

EXHIBIT A

Amend Table 5.2-A: Table of Allowed Uses of the Denton Development Code, by adding two new uses (data center, modular and data center, warehouse) as follows:

Table Error! No text of specified style in document.-A: Table of Allowed Uses																	
P = permitted S = specific use permit required Blank cell = use prohibited + = use-specific standards apply																	
	Residential							Mixed-Use			Corridor		Other Nonresidential				Use-Specific Standards
	RR	R1	R2	R3	R4	R6	R7	MN	MD	MR	SC	HC	GO	LI	HI	PF	
Industrial Uses																	
DATA CENTER																	
Data Center, Modular														S+	S+	S+	5.3.6I
Data Center, Warehouse									S+	S+	S+	P+	P+	P+	P+		5.3.6J

Section 5.3.6I Data Center, Modular of the Denton Development Code is added to read as follows:

1. Modular structures, on-site electrical equipment, and any associated outdoor storage shall be opaquely screened from view of the public right-of-way and any adjacent residential use or zoning district utilizing any combination of the allowed fence and wall materials for industrial uses identified in Subsection 7.7.8. If non-opaque fence or wall materials are proposed, evergreen plant materials must be provided at appropriate intervals to make the screening opaque at planting.
2. Modular structures, on-site electrical equipment, and any associated outdoor storage area shall be setback no less than one-hundred (100) feet from an adjacent residential zoning district or an existing residential use, measured from the property line.
3. At least two elements from Table 7.E: Landscape Area Point System, Section A Right-of-way Elements shall be provided along all public rights-of-way, regardless of whether front parking or drive-aisles are proposed.
4. An environmental noise and vibration assessment is required with the initial application, prepared by a professional qualified in the area of noise mitigation, detailing how the proposed use complies with the maximum permissible noise levels described in number 5 below. The environmental noise and vibration assessment must:
 - i. Identify operation noise impacts;
 - ii. Provide documentation establishing the ambient noise level prior to installing any modular structures and on-site electrical equipment;

- iii. Detail how the impacts will be mitigated. In determining noise mitigation, specific site characteristics shall be considered, including but not limited to the following:
 - a. Nature and proximity of adjacent development, location and type;
 - b. Seasonal and prevailing weather patterns, including wind directions;
 - c. Vegetative cover on or adjacent to the site; and
 - d. Topography.
- iv. The applicant shall be responsible for verifying compliance with the environmental noise and vibration assessment noise mitigation measures after the installation.
5. Data center operations, including on-site electrical equipment, shall not cause any noise measuring more than sixty (60) dba on the A-weighting utilizing properly calibrated sound measuring instrumentation measured at the property line, or shall not cause an increase in the ambient noise level in the area more than 3 dba.
6. On-site Electric Substations shall comply with Section 7.13.7 Electric Substation Design of the Denton Development Code.

Section 5.3.6J Data Center, Warehouse of the Denton Development Code is added to read as follows:

1. In the MR and SC Zoning Districts, the use shall be limited to a maximum of 55,000 square feet of gross floor area per lot.
2. Buildings shall comply with the design standards established in Section 7.10.5: Nonresidential and Mixed-Use Building Site and Building Design.
3. On-site electrical equipment and any associated outdoor storage shall be opaquely screened from view of the public right-of-way and any adjacent residential use or zoning district utilizing any combination of the allowed fence and wall materials for industrial uses identified in Subsection 7.7.8. If non-opaque fence or wall materials are proposed, evergreen plant materials must be provided at appropriate intervals to make the screening opaque at planting.
4. An environmental noise and vibration assessment is required with the initial application, prepared by a professional qualified in the area of noise mitigation, detailing how the proposed use complies with the maximum permissible noise levels described in number 5 below. The environmental noise and vibration assessment must:
 - i. Identify operation noise impacts;
 - ii. Provide documentation establishing the ambient noise level prior to installing any modular structures and on-site electrical equipment;

- iii. Detail how the impacts will be mitigated. In determining noise mitigation, specific site characteristics shall be considered, including but not limited to the following:
 - a. Nature and proximity of adjacent development, location and type;
 - b. Seasonal and prevailing weather patterns, including wind directions;
 - c. Vegetative cover on or adjacent to the site; and
 - d. Topography.
- iv. The applicant shall be responsible for verifying compliance with the environmental noise and vibration assessment noise mitigation measures after the installation.
- 5. Data center operations, including on-site electrical equipment, shall not cause any noise measuring more than sixty (60) dba on the A-weighting utilizing properly calibrated sound measuring instrumentation measured at the property line, or shall not cause an increase in the ambient noise level in the area more than 3 dba.
- 6. On-site electrical equipment, and any associated outdoor storage area shall be setback no less than one-hundred (100) feet from an adjacent residential zoning district or an existing residential use, measured from the property line.
- 5. On-site Electric Substations shall comply with Section 7.13.7 Electric Substation Design of the Denton Development Code.

Amend Table 7.9-I: Minimum Required Off-Street Parking of the Denton Development Code, by adding two new uses (data center, modular and data center, warehouse) as follows:

Table Error! Use the Home tab to apply Heading 2 to the text that you want to appear here.- B: Minimum Required Off-Street Parking	
DU = dwelling unit sq ft = square feet GFA = gross floor area	
Use Type	Minimum Parking Requirement
Industrial Uses	
DATA CENTER	
Data Center, Modular	1 space per employee at the peak shift
Data Center, Warehouse	1 space per 3,500 sq ft GFA or Director Determination, see 7.9.4E.1

Amend Section 9.2 Definitions of the Denton Development Code, by adding two new definitions (data center, modular and data center, warehouse) and updating the existing definition of Electric Substation as follows:

Data Center, Modular

As a principal use, the long term (more than 24 hours) storage of specialized computing systems and hardware within a modular structure(s) including but not limited to pods, shipping containers, cargo containers, and similar storage containers that are used for the sole purpose of remote storing, gathering, processing, and/or analyzing large amounts of data information. Accessory uses may include office and/or electrical equipment for localized distribution. This definition excludes accessory storage of computer systems and hardware within or outside of an existing building, where the primary use is residential, commercial, or institutional in nature.

Data Center, Warehouse

As a principal use, a building or buildings intended for large-scale storage of specialized computing systems and hardware that are used for the sole purpose of remote storing, gathering, processing, and/or analyzing large amounts of data information. Accessory uses may include office and/or electrical equipment for localized distribution on-site.

Electric Substation

An enclosed assemblage of equipment, e.g. switches, circuit breakers, busses, and transformers, under the control of qualified persons, through which electric energy is converted from a transmission voltage level (60 kV or higher) to a lower, distribution level (below 60 kV).