parks on Residential Site

- ❑ 5 public pocket parks = 1.05 acres
- ❑ 3 residents-only = .63 acres
- ❑ 16 % of site are formal parks

Site Facts



The Wallis
Facing 121



The Wallis & The Brownstones at The Wallis
Facing 121



The Brownstones at The Wallis
Facing Stars and Stripes & internal



Stars and Stripes Entry



View of Bonnie and Clyde Square & The Baker



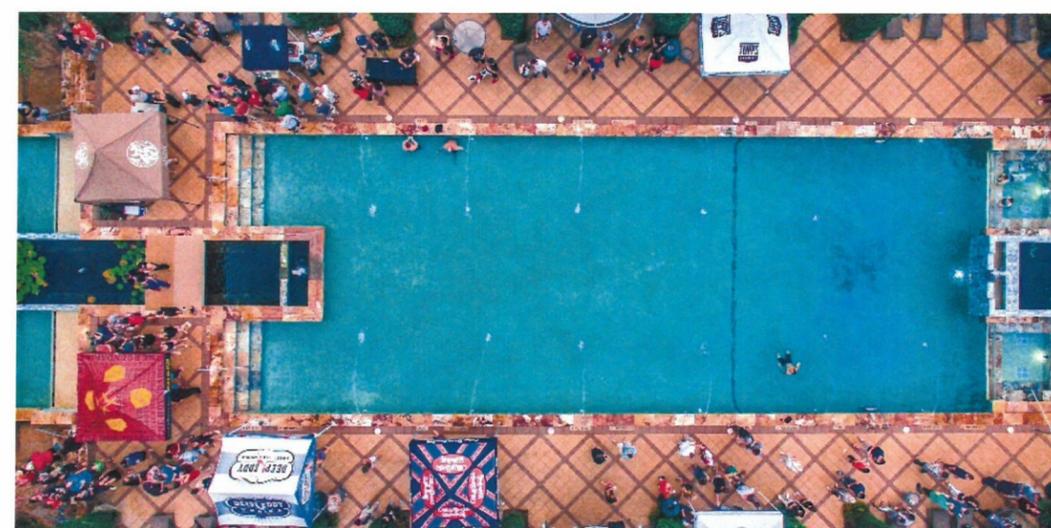
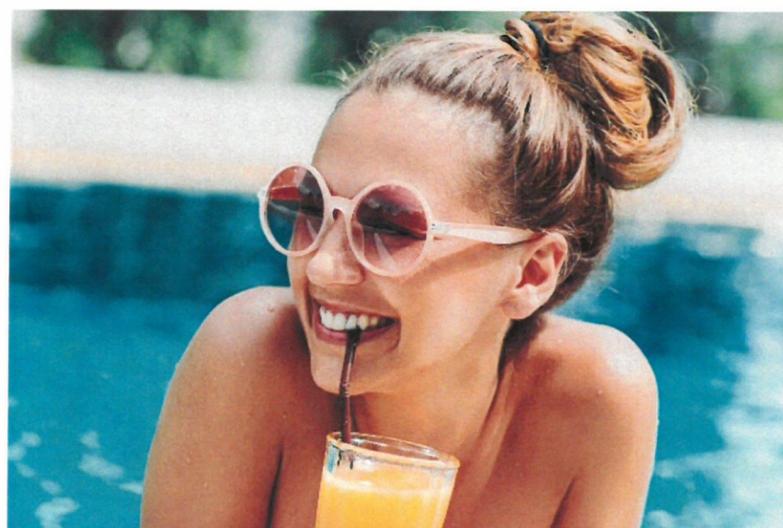
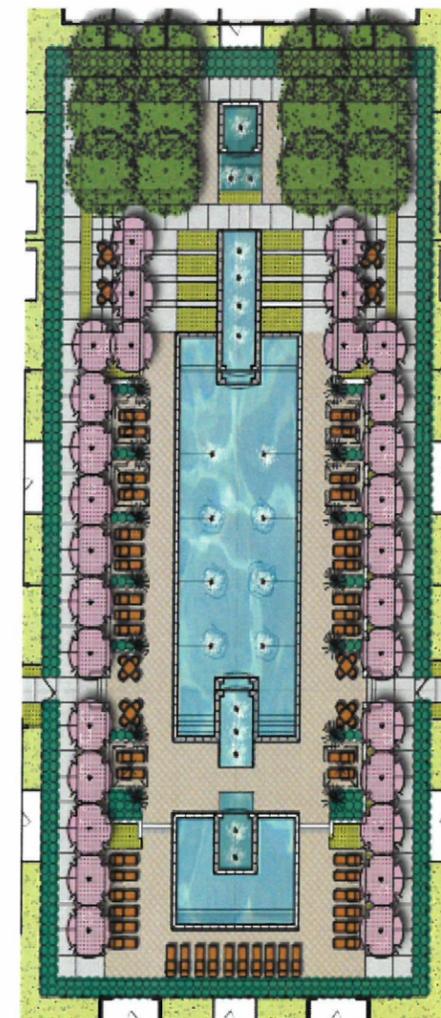
The Wallis
On Wallis Way



The Wallis
On Wallis Way



The Baker
On Wallis Way



The Baker Courtyard



Looking from The Shacks at Grapevine Mills Crossing
On Wallis Way



The Vineyard Park
Viewed from The Shacks at Grapevine Mills Crossing



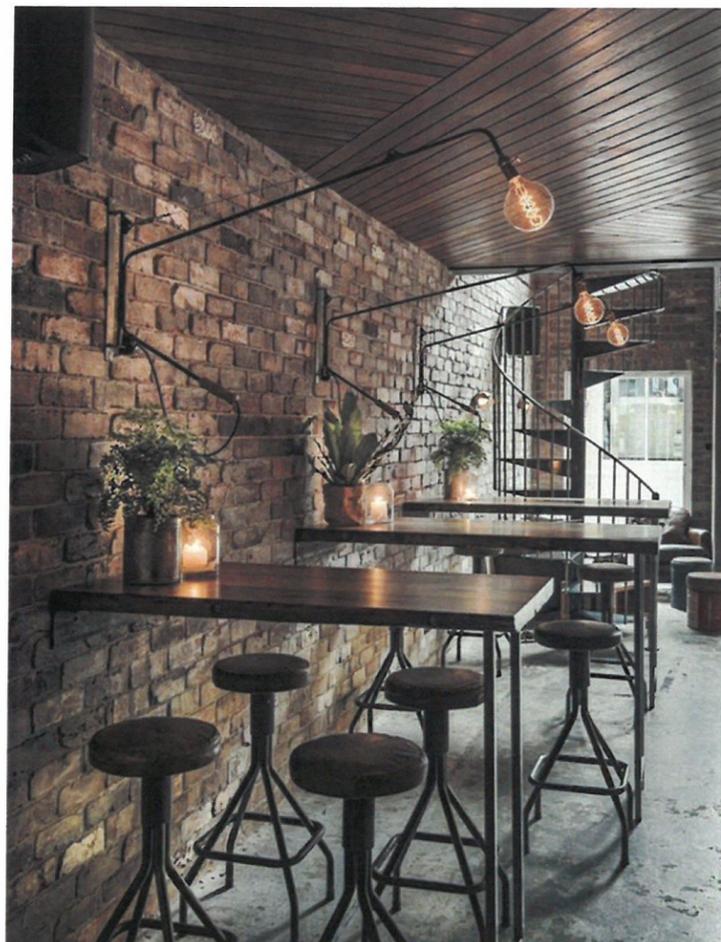
Sand Volleyball & Outdoor Fitness
Viewed from The Shacks at Grapevine Mills Crossing



Bacon's Dog Park
Adjacent to The Vineyard Park



Garage
Viewed from 121



Multi-Family Inspiration Images



Multi-Family Concept Interiors
All from Billingsley-built communities

INTERIOR AMENITIES & FINISHES

- Solid core paneled entry doors
- Designer built-in computer station/desk with bookshelves*
- Full-size washer and dryer connections*
- Full-size stackable washer and dryer included*
- Pre-wired for cable throughout
- Individual hot water heaters
- Multiple USB outlets
- Continuous nylon plush carpet and faux-wood plank flooring
- Faux wood flooring through entire apartment (first floor units)
- Garden-style oval soaking tubs*
- Walk-in showers*
- Spacious walk-in closets
- Large linen closets
- Custom Pendant lighting and track lighting
- Mud room with built-in cabinets and Carolina Hutch*
- Ceiling fans in living room and master bedroom
- Nine and ten foot ceilings throughout
- Kitchen pantry and gourmet dining island*
- Energy Star appliances including built-in microwave
- Stainless steel sinks with disposals
- Upscale stainless steel appliance packages
- Granite countertops in kitchen and baths
- Under cabinet kitchen lighting
- Faux Wood Blinds
- Private balconies, terraces, and patios*

*In select units



Multi-Family Interiors



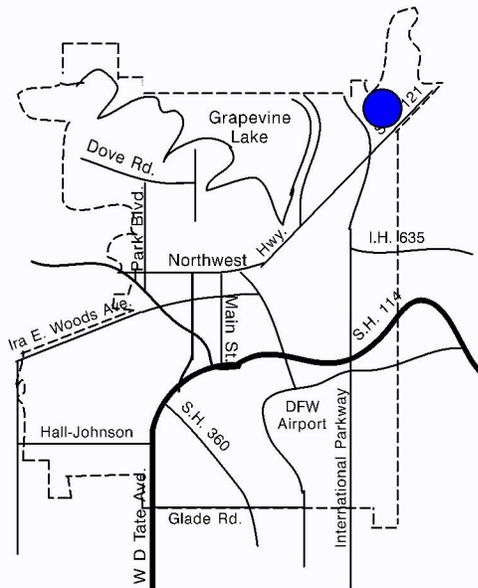
The Shacks at Grapevine Mills Crossing & Bulldog Park

TO: HONORABLE MAYOR, CITY COUNCIL MEMBERS AND THE
PLANNING AND ZONING COMMISSION

FROM: BRUNO RUMBELOW, CITY MANAGER ^{BR}
SCOTT WILLIAMS, DEVELOPMENT SERVICES DIRECTOR

MEETING DATE: APRIL 17, 2018

SUBJECT: DEVELOPMENT SERVICES TECHNICAL REPORT OF
CONDITIONAL USE APPLICATION CU18-03 AND SU18-02,
CORKY'S GAMING BISTRO



APPLICANT: Neil Hupfauer

PROPERTY LOCATION AND SIZE:

The subject property is located at 3520 North Grapevine Mills Boulevard and is platted as Lot 5A2, Block A, Grapevine Mills Crossing Addition. The entire property contains 19+ acres and has approximately 1,544 feet of frontage along North Grapevine Mills Boulevard, and 535 feet of frontage along State Highway 121.

REQUESTED CONDITIONAL USE, SPECIAL USE AND COMMENTS:

The applicant is requesting a conditional use permit to amend the previously approved site plan of CU06-55 (Ord. 2007-06) for a planned commercial center, specifically to allow the possession, storage, retail sales, and on-premise consumption of alcoholic beverages (beer, wine, and mixed beverages) in conjunction with a restaurant with outside dining. The applicant is also seeking a special use permit to allow skill/coin-operated machines in excess of eight machines.

It is the applicant's intent to occupy a 13,675 s.f. lease space in an existing 49,000+ s.f. multi-tenant structure that will include dining for approximately 128 patrons (100 indoors, 28 outdoor patio), video and pinball games (estimated 78 machines), an escape room experience, and axe throwing. Relative to the existing uses on site, along with this request, and the proposed 27,400 s.f. of new construction proposed as part of the master

site development plan request (“The Shacks”), approximately 578 parking spaces are required to serve the needs of the retail portion of the site; the applicant has provided 627 spaces.

The applicant proposes to bring together classic arcade games, escape rooms, and axe throwing along with full food and beverage service into one location. Each of the five axe throwing areas are supervised by a coach and divided by a wire mesh room divider. Each lane is further divided such that only one person at a time throws the axe at only one designated target. Only two patrons are allowed to throw axes, one at a time in each divided lane. All non-throwing patrons must remain outside of the throwing area, in the safety area. See the attached material.

PRESENT ZONING AND USE:

The property is currently zoned “CC” Community Commercial District with a planned commercial center designation and is partially developed with an approximate 49,646 s.f. multi-tenant building.

HISTORY OF TRACT AND SURROUNDING AREA:

The subject and surrounding properties were rezoned in the 1984 City Rezoning from “I-1” Light Industrial District to “HCO” Hotel Corporate Office District and “PID” Planned Industrial Development District. The subject property was rezoned (Z96-08) in June 1996 to “CC” Community Commercial District for a retail shopping development that never occurred. The property to the west currently occupied by the Grapevine Mills Mall and its associated outparcel development was rezoned in 1995 to “CC” Community Commercial District to facilitate the development of the mall. Numerous conditional use requests have been approved at this location since the development of the mall. The property to the immediate south is developed as an Ashley’s Furniture store. At the October 19, 2004 meeting, Council approved a conditional use permit (CU04-32) for the establishment of a 15-acre planned commercial center as well as the signage necessary to serve the site that is located just south of the Ashley Furniture site. Across Grapevine Mills Boulevard North to the north several conditional use permits have been approved for Magic Mike’s convenience store with gasoline sales (CU98-01) and Speedway Grapevine Car Wash (CU04-01). Council approved at the February 21, 2006 meeting a conditional use permit (CU06-03) to establish a planned commercial center in conjunction with a furniture store (La-Z-Boy) and a 40-foot pylon sign along Grapevine Mills Parkway. At the February 20, 2007 meeting the Council approved a conditional use request (CU06-55) that established a planned commercial center on the subject 18+ acre tract along with a first phase 49,000 s.f. multi-tenant building and two, 40 foot pole signs. Conditional use request CU07-33 was approved by the Council at their June 19, 2007 meeting and approved a 7,900 s.f. tire and battery store (NTB National Tire and Battery) along with a 20 foot pole sign within the planned commercial center. Conditional use request CU13-26 was considered and approved by the Site Plan Review Committee at their November 6, 2013 meeting and

allowed for the subdivision of one undeveloped lot into two separate lots for future development.

SURROUNDING ZONING AND EXISTING LAND USE:

- NORTH: "CC" Community Commercial District—Magic Mike's convenience store, Speed Way Grapevine carwash, vacant property
- SOUTH: "CC" Community Commercial District—Ashley's Furniture, vacant property
- EAST: City of Coppell
- WEST: "CC" Community Commercial District—Grapevine Mills Mall, Rooms To Go, Chuck-E-Cheese, Michael's

AIRPORT IMPACT:

The subject tract is located within "Zone B" Middle Zone of Effect as defined on the "Aircraft Sound Exposure: Dallas/Fort Worth Regional Airport Environs" map. In Zone B, the following uses may be considered only if sound treatment is included in building design: multi family apartments, motels, office buildings, movie theaters, restaurants, personal and business services. Single family residential and sound sensitive uses such as schools and churches should avoid this zone. The applicant's proposal is an appropriate use in this noise zone.

MASTER PLAN APPLICATION:

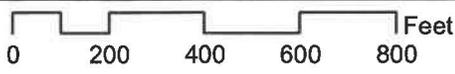
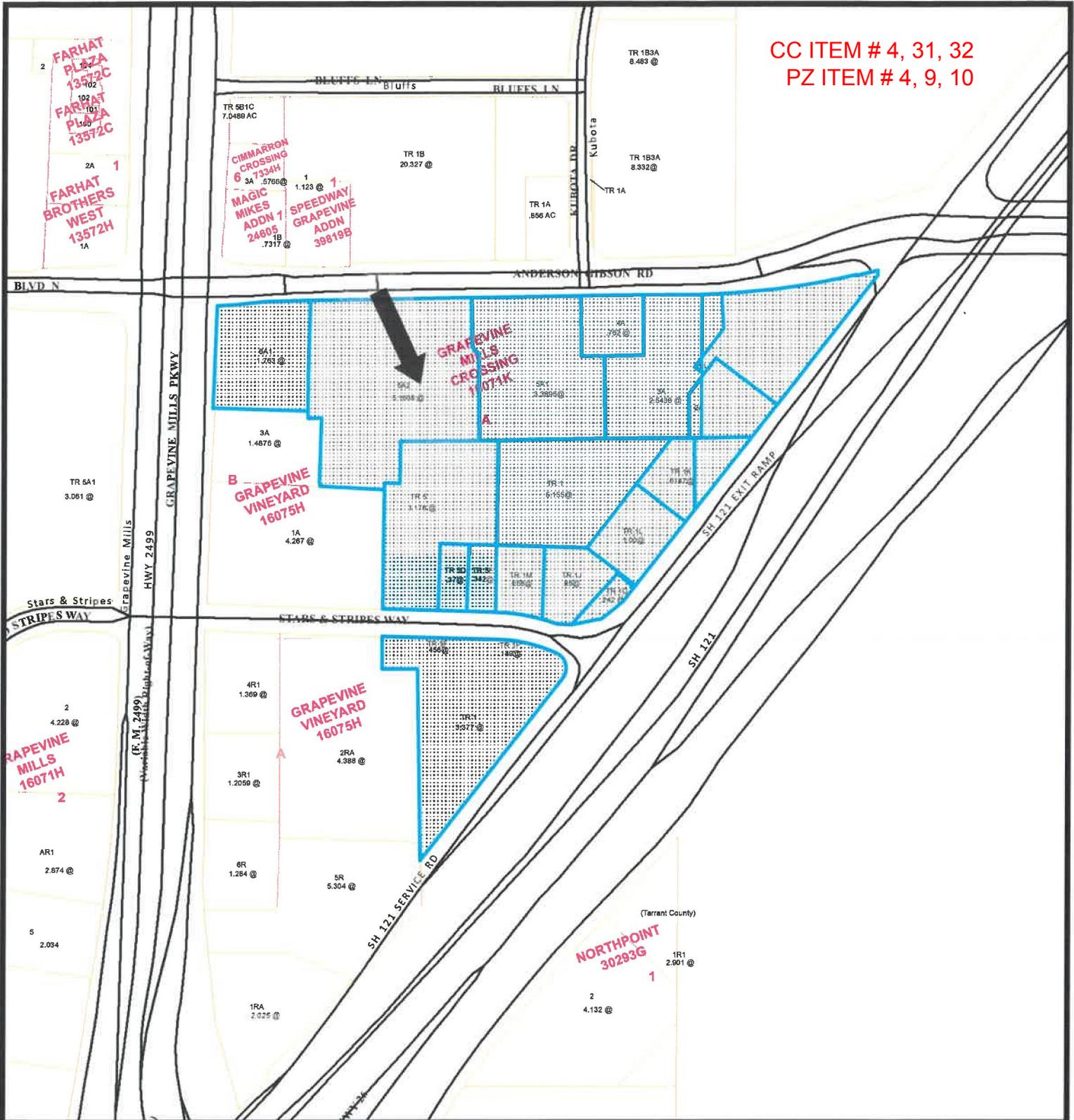
The Master Plan designates the subject property as a C/MU Commercial/Mixed Use land use. The applicant's proposal is in compliance with the Master Plan.

THOROUGHFARE PLAN APPLICATION:

The Thoroughfare Plan designates Grapevine Mills Parkway as a Type A, Major Arterial with a minimum 100-foot right-of-way developed as six lanes with median. North Grapevine Mills Boulevard is designated a Type B, Major Arterial with a minimum 80-foot right-of-way developed as four lanes with median.

/rs

CC ITEM # 4, 31, 32
PZ ITEM # 4, 9, 10



CU18-03/SU18-02
Corky's

Date Prepared: 4/6/2018

This data has been compiled by the City of Grapevine IT/GIS department. Various official and unofficial sources were used to gather this information. Every effort was made to ensure the accuracy of this data, however, no guarantee is given or implied as to the accuracy of said data.

CU 18-03



CITY OF GRAPEVINE
CONDITIONAL USE APPLICATION
 Form "A"

PART 1. APPLICANT INFORMATION

Name of applicant / agent/company/contact

Games For All, LLC d/b/a Corky's

Street address of applicant / agent:

600 Berkshire Lane

City / State / Zip Code of applicant / agent:

Coppell, TX 75019

Telephone number of applicant / agent:

469 628-2193

Fax number of applicant/agent

817 635-1554

Email address of applicant/agent

steve@texasliquorlicense.com

Mobile phone number of applicant/agent

469 628-2193

PART 2. PROPERTY INFORMATION

Street address of subject property

3520 Grapevine Mills Blvd. N

Legal description of subject property (metes & bounds must be described on 8 1/2" x 11" sheet)

Lot **5 A2** Block **A** Addition **Grapevine Mills Crossing**

Size of subject property

5.1608 Acres

224,804 Square footage

Present zoning classification:

HCO

Proposed use of the property:

Restaurant, Coin-Op Games, Escape Rooms, Axe Throwing

Circle yes or no, if applies to this application

Outdoor speakers Yes No

Minimum / maximum district size for conditional use request:

Zoning ordinance provision requiring a conditional use:

Restaurant with patio, coin-operated video games.

PART 3. PROPERTY OWNER INFORMATION

Name of current property owner:

Grapevine Crossing Holdings, LLC

Street address of property owner:

1722 Routh Street, Suite 770

City / State / Zip Code of property owner:

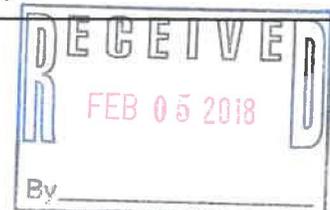
Dallas TX 75201

Telephone number of property owner:

214 270-1000

Fax number of property owner:

214 270-0992



CUI 8-03

- Submit a letter describing the proposed conditional use and note the request on the site plan document
- In the same letter, describe or show on the site plan, and conditional requirements or conditions imposed upon the particular conditional use by applicable district regulations (example: buffer yards, distance between users)
- In the same letter, describe whether the proposed conditional use will, or will not cause substantial harm to the value, use, or enjoyment of other property in the neighborhood. Also, describe how the proposed conditional use will add to the value, use or enjoyment of other property in the neighborhood.
- Application of site plan approval (Section 47, see attached Form "B").
- The site plan submission shall meet the requirements of Section 47, Site Plan Requirements.

- All conditional use and conditional use applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.
- All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.
- Any changes to a site plan (no matter how minor or major) approved with a conditional use or conditional use permit can only be approved by city council through the public hearing process.
- I have read and understand all the requirements as set forth by the application for conditional use or conditional use permit and acknowledge that all requirements of this application have been met at the time of submittal.

PART 4. SIGNATURE TO AUTHORIZE CONDITIONAL USE REQUEST AND PLACE A CONDITIONAL USE REQUEST SIGN ON THE SUBJECT PROPERTY

Neil Hupfauer

Print Applicant's Name:

Neil Hupfauer
Applicant's Signature:

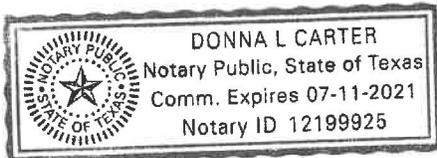
The State of Texas

County Of Dallas

Before Me DONNA L. CARTER (notary) on this day personally appeared Neil Hupfauer (applicant)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018



[Signature]
Notary In And For State Of Texas

GRAPEVINE CROSSING HOLDINGS, LLC
Print Property Owners Name:

[Signature]
Property Owner's Signature:

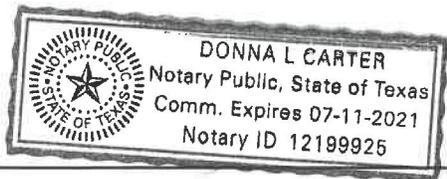
The State Of TEXAS

County Of DALLAS

Before Me DONNA L. CARTER (notary) on this day personally appeared KENNETH D. MABRY (property owner)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018



[Signature]
Notary In And For State Of Texas



ACKNOWLEDGEMENT

All Conditional Use and Special Use Applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.

All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.

Any changes to a site plan (no matter how minor or major) approved with a conditional use or a special use permit can only be approved by city council through the public hearing process.

Any application for a change in zoning or for an amendment to the zoning ordinance shall have, from the date of submittal, a period of four months to request and be scheduled on an agenda before the Planning and Zoning Commission and City Council. If after said period of four months an application has not been scheduled before the Commission and Council said application shall be considered withdrawn, with forfeiture of all filing fees. The application, along with the required filing fee may be resubmitted any time thereafter for reconsideration. Delays in scheduling applications before the Planning and Zoning Commission and City Council created by city staff shall not be considered a part of the four month period.

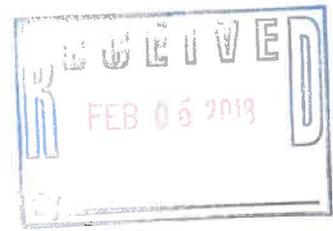
I have read and understand all of the requirements as set forth by the application for conditional use or special use permit and acknowledge that all requirements of this application have been met at the time of submittal.

Signature of Applicant Neil Klupfauer

Date: 2-5-18

Signature of Owner By: GRAPESYNE CROSSING HOLDINGS, LLC

Date: 2/5/18





CITY OF GRAPEVINE
 SPECIAL USE APPLICATION
 Form "A"

PART 1. APPLICANT INFORMATION

Name of applicant / agent/company/contact
Games For All, LLC d/b/a Corky's Gaming Bistro

Street address of applicant / agent:
600 Berkshire Lane

City / State / Zip Code of applicant / agent:
Coppell, TX 75019

Telephone number of applicant / agent: **469 628-2193** Fax number of applicant / agent: **817 635-1554**

Email address of applicant / agent: **steve@texasliquorlicense.com** Mobile phone number of applicant / agent: **469 628-2193**

Applicant's interest in subject property:
Tenant

PART 2. PROPERTY INFORMATION

Street address of subject property
3520 Grapevine Mills Blvd. N

Legal description of subject property (metes & bounds must be described on 8 1/2" x 11" sheet)
5 A2 Block A Addition Grapevine Mills Crossing

Size of subject property
5.1608 Acres **224,804 Square footage**

Present zoning classification: **HCO** Proposed use of the property: **Restaurant and Entertainment Venue**

Minimum / maximum district size for special use request:
Restaurant, Coin-Operated Games, Escape Rooms & Axe Throwing

Zoning ordinance provision requiring a special use:
Coin operated video games.

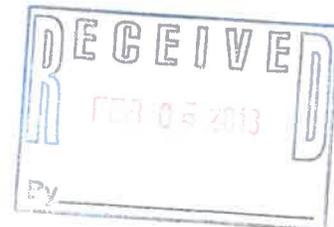
PART 3. PROPERTY OWNER INFORMATION

Name of current property owner:
Grapevine Crossing Holdings, LLC

Street address of property owner:
1722 Routh Street, Suite 770

City / State / Zip Code of property owner:
Dallas, TX 75201

Telephone number of property owner: **214 270-1000** Fax number of property owner: **214 270-0992**



- Submit a letter describing the proposed special use and note the request on the site plan document
- In the same letter, describe or show on the site plan, and special requirements or conditions imposed upon the particular special use by applicable district regulations (example: buffer yards, distance between users)
- In the same letter, describe whether the proposed special use will, or will not cause substantial harm to the value, use, or enjoyment of other property in the neighborhood. Also, describe how the proposed special use will add to the value, use or enjoyment of other property in the neighborhood.
- Application of site plan approval (Section 47, see attached Form "B").
- The site plan submission shall meet the requirements of Section 47, Site Plan Requirements.
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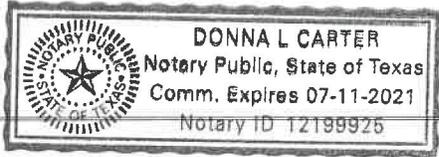
PART 4. SIGNATURE TO AUTHORIZE SPECIAL USE REQUEST AND PLACE A SPECIAL USE REQUEST SIGN ON THE SUBJECT PROPERTY

Neil Hupfauer
 Print Applicant's Name: _____
 Applicant's Signature: Neil Hupfauer

The State Of Texas
 County Of Dallas
 Before Me DONNA L. CARTER on this day personally appeared Neil Hupfauer
 (notary) (applicant)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018



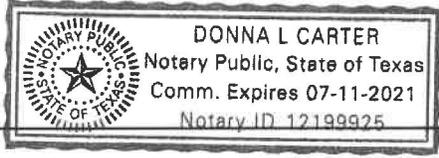
[Signature]
 Notary In And For State Of Texas

GRAPEVINE CROSSING HOLDINGS, LLC
 Print Property Owners Name: _____
 Property Owner's Signature: [Signature]

The State Of Texas
 County Of DALLAS
 Before Me DONNA L. CARTER on this day personally appeared KENNETH D. MABRY
 (notary) (property owner)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 5th day of FEBRUARY, A.D. 2018



[Signature]
 Notary In And For State Of Texas



ACKNOWLEDGEMENT

All Conditional Use and Special Use Applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.

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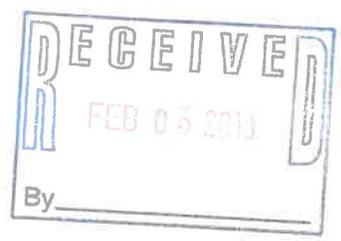
I have read and understand all of the requirements as set forth by the application for conditional use or special use permit and acknowledge that all requirements of this application have been met at the time of submittal.

Signature of Applicant Neil Kluppauer

Date: 2-5-18

Signature of Owner Buy: Grapevine Crossing Holdings, LLC
Kevin Whaley

Date: 2/5/18



CC ITEM # 4, 31, 32
PZ ITEM # 4, 9, 10

CONCEPT SUMMARY

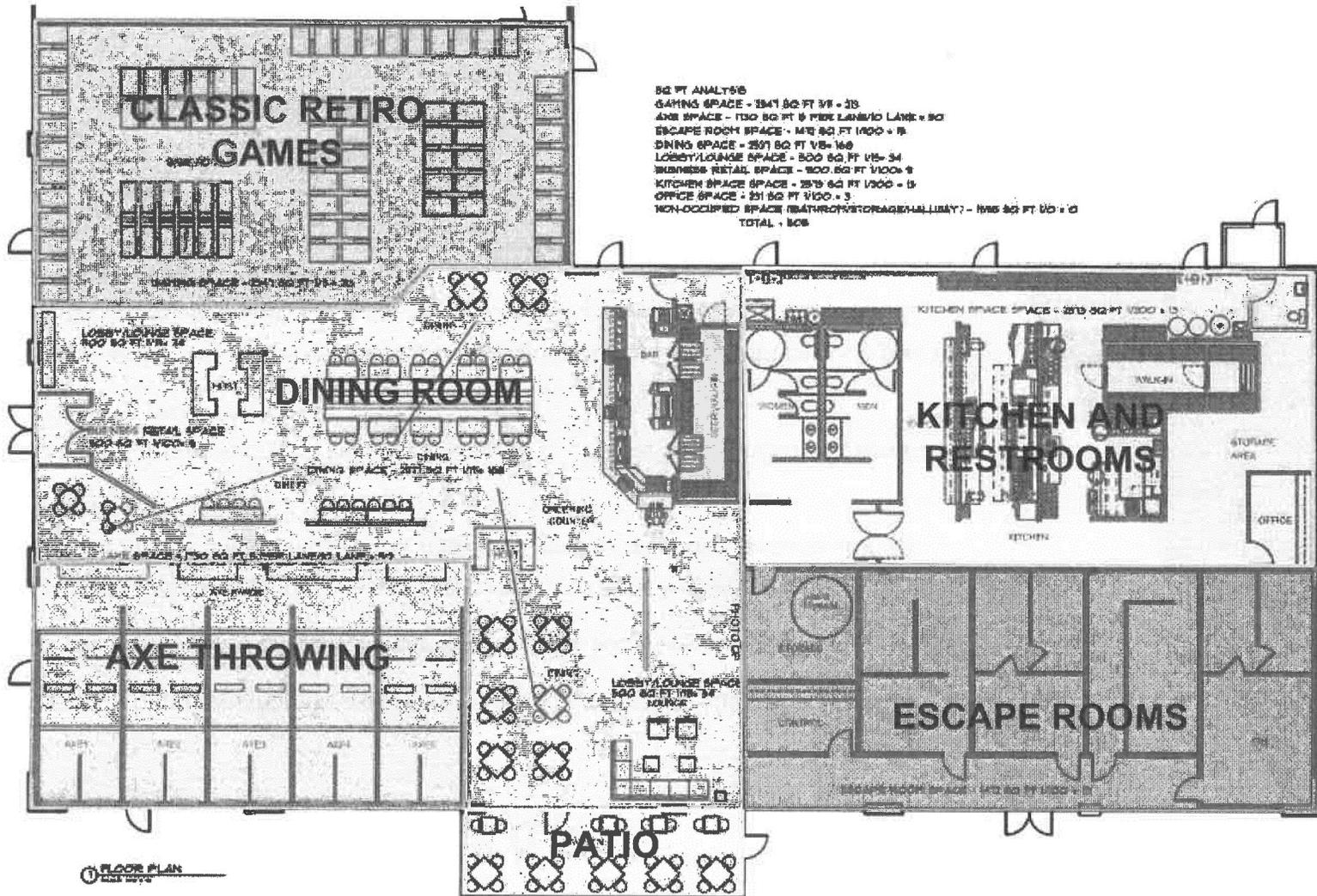
CORKY'S
GAMING BISTRO

TABLE OF CONTENTS

- 📄 Executive Summary
- 🔍 Escape Rooms
- 🔪 Axe Throwing
- 🎮 Classic Retro Games
- 🔪 Corky's Operation & Safety
- 👥 Management / Ownership

EXECUTIVE SUMMARY

- ❖ Corky's is designed to bring together three exciting, new and compatible attractions
- ❖ The synergy of these experiences are complemented with food and beverage services.
- ❖ Escape rooms, classic retro arcade games, and axe throwing all have extremely broad demographic appeal. All age and ethnic groups, male and female, are drawn to each of these entertainment experiences.
- ❖ Escape rooms and axe throwing drive a significant amount of company team building events and family/group interactive experiences
- ❖ Classic retro games attract broad demographics, including millennials and youth as young as 13. Classic retro games played with time cards are affordable and a better value for families. Corky's will not feature redemption games.



ESCAPE ROOMS

2,055
ESCAPE ROOMS IN THE US



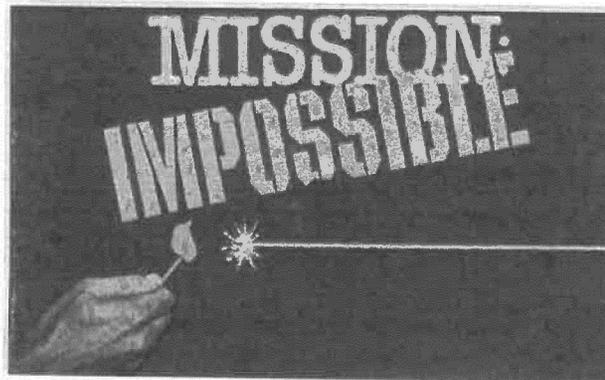
42
ESCAPE ROOMS IN DFW



ESCAPE ROOMS IN MAINSTREAM ENTERTAINMENT:

The studios behind Tom Cruise's "Mission: Impossible" film erected escape rooms at AMC Theaters this month for fans to "become IMF agents."

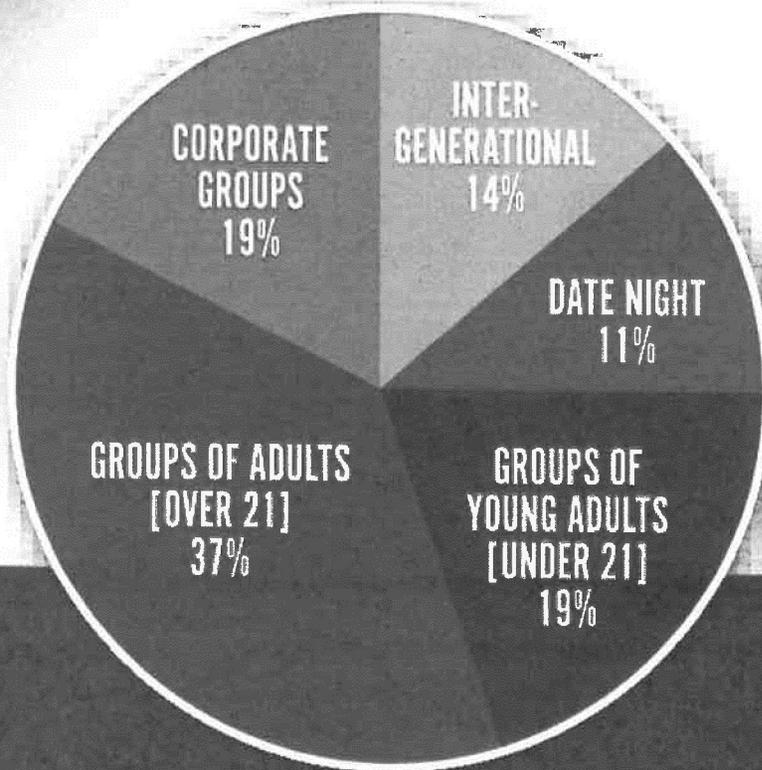
Free tickets for those rooms sold out in New York, San Francisco and Los Angeles in less than 24 hours.



CC ITEM # 4, 31, 32
PZ ITEM # 4, 9, 10



ESCAPE ROOM PLAYER GROUPS



There is considerable discussion about genders and games. Unlike some forms of gaming, escape rooms draw in players of both genders relatively equally. About 70% of the groups that play through rooms are of mixed genders, and the remaining groups are equally split between all male and all female. In Asia and Australia, however, gender balance is even more the case, with 85% of all groups being of mixed genders. Throughout this study, questions about gender continued to return the result of an relatively equal balance of male and female players.

Axe throwing is estimated to have the same demographic appeal as escape rooms leaning towards females.

AXE THROWING Q&A

How does it work?

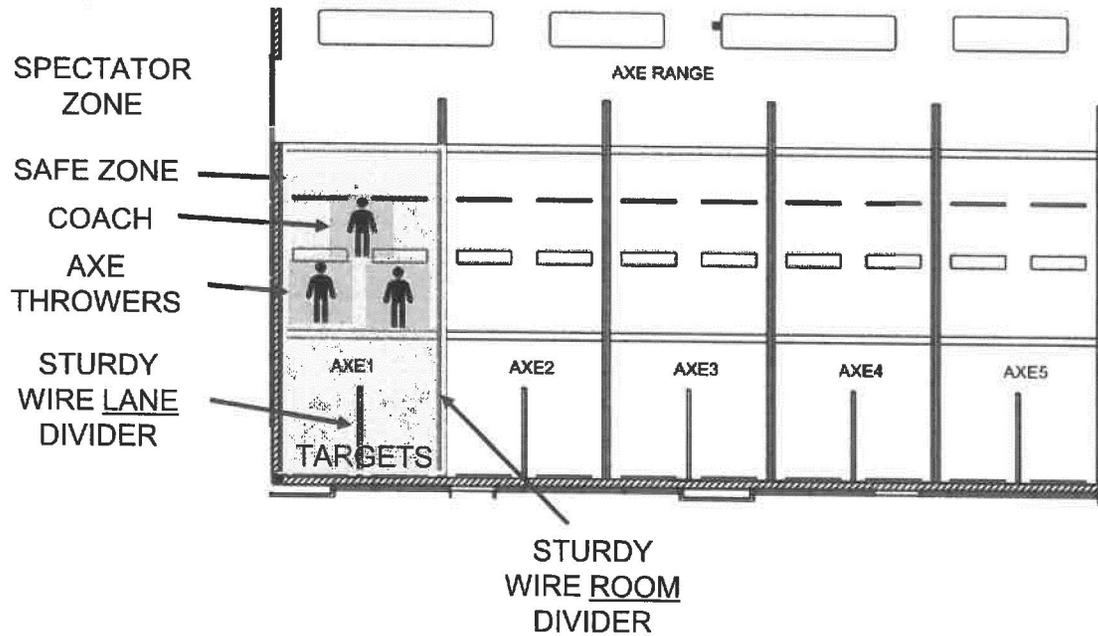
Group events last 1.5 to 2.5 hours and must be booked in advance. All events start with safety instructions and 1-on-1 throwing practice, led by our fully trained coaches in a private throwing area. Once you've sharpened your skills, we'll kick off a round robin tournament followed by a final knockout round to award an axe-throwing champion. Our coaches will take care of all scoring and smooth flow of the tournament so you can relax and enjoy the sport.

At the end of every round robin tournament, one member of the group is the winner. Tournaments are best played with 10 or more people, however minimum group size is 6 players on Sundays through Thursdays, and 8 players on Fridays and Saturdays.

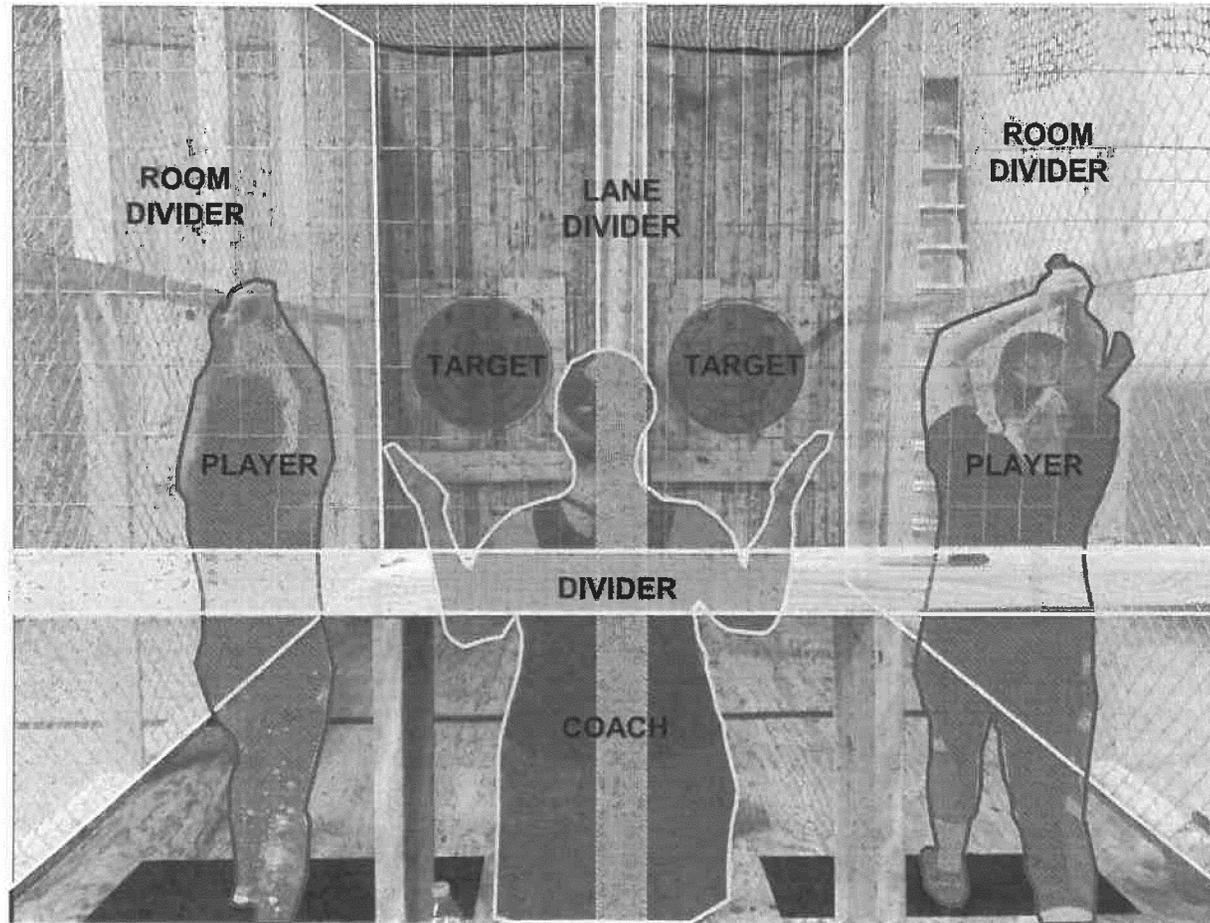
Is it safe?

Safety is our number one priority. The format we use and the construction of the throwing lanes are all focused around the safety of the participants. Each competitor throws in his/her own individual lane and competes side-by-side with another competitor. For each pair of throwing competitors, we have an event coordinator/throwing coach who is responsible for keeping score as well as ensuring safety protocols are adhered to and all tournaments are fully supervised. Only the two active competitors throwing at that time are allowed within the throwing area, all other competitors **are required to wait in the safety zone behind the lanes.**

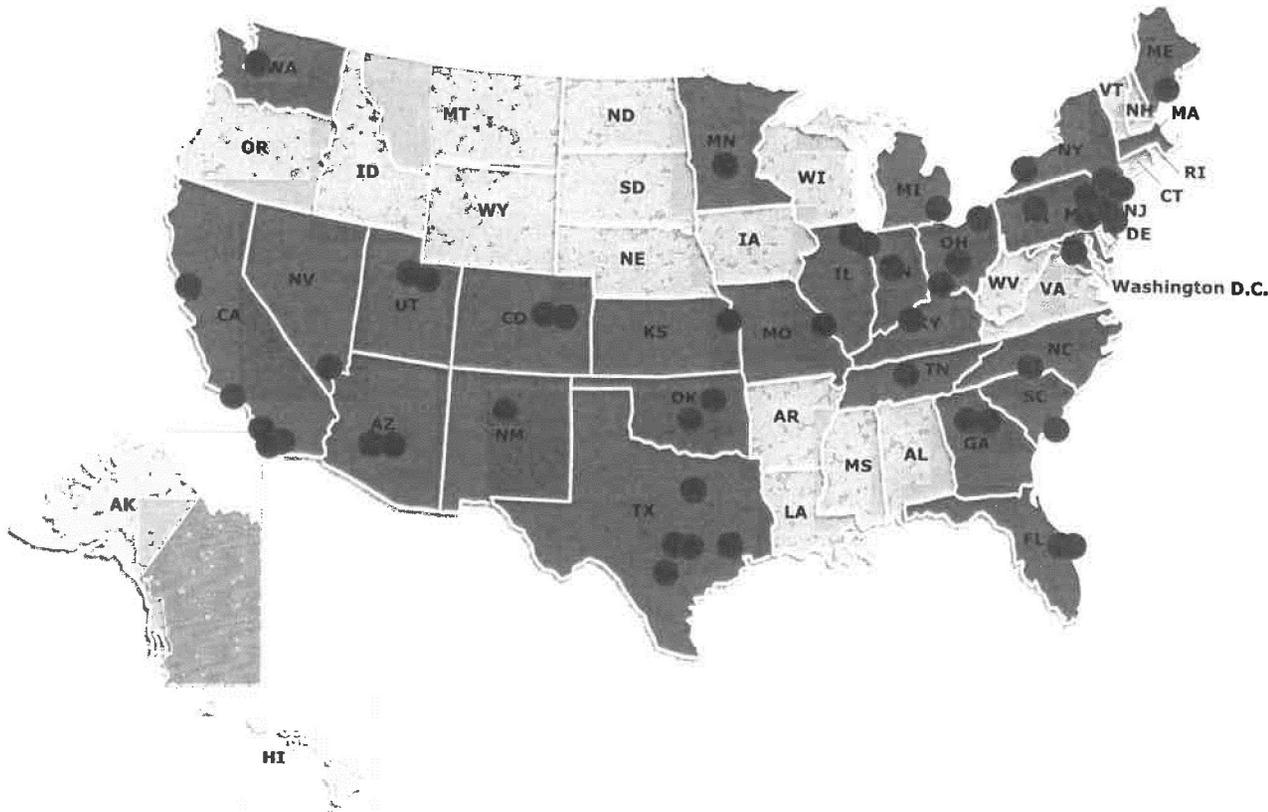
ELEMENTS OF A SAFE DESIGN



ELEMENTS OF A SAFE DESIGN



AXE THROWING ACROSS THE COUNTRY



Existing or Announced Axe Throwing Locations By The Numbers

26 States

45 Cities

60 Locations

1 DFW Location

IS AXE THROWING SAFE?

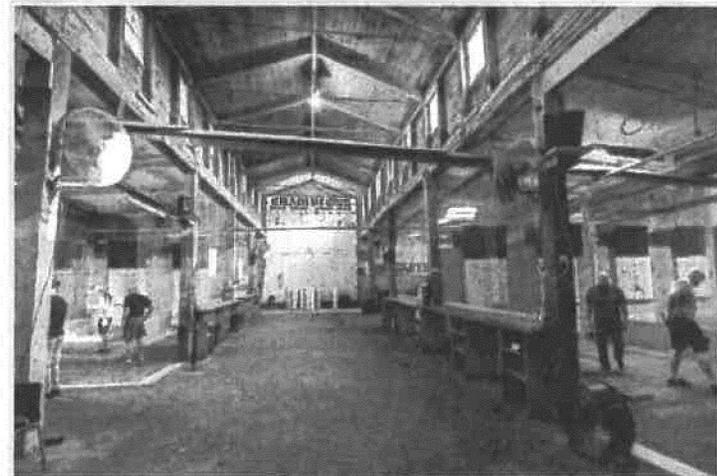
100,000
PEOPLE



1,000,000 +
AXES THROWN



0
INCIDENTS



Backyard Axe Throwing League, Started in 2006 with 13 locations today.

CLASSIC RETRO GAMES



The National Video Game Museum is located in Frisco Texas.

Classic retro arcade games operate on a time play basis for a single price admission. Cranes, Redemption and Merchandiser games will not be offered.

OPERATIONS & HOURS

SUNDAY - THURSDAY

11am to 11pm

FRIDAY & SATURDAY

11am to 1am

RESTRICTIONS - AXE THROWING

11 am to 8pm

Minimum 13 w/parent and waiver

After 9pm

Minimum 18 w/waiver

FACILITY CURFEW

Friday & Saturday

After 11pm – 21

SAFETY – GENERAL AND AXE THROWING SPECS

TABC Certified Managers, Bartenders and Axperts

All Bartenders will be over 21 years of age

Corky's Axe lanes and targets will be constructed in compliance with NATF (National Axe Throwing Federation) standards, including division of lanes and targets with wood & wire divider walls

All Axperts will be over 18 years of age and undergo extensive training prior to opening

No outside axes will be allowed

No major accidents have occurred to our knowledge at 35 locations in the US opened this year, or at the many Canadian locations that have been opened for years.

Only two active competitors are allowed to throw axes, one at a time, in each lane. Non-throwing players must remain outside of the throwing area, in the safety zone.

Axperts train, monitor and supervise all players during their sessions and/competition.

ESTIMATED SALES TAX AND JOBS

\$2,500,000

SALES PER YEAR

\$50,000

SALES TAX TO GRAPEVINE PER YEAR

8

FULL TIME JOBS

25

PART TIME JOBS



MANAGEMENT & OWNERSHIP

NEIL HUPFAUER leads the management team and is an experienced successful entertainment industry executive. Mr. Hupfauer has been an industry leader for over 50 years with both public and startup companies.

Cinergy Entertainment, Inc. 2015-2016 - Interim President & COO

Main Event Entertainment, Ltd 1998 - 2007 - Co-founder, President & CEO

The Drover Barbecue & PCH Dog House, Inc. 1977-1989 - Co-founder & CEO

Foodmaker, Inc. - Jack in the Box 1963-1977 - Division Vice President

JEFFREY BENSON has over 20 years of professional experience in the theatre exhibition, Entertainment operations and financial fields.

Cinergy Entertainment, Inc. 2009 - present - Founder and CEO

Movie Tavern 2002 - 2009 - Founder, President and CEO

Deloitte & Touche 1998 - 2002 - Audit manager

RONNIE RHODES developed and owned a number of bowling and game related businesses over the past 40 plus years.

Bowling and Billiard Supplies of Dallas, Inc - Owner and CEO

Amusements over Texas - Founder and CEO

Joysticks - Founder and General Partner

Timber Lanes and Caddo Lanes - General Partner

ORDINANCE NO. 2018-038

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS ISSUING A CONDITIONAL USE PERMIT IN ACCORDANCE WITH SECTION 48 OF ORDINANCE NO. 82-73, THE COMPREHENSIVE ZONING ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS, SAME BEING ALSO KNOWN AS APPENDIX "D" OF THE CITY CODE, BY GRANTING CONDITIONAL USE PERMIT CU18-03 AMENDING THE SITE PLAN APPROVED BY ORDINANCE NO. 2007-06 FOR A PLANNED COMMERCIAL CENTER SPECIFICALLY TO ALLOW THE POSSESSION, STORAGE, RETAIL SALE AND ON-PREMISE CONSUMPTION OF ALCOHOLIC BEVERAGES (BEER, WINE, AND MIXED BEVERAGES) IN CONJUNCTION WITH A RESTAURANT WITH OUTSIDE DINING (CORKY'S GAMING BISTRO) (3520 NORTH GRAPEVINE MILLS BOULEVARD) IN A DISTRICT ZONED "CC" COMMUNITY COMMERCIAL DISTRICT ALL IN ACCORDANCE WITH A SITE PLAN APPROVED PURSUANT TO SECTION 47 OF ORDINANCE NO. 82-73 AND ALL OTHER CONDITIONS, RESTRICTIONS AND SAFEGUARDS IMPOSED HEREIN; CORRECTING THE OFFICIAL ZONING MAP; PRESERVING ALL OTHER PORTIONS OF THE ZONING ORDINANCE; PROVIDING A CLAUSE RELATING TO SEVERABILITY; DETERMINING THAT THE PUBLIC INTERESTS, MORALS AND GENERAL WELFARE DEMAND THE ISSUANCE OF THIS CONDITIONAL USE PERMIT; PROVIDING A PENALTY NOT TO EXCEED THE SUM OF TWO THOUSAND DOLLARS (\$2,000.00), DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, an application was made requesting issuance of a conditional use permit by making applications for same with the Planning & Zoning Commission of the City of Grapevine, Texas, as required by State statutes and the zoning ordinance of the City of Grapevine, Texas, and all the legal requirements, conditions and prerequisites having been complied with, the case having come before the City Council of the City of Grapevine, Texas, after all legal notices requirements, conditions and prerequisites having been complied with; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied: safety of the motoring public and the pedestrians using the facilities in the area immediately

surrounding the site; safety from fire hazards and measures for fire control; protection of adjacent property from flood or water damages, noise producing elements, and glare of the vehicular and stationary lights and effect of such lights on established character of the neighborhood; location, lighting, and types of signs and relation of signs to traffic control and adjacent property; street size and adequacy of width for traffic reasonably expected to be generated by the proposed use around the site and in the immediate neighborhood; adequacy of parking as determined by requirements of this ordinance for off-street parking facilities; location of ingress and egress points for parking and off-street locating spaces, and protection of public health by surfacing on all parking areas to control dust; effect on the promotion of health and the general welfare; effect on light and air; the effect on the overcrowding of the land; the effect on the concentration of population; the effect on the transportation, water, sewerage, schools, parks and other facilities; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council of the City of Grapevine, Texas, did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied; effect on the congestion of the streets, the fire hazards, panics and other dangers possibly present in the securing of safety from same, the effect on the promotion of health and the general welfare, effect on adequate light and air, the effect on the overcrowding of the land, the effect on the concentration of population, the effect on the transportation, water, sewerage, schools, parks and other public facilities; and

WHEREAS, all of the requirements of Section 48 of Ordinance No. 82-73 have been satisfied by the submission of evidence at a public hearing; and

WHEREAS, the City Council further considered among other things the character of the existing zoning district and its peculiar suitability for particular uses and with the view to conserve the value of buildings and encourage the most appropriate use of land throughout this City; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that there is a public necessity for the granting of this conditional use permit, that the public demands it, that the public interest clearly requires the amendment, that the zoning changes do not unreasonably invade the rights of those who bought or improved property with reference to the classification which existed at the time their original investment was made; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that the conditional use permit lessens the congestion in the streets, helps secure safety from fire, panic and other dangers, prevents the overcrowding of land, avoids undue concentration of population, facilitates the adequate provisions of transportation, water, sewerage, schools, parks and other public requirements; and

WHEREAS, the City Council of the City of Grapevine, Texas, has determined that there is a necessity and need for this conditional use permit and has also found and

determined that there has been a change in the conditions of the property surrounding and in close proximity to the property requested for a change since this property was originally classified and, therefore, feels that the issuance of this conditional use permit for the particular piece of property is needed, is called for, and is in the best interest of the public at large, the citizens of the City of Grapevine, Texas, and helps promote the general health, safety and welfare of this community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That the City does hereby issue a conditional use permit in accordance with Section 48 of Ordinance No. 82-73, the Comprehensive Zoning Ordinance of the City of Grapevine, Texas, same being also known as Appendix "D" of the City Code, by granting Conditional Use Permit CU18-03 amending the site plan approved by Ordinance No. 2007-06 for a planned commercial center, specifically to allow the possession, storage, retail sale and on-premise consumption of alcoholic beverages (beer, wine, and mixed beverages) in conjunction with a restaurant with outside dining (Corky's Gaming Bistro) in a district zoned "CC" Community Commercial District within the following described property: Lot 5A2, Block A, Grapevine Mills Crossing Addition (3520 North Grapevine Mills Boulevard) all in accordance with a site plan approved pursuant to Section 47 of Ordinance No. 82-73, attached hereto and made a part hereof as Exhibit "A", and all other conditions, restrictions, and safeguards imposed herein, including but not limited to the following: None.

Section 2. That the City Manager is hereby directed to amend the official zoning map of the City of Grapevine, Texas, to reflect the herein conditional use permit.

Section 3. That in all other respects the use of the tract or tracts of land herein above described shall be subject to all the applicable regulations contained in said City of Grapevine zoning ordinance and all other applicable and pertinent ordinances of the City of Grapevine, Texas.

Section 4. That the zoning regulations and districts as herein established have been made in accordance with the comprehensive plan for the purpose of promoting health, safety, morals and the general welfare of the community. They have been designed with respect to both present conditions and the conditions reasonably anticipated to exist in the foreseeable future; to lessen congestion in the streets; to secure safety from fire, panic, flood and other dangers; provide adequate light and air; to prevent overcrowding of land, to avoid undue concentration of population; facilitate the adequate provisions of transportation, water, sewerage, drainage and surface water, parks and other public requirements, and to make adequate provisions for the normal business, commercial needs and development of the community. They have been made with reasonable consideration, among other things, of the character of the district, and its peculiar suitability for the particular uses and with a view of conserving the value of buildings and encouraging the most appropriate use of land throughout the community.

Section 5. That this ordinance shall be cumulative of all other ordinances of the City of Grapevine, Texas, affecting zoning and shall not repeal any of the provisions of said ordinances except in those instances where provisions of those ordinances which are in direct conflict with the provisions of this ordinance.

Section 6. That the terms and provisions of this ordinance shall be deemed to be severable and that if the validity of the zoning affecting any portion of the tract or tracts of land described herein shall be declared to be invalid, the same shall not affect the validity of the zoning of the balance of the tract or tracts of land described herein.

Section 7. That any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed Two Thousand Dollars (\$2,000.00) and a separate offense shall be deemed committed upon each day during or on which a violation occurs or continues.

Section 8. That the fact that the present ordinances and regulations of the City of Grapevine, Texas, are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the inhabitants of the City of Grapevine, Texas, creates an emergency for the immediate preservation of the public business, property, health, safety and general welfare of the public which requires that this ordinance shall become effective from and after the date of its final passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

ORDINANCE NO. 2018-039

AN ORDINANCE ISSUING A SPECIAL USE PERMIT IN ACCORDANCE WITH SECTION 49 OF ORDINANCE NO. 82-73, THE COMPREHENSIVE ZONING ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS SAME BEING ALSO KNOWN AS APPENDIX "D" OF THE CITY CODE BY GRANTING SPECIAL USE PERMIT SU18-02 TO ALLOW SKILL/COIN-OPERATED GAMES IN EXCESS OF EIGHT MACHINES IN A DISTRICT ZONED "CC" COMMUNITY COMMERCIAL DISTRICT REGULATIONS UNDER CITY OF GRAPEVINE ORDINANCE NO. 82-73 (CORK'S GAMING BISTRO) (3520 NORTH GRAPEVINE MILLS BOULEVARD), ALL IN ACCORDANCE WITH A SITE PLAN APPROVED PURSUANT TO SECTION 47 OF ORDINANCE NO. 82-73 AND ALL OTHER CONDITIONS, RESTRICTIONS AND SAFEGUARDS IMPOSED HEREIN; CORRECTING THE OFFICIAL ZONING MAP; PRESERVING ALL OTHER PORTIONS OF THE ZONING ORDINANCE; PROVIDING A CLAUSE RELATING TO SEVERABILITY; DETERMINING THAT THE PUBLIC INTERESTS, MORALS AND GENERAL WELFARE DEMAND THE ISSUANCE OF THIS SPECIAL USE PERMIT; PROVIDING A PENALTY NOT TO EXCEED THE SUM OF TWO THOUSAND DOLLARS (\$2,000.00); DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, an application was made requesting issuance of a special use permit by making applications for same with the Planning & Zoning Commission of the City of Grapevine, Texas as required by State statutes and the zoning ordinance of the City of Grapevine, Texas and all the legal requirements, conditions and prerequisites having been complied with, the case having come before the City Council of the City of Grapevine, Texas after all legal notices, requirements, conditions and prerequisites having been complied with; and

WHEREAS, the City Council of the City of Grapevine, Texas at a public hearing called by the City Council did consider the following factors in making a determination as to whether this requested special use permit should be granted or denied: safety of the motoring public and the pedestrians using the facilities in the area immediately surrounding the site; safety from fire hazards and measures for fire control; protection of adjacent property from flood or water damages, noise producing elements, and glare of the vehicular and stationary lights and effect of such lights on established character of the neighborhood; location, lighting, and types of signs and relation of signs to traffic control and adjacent property; street size and adequacy of width for traffic reasonably expected to

be generated by the proposed use around the site and in the immediate neighborhood; adequacy of parking as determined by requirements of this ordinance for off-street parking facilities; location of ingress and egress points for parking and off-street locating spaces, and protection of public health by surfacing on all parking areas to control dust; effect on the promotion of health and the general welfare; effect on light and air; the effect on the overcrowding of the land; the effect on the concentration of population; the effect on the transportation, water, sewerage, schools, parks and other facilities; and

WHEREAS, the City Council of the City of Grapevine, Texas at a public hearing called by the City Council of the City of Grapevine, Texas did consider the following factors in making a determination as to whether this requested special use permit should be granted or denied; effect on the congestion of the streets, the fire hazards, panics and other dangers possibly present in the securing of safety from same, the effect on the promotion of health and the general welfare, effect on adequate light and air, the effect on the overcrowding of the land, the effect on the concentration of population, the effect on the transportation, water, sewerage, schools, parks and other public facilities; and

WHEREAS, all of the requirements of Section 49 of Ordinance No. 82-73 have been satisfied by the submission of evidence at a public hearing; and

WHEREAS, the City Council further considered among other things the character of the existing zoning district and its peculiar suitability for particular uses and with the view to conserve the value of buildings, encourage the most appropriate use of land throughout this city; and

WHEREAS, the City Council of the City of Grapevine, Texas does find that there is a public necessity for the granting of this special use permit, that the public demands it, that the public interest clearly requires the amendment, that the zoning changes do not unreasonably invade the rights of those who bought or improved property with reference to the classification which existed at the time their original investment was made; and

WHEREAS, the City Council of the City of Grapevine, Texas does find that the special use permit lessens the congestion in the streets, helps secure safety from fire, panic and other dangers, prevents the overcrowding of land, avoids undue concentration of population, facilitates the adequate provisions of transportation, water, sewerage, schools, parks and other public requirements; and

WHEREAS, the City Council of the City of Grapevine, Texas has determined that there is a necessity and need for this special use permit and has also found and determined that there has been a change in the conditions of the property surrounding and in close proximity to the property requested for a change since this property was originally classified; and, therefore, feels that the issuance of this special use permit for the particular piece of property is needed, is called for, and is in the best interest of the public at large, the citizens of the City of Grapevine, Texas, and helps promote the general health, safety, and welfare of this community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That the City does hereby issue a special use permit in accordance with Section 49 of Ordinance No. 82-73, the Comprehensive Zoning Ordinance of the City of Grapevine, Texas, same being also known as Appendix "D" of the City Code, by granting Special Use Permit SU18-02 to allow skill/coin-operated games in excess of eight machines in a district zoned "CC" Community Commercial District within the following described property: Lot 5A2, Block A, Grapevine Mills Crossing Addition (CORKY'S GAMING BISTRO) (3520 North Grapevine Mills Boulevard), all in accordance with a site plan approved pursuant to Section 49 of Ordinance No. 82-73, attached hereto and made a part hereof as Exhibit "A", and all other conditions, restrictions, and safeguards imposed herein, including, but not limited to, the following: None.

Section 2. The City Manager is hereby directed to amend the official zoning map of the City of Grapevine, Texas to reflect the herein special use permit.

Section 3. That in all other respects, the use of the tract or tracts of land herein above described shall be subject to all the applicable regulations contained in said City of Grapevine zoning ordinance and all other applicable and pertinent ordinances of the City of Grapevine, Texas.

Section 4. That the zoning regulations and districts as herein established have been made in accordance with the comprehensive plan for the purpose of promoting health, safety, morals and the general welfare of the community. They have been designed with respect to both present conditions and the conditions reasonably anticipated to exist in the foreseeable future; to lessen congestion in the streets; to secure safety from fire, panic, flood and other dangers; provide adequate light and air; to prevent overcrowding of land, to avoid undue concentration of population; facilitate the adequate provisions of transportation, water, sewerage, drainage and surface water, parks and other public requirements, and to make adequate provisions for the normal business, commercial needs and development of the community. They have been made with reasonable consideration, among other things, of the character of the district, and its peculiar suitability for the particular uses and with a view of conserving the value of buildings and encouraging the most appropriate use of land throughout the community.

Section 5. This ordinance shall be cumulative of all other ordinances of the City of Grapevine, Texas affecting zoning and shall not repeal any of the provisions of said ordinances except in those instances where provisions of those ordinances are in direct conflict with the provisions of this ordinance.

Section 6. That the terms and provisions of this ordinance shall be deemed to be severable and that if the validity of the zoning affecting any portion of the tract or tracts of

land described herein shall be declared to be invalid, the same shall not affect the validity of the zoning of the balance of the tract or tracts of land described herein.

Section 7. Any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed Two Thousand Dollars (\$2,000.00) and a separate offense shall be deemed committed upon each day during or on which a violation occurs or continues.

Section 8. The fact that the present ordinances and regulations of the City of Grapevine, Texas are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the inhabitants of the City of Grapevine, Texas, creates an emergency for the immediate preservation of the public business, property, health, safety and general welfare of the public which requires that this ordinance shall become effective from and after the date of its passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE on this the 17th day of April, 2018.

APPROVED:

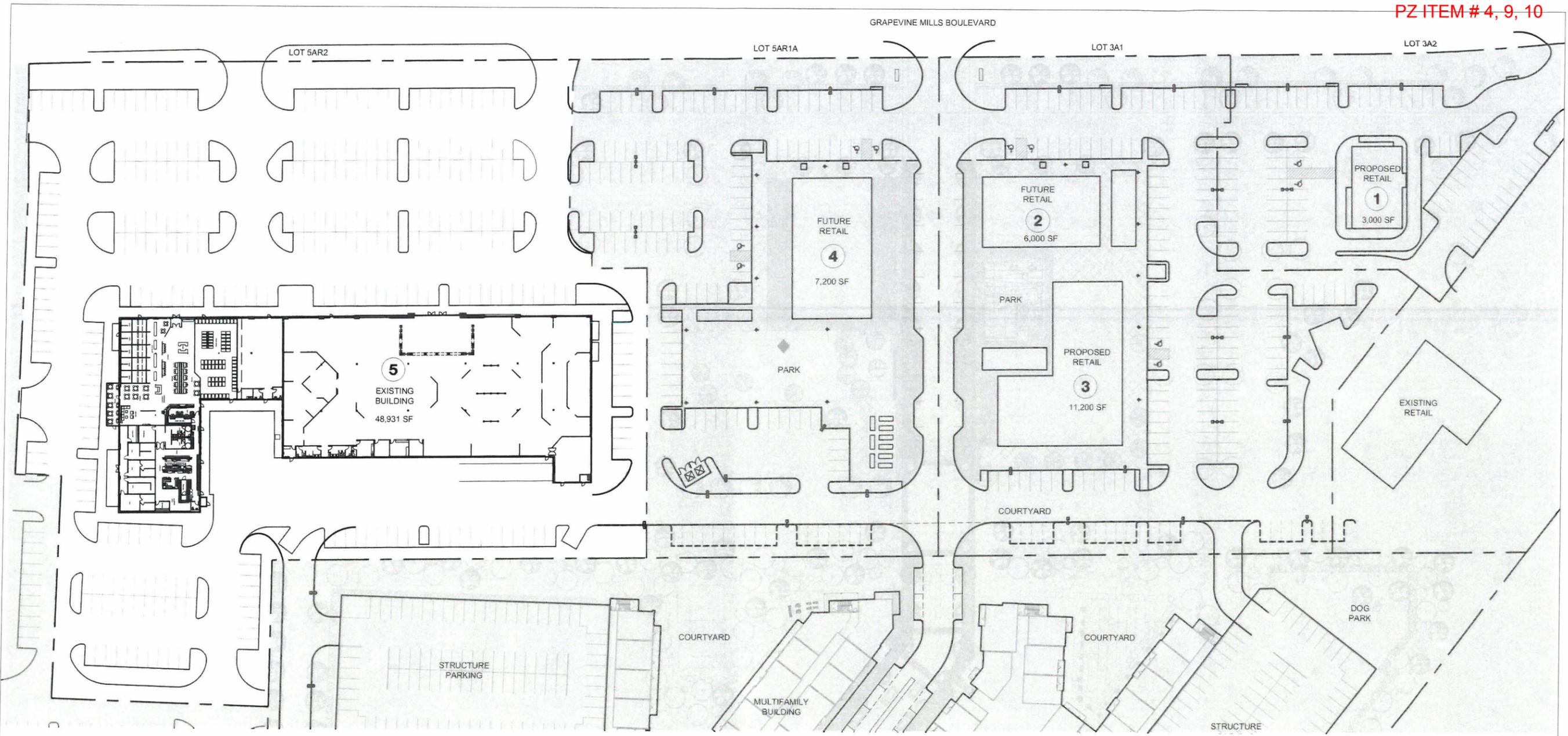
William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney



VICINITY MAP



SITE DATA

SITE LOCATION	
SOUTH WEST CORNER OF GRAPEVINE MILLS BLVD. AND TEXAS 121 FRONTAGE ROAD	
CURRENT ZONING	CC
TOTAL LOT AREA	236,822.489 S.F. (5.4366 ACRES)
EXISTING BUILDING	
TOTAL BUILDING AREA EXISTING BUILDING	48,931 S.F.

PARKING DATA / LOT 5AR2

TOTAL PARKING REQUIRED	306
2,527 SF RESTAURANT	36
17,439 SF RETAIL	70
19,928 SF INDOOR COMMERCIAL	200
9,037 SF NON OCCUPIED SPACE	0
TOTAL PARKING PROVIDED	310

SHOPPING CENTER RETAIL: 4 SPACES PER 1000 SF
RESTAURANTS IN SHOPPING CENTERS: 10 ADDITIONAL SPACES PER 1000 SF
INDOOR COMMERCIAL AMUSEMENT: 1 PER 100 SF

APPROXIMATE BUILDING HEIGHTS

BUILDING NUMBER	BUILDING TYPE	HEIGHT
5	EXISTING BUILDING	32' - 0" 1 STORY

SITE LEGEND

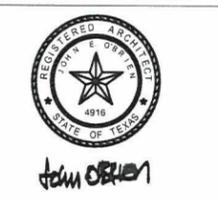
- ① BUILDING NUMBER
- ♿ DENOTES 9' MIN. WIDE HANDICAP PARKING SPACE

CONDITIONAL USE REQUEST CU18-03 IS A REQUEST TO AMEND THE PREVIOUSLY APPROVED SITE PLAN OF CU06-55 (ORD. 2007-06) FOR A PLANNED COMMERCIAL CENTER, SPECIFICALLY TO ALLOW THE POSSESSION, STORAGE, RETAIL SALES AND ON-PREMISE CONSUMPTION OF ALCOHOLIC BEVERAGES, (BEER, WINE, AND MIXED BEVERAGES) IN CONJUNCTION WITH A RESTAURANT WITH OUTSIDE DINING. SPECIAL USE REQUEST SU18-02 IS A REQUEST TO ALLOW SKILL/COIN-OPERATED MACHINES IN EXCESS OF EIGHT MACHINES.

