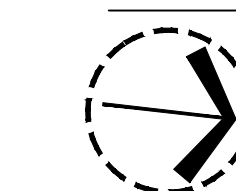


VICINITY MAP
NTS

Site Acreage:	+/- 6.02 Ac.
Tax Parcel #:	199-241-57, 58 and 61
Existing Zoning:	CC (LLW-PA); MUDD-O LLW-PA
Proposed Zoning:	CC SPA (LLW-PA); MUDD-O SPA (LLW-PA)
Existing Uses:	Vacant
Proposed Uses:	Uses permitted by right and under prescribed conditions together with accessory uses, as allowed in the CC and MUDD zoning districts (As more specifically described below).
Maximum Gross Square feet of Development:	Up to 6,000 square feet of gross floor area and a hotel with up to 125 rooms.
Maximum Building Height:	As allowed by the Ordinance in the area zoned CC. In the area Zoned MUDD-O building height will be limited to 75 feet. Height to be measured as defined by the Ordinance.
Parking:	As required by the Ordinance for the portion of the Site zoned CC and a minimum of one space per 250 gross square feet of building area for the portion of the Site zoned MUDD-O

SITE LEGEND



SITE ACCESS



PUBLIC STREET



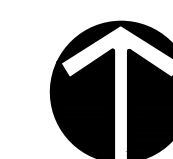
PRIVATE STREET



BUILDING EDGE



- LOW WALL/ LANDSCAPE EDGE



Steele Creek 1997 Limited Partnership
Development Standards
Rezoning Petition No. 2016-00 (Charlotte Premium Outlets)

Site Development:

- Accesses: 6
- Tax Parcel #: 199-241-57, 58 and 61
- Existing Zoning: CC (LLW-PA), MUDD-O-LLW-PA
- Proposed Zoning: CC SPA (LLW-PA), MUDD-O-SPA (LLW-PA)
- Existing Laws: None
- Proposed Uses: Uses permitted by right and under prescribed conditions together with accessory uses, as allowed in the CC and MUDD zoning districts (as more specifically described below).
- Maximum Gross Square feet of development: Up to 6,000 square feet of gross floor area and a hotel with up to 125 rooms.
- Maximum Building Height: As allowed by the Ordinance in the area zoned CC. In the area Zoned MUDD-O building height will be limited to 75 feet. Height to be measured as defined by the Ordinance.
- Parking: As required by the Ordinance for the portion of the Site zoned CC and a minimum of one space per 250 gross square feet of building area for the portion of the Site zoned MUDD-O.

1. General Provisions:

- Development Standards form a part of the Rezoning Plan associated with the Rezoning Petition filed by Steele Creek 1997 Limited Partnership to accommodate development of retail use and a hotel on an approximately 6.02 acre site located south of Shopton Road, east of Dixie River Road, north of Steele Creek Road and west of I-485 (the "Site").
 - Development of the Site will be governed by the Rezoning Plan as well as the applicable provisions of the City of Charlotte Zoning Ordinance (the "Ordinance"). Unless the Rezoning Plan establishes more stringent standards, the regulations established under the Ordinance for the C classification for portions of the Site so designated on the Rezoning Plan, and the MUDD zoning district classification for the portions of the Site so designated on the Rezoning Plan (subject to the Optional Provisions provided below), shall govern all development taking place on the Site.
 - Graphics and Alterations. The schematic depictions of the uses, parking areas, sidewalks, structures and buildings, building elevations, driveways, streets and other development matters and site elements (collectively the "Development/Site Elements") set forth on the Rezoning Plan should be reviewed in conjunction with the provisions of these Development Standards. The layout, locations, sizes and form/development of the Development/Site Elements depicted on the Rezoning Plan as graphic representations of the Development/Site elements proposed. Changes to the Rezoning Plan not anticipated by the Rezoning Plan will be reviewed and approved as allowed by Section 6.207 of the Ordinance.
- Since the project has not undergone the design development and construction phases, it is intended that this Rezoning Plan provide for flexibility in allowing some alterations or modifications from the graphic representations of the Development/Site Elements. Therefore, there may be instances where minor modifications will be allowed without requiring the Administrative Amendment Process per Section 6.207 of the Ordinance. These instances would include changes to graphics if they are:
- minor and don't materially change the overall design intent depicted on the Rezoning Plan; or
 - modifications to move structures graphically depicted on the Rezoning Plan closer to adjacent properties in a residential district or abutting residential use but no closer than the "external building line" (in this case the external setbacks, rear yards or buffer areas) indicated on Sheet RZ-1.

