

Zone Map Amendment (Rezoning) for PUD - Application

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
CHECK IF POINT OF CONTACT FOR APPLICATION		CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	Denver Metropolitan Major League Baseball Stadium District - R T Baker	Representative Name	Colorado Rockies Baseball Club, Ltd. - Hal Roth
Address	2195 Blake Street	Address	
City, State, Zip		City, State, Zip	
Telephone	(303) 292-0200	Telephone	(303) 312-2350
Email	None	Email	hal.roth @rockies.com
*If More Than One Property Owner: All official map amendment applications for a PUD District shall be initiated by all the owners of the entire land area subject to the rezoning application, or their representatives authorized in writing to do so.		**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.	
Please attach Proof of Ownership acceptable to the Manager for all property owners, such as (a) Assessor's Record, (b) Warranty deed or deed of trust, or (c) Title policy or commitment dated no earlier than 60 days prior to application date.			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	1901 Wazee Street, Denver, CO 80202		
Assessor's Parcel Numbers:	02279-16-019-000		
Area in Acres or Square Feet:	3.023 acres		
Current Zone District(s):	I-MX-8, U-O2		
PROPOSAL			
Proposed Zone District:	<input checked="" type="checkbox"/> General PUD	<input type="checkbox"/> Detailed PUD	
Proposing SubAreas:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
Intent of PUD:	To facilitate development of a mixed-use project generally consisting of a hotel, office building, residential condominiums, and ground-floor retail		
Standard Zone District: Please list the zone district(s) on which the PUD will be based:	D-AS-12+		
Deviations from Standard Zone District: Please provide a list of proposed deviations and an explanation of why the deviation is needed. Please provide as an attachment if necessary:	Deviation	Why deviation is necessary	
	Please see cover letter for deviations and explanations		

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 checked="" type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan</p> <p>Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input checked="" type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input checked="" type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p>
<p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria DZC Sec. 12.4.10.8</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 checked="" type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that rezoning that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (Overlay Zone Districts), of this Code.</p> <p>Please provide an attachment describing the justifying circumstance.</p> <p><input checked="" type="checkbox"/> The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District.</p> <p>Please provide an attachment describing how the above criterion is met.</p>
<p>Additional Review Criteria for Rezoning to PUD District: The proposal must comply with all of the additional review criteria DZC Sec. 12.4.10.9</p>	<p><input checked="" type="checkbox"/> The PUD District is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6 (Planned Unit Development).</p> <p><input checked="" type="checkbox"/> The PUD District and the PUD District Plan comply with all applicable standards and criteria station in Division 9.6.</p> <p><input checked="" type="checkbox"/> The development proposed on the subject property is not feasible under any other Zone Districts, and would require an unreasonable number of variances or waivers and conditions.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property.</p> <p><input checked="" type="checkbox"/> The PUD District, the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms, or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan (e.g., through decreases in building height; through significant distance or separation by rights-of-way, landscaping or similar features; or through innovative building design).</p> <p>Please provide an attachment describing how the above criteria are met.</p>

REQUIRED ATTACHMENTS

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

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

ADDITIONAL ATTACHMENTS

Please identify any additional attachments provided with this application:

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

Please list any additional attachments:

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION

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

Property Owner Name(s) (please type or print legibly)	Property Address City, State, Zip Phone Email	Property Owner Interest % of the Area to Be Rezoned	Please sign below as an indication of your consent to the above certification statement (must sign in the exact same manner as title to the property is held)	Date	Indicate the type of ownership documentation provided: (A) Assessor's record, (B) warranty deed or deed of trust, (C) title policy or commitment, or (D) other as approved	Property owner representative written authorization? (YES/NO)
EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith</i> <i>Josie Q. Smith</i>	01/01/12	(A)	NO
R.T. Baker <i>DENVER METROPOLITAN MAJOR LEAGUE BASEBALL STADIUM DISTRICT by RT BAKER - CARL</i>	1901 Wazee Street Denver, CO 80202 (303) 292-0200	100%	<i>[Signature]</i>	08/15/18	(A)	YES

PARCEL DESCRIPTION BASEBALL PARCEL A: (PARKING LOT + WALKWAY)

A PARCEL OF LAND SITUATED IN A PORTION OF BLOCK C, EAST DENVER, AND BLOCK 1, HOYT & ROBINSONS ADDITION TO DENVER, BEING A PORTION OF THE SOUTHWEST ONE-QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID BLOCK C, EAST DENVER, SAID POINT ALSO BEING AT THE NORTHEASTERLY RIGHT OF WAY INTERSECTION OF 19TH STREET AND WAZEE STREET, SAID POINT BEING THE TRUE POINT OF BEGINNING; THENCE NORTH 45 DEGREES 26 MINUTES 17 SECONDS WEST ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK C, EAST DENVER AND EXTENSION THEREOF AND THE NORTHEASTERLY RIGHT OF WAY LINE OF SAID 19TH STREET A DISTANCE OF 326.09 FEET TO A POINT ON THE NORTHEASTERLY EXTENSION OF THE WYNKOOP STREET 20.00 FOOT RANGE LINE; THENCE NORTH 45 DEGREES 26 MINUTES 37 SECONDS WEST ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK 1, HOYT & ROBINSONS ADDITION TO DENVER AND EXTENSION THEREOF AND THE NORTHEASTERLY RIGHT OF WAY LINE OF SAID 19TH STREET A DISTANCE OF 19.40 FEET TO THE SOUTHEASTERLY CORNER OF A PARCEL OF LAND CONVEYED TO THERMO HEAD HOUSE, L.L.C. BY SPECIAL WARRANTY DEED RECORDED OCTOBER 13, 1994 AT RECEPTION NO. 9400156352; THENCE NORTH 44 DEGREES 21 MINUTES 17 SECONDS EAST ALONG SAID SOUTHEASTERLY LINE OF RECEPTION NO. 9400156352, A DISTANCE OF 375.95 FEET TO A POINT ON THE SOUTHWESTERLY LINE OF ACQUISITION PARCEL TK 2279-00-005 REV. 1, CONVEYED TO THE CITY AND COUNTY OF DENVER BY SPECIAL WARRANTY DEED RECORDED APRIL 07, 1993 AT RECEPTION NO. R-93-0043076 IN THE CITY AND COUNTY OF DENVER CLERK AND RECORDER'S OFFICE; THENCE SOUTH 46 DEGREES 55 MINUTES 34 SECONDS EAST ALONG SAID SOUTHWESTERLY LINE OF RECEPTION NO. R-93-0043076, A DISTANCE OF 281.08 FEET; THENCE CONTINUING ALONG SAID SOUTHWESTERLY LINE OF RECEPTION NO. R-93-0043076, SOUTH 45 DEGREES 29 MINUTES 38 SECONDS EAST A DISTANCE OF 66.09 FEET TO A POINT ON THE EXTENSION OF THE NORTHWESTERLY RIGHT OF WAY LINE OF SAID WAZEE STREET; THENCE SOUTH 44 DEGREES 35 MINUTES 38 SECONDS WEST ALONG THE EXTENSION OF THE NORTHWESTERLY RIGHT OF WAY LINE OF SAID WAZEE STREET AND THE SOUTHEASTERLY LINE OF SAID BLOCK C, EAST DENVER AND THE EXTENSION THEREOF A DISTANCE OF 383.31 FEET TO THE TRUE POINT OF BEGINNING, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

CONTAINING 131,694 SQUARE FEET OR 3.023 ACRES MORE OR LESS.

