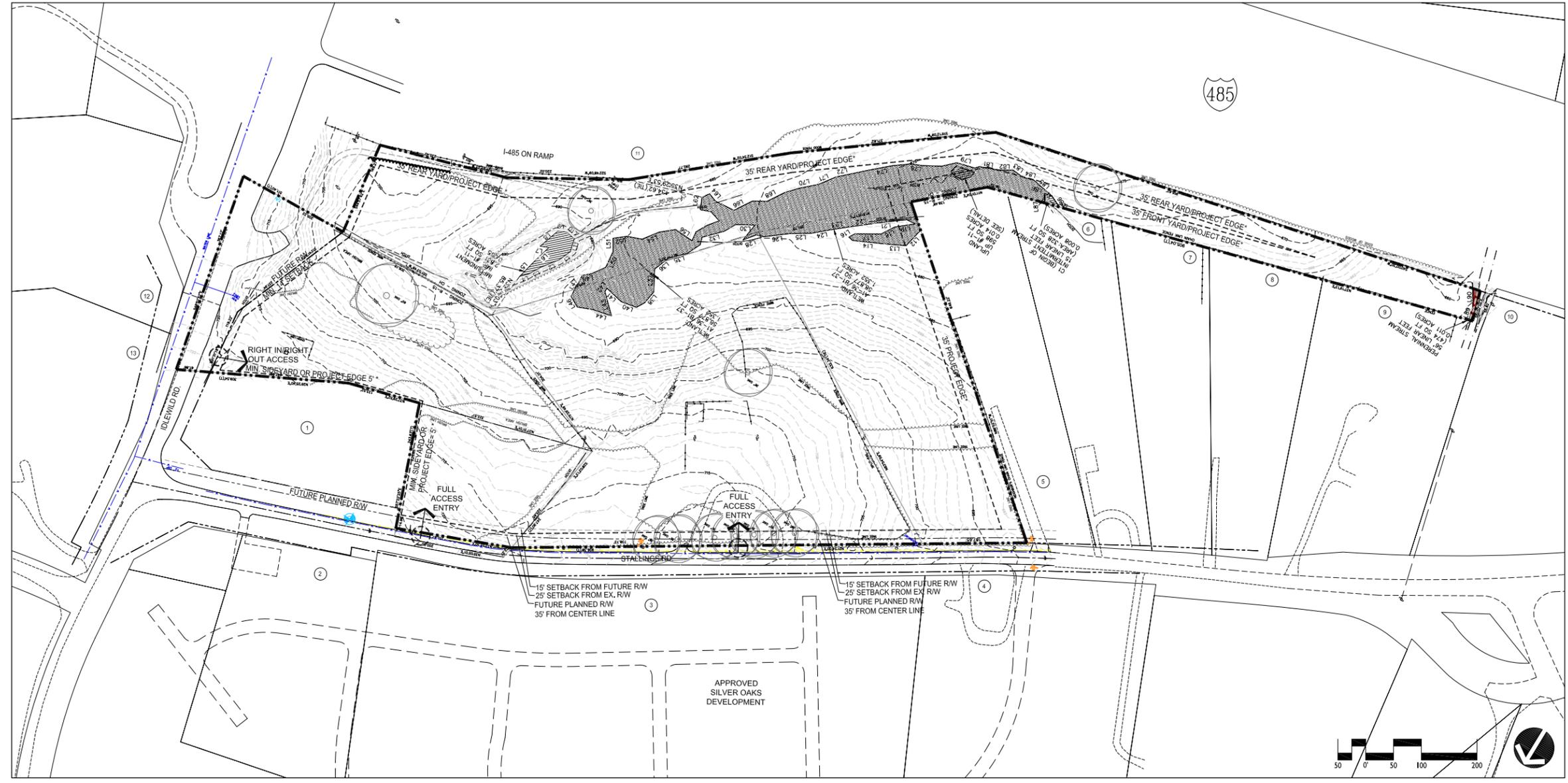


2011-573
12/1/2011



PARCEL INFORMATION

1	R-15 PARCEL ID#: 21514107 OWNER NAME: BILLY HUGH SUSTAR 1339 LAWYERS RD. CHARLOTTE, NC 28227	8	R-15 PARCEL ID#: 21514115 OWNER NAME: MARGARET S CHILDERS AND KIMBERLY CHILDERS EDWARDS 4808 STALLINGS RD MATTHEWS, NC 28105
2	R-12MF (CD) PARCEL ID#: 21515102 OWNER NAME: VALLEY-SILVER OAKS, LLC 598 INDIAN TRAIL RD. INDIAN TRAIL, NC 28079	9	R-15 PARCEL ID#: 21514112 OWNER NAME: KENNETH P OUTEN AND DORIS ELAINE 4600 STALLINGS RD MATTHEWS, NC 28105
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4	R-12MF (CD) PARCEL ID#: 21515173 OWNER NAME: VALLEY-SILVER OAKS LLC 598 INDIAN TRAIL RD # 208 INDIAN TRAIL, NC 28079	11	I-485 R.O.W.
5	R-15 PARCEL ID#: 21514117 OWNER NAME: JACK AND JOYCE BREWER 4700 STALLINGS RD MATTHEWS, NC 28105	12	R PARCEL ID#: 19511207 OWNER NAME: RICHARD D JOHNSON AND ELIZABETH LEE JOHNSON 19009 MOUNTAINVIEW DR CORNELIUS, NC 28031
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7	R-15 PARCEL ID#: 21514114 OWNER NAME: MARGARET S CHILDERS AND KIMBERLY S EDWARDS 4808 STALLINGS RD MATTHEWS, NC 28105		

SITE TABULATION

TOTAL SITE ACREAGE: ±20.5 AC.
 EXISTING ZONING: R-15
 PROPOSED ZONING: MUD-Innovative

Minimum Lot Area Required
 Office: N/A
 Multi-Family: N/A
 Total Lot Area Required: N/A
 Total Lot Area Provided: 20.5 ac's
 Unobstructed Open Space Provided: 80% minimum
 Open Space Provided**: 29% minimum (+/- 5.6 acres)
 Tree Save Provided (based on Net Acreage*): 18% minimum (+/-3 acres)
 Net Acreage*: +/-17.5 acres
 Maximum Building Height: 45'

* NET ACREAGE DEFINITION FOR TREE SAVE CALCULATIONS:
 Dedicated rights-of-way, to be dedicated rights-of-way, storm water facilities and easements that do not incorporate trees, utility easements, and existing ponds, lakes, or perennial streams may be subtracted from the total property area before the preservation requirements are calculated.

** OPEN SPACE CALCULATIONS:
 Open space acreage is based on subtracting dedicated right-of-way from the total property area.