The Planning Director will determine if such minor modifications are allowed per this amended process, and if it is determined that the alteration does not meet the criteria described above, the Petitioner shall then follow the Administrative Amendment Process per Section 6.207 of the Ordinance; in such instance, however, subject to the Petitioner's appeal rights set forth in the Ordinance.

- Notwithstanding the number of buildings shown on the Rezoning Plan, the total number of principal buildings to be developed on the Site shall not exceed three (3). Accessory buildings and structures located on the Site shall not be considered in any limitation on the number of buildings on the Site. Accessory buildings and structures will be constructed utilizing similar building materials, colors, architectural elements and designs as the principal buildings located within the same Development Area as the accessory structure/building.
- Exclusions for Calculation of Maximum Development Levels. For purposes of the development limitations set forth in the Development Standards (but not to be construed as a limitation on FAR requirements), the following items will not be counted as part of the allowed gross floor area (as defined by the Ordinance) for the Site: surface or structured parking facilities, all loading dock areas (open or enclosed), and outdoor dining areas whether on the roof of the buildings(s) at street level (parking for outdoor dining areas will be provided as required by the Ordinance or these development standards).

Proposed circulation and street network/connectivity is generally shown on the Rezoning Plan to illustrate: (i) a public street connecting Walker Branch Drive to Steelecraft Parkway, (ii) a private street running east to west along the northern portion of the Site, and (iii) a private drive running north to south connecting the street on the southern portion of the Site to the private street on the northern portion of the Site. To allow for the future market demand and the accompanying flexibility in the specific design of the Site, the final location and alignment of these proposed connections will be determined at the time of development and the site plan approval process.

2. Permitted Uses & Development Area Limitation:

- Subject to the restrictions and limitations listed below, the Principal buildings constructed on the Site may be developed with up to 6,000 square feet of gross floor area of uses permitted by right and under prescribed conditions and a hotel with up to 125 rooms (subject to conversion rights set forth below), together with accessory uses and under prescribed conditions in the Commercial Center (CC) and MUDD-O zoning districts, as applicable.
- For ease of reference, the Rezoning Plan sets forth two (2) development areas as generally depicted on the Technical Data Sheet as Development Areas B and F (each a "Development Area" and collectively the "Development Areas"). Development Areas B, will be zoned MUDD-O-SPA (LLWPA), and Development Areas F will be zoned CC SPA (LLWPA).
- Within Development Area F the total allowed square footage of the Principal buildings will be limited to 6,000 square feet of gross floor area for retail and/or restaurant uses with an accessory drive-through window.
- One hotel with up to 125 rooms will be allowed within Development Areas B.

- "Building Edges" have been provided within portions of Development Areas B and F as generally depicted on the Technical Data Sheet. The buildings constructed within Development Areas B and F must adhere to the Building Edges generally depicted on the Technical Data Sheet (plaza outdoor dining areas will be considered part of the buildings for the purposes of compliance with this provision). Vehicular parking and maneuvering may be located between the proposed building and such Building Edge, provided that: (i) the amount of vehicular parking and maneuvering allowed between the building and the Building Edge will be limited to one row of parking and/or one drive thru lane; (ii) a low wall (2.0' to 2.5' feet high) and low accent planting will be provided between the drive thru lane or parking area and the adjacent street; and (iii) such wall will be constructed of building materials generally compatible with the buildings within the applicable Development Area. Other buildings constructed within Development Areas B and F that do not abut a Building Edge shall not have to comply with these restrictions. Without limiting the provisions of Sections 1 and 2 above, the schematic representations of the design treatment for the development within Development Areas B and F generally depicted on Sheet RZ-2 are merely schematic in nature and may be altered in a manner consistent with the Building Edges provisions described above. In addition, the provisions of this Section may be altered to permit greater flexibility in development as allowed by the Administrative Amendment provisions of the Ordinance.