Denver Property Taxation and Assessment System

[New Search](#)

1901 WAZEE ST

Owner	Schedule Number	Legal Description	Property Type	Tax District
DENVER METROPOLITAN MAJOR 2195 BLAKE ST DENVER , CO 80205-2010	02279-16-019-000	T3 R68 SE/4 OF S28 & SW/4 OF S27 & NW/4 OF S34 & NE/4 OF S33 BEG S COR B"C" EAST DENVERTH NW 326.19FT NWLY 19.4FT NE 375.95FT SE 281.07FT SELY 66.09FT SW 376.03FT TO POB	COMMERCIAL - MISC IMPROVEMENTS	320A



[Print Summary](#)

Property Description

Style:	OTHER	Building Sqr. Foot:	0
Bedrooms:		Baths Full/Half:	0/0
Effective Year Built:	0000	Basement/Finish:	0/0
Lot Size:	130,224	Zoned As:	I-MX-8
Mill Levy:	77.134	Document Type:	

Note:

STATEMENT OF OWNER

I, Raymond T. Baker, as the Chair of the Board of Directors, the authorized representative of DENVER METROPOLITAN MAJOR LEAGUE BASEBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado ("Owner"), the owner of the real property legally described on Exhibit A attached hereto (the "Property"), hereby authorizes COLORADO ROCKIES BASEBALL CLUB, LTD., a Colorado limited partnership (the "Applicant"), and its agents, attorneys, architects, or engineers (collectively, "Agents") to submit all submittals and applications necessary to obtain approval by the City and County of Denver, Colorado of the "Site Development Plan" and the "Rezoning" (as defined below) for the Property, including without limitation any concept plan, site development plan, civil construction plans, zoning permit, building permit, and zone lot(s) for redevelopment and use of the Property (collectively, "Applications"); provided, however, that the Applications shall not include any other rezoning of any portion of the Property without the express written consent of Owner.

By providing this consent, Owner acknowledges that it has been provided with a copy of, and has approved, the initial submittal for the Site Development Plan and the initial submittal for the Rezoning pursuant to Section 5 of the Ground Lease dated March 31, 2017 and pursuant to the User Agreement, Lease, and Management Agreement dated March 31, 2017, both by and between Owner and Applicant. Having reviewed and approved the Site Development Plan and Rezoning, Owner hereby further acknowledges and agrees that Applicant and its Agents may make such modifications, amendments, supplements, renewals, terminations, or replacements to the Applications and resulting entitlements, permits, and other approvals as the Applicant desires or as are requested, permitted, or required from time to time by the City or County of Denver ("Modifications"), and Owner's consent shall not be required with respect to any Modification, unless such Modification individually and fundamentally transforms the development program for the Property from the development program contemplated by the initial submittals of the Site Development Plan or Rezoning reviewed and approved by Owner.

As used herein, the "Site Development Plan" means the approvals required under the site development plan process of the City and County of Denver, and the "Rezoning" means the rezoning of the entire Property to PUD-G and approval of a related General PUD District Plan.

Notwithstanding Owner's consent granted in accordance with the terms of this letter, by providing such consent Owner is not a party to, or otherwise a participant in, such Applications or Application processes.

The Owner is fully aware of the request/proposal being made by the Applicant and the actions being initiated on the Property. The Owner understands that the Application must be found to be complete by the City and County of Denver before the request can officially be accepted and the review process initiated. By this acknowledgement, the Owner hereby certifies that the above information is true and correct.

(signature page follows)

OWNER:

DENVER METROPOLITAN MAJOR LEAGUE
BASEBALL STADIUM DISTRICT,
a body corporate and politic and a political
subdivision of the State of Colorado

By: [Signature]
Name: Raymond T. Baker
Title: Chair

Date Executed: May 31, 2018

STATE OF Colorado)
COUNTY OF Denver)

The foregoing instrument was acknowledged before me this 31st day of May,
2018, by Raymond J. Baker, as Chair of Denver Metropolitan Major
League Baseball Stadium District, a body corporate and politic and a political subdivision of the
State of Colorado.

Witness my hand and official seal.

(SEAL) Sandra J. Hale
Notary Public

My commission expires: Jan. 27, 2020

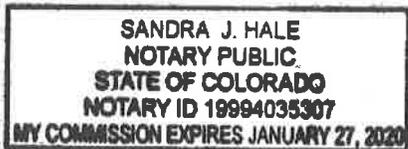


Exhibit A

Legal Description of Property

PARCEL DESCRIPTION BASEBALL PARCEL A: (PARKING LOT + WALKWAY)

A PARCEL OF LAND SITUATED IN A PORTION OF BLOCK C, EAST DENVER, AND BLOCK 1, HOYT & ROBINSONS ADDITION TO DENVER, BEING A PORTION OF THE SOUTHWEST ONE-QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO MORE PARTICULARLY DESCRIBED AS FOLLOWS:

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CONTAINING 131,694 SQUARE FEET OR 3.023 ACRES MORE OR LESS.

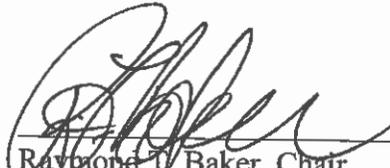
DENVER METROPOLITAN MAJOR LEAGUE BASEBALL STADIUM DISTRICT

RESOLUTION 1-18

A quorum being present, the following resolution was adopted on a vote of 5 in favor and 0 opposed, with 0 abstentions, on the 19th day of March, 2018.

RESOLVED, that the District consents to the creation of one or more special districts, business improvement districts or general improvement districts on the West Lot and the Wynkoop Walkway and consents to the Colorado Rockies Baseball Club, Ltd., seeking approval of zoning changes and a site development plan, approves the Approval of Landlord as discussed at the meeting and authorizes Raymond T. Baker, as Chair, and each other Director of the District to execute the Approval of Landlord and any documents, agreements or certificates ancillary or in connection therewith, and the Chair, each Director and the staff is authorized to take such other and further action as may be necessary or appropriate to effect the purposes of this resolution.

AUTHENTICATED



Raymond T. Baker, Chair

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

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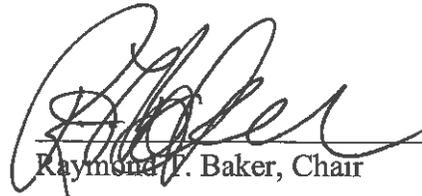
DENVER METROPOLITAN MAJOR LEAGUE BASEBALL STADIUM DISTRICT

RESOLUTION 2-18

A quorum being present, the following resolution was adopted on a vote of 5 in favor and 0 opposed, with 0 abstentions, on the 19th day of March, 2018.

RESOLVED, that the Statement of Owner indicating the District's consent to the filing with the City and County of Denver of the Site Development Plan and the Rezoning by the Colorado Rockies Baseball Club, Ltd., (as the Applicant) and consenting to the Applicant being permitted to make certain modifications and future filings as are described in the Statement of Owner is approved, and Raymond T. Baker, as Chair, and each other Director of the District is authorized to execute the Statement of Owner and execute any documents, agreements or certificates related or ancillary thereto, and the Chair, each Director and the staff is authorized to take such other and further action as may be necessary or appropriate to effect the purposes of this resolution.

