

EXHIBIT B
GENERAL DEVELOPMENT PLAN
IMPERIAL HISTORIC DISTRICT

A. Contents. This General Development Plan includes the following sections:

1. General Provisions
2. Land Uses
3. Development Regulations
 - Nonresidential and Multifamily development
 - Residential development
4. Landscape and Pedestrian Circulation Regulations
5. Building Regulations
6. Additional Regulations
7. Freestanding Signs
8. Attachments
 - Site Renderings

B. General Provisions.

1. The PD approved herein must be constructed, developed, and maintained in compliance with this ordinance and other applicable ordinances of the City. If any provision or regulation of any City ordinance applicable in a B-2 (General Business) zoning district is not contained in this ordinance, all the regulations contained in the Development Code applicable to the B-2 zoning district in effect on the effective date of this ordinance apply to this PD as though written herein, except to the extent the City regulation or provision conflicts with a provision of this ordinance.
2. Except as otherwise provided herein, the words used in this General Development Plan have the meaning established by the Development Code.
3. *Mews* means designated parkland or open space within the PD that has frontage on a public street or access drive and provides paved pedestrian access from the street to adjoining lots.

C. Land Uses.

1. Permitted land uses for the District are listed in Exhibit B-1, *Permitted Uses*. Any additional land uses may be requested in a future Final Development Plan.
2. Permitted land uses may be mixed horizontally or vertically on a single property in accordance with Exhibit B-1, *Permitted Uses*.
3. Certain land uses are permitted when developed under specific conditions as established in the Notes section of Exhibit B-1, *Permitted Uses* or corresponding with the uses in the B-2 Zoning District in *Table 2-91.1: Permitted Uses and Parking Schedule for Nonresidential Zoning Districts*.
4. Multifamily dwelling units are permitted at a maximum of 660 units.

5. Single Family residential units as further described in section D.2 of this General Development Plan

D. Development Regulations

D.1. Development Regulations for Nonresidential and Multifamily - Nonresidential and multifamily sites shall be developed in accordance with the following development regulations:

1. Maximum height of structures:
 - (a) No building may be constructed taller than the height of the Char House.
 - (b) Buildings shall be constructed in order to preserve views to the Char House
2. Existing buildings and structures are “grandfathered” from building setback requirements.
 - (a) Building setbacks shall be established in the Final Development Plan adjacent to public streets and access drives
 - (b) Along Oyster Creek, 25 foot landscape buffer as per the General Land Plan
3. Parking may be provided in structured parking garages and/or surface lots including on-street parking
4. Minimum open space: 15% of the District area. Open space may include public plazas, squares or parks. Open spaces may include areas of hardscape or landscape or any combination thereof.
5. Maximum multifamily density:
 - (a) Maximum of 660 units
 - (b) Multi-family units are restricted to one, two, and three bedroom units only
6. Paving:
 - (a) All parking lots, driveways, and vehicle use areas must be constructed of concrete or permeable pavements. Decorative paving may be utilized.
7. Outside Retail Use: Merchandise may be displayed or stored outside buildings on the same premises. Design criteria will be further delineated on the Final Development Plan.
8. Outdoor Service Areas for Eating Establishments: Eating establishments may provide a place for outdoor services adjacent to the establishment. Design criteria will be further delineated on the Final Development Plan.
9. Drive thru lanes, outside of a parking garage, are permitted only on the portion of the GDP District which is East of Main St.
10. Parking Garages:
 - (a) Structured parking garages are required for resident parking for any multifamily building and are required to be integrated into the building massing of the multifamily building.
 - (b) Structured parking shall comply with the regulations of the Development Code
 - (c) Shared parking is encouraged for mixed use buildings. However, a shared parking plan is required to ensure residential and nonresidential parking demand is met.

11. Bicycle Parking:

- (a) Criteria for bicycle parking shall be provided in the Final Development Plan.

12. General Service Areas:

- a) All service areas and mechanical equipment shall be screened or internal to a building when adjacent to a residential use. All service areas and mechanical equipment shall be screened from the adjacent residential use and from street level of public streets.

