

THE FLOWER MOUND JOINT TOWN COUNCIL AND PLANNING & ZONING COMMISSION WORK SESSION MEETING HELD ON THE 17th DAY OF OCTOBER, 2013, IN THE FLOWER MOUND TOWN HALL, LOCATED AT 2121 CROSS TIMBERS ROAD IN THE TOWN OF FLOWER MOUND, COUNTY OF DENTON, TEXAS AT 6:00 P.M.

The Town Council met in a work session with the following members present:

Tom Hayden	Mayor
Steve Dixon	Mayor Pro Tem
Bryan Webb	Deputy Mayor Pro Tem
Michael Walker	Councilmember Place 1
Mark Wise	Councilmember Place 3
Jean Levenick	Councilmember Place 5

And the following Planning & Zoning Commission members present:

Tom Goss	Chair
Mike McCall	Vice Chair (arrived at 6:30 p.m.)
Eddie White	Commissioner, Place 1
Crystal Levonius	Commissioner, Place 2
Claudio Forest	Commissioner, Place 4
David Johnson	Commissioner, Place 5
Perfecto Solis	Commissioner, Place 7
Don McDaniel	Commissioner, Place 9

With the following members absent:

Angie Cox	Commissioner, Place 8
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constituting a quorum with the following members of the Town Staff participating:

Theresa Scott	Town Secretary
Jimmy Stathatos	Town Manager
Doug Powell	Executive Director of Development Services
Tommy Dalton	Director of Strategic Planning

A. CALL WORK SESSION TO ORDER

Mayor Hayden called the work session to order at 6:01 p.m.

B./C. INVOCATION AND PLEDGE OF ALLEGIANCE TO THE AMERICAN FLAG AND THE TEXAS FLAG

Commissioner Johnson gave the invocation and Mayor Hayden led the pledges.

D. WORK SESSION ITEM

1. Joint Town Council and Planning and Zoning Commission Work Session: Presentation, consideration, and discussion regarding the Our Master Plan project, including feedback and data compiled during the process, and receive direction on next steps.

Hayden: Inquired of Mr. Dalton what is being requested in terms of feedback and direction?

Staff Presentation

Dalton: For each focus area there are some options that have been posted and what staff is looking for from the Council and Planning and Zoning Commission is direction relative to which one of the options you would like to pursue.

FOCUS AREA 1: LAKESIDE BUSINESS DISTRICT

Mr. Dalton summarized the process associated with the review to date including community engagement, promotional efforts, public hearings, and survey opportunities. He noted each of the focus areas would be covered with an opportunity for public input afterwards for each.

Mr. Dalton gave a presentation identifying:

- District vision
- Issues raised
 - Addition of commercial uses on the North side of 2499 and allowing multi-family options on the south side that led to a fear of having apartments everywhere
 - Aviation easements
 - Lakeside shuttle
- Options considered
- Policy examples for options to provide the framework for development

Powell: Suggested to have public comment first and indicated the packet for this evening has all of the public comments received to date.

Goss: For the SPA map he noted the gold area to the south of International Parkway is a thin strip of property. South of that is the Grapevine Golf Course, so it seems to me that would be a perfect location for high end multi-family uses. That area would have a view of the golf course and that whole area on International Parkway is so far south that it is really not imposing on the traditional Town so to speak. It would be a gold mine of commercial development on the north side, where the light blue color is on the map, with the traffic count in that area. And on the south side we already have apartments coming right up to our town limits so we could take advantage of the nice views, as well as Lakeside DFW that is under construction. To me, changing that to a high density residential just makes sense.

Hayden: Disagreed with that option. He indicated that there are 3,000 apartments coming to Flower Mound. There are approximately 2,000 coming to the Lakeside Business District. I think that is one of the gateways to Flower Mound from that side and I don't think we want the first thing you see as you enter the town is more apartments.

Goss: The only thing you are going to have is pasture land because I don't think any campus commercial will go in that strip of land.

Hayden: The area is called The Lakeside Business District, not residential district.

McDaniel: Agreed with Mayor Hayden, noting that it is our southern gateway into our town. As it stands now there are apartments to our south in Grapevine, but now there is a demarcation, you are leaving the apartments of Grapevine and entering Flower Mound. It looks and feels different. If we put apartments there, that changes. I like maintaining that southern gateway as apartment free.

Dalton: There was a long conversation about apartments in the various discussions, specifically in the Lakeside District. We are not gauging everybody's interest in apartments specifically in this area; however, it was more about whether or not there is an opportunity for a residential component. If you look at the policy examples as options, you will see that one of the things we talked about was to provide a range of residential options that reflect that, and no single use shall be allowed to predominate at build out. The process didn't gauge people's interest in apartments specifically. It was more about if there is a good mix or balance of residential to support the commercial in the business district. It goes back to the vision in making sure that balanced tax base is there and part of that process, at the zoning level, is the developer coming in and showing how that will make a positive impact with an appropriate amount of residential.

Walker: Instead of apartments I would prefer the use of residential differences. I agree that it is the southern gateway to our community and don't think it should be heavy on the apartments side. A range of residential options is clear to me. Of those apartments already pipelined to be built throughout town, did we come up with an accurate number as to what is anticipated?

Powell: For Riverwalk the cap for the maximum number of units is at 1,250 and for Lakeside the cap is 2,200 units. That is not necessarily what they will build, but that's the cap.

Hayden: I have heard that for Lakeside (out of that 2,200) there is approximately 250 – 300 that will be homes. And for Riverwalk I heard 750 multi-family units, so it's just shy of 3,000.

Webb: Adding some flexibility here makes sense. I'm not ready to put a number as to how much residential should be there for any one property owner's lot. I think if any property owner is listening they should get a flavor as to where Council is at. I would caution us on absolutes because if State Farm came to town tomorrow and wanted to cover all of that area up, such as with that massive development they are doing in Richardson, that would be a predominant use and I would be cheering. So for that reason I would caution us on absolutes. Now if we want to say absolutely we don't want to cover Lakeside with apartments, I can get there, but on the commercial side let's leave ourselves some wiggle room in the event we get, at some point in time, what we have been wanting for years down there.

Dalton: It would be similar to Cross Timbers where you currently have two development options (a preferred and alternative).

