

**Trinity Falls Holdings LP Fourth Amended and Restated
Development Agreement Term Sheet**

May 4, 2021

The terms below are conceptual and final terms would be the subject of a written **2021 Fourth Amended and Restated Development Agreement** which supersedes and controls over the **2012 Development Agreement**, the **First Amendment to the 2012 Development Agreement**, **Second Amendment to the 2012 Development Agreement**, and **Third Amendment to the 2012 Development Agreement** including any required exhibits and graphics. City Council approval of this Term Sheet is also required. This Term Sheet is **non-binding**.

1. Exhibit G, Development Regulations.

Amend Exhibit G, Section 1.a.viii, TH-18.5 Rear Loaded (Townhomes).

viii. TH-18.5 Rear Loaded (Townhomes)

- minimum lot size 1,850 square feet;
- minimum 2 attached units per dwelling unit cluster for lots greater than 31 feet;
- maximum 6 attached units per dwelling unit cluster;
- minimum lot width 22 feet;
- minimum front yard setback 10 feet (front porches and/or stoops may encroach front yard by 5 feet);
- minimum rear yard setback 8 feet;
- minimum (detached units) side yard 1 foot (minimum separation for detached units is 6 feet with an acceptable fire wall);
- minimum (attached units) side yard 0 feet;
- minimum garage setback 20 feet
- For all townhome lots, builders shall be required to plant a minimum of two trees per lot as follows: one canopy tree or ornamental tree shall be required to be planted in the front yard of each lot prior to obtaining a certificate of completion; and for each townhome lot, one canopy tree shall be required to be planted in a common area located within 500 feet of said townhome lots. Should the common areas located within 500 feet of the townhome lots not be able to accommodate the required canopy trees, as determined by the Planning Department, alternate planting locations may be

approved by the landscape administrator. Required canopy trees to be located in alternate areas shall be planted prior to final acceptance of public improvements for said phase of development.

- minimum corner side setback 15 feet; and
- all lots must be served by alleys.

Amend Exhibit G to add a new Section 1.a.ix, Section 1.a.x, SFMD-10 (Medium Density).

ix. SFMD-10 (Medium Density)

- Maximum density: 10 units/ gross acre
- Minimum Zoning Block* width: 130 feet
- Minimum Zoning Block depth: 110 feet
- Minimum Building Separation: 10 feet
- Minimum public street setback 15 feet
- Minimum corner side yard setback 15 feet
- Allowable encroachments into setback:
 - Porches and stoops up to 5 feet into public street corner side yard setbacks
 - Fireplaces, bay and box windows, and window seats up to 2 feet into all setbacks
- A 400-unit cap for SFMD-10 shall be permitted in PU 5, 6 and 8 and these units count toward the 2,000-unit cap contained in Exhibit G, Development Regulations, Section 11, Maximum Single-Family Lots.
- Layout shall conform to 4-pack Exhibit, attached as Exhibit G-1 to Fourth Amended and Restated Development Agreement.

* "Zoning Block" shall be defined as a maximum group of 4 units around a shared common area.

2. Section 2.1 of the 2012 Agreement. Amend Section 2.1.3 definition of the City Utility and Land Development Ordinances described on "Exhibit D" to specifically incorporate the City's "Engineering Design Manual" (as amended from time to time).

3. Section 2.2 of the 2012 Agreement. Amend Section 2.2, Concept Plan, to add the following: “As permitted by the “MISD Agreement” (hereinafter defined), Owner has substituted the northernmost elementary and adjacent park with a middle school, without an adjacent park, and no approval of the Director of Development Services or City Council is required. Additionally, City acknowledges the conveyance of the southernmost elementary school to MISD has occurred and the adjacent park site has been reconfigured.”
 - a. The Concept Plan shall be revised to limit development of elementary schools on the Designated School Sites to only the PU 1 School and the PU 3 School. Additionally, the school site previously depicted within PU 7 is no longer a Designated School Site, and such acreage has been relocated to PU 5 as shown on Exhibit C-1. The PU 1 school and adjacent park have been reconfigured, and the elementary school and adjacent park in PU 7 have been removed from these exhibits.
 - b. In lieu of an elementary school and adjacent park located on 20 acres in PU 7, Owner shall designate for conveyance to MISD, a 30-acre middle school Designated School Site without an adjacent Neighborhood Park (“PU 5 School”) as shown on Exhibit C-1.
4. Section 5.1.1.2.3 of the Second Amendment to the 2012 Agreement. Revise Exhibit C-5 to reflect the new alignment of the East Water Feed.

Section 5.1.3 of the 2012 Agreement. Revise the Concept Plan to reflect the new alignment of Hardin Boulevard adjacent to Planning Units 5 and 8. Exhibit C-1, Exhibit C-1A, Exhibit C-2, Exhibit C-2A, Exhibit C-3, Exhibit C-3A, Exhibit C-4, and Exhibit C-5 shall be revised to show the new alignment south of CR206.

- a. Remove the permit triggers associated with the obligations to complete portions of Melissa Road, and upon completion of amendment to development agreement with City of Melissa, Owner shall commence construction of Melissa Road in 2021 and complete construction thereof before 4500 residential building permits have been issued within the Property. For purposes of this revision, “commencement of construction” shall mean the execution of a construction contract for the full construction of Melissa Road.
- b. Replace Section 5.1.3.11 of the 2012 Agreement in its entirety by the following:
 - 5.1.3.11 Owner shall design, dedicate right-of way for, construct, and tender for dedication to and acceptance by the applicable jurisdiction(s), subject to City’s

sole discretion to accept such dedication and improvements, all roadway Public Infrastructure required within the Property to serve development of the Property as shown on Exhibit C-3, including, Trinity Falls Parkway, CR 228 / Olympic Crossing, Parkland Crescent, and Hardin Boulevard, as and when any portion of the Property adjacent to such on-Property roadways is platted or when otherwise required under Special Regulations.

