

Exhibit 1

V. THE REALM SUBDISTRICT

- A. Purpose & Intent: The purpose of the Realm Subdistrict is to provide for an urban shopping and entertainment district supported by a multi-family residential village in close proximity with a range of housing options given the location along Sam Rayburn Tollway, which in turn provides access to many regional employment centers.
- B. Boundaries and Concept Plan of the Subdistrict: The boundaries and Concept Plan of the Realm Subdistrict shall be established in Exhibits 1D and 5B respectively.
- C. Amendments to the Concept Plan:
 - 1. For the purpose of Concept Plan amendments, the Realm Subdistrict shall be considered as two subareas as shown in Exhibit 5A, one being north of Windhaven Parkway and the other being south of Windhaven Parkway. The concept plan for each subarea may be amended independently through the rezoning process set forth in the City of Lewisville Zoning Ordinance, as amended.
 - 2. The Planning Director may approve minor modifications to the concept plan such as changes in the location of buildings, changes to the size of building footprints, and minor changes to the site circulation pattern that do not impact the site or surrounding development. Major modifications such as the addition or removal of buildings and changes to the site circulation pattern that impacts connectivity within the site and to surrounding development shall be amended through the rezoning process set forth in the City of Lewisville Zoning Ordinance, as amended. The Planning Director shall determine if a proposed modification to the concept plan is a minor or major modification.
 - 3. For properties within the concept plan that do not show conceptual development attributes or white areas, a concept plan shall be submitted for approval by the Planning Director in conjunction with the required preliminary plat if the property is unplatted. If the property is platted, a concept plan shall be submitted for approval by the Planning Director prior to the engineering site plan process.
- D. Base Zoning: The base zoning districts within the Realm Subdistrict are established in Exhibit 5C and in Section V.F, below.
- E. Alternative Standards: In addition to the Base Zoning District Standards established in Section V.F of this PD ordinance, below, the following alternative standards shall apply to development in the Realm Subdistrict:
 - 1. On-site public utility waterlines may be located under street pavement in private access and utility easements. Maintenance and repair of such streets above waterlines shall be by the property owner.
 - 2. Landscaping Standards: The landscape standards set forth in Section VI B shall apply with the following modifications:
 - i. Allow other species of trees to be planted along the SH 121 Frontage Road, Castle Hills Drive, Windhaven Parkway, Josey Lane, and FM 544 so long as the maintenance is undertaken by the property owners' association responsible for the area.
 - ii. Trees shall be spaced appropriately according to their growth characteristics and design intent. An equal or greater quantity of plant material and trees than specified in Exhibit 2C will be provided in a unique arrangement and shall be maintained by the property owners' association responsible for the area.

- iii. Landscaping areas throughout the Realm Subdistrict may be utilized to comply with the interior/parking lot landscaping requirements. Exposed surfaces of parking garages shall be counted as required areas for landscaping calculations.
3. Parking: Shall comply with the standards established in Exhibit 5D.
 4. Loading zones:
 - i. shall comply with the standards established in Exhibit 5E;
 - ii. shall be marked on the pavement;
 - iii. shall be free of the required fire lanes;
 - iv. will be managed by the property owner;
 - v. may be shared between uses and tenants in a mixed-use development.
 5. Paving Standards:
 - i. The following alternate materials may be permitted to be used for paving of mutual access easements, parking lots, fire lanes, and drive aisles. The following alternate materials shall not be used on public streets.
 - a. Unit pavers over an engineered sub-base designed to a structural strength equal to or greater than the standard required for concrete fire lanes.
 - b. Natural stone over an engineered sub-base designed to a structural strength equal to or greater than the standard required for concrete fire lanes.
 - c. Brick over an engineered sub-base designed to a structural strength equal to or greater than the standard required for concrete fire lanes.
 - d. Contained gravel with a structural strength equal to or greater than the standard required for concrete fire lanes. Gravel shall be contained with concrete curbs or other containment methods that are similar to concrete curbs. Gravel shall not be used in primary drive aisles, but may be used only in limited use areas.
 - e. Similar materials to those listed in subsections a through d, above, so long as such materials are designed to a structural strength equal to or greater than the standard required for concrete fire lanes.
 - f. The use of alternate materials is intended to help foster a vibrant, walkable, and urban environment.
 - ii. All pavement shall be constructed in accordance with the applicable requirements of the ADA and Public Right-of-Way Accessibility Guidelines (PROWAG) set forth in the Texas Department of Licensing and Regulations standards.
 - iii. Fire lanes shall be clearly marked and all pavement within fire lanes shall be designed to a structural strength equal to or greater than the standard required for concrete fire lanes.
 6. Street and pedestrian easements may be used in lieu of required ROW dedication for deceleration and right turn lanes along the SH 121 Frontage Road, Castle Hills Drive, Windhaven Parkway, Josey Lane, and FM 544.
 7. Street cross sections: shall comply with the standards established in Exhibit 5F.
 8. Additional Standards for Multi-family Development:
 - i. MF units of 700 square feet (average) and no smaller than 500 square feet may be permitted when located over a retail, restaurant, or similar commercial use on the ground floor and shall not count toward the multi-family cap established in Section II.E.7, above.