Dixon: Agreed with Bryan's comment about being cautious. He indicated having participated in many meetings talking about policy at the high level. Human nature is to drill down and get to the ground level quickly. We're at a high level talking about policy in the Master Plan and when we start talking about individual uses on an area of property, we need to take a step back and remain at the high level as far as the Master Plan and a policy. The natural instinct that we're talking about is later down the line. We'll get to that level when we start to make recommendations.

Hayden: You can talk about the big picture but gloss over the details and you may find yourself questioning what you got yourself into. For the comments about absolutes, for Lakeside DFW there are not absolutes. They did a good job about convincing the town about what their vision was for that area. This prompts the question, why do you need to change and add more flexibility to what it is down there? Why is it important to a developer to change the Master Plan to add that flexibility when Lakeside was able to come through with something that was zoned completely opposite and they were able to achieve what they wanted? What is the benefit of adding flexibility?

Dalton: It goes back to the definition of Campus Commercial. One of those is part of the policy statement with the Master Plan. It's a little more detailed than we want high quality jobs and a strong tax base. It does limit the types of uses that can come in to the campus commercial to specifically office uses. Lakeside used the Town's Mixed Use Ordinance that took one year to create the framework and regulations for Mixed Use, and then another year or so to get the Lakeside DFW project off the ground. It can be done, but it's a lengthy and timely process. Part of the discussion about flexibility is that we haven't had development in the campus commercial area, which is supposed to be our economic generator, for over 20 years. Instead of requiring a developer or property owner to have to go completely outside of the Town's ordinances and regulations to essentially create their own ordinance and regulations, and if we're excited and we see the benefits of commercial activity, notwithstanding, and there might be a benefit of residential or not, do we want to talk about that as a policy statement in our Master Plan to at least get those options in the door for consideration at the zoning level.

Powell: Provided some background information relative to the Mixed Use process and noted that having to go outside the process is a barrier for entrance for some developers. A lot of people won't want to go through a three year process to get entitlements. We could have a general statement that says you can do anything. We can also have a statement in which you identify every piece of property and say what is on there, but we think there could be some middle ground where you allow some flexibility. The details are not in the policy document. A lot of things we have done historically is to put the zoning in the Master Plan. That is one way to do things and that is the no change option presented.

Hayden: At one of the meetings someone mentioned Campus Commercial is not working in the Lakeside area, however, I'm not sure if that is true given the business interest for that area I have been made aware of. Things are starting to pick up.

Powell: The industrial users are still developing and we've run out of land so you could consider moving the line in that Campus Commercial area.

Hayden: Bottom line is we have to diversify our tax base. If you're talking about adding residential options in the Lakeside area you have to ask how is this going to add sales tax to the town and how will it promote retail.

White: There have been a lot of comments regarding the transportation aspect in Lakeside that was addressed in 2009. Is that still on the table today where they are talking about how to access some of the DART services at the airport or going into Grapevine?

Dalton: Attachment six in the packet has topics that went beyond the focus areas, and Lakeside Shuttle was one of those, as well as the Town reviewing the Town's open space plan. The Transportation Commission would look at that.

White: As you look at the mixed use, the transportation options are extremely important in making the decision of where to go.

Public Participation

Randall Curington, 86750 Hillcrest Plaza Dr, Dallas, TX

Mr. Curington indicated he is representing Graham Investments, one of the properties in the gold area that was discussed. He indicated they would like to have the opportunity to come in and show you because the devil is in the details. We're looking for a chance to propose something that you would like to see as a vision there.

Hayden: What has prevented you from doing that now?

Curington: Right now the Lakeside Business Park restricts any residential uses whatsoever. It needs a mixture of uses including retail, restaurant, and residential uses, and some lifestyle uses.

Dixon: Historically it's been such that if we don't want it we're going to put it on paper that it is not allowed. At that point the interested party will recognize they can't even submit an application because it's not allowed. Part of the conversation is do we, Flower Mound, at the high level vision statement say we are open to things that meet the vision and the characteristics of Flower Mound, followed by getting into the details and viewing it individually, also recognizing that just because one person does it, the land use precedent is not set.

Webb: I am willing to have the conversation. I am looking at what works for the community. If there is a proposal out there that is worth having a conversation over because it's beneficial to the residents of Flower Mound, meets the vision, then has the enduring quality, is additive to the tax base in terms of balancing it, then we have to have the conversation. We don't want a great project to take 2 – 2 ½ years where we can have a conversation. I would want the flexibility.

McDaniel: We need to be careful on a vision statement document to start using subjective terms such as high quality, desirable, etc. In ten to fifteen years from now the people sitting on Council or P & Z might have a different interpretation about what high quality or desirable is.

Webb: Our Master Plan is full of those types of terms.

McDaniel: Maybe that's part of the problem.

Curington: Pointed out that one of the reasons Las Colinas has leased millions of square feet in the last few months, and one of the reasons State Farm went to those locations, is because most of their employees are considered in the creative class and a lot of them are looking for a lifestyle. They are single adults. They don't need 6,000 feet on an acre and a half, which you all have plenty of. They are looking for a lifestyle and a place for their employees to be. And while Flower Mound is a beautiful city and has a lot of great things, to attract some of these companies it takes other things for their employees. That doesn't mean they need an apartment. Zero lot line houses with lots of bells and whistles is attractive to them.

Dixon: Over the years there has been a perception of just because the Master Plans says "x", that is what is going to happen. In Flower Mound just because it says "it" in the Master Plan, that doesn't mean that you are automatically exempt from going to zoning, plat, site plan, and all the public hearings that you have to go through. Then you come to Council and then at that point it gets final approval. How many times do we at meetings talk about the color of the façade, the slope of the roof, etc. at zoning? It happens all the time in Flower Mound. That is not a zoning topic. So back to my point about the Master Plan. We don't talk about site plan questions at the Master Plan and we tend to do that a lot. Human nature is to talk about that. The Vision Statement of the Town of Flower Mound is the Master Plan. Let's stay at the 30,000 foot vision statement and not jump down to a zoning or site plan question.

Powell: Pointed out that Lakeside DFW is the blue piece (showed on a map). The rest is Lakeside Business District. What Lakeside DFW had to do is to take themselves out of the Lakeside Business District. He pointed out that what is coming on line for Riverwalk and Lakeside DFW is a new development type with a mixture of uses. What is being talked about tonight is can you have a mixture of uses. There is a difference between Lakeside DFW mixed use ordinance and Lakeside Business Park and a mixture of uses.