5. Add Section 12.21 to permit administrative amendments of the DA as detailed in Exhibit A of this Term Sheet.

ACCEPTED:

TRINITY FALLS HOLDINGS LP

By: *Johnson TF GP LLC, general partner*

By: 

Larry D. Johnson, Manager

Date: April 29, 2021

CITY OF MCKINNEY, TEXAS

By: _____

Date: _____

EXHIBIT A

12.21 Definitions for Major Modifications/Minor Modifications.

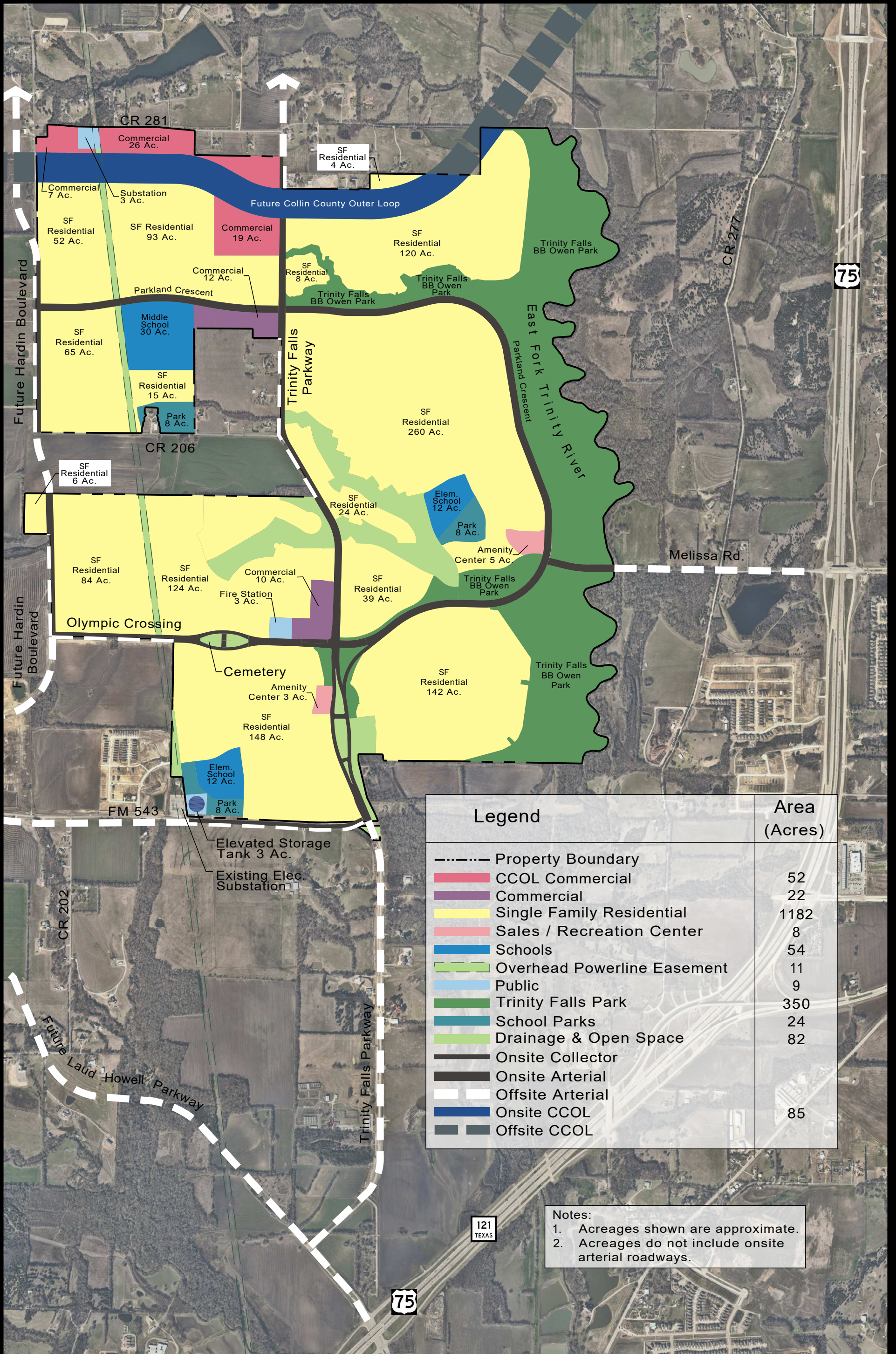
12.21.1 Major Modification. The term “Major Modification” means a significant modification or amendment to either the Concept Plan or Development Regulations that, in the sole opinion of the City, materially impacts the theme, character, or continuity of the integrated development proposed and approved by this Agreement. The party seeking a Major Modification shall provide the other party a written request to the City Manager or President, as applicable, as a prerequisite to the establishment of any Major Modification. A Major Modification shall be reviewed and approved by the City Council as a condition of any amendment to the Development Agreement. A Major Modification would include, but is not limited to,

- i. the creation of a new land use category or subcategory or a change in a particular land use category or subcategory as applicable to the Concept Plan (other than public or park uses) that results in a net increase or decrease of more than 10% of the acreage or units allocated to such category, or a series of modifications that would collectively result in a net increase or decrease of more than 15% of the acreage or units allocated in such land use category or subcategory (excluding public or park uses); or
- ii. a major traffic impact, which would include the inclusion or elimination of a major thoroughfare or major collector street, an adjustment in alignment of a roadway of over 1,000 linear feet, a change in land use(s) that lowers the level of service despite the implementation of mitigating traffic improvements, or any roadway modification that impacts an adjacent or off-site property owner; or
- iii. any change in public or park uses that would result in a net decrease of the parkland dedication requirements pursuant to the 2012 Agreement; or
- iv. any change in multi-family residential uses that would result in a net increase of the acreage or units dedicated to such use.