01 SITE PLAN - EXISTING RETAIL
SCALE: 1"=40'



NOT FOR CONSTRUCTION



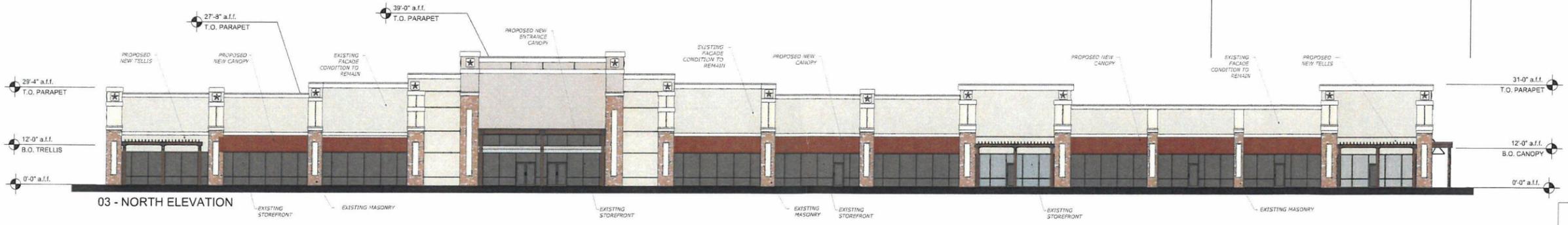
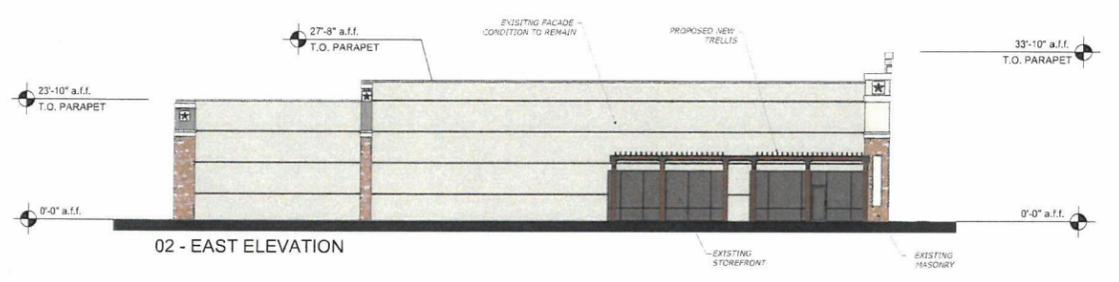
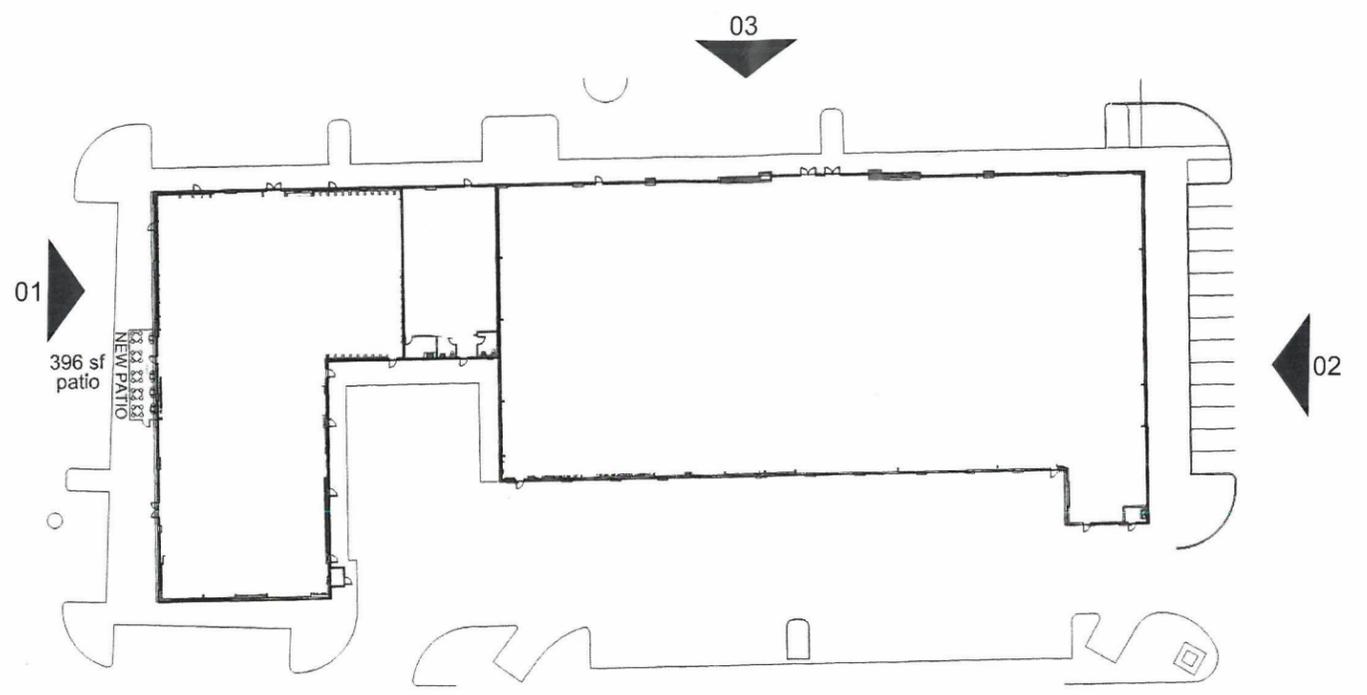
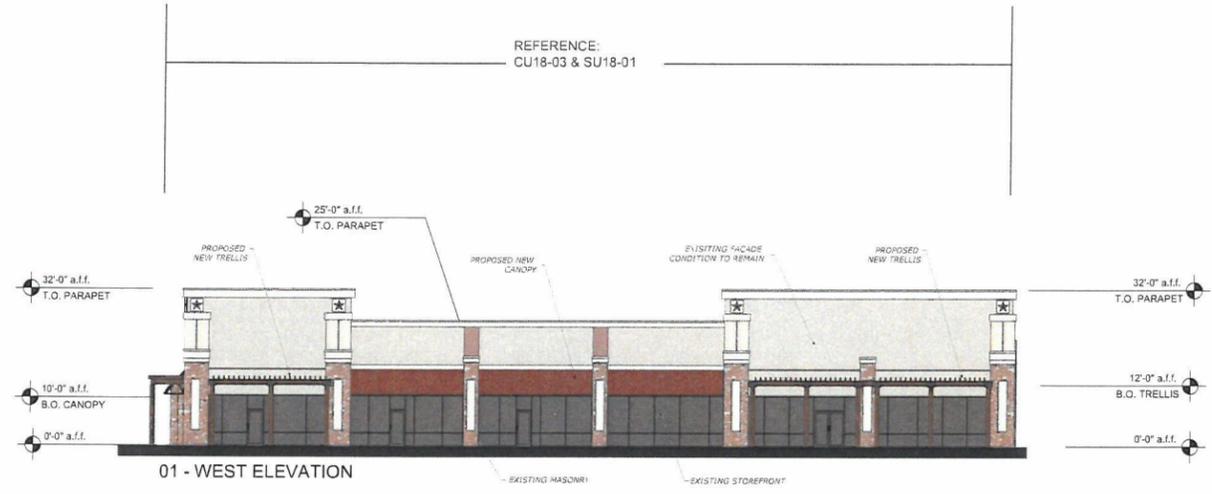
CASE NAME: CORKY'S GAMING BISTRO
CASE NUMBER: CU18-03 & SU18-01
LOCATION: 3520 North Grapevine Mills Blvd.
MAYOR _____ SECRETARY _____
DATE: _____ 07
PLANNING AND ZONING COMMISSION
CHAIRMAN _____
DATE: _____
SHEET: 1 OF 4
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES
DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV. NO.	DATE	DESCRIPTION	BY
1			
2			

MASTER RETAIL SITE PLAN & CONCEPT PLAN

Billingsley O'Brien ARCHITECTS

DESIGN	DRAWN	DATE	SCALE	SHEET
N/A	OBA	APRIL 2018		



NOT FOR CONSTRUCTION



CASE NAME: CORKY'S GAMING BISTRO
CASE NUMBER: CU18-03 & SU18-01
LOCATION: 3520 NORTH GRAPEVINE MILLS BLVD

MAYOR _____ SECRETARY _____
DATE: _____

PLANNING AND ZONING COMMISSIONS
CHAIRMAN _____
DATE: _____

SHEET: 2 OF 4

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.

DEPARTMENT OF DEVELOPMENT SERVICES

REVISIONS			
REV NO	DATE	DESCRIPTION	BY
1			
2			

CUP MULTI-FAMILY SUBMITTAL

BUILDING ELEVATIONS

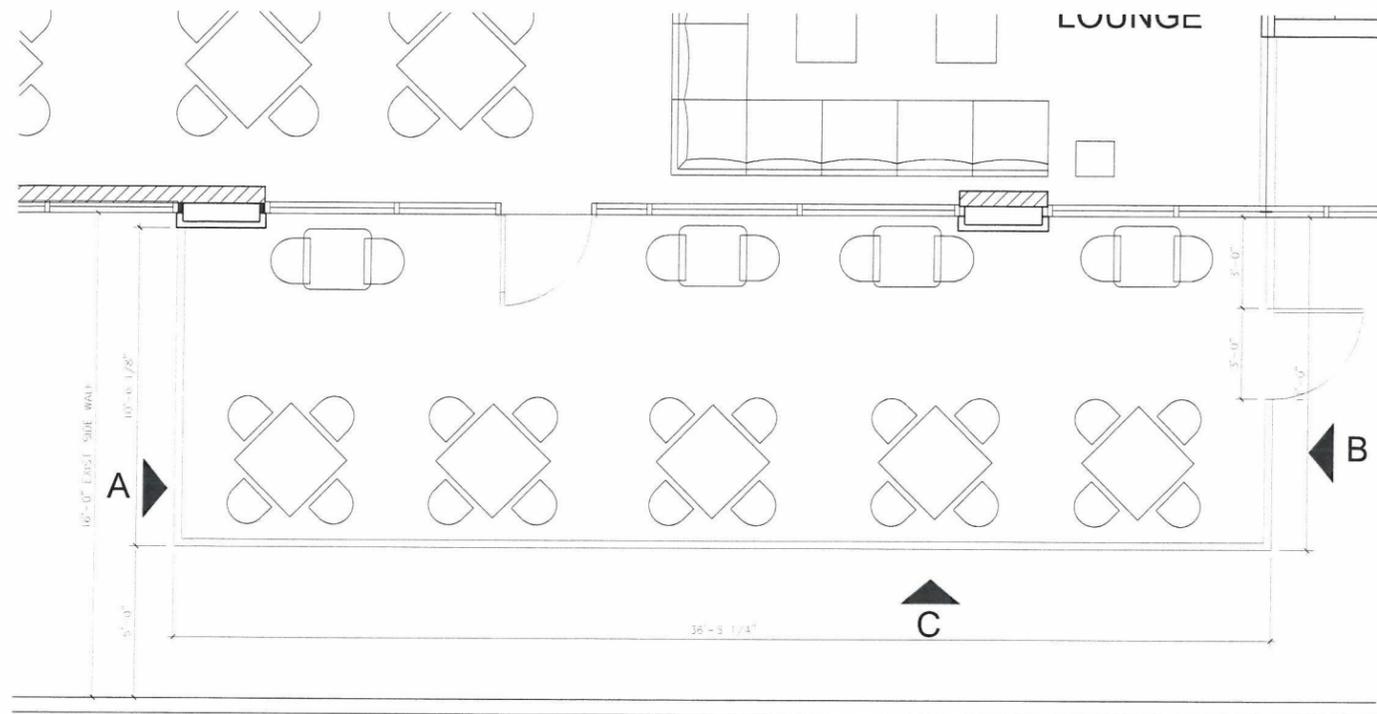
HLR
ORLEN

SMTF
landscape architects, inc.
1850 N. Stemmons Freeway - Suite 6000
Dallas, Texas 75207
Ph: (972) 735-3000 Fax: (972) 735-3001
www.aecom.com TBPE Reg. No. F-3580

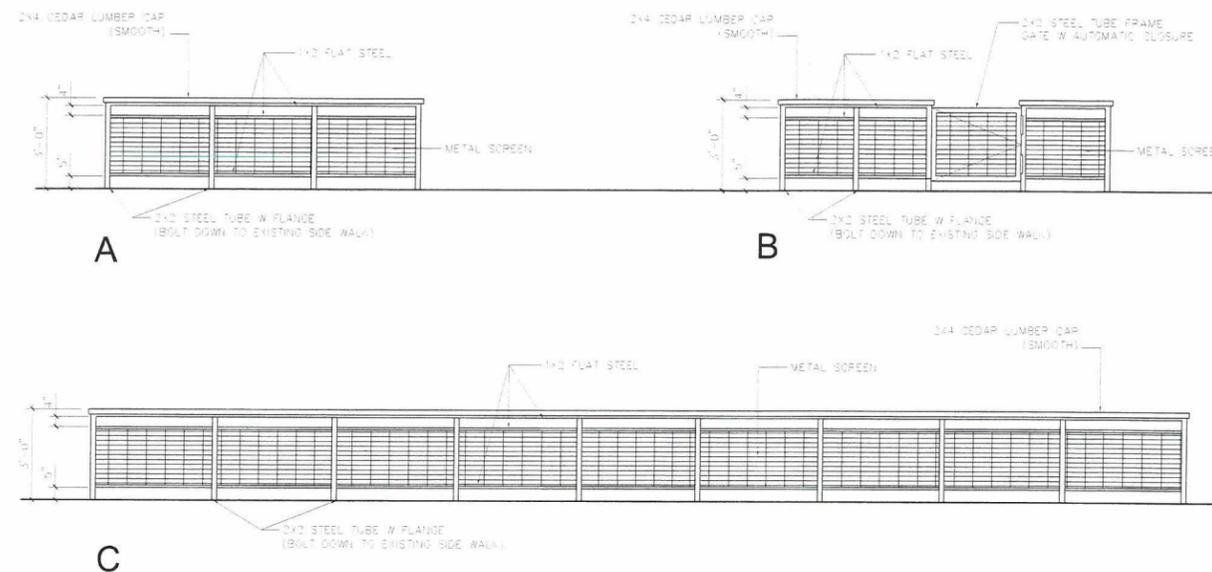
DESIGN	DRAWN	DATE	SCALE	SHEET
HLR	HLR	OCT 2016		

01 SCALE: N.T.S. EXISTING RETAIL

Filename: P:\1616063 - Billingsley - The Charleson\01_Design\100_SitePlans\Grapevine City_Submittal\16120_SITE PLAN.dwg
 Date: Tuesday, April 03, 2018 Time: 4:35 PM Plotted by: Amador Saucedo



PATIO PLAN
SCALE: 3/8"=1'-0"



RAILING ELEVATIONS
SCALE: 3/8"=1'-0"

CASE NAME	CORKY'S GAMING BISTRO
CASE NUMBER	CU18-02 & SU18-01
LOCATION	3520 NORTH GRAPEVINE MILLS BLVD.
MAJOR	SECRETARY
DATE	
PLANNING AND ZONING COMMISSION	
CHAIRMAN	
DATE	
SHEET 3 OF 4	
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES DEPARTMENT OF DEVELOPMENT SERVICES	

Steven L. Wilson
Architect, LLC.

18511 Egret Bay Blvd. #312 Webster TX 77598
tel: 281.315.9113 stewart@slwllc.com

Kuzuu Design
Design Consultant

1957 Irving Blvd. Ste B Dallas, TX 75207
tel: 214.724.1027 kuzuu@kuzuuagency.com

CORKY'S
3520 GRAPEVINE MILLS BLVD. N.
GRAPEVINE, TX 76051

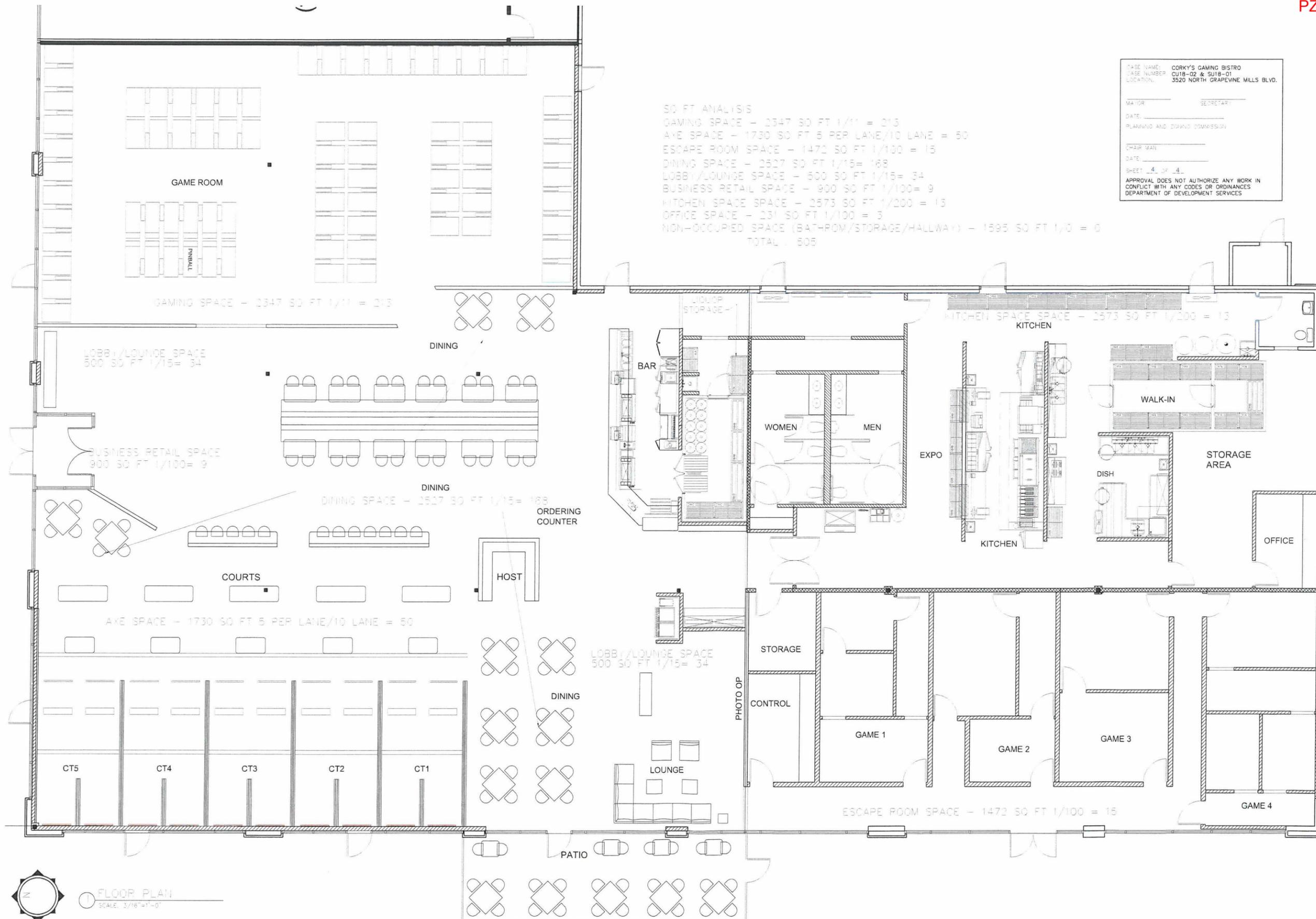
PATIO RAILING ELEVATIONS



JOB NO. 1117
DATE 3/27/18
SCALE AS SCHEDULED
DRAWN BY
REVISION DATE

SHEET NO.

D302



CASE NAME: CORKY'S GAMING BISTRO
 CASE NUMBER: CU18-02 & SU18-01
 LOCATION: 3520 NORTH GRAPEVINE MILLS BLVD.
 MAJOR: _____ SECRETARY: _____
 DATE: _____
 PLANNING AND ZONING COMMISSION
 CHAIR MAN: _____
 DATE: _____
 SHEET 4 OF 4
 APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES DEPARTMENT OF DEVELOPMENT SERVICES

Steven L. Wilson
 Architect, LLC.
 1851 East 8th Blvd. #312 Webster TX 75088
 tel: 214.315.4113 steven@slwdesign.com

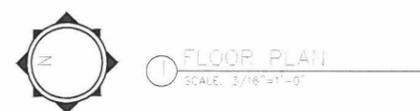
Kuzuu Design
 Design Consultant
 1837 Irving Blvd. Ste 8 Dallas, TX 75207
 tel: 214.724.0027 kuzuu@kuzudesign.com

CORKY'S
 3520 GRAPEVINE MILLS BLVD. N.
 GRAPEVINE, TX 76051



JOB NO. 1117
 DATE 3/27/18
 SCALE 3/16"=1'-0"
 DRAWN BY: [Signature]
 REVISION DATE:

SHEET NO.
D106



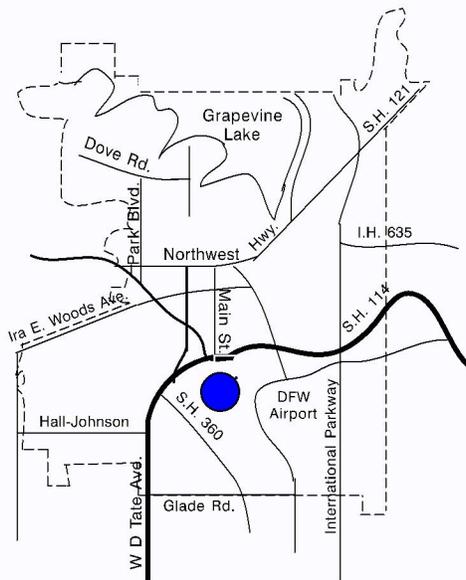
FLOOR PLAN/ SQ FT ANALYSIS

TO: HONORABLE MAYOR, CITY COUNCIL MEMBERS AND THE
PLANNING AND ZONING COMMISSION

FROM: BRUNO RUMBELOW, CITY MANAGER ^{BR}
SCOTT WILLIAMS, DEVELOPMENT SERVICES DIRECTOR

MEETING DATE: APRIL 17, 2018

SUBJECT: DEVELOPMENT SERVICES TECHNICAL REPORT OF
CONDITIONAL USE APPLICATION CU18-01A BOOMERJACK'S



APPLICANT: Bruce Hvidsten

PROPERTY LOCATION AND SIZE:

The subject property is located at 201 West State Highway 114, platted as Lot 5, Block 6, Metroplace Second Installment. The site contains a total of 2.34 acres. The property has 226 feet of frontage along State Highway 114 West and 393 feet of frontage along South Main Street.

REQUESTED CONDITIONAL USE AND COMMENTS:

The applicant is requesting a conditional use permit to amend the previously approved site plan of CU10-19 (Ord. 2010-45) for a planned commercial center with the possession, storage, retail sale, and on-premise consumption of alcoholic beverages (beer, wine, and mixed beverages) in conjunction with a restaurant, specifically to revise the building elevations.

Conditional Use Request CU18-01 was considered and partially approved by the Site Plan Review Committee on March 7, 2018, specifically to revise the building elevations (including a storage container bar), floor plan, allow outdoor speakers, outside dining and a new 40-foot pole sign in conjunction with a restaurant.

The Site Plan Review Committee approved revisions to the floor plan, along with the outdoor speakers, outside dining, the 40-foot pole sign and minor exterior changes; however, the Committee directed the applicant to present the storage container bar to the Planning and Zoning Commission and the City Council for consideration.

With this request, the applicant proposes removal of an existing playground from the subject site and a revision to the north and east elevation to include the addition of a 340-square foot, 10-feet in height metal shipping container, proposed to be utilized as an outdoor bar in conjunction with the existing outdoor patio. The container bar will be open on the north and west sides to allow bar service and seating.

PRESENT ZONING AND USE:

The subject property is zoned "CC" Community Commercial District with a Planned Commercial Center designation and is home to an unoccupied restaurant formerly Joe's Crab Shack.

HISTORY OF TRACT AND SURROUNDING AREA:

The subject property and surrounding area to the south, east and west were rezoned in the 1984 City Rezoning from "I-1" Industrial to "PID" Planned Industrial Development. The property at the southwest corner of South Main Street and the frontage road of State Highway 114 West was rezoned in 1985 to "CC" Community Commercial to be developed as a high rise office building with a bank. The high rise office building was never constructed. The subject property and the property to the south, east and west was rezoned in 1993 (Z93-04) from "PID" Planned Industrial Development to "CC" Community Commercial. The four lots west of the subject property received conditional use permits for the Planned Commercial Center of Metroplace, Second Installment allowing alcoholic beverages sales in conjunction with El Fenix Mexican Restaurant (CU93-16) and Tony Roma's (CU94-12), China Coast (CU94-23) and Olive Garden (94-24) and four (4) 40-foot pole signs. Conditional Use Request CU95-19 (Ordinance Number 95-60) was approved to allow alcoholic beverage sales, two (2) 40-foot pole signs, and one (1) 20-foot pole sign in conjunction with a restaurant (Joe's Crab Shack). The China Coast Restaurant was never constructed. At the November 18, 1997 meeting Council approved conditional use permit CU97-58 (Ord. 97-144) to allow the addition of an outdoor playground area for Joe's Crab Shack. CU98-70 was approved in December 1998, providing for a 3-story Holiday Inn Express on Lot 13. CU99-51 and SU99-13 were approved in September 1999 for laser tag arena and a bowling alley on Lot 6R-1. A CU99-59 (Ord. 99-174) allowing modification of the approved floor plan on the Olive Garden restaurant was approved on December 7, 1999. At the January 18, 2000 meeting, City Council approved conditional use permit CU99-99 (Ord 2000-05) for two monument signs and a parking lot layout revision. At the December 21, 2004 meeting, Council approved conditional use permit CU04-40 (Ord.

2004-85) for a hotel (Hilton Garden Inn) with alcoholic beverage sales. The Site Plan Review Committee on December 21, 2006 approved conditional use permit CU06-60 to allow for elevation changes and reduced overall height of the Hilton Garden Inn. The Site Plan Review Committee at the August 26, 2009 meeting approved conditional use permit (CU09-26) for outdoor speakers at the Hilton Garden Inn.

The property east of South Main Street was rezoned (Z90-04) from "PID" Planned Industrial Development to "CC" Community Commercial. North of State Highway 114 West has been zoned "PO" Professional Office and "HC" Highway Commercial since the 1984 City Rezoning including the Wells Fargo Bank, former Grapevine Suzuki dealership, and former Tia's Mexican Restaurant. At the November 21, 1995 meeting, Council approved zone change request Z95-16 (Ord. 95-89) and conditional use permit CU95-29 to rezone the current Wells Fargo Bank site from "PO" Professional Office District to "HC" Highway Commercial District and a vehicle display/parking area for the former Payton-Wright auto sales respectively. CU97-44 (Ord. No. 97-100) revised the sign height and sign elevation for Tia's Tex-Mex in September 1997. CU97-49, approved in October 1997, approved a 730 square foot expansion of Macaroni Grill. Conditional Use Request CU02-39 (Ord. 02-78) was approved by Council at their October 15, 2002 meeting, and allowed for changes in the floor plan and building elevation modifications to the former Grady's restaurant that was remodeled for and converted into a P.F. Changs restaurant. A conditional use permit (CU04-17) for a 30-foot pole sign was approved on this site at the May 18, 2004 meeting. A conditional use permit CU06-40 (Ord. 2006-75) for the expansion of the dealership to the vacant lot plus a pre-owned vehicle sales building was approved at the October 17, 2006 meeting. At the January 17, 2007 meeting, Council approved a conditional use permit CU06-64 (Ord. 2007-03) to allow for an expanded operation including a vehicle trade-in holding area and defer construction of a previously approved pre-owned vehicle sales office building. At the June 19, 2007 meeting, Council approved a conditional use permit CU07-12 (Ord. 2007-32) to allow a new restaurant (Red's Patio Grill) into the former Tia's restaurant site. The intent was to subdivide the restaurant for two tenants with Red's occupying 5,646 square feet with a seating capacity of 223 seats. The remaining 2,823 square feet of the Tia's building would accommodate a future restaurant yet to be named. The proposal never moved beyond the initial planning stages. At the March 16, 2010 meeting, Council approved a conditional use permit CU10-03 (Ord. 2010-10) for a 10,565 square foot Pappadeaux Seafood Kitchen on the former Tia's Tex-Mex restaurant. Additional acreage (approximately one acre) was absorbed into the site from the adjacent former Grapevine Suzuki property to enlarge the site to accommodate the larger structure and to provide adequate parking. A new 40-foot pole sign was also approved as part of the request.

SURROUNDING ZONING AND EXISTING LAND USE:

NORTH: "HC" Highway Commercial District – former Grapevine Suzuki dealership (recently occupied by Northgate Contractors), State

Highway 114, and Wells Fargo Bank

- SOUTH: “BP” Business Park District – Multi-tenant office warehouse, and DFW Airport
- EAST: “CC” Community Commercial District - Salt Grass Steak House, Schlotzsky’s Deli, NTB Tire and Battery, Super 8 Motel
- WEST: “CC” Community Commercial District - Olive Garden, El Fenix, Spring Creek Bar-B-Q, and Flips

AIRPORT IMPACT:

The subject tract is located within “Zone A” zone of minimal effect as defined on the “Aircraft Sound Exposure: Dallas Fort Worth Regional Airport Environs” map. Few activities will be affected by aircraft sounds in Zone A except for sound sensitive activities such as auditoriums, churches, schools, hospitals, and theaters. The applicant’s proposal is an appropriate use in this noise zone.

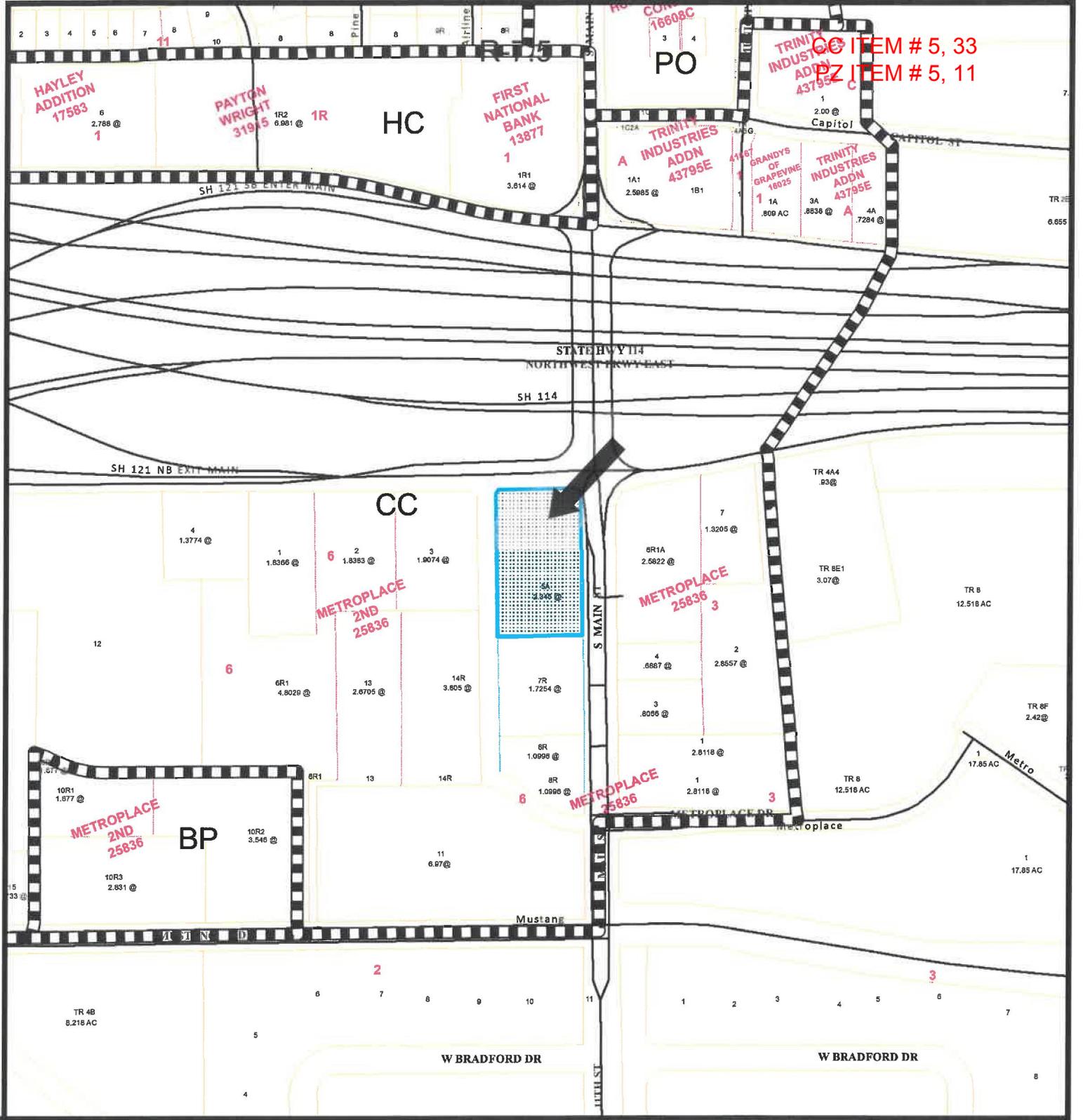
MASTER PLAN APPLICATION:

The Master Plan designates the subject property as Commercial land use. The proposed use is in compliance with the Master Plan.

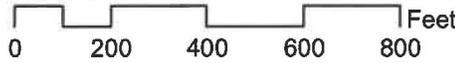
THOROUGHFARE PLAN APPLICATION:

The Thoroughfare Plan designates South Main Street as Type B Major Arterial, with a minimum 80-foot right-of-way developed as four lanes with a median.

/at



CC ITEM # 5, 33
 PZ ITEM # 5, 11



CU18-01A
Boomerjack's

Date Prepared: 4/5/2018

This data has been compiled by the City of Grapevine IT/GIS department. Various official and unofficial sources were used to gather this information. Every effort was made to ensure the accuracy of this data, however, no guarantee is given or implied as to the accuracy of said data.



CITY OF GRAPEVINE

CONDITIONAL USE APPLICATION

Form "A"

PART 1. APPLICANT INFORMATION

Name of applicant / agent: / company / contact

BOOMERJACK'S GRAPEVINE, LLC / BRUCE HVIDSTEN CFO

Street address of applicant / agent:

136 HARMON ROAD

City / State / Zip Code of applicant / agent:

HURST, TX 76053-6760

Telephone number of applicant / agent:

817-554-0554

Fax number of applicant / agent

871-554-0555

Email address of applicant / agent

bruce@boomerjacks.com

Mobile phone number of applicant / agent

972-352-0666

PART 2. PROPERTY INFORMATION

Street address of subject property

201 WEST STATE HIGHWAY 114

Legal description of subject property (metes & bounds must be described on 8 1/2" x 11" sheet)

Lot 5A Block 6 Addition METROPLACE SECOND INSTALLMENT

Size of subject property

2.3461

Acres

102,200 SF LOT 10,000 SF BLDG

Square footage

Present zoning classification:

CC COMMUNITY COMMERCIAL

Proposed use of the property:

RESTAURANT WITH SALE OF ALCOHOL

Circle yes or no, if applies to this application

Outdoor speakers Yes No

Minimum / maximum district size for conditional use request:

5 Acres

Zoning ordinance provision requiring a conditional use:

Section 42.B

PART 3. PROPERTY OWNER INFORMATION

Name of current property owner:

CENTRAL GRAPEVINE PROPERTY, LLC

Street address of property owner:

3101 CREST LAKE CT

City / State / Zip Code of property owner:

ARLINGTON, TX 76016

Telephone number of property owner:

817-460-5222

Fax number of property owner:

N/A



- Submit a letter describing the proposed conditional use and note the request on the site plan document
- In the same letter, describe or show on the site plan, and conditional requirements or conditions imposed upon the particular conditional use by applicable district regulations (example: buffer yards, distance between users)
- In the same letter, describe whether the proposed conditional use will, or will not cause substantial harm to the value, use, or enjoyment of other property in the neighborhood. Also, describe how the proposed conditional use will add to the value, use or enjoyment of other property in the neighborhood.
- Application of site plan approval (Section 47, see attached Form "B").
- The site plan submission shall meet the requirements of Section 47, Site Plan Requirements.
- All conditional use and conditional use applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.
- All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.
- Any changes to a site plan (no matter how minor or major) approved with a conditional use or conditional use permit can only be approved by city council through the public hearing process.
- I have read and understand all the requirements as set forth by the application for conditional use or conditional use permit and acknowledge that all requirements of this application have been met at the time of submittal.

PART 4. SIGNATURE TO AUTHORIZE CONDITIONAL USE REQUEST AND PLACE A CONDITIONAL USE REQUEST SIGN ON THE SUBJECT PROPERTY

BOOMERJACK'S GRAPEVINE LLC / BRUCE HVIDSTEN

Print Applicant's Name:

Applicant's Signature:

The State of Texas

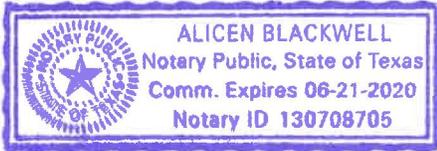
County Of Tarrant

Before Me Alicen Blackwell
(notary)

on this day personally appeared Bruce Hvidsten
(applicant)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 2nd day of January, A.D. 2018.



Alicen Blackwell
Notary In And For State Of Texas

CENTRAL GRAPEVINE PROPERTY, LLC / CHAN LEE

Print Property Owners Name:

Property Owner's Signature:

The State Of Texas

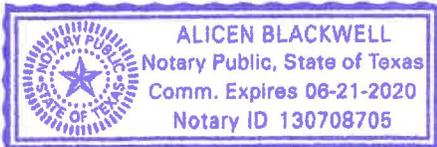
County Of Tarrant

Before Me Alicen Blackwell
(notary)

on this day personally appeared Chan Lee
(property owner)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 2nd day of January, A.D. 2018.



Alicen Blackwell
Notary In And For State Of Texas



ACKNOWLEDGEMENT

All Conditional Use and Special Use Applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.

All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.

Any changes to a site plan (no matter how minor or major) approved with a conditional use or a special use permit can only be approved by city council through the public hearing process.

Any application for a change in zoning or for an amendment to the zoning ordinance shall have, from the date of submittal, a period of four months to request and be scheduled on an agenda before the Planning and Zoning Commission and City Council. If after said period of four months an application has not been scheduled before the Commission and Council said application shall be considered withdrawn, with forfeiture of all filing fees. The application, along with the required filing fee may be resubmitted any time thereafter for reconsideration. Delays in scheduling applications before the Planning and Zoning Commission and City Council created by city staff shall not be considered a part of the four month period.

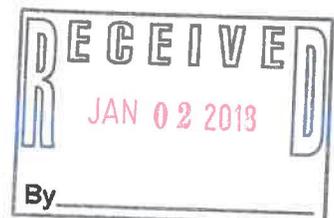
I have read and understand all of the requirements as set forth by the application for conditional use or special use permit and acknowledge that all requirements of this application have been met at the time of submittal.

Signature of Applicant 

Date: 1/2/2018

Signature of Owner 

Date: 1/2/2018





BOOMERJACK'S GRAPEVINE

201 West State Highway 114

Conditional Use Application per C-C Community Commercial District

PROJECT DESCRIPTION

Boomerjack's Bar and Grill is a concept operating 13 locations throughout the DFW area. The brand provides a casual atmosphere with American fare, full bar, numerous TV's for sports viewing and expansive patios.

Boomerjack's is proposing the remodel of a vacant restaurant that was previously occupied by a Joe's Crabshack. The proposed is a bar and grill with patio seating similar to the existing Boomerjack's locations.

The remodel will generally cover the following:

- **New interior, seating and décor**
- **Updated bar and tap system**
- **Garage doors connecting with patio**
- **New patio decking, seating and design**
- **Container bar serving the patio**
- **Complete A/V package**
- **Updated kitchen, coolers and HVAC**
- **Updated bathrooms and ADA**
- **New signage and exterior design**
- **New landscaping design**



ORDINANCE NO. 2018-040

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS ISSUING A CONDITIONAL USE PERMIT IN ACCORDANCE WITH SECTION 48 OF ORDINANCE NO. 82-73, THE COMPREHENSIVE ZONING ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS, SAME BEING ALSO KNOWN AS APPENDIX "D" OF THE CITY CODE, BY GRANTING CONDITIONAL USE PERMIT CU18-01A AMENDING THE SITE PLAN APPROVED BY ORDINANCE NO. 2010-45 FOR A PLANNED COMMERCIAL CENTER WITH THE POSSESSION, STORAGE, RETAIL SALE, AND ON-PREMISE CONSUMPTION OF ALCOHOLIC BEVERAGES (BEER, WINE AND MIXED BEVERAGES IN CONJUNCTION WITH A RESTAURANT, SPECIFICALLY TO REVISE THE BUILDING ELEVATIONS IN A DISTRICT ZONED "CC" COMMUNITY COMMERCIAL DISTRICT FOR LOT 5, BLOCK 6, METROPLACE SECOND INSTALLMENT (BOOMERJACK'S) (201 WEST STATE HIGHWAY 114) ALL IN ACCORDANCE WITH A SITE PLAN APPROVED PURSUANT TO SECTION 47 OF ORDINANCE NO. 82-73 AND ALL OTHER CONDITIONS, RESTRICTIONS AND SAFEGUARDS IMPOSED HEREIN; CORRECTING THE OFFICIAL ZONING MAP; PRESERVING ALL OTHER PORTIONS OF THE ZONING ORDINANCE; PROVIDING A CLAUSE RELATING TO SEVERABILITY; DETERMINING THAT THE PUBLIC INTERESTS, MORALS AND GENERAL WELFARE DEMAND THE ISSUANCE OF THIS CONDITIONAL USE PERMIT; PROVIDING A PENALTY NOT TO EXCEED THE SUM OF TWO THOUSAND DOLLARS (\$2,000.00); DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, an application was made requesting issuance of a conditional use permit by making applications for same with the Planning & Zoning Commission of the City of Grapevine, Texas, as required by State statutes and the zoning ordinance of the City of Grapevine, Texas, and all the legal requirements, conditions and prerequisites having been complied with, the case having come before the City Council of the City of Grapevine, Texas, after all legal notices requirements, conditions and prerequisites having been complied with; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied: safety of the

motoring public and the pedestrians using the facilities in the area immediately surrounding the site; safety from fire hazards and measures for fire control; protection of adjacent property from flood or water damages, noise producing elements, and glare of the vehicular and stationary lights and effect of such lights on established character of the neighborhood; location, lighting, and types of signs and relation of signs to traffic control and adjacent property; street size and adequacy of width for traffic reasonably expected to be generated by the proposed use around the site and in the immediate neighborhood; adequacy of parking as determined by requirements of this ordinance for off-street parking facilities; location of ingress and egress points for parking and off-street locating spaces, and protection of public health by surfacing on all parking areas to control dust; effect on the promotion of health and the general welfare; effect on light and air; the effect on the overcrowding of the land; the effect on the concentration of population; the effect on the transportation, water, sewerage, schools, parks and other facilities; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council of the City of Grapevine, Texas, did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied; effect on the congestion of the streets, the fire hazards, panics and other dangers possibly present in the securing of safety from same, the effect on the promotion of health and the general welfare, effect on adequate light and air, the effect on the overcrowding of the land, the effect on the concentration of population, the effect on the transportation, water, sewerage, schools, parks and other public facilities; and

WHEREAS, all of the requirements of Section 48 of Ordinance No. 82-73 have been satisfied by the submission of evidence at a public hearing; and

WHEREAS, the City Council further considered among other things the character of the existing zoning district and its peculiar suitability for particular uses and with the view to conserve the value of buildings and encourage the most appropriate use of land throughout this City; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that there is a public necessity for the granting of this conditional use permit, that the public demands it, that the public interest clearly requires the amendment, that the zoning changes do not unreasonably invade the rights of those who bought or improved property with reference to the classification which existed at the time their original investment was made; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that the conditional use permit lessens the congestion in the streets, helps secure safety from fire, panic and other dangers, prevents the overcrowding of land, avoids undue concentration of population, facilitates the adequate provisions of transportation, water, sewerage, schools, parks and other public requirements; and

WHEREAS, the City Council of the City of Grapevine, Texas, has determined that there is a necessity and need for this conditional use permit and has also found and determined that there has been a change in the conditions of the property surrounding and in close proximity to the property requested for a change since this property was originally classified and, therefore, feels that the issuance of this conditional use permit for the particular piece of property is needed, is called for, and is in the best interest of the public at large, the citizens of the City of Grapevine, Texas, and helps promote the general health, safety and welfare of this community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That the City does hereby issue a conditional use permit in accordance with Section 48 of Ordinance No. 82-73, the Comprehensive Zoning Ordinance of the City of Grapevine, Texas, same being also known as Appendix "D" of the City Code, by granting Conditional Use Permit CU18-01A amending the site plan approved by Ordinance No. 2010-45 for a planned commercial center with the possession, storage, retail sale, and on-premise consumption of alcoholic beverages (beer, wine, and mixed beverages) in conjunction with a restaurant, specifically to revise the building elevations (Boomerjack's) in a district zoned "CC" Community Commercial District within the following described property: Lot 5, Block 6, Metroplace Second Installment (201 West State Highway 114) all in accordance with a site plan approved pursuant to Section 47 of Ordinance No. 82-73, attached hereto and made a part hereof as Exhibit "A", and all other conditions, restrictions, and safeguards imposed herein, including but not limited to the following: None.

Section 2. That the City Manager is hereby directed to amend the official zoning map of the City of Grapevine, Texas, to reflect the herein conditional use permit.

Section 3. That in all other respects the use of the tract or tracts of land herein above described shall be subject to all the applicable regulations contained in said City of Grapevine zoning ordinance and all other applicable and pertinent ordinances of the City of Grapevine, Texas.

Section 4. That the zoning regulations and districts as herein established have been made in accordance with the comprehensive plan for the purpose of promoting health, safety, morals and the general welfare of the community. They have been designed with respect to both present conditions and the conditions reasonably anticipated to exist in the foreseeable future; to lessen congestion in the streets; to secure safely from fire, panic, flood and other dangers; provide adequate light and air; to prevent overcrowding of land, to avoid undue concentration of population; facilitate the adequate provisions of transportation, water, sewerage, drainage and surface water, parks and other public requirements, and to make adequate provisions for the normal business, commercial needs and development of the community. They have been made with reasonable consideration, among other things, of the character of the district, and its

peculiar suitability for the particular uses and with a view of conserving the value of buildings and encouraging the most appropriate use of land throughout the community.

Section 5. That this ordinance shall be cumulative of all other ordinances of the City of Grapevine, Texas, affecting zoning and shall not repeal any of the provisions of said ordinances except in those instances where provisions of those ordinances which are in direct conflict with the provisions of this ordinance.

Section 6. That the terms and provisions of this ordinance shall be deemed to be severable and that if the validity of the zoning affecting any portion of the tract or tracts of land described herein shall be declared to be invalid, the same shall not affect the validity of the zoning of the balance of the tract or tracts of land described herein.

Section 7. That any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed Two Thousand Dollars (\$2,000.00) and a separate offense shall be deemed committed upon each day during or on which a violation occurs or continues.

Section 8. That the fact that the present ordinances and regulations of the City of Grapevine, Texas, are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the inhabitants of the City of Grapevine, Texas, creates an emergency for the immediate preservation of the public business, property, health, safety and general welfare of the public which requires that this ordinance shall become effective from and after the date of its final passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April 2018.

APPROVED:

William D. Tate
Mayor

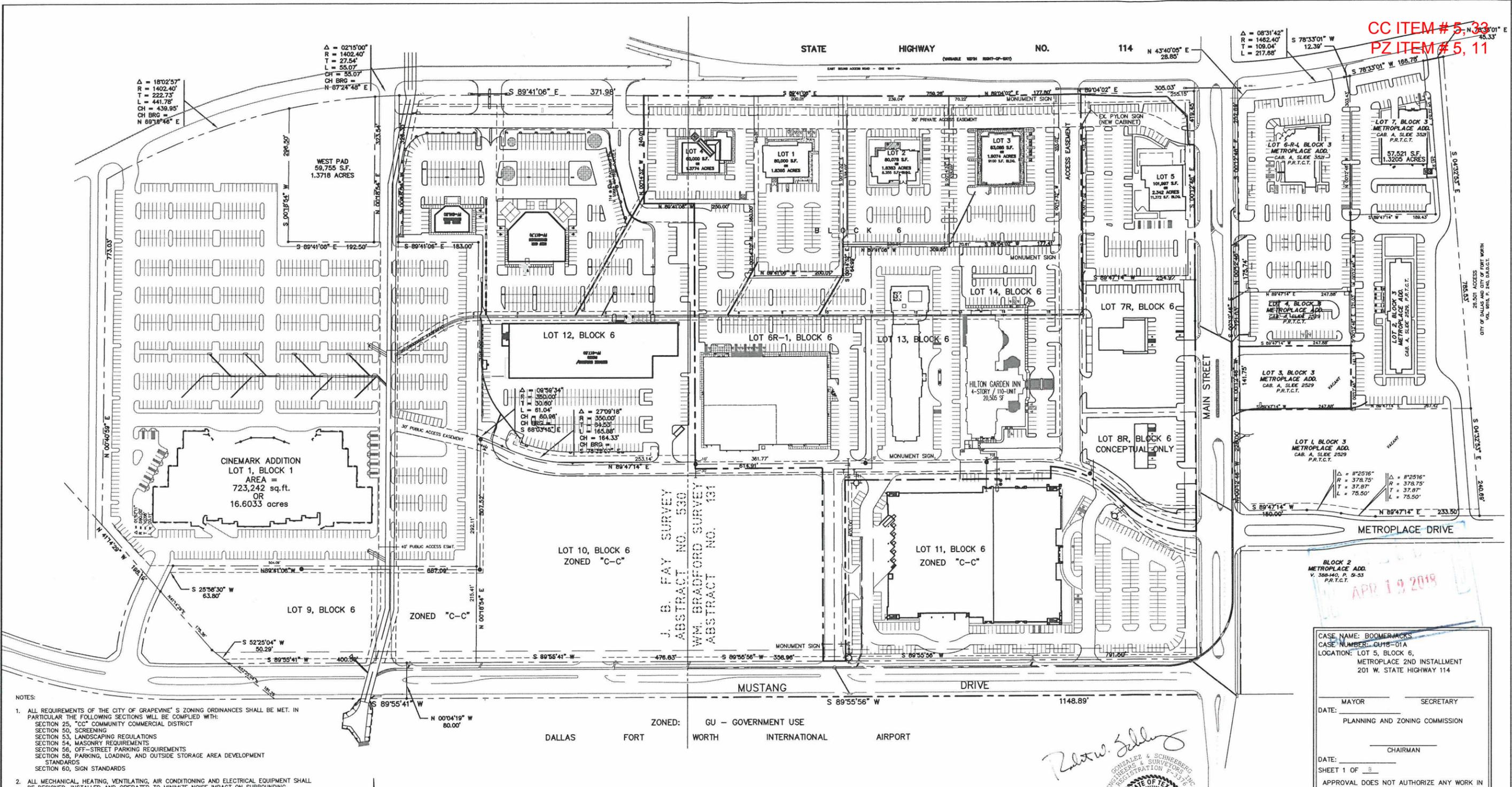
ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

CC ITEM # 5, 33
PZ ITEM # 5, 11



Δ = 18'02'37"
R = 1402.40'
T = 222.73'
L = 441.78'
CH = 439.95'
CH BRG = N 69°18'46" E

Δ = 02'15'00"
R = 1402.40'
T = 27.54'
L = 55.07'
CH = 35.07'
CH BRG = N 87°24'48" E

Δ = 08'31'42"
R = 1482.40'
T = 109.04'
L = 217.68'

S 78°33'01" W
12.39'

S 78°33'01" W
166.78'

WEST PAD
59,755 S.F.
1.3718 ACRES

CINEMARK ADDITION
LOT 1, BLOCK 1
AREA = 723,242 sq.ft.
OR 16.6033 acres

LOT 12, BLOCK 6

LOT 6R-1, BLOCK 6

LOT 13, BLOCK 6

LOT 14, BLOCK 6

LOT 7R, BLOCK 6

LOT 8R, BLOCK 6
CONCEPTUAL ONLY

LOT 10, BLOCK 6
ZONED "C-C"

LOT 11, BLOCK 6
ZONED "C-C"

BLOCK 2
METROPLACE ADD.
V. 388-140, P. 5-53
P.R.T.C.T.

APR 19 2019

CASE NAME: BOOMERJACKS
CASE NUMBER: CU18-01A
LOCATION: LOT 5, BLOCK 6,
METROPLACE 2ND INSTALLMENT
201 W. STATE HIGHWAY 114

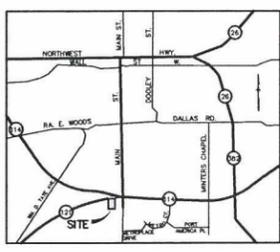
MAYOR _____ SECRETARY _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____

DATE: _____
SHEET 1 OF 8

APPROVAL DOES NOT AUTHORIZE ANY WORK IN
CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

- NOTES:
- ALL REQUIREMENTS OF THE CITY OF GRAPEVINE'S ZONING ORDINANCES SHALL BE MET. IN PARTICULAR THE FOLLOWING SECTIONS WILL BE COMPLIED WITH:
SECTION 25, "CC" COMMUNITY COMMERCIAL DISTRICT
SECTION 50, SCREENING
SECTION 53, LANDSCAPING REGULATIONS
SECTION 54, MASONRY REQUIREMENTS
SECTION 56, OFF-STREET PARKING REQUIREMENTS
SECTION 58, PARKING, LOADING, AND OUTSIDE STORAGE AREA DEVELOPMENT STANDARDS
SECTION 60, SIGN STANDARDS
 - ALL MECHANICAL, HEATING, VENTILATING, AIR CONDITIONING AND ELECTRICAL EQUIPMENT SHALL BE DESIGNED, INSTALLED AND OPERATED TO MINIMIZE NOISE IMPACT ON SURROUNDING PROPERTIES. ALL SUCH EQUIPMENT SHALL BE SCREENED FROM PUBLIC VIEW.
 - EXISTING TREES IN LANDSCAPE AREAS SHALL BE SAVED.
 - SITE SHALL BE GRADED IN ACCORDANCE WITH THE CITY OF GRAPEVINE'S SPECIFICATIONS FOR PUBLIC WORKS CONSTRUCTION AND OTHER APPLICABLE CITY REGULATIONS.
 - ALL DUMPSTERS SHALL BE SCREENED ON THREE SIDES BY A SOLID FENCE OR WALL ONE FOOT ABOVE THE DUMPSTER, NOT TO EXCEED EIGHT FEET IN HEIGHT.
 - THE REQUIREMENTS OF THE GRAPEVINE SOIL EROSION CONTROL ORDINANCE SHALL BE MET DURING THE PERIOD OF CONSTRUCTION.
 - PARKING FOR DISABLED PERSONS SHALL BE DESIGNATED ACCORDING TO CHAPTER 23, SEC. 23.64 TO 23.69 OF THE GRAPEVINE CODE OF ORDINANCES.
 - CONDITIONAL USE REQUEST CU18-01A IS A REQUEST TO AMEND THE PREVIOUSLY APPROVED SITE PLAN OF CU10-19 (ORD. 2010-45) FOR A PLANNED COMMERCIAL CENTER WITH THE POSSESSION, STORAGE, RETAIL SALES AND ON PREMISE CONSUMPTION OF ALCOHOLIC BEVERAGES (BEER, WINE AND MIXED BEVERAGES), SPECIFICALLY TO REVISE THE BUILDING ELEVATIONS, IN CONJUNCTION WITH A RESTAURANT.
 - THE ENTIRE SITE IS THE PREMISES.
 - ALL ON-SITE ELECTRICAL CONDUCTORS ASSOCIATED WITH NEW CONSTRUCTION SHALL BE LOCATED UNDERGROUND.
 - THE PROPERTY IS CURRENTLY ZONED "CC" COMMUNITY COMMERCIAL DISTRICT.
 - THE CURRENT LAND USE DESIGNATION AS CONTAINED IN THE COMPREHENSIVE PLAN IS INDUSTRIAL/COMMERCIAL.
 - THE MINIMUM RADIUS FOR ALL DRIVEWAY ENTRANCES IS 20 FEET.
 - THE TYPICAL PARKING SPACE DIMENSIONS ARE 9 FEET BY 18 FEET.



LEGAL DESCRIPTION
LOTS 1-5, 6R-1, 7R, 8R, 13 AND 14R, BLOCK 6 METROPLACE, SECOND INSTALLMENT, A 20.6840 ACRE TRACT OUT OF THE WILLIAM BRADFORD SURVEY, ABSTRACT NO. 131 131, IN THE CITY OF GRAPEVINE, TARRANT COUNTY, TEXAS.
201 STATE HIGHWAY 114 WEST

SITE DATA

LOT NUMBER	LOT SIZE	BUILDING COVERAGE	DENSITY	BUILDING HEIGHT	IMPERVIOUS AREA	OPEN SPACE	PARKING
LOT 1	80,000 S.F.	7,500 S.F.	9.4%	28'-0"	59,500 S.F. (74.4%)	20,500 S.F. (25.6%)	141 SPACES (5 H.C.)
LOT 2	80,078 S.F.	6,579 S.F.	8.2%	27'-0"	81,854 S.F. (77.2%)	18,224 S.F. (22.8%)	145 SPACES (6 H.C.)
LOT 3	83,085 S.F.	9,100 S.F.	11.0%	19'-0"	67,685 S.F. (81.5%)	15,400 S.F. (18.5%)	148 SPACES (6 H.C.)
LOT 4	60,000 S.F.	6,165 S.F.	10.3%	23'-6"	44,963 S.F. (74.9%)	15,037 S.F. (25.1%)	95 SPACES (4 H.C.)
LOT 5	101,997 S.F.	11,372 S.F.	11.1%	24'-0"	83,058 S.F. (81.4%)	18,939 S.F. (18.6%)	160 SPACES (7 H.C.)
LOT 6R-1	209,215 S.F.	56,730 S.F.	27.1%	47'-4"	169,880 S.F. (81.2%)	39,335 S.F. (18.8%)	272 SPACES (8 H.C.)
LOT 7R	75,159 S.F.	5,857 S.F.	7.8%	19'-0"	60,055 S.F. (79.9%)	15,104 S.F. (20.1%)	47 SPACES (3 H.C.)
LOT 8R	47,866 S.F.	3,000 S.F.	6.3%	19'-0"	36,406 S.F. (76.0%)	11,480 S.F. (24.0%)	25 SPACES (3 H.C.)
LOT 13	116,325 S.F.	50,661 S.F.	43.6%	49'-11"	80,527 S.F. (69.2%)	35,798 S.F. (30.8%)	141 SPACES (5 H.C.)
LOT 14	165,733 S.F.	24,677 S.F.	14.9%	48'-1"	117,737 S.F. (71.0%)	47,996 S.F. (29.0%)	124 SPACES (5 H.C.)
TOTAL	1,019,478 S.F.	181,641 S.F.	17.8%	N.A.	781,665 S.F. (76.7%)	237,813 S.F. (23.3%)	1,298 SPACES (52 H.C.)
REQUIRED	30,000 S.F. (MIN.)	611,687 S.F. (MAX.)	60% (MAX.)	50'-0" (MAX.)	815,582 S.F. (80.0% MAX.)	203,896 S.F. (20.0% MIN.)	?

- NOTES:
- ALL PROPERTY SHOWN HEREON IS ZONED "C-C".
 - NO PORTIONS OF THE SUBJECT PROPERTY IS SHOWN TO BE WITHIN A SPECIAL FLOOD HAZARD AREA AS DEFINED BY THE FIA FLOOD HAZARD BOUNDARY MAPS PREPARED FOR THE CITY OF GRAPEVINE, COMMUNITY No. 480598.

Robert W. Schaefer
GONZALEZ & SCHNEEBERG
ENGINEERS & SURVEYORS, INC.
REGISTERED PROFESSIONAL ENGINEER
STATE OF TEXAS
65352

THE SEAL APPEARING ON THIS DOCUMENT WAS AUTHORIZED BY ROBERT W. SCHNEEBERG, P.E. 65352 ON 04/11/2018. ALTERATION OF A SEALED DOCUMENT WITHOUT PROPER NOTIFICATION TO THE RESPONSIBLE ENGINEER IS AN OFFENSE UNDER THE TEXAS ENGINEERING PRACTICE ACT.

OWNER OF IMPROVEMENTS:
LANDRY'S SEAFOOD REST INC.
10555 RICHMOND AVE
HOUSTON TX, 77042

LAND OWNER:
CENTRAL GRAPEVINE PROPERTY LLC
10555 RICHMOND AVE
HOUSTON TX, 77042

CU18-01A
MASTER SITE PLAN
FOR A PORTION OF
LOT 5, BLOCK 6
METROPLACE 2ND INSTALLMENT
201 STATE HIGHWAY 114 WEST
FOR
BOOMERJACKS
IN THE
CITY OF GRAPEVINE, TEXAS SHEET 1 OF 8

Gonzalez & Schneeburg
engineers = surveyors

Attn: Robert Schneeburg
2100 Lakoskie Blvd, Suite 200
Richardson, Texas 75082
Phone: (972) 616-8855

NO.	DATE	REVISION	SCALE	DATE	PROJ. NO.	DWG. NO.
1	JANUARY, 2018		1" = 100'		3774-17-12-11	MSP-January 2018.dwg

STATE HIGHWAY 114
(VARIABLE WIDTH PUBLIC RIGHT-OF-WAY)



PROPERTY DESCRIPTION

Lot 5, Block 6, METROPLACE SECOND INSTALLMENT, an addition to the City of Grapevine, as recorded in Cabinet A, Slide 2721, Plat Records of Tarrant County, Texas; SAVE AND EXCEPT THE FOLLOWING:

A 4,365 square foot tract of land out of the William Bradford Survey, Abstract No. 131, in the City of Grapevine, Tarrant County, Texas, and being a portion of Lot 5, Block 6, Metroplace Second Installment, a subdivision of record in Cabinet A, Slide 2721, Plat Records, Tarrant County, Texas, the same being a portion of that tract described as 2,991 acres in a Special Warranty Deed, dated August 24, 1993 to I4 & Main Partners Corner L.P., of record in Volume 11217, Page 202, Deed Records, Tarrant County, Texas; the said 4,365 square feet of land being more particularly described by metes and bounds as follows:

COMMENCING at a 5/8-inch iron rod found at the southeast corner of said Lot 5, and the northeast corner of Lot 7, Block 6, Metroplace Second Installment, a subdivision of record in Cabinet A, Slide 4398, Plat Records, Tarrant County, Texas, said Lot 7 being described in said deed to I4 & Main Partners Corner L.P., same being in the existing right-of-way (ROW) line of Main Street;

THENCE, with the east line of said Lot 5 and said I4 & Main tract, and the existing west ROW line of said Main Street, North 00° 12' 44" West 300.74 feet to a point for the POINT OF BEGINNING and the southeast corner of this tract, same being in the proposed south ROW line of S.H. 114, 587.69 feet right of S.H. 114 Baseline Station 427+87.10;

THENCE, with the south line of this tract and the proposed south ROW line of S.H. 114, crossing the said Lot 5 and said I4 & Main tract, the following five (5) courses, numbered 1 through 5:

(1) South 89° 5' 33" West 13.30 feet to a TEXAS DEPARTMENT OF TRANSPORTATION (TxDOT) Type II concrete monument found;

(2) North 02° 49' 43" West 61.66 feet to a TxDOT Type II concrete monument found and the beginning of an "access denial line";

(3) with this "access denial line", North 43° 58' 49" West 64.51 feet to a TxDOT Type II concrete monument found;

(4) with this "access denial line", North 89° 42' 13" West 75.51 feet to a TxDOT Type II concrete monument found; and

(5) with this "access denial line", North 87° 47' 40" West 118.99 feet to a point at the westerly southwest corner of this tract, same being in the west line of said Lot 5 and said I4 & Main tract and the east line of Lot 14R, Block 6, Metroplace Second Installment, a subdivision of record in Cabinet A, Slide 1004, Plat Records, Tarrant County, Texas, said Lot 14R being described in a deed to Rochelle Lodging, L.P. of record in D204067648, Official Records, Tarrant County, Texas, and the end of this "access denial line";

THENCE, with the west line of this tract, said Lot 5 and said I4 & Main tract and the east line of said Lot 14R and said Rochelle tract, North 00° 14' 32" West 1.61 feet to a point at the northwest corner of this tract, said Lot 5 and said I4 & Main tract and the northeast corner of said Lot 14R and said Rochelle tract, same being in the existing south ROW line of S.H. 114 and the south line of that tract described as 6,847 acres in a deed to the State of Texas, of record in Volume 6892, Page 1325, Deed Records, Tarrant County, Texas;

THENCE, with the north line of this tract, said Lot 5, and said I4 & Main tract and the existing south ROW line of S.H. 114 and the south line of said 6.847 acre tract, North 89° 04' 02" East 235.15 feet to a calculated point at the west corner of that 20'x20' tract dedicated for ROW per plat recorded in Cabinet A, Slide 2537, Plat Records, Tarrant County, Texas;

THENCE, with the northeast line of this tract, said Lot 5, and with the existing southwest line of said 20'x20' ROW tract, South 45° 34' 10" East 28.01 feet to a calculated point in the existing west ROW line of said Main Street;

THENCE, with the east line of this tract, said Lot 5 and said I4 & Main tract and with the existing west ROW line of said Main Street, South 00° 12' 46" East 98.71 feet to the POINT OF BEGINNING and containing 4,365 square feet of land within these metes and bounds, more or less.

NOTES:
1. CONDITIONAL USE REQUEST CU18-01A IS A REQUEST TO AMEND THE PREVIOUSLY APPROVED SITE PLAN OF CU10-19 (ORD. 2010-45) FOR A PLANNED COMMERCIAL CENTER WITH THE POSSESSION, STORAGE, RETAIL SALES AND ON PREMISE CONSUMPTION OF ALCOHOLIC BEVERAGES (BEER, WINE AND MIXED BEVERAGES), SPECIFICALLY TO REVISE THE BUILDING ELEVATIONS, IN CONJUNCTION WITH A RESTAURANT.

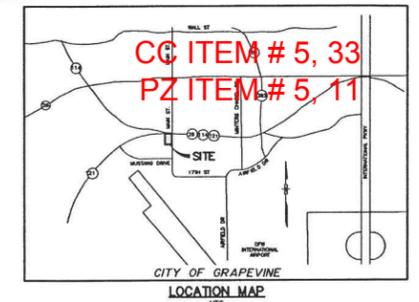
- THE ENTIRE SITE IS THE PREMISES.
- PARKING FOR THE DISABLED PERSONS SHALL BE DESIGNATED ACCORDING TO TEXAS ACCESSIBILITY STANDARDS.
- PARKING LOT LIGHTING SHALL BE DESIGNED USING A MINIMUM 15 FOOT CANDLES LIGHT LEVEL.
- THE REQUIREMENTS OF THE GRAPEVINE SOIL EROSION CONTROL ORDINANCE SHALL BE MET DURING THE PERIOD OF CONSTRUCTION.
- ALL DUMPSTERS SHALL BE SCREENED ON THREE SIDES BY A SOLID FENCE OR WALL ONE FOOT ABOVE THE DUMPSTER, NOT TO EXCEED EIGHT FEET IN HEIGHT.
- ALL REQUIREMENTS OF THE "CC" COMMUNITY COMMERCIAL DISTRICT SHALL BE MET.
- SIGNAGE FOR THE SITE SHALL BE SUBMITTED SEPARATELY AND SHALL BE IN FULL ACCORDANCE WITH THE CITY OF GRAPEVINE CODE OF ORDINANCES.
- ALL ON-SITE ELECTRICAL CONDUCTORS SHALL BE LOCATED UNDERGROUND.
- HOURS OF OPERATION ARE 10:30 A.M. UNTIL 2:00 A.M.

NOTES:
1. ALL PROPERTY SHOWN HEREON IS ZONED "C-C".
2. NO PORTIONS OF THE SUBJECT PROPERTY IS SHOWN TO BE WITHIN A SPECIAL FLOOD HAZARD AREA AS DEFINED BY THE FIA FLOOD HAZARD BOUNDARY MAPS PREPARED FOR THE CITY OF GRAPEVINE, COMMUNITY No. 480598.



OWNER OF IMPROVEMENTS:
LANDRY'S SEAFOOD REST. INC.
10555 RICHMOND AVE
HOUSTON TX, 77042

LAND OWNER:
CENTRAL GRAPEVINE PROPERTY LLC
10555 RICHMOND AVE
HOUSTON TX, 77042



SITE DATA CHART

ITEM	REQUIRED	PROVIDED
BUILDING HEIGHT (FEET)	50' max.	24 FEET
BUILDING HEIGHT (STORIES)	---	ONE
BUILDING AREA	60% max.(61,198 S.F.)	11,372 S.F.
LOT AREA	---	101,997 S.F.
FLOOR AREA RATIO	0.6 max	0.111
TOTAL IMPERVIOUS AREA	80% max	83,058 S.F. (0.814)
TOTAL OPEN SPACE	20% min.(20,399 S.F.)	18,939 S.F. (0.186)
AREA ACQUIRED FOR R.O.W.	---	4,365 S.F.
TOTAL PAVED AREA (VEHICULAR)	---	58,233 S.F.
TOTAL PAVED AREA (PEDESTRIAN)	---	13,453 S.F.

SITE DATA FOR BOOMERJACKS
LOT AREA: 101,997 S.F. OR 2.342 ACRES
CURRENT ZONING "CC" - COMMUNITY COMMERCIAL
CURRENT USE: RESTAURANT WITH SURFACE PARKING
EXISTING BUILDING SQUARE FOOTAGE: 11,372 S.F.
PARKING REQUIRED (SEE TABLE BELOW): 160 SPACES
PARKING PROVIDED: 160 SPACES
REGULAR - 153 SPACES
HANDICAPPED - 7 SPACES
OPEN SPACE REQUIRED: 20% (20,399 S.F.)
OPEN SPACE PROVIDED: 18.6% (18,939 S.F.)
AREA ACQUIRED FOR RIGHT-OF-WAY: 4,365 S.F.

TABLE FOR CALCULATION OF REQUIRED PARKING

Indoor Dining	Area	occupier s.f.	Occupants
Indoor Bar Area	2370	15	158.0
Gaming Area	855	15	57.0
Entry Area	198	11	18.0
Office Area	80	5	16.0
Kitchen/Service Areas	100	100	1.0
Fixed seating *	2400	200	12.0
	1320	30	44.0
		Total =	246.0
		divide by 1.5	164.0
		Spaces	160.0

* Fixed seating is computed as 1 occupant per 30' of seating width.