Reginald Rembert, 3625 Bonanza Ln, Flower Mound, TX

Mr. Rembert stated he is a residential developer and that he supports flexibility in the Master Plan. He noted coming across property in the Campus Commercial area that is probably not developable in that district and there is no way to get out of that mess the way it is currently located. That property needs to be looked at for residential in the Campus Commercial area because there is no vehicle to get there. There are areas that present challenges without that flexibility in our planned development, zoning, or Master Plan.

Jim Wells, 5054 Westgrove, Dallas, TX

Mr. Wells indicated he, along with his partner Sam Swanson, are property owners in the campus commercial area. He also consults for a property owner within this area. He offered appreciation on the process for the Master Plan review. He commented there needs to be some residential in this area to attract the retail development that he believed the people in the community would like. He indicated being very familiar with the State Farm property in Richardson. He pointed out that with their 8,000 – 10,000 employment base, one of the things that attracted them to their property is because the City of Richardson, for the last piece of large property they had in their city, had the foresight to zone it in such a way that it would promote a 24-hour a day residential-commercial-retail base. State Farm knew they had plenty of people during the day to serve the retail that they needed to have there. But if those people left, then those retailers wouldn't be successful. You need that 24-hour component to attract and sustain these people. My one primary thrust is not to specifically promote a particular use, but don't exclude uses, which is happening right now in the campus commercial. When you're looking at documents stating it isn't allowed it's difficult to think you'll get a warm reception to fly in the face of that.

Steve Myer, Huntington and Industrial, Dallas, TX

Mr. Myer indicated he has the site under contract next to Mr. Powell's land and plans to build a 400,000 square foot warehouse. He stated the Town has a tremendous asset with the industrial land and that is evident by the businesses that are located there. There is a tremendous opportunity to increase your tax base. I have developed industrial real estate for 30 years and to mix residential next to the warehouses, I think it would be detrimental to the city and hurt your tax base in the future if you took away that industrial corridor.

McDaniel: In general, I agree we need to open this up a little bit and have more flexibility so we can get some other things in there, and I agree, in principle, with the 24-hour cycle so there is always activity. My concern here is there are potential roadblocks if there is not some science behind the way we do this. An example would be if we open this up and someone comes to us with a residential concept, and we really like it, and it's approved. They break ground, it sells out, and everybody is happy it is there. Then State Farm comes along and wants to put a campus here, and now all the people down there say when I bought my condo here this wasn't here and I don't want it. So now are we hamstrung and not able to really get the thing that we really want there because we opened it up. He questioned if this could be accomplished in a scientific way so we can prevent something like that from happening.

Hayden: That's a good point. We hear that all the time. I was here first. I'm hearing a lot of comments about flexibility for more residential. There doesn't seem to be the same amount of enthusiasm for building the commercial. Residential seems to always be the easiest path to get there. How do you put something in place if you provide more flexibility where you get the things that we really want? We need to diversify our tax base.

Powell: It comes down to fundamentals. Right now it really says there shall not be any residential except for those condos. So the real question is should it be you "may" and then can you describe those perimeters in which you would want to review any residential. He pointed out the Master Plan language related to commercial and retail and the connection to office uses.

Hayden: For example, if Cheesecake Factory came and said they wanted to build a restaurant just to the south of Home Depot, there is no mechanism for them to do that?

Powell: You would need to come in to change the Master Plan where it says retail and you would add a sentence "at a certain location". And there is challenges in doing that. In other cities there is a Master Plan, which is a policy guiding vision document. Zoning doesn't even have to match the Master Plan. Why? Because that's a vision. If someone comes in with a zoning request that they think is just "wow" they'll change it. Next year they might change their Master Plan to catch up with it, but, Flower Mound is unique with that link and the fact that we are doing zoning and maybe even site plan, at the Master Plan level, not later in the process.

Dalton: When we're talking about policy statements, whether we amend this or not, we always want to keep our eye on the area plan and that higher vision. What we're asking for feedback for from P & Z and Council is what the range is that we are willing to be flexible in. If we're looking at residential, is it apartments, townhomes, and those types of parameters. And for retail it is do we want to look at commercial uses in this district without first necessitating a Master Plan amendment or office complex.

Powell: Pointed out the slide that shows the follow through list of choices based on the public engagement process.

Solis: The Master Plan truly is a visioning document. It is intended to set the course of the municipality and the direction that we all want to go. Given the great work that has happened over the last several years with development coming to Flower Mound and increasing the tax base, I would encourage us and staff as we move forward, to keep a degree of flexibility in there because I think it's absolutely critical that we have that flexibility as decisions are being made on a go forward basis. I fully agree and appreciate the fact that we want to stay at the 50,000 foot level when it comes to the Master Plan, but we also want a little bit of science behind it.

Johnson: I like the concept of a mixture of uses.

Forest: When you look at what the Town needs it's very hard to pinpoint what you really need here or there. We need to have the flexibility for the developers and experts who are going to invest a ton of money in a project to come back and tell us what they think they can survive with. If a big plot of land has a bunch of commercial, some retail, and a little bit of residential, and that's what is required to make it work, then that's what we need to do. I'm in favor of mixed uses and not limited.

McDaniel: I am in favor of a mixture of uses.

Levonius: I have mixed emotions about it. I get frustrated when developers come forward and tell us about all these other cities like Southlake. I came to Flower Mound because I wanted to live in a Town like Flower Mound. I don't want to live in a city with zero lot lines. I don't want to live in a city like Southlake where it takes you 30 minutes to go two miles. While I recognize having things like mixed use are important, I also favor no action. I moved to Flower Mound because I like the culture here, the appearance, and for that reason I'm leaning toward no action.

White: I look at it as the environment and economies change. Town's develop. Twenty five years ago Frisco was so far out in the boonies and now you have a toll road going right through it, etc. It's now a fairly desirable place to live. No one 25 years ago could have written that document that allowed that to happen. Let it come out and let the proper boards hear it. Don't let a document be a stopping point. It should be flexible. Let's have the discussion.