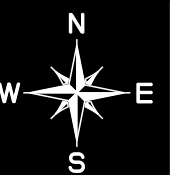
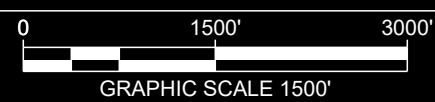
12.21.2 Minor Modification. The term “Minor Modification” means a discretionary modification or amendment to either the Concept Plan or Development Regulations that, in the sole opinion of the City, does not materially impact the theme, character, or continuity of the development proposed and approved by this Agreement. The party seeking a Minor Modification shall provide the other party a written request to the City Manager or President, as applicable, as a prerequisite to the establishment of any Minor Modification. A Minor Modification is a discretionary act requiring the parties’ mutual agreement. Minor Modification(s) shall be reviewed and approved by the City Manager, or designee as a condition

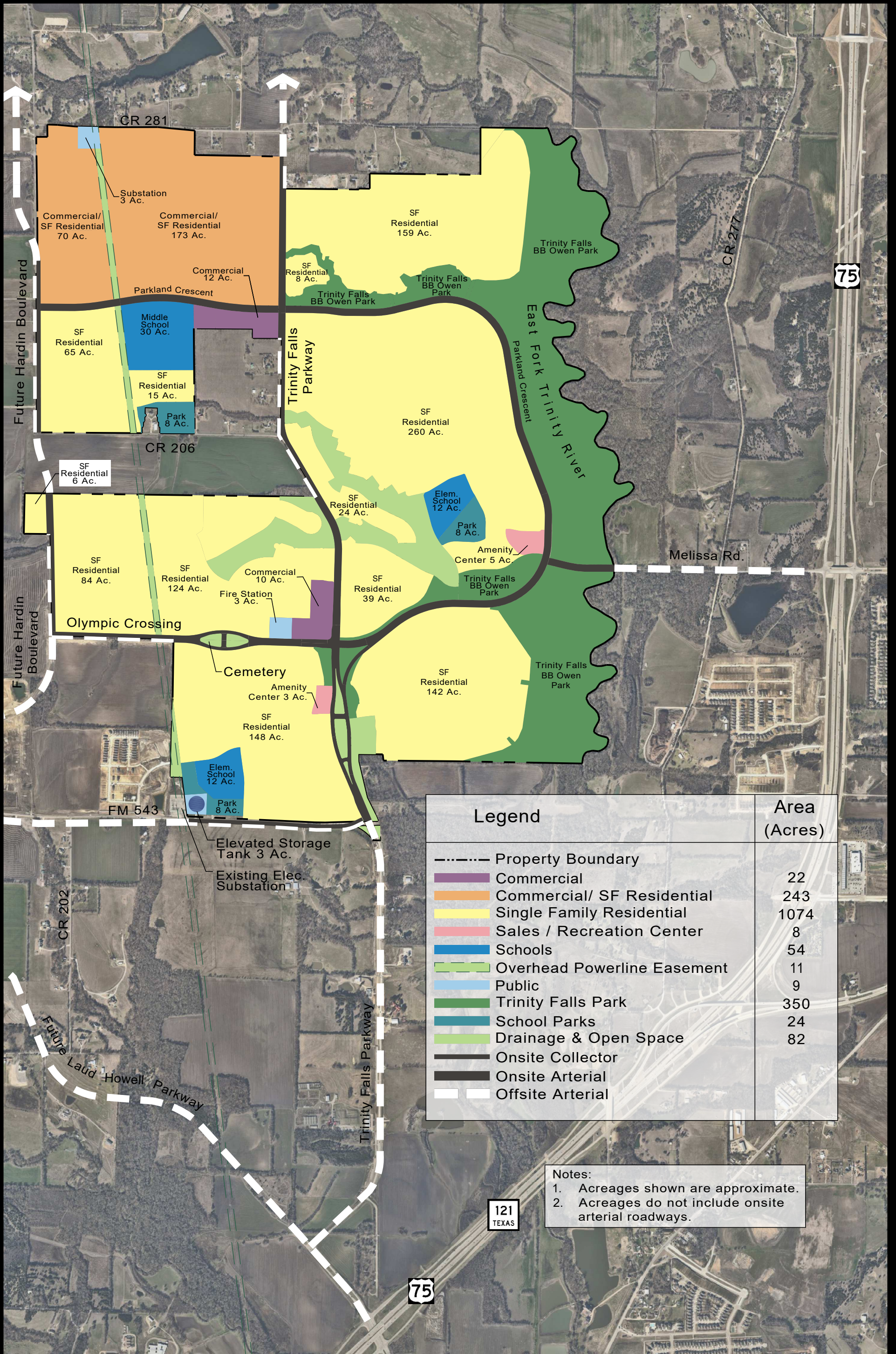
to any amendment of the Development Agreement. An approved Minor Modification will be also evidenced by a filed memorandum filed by the City Manager, or designee, with the City Secretary with notice provided to all parties to the 2012 Agreement. A Minor Modification would include, but is not limited to,

- i. a change in a particular land use category or subcategory as applicable to a Planning Unit (other than public or park) that results in a net increase or decrease of equal to or less than 10% of the acreage or units allocated to such category, or a series of modifications that would collectively result in a net increase or decrease of equal to or less than 15% of the acreage or units allocated to such land use category (excluding public or park); or
- ii. an adjustment in the alignment a roadway of less than 1,000 linear feet in any direction and which does not impact any adjacent or off-site property; or
- iii. an adjustment or relocation of inconsequential or peripheral public utility infrastructure; or
- iv. any modification that is an elaboration, refinement or clarification of the Concept Plan or the Development Regulations and deemed to be a Minor Modification by the City Manager, or designee.



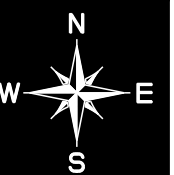
Notes:
 1. Acreages shown are approximate.
 2. Acreages do not include onsite arterial roadways.

