

INNOVATION
PARK



**DECLARATION OF COVENANTS, CONDITIONS,
RESTRICTIONS AND EASEMENTS FOR**

INNOVATION PARK @ Missouri

University of Science and Technology

Rolla, Missouri

**Approved by The Board of Curators of The University of Missouri
July 27, 2007**

**THE CURATORS OF THE UNIVERSITY OF MISSOURI, GRANTOR
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Updated 12-22-2010 to reflect camps name change and staff changes at UM System

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PROTECTIVE COVENANTS FOR DEVELOPMENT OF INNOVATION PARK

1.0 DEVELOPMENT OBJECTIVES FOR INNOVATION PARK

INNOVATION PARK is being developed pursuant to the provisions of Section 172.273 of the Revised Statutes of Missouri, which provides that "the Curators of the University of Missouri may establish research, development and office park projects in order to promote cooperative relationships and to provide for shared resources between private individuals, companies and corporations and the University of Missouri."

The controls and guidelines described in the Protective Covenants are intended to:

1. preserve confidence that the overall quality of development within INNOVATION PARK will be permanently protected,
2. maintain a consistently high quality of architectural and landscape design, integrated into a carefully preserved and sensitively enhanced natural setting, and
3. ensure that all building and land uses within INNOVATION PARK are consistent with the provisions of Section 172.273 of the Revised Statutes of Missouri.

2.0 LAND AND BUILDING USES

The University of Missouri System (the "University") has established the following criteria for defining land and building uses appropriate to the mission and environment of INNOVATION PARK.

2.1 PERMITTED ACTIVITIES

1. Laboratories dedicated to research, product or process development, and testing.

2. Pilot plants in which prototype production processes can be tested and used for assembly of products of a technological nature.
3. Corporate, regional and divisional headquarters of technology-based or knowledge-driven companies and organizations.
4. Technology-dependent or computer-based service facilities dedicated to the processing of data or analysis of information, provided that these information services facilities are supported by on-site research and development.
5. Offices and related facilities of not-for-profit research or educational institutes, as well as professional, training, research, scientific or engineering associations.
6. Medical research and support facilities to support regional health care services.
7. Corporate and professional training facilities provided that these facilities maintain ongoing cooperative relationships with related programs within the University.
8. Services and retail uses incidental to, and in support of, any uses permitted in Paragraphs 1 through 7 above, such as banking facilities, and day care centers.
9. Incidental operations required to maintain or support any uses permitted in Paragraphs 1 through 8 above, such as maintenance shops, hazardous-materials handling facilities, water-treatment facilities, and machine shops.
10. Any other facilities reasonably related to the intended mission of INNOVATION PARK, provided these uses are specifically approved by the Board of Curators of the University of Missouri, pursuant to the provisions of Section 172.273 of the Revised Statutes of Missouri.

2.2 EXCLUDED ACTIVITIES

No building or land in INNOVATION PARK shall be used for:

1. Distribution or warehouse operations, except as such operations are incidental to an approved production or information-service operation.
2. Facilities of the type that could cause an operational nuisance, such as excessive noise, noxious odors, or emission of environmentally hazardous effluents or gasses.

3.0 DESIGN REVIEW PROCEDURES

3.1 DESIGN REVIEW COMMITTEE

The Design Review Committee is appointed by the Vice Chancellor for Administrative Services at Missouri S&T¹ and consists of three or more members, with the Director, University Research Parks (UM) serving as an ex-officio member of this committee. The professional staff of the Missouri S&T Department of Physical Facilities serves as staff to the Design Review Committee. In accordance with the review procedures described in this section and applying its judgment on the intent of the Master Development Plan, the Design Review Committee will review and advise the Vice Chancellor on all development proposals. As the design for the building and site evolves, each development proposal will be reviewed by the Design Review Committee. At the Vice Chancellor's discretion, the Committee may retain the services of professional technical advisers in the fields of engineering, architecture, landscape architecture and/or planning to assist in evaluating submissions on the basis of design and other technical considerations.

Missouri S&T's Department of Physical Facilities shall be responsible for coordinating the review and approval process for INNOVATION PARK. This coordination includes receipt of submittals, communication

¹ Effective January 1, 2008, The University of Missouri-Rolla (UMR) will become The Missouri University of Science and Technology (Missouri S&T) and the latter name and abbreviation will replace all references to the former name and abbreviation in this document.

of Committee responses and comments, coordination of meetings, and monitoring of and compliance with the Protective Covenants and the Master Development Plan before, during, and after construction.