McCall: I'm for mixed uses, but I think we have a role of responsibility to the citizens of this Town to not only make it classy, but also to really think about this transportation issue. Mixed use yes, but we have to think about the whole project and we have the mechanisms to do that so, I'm okay with mixed use.

Goss: I am in favor of the mixture of uses just in order to see the proposals. We have many mechanisms in which we can say no if it is not up to standards. I would like to at least have them presented to us.

Walker: Mixture of uses is the most appropriate because of the flexibility. It's letting the marketplace come forward with the design and we could then customize the designs to meet the needs.

Webb: I'm for a mixture of uses and specifically for the purpose of having the conversation. If we have the ability to guide what comes to us it should be guided toward an employment and commercial activity base, and that residential, if appropriate, should be a small part of it. If a nice project comes forward that is 65% residential, I'm not going to think it's a really nice proposal.

Dixon: For this area I do not believe that the majority of residents in Flower Mound want a situation where you are driving down 2499 and in 5-15 years from now you question if you're in Frisco, Plano, etc. A vast majority, including me, don't want that. What I want is a good mixture of uses along the 2499 corridor that when you are driving by there you can say I am proud of that and look at the open space and community character. You are in Flower Mound! I'm not knocking the other cities, but I want us to be something special. The way that we do that is try to open up the conversation where the experts (developers) come and make a presentation to the people of Flower Mound and their representatives to take their best shot in getting something in Flower Mound that we can be proud of. We have to clarify our vision. I'm not saying we change the Master Plan. I want to strengthen and clarify and provide the opportunity to hear the best ideas. When it's all said and done they will have participated in many meetings. There is no such thing as precedent in land use.

Levenick: I am in favor of the mixture of uses; however, I don't want to see the majority of it being a residential component. I understand this area has been master planned for campus commercial, but it doesn't seem like it will happen.

Wise: I am in favor of a mixture of uses. As Commissioner Goss stated there are plenty of mechanisms to say no if a development project doesn't meet the expectations or desires.

FOCUS AREA 2: CROSS TIMBERS CONSERVATION DEVELOPMENT DISTRICT

Mr. Dalton gave a presentation identifying or noting:

- Map of location
- Series of area plans within the district
- Vision statements within the Master Plan
- Allows for two residential development options and he provided examples for each
- Commercial recreation is also allowed
- Conservation development provisions of SMARTGrowth
- Areas of discussion on this district centered around clustering, the use of open space, the appropriateness of commercial uses, and the appropriateness and feasibility of extending sewer
- Goals of the Master Plan based on the vision for this area is to preserve the open space
- Based on feedback received through Face Book and other avenues there are several people that believe the goal or vision of the Cross Timbers should be minimum two acre lots. And if that's the case we need to revisit the vision because we set out not wanting to change the vision as we believed we understood what the vision was (this conservation of open spaces). If that is not the pulse and we really believe that it is this two acre development, then it's something we would want to revisit to clarify
- Development options discussed
- Demonstrated on a map the Sanctuary development located in Flower Mound as an example of a conservation development

- Summarized the topics of discussion relative to use of open space in a conservation development, who controls it, and how do you use it
- Another discussion was relative to sewer and how the availability of sewer impacts some land use decisions
- Background information as to why there is not sewer in the Cross Timbers area
- Commercial areas and options for consideration
- Development that has occurred in the area
- Future development that is coming
- Properties where interest in development has occurred
- Water conservation was a subject of discussion
- Options for consideration

Hayden: Inquired if there was an environmental problem in the Cross Timbers area with the use of septic systems and the proximity to the lake.

Powell: I spoke with Matt Woods today. The systems will work. The real issue with the systems is how they are maintained and what is the failure rate of those systems? If they are installed and maintained properly they meet sanitary standards.

Dalton: Noted that in the 2001 plan, and perhaps in the 1994, they were looking at using wetland treatment areas in the older neighborhoods farther out west.

Powell: If your question was why wasn't this area not sewered in the Master Plan; it was. He pointed out that in 2000, because of the moratoriums and high rate of growth they couldn't keep up with the development and they knew that if this continued out here (to get that area down to the plant) it was going to cost a lot of money and take a lot of time. At that time public infrastructure was being heavily taxed and even under state review and that time they didn't have the capacity to deal with sewer in that area.

Dixon: For the predevelopment aerial map of the Sanctuary he asked those viewing it to pretend that aerial photo is 100 acres in the Cross Timbers. The current Master Plan gives two options for development in the Cross Timbers: two acre lots or conservation with one acre. So if I owned this land and I wanted to develop based on option 1 in the Master Plan (two acre lots) and I grided this off and put in 50 houses, how many trees am I required to keep?

Dalton: You would have to go through the Town's tree removal process for any tree that requires a tree removal permit. We wouldn't automatically carve out an area and say you can't touch these. Many of the trees would end up in the back yards of people in two acre lots. The distinction to be made is even though the people love the trees, there is nothing the Town could ever do to prevent them from removing them at any point.

Dixon: The perception by many is that the Cross Timbers area is a conservation protection area. Basically what they think is that the trees in the Cross Timbers are protected – you can't touch these. That is not the case. We do have tree mitigation across the board, but when someone hears preservation area or conservation this is not saying that this is like a state park.

Powell: It's not conservation meaning it's never going to change. Its conservation meaning you can have these clustering developments. Even though SMARTGrowth said it should be incentivized, we don't think it's been incentivized enough to really make it successful. The Town's tree ordinance hasn't changed for 6 – 8 years. What has happened is there was no development and now there is development. Now there is some development in areas where there are trees and people see it, but the regulations haven't changed at all.

Dalton: Pointed out the Town's mitigation and landscaping requirements. For example, if someone wanted to remove a 30" post oak it would require one of the following: planting twenty four 2 ½ inch caliper trees, planting twenty 3" caliper trees, fees in lieu (which is \$7,500) or a combination of the planting and fees in lieu of. So the Town would lose one big tree, but we would get 20+ trees that would go back in its place either on site as mitigation or given to the Town in terms of fees for the tree farm. In addition to that there is landscaping requirements.

Dixon: I believe it was 2007 or 2008 when the tree ordinance was changed and it boosted up the mitigation for trees. You had to give more of them.

Dixon: Asked staff to go over credit for open space in the flood plain.