Outdoor Seats: 174
divide by 1.1 = 158.0
Total Spaces Required = 160.0
Total Spaces Provided = 160

CASE NAME: BOOMERJACKS
CASE NUMBER: CU18-01A
LOCATION: LOT 5, BLOCK 6,
METROPLACE 2ND INSTALLMENT
201 W. STATE HIGHWAY 114

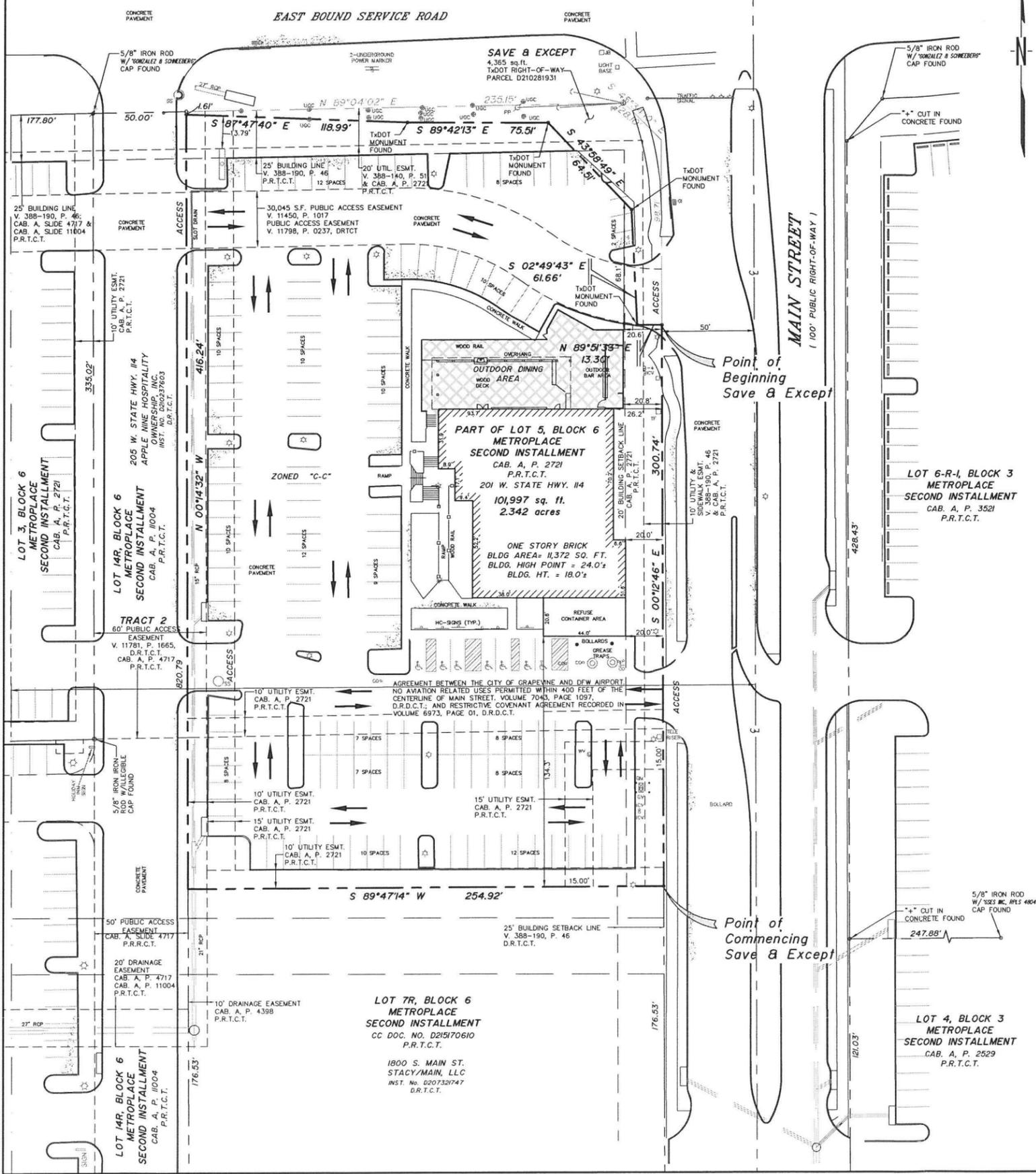
MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____
DATE: _____
SHEET 2 OF 2

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

CU18-01A
DIMENSIONAL CONTROL SITE PLAN
FOR A PORTION OF
LOT 5, BLOCK 6
METROPLACE 2ND INSTALLMENT
201 W. STATE HIGHWAY 114 WEST
FOR
BOOMERJACKS
IN THE
CITY OF GRAPEVINE, TEXAS SHEET 2 OF 2

Gonzalez & Schneberg engineers - surveyors		Attn: Robert Schneberg 2100 Lakeside Blvd., Suite 200 Richardson, Texas 76082 Phone: (972) 518-8855	
SCALE 1" = 30'	DATE MARCH, 2018	PROJ. NO. 3774-17-12-11	DWG. NO. Boomer Jacks siteplan-2018



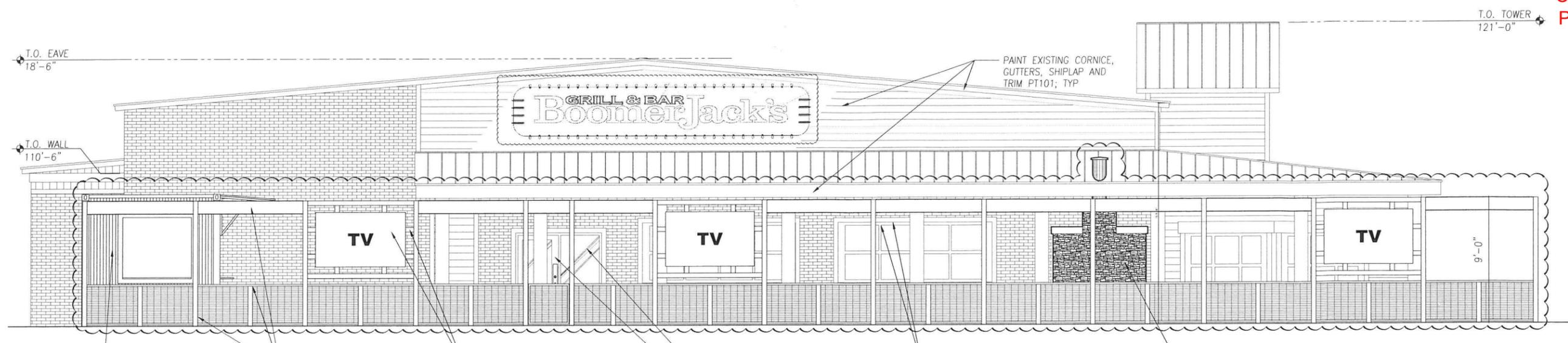
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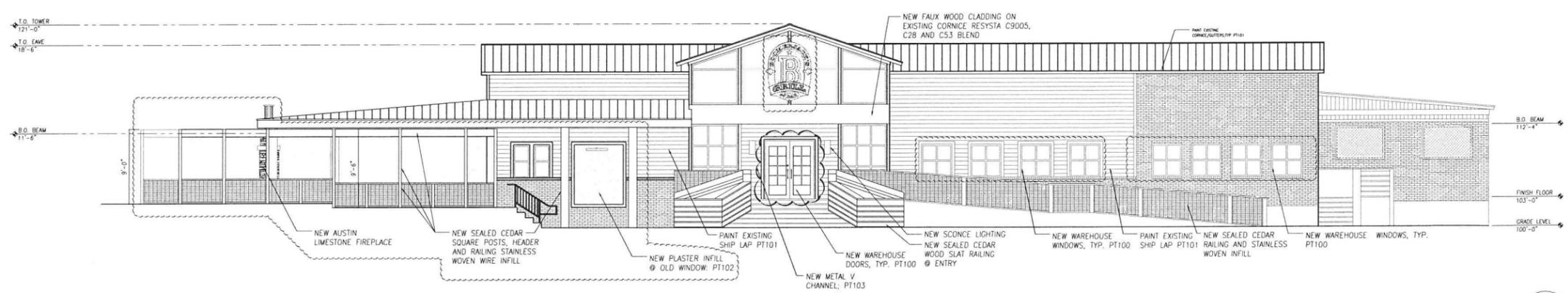
Cross
architects

ARCHITECT:
CROSS ARCHITECTS, PLLC
1255 W. 15TH STREET, SUITE 125
PLANO, TEXAS 75075
P: 972.398.6644
F: 972.312.8666
WWW.CROSSARCHITECTS.COM

BOOMERJACKS
GRAPEVINE, TX



01 NORTH ELEVATION
SCALE: 1/8" = 1'-0"



02 WEST ELEVATION
SCALE: 1/16" = 1'-0"

SHIPPING CONTAINER NOTES
34' X 9'-6" X 10'-0"
SHIPPING CONTAINER TO BE CONVERTED TO AN OUTDOOR BAR AREA FOR THE PATIO TO INCLUDE BAR EQUIPMENT, TVs, AND SPEAKERS AS WELL AS BAR SEATING.

MASONRY CALCULATIONS				
FACADE	TOTAL AREA	AREA MINUS WINDOWS/ DOORS	AREA MASONRY	% MASONRY
WEST	3,221	2,543	599	23.5%
NORTH	1,912	1,743	387	22.2%
EAST	2,978	2,978	2,001	67.2%
SOUTH	2,108	1,916	769	40.1%
TOTAL	10,219	9,175	3,756	40.9%

CASE NAME: BOOMERJACKS
CASE NUMBER: CU18-01A
LOCATION: LOT 5, BLOCK 6,
METROPLACE 2ND INSTALLMENT
201 W. STATE HIGHWAY 114

MAYOR _____ SECRETARY _____
DATE: _____

PLANNING AND ZONING COMMISSION

CHAIRMAN _____

DATE: _____
SHEET 5 OF 8

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

CU18-01A

** ALL EXTERIOR FINISHES TO REMAIN UNO **

PAINT		
PT100	BLACK	SW 6258 TRICORN; SEMI GLOSS FINISH
PT101	DARK GRAY	SW 7069 IRON ORE; MATTE FINISH
PT102	RED	SW 6328 FIREWEED; MATTE FINISH
PT103	BLUE	SW 6531 INDIGO; MATTE FINISH

DATE: 04/11/2018
PROJECT NUMBER: 18050
REVISIONS
NO DATE
DRAWINGS ISSUED FOR:
SHEET NUMBER
A3.0
EXTERIOR ELEVATIONS
COPYRIGHT © 2018

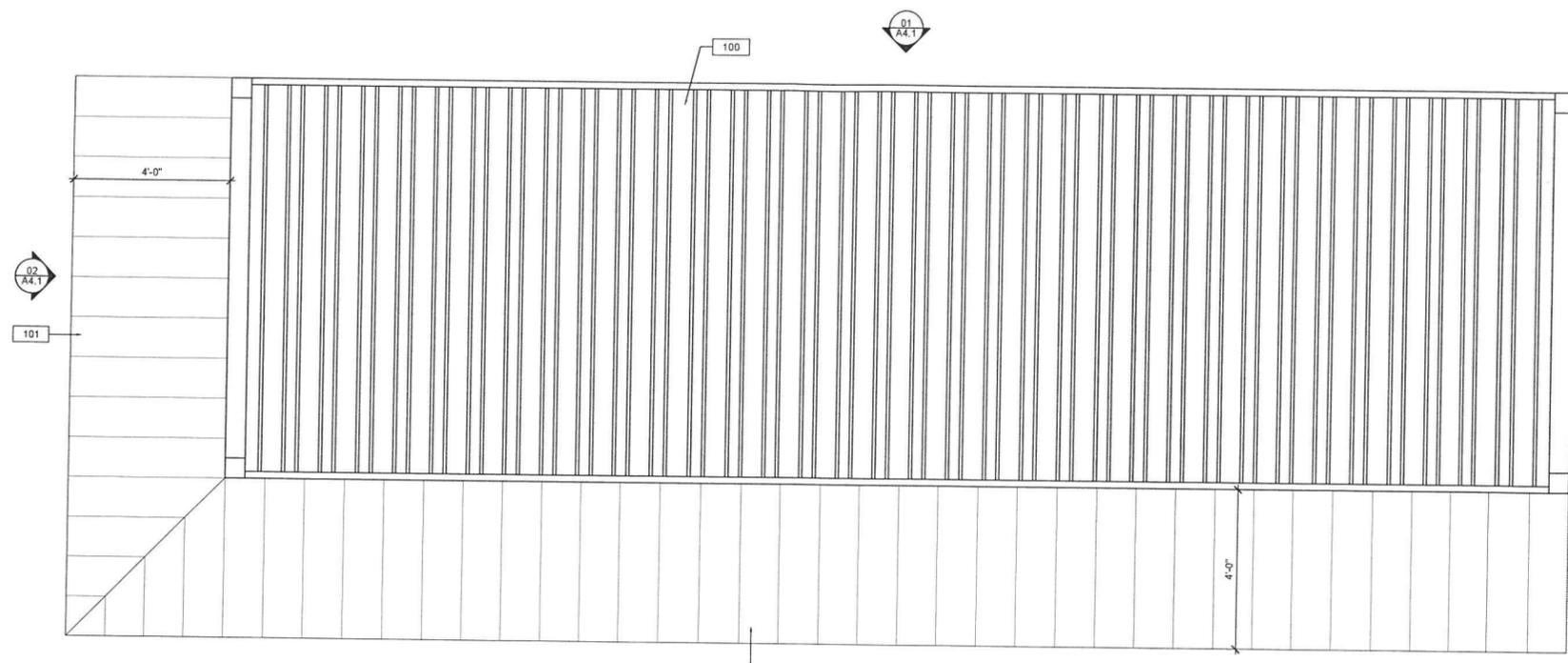
CC ITEM # 5. 33
PZ ITEM # 5. 11



Cross
architects

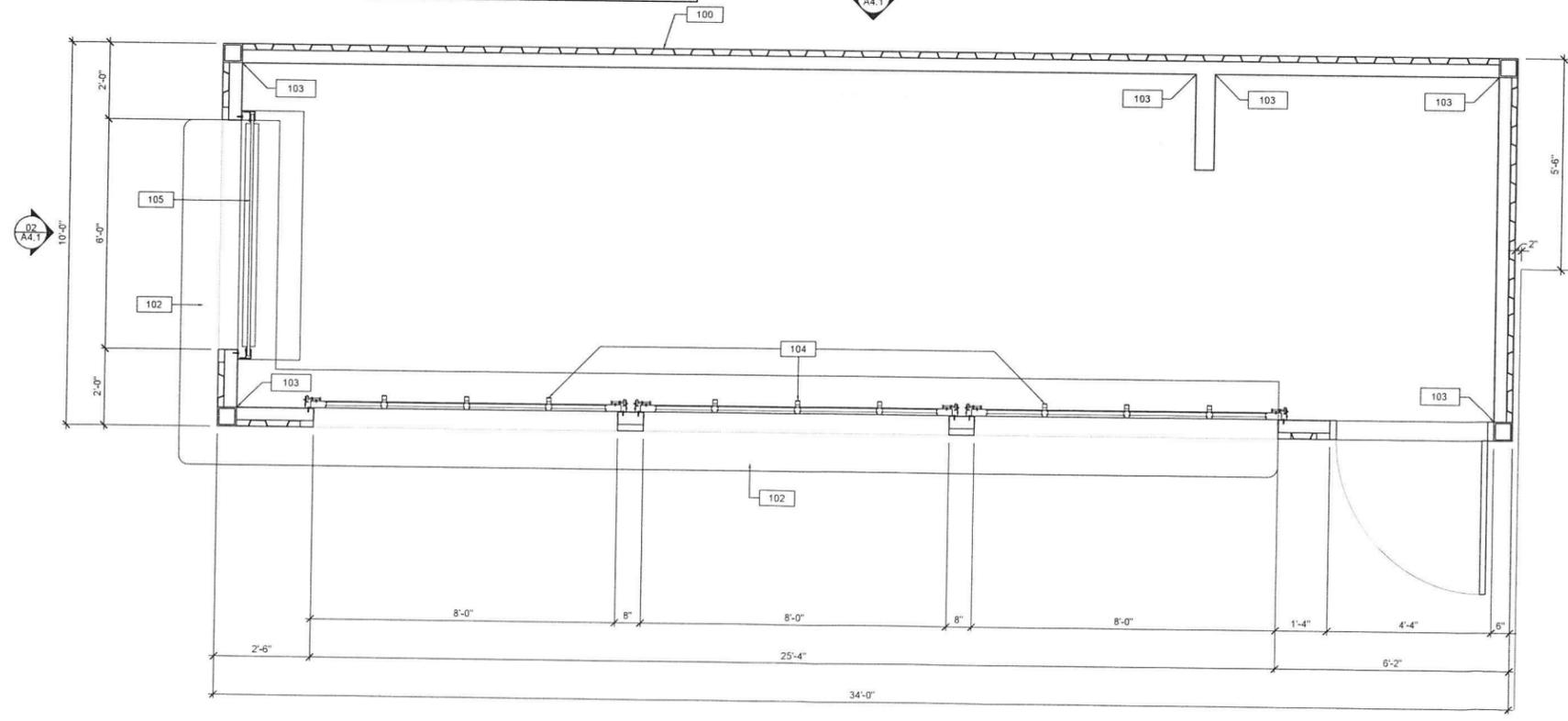
ARCHITECT:
CROSS ARCHITECTS, PLLC
1255 W. 15TH STREET, SUITE 125
PLANO, TEXAS 75075
P: 972.398.6644
F: 972.312.8666
WWW.CROSSARCHITECTS.COM

**BOOMERJACKS
GRAPEVINE, TX**



REF	DESCRIPTION	PRODUCT INFORMATION	VENDOR	SUPPLIED BY / INSTALLED BY
100	EXTERIOR PAINT	SW 7592 CRABBY APPLE, MATTE FINISH	SHERWIN WILLIAMS	GC / GC
101	CHARCOAL GREY	METAL ROOF	BERRIDGE MANUFACTURING	GC / GC
102	BAR COUNTER	SLEEK CONCRETE #4003, EASED EDGES	CEASARSTONE	GC / GC
103	INTERIOR FINISH	QUILTED STAINLESS STEEL PANELS R8130000M7	MCNICHOLS	GC / GC
104	OVERHEAD GARAGE DOOR W/ GLASS	CUSTOM		OWNER / GC
105	COIL TYPE OVERHEAD GARAGE DOOR	PAINT SW 7069 IRON ORE, FLAT FINISH		OWNER / GC

02 ENLARGED CONTAINER BAR ROOF PLAN
SCALE: 1/2" = 1'-0"



01 ENLARGED CONTAINER BAR PLAN
SCALE: 1/2" = 1'-0"

CASE NAME: BOOMERJACKS
CASE NUMBER: CU18-01A
LOCATION: LOT 5, BLOCK 6,
METROPLACE 2ND INSTALLMENT
201 W. STATE HIGHWAY 114

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

CHAIRMAN _____

DATE: _____
SHEET 7 OF 8
APPROVAL DOES NOT AUTHORIZE ANY WORK IN
CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES

CU18-01A

DATE: 04/11/2018
PROJECT NUMBER: 18050

REVISIONS

NO	DATE

DRAWINGS ISSUED FOR:

SHEET NUMBER
A4.0
CONTAINER BAR PLAN

COPYRIGHT © 2018

MEMO TO: HONORABLE MAYOR AND CITY COUNCIL MEMBERS

FROM: BRUNO RUMBELOW, CITY MANAGER ^{BK}
SCOTT WILLIAMS, DEVELOPMENT SERVICES DIRECTOR

MEETING DATE: APRIL 17, 2018

SUBJECT: AM18-02 – ARTICLE IV, GRAPEVINE CODE OF ORDINANCES,
FENCES

RECOMMENDATION:

Council to discuss possible amendments to Article IV of the Grapevine Code of Ordinances, Fences, and take any necessary action.

BACKGROUND:

The Grapevine fence ordinance currently limits the height of fences in a required or established front yard to a maximum 36 inches in height, and requires them to be at least 50 percent open. At the March 19, 2018 meeting, the Building Board of Appeals discussed recommending to Council possible amendments to the ordinance. The Board felt that it would be reasonable to recommend 48" fences in R-20 zoning districts only. The fences would still be required to be at least 50% open, and the Board recommends that chain link fences not be allowed in front yards, and gates across driveways must be set back at least 20' from property line at the street.

Below are what some other Metroplex cities allow:

Southlake - maximum 8' tall - however, per Southlake staff, deed restrictions typically require much lower height.

Colleyville - maximum 30" tall, and minimum 75% open. Some lots over 40,000 square feet may have a maximum 8' fence, 75% open.

Flower Mound - maximum 48", except agricultural districts may have livestock wire fencing not to exceed 5'.

Plano - maximum 40" tall, minimum 50% open.

Keller - 36". In SF-LD (Keller's largest lot-area residential district), open fences can be 5' tall.

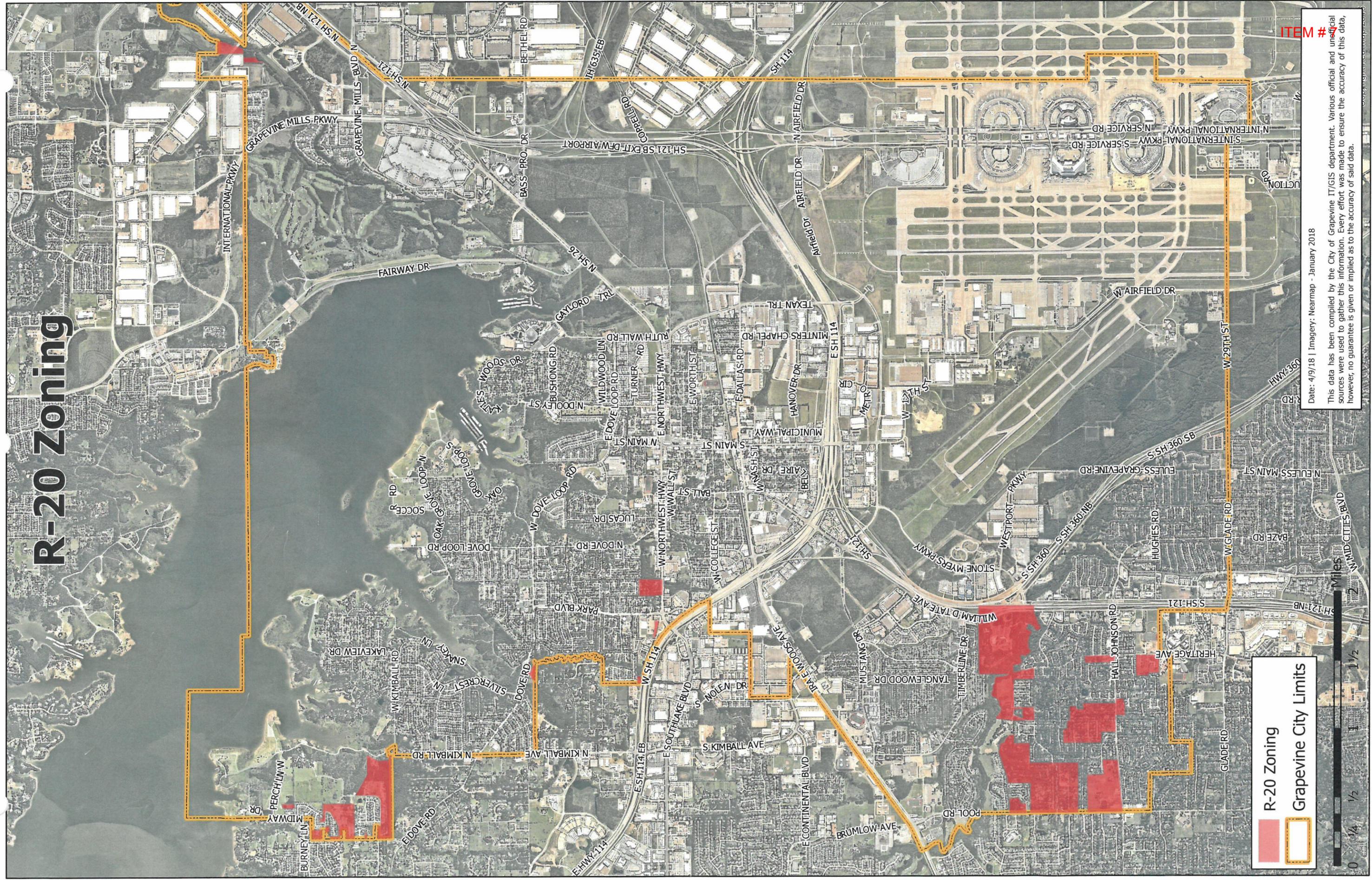
ITEM # 7

Eules - maximum 36" tall. Lots more than one (1) acre may exceed 36", must be at least 75% open, and setback 10' from property line.

Coppell - No fences permitted in front yard.

A draft ordinance showing the proposed amendments is attached. If Council wishes to proceed with these changes, the amendment will be brought to the May meeting.

R-20 Zoning



 R-20 Zoning

 Grapevine City Limits



Date: 4/9/18 | Imagery: Nearmap - January 2018

This data has been compiled by the City of Grapevine IT/GIS department. Various official and unofficial sources were used to gather this information. Every effort was made to ensure the accuracy of this data, however, no guarantee is given or implied as to the accuracy of said data.

ITEM #

ORDINANCE NO. 2018-XXX

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AMENDING THE GRAPEVINE CODE OF ORDINANCES CHAPTER 7 BUILDINGS AND CONSTRUCTION, ARTICLE IV FENCES; AMENDING SECTION 7-127; PROVIDING A SEVERABILITY CLAUSE; PROVIDING A PENALTY, NOT TO EXCEED TWO THOUSAND DOLLARS (\$2,000.00) FOR EACH SEPARATE OFFENSE AND A SEPARATE OFFENSE SHALL BE DEEMED COMMITTED UPON EACH DAY DURING OR ON WHICH A VIOLATION OCCURS; DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, has previously adopted ordinances regulating the installation of fences; and

WHEREAS, the City of Grapevine, has determined that it is a necessity to regulate the activities and entities as provided for herein to safeguard the public; and

WHEREAS, the City of Grapevine is authorized by law to adopt the provisions contained herein, and has complied with all prerequisites necessary for the passage of this Ordinance; and

WHEREAS, the City Council of the City of Grapevine, has determined that an amendment of Chapter 7, Building and Construction, Article IV, Fences, Section 7-127, of the Code of Ordinances is in the best interest of the City, and its citizens.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the Code of Ordinances Chapter 7, Buildings and Construction, Article VI, Fences, Section 7-127, is hereby amended as follows:

Section 7-127. Front yard requirements.

~~“(a) Corner lots: It shall be unlawful to erect a fence in the required front yard building setback area or the established front yard area, whichever area is greater in depth, on any corner lot, except along the interior lot line in accordance with subsection (b).~~

~~(b) Interior lots:~~

(1) **(a)** It shall be unlawful to erect a fence, hedge or vines over 36 inches in height in the required front yard area or the established front yard area, whichever area is greater in depth, on any interior lot. **Fences in a required or established front yard on properties zoned R-20 Single Family District may be a maximum of 48 inches in height.**

(2) **(b)** It shall be unlawful to erect a fence, hedge or vines in the required front yard area or the established front yard area, whichever area is greater in depth, on any interior lot that does not have at least 50 percent through vision.

(3) **(c)** It shall be unlawful to maintain a fence, hedge or vines in the required front yard area or an established front yard area, whichever area is greater in depth, of an interior lot in a manner that does not permit at least 50 percent through vision.

(4) **(d)** For the purpose of this section, "established front yard area" shall mean an open, unoccupied space on a lot facing a street and extending across the front of a lot between the side yard lines and extending from the abutting street to a principal building or structure. The phrase "required front yard" shall have the meaning ascribed to it in the Grapevine Zoning Ordinance No. 82-73.

(e) Fences within a required or established front yard area shall not be constructed of "chain-link" material.

(f) Gates erected across driveways adjacent to streets shall be set back a minimum of 20 feet from the property line adjacent to the street."

{Remainder of section unchanged}

Section 3. Any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed two thousand dollars (\$2,000.00) for each offense and a separate offense shall be deemed committed each day during or on which a violation occurs or continues.

Section 4. All ordinances or any parts thereof in conflict with the terms of this ordinance shall be and hereby are deemed repealed and of no force or effect.

Section 5. If any section, subsection, sentence, clause or phrase of this ordinance shall for any reason be held to be invalid, such decision shall not affect the validity of the remaining portions of this ordinance.

Section 6. The fact that the present ordinances and regulations of the City of Grapevine, Texas are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the inhabitants of the City of Grapevine, Texas, creates an emergency for the immediate preservation of the public business, property, health, safety and general welfare of the public which requires that this ordinance shall become effective from and after the date of its passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, on this the ____ day of _____, 2018.

APPROVED:

ATTEST:

APPROVED AS TO FORM:

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL
FROM: BRUNO RUMBELOW, CITY MANAGER *BR*
MEETING DATE: APRIL 17, 2018
SUBJECT: CONDITIONAL USE REQUEST CU18-07 (SECOND READING)
CAMP BOW WOW

RECOMMENDATION:

Staff recommends the City Council approve Conditional Use Application CU18-07 on the second reading of an ordinance, and take any other action necessary.

BACKGROUND:

Conditional Use Request CU18-07 was submitted by Charles and Linda Gray and approved on the first reading of an ordinance by Council at the March 20, 2018 meeting. The request was to allow for a pet day care with overnight boarding.

The applicant's intent is to utilize 11,290 square feet of an existing 34,420 square foot single story structure for the purpose of establishing Camp Bow Wow, a pet day care for dogs. All proposed activities including obedience training, pet grooming and pet play areas will occur indoors. No activities will occur outdoors. The applicant sought approval of a special exception from the Board of Zoning Adjustment relative to open space, impervious coverage and landscaping requirements. The Board approved the special exception request at their April 2, 2018 meeting.

/at

111 89 86 62 59
112 88 87 61 60

ESTHER MOORE 26563
MAC'S CORNER 24534H

TEXAS SUBSTATION ADDN 16075E
ITEM # 9
1.9899 @

R-7.5

DALLAS RD

CHARLES MARTINEZ 25005

RYDER ADDN 36943

TR 4A 6.973 AC

HFCC 16608G

1 1A 1.97 @

TRACT 3R 7.643 @

1 3.77 @ 1

LI

TR 2A3C 1.2 AC

DFW AIR FREIGHT CENTRE 9079

TRACT 1

2 2.546 @ DFW AIR FREIGHT CENTRE 9079

DFW AIR FREIGHT CENTRE 9079

TRACT 3R 7.643 @

DFW AIR FREIGHT CENTRE 9079 2 2.546 @

TRACT 2

1 1 HOLLINGSWORTH ADDN 18855A

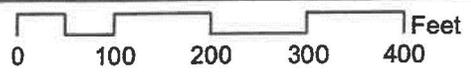
AIR-LAND 165

CC

TR 2 2.19 @

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CU18-07 Camp Bow Wow

Date Prepared: 3/6/2018

This data has been compiled by the City of Grapevine IT/GIS department. Various official and unofficial sources were used to gather this information. Every effort was made to ensure the accuracy of this data, however, no guarantee is given or implied as to the accuracy of said data.



CITY OF GRAPEVINE

CONDITIONAL USE APPLICATION

Form "A"

PART 1. APPLICANT INFORMATION

<i>Name of applicant / agent/company/contact</i> Petgrad LLC dba Camp Bow Wow: Charles and Linda Grady	
<i>Street address of applicant / agent:</i> 769 S. MacArthur Blvd., Suite 233	
<i>City / State / Zip Code of applicant / agent:</i> Coppell, TX 75019	
<i>Telephone number of applicant / agent:</i> 972.393.2267	<i>Fax number of applicant/agent</i> 972.393.2201
<i>Email address of applicant/agent</i>	<i>Mobile phone number of applicant/agent</i> 972.757.3683 - C, 214.908.5072 - L

PART 2. PROPERTY INFORMATION

<i>Street address of subject property</i> 0 Texan Trail, Grapevine, TX 76051	
<i>Legal description of subject property (metes & bounds must be described on 8 1/2" x 11" sheet)</i> Lot 1 Block Addition D-FW AIR FREIGHT ADDITION	
<i>Size of subject property</i> 2.70	<i>Square footage</i> 117,418
<i>Present zoning classification:</i> Light Industrial (LI)	<i>Proposed use of the property:</i> Animal Kennels with indoor runs
<i>Circle yes or no, if applies to this application</i> Outdoor speakers Yes <input checked="" type="radio"/> No	
<i>Minimum / maximum district size for conditional use request:</i> 20,000 sf	
<i>Zoning ordinance provision requiring a conditional use:</i> Sec 31.C.10	

PART 3. PROPERTY OWNER INFORMATION

<i>Name of current property owner:</i> TARRANT COUNTY LTD PARTNERSHIP	
<i>Street address of property owner:</i> 1000 Sherbrooke W, Suite 180, H3A 3R8	
<i>City / State / Zip Code of property owner:</i> Montreal, QC h3a, Canada	
<i>Telephone number of property owner:</i>	<i>Fax number of property owner:</i>

RECEIVED
 FEB 05 2018
 By _____

- Submit a letter describing the proposed conditional use and note the request on the site plan document
- In the same letter, describe or show on the site plan, and conditional requirements or conditions imposed upon the particular conditional use by applicable district regulations (example: buffer yards, distance between users)
- In the same letter, describe whether the proposed conditional use will, or will not cause substantial harm to the value, use, or enjoyment of other property in the neighborhood. Also, describe how the proposed conditional use will add to the value, use or enjoyment of other property in the neighborhood.
- Application of site plan approval (Section 47, see attached Form "B").
- The site plan submission shall meet the requirements of Section 47, Site Plan Requirements.
- All conditional use and conditional use applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.
- All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.
- Any changes to a site plan (no matter how minor or major) approved with a conditional use or conditional use permit can only be approved by city council through the public hearing process.
- I have read and understand all the requirements as set forth by the application for conditional use or conditional use permit and acknowledge that all requirements of this application have been met at the time of submittal.

PART 4. SIGNATURE TO AUTHORIZE CONDITIONAL USE REQUEST AND PLACE A CONDITIONAL USE REQUEST SIGN ON THE SUBJECT PROPERTY

Charles and Linda Grady
 Print Applicant's Name:

Charles and Linda Grady
 Applicant's Signature:

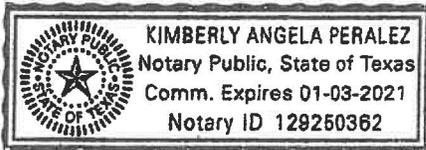
The State of Texas

County Of Tarrant

Before Me Kimberly Angela Peralez on this day personally appeared Chrcck Grady
 (notary) (applicant)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 26 day of January, A.D. 2018



Kimberly Angela Peralez
 Notary In And For State Of Texas

Print Property Owners Name: TARRANT COUNTY PROPERTIES LLC

The State of CANADA

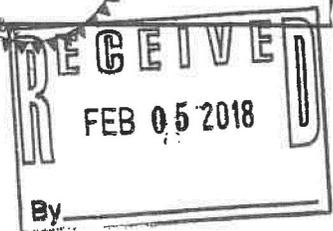
County of Province of Quebec

Before Me MARTINE PELCHAT on this day personally appeared BARRY KOTLER
 (notary) (property owner)

known to me (or proved to me on the oath of card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

(Seal) Given under my hand and seal of office this 1st day of February, A.D. 2018

Martine Pelchat
 Notary In And For State Of Texas



ACKNOWLEDGEMENT

All Conditional Use and Special Use Applications are assumed to be complete when filed and will be placed on the agenda for public hearing at the discretion of the staff. Based on the size of the agenda, your application may be scheduled to a later date.

All public hearings will be opened and testimony given by applicants and interested citizenry. Public hearings may be continued to the next public hearing. Public hearings will not be tabled.

Any changes to a site plan (no matter how minor or major) approved with a conditional use or a special use permit can only be approved by city council through the public hearing process.

Any application for a change in zoning or for an amendment to the zoning ordinance shall have, from the date of submittal, a period of four months to request and be scheduled on an agenda before the Planning and Zoning Commission and City Council. If after said period of four months an application has not been scheduled before the Commission and Council said application shall be considered withdrawn, with forfeiture of all filing fees. The application, along with the required filing fee may be resubmitted any time thereafter for reconsideration. Delays in scheduling applications before the Planning and Zoning Commission and City Council created by city staff shall not be considered a part of the four month period.

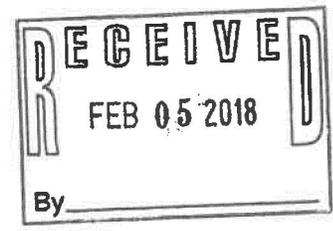
I have read and understand all of the requirements as set forth by the application for conditional use or special use permit and acknowledge that all requirements of this application have been met at the time of submittal.

Signature of Applicant Charles W. Brady / Linda M. Brady

Date: 1/26/2018

Signature of Owner TARRANT COUNTY PROPERTIES LLC
By: [Signature]

Date: FEB. 1/2018



C418-09
ITEM # 9

BHB
BAIRD, HAMPTON & BROWN
building partners

March 12, 2018

Mr. Albert Triplet
Development Services
City of Grapevine
200 S. Main Street
Grapevine, TX 76051

RE: CONDITIONAL USE PERMIT & SPECIAL EXCEPTION – CAMP BOW WOW
D-FW AIR FREIGHT ADDITION
1200 TEXAN TRAIL, GRAPEVINE, TX 76051
BHB Project number: 2018.702.000

Mr. Triplet,

This letter is in support of the proposed Camp Bow Wow located at 1200 Texas Trail. The property is currently zoned Light Industrial (LI) and is being operated as a commercial warehouse. Property adjacent to the site is currently zoned LI. The lessee (Camp Bow Wow) is proposing to lease 11,290 square feet of an existing warehouse for the purpose of dog kennels with indoor runs. As stipulated in the zoning ordinance, this use requires a Conditional Use Permit.

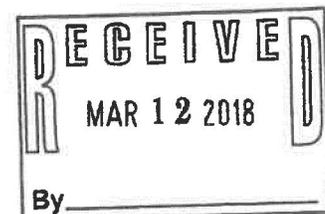
Camp Bow Wow (CBW) is owned by VCA, the largest veterinary franchise in the country. VCA, in turn, is owned by Mars Corp, the M&M's people. It is privately held and worth about \$60B. They produce many well-known dog food brands and own all the Banfield Pet Hospitals in your local PetSmart.

CBW offers daycare and boarding services for dogs (campers) only. They also offer dog training and grooming at various locations and plan to do the same in Grapevine. They are a premium dog care provider that includes: Proven Camper Interview Process, Trained Certified Camp Counselors, All Day Play environment, Indoor Play Yards with an outdoor feel, Monitored Play Stations, Camp Atmosphere and Décor, Cabins with raised cots and a safe, comfortable, cozy feel. All this can be monitored on-line by the dog(s) owners via high definition cameras located throughout the facility.

The Camp is cleaned daily with hospital grade environmentally safe cleaning products. Dog waste cleaning is immediate and continual; waste is picked up and deposited into a galvanized steel trash can with lid and trash compacter liner. The liner is removed, sealed and deposited in the facility dumpster daily - approximately the equivalent of one lawn/leaf garbage bag of waste per day. Wash water and liquid waste is drained into the sanitary sewer system through floor drains.

The existing developments Site Plan was approved in 1983 prior to the current zoning ordinance and does not meet the current zoning ordinance development criteria. In addition to the proposed CUP, we are seeking a Special Exception for the existing facility's non-compliance with site development criteria. The attached site plan(s) highlight the area where the current site does not meet the development criteria.

3801 William D Tate, Suite 500 | Grapevine, TX 76051 | PH: 817-251-8550 | FX: 817-251-8810
TBPE Firm #44, TBPLS Firm #10011300, #10011302, #10194146
engineering | surveying | landscape



0418-07
ITEM # 9

D-FW Air Freight Addition Conditional Use Permit
1200 Texan Trail, Grapevine, TX 76051
BHB No. 2018.702.000

March 12, 2018
Page 2 of 2

Although it is impractical to bring the entire site into conformance, we are proposing several site improvements to enhance aesthetics and accessibility – this includes landscaped medians, plantings and trees.

Additionally, we are proposing to bring the building into compliance with current laws regarding accessibility. Specifically, a new accessible walk, from the street sidewalk and accessible parking spaces to the new front door location, will be constructed. We believe that the new plantings and accessibility will result in an added value to this development, by improving the view, nature and character of the site.

We and the owner/operator of this facility (Chuck & Linda Grady) will be attending the upcoming hearing to address any questions or concerns.

Sincerely,

BAIRD, HAMPTON & BROWN



Konstantine Bakintas, PE
Principal, Sr. Civil Engineer

CC: Chuck Grady – Camp Bow Wow
Linda Grady – Camp Bow Wow



ORDINANCE NO. 2018-028

AN ORDINANCE ISSUING A CONDITIONAL USE PERMIT IN ACCORDANCE WITH SECTION 48 OF ORDINANCE NO. 82-73, THE COMPREHENSIVE ZONING ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS, SAME BEING ALSO KNOWN AS APPENDIX "D" OF THE CITY CODE, BY GRANTING CONDITIONAL USE PERMIT CU18-07 TO ALLOW FOR A PET DAY CARE WITH OVERNIGHT BOARDING (CAMP BOW WOW) (1200 TEXAN TRAIL, NO. 300) IN A DISTRICT ZONED "LI" LIGHT INDUSTRIAL DISTRICT ALL IN ACCORDANCE WITH A SITE PLAN APPROVED PURSUANT TO SECTION 47 OF ORDINANCE NO. 82-73 AND ALL OTHER CONDITIONS, RESTRICTIONS AND SAFEGUARDS IMPOSED HEREIN; CORRECTING THE OFFICIAL ZONING MAP; PRESERVING ALL OTHER PORTIONS OF THE ZONING ORDINANCE; PROVIDING A CLAUSE RELATING TO SEVERABILITY; DETERMINING THAT THE PUBLIC INTERESTS, MORALS AND GENERAL WELFARE DEMAND THE ISSUANCE OF THIS CONDITIONAL USE PERMIT; PROVIDING A PENALTY NOT TO EXCEED THE SUM OF TWO THOUSAND DOLLARS (\$2,000.00) AND PROVIDING AN EFFECTIVE DATE

WHEREAS, an application was made requesting issuance of a conditional use permit by making applications for same with the Planning and Zoning Commission of the City of Grapevine, Texas, as required by State statutes and the zoning ordinance of the City of Grapevine, Texas, and all the legal requirements, conditions and prerequisites having been complied with, the case having come before the City Council of the City of Grapevine, Texas, after all legal notices requirements, conditions and prerequisites having been complied with; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied: safety of the motoring public and the pedestrians using the facilities in the area immediately surrounding the site; safety from fire hazards and measures for fire control; protection of adjacent property from flood or water damages, noise producing elements, and glare of the vehicular and stationary lights and effect of such lights on established character of the neighborhood; location, lighting, and types of signs and relation of signs to traffic control and adjacent property; street size and adequacy of width for traffic reasonably expected to be generated by the proposed use around the site and in the immediate neighborhood; adequacy of parking as determined by requirements of this ordinance for off-street parking facilities; location of ingress and egress points for parking and off-street locating spaces,

and protection of public health by surfacing on all parking areas to control dust; effect on the promotion of health and the general welfare; effect on light and air; the effect on the overcrowding of the land; the effect on the concentration of population; the effect on the transportation, water, sewerage, schools, parks and other facilities; and

WHEREAS, the City Council of the City of Grapevine, Texas, at a public hearing called by the City Council of the City of Grapevine, Texas, did consider the following factors in making a determination as to whether this requested conditional use permit should be granted or denied; effect on the congestion of the streets, the fire hazards, panics and other dangers possibly present in the securing of safety from same, the effect on the promotion of health and the general welfare, effect on adequate light and air, the effect on the overcrowding of the land, the effect on the concentration of population, the effect on the transportation, water, sewerage, schools, parks and other public facilities; and

WHEREAS, all of the requirements of Section 48 of Ordinance No. 82-73 have been satisfied by the submission of evidence at a public hearing; and

WHEREAS, the City Council further considered among other things the character of the existing zoning district and its peculiar suitability for particular uses and with the view to conserve the value of buildings and encourage the most appropriate use of land throughout this City; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that there is a public necessity for the granting of this conditional use permit, that the public demands it, that the public interest clearly requires the amendment, that the zoning changes do not unreasonably invade the rights of those who bought or improved property with reference to the classification which existed at the time their original investment was made; and

WHEREAS, the City Council of the City of Grapevine, Texas, does find that the conditional use permit lessens the congestion in the streets, helps secure safety from fire, panic and other dangers, prevents the overcrowding of land, avoids undue concentration of population, facilitates the adequate provisions of transportation, water, sewerage, schools, parks and other public requirements; and

WHEREAS, the City Council of the City of Grapevine, Texas, has determined that there is a necessity and need for this conditional use permit and has also found and determined that there has been a change in the conditions of the property surrounding and in close proximity to the property requested for a change since this property was originally classified and, therefore, feels that the issuance of this conditional use permit for the particular piece of property is needed, is called for, and is in the best interest of the public at large, the citizens of the City of Grapevine, Texas, and helps promote the general health, safety and welfare of this community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That the City does hereby issue a conditional use permit in accordance with Section 48 of Ordinance No. 82-73, the Comprehensive Zoning Ordinance of the City of Grapevine, Texas, same being also known as Appendix “D” of the City Code, by granting Conditional Use Permit CU18-07 to allow for a pet day care with overnight boarding (Camp Bow Wow) in a district zoned “LI” Light Industrial District within the following described property: Lot 1, D-FW Freight Centre (1200 Texan Trail, No. 300) all in accordance with a site plan approved pursuant to Section 47 of Ordinance No. 82-73, attached hereto and made a part hereof as Exhibit “A”, and all other conditions, restrictions, and safeguards imposed herein, including but not limited to the following: None.

Section 2. That the City Manager is hereby directed to amend the official zoning map of the City of Grapevine, Texas, to reflect the herein conditional use permit.

Section 3. That in all other respects the use of the tract or tracts of land herein above described shall be subject to all the applicable regulations contained in said City of Grapevine zoning ordinance and all other applicable and pertinent ordinances of the City of Grapevine, Texas.

Section 4. That the zoning regulations and districts as herein established have been made in accordance with the comprehensive plan for the purpose of promoting health, safety, morals and the general welfare of the community. They have been designed with respect to both present conditions and the conditions reasonably anticipated to exist in the foreseeable future; to lessen congestion in the streets; to secure safely from fire, panic, flood and other dangers; provide adequate light and air; to prevent overcrowding of land, to avoid undue concentration of population; facilitate the adequate provisions of transportation, water, sewerage, drainage and surface water, parks and other public requirements, and to make adequate provisions for the normal business, commercial needs and development of the community. They have been made with reasonable consideration, among other things, of the character of the district, and its peculiar suitability for the particular uses and with a view of conserving the value of buildings and encouraging the most appropriate use of land throughout the community.

Section 5. That this ordinance shall be cumulative of all other ordinances of the City of Grapevine, Texas, affecting zoning and shall not repeal any of the provisions of said ordinances except in those instances where provisions of those ordinances which are in direct conflict with the provisions of this ordinance.

Section 6. That the terms and provisions of this ordinance shall be deemed to be severable and that if the validity of the zoning affecting any portion of the tract or tracts of land described herein shall be declared to be invalid, the same shall not affect the validity of the zoning of the balance of the tract or tracts of land described herein.

Section 7. That any person violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and upon conviction thereof shall be fined in a sum not to exceed Two Thousand Dollars (\$2,000.00) and a separate offense shall be deemed committed upon each day during or on which a violation occurs or continues.

Section 8. That this ordinance shall become effective from and after the date of its final passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on first reading on this the 20th day of March, 2018.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on second and final reading on this the 17th day of April, 2018.

APPROVED:

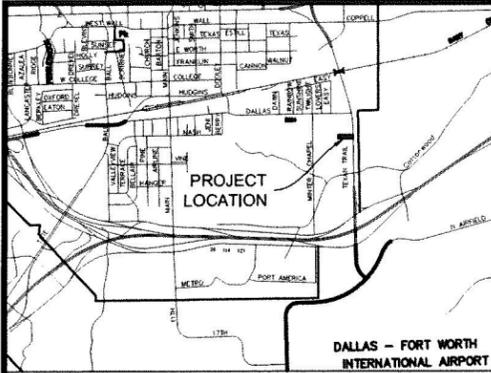
William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney



SITE DATA TABLE
Use: Warehouse & Animal Kennels with Indoor Runs

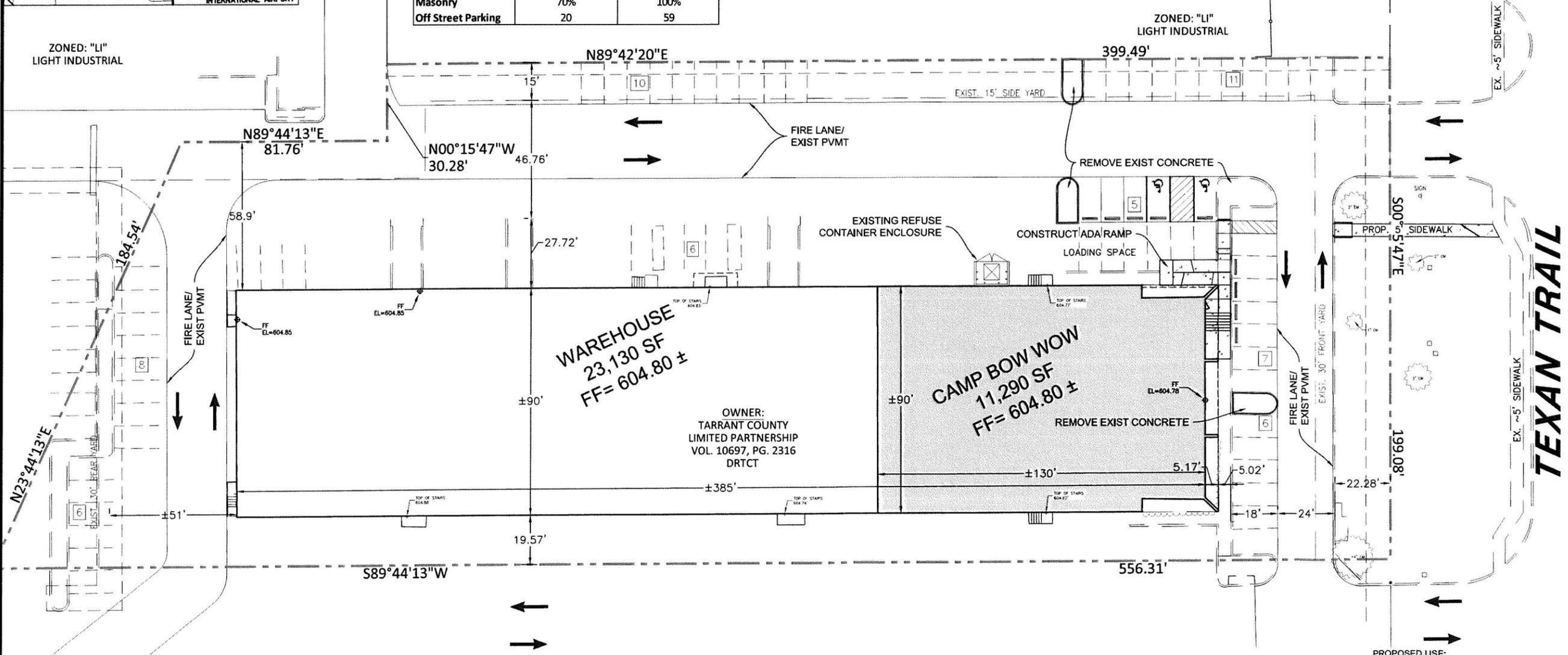
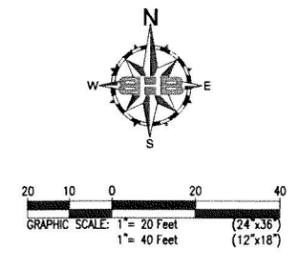
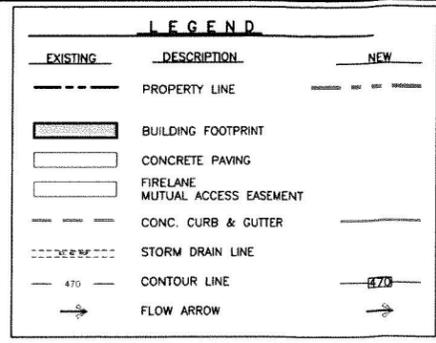
	Required	Proposed
Lot Size (sf)	20,000	99,598
Open Space (sf)	14,940	5,317
Bldg. Coverage (sf)	49,799	34,420
Impervious Area (sf)	84,658	94,281
Lot Width (ft)	100	±199.08
Lot Depth (ft)	150	±481
Front Yard (ft)	30	>30
Side Yard (ft)	15	>15
Rear Yard (ft)	30	>30
Building Height (ft)	50 max	24
Masonry	70%	100%
Off Street Parking	20	59

PARKING ANALYSIS

Current Use:	SF	1/SF	Rqrd	Provided
Overall Warehouse	34420	1/2000	17	61

Proposed Use:	SF	1/SF	Rqrd	Provided
Camp Bow Wow	11,290			
Pet Cabins	10,554	1/2000	5	5
Retail	475	1/200	2	2
Office	261	1/300	1	1
Remaining Warehouse	23,130	1/2000	12	51
			20	59

Plus Multiple Loading Dock Spaces around the Building



ZONED: "LI"
LIGHT INDUSTRIAL

OWNER:
TARRANT COUNTY
LIMITED PARTNERSHIP
VOL. 10697, PG. 2316
DRTCT

OWNER:
TARRANT COUNTY LTD PARTNERSHIP
1000 Sherbrooke W, Suite 180, H3A 3R8
Montreal, QC H3A, Canada

LEASEE/APPLICANT:
PETGRAD LLC DBA CAMP BOW WOW
769 S. MACARTHUR BLVD., SUITE 233
972.393.2267
CONTACT: CHARLES AND LINDA GRADY
CHUCK.GRADY@CAMPBOWWOW.COM

ENGINEER / REPRESENTATIVE:
BAIRD, HAMPTON, & BROWN, INC.
3801 WILLIAM D TATE AVE, SUITE 500
GRAPEVINE, TX 76051
(817) 251-8550
CONTACT: KONSTANTINE BAKINTAS, P.E.
KB@BHBC.COM

CUP NOTES:
CONDITIONAL USE REQUEST IS A REQUEST TO ALLOW FOR A PET DAY CARE WITH OVERNIGHT BOARDING.
SPECIAL EXCEPTION REQUEST FOR THE PLOT PLAN AS SHOWN:
MINIMUM OPEN SPACE
FRONT YARD OPEN SPACE
INTERIOR LANDSCAPING
PERIMETER LANDSCAPING
NON-VEHICULAR OPEN SPACE

NOTES:
ALL BUILDINGS SHOWN ARE EXISTING. NO NEW BUILDING(S) ARE PROPOSED WITH THIS CONDITIONAL USE PERMIT.
ALL THE REQUIREMENTS OF THE GRAPEVINE SOIL EROSION CONTROL ORDINANCE SHALL BE MET DURING THE PERIOD OF CONSTRUCTION.
ALL ON-SITE ELECTRICAL CONDUCTORS ASSOCIATED WITH NEW CONSTRUCTION SHALL BE LOCATED UNDERGROUND.

PROPOSED USE:
11,290 SF DOG KENNEL WITH INDOOR RUNS
23,130 SF WAREHOUSE (EXISTING)

CASE NAME: CAMP BOW WOW
CASE NUMBER: CU18-07
LOCATION: 1200 TEXAN TRAIL
GRAPEVINE, TX 76051

MAYOR _____ **SECRETARY** _____
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN _____

DATE: _____
SHEET: 1 OF 4

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.
DEPARTMENT OF DEVELOPMENT SERVICES



CAMP BOW WOW
D-FW AIR FREIGHT CENTRE
ADDITION
1200 TEXAN TRAIL
GRAPEVINE, TX

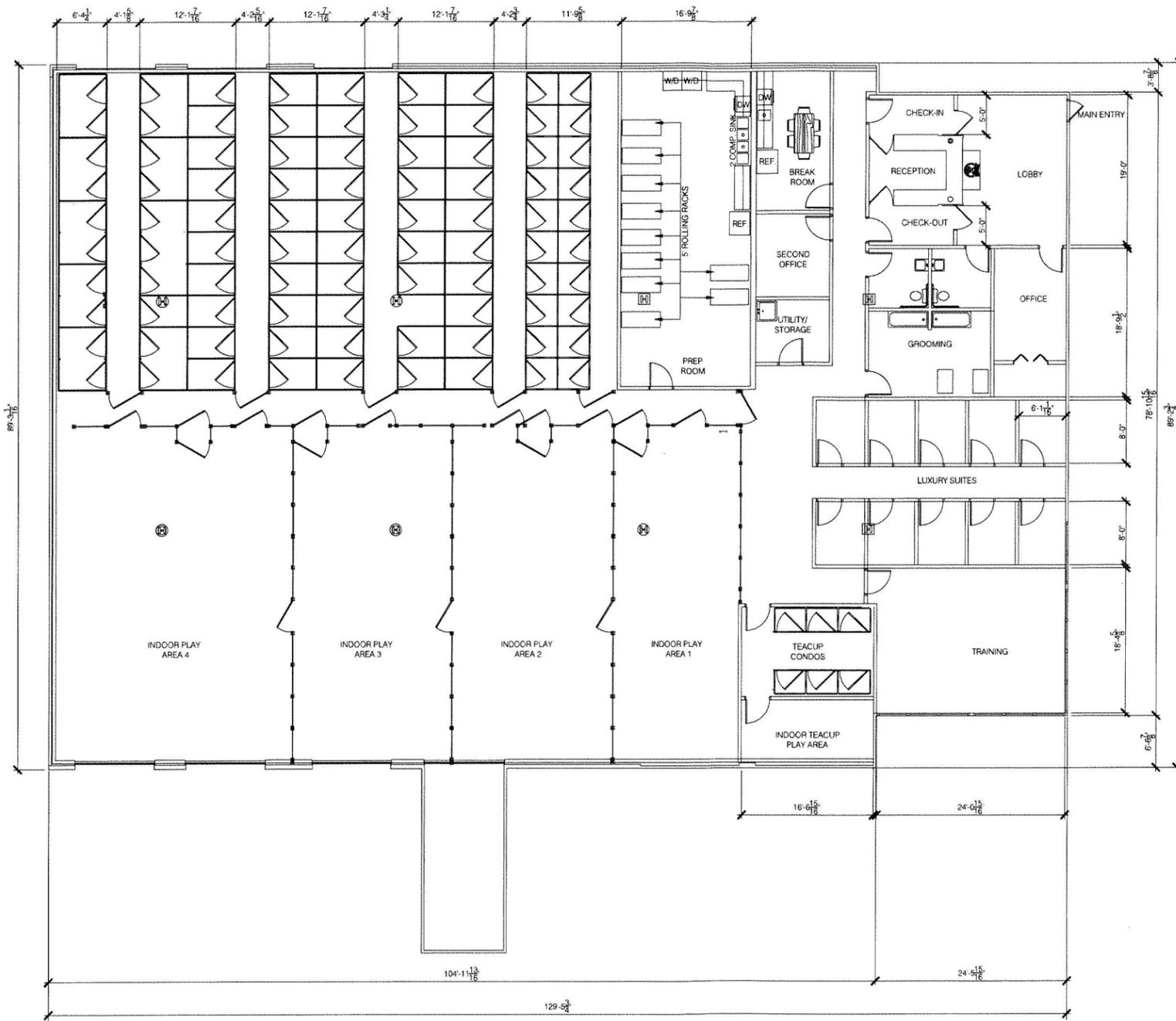
CONDITIONAL USE PERMIT DIMENSIONAL CNTRL SITE PLAN

NO.	DESCRIPTION	DATE

THIS DOCUMENT IS RELEASED FOR INTERIM REVIEW UNDER THE AUTHORITY OF Konstantine Bakintas, PE TX 67022. IT IS NOT INTENDED FOR CONSTRUCTION, BIDDING OR PERMIT PURPOSES.

PROJECT NUMBER: 2018,702,000
DATE: 3.09.2018 **DRAWN BY:** BHB
DESIGN BY: BHB **CHECKED BY:** BHB

3-09-2018 1:48PM E:\2018\000\000\2018\702\000 Comp Bow Wow - Grapevine\01 CAD\04 Civil\702_Site Plans\dwg 1 DIMENSIONAL CNTRL SITE PLAN



ALLEN
ARCHITECTURE

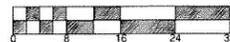
THESE DOCUMENTS ARE NOT COMPLETE AND MAY NOT BE USED FOR PERMIT OR CONSTRUCTION.

FOR REVIEW ONLY

FLOOR PLAN STATISTICS -
Actual cabin mix may vary

- 11,290 SF
- 89 CABINS
- 10 LUXURY SUITES
- 6 TEACUP CABINS

1 FLOOR PLAN
1/8" = 1'-0"



BIB
BAIRD, HAMPTON & BROWN
ENGINEERING & SURVEYING
3801 William D Tate Ave, Suite 500
Grapevine, TX 76051
817.251.8650
mail@bhbc.com
TBE Firm #44



CAMP BOW WOW
D-FW AIR FREIGHT CENTRE
ADDITION
1200 TEXAN TRAIL
GRAPEVINE, TX

CONDITIONAL USE PERMIT
FLOOR PLAN

NO.	DESCRIPTION	DATE

CASE NAME: CAMP BOW WOW
CASE NUMBER: CU18-07
LOCATION: 1200 TEXAN TRAIL
GRAPEVINE, TX 76051

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION

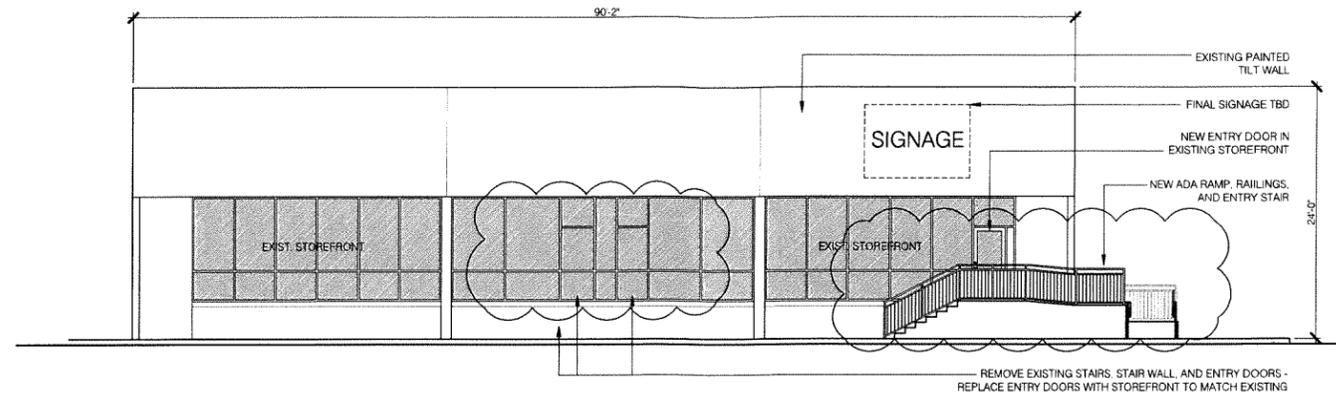
CHAIRMAN _____

DATE: _____
SHEET: 3 OF 4

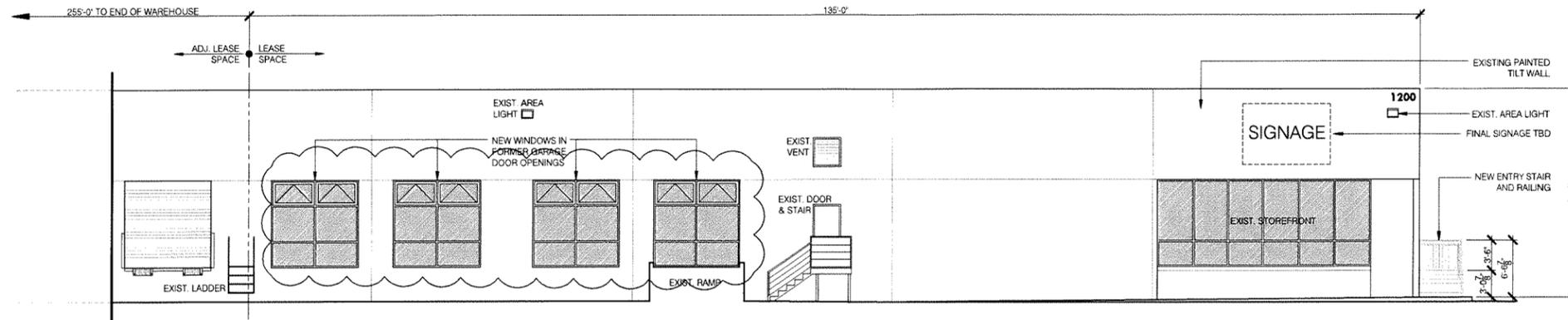
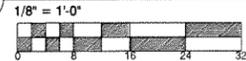
APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.

DEPARTMENT OF DEVELOPMENT SERVICES

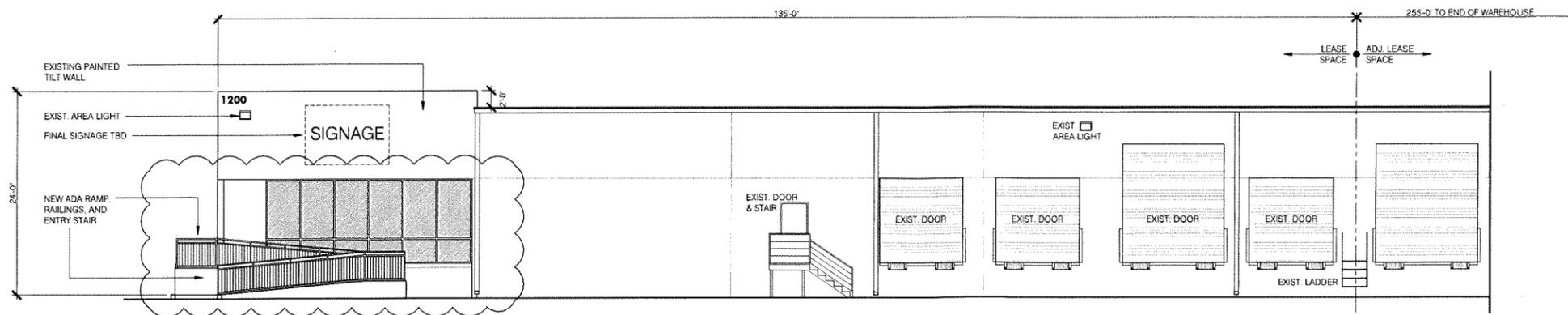
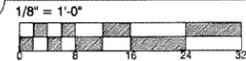




1 EAST ELEVATION



2 SOUTH ELEVATION



3 NORTH ELEVATION

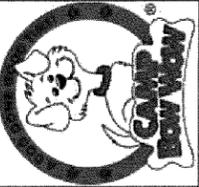


ALLEN
ARCHITECTURE

THESE DOCUMENTS ARE NOT COMPLETE AND MAY NOT BE USED FOR PERMIT OR CONSTRUCTION.

FOR REVIEW ONLY

BIB
BAIRD, HAMPTON & BROWN
ENGINEERING & SURVEYING
3801 William D Tate Ave, Suite 100
Grapevine, TX 76051
mail@bhinc.com 817.251.8550
bhinc.com
TBPE Firm #44



CAMP BOW WOW
D-FW AIR FREIGHT CENTRE
ADDITION
1200 TEXAN TRAIL
GRAPEVINE, TX

CONDITIONAL USE PERMIT
ELEVATIONS

NO.	DESCRIPTION	DATE

CASE NAME: CAMP BOW WOW
CASE NUMBER: CU18-07
LOCATION: 1200 TEXAN TRAIL
GRAPEVINE, TX 76051

MAYOR _____ SECRETARY _____
DATE: _____
PLANNING AND ZONING COMMISSION
CHAIRMAN _____

DATE: _____
SHEET: 4 OF 4

APPROVAL DOES NOT AUTHORIZE ANY WORK IN CONFLICT WITH ANY CODES OR ORDINANCES.

DEPARTMENT OF DEVELOPMENT SERVICES

PROJECT NUMBER: 2018.702.000
DATE: 03/09/18 DRAWN BY:
DESIGN BY: CHECKED BY:

SHEET
4 of 4

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF CITY OF GRAPEVINE, TEXAS, GENERAL OBLIGATION REFUNDING BONDS, SERIES 2018

RECOMMENDATION: City Council to consider a resolution authorizing the issuance and sale of City of Grapevine, Texas, General Obligation Refunding Bonds, Series 2018; levying a tax in payment thereof; awarding the sale of the bonds, prescribing the form of said bonds; approving execution and delivery of a deposit agreement; approving the official statement, approving and enacting other provisions relating thereto.

FUNDING SOURCE: Upon approval of the attached resolution, funds will be available in the General Long-Term Debt Group.

BACKGROUND: This action will refund 2014 Certificates of Obligation that were used in the amount of \$19,500,000 for the acquisition of land within the City used to promote new and expanded business enterprises and to pay for the costs of issuance related to the sale of the Certificates. The refund is estimated to reduce the interest rate from 5.52% to 4.20% and is estimated to save the City approximately \$2,476,583. This action will not extend the term of the bonds, which will be fully retired in 2034.

Staff recommends approval.

JB/gj

RESOLUTION NO. 2018-034

AUTHORIZING

GRAPEVINE 4B ECONOMIC DEVELOPMENT CORPORATION
SALES TAX REVENUE REFUNDING BONDS,
TAXABLE SERIES 2018

Dated: April 17, 2018

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SCHEDULE I – Schedule of Refunded Bonds

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE GRAPEVINE 4B ECONOMIC DEVELOPMENT CORPORATION, AUTHORIZING THE ISSUANCE AND SALE OF GRAPEVINE 4B ECONOMIC DEVELOPMENT CORPORATION SALES TAX REVENUE REFUNDING BONDS, TAXABLE SERIES 2018, IN THE AGGREGATE PRINCIPAL AMOUNT OF \$_____ ; PRESCRIBING THE FORM OF SAID BONDS; AWARDING THE SALE OF THE BONDS; PROVIDING FOR THE SECURITY FOR AND PAYMENT OF SAID BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A PAYING AGENT/REGISTRAR AGREEMENT AND DEPOSIT AGREEMENT; APPROVING THE OFFICIAL STATEMENT; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

WHEREAS, the Grapevine 4B Economic Development Corporation (the "Corporation") is a non-profit industrial development corporation created, existing and governed by Chapters 501, 502 and 505, Texas Local Government Code, as amended (the "Act"); and

WHEREAS, pursuant to the authority granted in the Act, the City of Grapevine, Texas (the "City") has levied a Sales Tax (as defined herein) in the amount of ½ of one cent for the benefit of the Corporation, to be used exclusively for the purposes set forth in the Act; and

WHEREAS, the Corporation has previously pledged 3/4 of its Sales Tax to a contract between the Corporation and the Fort Worth Transportation Authority (the "Contract"); and

WHEREAS, the Corporation has 1/4 of its Sales Tax that is not currently pledged to any obligations; and

WHEREAS, the Corporation is authorized by the Act to issue its revenue bonds, to be secured by and payable from all or a portion of such Sales Tax, in the manner and for the purposes hereinafter provided; and

WHEREAS, from Gross Sales Tax Revenues (as defined herein), and for so long as the Bonds remain outstanding, the Corporation will dedicate ¼ of such Gross Sales Tax Revenues to the payment of the Bonds; and

WHEREAS, the Corporation has previously issued its sales tax revenue bonds (hereinafter defined as the "Previously Issued Bonds") payable from and secured by a lien on and pledge of the Pledged Revenues (as defined in the Previously Issued Bond Resolution); and

WHEREAS, the Corporation desires to refund the Previously Issued Bonds set forth on Schedule 1 attached hereto and incorporated by reference for all purposes (the "Refunded Bonds"); and

WHEREAS, the Board hereby finds and determines that the refunding of the Refunded Bonds for the purpose of achieving a net present value debt service savings of approximately \$ _____ is in the best interest of the Corporation; and

WHEREAS, the Corporation hereby finds and determines that the issuance and delivery of the bonds hereinafter authorized is in the public interest and the use of the proceeds in the manner herein specified constitutes a valid public purpose; and

WHEREAS, it is officially found, determined, and declared that the meeting at which this Resolution has been adopted was open to the public and public notice of the time, place and subject matter of the public business to be considered and acted upon at said meeting, including this Resolution, was given, all as required by the applicable provisions of Chapter 551, Texas Government Code, as amended; Now, Therefore

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GRAPEVINE 4B ECONOMIC DEVELOPMENT CORPORATION:

ARTICLE I

DEFINITIONS AND OTHER PRELIMINARY MATTERS

Section 1.01. Definitions. Unless otherwise expressly provided or unless the context clearly requires otherwise, in this Resolution the following terms shall have the meanings specified below:

“Additional Parity Obligations” means those obligations the Corporation reserves the right to issue on a parity with the Bonds herein authorized, in accordance with the terms and conditions prescribed in Section 9.02 hereof.

“Authorized Officer” means the President, Vice President, or Secretary of the Corporation or any other officer or employee of the Corporation, or any other person authorized to perform specific acts or duties by the Board or its bylaws.

“Board” means the Board of Directors of the Corporation.

“Bond” means any of the Bonds.

“Bonds” means the Corporation’s bonds entitled “Grapevine 4B Economic Development Corporation Sales Tax Revenue Refunding Bonds, Taxable Series 2018” authorized to be issued by Section 3.01 of this Resolution.

“Closing Date” means the date of the initial delivery of and payment for the Bonds.

“Code” means the Internal Revenue Code of 1986, as amended, including applicable regulations, published rulings and court decisions relating thereto.

“Comptroller” means the Comptroller of Public Accounts of the State of Texas and any successor officer or official that may be charged by law with the duty of collecting Gross Sales

Tax Revenues for the account of, and remitting the same to, the City for the account of the Corporation.

“Corporation Order” means a written order signed in the name of the Corporation by an Authorized Officer and delivered to the Paying Agent, or another party hereunder.

“Debt Service Fund” means the debt service fund established by Section 8.01 of this Resolution.

“Deposit Agreement” means the Deposit Agreement relating to the Bonds authorized pursuant to Section 13.01 herein, by and between the paying agent/registrar for the Refunded Bonds, and the Corporation.

“Designated Payment/Transfer Office” means (i) with respect to the initial Paying Agent/Registrar named herein, its corporate trust office in Dallas, Texas, and (ii) with respect to any successor Paying Agent/Registrar, the office of such successor designated and located as may be agreed upon by the Corporation and such successor.

