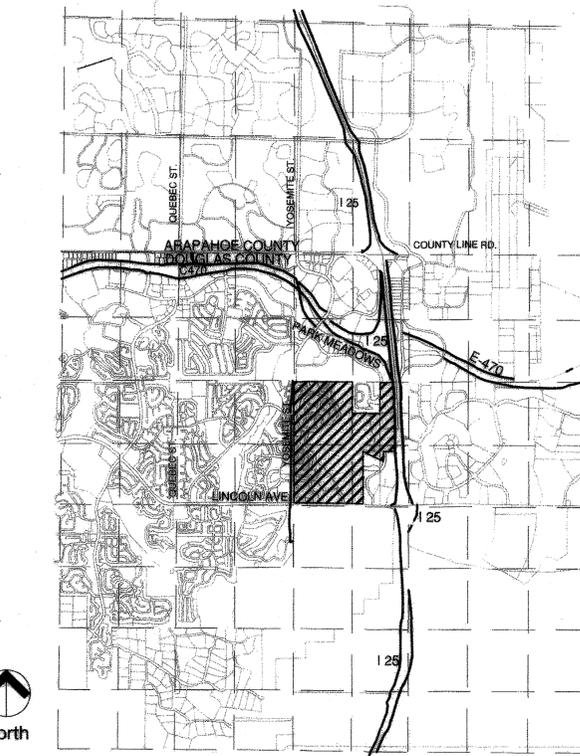
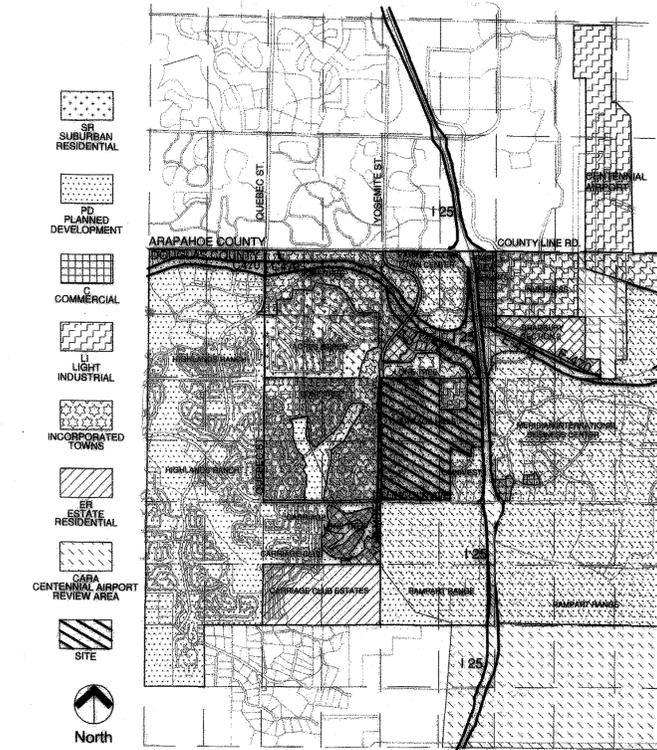


HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
 A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH,
 RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO
 TOTAL ACRES 419.8 FILE NO. ZR2017-016



VICINITY MAP
NOT TO SCALE



SUBDIVISION MAP
NOT TO SCALE

HERITAGE HILLS PLANNED DEVELOPMENT

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- SHEET 7 Typical Representations
- SHEET 8 PD Development Plan

OWNER / APPLICANT
 Denver United Land, LLC
 c/o Mellon Corporation
 Attn: Rob Hess
 830 Post Road East #105
 Westport, CT 06980

PLANNER / APPLICANT'S REP.
 1101 Bannock Street
 Denver, Colorado 80204
 P 303.892.1166
 www.norris-design.com

NORRIS DESIGN
 Planning | Landscape Architecture | Branding

DATE: 08-14-2017
CASE: ZR2017-016
SHEET 1 OF 8

GENERAL PROVISIONS

Authority
This Development Plan is authorized by Section 15 - Planned Development District of the Douglas County Zoning Resolution adopted pursuant to the Colorado Planned Unit Development Act of 1972.