LEGEND:

- PROPERTY BOUNDARY
- SETBACK / YARDS
- WETLAND
- EXISTING LARGE MATURING TREE
- EXISTING TREE CANOPY

2011-573
12/1/2011



SITE TABULATION

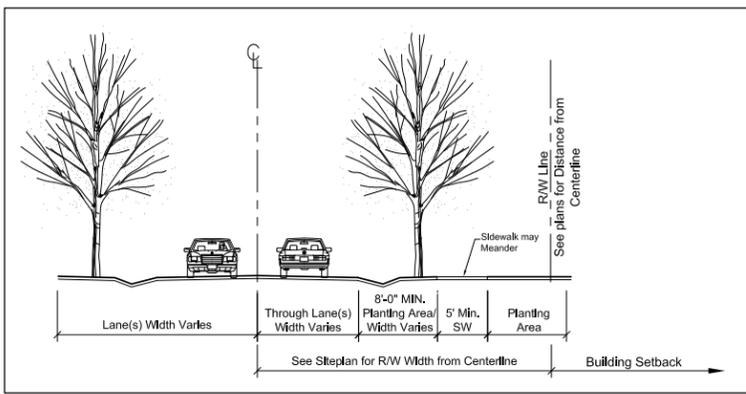
TOTAL SITE ACREAGE: ±20.5 AC.
EXISTING ZONING: R-15
PROPOSED ZONING: MUD-Innovative

Office: Maximum 40,000 sf
Parking Provided: 150 spaces
Parking Required: 133 spaces (1 per 300 sf)

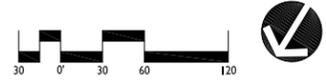
Multi-Family: Maximum 256 Units
Parking Provided: +/- 365 Spaces
Parking Required: +/-278 Spaces (Per MUD Multi-Family Parking Standards)
Density: 256/20.5= 12.5 DUA
Density (excluding Office/Business Parcel): 256/18.4= 13.9 DUA

Open Space Provided **: Minimum 29% of total site (+/- 5.6 acres)
Tree Save Provided: Minimum 18% of Net Acreage* (+/- 3 acres)

* NET ACREAGE DEFINITION FOR TREE SAVE CALCULATIONS:
Dedicated rights-of-way, to be dedicated rights -of- way, storm water facilities and easements that do not incorporate trees, utility easements, and existing ponds, lakes, or perennial streams may be subtracted from the total property area before the preservation requirements are calculated.
** OPEN SPACE CALCULATIONS:
Open space acreage is based on subtracting dedicated right-of-way from the total property area.



Stallings/Idlewild Rd Section
Scale: 1"=10'



LEGEND:
PROPERTY BOUNDARY
SETBACK / YARDS
COS



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SANDSTONE GROUP

Idlewild/Stallings Rd.
Rezoning Application
Sandstone Group Matthews, North Carolina
Conceptual Site Plan

REVISIONS:
DATE: 07/01/11
09/02/11- Revisions per Comments
11/30/11- REVISIONS PER COMMENTS

DATE: 07/01/11
DRAWN BY: ABR
CHECKED BY: ABR
Q.C. BY: ABR
SCALE: 1"=50'
PROJECT #: 1010012
SHEET #:

RZ-2

DEVELOPMENT STANDARDS
November 30, 2011

General Provisions

- These Development Standards form a part of the Rezoning Plan (the "Rezoning Plan") associated with the Rezoning Petition filed by Sandstone Group (the "Petitioner") to accommodate the development of that approximately 20.5 acre site located at the southwestern quadrant of the Interstate 485 and Idlewild Road Interchange, which site is more particularly depicted on the Rezoning Plan (the "Site").
- Unless the Rezoning Plan or these Development Standards establish more stringent standards, the regulations established under the Matthews Zoning Ordinance (the "Ordinance") for the Mixed Use Development District ("MUD") zoning district, subject to the innovative development standards set out below, shall govern all development taking place on the Site.
- The exact alignments of internal streets and/or driveways have not been determined and are subject to final design and engineering plans. Accordingly, minor modifications or alterations of these alignments may take place during design development and construction phases.
- The exact locations of buildings and parking areas have not been determined. The Petitioner, therefore, reserves the flexibility to make adjustments to the precise building sizes and locations shown on the Rezoning Plan during the design development and construction phases. However, the placements of buildings shall be generally consistent with the locations depicted on the Rezoning Plan and they shall satisfy all other Ordinance standards.
- Parking areas may be located within building envelopes.
- The "U-shaped" multi-family building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.

Permitted Uses

The Site may be devoted to a master planned, multi-use development comprised of the uses set out below and to any accessory uses that are clearly incidental and related thereto:

- Multi-family dwelling units;
- Office uses;
- Clinics, medical, dental and doctor offices;
- Optician offices; and
- Laboratory, dental, medical and optical.

Maximum Density/Maximum Gross Floor Area

- A maximum of 256 multi-family dwelling units may be developed on the Site.
- The total maximum gross floor area of the two buildings to be developed on the Site and devoted to non-residential uses shall, in the aggregate, be 40,000 square feet.

Tree Save

- A minimum of 18 percent of the net acreage of the Site shall be devoted to tree save areas.
- Those two trees that are specifically designated for preservation on the Rezoning Plan shall be preserved. The Petitioner shall engage a certified arborist to prepare and implement a tree protection and preservation plan for these trees, and a copy of the tree protection and preservation plan must be submitted to the Town of Matthews Planning Department prior to commencing any grading activities on the Site.
- Notwithstanding the terms of paragraph 2 above, any tree designated for preservation on the Rezoning Plan may be removed if a certified arborist makes a written determination that the tree should not be preserved due to its health and condition.

Setbacks and Yards

All buildings developed on the Site shall satisfy or exceed the setback, rear yard and side yard requirements established on the Rezoning Plan and/or in these Development Standards.

Access

- The number of vehicular access points into the Site shall be limited to the number depicted on the Rezoning Plan.
- The placement and configuration of the access points are subject to any minor modifications required to accommodate final site and architectural construction plans and designs and to any adjustments required for approval by the North Carolina Department of Transportation ("NCDOT") and/or the Town of Matthews (the "Town").

Transportation Improvements

- Prior to the issuance of the first certificate of occupancy for any new building to be constructed on the Site, the Petitioner shall construct and install the following transportation improvements:
 - A westbound left turn lane on Idlewild Road at its intersection with Stallings Road. This left turn lane shall have a minimum of 500 feet of storage.
 - A southbound left turn lane on Stallings Road at the southernmost access point into the Site. This left turn lane shall have a minimum of 75 feet of storage.
 - A southbound left turn lane on Stallings Road at the northernmost access point into the Site. This left turn lane shall have a minimum of 75 feet of storage.
 - A concrete monolithic island along a portion of Idlewild Road to prohibit left turns into and out of the Site's access point on Idlewild Road.
 - A northbound left turn lane and a northbound right turn lane on Stallings Road at its intersection with Idlewild Road. The storage length of each turn lane shall be determined by NCDOT at the time that these transportation improvements are permitted.
- The transportation improvements set out above in paragraph 1 are subject to the approval of NCDOT. The storage length for each turn lane described above may be modified by NCDOT at the time that the transportation improvements are permitted.
- In the event that NCDOT approves the installation of a traffic signal at the intersection of Idlewild Road and Stallings Road (the "Traffic Signal"), then the Petitioner shall install or cause to be installed the Traffic Signal as provided below.
 - In the event that NCDOT approves the installation of the Traffic Signal prior to the issuance of the first building permit for any new building to be constructed on the Site, then the Petitioner shall complete the installation of the Traffic Signal prior to the issuance of the first certificate of occupancy for any new building to be constructed on the Site.
 - In the event that NCDOT approves the installation of the Traffic Signal after the issuance of the first building permit for any new building to be constructed on the Site, then the Petitioner shall complete the installation of the Traffic Signal within 6 months of the date on which the Petitioner has received all appropriate permits and approvals to begin the installation of the Traffic Signal after being notified of NCDOT's approval of the Traffic Signal. The Petitioner may seek an extension of this 6 month period from the Town to accommodate circumstances beyond its reasonable control.
 - In the event that the Petitioner fails to meet its obligations under this paragraph 3, then the Town may withhold building permits or certificates of occupancy or exercise any other remedies available to the Town.
 - If NCDOT does not approve the installation of the Traffic Signal within 5 years of the date on which the proposed development is fully built, then the Petitioner's obligation to install the Traffic Signal shall expire and be of no further force and effect. The proposed development shall be deemed to be "fully built" when certificates of occupancy have been issued for 256 multi-family dwelling units and 40,000 square feet of non-residential uses.
 - The Petitioner shall cooperate with the Town in pursuing NCDOT's approval of the Traffic Signal.