3.2 PRE-DESIGN CONFERENCE

Before the design for a proposed development is initiated, the Design Review Committee will meet with the applicant, the applicant's architect and other consultants to clarify mutual design objectives, the characteristics of the particular lot, and technical issues related to design review procedures. At this meeting, the applicant will be provided with a topographical survey at the scale of one inch equals forty feet and an outboundary plat of the subject parcel. The preliminary planning survey, which is not intended for construction, will contain the following information:

1. Property boundaries, including relationship to adjacent land and access roads.
2. Topography within site boundaries, shown by two-foot contour intervals.
3. Locations of existing utilities, easements, and other existing improvements on or adjacent to the site.

3.3 DEVELOPMENT AND SUBMITTAL OF PRELIMINARY PLANS

Prior to submitting the Preliminary Plans for approval, the applicant shall submit conceptual and schematic drawings for review by the University as they evolve. Submittal of Preliminary Plans by the applicant shall consist of three (3) sets of drawings, outline specifications, photographs or other materials detailing the lot, site and building information described below. Each drawing shall include the project name, name of consulting firm(s), date (latest revision); scale (where appropriate) and north arrow (where appropriate).

The drawings to be submitted include:

1. Site Plan showing building, walks, parking areas, service areas, entrance drive, and signing. Dimensions and other related site development information and calculations shall also be included.
2. Clearing, grading and drainage plans showing proposed clearing limits, existing and proposed contours at two foot (2') intervals, existing vegetation to be protected or removed, and drainage plan with erosion control measures indicated, including percentage of slope for side slopes and flow lines of proposed drainage swales.
3. Landscape and irrigation plan showing preliminary massing and type of plant material (e.g., evergreen, shade trees) and areas to be irrigated.
4. Elevations of building(s) from all sides at an appropriate scale to indicate the placement and massing of the building(s). The following building details shall be provided: a) height of all improvements, b) location of all exterior building openings, and c) notation of exterior building materials, colors and textures.
5. Cross sections of the site at a minimum scale of 1" = 16' in longitudinal and transverse directions, indicating the relationship of the building and site grades to the street, adjacent properties and edges of wooded areas, sufficiently complete and accurate to permit analysis of visual screening, tree protection and landscape architectural design.
6. Signage plans for the major entrance sign and building identification sign, if any, including dimensioned location, materials, lettering, color and informational lighting, and elevations of the prototype for on-site directional signs showing format, letter face and colors.
7. Expansion plans identifying initial and ultimate improvements, including buildings, paved areas, grading and landscaping.

The following additional material shall also be provided:

1. Calculations for building density, site coverage and parking, showing basis for determining parking spaces (use/floor area or number of employees).
2. A description of proposed operating characteristics in sufficient detail to identify the extent of noise, odor, glare, vibration, smoke, dust, gasses, radiation, hazardous wastes or liquid wastes that may be created.

3.4 REVIEW AND APPROVAL OF PRELIMINARY PLANS

After review of the Preliminary Plans submittal materials, the Design Review Committee will meet with the applicant and architect/engineering consultants to discuss the design of the project. The applicant will receive written notification of the approval of the Preliminary Plans by the Design Review Committee.

3.5 DEVELOPMENT AND SUBMITTAL OF CONSTRUCTION DOCUMENTS

After approval of Preliminary Plans, sealed Construction Documents are to be developed and submitted for approval by the University. As the Construction Documents are being developed, the applicant shall notify the University in writing in the event of any changes in the approved design concept, as illustrated in the Preliminary Plans or changes in the project scope. Information provided by the Construction Documents shall include construction drawings and specifications describing all proposed improvements to the site.

3.6 REVIEW AND APPROVAL OF CONSTRUCTION DOCUMENTS

Approval or rejection of the Construction Documents by the University will be based on a review of their compliance with the Master Development Plan, the Protective Covenants and Design Guidelines, and applicable codes and regulations as listed in Section 4.0. The

University will meet with the applicant and the applicant's architect to discuss the Construction Documents.

The University will return to the applicant one complete set of the approved Construction Documents signed by the Executive Director. Grading and construction shall not begin prior to written approval from the University.

Construction documents submitted for approval shall include the following statement signed by the responsible professional consultant.