- ii. Up to 10% of the MF units provided in any one project may be a minimum of 400 square feet but the average of 700 square feet for all units shall be maintained.
9. In addition to the additional standards set forth in Section V.E.8, above, multi-family development in the General Business Two (GB2) Base Zoning District shall have the following specific standards:
- i. MF units may be allowed on portions of the ground floor that have limited visibility and access from public streets and private vehicular routes such as areas within courtyards, areas fronting interior circulation drives, or areas facing buildings on adjacent properties.
 - ii. Portions of the building that have adequate visibility and access from a public street or private vehicular route must be composed of the following uses on the ground floor:
 - a. Minimum 40% allowed non-residential uses
 - b. Maximum 40% live/work units
 - c. Maximum 20% MF units
 - iii. The Planning Director shall determine which areas of the ground floor of the building qualify as having limited visibility and access or adequate visibility and access.
 - a. To do so, a site plan shall be submitted to the Planning Director that illustrates the visibility and access from the public streets and private vehicular routes of the portions of buildings at issue.
 - b. The Planning Director shall consider the specific site, surrounding development, traffic patterns, general circulation patterns, and other relevant information in making the determination.
 - iv. Live/work units:
 - a. A minimum of 50% of the exterior frontage of each live/work unit allowed in Section V.E.9.ii.b, above, shall consist of the commercial/office component. The remaining exterior frontage of the unit may consist of the residential component on the ground floor.
 - b. The residential and the commercial/office components must be occupied by the same tenant, and no portion of the live/work unit may be rented or sold separately.
 - c. Residential component:
 - (1) Residential component of live/work units are permitted above the commercial/office component, to the side, or in back of the commercial/office component, provided that there is internal access between the residential and commercial/office components.
 - d. Commercial/office component:
 - (1) The commercial/office component of live/work units are intended for use by the following occupations: accountants; architects; artists and artisans; attorneys; computer software and multimedia related professionals; consultants; engineers; fashion, graphic, interior and other designers; hair stylists; home-based office workers; insurance, real estate and travel agents; one-on-one instructors; photographers; retail sales; and similar occupations.
 - (2) In addition to the permitted occupations above, the Planning Director may authorize other commercial/office occupations using reasonable discretion, as long as such other occupations are not otherwise precluded by law.
 - (3) The commercial/office component of live/work units may not include the following:
 - (A) The retail sale of food and/or beverages with customers arriving on-site. This does not include online (Internet) sales or mail order.
 - (B) Entertainment, drinking, and public eating establishments.