AUTHENTICATED



Raymond T. Baker, Chair

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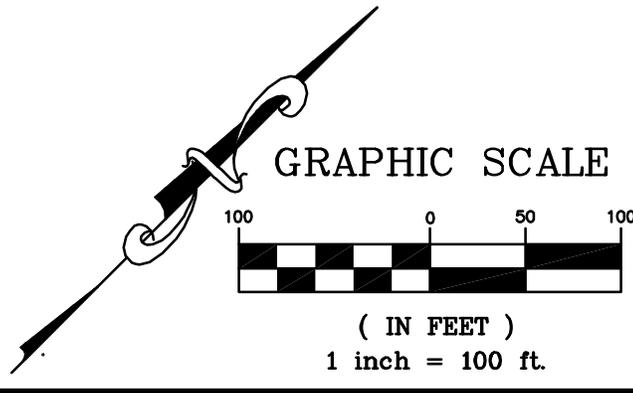
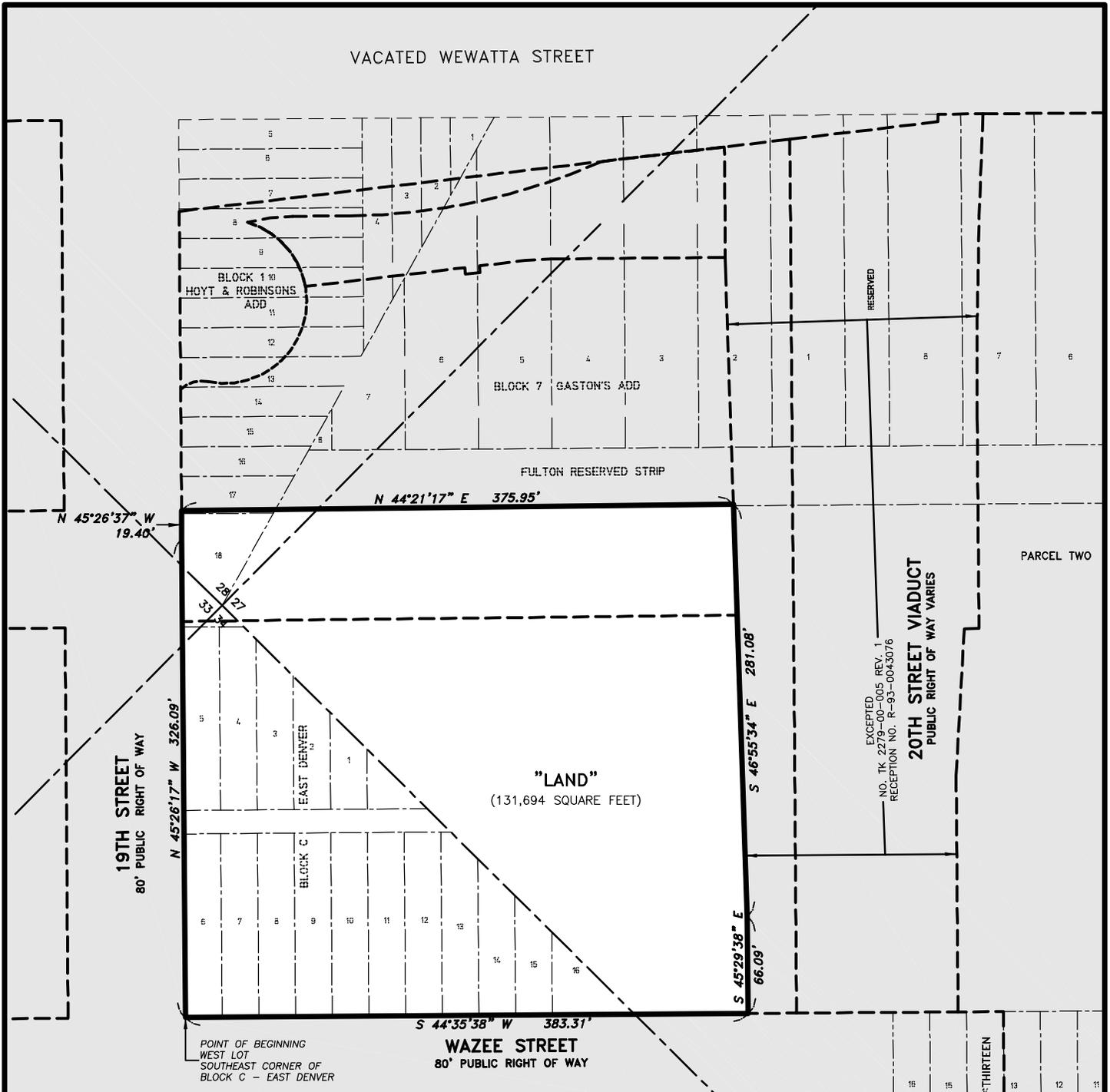
CONTAINING 131,694 SQUARE FEET OR 3.023 ACRES MORE OR LESS.

I, DEAN O. DANIELSON, A LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY CERTIFY THAT THIS EXHIBIT WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION.

DEAN O. DANIELSON
P.L.S. NO. 16828

DENVER METROPOLITAN MAJOR LEAGUE BASEBALL		
DESCRIPTION OF THE LAND		
SCALE: 1"=100'	DATE: MAY 03, 2018	
REV:	SHEET 1 OF 2 SHEETS	
DRN. WB	APPR.	1805-101

THIS DESCRIPTION IS NOT THE RESULT OF A MONUMENTED LAND SURVEY. IT IS INTENDED ONLY TO DEFINE THE AREA DESCRIBED HEREON.



DENVER METROPOLITAN MAJOR LEAGUE BASEBALL		
DESCRIPTION OF THE LAND		
SCALE: 1"=100'	DATE: MAY 03, 2018	
REV:	SHEET 2 OF 2 SHEETS	
DRN. WB	APPR.	1805-101

August 13, 2018

City and County of Denver
Community Planning and Development
Attn: Elizabeth Weigle
201 W. Colfax Ave., Dept. 205
Denver, CO 80202

Re: Cover Letter to West Lot PUD Application

Ms. Weigle:

We represent Colorado Rockies Baseball Club, Ltd. (“**Rockies**”) with respect to its enclosed application to rezone the approximately 3-acre property generally located at the north corner of 19th and Wazee Streets, commonly known as the West Lot and Wynkoop Promenade and more particularly described on the attached Exhibit A (the “**Property**”), in the City and County of Denver, Colorado (the “**City**”) to Planned Unit Development – General-19, with the standards described therein (the “**Rezoning**”). While the Rezoning is based primarily on D-AS-12+ zoning, it incorporates elements from other zone districts to create a customized program for the Property. This letter is provided as part of the application for the Rezoning and to provide the City with additional information that may aid the City in reviewing and approving the application.

BACKGROUND

The Rockies are the lessee of the West Lot portion of the Property pursuant to a 99-year Ground Lease, dated March 31, 2017, by and between the Rockies and the Denver Metropolitan Major League Baseball District, a body corporate and politic and political subdivision of the state of Colorado, and lessee of the Wynkoop Promenade portion of the Property pursuant to a 30-year User Agreement, Lease and Management Agreement, dated March 31, 2017, also by an between the Rockies and the Denver Metropolitan Major League Baseball District, which is the owner of the entire Property. The Property is directly across 20th Street from Coors Field and is currently occupied by a surface parking lot and a brick plaza that leads into Coors Field.

The Property is currently zoned I-MX-8, UO-2. The Denver Zoning Code (the “**Code**”) describes Industrial zone districts as generally consisting of “light industrial, heavy industrial, and general industrial areas,” with uses such as “outdoor storage, heavy commercial uses, and waste services,” and with buildings that “accommodate industrial processes, loading bays, and specialized equipment.” Code, 9.1.1. The properties surrounding the Property are zoned PUD to the north and west, D-LD to the south and east, and I-A for Coors Field.

PROJECT DESCRIPTION

The Rockies desire to rezone the Property to facilitate development of a mixed-use project generally consisting of a hotel, office building, residential condominiums, and ground-floor retail (the “**Project**”).

The Project will be a unique and distinctive development with a mix of uses that form the backdrop to a content plaza that will act as a community gathering space and provide year-round events. Intended uses include a full service hotel with restaurant and meeting space; a Rockies Hall of Fame and event space; an office building of approximately 234,000 square feet; a for-sale residential building of 114 units, with fitness and roof top amenities; two levels of ground floor retail space of approximately 55-65,000 square feet; and a two-story below-grade parking structure which provides delivery/service area to all the buildings. In addition to the significant public space included in the content plaza, the Project will also include landscape and amenity enhancements to the existing Wynkoop Promenade and right-of-way improvements to 20th, 19th and Wazee Streets.