“DTC” means The Depository Trust Company of New York, New York, or any successor securities depository.

“DTC Participant” means brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

“Emma” means the Electronic Municipal Market Access System.

“Event of Default” means any Event of Default as defined in Section 11.01 of this Resolution.

“Fiscal Year” means October 1 through September 30.

“Gross Sales Tax Revenues” means all of the revenues due or owing to, or collected or received by or on behalf of the Corporation, whether by the City or otherwise from or by reason of the levy of the Sales Tax, less any amounts due or owing to the Comptroller as charges for collection or retentions by the Comptroller for refunds and to redeem dishonored checks and drafts, to the extent such charges and retention are authorized or required by law.

“Initial Bond” means the Bond described in Section 3.04(d) and 6.02(d).

“Interest Payment Date” means the date or dates upon which interest on the Bonds is scheduled to be paid until the maturity of the Bonds, such dates being February 15 and August 15 of each year commencing August 15, 2018 to be set forth in the Pricing Certificate.

“MSRB” means the Municipal Securities Rulemaking Board.

“Original Issue Date” means the date of delivery of the Bonds to the Purchasers or such other date as set forth in the Pricing Certificate.

“Owner” means the person who is the registered owner of a Bond or Bonds, as shown in the Register.

“Parity Revenue Obligations” means the Previously Issued Bonds, Bonds and Additional Parity Obligations.

“Paying Agent/Registrar” means that paying agent/registrar set forth in the Pricing Certificate or any successor thereto or an entity which is appointed as and assumes the duties of paying agent/registrar as provided in this Resolution.

“Pledged Funds” means collectively (a) amounts on deposit in the Sales Tax Revenue Fund, (b) amounts on deposit in the Debt Service Fund, (c) amounts on deposit in the Reserve Fund, together with any investments or earnings belonging to said funds, and (d) any additional revenues, other moneys or funds of the Corporation which heretofore have been or hereafter may be expressly and specifically pledged to the payment of the Parity Revenue Obligations.

“Pledged Revenues” means (a) 1/4 of the Gross Sales Tax Revenues from time to time deposited or owing to the Sales Tax Revenue Fund, and (b) such other money, income, revenues or other property which the Corporation may expressly and specifically pledge to the payment of Parity Revenue Obligations.

“Pledged Sales Tax” means 1/4 of the Sales Tax.

“Previously Issued Bonds” means the outstanding and unpaid revenue bonds of the Corporation designated as the Sales Tax Revenue Bonds, Taxable Series 2014, dated January 15, 2014.

“Projects” means all properties, including land, buildings, and equipment of the types added to the definition of “projects” by the Act that are approved by the Board as necessary and appropriate to fulfill and carry out the purposes of the Corporation.

“Purchaser” means the Purchaser(s) set forth in Section 7.01 herein.

“Record Date” means the last business day of the month next preceding an Interest Payment Date, unless modified by the Pricing Certificate.

“Refunded Bonds” means those outstanding bonds of the Corporation identified on Schedule 1 attached hereto.

“Register” means the Register specified in Section 3.06(a) of this Resolution.

“Representation Letter” means the Blanket Letter of Representations with respect to the Bonds between the Corporation and DTC.

“Required Reserve” means the amount required to be maintained in the Reserve Fund pursuant to Section 8.05(a).

“Reserve Fund” means the reserve fund established by Section 8.01 of this Resolution.

“Reserve Fund Surety Bond” means any surety bond or insurance policy having a rating in the two highest respective rating categories by Moody’s Investors Service, Inc. or Standard & Poor’s, Ratings Services, a Standard & Poor’s Financial Service LLC business, issued to the Corporation for the benefit of the Owners of the Bonds to satisfy any part of the Required Reserve as provided in Section 8.05(d) of this Resolution.

“Resolution” means this Resolution.

“Rule” means SEC Rule 15c2-12, as amended from time to time.

“Sales Tax” means the ½ of one cent local sales and use tax authorized under the Act and heretofore authorized and levied by the City within its existing boundaries, and hereafter required to be levied and collected within any expanded areas included within the City pursuant to the Act, together with any increases in the rate thereof if provided and authorized by applicable law.

“Sales Tax Collection Resolution” means that certain resolution adopted concurrently by the Board and the governing body of the City, bearing that name.

“Sales Tax Revenue Fund” means the special fund so designated in Section 8.01 hereof.

“SEC” means the United States Securities and Exchange Commission.

“Special Payment Date” means the Special Payment Date prescribed by Section 3.03(b) of this Resolution.

“Special Record Date” means the Special Record Date prescribed by Section 3.03(b) of this Resolution.

“Unclaimed Payments” means money deposited with the Paying Agent/Registrar for the payment of the principal of or interest on the Bonds as the same come due and payable and remaining unclaimed by the Owners of Bonds for 90 days after the applicable payment or redemption date.

Section 1.02. Other Definitions. The terms “Act,” “Corporation” and “City” shall have the respective meanings assigned in the preamble to this Resolution.

Section 1.03. Findings. The declarations, determinations and findings declared, made and found in the preamble to this Resolution are hereby adopted, restated and made a part of the operative provisions hereof.

Section 1.04. Table of Contents, Titles and Headings. The table of contents, titles and headings of the Articles and Sections of this Resolution have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Resolution or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.05. Interpretation. (a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) This Resolution and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein to sustain the validity of this Resolution.

ARTICLE II

SECURITY FOR THE BONDS

Section 2.01. Confirmation and Levy of Sales Tax. (a) The Corporation hereby confirms the earlier levy by the City of the Sales Tax at the rate voted at the election held by and within the City on November 7, 2006, and the Corporation hereby warrants and represents that the City has duly and lawfully ordered the imposition and collection of the Pledged Sales Tax upon all sales, uses and transactions as are permitted by and described in the Act throughout the boundaries of the City as such boundaries existed on the date of said election and as they may be expanded from time to time.

(b) For so long as any Parity Revenue Obligations are outstanding, the Corporation covenants, agrees and warrants to take and pursue all action permissible under applicable law to cause the Pledged Sales Tax, at said rate to be levied and collected continuously, in the manner and to the maximum extent permitted by applicable law, and to cause no reduction, abatement or exemption in the Pledged Sales Tax or rate of tax below the rate stated, confirmed and ordered in subsection (a) of this Section to be ordered or permitted so long as any Parity Revenue Obligations shall remain outstanding.

(c) If the City shall be authorized hereafter by applicable law to apply, impose and levy the Pledged Sales Tax on any taxable items or transactions that are not subject to the Pledged Sales Tax on the date of the adoption hereof, the Corporation, to the extent it legally may do so, hereby covenants and agrees to use its best efforts to cause the City to take such action as may be required by applicable law to subject such taxable items or transactions to the Pledged Sales Tax.

(d) The Corporation agrees to take and pursue all action permissible under applicable law to cause the Pledged Sales Tax to be collected and remitted and deposited as herein required and as required by the Act, at the earliest and most frequent times permitted by applicable law.

(e) The Corporation agrees and covenants at all times, and to use its best efforts to cause the City, to comply with the Sales Tax Collection Resolution.

Section 2.02. Pledge. The Corporation hereby irrevocably pledges (a) the Pledged Revenues, and (b) the Pledged Funds (i) to the payment of the principal of, and the interest and any premiums on, all Parity Revenue Obligations which are or may be outstanding from time to time, and (ii) to the establishment and maintenance of the Reserve Fund.

(a) The provisions, covenants, pledge and lien on and against the Pledged Revenues and the Pledged Funds, as herein set forth, are established and shall be for the equal benefit, protection and security of the Owners of the Parity Revenue Obligations without distinction as to priority and rights.

(b) The Parity Revenue Obligations, including interest payable thereon, shall constitute special obligations of the Corporation, payable solely from and secured by a first lien on and pledge of the Pledged Revenues and Pledged Funds, and not from any other revenues, properties or income of the Corporation. Parity Revenue Obligations shall not constitute debts or obligations of the State or of the City, and the Owners of the Parity Revenue Obligations shall never have the right to demand payment out of any funds raised or to be raised by ad valorem taxation.

Section 2.03. Resolution as Security Agreement. (a) An executed copy of this Resolution shall constitute a security agreement pursuant to applicable law, with the Owners as the secured parties. The lien, pledge, and security interest of the Owners created in this Resolution shall become effective immediately upon the Closing Date of the Bonds, and the same shall be continuously effective for so long as any Bonds are outstanding.

(b) A fully executed copy of this Resolution and the proceedings authorizing it shall be filed as a security agreement among the permanent records of the Corporation. Such records shall be open for inspection to any member of the general public and to any person proposing to do or doing business with, or asserting claims against, the Corporation, at all times during regular business hours.

(c) The provisions of this section are prescribed pursuant to the Act, the Texas Public Securities Procedures Act (Texas Government Code, Chapter 1201, as amended), and other applicable laws of the State. If any other applicable law, in the opinion of counsel to the Corporation, requires any filing or other action additional to the filing pursuant to this section in order to preserve the priority of the lien, pledge, and security interest of the Owners created by this Resolution, the Corporation shall diligently make such filing or take such other action to the extent required by law to accomplish such result.

ARTICLE III

AUTHORIZATION; GENERAL TERMS AND PROVISIONS REGARDING THE BONDS

Section 3.01. Authorization. The Corporation's bonds to be designated "Grapevine 4B Economic Development Corporation Sales Tax Revenue Refunding Bonds, Taxable Series 2018," are hereby authorized to be issued and delivered in accordance with the laws of the State of Texas, particularly Chapters 501, 502 and 505, Texas Local Government Code, as amended in the aggregate principal amount of \$_____ for the purpose of (i) refunding the Refunded Bonds, (ii) funding a debt service reserve fund, and (iii) paying the costs of issuing the Bonds.

Section 3.02. Date, Denomination, Maturities, Numbers and Interest. (a) The Bonds shall be dated the date set forth in the Pricing Certificate, shall be in fully registered form, without coupons, in the denomination of \$5,000 or any integral multiple thereof, and shall be numbered separately from one upward or such other designation acceptable to the Corporation and the Paying Agent/Registrar, except the Initial Bond, which shall be numbered T-1.

(b) The Bonds shall mature on the dates and in the years and in the principal amounts set forth in the Pricing Certificate.

(c) Interest shall accrue and be paid on each Bond respectively until the principal of such Bond shall have been paid or provision for such payment shall have been made, from the later of the date set forth in the Pricing Certificate or the most recent Interest Payment Date to which interest has been paid or provided for at the rate per annum for each respective maturity specified in the schedule contained in subsection (b) above. Such interest shall be payable semiannually on the dates set forth in the Pricing Certificate, computed on the basis of a 360-day year of twelve 30-day months.

Section 3.03. Medium, Method and Place of Payment. (a) The principal of, premium, if any, and interest on the Bonds shall be paid in lawful money of the United States of America as provided in this Section.

(b) Interest on the Bonds shall be payable to the Owners whose names appear in the Register at the close of business on the Record Date; provided, however, that in the event of nonpayment of interest on a scheduled Interest Payment Date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar if and when funds for the payment of such interest have been received from the Corporation. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be at least 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

(c) Interest on the Bonds shall be paid by check (dated as of the Interest Payment Date) and sent by the Paying Agent/Registrar to the person entitled to such payment, United States mail, first class postage prepaid, to the address of such person as it appears in the Register or by such other customary banking arrangements acceptable to the Paying Agent/Registrar and the person to whom interest is to be paid; provided, however, that such person shall bear all risk and expenses of such other customary banking arrangements.

(d) The principal of each Bond shall be paid to the person in whose name such Bond is registered on the due date thereof (whether at the maturity date or the date of prior redemption thereof) upon presentation and surrender of such Bond at the Designated Payment/Transfer Office.

(e) If a date for the payment of the principal of or interest on the Bonds is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the city in which the Designated

Payment/Transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close; and payment on such date shall have the same force and effect as if made on the original date payment was due.

(f) Subject to any applicable escheat, unclaimed property, or similar law, including Title 6 of the Texas Property Code, Unclaimed Payments remaining unclaimed by the Owners entitled thereto for three years after the applicable payment or redemption date shall be paid to the Corporation and thereafter neither the Corporation, the Paying Agent/Registrar, nor any other person shall be liable or responsible to any Owners of such Bonds for any further payment of such unclaimed moneys or on account of any such Bonds.

Section 3.04. Execution and Initial Registration. (a) The Bonds shall be executed on behalf of the Corporation by the President and Secretary of the Corporation, by their manual or facsimile signatures. Such facsimile signatures on the Bonds shall have the same effect as if each of the Bonds had been signed manually and in person by each of said officers.

(b) In the event that any officer of the Corporation whose manual or facsimile signature appears on the Bonds ceases to be such officer before the authentication of such Bonds or before the delivery thereof, such manual or facsimile signature nevertheless shall be valid and sufficient for all purposes as if such officer had remained in such office.

(c) Except as provided below, no Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Resolution unless and until there appears thereon the Certificate of Paying Agent/Registrar substantially in the form provided in this Resolution, duly authenticated by manual execution of the Paying Agent/Registrar. It shall not be required that the same authorized representative of the Paying Agent/Registrar sign the Certificate of Paying Agent/Registrar on all of the Bonds. In lieu of the executed Certificate of Paying Agent/Registrar described above, the Initial Bond delivered on the Closing Date shall have attached thereto the Comptroller's Registration Certificate substantially in the form provided in this Resolution, manually executed by the Comptroller of Public Accounts of the State of Texas or by his duly authorized agent, which certificate shall be evidence that the Initial Bond has been duly approved by the Attorney General of the State of Texas and that it is a valid and binding obligation of the Corporation, and has been registered by the Comptroller.

(d) On the Closing Date, one Initial Bond representing the entire principal amount of the Bonds, payable in stated installments to the Purchaser or its designee, executed by manual or facsimile signature of the President and Secretary of the Corporation, approved by the Attorney General of Texas, and registered and manually signed by the Comptroller of Public Accounts of the State of Texas, will be delivered to the Purchaser or its designee. Upon payment for the Initial Bond, the Paying Agent/Registrar shall cancel the Initial Bond and deliver registered definitive Bonds to DTC in accordance with Section 3.10 hereof.

Section 3.05. Ownership. (a) The Corporation, the Paying Agent/Registrar and any other person may treat the person in whose name any Bond is registered as the absolute owner of such Bond for the purpose of making and receiving payment of the principal thereof and premium, if any, thereon, for the further purpose of making and receiving payment of the interest

thereon (subject to the provisions herein that interest is to be paid to the person in whose name the Bond is registered on the Record Date), and for all other purposes, whether or not such Bond is overdue, and neither the Corporation nor the Paying Agent/Registrar shall be bound by any notice or knowledge to the contrary.

(b) All payments made to the person deemed to be the Owner of any Bond in accordance with this Section shall be valid and effectual and shall discharge the liability of the Corporation and the Paying Agent/Registrar upon such Bond to the extent of the sums paid.

Section 3.06. Registration, Transfer and Exchange. (a) So long as any Bonds remain outstanding, the Corporation shall cause the Paying Agent/Registrar to keep at the Designated Payment/Transfer Office a register (the "Register") in which, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with this Resolution.

(b) The ownership of a Bond may be transferred only upon the presentation and surrender of the Bond at the Designated Payment/Transfer Office of the Paying Agent/Registrar with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar. No transfer of any Bond shall be effective until entered in the Register.

(c) The Bonds shall be exchangeable upon the presentation and surrender thereof at the Designated Payment/Transfer Office of the Paying Agent/Registrar for a Bond or Bonds of the same maturity and interest rate and in any denomination or denominations of any integral multiple of \$5,000 and in an aggregate principal amount equal to the unpaid principal amount of the Bonds presented for exchange. The Paying Agent/Registrar is hereby authorized to authenticate and deliver Bonds exchanged for other Bonds in accordance with this Section.

(d) Each exchange Bond delivered by the Paying Agent/ Registrar in accordance with this Section shall constitute an original contractual obligation of the Corporation and shall be entitled to the benefits and security of this Resolution to the same extent as the Bond or Bonds in lieu of which such exchange Bond is delivered.

(e) No service charge shall be made to the Owner for the initial registration, subsequent transfer, or exchange for any different denomination of any of the Bonds. The Paying Agent/Registrar, however, may require the Owner to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection with the registration, transfer or exchange of a Bond.

(f) Neither the Corporation nor the Paying Agent/Registrar shall be required to issue, transfer, or exchange any Bond called for redemption, in whole or in part, where such redemption is scheduled to occur within forty-five (45) calendar days after the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the Owner of the uncalled principal balance of a Bond.

Section 3.07. Cancellation and Authentication. (a) All Bonds paid or redeemed before scheduled maturity in accordance with this Resolution, and all Bonds in lieu of which exchange Bonds or replacement Bonds are authenticated and delivered in accordance with this Resolution, shall be cancelled and destroyed upon the making of proper records regarding such payment,

redemption, exchange or replacement. The Paying Agent/Registrar shall dispose of the cancelled Bonds in accordance with the Securities Exchange Act of 1934.

(b) Each substitute or replacement Bond issued pursuant to the provisions of Sections 3.06 and 3.09 of this Resolution, in conversion of and exchange for or replacement of any Bond or Bonds issued under this Resolution, shall have printed thereon a Paying Agent/Registrar's Authentication Certificate, in the form hereinafter set forth. An authorized representative of the Paying Agent/Registrar shall, before the delivery of any such Bond, manually sign and date such Certificate, and no such Bond shall be deemed to be issued or outstanding unless such Certificate is so executed. No additional ordinances, orders, or resolutions need be passed or adopted by the Corporation, the governing body of the City, or any other body or person so as to accomplish the foregoing conversion and exchange or replacement of any Bond or portion thereof, and the Paying Agent/Registrar shall provide for the printing, execution, and delivery of the substitute Bonds in the manner prescribed herein, and said Bonds shall be of customary type and composition and be printed on paper with lithographed or steel engraved borders of customary weight and strength. Pursuant to the Texas Public Securities Procedures Act (Texas Government Code, Chapter 1201, as amended), and particularly Subchapter D thereof, the duty of conversion and exchange or replacement of Bonds as aforesaid is hereby imposed upon the Paying Agent/Registrar, and, upon the execution of the above Paying Agent/Registrar's Authentication Certificate, the converted and exchanged or replaced Bonds shall be valid, incontestable, and enforceable in the same manner and with the same effect as the Initial Bond which was originally delivered pursuant to this Resolution, approved by the Attorney General, and registered by the Comptroller of Public Accounts.

(c) Bonds issued in conversion and exchange or replacement of any other Bond or portion thereof, (i) shall be issued in fully registered form, without interest coupons, with the principal of and interest on such Bonds to be payable only to the registered owners thereof, (ii) may be redeemed prior to their scheduled maturities, (iii) may be transferred and assigned, (iv) may be converted and exchanged for other Bonds, (v) shall have the characteristics, (vi) shall be signed, and (vii) the principal of and interest on the Bonds shall be payable, all as provided, and in the manner required or indicated, in the Form of Bonds set forth in this Resolution.

Section 3.08. Temporary Bonds. (a) Following the delivery and registration of the Initial Bond and pending the preparation of definitive Bonds, the proper officers of the Corporation may execute and, upon the Corporation's request, the Paying Agent/Registrar shall authenticate and deliver, one or more temporary Bonds that are printed, lithographed, typewritten, mimeographed or otherwise produced, in any denomination, substantially of the tenor of the definitive Bonds in lieu of which they are delivered, without coupons, and with such appropriate insertions, omissions, substitutions and other variations as the officers of the Corporation executing such temporary Bonds may determine, as evidenced by their signing of such temporary Bonds.

(b) Until exchanged for Bonds in definitive form, such Bonds in temporary form shall be entitled to the benefit and security of this Resolution.

(c) The Corporation, without unreasonable delay, shall prepare, execute and deliver to the Paying Agent/Registrar the Bonds in definitive form; thereupon, upon the presentation and

surrender of the Bond or Bonds in temporary form to the Paying Agent/Registrar, the Paying Agent/Registrar shall cancel the Bonds in temporary form and authenticate and deliver in exchange therefor a Bond or Bonds of the same maturity and series, in definitive form, in the authorized denomination, and in the same aggregate principal amount, as the Bond or Bonds in temporary form surrendered. Such exchange shall be made without the making of any charge therefor to any Owner.

Section 3.09. Replacement Bonds. (a) Upon the presentation and surrender to the Paying Agent/Registrar, at the Designated Payment/Transfer Office, of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding. The Corporation or the Paying Agent/ Registrar may require the Owner of such Bond to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection therewith and any other expenses connected herewith.

(b) In the event that any Bond is lost, apparently destroyed or wrongfully taken, the Paying Agent/Registrar, pursuant to the applicable laws of the State of Texas and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall authenticate and deliver a replacement Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding, provided that the Owner first:

(i) furnishes to the Paying Agent/Registrar satisfactory evidence of his ownership of and the circumstances of the loss, destruction or theft of such Bond;

(ii) furnishes such security or indemnity as may be required by the Paying Agent/Registrar and the Corporation to save them harmless;

(iii) pays all expenses and charges in connection therewith, including, but not limited to, printing costs, legal fees, fees of the Paying Agent/Registrar and any tax or other governmental charge that is authorized to be imposed; and

(iv) satisfies any other reasonable requirements imposed by the Corporation and the Paying Agent/Registrar.

(c) If, after the delivery of such replacement Bond, a bona fide purchaser of the original Bond in lieu of which such replacement Bond was issued presents for payment such original Bond, the Corporation and the Paying Agent/Registrar shall be entitled to recover such replacement Bond from the person to whom it was delivered or any person taking therefrom, except a bona fide purchaser, and shall be entitled to recover upon the security or indemnity provided therefor to the extent of any loss, damage, cost or expense incurred by the Corporation or the Paying Agent/Registrar in connection therewith.

(d) In the event that any such mutilated, lost, apparently destroyed or wrongfully taken Bond has become or is about to become due and payable, the Paying Agent/Registrar, in its discretion, instead of issuing a replacement Bond, may pay such Bond.

(e) Each replacement Bond delivered in accordance with this Section shall constitute an original contractual obligation of the Corporation and shall be entitled to the benefits and

security of this Resolution to the same extent as the Bond or Bonds in lieu of which such replacement Bond is delivered.

Section 3.10. Book-Entry Only System. (a) The definitive Bonds shall be initially issued in the form of a separate single fully registered Bond for each of the maturities thereof. Upon initial issuance, the ownership of each such Bond shall be registered in the name of Cede & Co., as nominee of DTC, and, except as provided in Section 3.11 hereof, all of the outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

(b) With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the Corporation and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Bonds, except as provided in this Resolution. Without limiting the immediately preceding sentence, the Corporation and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any DTC Participant or any other person, other than an Owner, as shown on the Register, of any notice with respect to the Bonds, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than an Owner, as shown in the Register of any amount with respect to principal of, premium, if any, or interest on the Bonds. Notwithstanding any other provision of this Resolution to the contrary, the Corporation and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Register as the absolute Owner of such Bond for the purpose of payment of principal of, premium, if any, and interest on the Bonds, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfer with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of, premium, if any, and interest on the Bonds only to or upon the order of the respective Owners, as shown in the Register as provided in this Resolution, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the Corporation's obligations with respect to payment of, premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. No person other than an Owner, as shown in the Register, shall receive a Bond certificate evidencing the obligation of the Corporation to make payments of amounts due pursuant to this Resolution. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Resolution with respect to interest checks or drafts being mailed to the registered Owner at the close of business on the Record Date, the word "Cede & Co." in this Resolution shall refer to such new nominee of DTC.

(c) The Representation Letter previously executed and delivered by the Corporation and applicable to the Corporation's obligations delivered in book-entry-only form to DTC as securities depository for said obligations is hereby ratified and approved for the Bonds.

Section 3.11. Successor Securities Depository; Transfer Outside. In the event that the Corporation or the Paying Agent/Registrar determines that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter, and that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, or in the

event DTC discontinues the services described herein, the Corporation or the Paying Agent/Registrar shall (i) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants, as identified by DTC, of the appointment of such successor securities depository and transfer one or more separate Bonds to such successor securities depository or (ii) notify DTC and DTC Participants, as identified by DTC, of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts, as identified by DTC. In such event, the Bonds shall no longer be restricted to being registered in the Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Owners transferring or exchanging Bonds shall designate, in accordance with the provisions of this Resolution.

Section 3.12. Payments to Cede & Co. Notwithstanding any other provision of this Resolution to the contrary, so long as any Bonds are registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on such Bonds, and all notices with respect to such Bonds, shall be made and given, respectively, in the manner provided in the Representation Letter.

ARTICLE IV

REDEMPTION OF BONDS BEFORE MATURITY

Section 4.01. Limitation on Redemption. The Bonds shall be subject to redemption before scheduled maturity only as provided in this Article IV.

Section 4.02. Optional Redemption.

(a) The Corporation reserves the option to redeem Bonds maturing on and after February 15, 2028, in whole or in part, before their scheduled maturity date, in integral multiples of \$5,000, on February 15, 2027, or on any date thereafter (such redemption date or dates to be fixed by the Corporation) at a price equal to the principal amount of the Bonds called for redemption plus accrued interest from the most recent interest payment date on which interest has been paid or duly provided for to the redemption date.

(b) The Corporation, at least 45 days before the redemption date (unless a shorter period shall be satisfactory to the Paying Agent/Registrar), shall notify the Paying Agent/Registrar of such redemption date and of the principal amount of Bonds to be redeemed.

Section 4.03. Mandatory Sinking Fund Redemption.

(a) The Bonds maturing February 15, 20__, February 15, 20__, and February 15, 20__ (the "Term Bonds") are subject to scheduled mandatory redemption and will be redeemed by the Corporation, in part at a price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, out of moneys available for such purpose in the Interest and Sinking Fund, on the dates and in the respective principal amounts as set forth below.

\$ Term Bonds Maturing February 15, 20__

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20__	\$ <u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__*	<u> </u>

*maturity

\$ Term Bonds Maturing February 15, 20__

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20__	\$ <u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__*	<u> </u>

*maturity

\$ Term Bonds Maturing February 15, 20__

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20__	\$ <u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__	<u> </u>
February 15, 20__*	<u> </u>

*maturity

(b) At least forty-five (45) days prior to each scheduled mandatory redemption date, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of Term Bonds equal to the aggregate principal amount of such Term Bonds to be redeemed, shall call such Term Bonds for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption.

(c) In lieu of calling the Term Bonds described above, for mandatory redemption, the Corporation reserves the right to purchase such Term Bonds at a price not exceeding the principal amount thereof, plus accrued interest, with (a) moneys on deposit in the Interest and Sinking Fund which are available for the mandatory redemption of such Term Bonds or (b) other lawfully available funds. Upon any such purchase in lieu of redemption, not less than forty-five (45) days prior to a mandatory redemption date, the Corporation shall deliver such Term Bonds to the Paying Agent/Registrar prior to the selection of the Term Bonds for redemption and the

principal amount so delivered shall be credited against the amount required to be called for redemption in that year.

Section 4.04. Partial Redemption. (a) If less than all of the Bonds are to be redeemed pursuant to Section 4.02, the Corporation shall determine the maturity or maturities and the amounts thereof to be redeemed and shall direct the Paying Agent/Registrar to call by lot Bonds, or portions thereof within such maturity or maturities and in such principal amounts, for redemption.

(b) A portion of a single Bond of a denomination greater than \$5,000 may be redeemed, but only in a principal amount equal to \$5,000 or any integral multiple thereof. The Paying Agent/Registrar shall treat each \$5,000 portion of the Bond as though it were a single Bond for purposes of selection for redemption.

(c) Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar, in accordance with Section 3.06 of this Resolution, shall authenticate and deliver an exchange Bond or Bonds in an aggregate principal amount equal to the unredeemed portion of the Bond so surrendered, and such exchange shall be without charge, notwithstanding any provision of Section 3.06 to the contrary.

(d) The Paying Agent/Registrar shall promptly notify the Corporation in writing of the principal amount to be redeemed of any Bond as to which only a portion thereof is to be redeemed.

Section 4.05. Notice of Redemption to Owners. (a) The Paying Agent/Registrar shall give notice of any redemption of Bonds by sending notice by United States mail, first class postage prepaid, not less than 30 days before the date fixed for redemption, to the Owner of each Bond (or part thereof) to be redeemed, at the address shown on the Register at the close of business on the business day next preceding the date of mailing of such notice.

(b) The notice shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment, and, if less than all the Bonds outstanding are to be redeemed, an identification of the Bonds or portions thereof to be redeemed.

(c) Any notice given as provided in this Section shall be conclusively presumed to have been duly given, whether or not the Owner receives such notice.

Section 4.06. Payment Upon Redemption. (a) Before or on each redemption date, the Paying Agent/Registrar shall make provision for the payment of the Bonds to be redeemed on such date by setting aside and holding in trust an amount from the Interest and Sinking Fund or otherwise received by the Paying Agent/Registrar from the Corporation sufficient to pay the principal of, premium, if any, and accrued interest on such Bonds.

(b) Upon presentation and surrender of any Bond called for redemption at the Designated Payment/Transfer Office on or after the date fixed for redemption, the Paying Agent/Registrar shall pay the principal of, premium, if any, and accrued interest on such Bond to the date of redemption from the money set aside for such purpose.

Section 4.07. Effect of Redemption. (a) Notice of redemption having been given as provided in Section 4.04 of this Resolution, the Bonds or portions thereof called for redemption shall become due and payable on the date fixed for redemption and, unless the Corporation defaults in the payment of the principal thereof, premium, if any, or accrued interest thereon, such Bonds or portions thereof shall cease to bear interest from and after the date fixed for redemption, whether or not such Bonds are presented and surrendered for payment on such date.

(b) If the Corporation shall fail to make provision for payment of all sums due on a redemption date, then any Bond or portion thereof called for redemption shall continue to bear interest at the rate stated on the Bond until due provision is made for the payment of same by the Corporation.

Section 4.08. Conditional Notice of Redemption. The Corporation reserves the right, in the case of an optional redemption pursuant to Section 4.02 herein, to give notice of its election or direction to redeem Bonds conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date, or (ii) that the Corporation retains the right to rescind such notice at any time on or prior to the scheduled redemption date if the Corporation delivers a certificate of the Corporation to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Bonds subject to conditional redemption and such redemption has been rescinded shall remain Outstanding and the rescission of such redemption shall not constitute an event of default. Further, in the case of a conditional redemption, the failure of the Corporation to make moneys and or authorized securities available in part or in whole on or before the redemption date shall not constitute an event of default.

ARTICLE V

PAYING AGENT/REGISTRAR

Section 5.01. Appointment of Initial Paying Agent/Registrar.

(a) The Bank of New York Mellon Trust Company, N.A. is hereby appointed as the initial Paying Agent/Registrar for the Bonds.

Section 5.02. Qualifications. Each Paying Agent/Registrar shall be a commercial bank, a trust company organized under the laws of the State of Texas, or any other entity duly qualified and legally authorized to serve as and perform the duties and services of paying agent and registrar for the Bonds.

Section 5.03. Maintaining Paying Agent/Registrar. (a) At all times while any Bonds are outstanding, the Corporation will maintain a Paying Agent/Registrar that is qualified under Section 5.02 of this Resolution. The President of the Corporation is hereby authorized and

directed to execute an agreement with the Paying Agent/Registrar specifying the duties and responsibilities of the Corporation and the Paying Agent/Registrar. The signature of the President of the Corporation shall be attested by the Secretary of the Corporation.

(b) If the Paying Agent/Registrar resigns or otherwise ceases to serve as such, the Corporation will promptly appoint a replacement.

Section 5.04. Termination. The Corporation, upon not less than 60 days' notice, reserves the right to terminate the appointment of any Paying Agent/Registrar by delivering to the entity whose appointment is to be terminated written notice of such termination, provided, that such termination shall not be effective until a successor Paying Agent/Registrar has been appointed and has accepted the duties of Paying Agent/Registrar for the Bonds.

Section 5.05. Notice of Change. Promptly upon each change in the entity serving as Paying Agent/Registrar, the Corporation will cause notice of the change to be sent to each Owner and any bond insurer by first class United States mail, postage prepaid, at the address in the Register, stating the effective date of the change and the name and mailing address of the replacement Paying Agent/Registrar.

Section 5.06. Agreement to Perform Duties and Functions. By accepting the appointment as Paying Agent/Registrar, and executing the Paying Agent/Registrar Agreement, the Paying Agent/Registrar is deemed to have agreed to the provisions of this Resolution and that it will perform the duties and functions of Paying Agent/Registrar prescribed thereby.

Section 5.07. Delivery of Records to Successor. If a Paying Agent/Registrar is replaced, such Paying Agent, promptly upon the appointment of the successor, will deliver the Register (or a copy thereof) and all other pertinent books and records relating to the Bonds to the successor Paying Agent/Registrar.

ARTICLE VI

FORM OF THE BONDS

Section 6.01. Form Generally. (a) The Bonds, including the registration certificate of the Comptroller, the certificate of the Paying Agent/Registrar, and the assignment form to appear on each of the Bonds, (i) shall be substantially in the form set forth in this Article, with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required by this Resolution, and (ii) may have such letters, numbers, or other marks of identification (including identifying numbers and letters of the Committee on Uniform Securities Identification Procedures of the American Bankers Association) and such legends and endorsements (including any reproduction of an opinion of counsel) thereon as, consistently herewith, may be determined by the Corporation or by the officers executing such Bonds, as evidenced by their execution thereof.

(b) Any portion of the text of any Bonds may be set forth on the reverse side thereof, with an appropriate reference thereto on the face of the Bonds.

(c) The Bonds shall be typed, printed, lithographed, or engraved, and may be produced by any combination of these methods or produced in any other similar manner, all as determined by the officers executing such Bonds, as evidenced by their execution thereof, except that the Initial Bond submitted to the Attorney General of Texas, the definitive Bonds delivered to DTC (or any successor securities depository) and any temporary Bonds may be typewritten or photocopied or otherwise produced.

Section 6.02. Form of Bonds. The form of Bonds, including the form of the registration certificate of the Comptroller, the form of certificate of the Paying Agent/Registrar and the form of assignment appearing on the Bonds, shall be substantially as follows:

(a) [Form of Bond]

NEITHER THE STATE, THE CITY OF GRAPEVINE, TEXAS (THE "CITY") NOR ANY POLITICAL CORPORATION, SUBDIVISION, OR AGENCY OF THE STATE SHALL BE OBLIGATED TO PAY THIS BOND OR THE INTEREST THEREON AND NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE STATE, THE CITY, OR ANY OTHER POLITICAL CORPORATION, SUBDIVISION, OR AGENCY THEREOF IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR THE INTEREST ON THIS BOND.

REGISTERED
No. _____

REGISTERED
\$ _____

United States of America
State of Texas
GRAPEVINE 4B ECONOMIC DEVELOPMENT CORPORATION
SALES TAX REVENUE REFUNDING BOND,
TAXABLE SERIES 2018

INTEREST RATE: _____ MATURITY DATE: February 15, _____ DELIVERY DATE: May 15, 2018 CUSIP NUMBER: _____
_____ %

Grapevine 4B Economic Development Corporation (the "Corporation"), a non-profit industrial development corporation governed by Chapters 501, 502 and 505, Texas Local Government Code, as amended (the "Act"), in the State of Texas, for value received, hereby promises to pay to

_____ or registered assigns, on the Maturity Date specified above, the sum of _____ DOLLARS

unless this Bond shall have been sooner called for redemption and the payment of the principal hereof shall have been paid or provision for such payment shall have been made, and to pay

interest on the unpaid principal amount hereof from the later of the Delivery Date specified above or the most recent interest payment date to which interest has been paid or provided for until such principal amount shall have been paid or provided for, at the per annum rate of interest specified above, computed on the basis of a 360-day year of twelve 30-day months, such interest to be paid semiannually on February 15 and August 15 of each year, commencing August 15, 2018.

The principal of this Bond shall be payable without exchange or collection charges in lawful money of the United States of America upon presentation and surrender of this Bond at the corporate trust office in Dallas, Texas (the "Designated Payment/Transfer Office"), of The Bank of New York Mellon Trust Company, N.A., as initial Paying Agent/Registrar, or, with respect to a successor Paying Agent/Registrar, at the Designated Payment/Transfer Office of such successor. Interest on this Bond is payable by check dated as of the interest payment date, mailed by the Paying Agent/Registrar to the registered owner at the address shown on the registration books kept by the Paying Agent/Registrar or by such other customary banking arrangements acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the person to whom interest is to be paid. For the purpose of the payment of interest on this Bond, the registered owner shall be the person in whose name this Bond is registered at the close of business on the "Record Date," which shall be the close of business on the 15th day of the month next preceding such interest payment date; provided, however, that in the event of nonpayment of interest on a scheduled interest payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the Corporation. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Owner of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last business day preceding the date of mailing such notice.

If a date for the payment of the principal of or interest on the Bonds is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the city in which the Designated Payment/Transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close; and payment on such date shall have the same force and effect as if made on the original date payment was due.

This Bond dated April 15, 2018, is one of a series of fully registered bonds specified in the title hereof issued in the aggregate principal amount of \$_____ (herein referred to as the "Bonds"), issued pursuant to a certain Resolution of the Board of Directors of the Corporation (the "Resolution") for the purpose of (i) refunding the Refunded Bonds (as defined in the Resolution), (ii) funding a debt service reserve fund; and (iii) paying the costs of issuing the Bonds.

This Bond and all the bonds of the series of which it is a part constitute special obligations of the Grapevine 4B Economic Development Corporation and together with any additional parity revenue obligations which the Corporation has reserved the right to issue are

payable as to both principal and interest solely from a first lien on and pledge of the Pledged Revenues and Pledged Funds, as described in the Resolution.

The Corporation expressly reserves the right to issue further and additional special revenue obligations on a parity with the bonds of this issue; provided, however, that any and all such additional parity obligations may be issued only in accordance with and subject to the covenants, conditions, limitations and restrictions relating thereto which are set out and contained in the Resolution, to which reference is hereby made for more complete and full particulars.

The Corporation has reserved the option to redeem the Bonds maturing on and after February 15, 2028, before their respective scheduled maturity in whole or in part in integral multiples of \$5,000 on February 15, 2027, or on any date thereafter, at a price equal to the principal amount of the Bonds so called for redemption plus accrued interest to the redemption date. If less than all of the Bonds are to be redeemed, the Corporation shall determine the maturity or maturities and the amounts thereof to be redeemed and shall direct the Paying Agent/Registrar to call by lot Bonds, or portions thereof within such maturity or maturities and in such amounts, for redemption.

Bonds maturing on February 15, in each of the years ____, ____ and ____, inclusive (the "Term Bonds"), are subject to mandatory sinking fund redemption prior to their scheduled maturity, and will be redeemed by the Corporation, in part at a redemption price equal to the principal amount thereof, without premium, plus interest accrued to the redemption date, on the dates and in the principal amounts shown in the following schedule:

\$ _____ Term Bonds Maturing February 15, 20__

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20__	\$ _____
February 15, 20__	_____
February 15, 20__	_____
February 15, 20__	_____
February 15, 20__*	_____

*maturity

\$ _____ Term Bonds Maturing February 15, 20__

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20__	\$ _____
February 15, 20__	_____
February 15, 20__	_____
February 15, 20__	_____
February 15, 20__*	_____

*maturity

\$ Term Bonds Maturing February 15, 20

<u>Redemption Date</u>	<u>Principal Amount</u>
February 15, 20 <u> </u>	\$ <u> </u>
February 15, 20 <u> </u>	<u> </u>
February 15, 20 <u> </u>	<u> </u>
February 15, 20 <u> </u>	<u> </u>
February 15, 20 <u> </u> *	<u> </u>

*maturity

The Paying Agent/Registrar will select by lot or by any other customary method that results in a random selection the specific Term Bonds (or with respect to Term Bonds having a denomination in excess of \$5,000, each \$5,000 portion thereof) to be redeemed by mandatory redemption. The principal amount of Term Bonds required to be redeemed on any redemption date pursuant to the foregoing mandatory sinking fund redemption provisions hereof shall be reduced, at the option of the Corporation, by the principal amount of any Bonds which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the Corporation at a price not exceeding the principal amount of such Bonds plus accrued interest to the date of purchase thereof, and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption.

The Corporation reserves the right, in the case of an optional redemption pursuant to the provisions of the Resolution, to give notice of its election or direction to redeem Bonds conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date, or (ii) that the Corporation retains the right to rescind such notice at any time on or prior to the scheduled redemption date if the Corporation delivers a certificate of the Corporation to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Bonds subject to conditional redemption and such redemption has been rescinded shall remain Outstanding and the rescission of such redemption shall not constitute an Event of Default. Further, in the case of a conditional redemption, the failure of the Corporation to make moneys and or authorized securities available in part or in whole on or before the redemption date shall not constitute an event of default.

Notice of such redemption or redemptions shall be sent by United States mail, first class postage prepaid, not less than 30 days before the date fixed for redemption, to the registered owner of each of the Bonds to be redeemed in whole or in part. Notice having been so given, the Bonds or portions thereof designated for redemption shall become due and payable on the

redemption date specified in such notice, and from and after such date, notwithstanding that any of the Bonds or portions thereof so called for redemption shall not have been surrendered for payment, interest on such Bonds or portions thereof shall cease to accrue.

As provided in the Resolution, and subject to certain limitations therein set forth, this Bond is transferable upon surrender of this Bond for transfer at the Designated Payment/Transfer Office, with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar, and, thereupon, one or more new fully registered Bonds of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

The Corporation, the Paying Agent/Registrar, and any other person may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Bond is registered on the Record Date or Special Record Date, as applicable) and for all other purposes, whether or not this Bond be overdue, and neither the Corporation nor the Paying Agent/Registrar shall be affected by notice to the contrary.

IT IS HEREBY CERTIFIED AND RECITED that the issuance of this Bond and the series of which it is a part is duly authorized by law; that all acts, conditions and things required to be done precedent to and in the issuance of the Bonds have been properly done and performed and have happened in regular and due time, form and manner, as required by law; and that the total indebtedness of the Corporation, including the Bonds, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF, this Bond has been duly executed on behalf of the Corporation.

Secretary, Grapevine 4B Economic
Development Corporation

President, Grapevine 4B Economic
Development Corporation

(b) [Form of Certificate of Paying Agent/Registrar]

CERTIFICATE OF PAYING AGENT/REGISTRAR

This is one of the Bonds referred to in the within mentioned Resolution. The series of Bonds of which this Bond is a part was originally issued as one Initial Bond which was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.,
as Paying Agent/Registrar

Dated: _____

By: _____
Authorized Signatory

(c) [Form of Assignment]

ASSIGNMENT

FOR VALUE RECEIVED the undersigned, hereby sells, assigns and transfers unto (print or typewrite name, address and zip code of transferee: _____

(social security or other identifying number: _____) the within bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____ attorney to transfer the within bond on the books kept for registration hereof, with full power of substitution in the premises.

Date: _____

Signature Guaranteed By: _____

Authorized Signatory

NOTICE: The signature on this Assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular and must be guaranteed in a manner acceptable to the Paying Agent/Registrar.

(d) Initial Bond Insertions.

(i) The Initial Bond shall be in the form set forth in paragraph (a) of this Section, except that:

(A) immediately under the name of the Bond, the headings "INTEREST RATE" and "MATURITY DATE" shall both be completed with the words "As Shown Below" and the heading "CUSIP NO. _____" shall be deleted;

(B) in the first paragraph:

the words “on the Maturity Date specified above” shall be deleted and the following will be inserted: “on _____⁽¹⁾ in the years, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

<u>Years</u>	<u>Principal Installments</u>	<u>Interest Rates</u>
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(Information to be inserted from the Pricing Certificate.)

(C) the Initial Bond shall be numbered T-1.

(ii) The following Registration Certificate of Comptroller of Public Accounts shall appear on the Initial Bond:

REGISTRATION CERTIFICATE OF
COMPTROLLER OF PUBLIC ACCOUNTS

OFFICE OF THE COMPTROLLER	§	
OF PUBLIC ACCOUNTS	§	REGISTER NO. _____
	§	
THE STATE OF TEXAS	§	

I HEREBY CERTIFY THAT there is on file and of record in my office a certificate to the effect that the Attorney General of the State of Texas has approved this Bond, and that this Bond has been registered this day by me.

WITNESS MY SIGNATURE AND SEAL OF OFFICE this _____.

Comptroller of Public Accounts
of the State of Texas

[SEAL]

Section 6.03. CUSIP Registration. The Corporation may secure identification numbers through the CUSIP Services Bureau managed by Standard & Poor’s Financial Services LLC on behalf of the America Bankers Association, and may authorize the printing of such numbers on the face of the Bonds. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Bonds shall be of no significance or effect as regards the legality thereof and neither the Corporation nor the attorneys approving said Bonds as to legality are to be held responsible for CUSIP numbers incorrectly printed on the Bonds.

¹ To be inserted from the Pricing Certificate.

Section 6.04. Legal Opinion. The approving legal opinion of Bracewell LLP, Bond Counsel, may be printed on the back of or attached to each Bond over the certification of the Secretary of the Corporation, which may be executed in facsimile.

Section 6.05. Municipal Bond Insurance. If municipal bond guaranty insurance is obtained with respect to the Bonds, the Bonds, including the Initial Bond, may bear an appropriate legend, as provided by the insurer. To the extent permitted by applicable law, the Corporation will comply with all notice and other applicable requirements of the insurer in connection with the issuance of the Bonds, as such requirements may be in effect and transmitted to the Corporation with the insurer's commitment to issue such insurance.

ARTICLE VII

SALE OF THE BONDS; CONTROL AND DELIVERY OF THE BONDS

Section 7.01. Sale of Bonds; Official Statement.

(a) The Bonds, having been duly advertised and offered for sale at competitive bid, are hereby officially sold and awarded _____ (the "Purchaser") for a purchase price equal to the principal amount thereof plus a cash premium of \$ _____, being the bid which produced the lowest true interest cost to the City. The Initial Bond shall be registered in the name of the Purchaser or its designee.

(b) The form and substance of the Preliminary Official Statement for the Bonds and any addenda, supplement or amendment thereto (the "Preliminary Official Statement") and the final Official Statement (the "Official Statement") presented to and considered at this meeting, are hereby in all respects approved and adopted, and the Preliminary Official Statement is hereby deemed final as of its date (except for the omission of pricing and related information) within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended. The President or Vice President of the Corporation is hereby authorized and directed to execute the Official Statement and deliver appropriate numbers of copies thereof to the Representative. The Official Statement as thus approved, executed and delivered, with such appropriate variations as shall be approved by the President or Vice President of the Corporation and the Representative, may be used by the Purchasers in the public offering of the Bonds and sale thereof. The Corporation Secretary of the Corporation is hereby authorized and directed to include and maintain a copy of the Preliminary Official Statement and the Official Statement and any addenda, supplement or amendment thereto thus approved among the permanent records of this meeting. The use and distribution of the Preliminary Official Statement in the public offering of the Bonds is hereby ratified, approved and confirmed.

(c) All officers and officials of the Corporation are authorized to take such actions and to execute such documents, certificates and receipts, and to make such elections with respect to the tax-exempt status of the Bonds, as they may deem necessary and appropriate in order to consummate the delivery of the Bonds. Further, in connection with the submission of the record of proceedings for the Bonds to the Attorney General of the State of Texas for examination and approval of such Bonds, the appropriate officer of the Corporation is hereby authorized and

directed to issue a check of the Corporation payable to the Attorney General of the State of Texas as a nonrefundable examination fee in the amount required by Chapter 1202, Texas Government Code (such amount not to exceed \$9,500).

(d) The obligation of the Purchaser to accept delivery of the Bonds is subject to the Purchaser being furnished with the final, approving opinion of Bracewell LLP, Bond Counsel for the Corporation, which opinion shall be dated as of and delivered on the Closing Date. The President is hereby authorized and directed to execute the engagement letter with Bracewell LLP, setting forth such firm's duties as Bond Counsel for the Corporation, and such engagement letter and the terms thereof in the form presented at this meeting is hereby approved and accepted.

Section 7.02. Control and Delivery of Bonds. (a) The President and Vice-President are hereby authorized to have control of the Initial Bond and all necessary records and proceedings pertaining thereto pending investigation, examination and approval of the Attorney General of the State of Texas, registration by the Comptroller of Public Accounts of the State of Texas, and registration with, and initial exchange or transfer by, the Paying Agent/Registrar.

(b) After registration by the Comptroller of Public Accounts, delivery of the Bonds shall be made to the Purchaser under and subject to the general supervision and direction of the President of the Corporation, against receipt by the Corporation of all amounts due to the Corporation under the terms of sale.

(c) In the event the President or Board Secretary are absent or otherwise unable to execute any document or take any action authorized herein, the Vice-President of the Board and any Assistant Board Secretary or other member of the Board, respectively, shall be authorized to execute such documents and take such actions, and the performance of such duties by the Vice-President of the Board and any Assistant Board Secretary or other member of the Board shall for the purposes of this Resolution have the same force and effect as if such duties were performed by the President or Board Secretary, respectively.

ARTICLE VIII

FUNDS AND ACCOUNTS, INITIAL DEPOSITS AND APPLICATION OF MONEY

Section 8.01. Creation of Funds. (a) The Corporation hereby confirms and re-establishes the following funds to be held at the Corporation's depository bank:

- (i) Project Development Fund;
- (ii) Debt Service Fund;
- (iii) Reserve Fund;
- (iv) Capital Improvement Fund; and
- (v) Sales Tax Revenue Fund.

(b) Moneys on deposit in the Project Development Fund shall be used for paying costs of Projects for which Parity Revenue Obligations from time to time are issued. The Project Development Fund at all times shall be free of any lien, pledge or trust created by this Resolution and the resolution or resolutions authorizing Additional Parity Obligations.

(c) The Sales Tax Revenue Fund is hereby confirmed as a special fund comprised of the Pledged Revenues, together with all other revenues as from time to time may be determined for deposit therein by the Corporation, and shall be maintained at the Corporation's depository bank for the benefit of the Owners of the Parity Revenue Obligations, subject to the further provisions of this Resolution.

(d) The Debt Service Fund shall be maintained for the benefit of the Owners of the Parity Revenue Obligations. Money deposited in the Debt Service Fund shall be used to pay the principal of, premium, if any, and interest on the Parity Revenue Obligations when and as the same shall become due and payable.

(e) The Reserve Fund shall be maintained for the benefit of the Owners of the Parity Revenue Obligations. Money deposited in the Reserve Fund shall be used to pay principal of and/or interest on Parity Revenue Obligations becoming due and payable when there is not sufficient money available in the Debt Service Fund for such purpose. Money on deposit in the Reserve Fund may be applied to the acquisition of a Reserve Fund Surety Bond.

(f) Money from time to time on deposit in the Capital Improvement Fund shall be used for paying costs of authorized Projects the payment of which are not otherwise provided from the proceeds of Parity Revenue Obligations, and for any other lawful purposes permitted under applicable law. The Capital Improvement Fund at all times shall be free of any lien or pledge created by this Resolution and the resolution or resolutions authorizing the issuance Additional Parity Obligations.

Section 8.02. Deposit of Proceeds. All amounts received on the Closing Date by the Paying Agent/Registrar for the payment of the purchase price for the Bonds shall be deposited and transferred in accordance with the following:

(a) Proceeds of the Bonds in the amount of \$ _____ shall be deposited to the Reserve Fund for the Bonds; and

(b) Proceeds of the Bonds in the amount of \$ _____ (including premium received on the Bonds in the amount of \$ _____) shall be deposited with the paying agent/registrar for the Refunded Bonds to refund the Refunded Bonds pursuant to the Deposit Agreement; and

(c) The remaining balance received on the Closing Date, shall be deposited to a special account of the Corporation and used for the payment of the costs of issuing the Bonds. Any amounts not needed for the payment of costs of issuance shall be deposited to Debt Service Fund.

Section 8.03. Sales Tax Revenue Fund. (a) All Pledged Revenues shall be deposited and transferred as received to the Sales Tax Revenue Fund.

(b) Moneys deposited in the Sales Tax Revenue Fund shall be pledged and appropriated to the following uses, in the order of priority shown:

(i) First, to the payment, without priority, of all amounts required to be deposited in the Debt Service Fund herein established for the payment of Parity Revenue Obligations;

(ii) Second, to the payment of all amounts required to be deposited in the Reserve Fund pursuant to this Resolution or any resolution relating to the issuance of Parity Revenue Obligations;

(iii) Third, to any other fund or account required by any resolution authorizing Parity Revenue Obligations, the amounts required to be deposited therein;

(iv) Fourth, to any fund or account, or to any payee, required by any other resolution of the Board which authorizes the issuance of obligations or the creation of debt of the Corporation having a lien on the Pledged Revenues subordinate to the lien and pledge created herein with respect to the Parity Revenue Obligations; and

(v) Fifth, to the Capital Improvement Fund.

Section 8.04. Debt Service Fund. (a) The Corporation hereby covenants and agrees to make deposits to the Debt Service Fund from moneys in the Sales Tax Revenue Fund, in substantially equal monthly, bi-monthly, quarterly or semi-annual installments as such money is received, to pay the principal of and interest on the Parity Revenue Obligations as follows:

(i) Such amounts, on deposit and received following the Closing Date, as will be sufficient, together with other amounts, if any, then on hand in the Debt Service Fund and available for such purpose, to pay the interest scheduled to accrue and become due and payable with respect to the Parity Revenue Obligations on the next succeeding Interest Payment Date;

(ii) Such amounts, on deposit and received following the Closing Date, as will be sufficient, together with other amounts, if any, on hand in the Debt Service Fund and available for such purpose, to pay the principal scheduled to mature and come due on the Parity Revenue Obligations on the next succeeding Interest Payment Date on which principal of the Bonds is to be payable.

(b) The deposits to the Debt Service Fund for the payment of principal of and interest on the Parity Revenue Obligations shall continue to be made as hereinabove provided until such time as (i) the total amount on deposit in the Debt Service Fund and Reserve Fund is equal to the amount required to pay all outstanding obligations (principal and/or interest) for which said Fund was created and established to pay or (ii) the Parity Revenue Obligations are no longer outstanding, i.e., fully paid as to principal and interest or all of the Parity Revenue Obligations have been refunded.

(c) Any proceeds of the Bonds not required for the purposes for which the Bonds are issued shall be deposited to the Debt Service Fund.

Section 8.05. Reserve Fund. (a) The Corporation hereby covenants and agrees with the holders of the Parity Revenue Obligations that it will continuously maintain in the Reserve Fund an amount (hereinafter, the "Required Reserve") equal to the maximum annual principal and interest requirement of the Parity Revenue Obligations (calculated on a Fiscal Year basis as of the date the last series of Parity Revenue Obligations were authorized). The provisions of this Section 8.05 may be modified by the Pricing Certificate.

(b) Prior to the delivery of each issue or series of Additional Parity Obligations, the Corporation shall cause the Required Reserve for the Parity Revenue Obligations then outstanding and the proposed Additional Parity Obligations to be calculated and determined. Upon delivery of such Additional Parity Obligations, the Corporation shall deposit into the Reserve Fund, from the proceeds of the Additional Parity Obligations or from other available funds, an amount equal to the difference between the amounts then on deposit in the Reserve Fund and the Required Reserve as calculated in the next preceding sentence.

(c) In the event that the amount on deposit in the Reserve Fund is reduced below the Required Reserve, the amount on deposit in the Reserve Fund shall be restored to the Required Reserve by deposit of the Pledged Revenues first available after the deposit required by Section 8.03(b)(i).

(d) The Reserve Fund may be funded in the amount of the Required Reserve by the deposit of a Reserve Fund Surety Bond sufficient to provide such portion of the Required Reserve. The Corporation further expressly reserves the right to substitute at any time a Reserve Fund Surety Bond for any funded amounts in the Reserve Fund and to apply the funds thereby released, to the greatest extent permitted by law, to any of the purposes for which the related Parity Revenue Obligations were issued or to pay debt service on the Parity Revenue Obligations. The Corporation shall not employ any Reserve Fund Surety Bond unless (i) the Corporation officially finds that the purchase of such Reserve Fund Surety Bond is cost effective, (ii) the Reserve Fund Surety Bond does not impose upon the Corporation repayment obligations (in the event the Reserve Fund Surety Bond is drawn upon) greater than can be funded from Pledged Revenues on a parity with the deposits that are otherwise required to be made to the Reserve Fund, and (iii) that any interest due in connection with such repayment obligations does not exceed the highest lawful rate of interest which may be paid by the Corporation at the time of delivery of the Reserve Fund Surety Bond.

Section 8.06. Deficiencies in Funds. If the Corporation shall, for any reason, fail to pay into the Debt Service Fund or Reserve Fund the full amounts above stipulated, amounts equivalent to such deficiencies shall be set apart and paid into said funds from the first available revenues of the Corporation and such payments shall be in addition to the amounts hereinabove provided to be otherwise paid into said funds.

Section 8.07. Security of Funds. All moneys on deposit in the funds referred to in this Resolution shall be secured in the manner and to the fullest extent required by the laws of the State of Texas for the security of funds of the Corporation, and moneys on deposit in such funds shall be used only for the purposes permitted by this Resolution.

Section 8.08. Investments. (a) Money in the funds established by this Resolution, or any resolution authorizing the issuance of the Prior Bonds or any Additional Parity Obligations, at the option of the Corporation, may be invested in such securities or obligations as permitted under the laws of the State of Texas applicable to the Corporation.

(b) Any securities or obligations in which money is so invested shall be sold and the proceeds of sale shall be timely applied to the making of all payments required to be made from the fund from which the investment was made.

Section 8.09. Investment Income. Interest and income derived from investment of any fund created by this Resolution shall be credited to such fund.

ARTICLE IX

ADDITIONAL OBLIGATIONS

Section 9.01. Issuance of Superior Lien Obligations Prohibited. The Corporation hereby covenants that so long as any principal or interest pertaining to any Parity Revenue Obligations remain outstanding and unpaid, it will not authorize or issue obligations secured by a lien on or pledge of the Pledged Revenues superior to the lien ascribed to the Parity Revenue Obligations.

Section 9.02. Issuance of Additional Parity Obligations Authorized. In addition to the right to issue obligations of inferior lien, the Corporation reserves the right to issue Additional Parity Obligations which, when duly authorized and issued in compliance with law and the terms and conditions hereinafter appearing, shall be on a parity with the Bonds herein authorized, payable from and equally and ratably secured by a lien on and pledge of the Pledged Revenues and Pledged Funds; and the Bonds and Additional Parity Obligations shall in all respects be of equal dignity. The Additional Parity Obligations may be issued in one or more installments, provided, however, that none shall be issued unless and until the following conditions have been met:

(a) The Corporation is not then in default as to any covenant, condition or obligation prescribed in a resolution authorizing the issuance of the outstanding Parity Revenue Obligations.

(b) Each of the funds created for the payment, security and benefit of the Parity Revenue Obligations contains the amount of money then required to be on deposit therein.

(c) The Corporation has secured from a Certified Public Accountant a certificate or report reflecting that for the Fiscal Year next preceding the date of the proposed Additional Parity Obligations, or a consecutive twelve (12) month period out of the fifteen (15) month period next preceding the month in which the resolution authorizing the proposed Additional Parity Obligations is adopted, the Pledged Sales Tax revenues were equal to at least 1.20 times the combined maximum annual principal and interest requirements on all Parity Revenue Obligations to be outstanding after the issuance of the proposed Additional Parity Obligations.

(d) The Additional Parity Obligations are made to mature on an Interest Payment Date of each year in which they are scheduled to mature.

(e) The resolution authorizing the Additional Parity Obligations provides that: (i) the Debt Service Fund be augmented by amounts adequate to accumulate the sum required to pay the principal and interest on such obligations as the same shall become due; and (ii) the amount to be maintained in the Reserve Fund shall be increased to an amount not less than the Required Reserve calculated to include the debt service of the proposed additional obligations; and (iii) any additional amount required to be maintained in the Reserve Fund shall be deposited therein upon delivery of such Additional Parity Obligations.

(f) Parity Revenue Obligations may be refunded upon such terms and conditions as the Board may deem to be in the best interest of the Corporation; and if less than all such outstanding Parity Revenue Obligations are refunded, the proposed refunding obligations shall be considered as “Additional Parity Obligations” under the provisions of this Section, and the report or certificate required by paragraph (c) shall give effect to the issuance of the proposed refunding obligations and shall not give effect to the obligations being refunded.

ARTICLE X

PARTICULAR REPRESENTATIONS AND COVENANTS

Section 10.01. Pledged Funds and Pledged Revenues. (a) The Corporation represents and warrants that it is and will be authorized by applicable law and by its articles of incorporation and bylaws to authorize and issue the Bonds, to adopt this Resolution and to pledge the Pledged Funds and Pledged Revenues in the manner and to the extent provided in this Resolution, and that the Pledged Funds and Pledged Revenues so pledged are and will be and remain free and clear of any pledge, lien, charge or encumbrance thereon or with respect thereto prior to, or of equal rank with, the pledge and lien created in or authorized by this Resolution except as expressly provided herein for Parity Revenue Obligations.

(b) The Bonds and the provisions of this Resolution are and will be the valid and legally enforceable obligations of the Corporation in accordance with the terms of this Resolution, subject only to any applicable bankruptcy or insolvency laws or to any applicable law affecting creditors’ rights generally.

(c) The Corporation shall at all times, to the extent permitted by applicable law, defend, preserve and protect the pledge of the Pledged Funds and Pledged Revenues and all the rights of the Owners under this Resolution and the resolutions authorizing the issuance of the Prior Bonds and any Additional Parity Obligations, against all claims and demands of all persons whomsoever.

(d) The Corporation will take, and use its best efforts to cause the City to take, all steps reasonably necessary and appropriate to collect all delinquencies in the collection of the Sales Tax to the fullest extent permitted by the Act and other applicable law.

Section 10.02. Accounts, Periodical Reports and Certificates. (a) The Corporation shall keep or cause to be kept proper books of record and account (separate from all other records and accounts) in which complete and correct entries shall be made of its transactions relating to the funds and accounts established by this Resolution and which, together with all other books and

papers of the Corporation, shall at all times be subject to the inspection of, the Owner or Owners of not less than 5% in principal amount of the Parity Revenue Obligations then outstanding or their representatives duly authorized in writing.

(b) The Corporation shall annually, within 120 days after the close of each Fiscal Year, mail or cause to be mailed to any Holder owning at least 25% of the outstanding Parity Revenue Obligations of a single series who so requests in writing, a copy of an annual report for said year containing the following statements in reasonable detail with respect to the Corporation: a balance sheet as of the end of said year and the preceding year, statements of revenue and expense and of changes in financial position for the year then ended and the preceding year setting forth revenues and expenses for such years in accordance with generally accepted accounting principles.

Section 10.03. General. The Directors and Officers of the Corporation shall do and perform or cause to be done and performed all acts and things required to be done or performed by or on behalf of the Corporation under the provisions of this Resolution.

Section 10.04. Repeal of Power to Collect Sales Tax. Any repeal or amendment of the right and power to levy, collect and apply the Sales Tax pursuant to the Act shall never be effective until all of the principal of and the interest on the Obligations, and the interest on the Parity Revenue Obligations have been paid in full or they have been lawfully defeased under Section 12.01.

Section 10.05. Payment of the Bonds. While any of the Bonds are outstanding and unpaid, there shall be made available to the Paying Agent/Registrar, out of the Debt Service Fund, money sufficient to pay the interest on and the principal of the Bonds, as applicable, as will accrue or mature on each applicable Interest Payment Date.

ARTICLE XI

DEFAULT AND REMEDIES

Section 11.01. Events of Default. Each of the following occurrences or events for the purpose of this Resolution is hereby declared to be an “Event of Default,” to-wit:

(i) the failure to make payment of the principal of or interest on any of the Bonds when the same becomes due and payable;

(ii) default in the performance or observance of any other covenant, agreement or obligation of the Corporation, the failure to perform which materially, adversely affects the rights of the Owners, including but not limited to, their prospect or ability to be repaid in accordance with this Resolution, and the continuation thereof for a period of 30 days after notice of such default is given by any Owner to the Corporation; or

(iii) An order of relief shall be issued by the Bankruptcy Court of the United States District Court having jurisdiction, granting the Corporation any relief under any Applicable Law, or any other court having valid jurisdiction shall issue an order or decree

under applicable federal or state law providing for the appointment of a receiver, liquidator, assignee, trustee, sequestrator, or other similar official for the Corporation as applicable, of any substantial part of its property, affairs or assets, and the continuance of any such decree or order unstayed and in effect for a period of 90 consecutive days.

Section 11.02. Remedies for Default. (a) Upon the happening of any Event of Default, then and in every case any Owner or an authorized representative thereof, including but not limited to, a trustee or trustees therefor, may proceed against the Corporation for the purpose of protecting and enforcing the rights of the Owners under this Resolution, by mandamus or other suit, action or special proceeding in equity or at law, in any court of competent jurisdiction, for any relief permitted by law, including the specific performance of any covenant or agreement contained herein, or thereby to enjoin any act or thing that may be unlawful or in violation of any right of the Owners hereunder or any combination of such remedies.

(b) It is provided that all such proceedings shall be instituted and maintained for the equal benefit of all Owners of Bonds then outstanding.

Section 11.03. Remedies Not Exclusive. (a) No remedy herein conferred or reserved is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or under the Bonds or now or hereafter existing at law or in equity; provided, however, that notwithstanding any other provision of this Resolution, the right to accelerate the debt evidenced by the Bonds shall not be available as a remedy under this Resolution.

(b) The exercise of any remedy herein conferred or reserved shall not be deemed a waiver of any other available remedy.

ARTICLE XII

DISCHARGE

Section 12.01. Discharge. The Bonds may be defeased, discharged or refunded either (i) by depositing with the Comptroller of Public Accounts of the State a sum of money equal to the principal of, premium, if any, and all interest to accrue on the Bonds to maturity or redemption or (ii) by depositing with the Paying Agent/Registrar or other lawfully authorized entity amounts sufficient, together with the investment earnings thereon, to provide for the payment and/or redemption of the Bonds; provided that such deposits may be invested and reinvested only in (a) direct obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America and (b) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the Corporation adopts or approves the proceedings authorizing the issuance of refunding obligations, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent; or (iii) any combination of (i) and (ii) above.

ARTICLE XIII

PAYMENT OF REFUNDED BONDS; REDEMPTION OF REFUNDED BONDS;
APPROVAL OF DEPOSIT AGREEMENTSection 13.01. Deposit Agreement.

The Deposit Agreement, in substantially the form presented at this meeting, and its execution and delivery by the President of the Board is hereby authorized and approved. The signature of the President of the Board shall be attested by the Secretary of the Board.

Section 13.02. Redemption and Payment of Refunded Bonds.

The Refunded Bonds are hereby called for redemption on the dates, in the principal amounts and at a redemption price equal to the principal amount thereof plus interest accrued thereon to the redemption dates all as set forth on Schedule I hereto. Following the deposit with the paying agent/registrar for the Refunded Bonds pursuant to the Deposit Agreement as herein specified, the Refunded Bonds shall be payable solely from and secured by the cash and/or securities on deposit in the Escrow Fund.

Section 13.03. Notice of Deposit and Redemption.

The Secretary of the Board is hereby authorized to cause notice of redemption to be given to the paying agent/registrar for the Refunded Bonds by delivery of a certified copy of this Resolution. The paying agent/registrar for the Refunded Bonds is hereby authorized and directed to give notice of deposit and notice of redemption with respect to the Refunded Bonds as required under the resolution pursuant to which the Refunded Bonds were issued.

ARTICLE XIV

LAPSE OF PAYMENT

Section 14.01. Lapse of Payment. (a) Unclaimed Payments shall be segregated in a special escrow account and held in trust, uninvested, by the Paying Agent/Registrar for the account of the Owner of the Bonds to which the Unclaimed Payments pertain.

(b) Subject to Title 6, Texas Property Code, Unclaimed Payments remaining unclaimed by the Owners entitled thereto for three years after the applicable payment or redemption date shall be applied to the next payment or payments on the Bonds thereafter coming due, and, to the extent any such money remains after the retirement of all outstanding Bonds, shall be paid to the Corporation to be used for any lawful purpose. Thereafter, neither the Corporation, the Paying Agent/Registrar nor any other person shall be liable or responsible to any Owners of such Bonds for any further payment of such unclaimed moneys or on account of any such Bonds, subject to Title 6, Texas Property Code.

ARTICLE XV

CONTINUING DISCLOSURE UNDERTAKING

Section 15.01. Definitions of Continuing Disclosure Terms. (a) As used in this Article, the following terms have the meanings assigned to such terms below:

Section 15.02. Annual Reports.

(a) The Corporation shall cause the City to provide annually to the MSRB, (1) within six months after the end of each fiscal year of the Corporation, financial information and operating data with respect to the Corporation of the general type included in the final Official Statement in Tables 1-5, including financial statements of the City if audited financial statements of the City are then available, and (2) if not provided as part such financial information and operating data, audited financial statements of the City within 12 months after the end of each fiscal year, when and if available. Any financial statements to be provided shall be (i) prepared in accordance with the accounting principles appended to the Official Statement, or such other accounting principles as the City may be required to employ from time to time pursuant to state law or regulation, and (ii) audited, if the City commissions an audit of such financial statements and the audit is completed within the period during which they must be provided. If the audit of such financial statements is not complete within 12 months after any such fiscal year end, then the Corporation shall file unaudited financial statements within such 12-month period and audited financial statements for the applicable fiscal year, when and if the audit report on such statements becomes available.

(b) If the City or Corporation changes its fiscal year, it will notify the MSRB of the change (and of the date of the new fiscal year end) prior to the next date by which the City or Corporation otherwise would be required to provide financial information and operating data pursuant to this Section.

(c) The financial information and operating data to be provided pursuant to this Section may be set forth in full in one or more documents or may be included by specific reference to any document (including an official statement or other offering document, if it is available from the MSRB) that theretofore has been provided to the MSRB or filed with the SEC.

Section 15.03. Disclosure Event Notices.

(a) The Corporation shall notify the MSRB, in a timely manner not in excess of ten (10) Business Days after the occurrence of the event, of any of the following events with respect to the Bonds:

- (i) Principal and interest payment delinquencies;
- (ii) Non-payment related defaults, if material;
- (iii) Unscheduled draws on debt service reserves reflecting financial difficulties;

- (iv) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) Substitution of credit or liquidity providers, or their failure to perform;
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (vii) Modifications to rights of holders of the Bonds, if material;
- (viii) Bond calls, if material, and tender offers;
- (ix) Defeasances;
- (x) Release, substitution, or sale of property securing repayment of the Bonds, if material;
- (xi) Rating changes;
- (xii) Bankruptcy, insolvency, receivership or similar event of the Corporation;²
- (xiii) The consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the Corporation, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and
- (xiv) Appointment of a successor Paying Agent/Registrar or change in the name of the Paying Agent/Registrar, if material.

(b) The Corporation shall provide to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner, notice of a failure by the Corporation to provide required annual financial information and notices of material events in accordance with Section 15.02 and section (a) above. All documents provided to the MSRB pursuant to this section shall be accompanied by identifying information, as prescribed by the MSRB, and will be available via EMMA at www.emma.msrb.org.

⁽²⁾ For the purposes of the event identified in (xii), the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent, or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement, or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

Section 15.04. Limitations, Disclaimers and Amendments. (a) The Corporation and the City shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the Corporation and the City remain an “obligated person” with respect to the Bonds within the meaning of the Rule, except that the Corporation in any event will give notice of any deposit made in accordance with Article XII that causes Bonds no longer to be Outstanding.

(b) The provisions of this Article are for the sole benefit of the Owners and beneficial owners of the Bonds, and nothing in this Article, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The Corporation undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Article and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the Corporation’s financial results, condition, or prospects or hereby undertake to update any information provided in accordance with this Article or otherwise, except as expressly provided herein. The Corporation does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Bonds at any future date.

UNDER NO CIRCUMSTANCES SHALL THE CORPORATION OR THE CITY BE LIABLE TO THE OWNER OR BENEFICIAL OWNER OF ANY BOND OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE CORPORATION OR THE CITY, WHETHER NEGLIGENT OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS ARTICLE, BUT EVERY RIGHT AND REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

(c) No default by the Corporation in observing or performing its obligations under this Article shall comprise a breach of or default under the Resolution for purposes of any other provisions of this Resolution.

(d) Nothing in this Article is intended or shall act to disclaim, waive, or otherwise limit the duties of the Corporation under federal and state securities laws.

(e) The provisions of this Article may be amended by the Corporation from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the Corporation, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Bonds in the primary offering of the Bonds in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and (2) either (a) the Owners of a majority in aggregate principal amount (or any greater amount required by any other provisions of this Resolution that authorizes such an amendment) of the outstanding Bonds consent to such amendment or (b) a person that is unaffiliated with the Corporation (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Owners and beneficial owners of the Bonds. If the Corporation so amends the provisions of this Article, it

shall include with any amended financial information or operating data next provided in accordance with Section 14.02 an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information or operating data so provided.