- (C) Veterinary services, including grooming and boarding, and the breeding or care of animals for hire or sale.
 - (D) Businesses that involve the use of prescription drugs.
 - (E) Adult-oriented businesses, astrology, palmistry, head shops, massage, and similar uses.
 - (F) Sales, repair, or maintenance of vehicles, including automobiles, boats, motorcycles, aircraft, trucks, or recreational vehicles.
 - (G) Trade or private schools. This excludes private instruction of up to two students at any one time (e.g., music lessons, tutoring).
- (4) The commercial/office component shall be restricted to the live/work unit and shall not be conducted in the garage or any accessory structure.
 - (5) The total number of occupations at one address is not limited, except the cumulative impact of all such occupations shall not exceed the 40% non-residential use limit set forth in section V.E.9.ii.a, above, for a live/work unit.
 - (6) The external access for the commercial/office component shall be oriented to the public street, private vehicular route, or an adjacent open space and should have at least one external entrance/exit separate from the external entrance/exit for the residential component.
 - (A) The entrance/exit to the commercial/office component shall be located on the ground level.
 - (B) Access to the commercial/office component of each live/work unit shall be clearly separate from the common walkways or entrances/exits to other residential units within the development, or other residential units in adjacent developments.
 - (7) No more than three employees (excluding residents of the live/work unit) shall work or report to work at the live/work unit or its premises, and the employment of any persons who do not reside in the live/work unit shall comply with all applicable building code requirements.
 - (8) The commercial/office component shall not generate external noise, odor, glare, vibration or electrical interference detectable to the normal sensory perception by adjacent neighbors.
 - (9) No explosive, toxic, combustible, or flammable materials in excess of what would be allowed incidental to normal residential use shall be stored or used at the live/work unit or its premises.
10. Additional Standards applicable to a self-storage/mini-warehouse facility:
- i. May be permitted by right in the GB district if such facility meets all of the following criteria:
 - a. General location shall be only where indicated on Exhibit 5B, The Realm Concept Plan;
 - b. Minimum building height shall be 2-stories;
 - c. Maximum acreage of the use shall be 5 acres; and
 - d. Storage units shall be climate controlled with interior access only.
 - ii. All self-storage/mini warehouse facilities that do not meet the above standards in this subsection 9 may only be approved through obtaining an SUP in the GB and GB2 base districts.

11. Signage: Due to the mixed-use character of the Realm, one special sign that does not comply with the City of Lewisville Code of Ordinances, as amended, shall be allowed along the SH 121 frontage on a 42.7569-acre tract of land out of the A. Singleton Survey, Abstract No. 1138, and as illustrated in Exhibit 5G.

F. Base Zoning Districts

1. ETH Estate Townhouse Residential District

- i. Uses: A building or premises shall be used only for the following purposes:
 - a. Single-family detached or attached dwelling units, provided that no more than nine dwelling units are attached in one continuous row or group, and provided that no dwelling unit is constructed above another dwelling unit.
 - b. Church worship facilities.
 - c. Buildings and uses owned or operated by public governmental agencies.
 - d. Real estate sales offices during the development of residential subdivisions, but not to exceed two years in duration.
 - e. Temporary buildings for uses incidental to construction work on the premises, which buildings shall be removed upon the completion or abandonment of construction work.
 - f. Accessory buildings and uses, customarily incidental to the above uses and located on the same lot therewith, not involving the conduct of a retail business except as provided herein and for home occupations only as defined by City ordinance. Accessory building use includes a detached garage, storeroom, utility room, cabana, servant's quarters, or similar use. Accessory Buildings shall conform to the requirements of the Estate Accessory Building – Residential, set forth in subsection F.iv, below
- ii. Height: No building shall exceed 35 feet or 2-½ stories in height.
- iii. Area:
 - a. Size of yards:
 - 1) Front yard - There shall be a front yard having a depth of not less than 5 feet. If the garage entry is from the front and the entry side of the garage faces the street, the garage must be set back 20 feet.
 - 2) Side yard - No side yard setback is required, except a 5-foot setback is required adjacent to a side street.
 - 3) Rear yard - No rear yard setback is required. If the garage entry is from the alley and the entry side of the garage faces the alley, the garage must be set back a minimum of 20 feet.
 - b. Size of Lot:
 - 1) Lot area - No building shall be constructed on any lot containing less than 4,000 square feet.
 - 2) Lot width - The minimum width of the lot shall not be less than 20 feet at any point.
 - 3) Minimum dwelling size - The minimum floor area of any dwelling shall be 1,200 square feet, exclusive of garages, breezeways, and porches.
 - 4) Lot coverage - In no case shall more than 80 percent of the total lot area be covered by the combined area of the main buildings and accessory buildings.