In order to develop the Project as envisioned, the proposed Rezoning incorporates certain deviations from the base D-AS-12+ zone district, including:

- tailored primary building form standards;
- tailored build-to and transparency alternatives;
- maximum vehicle parking;
- a requirement for Wynkoop Promenade;
- a minimum requirement for private open space;
- establishment of a base plane for measuring building height;
- establishment of primary and side street zone lot lines;
- tailored standards for private open space; and
- design standards and guidelines.

NEIGHBORHOOD OUTREACH

The Rockies and its team working on the Project have engaged in a lengthy and thorough community outreach process than began well before the zoning application process.

Starting in August of 2017, the Rockies invited all Registered Neighborhood Organizations (RNOs) surrounding the site and the proximate HOAs and condo associations to attend meetings at Coors Field where the Rockies shared early information and project vision for the Project. The Rockies have also hosted five large community meetings (8/14/17, 8/28/17, 9/25/17, 2/5/18, 5/30/18) for the group of RNOs, HOAs, and interested stakeholders surrounding the site. Sign-in sheets to these meetings have been shared with our CPD case manager. Attendance was strong at each meeting.

In addition to the community meetings where the Rockies distributed project information, updates, and design evolutions, the Rockies have given presentations throughout the process to the LoDo District, Lower Downtown Neighborhood Association (LoDoNa), One Wynkoop Plaza HOA, Rocky Mountain Warehouse Lofts HOA, Downtown Denver Partnership (DDP), 5280 Loop project team, and others.

The Rockies will continue to meet with and reach out to various for the duration of the rezoning process.

ANALYSIS

An application for a rezoning to a PUD must satisfy the criteria for approval applicable to all zone map amendments, the criteria applicable to non-legislative rezonings, and the criteria applicable to rezonings to PUDs specifically. Code, §§ 12.4.10.7; 12.4.10.8; and 12.4.10.9. What follows is an analysis of how the application for the Rezoning satisfies each of these criteria.

I. Criteria for Zone Map Amendments

The City Council may approve an official zone map amendment if the proposed rezoning complies with specified criteria. Code, § 12.4.10.7. The Rezoning complies with those criteria, as explained in detail below.

1. 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 the adoption of the City’s plan.

The Rezoning is both consistent with the City’s adopted plans and necessary to provide land for a community need that was not anticipated at the time of the adoption of the City’s existing zoning map.

- a. *Central Platte Valley Comprehensive Plan Amendment from 1991*

The Property is subject to the Central Platte Valley Comprehensive Plan Amendment from 1991 (“**Platte Amendment**”). Adopted 27 years ago, the Platte Amendment envisions the Central Platte Valley as “a single interface point for heavy and light rail, inter- and intra-city bus, automobile, and pedestrian activity,” and “the transportation HUB of the region,” though the “predominant character of development in the valley will be an urban mix of office, residential, entertainment, recreational, and commercial uses.” Needless to say, the Central Platte Valley has changed a great deal since the adoption of the Platte Amendment, including the construction of Coors Field and the redevelopment of substantial portions of the Valley such as Union Station. Still, the Rezoning and Project would satisfy a number of the goal articulated in the Platte Amendment.

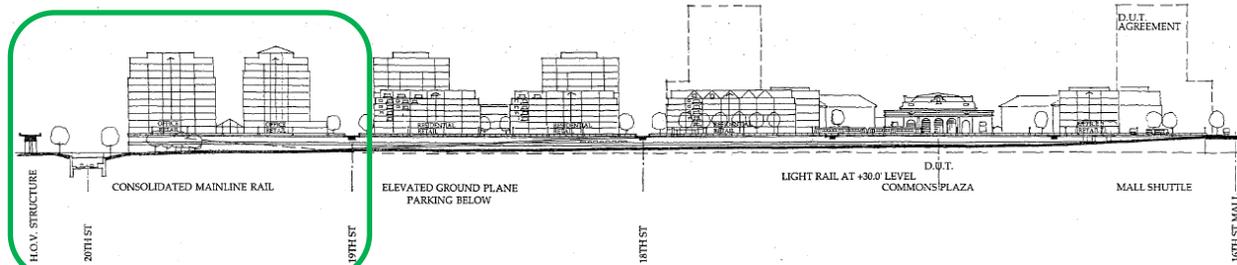
The Platte Amendment establishes Goals, Intent Statements, and Concepts for the future development and redevelopment of the Central Platte Valley. The Rezoning furthers many of these Goals, Intent Statements, and Concepts, including:

- Goal 1.1: “Redevelop the Valley in ways that recognize it as a valuable resource to the whole City.”
- Goal 1.2: “Encourage a mix of land uses in the CPV which will support a dense urban character”

- Goal 1.3: “Provide amenities which will knit Downtown and adjacent neighborhoods together
- Goal 1.4: “Encourage a mix of commercial development which will: create new jobs, generate direct and indirect tax revenue, attract new Downtown residents, provide new amenities”
- Goal 1.5: “Accommodate an appropriate mix of uses and encourage viable development to satisfy both the economic needs of landowners and public needs, including: public open space, economic development, housing, public facilities”
- Intent Statements, Land Use A: “Capitalize on a unique opportunity to reuse former rail-yard and obsolete industrial land in the heart of Denver.” – understanding that the existing surface parking lot was a rail-yard at the time the Platte Amendment was adopted, and it continues to be underutilized considering its proximity to Coors Field, Union Station, and other recent developments
- Intent Statements, Land Use C: “Redevelop the Valley to help satisfy the needs of the Downtown and the adjoining neighborhoods by making provision for: neighborhood parks and recreation facilities, city-wide parking and recreation facilities, housing to develop a 24-hour Downtown population, housing to reinforce adjoining neighborhoods, increased tax base, support for Downtown retail, hotels, restaurants, and entertainment facilities, Downtown access and parking, increased employment opportunities for residents of adjoining neighborhoods, support for Denver’s cultural, and arts resources, support services for Downtown’s businesses and employees.
- Goal 2.3: “Provide an orderly, visually pleasing and active environment for: workers, residents, neighbors, visitors”
- Goal 2.4: “Reinforce desired land use patterns”
- Goal 2.5: “Enhance amenities for new residential, specialized office, research and development uses”
- Goal 4.1: “Foster a character for the CPV which is different and distinct from that of Downtown[.]”
- Concept L: “Locate public facilities (such as an amusement park, a baseball stadium, an aquarium, and other cultural/recreational facilities), in the Valley. Create more tourist attractions in support of Downtown hotel, retail, and convention center trade.”

The Rezoning will allow for development of a mix of uses that will attract new employers, retailers, and patrons, and provide for the outdoor spaces and cultural amenities (such as the Hall of Fame) that will create natural gathering places for the residents of Downtown. The Project will serve as a new hub for year-round activity that is distinct to the Valley and unique from the remainder of Downtown.

The Platte Amendment generally disfavors high rise development and favors development of building heights “consistent with the fabric of Lower Downtown.” Therefore, the Rezoning design standards and guidelines were developed with consideration of the building heights and transitions coming from the Lower Downtown Historic District and it includes standards appropriate for this transitional property located on Wynkoop Promenade between Union Station and Coors Field. However, an illustration of a built-out Central Platte Valley in the Platte Amendment depicts structures along 20th Street that appear to reach 13 stories in height. This is in-line with what is allowed in the Rezoning and anticipated for the Project.