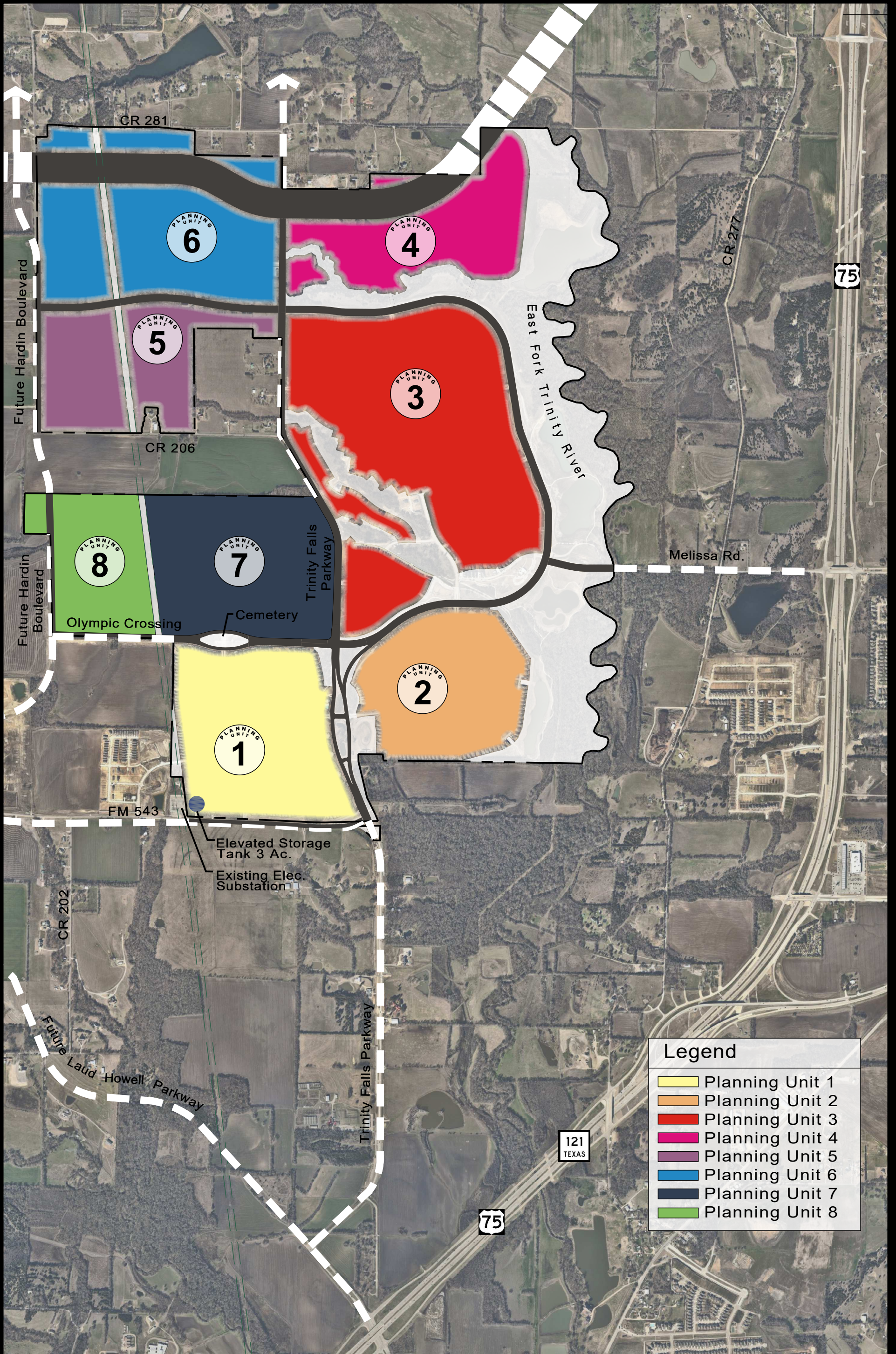




Legend	Area (Acres)
----- Property Boundary	
Commercial	22
Commercial/ SF Residential	243
Single Family Residential	1074
Sales / Recreation Center	8
Schools	54
Overhead Powerline Easement	11
Public	9
Trinity Falls Park	350
School Parks	24
Drainage & Open Space	82
Onsite Collector	
Onsite Arterial	
Offsite Arterial	

Notes:
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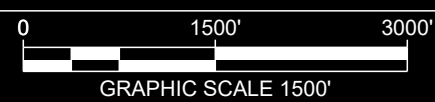