D.2. Development Regulations for Residential – Residential development in this District may be developed as any combination of the following:

1. Detached homes on lots less than 40' wide
2. Townhomes
3. Patio homes
4. Duplex, Tri-plex, quad-plex
5. Cottage Court
6. Urban Homes
7. Other appropriate housing types
8. Lot Orientation and Layout:
 - (a) Lots may front a public street, access drive, or mews
 - (b) Lots fronting a mews will have vehicular access via a rear alley or fire lane
 - (c) Typical lot layouts will be established in the Final Development Plan
9. Minimum building setbacks will be established in the Final Development Plan
10. Required off-street parking will be determined with the Final Development Plan
11. Maximum heights of residential structures will be determined with the Final Development Plan

E. Landscape and Pedestrian Circulation Regulations – This District shall be developed with the following landscape and pedestrian circulation regulations:

1. Minimum widths for landscape buffers will be established in the Final Development Plans
2. Landscape buffers may be used for future transit stops
3. In order to create a more urban context, landscape buffers are not required along public streets and internal access easements within the district. In lieu of landscape buffers, if the area between the building face and curb is paved, shade trees located within a tree well or similar manner, shall be provided.

4. Shade trees shall have a minimum 4-inch caliper and minimum 10-foot height as measured at ground level when planted.
5. Publicly accessible outdoor spaces including parks, squares, or plazas will be provided within this District as determined in the Final Development Plans
6. Sidewalks:
 - (a) Continuous sidewalks are required along all public roadways and internal access easements serving non-residential and residential development
 - (b) Sidewalks are permitted to occupy the full width of the area between the back of curb and the building face but must incorporate landscaping and pedestrian elements
7. Pedestrian walkways:
 - (a) A pedestrian walkway shall connect a building entrance to a sidewalk.
 - (b) For all nonresidential uses, a pedestrian walkway shall connect a building entrance to adjacent retail or residential use.
 - (c) Pedestrian walkways shall meet the following criteria:
 - (1) Minimum 6-foot width for all other pedestrian walkways;
 - (2) Readily visible and free of encroachment by parked vehicles;
 - (3) Paved with concrete or other masonry products differentiated from the driveway and parking areas through the use of color, texture, or materials;
 - (4) Predominantly shaded with shade trees;
 - (5) Lighted with pedestrian-scaled fixtures;
 - (6) Include "Way finding" signage (if context appropriate).
8. Tree Preservation:
 - (a) Existing Oak and Pecan Trees located along and within 50 feet of Kempner Street with a caliper greater than 8 inches shall be preserved. Any tree may be removed, subject to the City's current Tree Preservation regulations (Section 3-10), for the extension or widening of public right-of-way and/or public utility. Existing trees may be relocated on the property with the permission of the Planning Director. Any tree identified by a certified arborist as a hazard, diseased or dead, may be removed with the written authorization of the Planning Director.

F. Building Regulations – Buildings within this District shall be developed in accordance with the following building regulations. Refer to the images in Attachment I.1. for examples.

1. New buildings shall incorporate design features respective of the architectural elements of the existing historical industrial buildings in this District
2. Development shall complement the existing Historic industrial buildings in design, color, materials, texture and/or other visual qualities.
3. New construction should be differentiated from the old buildings, but should be compatible with massing, size, and scale, and include distinctive architectural features, finishes and construction techniques that characterize the existing buildings.

4. According to The Secretary of the Interior's Standards for the Treatment of Historic Properties, "Changes that create a false sense of historical development...will not be undertaken."
5. Redevelopment of the Imperial Sugar Refinery site will be unique, and the intent of the General Development Plan is not to discourage or impede creative design of the site.
6. Historical signage, architectural elements, and artifacts will be incorporated into the re-development
7. Similar materials, distinctive forms and structures may be used to complement the existing buildings.
8. New construction should feature materials and construction techniques that respect the historic nature of the district and its past industrial uses.
9. Building façade finishes:
 - (b) Primary finishes include brick, stone (natural, cast, or cultured-textured), textured concrete panels, and glass.
 - (c) Other materials respective of the existing historical industrial buildings in the District, including metal, etc., may be considered on the Final Development Plan
 - (d) Secondary finishes shall include wood, ceramic tiles, concrete masonry units (indented, hammered, or split face concrete), stucco and fiber cement siding,
 - (e) The Director may approve alternative Primary or Secondary Exterior Finishes not specified in this article if the Director determines that the alternative finish is respective of the architectural elements of the existing historical industrial buildings.
 - (f) EIFS is prohibited
 - (g) Vinyl siding, wood fiber hardboard siding, oriented strand board siding, plastic, or fiberglass panels are prohibited
10. All facades of an individual building and the facades of multiple buildings within a single development shall be of similar architectural design, color and materials where facing or siding to a public street, internal access easement or pedestrian walkway, except that new buildings in the Historic District shall incorporate façade features respectful of the architectural elements of the existing historical industrial buildings.
11. Screening walls, wing walls, columns, and similar building extensions and supports shall be of similar architectural design, color and materials as the building or structure to which they are attached.
12. Nonresidential and mixed use buildings, excluding residential, shall incorporate the following criteria:
 - (a) Break up the horizontal and vertical building planes through offsets, changes in building materials, colors and textures, or other methods; and
 - (b) Architectural details that create shade and cast shadows to provide visual relief.
 - (c) Facades greater than 100 feet in length that face public streets and access drives shall include offsets along the length of the façade.
 - (d) Utilize canopies, arcades, entry areas, display windows, awnings, or other features at street-facing building entrances intended for pedestrians
 - (e) Building transparency in order to permit visibility between occupants and outdoor pedestrians. Suggested transparency as follows: The front façade (the side of the

