

Declaration of Covenants, Conditions and Restrictions for University Research Park

University Research Park, Incorporated and the Board of Regents of the University of Wisconsin System (hereinafter referred to as the Regents), owners of the property known as the University Research Park, a subdivision of the City of Madison, Dane County, Wisconsin, on behalf of themselves, their successors and assigns, for the purpose of preserving the subdivision's value, hereby covenant, grant, declare and provide that all lands or lots in said subdivision shall be used only for purposes and in the manner set forth herein.

1. Purposes

- a. To establish the University Research Park as an area devoted to fostering business, research, science, technology, entrepreneurship, and related production activities which could benefit from a proximity to the University of Wisconsin-Madison and be in harmony with furthering the development and the economy of the City of Madison and the State of Wisconsin.
- b. To develop the University Research Park with a campus-like character that is walkable, accessible to all forms of transportation, and contains an active streetlife and mix of building uses which will ensure its being a continuing asset to the University, City, and State.
- c. To ensure the proper, desirable, and appropriate development and improvement of each site within the University Research Park.
- d. To protect the owners of buildings against improper and undesirable uses of surrounding building sites that could depreciate the value of their properties.
- e. To encourage the erection of attractive improvements, which utilize suitable building materials and are appropriately located on the building sites.
- f. To encourage the development of environmentally sustainable sites, buildings, and infrastructure using principles of green infrastructure.
- g. To ensure high-quality landscape design that balances the natural and built environments to create an inspirational research and business community.
- h. In general, to provide for a high quality of improvement of said land to protect both the University Research Park itself and the surrounding areas.

2. Design Review and Approving Authority

- a. These covenants, conditions, restrictions and architectural controls shall be administered and applied by a committee titled the University Research Park Design Review Board, hereinafter referred to as the Design Review Board, which shall be appointed by the Regents. The Design Review Board shall consist of at least three members and not more than five members. At least all but one of such members shall be professional persons with backgrounds in the environmental design fields of architecture, urban design planning, or landscape architecture.
- b. The covenants, conditions, restrictions, and architectural controls contained herein are supplementary to the governmental land use controls applicable to the University Research Park.
- c. In instances where the Design Review Board is considering proposals on the lots east of Whitney Way, which is included within the area of the Midvale Heights Association, the President of the Association, or an appointed designee, may sit with and consult with the Design Review Board and advise it. In instances where the Design Review Board is considering proposals on land fronting on Mineral Point Road east of Whitney Way, the President of the Hill Farms neighborhood organization, or an appointed designee, may sit with and consult with the Design Review Board and advise it. In all other instances, where the Design Review Board is considering proposals on lots west of Whitney Way, a duly selected representative of an adjacent owners' or occupants' association, if any exists, may sit with and consult with the Design Review Board and advise it.
- d. Each Alderperson with jurisdiction over the University Research Park shall be notified of any meeting of the Design Review Board and shall be entitled to attend, consult and advise.
- e. The Design Review Board shall have complete authority to approve, reject, or require modification to any plan or design proposal for development or construction. This authority shall also pertain to the parking and transportation strategy of any development or construction under its purview. The Board shall also establish the conditions upon which design proposals will be evaluated, and may allow variations to standards and design criteria only where such variations will assist in carrying out the intent and spirit of this document. The Board may also consult other currently existing or proposed design guidelines.
- f. The Design Review Board may adopt clarifying guidelines or standards that do not directly contradict those guidelines or standards contained in this Declaration of Covenants, Conditions, and Restrictions.

- g. A majority of the members of the Design Review Board shall constitute a quorum. Action of the Board will be by a majority vote of those members in attendance at any meeting at which a quorum is present. Board members or neighborhood, property owners', or occupants' association representatives having conflicts of economic interest on matters before the Board shall not participate in such considerations.
- h. In the event of death, resignation, or other retirement of any member of the Design Review Board, the remaining members shall have full authority to nominate a successor, subject to the appointment of the Regents, and the remaining members shall have full authority to act until the vacancy is filled.