Applicability
The provisions of this Development Plan shall run with the land. The landowners, developers their successors, heirs, and assigns, herein referred to as the "Developer", shall be bound by this Development Plan, as amended and approved by the Community Development Director or Board of County Commissioners.

Adoption
The adoption of this Development Plan shall evidence the findings and decision of the Douglas County Board of Commissioners that this Development Plan for Heritage Hills is in general conformity with the Douglas County Comprehensive Master Plan;

Relationship to County Regulations
The provisions of this Development Plan shall prevail and govern the development of Heritage Hills provided, however, that where the provisions of this Development Plan or Framework Plan do not address a particular subject, the relevant provisions of the Douglas County Zoning Resolution, as amended, or any other applicable resolutions or regulations of Douglas County, shall be applicable.

Enforcement
To further the mutual interests of the residents, occupants, and owners of the Planned Development and of the public in the preservation of the integrity of the Plan for Heritage Hills, the provisions of this Plan relating to the use of land and the location of common open space shall run in favor of Douglas County and shall be enforceable at law or in equity by the County without limitation on any power or regulation otherwise granted by law.

Conflict
Where there is more than one provision within the Development Plan that covers the same subject matter, the provision which is most restrictive or imposes higher standards or requirements shall govern unless determined otherwise by the Director of Community Development.

Maximum Level of Development
The total number of dwelling units or the total commercial, business, or industrial intensity approved for development within the Planning Areas is the maximum development requested for platting or construction (plus approved density transfers, if any). The actual number of dwelling units or level of development for commercial, business, or industrial properties may be less due to subdivision or SIP requirements or other requirements of the Board of County Commissioners.

Project Tracking
At the time of subdividing final plat, the applicant shall provide a summary of the development to date, along with the final plat submittal to the Planning Division, in order to assure maximum development limits are not exceeded.

STATEMENT OF COMMITMENTS

Following approval of the Development Plan, and as the approved zoning shall remain in effect, the following commitments applicable to the Heritage Hills parcel shall be binding upon the Developer, including any special districts in which said Developer may participate.

PA 20 is exempt from the Statement of Commitments of the Heritage Hills PD and will be governed by the Statement of Commitments of the Omni Park Planned Development, as amended.

- 1. Off-Site Development
The Developer of the Heritage Hills parcel agree to include said development within special districts on a fair-share basis as requested by Douglas County for the purpose of constructing necessary off-site improvements such as traffic signals and roadway improvements in Lincoln, Yosemite, and Park Meadows Drive as shown conceptually on the Development Plan and shall be completed with approval from Douglas County.
2. Schools
The Developer of the Heritage Hills parcel shall dedicate to Douglas County in fee simple absolute with marketable title, at no cost to Douglas County, at time of platting or site improvement plan approval of any parcels adjacent to PA 13-14, a 10.00 acre parcel along Willow Creek, as shown on the Development Plan, for an elementary school complex.
3. The Developer of the Heritage Hills parcel shall construct the required roads in accordance with roadway cross-sections approved by Douglas County and utilities for the school site at such time that the Douglas County School District and the Douglas County Board of Commissioners determine that the elementary school is required to serve Heritage Hills students.
4. Recreation, Parks and Public Space
Within 30 days of Board of County Commissioner's approval of the Heritage Hills P. D., the Developer of the Heritage Hills parcel, shall petition the South Suburban Parks and Recreation District for inclusion of Heritage Hills into their district.
Heritage Hills parcel shall dedicate to Douglas County in fee simple absolute with marketable title at no cost to Douglas County and cause the construction of the public park in PA 13-14 (See sheet within three years of issuance of the building permit for the 450th residence within Heritage Hills, excluding permits in Planning Areas 9, 10, and 12.

HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO
TOTAL ACRES 419.8 FILE NO. ZR2017-016

- a. The Developer of the Heritage Hills parcel shall complete construction of the private recreation facilities in PA 15 and 16 (as specified in Exhibits A-1, A-3, and A-4) within two years of issuance of the 150th building permit within Heritage Hills for PA 15 and the 450th building permit for PA 16, excluding permits in Planning Areas 9, 10, and 12.
b. The Developer of the Heritage Hills parcel shall complete construction of the detached 8' walk adjacent to minor collectors in conjunction with construction of said minor collectors.
c. The Developer of PAs 9, 10, and 12 shall cause the construction and maintenance of public and quasi-public spaces consistent with the requirements of the Framework Plan for Landscaping, Parks, and Open Space.
5. Public Roadways
The Developer of the Heritage Hills parcel shall dedicate in fee simple absolute with marketable title at no cost to Douglas County, all public road rights-of-way shown on the PD Plan serving PA 7 through PA 14 within the property (except those noted on the Development Plan as private roads), in compliance with roads approved by Douglas County as documented in the report prepared by Felsburg, Holt, and Ullevig (dated 6-15-94) under separate cover, at no cost to Douglas County.
6. Regional Transportation District
Within 90 days of approval of this rezoning by Douglas County, the Developer of the Heritage Hills parcel shall petition the Regional Transportation District (RTD) to have this property included in their district in accordance with the current procedures.
The Developer of the Heritage Hills parcel, shall cooperate with the RTD regarding the placement of a street-side bus stop along Lincoln Avenue between Yosemite and Interstate 25 (I-25).
The Developer of the Heritage Hills parcel shall install landscaping along the I-25 and light rail boundaries in a manner consistent with the installed landscaping along Meridian's I-25 frontage and that installed in the northwest quadrant of the I-25/ Lincoln interchange and consistent with the RTD Light Rail Train planning efforts, with respect to the Southeast Corridor multi-modal plans.
Upon request by RTD (who shall demonstrate need for a transit corridor through PA 9) and following approval of such request by Douglas County, the Developer of the Heritage Hills parcel shall dedicate in fee simple absolute at no cost to Douglas County, a 25' wide parcel along the eastern edge of PA 9, adjacent to I-25, for a RTD rapid transit corridor.
7. Subdivision Improvement Agreement
Prior to approval of all final Plats and SIPs within the Heritage Hills property, a Subdivision Improvement Agreement or Site Improvement Plan Agreement, including an Engineer's Cost Estimate (at no cost to Douglas County) for public improvements, shall be approved by the County Administrator of Douglas County.
8. Easements
The Developer of the Heritage Hills parcel agree to maintain all easements adjacent to dedicated rights-of-way.
9. Landscaping
The Developer of the Heritage Hills parcel shall provide medium, right-of-way landscaping, and cause its maintenance at no cost to Douglas County, along the future north-south collector in order to create a well-landscaped road corridor.
10. Parks
As part of the development of this property, the Developer, has made or has committed to make certain improvements which will benefit the public.
a. Dedication of 10.0 acres of school land for public use.
b. Dedication of 9.0 acres of active park land for public use.
c. Dedication of an additional 42.0 acres of open space to be credited on a percentage basis, and funding for selected improvements, as noted on Exhibits A-1, A-2, and A-3 and A-4 attached hereto and incorporated herein.
d. Dedication of a RTD rapid transit corridor in PA 9.
e. Commitment to participate in off-site improvements for roads and traffic signals, as required.