Right of Way Dedication

Prior to the issuance of a building permit for any new structure to be constructed on the Site, the Petitioner shall dedicate (subject to any reservations for any necessary utility easements) those portions of the Site immediately adjacent to Stallings Road as required to provide right of way measuring 35 feet from the then existing centerline of Stallings Road if such right of way does not currently exist.

Streetscape Treatment/Sidewalks

- The streetscape treatments along the Site's frontages on Stallings Road and Idlewild Road shall comply with the requirements of the Ordinance and the Rezoning Plan.
- The sidewalks to be installed along the Site's frontages on Stallings Road and Idlewild Road may meander. To the extent that the sidewalks installed along the Site's frontages on Stallings Road and Idlewild Road or any portions thereof are not located within public right of way, the Petitioner shall grant an easement to the Town for the use and maintenance of the sidewalks or the relevant portions thereof.
- The location, design and installation of the sidewalks along the Site's frontages on Stallings Road and Idlewild Road shall be subject to the approval of the NCDOT.
- Sidewalks shall be installed throughout the Site as generally depicted on the Rezoning Plan. The locations of the internal sidewalks are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews Planning Staff.
- All sidewalks that connect to and are adjacent to the buildings located on the Site and all sidewalks located along public streets and internal drives shall be concrete or paver sidewalks.
- As discussed below under Unobstructed Open Space/Open Space/Amenities, the walking trails located within the open space areas of the Site may be earthen, mulch, pressed gravel or a similar material.

Unobstructed Open Space/Open Space/Amenities

- The Site shall comply with the unobstructed open space requirements of the Ordinance.
- As depicted on the Rezoning Plan, a minimum of 29 percent of the net acreage of the Site shall be devoted to open space. The Petitioner reserves the right to install underground utilities within the open space areas. Open space includes buffers, setbacks and above ground storm water facilities.
- As depicted on the Rezoning Plan, the Petitioner shall install walking trails around the wet pond and within other open space areas of the Site. The final locations of the walking trails are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews Planning Staff.
- The Petitioner reserves the right to install additional walking trails within the Site that are not depicted on the Rezoning Plan.

- The walking trails may be earthen, mulch, pressed gravel or a similar material.
- The Petitioner shall install benches, picnic tables, seating areas, a covered seating area adjacent to the wet pond, enhanced landscaping and hardscape within various portions of the open space as generally depicted on the Rezoning Plan. The final size, location and design of these amenities are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews Planning Staff.
- The multi-family residential community to be developed on the Site shall, at minimum, contain the following amenities:
 - A minimum 3,250 square foot clubhouse building that will contain a leasing office, common areas, an exercise and workout facility, a community kitchen and covered outdoor seating and gathering areas;
 - A swimming pool; and
 - Common green areas.

Architectural Commitments

- The maximum height in stories of each multi-family building to be developed on the Site, or component or segment thereof, is designated on the Rezoning Plan by a number on the building footprint. For example, a multi-family building designated with a "3" shall have a maximum height of 3 stories. The exact delineation and layout of the building components or segments shall be based upon final design/construction drawings.
- The maximum height of each non-residential building to be developed on the Site shall be 2 stories.
- Set out on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front elevations of the multi-family buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front elevations of the proposed multi-family buildings. Accordingly, the front elevations of the proposed multi-family buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- The rear and side elevations of each multi-family building to be developed on the Site shall be substantially similar in appearance to the front elevation of such building.
- Set out on Sheet RZ-3 of the Rezoning Plan is a photograph of the front elevation of a non-residential building, and this photograph is intended to depict the general architectural style, character and elements of the front elevations of the non-residential buildings proposed to be developed on the Site. Accordingly, the front elevations of the proposed non-residential buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the non-residential building depicted in the photograph. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- The rear and side elevations of each non-residential building to be developed on the Site shall be substantially similar in appearance to the front elevation of such building.
- Set out on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front and rear elevations of the garage buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front and rear elevations of the proposed garage buildings. Accordingly, the front and rear elevations of the proposed garage buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the schematic architectural perspectives in terms of their architectural style, character and elements. Maintenance and storage areas for the multi-family community may be designed to be located in a garage unit or units. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- The permitted exterior building materials for the multi-family buildings shall be face brick, cementitious lap siding, board and batten siding and trim and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and the exterior railings and vinyl windows may be installed.
- The permitted exterior building materials for the non-residential buildings shall be face brick, pre-cast concrete, architectural metals, and cementitious, solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and vinyl windows may be installed.
- The permitted exterior building materials for the garage buildings, excluding the doors, shall be face brick, cementitious lap siding, board and batten siding and trim and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits of the garage buildings. The garage doors may be of a material typical to residential garage doors.
- The clubhouse building shall be compatible in appearance and quality to the multi-family buildings through the use of similar building materials, colors, architectural features and styles. The permitted exterior building materials for the clubhouse building shall be face brick, cementitious lap siding, board and batten siding and trim and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and the exterior railings and vinyl windows may be installed.
- The "U-shaped" multi-family building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.
- Any dumpster visible from a public street or from an adjoining parcel of land at grade will be screened from view by a solid enclosure with gates. If one or more sides of a dumpster area adjoin a rear wall of a building, the rear wall may be substituted for the masonry wall along each such side.

Parking

- Off-street vehicular parking shall be provided in accordance with the requirements of the Ordinance.
- All parking areas shall comply with the interior landscaping requirements of the Ordinance.
- Garages shall be provided for some of the multi-family dwelling units as depicted on the Rezoning Plan.
- Bicycle parking shall meet the requirements of the Ordinance.

Signs

Signage for the planned multi-family residential community and for the non-residential buildings shall be governed by and shall comply with Section 153.152 of the Ordinance, including the table set out in Section 153.152(C). The Petitioner may pursue the approval of a Master Sign Plan pursuant to Section 153.149 of the Ordinance.

Lighting

- The maximum height of any freestanding lighting fixture (including its base) installed within the parking areas located on the Site shall be 25 feet. All such free standing lighting fixtures shall be fully capped and shielded and the illumination downwardly directed so that direct illumination does not extend past any property line of the Site. Consideration will be given to the impact of lighting both within and without the perimeter of the Site. Reviews for consideration will include, but not be limited to, color, energy efficiency and shielding of sources of light, the intent being to eliminate glare towards public streets and adjacent properties.
- Any lighting attached to the buildings to be constructed on the Site shall be decorative, capped and downwardly directed. New "wall-pak" type lighting fixtures may not be installed on the Site.

Screening and Landscaping

Screening and landscaping shall conform to the standards of the Ordinance.

Storm Water

Development of the Site shall comply with the Town of Matthews Post Construction Storm Water Ordinance.

Utilities

Each multi-family dwelling unit shall be separately metered or submetered for utilities.