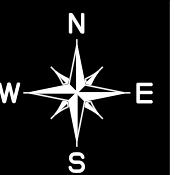
Trinity Falls

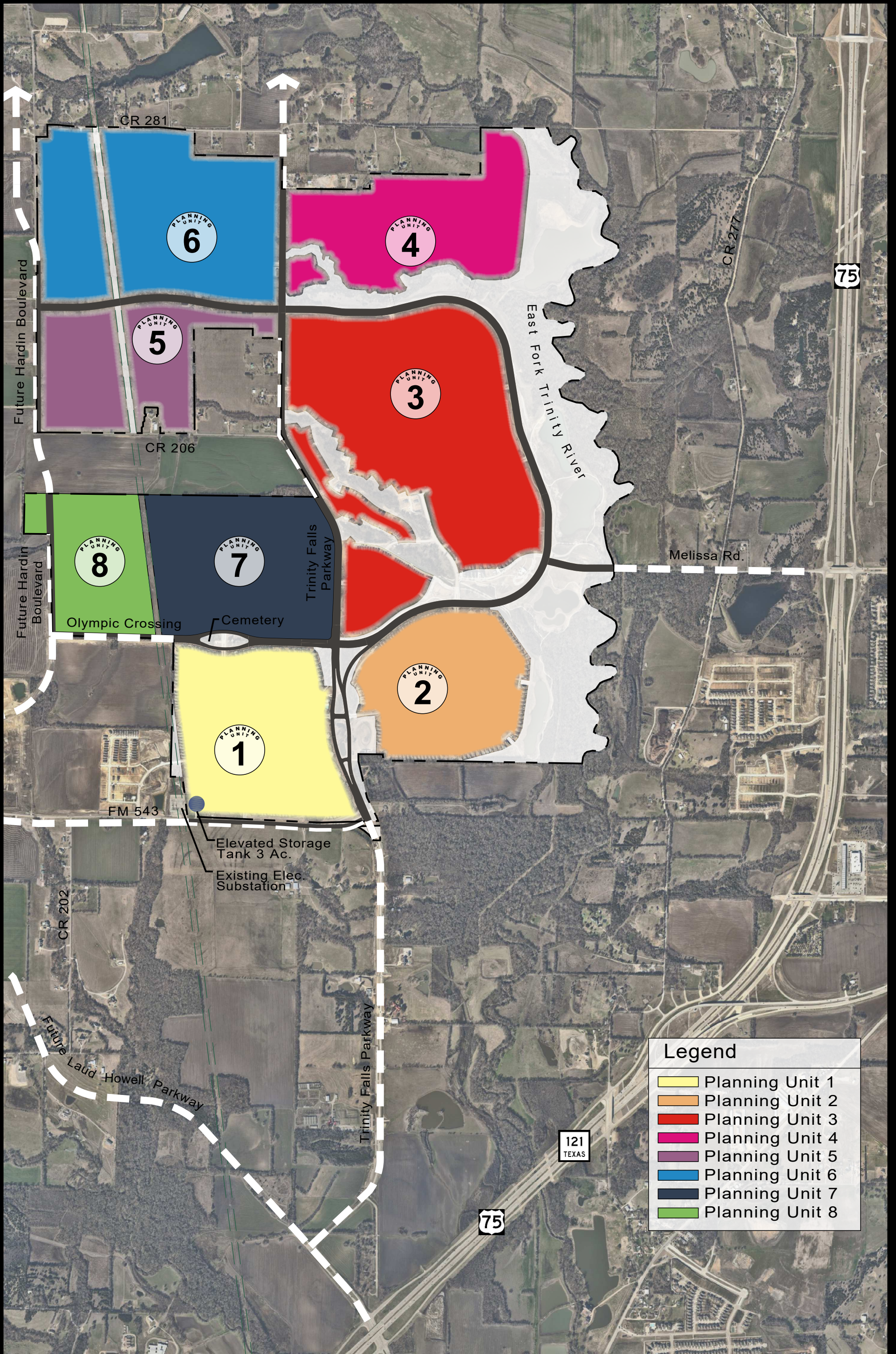
McKinney E.T.J.
Collin County, Texas

Exhibit C-2 Concept Plan-Planning Units



Date: April 2021





Legend	
	Planning Unit 1
	Planning Unit 2
	Planning Unit 3
	Planning Unit 4
	Planning Unit 5
	Planning Unit 6
	Planning Unit 7
	Planning Unit 8