"I hereby certify these drawings and/or specifications have been prepared by me, or under my supervision. I further certify that to the best of my knowledge these drawings and/or specifications are as required by and in compliance with the Building Codes of the University of Missouri."

Signature

Prior to issuance of a Final Certificate of Compliance, the University will require a certified copy of the Architect's final inspection list of items to be completed or corrected. Inspection list must specify that all items have been duly inspected and approved by Architect and are in conformance with the Construction Documents submitted prior to construction. Inspection list must be signed and dated by the Architect.

4.0 CODES AND STANDARDS

4.1 SCOPE AND JURISDICTION

All projects shall be designed and constructed per the codes and standards of the University.

The University, as "authority having jurisdiction," has established that all facilities shall comply with International Code Council (ICC) Codes. Codes and standards required by accreditation agencies will also be used unless the ICC requirements are more stringent. In the event that

special design features and/or construction systems are not covered in the ICC codes, the applicable edition of the National Fire Protection Association (NFPA) family of standards and/or the NFPA 101 Life Safety Code shall be used.

Codes that apply to University design & construction. Unless otherwise noted, codes are the latest versions adopted by the University.

- (1) ICC International Building Code and reference standards
- (2) ICC International Fire Code
- (3) ICC International Plumbing Code
- (4) ICC International Mechanical Code
- (5) NFPA 70 National Electric Code (NEC)
- (6) Americans with Disabilities Act Accessibility Guidelines (ADAAG) and American National Standards Institute (ANSI) 117.1 Guidelines for Accessible & Useable Buildings & Facilities.
- (7) NFPA 101 Life Safety Code (as noted above)
- (8) American Society of Mechanical Engineers (ASME) Safety Code of Elevators and Escalators A17.1 (1996) and other codes as adopted by The Missouri Division of Fire Safety, Elevator Safety Unit.

The University is the "authority having jurisdiction" and may waive specific code requirements where it has precedent to do so. The University's general policy is not to grant code deviations.

The tenant is responsible to design and construct the facility in conformance with the University Building Codes. Further, the tenant's professional design consultant shall certify the facility has been designed and constructed in conformance with the University Building Codes (See Section 3.6).

Construction shall be done in accordance with all Federal, State, and local regulations.

4.2 CONSTRUCTION PROCEDURES AND APPROVALS

4.2.1 Trenching or Blasting. No site user shall use explosives for the purpose of constructing foundations, trenches, etc.,

without the expressed permission of the University. Such explosives shall only be used by licensed personnel to ensure that adjoining buildings do not suffer structural damage resulting from actions of the party utilizing the explosives. Any site user utilizing explosives will inform adjacent building owner/occupants within the blasting area of their use and time of explosion.

4.2.2 Project Supervision. The applicant agrees to allow the University's project construction manager, and the University's agents, free access onto the lot for the purpose of assuring the University that the facility is being constructed in accordance with the approved Construction Documents.

4.2.3 Maintenance Escrow and Contractor Responsibility. Prior to commencing construction, the General Contractor or Construction Manager will be required to submit a Cashier's Check in an amount as determined by the Vice Chancellor but not less than \$10,000.00 made payable to The Curators of the University of Missouri. This money will be held in escrow, and, if necessary, be used for repairs in the event the contractor or subcontractors are responsible for damage done to either common ground (e.g., streets, berms, existing utilities, landscaping) or adjacent sites.

During construction, it will be the responsibility of the contractor and all subcontractors to maintain siltation control devices along the main road of the park, and in any other areas, that are determined necessary through review and approval by the University.

It will be the responsibility of the contractor to maintain a clean work site, including the maintenance of the access roads leading to the site.

During construction, periodic inspections will be made by the University and notification of deficiencies will be sent to the contractor. The contractor will be given a reasonable time to remedy deficiencies; however, should the contractor fail to respond accordingly, the corrective work will be completed by others and payment for this work will come from the funds available in escrow.

At the completion of the project, and upon final inspection and approval by the University, all remaining moneys in escrow will be promptly refunded without interest.

- 4.2.4 Construction Parking.** All construction parking must remain on the site under construction. It will be the responsibility of the contractor to provide adequate space for and maintenance of a suitable area for parking of workers.

Unless prior approval is given by the University, no parking will be permitted offsite or on the street. Any vehicle parked in violation of these conditions will be subject to towing.