ARTICLE XVI

AMENDMENTS

Section 16.01. Amendments. This Resolution shall constitute a contract with the Owners, be binding on the Corporation, and shall not be amended or repealed by the Corporation so long as any Bond remains outstanding except as permitted in this Section. The Corporation may, without consent of or notice to any Owners, from time to time and at any time, amend this Resolution in any manner not detrimental to the interests of the Owners, including the curing of any ambiguity, inconsistency, or formal defect or omission herein. In addition, the Corporation may, with the written consent of the Owners of the Bonds holding a majority in aggregate principal amount of the Bonds then outstanding, amend, add to, or rescind any of the provisions of this Resolution; provided that, without the consent of all Owners of outstanding Bonds, no such amendment, addition, or rescission shall (i) extend the time or times of payment of the principal of and interest on the Bonds, reduce the principal amount thereof, the redemption price, or the rate of interest thereon, or in any other way modify the terms of payment of the principal of or interest on the Bonds, (ii) give any preference to any Bond over any other Bond, or (iii) reduce the aggregate principal amount of Bonds required to be held by Owners for consent to any such amendment, addition, or rescission.

Section 16.02. Attorney General Modification. In order to obtain the approval of the Bonds by the Attorney General of the State of Texas, any provision of this Resolution may be modified, altered or amended after the date of its adoption if required by the Attorney General in connection with the Attorney General's examination as to the legality of the Bonds and approval thereof in accordance with the applicable law. Such changes, if any, shall be provided to the Board Secretary and the Board Secretary shall insert such changes into this Resolution as if approved on the date hereof.

ADOPTED AND EFFECTIVE this _____ day of April, 2018.

By: _____
President, Grapevine 4B
Economic Development Corporation

ATTEST:

Secretary, Grapevine 4B Economic
Development Corporation

SCHEDULE I

SCHEDULE OF REFUNDED BONDS*

Sales Tax Revenue Refunding Bonds, Taxable Series 2014

<u>Dated Date</u>	<u>Maturity Date</u>	<u>Interest Rate</u>	<u>Principal Amount Outstanding</u>	<u>Principal Amount Refunded</u>
1/15/2014	2/15/2019	3.070%	\$ 715,000	\$ 715,000
	2/15/2020	3.590%	740,000	740,000
	2/15/2021	4.030%	770,000	770,000
	2/15/2022	4.410%	800,000	800,000
	2/15/2023	4.710%	840,000	840,000
	2/15/2024	4.960%	880,000	880,000
	2/15/2025	5.110%	925,000	925,000
	2/15/2026	5.260%	975,000	975,000
	2/15/2027	5.410%	1,030,000	1,030,000
	2/15/2028	5.560%	1,085,000	1,085,000
	2/15/2029	5.710%	1,150,000	1,150,000
	2/15/2030	5.840%	1,220,000	1,220,000
	2/15/2034 ⁽¹⁾	5.990%	5,665,000	5,665,000
			<u>\$16,795,000</u>	<u>\$16,795,000</u>

The 2019 - 2034 maturities will be redeemed prior to original maturity on May 17, 2018 at par plus accrued interest.

⁽¹⁾ Represents a Term Bond with mandatory sinking fund redemptions on February 15 in the years 2031, 2032, 2033 and a final maturity of February 15, 2034.

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF CITY OF GRAPEVINE, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2018

RECOMMENDATION: City Council to consider an ordinance authorizing the issuance and sale of City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018; levying a tax in payment thereof; prescribing the form of said certificates; awarding the sale of the certificates; approving the official statement; approving and enacting other provisions relating thereto.

FUNDING SOURCE: Upon approval of the attached resolution, funds will be available in the Capital Projects General Facilities Fund.

BACKGROUND: This action will authorize the issuance of not to exceed \$33,780,000 total principal amount of Certificates of Obligation for the purpose of paying contractual obligations to be incurred for the Grapevine Main station project, including: (a) planning, developing, constructing, and equipping public plaza and open space improvements in downtown Grapevine, (b) planning, developing, constructing and equipping a public observation and viewing tower in downtown Grapevine, (c) planning, developing, constructing and equipping a public parking garage in downtown Grapevine, (d) planning, developing, constructing and equipping City Convention and Visitors Bureau meeting space and offices in downtown Grapevine (collectively the "projects") and (e) paying professional services of attorneys, financial advisors and other professionals in connection with the projects and the issuance of the Certificates.

Staff recommends approval.

JB/gj

ORDINANCE NO. 2018-033

AUTHORIZING THE ISSUANCE OF

§ _____
CITY OF GRAPEVINE, TEXAS
COMBINATION TAX AND REVENUE
CERTIFICATES OF OBLIGATION
SERIES 2018

Adopted: April 17, 2018

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AN ORDINANCE OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE ISSUANCE AND SALE OF CITY OF GRAPEVINE, TEXAS COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, SERIES 2018, IN THE AGGREGATE PRINCIPAL AMOUNT OF \$ _____; LEVYING A TAX IN PAYMENT THEREOF; PRESCRIBING THE FORM OF SAID CERTIFICATES; AWARDED THE SALE OF THE CERTIFICATES; APPROVING THE OFFICIAL STATEMENT; APPROVING AND ENACTING OTHER PROVISIONS RELATING THERETO

WHEREAS, under the provisions of Chapter 271, Subchapter C, Texas Local Government Code, as amended, the City of Grapevine, Texas (the "City"), is authorized to issue certificates of obligation for the purposes specified in this Ordinance and for the payment of all or a portion of the contractual obligations for professional services, including that of engineers, attorneys, and financial advisors in connection therewith, and to sell the same for cash as herein provided; and

WHEREAS, the City is authorized to provide that such obligations will be payable from and secured by the levy of a direct and continuing ad valorem tax against all taxable property within the City, in combination with a part of certain revenues of the City's waterworks and sewer system (the "System") remaining after payment of any obligations of the City payable in whole or in part from a lien or pledge of such revenues that would be superior to the obligations to be authorized herein; and

WHEREAS, the City Council of the City (the "City Council") has found and determined that it is necessary and in the best interests of the City and its citizens that it issue such certificates of obligation authorized by this Ordinance; and

WHEREAS, pursuant to a resolution heretofore passed by this governing body, notice of intention to issue Certificates of the City payable as provided in this Ordinance was published in a newspaper of general circulation in the City in accordance with the requirements of law (the "Notice of Intention"); and

WHEREAS, the Notice of Intention stated that the City Council intended to pass an ordinance authorizing the issuance of the certificates of obligation at the regularly scheduled April 17, 2018 City Council meeting; and

WHEREAS, no petition of any kind has been filed with the City Secretary, any member of the City Council or any other official of the City, protesting the issuance of such certificates of obligation; and

WHEREAS, this City Council is now authorized and empowered to proceed with the issuance of said Certificates and to sell the same for cash; and

WHEREAS, it is officially found, determined, and declared that the meeting at which this Ordinance has been adopted was open to the public and public notice of the time, place and

subject matter of the public business to be considered and acted upon at said meeting, including this Ordinance, was given, all as required by the applicable provisions of Chapter 551, Texas Government Code, as amended;

NOW THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE:

ARTICLE I

DEFINITIONS AND OTHER PRELIMINARY MATTERS

Section 1.01. Definitions.

Unless otherwise expressly provided or unless the context clearly requires otherwise, in this Ordinance the following terms shall have the meanings specified below:

“Applicable Law” means the duly adopted home rule charter of the City, and all other laws or statutes, rules or regulations, and any amendments thereto, of the State or of the United States by which the City and its powers, securities, credit agreement, operations and procedures are, or may be, governed or from which its powers may be derived.

“Certificate” means any of the Certificates.

“Certificates” means any of the City’s certificates of obligation entitled “City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018” authorized to be issued by Section 3.01.

“Closing Date” means the date of the initial delivery of and payment for the Certificates.

“Code” means the Internal Revenue Code of 1986, as amended, and, with respect to a specific section thereof, such reference shall be deemed to include (a) the Regulations promulgated under such section, (b) any successor provision of similar import hereafter enacted, (c) any corresponding provision of any subsequent Internal Revenue Code and (d) the regulations promulgated under the provisions described in (b) and (c).

“Designated Payment/Transfer Office” means (i) with respect to the initial Paying Agent/Registrar named herein, its office in Dallas, Texas, or at such other location designated by the Paying Agent/Registrar and (ii) with respect to any successor Paying Agent/Registrar, the office of such successor designated and located as may be agreed upon by the City and such successor.

“DTC” means The Depository Trust Company of New York, New York, or any successor securities depository.

“DTC Participant” means brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

“EMMA” means Electronic Municipal Market Access System.

“Event of Default” means any Event of Default as defined in Section 10.01.

“Initial Certificate” means the Certificate described in Section 3.04(d) and 6.02(d).

“Interest and Sinking Fund” means the interest and sinking fund established by Section 8.01(a).

“Interest Payment Date” means the date or dates upon which interest on the Certificates is scheduled to be paid until the maturity of the Certificates, such dates being February 15 and August 15 of each year commencing August 15, 2018.

“MSRB” means the Municipal Securities Rulemaking Board.

“Net Revenues” means the gross revenues of the System less the expenses of operation and maintenance as said expenses are defined by Chapter 1502, Texas Government Code, as amended.

“Ordinance” means this Ordinance.

“Owner” means the person who is the registered owner of a Certificate or Certificates, as shown in the Register.

“Paying Agent/Registrar” means initially The Bank of New York Mellon Trust Company, N.A., Dallas Texas, or any successor thereto as provided in this Ordinance.

“Paying Agent/Registrar Agreement” means the Paying Agent/Registrar Agreement between the City and the Paying Agent/Registrar relating to the Certificates.

“Prior Lien Bonds” means any and all bonds or other obligations of the City presently outstanding or that may be hereafter issued, payable from and secured by a first lien on and pledge of the Net Revenues or by a lien on and pledge of the Net Revenues subordinate to a first lien and pledge of such Net Revenues but superior to the lien and pledge of the Surplus Revenues made for the Certificates.

“Project Fund” means the Project Fund established by Section 8.01(a).

“Purchaser” means Citigroup Global Markets Inc.

“Record Date” means the last business day of the month next preceding an Interest Payment Date.

“Register” means the Register specified in Section 3.06(a).

“Regulations” means the applicable proposed, temporary or final Treasury Regulations promulgated under the Code or, to the extent applicable to the Code, under the Internal Revenue Code of 1954, as such regulations may be amended or supplemented from time to time.

“Representation Letter” means the Blanket Letter of Representations between the City and DTC.

“Rule” means SEC Rule 15c2-12, as amended from time to time.

“SEC” means the United States Securities and Exchange Commission.

“Special Payment Date” means the Special Payment Date prescribed by Section 3.03(b).

“Special Record Date” means the Special Record Date prescribed by Section 3.03(b).

“Surplus Revenues” means the revenues of the System remaining after payment of all operation and maintenance expenses thereof, and all debt service, reserve, and other requirements in connection with the City’s Prior Lien Bonds; provided, however, that the amount of such surplus revenues pledged to the payment of the Certificates shall be limited to \$1,000.

“System” as used in this Ordinance means the City’s waterworks and sewer system, including all present and future additions, extensions, replacements, and improvements thereto.

“Unclaimed Payments” means money deposited with the Paying Agent/Registrar for the payment of the principal of or interest on Certificates as the same become due and payable and remaining unclaimed by the Owners of such Certificates for 90 days after the applicable payment or redemption date.

Section 1.02. Other Definitions.

The terms “City Council” and “City” shall have the meaning assigned in the preamble to this Ordinance.

Section 1.03. Findings.

The declarations, determinations and findings declared, made and found in the preamble to this Ordinance are hereby adopted, restated and made a part of the operative provisions hereof.

Section 1.04. Table of Contents, Titles and Headings.

The table of contents, titles and headings of the Articles and Sections of this Ordinance have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Ordinance or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.05. Interpretation.

(a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) Article and Section references shall mean references to articles and sections of this Ordinance unless designated otherwise.

(c) This Ordinance and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein to sustain the validity of this Ordinance.

ARTICLE II

SECURITY FOR THE CERTIFICATES

Section 2.01. Payment of the Certificates.

(a) Pursuant to the authority granted by the Texas Constitution and the laws of the State of Texas, there is hereby levied for the current year and for each succeeding year hereafter while any of the Certificates or any interest thereon is outstanding and unpaid, an ad valorem tax on each one hundred dollars' valuation of taxable property within the City, at a rate sufficient, within the limit prescribed by law, to pay the debt service requirements of the Certificates, being (i) the interest on the Certificates, and (ii) a sinking fund for their redemption at maturity or a sinking fund of two percent per annum (whichever amount is the greater), when due and payable, full allowance being made for delinquencies and costs of collection.

(b) The ad valorem tax thus levied shall be assessed and collected each year against all property appearing on the tax rolls of the City most recently approved in accordance with law, and the money thus collected shall be deposited as collected to the Interest and Sinking Fund.

(c) Said ad valorem tax, the collections therefrom, and all amounts on deposit in or required hereby to be deposited to the Interest and Sinking Fund are hereby pledged and committed irrevocably to the payment of the principal of and interest on the Certificates when and as due and payable in accordance with their terms and this Ordinance.

(d) The amount of taxes to be provided annually for the payment of principal of and interest on the Certificates shall be determined and accomplished in the following manner:

(i) The City's annual budget shall reflect (i) the amount of debt service requirements to become due on the Certificates in the next succeeding Fiscal Year of the City, (ii) the amount on deposit in the Interest and Sinking Fund, as of the date such budget is prepared (after giving effect to any payments required to be made during the remainder of the then current Fiscal Year), and (iii) the amount of Surplus Revenues estimated and budgeted to be available for the payment of such debt service requirements on the Certificates during the next succeeding Fiscal Year of the City.

(ii) The amount required to be provided in the succeeding Fiscal Year of the City from ad valorem taxes shall be the amount, if any, the debt service requirements to be paid on the Certificates in the next succeeding Fiscal Year of the City exceeds the sum of (i) the amount shown to be on deposit in the Interest and Sinking Fund (after giving effect to any payments required to be made during the remainder of the then current Fiscal Year) at the time the annual budget is prepared, and (ii) the Surplus Revenues shown to be budgeted and available for payment of said debt service requirements.

(iii) Following the final approval of the annual budget of the City, the governing body of the City shall, by ordinance, levy an ad valorem tax at a rate sufficient to produce taxes in the amount determined in paragraph (b) above, to be utilized for purposes of paying the principal of and interest on the Certificates in the next succeeding Fiscal Year of the City.

(e) The City hereby covenants and agrees that the Surplus Revenues are hereby irrevocably pledged equally and ratably to the payment of the principal of, redemption premium, if any, and interest on the Certificates, as the same become due.

(f) If the liens and provisions of this Ordinance shall be released in a manner permitted by Article XI hereof, then the collection of such ad valorem tax may be suspended or appropriately reduced, as the facts may permit, and further deposits to the Interest and Sinking Fund may be suspended or appropriately reduced, as the facts may permit. In determining the aggregate principal amount of outstanding Certificates, there shall be subtracted the amount of any Certificates that have been duly called for redemption and for which money has been deposited with the Paying Agent/Registrar for such redemption.

ARTICLE III

AUTHORIZATION; GENERAL TERMS AND PROVISIONS REGARDING THE CERTIFICATES

Section 3.01. Authorization.

The City's certificates of obligation to be designated "City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018" (the "Certificates"), are hereby authorized to be issued and delivered in accordance with the Constitution and laws of the State of Texas, particularly Chapter 271, Subchapter C, Texas Local Government Code, as amended and Section 9.13 of the City's Home-Rule Charter. The Certificates shall be issued in the aggregate principal amount of \$_____ for the purpose of paying contractual obligations to be incurred for the following purposes, to wit: (a) planning, developing, constructing, and equipping public plaza and open space improvements in downtown Grapevine, (b) planning, developing, constructing and equipping a public observation and viewing tower in downtown Grapevine, (c) planning, developing, constructing and equipping a public parking garage in downtown Grapevine, (d) planning, developing, constructing and equipping City Convention and Visitor Bureau meeting space and offices in downtown Grapevine (collectively, the "Projects"), and (e) paying professional services of attorneys, financial advisors and other professionals in connection with the Projects and the issuance of the Certificates.

Section 3.02. Date, Denomination, Maturities, Numbers and Interest.

(a) The Certificates shall be dated April 15, 2018 shall be in fully registered form, without coupons, in the denomination of \$5,000 or any integral multiple thereof, and shall be numbered separately from one upward or such other designation acceptable to the City and the Paying Agent/Registrar, except the Initial Certificate, which shall be numbered T-1.

(b) The Certificates shall mature on February 15 in the years and in the principal installments set forth in the following schedule:

Serial Certificates

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2019			2029		
2020			2030		
2021			2031		
2022			2032		
2023			2033		
2024			2034		
2025			2035		
2026			2036		
2027			2037		
2028			2038		

Term Certificates

<u>Maturity</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
20__		

(c) Interest shall accrue and be paid on each Certificate, respectively, until the payment of the principal amount thereof shall have been paid or provided for, from the later of the date of their delivery to the Underwriters (the “Delivery Date”) or the most recent Interest Payment Date to which interest has been paid or provided for at the rates per annum for each respective maturity specified in the schedule contained in subsection (b) above. Such interest shall be payable semiannually on each February 15 and August 15 of each year, commencing on August 15, 2018, until maturity or prior redemption. Interest on the Certificates shall be calculated on the basis of a 360-day year composed of twelve 30-day months.

Section 3.03. Medium, Method and Place of Payment.

(a) The principal of, premium, if any, and interest on the Certificates shall be paid in lawful money of the United States of America as provided in this Section.

(b) Interest on the Certificates shall be payable to the Owners whose names appear in the Register at the close of business on the Record Date; provided, however, that in the event of nonpayment of interest on a scheduled Interest Payment Date, and for 30 days thereafter, a new record date for such interest payment (a “Special Record Date”) will be established by the Paying Agent/Registrar if and when funds for the payment of such interest have been received from the City. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the “Special Payment Date,” which shall be at least 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Owner of a Certificate appearing on the

books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

(c) Interest on the Certificates shall be paid by check (dated as of the Interest Payment Date) and sent by the Paying Agent/Registrar to the person entitled to such payment, United States mail, first class postage prepaid, to the address of such person as it appears in the Register or by such other customary banking arrangements acceptable to the Paying Agent/Registrar and the person to whom interest is to be paid; provided, however, that such person shall bear all risk and expenses of such other customary banking arrangements.

(d) The principal of each Certificate shall be paid to the person in whose name such Certificate is registered on the due date thereof (whether at the maturity date or the date of prior redemption thereof) upon presentation and surrender of such Certificate at the Designated Payment/Transfer Office.

(e) If a date for the payment of the principal of or interest on the Certificates is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the city in which the Designated Payment/Transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close; and payment on such date shall have the same force and effect as if made on the original date payment was due.

(f) Subject to any applicable escheat, unclaimed property, or similar law, including Title 6 of the Texas Property Code, Unclaimed Payments remaining unclaimed by the Owners entitled thereto for three years after the applicable payment or redemption date shall be paid to the City and thereafter neither the City, the Paying Agent/Registrar, nor any other person shall be liable or responsible to any Owners of such Certificates for any further payment of such unclaimed moneys or on account of any such Certificates.

Section 3.04. Execution and Initial Registration.

(a) The Certificates shall be executed on behalf of the City by the Mayor and City Secretary of the City, by their manual or facsimile signatures, and the official seal of the City shall be impressed or placed in facsimile thereon. Such facsimile signatures on the Certificates shall have the same effect as if each of the Certificates had been signed manually and in person by each of said officers, and such facsimile seal on the Certificates shall have the same effect as if the official seal of the City had been manually impressed upon each of the Certificates.

(b) In the event that any officer of the City whose manual or facsimile signature appears on the Certificates ceases to be such officer before the authentication of such Certificates or before the delivery thereof, such manual or facsimile signature nevertheless shall be valid and sufficient for all purposes as if such officer had remained in such office.

(c) Except as provided below, no Certificate shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Ordinance unless and until there appears thereon the Certificate of Paying Agent/Registrar substantially in the form provided in this Ordinance, duly authenticated by manual execution of the Paying Agent/Registrar. It shall not be required that the same authorized representative of the Paying Agent/Registrar sign the

Certificate of Paying Agent/Registrar on all of the Certificates. In lieu of the executed Certificate of Paying Agent/Registrar described above, the Initial Certificate delivered on the Closing Date shall have attached thereto the Comptroller's Registration Certificate substantially in the form provided in this Ordinance, manually executed by the Comptroller of Public Accounts of the State of Texas or by his duly authorized agent, which certificate shall be evidence that the Initial Certificate has been duly approved by the Attorney General of the State of Texas and that it is a valid and binding obligation of the City, and has been registered by the Comptroller.

(d) On the Closing Date, one Initial Certificate representing the entire principal amount of the Certificates, payable in stated installments to the initial purchaser or its designee, executed by manual or facsimile signature of the Mayor and City Secretary of the City, approved by the Attorney General of Texas, and registered and manually signed by the Comptroller of Public Accounts of the State of Texas, will be delivered to the Purchaser or its designee. Upon payment for the Initial Certificate, the Paying Agent/Registrar shall cancel the Initial Certificate and deliver to DTC on behalf of the Purchaser registered definitive Certificates as described in Section 3.10(a).

Section 3.05. Ownership.

(a) The City, the Paying Agent/Registrar and any other person may treat the person in whose name any Certificate is registered as the absolute owner of such Certificate for the purpose of making and receiving payment of the principal thereof and premium, if any, thereon, for the further purpose of making and receiving payment of the interest thereon (subject to the provisions herein that interest is to be paid to the person in whose name the Certificate is registered on the Record Date), and for all other purposes, whether or not such Certificate is overdue, and neither the City nor the Paying Agent/Registrar shall be bound by any notice or knowledge to the contrary.

(b) All payments made to the person deemed to be the Owner of any Certificate in accordance with this Section shall be valid and effectual and shall discharge the liability of the City and the Paying Agent/Registrar upon such Certificate to the extent of the sums paid.

Section 3.06. Registration, Transfer and Exchange.

(a) So long as any Certificates remain outstanding, the City shall cause the Paying Agent/Registrar to keep at the Designated Payment/Transfer Office a register (the "Register") in which, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Certificates in accordance with this Ordinance.

(b) The ownership of a Certificate may be transferred only upon the presentation and surrender of the Certificate at the Designated Payment/Transfer Office of the Paying Agent/Registrar with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar. No transfer of any Certificate shall be effective until entered in the Register.

(c) The Certificates shall be exchangeable upon the presentation and surrender thereof at the Designated Payment/Transfer Office of the Paying Agent/Registrar for a

Certificate or Certificates of the same maturity and interest rate and in any denomination or denominations of any integral multiple of \$5,000 and in an aggregate principal amount equal to the unpaid principal amount of the Certificates presented for exchange. The Paying Agent/Registrar is hereby authorized to authenticate and deliver Certificates exchanged for other Certificates in accordance with this Section.

(d) Each exchange Certificate delivered by the Paying Agent/ Registrar in accordance with this Section shall constitute an original contractual obligation of the City and shall be entitled to the benefits and security of this Ordinance to the same extent as the Certificate or Certificates in lieu of which such exchange Certificate is delivered.

(e) No service charge shall be made to the Owner for the initial registration, subsequent transfer, or exchange for any different denomination of any of the Certificates. The Paying Agent/Registrar, however, may require the Owner to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection with the registration, transfer or exchange of a Certificate.

(f) Neither the City nor the Paying Agent/Registrar shall be required to issue, transfer, or exchange any Certificate called for redemption, in whole or in part, where such redemption is scheduled to occur within forty-five (45) calendar days after the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the Owner of the uncalled principal balance of a Certificate.

Section 3.07. Cancellation and Authentication.

All Certificates paid or redeemed before scheduled maturity in accordance with this Ordinance, and all Certificates in lieu of which exchange Certificates or replacement Certificates are authenticated and delivered in accordance with this Ordinance, shall be cancelled upon the making of proper records regarding such payment, redemption, exchange or replacement. The Paying Agent/Registrar shall dispose of the cancelled Certificates in accordance with the Securities Exchange Act of 1934.

Section 3.08. Temporary Certificates.

(a) Following the delivery and registration of the Initial Certificate and pending the preparation of definitive Certificates, the proper officers of the City may execute and, upon the City's request, the Paying Agent/Registrar shall authenticate and deliver, one or more temporary Certificates that are printed, lithographed, typewritten, mimeographed or otherwise produced, in any denomination, substantially of the tenor of the definitive Certificates in lieu of which they are delivered, without coupons, and with such appropriate insertions, omissions, substitutions and other variations as the officers of the City executing such temporary Certificates may determine, as evidenced by their signing of such temporary Certificates.

(b) Until exchanged for Certificates in definitive form, such Certificates in temporary form shall be entitled to the benefit and security of this Ordinance.

(c) The City, without unreasonable delay, shall prepare, execute and deliver to the Paying Agent/Registrar the Certificates in definitive form; thereupon, upon the presentation and

surrender of the Certificate or Certificates in temporary form to the Paying Agent/Registrar, the Paying Agent/Registrar shall cancel the Certificates in temporary form and authenticate and deliver in exchange therefor a Certificate or Certificates of the same maturity and series, in definitive form, in the authorized denomination, and in the same aggregate principal amount, as the Certificate or Certificates in temporary form surrendered. Such exchange shall be made without the making of any charge therefor to any Owner.

Section 3.09. Replacement Certificates.

(a) Upon the presentation and surrender to the Paying Agent/Registrar, at the Designated Payment/Transfer Office, of a mutilated Certificate, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Certificate of like tenor and principal amount, bearing a number not contemporaneously outstanding. The City or the Paying Agent/Registrar may require the Owner of such Certificate to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection therewith and any other expenses connected therewith.

(b) In the event that any Certificate is lost, apparently destroyed or wrongfully taken, the Paying Agent/Registrar, pursuant to the applicable laws of the State of Texas and in the absence of notice or knowledge that such Certificate has been acquired by a bona fide purchaser, shall authenticate and deliver a replacement Certificate of like tenor and principal amount, bearing a number not contemporaneously outstanding, provided that the Owner first:

(i) furnishes to the Paying Agent/Registrar satisfactory evidence of his or her ownership of and the circumstances of the loss, destruction or theft of such Certificate;

(ii) furnishes such security or indemnity as may be required by the Paying Agent/Registrar and the City to save them harmless;

(iii) pays all expenses and charges in connection therewith, including, but not limited to, printing costs, legal fees, fees of the Paying Agent/Registrar and any tax or other governmental charge that is authorized to be imposed; and

(iv) satisfies any other reasonable requirements imposed by the City and the Paying Agent/Registrar.

(c) If, after the delivery of such replacement Certificate, a bona fide purchaser of the original Certificate in lieu of which such replacement Certificate was issued presents for payment such original Certificate, the City and the Paying Agent/Registrar shall be entitled to recover such replacement Certificate from the person to whom it was delivered or any person taking therefrom, except a bona fide purchaser, and shall be entitled to recover upon the security or indemnity provided therefor to the extent of any loss, damage, cost or expense incurred by the City or the Paying Agent/Registrar in connection therewith.

(d) In the event that any such mutilated, lost, apparently destroyed or wrongfully taken Certificate has become or is about to become due and payable, the Paying Agent/Registrar, in its discretion, instead of issuing a replacement Certificate, may pay such Certificate.

(e) Each replacement Certificate delivered in accordance with this Section shall constitute an original contractual obligation of the City and shall be entitled to the benefits and security of this Ordinance to the same extent as the Certificate or Certificates in lieu of which such replacement Certificate is delivered.

Section 3.10. Book-Entry Only System.

(a) The definitive Certificates shall be initially issued in the form of a separate single fully registered Certificate for each of the maturities thereof. Upon initial issuance, the ownership of each such Certificate shall be registered in the name of Cede & Co., as nominee of DTC, and except as provided in Section 3.11 hereof, all of the outstanding Certificates shall be registered in the name of Cede & Co., as nominee of DTC.

(b) With respect to Certificates registered in the name of Cede & Co., as nominee of DTC, the City and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Certificates, except as provided in this Ordinance. Without limiting the immediately preceding sentence, the City and the Paying Agent/Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Certificates, (ii) the delivery to any DTC Participant or any other person, other than an Owner, as shown on the Register, of any notice with respect to the Certificates, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than an Owner, as shown in the Register of any amount with respect to principal of, premium, if any, or interest on the Certificates. Notwithstanding any other provision of this Ordinance to the contrary, the City and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Certificate is registered in the Register as the absolute Owner of such Certificate for the purpose of payment of principal of, premium, if any, and interest on the Certificates, for the purpose of giving notices of redemption and other matters with respect to such Certificate, for the purpose of registering transfer with respect to such Certificate, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of, premium, if any, and interest on the Certificates only to or upon the order of the respective Owners, as shown in the Register as provided in this Ordinance, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to payment of, premium, if any, and interest on the Certificates to the extent of the sum or sums so paid. No person other than an Owner, as shown in the register, shall receive a certificate evidencing the obligation of the City to make payments of amounts due pursuant to this Ordinance. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Ordinance with respect to interest checks or drafts being mailed to the registered Owner at the close of business on the Record Date, the word "Cede & Co." in this Ordinance shall refer to such new nominee of DTC.

(c) The Representation Letter previously executed and delivered by the City, and applicable to the City's obligations delivered in book-entry-only form to DTC as securities depository for said obligations, is hereby ratified and approved for the Certificates.

Section 3.11. Successor Securities Depository; Transfer Outside Book-Entry Only System.

In the event that the City or the Paying Agent/Registrar determines that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter, and that it is in the best interest of the beneficial owners of the Certificates that they be able to obtain certificated Certificates, or in the event DTC discontinues the services described herein, the City or the Paying Agent/Registrar shall (i) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants, as identified by DTC, of the appointment of such successor securities depository and transfer one or more separate Certificates to such successor securities depository or (ii) notify DTC and DTC Participants, as identified by DTC, of the availability through DTC of Certificates and transfer one or more separate Certificates to DTC Participants having Certificates credited to their DTC accounts, as identified by DTC. In such event, the Certificates shall no longer be restricted to being registered in the Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Owners transferring or exchanging Certificates shall designate, in accordance with the provisions of this Ordinance.

Section 3.12. Payments to Cede & Co.

Notwithstanding any other provision of this Ordinance to the contrary, so long as any Certificates are registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on such Certificates, and all notices with respect to such Certificates, shall be made and given, respectively, in the manner provided in the Representation Letter.

ARTICLE IV

REDEMPTION OF CERTIFICATES BEFORE MATURITY

Section 4.01. Limitation on Redemption.

The Certificates shall be subject to redemption before scheduled maturity only as provided in this Article IV.

Section 4.02. Optional Redemption.

(a) The City reserves the option to redeem Certificates maturing on and after February 15, 2029, in whole or any part, in principal amounts equal to \$5,000 or any integral multiple thereof, before their respective scheduled maturity dates, on February 15, 2028 or on any date thereafter, such redemption date or dates to be fixed by the City, at a redemption price equal to the principal amount of the Certificates called for redemption plus accrued interest to the date fixed for redemption.

(b) The City, at least 45 days before the redemption date, unless a shorter period shall be satisfactory to the Paying Agent/Registrar, shall notify the Paying Agent/Registrar of such redemption date and of the principal amount of Certificates to be redeemed.

Section 4.03. Mandatory Sinking Fund Redemption.

(a) The Certificates maturing February 15, 20__ (the “Term Certificates”) are subject to scheduled mandatory redemption and will be redeemed by the City, in part at a price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, out of moneys available for such purpose in the Interest and Sinking Fund, on the dates and in the respective principal amounts as set forth below.

\$ Term Certificates Maturing February 15, 20__

<u>Redemption Date</u>	<u>Redemption Amount</u>
February 15, 20__	\$ <u> </u>
February 15, 20__*	\$ <u> </u>
*maturity	

(b) At least forty-five (45) days prior to each scheduled mandatory redemption date, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of Term Certificates equal to the aggregate principal amount of such Term Certificates to be redeemed, shall call such Term Certificates for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption, as provided in Section 4.05.

(c) The principal amount of the Term Certificates required to be redeemed on any redemption date pursuant to subparagraph (a) of this Section 4.03 shall be reduced, at the option of the City, by the principal amount of any Term Certificates which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the City at a price not exceeding the principal amount of such Term Certificates plus accrued interest to the date of purchase thereof, and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption.

Section 4.04. Partial Redemption.

(a) If less than all of the Certificates are to be optionally redeemed pursuant to Section 4.02, the City shall determine the maturity or maturities and the amounts thereof to be redeemed. If less than all of the Certificates of a maturity or maturities are to be redeemed, the City will direct the Paying Agent/Registrar to call such Certificates within such maturity or maturities by lot, or by such other method that results in a random selection.

(b) A portion of a single Certificate of a denomination greater than \$5,000 may be redeemed, but only in a principal amount equal to \$5,000 or any integral multiple thereof. If such a Certificate is to be partially redeemed, the Paying Agent/Registrar shall treat each \$5,000 portion of the Certificate as though it were a single Certificate for purposes of selection for redemption.

(c) Upon surrender of any Certificate for redemption in part, the Paying Agent/Registrar, in accordance with Section 3.06 of this Ordinance, shall authenticate and

deliver an exchange Certificate or Certificates in an aggregate principal amount equal to the unredeemed portion of the Certificate so surrendered, such exchange being without charge.

(d) The Paying Agent/Registrar shall promptly notify the City in writing of the principal amount to be redeemed of any Certificate as to which only a portion thereof is to be redeemed.

Section 4.05. Notice of Redemption to Owners.

(a) The Paying Agent/Registrar shall give notice of any redemption of Certificates by sending notice by first class United States mail, postage prepaid, not less than 30 days before the date fixed for redemption, to the Owner of each Certificate (or part thereof) to be redeemed, at the address shown on the Register at the close of business on the Business Day next preceding the date of mailing of such notice.

(b) The notice shall state the redemption date, the redemption price, the place at which the Certificates are to be surrendered for payment, and, if less than all the Certificates outstanding are to be redeemed, an identification of the Certificates or portions thereof to be redeemed.

(c) Any notice given as provided in this Section shall be conclusively presumed to have been duly given, whether or not the Owner receives such notice.

Section 4.06. Payment Upon Redemption.

(a) Before or on each redemption date, the City shall deposit with the Paying Agent/Registrar money sufficient to pay all amounts due on the redemption date and the Paying Agent/Registrar shall make provision for the payment of the Certificates to be redeemed on such date by setting aside and holding in trust an amount from the Interest and Sinking Fund or otherwise received by the Paying Agent/Registrar from the City and shall use such funds solely for the purpose of paying the principal of, redemption premium, if any, and accrued interest on the Certificates being redeemed.

(b) Upon presentation and surrender of any Certificate called for redemption at the Designated Payment/Transfer Office on or after the date fixed for redemption, the Paying Agent/Registrar shall pay the principal of, redemption premium, if any, and accrued interest on such Certificate to the date of redemption from the money set aside for such purpose.

Section 4.07. Effect of Redemption.

(a) Notice of redemption having been given as provided in Section 4.05 of this Ordinance, the Certificates or portions thereof called for redemption shall become due and payable on the date fixed for redemption and, unless the City defaults in its obligation to make provision for the payment of the principal thereof, redemption premium, if any, or accrued interest thereon, such Certificates or portions thereof shall cease to bear interest from and after the date fixed for redemption, whether or not such Certificates are presented and surrendered for payment on such date.

(b) If the City shall fail to make provision for payment of all sums due on a redemption date, then any Certificate or portion thereof called for redemption shall continue to bear interest at the rate stated on the Certificate until due provision is made for the payment of same by the City.

Section 4.08. Conditional Notice of Redemption.

The City reserves the right, in the case of an optional redemption pursuant to Section 4.02 herein, to give notice of its election or direction to redeem Certificates conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date, or (ii) that the City retains the right to rescind such notice at any time on or prior to the scheduled redemption date if the City delivers a certificate of the City to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Certificates subject to conditional redemption and such redemption has been rescinded shall remain Outstanding and the rescission of such redemption shall not constitute an Event of Default. Further, in the case of a conditional redemption, the failure of the City to make moneys and or authorized securities available in part or in whole on or before the redemption date shall not constitute an Event of Default.

Section 4.09. Lapse of Payment.

Money set aside for the redemption of the Certificates and remaining unclaimed by Owners thereof shall be subject to the provisions of Section 3.03(f) hereof.

ARTICLE V

PAYING AGENT/REGISTRAR

Section 5.01. Appointment of Initial Paying Agent/Registrar.

The Bank of New York Mellon Trust Company, N.A., Dallas, Texas, is hereby appointed as the initial Paying Agent/Registrar for the Certificates.

Section 5.02. Qualifications.

Each Paying Agent/Registrar shall be a commercial bank, a trust company organized under the laws of the State of Texas, or any other entity duly qualified and legally authorized to serve as and perform the duties and services of paying agent and registrar for the Certificates.

Section 5.03. Maintaining Paying Agent/Registrar.

(a) At all times while any Certificates are outstanding, the City will maintain a Paying Agent/Registrar that is qualified under Section 5.02 of this Ordinance. The Mayor is

hereby authorized and directed to execute an agreement with the Paying Agent/Registrar specifying the duties and responsibilities of the City and the Paying Agent/Registrar in substantially the form presented to and hereby approved by the City Council. The signature of the Mayor shall be attested to by the City Secretary.

(b) If the Paying Agent/Registrar resigns or otherwise ceases to serve as such, the City will promptly appoint a replacement.

Section 5.04. Termination.

The City, upon not less than 60 days' notice, reserves the right to terminate the appointment of any Paying Agent/Registrar by delivering to the entity whose appointment is to be terminated written notice of such termination, provided, that such termination shall not be effective until a successor Paying Agent/Registrar has been appointed and has accepted the duties of Paying Agent/Registrar for the Certificates.

Section 5.05. Notice of Change.

Promptly upon each change in the entity serving as Paying Agent/Registrar, the City will cause notice of the change to be sent to each Owner and any bond insurer by first class United States mail, postage prepaid, at the address in the Register, stating the effective date of the change and the name and mailing address of the replacement Paying Agent/Registrar.

Section 5.06. Agreement to Perform Duties and Functions.

By accepting the appointment as Paying Agent/Registrar, and executing the Paying Agent/Registrar Agreement, the Paying Agent/Registrar is deemed to have agreed to the provisions of this Ordinance and that it will perform the duties and functions of Paying Agent/Registrar prescribed thereby.

Section 5.07. Delivery of Records to Successor.

If a Paying Agent/Registrar is replaced, such Paying Agent, promptly upon the appointment of the successor, will deliver the Register (or a copy thereof) and all other pertinent books and records relating to the Certificates to the successor Paying Agent/Registrar.

ARTICLE VI

FORM OF THE CERTIFICATES

Section 6.01. Form Generally.

(a) The Certificates, including the Registration Certificate of the Comptroller of Public Accounts of the State of Texas, the Certificate of the Paying Agent/Registrar, and the Assignment form to appear on each of the Certificates, (i) shall be substantially in the form set forth in this Article, with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required by this Ordinance, and (ii) may have such letters, numbers, or other marks of identification (including identifying numbers and letters of the

Committee on Uniform Securities Identification Procedures of the American Bankers Association) and such legends and endorsements (including any reproduction of an opinion of counsel) thereon as, consistently herewith, may be determined by the City or by the officers executing such Certificates, as evidenced by their execution thereof.

(b) Any portion of the text of any Certificates may be set forth on the reverse side thereof, with an appropriate reference thereto on the face of the Certificates.

(c) The Certificates, including the Initial Certificate submitted to the Attorney General of Texas and any temporary Certificates, shall be typed, printed, lithographed, photocopied or engraved, and may be produced by any combination of these methods or produced in any other similar manner, all as determined by the officers executing such Certificates, as evidenced by their execution thereof.

Section 6.02. Form of Certificates.

The form of Certificates, including the form of the Registration Certificate of the Comptroller of Public Accounts of the State of Texas, the form of Certificate of the Paying Agent/Registrar and the form of Assignment appearing on the Certificates, shall be substantially as follows:

(a) [Form of Certificate]

REGISTERED
No. _____

REGISTERED
\$ _____

United States of America
State of Texas

CITY OF GRAPEVINE, TEXAS
COMBINATION TAX AND REVENUE
CERTIFICATE OF OBLIGATION
SERIES 2018

<u>INTEREST RATE</u>	<u>MATURITY DATE</u>	<u>DELIVERY DATE</u>	<u>CUSIP NO.</u>
_____ %	February 15, _____	May 15, 2018	_____

The City of Grapevine (the "City") in the Counties of Tarrant, Johnson and Ellis, State of Texas, for value received, hereby promises to pay to

_____ or registered assigns, on the Maturity Date specified above, the sum of

_____ DOLLARS

unless this Certificate shall have been sooner called for redemption and the payment of the principal hereof shall have been paid or provision for such payment shall have been made, and to pay interest on the unpaid principal amount hereof from the later of the Delivery Date specified above or the most recent interest payment date to which interest has been paid or provided for until such principal amount shall have been paid or provided for, at the per annum rate of interest specified above, computed on the basis of a 360-day year of twelve 30-day months, such interest to be paid semiannually on February 15 and August 15 of each year, commencing August 15, 2018.

The principal of this Certificate shall be payable without exchange or collection charges in lawful money of the United States of America upon presentation and surrender of this Certificate at the corporate trust office in Dallas, Texas (the "Designated Payment/Transfer Office"), of The Bank of New York Mellon Trust Company, N.A. as initial Paying Agent/Registrar, or, with respect to a successor Paying Agent/Registrar, at the Designated Payment/Transfer Office of such successor. Interest on this Certificate is payable by check dated as of the interest payment date, mailed by the Paying Agent/Registrar to the registered owner at the address shown on the registration books kept by the Paying Agent/Registrar or by such other customary banking arrangements acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the person to whom interest is to be paid. For the purpose of the

payment of interest on this Certificate, the registered owner shall be the person in whose name this Certificate is registered at the close of business on the "Record Date," which shall be the last business day of the month next preceding such interest payment date; provided, however, that in the event of nonpayment of interest on a scheduled interest payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received from the City. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Owner of a Certificate appearing on the books of the Paying Agent/Registrar at the close of business on the last business day preceding the date of mailing such notice.

If a date for the payment of the principal of or interest on the Certificates is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the city in which the Designated Payment/Transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday, or day on which such banking institutions are authorized to close; and payment on such date shall have the same force and effect as if made on the original date payment was due.

This Certificate is dated April 15, 2018 and is one of a series of fully registered bonds specified in the title hereof issued in the aggregate principal amount of \$_____ (herein referred to as the "Certificates") pursuant to a certain ordinance of the City Council of the City (the "Ordinance") for the public purpose of providing funds for authorized public improvements for and within the City, as provided in the Ordinance, and to pay the costs of issuance related to the Certificates.

The Certificates and the interest thereon are payable from the levy of a direct and continuing ad valorem tax, within the limit prescribed by law, against all taxable property in the City and from a pledge of certain surplus revenues (not to exceed \$1,000) of the City's Waterworks and Sewer System, all as described and provided in the Ordinance.

The City has reserved the option to redeem the Certificates maturing on or after February 15, 2029, in whole or part, in principal amount equal to \$5,000 or any integral multiple thereof, before their respective scheduled maturity dates, on February 15, 2028, or on any date thereafter, at a price equal to the principal amount of the Certificates so called for redemption plus accrued interest to the date fixed for redemption. If less than all of the Certificates are to be redeemed, the City shall determine the maturity or maturities and the amounts thereof to be redeemed and shall direct the Paying Agent/Registrar to call by lot the Certificates, or portions thereof, within such maturity or maturities and in such principal amounts, for redemption.

The Certificates maturing February 15, 20__ (the "Term Certificates") are subject to scheduled mandatory redemption and will be redeemed by the City, in part at a price equal to the principal amount thereof, without premium, plus accrued interest to the redemption date, out of moneys available for such purpose in the Interest and Sinking Fund, on the dates and in the respective principal amounts as set forth below.

\$ Term Certificates Maturing February 15, 20

<u>Redemption Date</u>	<u>Redemption Amount</u>
February 15, 20 <u> </u>	\$ <u> </u>
February 15, 20 <u> </u> * *maturity	\$ <u> </u>

At least forty-five (45) days prior to each scheduled mandatory redemption date, the Paying Agent/Registrar shall select for redemption by lot, or by any other customary method that results in a random selection, a principal amount of Term Certificates equal to the aggregate principal amount of such Term Certificates to be redeemed, shall call such Term Certificates for redemption on such scheduled mandatory redemption date, and shall give notice of such redemption, as provided in the Ordinance.

In lieu of calling the Term Certificates described above, for mandatory redemption, the City reserves the right to purchase such Term Certificates at a price not exceeding the principal amount thereof, plus accrued interest, with (a) moneys on deposit in the Interest and Sinking Fund which are available for the mandatory redemption of such Term Certificates or (b) other lawfully available funds.

Notice of such redemption or redemptions shall be given by first class mail, postage prepaid, not less than 30 days before the date fixed for redemption, to the registered owner of each of the Certificates to be redeemed in whole or in part. Notice having been so given, the Certificates or portions thereof designated for redemption shall become due and payable on the redemption date specified in such notice; from and after such date, notwithstanding that any of the Certificates or portions thereof so called for redemption shall not have been surrendered for payment, interest on such Certificates or portions thereof shall cease to accrue.

The City reserves the right, in the case of an optional redemption, to give notice of its election or direction to redeem Certificates conditioned upon the occurrence of subsequent events. Such notice may state (i) that the redemption is conditioned upon the deposit of moneys and/or authorized securities, in an amount equal to the amount necessary to effect the redemption, with the Paying Agent/Registrar, or such other entity as may be authorized by law, no later than the redemption date, or (ii) that the City retains the right to rescind such notice at any time on or prior to the scheduled redemption date if the City delivers a certificate of the City to the Paying Agent/Registrar instructing the Paying Agent/Registrar to rescind the redemption notice and such notice and redemption shall be of no effect if such moneys and/or authorized securities are not so deposited or if the notice is rescinded. The Paying Agent/Registrar shall give prompt notice of any such rescission of a conditional notice of redemption to the affected Owners. Any Certificates subject to conditional redemption and such redemption has been rescinded shall remain Outstanding and the rescission of such redemption shall not constitute an Event of Default. Further, in the case of a conditional redemption, the failure of the City to make moneys and or authorized securities available in part or in whole on or before the redemption date shall not constitute an Event of Default.

As provided in the Ordinance, and subject to certain limitations therein set forth, this Certificate is transferable upon surrender of this Certificate for transfer at the Designated Payment/Transfer Office, with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar, and, thereupon, one or more new fully registered Certificates of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

Neither the City nor the Paying Agent/Registrar shall be required to issue, transfer or exchange any Certificate called for redemption where such redemption is scheduled to occur within 45 calendar days of the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the registered owner of the uncalled principal balance of a Certificate.

The City, the Paying Agent/Registrar, and any other person may treat the person in whose name this Certificate is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Certificate is registered on the Record Date or Special Record Date, as applicable) and for all other purposes, whether or not this Certificate be overdue, and neither the City nor the Paying Agent/Registrar shall be affected by notice to the contrary.

IT IS HEREBY CERTIFIED AND RECITED that the issuance of this Certificate and the series of which it is a part is duly authorized by law; that all acts, conditions, and things required to be done precedent to and in the issuance of the Certificates have been properly done and performed and have happened in regular and due time, form, and manner as required by law; that ad valorem taxes upon all taxable property in the City have been levied for and pledged to the payment of the debt service requirements of the Certificates within the limit prescribed by law; that, in addition to said taxes, further provisions have been made for the payment of the debt service requirements of the Certificates by pledging to such purpose, a limited amount of the Surplus Revenues, as defined in the Ordinance, derived by the City from the operation of the waterworks and sewer system; that when so collected, such taxes and Surplus Revenues shall be appropriated to such purposes; and that the total indebtedness of the City, including the Certificates, does not exceed any constitutional or statutory limitation.

IN WITNESS WHEREOF, this Certificate has been duly executed on behalf of the City, under its official seal, in accordance with law.

City Secretary,
City of Grapevine, Texas

Mayor
City of Grapevine, Texas

[SEAL]

(b) Form of Comptroller's Registration Certificate.

The following Comptroller's Registration Certificate may be deleted from the definitive Certificates if such Certificate on the Initial Certificate is fully executed.

OFFICE OF THE COMPTROLLER	§	
OF PUBLIC ACCOUNTS	§	REGISTER NO. _____
OF THE STATE OF TEXAS	§	

I hereby certify that there is on file and of record in my office a certificate of the Attorney General of the State of Texas to the effect that this Certificate has been examined by him as required by law, that he finds that it has been issued in conformity with the Constitution and laws of the State of Texas, and that said Certificate has this day been registered by me.

Witness my hand and seal of office at Austin, Texas, _____.

Comptroller of Public Accounts of
the State of Texas

[SEAL]

(c) Form of Certificate of Paying Agent/Registrar.

The following Certificate of Paying Agent/Registrar may be deleted from the Initial Certificate if the Comptroller's Registration Certificate appears thereon.

CERTIFICATE OF PAYING AGENT/REGISTRAR

This is one of the Certificates referred to in the within mentioned Ordinance. The series of Certificates of which this Certificate is a part was originally issued as one Initial Certificate which was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.
as Paying Agent/Registrar

Dated: _____

By: _____
Authorized Signature

(d) Form of Assignment.

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns, and transfers unto (print or typewrite name, address and Zip Code of transferee): _____

(Social Security or other identifying number: _____) the within Certificate and all rights hereunder and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Certificate on the books kept for registration hereof, with full power of substitution in the premises.

Date: _____

Signature Guaranteed By:

Authorized Signatory

NOTICE: The signature on this Assignment must correspond with the name of the registered owner as it appears on the face of the within Certificate in every particular and must be guaranteed in a manner acceptable to the Paying Agent/Registrar.

(e) Initial Certificate Insertions.

(i) The Initial Certificate shall be in the form set forth in paragraph (a) of this Section, except that:

(ii) immediately under the name of the Certificate, the headings "INTEREST RATE" and "MATURITY DATE" shall both be completed with the words "As Shown Below" and "CUSIP NO. ____" deleted;

(iii) in the first paragraph:

the words "on the Maturity Date specified above" shall be deleted and the following will be inserted: "on February 15 in the years, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

<u>Years</u>	<u>Principal Installments</u>	<u>Interest Rates</u>
--------------	-------------------------------	-----------------------

(Information to be inserted from Section 3.02(b) hereof).

(iv) the Initial Certificate shall be numbered T-1.

Section 6.03. CUSIP Registration.

The City may secure identification numbers through the CUSIP Services Bureau managed by Standard & Poor's Financial Services LLC on behalf of the American Bankers Association, and may authorize the printing of such numbers on the face of the Certificates. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Certificates shall be of no significance or effect as regards the legality thereof and neither the City nor the attorneys approving said Certificates as to legality are to be held responsible for CUSIP numbers incorrectly printed on the Certificates.

Section 6.04. Legal Opinion.

The approving legal opinion of Bracewell LLP, Bond Counsel, may be printed on each Certificate over the certification of the City Secretary of the City, which may be executed in facsimile.

Section 6.05. Municipal Bond Insurance.

If municipal bond guaranty insurance is obtained with respect to the Certificates, the Certificates, including the Initial Certificate, may bear an appropriate legend, as provided by the insurer. To the extent permitted by applicable law, the City will comply with all notice and other applicable requirements of the insurer in connection with the issuance of the Certificates, as such requirements may be in effect and transmitted to the City with the insurer's commitment to issue such insurance.

ARTICLE VII

SALE OF THE CERTIFICATES; CONTROL AND DELIVERY OF THE CERTIFICATES

Section 7.01. Sale of Certificates; Official Statement.

(a) The Certificates, having been duly advertised and offered for sale at competitive bid, are hereby officially sold and awarded to _____ (the "Purchaser") for a purchase price equal to the principal amount thereof plus a cash premium of \$_____, being the bid which produced the lowest true interest cost to the City. The Initial Certificate shall be registered in the name of the Purchaser or its designee.

(b) The form and substance of the Notice of Sale for the Certificates, the Preliminary Official Statement for the Certificates and any addenda, supplement or amendment thereto (the "Preliminary Official Statement") and the final Official Statement (the "Official Statement") presented to and considered at this meeting, are hereby in all respects approved and adopted, and the Preliminary Official Statement is hereby deemed final as of its date (except for the omission of pricing and related information) within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended. The use and distribution of the Preliminary Official Statement in the public offering of the Certificates by the Underwriters is hereby authorized. The City Manager, Chief Financial Officer, Mayor and the City Secretary of the City are hereby authorized and directed to use and distribute or authorize

the use and distribution of the final Official Statement and any addenda, supplement or amendment thereto (the "Official Statement") and to execute the same and deliver appropriate numbers of executed copies thereof to the Purchasers of the Certificates. The Official Statement as thus approved, executed and delivered, with such appropriate variations as shall be approved by the City Manager, Chief Financial Officer, Mayor of the City and the Purchaser, may be used by the Purchaser in the public offering and sale thereof. The City Secretary is hereby authorized and directed to include and maintain a copy of the Official Statement and any addenda, supplement or amendment thereto thus approved among the permanent records of this meeting.

(c) All officers of the City are authorized to execute such documents, Certificates and receipts as they may deem appropriate in order to consummate the delivery of the Certificates in accordance with the terms of sale therefor. Further, in connection with the submission of the record of proceedings for the Certificates to the Attorney General of the State of Texas for examination and approval of such Certificates, the appropriate officer of the City is hereby authorized and directed to issue a check of the City payable to the Attorney General of the State of Texas as a nonrefundable examination fee in the amount required by Chapter 1202, Texas Government Code (such amount to be the lesser of (i) 1/10th of 1% of the principal amount of the Certificates or (ii) \$9,500).

(d) The obligation of the Purchaser to accept delivery of the Certificates is subject to the Purchaser being furnished with the final, approving opinion of Bracewell LLP, Bond Counsel for the City, which opinion shall be dated as of and delivered on the Closing Date.

Section 7.02. Control and Delivery of Certificates.

(a) The Mayor is hereby authorized to have control of the Initial Certificate and all necessary records and proceedings pertaining thereto pending investigation, examination and approval of the Attorney General of the State of Texas, registration by the Comptroller of Public Accounts of the State of Texas, and registration with, and initial exchange or transfer by, the Paying Agent/Registrar.

(b) After registration by the Comptroller of Public Accounts, delivery of the Certificates shall be made to the Underwriters under and subject to the general supervision and direction of the Mayor, against receipt by the City of all amounts due to the City under the terms of sale.

(c) In the event the Mayor or City Secretary is absent or otherwise unable to execute any document or take any action authorized herein, the Mayor Pro Tem and the Assistant City Secretary, respectively, shall be authorized to execute such documents and take such actions, and the performance of such duties by the Mayor Pro Tem and the Assistant City Secretary shall for the purposes of this Ordinance have the same force and effect as if such duties were performed by the Mayor and City Secretary, respectively.

ARTICLE VIII

CREATION OF FUNDS AND ACCOUNTS;
DEPOSIT OF PROCEEDS; INVESTMENTS

Section 8.01. Creation of Funds.

(a) The City hereby establishes the following special funds or accounts:

(i) The City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018, Interest and Sinking Fund; and

(ii) The City of Grapevine, Texas Combination Tax and Revenue Certificates of Obligation, Series 2018, Project Fund.

(b) Each of said funds or accounts shall be maintained at an official depository of the City.

Section 8.02. Interest and Sinking Fund.

(a) The taxes levied under Section 2.01 shall be deposited to the credit of the Interest and Sinking Fund at such times and in such amounts as necessary for the timely payment of the principal of and interest on the Certificates.

(b) If the amount of money in the Interest and Sinking Fund is at least equal to the aggregate principal amount of the outstanding Certificates plus the aggregate amount of interest due and that will become due and payable on such Certificates, no further deposits to that fund need be made.

(c) Money on deposit in the Interest and Sinking Fund shall be used to pay the principal of and interest on the Certificates as such become due and payable.

Section 8.03. Project Fund.

(a) Money on deposit in the Project Fund, including investment earnings thereof, shall be used for the purposes specified in Section 3.01 of this Ordinance.

(b) All amounts remaining in the Project Fund after the accomplishment of the purposes for which the Certificates are hereby issued, including investment earnings of the Project Fund, shall be deposited into the Interest and Sinking Fund.

Section 8.04. Security of Funds.

All moneys on deposit in the funds referred to in this Ordinance shall be secured in the manner and to the fullest extent required by the laws of the State of Texas for the security of public funds, and moneys on deposit in such funds shall be used only for the purposes permitted by this Ordinance.

Section 8.05. Deposit of Proceeds.

(a) \$ _____ of the proceeds of the Certificates received on the Closing Date, representing \$ _____ of principal and \$ _____ of premium generated on the Certificates, shall be deposited to the Project Fund, such moneys to be dedicated and used for the purposes specified in Section 3.01(a-d).

(b) \$ _____ of premium generated on the Certificates shall be used to pay the cost of issuance of the Certificates. Any amounts remaining after payment of such costs shall be deposited in the Interest and Sinking Fund.

Section 8.06. Investments.

(a) Money in the Interest and Sinking Fund and the Project Fund, at the option of the City, may be invested in such securities or obligations as permitted under applicable law.

(b) Any securities or obligations in which money is so invested shall be kept and held in trust for the benefit of the Owners and shall be sold and the proceeds of sale shall be timely applied to the making of all payments required to be made from the fund from which the investment was made.

Section 8.07. Investment Income.

Interest and income derived from investment of any fund created by this Ordinance shall be credited to such fund.

ARTICLE IX

PARTICULAR REPRESENTATIONS AND COVENANTS

Section 9.01. Payment of the Certificates.

While any of the Certificates are outstanding and unpaid, there shall be made available to the Paying Agent/Registrar, out of the Interest and Sinking Fund, money sufficient to pay the interest on and the principal of the Certificates, as applicable, as will accrue or mature on each applicable Interest Payment Date.

Section 9.02. Other Representations and Covenants.

(a) The City will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in this Ordinance and in each Certificate; the City will promptly pay or cause to be paid the principal of, interest on, and premium, if any, with respect to, each Certificate on the dates and at the places and manner prescribed in such Certificate; and the City will, at the times and in the manner prescribed by this Ordinance, deposit or cause to be deposited the amounts of money specified by this Ordinance.

(b) The City is duly authorized under the laws of the State of Texas to issue the Certificates; all action on its part for the creation and issuance of the Certificates has been duly

and effectively taken; and the Certificates in the hands of the Owners thereof are and will be valid and enforceable obligations of the City in accordance with their terms.

Section 9.03. Provisions Concerning Federal Income Tax Exclusion.

The City intends that the interest on the Certificates be excludable from gross income for federal income tax purposes pursuant to sections 103 and 141 through 150, inclusive, of the Code. The City covenants and agrees not to take any action, or omit to take any action within its control, that if taken or omitted, respectively, would (i) cause the interest on the Certificates to be includable in gross income, as defined in section 61 of the Code, for federal income tax purposes or (ii) result in the violation of or failure to satisfy any provision of sections 103 and 141 through 150, inclusive, of the Code. In particular, the City covenants and agrees to comply with each requirement of Sections 9.03 through 9.13, inclusive; provided, however, that the City will not be required to comply with any particular requirement of Sections 9.03 through 9.13, inclusive, if the City has received an opinion of nationally recognized bond counsel (“Counsel’s Opinion”) that (i) such noncompliance will not adversely affect the excludability of interest on the Certificates from gross income for federal income tax purposes or (ii) compliance with some other requirement specified in such Counsel’s Opinion will satisfy the applicable requirements of the Code and the Regulations, in which case compliance with such other requirement will constitute compliance with the corresponding requirement specified in Sections 9.03 through 9.13, inclusive.

Section 9.04. No Private Use or Payment and No Private Loan Financing.

The City covenants and agrees that it will make such use of the proceeds of the Certificates, including interest or other investment income derived from Certificate proceeds, regulate the use of property financed, directly or indirectly, with such proceeds, and take such other and further action as may be required so that the Certificates will not be “private activity bonds” within the meaning of section 141 of the Code. Moreover, the City will certify, through an authorized officer, employee or agent, that, based upon all facts and estimates known or reasonably expected to be in existence on the date the Certificates are delivered, the proceeds of the Certificates will not be used in a manner that would cause the Certificates to be “private activity bonds” within the meaning of section 141 of the Code.

Section 9.05. No Federal Guaranty.

The City covenants and agrees not to take any action, or knowingly omit to take any action within its control, that, if taken or omitted, respectively, would cause the Certificates to be “federally guaranteed” within the meaning of section 149(b) of the Code, except as permitted by section 149(b)(3) of the Code.

Section 9.06. No Hedge Bonds.

The City covenants and agrees not to take any action, or knowingly omit to take any action, within its control, that, if taken or omitted, respectively, would cause the Certificates to be “hedge bonds” within the meaning of section 149(g) of the Code.

Section 9.07. No Arbitrage.

The City covenants and agrees that it will make such use of the proceeds of the Certificates, including interest or other investment income derived from Certificate proceeds, regulate investments of proceeds of the Certificates, and take such other and further action as may be required so that the Certificates will not be “arbitrage bonds” within the meaning of section 148(a) of the Code. Moreover, the City will certify, through an authorized officer, employee or agent, based upon all facts and estimates known or reasonably expected to be in existence on the date the Certificates are delivered, that the proceeds of the Certificates will not be used in a manner that would cause the Certificates to be “arbitrage Certificates” within the meaning of section 148(a) of the Code.

Section 9.08. Arbitrage Rebate.

If the City does not qualify for an exception to the requirements of section 148(f) of the Code relating to the required rebate to the United States, the City will take all necessary steps to comply with the requirement that certain amounts earned by the City on the investment of the “gross proceeds” of the Certificates (within the meaning of section 148(f)(6)(B) of the Code), be rebated to the federal government. Specifically, the City will (i) maintain records regarding the investment of the gross proceeds of the Certificates as may be required to calculate the amount earned on the investment of the gross proceeds of the Certificates separately from records of amounts on deposit in the funds and accounts of the City allocable to other Certificate issues of the City or moneys that do not represent gross proceeds of any bond issues of the City, (ii) determine at such times as are required by the applicable Regulations, the amount earned from the investment of the gross proceeds of the Certificates that is required to be rebated to the federal government, and (iii) pay, not less often than every fifth anniversary date of the delivery of the Certificates, or on such other dates as may be permitted under applicable Regulations, all amounts required to be rebated to the federal government. Further, the City will not indirectly pay any amount otherwise payable to the federal government pursuant to the foregoing requirements to any person other than the federal government by entering into any investment arrangement with respect to the gross proceeds of the Certificates that might result in a reduction in the amount required to be paid to the federal government because such arrangement results in a smaller profit or a larger loss than would have resulted if the arrangement had been at arm’s length and had the yield on the issue not been relevant to either party.

Section 9.09. Information Reporting.

The City covenants and agrees to file or cause to be filed with the Secretary of the Treasury, not later than the 15th day of the second calendar month after the close of the calendar quarter in which the Certificates are issued, an information statement concerning the Certificates, all under and in accordance with section 149(e) of the Code.

Section 9.10. Record Retention.

The City will retain all pertinent and material records relating to the use and expenditure of the proceeds of the Certificates until three years after the last Certificate is redeemed or paid at maturity, or such shorter period as authorized by subsequent guidance issued by the Department

of the Treasury, if applicable. All records will be kept in a manner that ensures their complete access throughout the retention period. For this purpose, it is acceptable that such records are kept either as hardcopy books and records or in an electronic storage and retrieval system, provided that such electronic system includes reasonable controls and quality assurance programs that assure the ability of the City to retrieve and reproduce such books and records in the event of an examination of the Certificates by the Internal Revenue Service.

Section 9.11. Registration.

The Certificates will be issued in registered form.

Section 9.12. Deliberate Actions.

The City will not take a deliberate action (as defined in section 1.141-2(d)(3) of the Regulations) that causes the Certificates to fail to meet any requirement of section 141 of the Code after the issue date of the Certificates unless an appropriate remedial action is permitted by section 1.141-12 of the Regulations, the City takes such remedial action, and a Counsel's Opinion is obtained that such remedial action cures any failure to meet the requirements of section 141 of the Code.

Section 9.13. Continuing Obligation.

Notwithstanding any other provision of this Ordinance, the City's obligations under the covenants and provisions of Sections 9.03 through 9.13, inclusive, shall survive the defeasance and discharge of the Certificates for as long as such matters are relevant to the excludability of interest on the Certificates from gross income for federal income tax purposes.

ARTICLE X

DEFAULT AND REMEDIES

Section 10.01. Events of Default.

Each of the following occurrences or events for the purpose of this Ordinance is hereby declared to be an "Event of Default," to-wit:

(a) the failure to make payment of the principal of, redemption premium, if any, or interest on any of the Certificates when the same becomes due and payable; or

(b) default in the performance or observance of any other covenant, agreement or obligation of the City, the failure to perform which materially, adversely affects the rights of the Owners, including but not limited to, their prospect or ability to be repaid in accordance with this Ordinance, and the continuation thereof for a period of 30 days after notice of such default is given by any Owner to the City; or

(c) An order of relief shall be issued by the Bankruptcy Court of the United States District Court having jurisdiction, granting the City any relief under any Applicable Law, or any other court having valid jurisdiction shall issue an order or decree under applicable federal or

state law providing for the appointment of a receiver, liquidator, assignee, trustee, sequestrator, or other similar official for the City of any substantial part of its property, affairs or assets, and the continuance of any such decree or order unstayed and in effect for a period of 90 consecutive days.

Section 10.02. Remedies for Default.

(a) Upon the happening of any Event of Default, then and in every case any Owner or an authorized representative thereof, including but not limited to, a trustee or trustees therefor, may proceed against the City for the purpose of protecting and enforcing the rights of the Owners under this Ordinance, by mandamus or other suit, action or special proceeding in equity or at law, in any court of competent jurisdiction, for any relief permitted by law, including the specific performance of any covenant or agreement contained herein, or thereby to enjoin any act or thing that may be unlawful or in violation of any right of the Owners hereunder or any combination of such remedies.

(b) It is provided that all such proceedings shall be instituted and maintained for the equal benefit of all Owners of Certificates then outstanding.

Section 10.03. Remedies Not Exclusive.

(a) No remedy herein conferred or reserved is intended to be exclusive of any other available remedy or remedies, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or under the Certificates or now or hereafter existing at law or in equity; provided, however, that notwithstanding any other provision of this Ordinance, the right to accelerate the debt evidenced by the Certificates shall not be available as a remedy under this Ordinance.

(b) The exercise of any remedy herein conferred or reserved shall not be deemed a waiver of any other available remedy.

ARTICLE XI

DISCHARGE

Section 11.01. Discharge.

The Certificates may be defeased, discharged or refunded either (i) by depositing with the Comptroller of Public Accounts of the State a sum of money equal to the principal of, premium, if any, and all interest to accrue on the Certificates to maturity or redemption or (ii) by depositing with the Paying Agent/Registrar or other lawfully authorized entity amounts sufficient, together with the investment earnings thereon, to provide for the payment and/or redemption of the Certificates; provided that such deposits may be invested and reinvested only in (a) direct obligations of the United States of America, including obligations that are unconditionally guaranteed by the United States of America and (b) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the City adopts or approves the proceedings authorizing the issuance of refunding obligations, are rated as to investment quality by a nationally recognized investment rating firm not less than “AAA” or its equivalent; or (iii) any combination of (i) and (ii) above.

ARTICLE XII

CONTINUING DISCLOSURE UNDERTAKING

Section 12.01. Annual Reports.

(a) The City shall provide annually to the MSRB, (1) within six months after the end of each fiscal year of the City, financial information and operating data with respect to the City of the general type included in the final Official Statement, being information described in the Tables numbered 1 through 6 and 8 through 15, including financial statements of the City if audited financial statements of the City are then available, and (2) if not provided as part such financial information and operating data, audited financial statements of the City, when and if available. Any financial statements to be provided shall be (i) prepared in accordance with the accounting principles appended to the Official Statement, or such other accounting principles as the City may be required to employ from time to time pursuant to state law or regulation, and (ii) audited, if the City commissions an audit of such financial statements and the audit is completed within the period during which they must be provided. If the audit of such financial statements is not complete within 12 months after any such fiscal year end, then the City shall file unaudited financial statements within such 12-month period and audited financial statements for the applicable fiscal year, when and if the audit report on such statements becomes available.

(b) If the City changes its Fiscal Year, it will notify the MSRB of the change (and of the date of the new Fiscal Year end) prior to the next date by which the City otherwise would be required to provide financial information and operating data pursuant to this Section.

(c) All financial information, operating data, financial statements, and notices required by this Section to be provided to the MSRB shall be provided in an electronic format

and be accompanied by identifying information prescribed by the MSRB. Financial information and operating data to be provided pursuant to Section may be set forth in full in one or more documents or may be included by specific reference to any document (including an official statement or other offering document) available to the public on the MSRB's Internet Web site or filed with the SEC.

Section 12.02. Notice of Certain Events.

(a) The City shall provide the following to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner not in excess of ten (10) business days after the occurrence of the event, notice of any of the following events with respect to the Certificates:

- (i) Principal and interest payment delinquencies;
- (ii) Non-payment related defaults, if material;
- (iii) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (iv) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) Substitution of credit or liquidity providers, or their failure to perform;
- (vi) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Certificates, or other material events affecting the tax status of the Certificates;
- (vii) Modifications to rights of the holders of the Certificates, if material;
- (viii) Certificate calls, if material, and tender offers;
- (ix) Defeasances;
- (x) Release, substitution, or sale of property securing repayment of the Certificates, if material;
- (xi) Rating changes;
- (xii) Bankruptcy, insolvency, receivership or similar event of the City;

Note to paragraph (xii): For the purposes of the event identified in paragraph (xii) of this section, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the City in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the

City, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the City.

(xiii) The consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the City, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and

(xiv) Appointment of successor or additional paying agent/registrar or the change of name of a paying agent/registrar, if material.

(b) The City shall provide to the MSRB, in an electronic format as prescribed by the MSRB, in a timely manner, notice of a failure by the City to provide required annual financial information and notices of material events in accordance with Section 12.01 and section (a) above. All documents provided to the MSRB pursuant to this section shall be accompanied by identifying information, as prescribed by the MSRB, and will be available via EMMA at www.emma.msrb.org.

Section 12.03. Limitations, Disclaimers and Amendments.

(a) The City shall be obligated to observe and perform the covenants specified in this Article for so long as, but only for so long as, the City remains an “obligated person” with respect to the Certificates within the meaning of the Rule, except that the City in any event will give notice of any deposit made in accordance with Article XI that causes Certificates no longer to be Outstanding.

(b) The provisions of this Article are for the sole benefit of the Owners and beneficial owners of the Certificates, and nothing in this Article, express or implied, shall give any benefit or any legal or equitable right, remedy, or claim hereunder to any other person. The City undertakes to provide only the financial information, operating data, financial statements, and notices which it has expressly agreed to provide pursuant to this Article and does not hereby undertake to provide any other information that may be relevant or material to a complete presentation of the City’s financial results, condition, or prospects or hereby undertake to update any information provided in accordance with this Article or otherwise, except as expressly provided herein. The City does not make any representation or warranty concerning such information or its usefulness to a decision to invest in or sell Certificates at any future date.

UNDER NO CIRCUMSTANCES SHALL THE CITY BE LIABLE TO THE OWNER OR BENEFICIAL OWNER OF ANY CERTIFICATE OR ANY OTHER PERSON, IN CONTRACT OR TORT, FOR DAMAGES RESULTING IN WHOLE OR IN PART FROM ANY BREACH BY THE CITY, WHETHER NEGLIGENT OR WITHOUT FAULT ON ITS PART, OF ANY COVENANT SPECIFIED IN THIS ARTICLE, BUT EVERY RIGHT AND

REMEDY OF ANY SUCH PERSON, IN CONTRACT OR TORT, FOR OR ON ACCOUNT OF ANY SUCH BREACH SHALL BE LIMITED TO AN ACTION FOR MANDAMUS OR SPECIFIC PERFORMANCE.

(c) No default by the City in observing or performing its obligations under this Article shall comprise a breach of or default under the Ordinance for purposes of any other provisions of this Ordinance.

(d) Nothing in this Article is intended or shall act to disclaim, waive, or otherwise limit the duties of the City under federal and state securities laws.