building facing the street) of the first floor of a retail building shall be at least 50% transparent

G. Additional Regulations.

1. The layout of buildings will be defined with the Final Development Plan.
2. Use of outdoor speakers shall be evaluated with respect to the adjacent single family neighborhoods along Oyster Creek.
3. All power lines will be underground to serve the development
4. Historical buildings/structures in the District shall be preserved including the Char House, Engineering Building, 3-Bay Warehouse, Container Warehouse, Smoke Stacks, and the Water Tower.

H. Freestanding Signs.

1. Locations and exterior finishes for freestanding signs will be established in the Final Development Plan.
2. Additional regulations on freestanding signs within the Development Code remain applicable.

I. Attachments

1. Inspiration Images of the Site – Images include examples of existing structures on site, artifacts to be preserved, and key design elements and features.









Exhibit B-1
Permitted Use List

Institutional

Botanical and Zoological Gardens
Museums and Art Galleries
Research, Life Sciences and Healthcare
Research, Technology Development
Parks and Recreational Facilities

Office

Professional Office, Neighborhood
Professional Office, Regional

Retail

Retail, Neighborhood
Retail, Regional
Bar
Furniture and Home Furnishings Store
Grocery, Convenience Store
Grocery, Market
Restaurant, With Drive-In and/or Drive-Thru Service
Restaurant (no drive thru)
Home Improvement Store, Small
Liquor Store
Pharmacy

Services

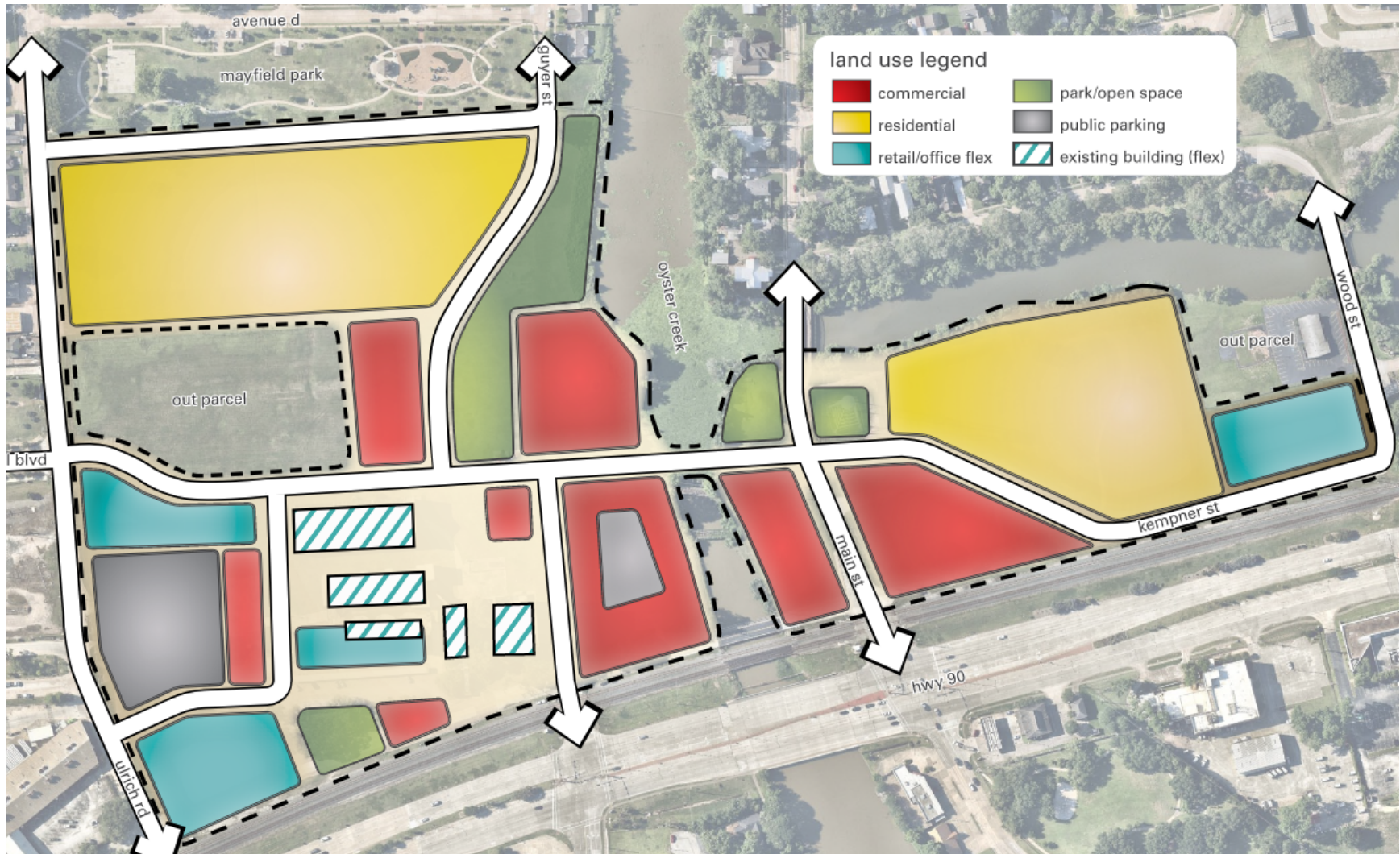
Animal Services, Small Animals
Assembly Facility/Event Center
Child Care Facility, Daycare
Cleaning, Dry Cleaners Pick-Up & Drop-Off
Clinic, Medical, Dental, or Therapist
Commercial Amusement, Indoor
Commercial Amusement, Outdoor Concert or Performance Hall
Concierge Medical Care
Counseling and Therapy Services
Financial Institution with Drive-Thru
Financial Institution without Drive-Thru
Fitness Center, Indoor Fitness Instruction
Fitness Center, Small
Hotel, Full Service
Hotel, Limited Service

