



TO: Denver City Council
FROM: Theresa Lucero, Senior City Planner
DATE: June 25, 2015
RE: Official Zoning Map Amendment Application #2014I-00095
301 South Cherokee Street
Rezoning from I-B/VO-2 & C-MX-16/VO-2 to PUD- G 13, VO-2

Staff Report and Recommendation

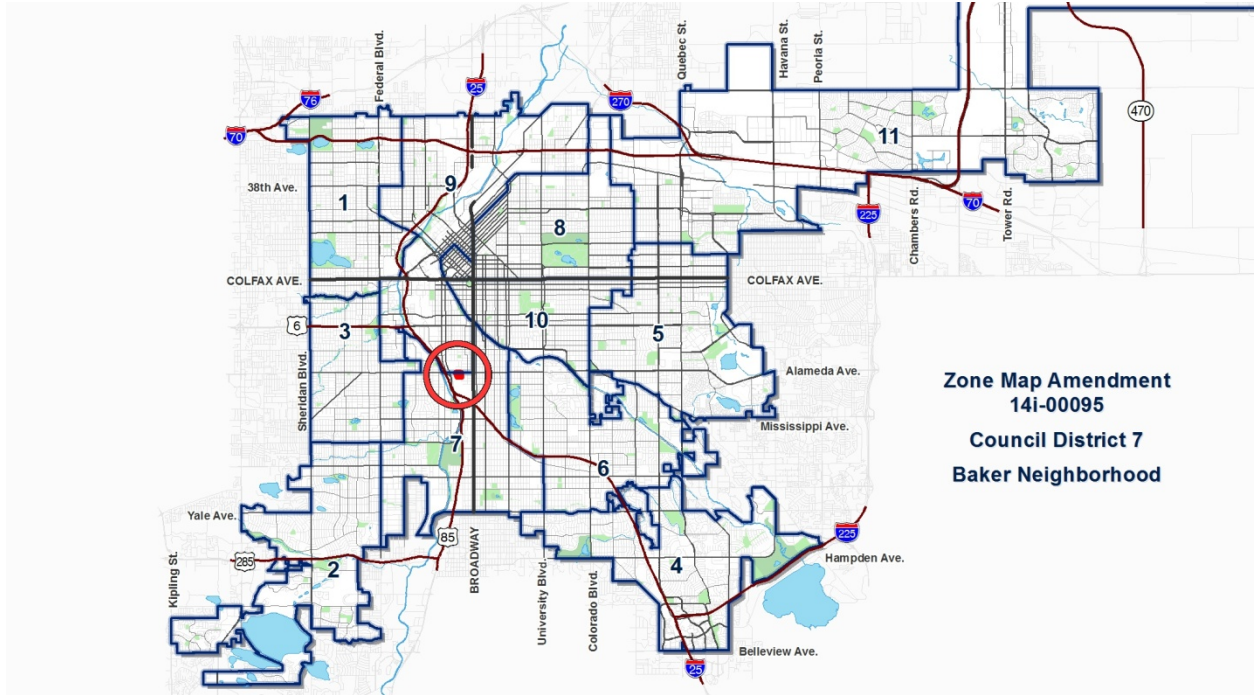
Based on the criteria for review in the Denver Zoning Code, Staff recommends approval for Application #2014I-00095 for a rezoning from I-B/VO-2 & C-MX-16/VO-2 to PUD-G 13, VO-2.

Request for Rezoning

Application:	#2014I-00095
Address:	301 South Cherokee Street
Neighborhood/Council District:	Baker / Council District 7
RNOs:	Baker Historic Neighborhood Association, Santa Fe Drive Redevelopment Corporation, Denver Neighborhood Association, Inc.; Denver Urban Resident Association; Inter-Neighborhood Cooperation
Area of Property:	225,150 square feet or 5.2 acres
Current Zoning:	I-B/VO-2 & C-MX-16/VO-2
Proposed Zoning:	PUD-G 13, VO-2
Property Owner(s):	USL Pharma Inc.
Owner Representative:	Councilman Chris Nevitt

Summary of Rezoning Request

- The property is located west of the Alameda Avenue and Broadway Street intersection, on the southwest corner of Cherokee Street and Alameda Avenue. See the maps below.
- On the property are 4 existing structures with existing office, warehousing and manufacturing land uses. The main land use on the property is pharmaceutical manufacturing. Councilman Nevitt is proposing the rezoning to allow the existing industrial land use to continue in conformance with local adopted plans.
- The proposed PUD is based upon the existing C-MX-16/VO-2 zone district for the majority of the property. The proposed zoning retains the existing Use Overlay, VO-2, which allows Billboards. The PUD retains all C-MX-16 land uses and adds the "Manufacturing, Fabrication and Assembly-General" land use. In addition, the PUD alters the build-to standards on Alameda Avenue for non-residential land uses facing Alameda Avenue from 0-15 feet to 0-20 feet and allows the continuation of existing parking between the structure and West Alameda Avenue. Further details of the zone district can be found in the attached PUD District Plan.



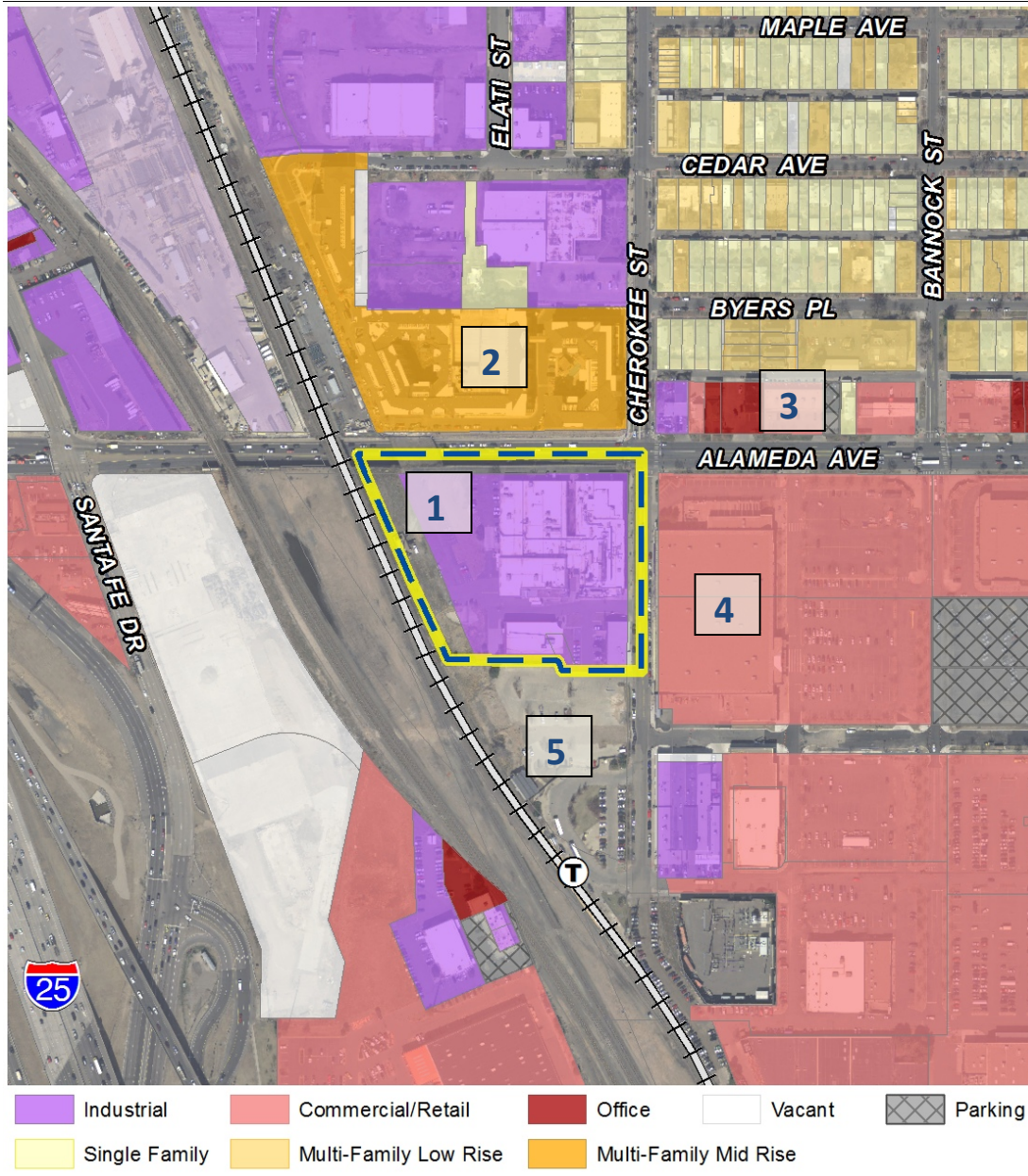
Existing Context

The property is located in the Baker neighborhood on West Alameda Avenue and South Cherokee Street, 2 blocks east of Interstate 25 and the South Platte River, and 2 blocks west of Broadway Street. On the same block are Alameda Station (Light Rail) and Broadway Marketplace, a commercial shopping center. In the vicinity are Dailey Park, 3 blocks north of the property, and Fairmont Elementary School, 7 blocks north of the property. The core of the Baker neighborhood is a mix of single family and low-rise multi-family land uses, and the eastern edge of neighborhood along Broadway Street is a mix of commercial, entertainment and moderate density residential land uses. The western and southern edges of the neighborhood are mainly industrial land uses.

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-B/VO-2 & C-MX-16/VO-2	Office, Manufacturing and Warehousing	4 commercial buildings, 1-2 stories in height, consistent depth of setbacks from Cherokee Street and Alameda Avenue	Generally regular street grid to the north of Alameda and east of Broadway with larger block sizes in the shopping center and in the western industrial area. Cherokee Street interrupted south of the property where railway right-of-way intersects the street. Surface parking in the retail and industrial area; garage or on-street parking in the residential areas. Alameda Station Light Rail Stop ½ block to the south.
North	C-RX-5/VO-2	Multi-unit Residential	4-story Residential building, 0' setbacks	
South	C-MX-16/VO-2	Multi-unit Residential adjacent to Alameda Station Light Rail Stop	5-story residential structure with structured parking with ground-floor retail under construction	
East	C-MX-5 & C-MX-16/VO-1 & VO-2	Retail shopping center and restaurants	1-2 stories large format commercial structures varied setbacks from Broadway	
West	I-B/VO-2 & S-MX-12	Railway right-of-way 7 vacant property	No structures	

1. Existing Land Use Map



2. Existing Building Form and Scale



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.

Denver Fire Department: No comments.

Development Services – Transportation: Approve Rezoning Only – Will require additional information at Site Plan Review.

Development Services – Wastewater: No comments.

Development Services – Project Coordination: Approved.

Development Services – Zoning: Approved with minor changes to the PUD language.

Environmental Health: Approved with the following comments. DEH is not aware of environmental conditions that would be impacted by the requested rezoning. General notes: Most of Colorado is high risk for radon gas intrusion into buildings; DEH suggests installation of a radon mitigation system 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. Scope and 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 assessment, nor was it designed to identify all potential environmental conditions for any potential right-of-way or easement conveyance process. The City and County of Denver provides no representations of warranties regarding the accuracy, reliability, or completeness of the information provided.

Public Works – City Surveyor: Approved – No comments.

Public Review Process

Several notices are sent to registered neighborhood organizations throughout the rezoning process. The following summarizes the dates notice has been or will be sent:

- April 6, 2015: CPD staff provided Informational notice of receipt of the complete rezoning application to affected members of City Council and registered neighborhood organizations according to Section 12.3.4.5.A.1 of the Denver Zoning Code.
- April 21, 2015, Notice for Planning Board Public Hearing: The property was legally posted for a period of 15 days announcing the May 6, 2015 Denver Planning Board public hearing, and written notification of the hearing was sent to all affected registered neighborhood organizations and City Council members.
- NAP Notice: Following Planning Board review, the rezoning application was referred to the Neighborhoods and Planning Committee of the City Council for review. NAP is a public meeting and electronic notification was sent to affected members of City Council and affected registered neighborhood organizations.
- Final Notice for City Council Public Hearing: Following NAP committee review, the rezoning application is referred to the full City Council for final action after a public hearing on second reading. For the public hearing notification of the hearing was sent to affected members of City Council and affected registered neighborhood organizations and notification signs were posted on the property 21 days prior to the hearing on June 5, 2015.

Public Comments

- To date no public comment letters have been received. A letter from the applicant and the property owner are attached.

Planning Board Recommendation

At the May 6, 2015, public hearing Planning Board unanimously recommended approval of the rezoning proposal.

Neighborhoods and Planning Committee Action

At their May 20, 2015, meeting the Neighborhoods and Planning Committee referred the application to the full City Council for action following a public hearing.

Criteria for Review / Staff Evaluation

The criteria for review of this rezoning application are found in DZC, Sections 12.4.10.7, 12.4.10.8 and 12.4.10.9, 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

DZC 12.4.10.9

Additional Review Criteria for Rezoning to PUD District

1. Consistency with Adopted Plans

The following adopted plans apply to this property:

- Denver Comprehensive Plan 2000
- Blueprint Denver (2002)
- Baker Neighborhood Plan (2002)
- Alameda Station Area Plan (2009)
- Denver Design District General Development Plan (2009)

Denver Comprehensive Plan 2000

The proposal is consistent with many Denver Comprehensive Plan 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 (p. 39).*
- 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 (p. 60).*
- Mobility Strategy 4-E – *Continue to promote mixed-use development, which enables people to live near work, retail and services(p. 78).*
- Economic Activity Strategy 3-B - *Support retention and expansion of businesses in industries historically important to Denver, including small business, health care, manufacturing, and federal and state government (p. 133).*

The proposed map amendment will enable an existing employer to maintain operations and expand as one component of an employment center of mixed-use development at a location where services and infrastructure are already in place. And, the C-MX base zone district broadens the variety of land uses in an area that is transitioning to transit-oriented development. The existing structures re compatible in materials and scale with the existing Baker neighborhood. The rezoning is consistent with Comprehensive Plan recommendations.

Blueprint Denver - 2002

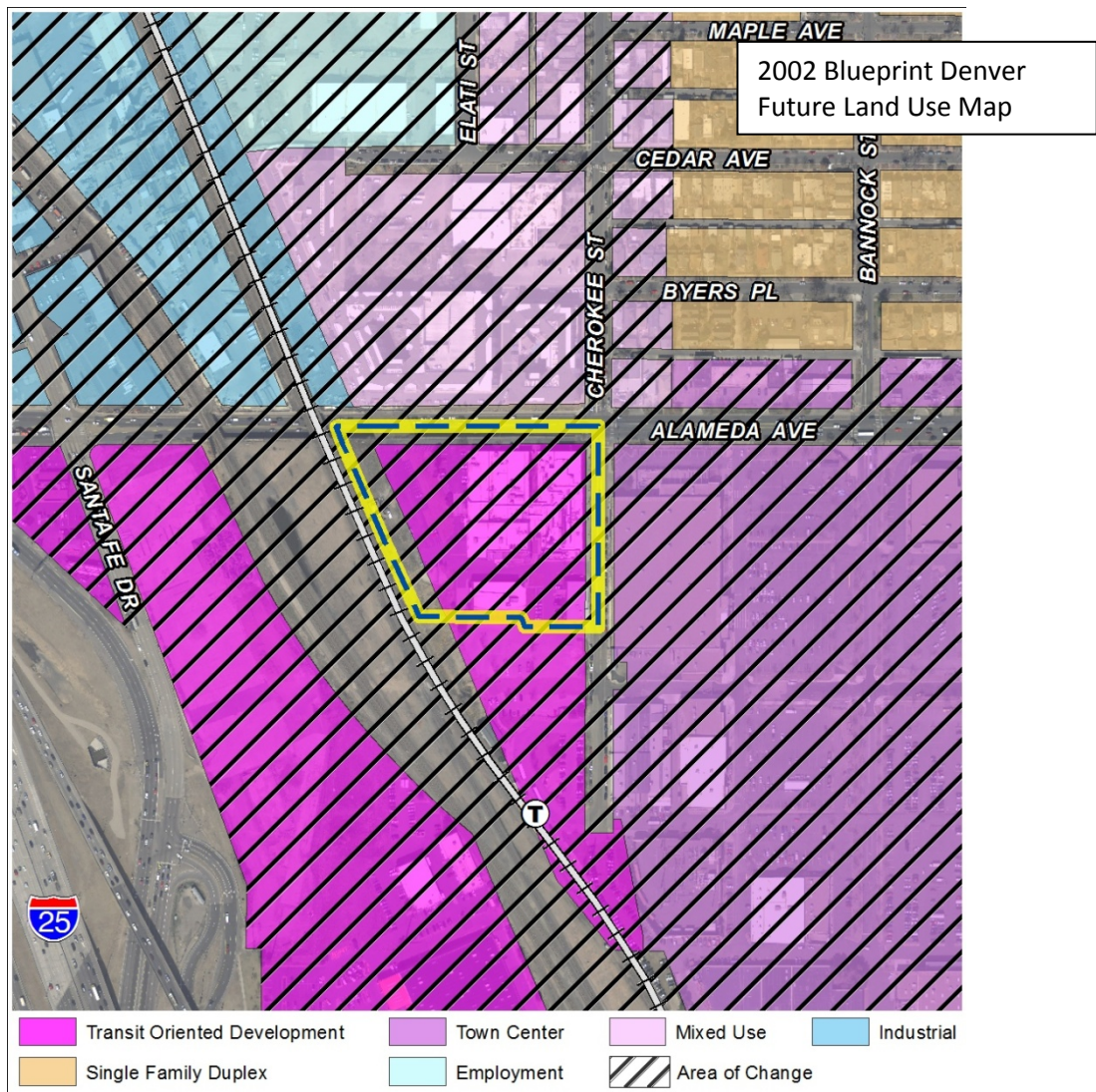
According to the 2002 Plan Map adopted in Blueprint Denver, this site has a concept land use of Transit Oriented Development and is located in an Area of Change.

Blueprint Denver says Transit Oriented Developments “have a direct correlation to the function of a mass transit system. These development sites are located at stations or stops along bus or rail lines within a mass transit network. Transit oriented developments offer an alternative to traditional development patterns by providing housing, services, and employment opportunities for a diverse population in a configuration that facilities pedestrian and transit access.” Further, key attributes of Transit Oriented Developments that are present in the Alameda Station TOD area include “a balanced mix of uses, compact mid- to high density development, close proximity to transit, multi-modal transportation connections, urban design guidelines to improve the character and create a sense of place, attractive multi-story buildings facing the station and

adjacent streets, and a high degree of connectivity between the station area and surrounding neighborhoods” (p. 45).

Currently a 5-story residential structure adjacent to Alameda Station is under construction. The PUD will keep in place an existing employer adding to the balanced mix of land uses in the station area. The existing C-MX 16 zone district allows a mix of uses but does not allow the General Manufacturing land use needed to allow this existing employer to operate as a conforming land use and to expand.

Future Land Use



Area of Change

As noted, the site is in 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” (p. 127). Blueprint Denver describes three general types of Areas of Change, “Downtown, Lowry Stapleton and Gateway, and Areas where land use and transportation are closely linked” (p. 20). Blueprint Denver further provides additional specific guidance for these areas including “pedestrian and transit supportive design, mixed land uses, transit service and transit access, diversity of housing type, size and cost, and economic activity – business retention, expansion and creation.”

The rezoning application is consistent with the Blueprint Denver Area of Change recommendations which emphasize access to transit and business retention. Keeping an existing employer in the station area adds to the mix of uses in the station area.

Street Classifications

Blueprint Denver classifies Cherokee Street as an Undesignated Local street and Alameda Avenue as a Mixed Use Arterial. According to Blueprint Denver, “Local streets are designed to provide mainly local access and Arterial streets provide a high degree of mobility rather than access. Though Cherokee Street is a local street it also provides a high degree of pedestrian access to Alameda Station and it is the transfer location where bus service and transit service interface. Alameda Avenue east of the subject site does provide a high degree of east/west mobility with a mixture of commercial, office and residential land uses east of Cherokee Street. However, Alameda Avenue on the subject block and west of the subject site contains no sidewalk on the south side of the Avenue and after Cherokee Street, Alameda Avenue, heading west, dips below grade under a bridge of railroad tracks.

The proposed map amendment to PUD, UO-2 will enable growth in an area that Blueprint Denver identifies as appropriate for change, where transit oriented development is already occurring and where an arterial street offers increased mobility options.

Baker Neighborhood Plan - 2002

The Baker Neighborhood Plan was adopted in 2002. The Plan contains framework goals for the entire neighborhood, subarea goals and design guidelines to promote better urban design.

The Proposed Rezoning conforms with Framework Plan goals and recommendations including:

- Land Use: “Create and maintain an *appropriate balance of land uses that preserves the stability of the residential, business and industrial sectors*, while allowing for flexibility over time” (p. 24)..
- Land Use: “*Protect the industrial character of the western neighborhood*, the residential character of the central neighborhood and the commercial perimeter with blended transitions between subareas. *Use regulatory and infrastructure resources to accommodate the changes*” (p. 25).
- Urban Form: “*Continue Denver’s physical character, including mixed-use development, parks and parkways, tree-lined streets, detached sidewalks, interconnected street networks, and convenient access to parks, open space and transit*” (p.26).
- Urban Form: “*Create spatial definition of the street with buildings and landscaping to promote pedestrian activity and a comprehensive urban framework*” (p. 26).

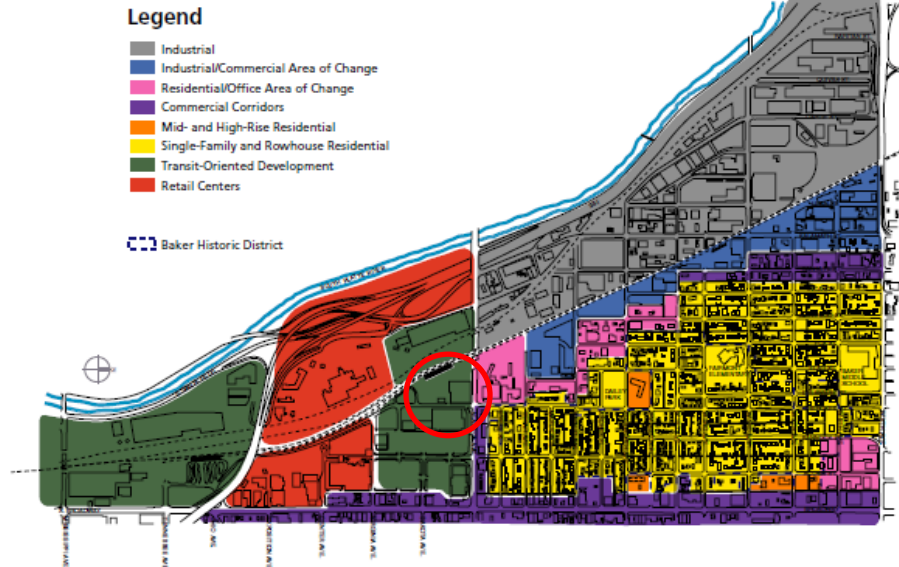
In addition, the subject property is within the Baker Neighborhood Plan Transit –Oriented Development Subarea (See the Subarea Map below). Per the Plan “The concept involves placing *high density housing and jobs* along with complementary public uses, retail, and services, *in a mixed-use, pedestrian-friendly development patterns adjacent to light rail stops.*”

The Proposed Rezoning conforms with Subarea Plan goals and recommendations including:

- Land Use: “Redevelop the area with high-density housing, a mixture of neighborhood and destination retail, an office and *employment center that is served by light rail*, strong pedestrian and bicycle connections, and adequate parking” (p. 65).
- Land Use: “*Encourage mixed-uses*, including a mix of housing, commercial uses, neighborhood centers, shared parking opportunities and the integration of different land uses within the subarea and within buildings” (p. 67).
- Land Use: “Develop and implement zone district regulations to reinforce desired land uses” (p.67).
- Urban Form: “*Accommodate a broad mix of development types* that encourage use of alternative transportation especially walking and transit” (p.67).
- Urban Form: “*Develop business areas in a manner that encourages pedestrian and transit friendliness*, reinforces the character of the area and connects to adjacent residential uses” (p. 68).
- Urban Form: “*Ensure that new buildings are consistent with the height restrictions of the Washington Park View Plane* and any other view protection corridors” (p. 69).

The proposed rezoning is consistent with the Baker Neighborhood Plan goal of a balanced mix of land uses that preserves the existing industrial land uses, continuing Denver’s character of mixed-use development and creating a spacial definition of the pedestrian environment. The C-MX-16 base zone district will maintain the build-to zoning standards that help shape a pedestrian-friendly environment. The Washington Park View Plane will limit building heights on the subject property to approximately 80-90 feet.

Subareas

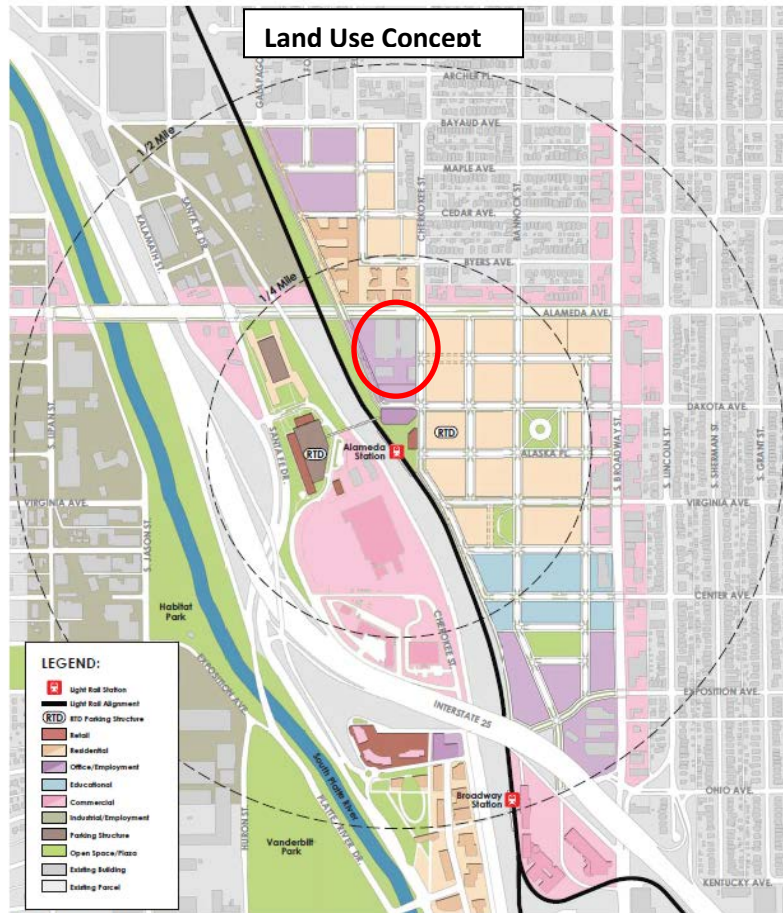


Alameda Station Area Plan - 2009

The Alameda Station Area Plan was adopted by City Council in 2009, and applies to the subject property. The format of the Plan includes a Plan Objectives based on Transit Oriented Design (TOD) principles and plan recommendations that apply throughout the planning area.

The proposed rezoning is consistent with many Plan objectives (p. 9-10) including:

- Place-making: Redefining the station's nature as a destination place; *Enhancing the pedestrian experience*; Creating Distinct Entry points to the Core Station Area; and Creating a *consistent predictable form within the station area*.
- Rich Mix of Choices: Provide new opportunities for housing; *Establishing the area as an employment center with a diversity of business types*; Supporting the main street environment with buildings and pedestrian entrances oriented towards the street.
- Location Efficiency: Place, homes, *jobs*, shopping, entertainment, parks and other amenities *close to station* to promote walking, biking and transit use.
- Value Capture: *Ensure both public and private investments* add value to existing neighborhoods and businesses.



In addition, the Alameda Station Area Plan contains Land Use and Urban Design recommendations. On the Plan's Land Use Concept Map the subject property is designated for office and employment land uses. The proposed is consistent with the Plan Land Use concept and with the Land Use and Urban Design recommendations including:

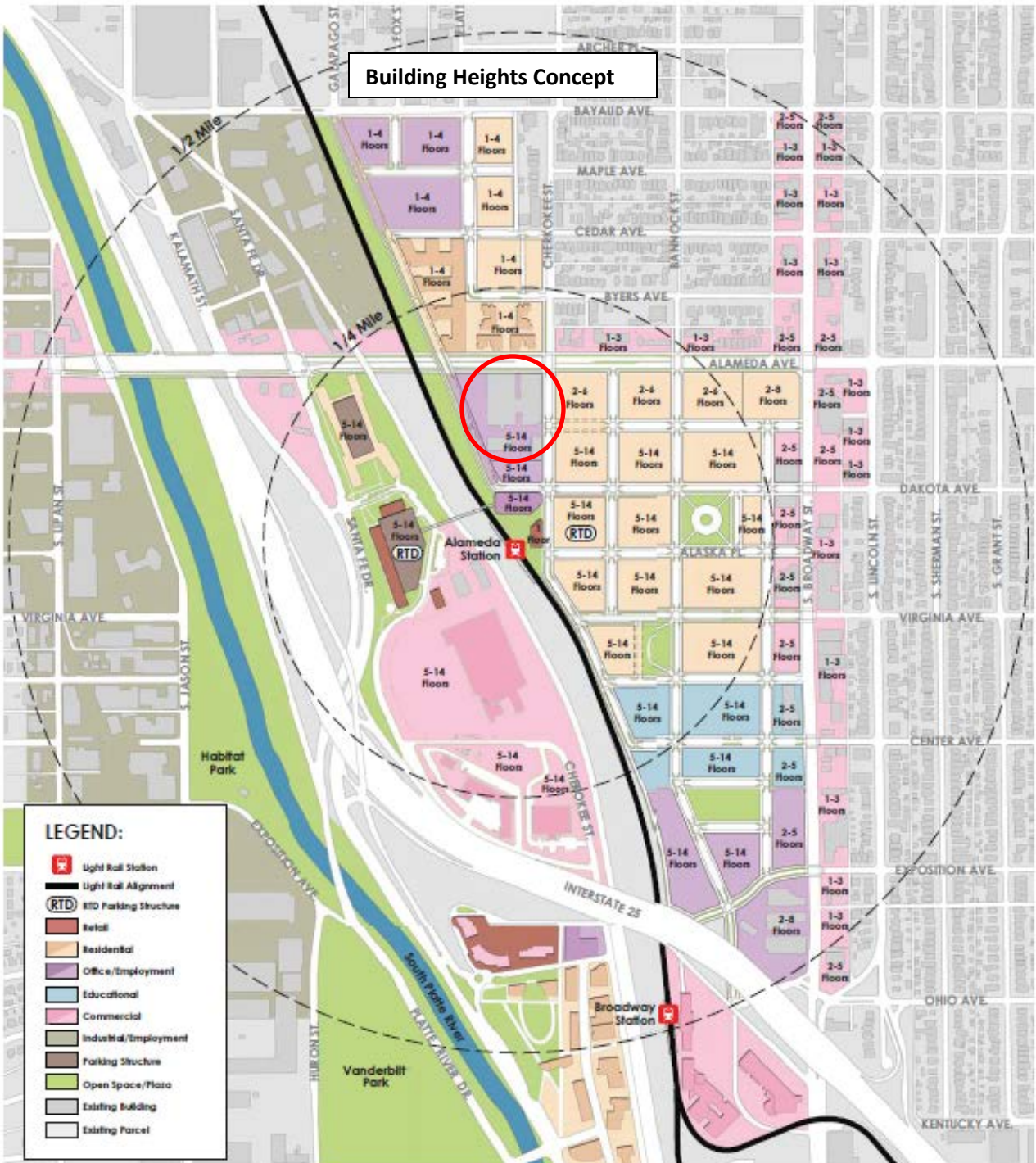
- Land Use and Urban Design Recommendation 1 – *“Within the Core Station, the Alameda Station Area Plan recommends new housing opportunities”* (.p.12)
- Land Use and Urban Design Recommendation 2 Office/Employment Destination – *“Increase the amount of offices in the station area to create an employment center and diversify business types. Consider family-wage jobs and nontraditional employment opportunities to accommodate a greater range of the work force”* (p. 12).
- Land Use and Urban Design Recommendation 11 Active Edges Concept – *“Active edges are building frontages with direct sidewalk entries and a high degree of*

transparency...Active edge locations should be along important streets within the station area and surrounding open spaces – Alameda, Cherokee” (p. 16) [See Active Edges map below.].

- Land Use and Urban Design Recommendation 12 Design of Active Edges – “All active edges should have a minimum of *70 percent transparent glass* or screens along ground-floor facades...*Primary entrances should be at the street* so pedestrians are given priority access” (p. 16) [See Build-to Concept map below.].
- Land Use and Urban Design Recommendation 15 Building Height Concept – “The building height concept orients the *greatest density at the Alameda and Broadway Stations*. The height transitions to a lower scale and blends with surrounding neighborhoods” (p. 17) [See Building Heights Concept map below.].

Consistent with the Alameda Station Area Plan the base C-MX-16 zone district allows a mix of land uses and contains standards for build-to, transparency and street entrances to help create a pedestrian-friendly street. The addition of the General Manufacturing land use allows an existing employer to stay in their current location and to reinvest in their business.



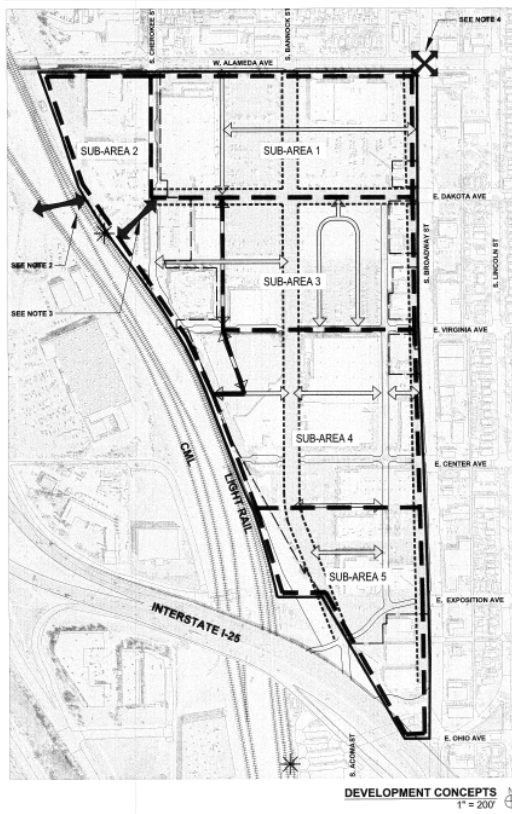


Denver Design District General Development Plan (2009)

The subject property is also within the study area of the Denver Design District General Development Plan (DDDGBP) which was worked on concurrently with the Alameda Station Area Plan and was approved by the City in May, 2009. General Development Plans provide guidance to subsequent zoning of properties within the GDP area. The overall land use concept for the DDDGBP is to transform an auto-oriented commercial development into a pedestrian-friendly, mixed-use, transit-oriented development.

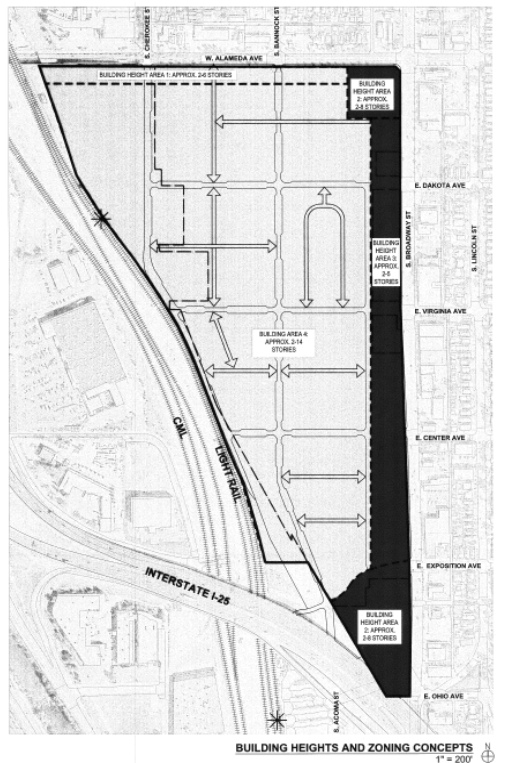
Within the DDDGBP study area the subject property is included in Subarea 2. This subarea is described as a mixed-use node that capitalizes on proximity to Alameda Station through higher intensity land uses and street level retail. The proposed land uses for this subarea include retail/service/office/hotel, residential and existing industrial land uses. For Building heights the subject property is within both Building Height Area 1 and 4. The GDP recommends building heights of 2-6 stories for Building Height Area 1 and 2-14 stories for Building Height Area 4. See the Land Use and Building Height maps below. As noted earlier in the Baker Neighborhood Plan discussion, the subject property is within the Washington Park View Plane and building heights will be limited to approximately 60-80 feet on the property.

The proposed rezoning is consistent with GDP recommendations of a broad mix of land uses and the allowance of the existing industrial land use. The PUD's base C-MX-16 zone district adds minimum build-to, ground story activation and transparency standards in keeping with the desired pedestrian-friendly transit-oriented development concept. And the allowed height standard in the PUD is consistent with the higher heights envisioned in Subarea 4 of the GDP.



SUB-AREA	APPROX GROSS AREA (SF)	APPROX AGGREGATED OPEN SPACE AREA (SF)	PROPOSED RANGE OF LAND USES (SF)				RES. UNITS (ESTIMATE)	
			RETAIL/SERVICE/OFFICE/HOTEL	RESIDENTIAL	EDUCATIONAL	EXISTING INDUSTRIAL		
1	810,530	38,500	655,710 - 742,465	2,005,610 - 2,293,067	-	-	2,661,320 - 3,035,532	1,251 - 1,451
2	848,330	2,900	880,657 - 1,107,055	341,064 - 355,275	-	88,000	1,316,761 - 1,462,370	213 - 222
3	625,100	87,000	214,500 - 289,620	1,052,849 - 1,438,883	-	-	1,267,349 - 1,717,483	854 - 994
4	840,700	62,400	543,873 - 556,053	1,138,842 - 1,777,781	152,748 - 223,664	-	1,805,463 - 2,537,498	690 - 1,108
5	593,870	58,800	685,698 - 1,113,469	0 - 158,000	-	-	895,688 - 1,263,468	0 - 100
TOTAL	3,482,570	249,200	3,186,498 - 3,796,702	4,006,305 - 6,012,999	152,748 - 223,664	88,000	7,930,581 - 10,019,282	2,935 - 3,739

* As defined in the Denver Zoning Code, 59-303.
 ** Refers to vocational or professional schools, or university/college uses, as defined in the Denver Zoning Code, Section 59-305.
 *** No new industrial uses shall be allowed within the GDP Area. Only existing industrial uses will be permitted.



BUILDING HEIGHT RANGES (SEE NOTE #2)	
BUILDING HEIGHT AREA	APPROX. BUILDING HEIGHT (MINIMUM - MAXIMUM)
1	2-4 STORIES
2	2-8 STORIES
3	2-8 STORIES
4	2-14 STORIES

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to PUD and UO-2 overlay will result in the uniform application of the C-MX-16 zone district building form, use and design regulations with some deviation to accommodate an existing land use and building form.

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.

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." As discussed above, many adopted plan recommendations state that redevelopment of the area is desired, and the adopted plans recognize that the character of the area is changing into a transit-oriented area. The plans also recommend maintaining existing industrial land uses. The proposed rezoning accommodates both the change to a transit-oriented mixed use area and the allowance for the continuance of the existing industrial land use. This is an appropriate justifying circumstance for the proposed rezoning.

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

The subject property is located in an Urban Center context. The primary characteristics of this neighborhood context generally consist of multi-unit residential and mixed-use commercial strips and commercial centers (DZC, Division 7.1). Block and street patterns are a regular pattern of block shapes surrounded by on street grid pattern. Building forms range in height from moderate to high with lower scale structures found in areas transitioning to less dense areas. In these contexts there is a high level of pedestrian and bicycle use with the greatest access to multi-modal transportation. The proposed rezoning is consistent with the Urban Center context description.

According to the zone district intent stated in the Denver Zoning Code, the C-MX-16 base district "applies to areas or intersections served primarily by major arterial streets where a building scale of 3 to 16 stories is desired" (DZC Section 7.2.2.2.E). The intersection adjacent to this site is served by a major arterial street, but the property is on a local street in an area served by nearby transit station. The proposed zoning is consistent with the zone district purpose and intent statements.

6. Additional Review Criteria for Rezoning to PUD District

Section 12.4.10.9 of the Denver Zoning Code sets forth additional review criteria for proposed PUD rezoning including:

- The PUD District is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6 (Planned Unit Development) of this Code

- The subject property is unique both in terms of the location of a healthy industrial land use in close proximity to a transit station and the area plan recommendations to maintain the existing industrial land use. In addition, the topographical barriers to development of the property present unique circumstances. On both the north and west sides of the property there is no possibility of direct access to the property because of the severe grade change of Alameda Avenue and the location of the railroad and light rail tracks west of the property which limits access to the property to one street. Finally, the existing industrial structure, which is of masonry construction similar to many Baker structures, has a scale, on-street entry and level of transparency that is compatible with the pedestrian-friendly vision for the station area. To accommodate existing Plan recommendations anticipating transition of the area to transit-oriented development while maintaining the existing industrial land use, a customized zoning approach is needed.
- The PUD District and the PUD District Plan comply with all applicable standards and criteria stated in Division 9.6
 - The General PUD complies with all standards and criteria stated in Division 9.6.
- The development proposed on the subject property is not feasible under any other zone district and would require an unreasonable number of variances or waivers and conditions
 - The General PUD District is necessary because the existing C-MX-16 zone district does not allow the existing industrial use. The PUD is proposed to accommodate both future developments as the area transitions to transit-oriented development and maintaining the existing land use consistent with adopted plans.
- The PUD District, the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property
 - The General PUD District utilizes the C-MX-16 building forms and use list to ensure land uses, building height and siting, and ground story activation are compatible with the surrounding properties and with the future vision of transit-oriented development. The PUD adds an allowance for maintaining the existing industrial land use and Alameda Avenue setback.
- The PUD District, the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan
 - The General PUD District utilizes modified building forms and standards to achieve the vision established in adopted plans.

Staff Recommendation

Based on the analysis set forth above, CPD staff finds that the application for rezoning the property located at 301 South Cherokee to a PUD G-13, UO-2 zone district meets the requisite review criteria. Accordingly, staff recommends *approval*.

Attachments

1. Application
2. PUD District Plan
3. 2 letters

Zone Map Amendment (Rezoning) for PUD - Application and Overlay District

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	Mark Evenstad / USL Pharma Inc	Representative Name	Councilman Chris Nevitt
Address	6701 Evenstad Drive	Address	1437 Bannock Street, #494
City, State, Zip	Maple Grove, MN 55369	City, State, Zip	Denver, CO, 80202
Telephone	763-315-2010	Telephone	720-337-7777
Email	Mark.Evenstad@Upsher-Smith.com	Email	Chris.Nevitt@Denvergov.org
*If More Than One Property Owner: All official map amendment applications for a PUD District shall be initiated by all the owners of the entire land area subject to the rezoning application, or their representatives authorized in writing to do so.		**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.	
Please attach Proof of Ownership acceptable to the Manager for all property owners, 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.			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	301 South Cherokee Street (Alameda & South Cherokee Street)		
Assessor's Parcel Numbers:	0515301016000, 0515302011000, 0515300045000		
Area in Acres or Square Feet:	225,150sf		
Current Zone District(s):	I-B, UO-2 & C-MX-16, UO-2		
PROPOSAL			
Proposed Zone District: PUD-G 13	<input checked="" type="checkbox"/> General PUD	<input type="checkbox"/> Detailed PUD	
Proposing SubAreas:	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
Intent of PUD:	Please see the PUD section under the "Review Criteria" attachment		
Standard Zone District: Please list the zone district(s) on which the PUD will be based:	C-MX-16		
Deviations from Standard Zone District: Please provide a list of proposed deviations and an explanation of why the deviation is needed. Please provide as an attachment if necessary:	Deviation	Why deviation is necessary	
	Addition of general manufacturing, fabrication, and assembly land use	To continue an existing use	
Proposed Overlay District	UO-2		

REVIEW CRITERIA	
<p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.13</p>	<p><input checked="" 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 checked="" 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 checked="" 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. 12.4.10.14</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 checked="" type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that rezoning 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 checked="" 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>
<p>Additional Review Criteria for Rezoning to PUD District: The proposal must comply with all of the additional review criteria DZC Sec. 12.4.10.15</p>	<p><input checked="" type="checkbox"/> The PUD District is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6 (Planned Unit Development).</p> <p><input checked="" type="checkbox"/> The PUD District and the PUD District Plan comply with all applicable standards and criteria station in Division 9.6.</p> <p><input checked="" type="checkbox"/> The development proposed on the subject property is not feasible under any other Zone Districts, and would require an unreasonable number of variances or waivers and conditions.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms, or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan (e.g., through decreases in building height; through significant distance or separation by rights-of-way, landscaping or similar features; or through innovative building design).</p> <p>Please provide an attachment describing how the above criteria are met.</p>



REZONING GUIDE

Rezoning Application for PUD Page 3 of 3

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

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

Please identify any additional attachments provided with this application:

- Written Authorization to Represent Property Owner(s)
- Deviations from Standard Zone District

Please list any additional attachments:

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 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
Mark Evenstad	301 S. Cherokee Street Denver, CO 80223 (763) 315-2009 Terri.Johnson@upsher-smith.com	100%	<i>Mark Evenstad</i>	3/27/2015	(B)	YES

Last updated: June 20, 2014

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

301 South Cherokee Review Criteria:

I. Adopted Neighborhood Plan:

- a. The adopted Alameda Station Area Plan discusses highlights the importance of workforce development and providing employment opportunities in and around the station. Specifically, the Alameda Station Area Plan notes:
 - i. *“Increase the amount of offices in the station area to create an employment center and diversify business types. North and south of Exposition Avenue is an ideal location for office uses to build upon the established employment base of existing larger scale office uses and proximity to the Broadway Station. Directly at the Alameda Station platform is also a location for office uses. Consider family-wage jobs and nontraditional employment opportunities to accommodate a greater range in the work force”* (Alameda Station Area Plan, Land Use & Urban Design, Recommendation 2, Office/Employment Destination, pp 11).
 - ii. *“The west side of the Planning Area is an important industrial/employment area in the city. This area should continue to offer light manufacturing, warehousing, office and other employment base”* (Alameda Station Area Plan, Land Use & Urban Design, Recommendation 4, Industrial, pp 11).

II. Justifying Circumstance:

- a. Upsher-Smith Pharmaceuticals, the current property owner, intends to expand the footprint of their building. This expansion includes both office and pharmaceutical manufacturing uses. After the Citywide zoning code update in 2010, the pharmaceutical manufacturing use became “non-conforming” and the manufacturing use was subsequently grandfathered into the property. However, the current zone district of C-MX-16, UO-2 does not allow for an expansion of building, because of the current non-confirming status of its use.
- b. Councilman Nevitt is proposing to rezone this property into to a PUD that allows “General Manufacturing, Fabrication, and Assembly” use, while maintaining the C-MX-16 building form and scale standards. This new PUD will allow Upsher-Smith to expand both their pharmaceutical manufacturing and office uses, and ensures that future new structures will be built in character with surrounding Mixed Use building form standards. Upsher-Smith provides numerous well paying, clean-tech pharmaceutical jobs, and their presence in Denver is important to our employment base – especially the employment in and around Alameda Station. Allowing them to expand on their current site can potentially provide more jobs, and encourage the company to preserve their operations in Denver.

III. Neighborhood Context:

- a. This property is located with the existing “Urban Neighborhood Context” of the Denver Zoning Code. The “Urban Neighborhood Context” is primarily characterized by single-unit and two-unit residential uses. Small-scale multi-unit residential uses and commercial areas are typically embedded in residential areas. Single-unit residential structures are typically Urban House forms. Multi-unit building forms are typically Row House forms embedded with other residential building forms. Commercial buildings are typically Shop front and General forms that may contain a mixture of uses within the same building. Single- and two-unit residential uses are primarily located along local and residential arterial streets. Multi-unit residential uses are located along local streets, residential and mixed use arterials, and main streets. Commercial uses are primarily located along mixed-use arterial or main streets but may be located at or between intersections of local streets.

IV. PUD:

- a. The intent of the PUD is to implement the Alameda Station Area Plan and Baker Neighborhood Plan by creating a diverse employment center with an existing industrial land use. The proposed PUD would simply allow the “General, Manufacturing, Fabricating and Assembly” use on the property in order to allow the property owner to continue their current pharmaceutical manufacturing use, while also allowing them to expand their warehouse and office operations. The PUD would preserve the form, context, and other applicable uses under the current C-MX-16 zone district. A PUD is needed on this property since the “General, Manufacturing, Fabrication and Assembly” use is currently not allowed in the C-MX zone district. The combination of the Mixed Use building form standards with the existing industrial land use is a unique circumstance of the Alameda Station area justifying the use of a PUD zone district. However, as mentioned above, the current property owner’s manufacturing use has been grandfathered in since the most recent zoning code update in 2010.

ASSISTANT SECRETARY'S CERTIFICATE

I, Joel H. Green, do hereby certify that I am the duly elected and qualified Assistant Secretary of USL Pharma, Inc. (the "**Corporation**"), and that the following is a true and correct copy of the resolution duly adopted by the Board of Directors effective as of the 15th day of December 2014 of said organization pursuant to the requirements of the Bylaws of said corporation and that such resolutions have not been amended or revoked and are now in full force and effect:

ELECTION OF OFFICERS

FURTHER RESOLVED, that effective immediately the following persons are hereby elected as the officers of the Company to serve until their successor(s) are duly elected and qualified:

Mark B. Evenstad	- Chairman, Chief Executive Officer, President and Secretary
Chad J. Martinson	- Chief Financial Officer and Treasurer
Joel H. Green	- Assistant Secretary

IN WITNESS WHEREOF, I have executed this Assistant Secretary's Certificate as of the 19th day of March, 2015.

USL PHARMA, INC.
a Minnesota Corporation

By: Joel H. Green
Joel H. Green
Its: Assistant Secretary

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

USL PHARMA, INC.

is an entity formed or registered under the law of **Minnesota** has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20011160440.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 03/17/2015 that have been posted, and by documents delivered to this office electronically through 03/19/2015 @ 09:08:59.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 03/19/2015 @ 09:08:59 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 9129506.



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."

CERT_GS_F Revised 08/20/2008

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

APL 20011160440
CERTIFICATE OF TRADE NAME

Form 135 Revised July 1, 2002

Filing fee: \$10.00

Deliver to: Colorado Secretary of State
Business Division

1560 Broadway, Suite 200

Denver, CO 80202-5169

This document must be typed or machine printed.

Copies of filed documents may be obtained at www.sos.state.co.us

20021237867 M
\$ 10.00
SECRETARY OF STATE
08-28-2002 14:46:02

ABOVE SPACE FOR OFFICE USE ONLY

Pursuant to § 7-71-101(2), Colorado Revised Statutes (C.R.S.), the individual named below causes this certificate regarding a trade name to be delivered to the Colorado Secretary of State for filing, and states as follows:

1. The entity name is: USL Pharma, inc. NCS
(as shown on the records of the Secretary of State)
organized under the laws of Minnesota (state or country)
2. The location of its principal office is: 14905 23rd Avenue North, Minneapolis, MN 55447-4709
(must be a complete address, including zip)
3. The name (other than its own entity's name) under which the business is transacted is: Upsher-Smith Laboratories, Inc.
4. A brief description of the kind of business transacted under the trade name is: Manufacturer of Generic Pharmaceuticals (prescription and controlled substances).
5. The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are: Daniel J. Grieser, General Manager, 301 South Cherokee Street, Denver, Colorado 80223-2114

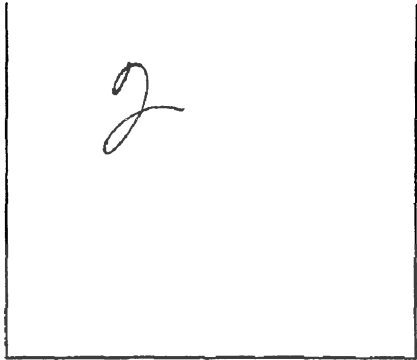
OPTIONAL. The electronic mail and/or Internet address for this entity is/are: e-mail karen.kartes@upsher-smith.com Web site _____
The Colorado Secretary of State may contact the following authorized person regarding this document:
name Karen L. Kartes address USL Pharma, inc., 301 South Cherokee Street, Denver, CO 80223-2114
voice 303-733-7207 X330 fax 303-698-1005 e-mail karen.kartes@upsher-smith.com

Disclaimer: This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

MR

SPECIAL WARRANTY DEED

THIS DEED, Made this 17th day of August, 2001 between Rosemont Pharmaceutical Corporation, a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, ("Grantor") and USL Pharma, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Minnesota.



Whose legal address is: 14905 23rd Avenue North Minneapolis, MN 55447

of the County of Hennepin, State of Minnesota, ("Grantee):

WITNESSETH, That the Grantor, for and in consideration of the sum of TEN AND NO/100 DOLLARS, (\$10.00), the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell convey and confirm, unto the Grantee, its heirs, successors and assigns forever, all the real property together with improvements, if any, situate, lying and being in the County of Denver, State of Colorado, described as follows:

SEE EXHIBIT A ATTACHED HERETO

Subject to all matters of record, liens of taxes not yet due and payable and matters shown by that certain survey of the property dated August 13, 2001, Job No. 01044, prepared by Mountain Surveying & Mapping, Inc., certified by Michael D. Heimbeck, Registered Land Surveyor No. 17488.

TOGETHER with all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or equity, of, in and to the above bargained premises, with hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above bargained and described, with the appurtenances, unto the Grantee, its heirs, successors and assigns forever. The Grantor for itself, its successors and assigns does covenant and agree that it shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of the Grantee, its heirs, successors and assigns, against all and every person or persons claiming the whole or any part thereof, by, through or under the Grantor.

The singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the Grantor has caused its corporate name to be hereunto subscribed by its Vice-President and its corporate seal to be hereunto affixed, the day and year first above written.

Rosemont Pharmaceutical Corporation

By: [Signature]
Name: Andre Groenewegen
Its: Vice President



STATE OF COLORADO)
) ss.
COUNTY OF Denver)

The foregoing instrument was acknowledged before me this 17th day of August 2001 by Andre Groenewegen, Vice President of Rosemont Pharmaceutical Corporation.
Suzanne R. Killmer
My Commission Expires: 8-22-2004
Notary Public



2001141846 2001/08/21 16:17:02 1/ 2 WD
DENVER COUNTY CLERK AND RECORDER 10.00
143.48 SMP

D.F
143-48

301 South Cherokee Street

Exhibit A
Legal Description

A parcel of land being a part of Block 53 and 54, First Addition to the Byers Subdivision, and a part of vacated West Nevada Place. Located in part of the Northwest Quarter of Section 15, Township 4 South, range 68 west of the 6th Principal Meridian, City and County of Denver, Colorado, being more particularly described as follows:

Beginning at the Northeast corner of said Block 53;

Thence S00°24'57"W along Easterly line of said Block 53, and a portion of Block 54, being the Westerly Right-of-Way line of South Cherokee Street, a distance of 460.69 feet;

Thence N 89°34'01"W along a line being 135.00 feet Southerly of and parallel with the Northerly line of said Block 54 a distance of 116.41 feet;

Thence continuing N89°34'01"W, along the Southerly line of a parcel of land described in Reception No. 2004137125 filed at Denver County Clerk and Recorder's Office, distance of 32.50 feet;

Thence N22°10'06"W along the Westerly line of land described in said Reception No. 2004137125, a distance of 29.19 feet;

Thence N89° 34'01"W a distance of 190.69 feet to the Westerly line of said Block 54;

Thence continuing N89°34'01"W a distance of 66.82 feet;

Thence along the arc on a non-tangent curve to the right being a Westerly line of land described in Instrument No. 9500130425 filed at Denver County Clerk and Recorder's Office having a central angle of 04°19'16", a radius of 2755.15 feet, a chord bearing of N24°49'30"W, a chord distance of 207.74 feet, and an arc length of 207.79 feet;

Thence N22°39'49"W continuing along the Westerly line of land described in said Instrument No. 9500130425, a distance of 266.82 feet;

Thence S89°36'26"E a distance of 75.53 feet to Northwesterly corner of Block 53, said point also being on the Southerly Right-of-Way line of West Alameda Avenue.

Thence S89°36'26"E along the Northerly line of said Block 53 and said Southerly Right-of-Way, a distance of 535.28 feet to the Point of Beginning, City and County of Denver, State of Colorado.

CITY COUNCIL
City and County of Denver



Chris Nevitt

Councilman – District 7

Email: Chris.Nevitt@DenverGov.org

City & County Building • Room 451

Denver, Colorado • 80202

720-865-8900 FAX: 720-865-8903

May 6th, 2015
Denver Planning Board
201 W. Colfax Avenue
Denver, CO 80202

Re: Application #2014I-00095, 301 South Cherokee Street

Dear Members of the Denver Planning Board,

As the Councilmember sponsor of this rezoning application, I ask for your support in recommending this item to Denver City Council for approval. Unfortunately, I am out of the country so please accept my apologies for not being in front of you in person to offer these comments.

This rezoning corrects a minor but suddenly seriously impactful oversight associated with our City-wide rezoning in 2010. Prior to 2010, this property was included in the scope of the Alameda Station Area Plan. Our long-term vision for redevelopment in this area involved substantial increases in density, with a focus on both residential and employment uses next to the station. With the 2010 City-wide rezoning, and with my strong support, this property and others immediately adjacent to the light rail station were re-zoned from industrial to C-MX to “set the table” for any future private investments to realize our plan vision, while continuing to accommodate existing uses.

The owner of this particular property is Upsher-Smith Pharmaceuticals, which has been manufacturing pharmaceutical products at this site for decades and provides high-wage employment to a large number of people. While redevelopment of this property may occur at some point in the future, the current use of a clean-technology, high-wage, primary goods employer located adjacent to transit is entirely consistent with our station area plan goals.

Unfortunately – and here’s where the “minor but suddenly seriously impactful oversight” comes in – while the new S-MX, E-MX, and U-MX zone districts all included manufacturing in their use table, the new C-MX districts did not. In short, through the course of the enormous and enormously complex exercise of rezoning the entire City to a new Zoning Code, we made Upsher-Smith’s operation a non-conforming use.

This had no bearing, of course, in the subsequent years of Upsher-Smith’s continued operation. But in planning for some minor alterations and additions to their facility, it suddenly became apparent that their new zoning would prohibit it. Given the enormously long lead-times involved in securing FDA approval of new pharmaceutical facilities, this situation poses a potentially fatal problem for a very valued Denver

employer – a problem not of their own making, but perhaps mine. Hence my sponsorship of this rezoning.

CPD staff will explain the choice of a PUD as the solution to this problem. Despite my general skepticism of new PUDs, I agree with CPD's reasoning in this case and support the PUD solution.

Thank you for your consideration of this rezoning application, and I encourage you to recommend its approval to Denver City Council.

Sincerely,

A handwritten signature in black ink, appearing to read "Chris Nevitt", with a long horizontal line extending to the right.

Chris Nevitt
Denver City Councilman, District 7

UPSHER-SMITH

Pharmaceuticals Since 1919

May 1, 2015

Denver Planning Board
201 W. Colfax Avenue
Denver, CO 80202

Re: Application #2014I-00095, 301 South Cherokee Street

Dear Members of the Denver Planning Board,

This letter is intended to re-affirm Upsher-Smith's strong support of the pending rezoning proposal for our property at 301 S. Cherokee Street. We have been working closely with Councilman Nevitt's office in preparation of this application and are very appreciative of his leadership in sponsoring this important initiative.

It is important from a business perspective that we can look to the future and be assured of our ability to respond to opportunities and changes in the marketplace, without uncertainty of future permit approvals due to the "non-confirming use" issue.

Thank you for your time in consideration of this application and I would appreciate your recommendation of approval to the Denver City Council.

Kind Regards,

UPSHER-SMITH LABORATORIES, INC.



Robert Clark
Vice President, Operations

UPSHER-SMITH LABORATORIES, INC.

6701 EVENSTAD DRIVE, MAPLE GROVE, MN USA 55369-6026
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www.upshe-smith.com

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