- 4.2.5 Site Cleanup.** All hazardous and non-hazardous waste will be stored and disposed of by the contractor in accordance with all Federal, State and local regulations. It will also be the responsibility of the contractor to maintain a clean work environment on the entire site. Appropriate cleanup must be performed daily to prevent trash from spreading to adjacent sites. Proper trash containment is required.

During all stages of construction, especially grading, the contractor must maintain the cleanliness of the main road. To this end, it will be expected that at least once per week a thorough cleaning of the road be done either by washing or broom cleaning, and that at least once per month a power sweeping of the road be completed. During the grading phase

of the contract, the contractor must clean the road at the completion of each and every work day.

4.2.6 Issuance of Certificates of Compliance. Upon final inspections and approvals by the University, the University shall issue temporary or final Certificates of Compliance. No building shall be occupied without these Certificates of Compliance.

Prior to issuance of a final Certificate of Compliance, the University will require a certified copy of the Architect's Final Inspection List of items to be completed or corrected. Inspection list must specify that all items have been duly inspected and approved by Architect.

5.0 DEVELOPMENT DESIGN STANDARDS

5.1 MINIMUM LOT SIZE

The minimum lot size for development is two acres (87,120 square feet).

5.2 SETBACKS

Unless otherwise specified in these standards, no structure of any kind and no part thereof may be sited within these setback lines described below. Dimensions are from the legal lot line as illustrated on the property plat. The University retains the right to waive certain setback requirements.

5.2.1. Front Setbacks. A building must be set back a minimum of thirty (30) feet from any public street right-of-way. An additional five (5) feet setback shall be added for each story above the first story of a building. As an alternative, the minimum thirty (30) feet set back line can be maintained if each story above the first floor is stepped back a minimum of five (5) feet from the floor below it.

5.2.2. Side Setbacks. The sideyard of each lot must be a minimum of fifteen (15) feet from the property line of the adjacent lot. Side setbacks abutting residential or highway property shall meet the same requirements as the rear setback discussed in 5.2.3. below.

5.2.3. Rear Setbacks. The rear yard of each lot must be a minimum of fifteen (15) feet from the property line of the adjacent property. The rear yard of each lot must be a minimum of fifty (50) feet from the property line when a lot is adjacent to a residential property.

5.2.4. Setbacks from Designated Wooded Areas. All proposed construction shall be outside of the drip line of existing wooded areas.

5.2.5. Exceptions. The following improvements are expressly excluded from these setback restrictions:

1. Steps, walks and driveway access to the site.
2. Landscaping, including landscaped earthen berms.
3. Planters not to exceed four (4) feet in height or two (2) feet in height where they would interfere with visual safety at site access points.
4. Illumination.
5. Identification graphics.

5.3 DENSITY OF DEVELOPMENT

The density of development will be subject to design review by the Design Review Committee. It will be evaluated with the objective of creating a campus-like environment. A floor area ratio (F.A.R.) of 0.25 will be used as a general guideline in evaluating proposed projects, computed as follows:

$$\text{Floor Area Ratio} = \frac{\text{Gross Building Area (all floors)}}{\text{Total Site Area}}$$

This ratio will be subject to change by the Design Review Committee if warranted on specific projects.

5.4 MINIMUM OPEN SPACE AND LANDSCAPED AREAS

The amount of undeveloped open space and developed landscaped areas (including plazas or similar type areas) will be subject to design review by the Design Review Committee. Landscape plans will be evaluated with the objective of creating a campus-like environment. A minimum of 30% of the site (preferably 35%) shall be open for landscaping and, therefore, shall not be covered by buildings or paving for access, circulation, loading and parking.

5.5 BUILDING HEIGHT

Building height will be subject to review by the Design Review Committee and evaluated in concert with the overall architectural character of each building and the relationship of the building to existing and proposed development within INNOVATION PARK.

5.6 EXTERIOR APPEARANCE OF BUILDINGS

5.6.1 Architectural Character and Materials. The Architectural character of each proposed building or structure shall be contemporary, rather than traditional in style. Eclectic styles such as gothic or colonial will not be permitted. Architectural designs will be evaluated in terms of the sensitive integration of form, textures and colors with the particular landscape and topographical character of each site and adjacent sites.

To maintain a high standard of construction and appearance and to provide architecturally unified and interesting design, the exterior walls of each building are to be constructed of durable, permanent materials, tastefully handled (carefully selected brick, treated concrete, glass and other architectural panels). No temporary or flammable material will be approved.