3. Optional Provisions for MUDD-O Areas:

The following optional provisions shall apply to the portions of the Site designated MUDD-O on the Technical Data Sheet (i.e. Development Areas A, B, C and D) as more particularly described below:

- To allow vehicular parking, maneuvering and service between the proposed buildings and: (i) I-485; (ii) Dixie River Road; (iii) Shopton Road; and (iv) the interior public streets, in the manner generally depicted on the Rezoning Plan and in accordance with the "Building Edges" provisions set forth in Sections 3(i) and (g).
- To allow along the other public street frontages of Development Areas B and F one (1) shopping center sign per street front, these signs may be up to 30 feet high and contain up to 150 square feet of sign area.
- To allow one (1) detached identification sign for each building located within Development Areas B. These detached identification signs may be up to four (4) feet high and contain up to 50 square feet of sign area.
- To allow wall signs to have up to 200 square feet of sign surface area per wall or 10% of the wall area to which they are attached, whichever is less, within Development Areas B.
- To allow any of the detached signs allowed by the Ordinance or these Optional Provisions to be placed within the setbacks or landscape areas indicated on the Rezoning Plan, provided, however, such the detached signs are located a minimum of 14 feet behind the back of curb of the abutting public street.
- To not require driveways to be recessed into the face of the building(s) with Development Areas B.

Note: The optional provisions regarding signs are additions to the standards for signs in the MUDD district and should be used in conjunction with and in addition to the normal MUDD sign regulations.

4. Access:

- Access to the Site will be from Dixie River Road, Trojan Drive and Shopton Road as generally depicted on the Rezoning Plan.
- The number and location of access points to the internal public streets will be determined during the building permit process.
- The private streets generally depicted on the Technical Data Sheet will be designed to meet the "Office-Narrow" cross-section as identified in City of Charlotte Subdivision Ordinance in existence at the time of approval of this Petition.
- A sidewalk network as generally depicted by the pedestrian circulation plan set forth on Sheet RZ-4 of the Rezoning Plan will be provided. The minimum width of the sidewalks indicated will be six (6) feet.
- The alignment of the internal public and private streets, vehicular circulation and driveways may be modified by the Petitioner to accommodate changes in traffic patterns, parking layouts and any adjustments required by approval by the Charlotte Department of Transportation (CDOT) in accordance with published standards.

5. Transportation Improvements:

1. Proposed Improvements:

The Petitioner plans to provide or cause to be provided on its own or in cooperation with other parties who may implement portions of the improvements, the improvements set forth below to benefit overall traffic patterns throughout the area in accordance with the following implementation provisions:

The following Transportation Improvements are also illustrated on Figure 11a and 11b on Sheet RZ-4 of the Rezoning Plan. The figures on Sheet RZ-4 are to be used in conjunction with the following notes to determine the extent of the proposed improvements (reference to a number or letter when describing an improvement corresponds to the number or letter found on Figure 11a and 11b for the proposed improvement).

a. Improve Dixie River between Steele Creek Road (NC 160) and Shopton Road as follows:

- Construct a second westbound through lane on Dixie River Road within the existing cross-section (median reduction/pavement marking modifications) for the majority of its length that commences as a combined through-right turn lane at Proposed Access "B" and terminates as the existing westbound left turn lane at Shopton Road; and
- Construct a second eastbound through lane on Dixie River Road within the existing cross-section (median reduction/pavement marking modifications) for the majority of its length that commences as a combined through-right turn lane at Proposed Access "B" and terminates as the existing westbound left turn lane at Shopton Road.

b. Improve Steele Creek Road Between I-485 Outer Ramps & Dixie River Road as follows:

- Construct a 3rd southbound through lane in Steele Creek Road that commences at the I-485 Outer Exit Ramp and terminates as the existing right turn lane at Dixie River Road (approximately 1,175 feet in length).
- Improve Steele Creek Road (NC 160) & Brown-Grier Road (Intersection # 1) as follows:
 - Construct a northbound right turn lane on Steele Creek Road with a minimum of 200 feet of storage and a 150-foot bay taper
- Improve Steele Creek Road (NC 160) & Dixie River Road (Intersection # 3) as follows:
 - Re-mark the existing painted out northbound left turn lane on Steele Creek Road to a 2nd left turn lane (300 feet of storage and a 250-foot bay taper);
 - Construct a 2nd eastbound left turn lane on Dixie River Road (within the existing median) with 400 feet of storage (matching the existing left turn lane) and a 200-foot bay taper;
 - Mark-out the existing outer eastbound left turn lane for an eventual through lane for the future Berewick Commons office development on the east side of Steele Creek Road; and
 - Extend the existing southbound left turn lane storage on Steele Creek Road from 150 feet to 225 feet with a 150-foot bay taper
- Improve Steele Creek Road (NC 160) & Trojan Drive/Rigby Road (Intersection # 4) as follows:
 - Extend the existing raised median on Steele Creek Road a minimum of 100 feet north of Trojan Drive/Rigby Road to eliminate the possibility of left entering vehicles or left exiting vehicles. The northbound left turn lane at Trojan Drive will be removed; and
 - Construct a southbound right turn lane on Steele Creek Road with 100 feet of storage and a 150-foot bay taper

f. Improve Steele Creek Road (NC 160) & I-485 Outer Ramps (Intersection # 5) as follows:

- Construct an eastbound right turn lane on the I-485 Outer Exit Ramp with a minimum of 1,150 feet of storage and a 200-foot bay taper (the existing eastbound combined through-right turn lane will remain as is).
- Improve Steele Creek Road (NC 160) & Inner Ramps (Intersection # 6) as follows:
 - Re-mark the existing westbound combined through-right turn lane to a combined through-left turn lane on the I-485 Inner Exit Ramp; and
 - Construct a westbound right turn lane on the I-485 Inner Exit Ramp with a minimum of 275 feet of storage and a 200-foot bay taper.
- Improve Steele Creek Road (NC 160) & Shopton Road (Intersection # 7) as follows:
 - Re-mark the existing westbound through lane to a 2nd left turn lane on Shopton Road with 225 feet of storage and a 200-foot bay taper; and
 - Extend the existing westbound right turn lane 150 feet on Shopton Road to the existing retail driveway and re-mark to a combined through-right turn lane; and
 - With the introduction of this 2nd left turn lane the southwest corner of the intersection will need to be modified with new pavement (to safely maneuver larger vehicles without crossing into the adjacent travel lane) that terminates at the existing right turn lane on Steele Creek Road (CVS pharmacy - approximately 125 feet in length).

i. Contribute Funds for the future Signalization of the Intersection Dixie River Road & Shopton Road (Intersection # 9) as follows:

- Provide up to \$86,000.00 toward the cost of the future installation of a traffic signal at this intersection (after a traffic signal warrant analysis is performed by CDOT or NCDOT and the traffic warrants for the intersection are met). Petitioner's contribution will not exceed the amount stated above.

j. Improve Dixie River Road & Proposed Access A (Intersection 10A) as follows:

- Construct Proposed Access "A" with one northbound ingress lane and one southbound egress lane. The existing median on Dixie River Road will eliminate the possibility of left entering vehicles or left exiting vehicles; and
- Re-mark as a combined through-right turn lane the existing westbound outer through lane on Dixie River Road.

k. Improve Dixie River Road & Proposed Access B (Intersection 10B) as follows:

- Signalize the intersection, (the cost of the proposed signal to be shared with the developer of Berewick Town Center);
- The existing eastbound left turn lane with 260 feet of storage on Dixie River Road is acceptable as is;
- Construct dual southbound left turn exit lanes on Proposed Access "B" with 150 feet of storage and a 100-foot bay taper;
- Construct a southbound (future combined thru-right) right turn exit lane on Proposed Access "B";
- Construct Proposed Access "B" with one northbound entering lane;
- The existing westbound right turn lane on Dixie River Road should be extended as a second through lane (the outer lane will be a combined through-right turn lane at Proposed Access "B") where the new through lane constructed in the existing median terminates at the existing westbound left turn lane at Shopton Road (for all intersections on Dixie River Road); and
- Construct a second eastbound through lane on Dixie River Road that commences at a point east of Shopton Road and terminates as the existing eastbound outermost left turn lane at Steele Creek Road (for all intersections on Dixie River Road).

l. Improve Dixie River Road & Proposed Access "C" (Intersection 10C) as follows:

- Petitioner to fund the full cost of the installation of traffic signal at this intersection;
- The existing eastbound left turn lane with 260 feet of storage and the existing westbound left turn lane with 560 feet of storage on Dixie River Road are acceptable as is;
- Construct a westbound right turn lane on Dixie River Road with 100 feet of storage and a 100-foot bay taper; and
- Construct dual southbound left turn exit lanes with include 200 feet of storage and a 100-foot bay taper and the outer left turn lane will terminate from the inner through lane from the Trojan Drive Proposed Access "K" intersection. The southeast corner of the intersection will be widened with a 100-foot turn in order to safely maneuver larger vehicles without crossing into the adjacent travel lane;

m. Improve Dixie River Road & Proposed Access "D" (Intersection 10D) as follows:

- Construct Proposed Access "D" with one northbound ingress lane and one southbound egress lane. The existing median on Dixie River Road will eliminate the possibility of left entering vehicles or left exiting vehicles; and
- The existing westbound through lane on Dixie River Road will be re-marked as a combined through-right turn lane;

n. Improve Dixie River Road & Proposed Access "E" (Intersection 10E) as follows:

- Construct a roundabout with the following lanage: 14-foot wide ingress lanes (two on each of the two Dixie River legs and one on the Proposed Access "E" leg) and two 14-foot wide egress lanes (two on each of the two Dixie River legs and one on the Proposed Access "E" leg). The roundabout will generally consist of a minimum 65-foot wide diameter island, a 7-foot wide truck apron, two 16-foot wide circulating lanes, and 8-foot wide bike lanes on both sides of Dixie River Road (16-foot wide inscribed diameter).

o. Improve Dixie River Road & Proposed Access "F" (Intersection 10F) as follows:

- Construct Proposed Access "F" with one northbound ingress lane and one southbound egress lane. The existing median on Dixie River Road will eliminate the possibility of left entering vehicles or left exiting vehicles; and
- The existing westbound through lane on Dixie River Road will be re-marked as a combined through-right turn lane.

p. Improve Trojan Drive & Proposed Access "G" (Intersection 10G) as follows:

- With one eastbound and westbound through lane on Trojan Drive with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N");
- Create with pavement markings and eastbound and westbound left turn lane on Trojan Drive with 100 feet of storage each within the existing TWLTL described above;
- Construct Proposed Access "G" with a northbound left turn egress lane with 100 feet of storage;
- Construct Proposed Access "G" with a northbound combined thru-right egress lane (opposite Old Trojan Drive); and
- Construct Proposed Access "G" with one southbound ingress lane.

q. Improve Trojan Drive & Proposed Access "H" (Intersection 10H) as follows:

- With one eastbound and westbound through lane on Trojan Drive with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). An eastbound left turn lane with a minimum of 100 feet of storage will be marked within the TWLTL; and
- Proposed Access "H" with 150 feet of stem length with one northbound entering lane and two southbound exit lanes (separate left and right lanes).

r. Improve Trojan Drive & Proposed Access "I" (Intersection 10I) as follows:

- With one eastbound and westbound through lane on Trojan Drive with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). An eastbound left turn lane with a minimum of 100 feet of storage will be marked within the TWLTL; and
- Proposed Access "I" with 225 feet of stem length with one southbound entering lane and two northbound exit lanes (separate left and right lanes).

s. Improve Trojan Drive & Proposed Access "J" (Intersection 10J) as follows:

- With one eastbound and westbound through lane on Trojan Drive with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). An eastbound left turn lane with a minimum of 100 feet of storage should be marked within the TWLTL; and
- Proposed Access "J" with 150 feet of stem length with one southbound entering lane and two northbound exit lanes (separate left and right lanes).

t. Improve Private Drive/Private Street & Proposed Access "K" (Intersection 10K) as follows:

- With one eastbound and westbound through lane on Trojan Drive/Private Street with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). A westbound left turn lane with 75 feet of storage and an eastbound left turn lane with 100 feet of storage should be marked within the TWLTL. Trojan Drive/Private Street will be under stop sign control at this intersection (Proposed Access "K" will be a free-flow movement);
- A westbound right turn lane on Trojan Drive with 100 feet of storage and a 100-foot bay taper;
- An eastbound right turn lane on Private Street with 100 feet of storage and a 100-foot bay taper;
- The south leg of Proposed Access "K" will include the inner northbound lane as a combined through-left turn lane and the outer northbound leg will be a combined thru-right turn lane; and
- Proposed Access "K" with 300 feet of stem length, with one northbound entering lane and two southbound exit lanes (the inner lane is a combined through-left turn lane and the outer lane is a combined through-right turn lane).