3. Architectural Content and Control

- a. No construction or exterior alteration of buildings, utilities, signs, pavements, fences, walls, landscaping and other facilities or structures may be made on any land until the preliminary construction plans and specifications showing the nature, kind, shape, height, materials and locations of the same shall have been submitted and approved in writing by the Design Review Board. The final working plans and specifications shall be submitted to and approved in writing by the Design Review Board, and the final working plans and specifications may be disapproved in the event that they fail to constitute clear and logical and satisfactory extensions of the approved preliminary plan and specifications as determined by the Design Review Board.

4. Building Location

- a. Buildings shall be placed on each site in consideration of:
 - i. Potential or existing streetscapes or community gathering spaces, and
 - ii. Existing desirable natural features, including native woodlands, vistas, prairie, or wetlands, as well as environmental corridors and stormwater management features.
- b. Buildings shall be set back a minimum of 100 feet from street right-of-way of Mineral Point Road and Whitney Way and a minimum of 80 feet from the right-of-way of Research Park Boulevard and from South Rosa Road as it may be extended southward into the property and from Tokay Boulevard. Along all other streets the minimum building set back is 55 feet from the street right-of-way. Sideyards and

rear setbacks shall be not less than 40 feet from property lines. The Design Review Board may vary established setback widths in special circumstances.

- c. Within a setback area, nothing is permitted except walks, turf, landscapes, public art commensurate with the mission of the University Research Park, or non-private automobile transportation infrastructure; however, the Design Review Board may permit improvements in setbacks to foster social interaction, encourage pedestrian public uses, such as park-like features, community gathering areas, and general landscaping features that create an active, green streetscape. Along Research Park Boulevard and South Rosa Road extended there shall be no parking between the building wall and the street right of way regardless of the distance the building is set back unless exceptions are specifically approved by the Design Review Board on the basis of special circumstances, such as the presence of retail, or hardships.
- d. Lots that include any segment of the eastern property lines of the University Research Park at the time of platting shall have reserved a buffer area 100 feet in depth from said property line. The occupant of each parcel with such reservation for buffer purposes will develop, as soon as practicable after occupancy and in all instances within one year of occupancy, maintain and use such area only for the purpose of a landscaped buffer zone.
- e. No lot as platted or otherwise established shall be re-subdivided or otherwise further divided except by consent of the Design Review Board. This covenant shall not be construed to prevent the use of more than one lot as a building site subject to the approval of Design Review Board.

5. Building Design Standards

- a. The Design Review Board may prepare or cause to be prepared specific guides, criteria, standards and procedures that shall be the basis for all approved building and site designs within the area. The Design Review Board shall be the final arbiter regarding the acceptable conformance of plans and specifications to such guides, criteria and standards for design.
- b. The general character of the Research Park shall be campus-like. An image where the natural and built environments interact to create a walkable, campus-like community of well-proportioned buildings should result. Building lot coverage and floor area ratio (FAR) shall be in accord with standards approved and adopted by the Design Review Board. FAR shall be determined by dividing the gross floor area of all buildings on a parcel by the land area of that parcel, however structured parking, storage outbuildings, unoccupied mechanical penthouses, unoccupied

basement storage, and transportation infrastructure shall be excluded from the measurement of gross floor area.