Innovative Development Standards

Pursuant to Sections 153.206(L) and 153.207 of the Ordinance, this Rezoning Petition seeks the approval and use of Innovative development standards in order to create a unique multi-use development on the Site.

The MUD development standards requested for modification as Innovative development standards are set out below and shown on the Rezoning Plan:

- Project Edge Abutting Residentially Zoned Property: 35 feet along the southerly property line and 5 feet adjacent to portions of the northerly and westerly property lines as more particularly depicted on the Rezoning Plan;
- Building Separation from Abutting Residentially Zoned Property: 35 feet as more particularly depicted on the Rezoning Plan; and
- Minimum Setback From Existing Interstate 485 Right of Way: 35 feet as more particularly depicted on the Rezoning Plan.

Amendments to Rezoning Plan

Future amendments to the Rezoning Plan and these Development Standards may be applied for by the then Owner or Owners of the Site in accordance with the requirements of the Ordinance.

Binding Effect of the Rezoning Petition

- If this Rezoning Petition is approved, all conditions applicable to development of the Site imposed under the Rezoning Plan and these Development Standards will, unless amended in the manner provided under the Ordinance, be binding upon and inure to the benefit of the Petitioner and the current and subsequent owners of the Site and their respective successors in interest and assigns.
- Throughout these Development Standards, the term "Petitioner" shall be deemed to include the heirs, devisees, personal representatives, successors in interest and assigns of the Petitioner or the owner or owners of the Site from time to time who may be involved in any future development thereof.



Office Elevation
Not To Scale



Two-Three-Two Story Split Multi-Family Elevation
Not To Scale



Front Garage Elevation
Not To Scale



Rear Garage Elevation
Not To Scale

Front Garage Elevation
Not To Scale

Rear Garage Elevation
Not To Scale



Two-Three Story Split Multi-Family Elevation
Not To Scale

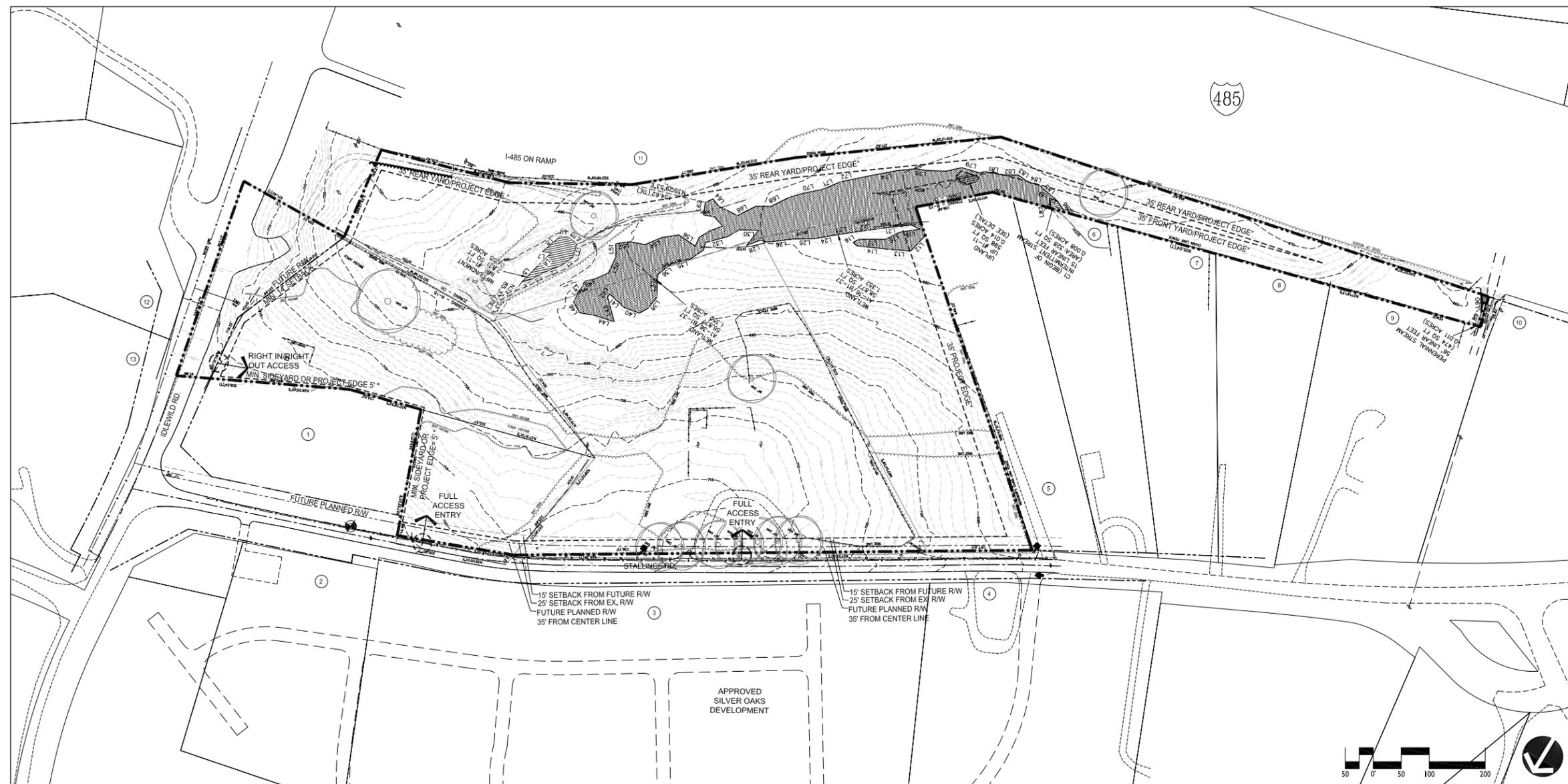
Two-Three Story Split Multi-Family Elevation
Not To Scale



Three Story Multi-Family Elevation
Not To Scale

Three Story Multi-Family Elevation
Not To Scale





PARCEL INFORMATION

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7	R-15 PARCEL ID#: 21514114 OWNER NAME: MARGARET S CHILDERS AND KIMBERLY S EDWARDS 4808 STALLINGS RD MATTHEWS, NC 28105		

SITE TABULATION

TOTAL SITE ACREAGE: ±20.5 AC.
 EXISTING ZONING: R-15
 PROPOSED ZONING: MUD (w/ Innovative Development Provisions)

Minimum Lot Area Required
 Office: N/A
 Multi-Family: N/A
 Total Lot Area Required: N/A
 Total Lot Area Provided: 20.5 ac's
 Unobstructed Open Space Provided: 80% minimum
 Open Space Provided**: 29% minimum (+/- 5.6 acres)
 Tree Save Provided (based on Net Acreage*): 18% minimum (+/-3 acres)
 Net Acreage*: +/-17.5 acres
 Maximum Building Height: 45'

* NET ACREAGE DEFINITION FOR TREE SAVE CALCULATIONS:
 Dedicated rights-of-way, storm water facilities and easements that do not incorporate trees, utility easements, and existing ponds, lakes, or perennial streams may be subtracted from the total property area before the preservation requirements are calculated.