Powell: The Town does not allow development in the flood plain so any development has to set aside that flood plain. In 2006 when the Master Plan was reviewed we looked at the Cross Timbers Conservation and these standards. At that time it was looked at how we can incentivize. The rules were changed to allow some credit for protecting flood plain.

Dixon: Some of the most desirable areas for beauty and ESAs in the Cross Timbers are in flood plain areas because it's lush, and we want to encourage the protection.

Public Participation

Carol Kohankie, 4312 Lauren Way, Flower Mound, TX

Ms. Kohankie indicated she would like to see the option of sewer funded by the developers as they go along.

Powell: Typically developers bring in utilities. It's not the responsibility of the Town to build water, sewer, and roadways for new development. The new development provides that public infrastructure, but throughout the discussion it was talked about if it was allowed who would pay for it.

Council/Commission Deliberation

White: You have to have the balance. When you get into the clustering aspect that pertains to your major intersections, whether you're out at 1171 and 35 or 1171 and 377, etc. people have a desire to have more acreage. Personally, I like the aspect of having a smaller lot with conversation, but then the question comes up – who maintains it. How we tackle that could be a different issue as to the approach. There is a risk in the part where you have developers coming forward and asking for half acre lots and putting in an acre and a half into conservation that is just half torn down trees with vines growing all over it. The other part of it is we spend a lot of time looking at the trails that go within these neighborhoods. It seems to me we have a lot of trails that go nowhere. They appease that one development and then it stops – they never connect and because of that they don't really add a benefit to the Town as a whole. In the major intersections that is where you're going to get your cluster developments and we should be more flexible there. As you get away from there you will see larger lots, which is natural. If we could figure out how to handle some of the conservation and be flexible in the trail system, we can end up in a win/win situation.

Johnson: For some of these larger intersections discussed (Shiloh, 1171, and Flower Mound Road) I'm guessing it is indicative that we have some type of sewer services for anything of any value or structure to be built out there. As far as sewer going out there and sewer being part of how this works, I think that is key. With respect to the schools, we've heard the District has land out west of Flower Mound that they can't build a school on because they don't have sewer out there. That is another element about how these pieces start to fit together. As far as the residential development, I think the spacing of homes with the clustering makes sense, or with some kind of combination with the open space options, just so we're providing some more guidance but we're still trying to preserve the open spaces.

Solis: Flexibility is key and the ability to be able to incorporate as much as we can. Sewer service is critical in my opinion. I would like to see more development in that area and make it the responsibility of the developers as they come in to that particular area.

McCall: In 1983 I moved out there and what drew me there is the wide open spaces. I love driving out there today even though I don't live in that area today. It's just really nice the way it is and I am so afraid of ruining it because it's what make us different from Frisco.

Hayden: It begs the question how do you satisfy the landowners who want to develop their property, while protecting the scenic view that exists today.

McCall: The conservation developments are a big key to that with the clustering.

Hayden: What do you think about the sewers?

McCall: I think septic systems are fine if they are licensed and maintained correctly, and we check them.

Hayden: So you can have a septic on half acre lots?

Dalton: State law allows half acre lots if they are served by a public water system.

Levonius: I respect the Master Plan very similarly to how I respect the Constitution, and I think when changing either one you have to be cautious about the changes that you are making. I think as we're looking at making changes we need to make sure we are preserving the character of Flower Mound because it is unique and we live in a very special Town. Although there are mechanisms for us to say no as well, I think we have to keep in mind that as different individuals come through Town Council and P & Z, they may not have the same respect for the Master Plan that some of us do. I don't know necessarily which direction I'm in favor of at this point, other than knowing it's important to preserve the character. I agree with Mike – it's so beautiful to drive that area and see the trees and large ranches; it's a wonderful part of Flower Mound.

Hayden: So how do you preserve the character, but also allow property owners to develop their property? Is it to two acre lots or clustering such as the example with the Sanctuary where you plan the neighborhood around the trees?

Levonius: It could be a combination. I don't have the answer tonight. I thought tonight was a time to discuss and listen and then ponder on the feedback received and ultimately come up with ideas. I do think the Sanctuary is a beautiful area and they did a great job in building in that area. I don't have the answer tonight but when I do come up with how I feel it will always be about preserving the character of Flower Mound.

Forest: If you take pieces of land and you have serious thought as to how those lots are laid out, and basically preserve as much green, trees, and open space as possible, and not go from one development to the next where it looks cookie cutter; but you actually move clusters of those homes and lots so you have a real feel of nature still around, I think that would go a long way to preserve what this Town is all about. I really think that if you just allow or leave it to most developers that you have an option of two acre lots and clear cut whatever you need to, well a lot of them will take that option. By pushing them towards that or incentivizing the clustering, I think that is the right way to go. For the sewers, it's a necessary evil, especially if you're talking about neighborhood retail in certain corners. That has to be available.

McDaniel: I agree with Claudio. I envision, as we're going down this path, if we took no action, and let's say there is a large property owner out there and they have sat around waiting for these changes to happen and nothing happens, then they have to liquidate some assets for some reason. Their option at that point is to replat out the two acre lots, parcel them out – sell them off one at a time.

Maybe they can sell a group of 10 acres to a developer that will put in five houses, but you're going to end up with this real cookie cutter piecemeal approach (single home owner built kind of thing), and without any opportunity to maintain some of those open spaces and trees. So I would be in favor of the incentivized clustering to avoid that so we have some control over what gets preserved and what sight lines are maintained. In regards to sewer, as we talk about density increasing out that way, we will need to have to have a conversation with the school district about putting schools out there, and without sewer that is not going to be possible.

Goss: I echo what has been said tonight relative to the beauty out west with the groves of large oak trees, the scenic view corridors, and the hilltops. The only way you're going to preserve that is through clustering, because as Councilmember Dixon stated, if you put two acre lots out there, once that lot is transferred to the homeowner, we have no control over the trees. Typically what happens in these developments is they put in St. Augustine grass, they put in sprinkler systems, and they drown the oak trees. If we really want to preserve what we see out west we need to think about clustering. I am also a proponent of Connemara group or a third party controlling the preserved area. In that way you preserve the native terrain and the wildlife. You don't get a real mowed and manicured green space in there. For sewer, I would be in favor of putting the sewer in. We're kidding ourselves if we think we can go long term without it. Also, on the commercial, I'm a little reluctant to allow too much commercial out there because I don't want every major intersection as we go west to be a four-corner shopping center. I think that would detract. We have that nice center at Tom Thumb and where Walgreens is. Let's fill that up with retail before we allow anything to go west, and I'm not sure we really want it because a nice retail system out at 377 and 1171 is slated for future development. So maybe to preserve the Flower Mound look to the West, let's restrict our commercial out there.