- c. Determination of building height should be in response to individual site characteristics, such as topographical and vegetative features, solar orientation, as well as building function.
- d. The architectural character of each building and/or structure shall be of contemporary design and style. No commercial statement of any occupant's products or services shall be allowed as a part of the building façade or elevation, with the exception of limited ground floor signage accompanying a retail use. Building design will be evaluated in terms of professional standards and in regard to the sensitive integration of form, textures and colors with the particular landscape and topographical character of each site.
- e. The exterior walls of each building are to be constructed of durable, permanent architectural materials compatible with campus-like standards.
- f. Building roofs are to be uncluttered, but may include visible rooftop amenities like decks, arrays of solar energy panels (or similar non-fossil fuel energy systems), or green roofs.
- g. Cooling towers, rooftop and ground mounted mechanical units and ventilation fans are to either be integrated into the design of the structure or screened from view.
- h. In general, signage may be limited to one free-standing or applied building identification sign at an approved location and in accord with any signage and graphic standard which may be adopted by the Design Review Board. One additional sign may be approved where building entrances are immediately adjacent to more than one street. The Design Review Board shall establish written guidelines for signage, including retail signage, located within the University Research Park.

6. Landscape and Stormwater Management Design Standards

- a. Landscaping shall be designed in accord with professional standards and landscape plans will require Design Review Board approval. Landscaping should emphasize native plantings or other flora predicted to be suited to future climate patterns. Such landscaping, including lawn areas, trees and shrubbery, shall be maintained in excellent condition by cutting, trimming, feeding, watering and weeding.

- b. No tree of three-inch caliper or greater may be cut or otherwise removed from any site without the permission of the Design Review Board. Every effort shall be exerted to preserve all existing trees. The Design Review Board may require extensive measures to assure the preservation of existing trees or other site amenities during construction.
- c. As a general rule, fences are not allowed and will be approved only for limited service areas. Perimeter fencing shall not be permitted.
- d. All external lighting shall be subject to the review and approval of the Board. External lighting should be designed to current City of Madison standards and in a manner to ameliorate light pollution.
- e. All site plans for new buildings or for the expansion of existing buildings submitted to the Design Review Board shall include a stormwater management plan, the adequacy of which is the sole determination of the Board, however in no case may the Design Review Board approve a stormwater management plan that does not meet minimum standards set forth by any relevant governmental authority. A strong effort should be made to incorporate surface stormwater management infrastructure into setbacks in an aesthetically pleasing manner. The implementation of any surface stormwater plan should create an amenity serving both the environment and the aesthetics of the park. For example, all bioretention areas and swales must be attractively vegetated. When and where feasible, green roofs, underground cisterns, and pervious pavements are recommended to be incorporated into a building or site's stormwater plan.
- f. The Design Review Board shall establish a written policy for landscape design within the University Research Park. Such policy may include landscape design standards for integrating the University Research Park with the surrounding community, standards for types and locations of flora, and the integration of stormwater management with the landscape.

7. Parking and Access

- a. To facilitate efficient land use within the University Research Park, structured parking facilities are strongly encouraged. As described elsewhere herein, structured parking facilities shall be architecturally complementary to the primary buildings served, and shall include environmentally sustainable features where feasible, including plantings, green walls (i.e. walls covered with vegetation), or solar energy installations. Any site that has structured parking shall consider strategies that provide a visual buffer between major rights of way and the parking

structure itself, such as landscaping, green walls, ground floor retail or commercial space, “liner” buildings (i.e. surrounding a parking structure with buildings used for purposes other than vehicle storage), and high quality architectural design.

- b. Parking shall be permitted on all public streets in accord with local ordinances or restrictions. The Design Review Board may permit parking along interior drives at their sole discretion.
- c. All parking areas and drives shall be paved with asphalt, concrete, brick, stone, or a high-quality pervious surface, and similar materials shall be used for curbing or bumper guards where needed.
- d. Each building shall include a sufficient amount of bicycle parking that is accessible to a building entrance. There shall be a clear and direct path from on-street bicycle infrastructure or dedicated bicycle paths to bicycle parking facilities, designed in a manner such that a bicycle rider need not traverse curbs, stairs, or through landscaped areas. Covered bicycle parking is permitted and encouraged.
- e. Electric vehicle charging stations located within parking areas are permitted and encouraged.
- f. All parking areas shall provide security and pedestrian lighting that complies with Section 6(d). All lighting, for walks, driveways and lots, will be specified and all wiring must be underground. The placement of lighting within or around parking areas shall not interfere with any other obligations of this section.
- g. Employee surface parking areas shall not be located within any setback area or in front of any building.
- h. Limited visitor parking is permitted in front of buildings consistent with Design Review Board guidelines and City zoning.
- i. Provision of parking spaces shall be in accord with City standards.
- j. All parking areas shall be separated from road rights-of-way and adjacent developed parcels by aesthetically attractive screenings. These may include landscaping or architectural elements.
- k. For new developments or the substantial redevelopment of existing building sites, islands containing large shade trees and other landscaping materials shall subdivide surface parking areas. Surface parking bays shall be designed so that no parking