u. Improve Private Street & Proposed Access "L" (Intersection 10L) as follows:

- With one eastbound and westbound through lane on Trojan Drive with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). A westbound left turn lane with a minimum of 100 feet of storage should be marked within the TWLTL; and
- Proposed Access "L" with 150 feet of stem length with one southbound entering lane and two northbound exit lanes (separate left and right lanes).

v. Improve Private Street & Proposed Access "M" (Intersection 10M) as follows:

- With one eastbound and westbound through lane on Private Street with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Shopton Road (the TWLTL will terminate as a westbound left turn lane at Proposed Access "N"). An eastbound and westbound left turn lane with 100 feet of storage should be marked within the TWLTL. Private Street will be under stop sign control at this intersection (Proposed Access "M" will be a free-flow movement);
- A westbound right turn lane on Private Street with 100 feet of storage and a 100-foot bay taper;
- The south leg of Proposed Access "M" will include a northbound left turn lane with 100 feet of storage and a combined thru-right turn lane; and
- Proposed Access "M" with a minimum of 175 feet of stem length, with one northbound entering lane and two southbound exit lanes (the inner lane terminates as a left turn lane and the outer lane is a combined through-right turn lane).

w. Improve Private Street & Proposed Access "N" (Intersection 10N) as follows:

- With one eastbound and westbound through lane on Private Street with a two-way left-turn lane (TWLTL) (three-lane section) commencing at Steele Creek Road and terminating at Proposed Access "N" (mark for 100 feet of storage); and
- Proposed Access "N" with 150 feet of stem length with one southbound entering lane and two northbound exit lanes (separate left and right lanes).

x. Improve Shopton Road & Private Street (Intersection 10O) as follows:

- Access "O" with one eastbound ingress lane and one westbound egress lane that terminates as a right turn lane;
- Construct a raised median on Shopton Road a minimum of five-feet wide that extends 100 feet north and south of the Private Street to eliminate the possibility of left entering vehicles or left exiting vehicles; and
- A northbound right-turn lane on Shopton Road with 100 feet of storage and a 150-foot bay taper.

y. Improve Shopton Road & Proposed Access "P" (Intersection 10P) as follows:

- Petitioner to fund the full cost of the installation of a traffic signal at this intersection;
- A northbound right turn lane on Shopton Road with 100 feet of storage and a 150-foot bay taper;
- A southbound left turn exit lane on Shopton Road with 150 feet of storage, a 100-foot bay taper, and a 500-foot through lane taper;
- An eastbound entering lane on Proposed Access "P"; and
- Separate westbound left (150 feet of storage) and right (termination) exit lanes on Proposed Access "P".

z. Improve Steele Creek Road & Proposed Access "B" (Intersection 10B) as follows:

- Construct proposed Access "B" with one westbound ingress lane (right-in-only).

II. Standards, Phasing and Other Provisions:

- CDOT/NCDOT Standards. All of the foregoing public roadway improvements will be subject to the standards and criteria of CDOT and NCDOT, as applicable, to the roadway improvements within their respective road system authority. It is understood that any improvements may be undertaken by the Petitioner on its own or in conjunction with other development or roadway projects taking place within the broad southwest Mecklenburg area, by way of a private-public partnership effort or other public sector project support.

b. Phasing and Substantial Compliance:

- Development B. The Petitioner will be allowed to obtain a certificate of occupancy for any one or all of the buildings located within Development Area B upon the substantial completion of the improvements listed above in Section 5.I.a. - z. of these Development Standards.

- Substantial Completion. Reference to "substantial completion" for certain improvements as set forth in the provisions of Section 5.II above shall mean completion of the roadway improvements in accordance with the standards set forth in Section 5.II.a above provided, however, in the event certain non-essential roadway improvements (as reasonably determined by CDOT) are not completed at the time that the Petitioner seeks to obtain a certificate of occupancy for the buildings on the Site in connection with related development phasing described above, then CDOT will instruct applicable authorities to allow the issuance of certificates of occupancy for the applicable buildings, and in such event the Petitioner may be asked to post a letter of credit or a bond for any improvements not in place at the time such a certificate of occupancy is issued to secure completion of the applicable improvements.