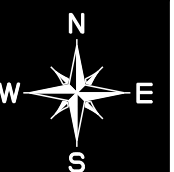
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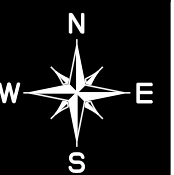
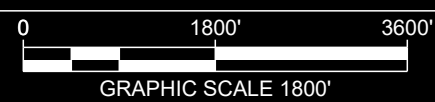
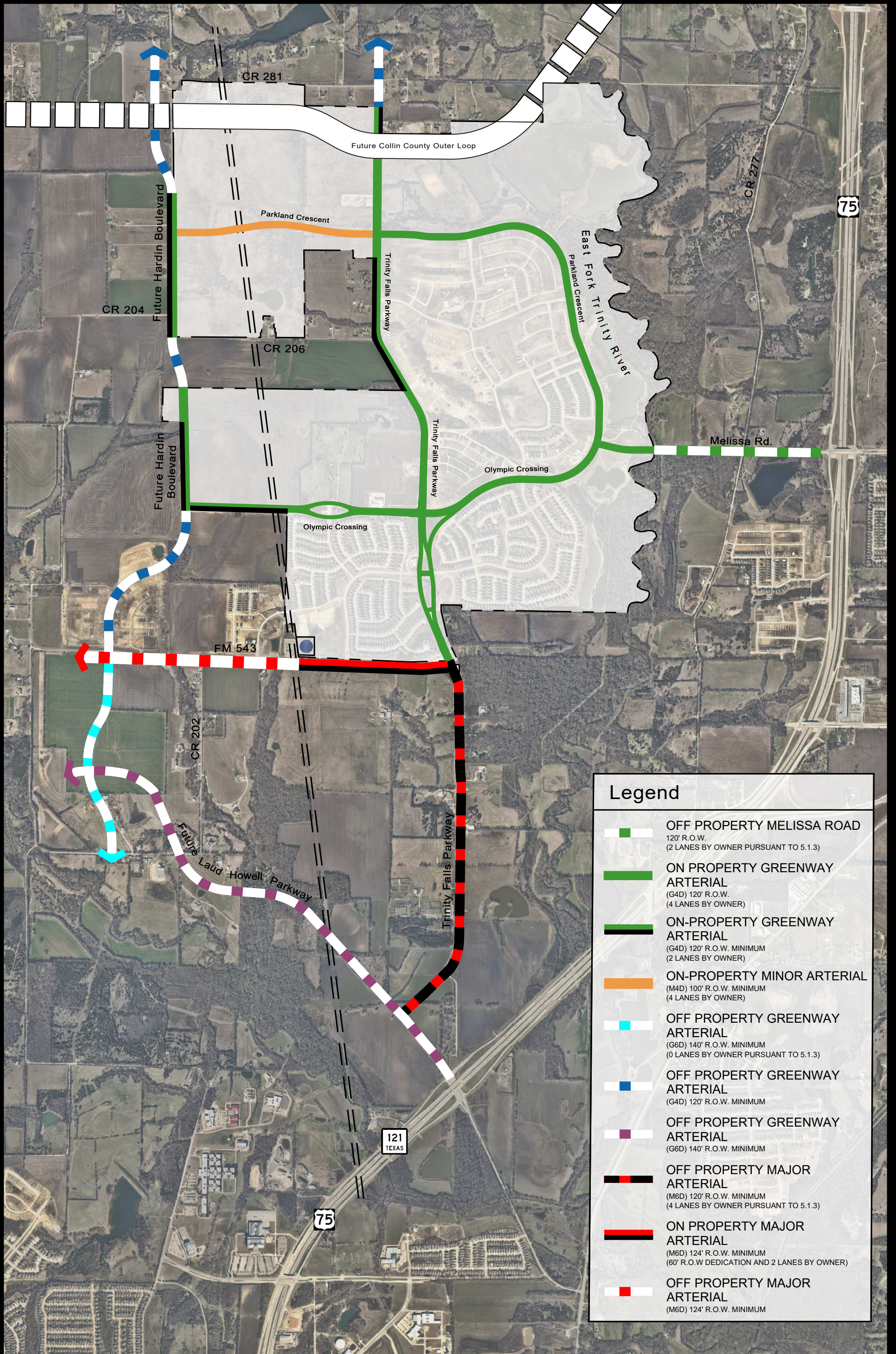
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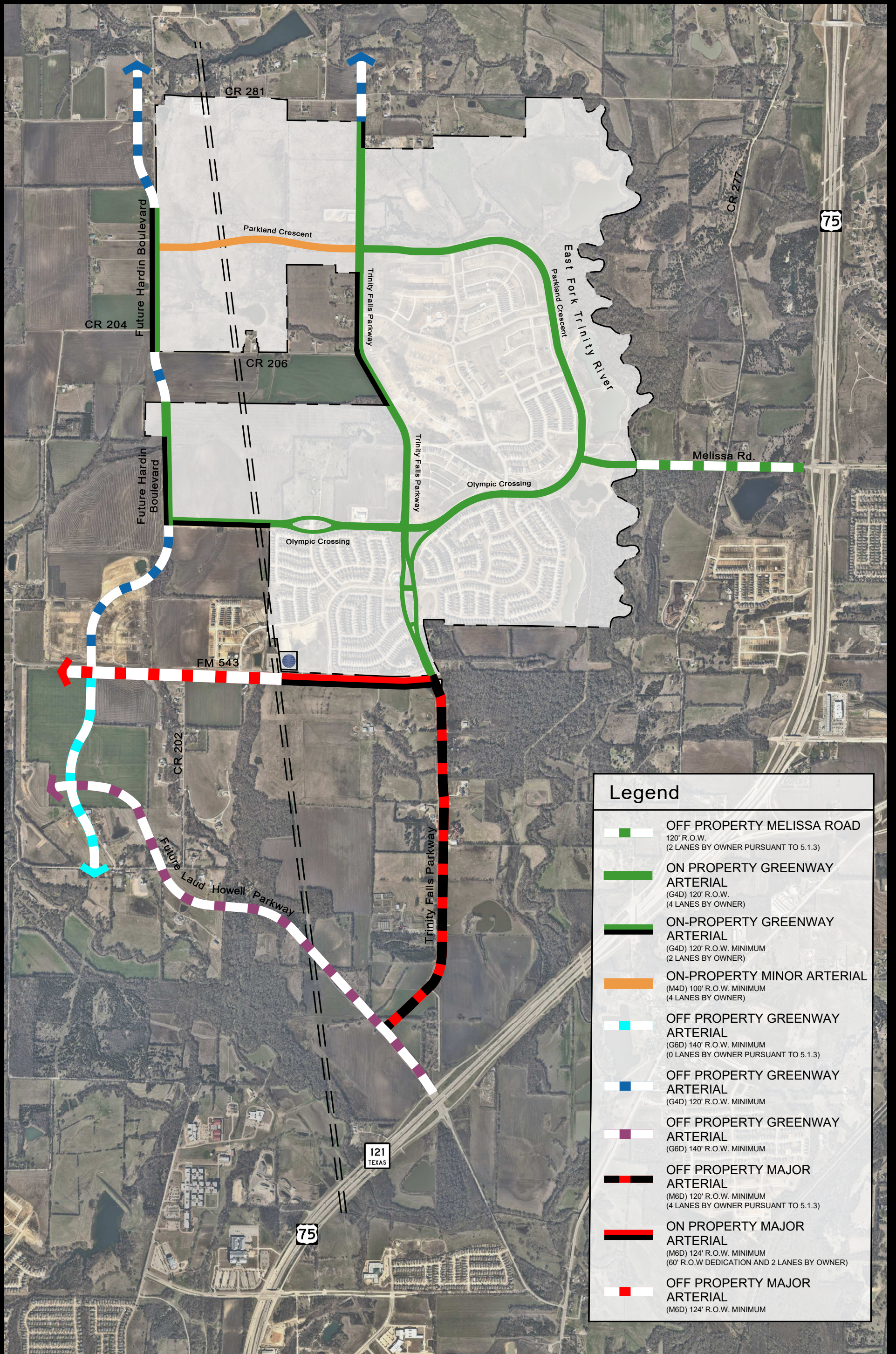
Exhibit C-2A Concept Plan Alternate-Planning Units



