

**4201 EAST ARKANSAS
URBAN REDEVELOPMENT PLAN**

An Urban Renewal Plan for the

4201 East Arkansas Urban Redevelopment Area

DENVER URBAN RENEWAL AUTHORITY

Dated as of December _____, 2019

I. PREFACE AND DEFINITIONS

A. Preface

This urban renewal plan, referenced herein as the Urban Redevelopment Plan, has been prepared by the Denver Urban Renewal Authority (the “Authority”) pursuant to the provisions of the Urban Renewal Law of the State of Colorado, Part 1 of Article 25 of Title 31, Colorado Revised Statutes (the “Act”). This Urban Redevelopment Plan describes the framework for certain public undertakings constituting urban renewal projects and other authorized undertakings under the Act in the 4201 East Arkansas Urban Redevelopment Area, the legal description of which, is described in Exhibit A hereto and depicted on the map attached as Exhibit B hereto (the “Urban Redevelopment Area”).

Except as otherwise provided herein or as may be provided in any Cooperation Agreement (defined below), the administration of the Project and the implementation and enforcement of this Urban Redevelopment Plan, including, without limitation, the preparation and execution of any implementing documents, shall be performed by the Authority in accordance with the Act and this Urban Redevelopment Plan.

B. Background of the Urban Redevelopment Area

The Urban Redevelopment Area is an area of 13.2 acres of six parcels and surrounding rights-of-way located in the Virginia Village statistical neighborhood. The Urban Redevelopment Area is generally bounded by East Louisiana Avenue to the north, South Birch Street to the east, East Arkansas Avenue to the south, and the eastern property line of the private commercial property fronting Colorado Boulevard to the west. One of the six parcels included in the Urban Redevelopment Area is located east of South Birch Street at the northeast corner of East Arkansas Avenue and South Birch Street. The Urban Redevelopment Area served as the Colorado Department of Transportation (“CDOT”) headquarters for approximately 65 years.

Over 650 CDOT employees worked onsite at the East Arkansas headquarters and the campus included office space, a printing facility, a vehicle maintenance facility, a water quality training facility, material storage and surface parking. In 2018, CDOT consolidated its operations and relocated to a new building near the intersection of West Howard Place and Federal Boulevard. Many of the site amenities and the pedestrian infrastructure at the East Arkansas headquarters fell into disrepair over the 65-year life of operations. In addition, environmental contamination was found on much of the site requiring a complex abatement process. Colorado state law requires properties owned by the State of Colorado to be offered to local government entities first, before they may be offered for sale to a private purchaser. The City and County of Denver was the successful bidder for the site. After being selected, the City and County of Denver chose a master developer, through a competitive selection process, to transform the deteriorating vacant site into a mixed-use and pedestrian-friendly neighborhood center. In December 2018, much of the site was rezoned from the Campus (CMP-E12) zone district to a variety of mixed-use and residential zone districts, including S-MU-3, S-MX-3, S-MX-5 and S-MX-8, with the intention of incentivizing the creation of a pedestrian-oriented community asset that transitions appropriately into the existing neighborhood.

C. Definitions

In addition to terms previously defined in the text, the following terms are used in this Urban Redevelopment Plan:

1. The term “C.R.S.” means the Colorado Revised Statutes, as amended.
2. The term “Conditions Study” means the conditions study conducted by DGO Consulting in July 2018 and finalized in February 2019.
3. The term “City” means the City and County of Denver.

4. The term “City Council” means the City Council in and for the City.

5. The term “Cooperation Agreement” means any agreement between the Authority and the City respecting action to be taken pursuant to any of the powers set forth in the Act or in any other provision of Colorado law, for the purpose of facilitating undertakings deemed necessary or appropriate by the Authority under this Urban Redevelopment Plan. Any such Cooperation Agreement may include, without limitation, agreements respecting the planning or undertaking of this Urban Redevelopment Plan and the Project, as well as programs, works, operations or activities which the Authority, the City or such other public body is otherwise empowered to undertake and including, without limitation, agreements respecting the financing, installation, construction and reconstruction of public and private improvements in furtherance of the Urban Redevelopment Plan.

6. The term “DPS” means School District No. 1 in the City and County of Denver.

7. The term “Fiscal Year” means the fiscal year of the City, which commences on January 1 of each calendar year and ends on December 31 of the same calendar year, or any applicable portion of a fiscal year.

8. “Metropolitan Districts” means the 4201 Arkansas Metropolitan District No.1 and No 2 together, whose Service Plans are on file with the City Clerk at Clerk File Nos. 2018-0396 and 2018-0397, respectively.

9. The term “Plan 2040” shall have the meaning ascribed in Section II.C., below.

10. The term “Project” or “Projects” means the development of the vacated CDOT Headquarters site located at 4201 East Arkansas into a mixed-use and pedestrian-friendly neighborhood center that includes an estimated 684 market-rate for sale and rental residential units, 150 rental residential units set aside for households earning incomes at or below 60% the

area median income, approximately 100,000 square feet of retail space, a 130-room hotel, 60,000 square feet of publicly accessible open space, associated parking and amenities for all uses located on the site, and the construction, relocation, upgrades and/or repair of utilities, infrastructure and public improvements. Public improvements and utilities are currently anticipated to include demolition of the vacant CDOT facilities and associated environmental abatement, land grading and excavation, storm drainage improvements, sanitary sewer improvements, construction of dry utilities, upgrades to water lines, off-site traffic improvements, enhancement of the communications tower located on site, the extension of Ash Street and Bellaire Street through the site, and construction of pedestrian infrastructure including sidewalks and plazas.

11. The term “Property Tax” means the real and personal property taxes produced by the levy at the rate fixed each year by the governing bodies of the various taxing jurisdictions within the Property Tax Increment Area.

12. The term “Property Tax Base Amount” means the total valuation for assessment last certified by the County Assessor for the City of all taxable property within the Property Tax Increment Area prior to the effective date of the Property Tax Increment Area, as the same may be adjusted from time to time in accordance with the Act.

13. “Property Tax Increment” means, for each Fiscal Year subsequent to the creation of the Property Tax Increment Area, all Property Tax Revenues in excess of Property Tax Revenues produced by the levy of Property Tax on the Property Tax Base Amount and paid to the Authority by the City; provided that such amount shall be reduced by any lawful collection fee charged by the City.

14. The term “Property Tax Increment Area” means the area more particularly described in Exhibit A and depicted on Exhibit B, attached hereto and incorporated herein.

15. The term “Property Tax Revenues” means the amount derived by the City and all taxing jurisdictions from the levy of Property Tax within a Property Tax Increment Area less any amount derived from a specially earmarked voter-approved levy by which the City has heretofore committed by contract to pay to a private contractor in order to provide services to residents of the City, including any residents in the Urban Redevelopment Area. “Property Tax Revenues” does not include any amounts derived by the City and all taxing districts either (a) because voters authorized the City or other taxing district to retain and spend the additional moneys pursuant to Section 20(7)(d) of Article X of the Colorado Constitution subsequent to the creation of the special fund pursuant to Colorado Revised Statutes §31-25-107(9)(a)(II) or (b) as a result of an increase in the property tax mill levy approved by the voters of the City or other taxing district to the extent the total mill levy of the City or other taxing district, subsequent to the creation of the special fund pursuant to Colorado Revised Statutes §31-25-107(9)(a)(II) exceeds the respective mill levy in effect at the time of substantial modification of the Urban Redevelopment Plan, provided that the amounts derived from the increase in the property tax mill levy as the result of the City removing credited property tax mills that were approved as of the date of this Urban Redevelopment Plan shall not be excluded.

16. The term “Redevelopment Agreement” means any agreement between the Authority and property owners, private developers or any public body, as applicable, regarding a Project in furtherance of this Urban Redevelopment Plan.

17. The term “Sales Tax” means the sales tax levied by the City from time to time on the retail sales of taxable goods and services, excluding (a) that portion of the Sales Tax levied

by Section 53-27 of the City Code, as amended by Ordinance No. 557, Series of 1987, on food and beverages not exempted from taxation under Section 53-26(8) of the City Code, at the rate of one-half percent (0.5%) of the purchase price, (b) that portion of the Sales Tax levied by Section 53-27 of the City Code on the short-term rental of automotive vehicles, on rentals paid or purchase price, (c) that portion of the Sales Tax levied by Section 53-27 of the City Code, as amended by Council Bill No. 574, Series of 2014 for the Denver pre-school program at the rate of fifteen one-hundredths percent (0.15%), (d) that portion of Sales Tax levied by Section 53-27 of the City Code at a rate of twenty-five one-hundredths percent (0.25%) to fund the Parks, Trails, and Open Space Program, (e) that portion of Sales Tax levied by Section 53-27 of the City Code at a rate of twenty-five one-hundredths percent (0.25%) to fund the Caring for Denver Fund, (f) that portion of Sales Tax levied by Section 53-27 of the City Code at a rate of eight one-hundredths percent (0.08%) to fund the Healthy Food for Denver's Kids Initiative, which Sales Tax expires on December 31, 2028, (g) that portion of Sales Tax levied by Section 53-27 of the City Code at a rate of eight one-hundredths percent (0.08%) to fund the Denver College Affordability Fund, and (h) that portion of any increase to the percentage rate of the Sales Tax, if any, levied by the City following the date of approval of a Sales Tax Increment Area to pay for specifically designated purposes other than the general operations of the City.

18. The term “Sales Tax Base Amount” means, with respect to a Sales Tax Increment Area, the actual collection of Sales Tax Revenues during the twelve (12) month period ending on the last day of the month prior to the effective date of the Sales Tax Increment Area.

19. The term “Sales Tax Increment” means, for each Fiscal Year subsequent to the creation of the Sales Tax Increment Area, all Sales Tax Revenues in excess of the Sales Tax Base Amount subsequent to the creation of the applicable Sales Tax Increment Area and paid to

the Authority by the City, provided that such amount shall be reduced by the costs and expenses of the City for such Fiscal Year of enforcing the Sales Tax in the Sales Tax Increment Area and collecting the Sales Tax Revenues as allowed by state statute, including the pro-rata share of uncollectible Sales Tax Revenues to be absorbed by the Authority for such Fiscal Year as set forth in a Cooperation Agreement.

20. The term “Sales Tax Increment Area” means the area more particularly described in Exhibit A and depicted on Exhibit B, attached hereto and incorporated herein.

21. The term “Sales Tax Revenues” means the amount to be derived by the City in each Fiscal Year from the levy of the Sales Tax within the Sales Tax Increment Area.

22. The term “UDFCD” means the Urban Drainage and Flood Control District.

II. LEGISLATIVE FINDINGS

The City Council has found by approving this Plan that:

A. Blight

Based on the Conditions Study of which the Authority provided notice, in accordance with Section 31-25-107(1)(b), C.R.S., to owners of private property within the proposed Urban Redevelopment Area, and evidence presented at a public hearing before City Council, City Council determined that there exists a “blighted area” (as defined in the Act) in the Urban Redevelopment Area by reason of (i) unsanitary or unsafe conditions, (ii) deterioration of site or other improvements, (iii) unusual topography or inadequate public improvements or utilities, (iv) environmental contamination of buildings or property, and (v) existence of health, safety or welfare factors requiring high levels of municipal services or substantial physical underutilization or vacancy of sites, buildings, or other improvements. Such blight substantially impairs or arrests the sound growth of the municipality. As there is a predominance of blight

factors across a majority of the area within the Conditions Study boundary, the Urban Redevelopment Area constitutes a “blighted area” because the property in its present condition and use substantially impairs or arrests the sound growth of the municipality, retards the provision of housing accommodations, constitutes an economic or social liability, and is a menace to the public health, safety, morals, or welfare.

B. Urban Redevelopment Projects

The Urban Redevelopment Area is appropriate for one or more urban renewal projects, including the Project, and other authorized undertaking of the Authority pursuant to the Act and as provided for in any Cooperation Agreements between the City and the Authority.

Projects are intended to eliminate blight and stimulate private sector investment in and around the Urban Redevelopment Area. The combination of public and private investment will assist in the revitalization of the Urban Redevelopment Area, into a compatible and viable mixed-use redevelopment consistent with the vision, goals, and strategies in the City’s Comprehensive Plan 2040 and its supplements.

C. Planning Approval

A general plan for the City, known as the Denver Comprehensive Plan 2040 and all other relevant plans adopted as supplements to the Comprehensive Plan (“Plan 2040”) has been prepared and adopted by City Council. This Urban Redevelopment Plan was submitted to the Planning Board of the City for review and recommendations as to its conformity with Plan 2040 and the Planning Board submitted its written recommendations with respect to this Urban Redevelopment Plan to the City Council.

D. Conformance with Comprehensive Plan

Comprehensive Plan 2040 (2019)

Plan 2040 is the holistic and sustainable vision of the City and the guiding document for shaping the City. The goals and strategies within Plan 2040 are organized under a framework of six vision elements: Equitable, Affordable, and Inclusive; Strong and Authentic Neighborhoods; Connected, Safe and Accessible Places; Economically Diverse and Vibrant; Environmentally Resilient; and Healthy and Active. The Urban Redevelopment Plan will help realize the visions of Plan 2040 by furthering many of the goals and strategies outlined under each vision element. A set of additional City plans are adopted as supplements to Plan 2040 and will help advance the vision of Plan 2040 through more specific goals and actions. The Planning Board has reviewed this Urban Redevelopment Plan and determined that it is in conformance with Plan 2040 and it furthers several City-wide visions, goals, and strategies exhibited in the plan, including:

Equitable, Affordable, and Inclusive

Goal 1: Ensure all Denver residents have safe, convenient and affordable access to basic services and a variety of amenities.

Strategy A: Increase development of housing units close to transit and mixed-use developments.

Strategy C: Improve equitable access to resources that improve quality of life, including cultural and natural amenities, health care, education, parks, recreation, nutritious food and the arts.

Goal 2: Build housing as a continuum to serve residents across a range of incomes, ages, and needs.

Strategy A: Create a greater mix of housing options in every neighborhood for all individuals and families.

Strategy C: Foster communities of opportunity by aligning housing strategies and investments to improve economic mobility & access to transit and services.

Strategy D: Increase the development of senior-friendly and family-friendly housing, including units with multiple bedrooms in multifamily developments.

Goal 3: Develop housing that is affordable to residents of all income levels.

Strategy B: Use land use regulations to enable and encourage the private development of affordable, missing middle and mixed-income housing, especially where close to transit.

Strategy E: Leverage available publicly owned land for affordable housing development.

Goal 5: Reduce the involuntary displacement of residents and businesses.

Strategy A: Advance a comprehensive approach to mitigating involuntary displacement that includes expanding economic mobility, creating new affordable housing and preserving existing affordability.

Goal 7: Make neighborhoods accessible to people of all ages and abilities.

Strategy A: Encourage the integration of age-friendly community features into public and private development.

Strong and Authentic Neighborhoods

Goal 1: Create a city of complete neighborhoods.

Strategy A: Build a network of well-connected, vibrant, mixed-use centers and corridors.

Strategy B: Ensure neighborhoods offer a mix of housing types and services for a diverse population.

Strategy C: Ensure neighborhoods are safe, accessible, and well-connected for all modes.

Strategy D: Encourage quality infill development that is consistent with the surrounding neighborhood and offers opportunities for increased amenities.

Goal 2: Enhance Denver’s neighborhoods through high-quality urban design.

Strategy C: Create people-oriented places that embrace community character with thoughtful transitions, aspirational design and an engaging public realm.

Strategy D: Use urban design to contribute to economic viability, public health, safety, environmental well-being, neighborhood culture, and quality of life.

Goal 4: Ensure every neighborhood is economically strong and dynamic.

Strategy C: Make city-led catalytic investments in neighborhoods to advance community goals.

Goal 5: Create and preserve parks and public spaces that reflect the identity of Denver’s neighborhoods.

Strategy B: Design public spaces to facilitate social connections and enhance cultural identity.

Goal 9: Ensure all neighborhoods are safe.

Strategy A: Encourage design and new development to improve public health and safety.

Connected, Safe and Accessible Places

Goal 3: Maximize the public right-of-way to create great places.

Strategy A: Create streets to foster economic activity, contribute to great urban design and accommodate green infrastructure, including street trees.

Economically Diverse and Vibrant

Goal 2: Grow a strong, diversified economy.

Strategy A: Broaden the tax base with a focus on fiscal activity that is resilient to change over time.

Goal 4: Ensure Denver has a productive, educated, competitive and knowledgeable workforce.

Strategy C: Encourage businesses to work with local workforce training and education organizations to better prepare residents for job and career opportunities.

Environmentally Resilient

Goal 6: Protect and expand Denver’s green infrastructure network.

Strategy A: Recognize parks, public space, trees and plants as vital elements of green infrastructure and ensure that the provision of these elements keeps pace with Denver's growth.

Goal 8: Clean our soils, conserve land and grow responsibly.

Strategy A: Promote infill development where infrastructure and services are already in place.

Strategy B: Encourage mixed-use communities where residents can live, work and play in their own neighborhoods.

Strategy C: Focus growth by transit stations and along high- and medium- capacity transit corridors.

Healthy and Active

Goal 1: Create and enhance environments that support physical activity and healthy living.

Strategy A: Recognize parks, recreation and the urban forest as vital components of a complete community.

Strategy C: Design safe public spaces and recreational areas to serve people of all ages and backgrounds.

Goal 2: Provide high-quality parks, recreation facilities and programs that serve all Denver residents.

Strategy C: Expand the supply of parks, recreational facilities and programs relative to Denver's population growth.

Blueprint Denver

Blueprint Denver is the City's integrated land use and transportation plan.

Blueprint Denver aims to achieve an equitable integration of land use and

transportation throughout the City by realizing the plan’s vision for a city of complete neighborhoods and transportation networks, an evolving city, and an equitable city. The Urban Redevelopment Plan will support Blueprint Denver’s vision for the Urban Redevelopment Area.

Complete Neighborhoods and Transportation Networks

Blueprint Denver identifies that the Urban Redevelopment Area lies within the “Suburban” neighborhood context as displayed on the Neighborhood Contexts map within the adopted document (pgs. 138-139). The Suburban context consist of large residential areas of single-unit and multi-unit residential, with commercial and mixed-use development along main corridors and centers bordering traditional residential areas. Blueprint Denver foresees the majority of the Urban Redevelopment Area evolving into a “Community Corridor” as displayed on the Future Places map within the adopted document (pgs. 142-143). Community Corridors within a Suburban context provide a mix of office, commercial, and residential uses that draw both local residents from surrounding neighborhoods and visitors from other parts of the city. The portion of the Urban Redevelopment Area located at the northeast corner of South Birch Street and East Arkansas Avenue is identified in Blueprint Denver as Low-Medium Residential Place type. Low-Medium Residential places within the Suburban context provide a mix of low to mid-scale multi-unit residential options that are interspersed between single and two-unit residential uses. East Louisiana Avenue, the collector street on the north side of the Urban Redevelopment Area, is envisioned as a “Mixed Use Collector” and a “Residential Collector” as

displayed on the Street Types map within the adopted document (pgs. 156-157). Collectors are in between a local street and arterial street in terms of traffic capacity with their primary function being the collection and conveyance of movement from local to arterial streets (pg. 154). Mixed-Use Streets are characterized by a mix of uses and active street-level use that prioritizes people walking or rolling. Residential Streets are characterized primarily by residential uses but may also include and facilitate access to schools, civic uses, parks and small retail nodes. The other streets in the Urban Redevelopment Area are local streets. The Urban Redevelopment Plan will support the complete neighborhood and transportation network vision for the Urban Redevelopment Area as depicted in Blueprint Denver.

Evolving City

Focusing growth in centers and corridors helps to provide a variety of housing, jobs and entertainment options within a comfortable distance to all Denverites and is a key element of building complete neighborhoods throughout the City. Community Corridors are anticipated to see 25% of new housing growth and 20% of new employment growth by 2040 (pgs. 50-51). The Urban Redevelopment Plan aims to stimulate the development of housing, retail, and commercial space in the Urban Redevelopment Area which is consistent with the City's growth strategy.

Equitable City

Blueprint Denver incorporates equity in the planning process by measuring three key indicators across the city: Access to Opportunity, Vulnerability to Displacement, and Housing and Jobs Diversity. Access to Opportunity reflects a neighborhood’s access to basic services and amenities. Vulnerability to Displacement measures a neighborhood’s potential for involuntary displacement due to increased property value and rents, that is traditionally preceded by new investment in the area. Housing and Job Diversity assesses a neighborhood’s supply of quality employment options and housing choices. Existing analysis demonstrates that the Urban Redevelopment Area has low Access to Opportunity, high Vulnerability to Displacement, and moderate Job and Housing Density and Diversity. The Urban Redevelopment Plan will foster development that will improve the Urban Redevelopment Area’s equitable outcomes as measured by these three indicators, including the development of basic amenities such as publicly-accessible open space and healthy food options; a variety of housing options, including housing affordable to low-income residents; and businesses that will bring new employment opportunities.

Blueprint Denver Recommendations

Blueprint Denver provides policy recommendations and strategies to create complete neighborhoods and networks, guide future growth, and promote equitable development. The Urban Redevelopment Plan will further several of these recommendations including:

Land Use and Built Form – General

Policy 01: Promote and anticipate planned growth in major centers and corridors and key residential areas connected by rail service and transit priority streets.

Policy 02: Incentivize or require efficient development of land, especially in transit-rich areas.

Strategy C: Allow increased density in exchange for desired outcomes, such as affordable housing, especially in transit-rich areas.

Strategy D: Incentivize redevelopment of opportunity sites such as downtown surface parking lots.

Policy 05: Integrate mitigation of involuntary displacement of residents and/or businesses into major city projects.

Strategy B: Where the potential for involuntary displacement is identified, evaluate and implement methods to mitigate displacement, such as incentives or requirements for on-site income-restricted housing and/or affordable commercial spaces.

Policy 09: Promote coordinated development on large infill sites to ensure new development integrates with its surroundings and provides appropriate community benefits.

Strategy A: Consider zoning flexibility for redevelopment of large infill sites that lack a clear adopted neighborhood plan vision, yet

may provide an opportunity for compatible development that integrates with the areas existing streets, blocks, and/or open space.

Strategy C: Implement regulatory tools to set clear and predictable requirements for large redevelopments to provide benefits to the community such as affordable housing and open space.

Land Use and Built Form – Housing

Policy 06: Increase the development of affordable housing and mixed-income housing, particularly in areas near transit, services and amenities.

Policy 08: Capture 80 percent of new housing growth in regional centers, community centers and corridors, high-intensity residential areas, greenfield residential areas, innovation flex districts and university campus districts.

Strategy D: Advance housing affordability recommendations from this plan and *Housing an Inclusive Denver* to ensure new units include units affordable to a range of income levels.

Land Use and Built Form – Economics

Policy 01: Capture 90 percent of job growth in regional centers, community centers and corridors, certain districts and high-intensity residential areas in downtown and urban center contexts. Of the 90 percent job growth, focus 30 percent downtown

Policy 02: Improve equitable access to employment areas throughout the city to ensure all residents can connect to employment opportunities.

Strategy B: Promote and incentivize the development of affordable and family-friendly housing, as well as a full range of job opportunities, in and near regional centers, community centers and community corridors.

Policy 06: Ensure Denver and its neighborhoods have a vibrant and authentic retail and hospitality marketplace meeting the full range of experiences and goods demanded by residents and visitors.

Land Use and Built Form – Design Quality & Preservation

Policy 03: Create exceptional design outcomes in key centers and corridors.

Policy 04: Ensure an active and pedestrian-friendly environment that provides a true mixed-use character in centers and corridors.

Policy 05: Create design outcomes in suburban and urban edge contexts that promote active, pedestrian-friendly places.

Mobility

Policy 01: Encourage mode-shift – more trips by walking and rolling, biking and transit – through efficient land use and infrastructure improvements.

Strategy D: Increase number of services and amenities that are available by walking, rolling and biking by integrating more local centers and corridors into residential areas, especially for areas that score low in Access to Opportunity.

Strategy E: Promote mixed-use development in all centers and corridors.

Policy 02: Align the impacts of private development with transportation infrastructure and promote development that creates walkable, transit-friendly communities.

Policy 3: On all streets, prioritize people walking and rolling over other modes of transportation.

Policy 07: Make transit more affordable to Denver residents.

Strategy A: Provide increased transit access for transit dependent residents by increasing the amount of affordable housing near rail stations and along transit priority streets. This is especially important for areas that score low in Access to Opportunity.

Policy 08: Connect centers and corridors across the city through a variety of modal choices.

Quality-of-Life

Policy 01: Expand tools and regulations to ensure high-quality parks and outdoor public spaces keep pace with Denver’s growth.

Strategy B: Evaluate the need to increase requirements and/or create incentives for publicly accessible outdoor space for mid- and large-scale developments in centers, corridors and districts.

Policy 05: Ensure attractive streets and outdoor spaces in all centers and corridors, giving priority to pedestrian spaces and amenities.

Policy 08: Develop tools to improve access to healthy foods to support community health outcomes.

Strategy F: Incentivize and support efforts to recruit and retain grocery stores in centers and corridors, with focus on areas of low food access.

Policy 10: Work with public and private partners to improve access to shops, restaurants, entertainment, civic uses, services and a variety of daily needs for all Denver residents.

Strategy C: Promote development that compatibly integrates and includes daily needs such as child care centers, grocery stores and community-serving retail.

Colorado Boulevard Plan

The westernmost portion of the Urban Redevelopment Area zoned S-MX-8, UO-2 is included within the boundaries of the Colorado Boulevard Plan that was developed jointly by Glendale and Denver in 1991 to achieve the vision of the corridor through three goals: a) improving traffic flow and safety, b) taking action to retain a broad mix of land uses that are a good neighbor to existing uses, and c) defining and reinforcing the unique image of the corridor and ensuring that new development has little or no adverse impacts on adjacent uses (pg. 3). The plan sets out two land use goals:

1. “Continue an appropriate mix of land uses along the Boulevard;
and

2. New development should be compatible with existing development.” (pg. 29)

The plan anticipates residential and retail uses on the site. The plan also identifies the benefits of a mix of uses along the corridor resulting in a more manageable traffic pattern compared to a single use district. This Urban Redevelopment Plan supports Land Use Recommendation 2 – to retain the diversity of land uses in the corridor (pg. 36). The Urban Redevelopment Plan will allow development compatible with surrounding area.

E. Public Hearing

The City Council has held a public hearing on this Urban Redevelopment Plan after public notice thereof in compliance with law by publication in a newspaper having a general circulation in the City, describing the time, date, place and purpose of the hearing, generally identifying the Urban Redevelopment Area covered by this Urban Redevelopment Plan, and outlining the general scope of the Project to be considered for implementation by the Authority pursuant to this Urban Redevelopment Plan.

Additionally, reasonable efforts have been undertaken by the Authority to provide written notice of the public hearing to all property owners, residents and owners of business concerns in the Urban Redevelopment Area at their last known address of record at least thirty days prior to such hearing. The written notice contained the same information as the published notice.

F. Other Findings

1. The Urban Redevelopment Area may be conserved or rehabilitated through appropriate public action, as authorized or contemplated by the Act, and through the cooperation and voluntary action of the owners located in the Urban Redevelopment Area.

2. In order to eliminate or reduce the blighted conditions currently existing within the Urban Redevelopment Area, as well as those blighted conditions which may be reasonably anticipated to develop within the Urban Redevelopment Area in the absence of public action, it is the intent of the City Council in adopting this Urban Redevelopment Plan that the Authority exercise all powers authorized to be exercised by the Authority under the Act and which are necessary, convenient or appropriate to accomplish the objectives of the Urban Redevelopment Plan. It is the intent of this Urban Redevelopment Plan that, except as otherwise provided herein, the Authority shall exercise all such powers (except condemnation) as may now be possessed or hereafter granted to the Authority for the elimination of blight within the Urban Redevelopment Area.

3. The powers conferred by the Act are for public uses and purposes for which public money may be expended and the police power exercised, and this Urban Redevelopment Plan is in the public interest and necessity, such finding being a matter of legislative determination by the City Council.

4. The Authority may, in its discretion, issue bonds or other obligations, including revenue bonds, to the extent permitted by law, this Urban Redevelopment Plan, and any Cooperation Agreement.

5. No individuals, families or business concerns will be displaced by the Project undertaken in the Urban Redevelopment Area pursuant to this Urban Redevelopment Plan.

6. The 4201 East Arkansas Intergovernmental Agreement between the Authority and DPS, an intergovernmental agreement between the Authority and the Metropolitan

Districts and a letter agreement between the Authority and the UDFCD have been entered into in satisfaction of the requirements of C.R.S Section 31-25-107(9.5) and the Act.

III. DESCRIPTION OF THE 4201 EAST ARKANSAS URBAN REDEVELOPMENT AREA GOALS AND OBJECTIVES

A. Boundaries of the Urban Redevelopment Area

The boundaries of the Urban Redevelopment Area shall be as set forth in the legal description on Exhibit A and as depicted on Exhibit B hereto and are drawn as narrowly as feasible to accomplish the planning and development objectives of the Urban Redevelopment Plan. The Urban Redevelopment Area does not contain any agricultural land as defined in Section 31-25-103(1), C.R.S.

B. Urban Redevelopment Plan Objectives

The general objectives of this Urban Redevelopment Plan are to reduce or eliminate blighted conditions and to stimulate the continued growth and development of the Urban Redevelopment Area. In particular, this Urban Redevelopment Plan is intended to promote the following (or any combination of the following) local objectives respecting appropriate land uses provided that the delineation of such objectives shall not be construed to require that the Project or any other particular project shall necessarily promote all such objectives:

1. To eliminate the present factors which contribute to the blight in the Urban Redevelopment Area. Such blighting factors are detrimental to the community and limit the development potential of the surrounding area.

2. To renew and improve the character and environment of the Urban Redevelopment Area and its surroundings by preventing or ameliorating economic, physical and environmental deterioration.

3. To improve access to healthy transportation options, healthy foods, and existing and new parks
4. To promote a diverse, sustainable neighborhood economy, including mixed use and commercial development opportunities within the Urban Redevelopment Area.
5. To encourage land use patterns within the Urban Redevelopment Area and its environs that result in a more environmentally sustainable city.
6. To encourage commercial, residential and retail development and redevelopment that is socially and economically inclusive and from which the Urban Redevelopment Area and its environs can draw economic strength.
7. To assist the City in cultivating complete and inclusive neighborhoods.
8. To more effectively use underdeveloped land within the Urban Redevelopment Area.
9. To promote a diverse mix of attainable housing options.
10. To promote a diverse, sustainable neighborhood economy, including mixed use and commercial development opportunities within the Urban Redevelopment Area.
11. To encourage land use patterns within the Urban Redevelopment Area and its environs where pedestrians are safe and welcome.
12. To improve the economy of the City by stabilizing and upgrading property values.
13. Encourage high and moderate density development where appropriate.
14. To achieve goals as outlined in adopted City Plans.

IV. PROJECT ACTIVITIES

In undertaking the Project and any other projects pursuant to this Urban Redevelopment Plan, the Authority shall comply, and shall require any developer of Projects under any Redevelopment Agreement to comply with the Charter and all applicable building and zoning regulations and other applicable ordinances of the City. All Redevelopment Agreements entered into in connection with this Urban Redevelopment Plan shall be subject to all applicable building and zoning regulations, and other applicable ordinances of the City.

A. Public Participation

The Authority is committed to the process of public participation in pursuit of the objectives of this Urban Redevelopment Plan through discussion with the appropriate registered neighborhood organizations and other organizations and have invited public comment on the Project at multiple public meetings with members of appropriate registered neighborhood organizations in attendance, including the Virginia Village/Ellis Community Association. Pursuant to policies adopted by the Authority and to the extent provided in Colorado Open Records Act, Colo. Rev. Stat. Title 24, Article 72, Part 2, as the same may be amended from time to time, the Project's plans and proposals will be made available to the public.

B. Redevelopment Agreement

Subject to the provisions of this Section IV(B), the Authority is authorized to enter into one or more Redevelopment Agreements with developers, land owners and such other entities as are determined by the Authority to be necessary or desirable to carry out the purposes of this Urban Redevelopment Plan. Such Redevelopment Agreements may contain such terms and provisions as shall be deemed necessary or appropriate by the Authority for the purpose of undertaking the activities contemplated by this Urban Redevelopment Plan or the Act, and may further provide for such undertakings by the Authority, including financial assistance (subject to

the limitations contained herein), as may be necessary for the achievement of the objectives of this Urban Redevelopment Plan or as may otherwise be authorized by the Act.

C. Public and Other Improvements and Facilities

The Authority may undertake certain actions that would eliminate blight and make the Urban Redevelopment Area and its environs more attractive for private investment. The Authority may or may cause to be installed, constructed and reconstructed public improvements in furtherance of the Urban Redevelopment Plan, which may include, without limitation, streets, sidewalks, alleys, utilities, utility service facilities, parks, streetscapes, pedestrian corridors, bicycle facilities, and parking facilities. The Authority also may or may cause to be installed, constructed and reconstructed any other authorized improvements in furtherance of the Urban Redevelopment Plan, which may include, without limitation, façade improvements, public access ways, public gathering areas, and other undertakings or improvements, all for the purpose of promoting the objectives of this Urban Redevelopment Plan and the Act. Any such construction of improvements shall be performed in accordance with Plan 2040, City specifications, and upon obtaining required City permits and comply with all applicable laws.

D. Redevelopment and Rehabilitation Actions

Redevelopment and rehabilitation actions within the Urban Redevelopment Area may include such undertakings and activities as are in accordance with this Urban Redevelopment Plan and the Act, including without limitation: (i) renovation and enhancement of buildings and improvements; (ii) the installation, construction, relocation and reconstruction of public and private improvements; (iii) the carrying out of plans for a program through voluntary action for the repair, alteration, and rehabilitation of buildings or other improvements in accordance with this Urban Redevelopment Plan; and (iv) the taking of such other actions as determined by the

Authority as necessary or desirable to eliminate unhealthy, unsanitary or unsafe conditions, eliminate obsolete or other uses detrimental to the public welfare, or otherwise remove or prevent the spread of blight or deterioration.

It is anticipated that the redevelopment and rehabilitation of property within the Urban Redevelopment Area shall, if required in the judgment of the Authority, be undertaken pursuant to the terms of a Redevelopment Agreement, provided that in the absence of any such Redevelopment Agreement, development, redevelopment, and rehabilitation in furtherance of the Urban Redevelopment Plan may be undertaken in accordance with, as applicable, the building and zoning regulations and other applicable ordinances of the City.

V. PROJECT FINANCING

A. Financing Methods

The Authority is authorized to finance the Project and other activities by several methods, including, but not limited to, the following: appropriations from the City; Property Tax Increment and Sales Tax Increment paid pursuant to the Cooperation Agreement; interest income; federal loans or grants; or any other available source of revenue allowable under the provisions of the Act or other applicable laws. In addition, the Authority is authorized to issue bonds or other obligations, incur indebtedness, loans, or advances as contemplated by the Act in an amount sufficient to carry out all or any part of the Project and other activities. The principal of, interest on, and any premiums due in connection with such bonds, indebtedness, loans or advances may be paid from Property Tax Increment, Sales Tax Increment or any other funds, revenues, assets or properties legally available to the Authority.

B. Cooperation Agreements between the City and the Authority

Before the Authority enters into a Redevelopment Agreement, the City and the Authority shall enter into a Cooperation Agreement.

C. Tax Increment Financing

This Urban Redevelopment Plan contemplates that the primary method of financing the Project and other activities, by the authority, shall be the use of Property Tax Increment financing and/or Sales Tax Increment financing, or any combination thereof, under the tax increment financing provisions of C.R.S.. § 31-25-107(9), as amended from time to time, which is by this reference incorporated herein as if set forth in its entirety, subject to City Council approval as set forth herein. In accordance with the Act, the Authority notified DPS, the Metropolitan Districts, UDFCD, and the governing bodies of each other public body whose Property Tax Revenues would be allocated under this Urban Redevelopment Plan negotiated agreements governing the types and limits of tax revenues of each taxing entity to be allocated under the Urban Redevelopment Plan. The Authority and DPS have agreed upon that certain 4201 East Arkansas Intergovernmental Agreement, the Authority and the Metropolitan Districts have agreed upon an intergovernmental agreement and the Authority and UDFCD have agreed upon a letter agreement. Each agreement addresses, without limitation, estimated impacts of the Urban Redevelopment Plan on district services associated solely with the Urban Redevelopment Plan. The allocated shared tax revenues governed by each agreement are limited to all or any portion of the taxes levied upon taxable property by the public body within the area covered by the Urban Redevelopment Plan. If there is any conflict between the Act, the Cooperation Agreement and this Urban Redevelopment Plan, the provisions of the Act shall control.

For the Property Tax Increment Area and/or Sales Tax Increment Area, all Property Taxes levied after the effective date of the approval of the Property Tax Increment Area upon the

taxable property in the Property Tax Increment Area each year and all Sales Tax Revenue collected within the Sales Tax Increment Area by or for the benefit of the City, shall be divided as follows:

1. (a) In the case of a Property Tax Increment Area, that portion of the Property Tax Revenues that are produced by the levy at the rate fixed each year by or for each public body upon the valuation for assessment of taxable property in the Property Tax Increment Area last certified prior to the effective date of approval of such Property Tax Increment Area in respect of this Urban Redevelopment Plan or, as to an area later added to the Property Tax Increment Area, the effective date of the modification of this Urban Redevelopment Plan specifying such Property Tax Increment Area shall be paid into the funds of each such public body as are all other taxes collected by or for such public body.

(b) In the case of the Sales Tax Increment Area, that portion of Sales Tax Revenues equal to the amount collected within the boundaries of the Sales Tax Increment Area in the twelve-month period ending on the last day of the month prior to effective date of approval of such Sales Tax Increment Area in respect to this Urban Redevelopment Plan or as to an area later added to the Urban Redevelopment Area, the effective date of modification of this Urban Redevelopment Plan specifying such Sales Tax Increment Area shall be paid into the funds of each such public body as are all other taxes collected by or for such public body.

2. Except as the Authority may legally provide otherwise under the Act, that portion of the Property Tax Revenues in excess of the amounts described in paragraph C(1)(a) above, and/or all of any portion of Sales Tax Revenues in excess of those described in paragraph C(1)(b) above, shall be allocated to, and when collected, paid into a special fund of the Authority, and may be irrevocably pledged by the Authority for the payment of the principal of,

premium, if any, and interest on any bonds of, loans or advances to, or indebtedness (whether funded, refunded, assumed, or otherwise) incurred by the Authority to finance or refinance, in whole or in part, the Project. Unless and until the Property Tax Revenue in the Property Tax Increment Area exceeds the amount as provided in paragraph C(1)(a), above, all of the Property Tax Revenues for the Property Tax Increment Area shall be paid into the funds of the respective public bodies. Unless and until the total Sales Tax Revenues in the Sales Tax Increment Area exceed the Sales Tax Base Amount in such Sales Tax increment Area, as provided in paragraph C(1)(b), above, all such Sales Tax Revenue shall be paid into the funds of the City.

3. When such bonds, loans, advances, and indebtedness, if any, including interest thereon and any premiums due in connection therewith, have been paid, with respect to a tax increment area but in no event later than twenty-five (25) years following the effective date such tax increment area is included in and amends this Urban Redevelopment Plan by an amendment approved by City Council, the total Property Tax Revenues and Sales Tax Revenues in such tax increment area shall be paid into the funds of the City and the applicable public bodies, respectively.

4. In the event there is a general reassessment of taxable property valuations in the City including all or part of any Property Tax Increment Area, or a change in the sales tax percentage levied in the City including all or part of any Sales Tax Increment Area, the portions of valuations for assessment or sales tax revenues attributable thereto under this Part V shall be proportionately adjusted in accordance with such reassessment or change.

5. The Authority and the City may, by Cooperation Agreement or other agreement, provide for the method by which Property Tax Increment and Sales Tax Increment shall be allocated and paid to the Authority pursuant to the provisions of this Urban

Redevelopment Plan and the Act. Such agreements, and similar agreements between the Authority and other public bodies, may provide for additional assistance by the City and cooperation between the Authority and the City in support of the Project as may be more fully set forth in the provisions of such Cooperation Agreement or other agreement.

VI. LAND USE PLAN

A. Land Use Designation

Land use within the Urban Redevelopment Area shall conform to those uses permitted and applicable by City ordinance including the City's zoning ordinances and regulations.

B. Land Use Objectives

Land use objectives of this Urban Redevelopment Plan are to encourage the development of uses, building densities, pedestrian and vehicular accommodations, and other related facilities, in order to create a high-quality, pedestrian-friendly environment consisting of a mix of uses commensurate with high-quality urban design.

VII. MODIFICATIONS TO THE APPROVED URBAN REDEVELOPMENT PLAN

This Urban Redevelopment Plan may be modified pursuant to the provisions of the Act governing such modification, including Section 31-25-107 thereof, as the same may be amended from time to time.

VIII. PROJECT ART

The Authority requires that project art be installed in accordance with the Authority's Project Art Program. This program provides for at least 1% of the gross bond proceeds issued by the Authority in connection with the Project or 1% of the Projects' maximum reimbursable

expenses as of the effective date of any Redevelopment Agreement to be utilized for project art in a location accessible to the general public.

IX. DESIGN REVIEW

In connection with its undertaking of Projects, the Authority may require participation in a design review process in collaboration with applicable City staff, in addition to any design review required by the City.

X. SEVERABILITY

If any provision of this Urban Redevelopment Plan is held by a court to be illegal, invalid, or unenforceable, the other provisions herein that are severable shall be unaffected. Furthermore, such illegal, invalid or unenforceable provision shall be automatically replaced with a provision as similar in terms to such illegal, invalid, or unenforceable provision as may be possible and still be legal, valid, and enforceable, and this Urban Redevelopment Plan shall be deemed reformed accordingly.

XI. MINOR VARIATIONS

In specific cases, where a literal enforcement of the provisions contained in this Urban Redevelopment Plan constitutes an unreasonable limitation beyond the intent and purpose of these provisions, the Authority may allow minor variances from these provisions. In such cases, the Authority shall notify the City prior to allowing any such minor variance.

XII. FIRST SOURCE HIRING PROGRAM

With respect to any Redevelopment Agreement and for any other agreement the Authority implements in connection with the Project, the Authority and the Owners, Developers

or Redevelopers, as applicable, shall carry out the First Source Hiring Program designed to provide employment opportunities to Denver residents, and which includes, among other things, recruitment, training, and similar activities, for permanent employees of the owners and tenants at the Project.

XIII. SMALL BUSINESS ENTERPRISE UTILIZATION PROGRAM

The Authority has adopted and will require owners, developers or redevelopers to adopt a small business enterprise utilization plan regarding small business enterprise participation for each Redevelopment Agreement and for any other agreement the Authority implements in connection with the Project. The Authority agrees to implement and enforce, or cause owners, developers and redevelopers to implement and enforce, such small business enterprise utilization plans and to review and, if necessary, update such plans from time to time.

XIV. CONSTRUCTION EMPLOYMENT OPPORTUNITIES

The Authority has adopted and will require owners, developers and redevelopers to participate in the Authority’s Construction Employment Opportunities Policy (“CEO Policy”) for each Redevelopment Agreement and for any other agreement Authority implements in connection with the Project. Pursuant to the CEO Policy, owners, developers or redevelopers entering into a Redevelopment Agreement will be required to contribute funding in the amount of one percent (1%) of the maximum reimbursable project costs to the Authority for use in accordance with the CEO Policy.

XV. AUTHORITY PREVAILING WAGE POLICY

The Authority has adopted a Prevailing Wage Policy which is applicable in certain circumstances. In the event any improvements funded in whole or in part with tax increment

financing provided by the Authority are deemed to be “City Projects” pursuant to the Authority’s Prevailing Wage Policy, the Authority will require any owner, developer or redeveloper constructing the “City Projects” to comply with the City’s prevailing wage requirements for the construction of such “City Projects.”

EXHIBIT A

**LEGAL DESCRIPTION OF 4201 EAST ARKANSAS
URBAN REDEVELOPMENT AREA AND PROPERTY TAX INCREMENT AREA AND
SALES TAX INCREMENT AREA**

EXHIBIT B

**MAP OF 4201 EAST ARKANSAS
URBAN REDEVELOPMENT AREA AND PROPERTY TAX INCREMENT AREA AND
SALES TAX INCREMENT AREA**