- 11. Water and Sanitation
Existing commitments for water and sewer service will accommodate 600,000 square feet of office, 94,000 square feet of retail and 1,100 multi-family residential units for Planning Areas 9,10 and 12.
12. Onsite Development
a. Onsite roadway improvements shall be constructed as requested by Douglas County through approval of each SIP or plat affecting PAs 9, 10 and 12 of the Heritage Hills Development Plan.
b. Future development must demonstrate the site generated traffic levels do not exceed 1,310 PM peak-hour trips (trip generation budget), identified in the Felsburg, Holt & Ullevig ("FHU") traffic analysis dated January 11, 2005, File No. ZR04-018, Heritage Hills 5th Amendment.
c. Traffic signal interconnect (fiber optic conduit and cable, per Douglas County's specifications) shall be installed, at the expense of the Developer, along the Park Meadows Drive frontage of PAs 9, 10 and 12.
d. The Developer will cause the installation of all required traffic signals within the Heritage Hills PD Boundary, defined on Sheet 6 of 8 as warrants require.
13. The applicable requirements of South Metro Fire District shall be met at the time of SIP approval, including appropriate fire hydrant spacing.
14. Attainable Housing
A. The Developer shall provide for Attainable Housing through the payment of cash-in-lieu of Attainable Housing Units.
i. cash-in-lieu shall apply to only those residential units in excess of the first 800 units platted or created in PAs 9,10, and 12 (i.e., the additional 1200 units included in the Heritage Hills Planned Development, Amendment No. 5);
ii. the cash-in-lieu shall be paid at the rate of One Thousand Fifty Dollars (\$1,050) per platted or created "for-sale" residential unit in excess of the first 800 units in PAs 9, 10, and 12;
iii. cash-in-lieu shall be paid prior to issuance of a building permit for each "for-sale" residential unit in excess of the first 800 units in PAs 9, 10, and 12;
iv. in the event any residential units built initially as rental units are converted to "for-sale" units at a later date, the cash-in-lieu specified in A(ii), above, shall be paid for each unit that is converted from rental to "for-sale" status;
v. payments shall be made to the Douglas County Housing Partnership (DCHP), which shall use the funds in support of the creation and retention of Attainable Housing in Douglas County;
B. Right of First Refusal for the Douglas County Housing Partnership
The Developer shall provide the DCHP a right of first refusal to purchase, at market rates, up to fifteen percent (15%) of the for sale residential units in excess of the first 800 units platted or created in PAs 9, 10, and 12.
i. The Developer shall notify in writing the DCHP of its intent to sell residential units not less than 30 days prior to marketing the units, with a copy to the Douglas County Department of Community Development;
ii. The DCHP shall notify the Developer in writing within 21 days following receipt of the notice of intent to sell that it exercises the right of first refusal for any specific unit(s) not to exceed fifteen percent (15%) of the units within the project then being developed;
iii. DCHP shall have the right to designate in writing to Developer the qualified buyer(s) who shall become the purchaser(s) of the for sale unit(s) as to which DCHP has exercised the right of first refusal

- iv. The Developer and DCHP, or one of its qualified buyers, shall enter into the standard real estate sales contract used by the Developer, subject to reasonable changes acceptable to both parties, for any specified unit within 30 days following Developer's receipt of a notice of intent to exercise the right of first refusal.
v. At the request of Developer DCHP will not exercise, from time to time, a recordable acknowledgement of the waiver or non-provide of the right of first refusal as to all units as to which DCHP did not exercise the right of first refusal pursuant to this Paragraph B.

CERTIFICATIONS

COUNTY CERTIFICATION

Administrative amendment of the Heritage Hills Development Plan amending Planning Area 20 as depicted hereon pursuant to Section 9.N.2.iv Permanent Building Freestanding (monument) Signs, and Section 9.N.2.vi Sign Setback Requirements.

Approved this 3rd day of November, 2017, by the Director of Community Development. This Amendment No. 9 affects only Planning Area 20 as described in file no. ZR2017-016.

Director of Community Development

CLERK AND RECORDER CERTIFICATION

State of Colorado)
)ss.
County of Douglas)

I hereby certify that this Plan was filed in my office on the 7th of Nov, 2017, A.D. at 3:39 pm o'clock a.m./p.m. and was recorded per Reception No. 201707690.