Date: April 2021

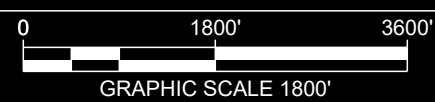




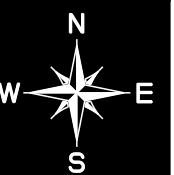


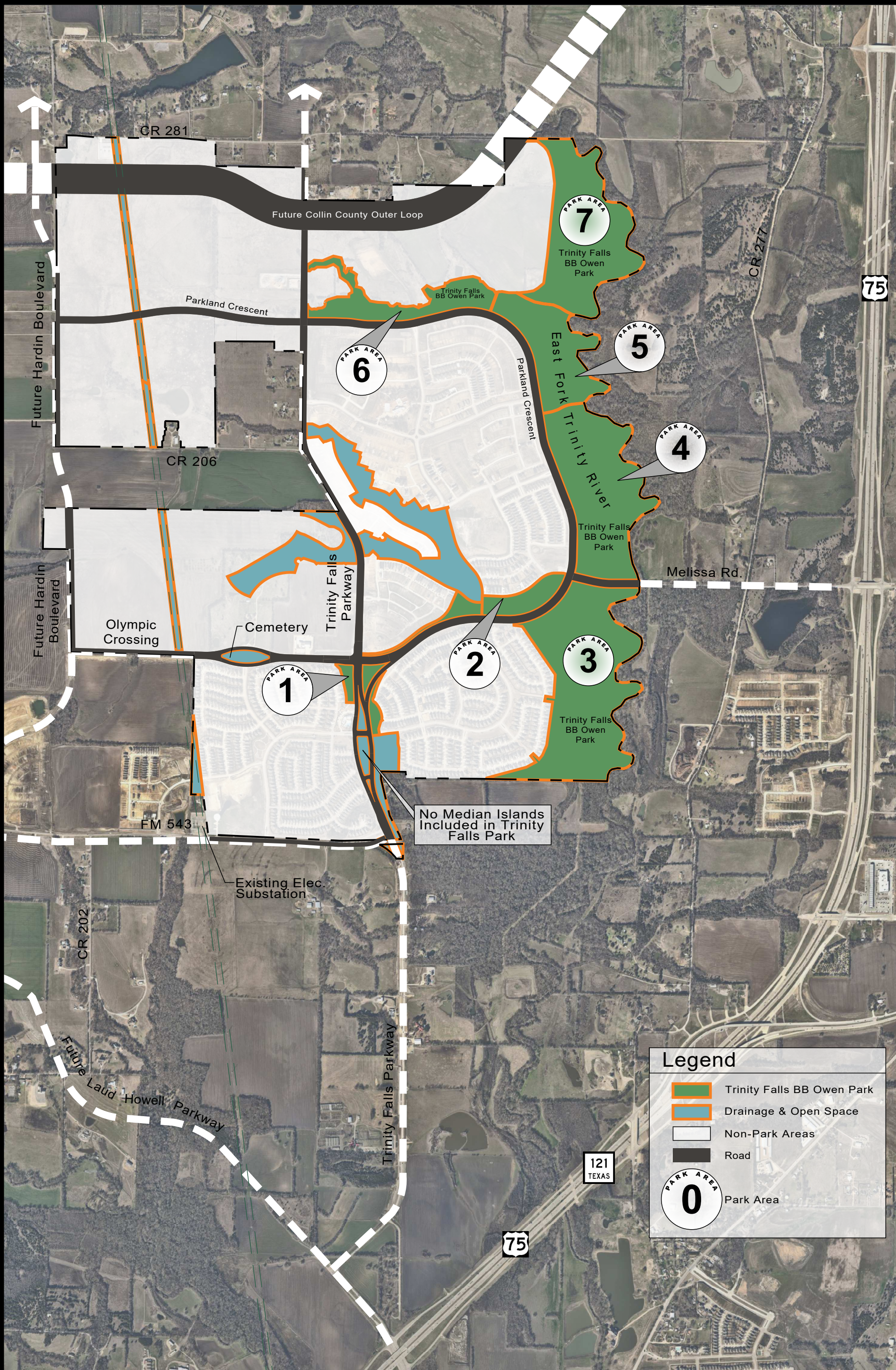
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Exhibit C-3A Concept Plan-Thoroughfare Plan



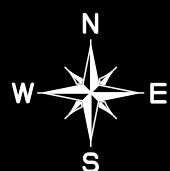
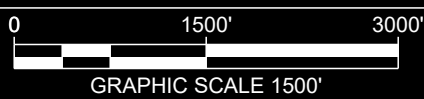
Date: April 2021

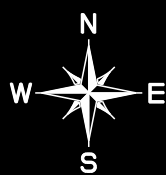
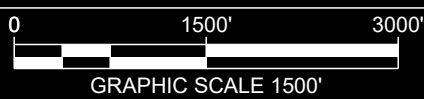
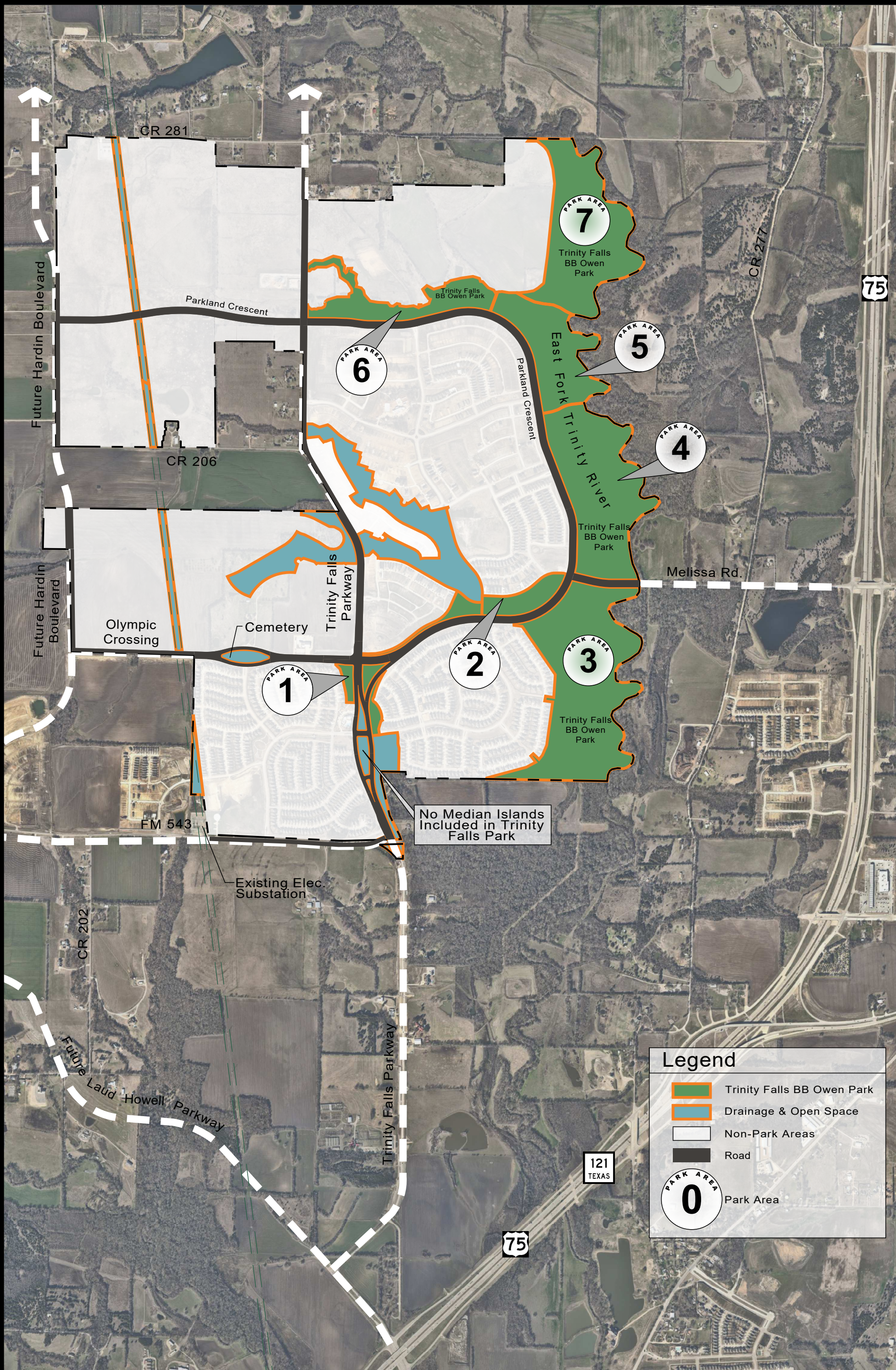