- iv. Estate Accessory Building – Residential:
 - a. Estate accessory buildings shall be located on the rear one-half of the lot.
 - b. Side yard and rear yard set-back shall be 3 feet, except at a side street, the accessory building shall have the same set-back as the main building.
 - c. A garage with an entry facing an alley or side street shall have a 20-foot setback. An accessory building must be ten feet from the main building or provide fire-rated construction as required by the Building Code.
 - d. An accessory building may be connected to the main building with a breezeway that is open on two sides.
 - e. A detached garage, storeroom, utility room, cabana, servant's quarters, or similar use detached building shall be considered an accessory building.

2. TH2 Townhouse 2 Residential District

- i. Use: A building or premises shall be used only for the following purposes:
 - a. Single-family attached dwelling units, provided that no more than nine dwelling units are attached in one continuous row or group, and provided that no dwelling unit is constructed above another dwelling unit.
 - b. Single-family detached dwelling units.
 - c. Church worship facilities.
 - d. Buildings and uses owned or operated by public governmental agencies.
 - e. Real estate sales offices during the development of residential subdivisions, but not to exceed two years in duration.
 - f. Temporary buildings for uses incidental to construction work on the premises, which buildings shall be removed upon the completion or abandonment of construction work.
 - g. Accessory buildings and uses, customarily incidental to the above uses and located on the same lot therewith, not involving the conduct of a retail business except as provided herein and for home occupations only as defined by City ordinance.
 - h. A detached private garage with or without storeroom and/or utility room shall be permitted as an accessory building if it meets all requirements of a residential accessory building in subsection F.1.iv, above.
- ii. Height: Attached living units shall not exceed 35 feet or 2-½ stories in height.
- iii. Area:
 - a. Size of yards.
 - 1) Front yard - There shall be a front yard having a required depth of not less than 17.5 feet, except that the garage shall be set back a minimum of 20 feet to be used for driveway and additional on-site parking. Where entrance to the garage is provided from an alley or easement in the rear, the minimum front yard shall be 5 feet.
 - 2) Side yard - There shall be a side yard on each side of a continuous row or group of dwellings, or on each side of a detached dwelling, of not less than 5 feet. A side yard adjacent to a side street shall not be less than ten feet. No side yard for allowable nonresidential uses shall be less than 25 feet.
 - 3) Rear yard - There shall be a rear yard having a required depth of not less than 5 feet if there is no rear entry for parking from an alley or easement. Where the entrance to the garage is provided from an easement serving a row of attached

dwelling units, the minimum rear setback shall be 17.5 feet. Where the entrance to the garage is provided from an alley, the minimum setback shall be 17.5 feet, except that the garage shall be set back a minimum of 20 feet to be used for driveway and additional on-site parking.

- b. Size of lot.
 - 1) Lot area - No building shall be constructed on any lot containing less than 1,700 square feet per dwelling unit, except that detached units shall be constructed on lots which contain a minimum of 5,000 square feet per lot.
 - 2) Lot width - The width of a lot shall not be less than 20 feet at any point, except that lots for detached units shall have a lot width of not less than 50 feet at the front and rear building lines, and 40 feet at the front property line.
 - 3) Lot depth - The depth of a lot shall not be less than 75 feet at any point.
- c. Minimum dwelling size: The minimum floor area of any dwelling unit, attached or detached, shall be 1,000 square feet, exclusive of any garages, breezeways, and porches.
- d. Lot coverage: In no case shall more than 80 percent of the total lot area be covered by the combined area of the main buildings and accessory buildings.