Douglas County Clerk and Recorder



OWNER / APPLICANT
Denver United Land, LLC
Attn: Rob Hess
830 Post Road East #105
Westport, CT 06980

DATE: 08-14-2017
CASE: ZR2017-016
SHEET 2 OF 8

HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
 A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH,
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 TOTAL ACRES 419.8 FILE NO. ZR2017-016

DEVELOPMENT STANDARDS

SECTION 1: PLANNING AREAS 1, 2, 3, 4, 5 AND 6

- A. Intent**
 Areas for medium density residential development
- B. Principal Uses**
1. Residence (1 single family per lot, excluding mobile homes)
 2. Residence (temporary)
 3. Construction office (temporary)
 4. Sales Office (temporary)
 5. Park/playground
 6. Open space/trails
 7. Utility service facility
 8. Animals
 9. Home occupation - Class 1
- C. Uses Permitted by Special Review**
1. No uses shall be permitted by special review.
- D. Accessory Uses/Structures**
1. Such uses, as defined in the Suburban Residential Section of Douglas County Zoning Resolution, as amended, shall be permitted.
- E. Standards for Principal and Accessory Uses**
1. Maximum Gross Density Per Parcel
 - a. For Planning Areas 1, 2, 3 and 4 = 3.4 DU/AC, in accordance with the notes on the Development Plan.
 - b. For Planning Areas 5 and 6 = 2.9 DU/AC, in accordance with the notes on the Development Plan.
 2. Setback and Height Restrictions
 - a. For principal buildings
 - Minimum local street setback = 18'
 - Minimum side setback = 5' (or width of granted utility easement, whichever is greater);
 - Minimum rear setback = 15'
 - Minimum setback to Heritage Hills boundary = 30'
 - Minimum setback to minor or major collector R. O. W. = 30'
 - Minimum setback to Commercial, Office or Light Industrial property line = 30'
 - Where a garage door directly faces and is accessed by a public street, a minimum setback of 20 feet shall be required from the garage to the edge of sidewalk nearest the garage or, where sidewalks are not required, from the garage to back of curb, to allow sufficient room for parking.
 - b. Maximum building height = 35' for principal building, as measured per Douglas County Standards.
 3. Minimum Lot Size = 7000 S. F.

- b. For principal and accessory buildings, single family
 - Minimum local street setback = 18' *
 - Minimum side setback = 5' (or width of granted utility easement, whichever is greater)
 - Minimum rear setback = 15'
 - Minimum setback to Heritage Hills boundary = 30'
 - Minimum setback to minor or major collector R. O. W. = 30'
 - Minimum setback to minor or major collector R. O. W. = 30'
 - Minimum lot size = 7,000 S. F.

* Where a garage door directly faces and is accessed by a public street, a minimum setback of 20 feet shall be required from the garage to the edge of sidewalk nearest the garage or, where sidewalks are not required, from the garage to back of curb, to allow sufficient room for parking.
- c. For principal and accessory buildings, patio homes
 - Minimum local street setback = 12'
 - Minimum side setback = 0' (provided 10' minimum building separation is maintained)
 - Minimum rear setback = 15'
 - Minimum setback to Heritage Hills boundary = 25'
 - Minimum setback to minor or major collector R. O. W. = 25'
 - Minimum setback to non-residential property line = 20'
 - Minimum lot size = 4,500 S. F.

* Where a garage door directly faces and is accessed by a public street, a minimum setback of 20 feet shall be required from the garage to the edge of sidewalk nearest the garage or, where sidewalks are not required, from the garage to back of curb, to allow sufficient room for parking.
- d. For multi-family parking lots
 - Minimum front setback = 20'
 - Minimum side setback = 15' (or width of granted utility easement, whichever is greater)
 - Minimum rear setback = 15' (or width of granted utility easement, whichever is greater)
 - Minimum setback to single family detached lot = 30'
 - Minimum setback to Heritage Hills boundary = 30'
- e. Maximum building height = 42' for principal multiple family building, 35' for patio home, 25' for accessory multiple family building, 35' single family building, all as measured in accordance with Douglas County Standards.

- F. Fencing**
1. Refer to the conditions stated in the MF - Multi Family Section of the Douglas County Zoning Resolution, as amended.

SECTION 3: PLANNING AREA 8

- A. Intent**
 Areas for distinctive community scale, business, service and retail commercial, office and related uses with emphasis on quality architectural design.
- The site plan for PA-8 is intended to provide a transition between the Retail uses in PA-11 and the Residential uses planned for PA-4. Buildings shall be designed and sited to avoid a one-sided strip commercial appearance and respond to off-site scenic view corridors and opportunities. Exterior building materials shall be compatible with the character of existing and planned structures in PA-11 and adjacent residential areas. Careful attention shall be given to the form, scale and exterior colors of the architecture in PA-8 to assure buildings reinforce the character of the Heritage Hills community, while avoiding the Big Box retail and corporate vernacular appearance.
- Special care shall be taken to ensure that loading and service areas are designed as integral parts of structures. Parking lots, loading and service areas to be screened by either berming brick walls or landscaping.
- To reinforce the Gateway concept being implemented along Lincoln Avenue, the site improvement plan for PA-8 will include an inviting streetscape with landscape medians, entry monumentation and pedestrian walkways linking the parking areas to the public open spaces
- Vehicular access will be internalized from Heritage Hills Circle to reduce traffic conflicts along Lincoln Avenue and provide a unified streetscape opportunity.

- B. Principal Uses**
1. Antique Shop
 2. Art Gallery and Framing Shop
 3. Artist supply store
 4. Bakery (retail)
 5. Bank, with screened drive-in facilities
 6. Bar/lounge
 7. Barber shop
 8. Beauty shop
 9. Book store (not freestanding)
 10. Cell sites (stealth design integrated with architecture)
 11. Church/church school
 12. Clothing store (not freestanding)
 13. Construction office (temporary)
 14. Craft/hobby store (not freestanding)
 15. Cultural facility
 16. Day care center (outdoor play area shall be enclosed by 6' fence)
 17. Drug store (not freestanding)
 18. Desk Top Publishing
 19. Dry-cleaning
 20. Equipment rental, in-door only
 21. Flower/plant shop
 22. Gift shop
 23. Health Care Professionals
 24. Jewelry store

25. Laundry (not freestanding)
26. Library
27. Liquor store (not freestanding)
28. Music store
29. Nursing or convalescent home or other extended care facilities
30. Office, professional
31. Office showroom (not freestanding)
32. Office supply store (not freestanding)
33. Office (temporary)
34. Parking lot, public or private
35. Photographic studio, equipment or supply store
36. Printing/copy service (retail, not freestanding)
37. Public and private recreational areas, indoor
38. Restaurant/fast-food establishment, without playgrounds and/or drive-up window facilities (sit-downs only)
39. Retirement home
40. Satellite Dish when ancillary to principal use
41. School (private)
42. Seasonal use
43. Sheriff substation
44. Shoe store (not free standing)
45. Tailor Shop
46. Travel agency
47. Utility service facility
48. Upholstery supply/repair store (not freestanding)
49. Veterinary clinic/hospital (small animals only, shall be included in an enclosed building which is part of the principal structure)

- C. Uses Permitted by Special Review**
1. Public and private recreational uses (out-door)
- D. Accessory Uses/Structures**
1. Such uses, as defined in the Commercial Section of the Douglas County Zoning Resolution, as amended, shall be permitted.
- E. Standards for Principal and Accessory Uses**
1. Setback and Height Restrictions
 - a. For principal and accessory buildings
 - Minimum local Street setback = 25'
 - Minimum side setback = 10' (or width of granted utility easement, whichever is greater)*
 - Minimum setback to minor collector R. O. W. = 25'
 - Minimum setback to County arterial R. O. W. = 50'
 - * No side setbacks required where building traverses interior lot line or where lot line coincides with common wall between two adjoining buildings.
 - b. For parking lots
 - Minimum local/collector street setback = 25'
 - Minimum side setback = 10' (or width of granted utility easement, whichever is greater)
 - Minimum rear setback = 10' (or width of granted utility easement, whichever is greater)*
 - Minimum setback to County arterial R. O. W. = 30'
 - * No side setbacks required where parking lot traverses interior lot line.
 - c. Maximum building height - 45' at building setback, stepped back at 1:1 slope to maximum 60' (PA 8). All building heights shall comply with requirements of Section 19 (Centennial Airport Review Area) of the Douglas County Zoning resolution, as amended.

