

**3015 EAST COLFAX
URBAN REDEVELOPMENT PLAN**

An Urban Renewal Plan for the

3015 East Colfax Urban Redevelopment Area

DENVER URBAN RENEWAL AUTHORITY

Dated as of [June], 2022

I. **PREFACE AND DEFINITIONS**

A. Preface

This urban renewal plan, referenced herein as the Urban Redevelopment Plan, has been prepared by the Denver Urban Renewal Authority (the “Authority”) pursuant to the provisions of the Urban Renewal Law of the State of Colorado, Part 1 of Article 25 of Title 31, Colorado Revised Statutes (the “Act”). This Urban Redevelopment Plan describes the framework for certain public undertakings constituting urban renewal projects and other authorized undertakings under the Act in the 3015 East Colfax Urban Redevelopment Area, the legal description of which, is described in Exhibit A hereto and depicted on the map attached as Exhibit B hereto (the “Urban Redevelopment Area”).

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

B. Background of the Urban Redevelopment Area

The Urban Redevelopment Area is approximately 37,000 square feet containing three parcels located in the City Park statistical neighborhood. The Urban Redevelopment Area is generally bound by Milwaukee Street to the west, the southern property line of private residential property to the north, St. Paul Street to the east and Colfax Avenue to the south. The Urban Redevelopment Area consists primarily of the All Inn Motel which was listed on the National Register of Historic Places in July, 2020, and its parking lot. The All Inn Motel, originally the Fountain Inn, was built in 1959. The Fountain Inn was one of the earliest motels developed along Colfax Avenue and offered patrons premier accommodations for its time including rooms

outfitted with radios, televisions and music equipment. Prior to the development of Interstate 70, Colfax Avenue was the region's primary automotive connection to the Rocky Mountains and was well known for its active commercial environment and vibrant nightlife fueled by vehicular tourism. The Fountain Inn was designed by well-known local architect Aubrey B. Brelsford in the popular international style of the 1950s and '60s. The Fountain Inn was an attraction for tourists and locals due to the extravagant Gold Room restaurant and cocktail lounge located on the motel's first floor. The 114-seat Gold Room's rise to prominence was largely driven by nightly musical performances and the restaurant's world-class menu options. The Gold Room was a popular choice for concert goers due to its proximity to several of Denver's well-known theaters and musical venues, many of which are still active today. During the daytime, the Gold Room often served as a cultural and community space, whereby local community groups and non-profits would rent and use the restaurant as a meeting or event venue. Unfortunately, tourism and commercial activity steeply declined along Colfax Avenue following the completion of Interstate 70 in the mid-1960s. Many local establishments along the once-bustling Colfax Avenue closed due to the loss in tourism business, including the Fountain Inn and Gold Room in 1969.

The Fountain Inn underwent several management and ownership changes after its closure in 1969. The motel's business continued to decline throughout the late 20th century due to travelers' preference of Interstate 70, an exodus of nearby residents moving to the suburbs, and an increase in criminal activity along Colfax Avenue. The property was rebranded as the All Inn Motel in 2003 and a new bar operated in the first-floor restaurant space until the bar closed in 2012, which has remained vacant. Despite the multiple changes of ownership, the property has remained a motel and much of the original architectural and structural features have survived.

The All Inn Motel has operated for several years at well below its capacity while displaying significant signs of physical deterioration. The All Inn Motel's deteriorating conditions erode the integrity of the historical property and is a detriment to Colfax Avenue, contributing to an inhospitable pedestrian environment inconsistent with the vision and goals for Colfax Avenue as described in Plan 2040.

Definitions

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

1. The term "C.R.S." means the Colorado Revised Statutes, as amended.
2. The term "Conditions Study" means the conditions study conducted by Matrix Design Group dated June 2020.
3. The term "City" means the City and County of Denver.
4. The term "City Council" means the City Council in and for the City.
5. The term "Cooperation Agreement" means any agreement between the Authority and the City respecting action to be taken pursuant to any of the powers set forth in the Act or in any other provision of Colorado law, for the purpose of facilitating undertakings deemed necessary or appropriate by the Authority under this Urban Redevelopment Plan, as such Cooperation Agreement may be amended from time to time. Any such Cooperation Agreement may include, without limitation, agreements respecting the planning or undertaking of this Urban Redevelopment Plan and the Project, as well as programs, works, operations or activities which the Authority, the City or such other public body is otherwise empowered to undertake and including, without limitation, agreements respecting the financing, installation, construction and

reconstruction of public and private improvements in furtherance of the Urban Redevelopment Plan.