3. MF3 Multi-Family Three District

- i. Uses: A building or premises shall be used only for the following purposes:
 - a. Multifamily dwellings.
 - b. Dormitories for students.
 - c. Fraternity or sorority house.
 - d. Nursing and convalescent homes.
 - e. Day nurseries.
 - f. Church worship facilities.
 - g. Buildings and uses owned or operated by public governmental agencies.
 - h. Schools, private, with full curriculum accredited by the State of Texas equivalent to that of a public elementary or high school.
 - i. Temporary buildings for uses incidental to construction work on the premises, which buildings shall be removed upon the completion or abandonment of construction work.
 - j. Accessory buildings and uses, customarily incidental to the above uses, and located on the same lot therewith, not involving the conduct of a retail business except as provided herein.
 - k. Private utility plants or sub-stations (including alternative energy) (SUP required).
 - l. Gas and oil drilling accessory uses (SUP required).
 - m. Cemetery, columbarium, mausoleum and accessory uses (SUP required).
- ii. Height: North of Windhaven Drive the maximum building height shall be limited to Federal Aviation Administration (FAA) regulations due to proximity to area airports. South of Windhaven Drive no building shall exceed 45 feet or three stories in height, except that a building may be erected to a height of 80 feet or eight stories in height if set back from all required yard lines a distance of one foot for each two feet of additional height above 45 feet.
- iii. Area.

- a. Size of yards.
 - 1) Front yard. There shall be a front yard having a required depth of not less than 25 feet along any street which has a right-of-way width of 120 feet or more. The required front yard shall have a required depth of not less than 5 feet on all other streets.
 - 2) Side yard. There shall be a side yard on each side of the lot having a width of not less than 5 feet.
 - 3) Rear yard. There shall be a rear yard having a depth of not less than 5 feet.
- b. Size of lot.
 - 1) Lot area. No building shall be constructed on any lot containing less than 4,500 square feet. No building containing two or more dwelling units shall be constructed on any lot containing less than 9,000 square feet.
 - 2) Lot width. The width of the lot shall not be less than 50 feet at the front street building line, nor shall its average width be less than 50 feet.
 - 3) Lot depth. The average depth of the lot shall not be less than 100 feet, except that a corner lot, having a minimum width of not less than 80 feet, may have an average depth of less than 100 feet, provided that the minimum depth is not less than 80 feet.
- c. Minimum dwelling size.
 - 1) The minimum floor area of each two-, three-, or four-family dwelling unit shall contain a minimum of 750 square feet of livable floor space, exclusive of garages, porches, breezeways, entry halls or incidental storage, for each family to be housed in said building.
 - 2) Every other building or portion thereof hereafter erected, reconstructed, altered, or enlarged shall contain an average of 700 square feet and a minimum of 500 square feet of livable floor space, exclusive of garages, porches, breezeways, entry halls or incidental storage for each family to be housed in said building. Up to 10% of the units provided in any one project may be a minimum of 400 square feet but the average of 700 square feet for all units shall be maintained.
 - 1) The 700 square feet average shall apply to the total number of units to be constructed under the same building permit where five or more buildings are to be erected under the same building permit.
 - 2) Lot coverage. In no case shall the combined area of the main buildings and accessory buildings cover more than 90 percent of the total lot area.
- i. Density: There shall be no maximum density requirement provided that compliance with the multifamily unit cap is met for the Realm Subdistrict.

b. GB General Business

- i. Use.
 - 1. Any use permitted in district "LC" as regulated in said district.
 - 2. Bakeries.
 - 3. Building material sales with outside storage or display, including lumber yards (SUP required).
 - 4. Business or commercial schools.
 - 5. Clinic, medical and dental, and professional offices.