Hotel, Select Service
Independent Senior Living (55+)
Medical and Dental Laboratory
Movie Theater
Other Health Services
Print Shop, Local
Repair Shop, Small Personal and Household Goods
Salon, Spa, Barber Shop
Studio, Art Instruction
Studio, Dance
Studio, Glass or Ceramics
Studio, Metalwork, Woodwork, & Furniture (Including Repair)
Studio, Photography

Industrial

Alcohol Production, Macro
Alcohol Production, Micro with Food Sales
Alcohol Production, Micro without Food Sales

Exhibit B-2: General Site Layout Plan



Draft Land Use Plan Changes

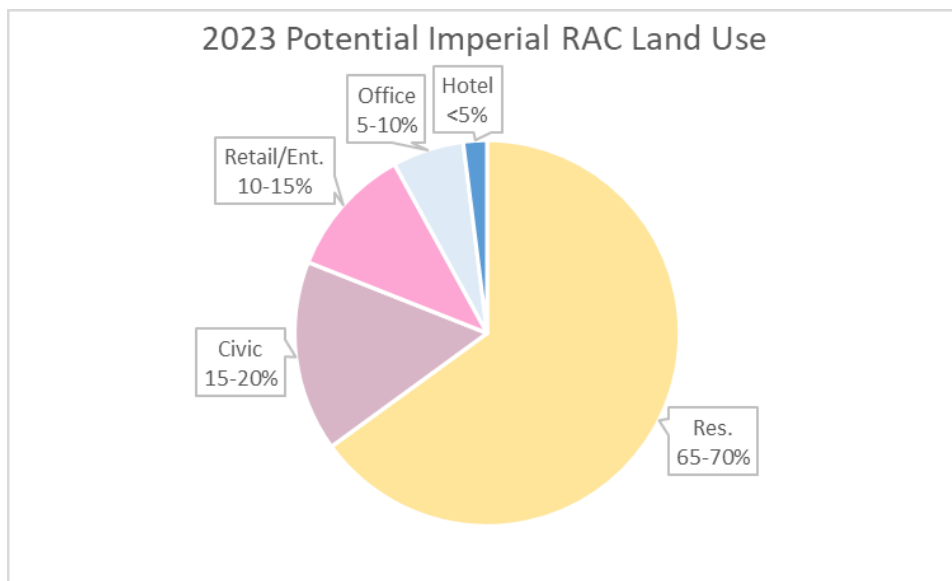
Areas of Change – Imperial Regional Activity Center

Proposed:

This Regional Activity Center is located north of U.S. Highway 90A between State Highway 6 and Wood Street and includes two significant local landmarks: the former Imperial Sugar Company Char House and the minor league baseball park Constellation Field. These two landmarks heavily influence the vision for the RAC.