(e) The provisions of this Article may be amended by the City from time to time to adapt to changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the City, but only if (1) the provisions of this Article, as so amended, would have permitted an underwriter to purchase or sell Certificates in the primary offering of the Certificates in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and (2) either (A) the Owners of a majority in aggregate principal amount (or any greater amount required by any other provisions of this Ordinance that authorizes such an amendment) of the Outstanding Certificates consent to such amendment or (B) a person that is unaffiliated with the City (such as nationally recognized bond counsel) determines that such amendment will not materially impair the interests of the Owners and beneficial owners of the Certificates. If the City so amends the provisions of this Article, it shall include with any amended financial information or operating data next provided in accordance with Section 12.01 an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information or operating data so provided.

ARTICLE XIII

AMENDMENTS

Section 13.01. Amendments. This Resolution shall constitute a contract with the Owners, be binding on the Corporation, and shall not be amended or repealed by the Corporation so long as any Bond remains outstanding except as permitted in this Section. The Corporation may, without consent of or notice to any Owners, from time to time and at any time, amend this Resolution in any manner not detrimental to the interests of the Owners, including the curing of any ambiguity, inconsistency, or formal defect or omission herein. In addition, the Corporation may, with the written consent of the Owners of the Bonds holding a majority in aggregate principal amount of the Bonds then outstanding, amend, add to, or rescind any of the provisions of this Resolution; provided that, without the consent of all Owners of outstanding Bonds, no such amendment, addition, or rescission shall (i) extend the time or times of payment of the principal of and interest on the Bonds, reduce the principal amount thereof, the redemption price, or the rate of interest thereon, or in any other way modify the terms of payment of the principal of or interest on the Bonds, (ii) give any preference to any Bond over any other Bond, or (iii) reduce the aggregate principal amount of Bonds required to be held by Owners for consent to any such amendment, addition, or rescission.

Section 13.02. Attorney General Modification. In order to obtain the approval of the Bonds by the Attorney General of the State of Texas, any provision of this Resolution may be modified, altered or amended after the date of its adoption if required by the Attorney General in connection with the Attorney General's examination as to the legality of the Bonds and approval thereof in accordance with the applicable law. Such changes, if any, shall be provided to the Board Secretary and the Board Secretary shall insert such changes into this Resolution as if approved on the date hereof.

ARTICLE XIV

MISCELLANEOUS

Section 14.01. Partial Invalidity.

If any section, paragraph, clause or provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of the Ordinance.

Section 14.02. No Personal Liability.

No recourse shall be had for payment of the principal of or interest on any Certificates or for any claim based thereon, or on this Ordinance, against any official or employee of the City or any person executing any Certificates.

ARTICLE XV

EFFECTIVE IMMEDIATELY

Section 15.01. Effectiveness.

This Ordinance shall become effective immediately upon its adoption at this meeting pursuant to Section 1201.028, Texas Government Code.

APPROVED this _____ day of April, 2018.

Mayor, City of Grapevine, Texas

ATTEST:

City Secretary, City of Grapevine, Texas

APPROVED AS TO FORM:

City Attorney, City of Grapevine, Texas

*Signature Page for Ordinance
Series 2018 Combination Tax and Revenue Certificates of Obligation*

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: ELECTION SERVICES CONTRACT WITH TARRANT COUNTY

RECOMMENDATION: City Council to consider approval of a Joint Election Agreement with the Tarrant County Elections Administrator to provide election services and equipment for the May 5, 2018 General Election.

FUNDING SOURCE: Funding is available in the City Secretary's Professional Services account 100-44540-103-001 in an estimated amount of \$6,437.53.

BACKGROUND: On January 16, City Council called a General Election to be held on May 5, 2018 for the purpose of electing a Mayor, and Council Members to Places 1 and 2.

The joint election contract with Tarrant County provides for election services and equipment for this election.

Early Voting by personal appearance will take place at The REC of Grapevine, 1175 Municipal Way. For voter convenience, citizens may also vote early at any of the other early voting locations throughout Tarrant County.

On May 5 residents must vote at The REC of Grapevine.

The contract provides:

- Tarrant County will supply all required voting equipment and personnel for the early voting polling site and election site.
- Grapevine voters will be able to vote early at any of the early voting locations within Tarrant County.

A copy of the contract is attached.

TAB

COUNTY OF TARRANT

JOINT ELECTION AGREEMENT AND CONTRACT FOR ELECTION SERVICES

THIS CONTRACT for election services is made by and between the Tarrant County Elections Administrator and the following political subdivisions located entirely or partially inside the boundaries of Tarrant County:

- | | |
|--------------------------------|---------------------------------|
| ARLINGTON ISD | CITY OF NORTH RICHLAND HILLS |
| AZLE ISD | CITY OF RICHLAND HILLS |
| CARROLL ISD | CITY OF RIVER OAKS |
| CITY OF ARLINGTON | CITY OF SAGINAW |
| CITY OF AZLE | CITY OF WATAUGA |
| CITY OF BEDFORD | CITY OF WESTWORTH VILLAGE |
| CITY OF COLLEYVILLE | GRAPEVINE-COLLEYVILLE ISD |
| CITY OF DALWORTHINGTON GARDENS | HURST-EULESS-BEDFORD ISD |
| CITY OF EULESS | KENNEDALE ISD |
| CITY OF FOREST HILL | LEWISVILLE ISD |
| CITY OF FORT WORTH | MANSFIELD ISD |
| CITY OF GRAND PRAIRIE | NORTHWEST ISD |
| CITY OF GRAPEVINE | TARRANT REGIONAL WATER DISTRICT |
| CITY OF HALTOM CITY | TOWN OF EDGECLIFF VILLAGE |
| CITY OF HURST | TOWN OF FLOWER MOUND |
| CITY OF KELLER | TOWN OF PANTEGO |
| CITY OF KENNEDALE | TOWN OF TROPHY CLUB |
| CITY OF MANSFIELD | WHITE SETTLEMENT ISD |

This contract is made pursuant to Texas Election Code Sections 31.092 and 271.002 – 271.004, if applicable, and Texas Education Code Section 11.0581 for a joint May 5, 2018 election to be administered by the undersigned Tarrant County Elections Administrator, hereinafter referred to as “Elections Administrator.” This term includes the Chief Deputy Elections Administrator in the Elections Administrator’s absence or disability.

RECITALS

Each participating authority listed above plans to hold a general and/or special election on May 5, 2018. If a run-off election or a repeat election is necessary because of legal action, the date of that election will be June 16, 2018.

The County owns an electronic voting system, the Hart InterCivic eSlate/eScan Voting System (Version 6.2.1), which has been duly approved by the Secretary of State pursuant to Texas Election Code Chapter 122 as amended, and is compliant with the accessibility requirements for persons with disabilities set forth by Texas Election Code Section 61.012. The contracting political subdivisions, also known interchangeably as “Entities” or “participating authorities”, desire to use the County’s electronic voting system and to compensate the County for such use and to share in certain other expenses connected with joint elections in accordance with the applicable provisions of Chapters 31 and 271 of the Texas Election Code, as amended. The entity desires to contract for the voting system as described, in tandem with the County’s elections services through the Elections Administrator’s office, and to compensate the County for such use and to share in other expenses connected with joint elections in accordance with the applicable provisions of law and of this contract.

NOW THEREFORE, in consideration of the mutual covenants, agreements, and benefits to the parties, IT IS AGREED as follows:

I. ADMINISTRATION

The parties agree to hold a “Joint Election” with each other in accordance with Chapter 271 of the Texas Election Code and this agreement. The Tarrant County Elections Administrator shall coordinate, supervise, and handle all aspects of administering the Joint Election as provided in this agreement. Each participating authority agrees to pay the Tarrant County Elections Administrator for equipment, supplies, services, and administrative costs as provided in this agreement. The Tarrant

County Elections Administrator shall serve as the administrator for the Joint Election; however, each participating authority shall remain responsible for the decisions and actions of its officers necessary for the lawful conduct of its election. The Elections Administrator shall provide advisory services in connection with decisions to be made and actions to be taken by the officers of each participating authority as necessary. Legal advice to or legal representation of the Entities/political subdivisions/participating authorities by the Election Administrator's office or lawyers who advise or represent the Election Administrator is not included herewith; each Entity should consult with its own counsel for any legal issues that arise, or with the Texas Secretary of State, as appropriate.

It is understood that other political subdivisions may wish to participate in the use of the County's electronic voting system and polling places, and it is agreed that the Elections Administrator may enter into other contracts for election services for those purposes on terms and conditions generally similar to those set forth in this contract. In such cases, costs shall be pro-rated among the participants according to Section XI of this contract.

At each polling location, joint participants shall share voting equipment and supplies to the extent possible. The participating parties shall share a mutual ballot in those polling places where jurisdictions overlap. However, in no instance shall a voter be permitted to receive a ballot containing an office or proposition stating a measure on which the voter is ineligible to vote. Multiple ballot styles shall be available in those shared polling places where jurisdictions do not overlap.

II. LEGAL DOCUMENTS

Each participating authority shall be responsible for the preparation, adoption, and publication of all required election orders, resolutions, notices, and any other pertinent documents required by the Texas Election Code and/or the participating authority's governing body, charter, or ordinances, except that the Elections Administrator shall be responsible for the preparation and publication of all voting system testing notices that are required by the Texas Election Code.

Preparation of the necessary materials for notices and the official ballot shall be the responsibility of each participating authority, including translation to languages other than English, including (but not necessarily limited to), as required by law, Spanish and Vietnamese. Each participating authority shall provide a copy of their respective election orders and notices to the Tarrant County Elections Administrator.

III. VOTING LOCATIONS

The Elections Administrator shall select and arrange for the use of and payment for all Election Day voting locations. Voting locations will be, whenever possible, the usual voting location for each election precinct in elections conducted by each participating city, and shall be compliant with the accessibility requirements established by Election Code Section 43.034 and the Americans with Disabilities Act (ADA). The proposed voting locations are listed in Attachment A of this agreement. In the event that a voting location is not available or appropriate, the Elections Administrator will arrange for use of an alternate location with the approval of the affected participating authorities. The Elections Administrator shall notify the participating authorities of any changes from the locations listed in Attachment A.

If polling places for the May 5, 2018 joint election are different from the polling place(s) used by a participating authority in its most recent election, the authority agrees to post a notice no later than May 5, 2018 at the entrance to any previous polling places in the jurisdiction stating that the polling location has changed and stating the political subdivision's polling place names and addresses in effect for the May 5, 2018 election. This notice shall be written in both the English, Spanish, and Vietnamese languages.

IV. ELECTION JUDGES, CLERKS, AND OTHER ELECTION PERSONNEL

Tarrant County shall be responsible for the appointment of the presiding judge and alternate judge for each polling location. The Elections Administrator shall make emergency appointments of election officials if necessary.

Upon request by the Elections Administrator, each participating authority agrees to assist in recruiting polling place officials who are bilingual [(fluent in both English and Spanish) and (fluent in both English and Vietnamese)]. In compliance with the Federal Voting Rights Act of 1965, as amended, each polling place containing more than 5% Hispanic or Vietnamese population as determined by the most recent Census used for such determinations shall have one or more election officials who are fluent in both the English and Spanish or English and Vietnamese languages, as applicable. If a presiding judge is not bilingual, and is unable to appoint a bilingual clerk, the Elections Administrator may recommend a bilingual worker for the polling place. If the Elections Administrator is unable to recommend or recruit a bilingual worker, the participating authority or

authorities served by that polling place shall be responsible for recruiting a bilingual worker for interpretation and translation services as needed at that polling place. **ITEM #12**

The Elections Administrator shall notify all election judges of the eligibility requirements of Subchapter C of Chapter 32 of the Texas Election Code, and will take the necessary steps to insure that all election judges appointed for the Joint Election are eligible to serve.

The Elections Administrator shall arrange for the training and compensation of all election judges and clerks. The Elections Administrator shall arrange for the date, time, and place for presiding election judges to pick up their election supplies. Each presiding election judge will be sent a letter from the Elections Administrator notifying the judge of the appointment, the time and location of training and distribution of election supplies, and the number of election clerks that the presiding judge may appoint.

Each election judge and clerk will receive compensation at the hourly rate established by Tarrant County pursuant to Texas Election Code Section 32.091 or other law applicable to compensation for the election-related work. The election judge will receive an additional sum of \$25.00 for picking up the election supplies prior to Election Day and for returning the supplies and equipment to the central counting station after the polls close.

Election judges and clerks who attend voting equipment training and/or procedures training shall be compensated at the same hourly rate that they are to be paid on Election Day.

The Elections Administrator may employ other personnel necessary for the proper administration of the election, including such part-time help as is necessary to prepare for the election, to ensure the timely delivery of supplies during early voting and on Election Day, and for the efficient tabulation of ballots at the central counting station. Part-time personnel working as members of the Early Voting Ballot Board and/or central counting station on election night will be compensated at the hourly rate set by Tarrant County in accordance with Election Code Sections 87.005, 127.004, and 127.006.

V. PREPARATION OF SUPPLIES AND VOTING EQUIPMENT

The Elections Administrator shall arrange for all election supplies and voting equipment including, but not limited to, official ballots, sample ballots, voter registration lists, and all forms, signs, maps and other materials used by the election judges at the voting locations. The Elections Administrator shall ensure availability of tables and chairs at each polling place and shall procure rented tables and chairs for those polling places that do not have tables and/or chairs.

The Elections Administrator shall provide the necessary voter registration information, maps, instructions, and other information needed to enable the election judges in the voting locations that have more than one ballot style to conduct a proper election.

Each participating authority shall furnish the Elections Administrator a list of candidates and/or propositions showing the order and the exact manner in which the candidate names and/or proposition(s) are to appear on the official ballot (including titles and text in each language in which the authority's ballot is to be printed). Each participating authority shall be responsible for proofreading and approving the ballot insofar as it pertains to that authority's candidates and/or propositions.

The joint election ballots that contain ballot content for more than one joint participant because of overlapping territory shall be arranged in the following order: Independent School District, City, Water District(s), College District, and other political subdivisions.

Early Voting by Personal Appearance shall be conducted exclusively on Tarrant County's eSlate electronic voting system. On Election Day, voters shall have a choice between voting on the eSlate electronic voting system or by a paper ballot that is scanned at the polling place using Tarrant County's eScan voting system. Provisional ballots cast on Election Day will be cast only on the eSlate electronic voting system to prevent the possibility of paper provisional ballots being immediately counted via the eScan ballot scanner.

The number of paper ballots printed for Election Day voting shall be, at a minimum, equal to the same Election Day turnout as in the last comparable election plus 25 percent of that number, with the final number of ballots ordered per polling place or precinct adjusted upward to end in a number divisible by 50.

The Elections Administrator shall be responsible for the preparation, testing, and delivery of the Voting Equipment for the election as required by the Election Code. ITEM #12

The Elections Administrator shall conduct criminal background checks on relevant employees upon hiring as required by Election Code Section 129.051(g).

VI. EARLY VOTING

The participating authorities agree to conduct joint early voting and to appoint the Election Administrator as the Early Voting Clerk in accordance with Sections 31.097 and 271.006 of the Texas Election Code. Each participating authority agrees to appoint the Elections Administrator's permanent county employees as deputy early voting clerks. The participating authorities further agree that the Elections Administrator may appoint other deputy early voting clerks to assist in the conduct of early voting as necessary, and that these additional deputy early voting clerks shall be compensated at an hourly rate set by Tarrant County pursuant to Section 83.052 of the Texas Election Code. Deputy early voting clerks who are permanent employees of the Tarrant County Elections Administrator or any participating authority shall serve in that capacity without additional compensation.

Early Voting by personal appearance will be held at the locations, dates, and times listed in Attachment "B" of this document. Any qualified voter of the Joint Election may vote early by personal appearance at any of the joint early voting locations.

As Early Voting Clerk, the Elections Administrator shall receive applications for early voting ballots to be voted by mail in accordance with Chapters 31 and 86 of the Texas Election Code. Any requests for early voting ballots to be voted by mail received by the participating authorities shall be forwarded immediately by fax or courier to the Elections Administrator for processing. The Elections Administrator will be responsible for managing the Annual Ballot by Mail voters for whom the Elections Administrator has received an Application for Ballot by Mail.

In addition to making the information on the roster for a person who votes an early voting ballot by personal appearance available for public inspection not later than the beginning of the regular business hours on the day after the date the information is entered on the roster, the Elections Administrator shall post on the county website each participating authority's early voting report on a daily basis and a cumulative final early voting report following the close of early voting. In accordance with Section 87.121(g) of the Election Code, the daily reports showing the previous day's early voting activity will be posted to the county website no later than 10:00 AM each business day.

VII. EARLY VOTING BALLOT BOARD AND SIGNATURE VERIFICATION COMMITTEE

Tarrant County shall appoint an Early Voting Ballot Board (EVBB) to process early voting results from the Joint Election. The Presiding Judge, with the assistance of the Elections Administrator, shall appoint two or more additional members to constitute the EVBB. The Elections Administrator shall determine the number of EVBB members required to efficiently process the early voting ballots.

The Elections Administrator shall determine whether a Signature Verification Committee is necessary, and if so, shall appoint the members.

VIII. CENTRAL COUNTING STATION AND ELECTION RETURNS

The Elections Administrator shall be responsible for establishing and operating the central and remote counting stations to receive and tabulate the voted ballots in accordance with the provisions of the Texas Election Code and of this agreement.

The participating authorities hereby, in accordance with Section 127.002, 127.003, and 127.005 of the Texas Election Code, appoint the following central counting station officials:

Counting Station Manager:	Heider Garcia, Elections Administrator
Tabulation Supervisor:	Karen Lawrence, Assistant Elections Administrator
Presiding Judge:	Darl Easton

The counting station manager or his/her representative shall deliver timely cumulative reports of ~~the election~~ **ITEM #12** results as precinct report to the central and remote counting stations and are tabulated. The manager shall be responsible for releasing unofficial cumulative totals and precinct returns from the election to the joint participants, candidates, press, and general public by distribution of hard copies at the central counting station or by electronic distribution and by posting to the Tarrant County web site. To ensure the accuracy of reported election returns, results printed on the tapes produced by Tarrant County's voting equipment will not be released to the participating authorities at the remote collection sites or by phone from individual polling locations.

The Elections Administrator will prepare the unofficial canvass reports that are necessary for compliance with Election Code Section 67.004 after all precincts have been counted, and will deliver a copy of these unofficial canvass reports to each participating authority as soon as possible after all returns have been tabulated. Each participating authority shall be responsible for the official canvass of its respective election(s).

The Elections Administrator will prepare the electronic precinct-by-precinct results reports for uploading to the Secretary of State as required by Section 67.017 of the Election Code. The Elections Administrator agrees to upload these reports for each participating authority unless requested otherwise.

The Elections Administrator shall be responsible for conducting the post-election manual recount required by Section 127.201 of the Texas Election Code unless a waiver is granted by the Secretary of State. Notification and copies of the recount, if waiver is denied, will be provided to each participating authority and the Secretary of State's Office.

IX. PARTICIPATING AUTHORITIES WITH TERRITORY OUTSIDE TARRANT COUNTY

Each participating authority with territory containing population outside Tarrant County agrees that the Elections Administrator shall administer only the Tarrant County portion of those elections.

X. RUNOFF ELECTIONS

Each participating authority shall have the option of extending the terms of this agreement through its runoff election, if applicable. In the event of such runoff election, the terms of this agreement shall automatically extend unless the participating authority notifies the Elections Administrator in writing within 3 business days after the original election, not counting election day.

Each participating authority shall reserve the right to reduce the number of early voting locations and/or Election Day voting locations in a runoff election.

Each participating authority agrees to order any runoff election(s) at its meeting for canvassing the votes from the May 5, 2018 election and to conduct its drawing for ballot positions at or immediately following such meeting in order to expedite preparations for its runoff election.

Each participating authority eligible to hold runoff elections agrees that the date of the runoff election, if necessary, shall be June 16, 2018.

XI. ELECTION EXPENSES AND ALLOCATION OF COSTS

The participating authorities agree to share the costs of administering the Joint Election. Allocation of costs, unless specifically stated otherwise, is mutually agreed to be shared according to a formula which is based on the average cost per Election Day polling place (unit cost) as determined by adding together the overall expenses and dividing the expenses equally among the total number of polling places. Costs for polling places shared by more than one participating authority shall be prorated equally among the participants utilizing that polling place.

It is agreed that charges for Election Day judges and clerks and Election Day polling place rental fees shall be directly charged to the appropriate participating authority rather than averaging those costs among all participants.

If a participating authority's election is conducted at more than one Election Day polling place, there shall be no charges or fees allocated to the participating authority for the cost of Election Day polling places in which the authority has fewer than

50% of the total registered voters served by that polling place, except that if the number of registered voters in all of the authority's polling places is less than the 50% threshold, the participating authority shall pay a pro-rata share of the costs associated with the polling place where it has the greatest number of registered voters. TEA# 112

Costs for Early Voting by Personal Appearance shall be allocated based upon the actual costs associated with each early voting site. Each participating authority shall be responsible for a pro-rata portion of the actual costs associated with the early voting sites located within their jurisdiction. Participating authorities that do not have a regular (non-temporary) early voting site within their jurisdiction shall pay a pro-rata portion of the nearest regular early voting site.

Costs for Early Voting by Mail shall be allocated according to the actual number of ballots mailed to each participating authority's voters.

Participating authorities having the majority of their voters in another county, and fewer than 500 registered voters in Tarrant County, and that do not have an Election Day polling place or early voting site within their jurisdiction shall pay a flat fee of \$400 for election expenses.

Each participating authority agrees to pay the Tarrant County Elections Administrator an administrative fee equal to ten percent (10%) of its total billable costs (but not less than \$ 75.00) in accordance with Section 31.100(d) of the Texas Election Code.

The Tarrant County Elections Administrator shall deposit all funds payable under this contract into the appropriate fund(s) within the county treasury in accordance with Election Code Section 31.100.

Cost schedule and invoicing.

A cost estimate for the services, equipment, and supplies provided by the Contracting Officer for the election and the runoff election is shown below and made a part of this Contract. This cost estimate shall serve as the cost schedule agreed upon by the contracting parties, as referenced in Section 31.093(a), Texas Election Code.

As soon as reasonably possible after the election or the runoff election, the Contracting Officer will submit an itemized invoice to the Entity (i) for the actual expenses he/she incurred as described above and (ii) for the Contracting Officer's fee as described above. The invoice shall reflect any advance monies paid and any direct payments made. The invoice shall reflect any advance monies. The Contracting Officer will use his/her best efforts to submit the invoice within 30 days after the election or within 10 days after the runoff election.

The Contracting Officer's invoice shall be due and payable by the Entity to the address set forth in the invoice within 30 days after its receipt by the Entity. If the Entity disputes any portion of the invoice, the Entity shall notify the Contracting Officer in writing within such 30-day period or the invoice will be presumed to be a true and accurate rendering of the amount that is due.

XII. COST ESTIMATES AND DEPOSIT OF FUNDS

The total estimated obligation for each participating authority under the terms of this agreement is listed below. Each participating authority agrees to pay the Tarrant County Elections Administrator a deposit of approximately 75% of this estimated obligation within 15 days after execution of this agreement. The exact amount of each participating authority's obligation under the terms of this agreement shall be calculated after the May 5, 2018 election (or runoff election, if applicable), and if the amount of an authority's total obligation exceeds the amount deposited, the authority shall pay to the Elections Administrator the balance due within 30 days after the receipt of the final invoice from the Elections Administrator. However, if the amount of the authority's total obligation is less than the amount deposited, the Elections Administrator shall refund to the authority the excess amount paid within 30 days after the final costs are calculated.

The total estimated obligation and required deposit for each participating authority under the terms of this agreement shall be as follows:

Political Subdivision	Actual # Polls	Billed # Polls	Estimated Cost	Deposit Due
ARLINGTON ISD	27	13.50	\$ 70,364.58	\$ 52,800.00
AZLE ISD	2	0.83	\$ 5,270.10	\$ 4,000.00
CARROLL ISD	1	1.00	\$ 11,446.16	\$ 8,600.00
CITY OF ARLINGTON	27	13.50	\$ 70,150.63	\$ 52,700.00
CITY OF AZLE	1	0.33	\$ 3,785.69	\$ 2,900.00
CITY OF BEDFORD	1	0.50	\$ 6,879.18	\$ 5,200.00
CITY OF COLLEYVILLE	1	0.50	\$ 6,545.33	\$ 5,000.00
CITY OF DALWORTHINGTON GARDENS	1	0.50	\$ 3,929.35	\$ 3,000.00
CITY OF EULESS	1	0.50	\$ 6,264.83	\$ 4,700.00
CITY OF FOREST HILL	1	1.00	\$ 11,357.06	\$ 8,600.00
CITY OF FORT WORTH	112	55.67	\$270,741.52	\$203,100.00
CITY OF GRAND PRAIRIE	4	2.00	\$ 11,102.53	\$ 8,400.00
CITY OF GRAPEVINE	1	0.50	\$ 6,437.53	\$ 4,900.00
CITY OF HALTOM CITY	1	1.00	\$ 11,418.66	\$ 8,600.00
CITY OF HURST	1	0.50	\$ 5,723.08	\$ 4,300.00
CITY OF KELLER	2	2.00	\$ 14,816.49	\$ 11,200.00
CITY OF KENNEDALE	1	0.50	\$ 5,775.33	\$ 4,400.00
CITY OF MANSFIELD	3	1.50	\$ 8,930.61	\$ 6,700.00
CITY OF NORTH RICHLAND HILLS	3	3.00	\$ 25,949.16	\$ 19,500.00
CITY OF RICHLAND HILLS	1	1.00	\$ 10,945.66	\$ 8,300.00
CITY OF RIVER OAKS	1	0.50	\$ 4,143.36	\$ 3,200.00
CITY OF SAGINAW	1	1.00	\$ 11,061.16	\$ 8,300.00
CITY OF WATAUGA	1	1.00	\$ 11,341.66	\$ 8,600.00
CITY OF WESTWORTH VILLAGE	1	0.50	\$ 4,264.36	\$ 3,200.00
GRAPEVINE-COLLEYVILLE ISD	2	1.00	\$ 12,982.86	\$ 9,800.00
HURST-EULESS-BEDFORD ISD	6	2.50	\$ 22,344.49	\$ 16,800.00
KENNEDALE ISD	1	0.50	\$ 5,775.33	\$ 4,400.00
LEWISVILLE ISD	1	0.00	\$ 400.00	\$ 300.00
MANSFIELD ISD	10	5.50	\$ 25,998.85	\$ 19,500.00
NORTHWEST ISD	5	2.83	\$ 30,381.43	\$ 22,800.00
TARRANT REGIONAL WATER DISTRICT	116	58.00	\$266,630.60	\$200,000.00
TOWN OF EDGECLIFF VILLAGE	1	0.50	\$ 4,273.53	\$ 3,300.00
TOWN OF FLOWER MOUND	1	0.00	\$ 400.00	\$ 300.00
TOWN OF PANTEGO	1	0.50	\$ 3,929.35	\$ 3,000.00
TOWN OF TROPHY CLUB	1	0.50	\$ 1,605.41	\$ 1,300.00
WHITE SETTLEMENT ISD	2	1.33	\$ 8,243.31	\$ 6,200.00
TOTALS	343	176	\$981,609	\$737,900

XIII. WITHDRAWAL FROM CONTRACT DUE TO CANCELLATION OF ELECTION

Any participating authority may withdraw from this agreement and the Joint Election should it cancel its election in accordance with Sections 2.051 - 2.053 of the Texas Election Code. The withdrawing authority is fully liable for any expenses incurred by the Tarrant County Elections Administrator on behalf of the authority plus an administrative fee of ten percent (10%)

of such expenses (but not less than \$ 75.00). Any monies deposited with the Elections Administrator by the withdrawing authority shall be refunded, minus the aforementioned expenses and administrative fee if applicable. ITEM # 12

It is agreed that any of the joint election early voting sites that are not within the boundaries of one or more of the remaining participating authorities, with the exception of the early voting site located at the Tarrant County Elections Center, may be dropped from the joint election unless one or more of the remaining participating authorities agree to fully fund such site(s). In the event that any early voting site is eliminated under this section, an addendum to the contract shall be provided to the remaining participants within five days after notification of all intents to withdraw have been received by the Elections Administrator.

XIV. RECORDS OF THE ELECTION

The Elections Administrator is hereby appointed general custodian of the voted ballots and all records of the Joint Election as authorized by Section 271.010 of the Texas Election Code.

Access to the election records shall be available to each participating authority as well as to the public in accordance with applicable provisions of the Texas Election Code and the Texas Public Information Act. The election records shall be stored at the offices of the Elections Administrator or at an alternate facility used for storage of county records. The Elections Administrator shall ensure that the records are maintained in an orderly manner so that the records are clearly identifiable and retrievable.

Records of the election shall be retained and disposed of in accordance with the provisions of Section 66.058 of the Texas Election Code. If records of the election are involved in any pending election contest, investigation, litigation, or open records request, the Elections Administrator shall maintain the records until final resolution or until final judgment, whichever is applicable. It is the responsibility of each participating authority to bring to the attention of the Elections Administrator any notice of pending election contest, investigation, litigation or open records request which may be filed with the participating authority.

XV. RECOUNTS

A recount may be obtained as provided by Title 13 of the Texas Election Code. By signing this document, the presiding officer of the contracting participating authority agrees that any recount shall take place at the offices of the Elections Administrator, and that the Elections Administrator shall serve as Recount Supervisor and the participating authority's official or employee who performs the duties of a secretary under the Texas Election Code shall serve as Recount Coordinator.

The Elections Administrator agrees to provide advisory services to each participating authority as necessary to conduct a proper recount.

XVI. MISCELLANEOUS PROVISIONS

1. It is understood that to the extent space is available, other districts and political subdivisions may wish to participate in the use of the County's election equipment and voting places, and it is agreed that the Elections Administrator may contract with such other districts or political subdivisions for such purposes and that in such event there may be an adjustment of the pro-rata share to be paid to the County by the participating authorities.
2. The Elections Administrator shall file copies of this document with the Tarrant County Judge and the Tarrant County Auditor in accordance with Section 31.099 of the Texas Election Code.
3. Nothing in this contract prevents any party from taking appropriate legal action against any other party and/or other election personnel for a breach of this contract or a violation of the Texas Election Code.
4. This agreement shall be construed under and in accord with the laws of the State of Texas, and all obligations of the parties created hereunder are performable in Tarrant County, Texas.

ITEM # 12

5. In the event that one or more of the provisions contained in this Agreement shall for any reason be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any other provision hereof and this agreement shall be construed as if such invalid, illegal, or unenforceable provision had never been contained herein.
6. All parties shall comply with all applicable laws, ordinances, and codes of the State of Texas, all local governments, and any other entities with local jurisdiction.
7. The waiver by any party of a breach of any provision of this agreement shall not operate as or be construed as a waiver of any subsequent breach.
8. Any amendments of this agreement shall be of no effect unless in writing and signed by all parties hereto.
9. In the event of an emergency or unforeseen event on Election Day that requires adjustment to these procedures to keep the election operating in a timely, fair, and accessible manner, Elections Administrator may make such adjustments to the procedures herein as the circumstances require.

By the signatures on the attached pages, the Contracting Officer and the representative of each entity warrant and represent that they are authorized to enter into this Contract.

WITNESS THE FOLLOWING SIGNATURES AND SEAL ON THE DATE SHOWN BELOW:

CITY OF GRAPEVINE

William D. Tate
Mayor

Attest:

Tara Brooks
City Secretary

Date _____

The State of Texas §
County of Tarrant §

Before me, the undersigned authority, on this day personally appeared William D. Tate, known to me to be the persons whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purpose and consideration therein expressed. Given under my hand and seal of office on this the _____ day of _____, 20__.

(Seal)

Signature of Notary

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
2002, <u>2027</u> , 2569 2235, 2320, 2659	City of Arlington 3, TCC 3 , Arlington ISD City of Arlington 3, TCC 5 , Arlington ISD	Atherton Elementary School 2101 Overbrook Drive Arlington, Texas 76014
2058, 2181, <u>2205</u>	City of Arlington 5, TCC 3 , Arlington ISD	Bailey Junior High School 2411 Winewood Lane Arlington, Texas 76013
<u>2383</u> , 2541 2383	City of Arlington 3, TCC 5 , Arlington ISD City of Arlington 3, TCC 5 , Mansfield ISD	Bebensee Elementary School 5900 Inks Lake Drive Arlington, Texas 76018
2100, 2145, 2210, <u>2309</u> , 2660 2673	City of Arlington 5, TCC 3 , Arlington ISD	Berry Elementary School 1800 Joyce Street Arlington, Texas 76010
2007, <u>2028</u> , 2358, 2505, 2521 2358 2505	City of Arlington 2, TCC 5 , Arlington ISD City of Arlington 2, TCC 5 , Kennedale ISD City of Arlington 2, TCC 5 , Mansfield ISD	Boles Junior High School 3900 Southwest Green Oaks Boulevard Arlington, Texas 76017
<u>2226</u> , 2268, 2269, 2393, 2403 2513, 2658 2513	City of Arlington 3, TCC 5 , Arlington ISD City of Arlington 3, TCC 3 , Arlington ISD	Bob Duncan Center 2800 South Center Street Arlington, Texas 76014
2134, <u>2169</u> , 2263, 2381, 2428 2461, 2675 2302, 2381	City of Arlington 5, TCC 3 , Arlington ISD City of Arlington 5, TCC 5 , Arlington ISD	City of Arlington Senior Center 2015 Craig Hanking Drive Arlington, Texas 76010
2304, 2553 2304, 2356, <u>2519</u> , 2553	City of Arlington 2, TCC 5 , Arlington ISD City of Arlington 2, TCC 5 , Mansfield ISD	City of Arlington South Service Center 1100 Southwest Green Oaks Boulevard Arlington, Texas 76017
2029, 2506 <u>2306</u> 2029, 2506	City of Arlington 2, TCC 7 , Arlington ISD City of Arlington 2, TCC 5 , Arlington ISD City of Arlington 2, TCC 7 , Kennedale ISD	Corey Academy 5200 Kelly Elliott Road Arlington, Texas 76017
2220, 2266, 2464 2220, 2464 <u>2319</u>	City of Arlington 4, TCC 3 , Arlington ISD City of Arlington 4, TCC 3 , FWISD 3 City of Arlington 4, TCC 7 , Arlington ISD	Ditto Elementary School 3001 Quail Lane Arlington, Texas 76016

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>2171</u> , 2280, 2303, 2310 1605, 2303, 2310, 2606 1514 1489	City of Arlington 4, TCC 3, Arlington ISD City of Arlington 4, TCC 3, FWISD 3 City of Arlington 4, TRWD, TCC 3, FWISD 3 City of Arlington 4, TCC 6, FWISD 3	Duff Elementary School 3100 Lynnwood Drive Arlington, Texas 76013
1441, <u>2224</u> , 2315, 2316, 2442 2442 2442	City of Arlington 1, TCC 3, Arlington ISD City of Arlington 1, TCC 3, H-E-B ISD City of Arlington 1, TCC 3, H-E-B ISD, Viridian Municipal Management District	Elzie Odom Athletic Center 1601 Northeast Green Oaks Boulevard Arlington, Texas 76006
2353, <u>2448</u> , 2450	City of Arlington 3, TCC 5, Arlington ISD	Ferguson Education Center 600 Southeast Green Oaks Boulevard Arlington, Texas 76018
<u>2354</u> , 2438, 2449, 2523 2449	City of Arlington 3, TCC 5, Arlington ISD City of Arlington 3, TCC 5, Mansfield ISD	Fitzgerald Elementary School 5201 Creek Valley Drive Arlington, Texas 76018
2174, 2229, <u>2267</u> , <u>2318</u> 2401, 2451	City of Arlington 4, TCC 5, Arlington ISD City of Arlington 4, TCC 3, Arlington ISD	Gunn Junior High School 3000 South Fielder Road Arlington, Texas 76015
<u>2557</u> , 2645	City of Arlington 3, TCC 5, Mansfield ISD	Janet Brockett Elementary School 810 Dove Meadows Drive Arlington, Texas 76002
2030, 2341, 2405, <u>2462</u> , 2525 2581	City of Arlington 2, TCC 5, Mansfield ISD	Kenneth Davis Elementary School 900 Eden Road Arlington, Texas 76001
2173, 2219, 2305, 2425, 2520 <u>2556</u> 2219, 2305, 2425, 2474 2173, 2609 2600 1211	City of Arlington 4, TCC 7, Arlington ISD City of Arlington 4, TCC 7, Kennedale ISD City of Arlington 4, TCC 7, FWISD 3 City of Arlington 4, TCC 6, FWISD 3 City of Arlington 4, TRWD, FWISD 3	Miller Elementary School 6401 West Pleasant Ridge Road Arlington, Texas 76016

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

2225, 2274, 2402, 2467, 2536
2537, 2561, 2571, 2616

City of Arlington 1, **TCC 3**, Arlington ISD

Nichols Junior High School
2201 Ascension Boulevard
Arlington, Texas 76006

2307, 2522
2522
2262
2307, 2357, 2522, 2535
2262

City of Arlington 2, **TCC 5**, Arlington ISD
City of Arlington 2, **TCC 5**, Kennedale ISD
City of Arlington 2, **TCC 7**, Kennedale ISD
City of Arlington 2, **TCC 5**, Mansfield ISD
TCC 7, Kennedale ISD (Unincorporated voters)

R. F. Patterson Elementary School
6621 Kelly Elliott Road
Arlington, Texas 76001

2003, 2217

City of Arlington 1, **TCC 3**, Arlington ISD

Pope Elementary School
901 Chestnut Drive
Arlington, Texas 76012

1420
1380, 1463, 1631, 2055, 2281
2228, 2246, 2317
1607
1564, 1631

City of Arlington 1, TRWD, **TCC 3**, Arlington ISD
City of Arlington 1, **TCC 3**, Arlington ISD
City of Arlington 1, **TCC 3**, Arlington ISD
City of Arlington 1, **TCC 3**, **FWISD 3**
City of Arlington 1, **TCC 3**, H-E-B ISD

Shackelford Junior High School
2000 North Fielder Road
Arlington, Texas 76012
Sherrod Precincts moved here due to construction

1380, 1463, 1631, 2055, 2281
1564, 1631

City of Arlington 1, **TCC 3**, Arlington ISD
City of Arlington 1, **TCC 3**, H-E-B ISD

~~Sherrod Elementary School~~
~~2626 Lincoln Drive~~
~~Arlington, Texas 76006~~
Not available due to construction

2143, 2147, 2168

City of Arlington 5, **TCC 3**, Arlington ISD

South Davis Elementary School
2001 South Davis Drive
Arlington, Texas 76013

2635
2031, 2613, 2635

City of Arlington 3, **TCC 5**, Arlington ISD
City of Arlington 3, **TCC 5**, Mansfield ISD

MISD Student Nutrition Department
1151 Mansfield-Webb Road
Arlington, Texas 76002

2052, 2161

City of Arlington 5, **TCC 3**, Arlington ISD

Tarrant County Sub-Courthouse in Arlington
700 East Abram Street
Arlington, Texas 76010

2026, 2148, 2190, 2655, 2656
2657, 2670

City of Arlington 1, **TCC 3**, Arlington ISD

Webb Elementary School
1200 North Cooper Street
Arlington, Texas 76011

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

2313 <u>2314</u> 2468	City of Arlington 4, TCC 7 , Arlington ISD City of Arlington 4, TCC 3 , Arlington ISD City of Arlington 4, TCC 5 , Arlington ISD	Young Junior High School 3200 Woodside Drive Arlington, Texas 76016
4046, 4047, 4284, <u>4340</u> , 4395 4047, 4284, 4340, 4371, 4373 4375, 4395, 4532 4284, 4340, 4373 4065 4047, 4395 4371	City of Azle, TRWD, TCC 4 , Azle ISD TRWD, TCC 4 , Azle ISD (Unincorporated voters) TCC 4 , Azle ISD (Unincorporated voters) TCC 7 , Azle ISD (Unincorporated voters) TRWD, TCC 4 , Azle ISD (City of Reno voters) TRWD, TCC4 , Azle ISD, NED (Unincorporated voters)	B. J. Clark Annex 601 Southeast Parkway Azle, Texas 76020
3037, 3156, 3157, 3200, <u>3254</u> 3260, 3283, 3327, 3334, 3368 3516, 3517, 3539, 3562 3183, 3212, 3249, 3322, 3443 3574	City of Bedford, TCC 2 , H-E-B ISD City of Bedford, TCC 3 , H-E-B ISD	Pat May Center 1849-B Central Drive Bedford, Texas 76022
1009, 1021, 1111, <u>1206</u> , 1208 1337, 1339, 4230, <u>4480</u> , 4630 1111, 1208, 1337, 4480 1111, 1348 1111, 1348	City of Benbrook, FWISD 7 City of Benbrook, TRWD, FWISD 7 Aledo ISD (Unincorporated voters) Godley ISD (Unincorporated voters)	Benbrook Fire Station 528 Mercedes Street Benbrook, Texas 76126 Not Contracting with Tarrant County Not Contracting with Tarrant County TRWD moved, see page 8
<u>4222</u>	City of Blue Mound, TCC 1, Eagle Mountain-Saginaw ISD	Blue Mound City Hall 301 South Blue Mound Road Blue Mound, Texas 76134
1271, 1394, 1418, 1627, 1704 1024, 1418 1431 1294 1024, 1345, 1431, 1578, 1642	City of Burleson, Burleson ISD City of Burleson, Burleson ISD, TRWD (no voters) Burleson ISD (Unincorporated voters) Burleson ISD (voters in the City of Crowley) Burleson ISD (voters in the City of Fort Worth)	Not Contracting with Tarrant County Burleson City Hall Council Chambers 141 West Renfro Street Burleson, Texas 76028

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

3558
3193, 3323, 3330, 3331, 3390
3421, 3510, 3562, 3663
3330, 3510, 3539, 3562, 3669
3193, 3331
3193, 3562, 3663

City of Colleyville, TCC 2, Carroll ISD
City of Colleyville, TCC 2, Grapevine-Colleyville ISD

City of Colleyville, TCC 2, H-E-B ISD
City of Colleyville, TCC 2, Keller ISD
City of Colleyville, TCC 2, Birdville ISD

Bransford Elementary School
601 Glade Road
Colleyville, Texas 76034

1023, 1294, 1501
1294, 1704

City of Crowley (voters in Crowley ISD)
City of Crowley (voters in Burleson ISD)

Not Contracting with Tarrant County
Crowley City Hall Council Conference Room
201 East Main Street
Crowley, Texas 76036

1023, 1294, 1501
1023, 1103, 1294

Crowley ISD (voters in the City of Crowley)
Crowley ISD (Unincorporated voters)

~~Crowley ISD Administration Building
512 Peach Street
Crowley, Texas 76036~~

2223

City of Dalworthington Gardens, TCC 5, Arlington ISD

Dalworthington Gardens City Hall
2600 Roosevelt Drive
Dalworthington Gardens, Texas 76016

1189
1189

Town of Edgecliff Village, TRWD, TCC 1, Crowley ISD
Town of Edgecliff Village, TRWD, TCC 1, FWISD 6

Edgecliff Village Community Center
1605 Edgecliff Road
Edgecliff Village, Texas 76134

1175, 1547
1603
3036, 3160, 3183, 3216, 3329
3335, 3336, 3389, 3391, 3446
3511
3247
3216, 3322, 3335, 3389, 3511
3574
3216, 3566, 3574

City of Euless, TRWD, TCC 6, H-E-B ISD
City of Euless, TRWD, TCC 3, H-E-B ISD
City of Euless, TCC 3, H-E-B ISD

City of Euless, TCC 2, H-E-B ISD
City of Euless, TCC 3, Grapevine-Colleyville ISD

City of Euless, TCC 2, Grapevine-Colleyville ISD

Euless Public Library
201 North Ector Drive
Euless, Texas 76039

1025, 1295
1244, 1352

City of Everman, Everman ISD
Everman ISD (Unincorporated)

~~Everman City Hall Annex
213 North Race Street
Everman, Texas 76140~~

3321
3321

Town of Flower Mound, TCC 2, Lewisville ISD
Town of Flower Mound, TCC 2, Grapevine-Colleyville ISD

See City of Grapevine, page 20

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>1153</u> , 1301 1013, 1153, 1244, 1293, 1301	City of Forest Hill, FH Library District, Everman ISD City of Forest Hill, FH Library District, FWISD 4	Forest Hill Civic & Convention Center 6901 Wichita Street Forest Hill, Texas 76140
<u>4048</u> , 4051	City of Fort Worth 2, TRWD, TCC 1, FWISD 1	M. G. Ellis Early Childhood School 215 Northeast 14 th Street Fort Worth, Texas 76164
<u>4050</u> 4050 4050	City of Fort Worth 2, TRWD, TCC 1, Lake Worth ISD City of Fort Worth 2, TRWD, TCC 1, Eagle Mountain-Saginaw ISD City of Fort Worth 2, TRWD, TCC 1, FWISD 1	Harvest United Methodist Church 2804 Prospect Avenue Fort Worth, Texas 76106
<u>4067</u>	City of Fort Worth 2, TRWD, TCC 1, FWISD 1	Rufino E. Mendoza, Sr. Elementary School 1412 Denver Avenue Fort Worth, Texas 76164
<u>4068</u> , 4685 4068, 4685 4685	City of Fort Worth 2, TRWD, TCC 1, Lake Worth ISD City of Fort Worth 2, TRWD, TCC 1, FWISD 1 City of Fort Worth 2, TRWD, TCC 1, Castleberry ISD	Rosen Heights Baptist Church Family Life Center, 2519 Prairie Avenue Fort Worth, Texas 76164
<u>4087</u> , 4092	City of Fort Worth 2, TRWD, TCC 1, FWISD 1	Northside Family Resource Center 2011 Prospect Avenue Fort Worth, Texas 76164
<u>4093</u> , 4245 4093 4093 4231, 4123 4245	City of Fort Worth 2, TRWD, TCC 1, FWISD 9 City of Fort Worth 2, TRWD, TCC 1, Eagle Mountain-Saginaw ISD City of Fort Worth 2, TRWD, TCC 1, Lake Worth ISD City of Fort Worth 2, TRWD, TCC 1, FWISD 1 City of Fort Worth 2, TCC 1, FWISD 9	Diamond Hill Community Center 1701 Northeast 36 th Street Fort Worth, Texas 76106 Diamond Hill Library precincts moved here
<u>4110</u> , 4563	City of Fort Worth 2, TRWD, TCC 1, FWISD 1	Northside Community Center 1100 Northwest 18 th Street Fort Worth, Texas 76164
<u>4121</u> , 4125, 4512, 4687 4125, 4512, 4592, 4687	City of Fort Worth 2, TRWD, TCC 1, Castleberry ISD City of Fort Worth 2, TRWD, TCC 1, FWISD 1	River Oaks United Methodist Church 4800 Ohio Garden Road River Oaks, Texas 76114

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

4122, 4397, 4565, 4568, 4598
4688, 4689
4017, 4073, 4122
4017, 4122, 4487
4138
4686
4487

City of Fort Worth 2, TRWD, **TCC 1, Castleberry ISD**
City of Fort Worth 2, TRWD, **TCC 1, Lake Worth ISD**
City of Fort Worth 2, TRWD, **TCC 1, FWISD 1**
City of Fort Worth 2, **TCC 1, FWISD 1**
City of Fort Worth 2, **TCC 1, Lake Worth ISD**
City of Sansom Park, TRWD, **TCC 1, FWISD 1**

Azle Avenue Baptist Church
2901 Azle Avenue
Fort Worth, Texas 76106
Sansom Park TRWD moved here

4231, 4123
4245
4245

City of Fort Worth 2, TRWD, **TCC 1, FWISD 1**
City of Fort Worth 2, TRWD, **TCC 1, FWISD 9**
City of Fort Worth 2, **TCC 1, FWISD 9**

~~Diamond Hill/Jarvis Branch Library~~
~~1300 Northeast 35th Street~~
~~Fort Worth, Texas 76106~~
Not available due to construction

4222, 4452, 4499
4452, 4591
4452
4452
4452
4591

City of Fort Worth 2, TRWD, **TCC 1, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, TRWD, **TCC 4, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, TRWD, **TCC 1, Keller ISD**
City of Fort Worth 2, TRWD, **TCC 4, Keller ISD**
City of Fort Worth 2, TRWD, **TCC 1, Northwest ISD**
City of Fort Worth 2, TRWD, **TCC 4, Northwest ISD**

Northbrook Elementary School
2500 Cantrell Sansom Road
Fort Worth, Texas 76131

4232, 4650, 4703
4232, 4650, 4666, 4703
4551, 4702
4551
4551
4650
4232
4232, 4703

City of Fort Worth 2, TRWD, **TCC 1, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, **TCC 1, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, TRWD, **TCC 4, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, **TCC 4, Eagle Mountain-Saginaw ISD**
City of Fort Worth 2, TRWD, **TCC 4, Lake Worth ISD**
City of Fort Worth 2, TRWD, **TCC 1, Lake Worth ISD**
City of Fort Worth 7, **TCC 1, Eagle Mountain-Saginaw ISD**
TCC 1, Eagle Mountain-Saginaw ISD (Unincorporated voters)

Northwest Branch Library
6228 Crystal Lake Drive
Fort Worth, Texas 76179

1081

City of Fort Worth 3, TRWD, **FWISD 6**

St. Stephen Presbyterian Church
2700 McPherson Avenue
Fort Worth, Texas 76109

1117, 4498

City of Fort Worth 3, TRWD, **FWISD 6**

Trinity Episcopal Church
3401 Bellaire Drive South
Fort Worth, Texas 76109

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>1120</u> , 1676	City of Fort Worth 3, TRWD, FWISD 5	JPS Health Center Viola M. Pitts/Como Lower Level, Suite 100 4701 Bryant Irvin Road North Fort Worth, Texas 76107
1111, 1208, <u>1296</u> , 1423 1021, 1111, 1208 1296, 1423 1111 1111 1111 1111, 1208, 1337, 4480	City of Fort Worth 3, TRWD, FWISD 7 City of Fort Worth 3, FWISD 7 City of Fort Worth 3, TRWD, Crowley ISD FWISD 7 , TRWD (Unincorporated voters) FWISD 7 (Unincorporated voters) Crowley ISD (Unincorporated voters) TRWD (0 voters in Benbrook)	St. Peter's Antiochian Orthodox Church 7601 Bellaire Drive South Fort Worth, Texas 76132
<u>1339</u> , 4230	City of Fort Worth 3, TRWD, FWISD 7	Trinity Chapel 6610 Southwest Boulevard Benbrook, Texas 76109 Was Bethel United Methodist Church
4129, <u>4136</u> , 4630 4630	City of Fort Worth 3, TRWD, FWISD 7 City of Fort Worth 3, FWISD 7	Agape Baptist Church 3900 Southwest Boulevard Fort Worth, Texas 76116 Was Faith Lutheran Church
<u>4163</u> 4163	City of Fort Worth 3, TRWD, Crowley ISD City of Fort Worth 3, TRWD, FWISD 6	Southcliff Baptist Church Annex 4833 Selkirk Drive Fort Worth, Texas 76109
<u>4179</u> 4179	City of Fort Worth 3, TRWD, White Settlement ISD City of Fort Worth 3, TRWD, FWISD 5	R. D. Evans Community Center 3242 Lackland Road Fort Worth, Texas 76116
<u>4182</u>	City of Fort Worth 3, TRWD, FWISD 5	Tanglewood Elementary School 3060 Overton Park Drive West Fort Worth, Texas 76109
<u>4203</u> 1337, 4135 4203	City of Fort Worth 3, TRWD, FWISD 5 City of Fort Worth 3, TRWD, FWISD 7 City of Fort Worth 3, TRWD, White Settlement ISD	Country Inn & Suites 2730 South Cherry Lane Fort Worth, Texas 76116

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>4342</u>	City of Fort Worth 3, TRWD, FWISD 7	Faith Lutheran Church 4551 Southwest Boulevard Fort Worth, Texas 76116
1366, 4130, <u>4343</u> 1472, 4343 4130 1366	City of Fort Worth 3, TRWD, Crowley ISD City of Fort Worth 3, TRWD, FWISD 5 City of Fort Worth 3, TRWD, FWISD 6 City of Fort Worth 3, TRWD, FWISD 7	Arborlawn United Methodist Church Annex Building, 4917 Briarhaven Road Fort Worth, Texas 76109
4118, <u>4456</u> 4115, 4178, 4252 4178	City of Fort Worth 3, TRWD, TCC 7, FWISD 7 City of Fort Worth 3, TRWD, TCC 4, FWISD 5 City of Fort Worth 3, TRWD, TCC 4 , White Settlement ISD	Harvest United Methodist Church 6036 Locke Avenue Fort Worth, Texas 76116
4020, 4128, 4204, 4276, 4369 4497, <u>4534</u> 4069, 4480 4069, 4480 4497 4069, 4480 4276, 4369	City of Fort Worth 3, TRWD, White Settlement ISD City of Fort Worth 3, TRWD, FWISD 7 City of Fort Worth 3, FWISD 7 City of Fort Worth 3, TRWD, FWISD 5 FWISD 7 (Unincorporated voters) White Settlement ISD (Unincorporated voters)	G.I.F.T. Ministries 300 Expedition Drive Fort Worth, Texas 76108
<u>1082</u> 1198, 1625 1623, 4362	City of Fort Worth 4, TRWD, TCC 1, FWISD 9 City of Fort Worth 4, TRWD, TCC 6, FWISD 9 City of Fort Worth 4, TRWD, TCC 6, Birdville ISD	Riverside Community Center 3700 East Belknap Street Fort Worth, Texas 76111
<u>1146</u> , 1491	City of Fort Worth 4, TRWD, FWISD 2	Eastern Hills High School 5701 Shelton Drive Fort Worth, Texas 76112
<u>1279</u>	City of Fort Worth 4, TRWD, FWISD 3	Atwood McDonald Elementary School 1850 Barron Lane Fort Worth, Texas 76112
1151, 1199, 1277, <u>1460</u> , 1622 1679 1199, 1430, 1622 1430	City of Fort Worth 4, TRWD, FWISD 2 City of Fort Worth 4, TRWD, Birdville ISD City of Fort Worth 4, TRWD, FWISD 9	East Regional Library 6301 Bridge Street Fort Worth, Texas 76112

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>3552</u> , 3570, 3637, 3647, 3695 3698	City of Fort Worth 4, TRWD, TCC 4, Keller ISD	Northpark YMCA 9100 North Beach Street Fort Worth, Texas 76244
3552, 3637, 3647, 3698 3637	City of Fort Worth 4, TCC 4, Keller ISD City of Fort Worth 4, TCC 4, Northwest ISD	
3552	TCC 4, Keller ISD (Unincorporated voters)	
<u>4101</u> , 4485	City of Fort Worth 4, TRWD, TCC 1, FWISD 9	Knights of Columbus 3809 Yucca Avenue Fort Worth, Texas 76111
<u>4162</u> , 4596, 4604, 4682 4602	City of Fort Worth 4, TRWD, TCC 1, FWISD 9 City of Fort Worth 4, TRWD, TCC 1, Birdville ISD	Riverside Applied Learning Center 3600 Fossil Drive Fort Worth, Texas 76111
<u>4374</u> , 4528	City of Fort Worth 4, TRWD, TCC 4, Keller ISD	Summerglen Branch Library 4205 Basswood Boulevard Fort Worth, Texas 76137
4250	City of Fort Worth 4, TRWD, TCC 1, Keller ISD	Parkview Elementary School
4261, <u>4508</u> , 4540	City of Fort Worth 4, TRWD, TCC 4, Keller ISD	6900 Bayberry Drive
4250	City of Fort Worth 4, TRWD, TCC 1, FWISD 9	Fort Worth, Texas 76137
4250	City of Fort Worth 4, TRWD, TCC 1, Eagle Mountain-Saginaw ISD	
4508	City of Fort Worth 4, TRWD, TCC 4, Eagle Mountain-Saginaw ISD	
4540	City of Fort Worth 4, TRWD, TCC 4, Northwest ISD	
4234, <u>4588</u>	City of Fort Worth 4, TRWD, TCC 4, Birdville ISD	Hillwood Middle School
4588	City of Fort Worth 4, TCC 4, Birdville ISD	8250 Parkwood Hill Boulevard
4234, 4588	City of Fort Worth 4, TRWD, TCC 4, Keller ISD	Fort Worth, Texas 76137
4588	City of Fort Worth 4, TCC 4, Keller ISD	
<u>1012</u> , 1099, 1407, 1414	City of Fort Worth 5, TRWD, FWISD 3	Handley-Meadowbrook Community Center 6201 Beaty Street Fort Worth, Texas 76112 Not available due to construction
<u>1074</u>	City of Fort Worth 5, TRWD, FWISD 2	D. McRae Elementary School 3316 Avenue N Fort Worth, Texas 76105

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>1098</u>	City of Fort Worth 5, TRWD, FWISD 2	S. S. Dillow Elementary School 4000 Avenue N Fort Worth, Texas 76105
<u>1126</u> , 1278	City of Fort Worth 5, TRWD, FWISD 3	First Jefferson Unitarian Universalist Church 1959 Sandy Lane Fort Worth, Texas 76112
<u>1127</u>	City of Fort Worth 5, TRWD, FWISD 3	Martin Luther King Community Center 5565 Truman Drive Fort Worth, Texas 76112
1106 <u>1132</u>	City of Fort Worth 5, TRWD, FWISD 4 City of Fort Worth 5, TRWD, FWISD 2	Griffin-Poly Sub-Courthouse 3212 Miller Avenue Fort Worth, Texas 76119
<u>1149</u> 1184, 2601 1184, 2600	City of Fort Worth 5, TRWD, FWISD 4 City of Fort Worth 5, TRWD, FWISD 3 City of Fort Worth 5, FWISD 3	W. M. Green Elementary School 4612 David Strickland Road Fort Worth, Texas 76119
1420 1589 <u>1175</u> , 1586, 1589 3409 3560, 3653, 3654	City of Fort Worth 5, TRWD, TCC 3, Arlington ISD City of Fort Worth 5, TRWD, TCC 6, Arlington ISD City of Fort Worth 5, TRWD, TCC 6, H-E-B ISD City of Fort Worth 5, TRWD, TCC 2, H-E-B ISD City of Fort Worth 5, TCC 6, H-E-B ISD	St. John Missionary Baptist Church 3324 House Anderson Road Euless, Texas 76040
<u>1188</u>	City of Fort Worth 5, TRWD, FWISD 3	Paul Laurence Dunbar High School 5700 Ramey Avenue Fort Worth, Texas 76112
1064, <u>1197</u> 1197, 1701 1197	City of Fort Worth 5, TRWD, FWISD 3 City of Fort Worth 5, TRWD, H-E-B ISD City of Fort Worth 5, TRWD, Birdville ISD	River Trails Elementary School 8850 Elbe Trail Fort Worth, Texas 76118
<u>1211</u> , 1610	City of Fort Worth 5, TRWD, FWISD 3	Sunrise-McMillian Elementary School 3409 Stalcup Road Fort Worth, Texas 76119

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>1227</u> , 1437, 1490, 1518, 1651 2606 1518 1651	City of Fort Worth 5, TRWD, TCC 6, FWISD 3 City of Fort Worth 5, TCC 3, FWISD 3 City of Fort Worth 5, TCC 6, FWISD 3 City of Fort Worth 5, TRWD, TCC 3, FWISD 3	Pantego Bible Church 8001 Anderson Boulevard Fort Worth, Texas 76120
1012, 1099, <u>1270</u> , 1407, 1414 2419	City of Fort Worth 5, TRWD, TCC 6, FWISD 3 City of Fort Worth 5, TRWD, TCC 5, FWISD 3	Handley United Methodist Church 2929 Forest Avenue Fort Worth, Texas 76112 Handley Community Center precincts moved here
<u>1297</u>	City of Fort Worth 5, TRWD, FWISD 3	A. M. Pate Elementary School 3800 Anglin Drive Fort Worth, Texas 76119
<u>1311</u> , 1489, 1514 1489	City of Fort Worth 5, TRWD, FWISD 3 City of Fort Worth 5, FWISD 3	St. Matthew United Methodist Church 2414 Hitson Lane Fort Worth, Texas 76112
<u>1346</u> 1415	City of Fort Worth 5, TRWD, FWISD 3 City of Fort Worth 5, TRWD, FWISD 2	Brighter Outlook Center 4910 Dunbar Street Fort Worth, Texas 76105
1388, 1404, <u>1603</u> , 3329, 3336 1603 1404	City of Fort Worth 5, TRWD, TCC 3 , H-E-B ISD City of Fort Worth 5, TRWD, TCC 3 , Grapevine-Colleyville ISD City of Fort Worth 5, TCC 3 , H-E-B ISD	Candlewood Suites Hotel 4200 Reggis Court Fort Worth, Texas 76155
<u>1022</u>	City of Fort Worth 6, TRWD, FWISD 6	St. Matthew's Lutheran Church 5709 Wedgwood Drive Fort Worth, Texas 76133
<u>1024</u> 1024, 1436, 1642 1034, 1504 1024, 1345, 1431, 1642 1345, 1431 1024, 1418	City of Fort Worth 6, TRWD, Everman ISD City of Fort Worth 6, TRWD, Crowley ISD City of Fort Worth 6, TRWD, Mansfield ISD City of Fort Worth 6, TRWD (Burleson ISD voters) City of Fort Worth 6, (Burleson ISD voters) TRWD (voters in the City of Burleson and Burleson ISD)	Precinct One Garage 800 East Rendon Crowley Road Burleson, Texas 76028

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

1119, 1347, 1348, 1641
 1119, 1347
 1347, 1348, 1641
 1348, 1424, 1641
 1348

City of Fort Worth 6, TRWD, **Crowley ISD**
 City of Fort Worth 6, TRWD, **FWISD 6**
 City of Fort Worth 6, **Crowley ISD**
Crowley ISD (Unincorporated voters)
 FWISD 7 (Unincorporated voters)

Westminster Presbyterian Church
 7001 Trail Lake Drive
 Fort Worth, Texas 76133

1142

City of Fort Worth 6, TRWD, **FWISD 6**

Bruce Shulkey Elementary School
 5533 Whitman Avenue
 Fort Worth, Texas 76133

1238
 1459

City of Fort Worth 6, TRWD, **FWISD 6**
 City of Fort Worth 6, TRWD, **Crowley ISD**

Trinity Cumberland Presbyterian Church
 7120 West Cleburne Road
 Fort Worth, Texas 76133

1167
 1004
1257

City of Fort Worth 6, TRWD, **TCC 1, FWISD 8**
 City of Fort Worth 6, TRWD, **TCC 7, FWISD 6**
 City of Fort Worth 6, TRWD, **TCC 1, FWISD 6**

Fort Worth Education Association
 6021 Westcreek Drive
 Fort Worth, Texas 76133

1105, 1207, 1264
 1207, 1264
 1207
 1207

City of Fort Worth 6, TRWD, **FWISD 6**
 City of Fort Worth 6, TRWD, **Crowley ISD**
 City of Fort Worth 6, **Crowley ISD**
Crowley ISD (Unincorporated voters)

Southwest Community Center
 6300 Welch Avenue
 Fort Worth, Texas 76133

1255, 1265
 1255, 1639
 1294, 1639
 1639

City of Fort Worth 6, TRWD, **FWISD 6**
 City of Fort Worth 6, TRWD, **Crowley ISD**
 City of Fort Worth 6, **Crowley ISD**
Crowley ISD (Unincorporated voters)

Genesis United Methodist Church
 7635 South Hulen Street
 Fort Worth, Texas 76133

1071, 1186, 1377
 1071
 1071, 1377
 1186
 1186

City of Fort Worth 6, TRWD, **Crowley ISD**
 City of Fort Worth 6, **Crowley ISD**
 City of Fort Worth 6, TRWD, **FWISD 7**
Crowley ISD (Unincorporated voters)
FWISD 7 (Unincorporated voters)

Oakmont Elementary School
 6651 Oakmont Trail
 Fort Worth, Texas 76132

1241, 4070
 4070

City of Fort Worth 6, TRWD, **FWISD 6**
 City of Fort Worth 6, TRWD, **Crowley ISD**

Southwest YMCA
 4750 Barwick Drive
 Fort Worth, Texas 76132

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>3043</u> , 3152, 3567, 3700 4694	City of Fort Worth 7, TCC 4 , Northwest ISD	Sendera Ranch Elementary School 1216 Diamondback Lane Haslet, Texas 76052
3567, 4694	City of Fort Worth 7, TRWD, TCC 4 , Eagle Mountain-Saginaw ISD	
3567, 4694	City of Fort Worth 7, TCC 4 , Eagle Mountain-Saginaw ISD	
4044, 4371	TCC 4 , Eagle Mountain-Saginaw ISD (Unincorporated voters)	
4371	TRWD, TCC 4 , Northwest ISD (Unincorporated voters)	
3043, 3152, 3567, 4044, 4371	TCC 4 , Northwest ISD (Newark voters)	
4044, 4371	TCC 4 , Northwest ISD (Unincorporated voters)	
4044, 4371	TRWD, TCC4 , Northwest ISD, NED (Unincorporated voters)	
4044, 4371	TCC4 , Northwest ISD, NED (Unincorporated voters)	
3372, 3417, <u>3646</u>	City of Fort Worth 7, TRWD, TCC 4 , Keller ISD	John M. Tidwell Middle School 3937 Haslet-Roanoke Road Fort Worth, Texas 76262
3185, 3192, 3372, 3417, 3646 3696	City of Fort Worth 7, TRWD, TCC 4 , Northwest ISD	
3372, 3417, 3696	City of Fort Worth 7, TCC 4 , Keller ISD	
3192, 3372, 3417, 3646, 3696	City of Fort Worth 7, TCC 4 , Northwest ISD	
3372, 3696	TCC 4 , Keller ISD (Unincorporated voters)	
3417, 3646	TCC 4 , Northwest ISD (Unincorporated voters)	
3240, 3465	City of Fort Worth 7, TRWD, TCC 4 , Keller ISD	Woodland Springs Elementary School 12120 Woodland Springs Drive Fort Worth, Texas 76244
3240, 3465, 3486, <u>3648</u>	City of Fort Worth 7, TCC 4 , Keller ISD	
3465	City of Fort Worth 7, TRWD, TCC 4 , Northwest ISD	
3486	City of Fort Worth 7, TCC 4 , Northwest ISD	
3465	TCC 4 , Keller ISD (Unincorporated voters)	
<u>4016</u> , 4344	City of Fort Worth 7, TRWD, TCC 4 , FWISD 5	South Hi Mount Elementary School 4101 Birchman Avenue Fort Worth, Texas 76107
4350	City of Fort Worth 7, TRWD, TCC 1 , FWISD 1	
4350	City of Fort Worth 7, TRWD, TCC 4 , FWISD 1	
4086	City of Fort Worth 7, TRWD, TCC 4 , FWISD 5	North Hi Mount Elementary School 3801 West 7th Street Fort Worth, Texas 76107
<u>4116</u>	City of Fort Worth 7, TRWD, TCC 1 , FWISD 5	
<u>4137</u>	City of Fort Worth 7, TRWD, TCC 1 , FWISD 5	Jo Kelly School 201 North Bailey Avenue Fort Worth, Texas 76107
4243	City of Fort Worth 7, TRWD, TCC 1 , Castleberry ISD	

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

4284, 4373	City of Fort Worth 7, TRWD, TCC 4, Azle ISD	Lake Patrol Headquarters
4242	City of Fort Worth 7, TRWD, TCC 7, Azle ISD	7501 Surfside Drive
4053, 4113, 4284, 4285, 4373	City of Fort Worth 7, TRWD, TCC 4, FWISD 5	Fort Worth, Texas 76135
4242, 4272	City of Fort Worth 7, TRWD, TCC 7, FWISD 5	Lakeside voters moved here
4053	City of Fort Worth 7, TRWD, TCC 4, Eagle Mountain-Saginaw ISD	Lake Worth TRWD moved here
4053	City of Fort Worth 7, TCC 4, Eagle Mountain-Saginaw ISD	
4091	City of Fort Worth 7, TCC 4, FWISD 5	
4091, 4113, 4285	City of Fort Worth 7, TRWD, TCC 4, Lake Worth ISD	
4113	City of Fort Worth 7, TRWD, TCC 4, White Settlement ISD	
4272	City of Fort Worth 7, TRWD, TCC 7, White Settlement ISD	
4065	City of Fort Worth 3, TRWD, TCC 7, White Settlement ISD	
4053	TCC 4, Eagle Mountain-Saginaw ISD (Unincorporated voters)	
4259	Town of Lakeside, TCC 7, Azle ISD	
4242	Town of Lakeside, TRWD, TCC 7, Azle ISD	
4373	Town of Lakeside, TRWD, TCC 4, Azle ISD	
4373	Town of Lakeside, TRWD, TCC 4, FWISD 5	
4259	Town of Lakeside, TCC 7, White Settlement ISD	
4065	White Settlement ISD (Unincorporated voters)	
4285	City of Lake Worth, TRWD, TCC 4, Lake Worth ISD	
4044, 4045, 4375, 4429, 4532	City of Fort Worth 7, TRWD, TCC 4, Eagle Mountain-Saginaw ISD	W. E. Boswell High School
4044, 4375, 4429	City of Fort Worth 7, TCC 4, Eagle Mountain-Saginaw ISD	5805 West Bailey-Boswell Road
4375	City of Fort Worth 7, TRWD, TCC 4, FWISD 5	Fort Worth, Texas 76179
4044	City of Fort Worth 7, TCC 4, Northwest ISD	
4454	City of Fort Worth 7, TRWD, TCC 1, Eagle Mountain-Saginaw ISD	
4454	City of Fort Worth 7, TCC 1, Eagle Mountain-Saginaw ISD	
4045, 4375, 4429	TCC 4, Eagle Mountain-Saginaw ISD (Unincorporated voters)	
4375, 4532	TRWD, TCC 4, Eagle Mountain-Saginaw ISD (Unincorporated voters)	
3363, 4599, 4638	City of Fort Worth 7, TRWD, TCC 4, Northwest ISD	Sonny and Allegra Nance Elementary School
3363, 4599	City of Fort Worth 7, TCC 4, Northwest ISD	701 Tierra Vista Way
4599	City of Fort Worth 7, TRWD, TCC 4, Eagle Mountain-Saginaw ISD	Fort Worth, Texas 76131
4599	City of Fort Worth 7, TCC 4, Eagle Mountain-Saginaw ISD	
4599	City of Fort Worth 7, TRWD, TCC 4, Keller ISD	
4599	City of Fort Worth 7, TCC 4, Keller ISD	
3363	TCC 4, Northwest ISD (Unincorporated voters)	

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

1005, 1444
1677
4006

City of Fort Worth 8, TRWD, TCC 6, FWISD 4
City of Fort Worth 9, TRWD, TCC 6, FWISD 4
City of Fort Worth 9, TRWD, TCC 1, FWISD 4

Van Zandt-Guinn Elementary School
501 Missouri Avenue
Fort Worth, Texas 76104

1008, 1544, 1550

City of Fort Worth 8, TRWD, FWISD 4

Versia L. Williams Elementary School
901 Baurline Avenue
Fort Worth, Texas 76111

1010, 1056

City of Fort Worth 8, TRWD, FWISD 4

Community Christian Church Education
Building, 1720 Vickery Boulevard East
Fort Worth, Texas 76104
Precinct 1056 was I. M. Terrell Elementary

1019
1476

City of Fort Worth 8, TRWD, TCC 6, FWISD 9
City of Fort Worth 8, TRWD, TCC 1, FWISD 9

Andrew "Doc" Session Community Center
201 South Sylvania Avenue
Fort Worth, Texas 76111

1056

City of Fort Worth 8, TRWD, FWISD 4

~~I. M. Terrell Elementary School~~
~~1411 I. M. Terrell Circle~~
~~Fort Worth, Texas 76102~~
Not available due to construction

1059

City of Fort Worth 8, TRWD, FWISD 4

Antioch Missionary Baptist Church
1063 East Rosedale Street
Fort Worth, Texas 76104

1061
1061

City of Fort Worth 8, TRWD, TCC 1, FWISD 9
City of Fort Worth 8, TRWD, TCC 6, FWISD 9