Hayden: What lot size?

Goss: I would go clustering. If we have sewer I could see going down to a half acre. I would never want an aerobic system on a half-acre lot.

Hayden: For commercial, what about at the corner where Christina's Restaurant is on the east side of Shiloh Road?

Goss: That corner has a lot of gas piping so I don't think it's going to develop, and on the Northeast corner there is a ranch operation.

Webb: Questioned if our current conservation option of a one acre lot and then an acre for conservation is preferred: Why does it take a Master Plan change?

Dalton: It doesn't take a Master Plan change, it takes a zoning change.

Webb: Didn't High Meadow require a Master Plan change?

Dalton: The conservation option that is allowed in the agricultural zoning district is the only allowable use in Town that you have to rezone the property in order to take advantage of it. So if you wanted to do a big box you require an SUP so it amounts to an SUP process.

Powell: The disincentive is there is a lot of repetitiveness in it so we don't make it easy.

Webb: As we think about those open spaces we all enjoy, that open space is maintained by the property owners and that takes a whole lot of effort to maintain those fields. I'm concerned about what that would look like when turned over to a third party. Are they really in a position to maintain those in that way. I don't know. It's a concern I have, so perhaps we need flexibility to deal with that as it comes in. I'm an advocate for having clustering as an option, but it's just not clustering for clustering sake. I want to be paid back. If we're going to go to increased density, in terms of houses per acre, I want more open space. I think that is the only payback that makes sense for Flower Mound and the only way to preserve those view corridors. He recollected a lot of discussion when High Meadows was on the agenda and those west side residents want more two acre lots available for horse ownership. With respect to the flood plain, if the objective is to retain open space, I think we should take a look at what that credit is that we give for the flood plain. Maybe it's full credit or maybe it's 80%. It's worth looking at. With regards to commercial areas, for 1171 and Shiloh I would be open to something there. For sewer service I view it as a tool. It's one way to take care of waste. I'm willing to entertain it. I don't view it as a gateway to density. The map controls density. The sewer line doesn't control it.

Levenick: There is a lot of things that have been said that I agree with. In the Cross Timbers Conservation area and across the board with our Master Plan we need to keep going back to what our vision is, especially for this area being to preserve the open space. I'm in favor of mandating clustering where it makes sense to have conservation areas. I'm not in favor of incentivizing clustering because I recall a project that came before us not too long ago and they wanted to pick and choose what parts of being a conservation development they wanted to be. You are either a conservation development or you are not. I am in favor of the small agriculture lots because I know on that side of Town there are people that want a little bit bigger lots and that would go in with establishing the transition zones. So as we move out farther to the west side of town, or where it is appropriate, there are transitional zones to have agriculture lots. I am in favor of looking at Shiloh and 1171 as commercial areas only to see what can be done and what is available. I don't think we need it at every corner along 1171, but I think if we at least open it up and look at it, so we can be told what could be there, however, I don't think it should be another nail salon, donut shop, or dry cleaners. What I don't want is a real perceived increase in density. We moved here because of the open spaces. I'm not in favor of increased density out there, but everyone should remember that before your house was built, your area probably looked like the west side of Town. We have to keep in mind there is a property owner that wants to sell and develop his property just like the person

who used to own the land that you live on. We have to be cognizant of that. I am in favor of sewer at the developers cost.

Hayden: I think the clustering is a good idea if that is a way to protect the trees. I would not want to increase density. Going down to half acre lots would be okay. I think it's important for credit to be given for the open space. If there is open space, and it's going to go toward a conservation area, and if the Council chooses, I would like the option to be available in the event they wanted to donate it as a park. I would be open to the idea of considering commercial at 1171 and Shiloh, but I think that's about it. Anything more would distract from the scenic views. The main thing is what we can do, such as they did in the Sanctuary, to build around the trees.

Walker: I support the incentivized clustering concept. It gives us the greatest degree to execute the concept of clustering. I like the idea of open space options with some mechanism to make sure it's maintained for the right appearance. For commercial areas, Shiloh has already been defined with one quadrant of commercial and the fire station on the other side, so there is not a lot left to really consider. I won't say no to Flower Mound Road and 1171. I just don't know the scale of it or what type of commercial. We have to be careful there when considering the types of businesses. For the sewer service, yes, as long as we can demonstrate, because there has been correspondence and questions about the Town providing sewer so the developers make a big profit. We have to be very clear about the cost of extending sewer out in that area, and that's why we have impact fees in our development process; to capture that money and allow it to be paid by the development community, and ultimately by the homeowner that buys property out there. I am intrigued by the transition zones. It's an interesting idea and it's more of a design case-by-case application where we don't want to have half acre lots, and across from the property line we have a treed area or other half acre lots.

Wise: I am in favor of incentivizing clustering. It's a way to save the trees and to keep as much open space as possible. I am interesting in hearing more about the transition zones and how that could play into that. For the commercial areas, Shiloh and 1171 is already capped, so I'm in favor of it at Flower Mound Road and 1171. For sewer service I have some questions in that if the developers are going to pay for it. Let's say a developer in the middle of the Cross Timbers District wants to do it, how is he going to pay for a sewer system to get to the Roanoke site?