6. The term “DPS” means School District No. 1 in the City and County of Denver.
7. The term “DRMC” means the Denver Revised Municipal Code, as amended.
8. The term “Fiscal Year” means the fiscal year of the City, which commences on January 1 of each calendar year and ends on December 31 of the same calendar year, or any applicable portion of a fiscal year.
9. The term “Plan 2040” shall have the meaning ascribed in Section II.C., below.
10. The term “Project” or “Projects” means the rehabilitation of the All Inn Motel and construction of a new building in the Urban Redevelopment Area east of the existing All Inn Motel. The Project will be used as a hotel with ground-floor commercial uses including affordable commercial space designated for use by local businesses, artists, non-profits, or other community-serving uses.
11. The term “Property Tax” means the real and personal property taxes produced by the levy at the rate fixed each year by the governing bodies of the various taxing jurisdictions within the Property Tax Increment Area.
12. The term “Property Tax Base Amount” means the total valuation for assessment last certified by the County Assessor for the City of all taxable property within the Property Tax Increment Area prior to the effective date of the Property Tax Increment Area, as the same may be adjusted from time to time in accordance with the Act.
13. “Property Tax Increment” means, for each Fiscal Year subsequent to the creation of the Property Tax Increment Area, all Property Tax Revenues in excess of Property Tax Revenues produced by the levy of Property Tax on the Property Tax Base Amount and paid to the Authority

by the City; provided that such amount shall be reduced by any lawful collection fee charged by the City.

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

15. The term “Property Tax Revenues” means the amount derived by the City and all taxing jurisdictions from the levy of Property Tax within a Property Tax Increment Area less any amount derived from a specially earmarked voter-approved levy by which the City has heretofore committed by contract to pay to a private contractor in order to provide services to residents of the City, including any residents in the Urban Redevelopment Area. “Property Tax Revenues” does not include any amounts derived by the City and all taxing districts either (a) because voters authorized the City or other taxing district to retain and spend the additional moneys pursuant to Section 20(7)(d) of Article X of the Colorado Constitution subsequent to the creation of the special fund pursuant to Colorado Revised Statutes §31-25-107(9)(a)(II) or (b) as a result of an increase in the property tax mill levy approved by the voters of the City or other taxing district to the extent the total mill levy of the City or other taxing district, subsequent to the creation of the special fund pursuant to Colorado Revised Statutes §31-25-107(9)(a)(II) exceeds the respective mill levy in effect at the time of substantial modification of the Urban Redevelopment Plan without the consent of the City or relevant taxing entity, provided that the amounts derived from the increase in the property tax mill levy as the result of the City removing credited property tax mills that were approved as of the date of this Urban Redevelopment Plan shall not be excluded.

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

17. The term “Sales Tax” means the sales tax levied by the City from time to time: 1) on the retail sales of taxable goods and services in accordance with the DRMC, which as of the date of this Agreement is three and one-half percent (3.5%); 2) on prepared food and beverages not exempted from taxation under Section 53-56 of the DRMC, which as of the date of this Agreement is four percent (4%) of the purchase price; and 3) that portion of any increase in the percentage rate of the Sales Tax not otherwise designated for a specific purpose or purposes by the City. For the purpose of clarity, one-half percent (0.5%) of the Sales Tax levied by Section 53-56 of the DRMC on the purchase price of food and beverages not exempted from taxation under Section 53-55(8) of the DRMC is excluded from the definition of Sales Tax, and all other sales taxes imposed pursuant to the DRMC shall not be included as “Sales Tax” for the purposes of this Agreement.