- Right-of-way Availability. It is understood that some of the public roadway improvements referenced in subsection a. above may not be possible without the acquisition of additional right of way. If after the receipt of "way" If after the exercise of diligent good faith efforts, the Petitioner is unable to acquire any land necessary to provide for any such additional right of way upon commercially reasonable terms and at market prices, then CDOT, the City of Charlotte Engineering Division or other applicable agency, department or governmental body agree to proceed with condemnation of any such land. In such event, the Petitioner shall reimburse the applicable agency, department or governmental body for the cost of any such condemnation proceedings including compensation paid by the applicable agency, department or governmental body for any such land and the expenses of such proceedings. Furthermore, in the event public roadway improvements referenced in subsection a. above are delayed because of delays in the acquisition of additional right-of-way as contemplated herein and such delay extends beyond the time that the Petitioner seeks to obtain a certificate of occupancy for the buildings on the Site in connection with related development phasing described above, then CDOT will instruct applicable authorities to allow the issuance of certificates of occupancy for the applicable buildings; provided, however, Petitioner continues to exercise good faith efforts to complete the applicable roadway improvements; in such event the Petitioner may be asked to post a letter of credit or a bond for any improvements not in place at the time such a certificate of occupancy is issued to secure completion of the applicable improvements.

- Alternative Improvements. Changes to the above referenced roadway improvements can be approved through the Administrative Amendment process upon the determination and mutual agreement of Petitioner, CDOT, Planning Director, and as applicable, NCDOT, provided, however, the proposed alternate transportation improvements provide (in the aggregate) comparable transportation network benefits to the improvements identified in this Petition.

- Special Requirements for Trojan Drive Extension. The interior public street referenced as Trojan Drive Extension on the Rezoning Plan will be considered an "Avenue" as defined in the City of Charlotte Subdivision Ordinance but connected substantially as shown by the cross-sections on Sheet RZ-4. The Petitioner reserves the right to provide a median along portions of this public street. If a median is added the median will be of sufficient width to accommodate trees as specified by the City of Charlotte Tree Ordinance.

6. Architectural Standards:

- The principal buildings constructed on the Site may use a variety of building materials. The building materials used will be a combination of the following: brick, stone, simulated stone, pre-cast stone, precast concrete, synthetic stone, stucco, EIFS or wood. Building materials for the principal buildings constructed within Development Area A will be limited to 60% EIFS excluding the Pedestrian Access Plaza as indicated below in Section 6.c. (the portions of the buildings located behind the loading area screen walls will not be included when calculating the percentage of allowed EIFS). Building materials for the principal buildings constructed within all of the other Development Areas will be limited to 40% EIFS.
- The Petitioner will coordinate the general appearance of the Site's building architecture, landscaping, signage and streetscape elements with the Berewick Development by utilizing generally similar building materials, colors, architectural details, streetscapes, landscape materials and landscape designs.
- The walls used to screen the service and loading areas of buildings on the Site will be designed as generally depicted on Sheet RZ-5a and RZ- 5b of the Rezoning Plan; special attention and additional details will be added to the screen walls that face Dixie River Road in the manner generally depicted on Sheet RZ-5a and RZ-5b of the Rezoning Plan.
- The service areas of the buildings constructed within Development Areas B will be screened from the adjoining streets with walls designed to match and complement the building architecture of the adjacent buildings. Architectural features such as, but not limited to, handrails, medallions, changes in color or design features or materials will be provided to avoid a sterile, unarticulated blank treatment of such walls.
- Retaining walls located on the Site will be treated with landscaping to help soften their appearance.
- Meter banks will be located behind the building and will be screened where visible from public view.
- Roof top HVAC and related mechanical equipment will be screened from public view at grade.