5.6.2 Screening of Mechanical or Electrical Equipment and Vents. Major systems requiring large components (e.g., air-conditioning, storage tanks, etc.) should be located in mechanical rooms within the buildings. Alternatives, including those required to meet mandated health and safety standards, might include an exterior location at, or depressed below, ground level, as necessary to limit heights to a maximum eight feet overall above grade, with screening on all sides, or be fully recessed into roof wells, with allowance for future equipment. Surface-mounted roof equipment should not be considered, unless screening is low profile and completely integral with the overall architectural design of the building.

Vertical roof projections, such as vents, stacks or roof-mounted equipment must be organized and screened in a manner integral to the architectural form of the building.

Of particular concern to the University is the complete concealment from visual impact -- from on or off the site -- of: 1) storage tanks, 2) air conditioning or other mechanical equipment, 3) duct work, 4) cooling towers, 5) generators, 6) transformers, 7) all but small flues and vents, 8) temporary buildings and 9) any other non-architectural appurtenance.

5.7 UTILITIES

5.7.1 Underground Utilities. Water mains, sanitary sewers, gas mains, electric and telecommunications service shall be located underground in the street right-of-way or easements provided in the open space system and either adjacent to or within the lot area.

5.7.2 Utility Contacts. The site user must coordinate hook-ups with the appropriate utility companies. The Vice Chancellor can provide current information for utility supplier contacts.

5.7.3 Responsibility for Damage to Utilities. The site user is responsible for utility location, for prompt and proper repair of damages caused by his project work, and for all work, coordination and payment for the repair, movement or alteration of any portion of the existing INNOVATION PARK infrastructure.

5.8 PARKING AND LOADING AREAS

5.8.1 Parking Ratios. The number of acceptable parking spaces and loading spaces per building will be approved by the Design Review Committee on an individual basis. All parking, loading and unloading areas must be sufficient to serve the activities being conducted on the parcel. If parking requirements increase as a result of a change in use or in number of employees, additional off-street parking shall be provided to satisfy the intent of this section. However, general minimum guidelines are as follows:

- Three (3) spaces per 1,000 s.f. of gross building area (G.B.A.) for service center/high tech buildings.
- Five (5) spaces per 1,000 s.f. of G.B.A. for office buildings.
- Four and one-half (4.5) spaces per 1,000 s.f. of G.B.A. for retail/commercial buildings.

In cases where activities cannot be classified in the categories listed above, parking will be calculated on the following basis:

- One parking space for 1.5 general office, manufacturing, technical or research persons.
- One parking space for each management person.
- One visitor space per ten management persons.

5.8.2 Location of Parking and Loading Areas. Parking and loading will not be permitted on adjacent streets. Each site will provide adequate off-street parking for employees, visitors and company vehicles. Parking areas shall be located at the sides or rear of building. However, where appropriate, parking may be allowed in front of the building if set back a minimum of thirty (30) feet from public street right-of-way and if landscaping provisions are made to screen parking from view from street.

Service areas shall be located at rear or side of a building and should allow for easy access, while minimizing travel through parking areas or access drives.

5.8.3 Screening. Parking and service areas should be screened from view from any adjacent property, street or public way by use of earth berms, landscape plants, suitable fencing or designs combining these elements.

5.8.4 Layout of Parking Areas. Parking areas must be designed and landscaped so as to break up the monotony of a single large paved area, and to provide for stacking plowed snow. No contiguous open parking area will exceed one-half acre without being subdivided with islands containing trees or other landscape materials, using a minimum ratio of one 180 square-foot planting area per 20 parking spaces.

The following additional criteria shall be applied to the layout of parking areas:

1. All parking areas and drives shall be paved with concrete, asphalt, brick or other approved materials, have a concrete curb and gutter, and be properly marked. The top of curbs shall be at natural grade.

2. No parking will be permitted closer than 20 feet to a building.
3. Lighting of parking and walkways is to be done in a manner such that there is minimal glare. Indirect methods of illumination that highlight the structures and landscape elements, such as uplighting or downlighting of trees, light washes across building facades and indirect source luminaries, are recommended.
4. Roadways accessing parking areas should be separated from internal drives and parking lots using landscaped areas, raised walls, or other visual dividers.
5. Adequate loading, trash storage and maneuvering areas will be provided for each building and separated from the parking areas with appropriate screening or planting.
6. The suggested parking module is at least 180 square feet per space (10' x 18' x or 9' x 20'), with 24' aisles for a 90- degree system. An equivalent layout as appropriate to site conditions and landscaping concept may be acceptable.
7. The number of access drives per building is subject to design review, with the intent to minimize the number of drives provided.
8. Disabled parking shall be located as near to the main building entrance as possible. The number and width of disabled parking spaces shall meet the ADA Accessibility Guidelines for cars and vans.