bay exceeds 12 contiguous parking stalls; however, the Design Review Board may approve exceptions if:

- i. The parking area includes significant installation of solar panels or other landscape and environmental features that reduce heat absorption and reflection and mitigate stormwater runoff,
 - ii. Topographic or other site constraints that prevent the construction of appropriately dense development with sufficient parking, or
 - iii. The Design Review Board determines in its sole discretion that strictly adhering to a 12-stall maximum parking bay would be an undue burden.
- l. All parking areas shall have pedestrian walkways linking the entirety of the parking area to the building entrance(s) serving such parking area.
 - m. Notwithstanding anything else contained herein, the Design Review Board may issue variances at its sole discretion to any of the above standards in order to promote alternative forms of transportation including the infrastructure to support public transportation, autonomous vehicles, electric vehicles, flying vehicles, and other forms of transportation deemed desirable by the University Research Park and the Design Review Board.

8. Planned Design Districts

- a. Purpose of a Planned Design District. The inclusion of Planned Design Districts in this Declaration of Covenants, Conditions, and Restrictions is intended to give the Design Review Board the flexibility to consider and approve, at its discretion, the evolution of land use and building design within the University Research Park in a manner consistent with the vision of a more walkable and dense campus environment. A Planned Design District is not a mechanism for thwarting the standards set forth elsewhere in this document simply because they may be considered inconvenient, but is instead a mechanism for furthering the land use and building design goals of the University Research Park in a thoughtful, deliberate manner. In general, a Planned Design District is only available for exceptional, future-oriented projects. Any proposal for a Planned Design District must further the land use goals of walkability, sustainability, appropriate density, opportunities for shared or reduced parking, accessibility to multiple transportation alternatives, the addition of retail or services and other public amenities, or interaction with the public realm. The design of buildings within the Planned Design District must

further the goals of high-quality design and construction, sustainability, transparency, and interplay between the natural and built environment.

- b. The Design Review Board may approve any number of Planned Design Districts. A Planned Design District shall be comprised of a contiguous, legal parcel of land. The Design Review Board shall only approve Planned Design Districts for land parcels where the requesting individual or entity has substantial control over the existing improvements, if any. The building location, design standards, and parking and access standards of an approved Planned Design District shall supersede those standards set forth in Section 4, 5, and 6 of this document. The Design Review Board may establish signage policies on specific Planned Design Districts.
- c. Each Planned Design District shall include a master plan prepared by a relevant design professional, such as an architect, urban planner, or landscape architect. Each master plan shall contemplate:
 - i. Superior building and landscape design, including both aesthetics and environmental sustainability features such as energy efficiency;
 - ii. Site-wide sustainability features, including a stormwater mitigation plan conscious of adjacent land parcels and their improvements;
 - iii. An avoidance of surface parking and opportunities for shared or reduced parking facilities;
 - iv. Walkability and accessibility to transportation other than private vehicles, including public transit, bicycles, electric vehicles, and vehicular ride share services;
 - v. The relationship of the building(s) to the streetscape or other public or natural areas;
 - vi. Tenant signage and directional or restrictive signage;
 - vii. The phasing of development and construction;
 - viii. The proposed uses of the buildings and other improvements; and
 - ix. The site's relationship to the University Research Park and the surrounding community.
- d. The Board may establish separate guidelines for the review and approval of Planned Design Districts. However, Board's review and approval process may include the following:
 - i. Conceptual Design Conference – The purpose of this meeting is for the persons proposing a Planned Design District to explore the conceptual design plans with the Board, specifically the potential options and constraints of a site. The result of this meeting should be the general

