



TO: Denver Planning Board
FROM: Ryan Winterberg-Lipp, Senior City Planner
DATE: July 13, 2016
RE: Official Zoning Map Amendment Application #2016I-00046
3201 Walnut St.
Rezoning from I-MX-3 UO-2 to C-MX-5 UO-2

Staff Report and Recommendation

Based on the criteria for review in the Denver Zoning Code, staff recommends approval for Application #2016I-00046 for a rezoning from I-MX-3 UO-2 to C-MX-5 UO-2.

Request for Rezoning

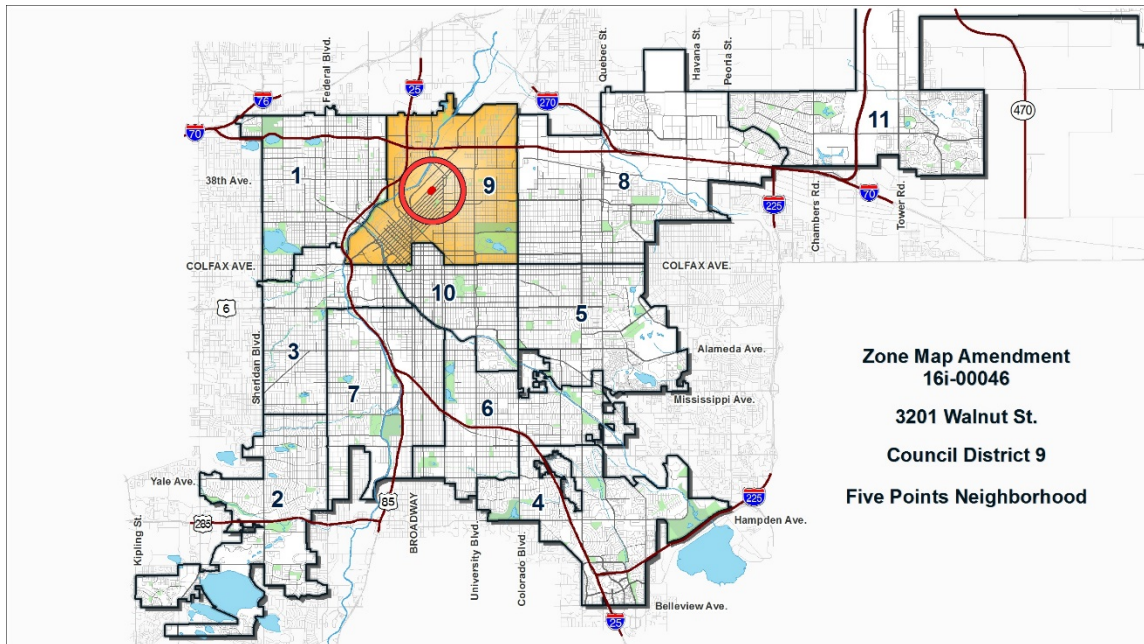
Application:	#2016I-00046
Address:	3201 Walnut St.
Neighborhood/Council District:	Five Points/ Council District 9
RNOs:	RiNo, River North Art District; Five Points Business District; Elyria Swansea/Globeville Business Association; Rio Norte; United Community Action Network Inc.; Denver Neighborhood Association, Inc.; Denver Urban Resident Association; Inter-Neighborhood Cooperation
Area of Property:	1.15 acres
Current Zoning:	I-MX-3 UO-2
Proposed Zoning:	C-MX-5 UO-2
Property Owner(s):	RiNo 3201 LLC
Owner Representative:	Becky Stone, OZ Architecture

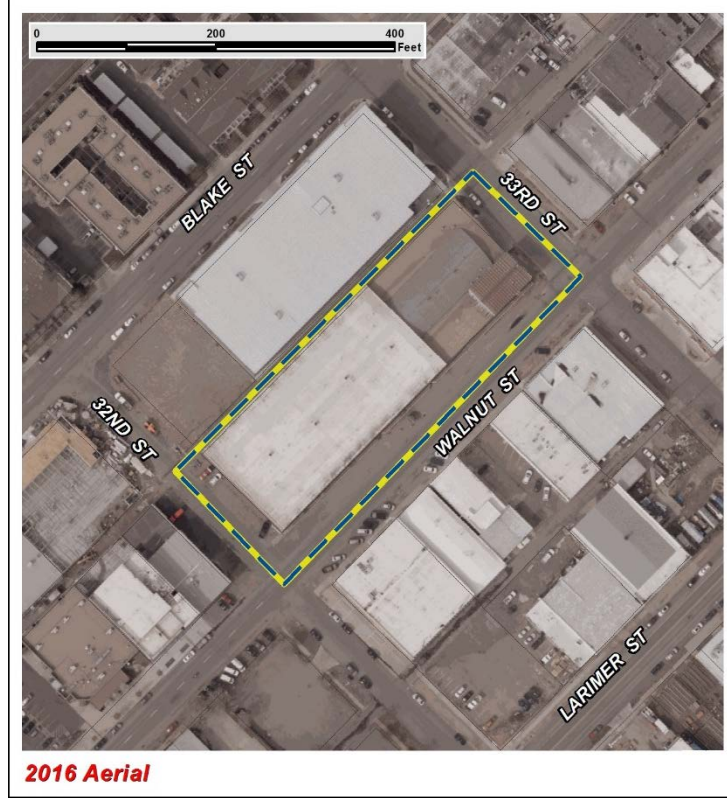
Summary of Rezoning Request

- The subject property is half of a city block located in the Five Points Statistical Neighborhood, located at Walnut St. between 32nd St. and 33rd St. The site is currently owned by RiNo 3201 LLC. The site contains one building ranging from one to two stories, and it is currently occupied by an industrial user.
- The site is within a half mile walk from the 38th and Blake commuter rail station.
- The site is currently zoned I-MX-3 with the UO-2 Billboard Use Overlay. No billboards currently exist on the site.
- The property owners are requesting a rezoning to C-MX-5 UO-2 in order to develop the site consistent with the recommendations in the adopted plans. Though a rezoning request does

not approve a specific development or permit a specific use, the property owner's intent through this rezoning is to allow mixed-use development up to 5 stories.

- The requested C-MX-5 zone district is in the Urban Center context, allowing **Mixed** uses, generally up to **5** stories in height; Further details of the zone district can be found in Article 7 of the Denver Zoning Code (DZC).
- The map amendment application proposes to maintain the O-2 Billboard Use Overlay.