6. Carpentry, painting, plumbing or tinsmithing shop fully enclosed within a building.
 7. Creamery, ice cream manufacturing and dairy operations fully enclosed within a building.
 8. Hotels, motels, and inns.
 9. Office buildings.
 10. Pet shops, retail, fully enclosed within a building.
 11. Retail stores, fully enclosed within a building.
 12. Veterinarian or animal hospital with outdoor kennel or exercise runs (SUP required).
 13. Bowling alley and other commercial amusement (indoor) uses, fully enclosed within a building.
 14. Church worship facilities.
 15. Uses similar to the above-mentioned permitted uses, provided activities are conducted wholly inside a building and observe the requirements of all City ordinances.
 16. Temporary buildings for uses incidental to construction work on the premises, which buildings shall be removed upon the completion or abandonment of construction work.
 17. Accessory buildings and uses customarily incidental to any of the above uses, provided that such not be objectionable because of odor, smoke, noise, vibration, or similar nuisance. Open storage shall be considered an accessory use with approval of an SUP, but no more than ten percent (10%) of the platted lot may be used for outside storage, including access and maneuvering areas for moving the stored items.
 18. Dwelling units of 700 square foot minimum size when located over a retail, restaurant, or similar use on the first floor. See Section V.E.8, above, for additional requirements.
 19. Private utility plants or sub-stations (including alternative energy) (SUP required).
 20. Commercial amusement, outdoor (SUP required).
 21. Drive-in theater (SUP required).
 22. Flea market, outdoor (SUP required).
 23. Kennels with outdoor runs (SUP required).
 24. Nightclub, bar (SUP required).
 25. Brewery, distillery, or winery.
 26. Hotels, motels, and inns with rooms containing a cooktop or oven (SUP required).
 27. Self-storage/mini-warehouse facility (SUP required).
- ii. Height. Maximum building height shall be limited to Federal Aviation Administration (FAA) regulations due to proximity to area airports. On a lot adjacent to a residential district, no building shall exceed 45 feet in height, except that said height may be increased up to the maximum of 12 stories or 180 feet at the rate of 2 feet of additional height for each 1 foot of additional setback from required yard lines. In no event, however, shall the portion of a building located within 150 feet of any property zoned for residential purposes exceed the height allowed in that residential zoning district.
 - iii. Area.
 1. Size of yards.

- a. Front yard. There shall be a front yard having a minimum depth of 25 feet. No parking, storage or similar use shall be allowed in required front yards in district "GB," except that automobile parking (including automobile dealer display parking) will be permitted in such yards if separated by at least 25 feet from any residential district.
 - b. Side yard. A side yard of not less than 15 feet in width shall be provided on the side of a lot adjacent to a side street. A side yard of not less than 10 feet in width shall be provided on the side of a lot adjacent to a residential district. The required side yard shall be waived when a screening device is installed in accordance with the City of Lewisville Land Development Regulations, as amended. The building itself can serve as a portion of the screening device when that portion of the building exterior is constructed of the same materials as the screening device. No parking, storage or similar use shall be allowed in any required side yard or in any side street yard adjacent to a residential district.
 - c. Rear yard. No rear yard is required, except that a rear yard of not less than 25 feet in depth shall be provided upon that portion of a lot abutting or across a rear street from a residential district, except that such yard requirement shall not apply where the property in the residential district also backs up to the rear street. The required rear yard shall be waived when a screening device is installed in accordance with the City of Lewisville Land Development Regulations, as amended. The building itself can serve as a portion of the screening device when that portion of the building exterior is constructed of the same materials as the screening device.
- iv. Outside storage regulations. In all zoning districts where outside storage yards are allowed, such storage yards shall be screened from view in accordance with the standards outlined in the city's general development ordinance as amended. This provision applies to all outside storage which began after the original date of passage of this provision (April 4, 1994). Any variance request involving a modification of the requirements or standards relating to such required screening devices shall be considered by the City of Lewisville City Council in accordance with the City of Lewisville Land Development Regulations, as amended. Areas which are used for infrequent and temporary storage for a period of 30 days or less per year shall not be deemed to be storage yards subject to this subsection.

c. GB2 General Business Two District

- i. Use: A building or premises may be used for any use permitted in district "GB" as regulated by said district.
 - 1. Specific standards apply to multi-family development. See Section V.E.9, above, for these standards.
- ii. Height: Maximum building height shall be limited to Federal Aviation Administration (FAA) regulations due to proximity to area airports. On a lot adjacent to a residential district, no building shall exceed 45 feet in height, except that said height may be increased up to the maximum of 12 stories or 180 feet in height at the rate of 2 feet of additional height for each 1 foot of additional setback from required yard lines. In no event, however, shall the portion of a building located within 150 feet of any property zoned for residential purposes exceed the height allowed in that residential zoning district.

- iii. Area.
 - 1. Size of yards.
 - a. Front yard. No front yard is required.
 - b. Side yard. No side yard is required.
 - c. Rear yard. No rear yard is required.