** OPEN SPACE CALCULATIONS:
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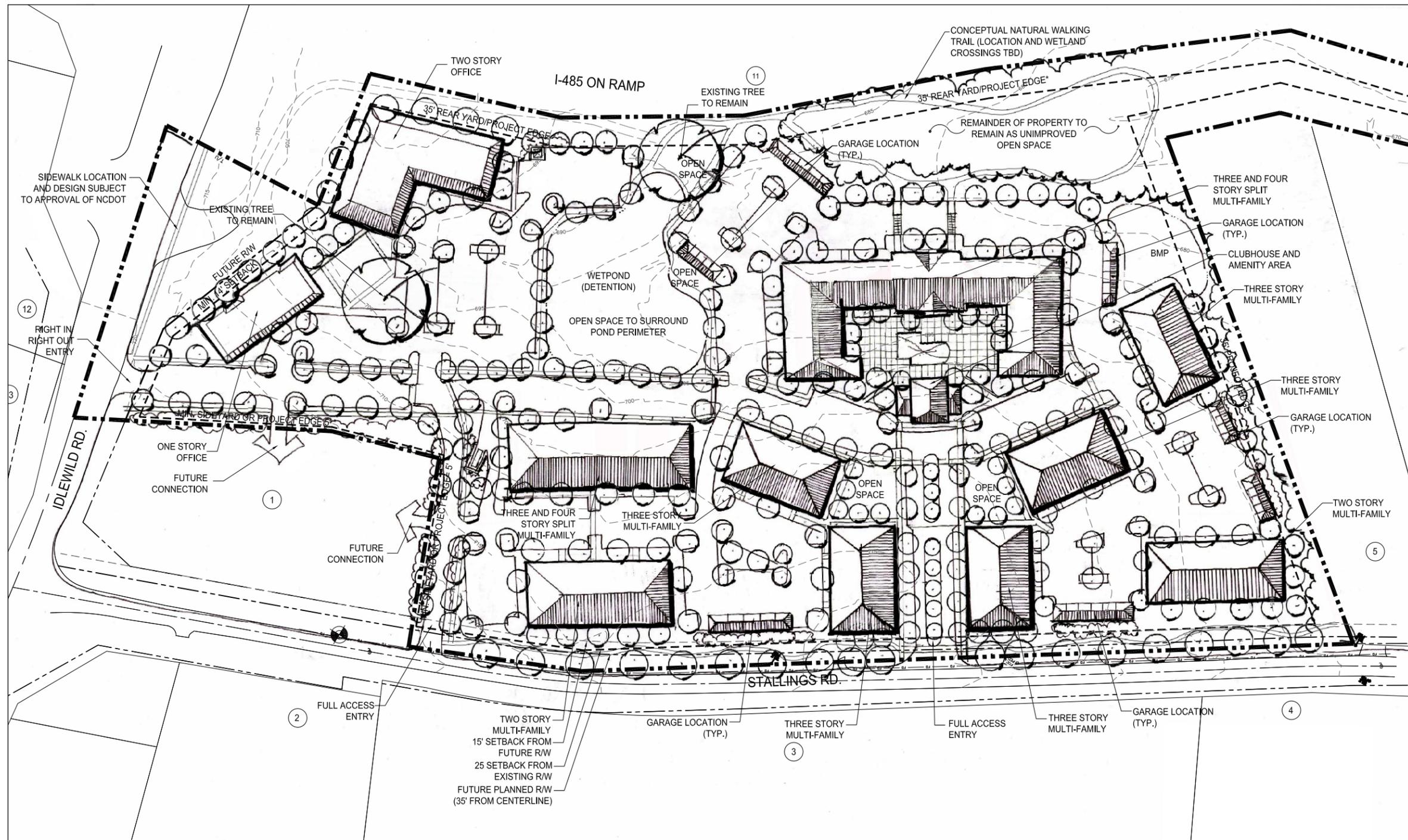
LEGEND:

- PROPERTY BOUNDARY
- SETBACK / YARDS
- WETLAND
- EXISTING LARGE MATURING TREE
- EXISTING TREE CANOPY

Idlewild/Stallings Rd.
 Rezoning Application
 Sandstone Group MattheWs, North Carolina
 Technical Data Sheet

DATE: 07/01/11
 DRAWN BY: ABR
 CHECKED BY: ABR
 Q.C. BY: ABR
 PROJECT NO: 10100212
 SHEET #:
RZ-1

2011-573
9/2/2011



SITE TABULATION

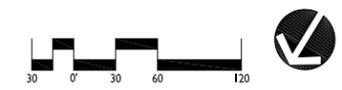
TOTAL SITE ACREAGE: ±20.5 AC.
 EXISTING ZONING: R-15
 PROPOSED ZONING: MUD (w/ Innovative Development Provisions)

Office: Maximum 40,000 sf
 Parking Provided: 133 spaces
 Parking Required: 133 spaces (1 per 300 sf)

Multi-Family: Maximum 292 Units
 Parking Provided: +/- 396 Spaces
 Parking Required: +/-313 Spaces (Per MUD Multi-Family Parking Standards)

Open Space Provided **: Minimum 29% of total site (+/- 5.6 acres)
 Tree Save Provided: Minimum 18% of Net Acreage* (+/- 3 acres)

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LEGEND:
 PROPERTY BOUNDARY
 SETBACK / YARDS
 COS
 COMMON OPEN SPACE

Idlewild/Stallings Rd.
Rezoning Application
 Sandstone Group Matthews, North Carolina
Conceptual Site Plan

REVISIONS:
 09/02/11 - Revisions per Comments

DATE: 07/01/11
 DRAWN BY: ABR
 CHECKED BY: ABR
 Q.C. BY: ABR
 SCALE: 1"=50'
 PROJECT #: 1010212
 SHEET #:

RZ-2

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SANDSTONE GROUP

DEVELOPMENT STANDARDS

2011-573

September 2, 2011

9/2/2011

General Provisions

- These Development Standards form a part of the Rezoning Plan (the "Rezoning Plan") associated with the Rezoning Petition filed by Sandstone Group (the "Petitioner") to accommodate the development of that approximately 20.5 acre site located at the southwestern quadrant of the Interstate 485 and Idlewild Road Interchange, which site is more particularly depicted on the Rezoning Plan (the "Site").
- Unless the Rezoning Plan or these Development Standards establish more stringent standards, the regulations established under the Matthews Zoning Ordinance (the "Ordinance") for the Mixed Use Development District ("MUD") zoning district, subject to the innovative development standards set out below, shall govern all development taking place on the Site.
- The exact alignments of internal streets and/or driveways have not been determined and are subject to final design and engineering plans. Accordingly, minor modifications or alterations of these alignments may take place during design development and construction phases.
- The exact locations of buildings and parking areas have not been determined. The Petitioner, therefore, reserves the flexibility to make adjustments to the precise building sizes and locations shown on the Rezoning Plan during the design development and construction phases. However, the placements of buildings shall be generally consistent with the locations depicted on the Rezoning Plan and they shall satisfy all other Ordinance standards.
- Parking areas may be located within building envelopes.
- The "U-shaped" multi-family building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.

Permitted Uses

The Site may be devoted to a master planned, multi-use development comprised of the uses set out below and to any accessory uses that are clearly incidental and related thereto:

- Multi-family dwelling units;
- Office uses;
- Clinics, medical, dental and doctor offices;
- Optician offices; and
- Laboratory, dental, medical and optical.

Maximum Density/Maximum Gross Floor Area

- A maximum of 292 multi-family dwelling units may be developed on the Site.
- The total maximum gross floor area of the two buildings to be developed on the Site and devoted to non-residential uses shall be 40,000 square feet.