3
 DENVER CENTRAL PLATTE VALLEY
 OVERALL URBAN DESIGN PLAN
 ILLUSTRATIVE DESIGN

The map of Pedestrian Routes in the Platte Amendment depicts both Wynkoop and 20th Streets as “Primary Central Platte Valley Routes,” which should be integrated with the open space system and amenities and designed to “give safe and convenient access to all destinations for those on foot.” As described elsewhere in this letter, the Rezoning will allow for the preservation and enhancement of Wynkoop Promenade and the creation of a plaza internal to the Project that will both function as safe, convenient, and active pedestrian thoroughfares.

The Platte Amendment designates the Property as within the Upland Sub-Area. It provides that uses within this Sub-Area should be “mixed with a predominance of office uses south of 22nd Street,” and that properties between 19th and 20th Streets “should be developed for uses which complement and strengthen the prevailing Lower Downtown mix of office, retail, housing and galleries.” This fits with the projected future uses for the Property according to the Map of Preferred Land Uses in the Platte Amendment, which depicts the Property as “General Mixed Use (Office, Retail, Housing, Entertainment, Hotel)/Light Industrial Warehouses Not Allowed.” There could not be a more apt description for the Rezoning and the Project. Moreover, the current I-MX-8 zoning does not fit with this mix of uses and the prohibition on Light Industrial Warehouses.

Guidelines for the Upland Sub-Area provide that pedestrian and bicycle access “should be provided by extension of Wynkoop at or near grade over depressed 20th Street,” which is of course the current state of Wynkoop Promenade. The Rezoning will enable the preservation and enhancement of Wynkoop Promenade in keeping with the Platte Amendment’s vision.

Finally, if a baseball stadium is site in the Upland Sub-Area (*a la* Coors Field), then “pedestrian access between LoDo and the stadium should be provided along Wynkoop, Wazee, and Blake Streets,” and the stadium should “avoid the dependence on parking in Lower Downtown.” The Rezoning will certainly promote these objectives.

For the foregoing reasons, the Rezoning is consistent with the Platte Amendment.

While the Platte Amendment provides some very relevant goals and recommendations that apply to the Property, it is nearly 30 years old and many conditions have changed Downtown and around this site – Coors Field is 23 years old, Union Station is up and running and 0.8 miles from the Property, Denver updated its Comprehensive Plans in 2000 and 2002 with Comp Plan 2000

and Blueprint Denver, and the Downtown Area Plan also calls out this site in its 2007 adoption. Therefore, we will discuss the Rezoning's relation to some of those other plans below.

b. *Comprehensive Plan 2000*

The City's Comprehensive Plan 2000 ("**Comp Plan**") was adopted to "agree on the City's long-term purposes, to think through Denver's special inheritance and its effect on those purposes, and then to suggest strategies that will buy that inheritance as much long-term insurance as possible to sustain it for the future." In that vein, the Comp Plan sets forth numerous strategies to help guide future development within the City. The proposed rezoning of the Property aligns closely with many of the strategies and recommendations in the Comp Plan, including, but not limited to:

- Environmental Strategy 1-A to "Encourage redevelopment of vacant, underutilized and environmentally compromised land known as brownfields."
- Environmental Strategy 2-F by "Promoting infill development within Denver at sites where services and infrastructure are already in place, designing mixed-use communities and reducing sprawl, so that residents can live, work and play within their own neighborhoods, creating more density at transit nodes and adopting construction practices in new developments that minimize disturbance of the land."
- Environmental Strategy 4-A to "4-A Promote the development of sustainable communities and centers of activity where shopping, jobs, recreation and schools are accessible by multiple forms of transportation, providing opportunities for people to live where they work."
- Land Use Strategy 3-B to "Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses."
- Land Use Strategy 3-D to "Identify and enhance existing focal points in neighborhoods, and encourage the development of such focal points where none exist."
- Land Use Strategy 4-A to "Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods."
- Mobility Strategy 3-B to "Promote transit-oriented development (TOD) as an urban design framework for urban centers and development areas. Development at transit stations should provide both higher ridership to the transit system and viability and walkability in the area."
- Mobility Strategy 4-A to "Support public education and marketing efforts on the application of trip-reduction strategies to daily life."
- Mobility Strategy 4-E to "Continue to promote mixed-use development, which enables people to live near work, retail and services."
- Mobility Strategy 8-A to "Ensure safe and convenient access and accommodation of bicycle riders, pedestrians and transit riders."
- Mobility Strategy 9-A to "Update parking studies for the Central Business District, and develop parking policies and plans based on current information."

- Mobility Strategy 9-D “For areas near transit stations, evaluate parking management strategies, such as reducing parking requirements and granting neighborhood parking permits.”
- Denver Legacy Strategy 1-D to “Promote the use of designs and materials that reflect the region and Denver’s natural setting.”
- Denver Legacy Strategies “2-A Establish development standards to encourage positive change and diversity while protecting Denver’s traditional character. 2-B Focus design standards and review efforts on new and evolving districts that are undergoing the most dramatic change. Periodically evaluate their need and effectiveness, recognizing that locations of review focus may change over time. 2-C Identify community design and development issues, and target specific concerns with appropriate controls and incentives. 2-D Define and administer development and design goals clearly and efficiently to ensure they serve as effective tools and incentives to add quality, not cost. Provide development review services in an integrated and flexible package of controls and incentives.”
- Housing Strategy 2-F to “Explore opportunities for housing in all proposed development and redevelopment projects, including commercial and retail projects.”
- Housing Strategy 6-A to “Support mixed-use development consistent with the goals of the Comprehensive Plan’s land-use and mobility strategies.”

While the Rezoning would likely accomplish many more strategies and recommendations in the Comp Plan, the above list demonstrates the extent to which the Rezoning is consistent with the adopted Comp Plan.

c. *Blueprint Denver (2002)*

The City’s Blueprint Denver (“**Blueprint**”) was adopted in 2002 and “presents a strategy to improve our city by shaping the places where we live, travel, work, shop and play.” It is “the primary step to implement and achieve” the vision outlined in the Comp Plan. Blueprint outlines several key concept that are “central to Blueprint Denver’s successful implementation,” including directing growth to Areas of Change, which are “areas that will benefit from and thrive on an infusion of population, economic activity and investment” and “parts of the city where new growth or redevelopment can best be accommodated because of transportation choices and opportunities for mixed-use development.”

Areas of Change are divided into three categories, one of which is “Downtown.” Downtown Areas of Change have the highest intensity of uses because they are the areas “best served by transit” and are “the most pedestrian-friendly areas in the region.” Blueprint describes the 16th Street transit mall, which in many respects is similar to the planned central plaza and revitalized Wynkoop Promenade in the Project, as “Colorado’s best example of how pedestrian and transit friendliness can occur when land use is closely coordinated with transportation.” Blueprint notes increased developer interest in certain Downtown neighborhoods due to the success of LoDo, including the Ballpark neighborhood. It also lays out 11 strategies for Downtown Areas of Change, including the following that the Rezoning and Project would help achieve:

- Infill and redevelop vacant and underused properties
- Compatibility between new and existing development

- Balanced mix of uses — no one use has a dominating impact within the mix
- Transit service and access
- Parking reduction strategies, such as shared parking and TMA
- Adequate parks and open space
- Economic activity—business retention, expansion and creation
- Housing, including affordable housing

The Rezoning will allow for redevelopment of the Property into the Project, which will include approximately 25,000 square feet of new private open space in the form of the central plaza, will reactivate and improve Wynkoop Promenade, and will provide a balanced mix of uses, plentiful pedestrian access, and robust new economic activity. Further, the Rezoning will help implement parking reduction strategies through the parking maximums incorporated into the PUD.