The Imperial Sugar Company site is historically important to Sugar Land and the surrounding area: it was the sugar business from which Sugar Land received its name. As such, preservation and reuse of the iconic Char House and other remaining Imperial Sugar Company buildings (such as the 3-Bay Warehouse, Container Warehouse, Engineering Building and silos) should be central to future redevelopment plans. The Char House and surrounding area is envisioned to be a mixed-use redevelopment with potential uses such as retail, restaurants, offices, bars, hotels and a variety of residential options. The area around Constellation Field should contain entertainment-centric uses that support the venue, such as restaurants and breweries. The remaining land in the RAC is envisioned to contain a variety of housing types and other supporting uses.

Appropriate residential options in the Activity Center include multi-family (for rent or ownership), senior living, townhomes, urban homes, duplexes and other medium density housing types. The total overall number of multi-family units in this Regional Activity Center is 1,200 units; this is not based on the general guidance of 3 units per developable acre in the RAC, but rather on the need for additional residential density to ensure the Imperial Sugar Company property redevelopment is feasible. Percentages in this RAC should be approximately:



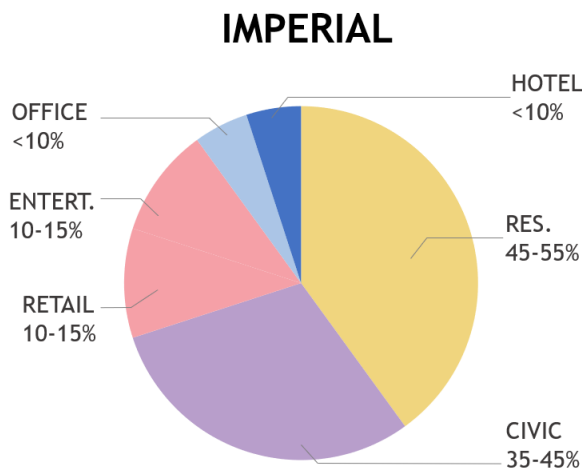
New development and redevelopment in the RAC should be in character with the historic buildings located on the former Imperial Sugar Company property. Being a former refinery site, these historic

buildings are industrial in character and utilize brick and metal finishes. Maximum height of new buildings should be no more than 6 stories, and mid to high-rise buildings near the Char House should be situated so as not to block its view corridors. The RAC should include enhanced pedestrian and bicycle connectivity from within to the surrounding Imperial development and other nearby residential areas.

Original:

This Regional Activity Center is located within the Imperial Development north of U.S. Highway 90A. It is already under development, has a large residential base, and the remainder is focused on retail, restaurants, and civic uses. A general vision for this RAC has been established through a General Land Plan approved by the City for the Imperial Development and is being implemented through site-by-site Planned Development zoning applications. This RAC includes Constellation Field, home of the Sugar Land Skeeters, and Imperial Market, the redevelopment of the former Imperial Sugar Company refinery site. The RAC contains a variety of residential options including small lot single family homes, townhomes, senior living and multi-family (rental). The maximum number of multi-family units in this Regional Activity Center was originally established through the Planned Development Final Development Plans for the two multifamily sites. The total number of units should not exceed that established by the zoning, which is 526.

The Imperial Market is a redevelopment of the former Imperial Sugar Company factory site into a mixed-use center that will contain primarily retail/restaurant space, and will also include office space, a hotel with conference space, the Fort Bend Children's Discovery Center, the Sugar Land Heritage Museum, the City of Sugar Land Visitor Center, and multi-family (rental). The 9.5 acres east of Main Street should be a mix of retail and office uses that tie into the Imperial Market redevelopment. Percentages in this RAC will be approximately:



Maximum height of new buildings should be no more 6 stories. New development and redevelopment in the RAC should be in character with the historic buildings located on the former Imperial Sugar Company property. Being a former refinery site, these historic buildings are industrial in character and utilize brick and metal finishes. Preservation and reuse of buildings on the Imperial Sugar Company site

include the Char House, 3-Bay Warehouse, Container Warehouse, Engineering Building and silos. Enhanced pedestrian and bicycle connectivity from the RAC to the surrounding Imperial Development is planned, and additional opportunities for connection to the surrounding residential areas should be explored.