Dixon: I'm very interested in large view corridors in the Cross Timbers, substantial setbacks along 1171, promote trees and environmentally desirable areas, and promote diverse planning on large scale to match up open space planning. If one small area along 1171 somebody says I want to do it here, they create their own look and feel in that area. I would love to have a situation where a Master Plan within the Master Plan out there could be put together out there and truly land planned where there are unique clustered areas that promote the things previously stated. At what point do we match up the protection of the rights of a land

owner should they wish to develop versus the rights of the person driving down 1171. I don't pay for their land, taxes, and upkeep. We have to respect their rights as well. With regards to recreational use, we should be looking at, and exploring opportunities, to put additional parks out there. If you look at Flower Mound geographically the center of Town is Shiloh. With regards to limiting the commercial area, I think it should be limited to Shiloh and 1171. We have Christina's at the Northwest corner, the Fire Station at the Southwest corner, Wayne Yarborough's property on the Northeast corner, and the Smith property on the Southeast corner. I would love to have unique neighborhood retail out there where it services those who live there as well as those driving up and down 1171, but equally I don't want strip centers. That doesn't have the look and feel that people out there and those passing by want. For Connemara, I would like for the Town to work closely with them to promote ways for residents to enjoy some of these open spaces that are protected in the land trust, as opposed to there is a fence, there is a tree, don't touch. He pointed out that if the area of 1171 and Shiloh behind Christina's (north side of 1171) is developed it would have no effect on LISD because it is DISD. He identified the four school districts that serve Flower Mound. For sewer, development would pay for the sewer, but back to my thought of Master Planning for the area, the more that a congruent design and land planning happens out there, the better for Flower Mound. We have large owners out there that have a lot of frontage along 1171. If they start to development large areas it would be some major land planning, but if we could do a good job in making sure we're in constant communication with the land owners out there we can do a much better congruent job on making sure that our planning of the sewer, if indeed it comes to pass, I think that is in everyone's best interest.

Hayden: For the retail in this area I like the word unique, but you can't really control what is going to go in there. You can give the zoning for retail and they will build their building, but you can't say you can only put this building in there. I'm not sure how you can control what goes into a neighborhood retail outlet. You can control who you given incentives to, but you can't really mandate what is going to go in there.

Dixon: I didn't say mandate, but I do think good, honest and open communication with folks is important. Most people on Council get calls from different folks and if we tell them what the residents would like I think that is encouraging and setting the bar. In those situations they can come back to the Town and say here is my idea and I would like to sell it to you.

Webb: Asked Mr. Powell if it would it be possible, if we were open to some type of commercial development at that corner, that we could have some kind of specialized design standard?

Powell: Yes.

The Town Council and Planning and Zoning Commission recessed at 8:35 p.m. and reconvened at 8:46 p.m.

FOCUS AREA 3: DENTON CREEK DISTRICT

Staff Presentation

Mr. Dalton reiterated that this meeting is primarily for the purpose of getting general direction. One additional work session is anticipated, as well as the two required public hearings so staff will continue to look at the issues and fine tune them and get feedback.

Mr. Dalton gave a presentation identifying or noting:

- Location of the District
- Canyon Falls is currently under construction
- Historical background information relative to the site
- Vision statement
- Area plan vision
- Future growth anticipated
- Issues discussed relative to the area, including the availability of water for development
- From a staff perspective there is not any immediate action that needs to be taken. We still need to be looking at the intersection alignment with 1171 and I35W and how we continue to foster develop interest out there and work with the property owners. There is nothing that we saw in the comments that was imminent that would necessitate at this point for a change in the master plan
- Options for consideration: no action, or putting the Town staff on notice that we need to be working on some of the issues such as with the road alignment

Hayden: Where I-35 connects, isn't there plans to have a road that intersects through the red part of I-35?

Dalton: Yes, it's on the Town's thoroughfare plan where there is an interchange planned there by the Town.

Hayden: So our ability to have anything commercial on I-35 is limited. I think the sooner we can get a road through there the greater opportunity we have, as it will end up going around us. Is there anything that we can do to help promote that?

Stathatos: We met about that topic yesterday with the County.

Hayden: The area of 1171 and 377 has the greatest potential to be a growth area for retail for Flower Mound. A previous Town official even stated the Town should consider a TIRZ District for that area.

McDaniel: For this area how are we going to support it from an emergency services perspective? What are our plans there? A TIRZ District is probably going to be necessary because that's a long way out there.

Hayden: There is a Fire Station planned out there where a Commissioner's Court building is going. Ultimately, I think we're going to need to have a Police Station out west somewhere because of the need for officers to handle paperwork, etc. without being taken off their beat for an extended period of time, given the location and distance to the current police location.

McDaniel: What about things like a utility service office for utility payments, a Library, and things like that? It's a long way for someone to get a Library book, vote, etc.

Hayden: I don't have the answer to that, but it's a long way down the road.

Stathatos: With Fire Station 6 staff is talking about having some type of presence out west that could include public works, parks, or some type of maintenance, and maybe even a utility billing drop off option.

McDaniel: The need will be there as the area develops.

White: I don't think it's as far away as people think it is (i.e. time frame). The amount of development that is going on around the Alliance area is enormous and the people that work out there are going to either look at the western center area (that part of Fort Worth) or they will be quickly drawn this direction. You have massive corporate relocation to that north part of Fort Worth. If you think about it, it's only 5 – 10 miles from 377 out to Alliance. I am expecting that to hit the radar screen in the next ten years.

Hayden: One of the major property owners at that corner has been approached about development and he has indicated he's not interested in developing at this time. Another area is parks; we need to be thinking about fields for the kids. We already don't have enough fields.

Johnson: Clarified that the location being discussed is Argyle School District. He questioned one of the areas identified on the map and what community it is.

Webb: As Canyon Falls starts selling homes and we have a significant amount of residents on the Western edge, we need to figure out how to make those people feel like they are part of Flower Mound.

Dalton: Summarized that based on the feedback provided, staff will be diligent in monitoring everything in that area.

Hayden: Confirmed that is acceptable to Council and the Commission.

FOCUS AREA 4: FM 2499 CORRIDOR

Mr. Dalton gave a presentation identifying or noting:

- Location on a map, including Specific Plan Areas (SPAs)
- Corridor vision

- Feedback received
- Options for consideration: no action and pick this back up in a year or two to look at the SPAs that are mostly developed and is there a way to provide some consolidation in our SPAs, and provide some consistency in terms of what you normally see or do with a corridor plan.

There was some discussion relative to existing zoning in the SPAs and what types of businesses are allowed.

Solis: Asked for clarification that it is staff's recommendation that perhaps future planning is in order and we may even expand that further south of 1171?

Dalton: Yes, I think with any type of corridor plan, you would want to consider the whole corridor, and especially because everything south of 1171 is also included in various SPAs, and even older than the ones being discussed now.