Blueprint also contains a Plan Map that depicts the City’s desired future land uses. The Plan Map identifies the Property as within the Downtown district. Downtown Denver is the “centerpiece of the city and region with the highest intensity of uses in Colorado.” The vision for Downtown areas is to promote high quality office, hotel, retail, residential, and mixed-use development with high-quality and pedestrian-friendly urban design and multi-modal transportation connections. Approval of the Rezoning will help fulfill this vision for the Property. The Rezoning will allow for the very types of high-quality mixed uses and pedestrian-friendly development that the Plan Map prescribes for the Property.

As alluded to above, the Rezoning will further the City’s stated policy to implement parking reduction strategies. Blueprint acknowledges that the “one size fits all” parking requirements in the zoning code are “sometimes based on excessive standards not supported by actual parking demand,” and that “development [of] reduced parking ratios for appropriate areas through the zoning process” can be a powerful tool to encourage more efficient development and multi-modal transportation. In fact, it states that “one of the best strategies for increasing the potential for redevelopment in an area is to lower artificially high parking requirements,” which “often results in underutilized parking lots that create an unfriendly pedestrian environment and constitute an inefficient, unsightly land-use pattern,” and recommends employing parking maximums. Beyond authorizing the redevelopment of the existing surface parking lot on the Property (which is encouraged by Blueprint), the Rezoning will include parking maximums in furtherance of the City’s reduced parking objectives. Blueprint does caution that reduced parking requirements and parking maximums should only be implemented “where there is frequent transit service, at employment centers with effective travel demand management programs, and at mixed-use development projects with complementary uses that can share parking.” The Property is located in close proximity to Union Station and the mix of retail, office, residential, and hotel uses planned for the Project will have complementary demands for parking that will vary throughout the day.

Finally, Blueprint acknowledges that it may be necessary to amend the zoning map to “establish the appropriate framework for achieving the vision for Areas of Change” described in Blueprint. More specifically, “some areas near downtown are zoned for industrial use” but may be “slated for mixed-use development,” just like the Property.

For the foregoing reasons, the Rezoning is consistent with Blueprint.

d. *Downtown Area Plan (2007)*

The City adopted the Downtown Area Plan (“**Area Plan**”) in 2007 as “a tool to help community leaders, decision-makers, and citizens build upon Downtown’s assets and guide future development to reflect the community’s vision of a livable, healthy, sustainable and vibrant Downtown.” The Area Plan identifies the Property as a key “Opportunity Site” in LoDo. Opportunity Sites are “vacant or underutilized parcels” in “strategic location[s]” with the “potential to not only shape new development on the site itself, but also catalyze additional development in the surrounding areas.” Development and redevelopment of Opportunity Sites “is essential to creating a dynamic, connected and walkable Downtown Denver.” The Rezoning will allow for the redevelopment of the Property into the type of mixed-use, catalyzing development the Area Plan intends for Opportunity Sites.

The Area Plan describes Wynkoop as a “Priority Pedestrian Connection.” Wynkoop of course terminates with the Wynkoop Promenade adjacent to the Property that crosses the bridge over 20th Street into Coors Field. The customized design guidelines in the proposed Rezoning are essential to preserving and improving this vital pedestrian thoroughfare, which would not be afforded the same protections under existing zoning.

The Area Plan specifically identifies “undeveloped surface parking lots” and the lack of “cohesive pedestrian environments” as challenges confronting the City. It encourages development of all types of retail downtown and states that parking requirements should be eliminated where appropriate to encourage small retail businesses. The Rezoning will help the City overcome these challenges and accomplish these goals by redeveloping the existing surface parking lot into a pedestrian-friendly mixed-use development with a significant retail presence near Union Station. The Rezoning will also allow for development of for-sale residential units, in furtherance of the Area Plan’s goal to expand a range of housing opportunities. It will also create the very type of “family-oriented businesses, housing, and amenities” described in the Area Plan that will “bring liveliness and a sense of comfort and safety” to Downtown. The Rezoning will specifically allow for development of a project with “distinctive ground floor retail” and “active uses” with “trees and landscaping in . . . private open spaces,” as called for by the Area Plan.

The Area Plan also sets out five “vision elements,” one of which is development of “A Green City.” Part of making Denver a Green City is building “an outdoor downtown.” This is broadly described as “strengthening connections between existing parks, plaza and recreation areas, and enhance[ing] the public realm to provide venues for outdoor activities throughout Downtown.” The Area Plan states that it is important to “provide venues for residents, workers and visitors to gather, relax and play[.]” This can be accomplished by “adding street trees and landscaping in the public right-of-way, in private open spaces and on rooftops,” by hosting events that “promote

biking and walking in Downtown,” and by continuing to “cluster world-class sports facilities in Downtown.”

The Rezoning and Project will contribute to the development of an outdoor downtown and green city by creating new, landscaped outdoor spaces for residents and patrons to gather, relax, and play. It will rejuvenate Wynkoop Promenade and connect it to the Project and the new central plaza. Where there is now a barren surface parking lot, the Project will provide interesting connections open to bikers and pedestrians and landscaped right-of-ways and open space.

For the foregoing reasons, the Rezoning is consistent with the Area Plan.

e. *Changes in Area*

While the proposed Rezoning is certainly consistent with the City’s adopted plans, it is also important to consider what has changed since the City adopted the foregoing plans in 2000, 2002, and 2007, respectively.

LoDo has continued to develop and new activity in Arapahoe Square and RiNo surrounds the Property. Industrial zoning no longer makes sense for a property that could serve as a family-friendly entertainment, employment, and residential hub directly across from Coors Field. Comparable properties in cities such as St. Louis, Chicago, Texas (Arlington), and Atlanta have been developed or redeveloped into thriving commercial districts that complement the ballpark and serve as destinations not just before and after games, but year-round. This evolving trend was not contemplated by the City’s existing plans relative to the ballpark area. Therefore, while the Rezoning complies with the City’s existing plans, it also is responding to changes in development patterns that were not anticipated when the City adopted its plans.

For the foregoing reasons, the Rezoning satisfies this criterion for approval.

2. 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.

The Rezoning seeks to rezone the Property to PUD-G-19. While the Rezoning is based upon the D-AS-12+ Zone District, it draws upon elements of the C-MX Zone District for design standards, building form, open space, and similar standards and requirements. As a PUD, the Rezoning inherently will create regulations and restrictions specific to the buildings on the Property. Therefore, to the extent applicable to a PUD, this criterion is satisfied.

3. The proposed official map amendment furthers the public health, safety and general welfare of the City.

The City has adopted multiple plans in the interest of public health, safety, and the general welfare, including the Comp Plan, Blueprint, and the Downtown Area Plan. As described in detail above, the Rezoning furthers the goals, policies, and strategies in these City plans, and thus furthers the health, safety, and general welfare of the City.

II. Criteria for Non-Legislative Rezoning

In addition to the foregoing criteria, the City Council may approve an official map amendment that the City Attorney has determined is not a legislative rezoning only if one of the following circumstances exists:

- a. The existing zoning of the land was the result of an error;
- b. The existing zoning of the land was based on a mistake of fact;
- c. 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;
- d. 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:
 - (i) Change or changing conditions in a particular area, or in the city generally, or
 - (ii) A City adopted plan, or
 - (iii) That the City adopted the Denver Zoning Code and the property retained Former Chapter 59 zoning.
- e. 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 the Code.

The Rezoning is a non-legislative rezoning and the circumstances described in “d(i)” above exist with respect to the Property.

The area surrounding the Property has changed significantly since the adoption of the current I-MX zoning for the Property in 2010, when the purpose of the Property was to provide surface parking for Coors Field. Downtown and the Lower Downtown, Denver Union Station, and Ballpark neighborhoods have all experienced tremendous development and redevelopment since the Property was zoned I-MX. As more people and businesses move downtown, the existing surface parking lot no longer represents the highest and best use of the Property, and the existing I-MX zoning no longer fits with the context of a growing, vibrant, and popular area. Further, the current industrial zoning does not conform to adopted plan recommendations or surrounding properties. The proposed Rezoning will allow for development of a new landmark mixed-use project between Union Station and Coors Field.