Existing Context

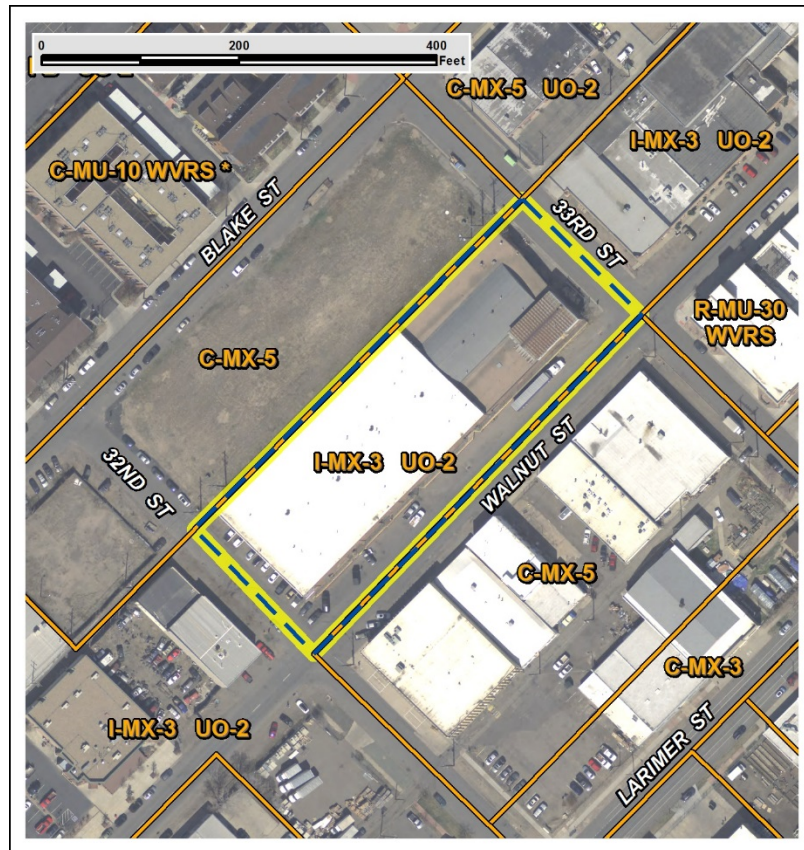
The following table summarizes the existing context proximate to the subject site:

	Existing Zoning	Existing Land Use	Existing Building Form/Scale	Existing Block, Lot, Street Pattern
Site	I-MX-3 UO-2	Industrial	One and two story warehouse and commercial structures oriented to the street	Consistent oblong block on the downtown street grid. Public alleys exist on most blocks throughout the area. Presence of parking between the building and the street with industrial loading docks. No sidewalk presence.
North	C-MU-10 w/ waivers and C-MX-5 UO-2	Warehousing, multi-unit residential, industrial	One and two story commercial, retail, and office structures oriented to the street	
South	I-MX-3 UO-2 and R-MU-30 w/ waivers	Commercial, multi-unit residential, warehouse, retail, vacant	One and two-story commercial buildings; three-story residential	
East	C-MX-5, R-MU-30 w/ waivers	Warehouse, commercial, retail, residential	One and two story commercial and industrial structures;	

1. Existing Zoning

The site is currently zoned I-MX-3 UO-2, which is intended to provide a transition between mixed use areas and I-A or I-B Industrial Districts and accommodate a variety of industrial, commercial, civic, and residential uses. The maximum height in the I-MX-3 UO-2 zone district is 3 stories and 45 feet. The I-MX-3 zone district allows the General and Industrial building forms. The General building form includes a build-to requirement, transparency requirement, entrance requirement, but does not include street level active use standards, and surface parking is permitted between the building and side streets. The Industrial building form is only allowed when the following uses are established: Vehicle/Equipment Sales, Rentals, Service & Repair Use Category Uses and Industrial, Manufacturing & Wholesale Primary Use Classification Uses. The Industrial building form does not include a build-to requirement, transparency requirement, or street level activation standards, and surface parking is permitted between the building and primary and side streets.

The UO-2 Billboard Use Overlay permits “outdoor general advertising device” signs, also known as “billboards,” within the applicable area. Additional standards and limitations regarding minimum separation and distance requirements apply. Currently, no billboards exist on the subject site.



2. Existing Land Use Map

As seen in the Existing Land Use Map at right, the area to the northeast, east, and south includes mixed-use and industrial uses with mostly large warehouse structures and scattered vacant properties. The site located to the north includes a mini-storage warehouse facility. There are mid-rise multi-family uses along the Coors Field parking area adjacent to the freight and commuter rail line on Blake Street.



3. Existing Building Form and Scale



Subject site looking northeast along Walnut St.



Office to the northwest of the site along Walnut St



Warehouse to the southeast along Walnut St



Multi-unit residential to the north of the site along Blake St with downtown in the distance

4. In-Progress 38th and Blake Station Area Height Amendments

At the time of this staff report, the City and County of Denver and Councilman Albus Brooks are in the processes of amending building heights recommendations in the 38th and Blake station area. The subject site is included within the scope of the amendment, and the process is anticipated to clarify that, at the time of this report, the draft maximum recommended building height for the site is five stories. Amendments to the applicable small area plans to reflect this additional building heights guidance are not anticipated to be adopted by the Denver City Council before map amendment application 2016I-00046 is considered by City Council for final action. Therefore, the 38th and Blake Station Area Height Amendments will not be considered in the review criteria, but the requested map amendment is consistent with the draft recommendations at this time.

Summary of City Agency Referral Comments

As part of the DZC review process, the rezoning application is referred to potentially affected City agencies and departments for comment. A summary of agency referral responses follows:

Asset Management: Approved – No Comments

Development Services – Project Coordination: Approved – No Comments

Denver Fire Department: Approved – No Comments

Development Services – Wastewater: Approved – Rezoning only. PWDES Wastewater approves the subject zoning change. The applicant should note that redevelopment of this site may require additional engineering. The extent of the required design and wastewater improvements will be determined once this property begins the redevelopment process.

Parks and Recreation: Approved – No Comments

Public Works – City Surveyor: Approved – See Comments. Legal description is approved. The legal description per the most recent deed according to the Assessor's website calls to Lots 17 to 32. However, the subdivision plat and the resurvey for Case & Ebert's does not show Lots 31 or 32. For rezoning purposes, the more conservative approach is to include all lots.

Environmental Health: Approved – See Comments:

Notes. Based on environmental conditions, DEH has no objection to the proposed rezoning.

General Notes: Most of Colorado is high risk for radon, a naturally occurring radioactive gas. Due to concern for potential radon gas intrusion into buildings, DEH suggests installation of radon mitigation systems in structures planned for human occupation or frequent use. It may be more cost effective to install a radon system during new construction rather than after construction is complete.