Tree Save

- A minimum of 18 percent of the net acreage of the Site shall be devoted to tree save areas.
- Those two trees that are specifically designated for preservation on the Rezoning Plan shall be preserved. The Petitioner shall engage a certified arborist to prepare and implement a tree protection and preservation plan for these trees, and a copy of the tree protection and preservation plan must be submitted to the Town of Matthews Planning Department prior to commencing any grading activities on the Site.
- Notwithstanding the terms of paragraph 2 above, any tree designated for preservation on the Rezoning Plan may be removed if a certified arborist makes a written determination that the tree should not be preserved due to its health and condition.

Setbacks and Yards

All buildings developed on the Site shall satisfy or exceed the setback, rear yard and side yard requirements established on the Rezoning Plan and/or in these Development Standards.

Access

- The number of vehicular access points into the Site shall be limited to the number depicted on the Rezoning Plan.
- The placement and configuration of the access points are subject to any minor modifications required to accommodate final site and architectural construction plans and designs and to any adjustments required for approval by the North Carolina Department of Transportation and/or the Town of Matthews.

Right of Way Dedication

Prior to the issuance of a building permit for any new structure to be constructed on the Site, the Petitioner shall dedicate (subject to any reservations for any necessary utility easements) those portions of the Site immediately adjacent to Stallings Road as required to provide right of way measuring 35 feet from the then existing centerline of Stallings Road if such right of way does not currently exist.

Streetscape Treatment/Sidewalks

- The streetscape treatments along the Site's frontages on Stallings Road and Idlewild Road shall comply with the requirements of the Ordinance and the Rezoning Plan.
- The sidewalks to be installed along the Site's frontages on Stallings Road and Idlewild Road may meander. To the extent that the sidewalks installed along the Site's frontages on Stallings Road and Idlewild Road or any portions thereof are not located within public right of way, the Petitioner shall grant an easement to the Town of Matthews for the use and maintenance of the sidewalks or the relevant portions thereof.
- The location, design and installation of the sidewalks along the Site's frontages on Stallings Road and Idlewild Road shall be subject to the approval of the North Carolina Department of Transportation.
- Sidewalks shall be installed throughout the Site as generally depicted on the Rezoning Plan. The locations of the internal sidewalks are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews Planning Staff.

Unobstructed Open Space/Open Space/Amenities

- The Site shall comply with the unobstructed open space requirements of the Ordinance.
- As depicted on the Rezoning Plan, a minimum of 29 percent of the net acreage of the Site shall be devoted to open space. The Petitioner reserves the right to install underground utilities within the open space areas. Open space includes buffers, setbacks and above ground storm water facilities.
- As depicted on the Rezoning Plan, the Petitioner shall install walking trails around the wet pond and within other portions of the Site. The final locations of the walking trails are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews Planning Staff.
- The Petitioner reserves the right to install additional walking trails within the Site that are not depicted on the Rezoning Plan.
- The walking trails may be earthen, mulch, pressed gravel or a similar material.
- The Petitioner shall install benches, picnic tables, seating areas and enhanced landscaping within various portions of the open space.
- The multi-family residential community to be developed on the Site shall, at minimum, contain the following amenities:
 - A minimum 3,250 square foot clubhouse building that will contain a leasing office, common areas, an exercise and workout facility, a community kitchen and covered outdoor seating and gathering areas;
 - A swimming pool; and
 - Common green areas.

Architectural Commitments

- The maximum heights of the buildings to be developed on the Site are designated on the Rezoning Plan and shall otherwise comply with the requirements of the Ordinance.

- Attached hereto on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front elevations of the multi-family buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front elevations of the proposed multi-family buildings. Accordingly, the front elevations of the proposed multi-family buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the attached schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- Attached hereto on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front elevations of the non-residential buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front elevations of the proposed non-residential buildings. Accordingly, the front elevations of the proposed non-residential buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the attached schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- Attached hereto on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front and rear elevations of the garage buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front and rear elevations of the proposed garage buildings. Accordingly, the front and rear elevations of the proposed garage buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the attached schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
- The permitted exterior building materials for the multi-family buildings shall be face brick, cementitious lap siding, shake and trim, manufactured stone and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and the exterior railings and vinyl windows may be installed.
- The permitted exterior building materials for the non-residential buildings shall be face brick, pre-cast concrete, architectural metals, cementitious lap siding and trim, solid synthetic or composite trim and manufactured stone. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and vinyl windows may be installed.
- The permitted exterior building materials for the garage buildings, excluding the doors, shall be face brick, cementitious lap siding, shake and trim, manufactured stone and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits of the garage buildings. The garage doors may be of a material typical to residential garage doors.
- The clubhouse building shall be compatible in appearance and quality to the multi-family buildings through the use of similar building materials, colors, architectural features and styles. The permitted exterior building materials for the clubhouse building shall be face brick, cementitious lap siding, shake and trim, manufactured stone and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and the exterior railings and vinyl windows may be installed.
- The "U-shaped" multi-family building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.
- Any dumpster visible from a public street or from an adjoining parcel of land at grade will be screened from view by a solid enclosure with gates. If one or more sides of a dumpster area adjoin a rear wall of a building, the rear wall may be substituted for the masonry wall along each such side.

Parking

- Off-street vehicular parking shall be provided in accordance with the requirements of the Ordinance.
- All parking areas shall comply with the interior landscaping requirements of the Ordinance.
- Garages shall be provided for some of the multi-family dwelling units as depicted on the Rezoning Plan.
- Bicycle parking shall meet the requirements of the Ordinance.

Signs

All signs erected on the Site will satisfy the requirements of the Matthews Sign Ordinance.

Lighting

- The maximum height of any freestanding lighting fixture (including its base) installed within the parking areas located on the Site shall be 25 feet. All such free standing lighting fixtures shall be fully capped and shielded and the illumination downwardly directed so that direct illumination does not extend past any property line of the Site. Consideration will be given to the impact of lighting both within and without the perimeter of the Site. Items for consideration will include intensity, cut-off angles, color, energy efficiency and shielding of sources of light, the intent being to eliminate glare towards public streets and adjacent properties.
- Any lighting attached to the buildings to be constructed on the Site shall be decorative, capped and downwardly directed. New "wall-pak" type lighting fixtures may not be installed on the Site.

Screening and Landscaping

Screening and landscaping shall conform to the standards of the Ordinance.

Storm Water

Development of the Site shall comply with the Town of Matthews Post Construction Storm Water Ordinance.

Innovative Development Standards

Pursuant to Sections 153.209(L) and 153.207 of the Ordinance, this Rezoning Petition seeks the approval and use of innovative development standards in order to create a unique multi-use development on the Site.

The MUD development standards requested for modification as innovative development standards are set out below and shown on the Rezoning Plan:

- Project Edge Abutting Residentially Zoned Property: 35 feet along the southerly property line and 5 feet adjacent to portions of the northerly and westerly property lines as more particularly depicted on the Rezoning Plan;
- Building Separation from Abutting Residentially Zoned Property: 35 feet as more particularly depicted on the Rezoning Plan; and
- Minimum Setback From Existing Interstate 485 Right of Way: 35 feet as more particularly depicted on the Rezoning Plan.

Amendments to Rezoning Plan

Future amendments to the Rezoning Plan and these Development Standards may be applied for by the then Owner or Owners of the Site in accordance with the requirements of the Ordinance.