Therefore, the Rezoning satisfies the criteria for approval of a non-legislative rezoning.

III. Criteria for Rezoning to PUD District

The City Council may approve a rezoning to a PUD if it complies with certain additional criteria. Code, § 12.4.10.9. The Rezoning complies with those criteria, as explained in detail below.

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

Per Code § 9.6.1.1(A), the purpose of PUD zoning “is to provide an alternative to conventional land use regulations, combining use, density, site plan and building form considerations into a single process[.]” The proposed Rezoning accomplishes this purpose in a streamlined fashion by incorporating elements from existing zone districts into one document that can be reviewed and approved in a single process.

Section 9.6.1.1(B) of the Code states that PUD zoning is not intended “as either a vehicle to develop a site inconsistent with the applicable neighborhood context and character, or solely as a vehicle to enhance a proposed development’s economic feasibility.” The intent of the proposed Rezoning is precisely the opposite. It will ensure that the eventual Project is compatible with the neighborhood context and character by requiring private open space, limiting density, imposing appropriate stepbacks, and allowing the Rockies to utilize and improve upon the existing Wynkoop Promenade and to connect it to the proposed central plaza on the Property. These are all elements that have been incorporated into the Project after numerous conversations with adjacent property owners. The proposed Rezoning is the most efficient means to provide assurance to the neighborhood that the Project will be developed as advertised. Moreover, if anything, it could be argued that the proposed Rezoning makes it more difficult to develop a financially feasible project. Under the existing zoning, the Rockies could develop the entire Property from lot line to lot line without preserving any private open space, making any enhancements to Wynkoop Promenade, or providing other amenities. The Rezoning will elevate the required design and site layout compared to what is allowed under existing zoning.

The Code also provides that PUD zoning “is intended to respond to unique and extraordinary circumstances, where more flexible zoning than what is achievable through a standard zone district is desirable and multiple variances, waivers, and conditions can be avoided.” Code, § 9.6.1.1(A). The Code defines “unique and extraordinary circumstances” that justify a rezoning to PUD to include, without limitation, the following:

- a. Where a development site has special physical characteristics, including but not limited to irregular or odd-shaped lots, or lots with significant topographical barriers to standard development or construction practices;
- b. Where a customized zoning approach is necessary to protect and preserve the character of a Historic Structure or historic district;
- c. Where a development site is subject to an existing PUD and rezoning to a new PUD District will bring the site closer to conformance with current zoning regulations and adopted plans; or

- d. Where the proposed scale or timing of a development project demands a more customized zoning approach to achieve a successful, phased development.

The Rezoning is necessary because of the unique and extraordinary circumstances described in “a,” “c,” and “d” above.

As described above, because Wynkoop Promenade is not a public right-of-way, the PUD addresses this key pedestrian thoroughfare in ways standard zoning could not. The proposed Rezoning will enhance Wynkoop Promenade as an amenity of the Property, Coors Field, and the surrounding neighborhood. No existing zone district would provide the same protections or enhancements for Wynkoop Promenade due to its unique and special circumstance.

While the Property is not subject to an existing PUD, approval of the Rezoning would bring the Property closer to conformance with the City’s adopted plans. As explained in detail above, the Property represents a prime redevelopment opportunity and is designated as an Area of Change under Blueprint and an Opportunity Site under the Area Plan. The current I-MX zoning does not conform to the City’s vision for the Property or development trends in the neighborhood. In contrast, the Rezoning provides important design standards and guidelines and private open space requirements that will bring the Property closer to conformance with the neighborhood and adjacent Historic District, and will allow for redevelopment of an iconic mixed-use project with attention to Wynkoop Promenade, as envisioned by all of the City’s adopted plans for this site.

Finally, while the Rockies intend to construct the Project as a single phase, the complexity presented by Wynkoop Promenade, the steep grade on 20th Street, and the intent to develop a central plaza demand a more customized zoning approach to achieve a successful development. Without the Rezoning, some of the more interesting and unique aspects of the Project would not be possible, such as the central plaza opening up to Wynkoop Promenade.

Per § 9.6.1.1(D), in exchange for the flexibility granted in the PUD, “development under a PUD District should provide significant public benefit not achievable through application of a standard zone district, including but not limited to diversification in the use of land; innovation in development; more efficient use of land and energy; exemplary pedestrian connections, amenities, and considerations; and development patterns compatible in character and design with nearby areas and with the goals and objectives of the Comprehensive Plan.” As explained throughout this letter, the purpose of the Rezoning is to enhance the development program for the eventual Project and to allow for and require the development of amenities that will serve a public benefit. Without the proposed Rezoning, the Rockies will not be able to develop the central plaza, enhance Wynkoop Promenade, or provide the desired pedestrian improvements along the 20th Street right-of-way, nor will the Rockies be able to effectively develop the mix of uses intended for the Project. The Rezoning allows for a more creative use of the Property that includes private open space, a diversity of compatible uses, and development that is compatible with adjacent properties. The Project will fill the void of family-friendly destinations in the Ballpark neighborhood and will contribute to the resurgence of LoDo initiated by Coors Field and continued and expanded by iconic projects such as Union Station. None of this can be accomplished without the proposed Rezoning.

Therefore, for the above reasons, the Rezoning is consistent with the intent and purpose of such districts stated in Article 9, Division 9.6 (Planned Unit Development) of the Code.

2. The PUD District and the PUD District Plan comply with all applicable standards and criteria stated in Division 9.6.

The Rezoning and accompanying PUD District Plan comply with all such criteria, as confirmed by City staff. The Rezoning specifies permitted and accessory uses, and contains detailed design and building form standards, which are based on provisions selected from the base D-AS-12+ Zone District and the C-MX Zone District to aid with consistent interpretation with the Code.

3. The development proposed on the subject property is not feasible under any other zone districts, and would require an unreasonable number of variances or waivers and conditions.

The Project is not feasible under other zone districts and would otherwise require an unreasonable number of variances or waivers and conditions. As we have fully engaged into zoning discussions and concept design of this project, it has become clear that a standard zone district does not work given the unique features and characteristics of the site.

Wynkoop Promenade is not a public right-of-way. Therefore, under the Code, in any other zone district than PUD, no regulations specifically govern this interface, and it would not be possible to hold subsequent developers or property owners to the high standards envisioned for the Project. This highly unique circumstance is not found elsewhere in the City and creates a myriad of complications and challenges which are best addressed with the customized zoning approach available in a PUD.

The unique circumstance of Wynkoop and the right-of-way situation created a number of challenges with the site and necessitated a more custom zoning approach with the PUD. From needing to measure and calibrate a custom build-to range of 70-85' for the Wynkoop build-to frontage due to the zone lot boundary being on the west side of Wynkoop; to needing build-to alternatives in the PUD such as counting open/plaza space as contributing to the build-to requirement; to needing other transparency and site design alternatives, the Wynkoop non-right-of-way/zone lot configuration required a different approach to standard zoning.

Additionally, from a City and public standpoint, through Wynkoop not being a public right-of-way, many of the important form-based and design standards and protections (such as proper build-to, transparency, etc.) would not have applied to the site, which created a large gap in standard zoning and put one of the site's most important frontages at risk.