Solis: And that would be my point – we would want to consider it holistically and he advocated that position.

Powell: For the meetings on the 19th and 21st we had no comments when we got to Denton Creek, and for the 2499 area we only had a couple, and those stems from the folks that were focused on Rippy Road and wanted that transition. Those folks were informed that there might be people that come in with zoning changes, and even Master Plan changes on a parcel basis, but maybe it's just not right at this point in time as to what is really going to happen, because we really haven't seen the detailed development proposals that we haven't seen in other places.

Johnson: I know it was expressed at the Planning and Zoning meeting that the folks that are in Pecan Acres want to be assured that we stay focused on the fact that it should be residential on the back side of Rippy. And since we're not talking about a lot of change that is probably not an issue, but I think it's important, given we've worked really hard to get public input, that we at least make a note of that.

Goss: I think the corridor plan works well. These SPAs stack one on top of each other where they are all 80-85% built out. I think it's an impediment now. I think we would be better served if we can view the whole thing holistically all the way from 407 down south.

Walker: I agree and it makes it easier from a planning perspective to look at the entire corridor. Currently we don't have a lot of immediate interest, but we will at some point, so it's a good idea to reevaluate the whole idea of SPAs. We've outgrown them and they become a hindrance. It's much easier to have continuity along the whole corridor.

Dalton: Another option we will need to look at, especially closer to 3040, is redevelopment issues.

Webb: I'm good with Mr. Goss's comments.

Goss: I think we have a lot of SPAs that are 80-85% built out and we have parcels of land that have been sitting there so we should have an expiration provision where when it reaches that point you do away with the SPA that gives the developer more creative leeway to fill in that last piece of the SPA.

Public Participation (for 2499 or Denton Creek District)

Mark Walker, 3310 Jennifer St, Flower Mound, TX

Mr. Walker indicated he is on the North side of Pecan Acres. He noted he has sent comments via email and stated he is not opposed with creating a whole corridor and addressing the issues within the corridor. He commented that low density residential in that area keeps from taxing the Flower Mound Elementary School which couldn't handle a lot more. It can be developed as residential, but it's been chosen not to take that out to this date. He commented that Lakeside, as well as along 2499, should be the focus for commercial to bring in tax dollars. They purchased their homes with the protection of a buffer to keep things the way it is.

Jerry Meador, 3301 Juniper Street, Flower Mound, TX

Mr. Meter indicated he lives in Pecan Acres and stated that had some concerns about the property on the other side of Rippy and the potential future impacts. He reported being pleased with the review process and there has been some communication amongst those in his neighborhood, stating that they would be in favor of keeping that property zoned for low density. He recognizes right now it's not an issue, however, looking down the road if there was to be a potential change for that area I think myself, and many other neighbors would be opposed to that.

Hayden: Asked for clarification as to whether he is referring to the land between Rippy and 2499 or further to the North toward Waketon?

Meador: Pointed out the area on a map.

Stathatos: Offered appreciation for the Council allowing staff to exercise creativity and expressed appreciation for Tommy and Doug's work through the entire process. Their approach has helped the public to get involved in a user friendly environment and palatable process that invites participation.

McDaniel: The one thing I noticed when you were breaking down the feedback received at the two public meetings and online, the percentages were great about how people answered each question, and then you have some demographic information. The one thing that was missing to me is where folks live in the Town because I think that can go a long way towards influencing their opinions on

things. If I had an idea the majority of these people live west of Shiloh, now I understand where they're coming from. Demographics would be an integral part of understanding.

Dalton: We can map out who RSVP'd for the community wide meetings and who participated in the online survey. What we can't tell you is who actually participated in the community meetings such as polling and who showed up. We didn't have a sign in sheet.

Dalton: Summarized next steps by stating we're in the middle of the public engagement process by beginning the formal review process. We have some general feedback from our focus areas where we're going to go back and refine, draft up some language, and it's staff suggestion to bring it back to P & Z during another work session so there is another time to vet that information out. Then the formal process would ensue after that which would include a P & Z and Town Council public hearing. When we started this process we were hoping to wrap up in December and if that is still our goal our projected dates for the P & Z Work Session would be October 28th and the public hearing would be November 11th. We wouldn't go back to back with P & Z and Council so that would put us on the December 2nd Town Council meeting for a public hearing.

Hayden: Asked for clarification in that staff is going to take what they heard tonight and go into the Master Plan and basically red line it to match what has been stated tonight.

Dalton: Yes, we plan to start crafting language at the policy level and then bring it back to P & Z and communicate to them that based on your feedback and what was heard from this work session ask the question if we are close, what do we need to work on, how do we continue to develop this at the policy level so we can make sure we're keeping within our vision.

Powell: That's what was asked in the beginning – where are the guide posts are. We have a lot of feedback and he encouraged P & Z or Council to continue to communicate additional feedback because in a short period of time we can draft it but we really don't want this to be is if we get down into the weeds and try to write these policies by committee, it will be a struggle. But we think, hopefully, we can say these are the guiding principles that we can write down to capture the discussion tonight.

Hayden: I think you will get more feedback once people have a piece of paper that says this is what they are doing.

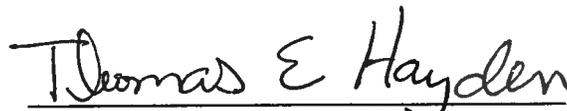
Powell: We gave the public the packet of information at the same time as Council and the Commission so they are aware of the options that have been presented. It will be interesting because he did have two people suggest things that were really refinements of what was already in that process.

Mr. Dalton's presentation can be viewed at www.flower-mound.com/ourmasterplan

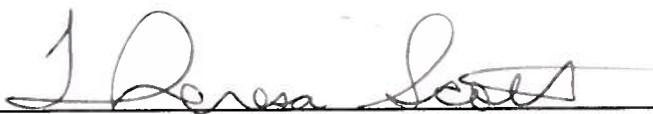
E. ADJOURN WORK SESSION

Mayor Hayden adjourned the work session at 9:27 p.m. on Thursday, October 17, 2013, and all were in favor.

TOWN OF FLOWER MOUND, TEXAS


THOMAS E. HAYDEN, MAYOR

ATTEST:


THERESA SCOTT, TOWN SECRETARY