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

19. The term “Sales Tax Increment” means, for each Fiscal Year subsequent to the creation of the Sales Tax Increment Area, all Sales Tax Revenues in excess of the Sales Tax Base Amount subsequent to the creation of the applicable Sales Tax Increment Area and paid to the Authority by the City, provided that such amount shall be reduced by the costs and expenses of the City for such Fiscal Year of enforcing the Sales Tax in the Sales Tax Increment Area and collecting the Sales Tax Revenues as allowed by state statute, including the pro-rata share of

uncollectible Sales Tax Revenues to be absorbed by the Authority for such Fiscal Year as set forth in a Cooperation Agreement.

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

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

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

II. **LEGISLATIVE FINDINGS**

The City Council has found by approving this Plan that:

A. Blight

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

provision of housing accommodations, constitutes an economic or social liability, and is a menace to the public health, safety, morals, or welfare.

B. Urban Redevelopment Projects

The Urban Redevelopment Area is appropriate for one or more urban renewal projects, including the Project, and other authorized undertaking of the Authority pursuant to the Act.

Projects are intended to eliminate blight and stimulate private sector investment in and around the Urban Redevelopment Area. The combination of public and private investment will assist in the revitalization of the Urban Redevelopment Area through the rehabilitation of a historically significant and underutilized building and the creation of street-level retail uses that will enhance the pedestrian environment along Colfax Avenue consistent with the vision, goals and strategies in the City's Comprehensive Plan 2040 and its supplements.

C. Planning Approval

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

D. Conformance with Comprehensive Plan

Comprehensive Plan

The Comprehensive Plan is the holistic and sustainable vision of the City and the guiding document for shaping the City. The goals and strategies within the Comprehensive Plan are organized under a framework of six vision elements: Equitable, Affordable, and Inclusive; Strong and Authentic Neighborhoods;

Connected, Safe and Accessible Places; Economically Diverse and Vibrant; Environmentally Resilient; and Healthy and Active. The Urban Redevelopment Plan will help realize the visions of the Comprehensive Plan by furthering many of the goals and strategies outlined under the vision elements. A set of additional City plans are adopted as supplements to the Comprehensive Plan and will help advance the vision of the Comprehensive Plan through more specific goals and actions. The Planning Board has reviewed this Urban Redevelopment Plan and determined that it is in conformance with Comprehensive Plan and it furthers several City-wide visions, goals, and strategies described in the plan, including:

Strong and Authentic Neighborhoods

Goal 1: Create a city of complete neighborhoods.

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

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

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

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

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

Goal 3: Preserve the authenticity of Denver’s neighborhoods and celebrate our history, architecture and culture.

Strategy B: Continue the city’s commitment to existing historic districts and landmarks and increase public awareness of the benefits of historic preservation through education and outreach.

Strategy E: Support the stewardship and reuse of existing buildings, including city properties.

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

Strategy A: Grow and support neighborhood-serving businesses.

Goal 9: Ensure all neighborhoods are safe.

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

Economically Diverse and Vibrant

Goal 3: Sustain and grow Denver’s local neighborhood businesses.

Strategy A: Promote small, locally-owned businesses and restaurants that reflect the unique character of Denver.

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

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

Goal 7: Accelerate Denver’s economic vitality through arts, culture and creativity.

Strategy C: Grow public-private partnerships and create tools to support creative businesses and job creation.

Environmentally Resilient

Goal 7: Improve solid waste diversion and conserve raw materials.

Strategy C: Prioritize the reuse of existing buildings and explore incentives to salvage or reuse materials from demolished structures.

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

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

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

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

Blueprint Denver

Blueprint Denver is the City's integrated land use and transportation plan. Blueprint Denver aims to achieve an equitable integration of land use and transportation throughout the City by realizing the plan's vision for a city of complete neighborhoods and transportation networks, an evolving city, and an equitable city. The Urban Redevelopment Plan will support Blueprint Denver's vision for the Urban Redevelopment Area.