Greenway Church
1816 Delga Street
Fort Worth, Texas 76102

1066, 1236, 1617
1479, 1672

City of Fort Worth 8, TRWD, FWISD 9
City of Fort Worth 8, TRWD, FWISD 2

Christ Cathedral Church
3201 Purington Avenue
Fort Worth, Texas 76103

1011, 1075

City of Fort Worth 8, TRWD, FWISD 2

Sycamore Recreation Center
2525 East Rosedale Street
Fort Worth, Texas 76105

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location	
<u>1079</u> , 1090	City of Fort Worth 8, TRWD, FWISD 4	Pilgrim Rest Missionary Baptist Church 960 East Baltimore Avenue Fort Worth, Texas 76104	
<u>1080</u>	City of Fort Worth 8, TRWD, FWISD 4	Greater Harvest Church of God in Christ 2900 Mitchell Boulevard Fort Worth, Texas 76105	
<u>1083</u>	City of Fort Worth 8, TRWD, FWISD 2	Beth Eden Missionary Baptist Church 3208 Wilbarger Street Fort Worth, Texas 76119	
<u>1088</u>	City of Fort Worth 8, TRWD, FWISD 2	Sagamore Hill Elementary School 701 South Hughes Avenue Fort Worth, Texas 76103	
1078, <u>1089</u> , 1619	City of Fort Worth 8, TRWD, FWISD 4	Morningside Elementary School 2601 Evans Avenue Fort Worth, Texas 76104	
<u>1104</u>	City of Fort Worth 8, TRWD, FWISD 4	Bradley Center 2601 Timberline Drive Fort Worth, Texas 76119	
<u>1150</u> , 1559	City of Fort Worth 8, TRWD, TCC 1, Everman ISD	New Hope Fellowship 6410 South Freeway Fort Worth, Texas 76134	
1150, 1549, 1559, 1628	City of Fort Worth 8, TRWD, TCC 1, FWISD 4		
1543, 1549	City of Fort Worth 8, TRWD, TCC 6, FWISD 4		
<u>1154</u> , 1576, 1652	City of Fort Worth 8, TRWD, TCC 6, FWISD 4	Carter Park Elementary School 1204 East Broadus Avenue Fort Worth, Texas 76115	
1154	City of Fort Worth 8, TCC 6, FWISD 4		
4495	City of Fort Worth 8, TRWD, TCC 1, FWISD 4		
1652	City of Fort Worth 8, TRWD, TCC 6, Everman ISD		
1555	City of Fort Worth 9, TRWD, TCC 6, FWISD 4		
1555	City of Fort Worth 9, TRWD, TCC 6, Everman ISD		
1597	City of Fort Worth 9, TRWD, TCC 1, FWISD 8		
<u>1170</u>	City of Fort Worth 8, TRWD, FWISD 2		Victory Temple Worship Center 2001 Oakland Boulevard Fort Worth, Texas 76103

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

<u>1251</u> 1251	City of Fort Worth 8, TRWD, Crowley ISD City of Fort Worth 8, Crowley ISD	Meadowcreek Elementary School 2801 Country Creek Lane Fort Worth, Texas 76123
1244, <u>1291</u> 1025, 1084, 1244, 1291, 1295 1439, 1577, 1578, 1621, 2474 1291, 1577, 1578 1291 1244, 2474 2474 1578 1578 1301 1084, 1439, 2474 1244	City of Fort Worth 8, TRWD, FWISD 4 City of Fort Worth 8, TRWD, Everman ISD City of Fort Worth 8, Everman ISD City of Fort Worth 8, FWISD 4 City of Fort Worth 8, Kennedale ISD City of Fort Worth 8, TRWD, Kennedale ISD City of Fort Worth 8, TRWD (Burleson ISD voters) City of Fort Worth 8, TRWD, Crowley ISD City of Fort Worth 8, FWISD 4 Everman ISD (Unincorporated voters) Kennedale ISD (Unincorporated voters)	Highland Hills Community Center 1600 Glasgow Road Fort Worth, Texas 76134
1189, <u>1300</u> 1189	City of Fort Worth 8, TRWD, TCC 1, Crowley ISD City of Fort Worth 8, TRWD, TCC 1, FWISD 6	St. Luke Cumberland Presbyterian Church 1404 Sycamore School Road Fort Worth, Texas 76134
<u>1378</u> 1378 1378 1378	City of Fort Worth 8, TRWD, TCC 6, Crowley ISD City of Fort Worth 8, TRWD, TCC 6, Everman ISD City of Fort Worth 8, TRWD, TCC 6, FWISD 4 City of Fort Worth 8, TRWD, TCC 1, Crowley ISD	Parkway Elementary School 1320 West Everman Parkway Fort Worth, Texas 76134
<u>1440</u> 1440 1292	City of Fort Worth 8, TRWD, FWISD 6 City of Fort Worth 8, TRWD, Crowley ISD City of Fort Worth 6, TRWD, FWISD 6	Ministerio Gracia 2633 Altamesa Boulevard Fort Worth, Texas 76133
<u>1477</u> , 1482	City of Fort Worth 8, TRWD, FWISD 2	Glen Park Elementary School 3601 Pecos Street Fort Worth, Texas 76119
<u>1001</u> , 1376, 4458 4494	City of Fort Worth 9, TRWD, TCC 1, FWISD 9 City of Fort Worth 2, TRWD, TCC 6, FWISD 1	Tarrant County Plaza Building 201 Burnett Street Fort Worth, Texas 76102

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>1014</u> , 1237	City of Fort Worth 9, TRWD, TCC 1, FWISD 8	Greenbriar Elementary School 1605 Grady Lee Street Fort Worth, Texas 76134
<u>1015</u> , 1684 1094, 1674	City of Fort Worth 9, TRWD, TCC 1, FWISD 1 City of Fort Worth 9, TRWD, TCC 7, FWISD 5	Texas Academy of Biomedical Sciences 3813 Valentine Street Fort Worth, Texas 76107
<u>1062</u> , 1455, 1457, 1608, 1611 4077, 4096	City of Fort Worth 9, TRWD, TCC 1, FWISD 9	E. M. Daggett Elementary School 958 Page Avenue Fort Worth, Texas 76110
<u>1076</u> , 1095 1095	City of Fort Worth 9, TRWD, TCC 1, FWISD 5 City of Fort Worth 9, TRWD, TCC 7, FWISD 5	Lily B. Clayton Elementary School 2000 Park Place Avenue Fort Worth, Texas 76110
<u>1085</u>	City of Fort Worth 9, TRWD, TCC 1, FWISD 8	Rosemont Middle School 1501 West Seminary Drive Fort Worth, Texas 76115 Was Hubbard Heights due to TAAS tests in 2017
<u>1108</u> , 1408, 1434, 1633 1298 1298	City of Fort Worth 9, TRWD, TCC 1, FWISD 8 City of Fort Worth 9, TRWD, TCC 7, FWISD 6 City of Fort Worth 9, TRWD, TCC 7, FWISD 8	R. L. Paschal High School 3001 Forest Park Boulevard Fort Worth, Texas 76110
<u>1109</u> , 1416, 1473, 4503, 4573 4124	City of Fort Worth 9, TRWD, TCC 1, FWISD 9 City of Fort Worth 9, TRWD, TCC 1, FWISD 1	Fort Worth Harvest Church 620 North Chandler Drive Fort Worth, Texas 76111
<u>1273</u> , 1133, 1165, 1445, 1594	City of Fort Worth 9, TRWD, TCC 1, FWISD 8	El Buen Pastor Baptist Church 4800 Merida Avenue Fort Worth, Texas 76115
<u>4057</u> , 4492 4493, 4496, 4634	City of Fort Worth 9, TRWD, TCC 1, FWISD 9 City of Fort Worth 9, TRWD, TCC 1, FWISD 1	Trinity Terrace 1600 Texas Street Fort Worth, Texas 76102
<u>4060</u>	City of Fort Worth 9, TRWD, TCC 1, FWISD 9	De Zavala Elementary School 1419 College Avenue Fort Worth, Texas 76104

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>4097</u> , 4475, 4478 4312	City of Fort Worth 9, TRWD, TCC 1 , FWISD 8 City of Fort Worth 9, TRWD, TCC 1 , FWISD 9	George C. Clarke Elementary School 3300 South Henderson Street Fort Worth, Texas 76110
1412, <u>4107</u>	City of Fort Worth 9, TRWD, TCC 1 , FWISD 8	Worth Heights Community Center 3551 New York Avenue Fort Worth, Texas 76110
4155, <u>4195</u>	City of Fort Worth 9, TRWD, TCC 1 , FWISD 8	Richard J. Wilson Elementary School 900 West Fogg Street Fort Worth, Texas 76110
<u>4201</u>	City of Fort Worth 9, TRWD, TCC 1 , FWISD 9	Worth Heights Elementary School 519 East Butler Street Fort Worth, Texas 76110
<u>4233</u> , 4432 4370	City of Fort Worth 9, TRWD, TCC 1 , FWISD 9 City of Fort Worth 9, TRWD, TCC 6 , FWISD 9	Southside Church of Christ 2101 Hemphill Street Fort Worth, Texas 76110
<u>4253</u> , 4615, 4640, 4683 4572 1678	City of Fort Worth 9, TRWD, FWISD 1 City of Fort Worth 9, TRWD, FWISD 9 City of Fort Worth 9, FWISD 9	TownePlace Suites Fort Worth Downtown 805 East Belknap Street Fort Worth, Texas 76102
1481, <u>4256</u> 1351	City of Fort Worth 9, TRWD, TCC 1 , FWISD 8 City of Fort Worth 9, TRWD, TCC 1 , FWISD 4	Hubbard Heights Elementary School 1333 West Spurgeon Street Fort Worth, Texas 76115
4288, <u>4587</u>	City of Fort Worth 9, TRWD, FWISD 9	Macedonia Missionary Baptist Church Ministry Center, 2740 South Freeway Fort Worth, Texas 76104
1382, 1404, <u>2158</u> , 2546, 2616 2680, 2681	City of Grand Prairie 1, TCC 3 , Arlington ISD	Myrtice and Curtis Larson Elementary 2620 Avenue K Grand Prairie, Texas 75050
<u>2180</u> , 2411 2413	City of Grand Prairie 1, TCC 3 , Arlington ISD City of Grand Prairie 2, TCC 5 , Arlington ISD	UAW Local #276 2505 W. E. Roberts Street Grand Prairie, Texas 75051

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

2381
2275, 2349, 2379, 2438, 2466
2484, 2488
2299

City of Grand Prairie 2, **TCC 5**, Arlington ISD
City of Grand Prairie 4, **TCC 5**, Arlington ISD

City of Grand Prairie 6, **TCC 5**, Arlington ISD

James Starrett Elementary School
2675 Fairmont Drive
Grand Prairie, Texas 75052

2379, 2453, 2488, 2612, 2618
2699
2299, 2644, 2699
2644

City of Grand Prairie 4, **TCC 5**, Mansfield ISD

City of Grand Prairie 6, **TCC 5**, Mansfield ISD
TCC 5, Mansfield ISD (Unincorporated voters)

Anna May Daulton Elementary School
2607 North Grand Peninsula Drive
Grand Prairie, Texas 75054

3035, 3038, 3039, 3114, 3321
3361, 3384, 3385, 3390, 3396
3469, 3470, 3530, 3542
3035, 3321
3035, 3038, 3039, 3384, 3542
3321
3321

City of Grapevine, **TCC 2**, Grapevine-Colleyville ISD

City of Grapevine, **TCC 2**, Northwest ISD
City of Grapevine, **TCC 2**, Carroll ISD
Town of Flower Mound, **TCC 2**, Lewisville ISD
Town of Flower Mound, **TCC 2**, Grapevine-Colleyville ISD

The REC of Grapevine
1175 Municipal Way
Grapevine, Texas 76051

1199, 1622, 4042, 4239, 4362
4632
4141, 4191, 4399, 4410, 4533
4102, 4141, 4159, 4218, 4290
4328, 4485
4102, 4483, 4485
4620
4410

City of Haltom City, **TCC 6**, **Birdville ISD**

City of Haltom City, **TCC 4**, **Birdville ISD**
City of Haltom City, **TCC 1**, **Birdville ISD**

City of Haltom City, **TCC 1**, FWISD 9
City of Haltom City, **TCC 2**, **Birdville ISD**
City of Haltom City, **TCC 4**, **Keller ISD**

Haltom City Northeast Center
3201 Friendly Lane
Haltom City, Texas 76117

3152, 3185, 3192, 3363
3185, 3192

City of Haslet, **TCC 4**, Northwest ISD
TCC 4, Northwest ISD (Unincorporated voters)

Haslet Community Center
105 Main Street
Haslet, Texas 76052

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site

Entities

Election Day Polling Location

3032, 3176, 3196, 3248, 3282
3433, 3575, 3582, 3583, 3584
3585, 3661, 3662
3248
3248, 3582
3032, 3139, 3156, 3166, 3172
3176, 3196, 3213, 3282, 3590
3665
3560, 3653, 3654
3248
3248

City of Hurst, TCC 2, Birdville ISD

City of Hurst, TCC 2, Grapevine-Colleyville ISD
City of Hurst, TCC 2, Keller ISD
City of Hurst, TCC 2, H-E-B ISD

City of Hurst, TCC 6, H-E-B ISD
TCC 2, Keller ISD (Unincorporated voters)
TCC 2, Grapevine-Colleyville ISD (Unincorporated voters)

Hurst Public Library
901 Precinct Line Road
Hurst, Texas 76053

3040, 3386, 3392, 3422, 3502
3668
3422
3240, 3671
3240, 3648, 3671
3240

City of Keller, TCC 2, Keller ISD

City of Keller, TCC 2, Northwest ISD
City of Keller, TRWD, TCC 4, Keller ISD
City of Keller, TCC 4, Keller ISD
TCC 4, Keller ISD (Unincorporated voters)

Bear Creek Intermediate School
801 Bear Creek Parkway
Keller, Texas 76248

3054, 3072, 3365, 3471, 3554
3580, 3624
3624
3624

City of Keller, TCC 2, Keller ISD

City of Keller, TCC 2, Carroll ISD
TCC 2, Keller ISD (Unincorporated voters)

Shady Grove Elementary School
1400 Sarah Brooks Drive
Keller, Texas 76248

2029
1427, 1515
2474
2029, 2262, 2305, 2474
2522
2029, 2262
2474

City of Kennedale, TCC 7, Arlington ISD
City of Kennedale, TCC 6, FWISD 4
City of Kennedale, TCC 7, FWISD 4
City of Kennedale, TCC 7, Kennedale ISD
City of Kennedale, TCC 5, Kennedale ISD
City of Kennedale, TCC 7, Mansfield ISD
TCC 7, Kennedale ISD (Unincorporated voters)

Kennedale Community Center
316 West 3rd Street
Kennedale, Texas 76060

4259
4242
4373
4373
4259
4065

Town of Lakeside, TCC 7, Azle ISD
Town of Lakeside, TRWD, TCC 7, Azle ISD
Town of Lakeside, TRWD, TCC 4, Azle ISD
Town of Lakeside, TRWD, TCC 4, FWISD 5
Town of Lakeside, TCC 7, White Settlement ISD
White Settlement ISD (Unincorporated voters)

TRWD, Azle ISD and White
Settlement ISD moved to Lake
Patrol Headquarters, see page 15
Was Lakeside Church of God

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
4053, <u>4091</u> 4242 4091 4285	City of Lake Worth, TCC 4, Lake Worth ISD City of Lake Worth, TCC 7, Lake Worth ISD City of Lake Worth, TCC 4, Eagle Mountain-Saginaw ISD City of Lake Worth, TRWD, TCC 4, Lake Worth ISD	Sheriff's Office North Patrol Division 6651 Lake Worth Boulevard Lake Worth, Texas 76135 TRWD moved, see page 15
<u>2033</u> , 2360, 2614, 2618, 2643 2697	City of Mansfield, TCC 5, Mansfield ISD	Mansfield Sub-Courthouse 1100 East Broad Street Mansfield, Texas 76063
2221, 2308, <u>2357</u> , 2636 1034, 2258, 2355 2258 2308	City of Mansfield, TCC 5, Mansfield ISD City of Mansfield, TCC 7, Mansfield ISD TCC 7, Mansfield ISD (Unincorporated voters) TCC 5, Mansfield ISD (Unincorporated voters)	Donna Shepard Intermediate School 1280 FM Road 1187 Mansfield, Texas 76063
<u>2426</u> , 2435, 2524, 2548, 2645	City of Mansfield, TCC 5, Mansfield ISD	J. L. Boren Elementary School 1401 Country Club Drive Mansfield, Texas 76063
<u>3140</u> , 3215, 3289, 4399, 4629 3289, 4629 3325, 3326	City of North Richland Hills, TCC 4, Birdville ISD City of North Richland Hills, TCC 1, Birdville ISD City of North Richland Hills, TCC 2, Birdville ISD	Dan Echols Center 6801 Glenview Drive North Richland Hills, Texas 76180
3041, 3177, <u>3333</u> , 3575, 3582 3583, 3664 3041, 3664 3214, 3324, 3364	City of North Richland Hills, TCC 2, Birdville ISD City of North Richland Hills, TCC 2, H-E-B ISD City of North Richland Hills, TCC 4, Birdville ISD	North Richland Hills Public Library 9015 Grand Avenue North Richland Hills, Texas 76180
3049, 3209, 3387, 3447 3049, 3063, 3209, 3367, <u>3387</u> 3507, 3527, 3584	City of North Richland Hills, TCC 2, Keller ISD City of North Richland Hills, TCC 2, Birdville ISD	Former Burse Road Senior Adult Center 7301 Bursey Road North Richland Hills, Texas 76180
<u>2112</u>	Town of Pantego, TCC 3, Arlington ISD	Pantego Town Hall Council Chambers 1614 South Bowen Road Pantego, Texas 76013

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>4047</u>	City of Pelican Bay, TRWD, TCC 4, Azle ISD	Pelican Bay City Hall 1300 Pelican Circle Pelican Bay, Texas 76020
4047, 4395	City of Reno (voters in TRWD, TCC 4, Azle ISD)	Contracting with Parker County TRWD and Azle ISD voters, see page 4
3131, <u>3164</u> , 3325, 3406, 4620 1199, 3164	City of Richland Hills, TCC 2, Birdville ISD City of Richland Hills, TCC 6, Birdville ISD	Richland Hills Public Library 6724 Rena Drive Richland Hills, Texas 76118
4121, 4125, <u>4202</u> , 4687 4202, 4598	City of River Oaks, TRWD, TCC 1, Castleberry ISD City of River Oaks, TCC 1, Castleberry ISD	River Oaks City Hall 4900 River Oaks Boulevard River Oaks, Texas 76114
3422 3646	City of Roanoke Ward 1, TCC 2, Northwest ISD City of Roanoke Ward 2, TCC 4, Northwest ISD	See Town of Westlake location, page 24
<u>4018</u> , 4454, 4499, 4531, 4649 4666	City of Saginaw, TCC 1, Eagle Mountain-Saginaw ISD	City of Saginaw Senior Citizen Center 405 South Belmont Street Saginaw, Texas 76179
4044, 4338, 4694 4093 4245	City of Saginaw, TCC 4, Eagle Mountain-Saginaw ISD City of Saginaw, TRWD, TCC 1, FWISD 9 City of Saginaw, TCC 1, FWISD 9	
<u>4138</u> , 4400, 4593, 4690, 4691 4692, 4693	City of Sansom Park, TCC 1, Castleberry ISD	Sansom Park City Hall 5705 Azle Avenue Sansom Park, Texas 76114
4138, 4400, 4593, 4595 4138, 4593 4487	City of Sansom Park, TCC 1, Lake Worth ISD City of Sansom Park, TCC 1, FWISD 1 City of Sansom Park, TRWD, TCC 1, FWISD 1	TRWD moved, see page 7
3039, 3286, <u>3359</u> , 3470, 3526 3529, 3538, 3545, 3558, 3579 3470, 3542 3545, 3579, 3626 3039, 3529 3286, 3500 3286, 3372, 3422, 3646 3422 3646	City of Southlake, TCC 2, Carroll ISD City of Southlake, TCC 2, Grapevine-Colleyville ISD City of Southlake, TCC 2, Keller ISD City of Southlake, TCC 2, Northwest ISD Carroll ISD (voters in the Town of Westlake) Northwest ISD (voters in the Town of Westlake) City of Roanoke Ward 1, TCC 2, Northwest ISD City of Roanoke Ward 2, TCC 4, Northwest ISD	Carroll Senior High School 1501 West Southlake Boulevard Southlake, Texas 76092 Westlake/Carroll ISD voters moved here Westlake/Northwest ISD voters moved here

No Election

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

ITEM # 12

Precincts at Site	Entities	Election Day Polling Location
<u>3500</u> 3500	Town of Trophy Club, Trophy Club MUD 1, TCC 2, Northwest ISD Town of Trophy Club, Trophy Club MUD 1, TCC 2, Carroll ISD	Trophy Club Town Hall 1 Trophy Wood Drive Trophy Club, Texas 76262 Was Public Services Building
3187, 3194, 3332, 3398, 3509 3667	City of Watauga, TCC 4, Birdville ISD	Watauga City Hall 7105 Whitley Road Watauga, Texas 76148
3187, <u>3287</u> , 3398, 3509, 4261	City of Watauga, TCC 4, Keller ISD	
<u>3286</u> , 3500	Town of Westlake, TCC 2, Carroll ISD	Westlake Town Hall
3286	Town of Westlake, Trophy Club MUD 1, TCC 2, Carroll ISD	1500 Solona Boulevard
3286, 3422, 3502	Town of Westlake, TCC 2, Keller ISD	Building 7, Suite 7100
3286	Town of Westlake, Trophy Club MUD1, TCC 2, Keller ISD	Westlake, Texas 76262
3286, 3422	Town of Westlake, TCC 2, Northwest ISD	Was Solona Office Complex 3 Village Circle
3286	Town of Westlake, Trophy Club MUD 1, TCC 2, Northwest ISD	Carroll ISD voters moved to Carroll High
3372, 3646	Town of Westlake, TCC 4, Northwest ISD	Northwest ISD voters moved to
3422	City of Roanoke Ward 1, TCC 2, Northwest ISD	Carroll High
3646	City of Roanoke Ward 2, TCC 4, Northwest ISD	
<u>4115</u>	Town of Westover Hills, TRWD, TCC 4, FWISD 5	Westover Hills Town Hall 5824 Merrymount Road Westover Hills, Texas 76107
<u>4144</u>	City of Westworth Village, TRWD, TCC 4, FWISD 5	Westworth Village City Hall
4144	City of Westworth Village, TRWD, TCC 4, White Settlement ISD	311 Burton Hill Road Westworth Village, Texas 76114
<u>4020</u> , 4128	City of White Settlement, TCC 7, FWISD 5	White Settlement ISD Administration
4113	City of White Settlement, TCC 4, FWISD 5	Building, 401 South Cherry Lane
4020, 4128, 4204	City of White Settlement, TCC 7, White Settlement ISD	White Settlement, Texas 76108
4144	City of White Settlement, TRWD, TCC 4, White Settlement ISD	
<u>4044</u> , 4371	TRWD, TCC 4, Eagle Mountain-Saginaw ISD (Unincorporated voters)	Lakeview Fellowship
4044	TCC 4, Eagle Mountain-Saginaw ISD (Unincorporated voters)	9940 Morris Dido Newark Road
4371	TCC 4, Eagle Mountain-Saginaw ISD (Newark voters)	Fort Worth, Texas 76179
4371	TRWD, TCC4, Eagle-Mountain Saginaw ISD, NED (Unincorporated voters)	
4371	TCC4, Eagle Mountain-Saginaw ISD, NED (Unincorporated voters)	

May 5, 2018 Election Day Polling Locations – ____ total (as of 3/7/18)

Precincts at Site

1034, 1352, 1504, 2262

Entities

Mansfield ISD (Unincorporated voters)

Election Day Polling Location

ITEM # 12

Tarver Rendon Elementary School
6065 Retta Mansfield Road
Burleson, Texas 76028

EARLY VOTING FOR MAY 5, 2018
(VOTACION ADELANTADA PARA EL 5 DE MAYO DE 2018)
(BẦU CỬ SỚM CHO NGÀY 5 THÁNG 5, NĂM 2018)

ITEM # 12

JOINT GENERAL AND SPECIAL ELECTIONS
(ELECCIONES GENERALES Y ESPECIALES CONJUNTAS)
(CUỘC TỔNG TUYỂN CỬ VÀ BẦU CỬ ĐẶC BIỆT)

This schedule of early voting locations, dates and times applies to voters in the following cities, towns, schools, municipal and water districts: (Este horario de casetas de votación adelantada, sus fechas y tiempos aplican a los votantes en las siguientes ciudades, pueblos, escuelas, municipales y distritos de agua)(Đây là lịch trình của những địa điểm, ngày tháng và thời gian cho bầu cử sớm áp dụng cho các cử tri ở trong những điều sau đây: thành phố, thị xã, trường học, thành phố và cơ quan thủy cục): Arlington, Azle, Bedford, Colleyville, Dalworthington Gardens, Edgecliff Village, Euless, Flower Mound, Forest Hill, Fort Worth, Grand Prairie, Grapevine, Haltom City, Hurst, Keller, Kennedale, Mansfield, Newark, North Richland Hills, Pantego, Richland Hills, River Oaks, Saginaw, Trophy Club, Watauga, Westworth Village, Arlington ISD, Azle ISD, Carroll ISD, Grapevine-Colleyville ISD, Hurst-Euless- Bedford ISD, Kennedale ISD, Lewisville ISD, Mansfield ISD, Northwest ISD, White Settlement ISD, Newark Municipal Development District and Tarrant Regional Water District.

EARLY VOTING BY PERSONAL APPEARANCE DAYS AND HOURS
(DÍAS Y HORAS DE VOTACIÓN TEMPRANO POR APARICIÓN PERSONAL)
(Ngày và giờ đi bầu cử sớm)

April (abril) (Tháng Tư) 23 – 27	Monday – Friday (lunes – viernes) (Thứ Hai – Thứ Sáu)	8:00 a.m. – 5:00 p.m.
April (abril) (Tháng Tư) 28	Saturday (sábado) (Thứ Bảy)	7:00 a.m. – 7:00 p.m.
April (abril) (Tháng Tư) 29	Sunday (domingo) (Chủ Nhật)	11:00 a.m. – 4:00 p.m.
April (abril) (Tháng Tư) 30	Monday (lunes) (Thứ Hai-)	7:00 a.m. – 7:00 p.m.
May (mayo) (Tháng Năm) 1	Tuesday (martes)(Thứ Ba)	7:00 a.m. – 7:00 p.m.

	Location (Ubicación) (Địa điểm)	Address (Dirección) (Địa chỉ)	City (Ciudad) (Thành phố)	Zip Code (Código postal) (Mã Bưu Điện)
1	Bob Duncan Center	2800 South Center Street	Arlington	76014
2	Elzie Odom Athletic Center	1601 NE Green Oaks Boulevard	Arlington	76006
3	Center for Community Service Junior League of Arlington	4002 West Pioneer Parkway	Arlington	76013
4	South Service Center	1100 SW Green Oaks Boulevard	Arlington	76017
5	Tarrant County Sub-Courthouse in Arlington	700 E Abram Street	Arlington	76010
6	Tarrant County College Southeast Campus EMB – Portable Building C (edificio móvil c) (Nhà Di Động C)	2100 Southeast Parkway	Arlington	76018
7	B J Clark Annex Room 4 (Sala 4) (Phòng số 4)	603 Southeast Parkway	Azle	76020
8	Bedford Public Library	2424 Forest Ridge Drive	Bedford	76021
9	Colleyville City Hall	100 Main Street	Colleyville	76034
10	Euless Public Library	201 North Ector Drive	Euless	76039
11	Forest Hill Civic and Convention Center	6901 Wichita Street	Forest Hill	76140
12	All Saints Catholic Church Parish Hall	200 N.W. 20 th Street	Fort Worth	76164
13	Diamond Hill Community Center	1701 NE 36 th Street	Fort Worth	76106
14	East Regional Library	6301 Bridge Street	Fort Worth	76112
15	Griffin Sub-Courthouse	3212 Miller Avenue	Fort Worth	76119
16	Handley Church of Christ	3029 Handley Drive	Fort Worth	76112
17	JPS Health Center Viola M. Pitts/Como Lower Level - #100 (Nivel Inferior #100) (Lầu Dưới #100)	4701 Bryant Irvin Road N.	Fort Worth	76107
18	Longhorn Activity Center	5350 Basswood Boulevard	Fort Worth	76137
19	Rosemont Middle School	1501 West Seminary Drive	Fort Worth	76115
20	Sonny and Allegra Nance Elementary School	701 Tierra Vista Way	Fort Worth	76131
21	Southside Community Center	959 East Rosedale Street	Fort Worth	76104
22	Southwest Community Center	6300 Welch Avenue	Fort Worth	76133
23	Tarrant County Elections Center Main Early Voting Site (sitio principal de votación adelantada) (Trung Tâm Bầu Cử Sớm)	2700 Premier Street	Fort Worth	76111
24	Tarrant County Plaza Building	201 Burnett Street	Fort Worth	76102
25	Villages of Woodland Springs Amenity Center	12209 Timberland Boulevard	Fort Worth	76244
26	Worth Heights Community Center	3551 New York Avenue	Fort Worth	76110
27	Asia Times Square	2615 W. Pioneer Parkway (La esquina del Pioneer Pkwy y Great Southwest Pkwy) (Góc đường của Pioneer Pkwy và Great Southwest Pkwy)	Grand Prairie	75051

EARLY VOTING FOR MAY 5, 2018
(VOTACION ADELANTADA PARA EL 5 DE MAYO DE 2018)
(BẦU CỬ SỚM CHO NGÀY 5 THÁNG 5, NĂM 2018)

ITEM # 12

JOINT GENERAL AND SPECIAL ELECTIONS
(ELECCIONES GENERALES Y ESPECIALES CONJUNTAS)
(CUỘC TỔNG TUYỂN CỬ VÀ BẦU CỬ ĐẶC BIỆT)

List of Early Voting locations continued
(Lista de casetas de votación adelantada continuó)
(Danh sách các địa điểm bỏ phiếu sớm tiếp tục)

	Location (Ubicación) (Địa điểm)	Address (Dirección) (Địa chỉ)	City (Ciudad) (Thành Phố)	Zip Code (Código postal) (Mã Bưu Điện)
28	The REC of Grapevine	1175 Municipal Way	Grapevine	76051
29	Haltom City Northeast Center	3201 Friendly Lane	Haltom City	76117
30	Haslet Public Library	100 Gammil Street	Haslet	76052
31	Sendera Ranch Elementary School	1216 Diamond Back Lane	Haslet	76052
32	Hurst Recreation Center	700 Mary Drive	Hurst	76053
33	Keller Town Hall	1100 Bear Creek Parkway	Keller	76248
34	Kennedale Community Center	316 West 3rd Street	Kennedale	76060
35	Mansfield Sub-Courthouse	1100 East Broad Street	Mansfield	76063
36	Dan Echols Center	6801 Glenview Drive	N. Richland Hills	76180
37	North Richland Hills Public Library	9015 Grand Avenue	N. Richland Hills	76180
38	Richland Hills Public Library	6724 Rena Drive	Richland Hills	76118
39	River Oaks City Hall	4900 River Oaks Boulevard	River Oaks	76114
40	John M Tidwell Middle School	3937 Haslet-Roanoke Road	Roanoke	76262
41	Eagle Mountain-Saginaw ISD Administration Building 6 – Training Room (Edificio 6 – Sala de entrenamiento) (Tòa Nhà số 6) (Phòng Tập Luyện)	1200 Old Decatur Road	Saginaw	76179
42	Southlake Town Hall	1400 Main Street	Southlake	76092
43	Watauga City Hall	7105 Whitley Road	Watauga	76148
44	White Settlement ISD Administration Bldg.	401 South Cherry Lane	White Settlement	76108

Temporary Branch Early Voting Locations with Special Days and Hours

(Lista de Caseta Temporal con Días y Horas Especiales)
(Chi Nhánh Tạm Thời Địa Điểm Bầu Cử Sớm với Những Ngày và Giờ Đặc Biệt)

April (abril)(Tháng Tư) 24 -26		Tuesday – Thursday (martes – jueves)(Thứ Ba- Thứ Năm)		8:00 a.m. – 5:00 p.m.	
A	UTA – University of Texas at Arlington Maverick Activities Center Trung Tâm Sinh Hoạt Maverick	500 W. Nedderman Drive	Arlington	76019	

Application for a Ballot by Mail may be downloaded from our website: www.tarrantcounty.com/elections
(Solicitud para una Boleta por Correo puede ser descargada de nuestro sitio web): www.tarrantcounty.com/elections
(Có thể tải Đơn xin lá Phiếu Bầu qua Thư trên trang mạng của chúng tôi): www.tarrantcounty.com/elections

Information by phone: Tarrant County Elections Administration, 817-831-8683
(Información por teléfono): (Administración de Elecciones del Condado de Tarrant 817-831-8683)
(Thông tin qua điện thoại): (Điều Hành Bầu Cử Quận Tarrant, 817-831-8683)

Applications for a Ballot by Mail must be submitted between January 1, 2018 and April 24, 2018 by mail, fax or email to:

Note: effective December 1, 2017 - If an Application for Ballot by Mail is submitted by fax or e-mail the original application must also be mailed and received by the Early Voting Clerk no later than the 4th business day after receipt of the faxed or e-mailed copy.

(Las solicitudes para una Boleta por Correo deben ser sometidas entre el 1 de enero de 2018 y el 24 de Abril de 2018 por correo, fax o correo electrónico a):

Nota: efectivo el 1 de diciembre de 2017 - Si una solicitud de boleta por correo se envía por fax o por correo electrónico la solicitud original también debe ser enviada por correo y recibida por el Secretario de votación anticipada no más tarde del cuarto día hábil después de recibir la copia enviada por fax o por correo electrónico.)

(Đơn xin lá phiếu bầu qua thư phải được gửi vào giữa Ngày 1 Tháng 1, Năm 2018 và Ngày 24 Tháng 4, Năm 2018 bằng thư, fax hoặc email đến:)
Lưu ý: có hiệu lực từ ngày 1 tháng 12 năm 2017 - Nếu Đơn Xin Lá Phiếu được gửi qua đường bưu điện được gửi bằng fax hoặc e-mail, đơn đăng ký ban đầu cũng phải được gửi đến và nhận bởi Thư Ký Bỏ Phiếu Sớm trong vòng 4 ngày làm việc kể từ ngày nhận fax hoặc bản sao e-mail.

Early Voting Clerk (Secretario De Votación Adelantada) (Thư Ký Bầu Cử Sớm)
PO Box 961011
Fort Worth TX 76161-0011

Fax: 817-831-6118
Email: votebymail@tarrantcounty.com

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL FOR THE AWARD OF DESIGN-BUILD SERVICES FOR A WAREHOUSE STORAGE BUILDING AND APPROPRIATION ORDINANCE

RECOMMENDATION: City Council to consider the award of design-build services contract for a warehouse storage building to Speed Fab-Crete and an ordinance appropriating funds.

FUNDING SOURCE: Upon approval of the attached appropriation ordinance, funds for this purchase will be available in the Convention and Visitors Bureau Fund in an amount not to exceed \$1,100,000 and in the Utility Capital Projects Fund in an amount not to exceed \$100,000.

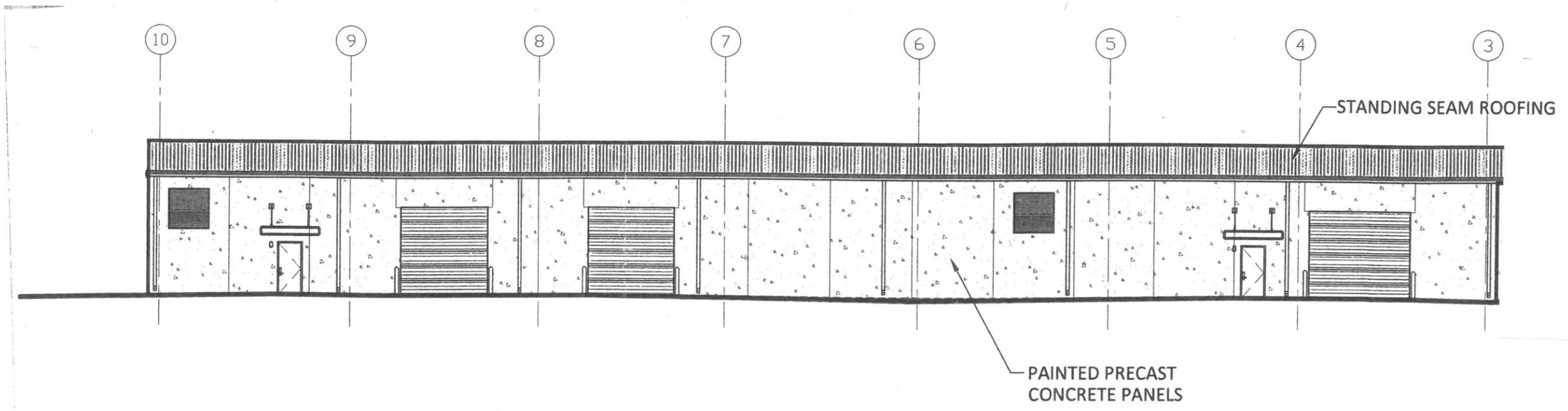
BACKGROUND: The project will include construction of approximately 14,000 square feet of enclosed warehouse storage to house Christmas decorations and festival and events equipment. The project also includes architect, civil engineering as well as utilities, drainage, screen fencing, and a restroom. The building will be located on a vacant lot east of the Convention Center and is anticipated to be completed in December, 2018.

Nine firms submitted qualifications:
Azteca Enterprises, Inc. Schmoltd Construction
HASEN Construction Services Speed Fab-Crete
Joeris General Contractors, Ltd Tri-North Builders, Inc.
Jordan Foster Construction, LLC Wilks Construction Company
MYCON General Contractors

Each firm was graded by the selection committee and Speed Fab-Crete was chosen based upon the grading matrix.

Request for Qualifications was solicited in accordance with the provisions of the current Texas Government Code Chapter 2269. The RFQ was issued January 25, 2018 and closed on February 22, 2018.

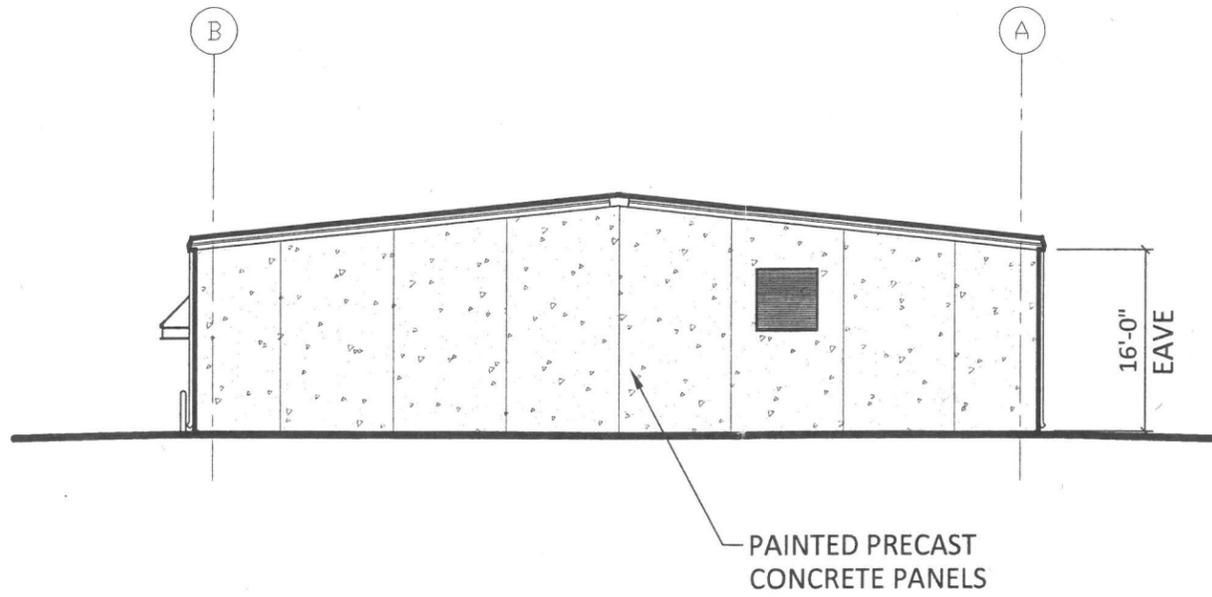
Staff recommends approval.



FRONT ELEVATION - EAST

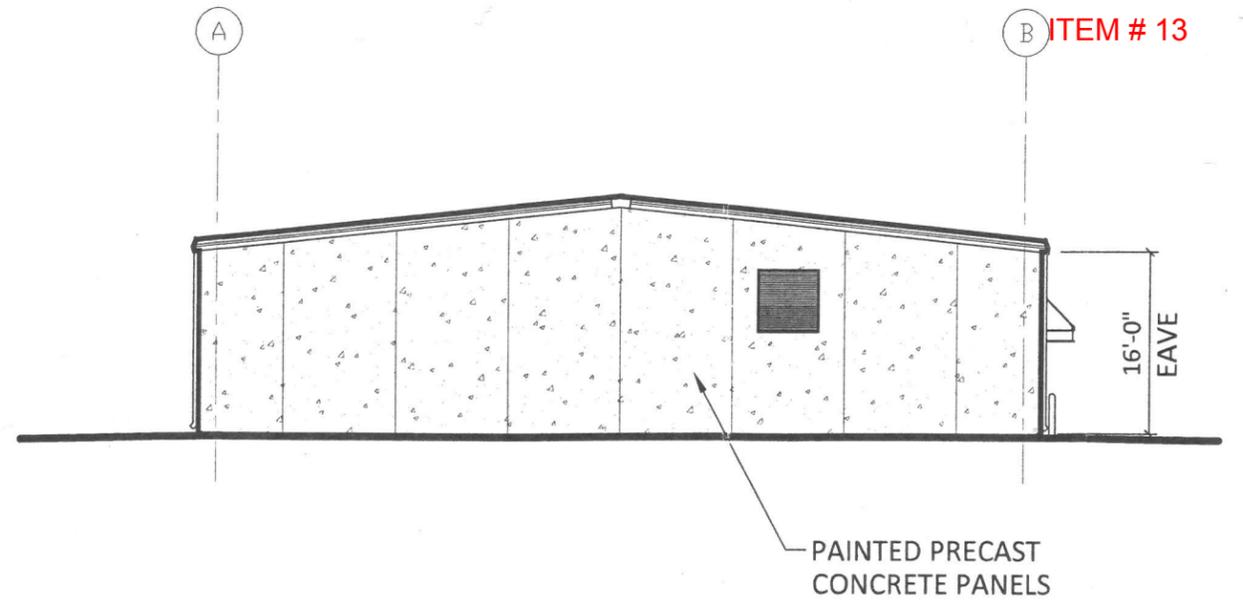
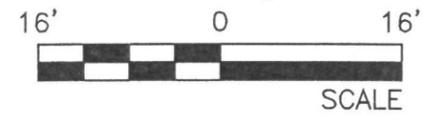
SCALE: 1/16" = 1'-0"





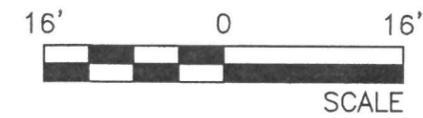
RIGHT ELEVATION - NORTH

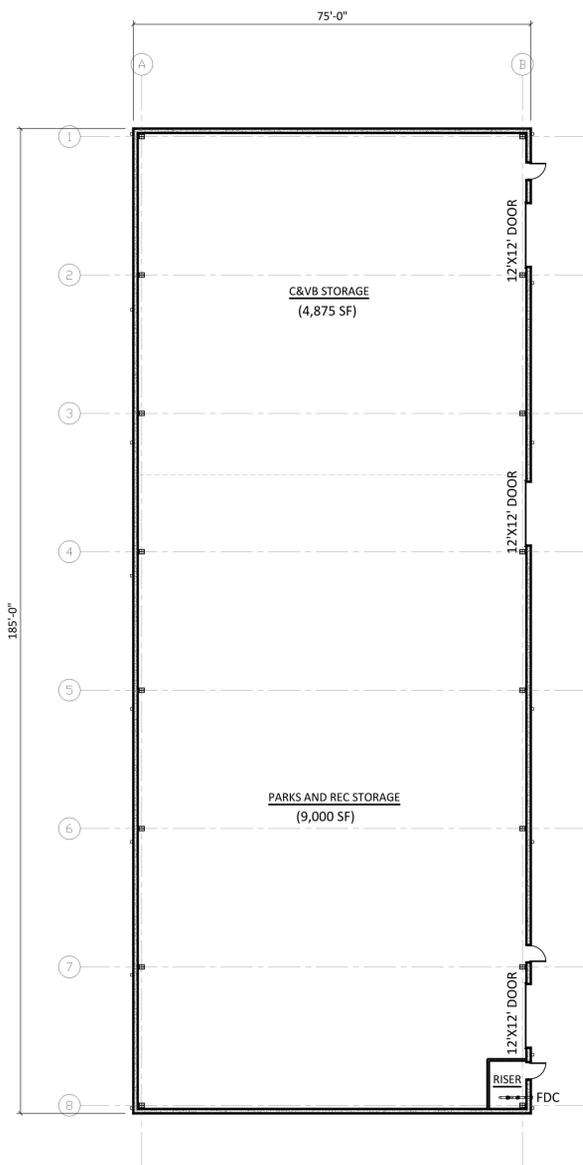
SCALE: 1/16" = 1'-0"



LEFT ELEVATION - SOUTH

SCALE: 1/16" = 1'-0"

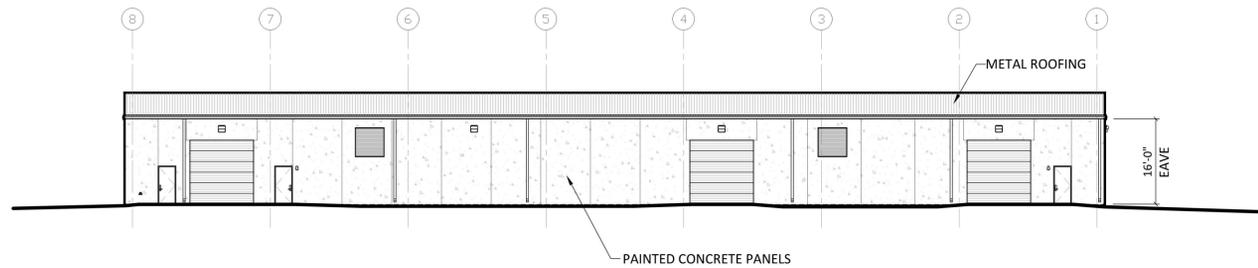




FLOOR PLAN

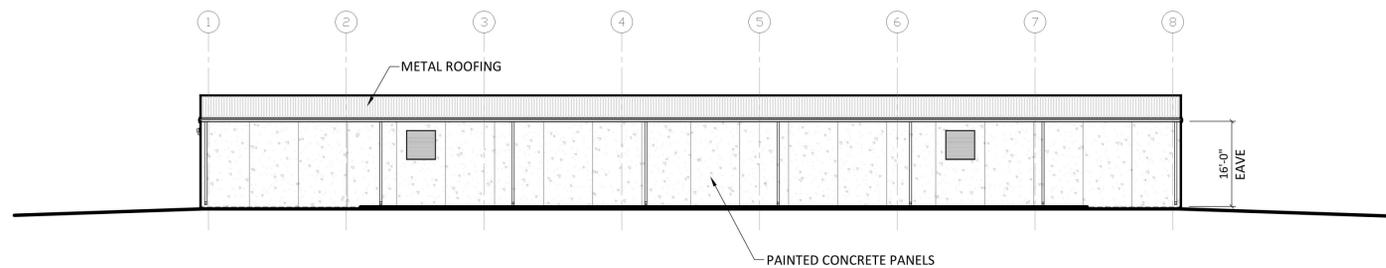
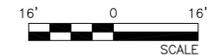
13,875 SF TOTAL

SCALE: 1/16" = 1'-0"



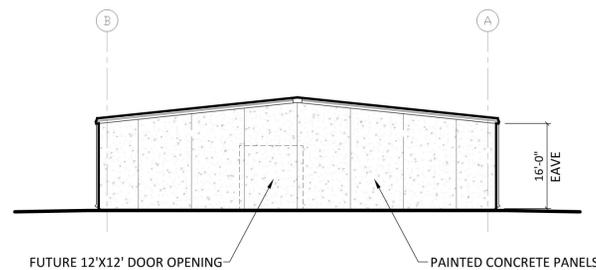
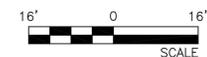
FRONT ELEVATION - EAST

SCALE: 1/16" = 1'-0"



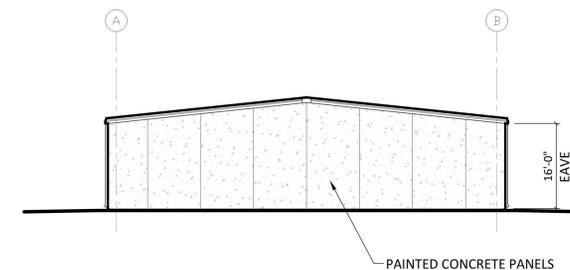
REAR ELEVATION - WEST

SCALE: 1/16" = 1'-0"



RIGHT ELEVATION - NORTH

SCALE: 1/16" = 1'-0"



LEFT ELEVATION - SOUTH

SCALE: 1/16" = 1'-0"



ITEM # 13

CALLAHAN & FREEMAN
ARCHITECTS

P: 817.478.1765
F: 817.478.1137
P.O. BOX 15580
FORT WORTH, TEXAS 76119

The Design-Build Team

Speed Fab-Crete
DESIGN - BUILD GENERAL CONTRACTOR

**GRAPEVINE CONVENTION AND VISITOR BUREAU
STORAGE BUILDING**

1209 S. MAIN STREET
GRAPEVINE, TEXAS

PRELIMINARY
NOT FOR REGULATORY APPROVAL,
PERMITTING, OR CONSTRUCTION
ARCHITECT - CHARLES E. FREEMAN

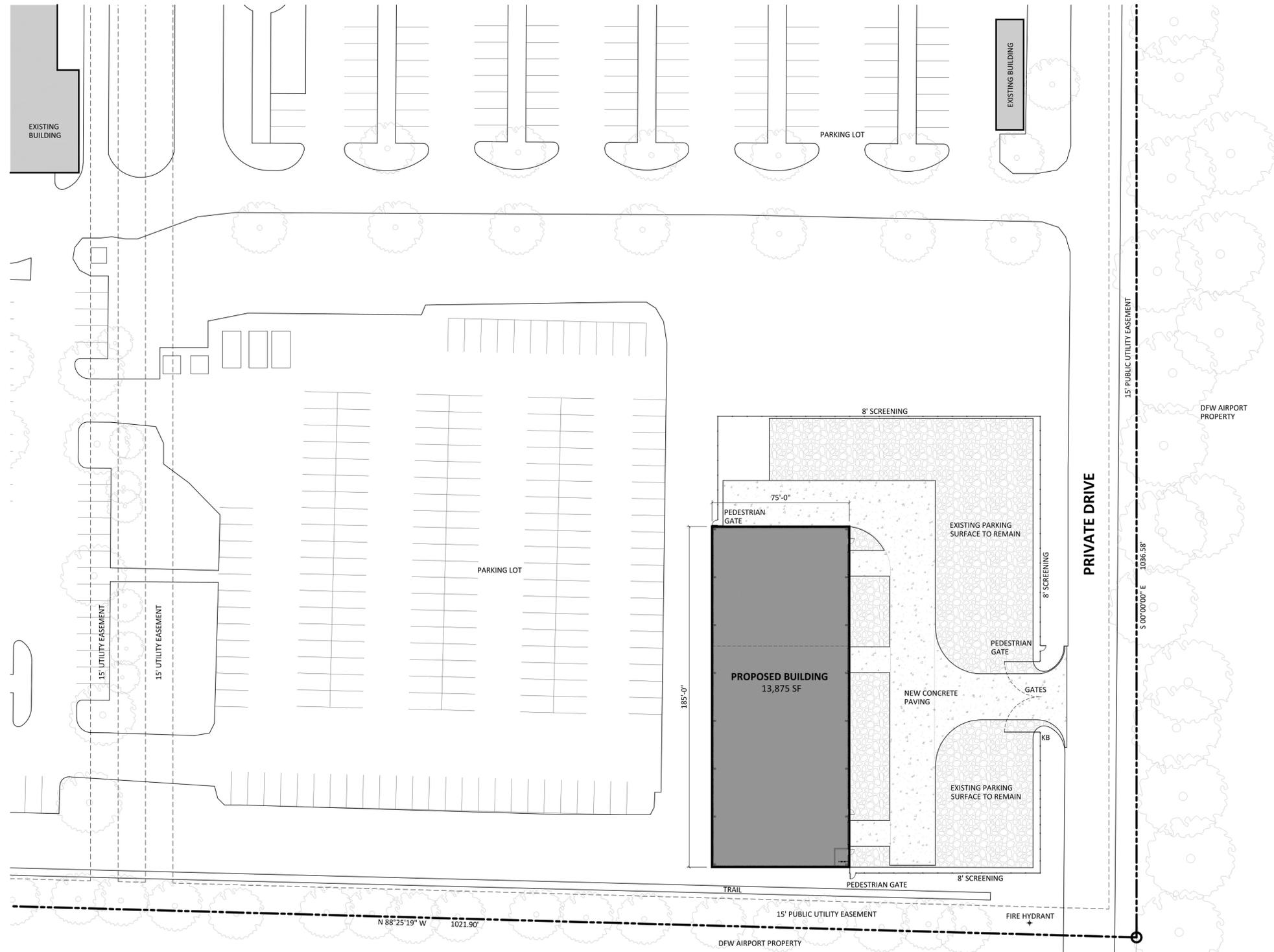
DATE: 04/10/2018
REVISIONS:

DRAWN BY: SB
JOB NO: 55233

SHEET NO.
2
2 OF 2 SHEETS

PRELIMINARY DESIGN FOR: GRAPEVINE CONVENTION & VISITOR BUREAU STORAGE BUILDING

1209 S. MAIN STREET
GRAPEVINE, TEXAS 76051



PARKING SUMMARY

STORAGE, WHOLESALE, AND MANUFACTURING:
WAREHOUSING AND ENCLOSED STORAGE AREAS = 1 PARKING SPACE PER 2,000 SF OF AREA
13,875 / 2,000 = 6.9375 = 7 REQUIRED SPACES

TOTAL PARKING PROVIDED = ROOM FOR 18 SPACES

SITE PLAN
SCALE: 1" = 30'-0"



ITEM # 13

CALLAHAN & FREEMAN
ARCHITECTS
P: 817.478.1765
P.O. BOX 15580
FORT WORTH, TEXAS 76119

Speed Fab-Crete
DESIGN - BUILD GENERAL CONTRACTOR
P: 817.478.1137

The Design-Build Team

**GRAPEVINE CONVENTION AND VISITOR BUREAU
STORAGE BUILDING**
1209 S. MAIN STREET
GRAPEVINE, TEXAS

PRELIMINARY
NOT FOR REGULATORY APPROVAL,
PERMITTING, OR CONSTRUCTION
ARCHITECT - CHARLES E. FREEMAN

DATE: 04/10/2018
REVISIONS:

DRAWN BY: SB
JOB NO: 55233

SHEET NO.
1
1 OF 2 SHEETS

ORDINANCE NO. 2018-034

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS; APPROPRIATING \$1,100,000 IN THE CONVENTION & VISITORS BUREAU FUND AND \$100,000 IN THE UTILITY ENTERPRISE CAPITAL FUND; DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City has identified the need for a warehouse storage building; and

WHEREAS, approval of this ordinance will make the total project funds available for the warehouse storage building in the amount of \$1,200,000; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this ordinance have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this ordinance is in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated herein above are true and correct and are incorporated herein by reference, as if copied in their entirety.

Section 2. That the City Council hereby appropriates \$1,100,000 in the Convention & Visitors Bureau Fund.

Section 3. That the City Council hereby appropriates \$100,000 in the Utility Enterprise Capital Fund.

Section 4. The fact that the present ordinances and regulations of the City of Grapevine, Texas are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the public creates an emergency which requires that this ordinance become effective from and after the date of its passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER

MEETING DATE: APRIL 17, 2018 *BZ*

SUBJECT: APPROVAL TO RENEW AN ANNUAL CONTRACT FOR SAFETY CONSULTANT SERVICES

RECOMMENDATION: City Council to consider the renewal of an annual contract with Commercial Risk Services, Inc. for safety consultant services for the Risk Department.

FUNDING SOURCE: Funds for this purchase are available in account 100-44540-109-001 (Professional Services) for an amount not to exceed \$24,000.

BACKGROUND: In 2016, the City Council approved a contract with Commercial Risk Services to provide safety consulting services in the areas of safety education, compliance, and best practice training.

This program is a best practice for risk management. Specific areas of focus include: electrical, personal protective equipment, heat stress awareness, back safety, hazard communications, driving, heavy equipment, trips and falls. The program is dynamic and will respond as other topics become necessary due to experience or regulatory changes.

A committee made up of Risk Management, Parks & Recreation, and Public Works staff met with and interviewed proposed safety consultants. The committee agreed unanimously that Commercial Risk Services will provide the best service for the City. The safety consultant services contract was for one year with four optional, one year renewals. If approved, this will be the second renewal.

Staff recommends approval.

MH/BS

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL FOR THE SALE OF CITY SURPLUS PROPERTY

RECOMMENDATION: City Council to consider approval for the sale of property listed in Exhibit "A" as surplus property and authorizes their sale through public auction.

FUNDING SOURCE: N/A

BACKGROUND: This request is for approval for the sale of surplus property as listed in Exhibit "A". The City currently has miscellaneous surplus items including small electronics, vehicles, motorcycles, trailers, a tack machine, spreaders, generators, tools, metal roofing, benches, trash cans, tables, bike racks, vending machine, trencher, playground boarders, lights, golf cart and accessories, fountains, lawn equipment, HVAC unit, traffic equipment, audio/visual equipment, copiers, irrigation fittings, lamps, treadmill and miscellaneous fleet parts ready for auction due to item age or condition. Staff has considered age, cost of operation and/or life-to-date maintenance costs when classifying property as surplus.

Staff recommends approval.

LW

Exhibit "A"

1. 1 each 2010 Chevrolet Tahoe.
2. 4 each 2012 Harley Davidson motorcycles.
3. 1 each 1997 tack machine.
4. 2 each trailers
5. 2 each Monroe tailgate spreaders.
6. 2 each portable generators.
7. 1 pallet tools.
8. 1 pallet seamless metal roofing.
9. 7 each park benches.
10. 36 each trash cans.
11. 4 each picnic tables.
12. 5 each bike racks.
13. 2 each playground spinners.
14. 1 Dr. Pepper vending machine.
15. 1 each John Deere gator bed.
16. 1 each Lely fertilizer spreader.
17. 1 pallet of plastic playground border.
18. 1 each Kubota blade.
19. 1 each Bradco 612 trencher.
20. 1 each Armstrong box blade.
21. 1 pallet of underwater fountain lights.
22. 4 each Umbrella bases.
23. 1 each projection screen.
24. 1 each EZ Go golf cart.
25. 2 each water fountains.
26. 1 each Water Mister.
27. 1 each yard machine Lawn vacuum.
28. 1 pallet Traffic signal controllers, Ethernet relays, battery backups, and inverters.
29. 1 each Frigidaire A/C-heater unit.
30. 3 pallets of audio/visual equipment.
31. 4 each copiers.
32. 1 each 43" x 96" conference table.
33. 1 each Hamilton drafting table.
34. 1 pallet small irrigation fittings.
35. 1 pallet obsolete lamps.
36. 1 each treadmill.
37. 2 pallets of fleet parts.
38. 1 pallet of small electronics.
39. 1 pallet miscellaneous fleet parts.

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL TO RENEW AN ANNUAL CONTRACT FOR INSURANCE CONSULTANT SERVICES FOR GROUP HEALTH BENEFITS

RECOMMENDATION: City Council to consider the renewal of an annual contract with McGriff, Seibels & Williams Insurance Services for the Risk Department for insurance consultant services for group health benefits.

FUNDING SOURCE: Funds for this purchase are available in account 100-44540-109-001 (Professional Services) for an amount not to exceed \$50,000.00.

BACKGROUND: In 2015, the City Council approved a contract with McGriff, Seibels, & Williams to provide insurance consultant services for group health benefits.

The insurance consultant assists with insurance placement for medical, dental, vision, pharmacy, life, disability, and stop loss insurance coverages. The consultant also ensures that benefit designs are consistent with the strategic benchmarks, provides compliance tools and legislative information, and provides data analysis on plans and performance.

Request for proposals were taken in accordance with Texas Local Government Code Chapter 252.022. The RFP for insurance consultant services for group health benefits was issued and opened publicly on February 11, 2015. The RFP public notice was published in the Fort Worth Star-Telegram on January 8 and 15, 2015. The insurance consultant contract was for one year with three optional, one-year renewals. If approved, this will be the third and final renewal.

Staff recommends approval.

MH/BS

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL OF A RESOLUTION TO ESTABLISH AN INTERLOCAL AGREEMENT WITH THE CITY OF COLLEGE STATION

RECOMMENDATION: City Council to consider a resolution authorizing an interlocal agreement for Purchasing with the City of College Station.

FUNDING SOURCE: This action will have no material effect on City funds.

BACKGROUND: This request is for approval of an Interlocal Agreement between the City of College Station and the City of Grapevine in order to participate in various contracts established by both parties. The City is interested in participating in contracts such as EMS billing services. The City is authorized by the Interlocal Cooperation Act Texas Government Code, Chapter 791 and Texas Local Government Code, Section 271.101 and 271.102, to enter into interlocal agreements for the performance of governmental functions and services.

Staff recommends approval of a resolution to establish an Interlocal Agreement with the City of College Station.

BS/GJ

RESOLUTION NO. 2018-035

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO ENTER INTO AN INTERLOCAL AGREEMENT WITH THE CITY OF COLLEGE STATION AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, Texas is a local government in the State of Texas and as such is empowered by the Texas Local Government Code, Section 271.101 and 271.102 and Interlocal Cooperation Act Texas Government Code, Chapter 791 to enter into interlocal agreements with other qualified entities in the State of Texas; and

WHEREAS, the City of College Station is a qualified entity as authorized by Section 271.102 of the Texas Local Government Code; and

WHEREAS, the City of Grapevine, Texas has requested to enter into an interlocal agreement with the City of College Station to purchase various goods and services through contracts established by them; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this resolution have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this resolution to be in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein as if copied in their entirety.

Section 2. That the City Manager or his designee is authorized to take all steps necessary to consummate an interlocal agreement with the City of College Station.

Section 3. That this resolution shall take effect from and after the date of its passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL FOR AN ANNUAL CONTRACT FOR MICROSOFT LICENSES

RECOMMENDATION: City Council to consider a resolution authorizing an annual contract for Microsoft licenses from SHI Government Solutions, Inc. for the Information Technology Department.

FUNDING SOURCE: Funds for this purchase are available in accounts 100-44500-101-002 (IT Software License and Maintenance Fees) and 100-12050-000-000 for an amount not to exceed \$282,326.

BACKGROUND: This purchase is a new contract for our Microsoft Enterprise Licenses Agreement for Office 365. This licensing agreement includes the Microsoft Office suite, the Windows virtual desktop environment, the Microsoft Outlook email system, and SharePoint.

This purchase will be made in accordance with an existing interlocal agreement with the State of Texas Department of Information Resources (DIR) as allowed by Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791.

Bids were taken by the cooperative and a contract was awarded to SHI Government Solutions, Inc. The Purchasing and IT staff reviewed the contract for departmental specification compliance and pricing and determined that the contract would provide the best service and pricing for meeting the needs of the City. This annual contract has two, one year renewal options.

Staff recommends approval.

AP/BS

RESOLUTION NO. 2018-036

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO PURCHASE MICROSOFT LICENSES THROUGH AN ESTABLISHED INTERLOCAL AGREEMENT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, Texas is a local government in the State of Texas and as such is empowered by the Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791 to enter into an interlocal agreement with other qualified agencies in the State of Texas; and

WHEREAS, the State of Texas Department of Information Resources (DIR) is a qualified purchasing cooperative program as authorized by Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791; and

WHEREAS, the City of Grapevine, Texas has established an interlocal agreement with the DIR and wishes to utilize established contracts meeting all State of Texas bidding requirements; and

WHEREAS, the DIR has established a contract with SHI Government Solutions under contract number DIR-TSO-4092 for IT Products and Related Services; and

WHEREAS, the City of Grapevine, Texas has a need for an annual contract with renewals for Microsoft licenses; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this resolution have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this resolution to be in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the City Council of the City of Grapevine authorizes the purchase of Microsoft licenses from SHI Government Solutions through an interlocal agreement with DIR for an amount not to exceed \$282,326.

Section 3. That the City Manager or his designee is authorized to take all steps necessary to consummate the purchase of Microsoft licenses for the City.

Section 4. That this resolution shall take effect from and after the date of its passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL TO RENEW ANNUAL CONTRACTS FOR HORTICULTURAL CHEMICALS AND FERTILIZERS

RECOMMENDATION: City Council to consider approval to renew annual contracts for horticultural chemicals and fertilizers for the Parks and Recreation Department and Grapevine Golf Course with BWI Companies, Inc.; Harrell's, LLC; Helena Chemical Company; Innovative Turf Supply and Winfield Solutions, LLC.

FUNDING SOURCE: Funds for this purchase are available in accounts 100-42205-312-003 (General Fund/Parks and Recreation/Grounds Maintenance) and 210-42205-340-002 (Lake Enterprise Fund/Golf Course Maintenance/Grounds Maintenance) for an annual estimated amount of \$150,000.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for 74 various types of horticultural chemicals and fertilizers to be purchased on an as-needed basis for the Parks and Recreation Department and the Grapevine Golf Course.

Bids were taken in accordance with Local Government Code Chapter 252, Subchapter B, Section 252.021 (a) and Section 252.041 (a). The bid advertisement was posted in the Fort Worth Star-Telegram on March 5 and 12, 2015. The contracts were for an initial one-year period with four, one-year renewal options. If approved, this will be the third renewal option available.

Based on the evaluation of the bid by the Parks and Recreation Department, Golf staff and Purchasing, it was determined that a contract would be made to each vendor for their respective low bid items.

Staff recommends approval.

RW/MT/LW

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER **BR**

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL TO RENEW AN ANNUAL CONTRACT FOR CABIN HOUSEKEEPING SERVICES

RECOMMENDATION: City Council to consider the renewal of an annual contract for cabin housekeeping services with Pure Service Corporation for the Parks and Recreation Department.

FUNDING SOURCE: Funds for this purchase are available in account 119-44540-312-003 (Professional Services) for an annual estimated amount of \$52,000.00.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for cabin housekeeping services at The Vineyards Campground and Cabins. The City awarded primary and secondary contracts to help mitigate issues that may occur due to the nature and fluctuation of demand based on season and occupancy of a 365 day per year operational facility. ACBMS International Group made the decision not to renew as secondary vendor. Pure Service Corporation has demonstrated the ability to handle the services at The Vineyards Campground without the secondary service provider being used during the previous renewals.

Bids were taken in accordance with Local Government Code Chapter 252, Subchapter B, Section 252.021 (a) and Section 252.041 (a). The bid advertisement was posted in the Fort Worth Star-Telegram on February 19 and 26, 2015. Based on the evaluation of the bids by the Parks and Recreation and Purchasing staff, Pure Service Corporation was the lowest responsive and responsible bidder as primary contractor. The contract was for an initial one-year period with four, one-year renewal options. If approved, this will be the third renewal available.

Staff recommends approval.

RS/LW

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL OF A RESOLUTION FOR THE SOLE SOURCE PURCHASE OF RADIO ANTENNA RELOCATION SERVICES AND APPROPRIATION ORDINANCE

RECOMMENDATION: City Council to consider a resolution authorizing a sole source purchase of radio antenna relocation services for the Police Department from Motorola Solutions and approval of an appropriation ordinance.

FUNDING SOURCE: Upon approval of the attached appropriation ordinance funds for this purchase will be available in the Utility Enterprise Capital Fund (account 201-43465-534-000-180106) for an amount not to exceed \$89,166.

BACKGROUND: This purchase is for the temporary relocation of the public safety radio antennas and cables from the Barton Street water tower while Public Works completes the rehabilitation project on the water tower. On March 20, 2018, Council approved a project for the design, construction, and inspection of the Barton Elevated Storage Tank. In order to complete this project, the public safety radio antennas, amplifiers, and associated cables must be removed from the tank and relocated temporarily. Public Works has approved this temporary relocation site, which will not interfere with the rehabilitation project. This contract will allow Motorola Solutions to relocate the antennas and cables to temporary poles being installed by AT&T Wireless, next to the tower. Once the tower project is complete, Motorola Solutions will install new cable to the top of the water tower and move the public safety radio antennas and amplifiers back to the top of the tower. Motorola Solutions is currently under contract for the maintenance of the tower site; therefore, Motorola Solutions is the vendor of choice to perform this work.

The purchase of radio antenna relocation services will be made as a sole source purchase from Motorola Solutions in accordance with Local Government Code Chapter 252, Subchapter B, §252.022. General Exemptions (a) (7) (D).

Since the public safety radio system is shared by six cities (Grapevine, Bedford, Euless, Colleyville, Southlake, and Keller) each city is responsible for 1/6th of the total project cost. Grapevine Finance will bill each city for their share (\$14,861). The associated revenue received from the participating cities will be recorded to the Utility Enterprise Capital Fund resulting in a net cost to the City of \$14,861.

Staff recommends approval.

MB/BS

RESOLUTION NO. 2018-037

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE FOR A SOLE SOURCE PURCHASE OF RADIO ANTENNA RELOCATION SERVICES FOR THE POLICE DEPARTMENT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, Texas is a local government in the State of Texas and as such is empowered by Texas Local Government Code Chapter 252, Subchapter B, § 252.022. General Exemptions (a)(7)(D) to purchase radio antenna relocation services for the Police department on a sole source basis; and

WHEREAS, The Police department has a need relocate radio antennas temporarily; and

WHEREAS, Motorola Solutions is the sole source service provider as they are the annual maintenance provider of the City's radio system; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this resolution have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this resolution to be in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein as if copied in their entirety.

Section 2. That the City Council of the City of Grapevine authorizes the sole source purchase of radio antenna relocation services from Motorola Solutions for an amount not to exceed \$89,166.

Section 3. That the City Manager or his designee is authorized to take all steps necessary to consummate the purchase of said radio antenna relocation services.

Section 4. That this resolution shall take effect from and after the date of its passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

ORDINANCE NO. 2018-035

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, APPROPRIATING \$89,166 IN THE UTILITY ENTERPRISE CAPITAL FUND FOR THE SOLE SOURCE PURCHASE OF RADIO ANTENNA RELOCATION SERVICES; DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, On March 20, 2018, City Council approved a project for the design, construction, and inspection of the Barton Elevated Storage Tank; and

WHEREAS, in order to complete this project, the public safety radio antennas, amplifiers, and associated cables must be removed from the tank and relocated temporarily; and

WHEREAS, Staff is recommending approval a sole source purchase of radio antenna relocation services from Motorola Solutions; and

WHEREAS, upon approval, this ordinance will make the total project funds available for the relocation services contract in the amount of \$89,166; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this ordinance have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this ordinance is in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated herein above are found to be true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the City Council hereby authorizes \$89,166 to be appropriated in the Utility Enterprise Capital Fund for the relocation of radio antenna services.

Section 3. The fact that the present ordinances and regulations of the City of Grapevine, Texas are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the public creates an emergency which requires that this ordinance become effective from and after the date of its passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL OF A RESOLUTION FOR ANNUAL CONTRACTS FOR VARIOUS FUELS

RECOMMENDATION: City Council to consider a resolution authorizing annual contracts for various fuels for the Public Works Fleet Services Department with primary vendor Martin Eagle Oil Company and secondary vendor Douglas Distributing.

FUNDING SOURCE: Funds for this purchase are available in accounts 100-14110-000-0 (Inventory-Unleaded Fuel) 100-14105-000-0 (Inventory-Diesel Fuel) and 100-14114-000-0 (Inventory E-85 Fuel) (210-44285-340-2 Golf Fuel) for an annual estimated amount of \$850,000.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for various fuels to be ordered on an as-needed basis. The Public Works Department and Purchasing reviewed the contract for specification compliance and pricing and determined that the contracts would provide the best service and pricing for meeting the needs of the City. By awarding primary and secondary contracts, this assures product availability. Approximately 18 public entities will utilize this contract managed by Tarrant County.

Purchases will be made in accordance with an existing Interlocal Cooperative Agreement with Tarrant County, Texas as allowed by Texas Local Government Code, Section 271 and Texas Government Code, Section 791.

Tarrant County, Texas solicited bids for an annual contract for fuel. Five bids and three no bids were submitted. Based on evaluations by the Tarrant County Texas Transportation Services Department, Maintenance Precincts and Purchasing, Martin Eagle Oil Company was awarded the primary contract and Douglas Distributing was awarded the secondary contract on February 27, 2018. The contracts are for an initial one-year period with three, one-year renewal options.

Staff recommends approval.