Denver's Noise Ordinance (Chapter 36–Noise Control, Denver Revised Municipal Code) identifies allowable levels of noise. Properties undergoing Re-Zoning may change the acoustic environment, but must maintain compliance with the Noise Ordinance. Compliance with the Noise Ordinance is based on the status of the receptor property (for example, adjacent Residential receptors), and not the status of the noise-generating property. Violations of the Noise Ordinance commonly result from, but are not limited to, the operation or improper placement of HV/AC units, generators, and loading docks.

Construction noise is exempted from the Noise Ordinance during the following hours, 7am–9pm (Mon–Fri) and 8am–5pm (Sat & Sun). Variances for nighttime work are allowed, but the variance approval process requires 2 to 3 months. For variance requests or questions related to the Noise Ordinance, please contact Paul Riedesel, Denver Environmental Health (720-865-5410).

Scope & Limitations: DEH performed a limited search for information known to DEH regarding environmental conditions at the subject site. This review was not intended to conform to ASTM standard practice for Phase I site assessments, nor was it designed to identify all potential environmental conditions. In addition, the review was not intended to assess environmental conditions for any potential right-of-way or easement conveyance process. The City and County of Denver provides

no representations or warranties regarding the accuracy, reliability, or completeness of the information provided.

Development Services – Transportation: Approved – No Comments

Public Review Process

- CPD staff provided Informational notice of receipt of the rezoning application to affected members of City Council and registered neighborhood organizations (RNOs) on May 1, 2016.
- The property has been legally posted for a period of 15 days announcing the July 20, 2016, Denver Planning Board public hearing, and written notification of the hearing has been sent to all affected registered neighborhood organizations and City Council members.
- Following Planning Board review, the rezoning application will be referred to the Neighborhoods and Planning (PLAN) Committee of the City Council for review at a public meeting. The PLAN Committee meeting is tentatively scheduled for August 17, 2016.
- Following the Neighborhoods and Planning Committee review, the rezoning application is typically referred to the full City Council for final action at a public hearing.
- The RNOs identified on page 1 were notified of this application. At the time of this staff report, no comments from RNOs have been received.
- At the time of this staff report, no public comment has been received.

Criteria for Review / Staff Evaluation

The criteria for review of this rezoning application are found in DZC, Sections 12.4.10.7 and 12.4.10.8, as follows:

DZC Section 12.4.10.7

1. Consistency with Adopted Plans
2. Uniformity of District Regulations and Restrictions
3. Public Health, Safety and General Welfare

DZC Section 12.4.10.8

1. Justifying Circumstances
2. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

1. Consistency with Adopted Plans

The following adopted plans apply to this property:

- *Denver Comprehensive Plan 2000*
- *Blueprint Denver (2002)*
- *38th and Blake Station Area Plan (2009)*
- *Northeast Downtown Neighborhoods Plan (2011)*

Denver Comprehensive Plan 2000

Denver's *Comprehensive Plan 2000* identifies a set of broad guiding principles that unite to form a coherent and compelling vision of a livable city. The C-MX-5 UO-2 map amendment application is consistent with these "Vision[s] of Success" through the enabling of compact, mixed-use, pedestrian-oriented development at an appropriate location:

Compact development ■ Compact urban centers will meet the needs of 21st-century living while reinforcing the valued characteristics of Denver's neighborhoods. Development and redevelopment of urban centers presents opportunities to concentrate population and land uses within a limited geographic space. Compact development will improve neighborhood cohesion, reduce urban sprawl and connect residents more directly to services and amenities within their immediate living environment. (pg 55)

Density and diversity ■ Exciting new mixed-use and pedestrian-oriented areas will develop, offering a higher concentration of housing, retail, services, employment and transportation, all within walking distance. (pg 96)

The proposal is consistent with many *Denver Comprehensive Plan 2000* strategies, including:

- Environmental Sustainability Strategy 2-F – Conserve land by: promoting infill development with Denver at sites where services and infrastructure are already in place. Designing mixed-use communities and reducing sprawl, so that residents can live, work and play within their own neighborhoods. Creating more density at transit nodes. (pg 39)
- Environmental Sustainability Strategy 4-A – Promote the development of sustainable communities and centers of activity where shopping, jobs, recreation and schools are accessible by multiple forms of transportation, providing opportunities for people to live where they work. (pg 41)
- Land Use Strategy 3-B – Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses. (pg 60)
- Land Use Strategy 4-A - Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods. (pg 60)
- Mobility Strategy 4-E – Continue to promote mixed-use development, which enables people to live near work, retail and services. (pg 78)
- Denver's Legacies Strategy 3-A – Identify areas in which increased density and new uses are desirable and can be accommodated. (pg 99)

The proposed map amendment will enable mixed-use development at an infill location where services and infrastructure are already provided and where transit-oriented development investment is taking place within a half mile of a commuter rail station, consistent with *Comprehensive Plan 2000*. The C-MX-5 UO-2 zone district allows a variety of uses and allows for increased density appropriate for this infill site. The rezoning is consistent with these *Plan* recommendations.

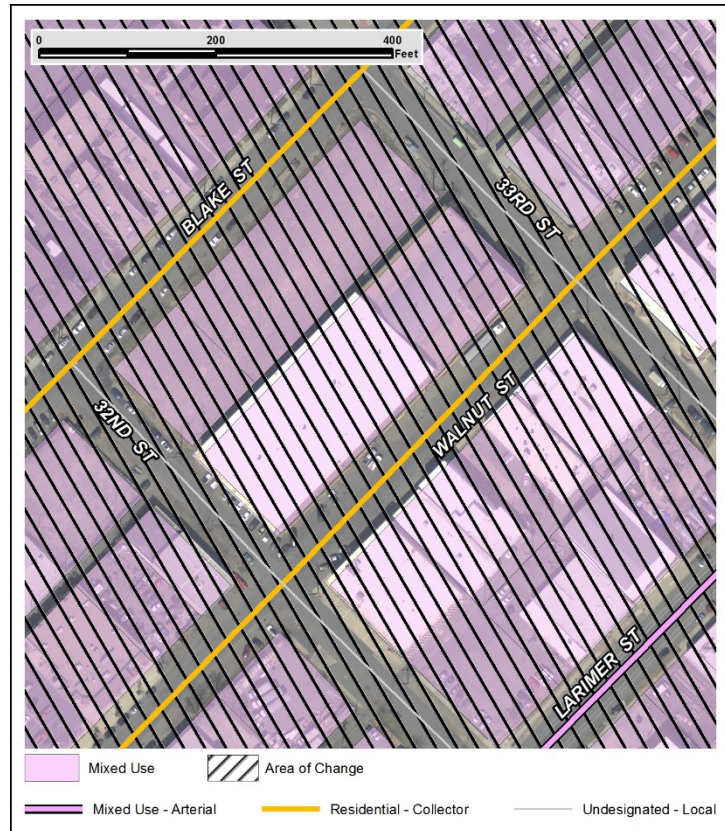
Blueprint Denver

According to the *Blueprint Denver* plan map, the concept land use recommendation for this site is Mixed-Use, Area of Change.