Complete Neighborhoods and Transportation Networks

Blueprint Denver establishes the framework to plan and implement complete neighborhoods and transportation networks throughout the City. Blueprint Denver organizes the City by neighborhood contexts which set area-based guidelines for character-compatible development. Blueprint Denver identifies that the Urban Redevelopment Area lies within the “General Urban” neighborhood context as displayed on the Neighborhood Contexts map within the adopted document (pgs. 138-139). A General Urban neighborhood context recommends a mix of uses with good street activation that are well served by transit and development that is sensitive to the existing neighborhood character. The General Urban neighborhood context provides access to abundant amenities and entertainment options. Neighborhood contexts are made up of future places and street types. Future place types describe Blueprint Denver’s vision for the various scales and types of development that are appropriate for each neighborhood context. Blueprint Denver foresees the Urban Redevelopment Area evolving into a “Community Corridor” place as displayed on the Future Places map within the adopted document (pgs. 142-143). A Community Corridor place within a General Urban neighborhood context offers a mix of office, commercial and residential uses with a wide customer draw both of local residents from surrounding neighborhoods and other parts of the City. Colfax Avenue, the arterial street that runs along the southern boundary of the Urban Redevelopment Area, is envisioned as a “Main Street Arterial” street type as displayed on the Street Types map within the adopted document (pgs. 156-157). Main Streets are

characterized by a mix of uses, pedestrian-oriented buildings and highly activated street level uses. The Urban Redevelopment Plan will support the complete neighborhood and transportation network vision for the Urban Redevelopment Area as depicted in Blueprint Denver by supporting the redevelopment of historic property consistent with the neighborhood context and future place plan for the area and the creation of active pedestrian-oriented uses on the street level positioned towards Colfax Avenue.

Evolving City

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

Equitable City

Blueprint Denver incorporates equity in the planning process by measuring three key indicators across the city: Access to Opportunity, Vulnerability to Displacement, and Housing and Jobs Diversity. Access to Opportunity reflects a neighborhood's access to basic services and amenities. Vulnerability to Displacement measures a neighborhood's potential for involuntary displacement

due to increased property value and rents, that is traditionally preceded by new investment in the area. Housing and Job Diversity assesses a neighborhood's supply of quality employment options and housing choices. Existing analysis from Blueprint Denver indicated that the Urban Redevelopment Area lies within an area that has high Access to Opportunity, moderate Vulnerability to Displacement, low Job Diversity and moderate Housing Diversity. However, to create common geography for measurement, Blueprint Denver normalizes the data used to measure these equity concepts to a grid of cells approximately 50 acres in area across the City. Blueprint Denver's macro-level data analysis methodology makes evaluating equity concepts for a small area difficult. Further analysis was completed that measured the equity concepts for the census block groups the Urban Redevelopment Area is situated within and borders. The analysis of equity concepts from the census block group geographical level was consistent with the existing analysis from Blueprint Denver, demonstrating that the Urban Redevelopment Area lies within an area that has high Access to Opportunity, moderate Vulnerability to Displacement, low Job Diversity and moderate Housing Diversity. The Urban Redevelopment Plan will address the Urban Redevelopment Area's equitable outcomes by fostering the creation of new amenities, employment opportunities and affordable space to be utilized by local businesses, non-profits, artists or other community-serving uses.

Blueprint Denver Recommendations

Blueprint Denver provides policy recommendations and strategies to create complete neighborhoods and networks, guide future growth and promote

equitable development. The Urban Redevelopment Plan will further several of these recommendations including:

Land Use and Built Form – General

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

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

Strategy E: In historic areas, balance efficiency with preservation through strategies that encourage the reuse of structures.

Land Use and Built Form – Economics

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

Policy 04: Promote creative industries, maker spaces, artists and small businesses as vital components of Denver’s innovation economy.

Strategy C: Develop programs and identify potential incentives to maintain existing spaces, reduce rent costs and other business costs and help create new spaces for hand crafted manufacturing, maker spaces, artists and other small, locally-owned businesses, especially in areas that score high for Vulnerability to Displacement

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

Strategy A: Support locally-owned businesses – new and old – to expand and evolve to meet the changing needs of residents and visitors. Support could include assisting businesses, especially in the most underserved or distressed neighborhoods, with regulatory processes, education, training, helping with marketing or increasing access to capital.