PH/LW

RESOLUTION NO. 2018-038

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO CONTRACT FOR VARIOUS FUELS THROUGH AN ESTABLISHED INTERLOCAL PARTICIPATION AGREEMENT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, Texas is a local government in the State of Texas and as such is empowered by the Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791 to enter into a cooperative purchasing program agreement with other qualified entities in the State of Texas; and

WHEREAS, Tarrant County, Texas is a qualified entity as authorized by Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791; and

WHEREAS, the City of Grapevine, Texas has established an interlocal agreement with Tarrant County, Texas and wishes to utilize established contracts meeting all State of Texas bidding requirements; and

WHEREAS, Tarrant County, Texas has established a primary contract with Martin Eagle Oil Company and a secondary contract with Douglas Distributing, contract No. 2018-057, Annual Contract for Fuel; and

WHEREAS, the City of Grapevine, Texas has a need to purchase various fuels for the City; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this resolution have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this resolution to be in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the City Council of the City of Grapevine authorizes the contracts for various fuels with Martin Eagle Oil Company and Douglas Distributing through an interlocal cooperative purchasing agreement with Tarrant County, Texas in an annual estimated amount of \$850,000.

Section 3. That the City Manager or his designee is authorized to take all steps necessary to consummate the purchase of various fuels.

Section 4. That this resolution shall take effect from and after the date of its passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: CONSIDER APPROVAL OF AN ORDINANCE APPROPRIATING PROCEEDS FROM ENERGY EFFICIENCY SAVINGS PROGRAM

RECOMMENDATION: City Council to consider an appropriation ordinance for the Permanent Capital Maintenance Fund (PCMF) increasing budgeted proceeds and expenditures by \$64,665 for use with energy efficient projects for City properties.

FUNDING SOURCE: Upon approval of the attached ordinance, \$64,665 will be available in the PCMF account 174-74004-118-024.

BACKGROUND: The City received proceeds from ONCOR in the amount of \$64,665 as part of its Energy Efficiency Savings program. The rebate was triggered by the City's decision to install higher efficiency chiller units on the Public Safety Building. These funds are not budgeted as a part of the normal budget process due to the unknown nature of the proceeds. They are neither guaranteed nor predictable in the amount to be received. The proceeds will be reinvested in projects to promote further energy efficient savings within the City. An appropriation ordinance is required in order to recognize the proceeds and authorize future expenditures.

Staff recommends approval.

CH

ORDINANCE NO. 2018-036

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS; APPROPRIATING \$64,665 IN THE PERMANENT CAPITAL MAINTENANCE FUND (PCMF); DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine received proceeds from ONCOR associated with the Energy Efficient Savings programs; and

WHEREAS, approval of this ordinance will make the total project funds available for the Permanent Capital Maintenance Fund; and

WHEREAS, all constitutional and statutory prerequisites for the approval of the ordinance have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this ordinance is in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated herein above are true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the City Council hereby appropriates \$64,665 in the Permanent Capital Maintenance Fund (PCMF).

Section 3. The fact that the present ordinances and regulations of the City of Grapevine, Texas are inadequate to properly safeguard the health, safety, morals, peace and general welfare of the public creates an emergency which requires that this ordinance become effective from and after the date of its passage, and it is accordingly so ordained.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER **BR**

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL TO RENEW ANNUAL CONTRACTS FOR COLD MILLING MACHINING

RECOMMENDATION: City Council to consider approval to renew annual contracts for cold milling machining for the Public Works Department with Dustrol, Inc. and Tex Op Construction, LP.

FUNDING SOURCE: Funds for this purchase are available in account 174-43301-415-090 (Street Maintenance/Capital Replacement/Transportation Infrastructure Maintenance) for an annual estimated amount of \$100,000.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for cold milling machining with an operator and helper for City projects on an as-needed basis. The Public Works Department and Purchasing reviewed the contract for specification compliance and pricing and determined that the contract would provide the best service and pricing for meeting the needs of the City. Contracts were awarded to Dustrol, Inc. and Tex Op Construction, LP per unit price bid and assures product and service availability.

Purchases will be made in accordance with an existing interlocal agreement with Tarrant County, Texas as allowed by Texas Local Government Code, Section 271 and Texas Government Code, Chapter 791.

Tarrant County, Texas solicited bids for an annual contract for Cold Milling Machine with Operator and Helper. Two bids were submitted and based on evaluations by the Tarrant County, Texas Maintenance Precincts and Purchasing, Dustrol, Inc. and Tex Op Construction were awarded contracts. The contracts were for an initial one-year period with two, one-year renewal options. If approved, this will be the final renewal available.

Staff recommends approval.

KH/LW

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER **BR**

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL FOR THE AWARD OF AN ANNUAL CONTRACT FOR RFB 470-2018 FOR WATERWORKS PRODUCTS

RECOMMENDATION: City Council to consider approval of an annual contract with Core & Main LP for waterworks products for the Public Works Department.

FUNDING SOURCE: Funds for this purchase are available in account 100-14111-0000 (General Fund/Warehouse Inventory) for an annual estimated amount of \$130,000.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for waterworks products to be purchased on an as-needed basis and stocked in the warehouse. Waterworks products include brass, various size pipe, fire hydrant parts, fittings and many other items. These items are primarily used by the Public Works Department but may be used by other departments as needed.

Bids were taken in accordance with Local Government Code Chapter 252, Subchapter B, Section 252.021 (a) and Section 252.041 (a). The bid advertisement was posted in the Fort Worth Star-Telegram on February 22 and March 1, 2018. The Request for Bid was issued through the City eBid system with 692 invitations sent. there were three bids received. The bid was opened electronically and publicly on March 22 at 2 pm. The contract will be for an initial one-year period, with four, one-year renewal options.

Based on the evaluation of the bid by the Public Works Department and Purchasing it was determined the award be made to Core & Main LP based on the lowest responsible and responsive bid meeting specifications for all line items.

Staff recommends approval.

JT/LW

MEMO TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: APPROVAL OF A RESOLUTION FOR AN ANNUAL CONTRACT FOR TRACKLESS TACK EMULSION

RECOMMENDATION: City Council to consider a resolution authorizing an annual contract for trackless tack emulsion with Blacklidge Emulsions, Inc. for the Public Works Department.

FUNDING SOURCE: Funds for this purchase are available in account 174-43301-415-090 (Streets PCMF) for an estimated annual amount of \$30,000.

BACKGROUND: The purpose of this contract is to establish fixed annual pricing for trackless tack emulsion to be ordered on an as-needed basis. This emulsion is applied to existing asphalt services prior to all overlay work to ensure a good bond between the existing asphalt and the new overlay. The Public Works Department and Purchasing reviewed the contract for specification compliance and pricing and determined that the contract would provide the best service and pricing for meeting the needs of the City.

Purchases will be made in accordance with an existing interlocal agreement with Tarrant County, Texas as allowed by Texas Local Government Code, Section 271 and Texas Government Code, Section 791.

Tarrant County, Texas solicited bids for an annual contract for trackless tack emulsion. Three bids were submitted and based on evaluations by the Tarrant County Maintenance Precincts and Purchasing, Blacklidge Emulsions, Inc. was awarded a primary contract on June 6, 2017. The contract is for an initial one-year period with a one-year renewal option.

Staff recommends approval.

KH/LW

RESOLUTION NO. 2018-039

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO CONTRACT FOR TRACKLESS TACK EMULSION THROUGH AN ESTABLISHED INTERLOCAL PARTICIPATION AGREEMENT AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City of Grapevine, Texas is a local government in the State of Texas and as such is empowered by the Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791 to enter into a cooperative purchasing program agreement with other qualified entities in the State of Texas; and

WHEREAS, Tarrant County, Texas is a qualified entity as authorized by Texas Local Government Code, Chapter 271 and Texas Government Code, Chapter 791; and

WHEREAS, the City of Grapevine, Texas has established an interlocal agreement with Tarrant County, Texas and wishes to utilize established contracts meeting all State of Texas bidding requirements; and

WHEREAS, Tarrant County, Texas has established a primary contract no. 2017-119, Annual Contract for Trackless Tack Emulsion with Blacklidge Emulsions, Inc; and

WHEREAS, the City of Grapevine, Texas has a need to purchase trackless tack emulsion for the City; and

WHEREAS, all constitutional and statutory prerequisites for the approval of this resolution have been met, including but not limited to the Open Meetings Act; and

WHEREAS, the City Council deems the adoption of this resolution to be in the best interests of the health, safety, and welfare of the public.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS:

Section 1. That all matters stated hereinabove are found to be true and correct and are incorporated herein by reference as if copied in their entirety.

Section 2. That the City Council of the City of Grapevine authorizes a contract for trackless tack emulsion with Blacklidge Emulsions, Inc. through an interlocal cooperative purchasing agreement with Tarrant County, Texas for an estimated annual amount of \$30,000.

Section 3. That the City Manager or his designee is authorized to take all steps necessary to consummate the purchase of trackless tack emulsion.

Section 4. That this resolution shall take effect from and after the date of its passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

APPROVED AS TO FORM:

City Attorney

STATE OF TEXAS
COUNTY OF TARRANT
CITY OF GRAPEVINE

The City Council of the City of Grapevine, Texas met in Regular Session on this the 3rd day of April, 2018 in the City Council Chambers, Second Floor, 200 South Main Street, with the following members present:

William D. Tate	Mayor
Darlene Freed	Mayor Pro Tem
Sharron Spencer	Council Member
Mike Lease	Council Member
Chris Coy	Council Member
Duff O'Dell	Council Member
Paul Slechta	Council Member

constituting a quorum, and with the following members of the City Staff:

Bruno Rumbelow	City Manager
Jennifer Hibbs	Assistant City Manager
John F. Boyle, Jr.	City Attorney
Matthew C.G. Boyle	Assistant City Attorney
Tara Brooks	City Secretary

Call to Order

Mayor Tate called the meeting to order at 7:00 p.m.

EXECUTIVE SESSION

Mayor Tate announced the City Council would recess to the City Council Conference Room to conduct a closed session regarding:

Item 1. Executive Session

- A. Real property relative to deliberation to the purchase, exchange, lease, sale or value of real property (City facilities, Public Works, and the 185 acres) pursuant to Section 551.072, Texas Government Code.
- B. Conference with City Manager and Staff to discuss and deliberate commercial and financial information received from business prospects the City seeks to have locate, stay, or expand in the City; deliberate the offer of a financial or other incentive; with which businesses the City is conducting economic development negotiations pursuant to Section 551.087, Texas Government Code.

The City Council recessed to the City Council Conference Room and began the closed session at 7:03 p.m. The closed session ended at 7:26 p.m.

Upon reconvening in open session in the Council Chambers, Mayor Tate asked if there was any action necessary relative to Sections 551.072 or 551.087. City Manager Rumbelow stated there was no action necessary.

NOTE: City Council continued with the Regular portion of the Agenda in open session in the City Council Chambers.

REGULAR MEETING

Call to Order

Mayor Tate called the meeting to order at 7:30 p.m. in the City Council Chambers.

Item 2. Invocation

Council Member Mike Lease delivered the invocation.

Item 3. Posting the Colors and American Pledge of Allegiance

Boy Scout Troop 28 posted the colors and led the Pledges of Allegiance.

Mayor Pro Tem Freed joined the meeting at 7:33 p.m.

Item 4. Citizen Comments

There was no one wishing to speak during the citizen comments.

PRESENTATIONS

Item 5. Mayor Tate to present a proclamation recognizing Child Abuse Prevention Month.

Mayor Tate declared April Child Abuse Prevention Month and presented the proclamation to Julie Evans with Alliance for Children. Ms. Evans thanked the Council and City for recognizing Child Abuse Prevention Month and thanked the Grapevine Police Department for their work with Alliance for Children to keep children safe.

Item 6. Library Director to present Grapevine Public Library update.

Library Director Janis Roberson described the grants the library has received over the last year, including the M.R. and Evelyn Hudson Grant, Best Buy Grant, Texas Book Festival Grant, and the donations from the Family Foundation and Trusts. Ms. Roberson described the donations, in both money and time, of the Friends of the Library. Overall,

the library received \$47,257 in donations for new equipment and programs over the last year.

NEW BUSINESS

Item 7. Consider **Resolution No. 2018-029** authorizing an emergency purchase of baseball field netting for the Parks and Recreation department from Nets of Texas and take any necessary action.

Parks and Recreation Director Kevin Mitchell presented this item for the purchase of baseball field netting for an amount not to exceed \$80,000 for the Oak Grove Ballfield Complex specifically on Fields H and I to reduce the number of foul balls leaving the field of play. Director Mitchell answered questions from Council. Chief Financial Officer Greg Jordan answered questions regarding filed claims.

Motion was made to approve Resolution No. 2018-029 authorizing the emergency purchase of baseball field netting from Nets of Texas.

Motion: Freed
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

RESOLUTION NO. 2018-029

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE FOR AN EMERGENCY PURCHASE OF BASEBALL FIELD NETTING FOR THE PARKS AND RECREATION DEPARTMENT AND PROVIDING AN EFFECTIVE DATE

Consent Agenda

Consent items are deemed to need little Council deliberation and were acted upon as one business item. Any member of the City Council or member of the audience may request that an item be withdrawn from the consent agenda and placed before the City Council for full discussion. There were no requests to remove any items from the consent agenda.

Approval of the consent agenda authorizes the City Manager, or his designee, to implement each item in accordance with Staff recommendations.

Item 8. Consider **Resolution No. 2018-030** authorizing the purchase of an irrigation system upgrade for the Grapevine Golf Course from Professional Turf Products, L.P.

Golf Director Russell Pulley recommended approval of the resolution authorizing the purchase of an irrigation system upgrade from Professional Turf Products, LP for an amount not to exceed \$49,975.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

RESOLUTION NO. 2018-030

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO PURCHASE AN IRRIGATION UPGRADE FOR THE GRAPEVINE GOLF COURSE THROUGH AN ESTABLISHED INTERLOCAL AGREEMENT AND PROVIDING AN EFFECTIVE DATE

Item 9. Consider **Resolution No. 2018-031** authorizing the purchase of radar systems for the Police department from Applied Concepts, Inc.

Police Chief Eddie Salame recommended approval of the purchase of nine radar systems from Applied Concepts, Inc. for new police units in an amount not to exceed \$27,112.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

RESOLUTION NO. 2018-031

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO PURCHASE RADAR SYSTEMS FOR THE POLICE DEPARTMENT THROUGH AN ESTABLISHED INTERLOCAL AGREEMENT AND PROVIDING AN EFFECTIVE DATE

Item 10. Consider the renewal of an annual contract for concrete services primarily for the Public Works department with Manning Concrete Sawing.

Public Works Director Bryan Beck recommended approval of the purchase of concrete services from Manning Concrete Sawing for an estimated amount of \$500,000.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

Item 11. Consider an award of bid for purchase of a sprinter bus for the Parks and Recreation Department to Creative Bus Sales, Inc.

Public Works Director Beck recommended approval of the purchase of a sprinter bus for an amount not to exceed \$68,320. The sprinter bus will be used by the Active Adults division to transport seniors to events within the City and other local areas.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

Item 12. Consider **Resolution No. 2018-032** authorizing a sole source purchase of pipe inspection software for the Public Works department from Infrastructure Technologies, LLC.

Public Works Director Beck recommended approval of the sole source purchase of pipe inspection software from Infrastructure Technologies LLC for an amount not to exceed \$27,125.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

RESOLUTION NO. 2018-032

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO PURCHASE PIPE INSPECTION SOFTWARE FOR THE PUBLIC WORKS

DEPARTMENT FROM A SOLE SOURCE AND PROVIDING
AN EFFECTIVE DATE

Item 13. Consider **Resolution No. 2018-033** authorizing an annual contract for HVAC preventive maintenance services for Facility Services with The Brandt Companies, LLC.

Public Works Director Beck recommended approval of the annual contract for HVAC preventive maintenance with The Brandt Companies for an amount not to exceed \$65,230.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

RESOLUTION NO. 2018-033

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, AUTHORIZING THE CITY MANAGER OR THE CITY MANAGER'S DESIGNEE TO PURCHASE HVAC PREVENTIVE MAINTENANCE SERVICES THROUGH AN ESTABLISHED INTERLOCAL AGREEMENT AND PROVIDING AN EFFECTIVE DATE

Item 14. Consider the award of an informal request for quote to purchase turbidity meters from the Hach Company.

Public Works Director Beck recommended approval of the purchase of twelve turbidity meters from the Hach Company for an amount not to exceed \$27,495.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

Item 15. Consider a construction services contract for the Wastewater Treatment Plant Train 1 Circular Clarifiers Replacement Project with AllTech Engineering Corporation and **Ordinance No. 2018-032** appropriating funds.

Public Works Director Beck recommended approval of the construction services contract for the Wastewater Treatment Plant Train 1 Circular Clarifiers Replacement Project and

the ordinance appropriating funds. AllTech Engineering Corporation will replace the train for an amount not to exceed \$608,300.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

ORDINANCE NO. 2018-032

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GRAPEVINE, TEXAS, APPROPRIATING \$608,300 IN THE UTILITY ENTERPRISE CAPITAL FUND FOR THE WASTEWATER TREATMENT PLANT TRAIN 1 CIRCULAR CLARIFIERS REPLACEMENT PROJECT; DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE

Item 16. Consider the minutes of the March 20, 2018 Regular City Council meeting and the March 27, 2018 Special City Council and Planning and Zoning Commission meeting.

City Secretary Tara Brooks recommended approval of the minutes as provided.

Motion was made to approve the Consent Agenda as presented.

Motion: O'Dell
Second: Slechta
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

ADJOURNMENT

Motion was made to adjourn the meeting at 8:02 p.m.

Motion: Lease
Second: Freed
Ayes: Tate, Freed, Spencer, Lease, Coy, O'Dell and Slechta
Nays: None
Approved: 7-0

Passed and approved by the City Council of the City of Grapevine, Texas on this the 17th day of April, 2018.

APPROVED:

William D. Tate
Mayor

ATTEST:

Tara Brooks
City Secretary

MEMO TO: THE HONORABLE MAYOR, MEMBERS OF THE CITY COUNCIL,
AND THE PLANNING & ZONING COMMISSION

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: PRELIMINARY PLAT APPLICATION
LOT 1, BLOCK A, CHARLESTON ADDITION

PLAT APPLICATION FILING DATE.....April 10, 2018

APPLICANT Lucilo Pena, Billingsley Company

REASON FOR APPLICATION Platting unplatted property to build a
master site development with multifamily units

PROPERTY LOCATION 3155 Stars and Stripes Way

ACREAGE..... 10.49

ZONING CC: Community Commercial

NUMBER OF LOTS 1

PREVIOUS PLATTING No

CONCEPT PLAN CU18-08

SITE PLAN No

OPEN SPACE REQUIREMENT No

AVIGATION RELEASE Yes

PUBLIC HEARING REQUIRED No

**PLAT INFORMATION SHEET
PRELIMINARY PLAT APPLICATION
LOT 1, BLOCK A, CHARLESTON ADDITION**

I. GENERAL:

- The applicant, Lucilo Pena with Billingsley Company is preliminary platting 10.49 acres into a master site development with multifamily units. The property is located at 3155 Stars and Stripes Way.

II. STREET SYSTEM:

- The development has access to Stars and Stripes Way.
- ALL abutting roads: are on the City Thoroughfare Plan:
 are not on the City Thoroughfare Plan:

Periphery Street Fees are due as follows:

Type of Roadway	Cost / LF	Length	Cost
<input type="checkbox"/> Major Arterial (A)	\$ 234.57 / LF		
<input type="checkbox"/> Major Arterial (B)	\$ 178.35 / LF		
<input type="checkbox"/> Minor Arterial (C)	\$ 203.06 / LF		
<input type="checkbox"/> Minor Arterial (D)	\$ 170.33 / LF		
<input type="checkbox"/> Collector (E)	\$ 170.33 / LF		
<input type="checkbox"/> Collector (F)	\$ 150.98 / LF		
<input type="checkbox"/> Sidewalk	\$ 25.00 / LF		
<input type="checkbox"/> Curb & Gutter	\$ 15.00 / LF		

Periphery Street Fees are not due:

Development is required to construct sidewalk along Stars and Stripes Way and State Highway 121 Frontage Road.

III. STORM DRAINAGE SYSTEM:

- The site drains east towards the existing storm system.
- The developer will be required to design for onsite as well as offsite drainage in accordance with the requirements of the City of Grapevine's Code of Ordinances.

IV. WATER SYSTEM:

- The existing water supply system bordering the subject site is adequate to serve the development.
- The existing water supply system bordering the subject site is not adequate to serve the development. Additional off site water system improvements will be necessary to serve the site.

V. SANITARY SEWER SYSTEM:

- The existing sanitary sewer collection system bordering the subject site is adequate to serve the development.
- The existing sanitary sewer collection system bordering the subject site is not adequate to serve the development.

VI. MISCELLANEOUS:

- Water and Wastewater Impact Fees are not required for: Lot 1, Block A, Charleston Addition (Part of 1995 H/A Grapevine Water and Wastewater Assessment)

- Water and Wastewater Impact Fees are due prior to the issuance of building permits for:

- Single Family Residential (\$ 2,414/ Lot)
- Multifamily (\$ 1,134/ Unit)
- Hotel (\$ 43,632/ Acre)
- Corporate Office (\$ 20,523/ Acre)
- Government (\$ 4,414/ Acre)
- Commercial / Industrial (\$ 5,739 / Acre)

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- Open Space Fees are due prior to the issuance of building permits and/or any public infrastructure improvements for:

- R-5.0, R-TH, Zero Lot District (\$ 1,416.00 / Lot)
- R-7.5, Single Family District (\$ 1,146.00 / Lot)

- R-12.5, Single Family District (\$ 1,071.00 / Lot)
- R-20.0, Single Family District (\$ 807.00 / Lot)

Public Hearing Only

Variances were required on the following items:

- Front building line
- Allowing a setback of 3 feet for the rear property line for an accessory building
- Lot width & depth
- Max. Impervious Area
- Landscaping Regulations, allowing no landscape buffer between the edge of the parking area and the adjacent property line.

The following items associated with this plat are not in accordance with the current subdivision standards:

- 50' ROW dedication not met: Developer is proposing to dedicate variable width private access easements throughout the development. The access easements will be owned and maintained by a Home Owners Association (HOA).
- Length of cul-de-sac street exceeds the 600-foot limit:
- Driveway Spacing not met.

VII. STATEMENT OF FINDINGS:

A. The City has determined that the right-of-way and easements required to be dedicated for streets, utilities, drainage, access, sidewalks and other municipal needs and services are consistent with the City's ordinances and master plan, are reasonable and are connected to the proposed project in the following manner:

- The right-of-way provides for future widening of public streets that will serve the development of this site.
- The onsite utility easements provide for a utility network to serve the development of this site.
- The onsite drainage easements provide for a drainage network to serve the development of this site.

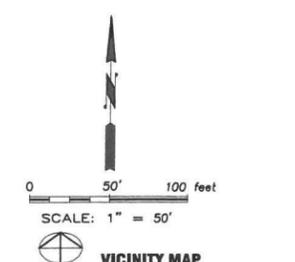
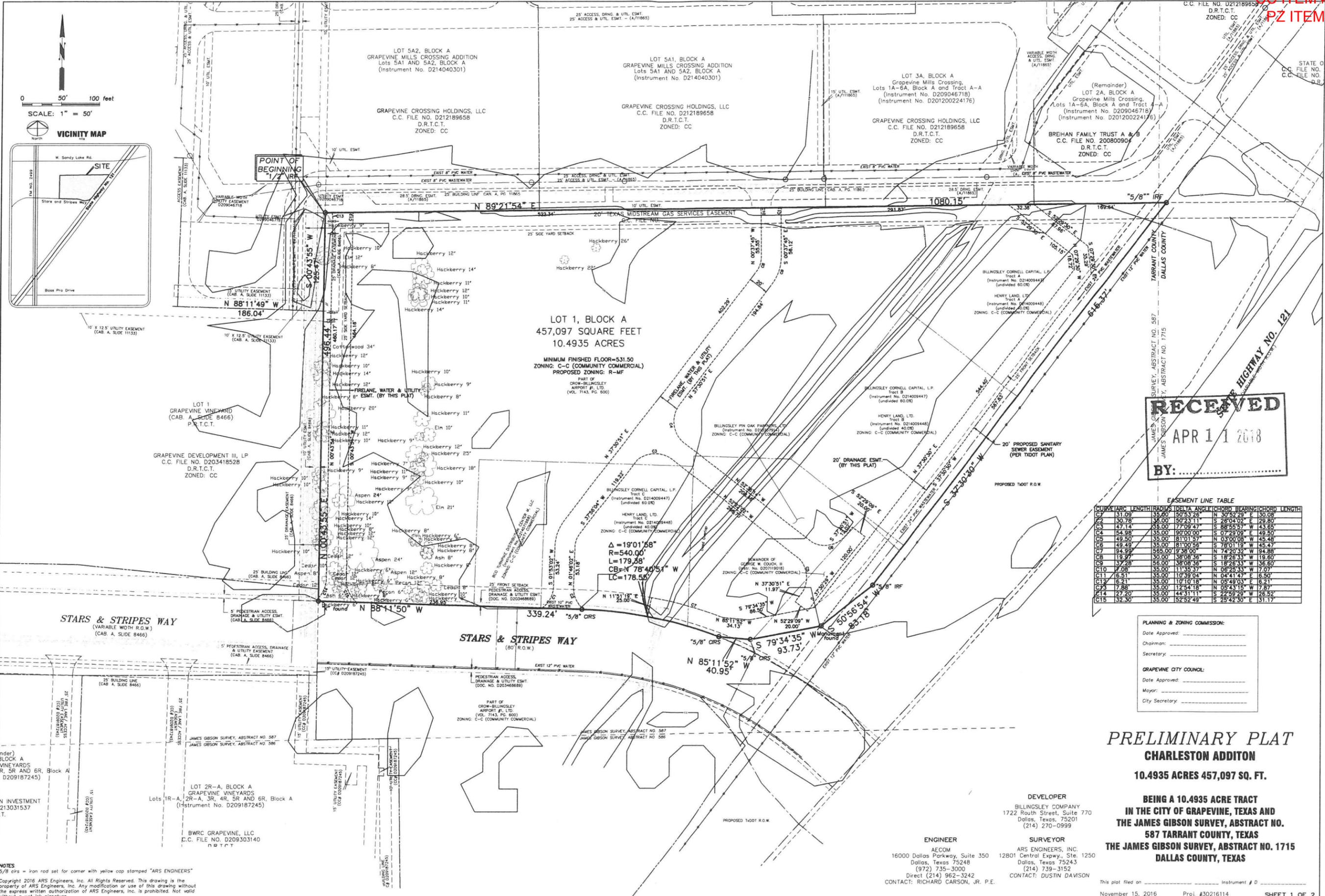
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- The onsite sidewalk easements provide for a sidewalk network to serve the development of this site.

B. The City further finds that the required dedication is related both in nature and extent to the impact of the proposed development as follows:

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- The onsite drainage easements are necessary to provide for storm drainage improvements to serve the development of the site.
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- The onsite sidewalk easements are necessary to provide for a sidewalk network to serve the development of this site.
- All of the dedications benefit the development to at least the extent of the impact of such on the development.

VIII. RECOMMENDATION:

The members of the City Council and The Planning & Zoning Commission consider the following motion: "Move that the City Council (Planning and Zoning Commission) approve the Statement of Findings and the Preliminary Plat of Lot 1, Block A, Charleston Addition."



LOT 1, BLOCK A
457,097 SQUARE FEET
10.4935 ACRES

MINIMUM FINISHED FLOOR-531.50
ZONING: C-C (COMMUNITY COMMERCIAL)
PROPOSED ZONING: R-MF

RECEIVED
APR 11 2018
BY:

EASEMENT LINE TABLE

CURVE	ARC LENGTH	RADIUS	DELTA ANGLE	CHORD BEARING	CHORD LENGTH
C1	31.09	35.00	50°53'26"	N 30°52'29" E	30.08
C2	30.78	35.00	50°23'11"	S 26°04'02" E	29.80
C3	47.14	35.00	77°09'47"	S 88°55'57" W	43.85
C4	54.98	35.00	190°00'00"	S 07°29'09" E	49.50
C5	49.50	35.00	81°01'57"	N 03°00'08" W	45.48
C6	49.49	35.00	81°00'56"	S 78°01'19" W	45.47
C7	94.99	565.00	9°36'00"	N 74°20'32" E	94.88
C8	19.77	35.00	138°08'38"	S 18°28'33" W	19.60
C9	37.28	56.00	38°08'38"	S 18°28'33" W	36.60
C10	7.08	35.00	11°35'37"	N 06°25'33" W	7.07
C11	6.51	35.00	10°39'04"	N 04°41'47" E	6.50
C12	6.21	35.00	10°10'18"	N 05°48'03" E	6.21
C13	7.88	35.00	11°54'18"	N 05°43'15" W	7.87
C14	27.20	35.00	44°31'11"	S 22°59'29" W	26.52
C15	32.30	35.00	52°52'49"	S 25°42'30" E	31.17

PLANNING & ZONING COMMISSION:
Date Approved: _____
Chairman: _____
Secretary: _____

GRAPEVINE CITY COUNCIL:
Date Approved: _____
Mayor: _____
City Secretary: _____

PRELIMINARY PLAT
CHARLESTON ADDITON
10.4935 ACRES 457,097 SQ. FT.

BEING A 10.4935 ACRE TRACT
IN THE CITY OF GRAPEVINE, TEXAS AND
THE JAMES GIBSON SURVEY, ABSTRACT NO.
587 TARRANT COUNTY, TEXAS
THE JAMES GIBSON SURVEY, ABSTRACT NO. 1715
DALLAS COUNTY, TEXAS

DEVELOPER
BILLINGSLEY COMPANY
1722 Routh Street, Suite 770
Dallas, Texas 75201
(214) 270-0999

ENGINEER
AECOM
16000 Dallas Parkway, Suite 350
Dallas, Texas 75248
(972) 735-3000
Direct (214) 962-3242
CONTACT: RICHARD CARSON, JR. P.E.

SURVEYOR
ARS ENGINEERS, INC.
12801 Central Expwy., Ste. 1250
Dallas, Texas 75243
(214) 739-3152
CONTACT: DUSTIN DAVISON

NOTES
5/8 circs = iron rod set for corner with yellow cap stamped "ARS ENGINEERS"
Copyright 2016 ARS Engineers, Inc. All Rights Reserved. This drawing is the property of ARS Engineers, Inc. Any modification or use of this drawing without the express written authorization of ARS Engineers, Inc. is prohibited. Not valid without a wet ink signature.



OWNER'S CERTIFICATE

STATE OF TEXAS §
COUNTY OF TARRANT §

WHEREAS, CROW-BILLINGSLEY AIRPORT #1, Ltd., BILLINGSLEY CORNELL CAPITAL, L.P., HENRY LAND, LTD., BILLINGSLEY PIN OAK PARTNERS and BCO TURNPIKE DISTRIBUTION CENTER M, LLC, are the owners of a 10.4935 acre tract of land in the situated in the City of Grapevine, Tarrant and Dallas Counties, Texas, being more particularly described as follows:

BEING a 10.4935 acre tract of land situated in the James Gibson Survey, Abstract Number 587, Tarrant County, Texas, and in the James Gibson Survey, Abstract Number 1715, Dallas County, Texas, some being a portion of that certain tract of land conveyed to CROW-BILLINGSLEY AIRPORT #1, Ltd., by deed recorded in Volume 7143, Page 600, all of those certain Tracts A, B, and C conveyed to BILLINGSLEY CORNELL CAPITAL, L.P. (an undivided 60.0% interest) and to HENRY LAND, LTD. (an undivided 40.0% interest), by deeds recorded in Instrument Numbers D214009447 & D214009448, respectively, BILLINGSLEY PIN OAK PARTNERS, LTD, by deed recorded in Instrument Number D213257914, BCO TURNPIKE DISTRIBUTION CENTER M, LLC, by deed recorded in Instrument Number D214071968, and the remainder of that certain tract of land conveyed to GEORGE W. COUCH, III, by deed recorded in Instrument Number D207119018, all of the Deed Records, Tarrant County, Texas, and being further described as follows:

BEGINNING at the most southerly inner-ell corner of the south line of Lot 5A2, of GRAPEVINE MILLS CROSSING ADDITION, LOTS 5A1 AND 5A2, BLOCK A, an addition to the City of Grapevine, as recorded in Instrument Number D214040301, Plat Records, Tarrant County, Texas, same being N00°43'55"E, 125.47 feet from the most southerly southeast corner of said Lot 5A2;

THENCE N89°21'54"E, along said south line of Lot 5A2 and passing the most easterly southeast corner of said Lot 5A2, same being the southwest corner of Lot 5A1 of said Block A, at a called distance of 274.47 feet and passing the southeast corner of said Lot 5A1, same being the southwest corner of Lot 3A, Block A, Grapevine Mills Crossing, Lots 1A-6A, Block A and Tract A-A, an addition to the City of Grapevine as recorded in Instrument Numbers D209046718 and D201200224176, Plat Records, Tarrant County, Texas, at a called distance of 643.64 feet, and continuing along the south line of said Lot 3A, passing the southeast corner of said Lot 3A, same being the southwest corner of Lot 2A, of said addition, at a called distance of 911.66 feet, continuing along the south line of said Lot 2A, for a total distance of 1090.15 feet to the southwest corner of that certain tract of land conveyed to the State of Texas, as recorded in Instrument Numbers D212152829 and D21200181477, Deed Records, Tarrant County, Texas, same being the northwesterly line of State Highway No. 121 (Variable R.O.W.) at its intersection with a proposed right-of-way parcel;

THENCE along the proposed northwesterly line of said State Highway No. 121 the following bearings and distances:

- S37°30'30"W, for a distance of 615.37 feet;
- S50°56'54"W, for a distance of 83.18 feet;
- S79°34'35"W, for a distance of 93.73 feet;
- N85°11'52"W, for a distance of 40.95 feet to the intersection of said northwesterly line with the north line of Stars & Stripes Way (80' R.O.W.), same being the beginning of a curve to the left, having a radius of 540.00 feet and a chord which bears N78°40'51"W, for 178.55 feet;

THENCE departing said northwesterly line of State Highway No. 121 and along the north line of said Stars & Stripes Way and along said curve to the left, through a central angle of 19°11'58", for an arc distance of 179.38 feet;

THENCE N88°11'50"W, continuing along the northerly line of said Stars & Stripes Way, for a distance of 339.24 feet to the original corner of Lot 1, Block A, GRAPEVINE WINEYARD, an addition to the City of Grapevine, as recorded on Cabinet A, Slide 8466, Plat Records, Tarrant County, Texas;

THENCE N00°43'55"E passing, at a distance of 370.97 feet, the northeast corner of said Lot 1, same being the most southerly southeast corner of aforementioned Lot 5A2, and continuing for a total distance of 496.44 feet to the POINT OF BEGINNING and containing 457,097 square feet or 10.4935 acres of land, more or less.

SURVEYOR'S CERTIFICATION

THAT I, Dustin D. Davison, of ARS Engineering, Inc., a Registered Professional Land Surveyor of the State of Texas, do hereby declare that I prepared this plat from an actual and accurate survey on the land and that the corner monuments shown thereon were properly placed under my personal supervision in accordance with the platting rules and regulations of the State of Texas and the City of Grapevine.

PRELIMINARY
RELEASED 10/4/16 FOR REVIEW PURPOSES ONLY. THIS
DOCUMENT SHALL NOT BE RECORDED FOR ANY PURPOSE.

Dustin D. Davison, R.P.L.S. Registration No. 6451
ARS Engineers, Inc.



OWNER'S DEDICATION

STATE OF TEXAS §
COUNTY OF TARRANT §

NOW, THEREFORE KNOW ALL MEN BY THESE PRESENTS, THAT CROW-BILLINGSLEY AIRPORT #1, Ltd., BILLINGSLEY CORNELL CAPITAL, L.P., HENRY LAND, LTD., BILLINGSLEY PIN OAK PARTNERS and BCO TURNPIKE DISTRIBUTION CENTER M, LLC, do hereby adopt this plat of LOT 1, BLOCK A, LONE STAR ADDITION, an addition to the City of Grapevine, Tarrant and Dallas Counties, Texas, and does hereby dedicate to the public use forever the right-of-way and easements shown hereon. The easements shown hereon are hereby reserved for the purposes as indicated. The utility easements shall be open for all City or franchised public utilities for each particular use. The maintenance of paving on the easements is the responsibility of the property owner. No buildings or auxiliary structures shall be constructed, reconstructed, or placed upon, over, or across the easements as shown. Said easements being hereby reserved for the mutual use and accommodation of all public utilities using, or desiring to use same. Any City or franchised utility shall have the full right to remove and keep removed all or parts of any fences, trees, shrubs, or other improvements or growths which in any way endanger or interfere with the construction, maintenance, or efficiency of its respective system on the easements and all City or franchised utilities shall at all times have the full right of ingress and egress to and from and upon said easements for the purpose of constructing, reconstructing, inspecting, patrolling, maintaining, and adding to or removing all or parts of its respective system without the necessity at any time of procuring the permission of anyone.

"I have reviewed the City's findings concerning dedications and I do agree that the statements are true and correct."

This plat approved subject to all platting ordinances, rules, regulations, and resolutions of the City of Grapevine, Texas.

Witness my hand this the 4th day of October, 2017.

OWNERS

Crow-Billingsley Airport # 1, Ltd., a Texas limited partnership

By: Henry GP, L.L.C., a Texas limited liability company, its general partner

Kenneth D. Mabry, Manager

STATE OF TEXAS §
COUNTY OF TARRANT §

Before me _____ on this day personally appeared _____ known to me (or proved to me on the oath of _____ or through _____ (description of identity card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this _____ day of _____, 2016 .

Notary Signature

Billingsley Pin Oak Partners, Ltd., a Texas limited liability company

By: Billingsley 380 North GP, L.L.C., a Texas limited liability company, its general partner

Kenneth D. Mabry, Manager

STATE OF TEXAS §
COUNTY OF TARRANT §

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Given under my hand and seal of office this _____ day of _____, 2016 .

Notary Signature

OWNERS

Billingsley Cornell Capital, LP., a Texas limited partnership

By: BFT Investment, L.L.C., a Texas limited liability company, its general partner

Kenneth D. Mabry, Manager

STATE OF TEXAS §
COUNTY OF TARRANT §

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Notary Signature

Henry Land, Ltd., a Texas limited partnership

By: Henry GP, L.L.C., a Texas limited liability company, its general partner

Kenneth D. Mabry, Manager

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COUNTY OF TARRANT §

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Notary Signature

BCO Turnpike Distribution Center M, LLC, a Texas limited liability company

By: 4BCO, Inc., a Texas corporation, its general partner

Kenneth D. Mabry, Senior Vice President

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Date Approved: _____
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CHARLESTON ADDITON
10.4935 ACRES 457,097 SQ. FT.

BEING A 10.4935 ACRE TRACT
IN THE CITY OF GRAPEVINE, TEXAS AND
THE JAMES GIBSON SURVEY, ABSTRACT NO. 1715
587 TARRANT COUNTY, TEXAS
THE JAMES GIBSON SURVEY, ABSTRACT NO. 1715
DALLAS COUNTY, TEXAS

DEVELOPER
BILLINGSLEY COMPANY
1722 Routh Street, Suite 770
Dallas, Texas, 75201
(214) 270-0999

ENGINEER
AECOM
16000 Dallas Parkway, Suite 350
Dallas, Texas 75248
(972) 735-3000
Direct (214) 962-3242
CONTACT: RICHARD CARSON, JR. P.E.

SURVEYOR
ARS ENGINEERS, INC.
12801 Central Expy., Ste. 1250
Dallas, Texas 75243
(214) 739-3152
CONTACT: DUSTIN DAVISON

MEMO TO: THE HONORABLE MAYOR, MEMBERS OF THE CITY COUNCIL,
AND THE PLANNING & ZONING COMMISSION

FROM: BRUNO RUMBELOW, CITY MANAGER *BR*

MEETING DATE: APRIL 17, 2018

SUBJECT: FINAL PLAT APPLICATION
LOT 1, BLOCK A, CHARLESTON ADDITION

PLAT APPLICATION FILING DATE..... April 10, 2018

APPLICANT Lucilo Pena, Billingsley Company

REASON FOR APPLICATION Platting unplatted property to build a
master site development with multifamily units

PROPERTY LOCATION 3155 Stars and Stripes Way

ACREAGE..... 10.49

ZONING CC: Community Commercial

NUMBER OF LOTS 1

PREVIOUS PLATTING No

CONCEPT PLAN CU18-08

SITE PLAN No

OPEN SPACE REQUIREMENT No

AVIGATION RELEASE Yes

PUBLIC HEARING REQUIRED No

**PLAT INFORMATION SHEET
FINAL PLAT APPLICATION
LOT 1, BLOCK A, CHARLESTON ADDITION**

I. GENERAL:

- The applicant, Lucilo Pena with Billingsley Company is preliminary platting 10.49 acres into a master site development with multifamily units. The property is located at 3155 Stars and Stripes Way.

II. STREET SYSTEM:

- The development has access to Stars and Stripes Way.
- ALL abutting roads: are on the City Thoroughfare Plan:
 are not on the City Thoroughfare Plan:

Periphery Street Fees are due as follows:

Type of Roadway	Cost / LF	Length	Cost
<input type="checkbox"/> Major Arterial (A)	\$ 234.57 / LF		
<input type="checkbox"/> Major Arterial (B)	\$ 178.35 / LF		
<input type="checkbox"/> Minor Arterial (C)	\$ 203.06 / LF		
<input type="checkbox"/> Minor Arterial (D)	\$ 170.33 / LF		
<input type="checkbox"/> Collector (E)	\$ 170.33 / LF		
<input type="checkbox"/> Collector (F)	\$ 150.98 / LF		
<input type="checkbox"/> Sidewalk	\$ 25.00 / LF		
<input type="checkbox"/> Curb & Gutter	\$ 15.00 / LF		

Periphery Street Fees are not due:

Development is required to construct sidewalk along Stars and Stripes Way and State Highway 121 Frontage Road.

III. STORM DRAINAGE SYSTEM:

- The site drains east towards the existing storm system.
- The developer will be required to design for onsite as well as offsite drainage in accordance with the requirements of the City of Grapevine's Code of Ordinances.

IV. WATER SYSTEM:

- The existing water supply system bordering the subject site is adequate to serve the development.
- The existing water supply system bordering the subject site is not adequate to serve the development. Additional off site water system improvements will be necessary to serve the site.

V. SANITARY SEWER SYSTEM:

- The existing sanitary sewer collection system bordering the subject site is adequate to serve the development.
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VI. MISCELLANEOUS:

- Water and Wastewater Impact Fees are not required for: Lot 1, Block A, Charleston Addition (Part of 1995 H/A Grapevine Water and Wastewater Assessment)
- Water and Wastewater Impact Fees are due prior to the issuance of building permits for:
 - Single Family Residential (\$ 2,414/ Lot)
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 - Corporate Office (\$ 20,523/ Acre)
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 - R-12.5, Single Family District (\$ 1,071.00 / Lot)

R-20.0, Single Family District (\$ 807.00 / Lot)

Public Hearing Only

Variances were required on the following items:

- Front building line
- Allowing a setback of 3 feet for the rear property line for an accessory building
- Lot width & depth
- Max. Impervious Area
- Landscaping Regulations, allowing no landscape buffer between the edge of the parking area and the adjacent property line.

The following items associated with this plat are not in accordance with the current subdivision standards:

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- Length of cul-de-sac street exceeds the 600-foot limit:
- Driveway Spacing not met.

VII. STATEMENT OF FINDINGS:

A. The City has determined that the right-of-way and easements required to be dedicated for streets, utilities, drainage, access, sidewalks and other municipal needs and services are consistent with the City's ordinances and master plan, are reasonable and are connected to the proposed project in the following manner:

- The right-of-way provides for future widening of public streets that will serve the development of this site.
- The onsite utility easements provide for a utility network to serve the development of this site.
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B. The City further finds that the required dedication is related both in nature and extent to the impact of the proposed development as follows:

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- All of the dedications benefit the development to at least the extent of the impact of such on the development.

VIII. RECOMMENDATION:

The members of the City Council and The Planning & Zoning Commission consider the following motion: "Move that the City Council (Planning and Zoning Commission) approve the Statement of Findings and the Final Plat of Lot 1, Block A, Charleston Addition."



February 22, 2018

Lucy Billingsley
Billingsley Company
1722 Routh Street, Suite 770
Dallas, TX 75201

Re: The Charleston of Grapevine

Dear Lucy,

I just wanted to let you know that your proposed development, The Charleston of Grapevine, is just what the area needs in Grapevine. A new, vibrant, and life-enhancing development will help add to the overall area. Your description of new urbanism with technology, convenience and a vast array of amenities will help substantiate this type of development.

Our experience in Grapevine was extremely beneficial for our company. We had nothing but positive dealings with the City of Grapevine when we developed our multifamily deals over a 10yr period beginning in the late '90's.

Billingsley Company brings a level of expertise to any sort of new development that any city would welcome into the market. The Charleston, a combination of retail and residential, is a deal that the City of Grapevine will use to help define this area in the DFW metroplex.

Every city and developer want to be a part of something special. This particular deal will fill that role for both parties. I am eager to watch The Charleston become a reality.

Good luck!

Cordially,

A handwritten signature in black ink, appearing to read "Robert J. Stone III".

Robert J. Stone III
Duke, Inc.

Edward V Stone
1709 Altacrest Drive
Grapevine, Texas 76051

City of Grapevine
Attn: Ron Stombaugh
Planning and Zoning Asst. Director
200 S Main Street
Grapevine, Texas 76051

February 22, 2018

To Planning and Zoning Commissioners and City Council Members,

I am writing to you regarding the proposed development, The Charleston of Grapevine, located west of State Hwy 121 and bordered by Stars and Stripes Way and Grapevine Mills Boulevard. As a long-time resident and local business person, I fully support the request for the required zoning change to allow a multi-family living and retail development. I am aware of the City's desire to develop the area in consideration and feel this would be an outstanding addition to Grapevine.

The Charleston will be a premier development adding a combination of upscale living and great retail experience and will bring an increase to already existing businesses throughout the area. Included is a page showing the area of development. I believe the infrastructure of the area also supports and accommodates the development that will be of economic benefit to the City and desired by residents and visitors.

Please consider the request and make the necessary zoning change promptly.

Regards,

Edward Stone



March 22, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

Dear City Council Members and Planning and Zoning Commissioners:

One of my long-term customers is proposing to bring their development project to the City of Grapevine. I am glad to see a multi-family development with the quality, the character, and the significance of The Charleston.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This one reflects our heritage, and our character with the brick and the street and the neighborhood style. I strongly believe this project will attract new residents that will benefit the City of Grapevine and its local businesses.

I give it my full support.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Terry Hundley", written in a cursive style.

Terry Hundley
Grapevine Golf Cars

1380 W. Northwest Hwy
Grapevine, Texas 76053
P: 817-251-8032

March 19, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

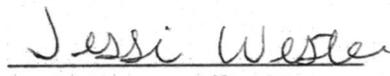
Dear City Council Members and Planning and Zoning Commissioners:

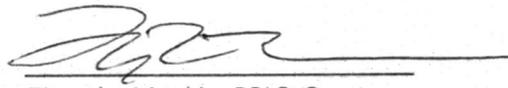
This land has sat empty for 30 years, and this project seems to be incredibly creative.

The neighborhood retail, the parks, the public amenities, and the quality of the multi-family help redefine the Mills Mall area and to a fresh, earthy urbanity.

It is a great presence on 121 for introducing people to our city. It also brings in more residents to support the retail in the area which has gone thru many rough years.

Yours sincerely,


Jessica Wester, Office Manager


Timothy Mankin, RPLS, Owner

Peiser & Mankin Surveying, Inc.
623 E. Dallas Rd.
Grapevine, TX 76051

March 05, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

Dear City Council Members and Planning and Zoning Commissioners:

I am glad to see a multi-family development with the quality, the character, and the significance of The Charleston.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This particular one reflects our heritage, and our character with the brick and the street and the neighborhood style.

I give it my full support.

Yours sincerely,

Mike Geddes
Area Manager – OSP Planning & Design Planning
AT&T – C&E SW

ADGATE PARTNERS

11704 Wilshire Blvd. #260
Los Angeles, CA 90025
310.479.8400

City of Grapevine
Department of Development Services
Ron Stombaugh, Director of Development Services
200 South Main Street
Grapevine, Texas 76051

March 12, 2018

RE: The Charleston at Grapevine

Dear Mr. Stombaugh,

On behalf of the owners of the "Lone Star Crossing," a project neighbor, I am pleased to provide a letter of endorsement for the Charleston of Grapevine project. The Billingsley Company has shared their project plans and reviewed them in detail with us. In our view the project is well thought out and is being developed to a very high standard. We welcome the additional housing units, which we see as critical to the future economic viability of the city.

We have been owners and operators of retail focused real estate in this market for almost ten years. Over our tenure we have seen a dramatic shift in demand for traditional retail product as on-line sales cannibalize the traditional brick and mortar system of delivering consumer products across the country. Our view, which is consistent with most developers, is that demand for traditional suburban retail real estate is going to continue to evolve towards more entertainment focused projects. The Shacks being proposed as part of the larger Billingsley project represents a great example of where retail is going.

Grapevine is positioned nicely for luxury multi-family product and is well represented by what Billingsley is proposing. This project, along with other projects, will help increase demand for retail. We have received little interest from traditional retail tenants on our land holdings in Grapevine. The additional housing stock will be a benefit to the community, our project and the city of Grapevine.

Moreover, the Charleston will provide substantial short and long term economic benefits to the community of Grapevine. The scale of the project will create many short term, high paying construction jobs, and also several permanent long term retail service jobs. We strongly support the project and believe it will set a high standard for how mixed use projects create vitality in the city Grapevine.

Regards,



Chester Congdon

**GRAPEVINE
DEVELOPMENT
III, LP**

6831 E. 32nd STREET, STE. 300
INDIANAPOLIS, IN 46226
PHONE 317.860.2940
FAX 317.860.2941

VIA U.S. MAIL

March 13, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

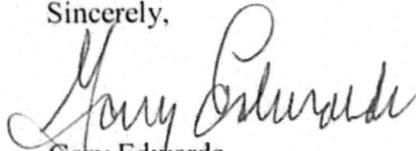
Dear City of Grapevine Planning & Zoning Commissioners and City Council:

As the owner of the building located at 3400 Grapevine Mills Parkway, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Sincerely,



Gary Edwards
Grapevine Development III, LP
Managing Member



March 8, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

As the store manager of La-Z-Boy located at 3450 Grapevine Mills Parkway, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A. La-Z-Boy notes that they are also the owner of their building.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards,

Sherian Capo
Store Manager
La-Z-Boy Furniture Galleries

March 5th, 2018

Lucy Billingsley
Billingsley Company
1722 Routh Street, Suite 770
Dallas, TX 75201

Ms Billingsley,

I wanted to write and advise that I have recently become aware of the planned Charleston project at Grapevine Mills Parkway and SH 121 in Grapevine TX.

As a 10 year resident of this region I wanted to write and express how thrilled I am at the prospect of this development coming to fruition. Currently my wife and I are beginning the process of considering our next move, as our teenage children will graduate from the Grapevine Colleyville School District and be on their way to College within a few years. I have been searching potential next step locations and have become most concerned at the prospect of having to move from the area due to a lack of quality accommodation for downsizers such as ourselves. The Charleston project checks all the boxes we have been looking for and we anxiously hope and await its arrival.

I understand that at this time your company is in the development approval process with Grapevine City, so I wanted to offer my support in your cause for the reasons outlined above.

Please let me know if I can be of any further assistance, and I look forward to seeing the project come to life, we may well be your first residents!

Thank you,



Clayton Gibson
6115 Theresa Lane
Colleyville TX 76034

Toll Brothers

America's Luxury Home Builder™

CC ITEM # 30
PZ ITEM # 8

March 07, 2018

Mayor and City Council
Planning and Zoning Commission
City of Grapevine
200 S. Main St.
Grapevine, TX 76051

Re: The Charleston at Grapevine

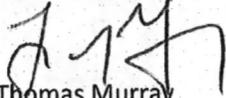
Dear City Council Members and Planning and Zoning Commissioners:

I am glad to see a multi-family development with the quality, character, and the significance of The Charleston, especially knowing the Billingsley Company is behind it.

Grapevine has long-needed to have offerings to attract the millennials to live in our city. This particular one reflects our heritage, and our character with the brick and the street and the neighborhood style.

I give it my full support.

Yours sincerely,



Thomas Murray
Group President
Toll Brothers, Inc.
2557 SW Grapevine Pkwy., #100
Grapevine, TX 76051

New York Stock Exchange • Symbol TOL
TEXAS DIVISION

2557 Southwest Grapevine Parkway, Suite 100, Grapevine, TX 76051 • (817) 329-8770 • Fax (817) 488-2496
tollbrothers.com

**ENCORE RETAIL DEVELOPMENT COMPANY LP
1705 WEST NORTHWEST HIGHWAY
SUITE 260
GRAPEVINE, TEXAS 76051**

TEL 817-329-7343
FAX 817-481-1544

February 28, 2018

City of Grapevine
% Ron Stombaugh
200 S. Main Street
Grapevine, TX 76051

Re: Billingsley Development Project Zoning Case - Hwy 121 and Grapevine Mills Boulevard

City of Grapevine P&Z and City Council:

As an owner of property immediately adjacent to the proposed Billingsley Company multi-family residential and retail development at Hwy 121 and Grapevines Mills Parkway (as shown on the attached Exhibit A), I would like to register our support for the project and the proposed Zoning change required to allow the multi-family development component. It is our opinion that the combined use development that has been proposed is the highest and best use for this property and will add value to both this immediate area and the City of Grapevine.

We encourage both the P&Z and City Council to take the steps necessary to allow this development to go forward. Thank you.



Dennis H. Clark
President, Finale Management Company LC
General Partner, Encore Retail Development Company LP

BAY WEST GROUP

2 HENRY ADAMS STREET, SUITE 450
SAN FRANCISCO, CALIFORNIA 94103

415 / 552-7700
FAX 415 / 552-7760

City of Grapevine
Department of Development Services
Ron Stombaugh, Director of Development Services
200 South Main Street
Grapevine, Texas 76051

March 5, 2018

RE: The Charleston at Grapevine

Dear Mr. Stombaugh,

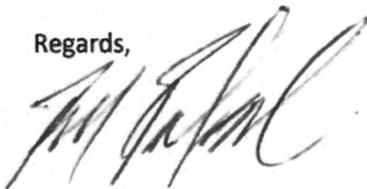
On behalf of the owners of the "Lone Star Crossing," a project neighbor, I am pleased to provide a letter of endorsement for the Charleston of Grapevine project. The Billingsley Company has shared their project plans and reviewed them in detail with us. In our view the project is well thought out and is being developed to a very high standard. We welcome the additional housing units, which we see as critical to the future economic viability of the city.

We have been owners and operators of retail focused real estate in this market for almost ten years. Over our tenure we have seen a dramatic shift in demand for traditional retail product as on-line sales cannibalize the traditional brick and mortar system of delivering consumer products across the country. Our view, which is consistent with most developers, is that demand for traditional suburban retail real estate is going to continue to evolve towards more entertainment focused projects. The Shacks being proposed as part of the larger Billingsley project represents a great example of where retail is going.

Grapevine is positioned nicely for luxury multi-family product and is well represented by what Billingsley is proposing. This project, along with other projects, will help increase demand for retail. We have received little interest from traditional retail tenants on our land holdings in Grapevine. The additional housing stock will be a benefit to the community, our project and the city of Grapevine.

Moreover, the Charleston will provide substantial short and long term economic benefits to the community of Grapevine. The scale of the project will create many short term, high paying construction jobs, and also several permanent long term retail service jobs. We strongly support the project and believe it will set a high standard for how mixed use projects create vitality in the city Grapevine.

Regards,



Bill Poland

February 30, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

The Leather Sofa Co., located at 3100 Grapevine Mills Parkway, Suite 103, Grapevine, TX 76051, is writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards,

By: The Leather Sofa Co.
Name: Rob Herman
Title: Leather Specialist

February 13, 2018

City of Grapevine
200 S. Main Street
Grapevine, Texas 76051

Dear City of Grapevine Planning and Zoning Commissioners and City Council:

As the general manager of Fuzzy's Taco Shop located at 3100 Grapevine Mills Parkway, Suite 101, Grapevine, TX 76051, I'm writing to you regarding the proposed change in zoning for the property situated on the west side of State Highway 121, south of Grapevine Mills Blvd., and north of Stars and Stripes Way, as shown on the attached Exhibit A.

After reviewing the proposed plans, we are fully in favor of the change in zoning to allow multi-family residential development at the location. We believe this is the highest and best use for this site. The addition of up to 422 multi-family units will bring life and pedestrian activity to the area; thereby, improving our business. This increase in business will result in more tax revenue for the City of Grapevine.

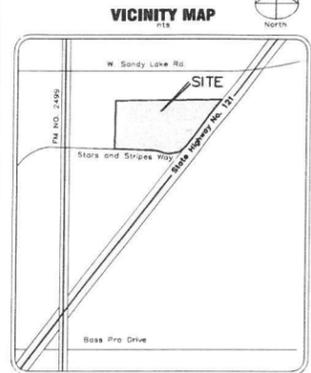
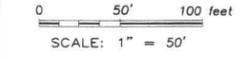
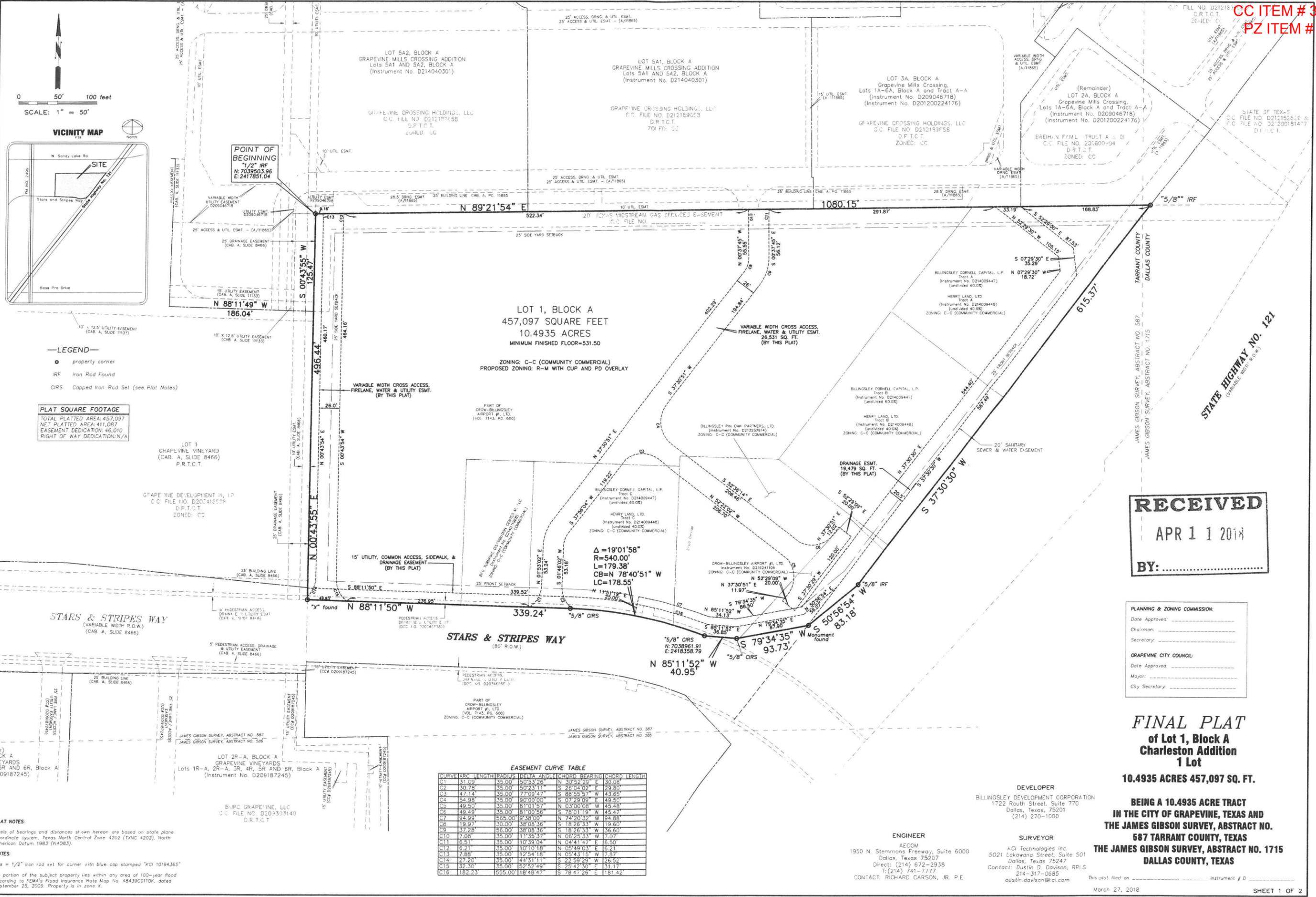
In closing, we urge the City of Grapevine Planning and Zoning Commissions and City Council to promptly approve this case.

Regards,



Lindsey Hodge
General Manager

CC ITEM # 30
PZ ITEM # 8



LEGEND

- property corner
- IRF Iron Rod Found
- CIRS Capped Iron Rod Set (see Plat Notes)

PLAT SQUARE FOOTAGE

TOTAL PLATTED AREA: 457,097
NET PLATTED AREA: 411,087
EASEMENT DEDICATION: 46,010
RIGHT OF WAY DEDICATION: N/A

PLAT NOTES

Basis of bearings and distances shown herein are based on state plane coordinate system, Texas North Central Zone 4202 (TXNCR 4202), North American Datum 1983 (NAD83).

Notes:
CIRS = 1/2" iron rod set for corner with blue cap stamped "KCI 10194365"
No portion of the subject property lies within any area of 100-year flood according to FEMA's Flood Insurance Rate Map No. 48439C0110K, dated September 25, 2009. Property is in zone X.

EASEMENT CURVE TABLE

CURVE	ARC LENGTH	RADIUS	DELTA ANGLE	CHORD BEARING	CHORD LENGTH
C1	31.09	35.00	50°53'26"	N 30°52'29" E	30.08
C2	30.78	35.00	50°23'11"	S 26°04'02" E	29.80
C3	47.14	35.00	77°09'47"	S 88°55'57" W	43.65
C4	54.98	35.00	90°00'00"	S 07°29'09" E	49.50
C5	49.50	35.00	81°01'57"	N 03°00'08" W	45.48
C6	49.49	35.00	81°00'56"	S 78°01'19" W	45.47
C7	94.99	555.00	9°38'00"	N 74°20'32" W	94.88
C8	119.97	555.00	138°03'36"	S 15°28'33" W	119.60
C9	37.28	55.00	38°08'36"	S 15°28'33" W	36.60
C10	7.08	35.00	11°35'37"	N 06°25'33" W	7.07
C11	6.51	35.00	10°39'04"	N 04°41'47" E	6.50
C12	6.21	35.00	10°10'18"	N 05°49'03" E	6.21
C13	7.88	35.00	12°54'18"	N 05°43'15" W	7.87
C14	27.20	35.00	44°31'11"	S 22°59'29" W	26.52
C15	32.30	35.00	52°52'49"	S 25°42'30" E	31.17
C16	182.23	555.00	118°48'47"	S 78°47'26" E	181.42

RECEIVED
APR 11 2018
BY:

PLANNING & ZONING COMMISSION:
Date Approved: _____
Chairman: _____
Secretary: _____

GRAPEVINE CITY COUNCIL:
Date Approved: _____
Mayor: _____
City Secretary: _____

FINAL PLAT
of Lot 1, Block A
Charleston Addition
1 Lot
10.4935 ACRES 457,097 SQ. FT.

**BEING A 10.4935 ACRE TRACT
IN THE CITY OF GRAPEVINE, TEXAS AND
THE JAMES GIBSON SURVEY, ABSTRACT NO. 1715
587 TARRANT COUNTY, TEXAS
DALLAS COUNTY, TEXAS**

DEVELOPER
BILLINGSLEY DEVELOPMENT CORPORATION
1722 Routh Street, Suite 770
Dallas, Texas, 75201
(214) 270-1000

ENGINEER
AECOM
1950 N. Stemmons Freeway, Suite 6000
Dallas, Texas 75207
Direct: (214) 672-2938
T: (214) 741-7777
CONTACT: RICHARD CARSON, JR. P.E.

SURVEYOR
KGI Technologies Inc.
5021 Lakawana Street, Suite 501
Dallas, Texas 75247
Contact: Dustin D. Davison, RPLS
214-317-0685
dustin.davison@kci.com

This plat filed on _____ instrument # D _____
March 27, 2018 SHEET 1 OF 2

STATE OF TEXAS
COUNTY OF TARRANT
CITY OF GRAPEVINE

The Planning and Zoning Commission of the City of Grapevine, Texas met in Regular Session on this the 20th day of March 2018 in the Planning and Zoning Conference Room, 200 South Main Street, 2nd Floor, Grapevine, Texas with the following members present-to-wit:

Larry Oliver	Chairman
B J Wilson	Vice-Chairman
Monica Hotelling	Member
Gary Martin	Member
Beth Tiggelaar	Member
Dennis Luers	Member
Robert Rainwater	Alternate

constituting a quorum with Jimmy Fechter absent and the following City Staff:

Ron Stombaugh	Development Services Assistant Director
John Robertson	Engineering Manager
Albert Triplett, Jr.	Planner II
Susan Batte	Planning Technician

CALL TO ORDER

Chairman Oliver called the meeting to order at 7:00 p.m.

BRIEFING SESSION

ITEM 1.

Chairman Oliver announced the Planning and Zoning Commission would conduct a work session relative to the following cases:

CU17-30	MINTERS CHAPEL ROAD
CU18-07	CAMP BOW WOW
CU18-09	GRAPEVINE POWERSPORTS
HL17-04	428 EAST WALL STREET
HL18-01	221 AUSTIN STREET

Chairman Oliver closed the Briefing Session at 7:17 p.m.

JOINT PUBLIC HEARINGS

Mayor Tate called the meeting to order at 7:30 p.m. in the City Council Chambers. Items 2-7 of the Joint Public Hearings were held in the City Council Chambers. The Planning and Zoning Commission recessed to the Planning and Zoning Conference Room, Second Floor to consider published agenda items.

PLANNING AND ZONING COMMISSION REGULAR SESSION

CALL TO ORDER

Chairman Oliver called the Planning and Zoning Commission deliberation session to order at 8:13 p.m.

Jimmy Fechter left the meeting at this 8:17 p.m.

ITEM 8 – CONDITIONAL USE APPLICATION CU17-30 MINTERS CHAPEL ROAD

First for the Commission to consider and make recommendation to City Council was conditional use application CU17-30 submitted by Eugene Middleton for property located at 923 and 925 Minters Chapel Road and proposed to be platted as Lots 1R1 & 1R2, Block 1, HFCC Addition. The applicant was requesting a conditional use permit to establish a planned industrial park. The applicant will construct a one story, 14,240 s.f. structure on the southern half of the property for office/warehouse uses.

In the Commission's deliberation session, Dennis Luers moved to approve conditional use application CU17-30. Monica Hotelling seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 9. FINAL PLAT LOTS 1R1 & 1R2, BLOCK 1, HFCC ADDITION

Next for the Commission to consider and make recommendation to the City Council was the Statement of Findings and Final Plat Application of Lots 1R1 and 1R2, Block 1, HFCC Addition. The applicant was final platting 1.94 acres for the development of office/warehouse space.

In the Commission's deliberation session, B J Wilson moved to approve the Statement of Findings and Final Plat Application of Lots 1R1 and 1R2, Block 1, HFCC Addition. Gary Martin seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 10 – CONDITIONAL USE APPLICATION CU18-07 CAMP BOW WOW

Next for the Commission to consider and make recommendation to City Council was conditional use application CU18-07 submitted by Charles and Linda Grady for property located at 1200 Texan Trail #300 and platted as Lot 1, DFW Freight Centre Addition. The applicant was requesting a conditional use permit to allow for an 11,290 s.f. pet day care with overnight boarding.

In the Commission's deliberation session, Monica Hotelling moved to approve conditional use application CU18-07. Dennis Luers seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 11 – CONDITIONAL USE APPLICATION CU18-09 GRAPEVINE POWERSPORTS

Next for the Commission to consider and make recommendation to City Council was conditional use application CU18-09 submitted by Eugene Valentine for property located at 4120 William D Tate Avenue and platted as Lot 4R1, Block 1, Tom Thumb No. 1 Addition. The applicant was requesting a conditional use permit to amend the previously approved site plan of CU02-30 (Ord. 02-61) for a planned commercial center, specifically to allow a motorcycle dealership with sales, service and display of new and used vehicles and associated equipment and outdoor speakers.

In the Commission's deliberation session, B J Wilson moved to approve conditional use application CU18-09 with the condition that outdoor speakers shall not be allowed. Monica Hotelling seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 12. HISTORIC LANDMARK SUBDISTRICT HL17-04, 428 EAST WALL STREET

Next for the Commission to consider and make recommendation to City Council was historic landmark subdistrict HL17-04 for property located at 428 East Wall Street and platted as Lot 6R, G E Hurst Subdivision. The applicant is requesting designation as a historical landmark sub-district. Such sub-district may include buildings, land, areas, or districts of historical, architectural, archaeological or cultural importance or value that merit protection, enhancement, and preservation in the interest of the culture, prosperity, education, and welfare of the people.

In the Commission's regular session, Monica Hotelling moved to approve historic landmark subdistrict HL17-04. Robert Rainwater seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 13. HISTORIC LANDMARK SUBDISTRICT HL18-01, 221 AUSTIN STREET

Next for the Commission to consider and make recommendation to City Council was historic landmark subdistrict HL18-01 for property located at 221 Austin Street and platted as Lot 1R, Block 103, College Heights. The applicant is requesting designation as a historical landmark sub-district. Such sub-district may include buildings, land, areas, or districts of historical, architectural, archaeological or cultural importance or value that merit protection, enhancement, and preservation in the interest of the culture, prosperity, education, and welfare of the people.

In the Commission's regular session, B J Wilson moved to approve historic landmark subdistrict HL18-01. Robert Rainwater seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 14. PRELIMINARY PLAT LOTS 1-4, BLOCK 1, CEDAR PARK ADDITION

Next for the Commission to consider and make recommendation to the City Council was the Statement of Findings and Preliminary Plat Application of Lots 1-4, Block 1, Cedar Park Addition. The applicant was preliminary platting 1.287 acres for the development of four residential lots.

In the Commission's deliberation session, Dennis Luers moved to approve the Statement of Findings and Preliminary Plat Application of Lots 1-4, Block 1, Cedar Park Addition. B J Wilson seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 15. FINAL PLAT LOTS 1-4, BLOCK 1, CEDAR PARK ADDITION

Next for the Commission to consider and make recommendation to the City Council was the Statement of Findings and Final Plat Application of Lots 1-4, Block 1, Cedar Park Addition. The applicant was final platting 1.287 acres for the development of four residential lots.

In the Commission's deliberation session, B J Wilson moved to approve the Statement of Findings and Final Plat Application of Lots 1-4, Block 1, Cedar Park Addition. Monica Hotelling seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 16. PRELIMINARY PLAT LOTS 1-5, BLOCK 1, KIMBALL GLEN ADDITION

Next for the Commission to consider and make recommendation to the City Council was the Statement of Findings and Preliminary Plat Application of Lots 1-5, Block 1, Kimball Glen Addition. The applicant was preliminary platting 1.426 acres for the development of five residential lots.

In the Commission's deliberation session, B J Wilson moved to approve the Statement of Findings and Preliminary Plat Application of Lots 1-5, Block 1, Kimball Glen Addition. Monica Hotelling seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ITEM 17. CONSIDERATION OF MINUTES

Next for the Commission to consider were the minutes of the February 15, 2018, Planning and Zoning Workshop.

B J Wilson moved to approve the February 15, 2018 Planning and Zoning Workshop minutes. Monica Hotelling seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

Next for the Commission to consider were the minutes of the February 20, 2018, Planning and Zoning Public Hearing.

Gary Martin moved to approve the February 20, 2018 Planning and Zoning Public Hearing with the condition that Jimmy Fechter is removed from the voting as he was absent at the meeting. Robert Rainwater seconded the motion, which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater
Nays: None

ADJOURNMENT

With no further business to discuss, Gary Martin moved to adjourn the meeting at 8:24

p.m. Monica Hotelling seconded the motion which prevailed by the following vote:

Ayes: Oliver, Wilson, Hotelling, Martin, Tiggelaar, Luers and Rainwater

Nays: None

PASSED AND APPROVED BY THE PLANNING AND ZONING COMMISSION OF THE CITY OF GRAPEVINE, TEXAS ON THIS THE 17TH DAY OF APRIL 2018.

APPROVED:

CHAIRMAN

ATTEST:

PLANNING TECHNICIAN