agreement between all parties over the proposed direction of the Planned Design District. At this meeting, the Design Review Board will establish the graphical standards to be included in the master plan.

- ii. Preliminary Master Plan Review – At this meeting, the Design Review Board and the persons proposing the Planned Design District will review and provide feedback on a preliminary master plan prepared in consideration of the standards and guidelines set forth in this Section 8.
 - iii. Final Master Plan Review – At this meeting, the Design Review Board and the persons proposing the Planned Design District will review the master plan that incorporates the feedback provided during the plan’s preliminary review. The Design Review Board, at its sole discretion, may then approve the master plan as it is presented, approve the master plan contingent on design changes, reject, or refer the master plan to a later meeting of the Design Review Board.
- e. A master plan developed under Section 8 may consider the construction of new streets, which are encouraged to be public and dedicated to the City of Madison. Any new street must further the creation of a street grid, and must enhance the University Research Park’s connection to existing transportation corridors.
 - f. The Design Review Board shall continue to have authority over the implementation of the master plan at all its phases of construction as detailed in Sections 2 and 3 herein. No building, building addition or exterior modification, improvement, or landscape shall be constructed without the approval of the Design Review Board.

9. Nuisances

- a. No noxious, dangerous, or offensive activity shall be conducted upon any land, lot or portion of any lot, nor shall anything be done thereon which may be or may become any annoyance, hazard or nuisance to abutting properties or the area or neighborhood in general. It is the intent that research, office and permitted light industrial activity shall be created and maintained with proper appearance from streets and adjoining properties and to ensure that no effect upon properties in the area shall occur from the emission of noise, dust, odor, glare, vibration, smoke or any other emission or waste which might constitute a nuisance or hazard.

10. Restrictions on Transfer, Use

- a. All buildings within the University Research Park shall be for the sole use of the occupant, user, owner, lessee, sublessee, tenant, or subtenant.

- b. All public easements, including bicycle and pedestrian walkways and open space shall remain accessible to the public for their enjoyment. The University Research Park reserves the right to reasonably limit use, including hours of operation, commensurate with City of Madison standards and the safety of both persons and property. No tract of land different from that originally granted may be sold, leased or otherwise transferred without the approval of the Regents or their designee.

11. General Provisions

- a. Severability: Invalidation of any one of the covenants or restrictions herein, or any severable part thereof, by judgment or court order shall continue in full force and effect.
- b. Duration and Amendment: The covenants and restrictions of the declaration shall run with the land and bind any owner, tenant, or occupant of any land subject to this declaration, their respective successors and assigns, in perpetuity, or until these covenants and restrictions are duly amended. Such amendment shall require the consent of three-fourths of landowners subject to this declaration and by the Regents.
- c. Enforcement: These covenants and restrictions may be enforced by the Regents, or by any landowner by proceedings at law or in equity against any person or persons violating or attempting to violate the same, either to restrain the violation or to recover damages. The failure to enforce any restriction shall in no event be deemed to waive any right to do so thereafter or the right to enforce any other restriction.
- d. Governmental Approvals and Permits: Approval of plans and specifications as described herein in no way relieves any party from obtaining any required approvals and permits from any governmental authority. A complete set of plans and specifications with the Design Review Board approval thereon shall be filed with the Inspection Unit of the Madison Planning and Development Department for its files. Any application for approvals and permits shall be based on the plans approved by the Design Review Board.