Land Use and Built Form – Design Quality & Preservation

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

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

Policy 06: Incentivize the preservation of structures and features that contribute to the established character of an area, even if they are not designated as landmarks or historic districts.

The East Central Area Plan

The Urban Redevelopment Area is located in the City Park neighborhood, one of the six neighborhoods included in the East Central Area Plan boundary along with the Capitol Hill, Cheesman Park, City Park West, Congress Park and North Capitol Hill neighborhoods. The East Central Area Plan was adopted in 2020 with the purpose of refining the citywide guidance included in the

Comprehensive Plan and Blueprint Denver for the smaller six-neighborhood area. The East Central Area Plan outlines detailed long-term visions for economic activity, land use, urban design, housing, mobility and parks within the six-neighborhood area. The Urban Redevelopment Plan will help realize the East Central Area Plan's land use & built form vision which emphasizes the importance of creating pedestrian-oriented development, preserving historic character and cultivating a "bustling main street feel with eclectic, engaging buildings" along Colfax Avenue (pg. 22). The East Central Area Plan incorporates equity considerations throughout the various visions, strategies, and recommendations for the six-neighborhood area. The Urban Redevelopment Plan aims to improve the equitable outcomes of the East Central Area by supporting development that will create new employment opportunities along Colfax Avenue and feature affordable space designated for use by local businesses, non-profits, artists or other community-serving uses. The East Central Area Plan also establishes a specific vision for Colfax Avenue, and the property along the corridor, due to its unique character, thriving commercial activity and main street function across all six neighborhoods. The East Central Area Plan emphasizes the importance of preserving the historic character of Colfax Avenue, encouraging quality design for new development and cultivating an active pedestrian environment along the corridor (pg. 256). The Urban Redevelopment Plan will help achieve the vision for Colfax Avenue by assisting the revitalization and reuse of the historic All Inn Motel which will add ground-floor commercial opportunities and enhance the pedestrian experience along Colfax Avenue.

The East Central Area Plan details numerous policy recommendations to help achieve its visions. The Urban Redevelopment Plan will further several of the policies including:

- Encourage high-quality design and character preservation in Centers and Corridors. (pg. 44).
- Broaden the range of financial incentives for small independent businesses and landlords to strengthen the area's tenant mix and help prevent displacement. (pg. 59)
- Encourage new development to provide community benefits adjacent to transit stations. Create a program that links potential increases in building heights or flexibility in zoning in specified areas in exchange for public benefits. (pg.258)
- Discourage low utilization of land and auto-oriented uses along Colfax. (pg.261)
- Provide additional support to community-serving retail businesses and improve the development environment along Colfax. (pg. 262)

E. Public Hearing

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

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

F. Other Findings

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

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

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

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

5. A feasible method exists for the relocation of individuals and families who will be displaced by the Project undertaken in the Urban Redevelopment Area pursuant to this Urban Redevelopment Plan in decent, safe, and sanitary dwelling accommodations within their means and without undue hardship to such individuals and families.

6. No business concerns will be displaced by the Project undertaken in the Urban Redevelopment Area pursuant to this Urban Redevelopment Plan.

7. The 3015 East Colfax Intergovernmental Agreement between the Authority and DPS and a letter agreement between the Authority and the UDFCD have been entered into in satisfaction of the requirements of C.R.S Section 31-25-107(9.5) and the Act.

III. DESCRIPTION OF THE 3015 EAST COLFAX URBAN REDEVELOPMENT AREA GOALS AND OBJECTIVES

A. Boundaries of the Urban Redevelopment Area

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

B. Urban Redevelopment Plan Objectives

The general objectives of this Urban Redevelopment Plan are to reduce or eliminate blighted conditions and to stimulate the continued growth and development of the Urban

Redevelopment Area. In particular, this Urban Redevelopment Plan is intended to promote the following (or any combination of the following) local objectives respecting appropriate land uses provided that the delineation of such objectives shall not be construed to require that the Project or any other particular project shall necessarily promote all such objectives:

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

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

3. To encourage the reuse of existing buildings where appropriate, including historic preservation and adaptive reuse.

4. To protect and enhance the character of structures designated for historic preservation.

5. To promote a diverse, sustainable neighborhood economy, including mixed use and commercial development opportunities within the Urban Redevelopment Area.

6. To assist the City in cultivating complete and inclusive neighborhoods.

7. To encourage land use patterns within the Urban Redevelopment Area and its environs where pedestrians are safe and welcome.

8. To improve the economy of the City by stabilizing and upgrading property values.

9. To achieve goals as outlined in adopted City Plans.

IV. **PROJECT ACTIVITIES**

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

A. Public Participation

The Authority is committed to the process of public participation in pursuit of the objectives of this Urban Redevelopment Plan through discussion with the appropriate registered neighborhood organizations and other organizations and have invited public comment on the Project at public meetings with members of appropriate registered neighborhood organizations in attendance. Pursuant to policies adopted by the Authority and to the extent provided in Colorado Open Records Act, Section 24-72-201, et seq., C.R.S., as the same may be amended from time to time, the Project's plans and proposals will be made available to the public.

B. Redevelopment Agreement

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

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

C. Public and Other Improvements and Facilities

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

D. Redevelopment and Rehabilitation Actions

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

eliminate obsolete or other uses detrimental to the public welfare, or otherwise remove or prevent the spread of blight or deterioration.

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

V. PROJECT FINANCING

A. Financing Methods

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

B. Cooperation Agreements between the City and the Authority

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

C. Tax Increment Financing

This Urban Redevelopment Plan contemplates that the primary method of financing the Project and other activities, by the authority, shall be the use of Property Tax Increment financing and/or Sales Tax Increment financing, or any combination thereof, under the tax increment financing provisions of Section 31-25-107(9), C.R.S., as amended from time to time, which is by this reference incorporated herein as if set forth in its entirety, subject to City Council approval as set forth herein. In accordance with the Act, the Authority notified DPS and UDFCD, the governing bodies of each other public body whose Property Tax Revenues would be allocated under this Urban Redevelopment Plan, and negotiated agreements governing the types and limits of tax revenues of each taxing entity to be allocated under the Urban Redevelopment Plan. The Authority and DPS have agreed upon that certain 3015 East Colfax Intergovernmental Agreement and the Authority and UDFCD have agreed upon a letter agreement. Each agreement addresses, without limitation, estimated impacts of the Urban Redevelopment Plan on district services associated solely with the Urban Redevelopment Plan. The allocated shared tax revenues governed by each agreement are limited to all or any portion of the taxes levied upon taxable property by the public body within the area covered by the Urban Redevelopment Plan. If there is any conflict between the Act, a Cooperation Agreement, a district agreement and this Urban Redevelopment Plan, the provisions of the Act shall control.

For the Property Tax Increment Area and/or Sales Tax Increment Area, all Property Taxes levied after the effective date of the approval of the Property Tax Increment Area upon the taxable property in the Property Tax Increment Area each year and all Sales Tax Revenue collected within the Sales Tax Increment Area by or for the benefit of the City, shall be divided as follows:

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

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

2. Except as the Authority may legally provide otherwise under the Act, that portion of the Property Tax Revenues in excess of the amounts described in paragraph C(1)(a) above, and/or all of any portion of Sales Tax Revenues in excess of those described in paragraph C(1)(b) above, shall be allocated to, and when collected, paid into a special fund of the Authority, and may be irrevocably pledged by the Authority for the payment of the principal of, premium, if any, and interest on any bonds of, loans or advances to, or indebtedness (whether funded, refunded, assumed, or otherwise) incurred by the Authority to finance or refinance, in whole or in part, the Project. Unless and until the Property Tax Revenue in the Property Tax

Increment Area exceeds the amount as provided in paragraph C(1)(a), above, all of the Property Tax Revenues for the Property Tax Increment Area shall be paid into the funds of the respective public bodies. Unless and until the total Sales Tax Revenues in the Sales Tax Increment Area exceed the Sales Tax Base Amount in such Sales Tax increment Area, as provided in paragraph C(1)(b), above, all such Sales Tax Revenue shall be paid into the funds of the City.