Binding Effect of the Rezoning Petition

- If this Rezoning Petition is approved, all conditions applicable to development of the Site imposed under the Rezoning Plan and these Development Standards will, unless amended in the manner provided under the Ordinance, be binding upon and inure to the benefit of the Petitioner and the current and subsequent owners of the Site and their respective successors in interest and assigns.
- Throughout these Development Standards, the term "Petitioner" shall be deemed to include the heirs, devisees, personal representatives, successors in interest and assigns of the Petitioner or the owner or owners of the Site from time to time who may be involved in any future development thereof.



Office Elevation

Not To Scale



Multi-Family Elevation

Not To Scale



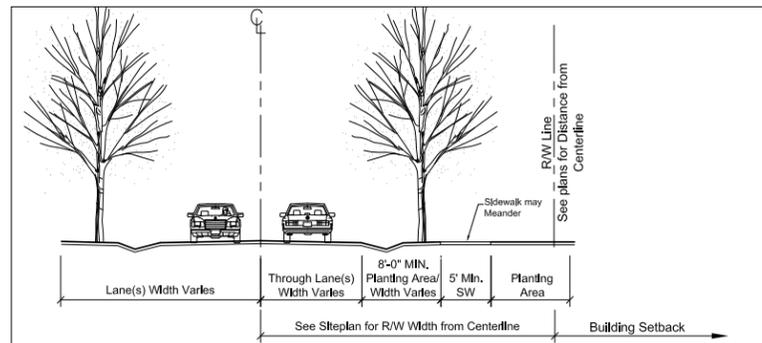
Front Garage Elevation

Not To Scale



Rear Garage Elevation

Not To Scale



Stallings/Idlewild Rd Section

Scale: 1"=10'

DEVELOPMENT STANDARDS
Exhibit C**July 1, 2011**General Provisions

1. These Development Standards form a part of the Rezoning Plan (the “Rezoning Plan”) associated with the Rezoning Petition filed by Sandstone Group (the “Petitioner”) to accommodate the development of that approximately 20.5 acre site located at the southwestern quadrant of the Interstate 485 and Idlewild Road interchange, which site is more particularly depicted on the Rezoning Plan (the “Site”).
2. Unless the Rezoning Plan or these Development Standards establish more stringent standards, the regulations established under the Matthews Zoning Ordinance (the “Ordinance”) for the Mixed Use Development District (“MUD”) zoning district, subject to the innovative development standards set out below, shall govern all development taking place on the Site.
3. The exact alignments of internal streets and/or driveways have not been determined and are subject to final design and engineering plans. Accordingly, minor modifications or alterations of these alignments may take place during design development and construction phases.
4. The exact locations of buildings and parking areas have not been determined. The Petitioner, therefore, reserves the flexibility to make adjustments to the precise building sizes and locations shown on the Rezoning Plan during the design development and construction phases. However, the placements of buildings shall be generally consistent with the locations depicted on the Rezoning Plan and they shall satisfy all other Ordinance standards.
5. Parking areas may be located within building envelopes.
6. The “U-shaped” building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.

Permitted Uses

The Site may be devoted to a master planned, multi-use development comprised of the uses set out below and to any accessory uses that are clearly incidental and related thereto:

- (a) Multi-family dwelling units;
- (b) Office uses;
- (c) Clinics, medical, dental and doctor offices;
- (d) Optician offices; and

- (e) Laboratory, dental, medical and optical.

Maximum Density/Maximum Gross Floor Area

1. A maximum of 292 multi-family dwelling units may be developed on the Site.
2. The total maximum gross floor area of the two buildings to be developed on the Site and devoted to non-residential uses shall be 40,000 square feet.

Open Space/Tree Preservation

1. As generally depicted on the Rezoning Plan, a minimum of 80% of the Site shall be unobstructed open space.
2. As generally depicted on the Rezoning Plan, a minimum of 18% of the Site shall be unimproved open space, provided, however that walking trails and underground utilities may be installed in these areas.
3. Those trees that are designated for preservation on the Rezoning Plan shall be preserved.

Setbacks and Yards

All buildings developed on the Site shall satisfy or exceed the setback, rear yard and side yard requirements established on the Rezoning Plan and/or in these Development Standards.

Access

1. The number of vehicular access points into the Site shall be limited to the number depicted on the Rezoning Plan.
2. The placement and configuration of the access points are subject to any minor modifications required to accommodate final site and architectural construction plans and designs and to any adjustments required for approval by the North Carolina Department of Transportation and/or the Town of Matthews.

Streetscape Treatment/Sidewalks

1. The streetscape treatments along Stallings Road and Idlewild Road shall comply with the requirements of the Ordinance.
2. Sidewalks shall be installed throughout the Site as generally depicted on the Rezoning Plan. The locations of the internal sidewalks are subject to minor modifications required to accommodate final site and construction plans and designs and to any adjustments required for approval by the Town of Matthews.

Common Open Space/Amenities

1. Common open space shall be provided in various locations on the Site as depicted on the Rezoning Plan.
2. The multi-family residential community to be developed on the Site shall, at minimum, contain the following amenities:
 - (a) A minimum 3,250 square foot clubhouse that will contain a leasing office, common areas, an exercise and workout facility, a community kitchen and covered outdoor seating and gathering areas;
 - (b) A swimming pool;
 - (c) Walking trails; and
 - (d) Common green areas.

Architectural Commitments

1. The maximum heights of the buildings to be developed on the Site are designated on the Rezoning Plan and shall otherwise comply with the requirements of the Ordinance.
2. Attached hereto on Sheet RZ-3 of the Rezoning Plan are schematic architectural perspectives of the front elevations of the multi-family buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front elevations of the proposed multi-family buildings. Accordingly, the front elevations of the proposed multi-family buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the attached schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
3. Attached hereto on Sheet RZ-4 of the Rezoning Plan are schematic architectural perspectives of the front elevations of the non-residential buildings proposed to be developed on the Site that are intended to depict the general architectural style, character and elements of the front elevations of the proposed non-residential buildings. Accordingly, the front elevations of the proposed non-residential buildings to be developed on the Site shall be designed and constructed so that they are substantially similar in appearance to the attached schematic architectural perspectives in terms of their architectural style, character and elements. Changes and alterations which do not materially change the overall conceptual architectural style and character are permitted based upon final design/construction drawings.
4. The permitted exterior building materials for the multi-family buildings shall be face brick, cementitious lap siding, shake and trim, manufactured stone and solid synthetic or composite trim. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and the exterior railings and vinyl windows may be installed.

5. The permitted exterior building materials for the non-residential buildings shall be face brick, pre-cast concrete, cementitious lap siding and trim, solid synthetic or composite trim and manufactured stone. Vinyl shall not be a permitted exterior building material, provided, however, that vinyl may be utilized on the soffits and vinyl windows may be installed.
6. The “U-shaped” building located adjacent to the swimming pool in the multi-family residential community may be split into 2 or 3 buildings or built as a single building as depicted on the Rezoning Plan.
7. Any dumpster visible from a public street or from an adjoining parcel of land at grade will be screened from view by a solid enclosure with gates. If one or more sides of a dumpster area adjoin a rear wall of a building, the rear wall may be substituted for the masonry wall along each such side.

Parking

1. Off-street vehicular parking shall be provided in accordance with the requirements of the Ordinance.
2. All parking areas shall comply with the interior landscaping requirements of the Ordinance.
3. Garages shall be provided for some of the multi-family dwelling units as depicted on the Rezoning Plan.
4. Bicycle parking shall meet the requirements of the Ordinance.

Signs

All signs erected on the Site will satisfy the requirements of the Matthews Sign Ordinance.