5.9 DISABLED ACCESSIBILITY

All sites and buildings shall be accessible to disabled individuals in compliance with ADA Accessibility Guidelines for new buildings.

5.10 SIGNS

5.10.1 General. All exterior signs will be subject to design review and must be designed in keeping with the architectural character of INNOVATION PARK.

5.10.2 Identification Signs. One identification sign may be erected at the entrance to each lot in an area to be approved by the University. The design, format and materials of the sign will be consistent with the lot design and building architecture. No flashing or moving elements shall be permitted. All illuminated signs shall be illuminated internally. Maximum permitted size shall be 40 s.f. of sign area per sign face. Top of sign shall not exceed 8' above the average grade surrounding the proposed sign.

A second identification sign may be placed on the building or at another entrance. Free-standing signs will be subject to the height and size restrictions of the first sign. Building mounted signs may not project above any roof or parapet.

5.10.3 Directional Traffic and Parking Control Signs. Any directional, traffic or parking control signs on the lot will be reviewed by the University with the intent that the signs will be restricted to the minimum necessary, will be visually unobtrusive and will be consistent with other INNOVATION PARK signage in format, lettering and coloring. Traffic and parking signs shall use the international pictographic system, as modified for consistency with the design concept.

5.10.4 Construction Signs. One construction sign denoting the architect, engineer, contractor and other related

professionals will be permitted on a lot upon the commencement of construction. Maximum size shall be 96 s.f. (8.92 square meters), and shall not be more than 12' (3.66 meters) above ground level. Location of the construction sign is to be shown on the site plan and approved by the University.

5.10.5 Limitations. Signs containing moving devices, flashing lights, or banners are prohibited. No portable or temporary signs, other than construction signs will be allowed.

5.10.6 Flags. Flags may be installed only as follows: The flag of the USA; State of Missouri; official government or corporate seal. A maximum of three (3) flag poles may be installed. United States flags must follow the rules and regulations stated in Title 4, United States Code, Chapter 1.

5.11 STORM DRAINAGE

On-site storm-water drainage and/or detention plans will be subject to design review and must be approved by the University. All development plans shall conform to the criteria and standards found in this plan.

5.12 LANDSCAPE DESIGN

5.12.1 General Design Guidelines. Landscape designs shall adhere to the following criteria:

1. All unpaved ground (excluding vacant lots) will be landscaped in a manner that is complementary to the architecture, provides the required screening and forms an attractive transition to the natural landscape features of the site. Landscaping will consist of an effective combination of street trees, trees, grass, ground cover and shrubbery.

2. Landscape elements shall relate to architectural design elements. Landscape materials are considered to be a strong unifying element and, therefore, should reflect the physical, functional and aesthetic qualities of the site.
3. Landscape treatment shall not interfere with sight line requirements at street or driveway intersections.
4. Use of plants known to produce materials which interfere with modern mechanical devices (such as cottonwood or sycamore) or which cause other maintenance problems shall be avoided. Deciduous hardwoods, native to this area, are preferred for large or tall tree needs.

5.12.2 Preservation of Existing Vegetation. A premium will be placed on preservation of natural vegetative cover. It is desirable to preserve the intrinsic environmental values and continuity of existing mature native tree cover wherever possible. Disturbance of existing vegetation during construction should be limited to the immediate construction area to minimize erosion, destruction of wildlife habitat or damage to existing trees, shrubs, and ground cover.

5.12.3 Lot Grading and Erosion Control. The plan for lot grading and erosion control shall take into consideration the following criteria:

1. Grades, berms, channels and swales shall be an integral part of the grading and paving design.
2. Sediment-control provisions shall be incorporated in the planning or preliminary engineering stage of all projects. These erosion and siltation-control measures must be approved and in place before construction can

begin. Landscaping plans will incorporate provisions for erosion control on all graded sites which will remain vacant prior to building construction.