Future Land Use

Mixed use areas have a sizeable employment base as well as housing. Intensity is higher in mixed-use areas than in other residential areas. Land uses are not necessarily mixed in each building or development or even within each block but are mixed within walking distance of each other.

The proposed map amendment supports the *Blueprint Denver* mixed use concept land use designation in the surrounding area by allowing for a mix of uses at intensities sufficient enough to serve several neighborhoods. The General building form within the C-MX-5 UO-2 zone district includes build-to, transparency, entrance, and Street Level active use standards and prohibits the location of surface parking between the building and the primary and side streets, implementing the design recommendations stated in *Blueprint Denver* for a pedestrian-friendly mixed use area within close proximity of transit.



Area of Change / Area of Stability

The subject site is within an Area of Change. In general, “the goal for Areas of Change is to channel growth where it will be beneficial and can best improve access to jobs, housing and services with fewer and shorter auto trips.” Areas of Change provide Denver with the opportunity to focus growth in a way that benefits the City as a whole (pg 127).

Overall, the rezoning application is consistent with the *Blueprint Denver* Area of Change recommendation by allowing for mixed-use redevelopment at an appropriate, transit-oriented location, improving access to jobs, housing, and services. The redevelopment of the subject site will be critical in achieving this *Blueprint Denver* vision for appropriate growth.

Street Classifications

Blueprint Denver classifies Walnut Street as a Residential – Collector. Collector streets are “designed to provide a greater balance between mobility and land access within residential, commercial and industrial areas. The makeup of a collector street largely depends on the density, size and type of nearby buildings.” (pg 51). “As collectors... residential streets are designed to emphasize walking, bicycling and land access over mobility... residential streets tend to be more pedestrian oriented than commercial streets, giving a higher priority to landscaped medians, tree lawns, sidewalks, on-street parking and bicycle lanes.”

The C-MX-5 UO-2 zone district proposed for the subject site is an appropriate zone districts for this mixed-use and residential, arterial and collector street classification through the allowance of higher intensity, mixed-use development coupled with the pedestrian-oriented design standards contemplated in *Blueprint Denver*.

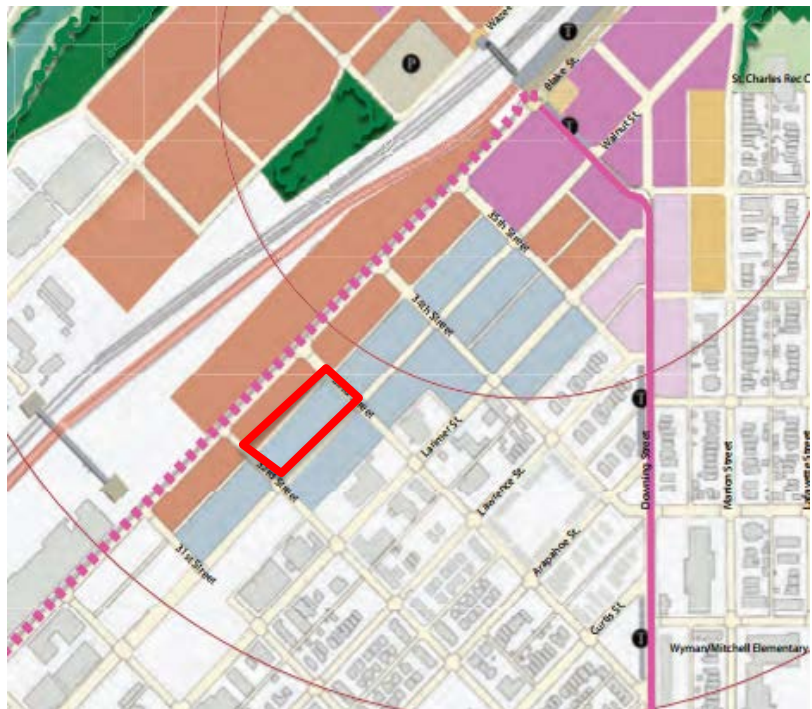
32nd and 33rd street are undesignated local streets.

Small Area Plan: 38th and Blake Station Area Plan

The 38th and Blake Station Area Plan was adopted by City Council in 2009 and applies to the subject property. The *Plan* sets forth a goal to “utilize the station investment to strengthen existing diverse neighborhoods and create a new center for the community” and contains the following objectives:

- Accommodate a compatible mix of industrial, commercial, and residential land uses within the study area;
- Promote a unique sense of place by requiring development to respect the context of the area’s diverse urban form characteristics; and
- Promote infill with the station area to create development that supports transit ridership, residential, and neighborhood-serving retail and services (pg 16).

The rezoning request to C-MX-5 UO-2 is consistent with these objectives though the allowance of compatible, mixed-use, infill development that supports transit ridership. The proposed rezoning



will allow for neighborhood-serving amenities and requires a higher level of pedestrian-friendly urban form than the current I-MX-3 UO-2 zoning.

In addition, the *38th and Blake Station Area Plan* recommends a Mixed-Use Employment Concept Land Use for a portion of this site (pg 48). The land use recommendation encourages employment opportunities, a mix of warehouse, retail, research/development, office, arts/culture and residential uses. Additionally, the *38th and Blake Station Area Plan* recommends a maximum building height of three stories for the subject site (pg 52).

The proposed rezoning to C-MX-5 UO-2 fulfills the recommendations of the *38th and Blake Station Area Plan* by allowing a broad range of mixed and employment uses and by requiring heightened street level activation standards. The building heights map recommends up to three stories for the subject site. However, the *Northeast Downtown Neighborhoods Plan*, adopted more recently in 2011 and detailed in the next section of this staff report, supports five stories for the subject site.



Small Area Plan: Northeast Downtown Neighborhoods Plan

The *Northeast Downtown Neighborhoods Plan* was adopted by City Council in 2011 and overlaps with the boundaries of the *38th and Blake Station Area Plan* on the subject site. The format of the *Plan* includes a strategy framework, plan recommendations that apply throughout the planning area, and more specific recommendations by sub-area.

The proposed rezoning is consistent with many of the strategy framework recommendations including:

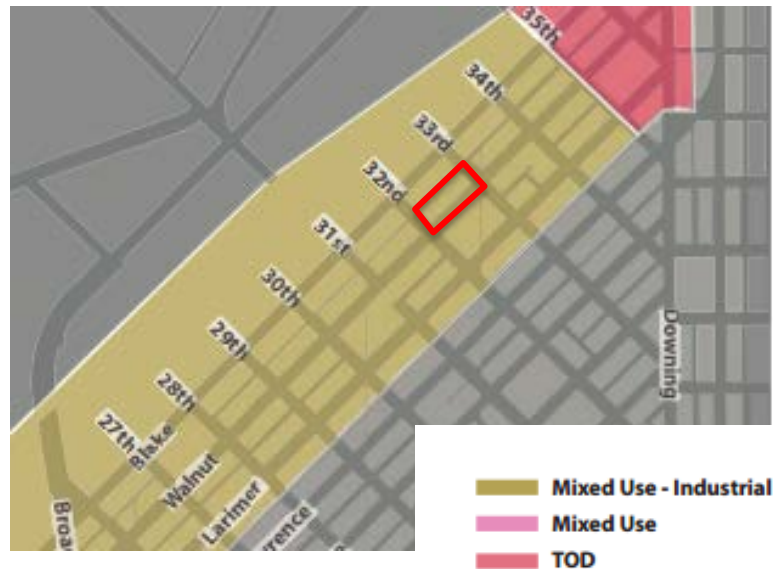
- Moderate intensity development transitioning to residential neighborhoods.
 - “Where higher intensity development transition to residential neighborhoods, and along main street corridors (Welton, Downing, and Larimer):”
 - “Allow a moderate and mixed scale of general, shopfront, apartment and rowhouse building forms;”
 - “Site building forms in a context sensitive manner with emphasis on orienting to the street with parking and access in the rear/off the alley;”

- “Promote the use of design elements that link the building directly to the street environment, such as ground story activation, transparent windows openings and doorways at the street;”
- “Allow a mix of uses within the area and within buildings;”
- Promote economic and housing diversity
 - “In areas of change, a wider variety of multiple unit building forms should be encouraged as part of these mixed-use neighborhoods. Future zoning should support varied residential forms...”

In addition, the *Northeast Downtown Neighborhoods Plan* contains land use and building heights recommendations to advance the vision of the neighborhoods. The subject site is located in the Ballpark, River North sub-area. The subject site is designated as Mixed Use – Industrial land use concept where the *Plan* recognizes that light industrial uses, such as light manufacturing and smaller warehouses are compatible with urban residential housing types. Additionally, pedestrian access is of importance within the area, with residential and non-residential uses always within walking distance of one another (pg 16).

The Plan recommends a maximum building height of five stories for the subject site. The plan states “the three and five story areas are located generally between 24th and 35th, with Blake and Walnut supporting 5 stories and Larimer supporting three to aid in the transition between RiNo and Curtis Park” (pg 73).

The *Northeast Downtown Neighborhoods Plan* also offers specific urban form recommendations for the Ballpark, River North sub-area, including (pg 74):



Siting – Promote urban character with a build-to line to provide a consistent street edge and to support pedestrian activity. Reinforce the character and quality of public streets with buildings that provide consistent siting, pedestrian orientation, and access to the street. Minimize the visual impacts of parking by structuring it within the development, or by locating surface lots to the rear or side of buildings with access to/from the alley.

Design Elements – Give prominence to the pedestrian realm as a defining element of neighborhood character. Maintain required ground story activation such as window transparency and street facing entrances. Locate commercial uses on the ground floors to activate buildings and the street, especially in the Ballpark neighborhood and in the 38th/Blake TOD area. Create visually interesting and human-scaled facades, and encourage variation in building form to provide opportunities for architectural scale relationships.

The current I-MX-3 UO-2 zone district does not implement these urban form recommendations through either the General or Industrial building forms. The General form does not include street level active use standards, and surface parking is permitted between the building and side streets. The Industrial building form does not include a build-to requirement, transparency requirement, or street level activation standards, and surface parking is permitted between the building and primary and side streets.

The requested C-MX-5 UO-2 zone district is consistent with the recommendations of the *Northeast Downtown Neighborhoods Plan*. The Mixed-use – Industrial recommendation is met, as light industrial uses are allowed in the C-MX-5 zone district. Also, the recommended building form standards are better met through the C-MX-5 zone district than the current I-MX-3 UO-2 zoning.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to C-MX-5 UO-2 will result in the uniform application of zone district standards.

3. Public Health, Safety and General Welfare

The proposed official map amendment furthers the public health, safety, and general welfare of the City primarily through implementation of the City's adopted land use plans including *Comprehensive Plan 2000*, *Blueprint Denver, 38th and Blake Station Area Plan*, and *Northeast Downtown Neighborhoods Plan*.

4. Justifying Circumstance

The application identifies changed or changing conditions as the Justifying Circumstance under DZC Section 12.4.10.8.A.4, "the land or its surrounding environs has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area or to recognize the changed character of the area."

Several changed or changing conditions apply to the site and surrounding area. As discussed above, several adopted plan recommendations state that redevelopment of the area is desired, and the adopted plans recognize that the character of the area is evolving into a transit-oriented area. Individual redevelopment projects occurring in the area are signaling an evolution in the surrounding environs, the long-term progression from heavy industrial uses to mixed-use, pedestrian-oriented development envisioned by the adopted plans.

Additionally, the University of Colorado A line and the 38th and Blake station has recently opened; the nearby National Western Center has long term plans and initial funding to reimagine itself at its current location; and the RiNo area continues to experience rapid transformation as the City's areas of change continue to grow.

5. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

Neighborhood Context Description

The proposed C-MX-5 zone district is within the Urban Center Neighborhood Context. The neighborhood context generally consists of multi-unit residential and mixed-use commercial strips and commercial centers. The Urban Center Neighborhood Context consists of a regular pattern of block shapes surrounded by an orthogonal street grid, providing a pattern of pedestrian and vehicular connections and a consistent presence of alleys. Block sizes and shapes are consistent and include detached sidewalks, tree lawns, street and surface parking, and landscaping in the front setback. Buildings typically have consistent orientation and shallow setbacks with parking at the rear or side of a building. The Urban Center Neighborhood Context is characterized by moderate to high building heights to promote a dense urban character. There are also high levels of pedestrian and bicycle use with the greatest access to the multimodal transportation system (DZC, Division 7.1). It is appropriate to apply zoning within the Urban Center Neighborhood Context at this location through the adopted plan vision described earlier as well as the multimodal transportation context. The proposed rezoning to C-MX-5 UO-2 will lead to development that is consistent with the neighborhood context description.

Zone District Purpose and Intent

According to DZC 7.2.3.1.A, the general purpose of the C-MX zone districts is to promote safe, active, and pedestrian-scaled, diverse areas through the use of building forms that clearly define and activate the public street edge. The Mixed Use Zone Districts are intended to enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city's neighborhoods. District standards are also intended to ensure new development contributes positively to established residential neighborhoods and character, and improves the transition between commercial development and adjacent residential neighborhoods. C-MX districts are intended for broad application at the neighborhood scale. The rezoning to C-MX-5 is consistent with the zone district general purpose, and resulting development will be consistent with the general purpose statement through the application of the C-MX-5 zone district standards.

C-MX-5 applies to areas or intersections served primarily by collector or arterial streets where a building scale of 1 to 5 stories is desired. The subject site is served by collector and local streets. Additionally, adopted plans identify this site as appropriate for five story development, and the C-MX-5 zone district fulfills this requirement. The street classifications and desired building heights in this area are consistent with this intent statement.

Staff Recommendation

Based on the analysis set forth above, CPD staff finds that the application for rezoning the property located at 3201 Walnut St. (#2016I-00046) to the C-MX-5 UO-2 zone district meets the requisite review criteria. Accordingly, staff recommends approval of the rezoning.

Rezoning Application #2016I-00046

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July 13, 2016

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Attachments

1. Application

Zone Map Amendment (Rezoning) - Application

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name		Representative Name	
Address		Address	
City, State, Zip		City, State, Zip	
Telephone		Telephone	
Email		Email	
<p>*If More Than One Property Owner: All standard zone map amendment applications shall be initiated by all the owners of at least 51% of the total area of the zone lots subject to the rezoning application, or their representatives authorized in writing to do so. See page 3.</p>		<p>**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.</p>	
<p>Please attach Proof of Ownership acceptable to the Manager for each property owner signing the application, such as (a) Assessor's Record, (b) Warranty deed or deed of trust, or (c) Title policy or commitment dated no earlier than 60 days prior to application date.</p>			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):			
Assessor's Parcel Numbers:			
Area in Acres or Square Feet:			
Current Zone District(s):			
PROPOSAL			
Proposed Zone District:			
Does the proposal comply with the minimum area requirements specified in DZC Sec. 12.4.10.3:	<input type="checkbox"/> Yes	<input type="checkbox"/> No	

REVIEW CRITERIA

<p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.7</p>	<p><input type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan.</p> <p>Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p>
<p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria DZC Sec. 12.4.10.8</p>	<p>Justifying Circumstances - One of the following circumstances exists:</p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error.</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact.</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints on development created by the natural characteristics of the land, including, but not limited to, steep slopes, floodplain, unstable soils, and inadequate drainage.</p> <p><input type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area.</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (Overlay Zone Districts), of this Code.</p> <p>Please provide an attachment describing the justifying circumstance.</p> <p><input type="checkbox"/> The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District.</p> <p>Please provide an attachment describing how the above criterion is met.</p>

REQUIRED ATTACHMENTS

Please ensure the following required attachments are submitted with this application:

- Legal Description (required to be attached in Microsoft Word document format)
- Proof of Ownership Document(s)
- Review Criteria

ADDITIONAL ATTACHMENTS


Please identify any additional attachments provided with this application:

- Written Authorization to Represent Property Owner(s)

Please list any additional attachments:

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION/PETITION

We, the undersigned represent that we are the owners of the property described opposite our names, or have the authorization to sign on behalf of the owner as evidenced by a Power of Attorney or other authorization attached, and that we do hereby request initiation of this application. I hereby certify that, to the best of my knowledge and belief, all information supplied with this application is true and accurate. I understand that without such owner consent, the requested official map amendment action cannot lawfully be accomplished.

Property Owner Name(s) (please type or print legibly)	Property Address City, State, Zip Phone Email	Property Owner Interest % of the Area of the Zone Lots to Be Rezoned	Please sign below as an indication of your consent to the above certification statement (must sign in the exact same manner as title to the property is held)	Date	Indicate the type of ownership documentation provided: (A) Assessor's record, (B) warranty deed or deed of trust, (C) title policy or commitment, or (D) other as approved	Property owner representative written authorization? (YES/NO)
EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith</i> <i>Josie Q. Smith</i>	01/01/12	(A)	NO
RiNo 3201 LLC	3201 Walnut Street Denver, CO 80205 (303) 829-8811 bill@parkhilldevelopment.com	100%		5.1.14	A	YES.

Last updated: February 4, 2015

Return completed form to rezoning@denvergov.org

311 FOR INFORMATION & CITY SERVICES

201 W. Colfax Ave., Dept. 205

Denver, CO 80202

720-865-2974 • rezoning@denvergov.org

May 6, 2016

Ryan Winterberg-Lipp
Senior City Planner
Community Planning and Development
City and County of Denver
720.865.2973
ryan.winterberg-lipp@denvergov.org

RE: Property Legal Description for 3201 Walnut St

Dear Ms Winterberg-Lipp,

The re-zoning application requests the legal descriptions of the property being reviewed. Per the Title Company and the survey it is as follows:

- Lots 17 to 32 inclusive, Block 20, Case & Ebert's Addition to Denver, and Fractional Block 1, H. Witter's Addition to Denver, City and County of Denver, State of Colorado.

Sincerely,

Rick Evans
Project Manager
OZ Architecture, Inc.
revans@ozarch.com

3201 WALNUT & 1475 BLAKE
Proof of Ownership & Representation

- 1) 3201 Walnut is owned by RiNo 3201 LLC
Denver Assessor Records attached
- 2) RiNo 3201 LLC has two members
RETAC 3201 LLC - Investor
32W LLC – Sponsor
RiNo 3201 Operating Agreement pages attached
- 3) Sponsor is the Managing Member
RiNo 3201 Operating Agreement pages attached
- 4) Notice Page & Signature Page of RiNo 3201 LLC
William T Parkhill is Registered Agent and Managing Member
- 5) William T. Parkhill is representing the Subject Property as the Owner
- 6) William T. Parkhill has authorized OZ Architecture to represent the Owner
Letter of Authorization attached

3201 WALNUT ST

Owner **RINO 3201 LLC**
631 HIGH ST
DENVER, CO 80218-3637

Schedule Number 0227502006000

Legal Description L 17 TO 32 INC BLK 20 CASE & EBERTS ADD & FRACTIONAL BLK 1 H WITTERS ADD

Property Type INDUSTRIAL - WAREHOUSE

Tax District 474B

- Property Summary**
- Property Map**

Assessment			
Actual Value Year:	2016	Actual Value:	\$2,795,400

Property			
Year Built:	1949	Square Footage:	49473

Comparables				
Schedule Number / Parcel Id	Address	Sale Month/Year	Sales Price	
No comparables available for this property.				



pocketgov denver

**LIMITED LIABILITY COMPANY OPERATING AGREEMENT
OF
RiNo 3201, LLC**

A Colorado Limited Liability Company

This Limited Liability Company Operating Agreement of RiNo 3201, LLC, a Colorado limited liability company (the "**Company**"), is entered into and effective as of May 19, 2015 by and among the Company, RETAC 3201 LLC, a Colorado limited liability company (the "**Investor Member**"), and 32W Development LLC, a Colorado limited liability company (the "**Sponsor Member**").

RECITALS

WHEREAS, the Company was formed under the laws of the State of Colorado by the filing the Articles of Organization, as defined herein, on May 8, 2015; and

WHEREAS, the Company and each of the Members executing this Agreement desire to enter into this Operating Agreement to provide for the operation, management and ownership of the Membership Interests in the Company as more fully set forth herein.

NOW, THEREFORE, in consideration of mutual covenants and agreements hereinafter set forth and further good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

**ARTICLE I
DEFINITIONS**

Section 1.01 Definitions. Capitalized terms used herein and not otherwise defined shall have the meanings set forth in this Section 1.01:

"**Aggregate Contribution**" shall mean, with respect to a Member, the sum of Capital Contributions made by the Member, including Initial Capital, Additional Capital Contributions and Overrun Capital Contributions.

"**Aggregate Contribution IRR**" shall mean, as of any date and with respect to any Member, the discount rate, expressed as an annual percentage rate at which the difference between (a) the net present value of the Aggregate Contribution made by such Member, and (b) the net present value of all distributions (other than distributions under **Section 6.02(a)** and **Section 6.02(d)**) made to such Member, equals zero, taking into account, in computing such Aggregate Contribution IRR, the dates on which each Capital Contribution was made and the dates on which each distribution (other than

"**E&R Budget**" has the meaning set forth in **Section 7.07(c)**.

"**Effective Date**" means the date on which the Agreement is executed by all parties and the Initial Capital Contributions as set forth on Schedule A have been received by the Company.

"**Electronic Transmission**" means any form of communication not directly involving the physical transmission of paper that creates a record that may be retained, retrieved and reviewed by a recipient thereof and that may be directly reproduced in paper form by such a recipient through an automated process.

"**Fair Market Value**" of any asset as of any date means the purchase price that a willing buyer having all relevant knowledge would pay a willing seller for such asset in an arm's length transaction, as determined jointly by the Members.

"**Fiscal Year**" means the calendar year, unless the Company is required to have a taxable year other than the calendar year, in which case Fiscal Year shall be the period that conforms to its taxable year.

"**Governmental Authority**" means any federal, state, local or foreign government or political subdivision thereof, or any agency or instrumentality of such government or political subdivision, or any self-regulated organization or other non-governmental regulatory authority or quasi-governmental authority (to the extent that the rules, regulations or orders of such organization or authority have the force of law), or any arbitrator, court or tribunal of competent jurisdiction.

"**Initiating Member**" has the meaning set forth in **Section 9.02(b)**

"**Investor Member**" has the meaning set forth in the preamble.

"**Lending Member**" has the meaning set forth in **Section 3.03**.

"**Liquidator**" has the meaning set forth in **Section 11.03(a)**.

"**Loan Documents**" the loan agreement, promissory note, deed of trust and other documents between the Company and First Bank Colorado, N.A., or any successor lender of Senior Debt, as amended from time to time.

"**Losses**" has the meaning set forth in **Section 8.03(a)**.

"**Managing Member**" means, initially, the Sponsor Member, or such other Member as may be designated or become the Managing Member pursuant to the terms of this Agreement.

"**Member**" means (a) each Person identified on the Members Schedule as of the date hereof as a Member and who has executed this Agreement or a counterpart thereof; and (b) and each Person who is hereafter admitted as a Member in accordance with the terms of this Agreement and the

interrogatories or other discovery requests; (iv) to the extent necessary in connection with the exercise of any remedy hereunder; (v) to the other Member; or (vi) to such Member's Representatives who, in the reasonable judgment of such Member, need to know such Confidential Information and agree to be bound by the provisions of this **Section 13.04** as if a Member; *provided*, that in the case of clause (i), (ii) or (iii), such Member shall notify the Company and other Member of the proposed disclosure as far in advance of such disclosure as practicable (but in no event make any such disclosure before notifying the Company and other Member) and use reasonable efforts to ensure that any Confidential Information so disclosed is accorded confidential treatment satisfactory to the Company, when and if available.

(c) The restrictions of **Section 13.04(a)** shall not apply to Confidential Information that: (i) is or becomes generally available to the public other than as a result of a disclosure by a Member in violation of this Agreement; (ii) is or has been independently developed or conceived by such Member without use of Confidential Information; or (iii) becomes available to such Member or any of its Representatives on a non-confidential basis from a source other than the Company, the other Member or any of their respective Representatives, *provided*, that such source is not known by the receiving Member to be bound by a confidentiality agreement regarding the Company.

(d) The obligations of each Member under this **Section 13.04** shall survive for so long as such Member remains a Member, and for two years following the earlier of (i) termination, dissolution, liquidation and winding up of the Company, (ii) the withdrawal of such Member from the Company, and (iii) such Member's Transfer of its Membership Interests.

Section 13.05 Notices. All notices, requests, consents, claims, demands, waivers and other communications hereunder shall be in writing and shall be deemed to have been given: (a) when delivered by hand (with written confirmation of receipt); (b) when received by the addressee if sent by a nationally recognized overnight courier (receipt requested); (c) on the date sent by facsimile or e-mail of a PDF document (with confirmation of transmission) if sent during normal business hours of the recipient, and on the next Business Day if sent after normal business hours of the recipient; or (d) on the third day after the date mailed, by certified or registered mail, return receipt requested, postage prepaid. Such communications must be sent to the respective parties at the following addresses (or at such other address for a party as shall be specified in a notice given in accordance with this **Section 13.05**):

If to the Company: **RiNo 3201 LLC**
 631 High Street
 Denver, Colorado 80202
 Facsimile:
 E-mail:
Attention: Bill Parkhill


If to Investor Member: RETAC 3201 LLC

SIGNATURES

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first written above by their respective officers thereunto duly authorized.

The Company:

RiNo 3201, LLC

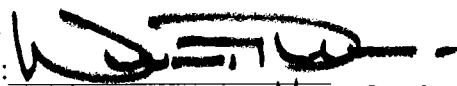
By: 
Name: WILLIAM T REHILL
Title: ~~Manager~~ MANAGING MEMBER.

The Members:

RETAC 3201, LLC

By: 
Name: ANDREA J. GRANT
Title: Manager

32W DEVELOPMENT LLC

By: 
TITLE: MANAGING MEMBER.
NAME: WILLIAM T REHILL

RiNo 3201 LLC

May 2, 2016

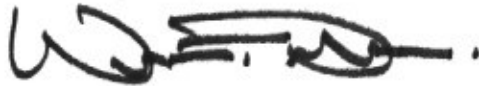
Ms. Ryan Winterberg-Lipp
Community Planning & Development
City and County of Denver
201 W. Colfax
Dept. 205
Denver, CO 80202

RE: 3201 Walnut Re-Zone Application

Ryan:

This letter is to serve as Authorization for OZ Architecture to represent the property owner, RiNo 3201 LLC, for re-zoning of the above-referenced properties. If you have any questions, please contact me.

Best Regards,



William T. Parkhill
Managing Member
RiNo 3201 LLC



June 9, 2016

Ryan Winterberg-Lipp
Senior City Planner
Community Planning and Development
City and County of Denver
720.865.2973
ryan.winterberg-lipp@denvergov.org

RE: 3201 Walnut Rezoning – Review Criteria

Dear Ms. Winterberg-Lipp,

Thank you for meeting with us on Tuesday April 26, 2016 to discuss the re-zoning pre-application for our project, Base Camp, at 3201 Walnut St.

This letter is intended to exhibit how this project meets the various Review Criteria of the Rezoning Application.

Consistency with Adopted Plans:

The following adopted plans apply to this property:

- Comprehensive Plan 2000
- Blueprint Denver – 2002
- 38th and Blake Station Area Plan – 2009
- Northeast Downtown Neighborhoods Plan – 2011

Our site and project is consistent with many of Denver's **Comprehensive Plan 2000** Vision of Success directives, Objectives and Strategies. Redeveloping this exiting urban infill site adds to and provides new economic sustainability within the eclectic RiNo neighborhood as it continues to evolve from an industrial manufacturing area to a mixed use community (Environmental Sustainability Objectives 2-F and 4-A, Land Use Objectives 3-B and 4-A). This development allows for the neighborhood citizens to be in close proximity to commercial and recreational services thus supporting a walkable/ bikeable lifestyle (Mobility Objective 4-E, and Land Use Objective 3). Likewise the site is within blocks of the new TOD station at 38th and Blake thus further promoting alternative transportation (Mobility Objective 5 and Land Use Objective 3).

Per **Blueprint Denver** plan map, our site is designated as Mixed-Use, Area of Change. The RiNo neighborhood in general has been in transition for several years from Industrial to Mixed-Use and our proposed plan for the site is consistent with that progression within the neighborhood. This proposal is an adaptive-reuse of an existing warehouse building into an athletic/retail destination that stimulates and encourages job creation and economic stability while also adding to the livability of the growing residential neighborhood. The C-MX-5 zone district proposed in this application is the appropriate zone district for this site within this evolving mixed-use neighborhood.

Per the **38th and Blake Station Area Plan**, our site along Walnut Street is designated "Mixed-Use – Employment." Our proposed project, transitioning from industrial to a athletic/retail is a creative and unique development that is providing diverse opportunities within the RiNo neighborhood for people to work and play.



Per the **Northeast Downtown Neighborhoods Plan**, our site is situated within the zone "Mixed Use – Industrial". Our proposed plan provides an additional employment base for the evolving residential uses in the area and further adds to the livability and walkability of the neighborhood with the proposed street, sidewalk and landscape improvements. Through design, the building also aligns with the NEDN Plan because the existing structure is built to the property thus maintaining a consistent street edge and the proposed design activates the ground level with landscaping, large transparency with new windows and becomes an inviting destination with multiple street front entrances. Additionally, the NEDN Plan designates this corridor along Walnut to be 5 stories which is in alignment to our request for C-MX-5 zoning. Thus this project is aligned with this Plan by keeping employment, active lifestyle and retail within walking distance of residential while staying within its proposed scale.

Uniformity of District Regulations and Restrictions:

The proposed rezoning to C-MX-5 will result in the uniform application of the zone district form, use and design regulations.

Consistency with Zone District Purpose:

This development will be consistent with General Purposes for Mixed Use Districts. The development will be a shopfront building that defines and activates the public street edge and promotes a safe, active, diverse and pedestrian scaled area. As a commercial entity, it will enhance the neighborhood's ease, convenience and enjoyment of shopping and public gathering within an existing, diverse city neighborhood and it will positively contribute to the established RiNo neighborhood.

Consistency with Zone District Specific Intent (C-MX-5):

This site is served primarily by collector and arterial streets and the proposed scale of the project is 1-5 stories in height and is therefore consistent with the Specific Intent for C-MX-5.

Public Health, Safety and General Welfare:

The proposed official map amendment furthers the public health, safety, and general welfare of the City primarily through implementation of the City's adopted land use plans including *Blueprint Denver, 38th and Blake Station Area Plan* and *Northeast Downtown Neighborhoods Plan*.

Justifying Circumstances:

This application is consistent with the Justifying Circumstance under DZC Section 12.4.10.8.A.4. The RiNo neighborhood is a neighborhood in transition from an industrial area to a residential, mixed use neighborhood. This is recognized by the various city initiatives and adopted plans that are steering the neighborhoods redevelopment. Our proposed project aligns very well in the natural and planned evolution that is occurring within RiNo.

Further, immediate and future large scale changes are occurring for the neighborhood such as the opening of the TOD around the new 38th and Blake A Line station, the future National Western Center Master Plan Development and the proposed World Trade Center Master Plan. All of this change that is occurring exhibits the desire for progress in the neighborhood which our project aligns with and contributes to.

Consistency with Applicable Neighborhood Context:

This proposal for C-MX-5 zoning is consistent with currently existing zoning in the immediate vicinity. Per the City of Denver's zoning map, the property across the alley from our site and other properties along Blake are currently Zoned C-MX-5. Further, the property across Walnut was recently granted C-MX-5 zoning. Therefore, granting the 3201 Walnut property with C-MX-5 allows for the site to be consistent with the direction the street is trending as well as align it with the adopted Northeast Downtown Neighborhoods Plan for the street to be 5 stories.



Sincerely,

A handwritten signature in blue ink, appearing to read 'Rick Evans', written in a cursive style.

Rick Evans
Project Manager
OZ Architecture, Inc.
revans@ozarch.com