Lastly, after nearly a year of in-depth work and discussions with City staff and our design team, it became clear that this lot is in a highly-unique area of the City in terms of its zoning and context. The site is in the Downtown context (Downtown context in Blueprint Denver, key opportunity site in Downtown Area Plan, 0.2-mi. from the transit hub of the state at Denver Union Station), but when seeking to rezone from I-MX-8, no single standard zone district worked. The D-C district was detached from the site and D-LD's standards were specific to the Lower Downtown Historic District. D-AS-12+ provided many new helpful standards and

guidance as the City's most recently-created Downtown zone district that incorporates many critical downtown site features and also design standards and guidelines. However, while D-AS-12+ zoning provided a good base in many respects, just D-AS-12+ zoning would have been lacking and quite challenging in other areas including along the site's unique street frontages. Therefore, the Rezoning incorporates D-AS-12+ zoning as the base district, and then incorporates elements from C-MX as appropriate to facilitate the Project.

In sum, no single zone district was feasible for this site and our project team and City staff had to draw the best and most applicable standards from multiple base zone districts and craft certain alternatives to adjust for the site's unique circumstances and maximize public benefit.

4. The PUD District and the PUD District Plan establish permitted uses that are compatible with existing land uses adjacent to the subject property.

The Rezoning and accompanying PUD District Plan adopt the Primary, accessory, and temporary uses allowed under the D-AS-12+ Zone District, which include Dwelling, Multi-Unit; Eating & Drinking Establishments; Lodging Accommodations; Office; certain types of Retail Sales, Service & Repair (Not Including Vehicle or Equipment Sales, Service & Repair); and other uses as specified in the Code. These uses are compatible with the uses allowed in the adjacent zone districts, including office, residential, and restaurant uses on nearby properties.

5. The PUD District and the PUD District Plan establish permitted building forms that are compatible with adjacent existing building forms, or which are made compatible through appropriate transitions at the boundaries of the PUD District Plan (e.g., through decreases in building height; through significant distance or separation by rights-of-way, landscaping or similar features; or through innovative building design).

The Rezoning and accompanying PUD District Plan adopt the building forms permitted in the D-AS-12+ and C-MX Zone Districts, with the variations noted in PUD for building height, siting, and design elements related to building configuration, required private open space, street level activation, and visible parking above street level. It also adopts supplemental design standards, design standard alternatives, and design standard exceptions in D-AS-12+, with some exceptions, additions, and modifications for build-to alternatives, transparency alternatives, and height to apply C-MX-12 standards and allows for active use of the rooftop at the required Upper Setback.

For example, the Rezoning limits the height of the buildings along 19th Street and requires step-backs in Area A to mitigate the visual impact of the eventual Project on the street and adjacent properties. This helps to ensure compatibility with, and a smooth transition to, the shorter buildings in nearby LoDo. In recognition of Wynkoop Promenade's unique status and importance, the build-to minimum and maximum range for the zone lot at the west zone lot line have been adjusted, the Rezoning requires that private open space be visible from either a Primary or Side Street, and (for the purposes of measuring such visibility) the west zone lot line will be designated as a Primary Street. The Rezoning also requires a pedestrian walkway within 80 feet of the west zone lot line to connect 19th and 20th Streets, again bringing appropriate attention to Wynkoop Promenade and increasing the compatibility of the proposed Project in

relation to adjacent properties (including the walkable LoDo area) by providing a pedestrian-accessible transition at the boundary of the Property.

By drawing on components of the building form and design standards for D-AS-12+ and C-MX Zone Districts, with minor variations, the Rockies and the City have tailored the Rezoning to ensure compatibility with adjacent properties and the LoDo neighborhood. Moreover, the eventual Project will reflect the design discussed in numerous conversations with adjacent property owners, Registered Neighborhood Organizations, HOAs, and similar interested parties.

For the foregoing reasons, the Rezoning establish building forms and transitions and the boundary of the Property that are compatible with the surrounding properties.

CONCLUSION

We hope the foregoing information proves helpful in the City's review of the proposed Rezoning. As discussed in detail above, the Rezoning satisfies all of the criteria in the Code for approval of a zone map amendment, a non-legislative rezoning, and a rezoning to a PUD. The Rockies have worked hand-in-hand with the City, neighbors, and various other interested parties to ensure that the Rezoning reflects the best use of the Property and allows for development of a project that will enhance and harmonize with the neighborhood. Therefore, we respectfully request that the City approve the proposed Rezoning.

Sincerely,
Brownstein Hyatt Farber Schreck, LLP

Charles J. Smith, Esq.
Attorney

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

PARCEL DESCRIPTION BASEBALL PARCEL A: (PARKING LOT + WALKWAY)

A PARCEL OF LAND SITUATED IN A PORTION OF BLOCK C, EAST DENVER, AND BLOCK 1, HOYT & ROBINSONS ADDITION TO DENVER, BEING A PORTION OF THE SOUTHWEST ONE-QUARTER OF SECTION 27, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID BLOCK C, EAST DENVER, SAID POINT ALSO BEING AT THE NORTHEASTERLY RIGHT OF WAY INTERSECTION OF 19TH STREET AND WAZEE STREET, SAID POINT BEING THE TRUE POINT OF BEGINNING; THENCE NORTH 45 DEGREES 26 MINUTES 17 SECONDS WEST ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK C, EAST DENVER AND EXTENSION THEREOF AND THE NORTHEASTERLY RIGHT OF WAY LINE OF SAID 19TH STREET A DISTANCE OF 326.09 FEET TO A POINT ON THE NORTHEASTERLY EXTENSION OF THE WYNKOOP STREET 20.00 FOOT RANGE LINE; THENCE NORTH 45 DEGREES 26 MINUTES 37 SECONDS WEST ALONG THE SOUTHWESTERLY LINE OF SAID BLOCK 1, HOYT & ROBINSONS ADDITION TO DENVER AND EXTENSION THEREOF AND THE NORTHEASTERLY RIGHT OF WAY LINE OF SAID 19TH STREET A DISTANCE OF 19.40 FEET TO THE SOUTHEASTERLY CORNER OF A PARCEL OF LAND CONVEYED TO THERMO HEAD HOUSE, L.L.C. BY SPECIAL WARRANTY DEED RECORDED OCTOBER 13, 1994 AT RECEPTION NO. 9400156352; THENCE NORTH 44 DEGREES 21 MINUTES 17 SECONDS EAST ALONG SAID SOUTHEASTERLY LINE OF RECEPTION NO. 9400156352, A DISTANCE OF 375.95 FEET TO A POINT ON THE SOUTHWESTERLY LINE OF ACQUISITION PARCEL TK 2279-00-005 REV. 1, CONVEYED TO THE CITY AND COUNTY OF DENVER BY SPECIAL WARRANTY DEED RECORDED APRIL 07, 1993 AT RECEPTION NO. R-93-0043076 IN THE CITY AND COUNTY OF DENVER CLERK AND RECORDER'S OFFICE; THENCE SOUTH 46 DEGREES 55 MINUTES 34 SECONDS EAST ALONG SAID SOUTHWESTERLY LINE OF RECEPTION NO. R-93-0043076, A DISTANCE OF 281.08 FEET; THENCE CONTINUING ALONG SAID SOUTHWESTERLY LINE OF RECEPTION NO. R-93-0043076, SOUTH 45 DEGREES 29 MINUTES 38 SECONDS EAST A DISTANCE OF 66.09 FEET TO A POINT ON THE EXTENSION OF THE NORTHWESTERLY RIGHT OF WAY LINE OF SAID WAZEE STREET; THENCE SOUTH 44 DEGREES 35 MINUTES 38 SECONDS WEST ALONG THE EXTENSION OF THE NORTHWESTERLY RIGHT OF WAY LINE OF SAID WAZEE STREET AND THE SOUTHEASTERLY LINE OF SAID BLOCK C, EAST DENVER AND THE EXTENSION THEREOF A DISTANCE OF 383.31 FEET TO THE TRUE POINT OF BEGINNING, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

CONTAINING 131,694 SQUARE FEET OR 3.023 ACRES MORE OR LESS.