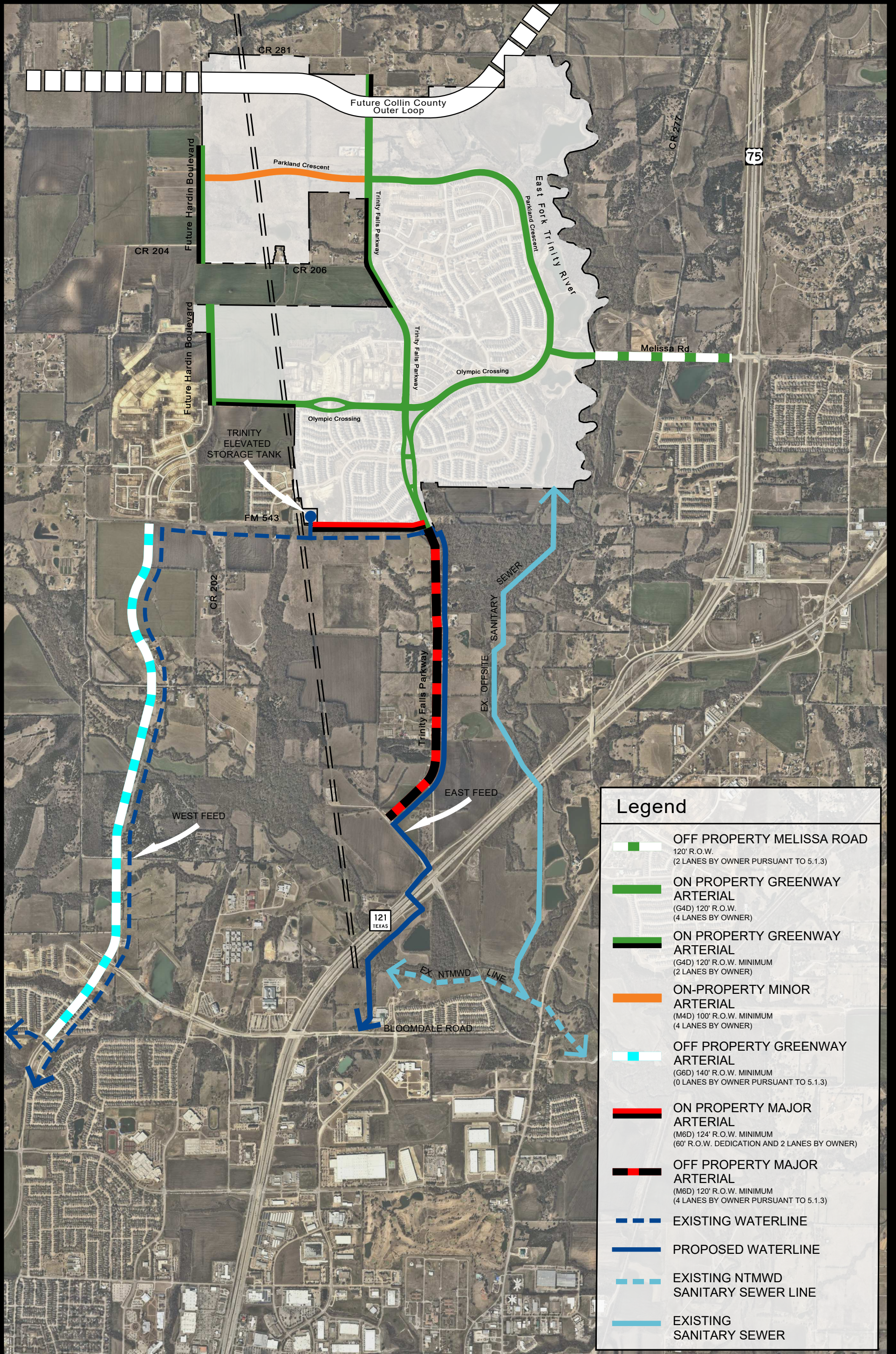


Legend

- Trinity Falls BB Owen Park
- Drainage & Open Space
- Non-Park Areas
- Road
- PARK AREA
0 Park Area







Legend	
	OFF PROPERTY MELISSA ROAD 120' R.O.W. (2 LANES BY OWNER PURSUANT TO 5.1.3)
	ON PROPERTY GREENWAY ARTERIAL (G4D) 120' R.O.W. (4 LANES BY OWNER)
	ON PROPERTY GREENWAY ARTERIAL (G4D) 120' R.O.W. MINIMUM (2 LANES BY OWNER)
	ON-PROPERTY MINOR ARTERIAL (M4D) 100' R.O.W. MINIMUM (4 LANES BY OWNER)
	OFF PROPERTY GREENWAY ARTERIAL (G6D) 140' R.O.W. MINIMUM (0 LANES BY OWNER PURSUANT TO 5.1.3)
	ON PROPERTY MAJOR ARTERIAL (M6D) 124' R.O.W. MINIMUM (60' R.O.W. DEDICATION AND 2 LANES BY OWNER)
	OFF PROPERTY MAJOR ARTERIAL (M6D) 120' R.O.W. MINIMUM (4 LANES BY OWNER PURSUANT TO 5.1.3)
	EXISTING WATERLINE
	PROPOSED WATERLINE
	EXISTING NTMWD SANITARY SEWER LINE
	EXISTING SANITARY SEWER

Trinity Falls
McKinney E.T.J.
Collin County, Texas

Exhibit C-5 Concept Plan - Major Infrastructure



Date: April 2021