Lighting

1. The maximum height of any freestanding lighting fixture (including its base) installed within the parking areas located on the Site shall be 25 feet. All such free standing lighting fixtures shall be fully capped and shielded and the illumination downwardly directed so that direct illumination does not extend past any property line of the Site. Consideration will be given to the impact of lighting both within and without the perimeter of the Site. Items for consideration will include intensity, cut-off angles, color, energy efficiency and shielding of sources of light, the intent being to eliminate glare towards public streets and adjacent properties.
2. Any lighting attached to the buildings to be constructed on the Site shall be decorative, capped and downwardly directed. New “wall-pak” type lighting fixtures may not be installed on the Site.

Screening and Landscaping

Screening and landscaping shall conform to the standards of the Ordinance.

Storm Water

Development of the Site shall comply with the Town of Matthews Post Construction Storm Water Ordinance.

Innovative Development Standards

Pursuant to Sections 153.208(L) and 153.207 of the Ordinance, this Rezoning Petition seeks the approval and use of innovative development standards in order to create a unique multi-use development on the Site.

The MUD development standards requested for modification as innovative development standards are set out below:

- (a) Minimum Project Area: 20.5 acres;
- (b) Project Edge Abutting Residentially Zoned Property: 35 feet along the southerly property line and 5 feet adjacent to portions of the northerly and westerly property lines as more particularly depicted on the Rezoning Plan;
- (c) Building Separation from Abutting Residentially Zoned Property: 35 feet as more particularly depicted on the Rezoning Plan; and
- (d) Minimum Setback From Existing Interstate 485 Right of Way: 35 feet as more particularly depicted on the Rezoning Plan.

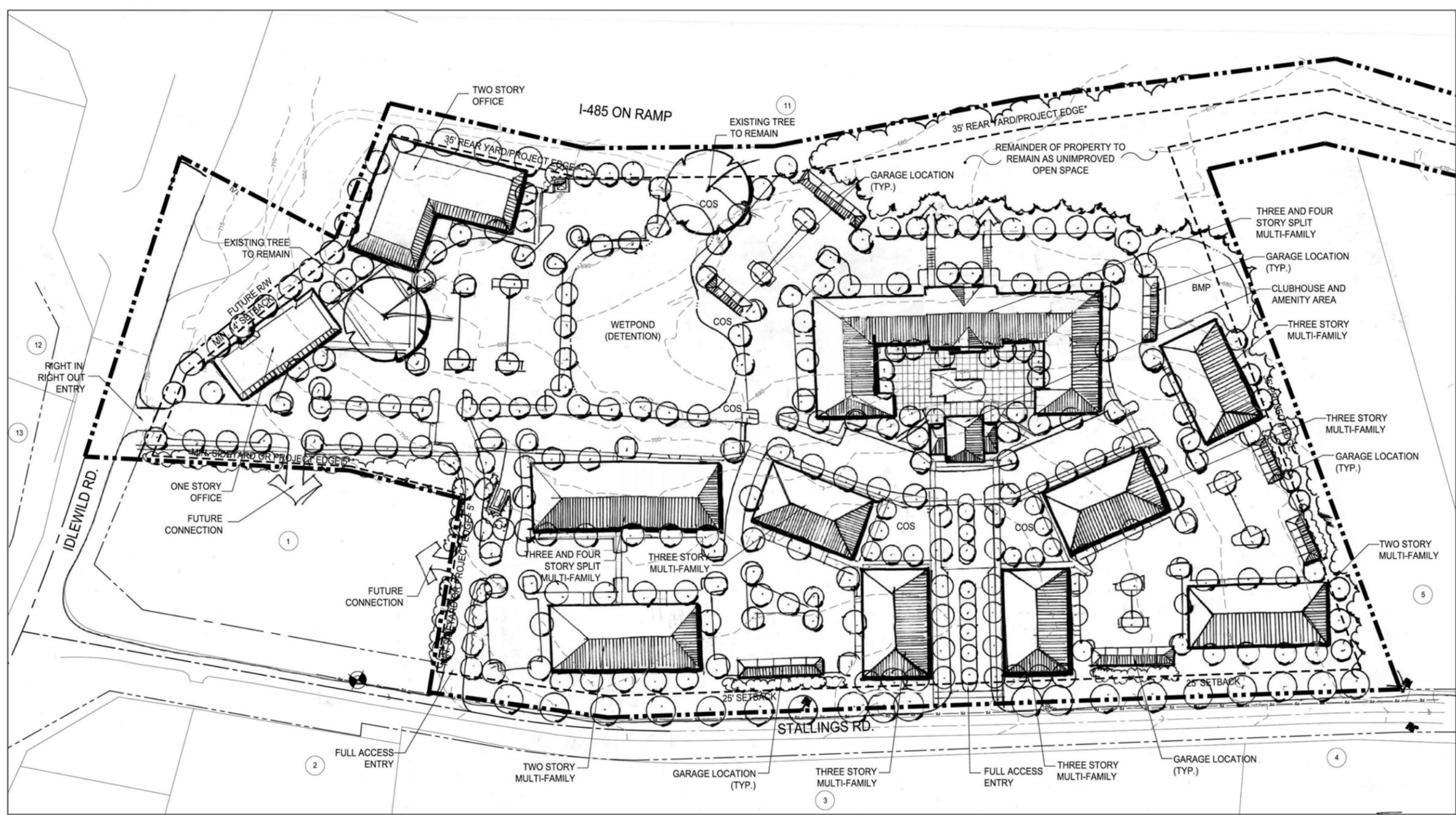
Amendments to Rezoning Plan

Future amendments to the Rezoning Plan and these Development Standards may be applied for by the then Owner or Owners of the Site in accordance with the requirements of the Ordinance.

Binding Effect of the Rezoning Petition

1. If this Rezoning Petition is approved, all conditions applicable to development of the Site imposed under the Rezoning Plan and these Development Standards will, unless amended in the manner provided under the Ordinance, be binding upon and inure to the benefit of the Petitioner and the current and subsequent owners of the Site and their respective successors in interest and assigns.
2. Throughout these Development Standards, the term "Petitioner" shall be deemed to include the heirs, devisees, personal representatives, successors in interest and assigns of the Petitioner or the owner or owners of the Site from time to time who may be involved in any future development thereof.

2011-573
7/1/2011



SITE TABULATION

TOTAL SITE ACREAGE: ±20.5 AC.
 EXISTING ZONING: R-15
 PROPOSED ZONING: MUD (w/ Innovative Development Provisions)

Office: +/- 40,000 sf
 Parking Provided: 133 spaces
 Parking Required: 133 spaces (1 per 300 sf)

Multi-Family: +/- 292 units
 Parking Provided: +/-396 spaces
 Parking Required: +/-313 spaces (per MUD Multi-Family parking standards)

LEGEND:
 PROPERTY BOUNDARY
 SETBACK / YARDS
 COS



REVISIONS:
 DATE: 07/01/11
 DRAWN BY: ABR
 CHECKED BY: ABR
 O.C. BY: ABR
 SCALE: 1"=60'
 PROJECT #: 1010012
 SHEET #:
RZ-2

Idlewild/Stallings Rd.
Rezoning Application
 Sandstone Group Matthews, North Carolina
 Conceptual Site Plan

LandDesign
 223 N. Graham Street, Charlotte, NC 28202
 V: 704.333.0325 F: 704.332.3246
 www.LandDesign.com

SANDSTONE
GROUP