7. Streetscapes, Landscaping and Buffers:

- A 25 foot setback will be provided along Shopton Road as generally depicted on the Rezoning Plan. Reference is made to the Optional Provisions regarding the placement of signs within the portions of the 25 foot setback along Shopton Road. The setback area along Shopton Road will be landscaped with trees at the rate of one tree per 40 linear feet with the arrangement and placement of these trees to be determined by the Petitioner during the land development permitting process. These trees will be in addition to any required street trees and screening required by the Tree Ordinance and the zoning regulations.
- For the portions of the Site designated CC on the Technical Data Sheet, a setback as required by the CC Zoning District will be established along existing and proposed public streets, provided, however, the Petitioner reserves the right to reduce the CC district setback from 35 feet to 14 feet as allowed by the Ordinance.

- Along Dixie River Road the Petitioner will provide a variety of landscape treatments as described in this subsection. At the intersection of Dixie River Road and Berewick Commons Parkway, at the roundabout intersection on Dixie River Road and within Development Areas B, the Petitioner will provide a low wall (2.0' to 2.5' feet high) and low accent plantings to screen parking areas from Dixie River Road; such wall will be constructed of building materials generally compatible with the buildings within the applicable Development Area; provided, however, if a building is located adjacent to Dixie River Road without parking or maneuvering between such building and Dixie River Road, the requirement for a low wall will not apply. Along the portions of Dixie River Road where a low screen wall is not required, the Petitioner will provide a 10 foot landscape area, and where spacing of development elements reasonably permits, a berm that will create an attractive streetscape treatment. The landscaping within the 10 foot area will contain at a minimum 30 shrubs and three (3) small maturing trees per 100 linear feet of street frontage, the three (3) trees will be in addition to any required street trees. The arrangement of the trees and shrubs within the 10 foot area will be determined by the Petitioner during the land development permitting process. If a low accent wall is located within the limits of the roundabout its proposed location must be reviewed and approved by CDOT prior to its construction.

- The Petitioner will provide eight (8) foot planting strips and six (6) foot sidewalks along the Site's frontage on Steele Creek Road, Dixie River Road, Trojan Drive and Shopton Road. Planting strips and sidewalks along the Site's other public and private streets will be installed to the extent required by the Design Standards for Streets outlined in the Subdivision Regulations.

- Along the Site's internal private streets, the Petitioner will provide a sidewalk and a cross-walk network that links all the buildings on the Site with one another by way of links to sidewalks along the abutting public and private streets and/or other pedestrian features. The minimum width for these internal sidewalks will be six (6) feet. Street trees will also be provided along the Site's internal public and private streets.

- Above ground backflow preventers will be screened from public view and will be located outside of the required setbacks.

8. Environmental Features:

- The Petitioner shall comply with the Charlotte City Council approved and adopted Post Construction Controls Ordinance.

- In order to provide greater state of storm water management systems depicted on the Rezoning Plan is subject to review and approval as part of the full development plan submittal and is not implicitly approved with this rezoning. Adjustments may be necessary in order to accommodate actual storm water treatment requirements and natural site discharge points.

- The location, size and type of stormwater treatment facility proposed, the Petitioner will provide subject to Charlotte-Mecklenburg Storm Water Services-Mecklenburg County Water Quality Program for the purchase, installation, maintenance and operation of a temporary Continuous Monitoring and Alert Notification Network (CMANN) station, while the Site is deemed to be under "Development" to be defined as the period of time from issuance of a grading permit to when the grading permit is closed. The proposed CMANN station must be installed and operational prior to the issuance of a clearing and/or grading permit for the Site. Charlotte-Mecklenburg Storm Water Services-Mecklenburg County Water Quality Program shall have sole responsibility for operation of the CMANN station while the Site is under "Development". The Petitioner will have no ownership interest in the CMANN station.

- In addition, the Petitioner in coordination with City Engineering will provide enhanced on-site erosion control measures. The following is a list of measures that will be undertaken on the Site to manage erosion from the Site while the Site is under "Development" (this list of measures may be modified, (measures added and deleted), by City Engineering as part of the approval of the specific Erosion Control Plan for the Site):

- enlarged sediment basin capacity; (ii) sediment basin skimmer (top down) dewatering; (iii) increased reforestation for basin dewatering; (iv) sediment basins with silt bag outlets; (v) PAM (Polyacrylamide) - enhanced settling; (vi) stream berms; (vii) diversion ditches; (viii) double row, high hardart silt fence; and (ix) a dedicated erosion control manager.

9. The Site will comply with the Tree Ordinance.

10. Signage: