



TO: Denver City Council
FROM: Brandon Shaver, Senior City Planner
DATE: August 27, 2020
RE: Official Zoning Map Amendment Application #2019I-00176
2520 Wewatta Way & 2901 Broadway
Rezoning from C-MX-16, DO-7 & C-MX-8, DO-7 to C-MX-8, DO-7 and C-MX-16, DO-7

Staff Report and Recommendation

Based on the criteria for review in the Denver Zoning Code, Staff recommends **approval** for Application #2019I-00176.

Request for Rezoning

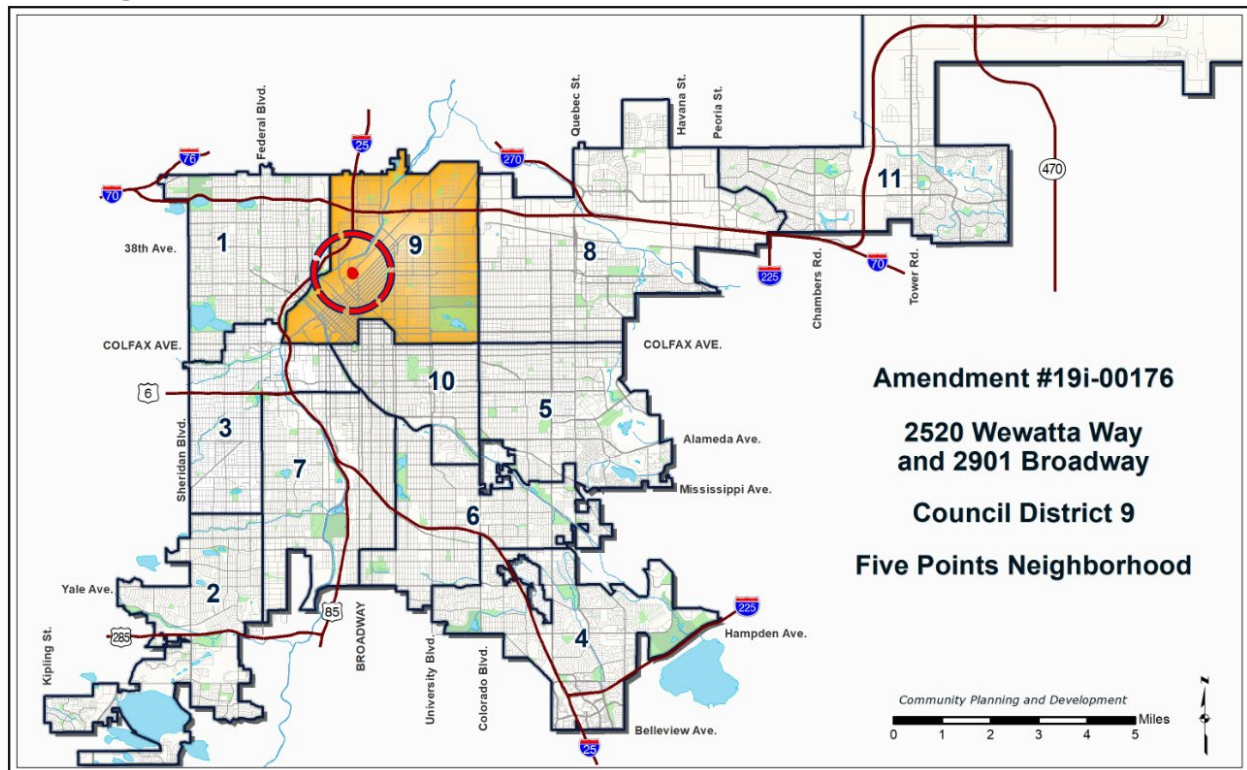
Address: 2520 Wewatta Way & 2901 Broadway
Neighborhood/Council District: Five Points / Council District 9
RNOs: Inter-Neighborhood Cooperation (INC), RiNo Art District, UCAN, Northeast Denver Friends & Neighbors (NEDFANS), Elyria Swansea/Globeville Business Association, Center City Denver Residents Organization, Rio Norte, Denver Arts and Culture Initiative
Area of Property: 170,431 square feet or 3.91 acres
Current Zoning: C-MX-16, DO-7 and C-MX-8, DO-7
Proposed Zoning: C-MX-8, DO-7 and C-MX-16, DO-7
Property Owner(s): DENARGO BROADWAY III LLC & BW-2901 LAND LP
Owner Representative: Eric McDaniel

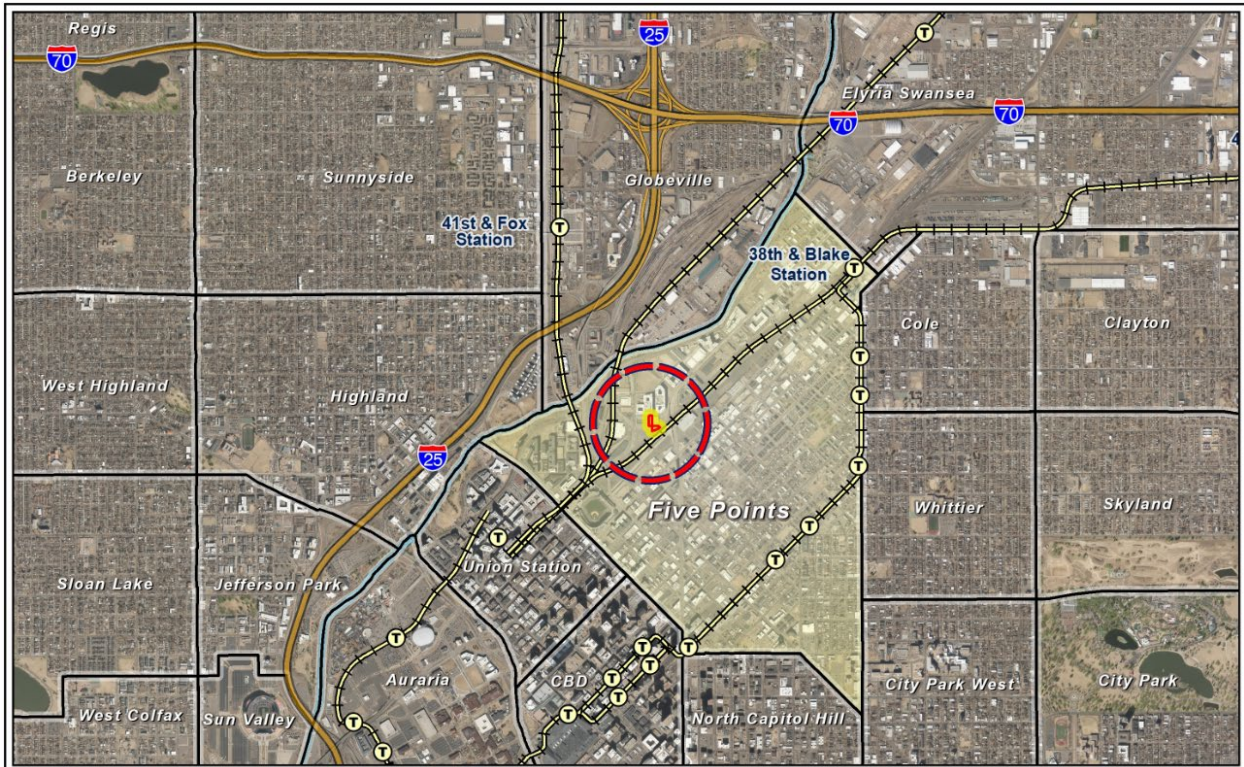
Summary of Rezoning Request

- The property is in the Five Points statistical neighborhood near the southeast corner of Denargo Street and Wewatta Way.
- The property at 2520 Wewatta Way owned by Denargo Broadway III LLC contains an 8-story multi-unit residential structure with street level retail/restaurant space currently under construction. The property at 2901 Broadway owned by BW-2901 LAND LP is currently vacant.
- The applicant is requesting this rezoning to align the zone districts and zone lots with the recently reconfigured ownership parcels.
- The northwest area of 13,736 square feet at 2520 Wewatta Way currently zoned C-MX-16 DO-7 would be rezoned to C-MX-8 DO-7.
- Concurrently, the southeast area of 13,278 square feet at 2901 Broadway currently zoned C-MX-8 DO-7 would be rezoned to C-MX-16 DO-7.
- The vacant property at 2901 Broadway is freight-rail adjacent and has underwent a concept review with Development Services. Impacts to the project based on rail proximity will be evaluated as part of the site development plan (SDP) process.

- The proposed zone districts, C-MX-8, DO-7, and C-MX-16, DO-7, can be summarized as follows (see map below illustrating proposed zone district):
 - The C-MX-8 zone district stands for Urban **C**enter, **M**ixed Use, with a maximum height of **8** stories. The C-MX zone districts are mixed-use zone districts that allow a wide range of residential and commercial uses with minimum build-to and increased transparency requirements intended to promote active pedestrian areas on public streets. The C-MX-8 zone district allows up to 8 stories and 110 feet in building height.
 - The C-MX-16 zone district stands for Urban **C**enter, **M**ixed Use, with a maximum height of **16** stories. The C-MX zone districts are mixed-use zone districts that allow a wide range of residential and commercial uses with minimum build-to and increased transparency requirements intended to promote active pedestrian areas on public streets. The C-MX-16 zone district allows up to 16 stories and 200 feet in building height.
 - The River North Design Overlay (DO-7) is intended to promote high-quality design, a human scale that promotes vibrant pedestrian-oriented streets, and multi-modal transportation options. These design standards mandate a higher design quality and street level activation than the C-MX base zone district and the overlay would apply to entire subject site.
 - Further details of the requested zone district(s) can be found in the proposed zone district section of the staff report (below) and in Articles 7 and 9 of the Denver Zoning Code (DZC).

Existing Context



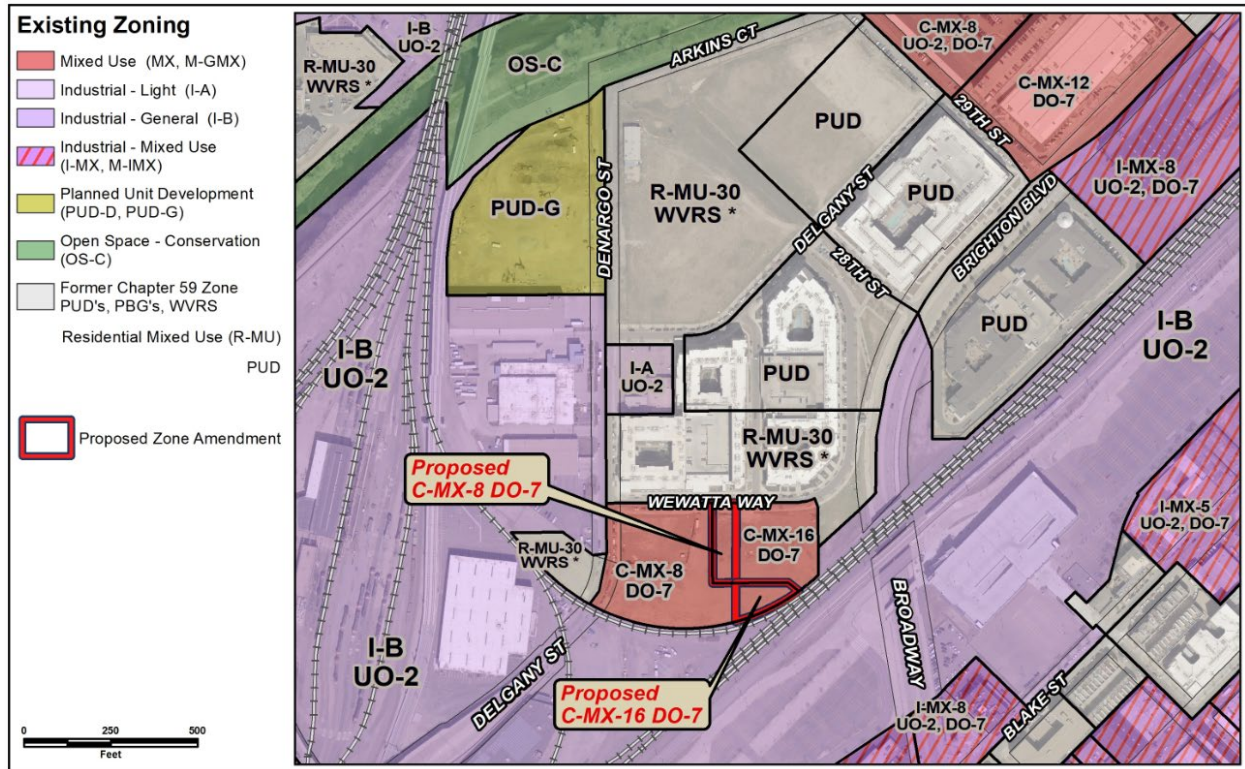


The subject property is located within the Five Points statistical neighborhood, just outside the ½ mile walkshed of Denver Union Station. Significant public and private reinvestment in recent years suggest this area is continuing to transition from an industrial area into a dynamic urban center. The subject site has approximately 560 feet of frontage along Wewatta Way and has lot depths ranging from approximately 210 feet to 325 feet. It is located immediately southeast of the intersection of Denargo Street and Wewatta Way and north of the major intersection of Delgany Street and Park Avenue West. In addition to being within walking distance of the commuter rail station, the subject property is served by RTD bus routes 8, 38 and various express routes along Park Avenue West and route 48 on Broadway.

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 | C-MX-8, DO-7 and C-MX-16, DO-7 | 2520 Wewatta Way: multi-unit residential and retail/restaurant under construction. 2901 Broadway: vacant | 2520 Wewatta Way: 8-story apartment building under construction with minimal setbacks and consistent build-to along the street level. 2901 Broadway: N/A | The Denargo Market area is cut off by railroads on two sides and the South Platte on another. Major street connections are provided to Park Ave. and Broadway/Brighton Blvd. The block pattern is irregular. Vehicle parking is provided in structures for new residential buildings and in surface lots for industrial uses. |
| North | R-MU-30 with waivers and conditions | Multi-unit residential | One 5-story apartment building and one 4-story apartment building both with minimal setbacks and consistent build-to along the street level | |
| South | I-B, UO-2 | Vacant | N/A | |
| East | I-B, UO-2 | Vacant, railroad | Large surface parking lot across the Union Pacific and RTD rail lines | |
| West | I-B, UO-2 and R-MU-30 with waivers and conditions | Industrial and vacant; multi-unit residential and retail/restaurant under construction | Small 1-story warehouse building; -story apartment building under construction with minimal setbacks and consistent build-to along the street level | |

1. Existing Zoning

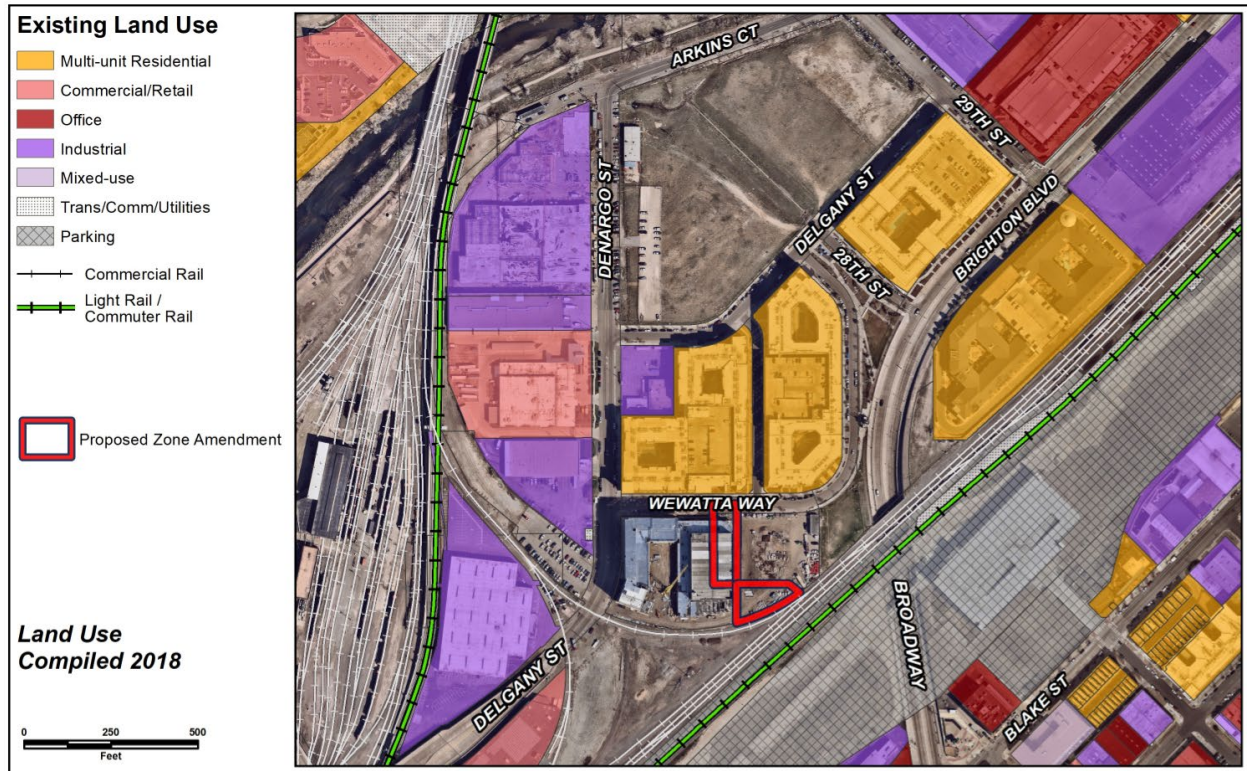


The existing zoning on the subject property is C-MX-8, DO-7, and C-MX-16, DO-7, which are commercial mixed-use districts allowing up to 8 or 16 stories and 110 or 200 feet in height, respectively. Both zone districts allow primary structures in the Town House, General and Shopfront building forms. A broad range of commercial, residential, and civic uses are allowed.

2. Urban Design Standards and Guidelines

The Cypress Development of the Denargo Market Urban Design Standards and Guidelines, adopted in 2008, apply to development on the majority of this site. The document is concerned with site design, building design, signs, landscaping, and streetscape. The standards and guidelines apply to the area within the Denargo Market GDP and are intended to “create a diverse mixed-use urban area, celebrate the public realm, protect and enhance the environment, reconnect with the community, be a good neighbor, and create a collaborative process.” The standards and guidelines are enforced by Community Planning and Development through the development review process. They will apply to the majority of this property regardless of whether this rezoning application is approved. For the portion of the site not contained within the DSG boundary, Community Planning and Development is concurrently amending the DSG document to include the entirety of the subject property. A public hearing for this amendment is scheduled for July 22, 2020. The amendments would then be approved by the Manager of Community Planning and Development prior to the City Council public hearing for this rezoning.

3. Existing Land Use Map



4. Existing Building Form and Scale



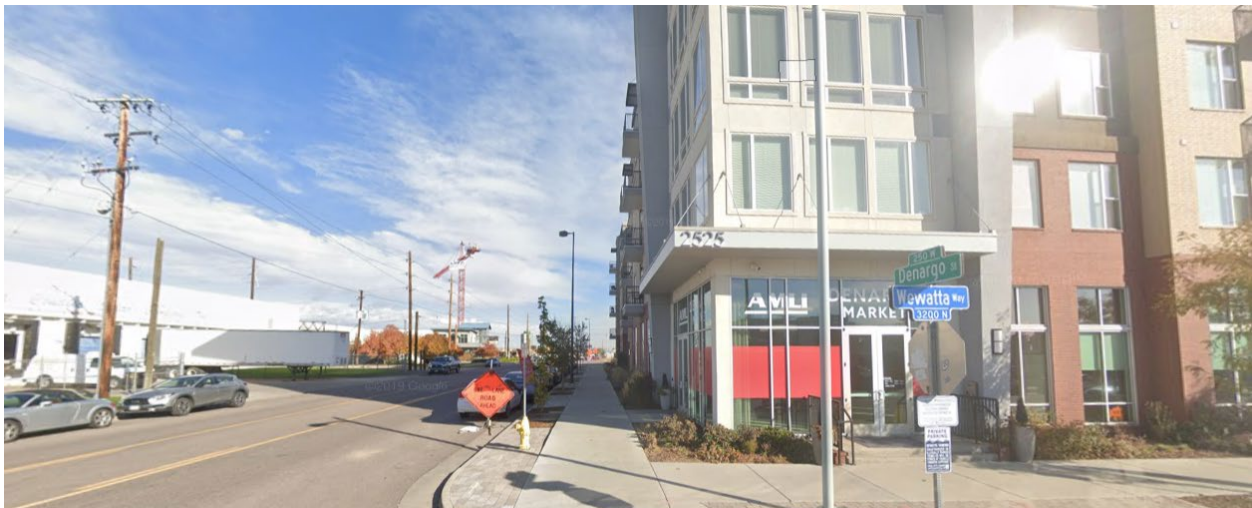
Site - Aerial view, looking north taken June 2017 (Source: Google Maps)



Site - from Wewatta Way (Source: Google Maps)



Site – from Denargo Street (Source: Google Maps)



North – from Denargo Street (Source: Google Maps)



East – from Wewatta Way (Source: Google Maps)



South – from Denargo Street (Source: Google Maps)



West – from Denargo Street (Source: Google Maps)

Proposed Zoning

C-MX-8 and C-MX-16 Zone Districts

The requested C-MX-8 and C-MX-16 zone districts have a maximum height, in feet, of 110 and 200 feet with allowable encroachments. A variety of mixed residential and commercial uses are allowed. For additional details regarding building form standards in the C-MX-8 and C-MX-16 zone districts, see DZC Section 7.3.3.4.

DO-7 (River North Design Overlay)

The River North (RiNo) Design Overlay addresses a variety of urban design objectives. Per DZC Section 9.4.5.11, the purpose of the overlay district is to promote high quality design, a human scale that promotes vibrant pedestrian-oriented streets, and multi-modal transportation options. Specifically, the overlay addresses build-to requirements, residential setbacks, parking location and access, and building design such as mass reduction and transparency. The DO-7 sets forth the following requirements in addition to any base DZC zone district:

- A 16-foot minimum street level height;
- 50% transparency along primary streets (compared to 40% in the C-MX zone districts) and 40% transparency along side streets (compared to 25% in the C-MX zone districts); and
- For lots over 18,750 square feet in area or wider than 150 feet, 70% of all street level building frontages on Primary Streets must be occupied by street level nonresidential active uses. DZC Section 9.4.5.11.F.3 of the DO-7 overlay district defines street level nonresidential active uses by prohibiting several uses including all types of residential, Light Automobile Services, Mini-Storage Facilities, and Light Wholesale Trade or Storage.

Where standards in the DO-7 overlay zone district differ from standards in the C-MX-8 and C-MX-16 zone districts, the DO-7 zone district standards will apply.

The primary building forms allowed in the proposed zone districts are summarized below.

| Design Standards | C-MX-8, DO-7 (Proposed) | C-MX-16, DO-7 (Proposed) |
|---|--------------------------------|--------------------------------|
| Primary Building Forms Allowed | Town House; General; Shopfront | Town House; General; Shopfront |
| Height in Stories / Feet (max) | 8/110' | 16/200' |
| Primary Street Build-To Percentages (min) | 70% to 75%* | 70% to 75%* |
| Primary Street Build-To Ranges | 0' to 15'* | 0' to 15'* |
| Minimum Zone Lot Size/Width | N/A | N/A |
| Primary Street Setbacks (min) | 0' to 10'* | 0' to 10'* |
| Building Coverage | N/A | N/A |

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:

Development Services – Wastewater: Approved – See Comments

DES Wastewater approves the subject zoning change. The applicant should note that redevelopment of this site may require additional engineering including preparation of drainage reports, construction documents, and erosion control plans. Redevelopment may require construction of water quality and detention basins, public and private sanitary and storm sewer mains, and other storm or sanitary sewer improvements. Redevelopment may also require other items such as conveyance of utility, construction, and maintenance easements. The extent of the required design, improvements and easements will be determined during the redevelopment process. Please note that no commitment for any new sewer service will be given prior to issuance of an approved SUDP from Development Services. Denver

Department of Public Health and Environment: Approved – See Comments Below

An historical fill area exists on the site. DEH concurs with the rezoning request; however, fill material may be encountered during redevelopment that may require special handling and disposal as outlined in the materials management plan approved for the site. General Notes: Most of Colorado is high risk for radon, a naturally occurring radioactive gas. Due to concern for potential radon gas intrusion into buildings, DEH suggests installation of 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. If renovating or demolishing existing structures, there may be a concern of disturbing regulated materials that contain asbestos or lead-based paint. Materials containing asbestos or lead-based paint should be managed in accordance with applicable federal, state and local regulations. The Denver Air Pollution Control Ordinance (Chapter 4- Denver Revised Municipal Code) specifies that contractors shall take reasonable measures to prevent particulate matter from becoming airborne and to prevent the visible discharge of fugitive particulate emissions beyond the property on which the emissions originate. The measures taken must be effective in the control of fugitive particulate emissions at all times on the site, including periods of inactivity such as evenings, weekends, and holidays. Denver's Noise Ordinance (Chapter 36–Noise Control, Denver Revised Municipal Code) identifies allowable levels of noise. Properties undergoing Re-Zoning may change the acoustic environment, but must maintain compliance with the Noise Ordinance. Compliance with the Noise Ordinance is based on the status of the receptor property (for example, adjacent Residential receptors), and not the status of the noise-generating property. Violations of the Noise Ordinance commonly result from, but are not limited to, the operation or improper placement of HV/AC units, generators, and loading docks. Construction noise is exempted from the Noise Ordinance during the following hours, 7am–9pm (Mon– Fri) and 8am–5pm (Sat & Sun). Variances for nighttime work are allowed, but the variance approval process requires 2 to 3 months. For variance requests or questions related to the Noise Ordinance, please contact Paul Riedesel, Denver Environmental Health (720-865-5410). Scope & Limitations: DEH performed a limited search for information known to DEH regarding environmental conditions at the subject site. This review was not intended to conform to ASTM standard practice for Phase I site assessments, nor was it designed to identify all potential environmental conditions. In addition, the review was not intended to assess environmental conditions for any potential right-of-way or easement conveyance process. The City and County of Denver provides

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

Parks and Recreation: Approved – No Comments

Public Works – Surveyor: Approved – No Comments

Asset Management: Approved – No Comments

Public Review Process

| | Date |
|---|-----------------|
| CPD informational notice of receipt of the rezoning application to all affected members of City Council, registered neighborhood organizations, and property owners: | 11/25/19 |
| Amendments to Denargo Market Design Standards and Guidelines completed: | 5/20/20 |
| Property legally posted for a period of 15 days and CPD written notice of the Planning Board public hearing sent to all affected members of City Council, registered neighborhood organizations, and property owners: | 6/30/20 |
| Planning Board Public Hearing (voted 10-0 in favor) | 7/15/20 |
| CPD written notice of the Land Use, Transportation and Infrastructure Committee meeting sent to all affected members of City Council and registered neighborhood organizations, at least ten working days before the meeting: | 7/8/20 |
| Land Use, Transportation and Infrastructure Committee of the City Council meeting: | 7/21/20 |
| Property legally posted for a period of 21 days and CPD notice of the City Council public hearing sent to all affected members of City Council and registered neighborhood organizations: | 8/10/20 |
| City Council Public Hearing: | 8/31/20 |

Public Outreach and Input

- **Registered Neighborhood Organizations (RNOs)**
Letters of support have been received from Ballpark Collective and the RiNo Art District.
- **Other Public Comment**
As of the date of this report, staff has not received any written comments from the public pertaining to this application.

Criteria for Review / Staff Evaluation

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

DZC Section 12.4.10.7

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

DZC Section 12.4.10.8

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

1. Consistency with Adopted Plans

The following adopted plans currently apply to this property:

- *Denver Comprehensive Plan 2040*
- *Blueprint Denver (2019)*
- *River North Plan (2003)*

Denver Comprehensive Plan 2040

The proposed rezoning is consistent with many of the adopted *Denver Comprehensive Plan 2040* strategies, which are organized by vision element.

The proposed rezoning would allow for mixed-use development, while also enabling additional affordable housing units close to services and amenities. It is therefore consistent with the following strategies in the Equitable, Affordable and Inclusive vision element:

- Equitable, Accessible and Inclusive Goal 1 – *Ensure all Denver residents have safe, convenient and affordable access to basic services and a variety of amenities (p. 28).*
- Equitable, Affordable and Inclusive Goal 2 Strategy A - *Create a greater mix of housing options in every neighborhood for all individuals and families (p. 28).*

The proposed rezoning would enable mixed-use infill development at a location where services and infrastructure are already in place. The proposed C-MX-8 and C-MX-16 zoning allows a variety of uses including housing, retail services, and employment while the DO-7 overlay requires building forms

consistent with the desire for urban, walkable, mixed-use neighborhoods around transit, and is therefore consistent with the following strategies in the Strong and Authentic Neighborhoods vision element:

- Strong and Authentic Neighborhoods Goal 1, Strategy D – *Encourage quality infill development that is consistent with the surrounding neighborhoods and offers opportunities for increased amenities* (p. 34).
- Strong and Authentic Neighborhoods Goal 2, Strategy D – *Use urban design to contribute to economic viability, public health, safety, environmental well-being, neighborhood culture and quality of life* (p. 34).

Similarly, the land use pattern detailed in the previous paragraph is also consistent with the following strategies in the Environmentally Resilient vision element:

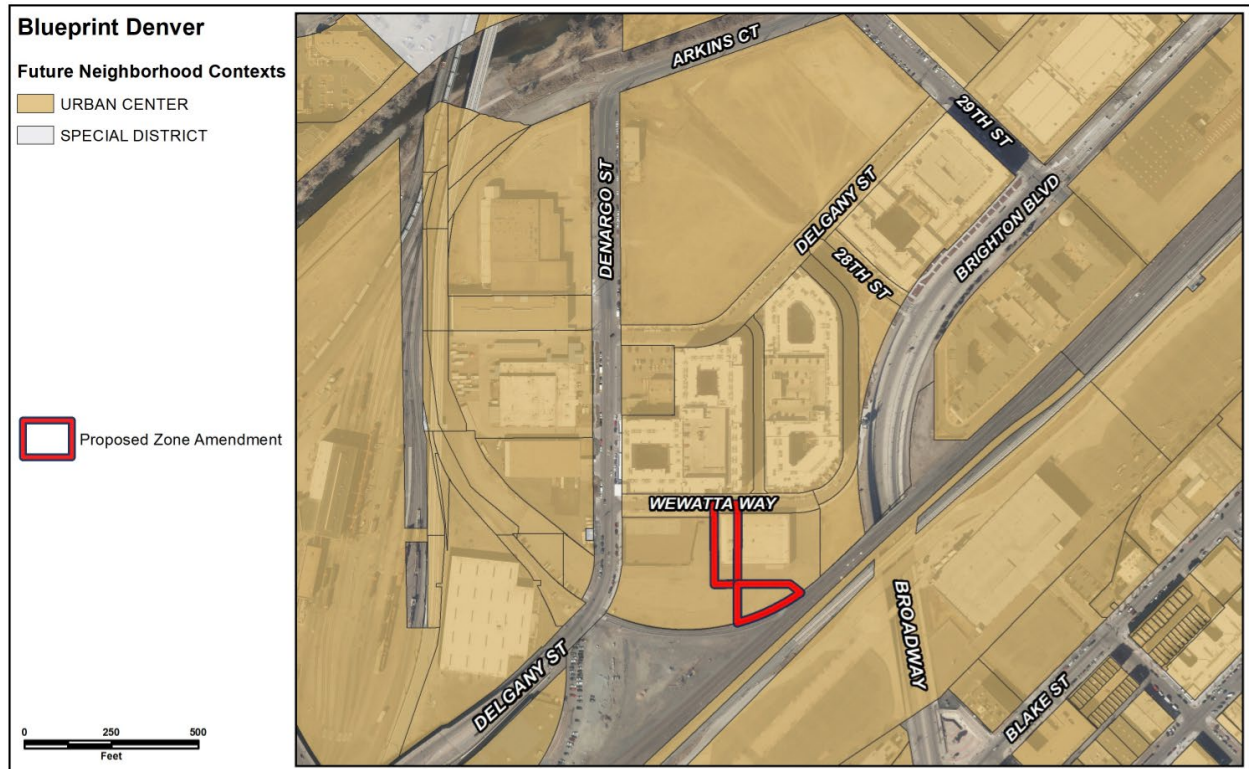
- Environmentally Resilient Goal 8, Strategy A- *Promote infill development where infrastructure and services are already in place* (p. 54).
- Environmentally Resilient Goal 8, Strategy B- *Encourage mixed-use communities where residents can live, work and play in their own neighborhoods* (p. 54).

The requested map amendment will continue the existing allowance for mixed-use development at an infill location where infrastructure is already in place. The requested C-MX-8 and C-MX-16 zone districts allow a variety of uses allowing residents to live, work and play in the area, therefore the rezoning is consistent with *Denver Comprehensive Plan 2040* recommendations.

Blueprint Denver (2019)

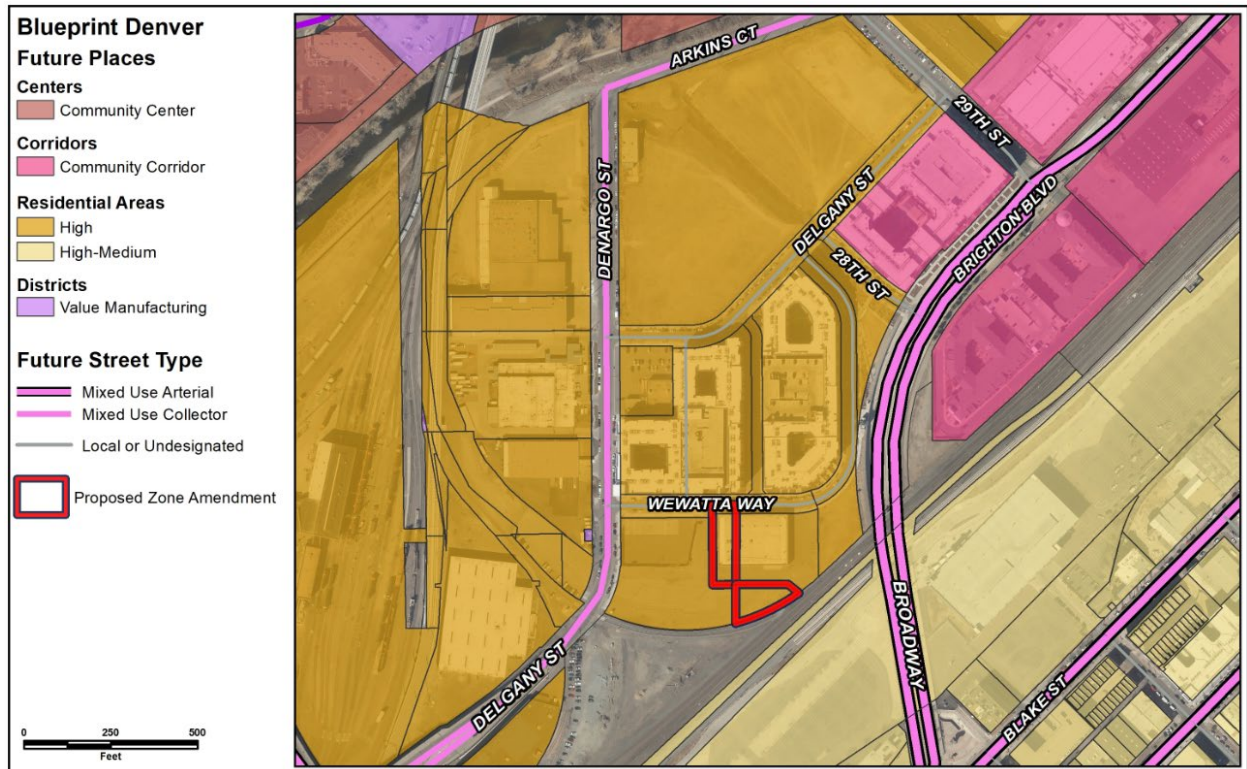
Blueprint Denver was adopted in 2019 as a supplement to *Comprehensive Plan 2040* and establishes an integrated framework for the city's land use and transportation decisions. *Blueprint Denver* identifies the subject property as part of a High Residential Area place within the Urban Center Neighborhood Context and provides guidance from the future growth strategy for the city.

Blueprint Denver Future Neighborhood Context



In Blueprint Denver, future neighborhood contexts are used to help understand differences in land use and built form and mobility options at a higher scale, between neighborhoods. The subject property is within the Urban Center Neighborhood Context. “This context contains high intensity residential and significant employment areas. Development typically contains a substantial mix of uses, with good street activation and connectivity” (p. 252). The proposed C-MX-8 and C-MX-16 zone districts are part of the Urban Center context and is “intended to promote safe, active, and pedestrian-scaled diverse areas through the use of building forms that clearly activate the public street edge” and “the Mixed-Use districts are focused on creating mixed, diverse neighborhoods” (DZC 7.2.2.1). Since the proposed districts allow a mix of uses and allowable building forms that contribute to street activation, the proposed rezoning to an Urban Center context is appropriate and consistent with the plan.

Blueprint Denver Future Places



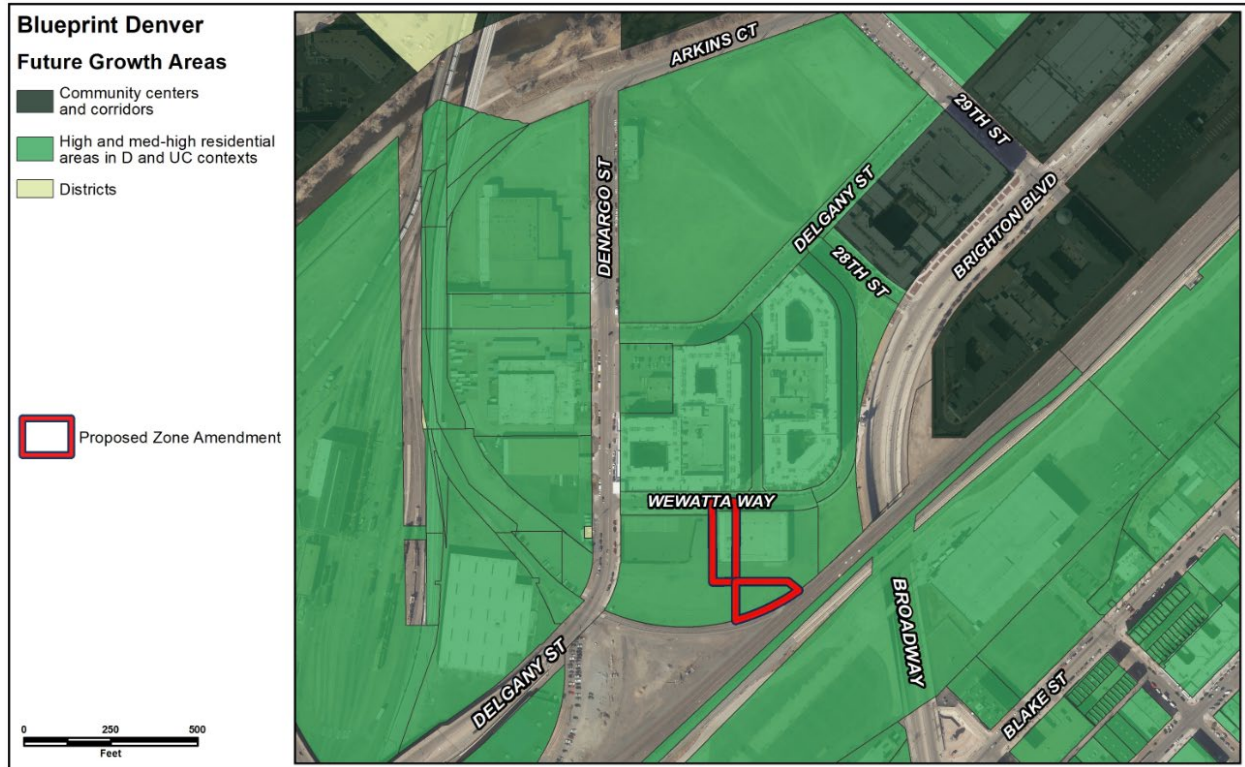
The Future Places map designates the subject property as High Residential Area. Blueprint Denver describes the aspirational characteristics of High Residential Areas in the Urban Center context as having a “high mix of uses throughout including many large-scale multi-unit residential uses. Commercial uses are prevalent. Buildings are the tallest of the residential places of this context. There is high lot coverage and shallow setbacks” (p. 260). Consistent with this guidance, the proposed C-MX-8 and C-MX-16 districts provide for a mix of uses and stringent building form standards that create an active street level presence. Given the High Residential height guidance in Blueprint Denver, the requested 8 and 16-story district heights are consistent with the surrounding context and appropriate for the High Residential guidance in this location.

Street Types

Blueprint Denver classifies Wewatta Way as a local or undesignated street. However, the subject property’s access to Denargo Street makes it an appropriate location for higher density development. While Broadway is also adjacent to the subject property, it can only be accessed from 28th Street, one block to the north. Denargo Street is classified as a Mixed-Use Collector. According to the plan, this street type supports a “varied mix of uses including retail, office, residential and restaurants. Buildings are pedestrian-oriented, typically multi-story, usually with high building coverage with a shallow front setback” (p. 159). The proposed C-MX-8 and C-MX-16 zone districts with the DO-7 design overlay would

allow a mix of residential and commercial uses at an intensity and orientation consistent with these street type classifications.

Growth Strategy



Blueprint Denver designates the subject property as part of a High Residential Area in an Urban Center neighborhood context. High and High-Medium Residential Areas in Downtown and Urban Center neighborhood contexts are anticipated to see 15% of new housing growth and 5% of new employment growth by 2040 (p. 50-51). Focusing growth in these areas 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 Denver (p. 49). The proposed map amendment to C-MX-8 and C-MX-16 will allow for continued residential and employment growth in a High Residential Area where it has been determined to be most appropriate. Therefore, the proposed rezoning is consistent with the Blueprint Denver growth strategy.

The proposed rezoning, with the inclusion of a design overlay, is also consistent with policies and strategies related to creating exceptional design outcomes in high-profile areas throughout Denver. "Mixed-use buildings should engage the street level and support pedestrian activity. The bulk and scale should be respectful of the surrounding character" (p. 102).

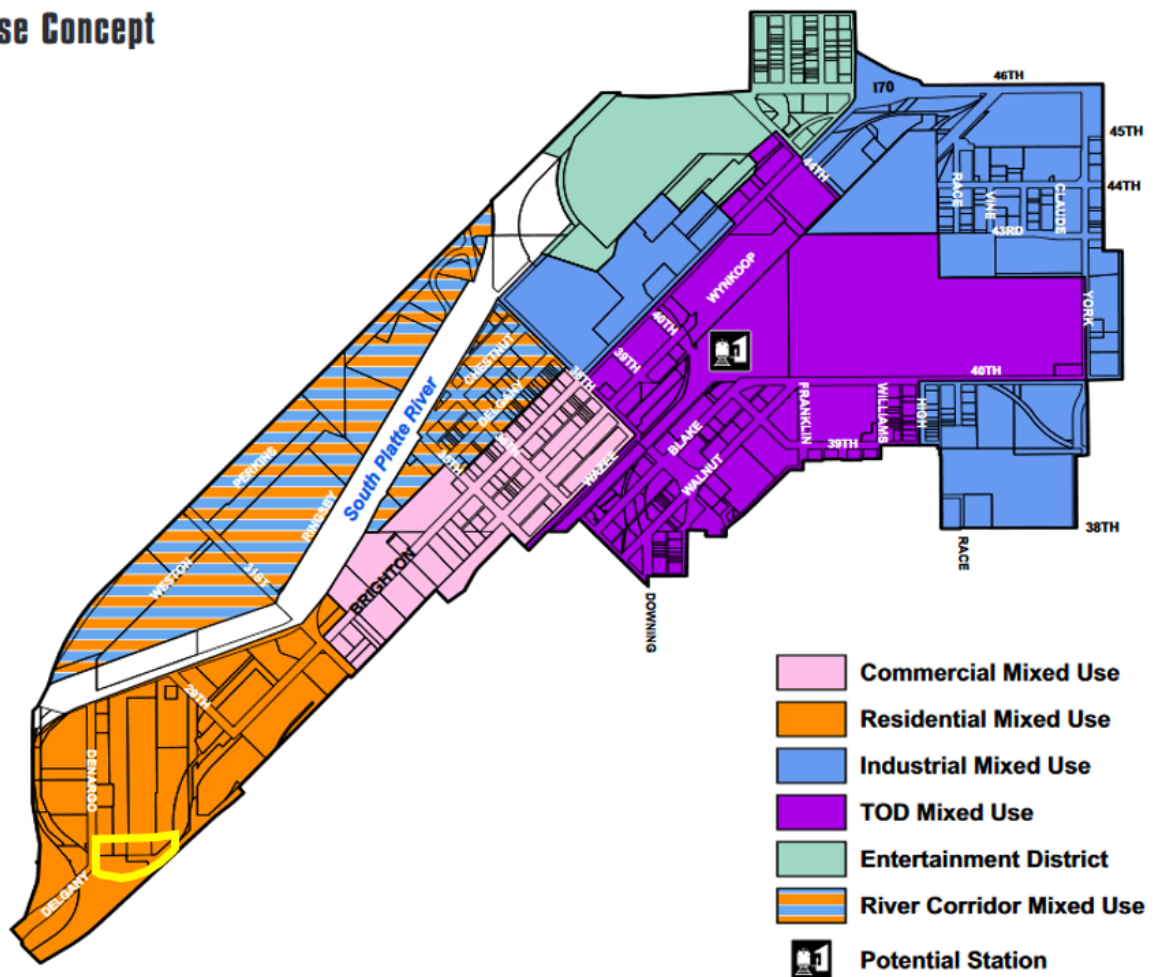
- Land Use & Built Form: Design Quality & Preservation Policy 3, Strategy D – *Use design overlays in limited areas to direct new development towards a desired design character unique to the*

area that cannot be achieved through other tools. Design overlays are most effective where a design vision has been articulated through a planning process (p. 102).

River North Plan (2003)

The River North Plan was adopted by City Council in 2003 and applies to the subject property. It designates the area Residential Mixed-Use and includes specific recommendations for the Denargo Market area, including “facilitate the redevelopment of the Denargo Market area into an exciting mixed-use community” (p. 59).

Land Use Concept



The plan recommends “Residential Mixed-Use zoning, Commercial Mixed-Use zoning, or a combination of both” for the Residential Mixed-Use areas (p. 84). The plan recommendations for the Denargo Market area are to “create a compact, mixed-use, pedestrian friendly development” and “ensure that urban design reinforces the pedestrian-oriented and transit-supportive character of the area and creates friendly and useable public spaces” (p. 76). The plan does not include specific building height recommendations, but suggests there should be “appropriate massing, scale, building heights and

building size for new development with height limits along the South Platte River” (p. 76). This site is not located along the river where such height limits would apply.

The proposed C-MX-8 and C-MX-16 zone districts would be consistent with the recommendations of the River North Plan by allowing a residential, office, and retail uses in a pedestrian-friendly form. The allowed 8 and 16-story maximum heights are appropriate for urban development near downtown. The design and build- to requirements of the C-MX-8 and C-MX-16 zone districts, in conjunction with the River North design overlay, would ensure an urban form compatible with a new, pedestrian-oriented development.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to C-MX-8, DO-7 and C-MX-16, DO-7 will result in the uniform application of zone district building form, use and design regulations.

3. Public Health, Safety and General Welfare

The proposed official map amendment furthers the public health, safety, and general welfare through implementation of the city’s adopted land use plan. The proposed rezoning would also facilitate housing density near services and amenities and foster the creation of a walkable, urban area within walking distance to downtown.

4. Justifying Circumstance

The application identifies several changed or changing conditions as the justifying circumstance under DZC Section 12.4.10.8.A.4, *“Since the date of the approval of the existing Zone District, there has been a change to such a degree that the proposed rezoning is in the public interest. Such change may include: (a.) Changed or changing conditions in a particular area, or in the city generally;”*

Recent physical changes within proximity to the subject site include the opening three new apartment buildings in the Denargo Market area, completion of the reconstruction of Brighton Boulevard and the addition of bicycle and pedestrian connections through the area. The character of River North, and Denargo Market in particular, is rapidly changing and the rezoning request is justified to recognize the changing conditions.

While the application includes “a City adopted plan” as a justifying circumstance, staff does not find the adoption of the River North Plan or Blueprint Denver as meeting this criterion. The River North Plan was adopted before the current zoning and Blueprint Denver is not a relevant justifying circumstance as the land use plan direction did not change significantly.

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

As described in the Denver Zoning Code, the General Character of the Urban Center (C-) district will include “multi-unit residential and mixed-use commercial strips and commercial centers.” It is also described as follows: “Multi-unit residential uses are typically in multi-story mixed use building forms.

Commercial buildings are typically Shopfront and General forms. Multi-unit residential uses are primarily located along residential collector, mixed-use arterial, and local streets. Commercial uses are primarily located along main and mixed-use arterial streets.” This rezoning request is in conformance with the zoning that already exists in the surrounding neighborhood, i.e. mostly a mix of C-MX-8, C-MX-12 and C-MX-16.

According to the zone district intent stated in the Denver Zoning Code, the C-MX-8 district “applies to areas or intersections served primarily by arterial streets where a building scale of 2 to 8 stories is desired” (DZC Section 7.2.2.2.C). The C-MX-16 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 site is served by a collector street, but the property is in an area served by nearby arterial streets. The nearest major arterial streets are two blocks east (Broadway/Brighton Boulevard) and two blocks south (Park Avenue West). Thus, the street classifications and desired building heights in this area are consistent with the zone district purpose and intent statements.

The River North Design Overlay (DO-7) has many purposes including “implement adopted plans; promote creative, high-quality, design in the general area covered by the adopted 38th and Blake Station Area Height Amendments and the RiNo Business Improvement District; provide flexibility to support the diverse design traditions of RiNo; activate the South Platte River frontage to promote the river as a neighborhood asset; maintain human scale and access to daylight as heights and densities increase throughout the district; promote vibrant pedestrian street frontages with active uses and street-fronting building entries; provide transitions between residential frontages and mixed-use streets; ensure that buildings are designed to adapt to new uses as the district changes and evolves; promote active transportation options, such as walking and biking; minimize potential conflict points between pedestrians and motor vehicles; minimize the visibility of surface and structured parking areas for vehicles; and encourage small, privately-owned, open spaces to increase design diversity along the street frontage and support pedestrian activity.” (DZC Section 9.4.5.11.B). The site, with its proximity to the South Platte River and adjacency to the newly constructed Brighton Boulevard warrants special attention to detail with regards to activation, building entries and other human-scaled elements. The site is located within the area of the RiNo Business Improvement District. Thus, the proposed map amendment is consistent with the purpose statements of the design overlay district.

Attachments

1. Application
2. Denargo Market Design Standards and Guidelines
3. RNO letters of support

Zone Map Amendment (Rezoning) - Application

| PROPERTY OWNER INFORMATION* | | PROPERTY OWNER(S) REPRESENTATIVE** | |
|--|--|--|--|
| <input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION | | <input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION | |
| Property Owner Name | | Representative Name | |
| Address | | Address | |
| City, State, Zip | | City, State, Zip | |
| Telephone | | Telephone | |
| Email | | Email | |
| <p>*If More Than One Property Owner: All standard zone map amendment applications shall be initiated by all the owners of at least 51% of the total area of the zone lots subject to the rezoning application, or their representatives authorized in writing to do so. See page 3.</p> | | <p>**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.</p> | |
| <p>Please attach Proof of Ownership acceptable to the Manager for each property owner signing the application, such as (a) Assessor's Record, (b) Warranty deed or deed of trust, or (c) Title policy or commitment dated no earlier than 60 days prior to application date.</p> <p>If the owner is a corporate entity, proof of authorization for an individual to sign on behalf of the organization is required. This can include board resolutions authorizing the signer, bylaws, a Statement of Authority, or other legal documents as approved by the City Attorney's Office.</p> | | | |
| SUBJECT PROPERTY INFORMATION | | | |
| Location (address and/or boundary description): | | | |
| Assessor's Parcel Numbers: | | | |
| Area in Acres or Square Feet: | | | |
| Current Zone District(s): | | | |
| PROPOSAL | | | |
| Proposed Zone District: | | | |



REZONING GUIDE

Rezoning Application Page 2 of 3

REVIEW CRITERIA

| | |
|---|---|
| <p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.7</p> | <p><input type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan. Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p> |
| <p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria DZC Sec. 12.4.10.8</p> | <p>Justifying Circumstances - One of the following circumstances exists:</p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error.</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact.</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints on development created by the natural characteristics of the land, including, but not limited to, steep slopes, floodplain, unstable soils, and inadequate drainage.</p> <p><input type="checkbox"/> Since the date of the approval of the existing Zone District, there has been a change to such a degree that the proposed rezoning is in the public interest. Such change may include:</p> <p>a. Changed or changing conditions in a particular area, or in the city generally; or</p> <p>b. A City adopted plan; or</p> <p>c. That the City adopted the Denver Zoning Code and the property retained Former Chapter 59 zoning.</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. Please provide an attachment describing the justifying circumstance.</p> <p><input type="checkbox"/> The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District. Please provide an attachment describing how the above criterion is met.</p> |

REQUIRED ATTACHMENTS

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

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

ADDITIONAL ATTACHMENTS



Please identify any additional attachments provided with this application:

- Written Authorization to Represent Property Owner(s)
- Individual Authorization to Sign on Behalf of a Corporate Entity

Please list any additional attachments:

PROPERTY OWNER OR PROPERTY OWNER'S REPRESENTATIVE CERTIFICATION/PETITION

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

| Property Owner Name(s) (please type or print legibly) | Property Address City, State, Zip Phone Email | Property Owner Interest % of the Area of the Zone Lots to Be Rezoned | Please sign below as an indication of your consent to the above certification statement | 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 | Has the owner authorized a representative in writing? (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) | YES |
| Denargo Broadway III, LLC | 1601 South Mopac Suite 175 Austin, TX 78746 | 100% |  | 10/24/19 | B | Yes |
| BW-2901 Land, LP | 1601 South Mopac Suite 175 Austin, TX 78746 | 100% |  | 10/24/19 | B | Yes |
| | | | | | | |
| | | | | | | |
| | | | | | | |

LEGAL DESCRIPTION

EXHIBIT "A"

ZONE LOT 1

A PARCEL OF LAND BEING PORTIONS OF LOT 1, BLOCK 1, DENARGO MARKET SUBDIVISION FILING NO. 2, AS PLATTED UNDER RECEPTION NUMBER 2012049308, AND THAT PARCEL OF LAND DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NUMBER 2016046234, BOTH IN THE RECORDS OF THE CITY AND COUNTY OF DENVER CLERK AND RECORDER'S OFFICE; SITUATED IN THE SOUTHWEST QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6th PRINCIPAL MERIDIAN; CITY AND COUNTY OF DENVER, STATE OF COLORADO; BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE NORTH LINE OF SAID SOUTHWEST QUARTER OF SECTION 27, MONUMENTED AS SHOWN HEREON AND HAVING A BEARING OF SOUTH 89°59'53" WEST.

BEGINNING AT THE NORTHEAST CORNER OF SAID LOT 1, BLOCK 1, BEING A POINT ON THE WEST LINE OF SAID PARCEL DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NUMBER 2016046234;

THENCE, ALONG SAID WEST LINE AND THE NORTH LINE OF SAID PARCEL, THE FOLLOWING TWO (2) COURSES;

1. NORTH 00°01'41" WEST, A DISTANCE OF 10.00 FEET;
2. NORTH 89°58'19" EAST, A DISTANCE OF 68.47 FEET;

THENCE SOUTH 00°01'41" EAST, A DISTANCE OF 314.01 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID LOT 1, BLOCK, BEING THE BEGINNING OF A NON-TANGENT CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 564.03 FEET, THE RADIUS POINT OF SAID CURVE BEARS NORTH 15°15'03" WEST;

THENCE, ALONG THE SOUTHERLY, WESTERLY AND NORTHERLY BOUNDARY OF SAID LOT 1, THE FOLLOWING FIVE (5) COURSES;

1. WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 39°32'51", AN ARC LENGTH OF 389.31 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE WESTERLY HAVING A RADIUS OF 297.00 FEET, THE RADIUS POINT OF SAID CURVE BEARS NORTH 57°00'49" WEST;
2. NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 27°55'47", AN ARC LENGTH OF 144.78 FEET;
3. SOUTH 71°33'46" EAST, A DISTANCE OF 1.23 FEET;
4. NORTH 00°01'41" WEST, A DISTANCE OF 138.63 FEET;
5. NORTH 89°58'19" EAST, A DISTANCE OF 264.00 FEET TO THE POINT OF BEGINNING.

CONTAINING AN AREA OF 2.490 ACRES, (108,452 SQUARE FEET), MORE OR LESS.

LEGAL DESCRIPTION

EXHIBIT "A"

ZONE LOT 2

A PARCEL OF LAND BEING PORTIONS OF LOT 1, BLOCK 1, DENARGO MARKET SUBDIVISION FILING NO. 2, AS PLATTED UNDER RECEPTION NUMBER 2012049308, AND THAT PARCEL OF LAND DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NUMBER 2016046234, BOTH IN THE RECORDS OF THE CITY AND COUNTY OF DENVER CLERK AND RECORDER'S OFFICE; SITUATED IN THE SOUTHWEST QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6th PRINCIPAL MERIDIAN; CITY AND COUNTY OF DENVER, STATE OF COLORADO; BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE NORTH LINE OF SAID SOUTHWEST QUARTER OF SECTION 27, MONUMENTED AS SHOWN HEREON AND HAVING A BEARING OF SOUTH 89°59'53" WEST.

BEGINNING AT THE NORTHEAST CORNER OF SAID PARCEL OF LAND DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NUMBER 2016046234;

THENCE, ALONG THE EASTERLY AND SOUTHERLY BOUNDARY OF SAID PARCEL, THE FOLLOWING TWO (2) COURSES;

1. SOUTH 00°01'41" EAST, A DISTANCE OF 195.46 FEET;
2. SOUTH 48°04'18" WEST, A DISTANCE OF 10.49 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHWESTERLY HAVING A RADIUS OF 564.03 FEET;

THENCE SOUTHWESTERLY ALONG SAID SOUTHERLY BOUNDARY AND THE SOUTHERLY BOUNDARY OF SAID LOT 1, BLOCK 1, DENARGO MARKET SUBDIVISION FILING NO. 2, AND SAID CURVE THROUGH A CENTRAL ANGLE OF 26°40'39", AN ARC LENGTH OF 262.62 FEET;

THENCE NORTH 00°01'41" WEST, A DISTANCE OF 314.01 FEET TO A POINT ON THE NORTHERLY BOUNDARY OF SAID PARCEL OF LAND DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NUMBER 2016046234;

THENCE, ALONG SAID NORTHERLY BOUNDARY, THE FOLLOWING TWO (2) COURSES;

1. NORTH 89°58'19" EAST, A DISTANCE OF 166.70 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 195.00 FEET;
2. EASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 20°56'19", AN ARC LENGTH OF 71.26 FEET TO THE POINT OF BEGINNING.

CONTAINING AN AREA OF 1.422 ACRES, (61952 SQUARE FEET), MORE OR LESS.



01/25/2019 01:26 PM
City & County of Denver
Electronically Recorded

R \$43.00

WD

D \$1,157.70

WHEN RECORDED RETURN TO:

Cypress Real Estate Advisors, Inc.
1601 Mopac Expressway, Suite 175
Austin, Texas 78746

SPECIAL WARRANTY DEED

This SPECIAL WARRANTY DEED ("Deed") is made as of January 24, 2019 (the "Effective Date") and evidences a conveyance by and between BW-2901 LAND, LP, a Delaware limited partnership ("Grantor"), whose address is c/o Cypress Real Estate Advisors, Inc., 1601 Mopac Expressway, Suite 175, Austin, Texas 78746, and Denargo Broadway III, LLC, a Delaware limited liability company, ("Grantee"), whose address is c/o Cypress Real Estate Advisors, Inc., 1601 Mopac Expressway, Suite 175, Austin, Texas 78746.

Grantor, for and in consideration of the sum of ten dollars and other valuable consideration, 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 Grantee, its successors and assigns forever, the land located in the City and County of Denver (the "City"), State of Colorado which is described on **Exhibit A** attached to this Deed (the "Property"); and except as provided in this Deed, together with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversions, remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or in equity, of, in and to the Property;

TO HAVE AND TO HOLD the Property above bargained and described, with the appurtenances unto Grantee, its successors and assigns forever. And Grantor, for itself, its successors and assigns, does covenant and agree that Grantor shall and will WARRANT AND FOREVER DEFEND the Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons lawfully claiming or to claim the whole or any part thereof by, through or under Grantor, except for the lien of general taxes and assessments for the current year and all subsequent years and the matters shown on **Exhibit B** attached to this Deed (the "Permitted Exceptions").

[Signatures on following pages.]

Recording Requested by: N0020201
FNTG-NCS Colorado

EXHIBIT B**Permitted Exceptions**

1. Taxes and assessments for the year 2019 and subsequent years, a lien not yet due or payable.
2. An easement or right of way for highway purposes, together with the right to extend the slopes of earth fill or embankment, as granted to the City and County of Denver in the instrument recorded September 11, 1939 in Book 5340 at Page 155.
3. Reservations made by the Union Pacific Railroad Company in the deed recorded August 16, 1946 in Book 6098 at Page 196, providing substantially as follows: Reserving unto the company and its assigns all minerals and mineral rights that may be found underneath surface of the Land and the exclusive right to prospect and mine for same, also such right of way and other grounds as may appear necessary for proper working of any mines that may be developed upon the Land, and for transportation of said minerals from same, and any and all assignments thereof or interests therein. Note: Mineral Deed from Union Pacific Railroad Company to Union Pacific Land Resources Corporation recorded April 26, 1995 at Reception no. 9500046416. Note: Relinquishment and Quitclaim Deed from Union Pacific Railroad Company, including no surface entry rights, recorded February 23, 2010 at Reception No. 2010020617.
4. Reservations made by the Union Pacific Land Resources Company in the deed recorded April 5, 1973 in Book 671 at Page 334, providing substantially as follows: Reserving unto the company and its assigns all minerals and mineral rights that may be found underneath surface of the Land and the exclusive right to prospect and mine for same, also such right of way and other grounds as may appear necessary for proper working of any mines that may be developed upon the Land, and for transportation of said minerals from same, and any and all assignments thereof or interests therein. Note: Said grant excepts out a 4 inch underground water pipe line and an electric power pole and wires, along with an easement to maintain the same. Note: Additional mineral reservations and easement reservations are contained in the Deed recorded December 22, 1975 in Book 1171 at Page 630 and recorded April 2, 1976 in Book 1222 at Page 276. Note: Relinquishment and Quitclaim by Union Pacific Railroad Company of some of their reserved rights was recorded March 22, 2007 at Reception No. 2007046903 and recorded February 23, 2010 at Reception No. 2010020617.
5. Reservations made by the Union Pacific Railroad Company in the deed recorded November 6, 2006 at Reception No. 2006178107, providing substantially as follows: Reserving unto the company and its assigns all minerals and mineral rights that may be found underneath surface of the Land and the exclusive right to prospect and mine for same, also such right of way and other grounds as may appear necessary for proper working of any mines that may be developed upon the Land, and for transportation of said minerals from same, and any and all assignments thereof or interests therein. Note: Relinquishment and Quitclaim Deed from Union Pacific Railroad Company, including no surface entry rights, recorded February 23, 2010 at Reception No. 2010020617.

6. Terms, conditions, provisions, agreements and obligations contained in the Denargo Market General Development Plan recorded April 4, 2007 at Reception No. 2007054152, in the Denargo Market General Development Plan recorded October 7, 2008 at Reception No. 2008136480, and in the Denargo Market General Development Plan recorded February 25, 2009 at Reception No. 2009023565 with Amendment No. 1 recorded September 28, 2009 at Reception No. 2009128207, 2nd Minor Amendment recorded September 1, 2009 at Reception No. 2009115958, Amendment #2 recorded April 12, 2012 (Plat incorrectly says 2011) at Reception No. 2012049476, 3rd Amendment-Minor recorded January 10, 2014 at Reception No. 2014003001, and 4th Amendment-Minor recorded November 2, 2017 at Reception No. 2017144227.
7. Terms, conditions, provisions, agreements and obligations contained in the Agreement to Terminate Existing Easement Agreement and Grant of New Access Easement by and between Denargo Market, L.P. and Platte Valley Baseball, LLC recorded October 1, 2008 at Reception No. 2008134605.
8. Subject to the effect of the City and County of Denver Housing & Neighborhood Development Services Inclusionary Housing Program recorded November 7, 2008 at Reception No. 2008152785.
9. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for water pipelines recorded December 23, 2008 at Reception No. 2008171483. Note: Easement Agreement Amendment recorded December 28, 2011 at Reception No. 2011147440. Note: Partial Release of Easement recorded July 28, 2014 at Reception No. 2014089921.
10. Terms, conditions, provisions, agreements and obligations contained in the Amended and Restated Framework Agreement for Denargo Market Subdivision Filing No. 1 recorded January 10, 2012 at Reception No. 2012003134. Note: First Amendment to Amended and Restated Framework Agreement for Denargo Market recorded January 31, 2013 at Reception No. 2013014036.
11. Terms, conditions, provisions, agreements and obligations contained in the Covenant by Denargo Market, L.P. recorded February 23, 2010 at Reception No. 2010020701.
12. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for stormwater sewer line recorded on December 20, 2011 at Reception No. 2011143786.
13. Subject to the effect of General Notes 10, 11 and the easements as shown thereon, as set forth on the plat for Denargo Market Subdivision Filing No. 2 recorded April 12, 2012 at Reception No. 2012049308. Note: the easement shown on said Lot marked as #60 (Book 8664 at Page 73 was terminated by the Easement Termination Agreement recorded May 8, 2013 at Reception No. 2013066326.
14. Terms, conditions, provisions, agreements and obligations contained in the Declaration of Covenants, Conditions and Restrictions for Denargo Market recorded on May 4, 2012 at

Exhibit B – Special Warranty Deed

- Reception No. 2012059131. Note: Assignment of Declarant Rights recorded December 24, 2015 at Reception No. 2015177880 and re-recorded November 2, 2016 at Reception No. 2016152991.
15. Terms, conditions, provisions, agreements and obligations contained in the Easement Deed By Court Order In Settlement of Landowner Action recorded July 12, 2013 at Reception No. 2013101342.
 16. Any tax, lien, fee, or assessment by reason of inclusion of the Land in the Denargo Market Metropolitan District Nos. 1-3, as evidenced by instrument(s) recorded January 31, 2014 at Reception No. 2014010444. Note: Notice Concerning Denargo Market Metropolitan District No. 2 recorded January 29, 2016 at Reception No. 2016011290 and recorded January 25, 2017 at Reception No. 2017010576. Note: Notice Concerning Denargo Market Metropolitan District No. 3 recorded January 29, 2016 at Reception No. 2016011291 and recorded January 25, 2017 at Reception No. 2017010577 and January 19, 2018 at Reception No. 2018007417. Note: Proposed Order for Inclusion for the Denargo Market Metro Dist. No. 2 recorded November 16, 2018 at Reception No. 2018148290.
 17. Terms, conditions, provisions, agreements and obligations contained in the Declaration of Environmental Use Restrictions recorded August 31, 2017 at Reception No. 2017115327.
 18. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for stormwater and sewage facilities recorded on June 22, 2018 at Reception No. 2018077135.
 19. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for water pipelines on September 21, 2018 at Reception No. 2018120205.
 20. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for wastewater and storm sewer lines on September 24, 2018 at Reception No. 2018120878.
 21. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for wastewater and storm sewer lines on September 24, 2018 at Reception No. 2018120879.
 22. Terms, conditions, provisions, agreements and obligations contained in the Permanent Access and Utility Easement Agreement by and between ARTEX MF Land, LLC and BW-2901 Land, LP recorded on October 19, 2018 at Reception No. 2018135721.

END OF EXCEPTIONS



01/25/2019 12:55 PM
City & County of Denver
Electronically Recorded

R \$38.00

WD

D \$0.00

No doc fee
related entities

WHEN RECORDED RETURN TO:

Cypress Real Estate Advisors, Inc.
1601 Mopac Expressway, Suite 175
Austin, Texas 78746

SPECIAL WARRANTY DEED

This SPECIAL WARRANTY DEED (“Deed”) is made as of January 24, 2019 (the “Effective Date”) and evidences a conveyance by and between ARTEX MF LAND, LLC, a Delaware limited liability company (“Grantor”) whose address is c/o Cypress Real Estate Advisors, Inc., 1601 Mopac Expressway, Suite 175, Austin, Texas 78746, and BW-2901 LAND, LP, a Delaware limited partnership and, (“Grantee”), whose address is c/o Cypress Real Estate Advisors, Inc., 1601 Mopac Expressway, Suite 175, Austin, Texas 78746.

Grantor, for and in consideration of the sum of ten dollars and other valuable consideration, 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 Grantee, its successors and assigns forever, the land located in the City and County of Denver (the “City”), State of Colorado which is described on **Exhibit A** attached to this Deed (the “Property”); and except as provided in this Deed, together with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, and the reversions, remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or in equity, of, in and to the Property;

TO HAVE AND TO HOLD the Property above bargained and described, with the appurtenances unto Grantee, its successors and assigns forever. And Grantor, for itself, its successors and assigns, does covenant and agree that Grantor shall and will WARRANT AND FOREVER DEFEND the Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons lawfully claiming or to claim the whole or any part thereof by, through or under Grantor, except for the lien of general taxes and assessments for the current year and all subsequent years and the matters shown on **Exhibit B** attached to this Deed (the “Permitted Exceptions”).

[Signatures on following pages.]

Recording Requested by: NOO20201
FNTG-NCS Colorado

In Witness Whereof, Grantor has executed this Special Warranty Deed as of the Effective Date.

ARTEX MF LAND, LLC,
a Delaware limited liability company

By: BW-2901 Land, LP,
a Delaware limited partnership
its sole member

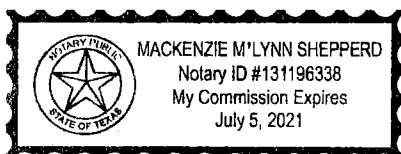
By: CREAM BW-2901 GP, LLC, a Delaware limited liability company
its General Partner

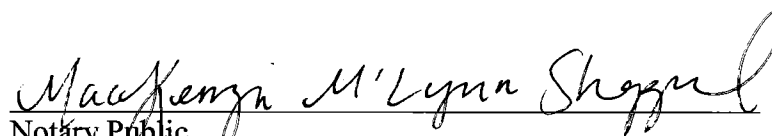
By: 
Brent Heath, Vice President

STATE OF Texas)
COUNTY OF Travis) ss.

The foregoing instrument was acknowledged before me this 17 day of January, 2019, by Brent D. Heath as Vice President of CREAM BW-2901 GP, LLC, a Delaware limited liability company, as the General Partner of BW-2901 Land, LP, a Delaware limited partnership, as sole member of ARTEX MF LAND, LLC, a Delaware limited liability company, on behalf of said company.

Witness my hand and official seal.




Notary Public

My commission expires: July 5, 2021

EXHIBIT B**Permitted Exceptions**

1. Taxes and assessments for the year 2019 and subsequent years, a lien not yet due or payable.
2. An easement or right of way for highway purposes, together with the right to extend the slopes of earth fill or embankment, as granted to the City and County of Denver in the instrument recorded September 11, 1939 in Book 5340 at Page 155.
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5. Reservations made by the Union Pacific Railroad Company in the deed recorded November 6, 2006 at Reception No. 2006178107, providing substantially as follows: Reserving unto the company and its assigns all minerals and mineral rights that may be found underneath surface of the Land and the exclusive right to prospect and mine for same, also such right of way and other grounds as may appear necessary for proper working of any mines that may be developed upon the Land, and for transportation of said minerals from same, and any and all assignments thereof or interests therein. Note: Relinquishment and Quitclaim Deed from Union Pacific Railroad Company, including no surface entry rights, recorded February 23, 2010 at Reception No. 2010020617.

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Exhibit B – Special Warranty Deed

- Reception No. 2012059131. Note: Assignment of Declarant Rights recorded December 24, 2015 at Reception No. 2015177880 and re-recorded November 2, 2016 at Reception No. 2016152991.
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 18. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for stormwater and sewage facilities recorded on June 22, 2018 at Reception No. 2018077135.
 19. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for water pipelines on September 21, 2018 at Reception No. 2018120205.
 20. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for wastewater and storm sewer lines on September 24, 2018 at Reception No. 2018120878.
 21. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document granted to the City and County of Denver for wastewater and storm sewer lines on September 24, 2018 at Reception No. 2018120879.
 22. Terms, conditions, provisions, agreements and obligations contained in the Permanent Access and Utility Easement Agreement by and between ARTEX MF Land, LLC and BW-2901 Land, LP recorded on October 19, 2018 at Reception No. 2018135721.

END OF EXCEPTIONS

DENARGO MARKET PHASE III – ZONE MAP AMENDMENT LETTER OF AUTHORIZATION

We, Denargo Broadway III, LLC, do hereby give Kimley-Horn and Associates, Inc. authorization to act on our behalf during the Zone Map Amendment process for the Denargo Market Phase III project.




Signed

10/24/19

Date

DENARGO MARKET PHASE IV – ZONE MAP AMENDMENT LETTER OF AUTHORIZATION

We, BW-2901 Land, LP, do hereby give Kimley-Horn and Associates, Inc. authorization to act on our behalf during the Zone Map Amendment process for the Denargo Market Phase IV project.



Signed

10/24/19

Date

STATEMENT OF AUTHORITY

1. This Statement of Authority relates to an entity named DENARGO BROADWAY III, LLC, a Delaware limited liability company (the “**Company**”) and is executed on behalf of the Company, pursuant to the provisions of Section 38-30-172, C.R.S.
2. The type of Company is a limited liability company.
3. The Company is formed under the laws of Delaware.
4. The mailing address for the Company is: 1601 W. Mopac, Suite 160, Austin, Texas 78746.
5. The name and position of the person authorized to execute instruments conveying, encumbering, or otherwise affecting title to real property on behalf of the Company is Brent D. Heath as Vice President of Argyle MF Investments GP, LLC, as General Partner of DM Broadway Interests, LP, as General Partner of DM Broadway Investment, LP, as Manager of the Company.
6. The limitations upon the authority of the persons named above or holding the position described above to bind the Company are as set forth in the limited liability company agreement and resolutions of the Company.
7. Other matters concerning the manner in which the Company deals with interests in real property: none.

[Signature on following page]

AFTER RECORDING RETURN TO:

Cypress Real Estate Advisors, Inc.
1601 Mopac Expressway, Suite 175
Austin, Texas 78746

STATEMENT OF AUTHORITY

Pursuant to C.R.S. § 38-30-172, the undersigned hereby executes this Statement of Authority on behalf of BW-2901 LAND, LP, a Delaware limited partnership (the "Entity"), and states as follows:

The name of the Entity is: BW-2901 LAND, LP.

The Entity is a Delaware limited partnership.

The mailing address for the Entity is: c/o Cypress Real Estate Advisors, Inc.
1601 Mopac Expressway, Suite 175
Austin, Texas 78746

The name and position of the person authorized to execute instruments conveying, encumbering, or otherwise affecting title to real property on behalf of the Entity is: M. Timothy Clark, as a President of the Entity and Brent D. Heath, as Vice President of CREAMI BW-2901 GP, LLC, a Delaware limited liability company, general partner of the Entity.

The limitations upon the authority of the persons named above or holding the position described above to bind the Entity are as set forth in the limited liability company agreement and resolutions of the Entity.

[Signatures on Following Page]



October 25, 2019

Community Planning & Development
City and County of Denver
201 W. Colfax Avenue, Dept. 205
Denver, Colorado 80202

RE: **Denargo Market Phase III and Phase IV
2520 Wewatta Way and 2901 N. Broadway Street
Zone Map Amendment
2019I-00176**

Ladies and Gentlemen,

This document will serve as supporting documentation for the Zone Map Amendment Application for 2520 Wewatta Way (2.49 acres) and 2901 N. Broadway Street (1.42 acres) which are currently zoned C-MX-8, DO-7 and C-MX-16, DO-7, respectively. Both zone lots will undergo rezoning to match the zone lot boundaries to the tax lot boundaries. The exhibit included in the application illustrates the “downzone” intention and intent of matching zone lot boundaries to tax lot boundaries.

2520 Wewatta Way will be rezoned for Urban Center – Residential Mixed Use – 8 stories maximum height (C-MX-8), River North Design Overlay District (DO-7) and 2901 N. Broadway Street will be rezoned for Urban Center – Residential Mixed Use – 16 stories maximum height (C-MX-16), River North Design Overlay District (DO-7).

Review Criteria complying with DZC Sec. 12.4.10.7:

1. Consistency with Adopted Plans

There are currently 3 plans adopted by the City which pertain to the parcels: Blueprint Denver 2019, Comprehensive Plan 2040, and River North Plan 2003. The rezoning of these parcels complies with the goals of the adopted plans.

Blueprint Denver 2019

Rezoning the parcels so the zone lot boundaries match the tax lot boundaries is consistent with the rezoning components of the Blueprint Denver 2019 as listed below:

- Neighborhood Context
Rezoning to C-MX-8, DO-7/C-MX-16, DO-7 will be compatible with the existing zone lots as they stand today. Matching the zone lot boundaries with the tax lot boundaries will allow for the development of two high-density mixed-use neighborhood assets. The proposed new zoning is consistent with the Blueprint Denver Neighborhood Context Map for an Urban Center context. The Urban Center neighborhood context describes an area of higher residential density with street activation, walkability and access to amenities.

- Future Places
The C-MX-8, DO-7/C-MX-16, DO-7 zone districts are consistent with the goals and strategies of the Blueprint Denver 2040 Future Places Map for this area. The proposed rezone areas fall within the high residential areas in D and C context designations. Blueprint Denver identifies buildings in these contexts as the tallest of residential places with high lot coverage and shallow setbacks.
- Street Type
Both proposed Urban Center zone districts are located along a Mixed-Use Collector with proximity and direct access to a Mixed-Use Arterial. Matching the zone lot and tax lot boundaries will allow for prominent multi-story mixed-use buildings. This will allow for the goals of the Mixed-Use Collector to be achieved through redevelopment. The full redevelopment will provide pedestrian-oriented transportation methods though detached walks.
- Growth Strategy – High and High-Medium Residential Areas in D and C Contexts
The River North area is identified as an area of growth. As noted on page 50 of Denver Blueprint, these D and C Context areas are expected to take on 5% of employment and 15% of housing in Denver by 2040. The rezone and full development of Denargo Market Phases III and IV will provide additional bedrooms and multifamily units for the future housing needs of the River North neighborhood.

Denver Comprehensive Plan 2040

Rezoning the C-MX-8, DO-7/C-MX-16, DO-7 parcels so the zone lot boundaries match the tax lot boundaries is consistent with the vision elements of the Denver Comprehensive Plan 2040 as listed below:

- Equitable, Affordable and Inclusive, Goal 3, 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 (p. 28).
 - o With these two planned high-density residential developments, affordable apartments units will either be provided as part of the projects or linkage fees will be paid to contribute towards affordable housing funding.
- Strong and Authentic Neighborhoods, Goal 2, Strategy D – Use urban design to contribute to economic viability, public health, safety, environmental well-being, neighborhood culture, and quality of life (p. 34).
 - o The rezoning of these parcels will bring these parcels and development goals in line with the adopted plans for the area. The full development of Denargo Market Phases III and IV will help to build a strong and authentic neighborhood and improve the economic viability and neighborhood culture with new housing opportunities.
- Connected, Safe and Accessible Places, Goal 6, Strategy A – Create a citywide network

for bicycling, walking and rolling that is safe and accessible to people of all ages and abilities (p. 41).

- As part of the Denargo Market Phases III and IV developments, the existing street frontages will be enhanced and updated to provide an enhanced pedestrian corridor along Wewatta Way. Existing City streetlights will also be replaced and added per the current City standard.
- Economically Diverse and Vibrant, Goal 7, Strategy A – Encourage the development of creative districts (p. 47).
 - The Denargo Market Phases III and IV developments will incorporate a mixture of uses that will enhance the River North neighborhood context. These mixed uses will continue to make the River North neighborhood a desirable community to both live and work. These developments will continue the enhancement of this creative arts district.
- Environmentally Resilient, Goal 8, Strategy B – Encourage mixed-use communities where residents can live, work and play in their own neighborhoods (p. 54).
 - The future redevelopments of these parcels will meet the City’s commitment to environmental standards and provide new housing opportunities for many. These developments will allow many to both live and work in the creative River North neighborhood.
- Healthy and Active, Goal 2, Strategy A – Ensure equitable access to parks and recreation amenities for all residents (p. 58).
 - The Denargo Market Phases III and IV developments will provide fitness centers as an amenity for future residents. Additionally, the close proximity to the downtown core, parks and recreation facilities, and the South Platte River will provide future residents with opportunities to enjoy the community.

River North Plan 2003

Rezoning the C-MX-8, DO-7/C-MX-16, DO-7 parcels so the zone lot boundaries match the tax lot boundaries is consistent with specific goals listed in the General Framework of the River North Plan 2003 along with helping to resolve issues identified.

- Much of the land in the study area is currently underutilized.
 - The proposed rezoning and boundary shifts would allow the sites to be redeveloped into an area that is consistent with adopted plans for the neighborhood.
- The current zoning boundaries do not allow for appropriate development and design standards for the proposed developments.
 - The rezoning and realignment of the zone lot boundaries will bring them in line with the residential mixed-use designation and tax lot boundaries.
- Create opportunities for employees of current and future employers to live within the study boundaries and seek to connect residents of adjacent neighborhoods with jobs within the Plan’s boundaries.
 - The proposed zone districts would provide an opportunity to redevelop the

parcels into a high-density residential area that would provide housing for residents that look to work and live in the neighborhood.

- Build upon the unique land uses that exist and identify redevelopment sites and opportunities that foster creation of a compatible mix of uses.
 - o Rezoning these parcels to C-MX-8, DO-7/C-MX-16, DO-7 so the zone lot boundaries match the tax lot boundaries would bring a mixture of uses that will incorporate residential units along with a retail or restaurant component.
- Improve and create new connections within the River North Area, to downtown, and to nearby neighborhoods especially improved pedestrian and bicycle connections.
 - o Pedestrian connections will be provided by means of enhanced detached walks along the project frontages.
- By adding new development to the current uses and structures, create a unique environment both in terms of an eclectic mix of uses and exciting, innovative architecture.
 - o High-quality architectural design elements and site features would be incorporated into the projects that will enhance the character of the neighborhood.

2. Uniformity of District Regulations and Restrictions

This application seeks to rezone the parcels to C-MX-8, DO-7/C-MX-16, DO-7 so the zone lot boundaries match the tax lot boundaries. These zone districts are consistent with the purpose of the River North Design Overlay and adopted plans for the area. The new proposed zone districts will support and meet the City’s vision for this area.

3. Public Health, Safety and General Welfare

The development of high-density residential buildings will improve the general welfare of the public by either providing affordable housing units as part of the developments or by paying the linkage fees. In addition, accessible sidewalk connectivity will be provided along the project frontages which will enhance the neighborhood area.

Additional Review Criteria for Non-Legislative Rezonings (DZC Sec. 12.4.10.8):

4. Justifying Circumstances

The Justifying Circumstances are found in Section 12.4.10.8.A. The parcels qualify under subsection A.4(b). The City has adopted plans, specifically Blueprint Denver and the River North Plan 2003, that promote Urban Center development context for these parcel areas.

The rezoning of these parcels would meet the specific criteria for overlay districts as outlined in DZC Section 9.4.5.1.B. The full development of the Denargo Market Phases III and IV parcels will reinforce the desired character for the developing River North neighborhood. The proposed zone lots will be consistent with the City of Denver adopted River North Plan 2003, as outlined above, in that the developments would generate opportunities for both housing and employment, and foster creation of a

compatible mix of uses. Rezoning both parcels will bring a mixture of uses that will incorporate residential units along with a retail or restaurant component.

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

The requested C-MX-8, DO-7/C-MX-16, DO-7 zoning is consistent with the adjacent neighborhood context, zone district purpose and intent as the parcels listed above are bordered by PUD-G #12, R-MU-30, C-MX-8, and C-MX-16 properties. Blueprint Denver specifically notes this neighborhood area is of Urban Center context with requirements for high residential development with buildings that are generally the tallest of the residential plans in this context. The proposed zone map amendment will allow for this Urban Center context to be realized.

According to the Denver Zoning Code (“DZC”) Section 7.2.2, the general purpose of the Mixed-Use Districts is intended to:

- promote safe, active, and pedestrian-scaled, diverse areas using building forms that clearly define and activate the public street edge
- enhance the convenience, ease and enjoyment of transit, walking, shopping and public gathering within and around the city’s neighborhoods
- ensure new development contributes positively to established residential neighborhoods and character and improves the transition between commercial development and adjacent residential neighborhoods
- focused on creating mixed, diverse neighborhoods
- require pedestrian enhancements
- have shallow front setback range, with high build-to requirements

The Denargo Market Phases III and IV developments will be consistent in meeting these DZC goals for a new Mixed-Use district and will provide pedestrian connectivity through the construction of detached walks along the mixed-use collector street.

The specific intent of the C-MX-8, DO-7/C-MX-16, DO-7 zone districts applies to areas served primarily by major arterial streets where a building scale of 3 to 12 stories is desired. The Denargo Market Phases III and IV developments meet the C-MX-8/C-MX-12 intent of the DZC because of proximity and direct access to a Mixed-Use Arterial and the story requirements of each respective zone district.

Summary of Request

As presented within this letter, the re-zoning of the specified parcels is beneficial in that it allows for the unencumbered development of a high-density residential product that will both serve and improve the surrounding neighborhood community.

Please contact me at (303) 228-2322 or meaghan.turner@kimley-horn.com should you have any questions.

Sincerely,
KIMLEY-HORN AND ASSOCIATES, INC.



Meaghan Turner, PE
Project Manager

Cypress Development of the Denargo Market



Urban Design Standards and Guidelines

May 2020

City and County of Denver

CYPRESS REAL ESTATE ADVISORS • DESIGN WORKSHOP
VISION LAND • ELKUS MANFREDI • FEHR & PEERS

Cypress Development of the Denargo Market
Urban Design Standards and Guidelines

City and County of Denver

May 2020

Prepared by:
Design Workshop
1390 Lawrence Street, Suite 200
Denver, CO 80204-2048
303.623.5186

SIGNATURE PAGE

RULES & REGULATIONS

Rules and regulations adopted pursuant to Denver Revised Municipal Code, Section 12.18 Public hearing before the Denver Planning Board held on July 15, 2020

DENARGO MARKET URBAN DESIGN STANDARDS AND GUIDELINES

Adopted 8-19-2020 _____

APPROVED FOR LEGALITY



City Attorney
City and County of Denver

APPROVED AND ADOPTED



City and County of Denver
Executive Director, Community Planning and Development

ACKNOWLEDGEMENTS

Submitted by:

Cypress Real Estate Advisors

Prepared by:

Design Workshop, Inc.

City and County of Denver:

Department of Community Planning and Development

Department of Public Works

Department of Parks and Recreation

Department of Law

Consultants:

Elkus | Manfredi, Architects

Fehr & Peers, Transportation Consultants

Vision Land Consultants, Engineers

City Council:

Judy H. Montero

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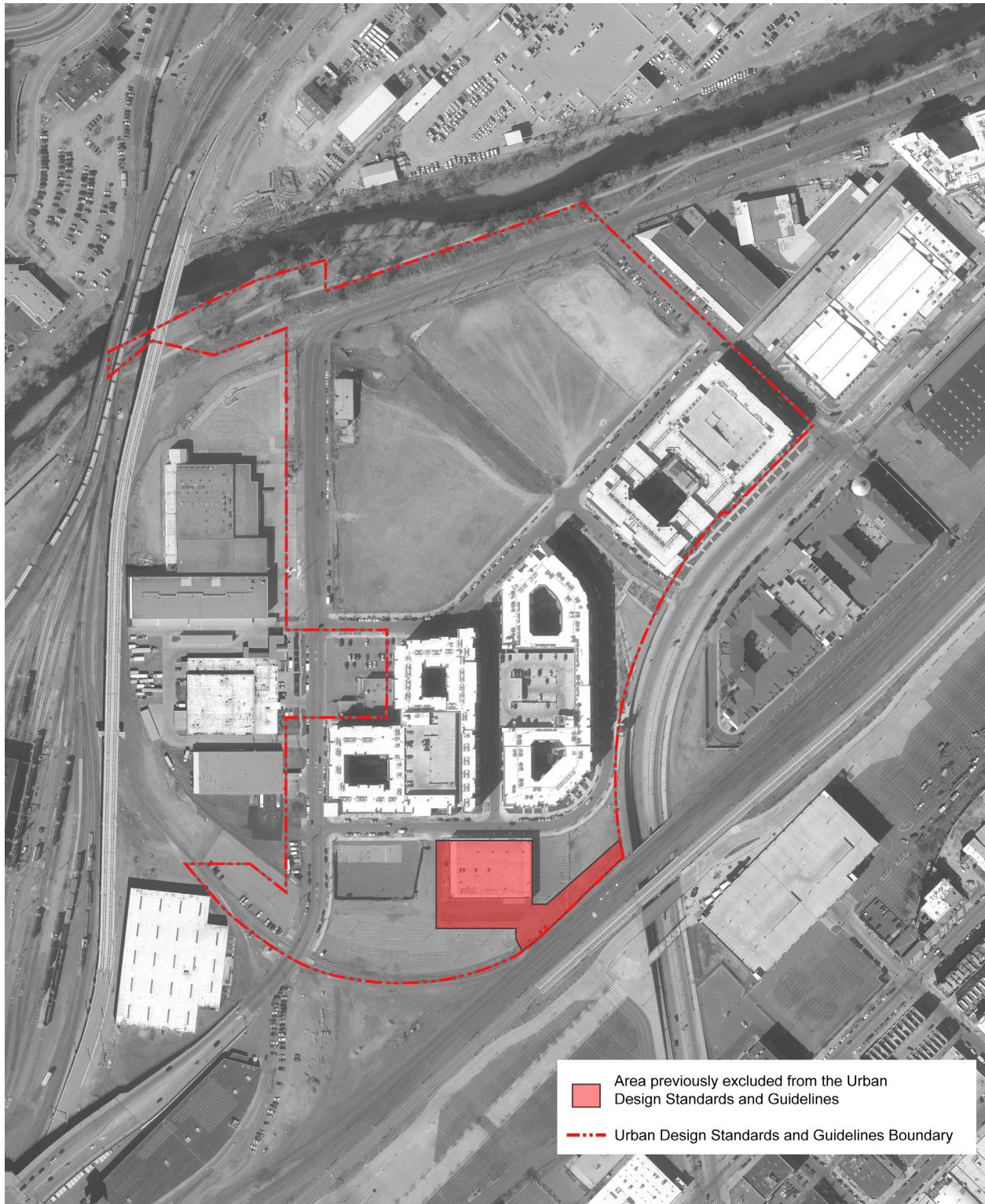


Figure 1 Denargo Market Site (includes land owned by Cypress Real Estate Advisors and City of Denver)
Amended on May 20, 2020

chapter 1.0

INTRODUCTION

“The concept for Brighton Boulevard is to create a mixed-use street as new land uses develop in response to the Plan’s vision. Brighton Boulevard is the front door to the River North Area and provides the first impression of the area and also to downtown. Outsiders judge the health and vitality of not only the Plan area but the surrounding neighborhoods by what they see on Brighton Boulevard.

—River North Plan, 2003

1.0 Preamble

These Urban Design Standards and Guidelines (UDSG) are Rules and Regulations adopted by the Planning Board pursuant to Section 59-313(b) and Chapter 12 of the Revised Municipal Code of the City and County of Denver. Amendments to the UDSG are subject to the approval of the manager of Community Planning and Development (CPD) in accordance with the Denver Revised Municipal Code Section 59-313 (b) and Chapter 12. All amendments shall be filed and/or recorded in the same manner as the original Urban Design Standards and Guidelines. However, only the changed pages together with a statement from the Manager of CPD, certifying that the amendments have been approved, need to be filed and recorded.

1.1 Overview

The GDP sets forth the development of the Denargo Market located on an approximately 32-acre in-fill site (the Site) containing property owned by Cypress Real Estate Advisors (Cypress) and the City and County of Denver (City). The Site is generally located at the intersection of Brighton Boulevard and 29th Street in Denver, Colorado. (A full legal description of the Site can be found on Sheet Three in the General Development Plan (GDP) recorded on April 4, 2007, reception number 2007054152. This site has been rezoned to R-MU-30 with waivers and conditions and three (3) PUDs. The framework for development has been established by the GDP. The document presented

here, the Urban Design Standards and Guidelines (UDSG), will guide developers and architects through the process of creating buildings, streets and outdoor spaces in this urban infill and pedestrian-focused urban area.

1.2 The Site

Cypress acquired approximately 29 acres over multiple parcels with the development and design intent to create a vibrant residential mixed-use development complimentary to the South Platte River corridor that will serve as a unique destination for the River North corridor and downtown. Denargo Market and the future 40th and 40th light rail station will serve as the two focal points of the development of the Brighton corridor, as envisioned in the River North Plan.

The Site is generally bounded by the South Platte River, 29th Street, Brighton Boulevard, Broadway and Denargo Street (existing).

The City-owned portion of the Site is adjacent to the South Platte River and along the Arkins Court right-of-way. This approximately three-acre area will serve as an improved open space for the City’s residents and provide additional access to the Platte River Greenway that will be integrated into this new mixed-use neighborhood.

While clearly one of the larger in-fill opportunities in Denver, the Site's many assets are balanced by a complex set of constraints. The Site opportunities and constraints help to determine development patterns, arrangement of public spaces and building forms.

The assets and resources of the Site are many. Less than half a mile from Denver's central business district, the Site is a convergence of several transportation corridors in the city. Located at the confluence of Broadway, Brighton Boulevard and Park Avenue, the Site is easily accessible by car.

The Site's challenges require specific approaches to development and built form. These challenges include:

- maintaining access to other parcels,
- railroad crossings, and
- unknown development future of surrounding parcels.

1.3 The History

The Denargo Market property was originally owned by the Denargo Land Company in the late 1880s. After the South Platte River centerline was changed in 1896, land was sold to various rail road companies. In 1939, Union Pacific sold some of the land to the Growers Public Market Association, establishing the Denargo Market. There was competition among groups in the City to establish a central market, and Union Pacific thought their land next to the rail road tracks would be the perfect location. The Denargo Market and Produce Terminal was formed in 1939 with their governing board consisting of representatives from five rail road companies.

On May 20, 1939, 30,000 Denverites attended the opening of the Denargo Market. By 1941, Denargo Market grossed \$5 million from among 500 grower shareholders amid 304 stalls. The terminal supported the warehouses of 35 wholesalers, seven packers and



shipping firms, and 21 food brokers. As late as 1967 the market continued to handle 19,000 carloads of fruits and vegetables annually. Over the next few decades, several major fires occurred, and with the growth of supermarket chains, the need for a public market began to decrease.

Today the Denargo Market site is under utilized, home to small studios, a fruit and vegetable stand, a bar and other small businesses. Its location close to the South Platte River, Downtown Denver and I-70 call for a new vision at Denargo Market to once again bring life to this area of Denver.

1.4 The Vision

The development envisioned in the GDP of the Denargo Market will create a mixed-use community. The Site is emerging as a place that will help define Denver's Brighton Boulevard Corridor that is envisioned in the River North Neighborhood Plan. The vision for the Site is to turn this former food distribution center into an urban center destination, that maximizes city-wide assets, integrates with the existing and emerging neighborhoods and captures the benefits of its strategic location, visibility and recreational accessibility.

The Denargo Market development is based on the philosophy that streets are public spaces to enjoy. The streets respond to Denver’s traditional grid and will reflect elements of the City’s most attractive streets. They will feature the consistent use of generous pedestrian sidewalks, benches, street lights and other street furnishings. Trees planted in elegant rows will create places for people to use and enjoy.

While the proposed streets differ in dimension and design, together they create an inter-connected network that promotes physical comfort and visual interest for pedestrians. The plazas, trail access, streets and parks will define a sequence of public spaces that provide connections throughout the Site. Residents, employees, guests and neighbors will benefit from an integrated system that provides pleasant and convenient access to the surrounding community and amenities such as the South Platte River Greenway.

The development will be visually cohesive. Buildings of different sizes and uses will relate to each other in a way that creates an active, pedestrian-scaled site. Buildings at the edge of the Site will transition into the surrounding neighborhood through well-scaled architecture that uses appropriate building mass and form.

The Denargo Market GDP articulates six principles that guided the development plan:

- Create a diverse mixed-use urban area.
- Celebrate the public realm.
- Protect and enhance the environment.
- Reconnect with the community.
- Be a good neighbor.
- Create a collaborative process.

1.5 Introduction to Standards

Urban design criteria in the form of standards and guidelines are fundamental ideas to guide planning and design decisions by providing direction as to how the vision articulated in Chapter 1.0 may be achieved. Design criteria will guide developers and designers through the process of creating a transit-oriented and pedestrian-focused urban area, promoting a clear and consistent process for development within the Denargo Market development.

While the criteria focus on achieving the vision, they also are flexible and encourage design creativity. They do not, for example, mandate a particular architectural style or building material. Instead the design criteria:

- (1) Recognize that the Site will be built and evolve over time;
- (2) Integrate and transition new development into the surrounding River North community;
- (3) Create and maintain a standard of quality that will sustain value;
- (4) Promote a cohesive development pattern, while allowing for diversity and variety in the design and construction of individual projects;
- (5) Assist city staff, planners, designers, developers and users/owners in making consistent choices that reinforce the vision;
- (6) Provide a clear process for design review approval.

1.5.1 Design Intent Statements, Standards and Guidelines

The three components of the urban design criteria — Intent Statements, Standards and Guidelines — are used together to achieve the vision for the project. The goal is to ensure a level of structure and objectivity without eliminating creativity and flexibility. This system allows multiple paths to a mutually satisfactory result.

The three components are defined as follows:

Intent Statements

Intent Statements clearly establish the goals for each subject area or topic in the UDSG. The Standards and Guidelines provide tactical approaches to achieving those goals. In circumstances where the appropriateness or applicability of a Standard or Guideline is in question, the Intent Statement will provide additional direction.

Design Standards

Design Standards are objective criteria that provide a specific set of directions for achieving the Intent Statement. Standards denote issues that are considered critical. Standards use the term “shall” to indicate that compliance is required.

Design Guidelines

Design Guidelines provide alternative solutions for accomplishing the goals set forth in the Intent Statements. They are more flexible and harder to quantify than Standards. Guidelines often amplify a Standard. Guidelines use the term “should” or “may” to denote they are considered relevant to achieving the Intent Statement and will be pertinent to the review process. Where they amplify a Standard, they are preferred, but not mandatory criteria. Guidelines will, however, be strongly considered in circumstances where a Standard is not being met and an alternative is being sought. In such a case, it must be demonstrated that the alternative meets one or more of the following criteria:

- the alternative better achieves the Intent Statement;
- the Intent Statement that the Standard was created to address will not be achieved by application of the Standard in this particular circumstance;

- the application of other Standards and Guidelines to achieve Intent Statements will be improved by not applying the Standard, in this particular circumstance.
- unique site characteristics make the Standard impractical or cost-prohibitive.

References to Intent Statements, Design Standards and Design Guidelines listed throughout this document pertaining to the public right-of-way are used to convey intent, are for illustrative purposes and are not being formally adopted by the Department of Public Works.

1.5.2 General Compliance

All projects within the Site must comply with any and all applicable statutes, ordinances, rules and regulations promulgated by the City and other agencies which have jurisdiction over the project.

1.6 Definition of Terms

The following are general definitions of terms used in this document:

Amenity Zone

The portion of the public right-of-way streetscape adjacent to the back of the curb reserved for amenities. The purpose of the Amenity Zone is to locate Streetscape Elements in a consolidated area outside the Pedestrian Walking Zone (see Fig. 2).

Building Related Zone

The area adjacent to the building façade, outside the public right-of-way. This zone is intended for uses that enhance the pedestrian experience, for example: sidewalk seating, café seating, sculpture, planters, removable signage and displays (see Fig. 2).

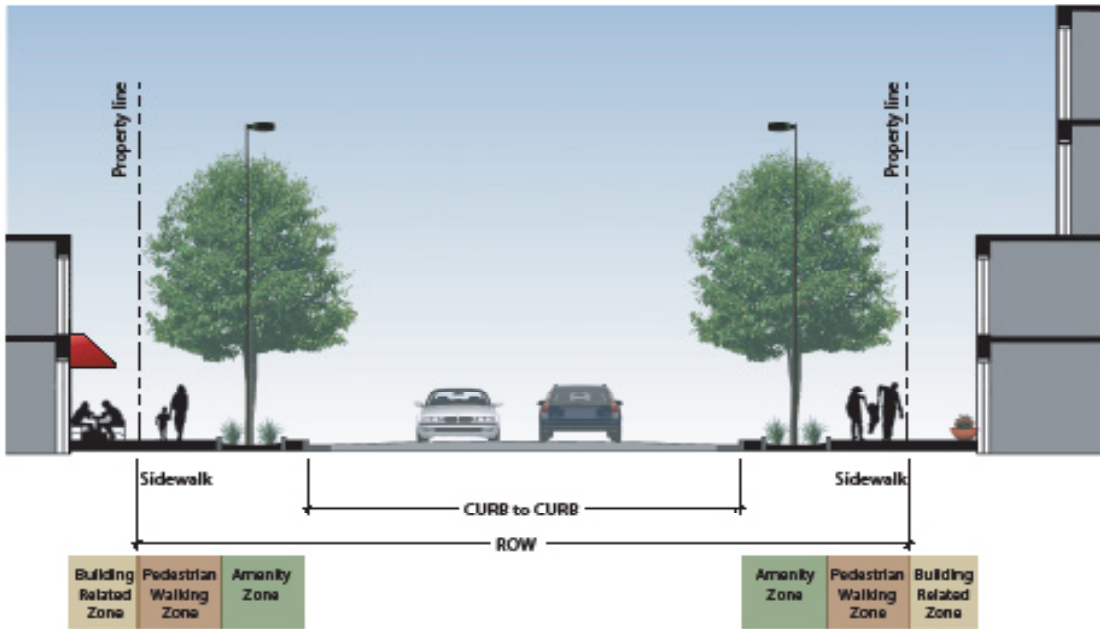


Figure 2 Street Zones

Commercial (land-use)

Commercial buildings are non-residential in use and can include retail stores, entertainment, restaurants, office space, hotels and other service uses relating to commercial activities.

Mixed-Use (land-use)

Mixed-use refers to the combination of commercial and residential land uses on the same site. Mixed-use developments have different uses in close proximity (horizontal integration) and in the same building (vertical integration).

Open Space and Usable Open Space

Usable open space is defined, for the purposes of the GDP and UDSG, to include areas of plazas, playgrounds, and landscaped areas, all open to the sky, which are developed for recreational or leisure usage. This definition includes both green landscaped and hardscape areas, with a significant amount of landscaped area in the Riverfront Open Space (see Fig. 13). Usable open space shall not include building setbacks, small ornamental landscaping and private enclosed

spaces. The intent is to provide accessible, usable, safe, and maintainable recreation and open space. Open space areas are generally oriented to sunlight and views, and provide attractive amenities such as paths, picnic areas, seating, active and passive recreation facilities, and appropriate lighting.

Pedestrian-Oriented Uses

Building and land uses that actively engage and respond to pedestrians and pedestrian activity. The primary use considered is a street-front business that engages the interest of people passing by on adjacent sidewalks and allows views into commercial windows and building interiors. Examples include stores, galleries, restaurants, cafes, hotels and cultural facilities like museums and libraries. Residential and office buildings may be included, provided they engage pedestrians with transparent façades opening on to lobbies and other active spaces.

Pedestrian Walking Zone

The portion of the public right-of-way reserved for pedestrian use. The Pedestrian Walking Zone is to

remain clear and unobstructed for ease of travel and maintenance (see Fig. 2).

Plaza

An open space, open to the sky, not in the public right-of-way, or City-owned land that is accessible to the public and generally intended for pedestrian uses. It may take the form of a square, courtyard with public access or other open area incorporating landscaping and paving.

Public Right-of-way

The area of land owned by the City that has been dedicated as a right-of-way or will be. The public right-of-way may include the roadway, sidewalk, the Amenity Zone and the Pedestrian Walking Zone.

Residential (land-use)

The Residential land use designation is used for land that is occupied by residential uses, including multiple-unit dwelling, live/work residential, residence for older adults, institutional/special residence, rooming and/or boarding house and artist studio. A Residential building is one that contains only residential uses. Buildings in Mixed-Use developments often combine Residential and Commercial uses.

Retail (land-use)

The Retail land use designation applies to buildings that will primarily contain businesses that are involved in conducting retail trade with consumers. This includes the buying and selling of goods and services. Restaurants, cafés, other consumer food service businesses and entertainment venues are often classified as retail.

Sidewalk

The area of land adjacent to the roadway comprised of two components: the Amenity Zone and the Pedestrian Walking Zone.

Streetscape Elements

Streetscape Elements are components that are placed in the Amenity Zone. Elements may include street trees, tree lawns, street lights, pedestrian lights, traffic signage, benches and other seating, trash receptacles, bike racks, newspaper corrals and kiosks, enhanced paving, planter pots, bollards and bus shelters. Maintenance of streetscape elements shall be the responsibility of the adjacent property owner or ownership organization.

URBAN DESIGN CRITERIA IN THE FORM OF STANDARDS AND GUIDELINES

“If a city’s streets look interesting, the city looks interesting”

—Jane Jacobs, “The Death and Life of American Cities”, 1961

2.0 Vehicular and Pedestrian Circulation

The essence of the vision for the Denargo Market GDP starts at the street level with a hierarchical system of urban streets and blocks that serves regional, district and local needs. The circulation system reflects the reintroduction of the Denver grid. Wherever possible, the streets from the surrounding neighborhoods shall be integrated into the Site. Design treatments of the streets have been established for appropriate vehicular and pedestrian uses of each street, which have, in turn, helped to form the land uses of the adjacent parcels and the architectural character of the buildings along each street. All streets, access and curb cuts described in this document are subject to final approval by the Department of Public Works.

The public environment created by the public right-of-way is of great importance, particularly for pedestrians. Streets such as 28th Street and Denargo Way carry much of the life of the mixed-use urban site, creating pleasant walking environments for residents or visitors heading to the South Platte River Trail, shopping, eating at a sidewalk cafe or walking to home or work. The design of the streetscape environments and their amenities will unify the development and provide character and identity for the Denargo Market Development as a distinct location. The pedestrian uses of the street are balanced with a need to serve vehicles and manage traffic flows for the local transit, shops, restaurants and residences.

Street names used herein are illustrative and subject to change.

2.0.1 Vehicular Circulation and Access

Intent

- To reinforce a clear hierarchy, pattern and organization of circulation within the Denargo Market Development.
- To minimize conflicts between vehicles and pedestrians by limiting vehicular access (i.e. curb cuts) along streets and building frontages.
- To minimize the visual presence of automobile circulation, surface parking and service functions, such as deliveries and refuse pick-up, by locating parking and service access away from primary public access points and providing screening where necessary.
- To encourage alternative transportation, especially walking, bicycle and transit (RTD) use.
- To connect the development to existing designated bike routes and trail system where appropriate.
- To encourage development that will enhance the west side of the Site but not limit the access to surrounding parcels external to the site.

Design Standards

- Every vehicular street shall have a corresponding parallel pedestrian walk.
- Curb cuts shall be allowed in those areas approved by Public Works.
- Parking shall not be permitted between the main building façade and the primary public right-of-way or private streets for a particular building. For example, a small surface parking lot that serves a ground floor business would not be permitted.

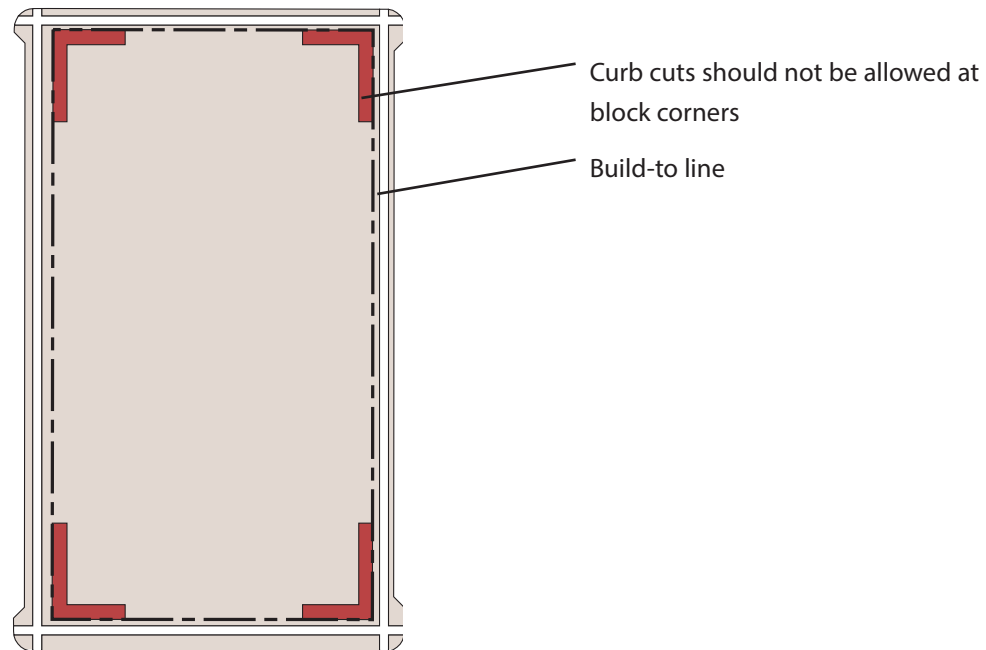


Figure 3 On a typical block, curb cuts should not be allowed close to the block corners

- Surface parking shall be located behind or beside the building it serves.
- Service and delivery activities shall be separated from the primary public access points and shall be screened from public view by means such as:
 - Locating underground or internal to structures,
 - Providing walls, fences and/or landscaping of sufficient height and density,
 - Providing a private or screened meter, equipment or trash receptacle access location.
- On-site loading shall not be located in the Pedestrian Oriented Use Area Required. (see Fig. 4)
- Adequate loading and maneuvering space on site shall be provided for trucks and other service vehicles.
- Private service equipment shall not be placed in the public right-of-way without permits.
- Private service equipment shall not be visible from the public right-of-way or private streets and shall be screened at all times.
- Driveways shall be perpendicular to the street.

Design Guidelines

- The system of pedestrian and bicycle circulation, which includes sidewalks, bicycle lanes and shared-use paths, should be designed to connect to and extend from similar circulation systems on adjacent existing streets.
- Curb cuts and driveways should be shared or common between multiple projects.
- Development should avoid making curb cuts in those areas where curb cuts are discouraged (see Fig. 3).
- Three primary bicycle access points to the site should be at the intersection of Brighton Boulevard and Brighton Boulevard Pocket Park, Denargo Street and existing Delgany Street (southwest corner) and Denargo Way and 29th Street. A bike lane is recommended along one of these streets.

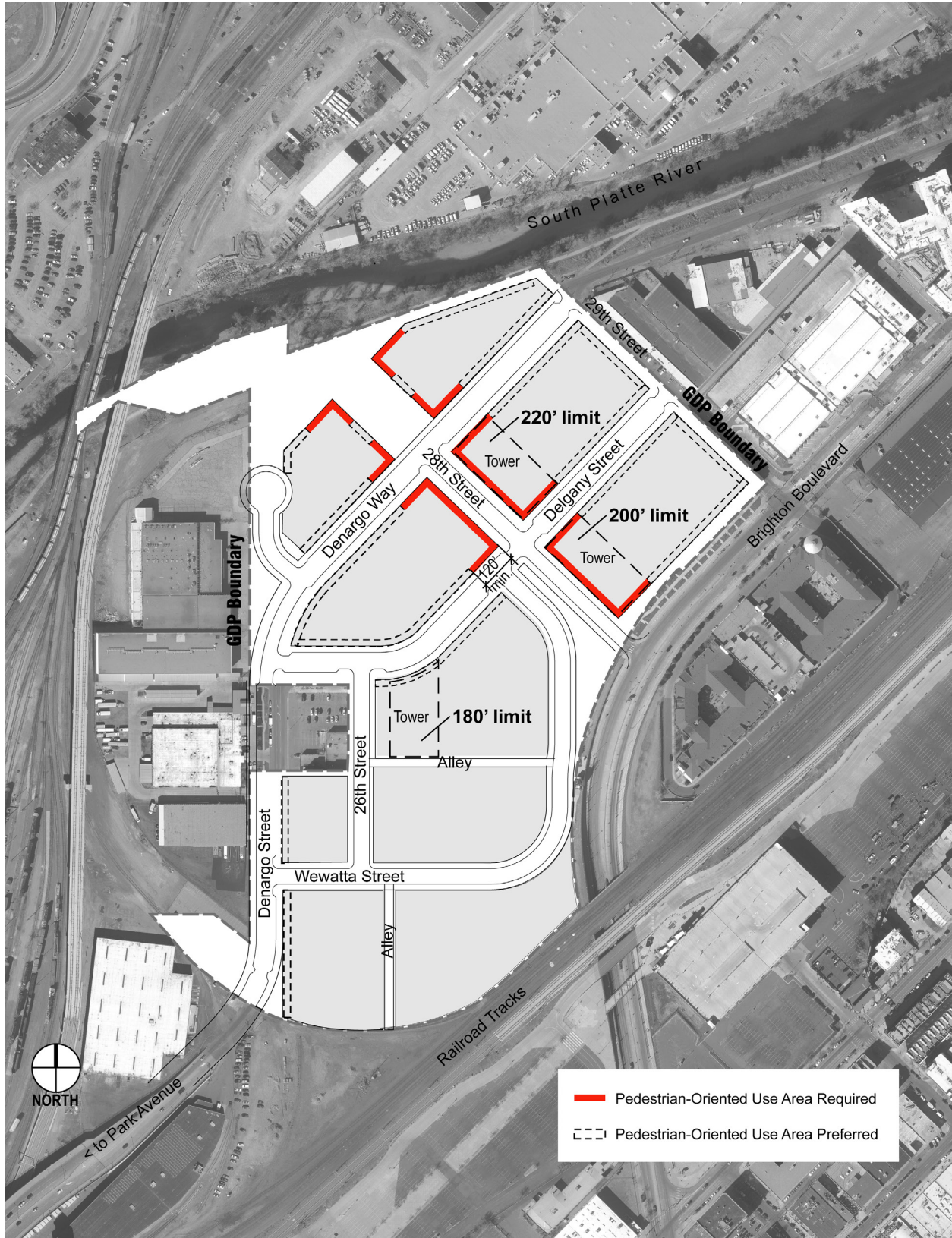


Figure 4 Pedestrian-Oriented Areas

Amended on May 20, 2020

2.0.2 Pedestrian-Oriented Use Areas

Intent

- To provide continuity of Pedestrian-Oriented Uses that will support an active public environment.
- To provide common usable space that is of mutual benefit to surrounding property owners, businesses, residents, guests and neighbors.
- To unify intensively-used pedestrian areas by means of streetscapes with unique character.
- To create a built environment that is pedestrian in scale and character.
- To engage the interest of people passing by on adjacent sidewalks and allow views into commercial windows.

Design Standards

- Building frontage located in areas designated as Pedestrian-Oriented Use Area Required shall require 75 percent of a building's the ground floor façade occupied by Pedestrian-Oriented Uses (see Fig. 4).
- At least sixty percent (60%) of ground floor façades on commercial buildings in required Pedestrian-Oriented Use Areas Required shall be constructed of transparent materials or otherwise designed to allow pedestrians to view activities within the building or storefronts with displays.
- A minimum of forty percent (40%) of second floor façades on commercial buildings in required

Pedestrian-Oriented Use Areas Required shall be constructed of transparent materials.

- Ground floor building façades in required Pedestrian-Oriented Use Areas not occupied by Pedestrian-Oriented Uses shall meet all other applicable Standards for street level fenestration or architectural scale and material quality in Pedestrian-Oriented Use areas.

Design Guidelines

- Buildings located in areas designated as Pedestrian-Oriented Use Area Preferred should provide Pedestrian-Oriented Uses along a majority of the first floor façade.
- Blocks within all Pedestrian-Oriented Use Areas should provide variety (in terms of uses, finishes and set backs) at the street level to create rhythm, pattern and texture.
- Residential buildings within all Pedestrian-Use Areas should have visually-open lobbies, outside seating areas, visually engaging windows, plantings or displays or have shops integrated into the building at street level.

URBAN DESIGN CRITERIA IN THE FORM OF STANDARDS AND GUIDELINES

3.0 General Streetscape and Pedestrian Interface Requirements

The streetscape and architectural Standards and Guidelines are organized according to the individual streets in the Denargo Market GDP. The character of each street in the development is derived from the functions and uses of the buildings and street character. Consequently, the relationship between street and building changes in different parts of the Site, providing a variety of experiences and opportunities.

Design standards and design guidelines for the public right-of-way (ROW) within this section are for illustrative and intent purposes only. All right-of-way improvements shall meet the standards of, and be approved by the Department of Public Works. Private street improvements shall follow the same standards for all public right-of-way improvements.

General Design Intent for all streets includes:

- To establish a practical, interconnected system of streets and walkways that allow easy orientation and convenient access.
- To establish urban character along streets by providing visual interest for pedestrians, bicyclists and motorists.
- To provide a continuous tree canopy along the public right-of-way and private streets.

General Design Standards for all streets includes:

- Trees species shall be selected to create a sense of unity and continuity, in part through a connected tree canopy. A diversity of species shall be selected to ensure the sustainability of Denver’s urban forest. The DPR Forestry’s 10-20-30 Standard shall be followed in the selection of tree species.



- All trees within the tree lawns of the Amenity Zone shall be deciduous; they shall be at least two and one-half inch (2.5”) caliper at time of installation.
- Street tree spacing shall be the following:
 - 35’ between shade trees
 - 25’ between ornamental trees
 - 30’ from curb at intersections
 - 20’ from street lights
 - 10’ from alleys, driveways and fire hydrants
 - 20’ from stop signs
 - 7’ from attached sidewalks
- Street trees shall not be allowed in the 30’ by 30’ corner triangle (“Sight Triangle”). Within the Sight Triangle, lawn and shrubs shall be permitted, however, no plantings above 6” are permitted.
- Tree trenches shall be a minimum of 5’ by 15’ to accommodate root growth.
- Artificial plant material shall not be used.
- Streets shall be open to the sky along the full length of the street.
- Standards shall apply to all streets, whether they are public right-of-way or private and meet all requirements in the City’s Streetscape Design Manual.

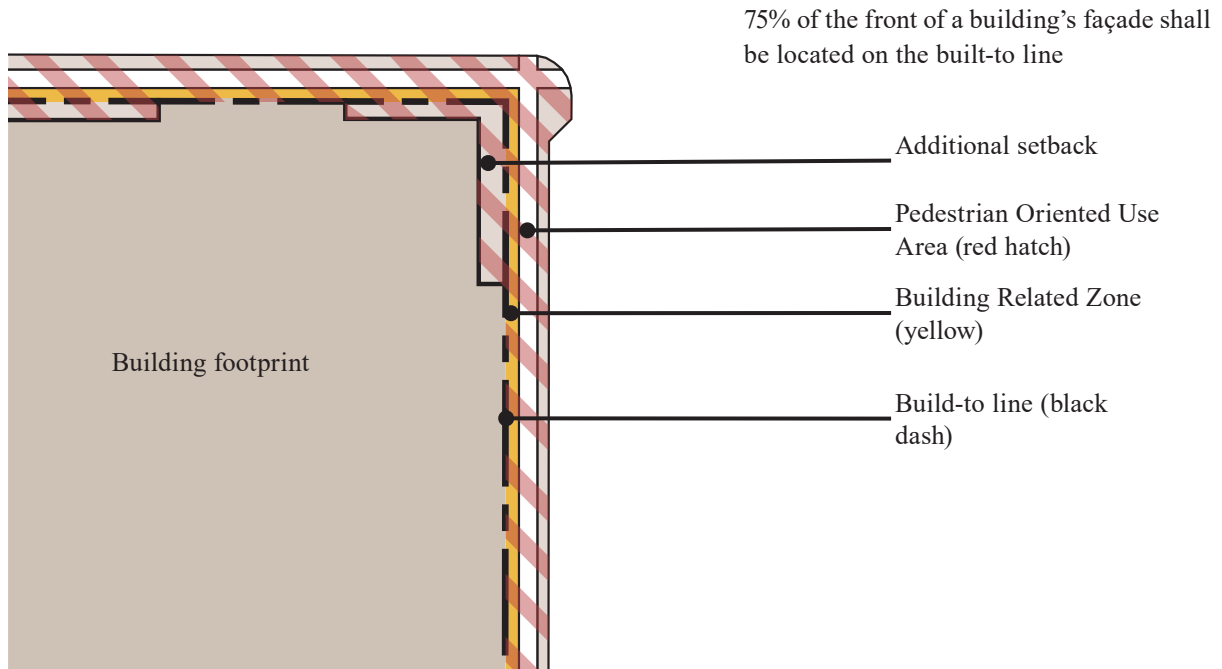


Figure 5 Build-To Requirements

- Street furnishings shall be the City standard (unless otherwise approved) benches, trash receptacles, street lights etc. and shall be uniform in design with the public right-of-way and private streets.
- Any public rights-of-way shall meet the requirements of, and be approved by the Department of Public Works.
- Street names herein are illustrative and subject to change.

General Design Guidelines

- Sidewalk and amenity zone width and design should endeavor to be visually cohesive. Strategies may include the use of similar or complementary planting and paving materials.
- Local streets should accommodate parallel parking on both sides as a traffic-calming measure. Parallel parking on other types of streets is encouraged as approved by the department of Public Works.

- Street trees in the Amenity Zone should be selected to provide a continuous canopy at maturity and must meet the requirements of the City Forester.

3.1 Pedestrian Interface

3.1.1 Build-To Requirements

Intent

- To shape the location of building walls and to define and contain the street space in a way that reinforces pedestrian activity and creates a street environment as a “place.”
- To increase the level of comfort for the pedestrian by providing human scale, interest and variation.

Design Standards

- Build-to lines shall be enforced in the areas designated as Pedestrian-Oriented Use Areas Required (see Fig. 4).

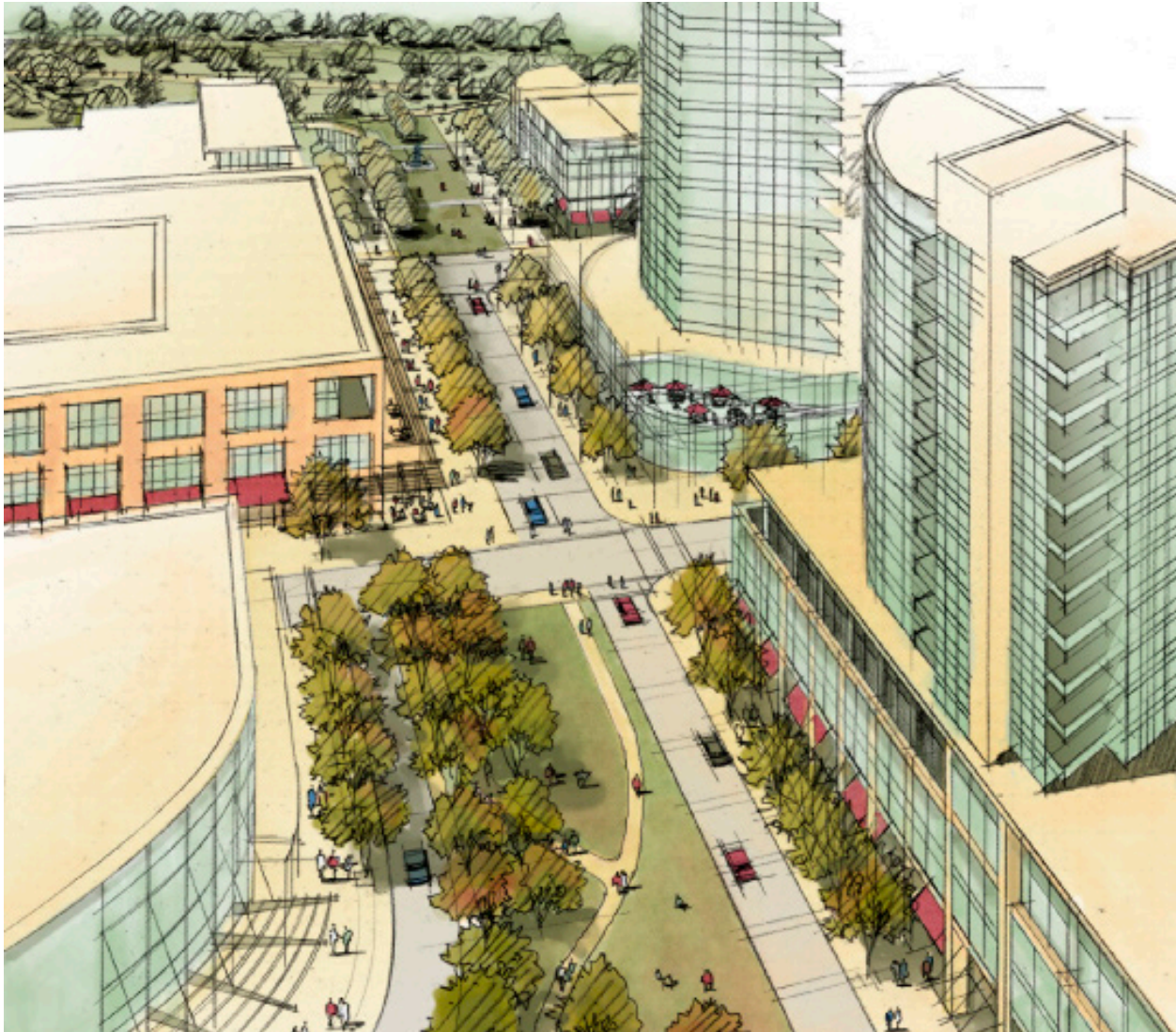


Figure 6 28th Street Expanded Streetscape Illustrative

- In areas in which build-to lines are required, a minimum of 75 percent (75%) of the building shall be set back a minimum of three feet (3') from the property line. Additional setbacks will be allowed for 25 percent (25%) of the remaining building if desired.
- For Pedestrian-Oriented Use Areas Required, front-ages wrap around corners along 28th Street, there is a 120' minimum zone, from the corner, where Pedestrian-Oriented Use Areas Required shall be enforced (see Fig. 4).
- For Pedestrian-Oriented Use Areas Required that are located at the base of the two towers along 28th Street, the zone shall be enforced from the corner to the other side of the tower base (see Fig. 4).

Design Guidelines

- Build-to lines are preferred in the areas designated as Pedestrian-Oriented Use Areas Preferred (see Fig. 3) but may be relaxed if a need can be shown.
- Buildings in Pedestrian-Oriented Use Areas Preferred should have a majority of the building façade on the build-to line.

- Portions of the building not aligned with the build-to line should be related to building uses that complement pedestrian activities along the street, such as plazas, patios and building entries.
- Building frontages should follow the street geometry.

3.1.2 Pedestrian Appeal and Safety

Intent

- To create a welcoming, intimate and safe public environment that establishes a sustainable basis for a residential community.
- To provide diverse and engaging streetscapes and open spaces to encourage return visitors and create project identity.

Design Standards

- All transit stops shall be designed to provide an appealing environment for transit riders.
- Bike racks shall be installed adjacent to all major building entrances and where streetscapes and open spaces meet. A minimum of one four-unit bike rack shall be utilized per each major building entry. This would not include the entrances to shops or restaurants.
- Utilities shall not be visible from the public right-of-way or private streets.
- Streetscape designs shall be completed prior to utility placement so utility boxes and vaults can be placed within preferred utility zones that will be established as part of the subdivision process.
- Public Works shall approve all materials and items located in the public right-of-way and all design elements that pertain to the right-of-way.

Design Guidelines

- Transit stops should be attractive public features that should exceed City and RTD standards.
- A portion of the specified outdoor furniture should be moveable and adaptable to individual building-



related needs, climate variations and group dynamics.

- Spaces should be created that provide opportunities for neighborhood gatherings and outdoor public life. While these areas may range in size, they should be organized to allow residents the opportunity to temporarily customize them to accommodate neighborhood events and activities.
- Placement of utilities should be a coordinated effort to prevent utilities from being visible from the public right-of-way or private streets.
- Service boxes should be placed on facades where they are not visible from the right-of-way or private streets.

3.1.3 General Lighting

Intent

- To integrate City standards with regard to general street illumination that complements the urban nature of Denargo Market.
- To provide aesthetic appeal and safety, promoting comfortable, safe pedestrian activity at night.
- To avoid glare and light trespass.

Design Standards

- Pedestrian and street lighting fixtures shall be selected or designed to create an ambiance by

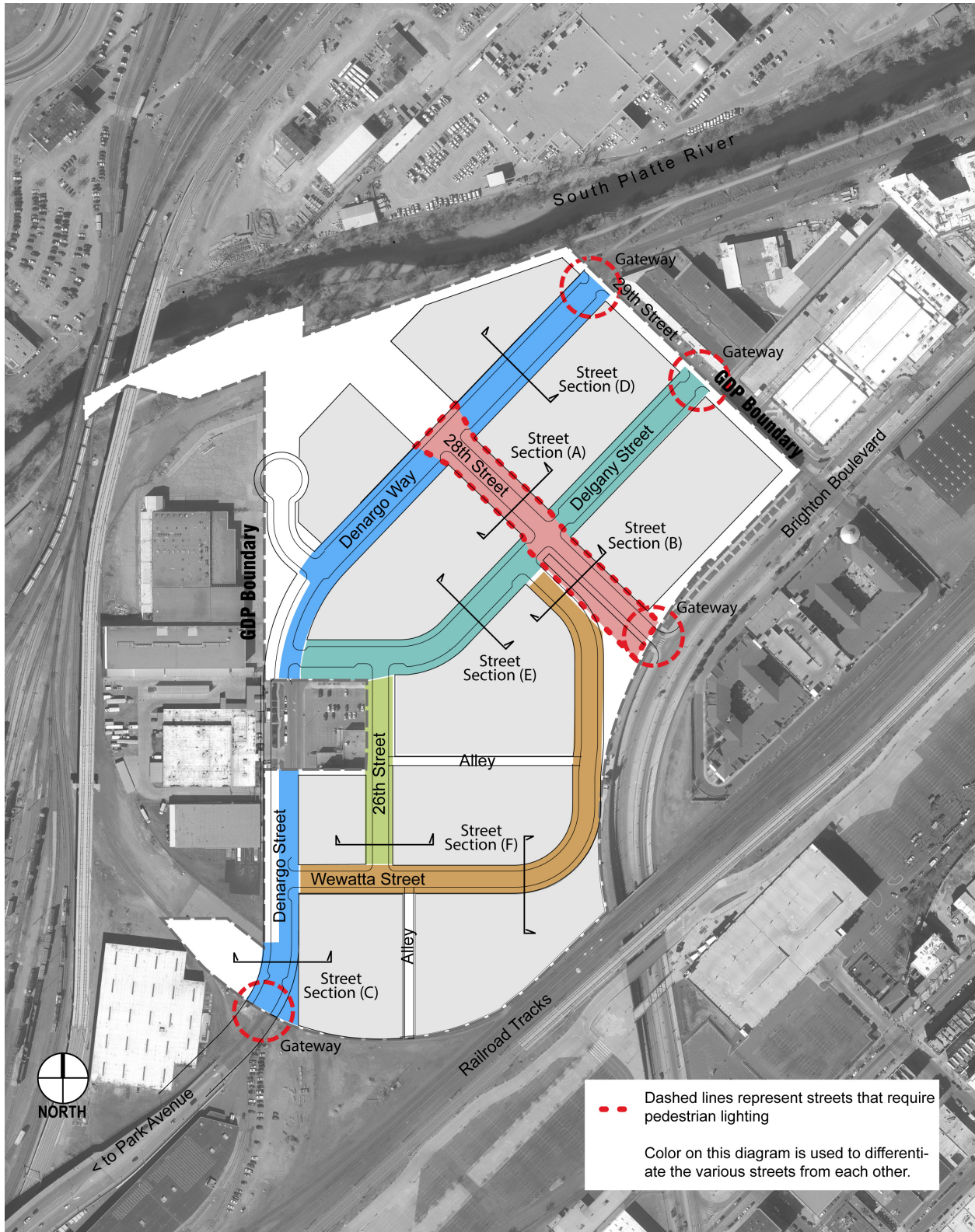


Figure 7 Denargo Proposed Streetscape Network

Amended on May 20, 2020

utilizing moderate to low level lighting fixtures and shall be screened to prevent glare and light trespass.

- Building lighting shall be shielded such that the light source is not directly visible from adjacent properties, the public rights-of-way or private streets.
- All lighting shall be shielded and downcast.
- Pedestrian lighting shall be dark sky compliant and have zero light intrusion along the South Platte River in order to comply with wildlife goals. Light levels adjacent to the private property line and the South Platte River shall not exceed 1 foot candle.
- Light sources shall be color-correct types such as high pressure sodium and metal halide. Light types of limited spectral emission, such as low pressure sodium or mercury vapor lights shall be prohibited.
- Minimum external building lighting levels at main building entries and stairs shall be 5.0 foot candles.
- Pole-mounted light fixtures shall not be used to illuminate buildings.
- Street lighting shall be on both sides of the right-of-way within the Amenity Zone and be coordinated so that a consistent line of lighting is projected along the street.

Design Guidelines

- External building lighting should provide definition of building massing and features such as architectural entries and should not just light entire structures.
- Impact of building lighting on the night sky should be minimized with cut-off and downward facing fixtures.
- The emphasis on building lighting should be on the lighting effect, rather than on the fixtures as visible elements.
- All external lighting should be designed and located to reduce power consumption to its lowest practical level. Among the techniques to achieve this include: automatic shutoff after certain times

of the early morning and daylight hours, switching localized for individual control, and avoidance of over-illumination on buildings.

3.2 Streetscapes

3.2.1 28th Streetscape

Intent

- To establish a premier pedestrian-friendly street with diverse mixed-use character that anchors Denargo Market and links the South Platte River to Broadway/Brighton Boulevard.
- To provide retail as part of the mix of uses on the ground level of the buildings and parking structures.
- To provide Pedestrian-Oriented Use Areas along a convenient walking route lined by street trees and illuminated by pedestrian lighting.
- To provide comfortable seating and gathering spaces for pedestrians by providing a sequence of amenity areas that complement adjacent building uses and correspond with the rhythm of the streetscape design.
- To create an attractive access point to the South Platte River Trail that enhances the design objectives in the South Platte River Corridor Long Range Management Framework Plan.

Design Standards

- Illustrative sections — 28th Street Type A (see Fig. 8) shall be representative of 28th Street between Denargo Way and Delgany Street.
- Illustrative sections — 28th Street Type B (see Fig. 9) shall be representative of 28th Street between Delgany Street and Brighton Boulevard.
- 28th Street shall have a sidewalk area a minimum of sixteen feet (16') wide including an Amenity Zone and Pedestrian Walking Zone.
- A clear Pedestrian Walking Zone shall be organized to create a continuous unobstructed

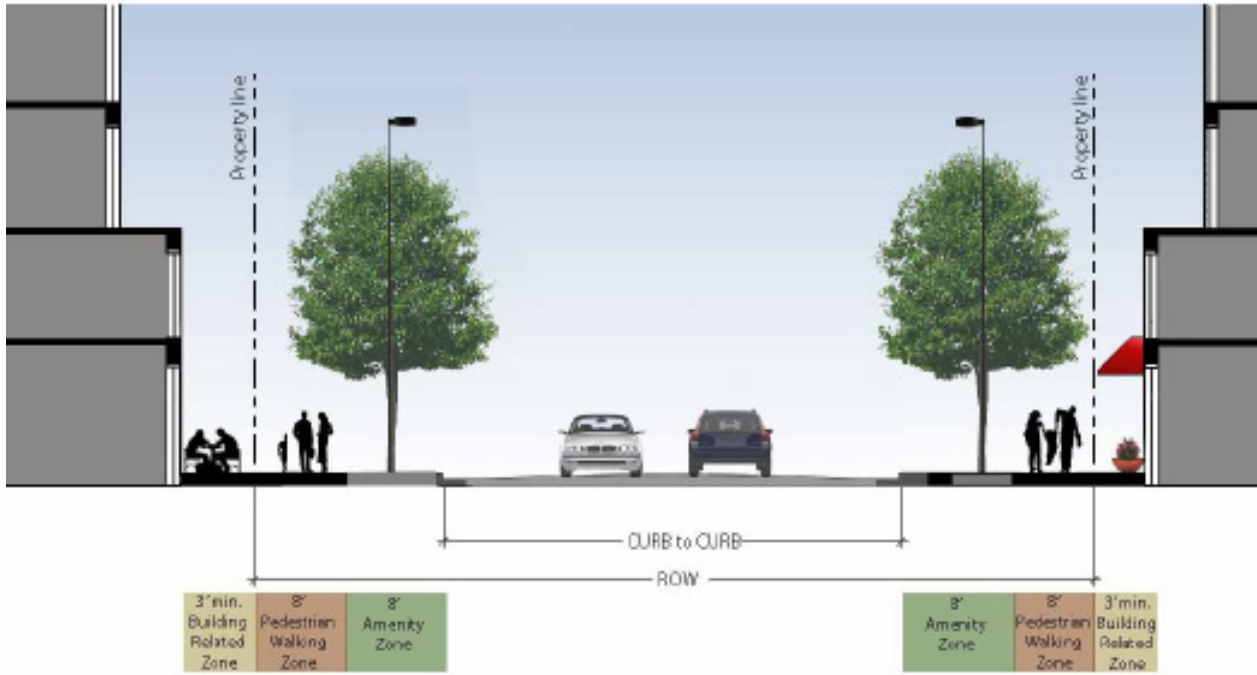


Figure 8 Illustrative 28th Streetscape - Type A

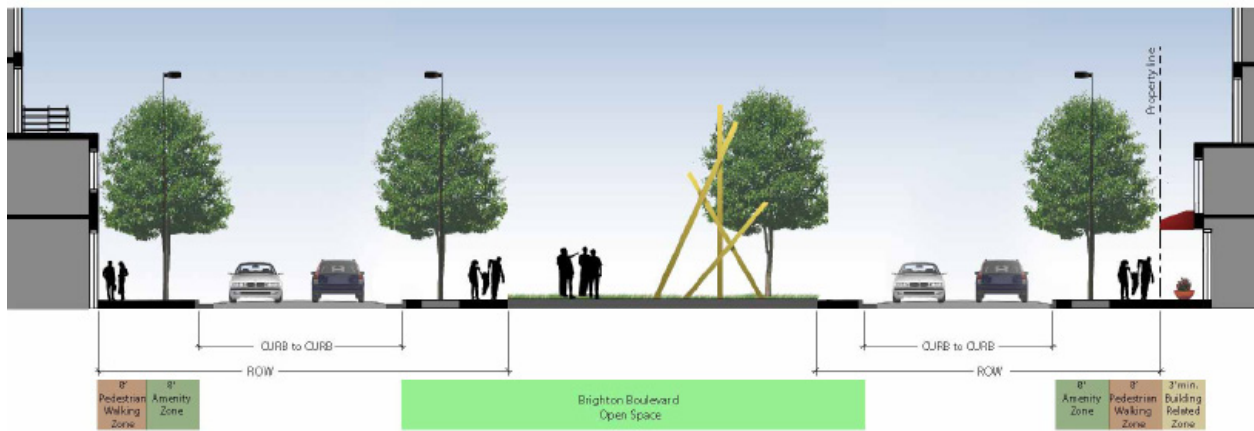


Figure 9 Illustrative 28th Streetscape - Type B
(Wewatta Street is on the left and 28th Street is on the right side)

Pedestrian Walking Zone, eight feet (8') wide, for ease of travel and maintenance. (see Fig. 8 and Fig. 9).

- The Amenity Zone shall be a minimum of eight feet (8') wide and shall contain streetscape elements.
- The Pedestrian Walking Zone shall be continuous from Brighton Boulevard to the South Platte River trail connection that is within the Riverfront open space.
- Streetscape elements for 28th Street shall be consistent with the River North Plan.
- On 28th Street, pedestrian lighting fixtures shall be selected or designed to create a continuous lighting pattern that reinforces the tree planting on the street. This will require the development of a Maintenance District.
- Vehicle access at Brighton Boulevard shall be right-in, right-out access only, unless otherwise approved by Public Works.

Design Guidelines

- Sidewalk should use City standard paving. However, Building Related Zone may be distinguished by differences in paving pattern and materials.
- The Building Related Zones should be used to engage pedestrians and externalize the activity of the adjacent building use.
- The street should be visually unified and have a cohesive rhythm created by the street trees, furnishings and lighting.
- Furnishings should be located efficiently within the Amenity Zone and align with other elements along the street.
- The pedestrian connection from Brighton Boulevard to the South Platte River should be seen as a signature element of Denargo Market, therefore the access should be seen as inviting and attractive. A continuous visual connection should

be established to enhance the importance of this connection.

- Pedestrian-focused amenities like newspaper corrals, kiosks, benches, trash receptacles and bike racks should be encouraged in the Amenity Zone.
- Educational and cultural artifacts and devices that tell about the history of the Denargo Market should be integrated into the open space using such items as signage, artifacts and kiosks.
- Retail and information kiosks should be integrated into the streetscape, in select locations, to be noted on a future schematic master/site plan.
- Accent and special event lighting is appropriate along 28th Street.

3.2.2 Denargo Street and Denargo Way Streetscape

Intent

- To improve vehicular connections within the South Platte River Valley and the River North District.
- To provide Pedestrian-Oriented Use areas along a convenient walking route lined by street trees and illuminated by pedestrian lighting.
- To provide comfortable seating and gathering spaces for pedestrians by providing a sequence of amenity areas that complement adjacent building uses and correspond with the rhythm of the streetscape design.
- To provide retail-oriented character as part of the mix of uses adjacent to the buildings.
- To provide entrances to the Site, at 29th Street and where Delgany Street (bottom of the ramp) turns into Denargo Street, that establishes the character and identity of the development.
- To maintain access to adjacent properties while providing a coherent experience within the streetscape.

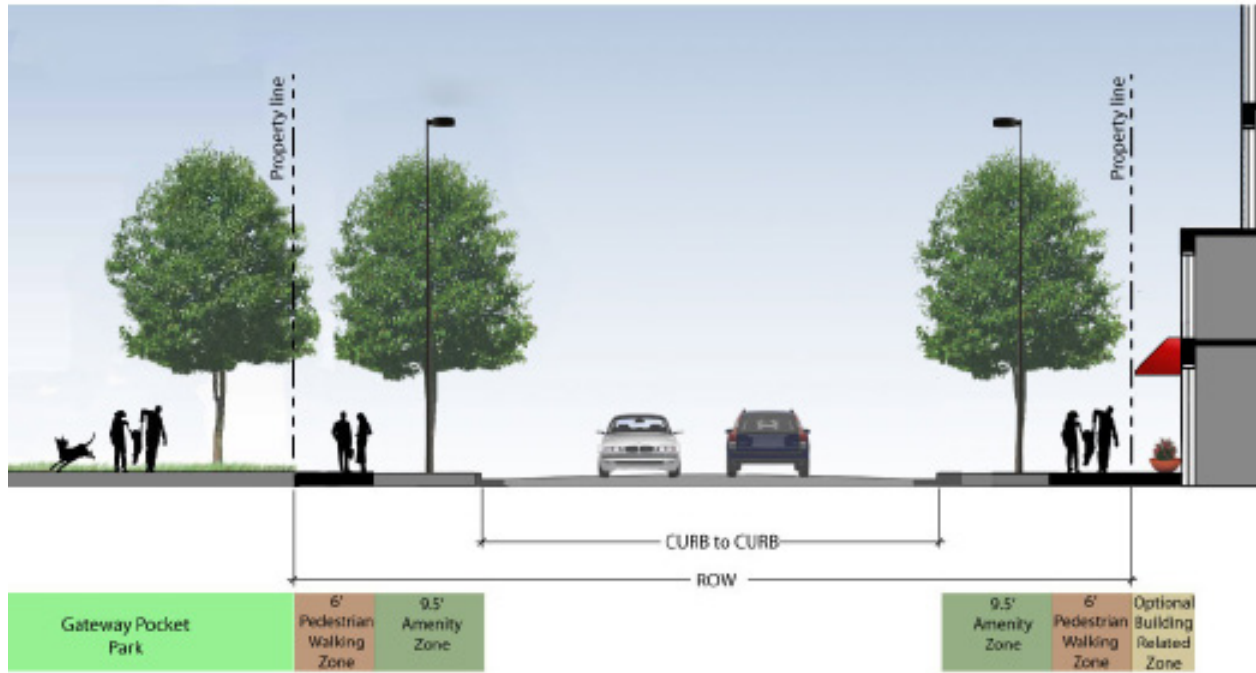


Figure 10 Illustrative Section — Denargo Street - Type C

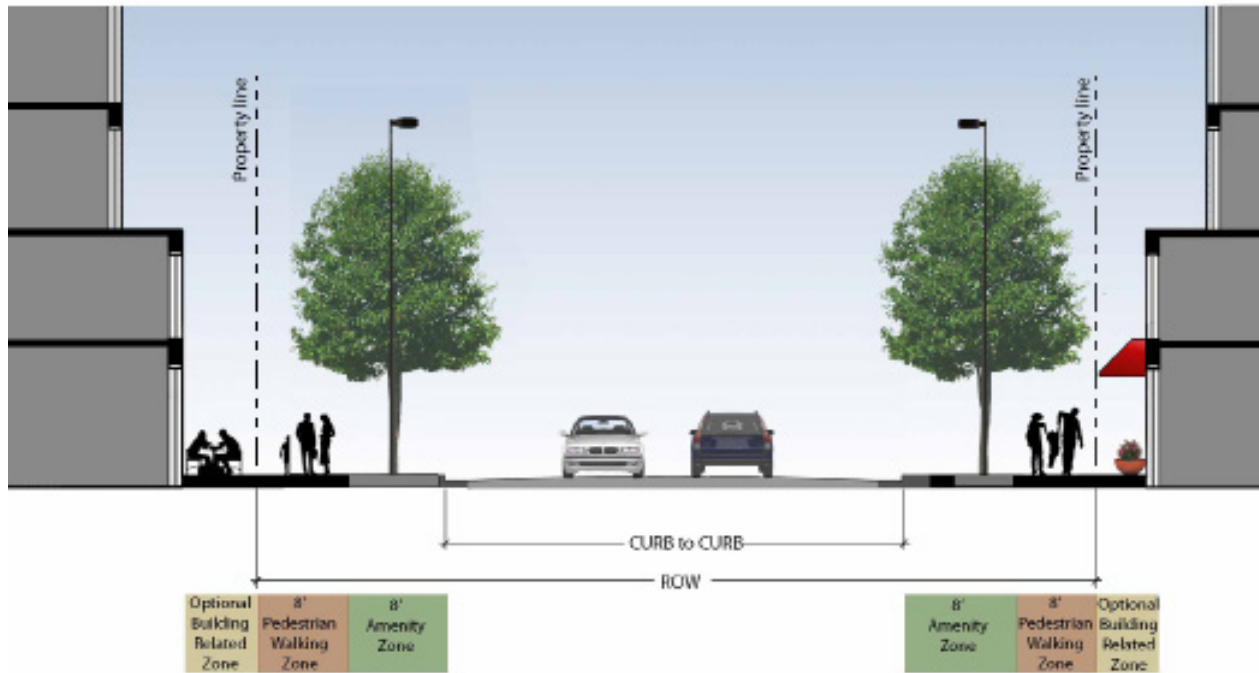


Figure 11 Illustrative Section — Denargo Way - Type D

Design Standards

- Illustrative sections — Denargo Street Type C (see Fig. 10) shall be representative of Denargo Street between Delgany Street (bottom of the ramp) to Delgany Street.
- Denargo Street Type C shall have a sidewalk area a minimum of fifteen and a half feet (15.5') wide including an Amenity Zone and Pedestrian Walking Zone.
- For Denargo Street Type C, a clear Pedestrian Walking Zone shall be organized to create a continuous unobstructed Pedestrian Walking Zone, six feet (6') wide, for ease of travel and maintenance. (see Fig. 10).
- For Denargo Street Type C, the Amenity Zone shall be a minimum of nine and a half feet (9.5') wide and shall contain streetscape elements. Pedestrian focused amenities like newspaper boxes, kiosks, benches, trash receptacles and bike racks are encouraged.
- Illustrative sections — Denargo Way Type D (see Fig. 11) shall be representative of Denargo Way between 29th Street and Delgany Street.
- Denargo Way Type D shall have a sidewalk area a minimum of sixteen feet (16') wide including an Amenity Zone and Pedestrian Walking Zone.
- For Denargo Way Type D, a clear Pedestrian Walking Zone shall be organized to create a continuous unobstructed Pedestrian Walking Zone, eight feet (8') wide, for ease of travel and maintenance. (see Fig. 11).
- For Denargo Way Type D, the Amenity Zone shall be a minimum of eight feet (8') wide and shall contain streetscape elements. Pedestrian focused amenities like newspaper boxes, kiosks, benches, trash receptacles and bike racks are encouraged.
- Garage frontages on street level shall be limited to twenty-five percent (25%) of building façades along Denargo Way.
- Any private streets shall adhere to the basic guidelines established above for public right-of-way.

- Curb cuts to adjacent properties shall be defined and built to Public Works standards.

Design Guidelines

- The street should be visually unified and have a cohesive rhythm created by the street trees, furnishings and lighting.
- Furnishings should be located efficiently within the Amenity Zone and align with other elements along the street.
- The optional Building Related Zone may be distinguished by differences in paving pattern and material, but should be coordinated with the City standard paving in the public rights-of-way.
- The optional Building Related Zones should be used to engage pedestrians and externalize the activity of the adjacent building use and may be expanded to accommodate specific uses. Special amenities, such as café tables, seating, kiosks and vendor facilities, should be located in Building-Related Zones.
- Pedestrian-focused amenities like newspaper corrals, kiosks, benches, trash receptacles and bike racks should be encouraged in the Amenity Zone.
- Accent and special event lighting is appropriate along Denargo Way.
- Access to surrounding properties, as they relate to the Denargo GDP and not included within the Denargo Market project, shall be provided along Denargo Street and Denargo Way as appropriate.

3.2.3 Delgany Streetscape

Intent

- To establish a pedestrian-friendly street that provides access to 28th Street and Brighton Boulevard Pocket Park.
- To create a less intense character for this street through careful selection of appropriate building materials, architectural scale and form, plant material, site furnishings, lighting and paving.

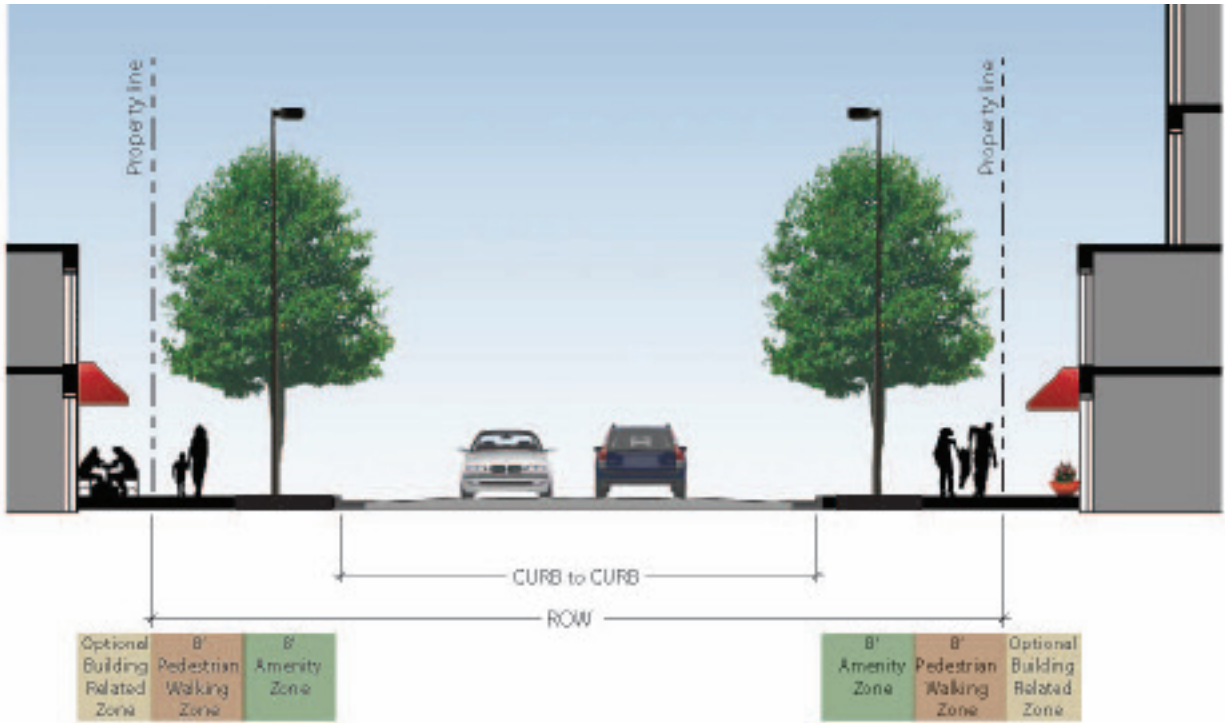


Figure 12 Illustrative Section — Delgany Street- Type E

- To create a pedestrian connection between the eastern and western parts of the Site from Denargo Way and 29th Street.
- To provide comfortable seating and gathering spaces for pedestrians in plazas and adjacent to sidewalks by providing a sequence of amenity areas that complement adjacent building uses and correspond with the rhythm of the streetscape design.
- The Amenity Zone shall be a minimum of eight feet (8') wide and shall contain streetscape elements.
- Furnishings shall be located efficiently within the Amenity Zone and align with other elements along the street.
- All service equipment shall be screened from the public right-of-way.
- Garage frontages on street level shall be limited to twenty-five percent (25%) of building façades along Delgany.

Design Standards

- Illustrative section — Delgany Street Type E (see Fig. 12) shall be representative of Delgany Street as indicated on the Street Types plan (see Fig. 7).
- Delgany Street shall have a sidewalk area a minimum of sixteen feet (16') wide including an Amenity Zone and Pedestrian Walking Zone.
- A clear Pedestrian Walking Zone shall be organized to create a continuous unobstructed Pedestrian Walking Zone, eight feet (8') wide, for ease of travel and maintenance. (see Fig. 12).

Design Guidelines

- To provide optional Pedestrian-Oriented Use Areas along a convenient walking route lined by street trees and illuminated by pedestrian lighting.
- Sidewalk should use City standard paving. However, optional Building Related Zone may be distinguished by differences in paving pattern and materials.

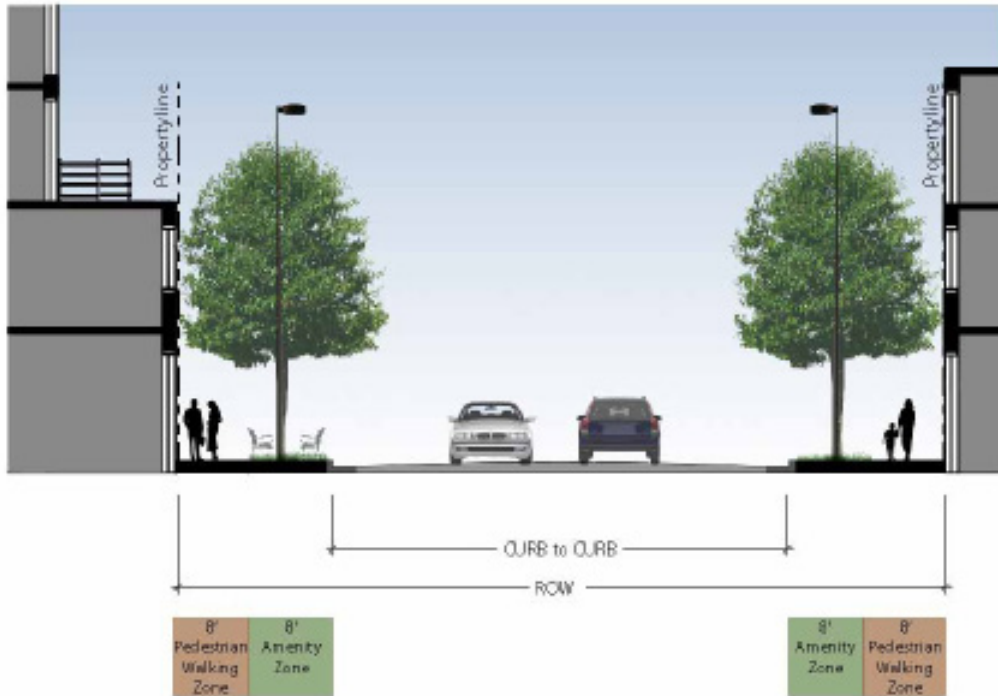


Figure 13 Illustrative Section — Wewatta and 26th Streets - Type F

- The street should be visually unified and have a cohesive rhythm created by the street trees, furnishings and lighting.
- The optional Building-Related Zones should be used to engage pedestrians and externalize the activity of the establishment. Special amenities, such as café tables, seating, kiosks and vendor facilities, should be located in Building-Related Zones.
- Pedestrian focused amenities like newspaper boxes, kiosks, benches, trash receptacles and bike racks should be encouraged.
- Accent and special event lighting is not appropriate along Denargo Way.

3.2.4 Wewatta and 26th Streets

Intent

- To create an environment that is quieter and residential in nature by providing wide walkways and an Amenity Zone.
- To provide convenient, well lit access to properties and amenities in the southern area of the Site.
- To ensure a consistency of quality and appearance of the streets in this sub-area with the rest of the Denargo Market.
- To provide access to surrounding properties.

Design Standards

- Illustrative section — Wewatta and 26th Streets Type F (see Fig. 13) in this area as indicated on the Street Types plan (see Fig. 7).
- Wewatta and 26th Streets shall have a sidewalk a minimum of sixteen feet (16') wide including an Amenity Zone and a Pedestrian Walking Zone (see Fig. 13).

- A clear Pedestrian Walking Zone shall be eight feet (8') wide and shall be organized to create an unobstructed and continuous pedestrian walkway for ease of travel and maintenance.
- Amenity Zone shall be a minimum of eight (8') wide and shall contain streetscape elements.
- Amenities (e.g. street trees and furnishings) shall be selected and arranged with consideration of the ease of maintenance.
- Street lighting fixtures shall be screened to prevent glare and light trespass.
- All service equipment shall be screened from the public right-of-way.
- Garage frontages on street level shall be limited to twenty-five percent (25%) of building façades along Wewatta and 26th Streets.
- Access to surrounding properties, as they relate to the Denargo GDP and not included within the Denargo Market project, shall be provided along Wewatta/26th Streets as appropriate.

Design Guidelines

- Street tree species should be selected so as to create a continuous canopy at maturity.
- The façades of structured parking above street level should be masked in such a way as to maintain a high level of architectural finish.
- Seating should be located at intervals along the entire street to encourage people to linger and socialize to promote community interaction.

OPEN SPACE CRITERIA IN THE FORM OF STANDARDS AND GUIDELINES

4.0 Parks and Plazas Introduction

“...access to these public neighborhood spaces is much more important to Denver residents than the acreage contained within them. Residents want these spaces to be walkable, ideally no more than a 10-minute walk from home via sidewalks, paths, or other safe pedestrian ways..”

—Game Plan, Denver Parks and Recreation 2003

4.0.1 Purpose

The Denargo Market development will provide a variety of open space areas within an interconnected network of pedestrian-friendly expanded streetscapes, publicly-accessible plazas and urban open spaces. This network is envisioned as a collection of interlinked spaces that connect residences and businesses within the development to the adjacent neighborhoods. The open space network will offer a variety of comfortable environments to attract a diverse mix of residents, shoppers, guests and neighbors, providing the breathing spaces that are necessary to make a community thrive.

The design guidelines for open space are organized into four areas (see Fig. 14):

Denargo Market Core Area (Neighborhood Park)

This is the largest area and includes a variety of spaces and programs intended for intense community use. Plazas and expanded streetscapes include areas outside the public right-of-way, such as Building Related Zones, that have a connection to streets and generally are hardscapes. They are open areas accessible to the public.

This area will include more traditional open space

areas such as grass lawns, walkways and passive recreation areas. This area is comprised of both private and City-owned land and is about 3 acres in size.

South Platte River Transitional Space (Natural Open Space)

South Platte River improvements are located on City and private land approximately one acre in size. This area is a strip of land that sits between the South Platte River and the development. This space will play an important role as an amenity and attraction in the development area while balancing the special needs of local wildlife and habitat creation. The character of this area is natural vegetation.

Riverfront Walkway and Access

This is a narrow strip of land that is on private property and is adjacent to the South Platte River and the residential development closest to the river. The purpose of this strip of land is to serve as a buffer to the trail while maintaining an urban pedestrian edge to the Site.

Perimeter Pocket Parks

Both spaces (Brighton Boulevard and Gateway) are intended to be used by both residents and the community as urban “breathing” spaces. These two spaces are similar in size, less than an acre, and their functions are more specialized for a narrower range of uses.

The Manager of Parks and Recreation shall approve all design and construction of improvements of all publicly accessible open space shown on the GDP and listed above.

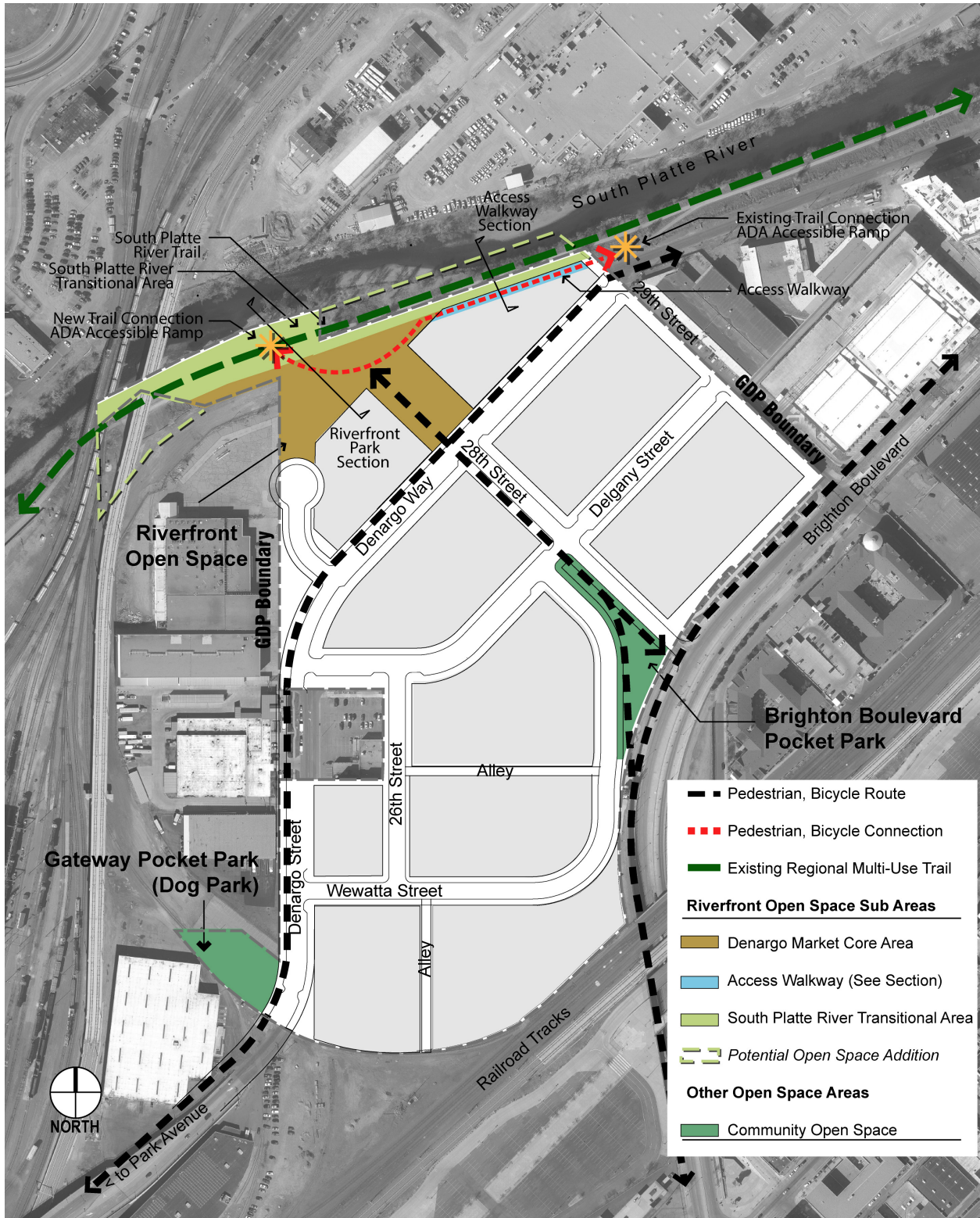


Figure 14 Open Space Framework

Amended on May 20, 2020

4.0.2 General Best Practices for Irrigation

Intent

- To use irrigation best practices that conserve water.

Design Standards

- Irrigation practices and equipment shall use water conservation best practices that reduces water consumption and waste. Techniques shall include the following, but not limited to, xeric plantings, grey water systems (if appropriate), moisture sensors and cut-offs, direct delivery systems, etc.

Design Guidelines

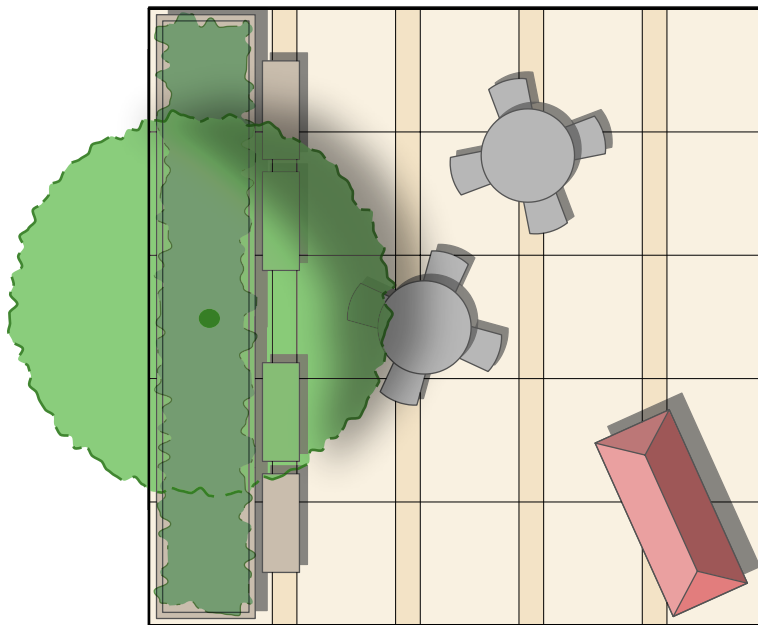
- All landscaping should use irrigation best practices that reduces water run-off and low water consumption. Plant selection should emphasize species with low water needs. Natural areas should only use irrigation for establishment purposes.

4.1 Riverfront Open Space

4.1.1 Denargo Market Core Area - Plazas and Expanded Streetscapes

Intent

- To provide open spaces such as plazas and publicly-accessible courtyards that serve as areas for relaxation and community interaction and create variety and interest in the pedestrian realm regardless of location within Denargo Market.
- To introduce elements of nature and art into the urban environment.
- To allow for additional space adjacent to buildings to accommodate special amenities such as café seating, sculpture and planters.
- To provide organizing features for groups of buildings.
- To establish links in a system of open spaces within and outside of the Site.



This example of a 660 sf plaza illustrates the plaza design standard requirements;

- 660 sf plaza requires 22 lf of seating - this example shows 16 lf of benches (4 bench, 4 lf each); 8 movable chairs.
- 15% landscape requirement - 100 sf
- One tree minimum for each 625 sf of plaza.
- Kiosks can be no more than 100 sf in size.

Figure 15 Example of Plaza Requirements

Design Standards

- Plazas shall be architecturally defined by the buildings that surround them.
- All plazas and publicly-accessed courtyards shall provide direct, unobstructed access at the public right-of-way on at least sixty percent (60%) of the open space frontage. Where elevation changes or other obstructions must be accommodated, no walls or other obstructions within twenty feet (20') of the public right-of-way may be more than three feet (3') in height above the adjoining public sidewalk.
- All areas of a plaza shall be at a level within three feet (3') above or below the nearest adjoining sidewalk.
- There shall be a minimum of one lineal foot (1 lf) of seating for every thirty square feet (30 sf) of plaza, except in heavily trafficked areas. This may include moveable seating and benches (see Fig. 15).
- Seating shall have a minimum depth of sixteen inches (16").
- Seating thirty inches (30") or more in depth may count double provided there is access to both sides.
- A portion of the specified outdoor seating shall be movable and adaptable to individual building-related needs, climate variations and group dynamics.
- Surfaces higher than thirty-six inches (36") or less than twelve inches (12") shall not count toward meeting the seating requirements.
- Shade trees shall be incorporated into seating design arrangements.
- The tops of walls, including those for planters, pools and fountains, shall be counted toward meeting the seating requirements provided they meet the dimensional requirements above and are not obstructed by foliage.
- One tree (minimum 2-1/2" caliper at time of planting) shall be provided for each 625 square feet of plaza up to 2,500 square feet. One additional tree

is required for each additional 1,000 square feet of plaza.

- Planted landscaping for plazas shall be between 15% to 40% of the plaza surface. This includes tree grates, planter boxes and lawn.
- Food or retail kiosks, such as newsstands or flower stands, shall be no more than 100 square feet in area per kiosk. Food service and retail space shall occupy no more than fifteen percent (15%) of the total plaza area.
- Arbors and trellises may exceed maximum landscape area when incorporating public seating.
- Appropriate litter receptacles shall be provided at each plaza or courtyard area.
- There shall be no distinction between public and privately owned open space areas. The City owned open space area shall be designed, developed and maintained in such a way to flow together seamlessly with the privately owned open spaces.
- Permits for improvements to City owned land shall be obtained.





Existing South Platte River Trail

Design Guidelines

- Water quality areas should be fully landscaped.
- Plazas and publicly-accessible courtyards should connect to other activities such as outdoor cafes, restaurants and building entries.
- As public amenities, open space and plazas should be designed to be easily accessible and comfortable for as much of the year as possible. They should provide shade in summer, sun in winter and protection from wind at all times of the year.
- Plazas, courtyards and Pedestrian-Oriented Areas are appropriate locations for public art.
- Design of ornamental fountains should consider winter time appearance as well as decorative water affects.
- Design of plazas, publicly-accessible courtyards and expanded sidewalks should take into consideration ease of maintenance and snow removal.

4.1.2 Denargo Market Core Area - Open Space

Intent

- To create a highly active neighborhood and City-wide open space destination and provide an attraction for the Site that engages shoppers, visitors, residents and neighbors.
- To restore and maintain the majority of the former Arkins Court as an open space area.
- To prevent encroachment into open space areas.
- To be a complementary and transitional space between the South Platte River and the more intense urban environment of Denargo Market.
- To provide direct and accessible points-of-access to the existing trail to minimize conflicts with trail users (see Fig. 16).

Design Standards

- At least two pedestrian access points shall be provided from the Site to the South Platte River Trail. The minimum trail width is 10 feet. A minimum of one access point shall be an ADA accessible ramp.
- All City owned and private open spaces shall be designed and managed to comply with the goals as defined in the South Platte River Framework Plan.
- The improvements shall include a variety of forms and address a range of uses such as informal play areas, people-watching areas, platforms for changing art exhibits, performance space, pavilion, community market and seating areas.
- All improvements, including walkways, stairs and terraces, shall be reviewed and approved by Denver Parks and Recreation. These elements shall be designed in a manner that minimizes hardscape and intrusion into the South Platte River corridor.
- Detention and water-quality facilities, where required, shall be creatively accommodated and shall not be located on City-owned land. A maximum of 50% of open space areas that are privately owned shall be used for surface detention and/or water quality. One hundred percent (100%) of the open spaces areas that are privately owned

may be used for subsurface detention and/or water quality.

- Open space uses and access shall remain public at all times unless closure is necessary for public safety or maintenance.
- No encroachments along the South Platte River edge shall be allowed from the adjacent buildings facing the River, including but not limited to awnings, stairs, terraces, patios, fences, walls, pedestrian paths, paving, door swings, gates, sills, bay windows or other architectural features.
- Signature elements shall be designed and installed to animate and give identity to this signature area of the development. Elements may include seating, lighting, art, small structures and planters.
- Improvements shall incorporate the need for fire access.
- Trails and trail connections shall accommodate all forms of pedestrian and non-motorized traffic.
- Riverfront Open Space, including trail access, shall be a minimum of 2.93 acres.
- Permits for improvements to City owned land shall be obtained.

Design Guidelines

- Program areas should support gathering, recreation and relaxation and include the potential for performance spaces, public art and water elements. Different scales of events and uses should be accommodated.
- Trail access points should be enhanced and highly visible to residents and visitors in order to encourage use of the trail.
- Educational and cultural artifacts and devices that tell about the history of Denargo Market should be integrated into the design of the adjacent streetscape and open space.
- Along its perimeter, open space should engage with adjacent buildings, providing complementary activity areas.

- Open space should provide visual relief from the surrounding development.
- Land forms, plant materials and program elements should be creatively designed to make a visually bold and exciting destination.
- The improvements should provide good examples of water wise planting.
- Plants should be sought for their diverse tactile and visual qualities while consistent with vegetation common to the river environment.

4.1.3 South Platte River Transitional Area

Intent

- Develop plans that balance the needs for river access with the needs for habitat, water quality and flood control.
- Provide and maintain a viable, riparian habitat corridor for wildlife movement to attract and sustain a wide variety of terrestrial wildlife.
- Provide for the improvement of the corridor adjacent to the Site, but within the GDP area.
- Provide an additional access point to the South Platte River Greenway for the Site and the surrounding neighborhood.
- Provide comfortable open space environments with a variety of forms and uses.

Design Standards

- Improvements to the South Platte River shall be designed and programmed in accordance with the 2003 Game Plan: Creating a Strategy for Our Future.
- All improvements, including walkways, stairs and terraces, shall be reviewed and approved by Denver Parks and Recreation. These element shall be designed in a manner that minimizes hardscape and intrusion into the South Platte River corridor.
- All trails and access points shall remain open to the public at all times, unless closure is needed for maintenance or safety concerns.

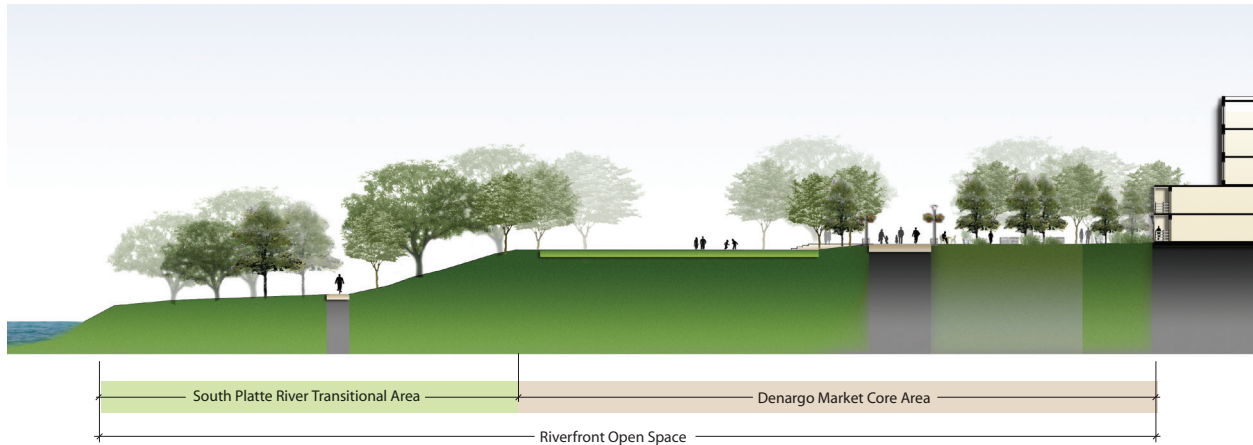


Figure 16 The Riverfront Open Space will seamlessly combine public and private land into an attractive and usable space.

- City owned area of open space, along with river uses and access, shall remain public at all times and be controlled by the Manager of Parks and Recreation.
- A new trail connection shall be constructed that links 28th Street indirectly to the South Platte river trail. This connection shall be ADA accessible.
- The improvements shall include a variety of forms and address a range of uses. Program elements may include informal play areas, informal picnic areas, people-watching areas and seating areas.
- The property edge along the river corridor shall not have barriers between the public and private property.
- Improvements shall use native and habitat friendly vegetation as much as possible.
- Vegetation and uses shall transition from the busy built environment of the site to the more subdued environment of the river.
- Permits for improvements to City owned land shall be obtained.
- Trails and trail connections should accommodate all forms of pedestrian and non-motorized traffic. Access points should be enhanced and highly visible to residents and visitors in order to encourage use of the trail.
- Along the edges (perimeter), the South Platte River Transitional Area meets up with buildings and should blend together. There should not be a hard line between the two areas.

4.1.4 Riverfront Access Walkway

Intent

- To function as a comfortable, safe and interesting corridor for both residents and recreational users to both stroll and linger (see Fig. 17).
- To provide public access in and around the northern edge of the property adjacent to the South Platte River Transitional Area.
- To provide or improve access to the existing South Platte River Trail.
- To provide pedestrian access to residential buildings that front the Greenway and serve as an engaging edge between the mixed-use development and the river environment.
- Program areas should support gathering, recreation and relaxation and include the potential for trail connections, seating and interpretative signage.

Design Guidelines

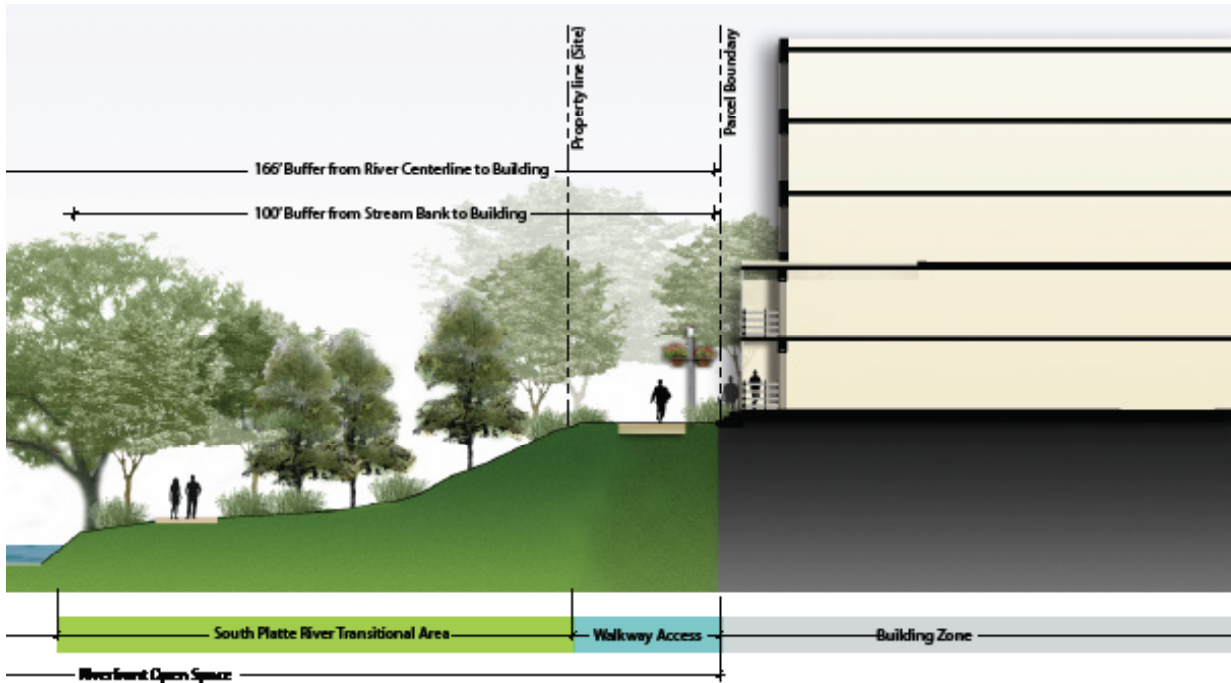


Figure 17 The Walkway Access area that is adjacent to the buildings will be used by residents and people seeking access to the South Platte River .

Design Standards

- Trail access from 29th Street to 28th Street Pedestrian Plaza shall be a minimum 10 feet wide.
- Furnishings (i.e. benches) , lighting and surfaces shall be of a nature that enforces the perception of a public space and not a private walkway.
- Entries to private residence (front doors and patios) will be physically and visually separated from the trail with the use of such elements as steps, walkways and vegetation buffers.
- Trail uses and access shall remain public at all times unless closure is necessary for public safety or maintenance.
- The walkway shall connect to the existing trail connection at the end of 29th Street.
- Within the Walkway Access area and on the Building Zone side of the Walkway Access area walls shall not be permitted.
- If a fence is desired, the fence shall not exceed four (4) feet in height and shall be 75% open and

shall only occur on the Building Zone side of the Walkway Access area (see Fig. 17).

- Improvements shall use native and habitat friendly vegetation.
- Improvements shall be coordinated with and approved by the Department of Parks and Recreation.
- Trails and trail connections shall accommodate all forms of pedestrian and non-motorized traffic. Access points shall be enhanced and highly visible to residents and visitors in order to encourage use of the walkway.

Design Guidelines

- The improvements should provide good examples of water wise planting.
- Plantings should encourage native plants and habitat and complement the Greenway.



4.2 Urban Pocket Parks

4.2.1 Brighton Boulevard Pocket Park

Intent

- To serve as a signature gateway park for the Site that will display a continuously changing collection of artistic works.
- To integrate diverse two- and three-dimensional art elements that reflect the community's value in culture and aesthetics.
- To create a passive neighborhood open space destination and provide an attraction for the Site that engages shoppers, visitors, residents and neighbors.

Design Standards

- Brighton Boulevard Open Space shall be a minimum of .76 acres.

- The improvements shall include a variety of forms and address a range of uses, such as informal play areas, people-watching areas, garden space and platforms for changing art exhibits and seating areas.
- Improvements shall use native and habitat friendly vegetation as much as possible.
- Access from Brighton Boulevard to Delgany Street, through the Brighton Boulevard Open Space, shall be accommodated by at least one walkway with a minimum width of 10'. The 10' walkway shall accommodate open space users and bicycle traffic through the open space.
- Park uses and access shall remain public at all times unless closure is necessary for public safety or maintenance.
- Selection of art and time frames for installations shall be at the discretion of the Site operator, owners association or other maintenance organization.
- No object shall be installed that blocks public right-of-way or be installed on public right-of-way.
- On-street parking shall be provided and include appropriate pedestrian-oriented features such as bulb-outs at intersections, as approved by Public Works.

Design Guidelines

- Program areas should support gathering, recreation and relaxation, and include the potential for performance spaces and public art. Different scales of events and uses should be accommodated.
- Selection of art should showcase, but not limited to, the artistic talent of the River North community.
- Design elements should stress the linear nature of the park and the visual continuation of the Denargo Market streetscape as well as its terminus in the open space.
- Plantings and furnishings should complement art not compete with it.

- Walkways and art installations should be complementary to encourage multiple views.
- The open space should provide visual relief from the surrounding development.
- Land forms, plant materials and program elements should be creatively designed to make a visually bold and exciting destination.
- The improvements should provide good examples of water wise planting.
- Encourage use of native plants.

4.2.2 Gateway Park Pocket Park

Intent

- To create a visually distinct and attractive public space that acknowledges the arrival of residents and visitors to the Site.
- To create a highly active neighborhood open space destination and provide an attraction for the Site that engages visitors, residents and neighbors.
- To serve as a potential focal point for the western edge of the Site and the surrounding parcels as they redevelop.
- To encourage dog owners to use this area for their pets and not other areas within and around site.

Design Standards

- Gateway Park Pocket Park shall be a minimum of .54 acres.
- This park is a gateway location for the project, an appropriate location shall be provided for signage for the Denargo Market.
- Basic furnishings shall include (if a dog park is constructed):
 - a minimum of two double-gated entrances
 - appropriate fencing
 - appropriate surfaces (decomposed granite preferred)
 - potable water fountains (for people and pets)

- shade structure (100 sq. ft. minimum)
- seating area
- multiple trash receptacles
- Operational hours and regulations shall be posted for the dog park.
- Improvements to use native and habitat-friendly vegetation.
- Park shall remain open and publicly accessible during hours of operation. The dog enclosure may be closed at certain times for routine maintenance.
- On-street parking shall be provided and shall include appropriate pedestrian-oriented features such as bulb-outs at intersections where possible and subject to Public Works approval.
- The park shall be designed to be easily expanded if surrounding parcels are redeveloped.
- The design and programming of the improvements shall be reviewed and approved by Denver Parks & Recreation.

Design Guidelines

- Materials, including surfaces and furnishings, should be selected for durability.
- If desired, a portion of this location could be developed as a dog park.
- Trees, benches and shade structures and other furnishings should be incorporated into the design.
- Trees and other elements should be used to screen the rail lines on the southern edge of the parcel.
- The design should be flexible to accommodate the potential of the development of surrounding parcels and providing access from those parcels to the park. This may include additional land to be incorporated into the park.
- This park will serve as a gateway to Denargo Market and should be integral to the entire development. Finishes, furnishings and plant palettes should be consistent with other areas within Denargo Market.

4.3 Open Space Lighting

Intent

- To create a comfortable and safe night time ambience within the open space.
- To highlight appropriate open space elements to aid in orientation and provide visual interest.
- To provide the lowest levels necessary to achieve safety and efficient way-finding.
- To avoid light that is detrimental to plant and animal biology within natural habitat areas.

Design Standards

- Lighting in open space areas shall be designed to:
 - illuminate pedestrian paths
 - not interfere with wildlife
 - reduce glare into adjacent properties
 - minimize light trespass directly to the sky
 - eliminate light trespass from the Denargo site into the South Platte River Corridor
- General illumination of large areas of landscaping shall not be allowed (i.e. using flood-type fixtures to illuminate clusters of trees or large areas of lawn).
- All light fixtures shall have cut-off or indirect fixture types with no visible source of light.
- Illumination of individual landscape elements (trees, sculpture and planter areas) shall be limited to 2,000 lumens.
- Lighting within the South Platte Greenway Improvements zone shall be limited to points of access such as ramps and stairs and will not use pole lighting.
- Lighting along the River Corridor edge shall be a maximum of 1 foot candle.

Design Guidelines

- Pedestrian lighting may be used to illuminate bike and walking paths. Spacing should generally be greater than that along streets to create a lower ambient light level.

- Focal points such as shade structures and water features may be lit in order to provide an inviting presence at night.
- General overhead lighting should not be used.
- Lighting should be mounted at as low a height as feasible to avoid light spill and visibility of light source.
- Pole lighting should be avoided where light from such poles would impact environmentally sensitive habitat areas.
- All site lighting (including pole-mounted, bollard and low-level lighting) should be of uniform design throughout the site.

4.4 Detention

Intent

- To integrate detention of storm water on site with the landscape design.
- To create storm water detention areas that are attractively landscaped and can serve the active and passive recreational needs of the community.
- To ensure that proposed land uses do not interfere with the potential of using sub-surface water detention.
- To ensure City-owned land is not used for detention.

Design Standards

- Site detention areas shall use land forms and plant material in a way that satisfies detention and water quality requirements while allowing for passive or active recreational uses.
- Site detention areas shall minimize the use of pea gravel, rip-rap, rock, cobble stones or other non-organic landscape materials.
- Site detention shall be part of an aggregated open space (on private land only) if it enhances its use and meets all of the criteria in the General Development Plan Rules and Regulations.

- Detention and water-quality facilities, where required, shall be creatively accommodated, and shall not be located on City-owned land. A maximum of 50% of open space areas that are privately owned shall be used for surface detention and/or water quality.
- Subsurface detention and/or water quality shall be located on open spaces areas that are privately owned.
- Any areas used for such purposes shall still count as open space as long as it is demonstrated during the site plan process that the design allows these spaces to function as usable, publicly-accessible open spaces and meet all the requirements of the GDP Rules and Regulations for GDP's, the Water Quality Management Plan of 2004 and all relevant documents.

Design Guidelines

- Site detention should creatively combine detention strategies and technologies, including but not limited to the use of green roofs, below-grade vaults, water features and pervious paving materials.
- Encourage site detention to be dispersed to reduce visual impact.
- Design should avoid walled-in or steeply sloped, remote ponds that provide hiding places or safety concerns.
- Strategies such as locating facilities on rooftops, subsurface detention, or pervious paving systems may be used in conjunction with plazas and general open space areas.

4.5 Open Space Maintenance

Intent

- To ensure that all landscape and hardscape areas remain healthy, attractive and safe.

Design Standards

- Maintenance of city owned open spaces shall be performed by a Licensee through a separate License Agreement between the Developer and the City. Such License Agreement shall provide for such things as cleaning of surfaces, irrigation repair, weeding, snow removal, plant upkeep and replacement and repair and/or replacement of damaged or severely weathered paving, benches and other streetscape elements, signage and light fixtures. This License Agreement shall be executed prior to site plan approval phase.
- The Developer or its permitted assigns shall be responsible for maintenance and operation of all open spaces as provided for in the License Agreement.
- Private publicly accessible open spaces and City-owned open spaces shall be, at a minimum, maintained to Denver Parks and Recreation Standards.

URBAN DESIGN CRITERIA IN THE FORM OF STANDARDS AND GUIDELINES

5.0 General Architectural Standards and Guidelines

The following is a set of basic urban design principles that provide the foundation for all architectural design and site planning in Denargo Market. The detailed Design Standards that are outlined in this section work together to inform the architectural design in order to create a lively mixed-use district.

5.0.1 Building Mass and Form

Intent

- To create buildings with mass and form that frame and shape well scaled public streets and urban spaces.
- To create a variety of urban forms and contexts throughout the site through vertical and horizontal modulation of building massing and relationships in scale between buildings.
- To promote the exposure of streets and plazas to the sun and sky.
- To use building forms to create varied skylines, create iconic corners, enhance entrances to the site and block undesirable views.
- To use the vertical nature of the buildings to frame the street, with human scale at the base of the building, combined with a strong vertical architectural statement above.
- To eliminate long and undifferentiated façades.

Design Standards

- Mass reduction standards shall be required in the areas designated as “required” on the Building Mass Reduction Plan (see Fig. 19).
- All buildings shall conform to the following three stepback zones (see Fig. 18):

- Base Zone — The lowest portion of the building at sidewalk level, extending up 16 to 24 feet above the Sidewalk.

- Middle Zone — That portion of the building above the Base Zone that establishes the primary massing around the middle of the building. At least fifty percent (50%) of the Middle Zone massing between the second and fourth stories shall align along the property setback or build-to line.

- Upper Zone — The portion of the building above the Middle Zone. The Upper Zone can have varied heights that range from four stories and up. At least fifty percent (50%) of the Upper Zone shall be set back a minimum of ten feet (10’) from the Middle Zone along the building frontage. Upper balconies are permitted to project into the setback. There are additional requirements for the three towers.

- Articulating vertical breaks in the building mass of at least one foot (1’) in depth are required for a minimum of every one hundred linear feet (100’) of building frontage. Breaks in the building mass shall extend from grade to the parapet at the first building stepback or at least two full floors in height.
- The portion of the site zoned R-MU-30 has a maximum height of 75 feet, with most buildings being between four and six stories. Heights of the two building parcels immediately adjacent to the South Platte River shall be 55 feet per the recommendation from the River North Plan and then step up in height towards Denargo Way (see Fig. 20).

Design Guidelines

- Mass reduction Standards should be followed in the areas designated as “preferred” on the Building Mass Reduction Plan.
- Buildings four stories and under need not have setbacks horizontally, but they should use vertically oriented breaks to reduce the perceived length of long facades.
- Stepbacks both horizontally and vertically, to break up long building façades, are encouraged.
- Additional setbacks above the Base Zone are encouraged for buildings on the south or east sides of streets and public spaces in order to provide more sun penetration to the ground level.
- The Upper Zone should be set back in a manner that enhances the buildings proportions, improves the pedestrian scale of adjoining public space and enhances solar access and/or sky exposure.
- Building massing and form should be modulated so as to minimize the impact of shadows on plazas and other open spaces.
- Architectural scale relationships between buildings of varying heights should be expressed through a compatible horizontal relationship of architectural features. These may include, but are not limited to: the alignment of cornices or other architectural expressions such as belt courses, fenestration, changes in material, color or module and building setbacks. More than one method of achieving architectural scale relationships should be incorporated.
- Variation in building massing may include changes in wall plane or height and may relate to primary building entries, important corners or other significant architectural features.

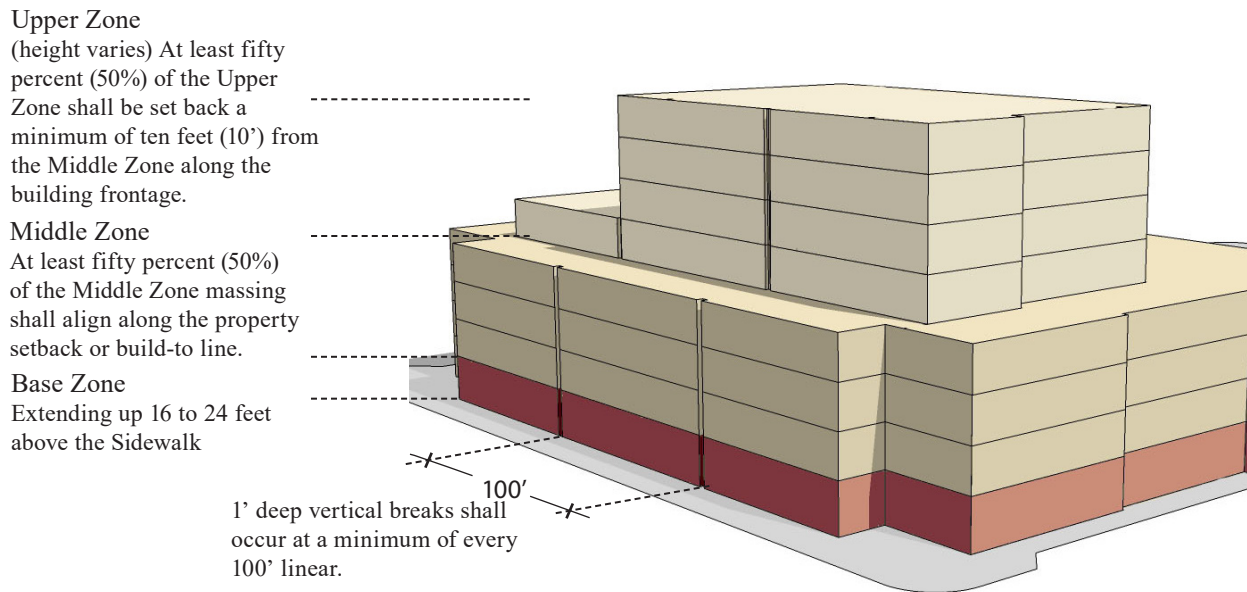


Figure 18 Building Stepback Zones

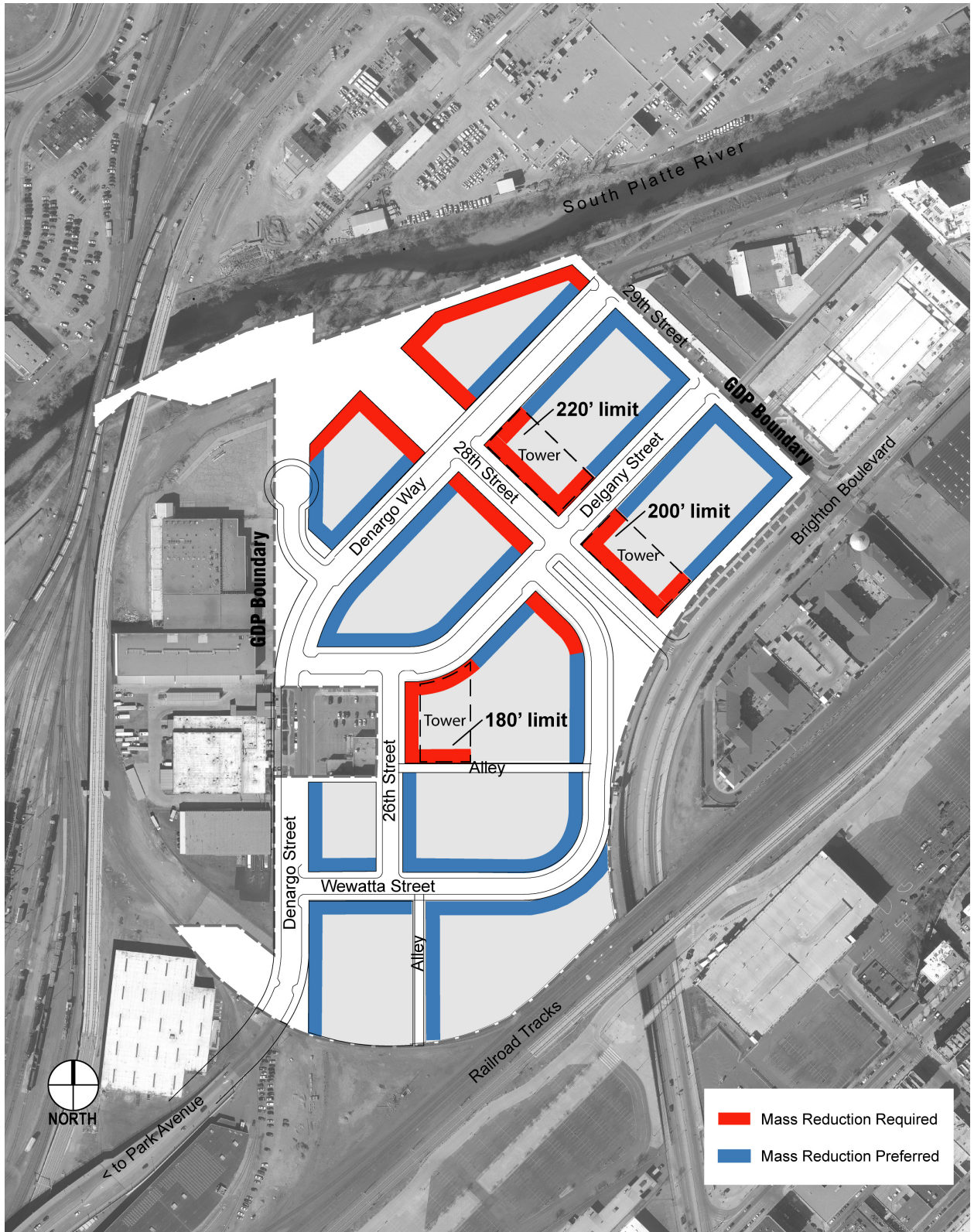


Figure 19 Building Mass Reduction Areas

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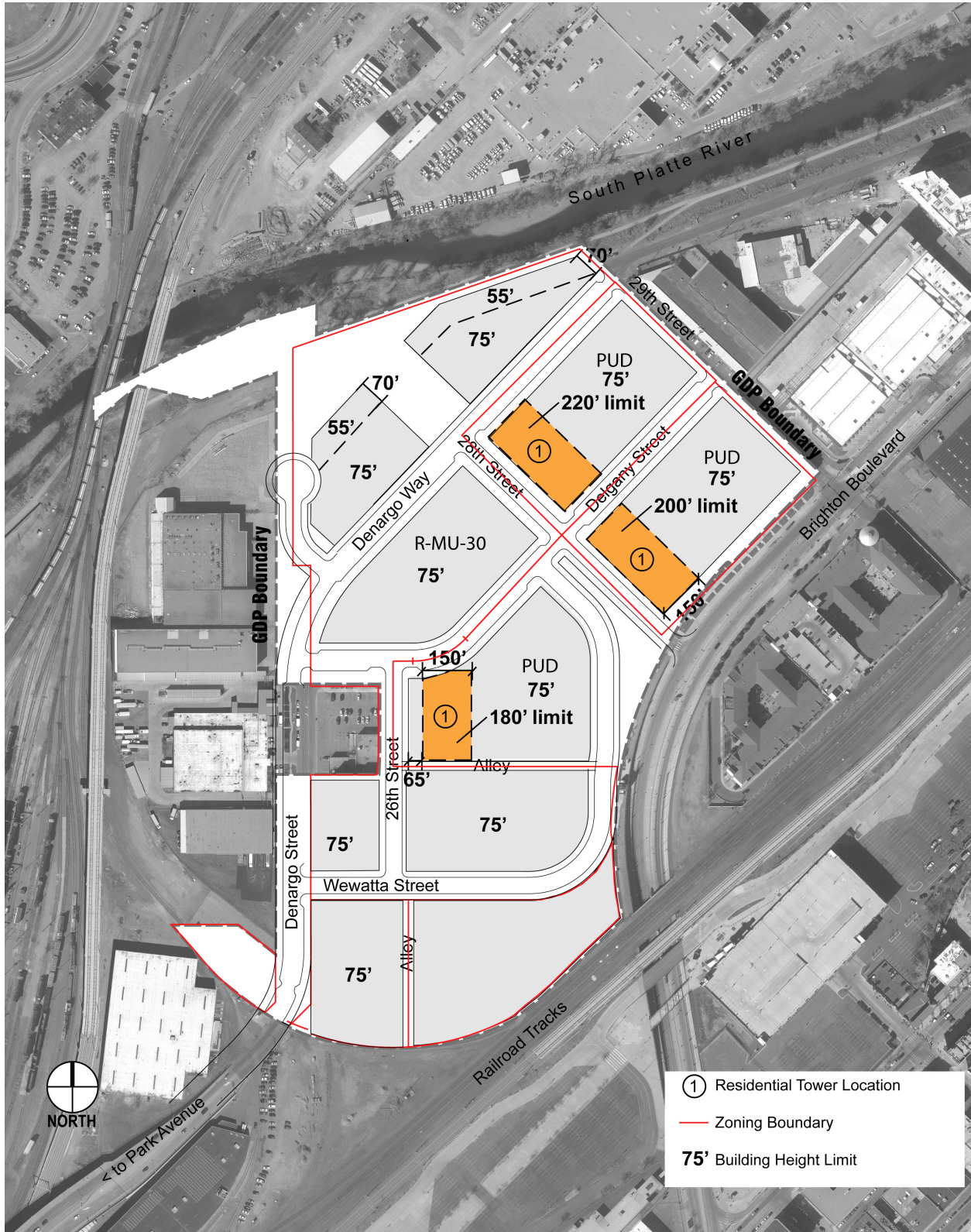


Figure 20 Maximum Building Heights and Tower Locations

Amended on May 20, 2020

5.0.2 Tower Locations and Building Height Restrictions

Intent

- To create a distinctive urban skyline for Denargo Market.
- To preserve views from each tower and avoid blocking views from adjacent towers.
- To define the buildings as distinguishable towers and not massive monoliths.

- To define separate massing and floor plates for the towers based on dominate use.

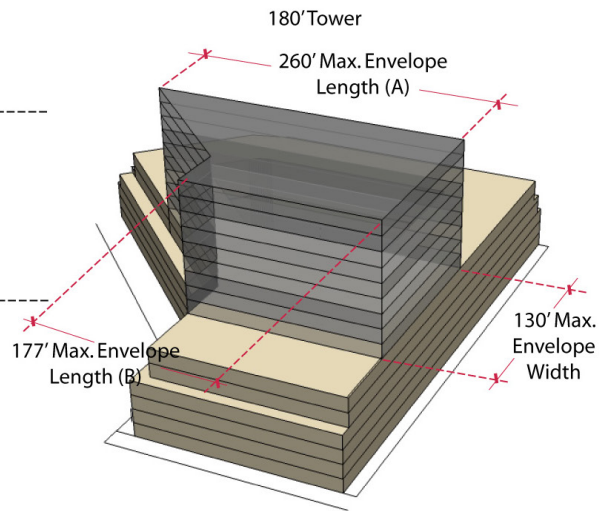
Design Standards

- Each tower shall have a maximum height of 180, 200 and 220 feet depending on the parcel, see Figure 20 for exact parcel location.
- If the 180', 200' and the 220' towers are occupied by commercial uses, the tower buildings shall have

Figure 21A Tower Stepback Zones - 180' Tower Commercial Use

Maximum Building Envelopes

75' to 180' - Maximum building envelopes dimensions are 177' x 130' x 260'



Maximum Building Floor Plates

140' and higher - Maximum floor plate 18,000 sq. ft.

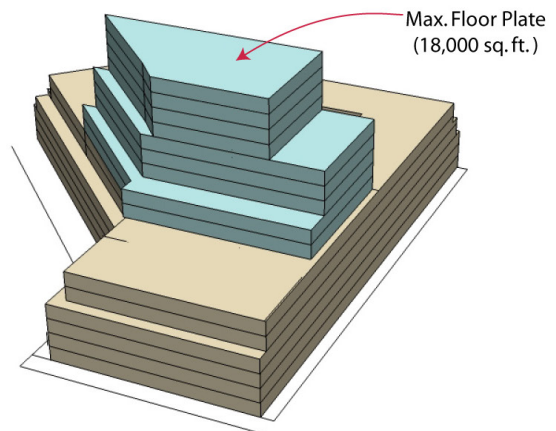
100' to 140' - Maximum floor plate 20,000 sq. ft.

75' to 100' - Maximum floor plate 24,000 sq. ft.

4 stories to 75' - Upper Zone

2 to 4 stories - Middle Zone

1 story - Base zone



Maximum Envelopes for Commercial Use.

For floors 5 and above, 50% or more of gross occupancy floor area devoted to commercial uses will constitute a commercial tower.

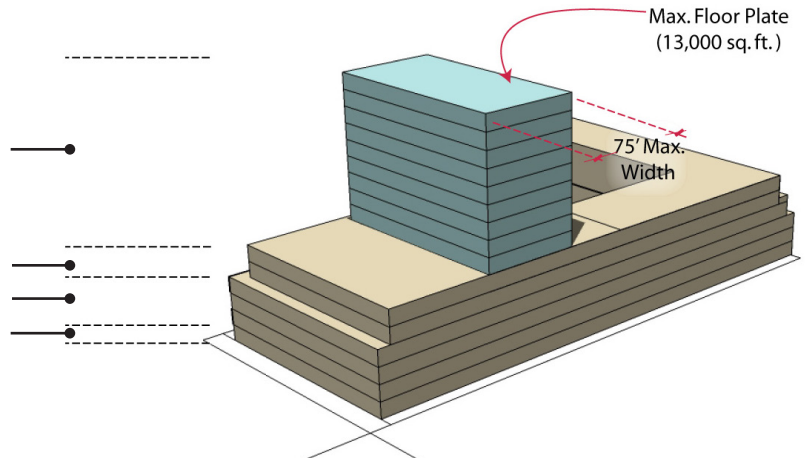
Figure 21B Tower Stepback Zones - 180' Tower Residential Use

There is no maximum building envelope for residential use.

Maximum Building Floor Plates

140' and higher - Maximum floor plate 13,000 sq. ft.; Maximum width of 75' for floors above 75'.

- 4 stories to 75' - Upper Zone
- 2 to 4 stories - Middle Zone
- 1 story - Base zone

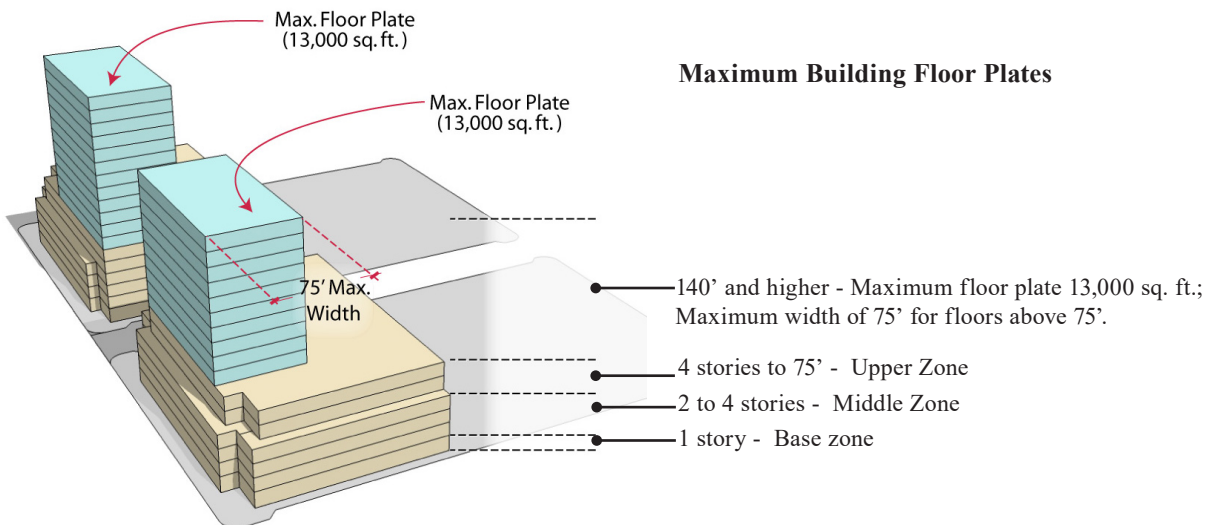


Maximum Floor Plate for Residential Use.

For floors 5 and above, 50% or more of gross occupancy floor area devoted to residential uses will constitute a residential tower.

Figure 21C Tower Stepback Zones - 200' and 220' Tower Residential Use

There is no maximum building envelope for residential use.



Maximum Building Floor Plates

140' and higher - Maximum floor plate 13,000 sq. ft.; Maximum width of 75' for floors above 75'.

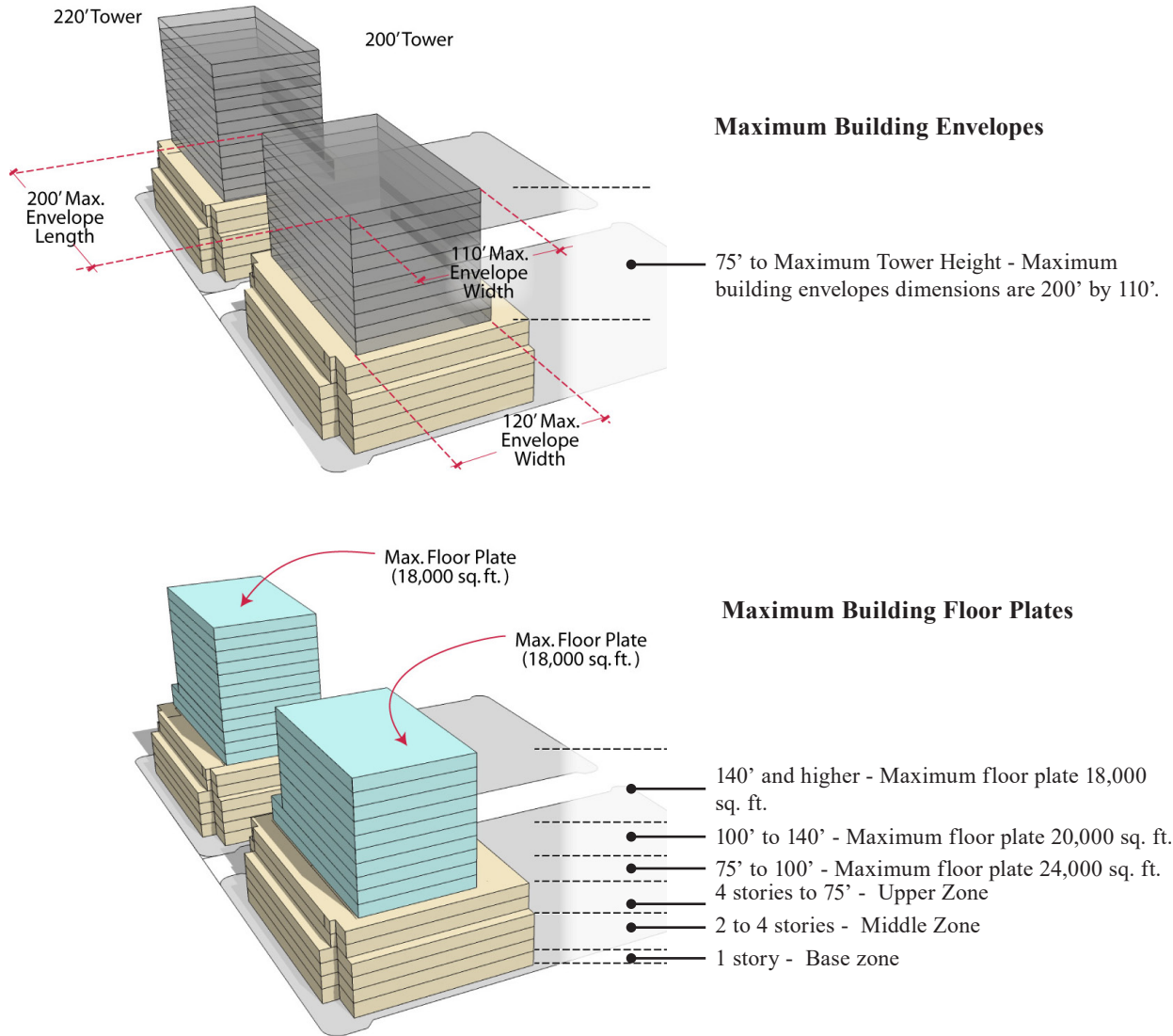
- 4 stories to 75' - Upper Zone
- 2 to 4 stories - Middle Zone
- 1 story - Base zone

Maximum Floor Plate for Residential Use.

For floors 5 and above, 50% or more of gross occupancy floor area devoted to residential uses will constitute a residential tower.

The 220' and the 200' towers have the same floor plate restrictions.

Figure 21D Tower Stepback Zones - 200' and 220' Tower Commercial Use



Maximum Envelopes for Commercial Use.

For floors 5 and above, 50% or more of gross occupancy floor area devoted to commercial uses will constitute a commercial tower.

The 220' and the 200' towers have the same envelope and floor plate restrictions.

a maximum floor plate of 24,000 sq. ft. between 75 and 100 feet in height. Above 100 feet, the towers shall reduce their floor plate size by a minimum of 4,000 sq. ft. until the tower reaches 140 feet in height. Above 140 feet, the towers shall reduce their floor plate by a minimum of 2,000 sq. ft. to their maximum allowed height (see Fig. 21A and 21D).

- If the 180', 200' and the 220' towers are occupied by residential uses, the tower buildings shall have a maximum width of 75 feet for floors above seventy-five feet (75') to their maximum allowed height (see Fig. 21B and 21C).
- If the 180', 200' and the 220' towers are occupied by residential uses, the tower buildings shall have a maximum floor plate of 13,000 sq. ft. for floors above seventy-five feet (75') to their maximum allowed height (see Fig. 21B and 21C).
- Tower floor plates shall be located within the maximum building envelope.
- Tower use, either commercial or residential, shall be determined by gross floor occupancy on floors 5 and above. Any use that is greater than 50%, by gross floor area shall determine the tower use and the corresponding building envelope
- Towers shall be located in the positions shown on Figure 20. Figure 20 illustrates some flexibility on each of the three parcels to accommodate different locations of cores, building lobbies, service and other design features.
- The towers locations shall be located and designed to emphasize the corner locations at 26th, 28th and Delgany Streets as the most prominent corners within Denargo Market.
- Towers shall be architecturally articulated on all four elevations above seventy-five feet (75').

Design Guidelines

- Bulk Reduction is only required on street facing frontages, although structural and design considerations may warrant a more balanced approach.

- The base of the tower buildings will range between four and six stories.
- Towers should be developed as slender forms with a compact floor plate to create a more vertically proportioned profile.
- The towers may be expressed as a shaft beginning at the ground level, with architectural expression acknowledging the Base Zone and the Middle Zone, but need not be set back from it.

5.0.3 Architectural Scaling Elements

Intent

- To establish an urban character along streets by producing visual interest for pedestrians and motorists with architectural variety.
- To provide human-scaled architectural elements that take advantage of Denver's climate and bring out changes in plane, material texture and detail through the interplay of light and shadow.
- To avoid large areas of undifferentiated or blank building façades.

Design Standards

- Architectural scaling elements (such as banding, belt coursing, sills, lintels, mullions and changes in texture, material module and pattern) shall be used to break down the appearance of large building façades into architectural patterns and component building forms. Horizontal and/or vertical variation shall be used.
- All buildings shall use architectural scaling elements for the entire length of their facades and shall incorporate, at a minimum, three (3) of the following architectural scaling elements:
 - A change in color,
 - A change in material or material module or pattern,
 - A system of horizontal and vertical scaling elements such as a belt course, string course, projecting fins, or projecting cornice,

- Expression of the structural system and infill panels through a change in plane (a minimum of 3”),
- Articulation of window and doorway surrounds, which may include sills, lintels and pilasters, through a 4” minimum change in plane,
- A system of horizontal and vertical articulating reveals a minimum of 1” width by 1” depth at minimum of 5’ apart,
- A system of art or ornament integral to the building (such as an insert decorative panel or metal framework anchored in the building facade).
- Architectural scaling elements shall continue around the corner of the building from any façade facing a public right-of-way or private street a distance appropriate to the scale of the building.
- Building façades shall provide variation of building detail corresponding to architectural or structural bay dimensions, individual dwelling units or room dimensions.
- Each commercial use with exterior, street-oriented exposure shall have an individual public entry from the street.

Design Guidelines

- Architectural detail may relate to, but not necessarily mimic, traditional building details, such as pilasters and belt courses, to establish a human-scale vocabulary. Detail patterns may also relate to the inherent formal qualities of architectural structural systems.
- Required scaling elements for buildings should be integral with the building form and construction and not a thinly applied façade or veneer.
- Where balconies and terraces are used, they should be incorporated into vertical and horizontal shifts in building massing to avoid building façades dominated by cantilevered balcony projections.
- Façade variations should relate to the dimensions of room sizes, residential units and/or structural modules. Variations should emphasize primary



building entries, important corners or significant architectural features.

- Building structural elements such as floors, columns and fenestration should be articulated through changes in plane and use of decorative and functional elements such as sills, lintels, muntins, pilasters, piers and other elements.
- Building corners at street intersections should be enhanced through special corner treatments such as towers, special roof shapes and taller building sections.

5.0.4 Building Materials

Intent

- To create a rich variety of visual qualities that reinforce the regional architectural styles through the use of materials, finishes and details that are lasting and durable.

- To encourage human-scaled buildings through the use of well detailed and articulated materials, singly and in combination. This is to ensure that monolithic, monotonous walls are avoided.
- To ensure the consistent use of quality materials appropriate to the urban environment.

Design Standards

- Building materials shall be selected with the objectives of quality and durability appropriate to an urban context.
- A minimum of eighty percent (80%) of the façades at street level facing the public right-of-way, private streets or open space shall be constructed of material that is durable and appropriate to pedestrian contact such as: brick, stone, architectural precast concrete, architecturally cast concrete, cast stone, specially treated concrete, masonry units, terracotta, hard coat stucco, glass and glass block, metal panels or metal framing systems.
- All three towers shall have a high level of finish on all four elevations.

Design Guidelines

- Building materials used at the lower floors adjacent to street frontage in all Pedestrian-Oriented Use Areas should respond to the character of the pedestrian environment through such qualities as scale, texture, color and detail.
- Material modules are encouraged in building façades. Units should be appropriate to material type and manufacturing standards, but typically should not exceed five feet (5') horizontally or four feet (4') vertically without clear expression of a joint.
- The use of synthetic materials that imitate natural materials should be avoided, such as stamped concrete. Synthetic materials should be used in ways that reflect their intrinsic characteristics.
- Building materials may include new technologies and materials that contribute to the development's

character and promote environmental sustainability as well as architectural methods and materials that are energy resource responsible.

- Building materials may emphasize an industrial character that is predicated on the Site's history.

5.0.5 Building Entries

Intent

- To enhance the scale, activity and function of the public and private streets.
- To promote the convenience of pedestrian activity and circulation along the street by creating external, street-oriented entries.
- To visually emphasize the major entry or entries to a building or ground floor use.
- To provide pedestrian entries that are oriented towards the Platte River that are attractive and safe for residents while not interfering with the desired goals of the South Platte River Framework Plan.

Design Standards

- All buildings shall provide at least one primary building entry oriented to and visible from a public right-of-way or private streets.
- All street-oriented building entries shall be directly connected to the public sidewalk via paved walk, stair or ramp.
- Primary building entries shall be emphasized by recessing the door a minimum of four inches (4"), by changes in wall plane or building massing, by differentiation in material or by color and greater level of detail.
- Service access for buildings shall be located out of sight from the primary building entry (e.g. in an alley or at the back of the building).
- Service entrances oriented to, visible from, or abutting the river corridor shall be prohibited.



Design Guidelines

- Entries to ground floor uses in all Pedestrian-Oriented Areas should be direct, numerous and at street level to encourage active pedestrian use.
- Entries that are oriented towards the river corridor should connect to publicly accessible walkways in a manner that helps to enliven the space and encourage public use.
- Commercial uses in mixed-use buildings should orient entries, outside activity and service access in a manner that will minimize impacts on residential uses and open space.
- Street level dwelling units within multi-unit structures should have street-oriented entries but can be above street level (e.g. stoops).

5.0.6 Fenestration

Intent

- To provide a high degree of transparency of building façades at the street level for pedestrians.
- To create patterns and rhythm for architectural detailing of buildings.
- To provide daylight to buildings, while reducing glare on the street.
- To reinforce the differences between residential and commercial structures and uses.

Design Standards

- All glazing shall have a minimum of sixty percent (60%) light transmittance factor.
- No highly reflective glazing shall be permitted. All glazing shall have a maximum reflectance factor of 0.20. No first-surface reflective coatings shall be permitted.
- A minimum glass-to-wall ratio of sixty percent (60%) of the building façade at street level in Pedestrian-Oriented Use Areas shall be provided.
- A minimum of forty percent (40%) glass-to-wall ratio of the building façade at the second floor in Pedestrian-Oriented Use Areas, unless the use is for parking shall be provided.
- A minimum of twenty-five percent (25%) glass-to-wall ratio of the building façade for the three towers above 80' shall be provided.



Design Guidelines

- The location and patterns of glazing should enhance building function and scale. Variations in fenestration patterns should be used to emphasize building features such as entries, shifts in building form or differences in function and use.
- Areas of buildings that are functionally restricted from providing vision glass may be exempted, provided other architectural scaling techniques are employed.
- Recessed glazing, substantial glass framing and mullion patterns should be used to provide depth and visual character to building façades and should consider the play of sunlight across the façade.
- Mixed-use buildings should utilize a variety of glass-to-wall ratios that reflect the different uses within the building.
- Clear, Low E or slightly tinted glazing should be used to ensure the visibility of pedestrian-oriented commercial uses and to limit glare off of glazed areas.

5.0.7 Roofs and Parapets

Intent

- To make a positive contribution to the city skyline by creating varied building profiles that contribute to a lively cityscape.
- To screen mechanical and other equipment from the public right-of-way, private streets and from other buildings.

Design Standards

- All rooftop-building systems shall be incorporated into the building form in a manner integral to the building architecture in terms of form and material.
- All mechanical and electrical systems shall be screened from view of surrounding public rights-of-way, private streets and other buildings.

- Rooftop building elements shall be consistent with the building so as to establish architectural integrity.

Design Guidelines

- Building roof forms should complement the context in terms of height, proportions, views of the building from other buildings and the skyline.
- The architecture of the building's upper floors and termination should complete the building form within an overall design concept that works in concert with architectural scaling requirements.
- Additional elements such as parapets, canopies, other shaped roof forms or rooftop open space, that provide visual interest and additional amenity, seen from above or below are encouraged.
- Roof-top mechanical and electrical systems should be screened from view of adjacent structures and the public right-of-way and private streets.
- Green roofs are encouraged.

5.1 Building and Street Interaction

The success of Denargo Market in its architectural design begins with the positive relationship of the building to the sidewalk. Definition of building corners, entries and storefront are highlighted here.

5.1.1 Finished Floor Elevations for Commercial Buildings

Intent

- To create a lively, well-scaled pedestrian ambiance on the commercial streets.
- To be flexible in alternative ground floor uses at different locations through out the site.

Design Standards

- All Finished Floor Elevations (FFE) shall meet City standards as approved by the City and County of Denver Public Works department or as accepted by staff engineer.



Design Guidelines

- Building façades should provide elements of architectural scale and proportion that relate to the storefront height, the overall building scale and the human scale of the pedestrian environment.
- Finished Floor Elevations (FFE) should be as low as possible for ease of use and reduce the need for ramps to make retail ADA accessible.

5.1.2 Storefront Design

Intent

- To create individualized, attention-getting, well-designed showcases for shops and restaurants as a draw and amenity to Denargo Market.
- To stimulate a high level of retail activity on Denargo Street and other retail streets.

Design Standards

- Storefronts and entrances shall support and enhance the pedestrian-oriented environment while giving identity to buildings and uses therein.
- Storefront entry thresholds shall be at the adjacent sidewalk pavement level to facilitate shopper and visitor access.
- Direct street oriented entries shall be provided for each street level use and storefronts shall be continuous to shopper and pedestrian movement.
- Folding storefront doors, security devices and overhead rolling grilles shall be fully integrated

into the storefront architecture and shall be hidden behind glazing and wall surfaces.

- Building entries shall be recessed, a minimum of 3'-0", into storefronts where the storefronts face the street (typical condition). The intention is to facilitate the flow of traffic while giving patrons covered access and a sense of arrival into shops and to avoid door swing encroachment into the public sidewalk..

Design Guidelines

- Storefronts should be comfortably scaled and well-detailed to help break down the large façade of the building into smaller units. Large, unbroken surfaces are not recommended unless that is a design feature. Surfaces should be divided by mullions, awnings, signage, decorative elements and other devices.
- Align storefronts with build-to line and/or setback lines, except where additional area is permitted to accommodate outdoor seating.
- Façades should present a pattern of architectural variety through modulation of the wall plane, detailing, color, texture and materials.
- A variety of storefront designs should predominate over a uniform series of storefronts. The objective is to create visually interesting and compelling environment that is expressive of the individual businesses along the street. Many small storefront units are preferable to a few long storefront units.
- To be evocative of the historical Denargo Market that once existed on the site, storefronts and restaurant fronts should incorporate systems such as folding doors, folding glazing units, overhead doors and other devices to open the interiors more completely to the sidewalk. This is especially important on Denargo Street.
- Increased visibility for lobbies and other building activities such as health clubs, tenant business and other common areas should be a priority.



5.1.3 Finished Floor Elevations for Residential Buildings

Intent

- To provide frequent individual residential unit entries and common building entries oriented to the public and private streets.
- To establish pedestrian scaled streets.
- To provide eyes on the street for increased security and encourage activity within the neighborhoods.

Design Standards

- Multi-unit residential buildings shall have at least one primary entry oriented and directly accessed from the street.
- Primary and/or secondary entrances shall be provided for every 125 linear feet of street oriented residential building frontage.
- Townhouses and other similar street level dwelling units within multi-unit structures shall have individual street-oriented entries for each unit.
- All street oriented building entries shall be directly connected to the public sidewalk via paved walk, stair or ramp.
- All Finished Floor Elevations (FFE) shall meet City standards or as otherwise approved by Public Works.
- Entries that are oriented towards the river corridor shall connect to publicly accessible walkways in a

manner that helps to enliven the space and encourage public use.

Design Guidelines

- Each building should have one or more clearly identifiable “front door” that addresses the street for each major street facing façade.
- Street facing, ground floor dwelling units should have individual street-oriented entries.
- Buildings serving residential uses should orient to and provide access from the street.
- Building entries should have direct access to the public sidewalk and street on which they front but not encroach public trails or walkways
- Individual residential entries should transition a few steps above grade to enhance privacy. The use of stoops and steps are encouraged in the Building Related Zone.
- Common multi-unit residential entries and commercial entries should be at the same elevation as the public sidewalk to promote easy access.
- Finished Floor Elevations (FFE) should be as low as possible for ease of use and reduce the need for ramps to make retail ADA accessible while allowing privacy for first level residences through modest elevation relative to the public sidewalk.

5.1.4 Awnings, Canopies and Shading

Intent

- To enhance the pedestrian environment aesthetically and create shade and comfort on the sidewalks.
- To enhance the pedestrian experience and attractiveness of the area.
- To create a pedestrian environment with visual interest.

Design Standards

- Awnings or canopies shall be an integral part of the architectural design of the buildings to which they are attached and compatible with the building.

- Awnings or canopies shall be positioned so that signage and views to businesses are not obstructed and so that substantial shade is cast onto the sidewalk at critical times of daytime sun exposure.
- Awning or canopy projections shall be a maximum of five feet (5') in depth. They shall not project into the tree or street light zones of the sidewalk.
- No awnings or canopies shall encroach in to or over the South Platte River Transitional Area and Access Walkway areas as defined on Figure 13.
- Awnings or canopies shall be permanent fixed structures on street faces of buildings. Awnings may be movable (adjustable) on patio or mid-block pedestrian way-facing building frontages. In the case of fixed awnings, durable, high quality permanent materials shall be used. In the case of movable awnings, durable and flexible materials shall be used.
- Awnings shall be attached to a building and be placed a minimum of eight (8') feet in height above ground.
- Permits shall be obtained for any improvements located in the right-of-way.

Design Guidelines

- Awning and canopy placement should be coordinated with adjacent development along Denargo Way, Wewatta, 28th and Delgany Street so that a consistent line of awnings or canopies is projected along the street.
- Diversity in design of the awnings or canopies from one building and block to the next is encouraged to reinforce a rich urban environment, but should be compatibility with the architecture and streetscape concept.

URBAN DESIGN CRITERIA IN THE FORM OF STANDARDS AND GUIDELINES

6.0 Parking

Intent

- To utilize underground and structured above-ground parking to accommodate the majority of the parking requirements of the Site.
- To promote a walkable, pedestrian-friendly site with minimum visual impact on the pedestrian experience and streetscape environment from parking.
- To create façades on parking structures that are compatible in character and quality with adjoining buildings, plazas and streetscapes and that are activated with retail or other Pedestrian-Oriented Uses on the ground level.
- To reduce the visual impact of car headlights and lighting emanating from parking structures and to prevent angled ramps from being seen from any public right-of-way, private streets and open space.
- To minimize the extent of surface parking.
- To provide pedestrian active uses on the ground level of parking structures.

Design Standards

- Above-ground parking structures shall conform to the general building standards and guidelines pertaining to architectural scaling elements, setbacks, build-to and building materials set forth in these Standards and Guidelines.
- Parking structures shall be designed to conceal the view of all parked cars, internal light sources and angled ramps from adjacent plazas, trails and public rights-of-way, private streets, plaza or open space.
- Seventy-five (75%) of the ground floor of all parking structures facing the public right-of-way and private streets shall be retail uses in Pedestrian Oriented Areas.

- No more than 25% of the block in Pedestrian Oriented Areas shall be structured parking at street level. The exception is 28th Street and Delgany Street which is limited to 85% of the ground floor of all parking structures facing the public right-of-way and private streets shall be retail uses in Pedestrian Oriented Areas. No more than 15% of the block in Pedestrian Oriented Areas shall be structured parking at street level.
- Façade openings that face any public right-of-way, private street, plaza or open space shall be vertically and horizontally aligned.
- Parking structures shall minimize the impact on adjacent streets, open space, plazas and trails of vehicle noise from within the parking structure.
- At-grade surface parking shall be screened from public right-of-way, private streets, plaza, trail or open space, shall have strong landscape amenities, and conform to the Rules and Regulations for Landscaping of Parking Areas.
- Surface parking shall not be permitted between the building facade and public right-of-way or private streets at Pedestrian Oriented Use Required or Preferred Streets.
- The façades of structured parking above street level, shall be masked in such a way as to maintain a high level of architectural finish.

Design Guidelines

- Parking structures should fit into the context in terms of materials, scale and proportion.
- Surface parking should be built only in small increments and amenitized with landscaping.
- Setbacks both horizontally and vertically, to break up long building façades, are encouraged.
- Street-level frontages for structured parking should be store fronts or be of a similar high quality

architectural finish up to nine feet (9') above the sidewalk.

- Parking areas should provide five foot wide safe pedestrian passage through lots and to the building entries.

6.1 Signage

Intent

- To provide a clear identification of businesses and buildings.
- To add visual interest, aid way-finding and enhance the character of the site.
- To use quality signs and durable materials that are appropriate to an urban setting.
- To prevent visual clutter.
- To provide signage for open space, trails and the Denargo Market.
- To encourage low energy consumption and use LEED lighting standards.

Design Standards

- Mixed-use buildings shall provide locations on the commercial areas of the building façade that are specifically designed to accommodate changeable tenant signage including wall signs and window signs.
- Structure, materials, detailing and power sources shall be designed with consideration of signage installation requirements and shall be readily adaptable and repairable as tenant sign needs change.
- Signage shall be designed to complement development.
- Signage shall not interfere with open space uses.
- Signage shall include information about the connection to the South Platte River Trail.
- Locations for illuminated signage shall be oriented to the public right-of-way or private streets and shall avoid facing residential uses and open space or trails that front the river wherever possible.

- Orientation of any illuminated sign or light source shall be directed or shielded to reduce light trespass and glare.
- Indirect and external light sources shall be the preferred option where lighting is required.
- All open space way-finding and interpretive signage shall be designed to match the existing South Platte River signage.
- All signage within City-owned open space shall comply with Denver Parks and Recreation standards.

Design Guidelines

- Signs should creatively use two- and three-dimensional form, profile and iconographic representation (e.g. lighting, typography, color and materials) in expressing the character of the use, the identity of the development, the character of the neighborhood and the architecture of the building.
- Signs should fit within the architectural features of the façade and complement the building's architecture.
- Signs should not overlap and conceal architectural elements.
- Material selection and detailing in storefront areas should accommodate installation of signage types appropriate to the mixed-use context.
- Signs should be organized on buildings and in the Building Related Zone so as to not visually clutter the streetscape.
- Fully illuminated sign boxes should not be used.

URBAN DESIGN CRITERIA FOR SUSTAINABILITY

7.0 Sustainability and Long Term Value

Intent

- To use high quality building materials that will establish long-term value at Denargo Market and act as a precedent for future development in the River North neighborhood.
- To incorporate materials and features that promote a safe environment.
- To incorporate durable and environmentally responsible building materials and methods that reduce resource and energy consumption, support the regional economy and inspire future sustainable development in downtown Denver.

Design Recommendations

- Landscape development for all streetscapes and open spaces shall utilize water conserving plantings and high efficiency irrigation products and systems. This standard is based upon reducing water consumption for irrigation by 50% from a calculated mid-summer baseline case, as defined in LEED SS Credit 1.1: Water Efficient Landscaping.
- Landscape development for streetscapes and open spaces with slopes greater than 3:1 shall utilize permanent erosion and sedimentation control measures.
- Street trees shall be planted in continuous tree trenches beneath sidewalks, where possible. These trenches shall be designed to promote thriving long-term tree health by allowing widespread and un-compacted root growth in a well-drained structural soil medium.
- All streetscape pavements accessible by vehicles shall be designed to withstand vehicular loading, anticipating potential use by service and emergency vehicles.
- Light pollution shall be minimized through the use of low lighting profiles, recessed luminaires and minimal luminance levels, where street light is cast downward. This standard is based upon designing exterior lighting so that all site and building-mounted luminaires produce a maximum illuminance value no greater than 0.20 horizontal and vertical foot candles at the site boundary and no greater than 0.01 foot candles 15 feet beyond the site, as defined in LEED SS Credit 8: Light Pollution Reduction. Note that ambient light emanating from retail storefronts may not be included in these measurements.
- Consistent quality shall be implemented between streetscape and private, building-related improvements, in order to uphold the overall quality of the development. For example, streetscape materials may be extended into private areas such as entries.
- Grass species with lower watering needs should be utilized in low traffic areas.
- Selection of regional materials should be pursued where practical in order to minimize transportation costs and benefit the local economy.
- To minimize energy expenditures and new resource extraction for material production, reused and recycled materials should be used for streetscape improvements.
- Surface landscape areas and tree trenches should be designed to harvest and clean storm water for reuse in grey water irrigation systems.
- Areas within the site will be designated for the collection, separation and storage of recyclable items. This will facilitate the reduction of waste generated by building occupants that is hauled to and disposed of in landfills.

- Green roofs and alternative detention methods should be actively pursued as part of an overall stormwater strategy.

DESIGN REVIEW PROCESS

8.1 Design Review Process

The following process is adopted pursuant to Section 59-313(b) to create a Design Review process that supersedes the process set forth in Section 59-313(c) of the Denver Revised Municipal Code so that Design Review will proceed, as far as possible, concurrently with development/site plan review.

8.1.1 Applicability

All of the Site is subject to these Denargo Market Development Urban Design Standards and Guidelines (UDSG). Design Review shall be conducted by Community Planning and Development (CPD) for compliance with the UDSG. Denver Parks and Recreation shall be included in the review when open space, trails or other improvements as set forth herein, are included in the design submittal.

8.1.2 Objective

The objective of the Design Review process is to create a clear, consistent and predictable process for development on the Site as envisioned in the GDP. It is the goal of CPD to simultaneously perform the Design Review with the site plan review process.

8.1.3 Submittal Requirements

The Applicant shall meet with or submit to CPD design documents at the following three key project phases: Pre-Submittal Conference, Schematic Design Phase and Design Development Phase. Design Review meetings may be requested by the Applicant at any point in the development process to provide clear direction on specific design issues. The design of open space, trails and other improvements, as set forth herein, shall be coordinated with Denver Parks and Recreation.

8.1.4 Pre-Submittal Conference

A mandatory Pre-Submittal Conference shall be held between the Applicant and CPD and other City staff to review the scope of the site plan and the Design Review process and to identify all requirements, presumptions and considerations. Prior to the Pre-Submittal Conference, the Applicant shall submit the following:

- Project intent, including design intent
- Project scope, project uses and adjacent uses and site description
- Context photos
- Conceptual site plan
- Special considerations such as project phasing, Special Corners, etc.

8.1.5 Schematic Design Phase

For the Schematic Design Phase, the Applicant shall submit the following materials:

- Preliminary Plan submittal as defined in the Denver Planning Office's PUD/PBG Site Plan Rules & Regulations
- Detailed narrative of how the UDSG have been met by the Schematic Design Phase submittal
- Building Elevations with materials designated
- Floor Plans and Roof Plans

If a Standard is not met, the Applicant must demonstrate in the narrative that the alternative shown on the Schematic Design Phase submittal meets one or more of the following criteria:

- The alternative better achieves the Intent Statement;
- The Intent Statement that the Standard was created to address will not be achieved by application of the Standard in this particular circumstance;

- The application of Guidelines to achieve the Intent Statement will be improved by not applying a particular Standard;
- Unique site factors make the Standard impractical or cost prohibitive.

The Schematic Design submittal shall be reviewed and comments given by the City within fifteen (15) working days after receipt of a complete submittal. Review periods may be extended by an amount of time equal to any delay caused by the Applicant or with the Applicant's consent. Any proposed alternatives shall be deemed acceptable if approved by CPD or the Department of Parks and Recreation if alternatives affect open space, trails or other improvements as set forth herein.

8.1.6 Neighborhood Notification

Within five (5) working days of a Schematic Design Phase submittal, CPD shall notify the City Council member(s) in whose District the project is located and all Registered Neighborhood Organizations (RNOs) within 200 feet (200') of the project, in accordance with Section 12-96, of a submittal that requires Design Review. Such Council member(s) or RNOs may request additional information. Written comments may be submitted to CPD within fifteen (15) working days after the notice is sent.

8.1.7 Design Development Phase

For the Design Development Phase, the Applicant shall submit the following materials:

- Final Plan submittal as defined in the Denver Planning Office's PUD/PBG Site Plan Rules & Regulations
- Reply to written CPD comments on the Schematic Design Phase submittal with updated detailed statement of how the UDSG have been met
- Building Elevations
- Floor Plans and Roof Plan
- Landscape/Streetscape plan and materials

- Cross sections, if required by CPD
- Façade details and treatments
- Exterior building materials and sample board
- Renderings – optional

The Design Development Phase submittal shall be reviewed and comments given by CDP within ten (10) working days after receipt of a complete submittal. Review periods may be extended by an amount of time equal to any delay caused by the Applicant or with the Applicant's consent. CDP and the Department of Parks and Recreation where applicable, shall approve, recommend that the Applicant revise and resubmit, or deny the submittal.

8.1.8 Modifications

Proposed modifications to an approved Design Development Phase submittal may be administratively approved (red-lined), if such modifications are consistent with these UDSG. CPD shall review the proposed modifications and shall approve or deny the request within ten (10) working days of receiving a complete request. If the modification is substantial, CPD staff may request that the modification go back through the Design Review process.

8.1.9 Exemptions from Design Guidelines Requirements

Any buildings that are built according to these UDSG, and later modified, shall only be subject to design review if the construction cost of the modification is more than 50% of the building's value minus the land cost the exterior work being done.



12/9/2019

Adam Wallace
Cyprus Real Estate
2420 17th Street, Suite 3015
Denver, CO 80202

Re: Design and Site Rezoning of locations Denargo Market DM3, DM4, and D5

Dear Mr. Wallace

Thank you for taking the time to present your development design and associated rezoning proposals to the RiNo Design Review Group on 18 November.

RiNo believes these sites offer great potential and we look forward to the developments contributing increased street level activity and vibrancy to this area. Given the extent of clear horizontal space between the development sites and adjacent property, created by the railway tracks and river, we believe that the heights of 8 stories (DM3), 16 stories (DM4), and 12 stories (DM5) can be readily accommodated.

With regard to the design elements discussed, below is a summary of key points:

- **First to third floor level:** We support the use of brick masonry, which will weather positively and create a sense of timelessness; however we would welcome further consideration of the design approach of the first-third floors. The dark color and unrelieved surface lack human scale at this most visible part of the building from street level. We discussed that this is likely to be a graphical issue and the design intention is for a slightly lighter shade of brick and to alternate the brick orientation and coursed to create texture.
- **Parking garage fenestration:** We fully support the City's policy of creating continuity between integrated parking levels and the wider development and this is also included in DO-7. We would ask that further information be provided of the perforated paneling at openings to ensure that these are distinct from the glazing above.
- **Materiality:** We would suggest that utilizing a natural timber fronted cladding product will deliver increased depth and visual interest in comparison to an artificial product, weathering positively and supporting the use of brick masonry. Experience with artificial timber cladding on developments elsewhere is that it can present a fake and low quality appearance.
- **External mural:** We are supportive of the large scale mural and would welcome the opportunity to support the artist engagement and shortlisting processes. Alex Pangburn, RiNo's Director of Curation, has extensive contacts within the local creative community, please feel free to reach out to her at alex@rinoartdistrict.org.

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artwork by @detour303

- **Internal art curation:** Likewise, we would welcome the opportunity to be part of art curation within the development, ensuring that the selected products are representative of RiNo's unique sense of place.

Finally, we note that the development sites are located within the DO-7 area and so should comply with all zoning requirements stipulated in that document.

We trust the above in order, please contact John Deffenbaugh, RiNo Projects Director, john@rinoartdistrict.org, with any queries. We would welcome the opportunity to discuss the above points further once you have had the chance to consider responses.

Yours sincerely,



Tracy Weil
President, RiNo Art District

CC

Molly Veldkamp, RiNo Portfolio Integration Manager, City and Country of Denver

Leah Dawson, Senior Development Project Administrator, City and County of Denver

Justin Croft, President, RiNo BID

By email



August 3, 2020

Dear City of Denver, Community Planning & Development,

This letter is to confirm that the Ballpark Collective Registered Neighborhood Organization is informed and supportive of the efforts of the Denargo Market rezoning of 2520 Wewatta Way to DM3. In meeting with the project design team, we feel their organization is in line with our goals to continue to protect and improve the safety, health, welfare, and quality of life in the neighborhood.

Please let me know if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Matthew J. Van Sistine", is written over a horizontal line.

Matthew J. Van Sistine
Executive Director
Ballpark Collective



August 3, 2020

Dear City of Denver, Community Planning & Development,

This letter is to confirm that the Ballpark Collective Registered Neighborhood Organization is informed and supportive of the efforts of the Denargo Market rezoning of 2901 N Broadway to DM4. In meeting with the project design team, we feel their organization is in line with our goals to continue to protect and improve the safety, health, welfare, and quality of life in the neighborhood.

Please let me know if you have any questions.

Sincerely,

Matthew J. Van Sistine
Executive Director
Ballpark Collective