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

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

5. The Authority and the City may, by Cooperation Agreement or other agreement, provide for the method by which Property Tax Increment and Sales Tax Increment shall be allocated and paid to the Authority pursuant to the provisions of this Urban Redevelopment Plan and the Act. Such agreements, and similar agreements between the Authority and other public bodies, may provide for additional assistance by the City and

cooperation between the Authority and the City in support of the Project as may be more fully set forth in the provisions of such Cooperation Agreement or other agreement.

VI. LAND USE PLAN

A. Land Use Designation

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

B. Land Use Objectives

Land use objectives of this Urban Redevelopment Plan are to encourage the rehabilitation of a historic structure in order to reactivate an underutilized site and create a high-quality, pedestrian-friendly environment commensurate with high-quality urban design.

VII. DESIGN REVIEW

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

VIII. PROJECT ART

The Authority requires that project art be installed in accordance with the Authority's Project Art Program. This program provides for at least 1% of the gross bond proceeds issued by the Authority in connection with the Project or 1% of the Projects' maximum reimbursable expenses as of the effective date of any Redevelopment Agreement to be utilized for project art in a location accessible to the general public.

IX. FIRST SOURCE HIRING PROGRAM

With respect to any Redevelopment Agreement and for any other agreement the Authority implements in connection with the Project, the Authority and the owners, developers or redevelopers, as applicable, shall carry out the First Source Hiring Program designed to provide employment opportunities to City residents, and which includes, among other things, recruitment, training, and similar activities, for permanent employees of the owners and tenants at the Project.

X. AUTHORITY PREVAILING WAGE POLICY

The Authority has adopted a Prevailing Wage Policy which is applicable in certain circumstances. In the event any improvements funded in whole or in part with tax increment financing provided by the Authority are deemed to be “City Projects” pursuant to the Authority’s Prevailing Wage Policy, the Authority will require any owner, developer or redeveloper constructing the “City Projects” to comply with the City’s prevailing wage requirements for the construction of such “City Projects.”

XI. SMALL BUSINESS ENTERPRISE UTILIZATION PROGRAM

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

XII. CONSTRUCTION EMPLOYMENT OPPORTUNITIES

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

XIII. MINOR VARIATIONS

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

XIV. MODIFICATIONS TO THE APPROVED URBAN REDEVELOPMENT PLAN

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

XV. SEVERABILITY

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

possible and still be legal, valid, and enforceable, and this Urban Redevelopment Plan shall be deemed reformed accordingly.

EXHIBIT A

**LEGAL DESCRIPTION OF 3015 EAST COLFAX
URBAN REDEVELOPMENT AREA AND PROPERTY TAX INCREMENT AREA AND
SALES TAX INCREMENT AREA**

LOTS 18 THROUGH 29, INCLUSIVE, BLOCK 15, COLFAX AVENUE PARK SUBDIVISION, TOGETHER WITH THAT PORTION OF THE VACATED ALLEY WHICH LIES ADJACENT TO AND BETWEEN LOTS 20 AND 27, BOTH INCLUSIVE, IN BLOCK 15, COLFAX AVENUE PARK SUBDIVISION, INCLUDING THE 16' PUBLIC ALLEY LYING WITHIN LOT 19, BLOCK 15, COLFAX AVENUE PARK SUBDIVISION AND INCLUDING THE 16' PUBLIC ALLEY ADJACENT TO LOTS 18, 19, 28 AND 29, SAID BLOCK 15, INCLUDING A PARCEL OF LAND CONVEYED TO THE CITY AND COUNTY OF DENVER RECORDED AT RECEPTION NUMBER 2020204231, LOCATED WITHIN THE SOUTHWEST QUARTER OF SECTION 36, TOWNSHIP 3 SOUTH, RANGE 68 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER STATE OF COLORADO

EXHIBIT B

MAP OF 3015 EAST COLFAX URBAN REDEVELOPMENT AREA AND PROPERTY TAX INCREMENT AREA AND SALES TAX INCREMENT AREA