3. In all cases, the smallest practical area of land should be exposed at any one time during development or construction, and exposed soil should be replanted at the earliest possible date. Erosion and siltation-control devices shall be regularly inspected and maintained during development.
4. Where fill is necessary to attain the approved finish grade of any lot in INNOVATION PARK, it shall be free of waste materials and shall not contain noxious materials that will give off odors of any kind.
5. No top soil shall be allowed to be stripped from any lot within INNOVATION PARK and removed from within the boundaries of INNOVATION PARK without the express written consent of the University. Top soil shall be stripped, stockpiled on the site and redistributed in landscaped areas before seeding and planting.

5.13 SITE LIGHTING

5.13.1 General. Site lighting shall create safe lighting conditions for visibility, accent important elements of the landscape, create clear visual night-time order to the site, and distinguish between various site uses such as roads, parking, walkways, recreation spaces, etc.

5.13.2 Type of Lighting. Color corrected energy efficient lighting, such as metal halide or fluorescent light sources, are to be used in "people oriented" places -- plazas, walks, etc. Well designed soft wash light of buildings is permitted.

5.13.3 Minimum Lighting Requirements.

The minimum light levels accepted are:

Building entrances	-	5 FC (foot candles)
Collector roads/drives	-	1 FC
Walks	-	1 FC
Parking areas	-	1 FC

All wiring for lighting shall be underground.

5.14 STORAGE AREAS AND FENCES

Except during construction, no temporary storage trailers or units are allowed. No outside storage or operations of any kind will be permitted in any lot area or outside buildings unless properly screened.

Screening must be approved by University. All fire and hazard regulations must be followed regarding inside and outside storage.

Screening fences, walls and vegetative buffers, at mature height, shall be at least 6' high or rise 2' above material or equipment being stored, whichever is greater. If vegetation materials are used, they must provide total visual screening. In no location on the site, may the tenant utilize an open-mesh chain-link fence. Storage of materials of 8' in height or more must be screened by a wall built of similar material to those of the building. The placement of all fences and the design and materials utilized shall be subject to the approval of the University.

6.0 IMPLEMENTATION

6.1 MAINTENANCE AGREEMENTS

In order to ensure that the high quality of development planned for INNOVATION PARK is achieved, the University retains the following rights:

1. The University shall have the right to maintain all designated common areas and roadways, and, for this purpose, to enter into contracts for maintenance and replacement of landscaping, snow removal, and the repair of improvements within the common areas. The University shall also have the right to enter into

contracts for trash collection, fire protection, security, and other services that it deems beneficial to all tenants in the development.

2. The University shall bill a pro-rata share of the cost of such services to the site user, plus an administrative service fee of fifteen percent (15%) of the amount billed to offset the cost incurred in negotiating and administering these service contracts.
3. Each site user may contract with the University's service contractor(s) for landscape, snow removal and other maintenance services.
4. In the event that the obligations for meeting the standards of these guidelines are not kept by the site user, the University shall have the right, thirty (30) days after written notice of intent to do so has been mailed to the site user, to enter the property, perform the required maintenance and upgrading, including, but not limited to, replacement of dying landscape materials, building repairs, removal of non-conforming signs and lighting standards. The University may assess the site user for the cost of such work on the basis described in paragraph 2 (above).
5. Unpaid financial obligations of the site user with respect to maintenance charges shall become a lien on the real and personal property of the site user within the leasehold.

6.2 RIGHTS-OF-WAY/EASEMENTS

Each site user hereby agrees to cooperate with the University in the planning and granting of all easements necessary and reasonable for the further development of INNOVATION PARK.

6.3 GENERAL MAINTENANCE BY SITE USER

Each site user shall at all times keep his lot, buildings and improvements in a safe, clean, neat and sanitary condition and shall comply with all laws, ordinances and regulations pertaining to health

and safety. Each site user shall provide for the timely mowing of lawn areas, as well as removal of trash and rubbish from his lot.

During construction, it shall be the responsibility of each site user to ensure that, while improvements are under construction, lots, common roadways and common areas are kept free of unsightly accumulations of rubbish and scrap materials, and that construction materials, trailers and the like are kept in a neat and orderly manner.

7.0 VARIANCE

The Design Review Committee may modify or authorize a variance to all provisions of these Protective Covenants when the following circumstances apply:

- a) When the strict application of requirements in these Protective Covenants would impose unforeseen practical difficulties or particular hardship.
- b) The granting of a variance will not be detrimental to the interests of the owner and the tenants of INNOVATION PARK.

In granting variances the Design Review Committee may require such conditions as in the Committee's judgment secure the obligations of these Protective Covenants.