- F. Gross Open Space**
- Minimum per parcel = 35% (PA 8). Open Space shall be defined as public or private land and aquatic areas which are acquired, regulated or managed to protect the natural environment and significant cultural resources; provide recreational and agricultural opportunities; shape the pattern of urban development, or any combination thereof, including all Gross Land Area not covered by building, public streets, private drives or parking lots. Open Space shall include, but not be limited to, Gross Land Area in use for pedestrian ways; courtyards, when not enclosed on more than two sides by buildings; landscaped areas, whether public or private; pedestrian malls; and parks. Additionally, Open Space shall include plazas and landscaped areas located on top of any buildings or any parking structure as long as such courtyards, plazas and landscaped areas are within two (2) stories of grade. Within PA 8, a minimum of 75% of the required open space will be landscaped.

SECTION 4: PLANNING AREAS 9, 10 AND 12- TRANSIT VILLAGE

- A. Purpose and Intent**
 The intent of the Transit Village (Village) is to create a mixed-use urban community centered around the planned RTD Light Rail Station. Land uses will include commercial, retail, office, and residential. The Village shall not develop with any single use above but as a true mixed-use community. Residential product types will offer a mix of styles and sizes. Pedestrian connectivity between individual development sites within the Village and adjacent uses and nearby activity centers shall be encouraged.
- B. Principal Uses**
1. Antique Shop
 2. Appliance store
 3. Artist supply store
 4. Automobile service station, including gasoline pumps. (not within 750 feet of center of station platform at light rail station).
 5. Bakery (wholesale/retail)
 6. Bank, with or without drive-in facilities. (drive-in not within 750 feet of center of station platform at light rail station).
 7. Bar/lounge
 8. Barber shop
 9. Beauty salon
 10. Book store
 11. Carpentry shop
 12. Cell site (stealth design integrated with architecture)
 13. Church/church school
 14. Clothing store
 15. Construction office (temporary)
 16. Convenience store, with or without gasoline pumps. (gasoline pumps not within 750 feet of center of station platform at light rail station).
 17. Craft/hobby store
 18. Cultural facility
 19. Day care center (outdoor play area shall be enclosed by 6' fence)
 20. Drug store

21. Dry cleaning
 22. Electrical and household appliance store
 23. Entertainment facilities
 24. Equipment rental, small. (outdoor storage prohibited)
 25. Equipment rental, indoor
 26. Feed store
 27. Fire station
 28. Flower/plant shop
 29. Furniture store
 30. Galleries
 31. General merchandise (wholesale)
 32. Gift shop
 33. Grocery store
 34. Hardware store
 35. Health club
 36. Home occupation - Class 1
 37. Hospital
 38. Hotel/motel (including conference or convention center and other incidental accessory uses located within the principal building)
 39. Jewelry store
 40. Laundry
 41. Library
 42. Liquor store
 43. Medical and Health facilities
 44. Microwave receiving dish (when ancillary to principle use)
 45. Mortuary or funeral home
 46. Music store
 47. Nursing or convalescent home or other extended care facilities
 48. Office
 49. Office (temporary)
 50. Office showroom
 51. Office supply store
 52. Open space/trails
 53. Paint store
 54. Park/playground
 55. Park/plaza
 56. Parking lot (public or private)
 57. Pet shop
 58. Photographic studio, equipment or supply store
 59. Printing/copy service (retail)
 60. Printing/publishing (wholesale)
 61. Public and private recreational areas, indoor
 62. Public and private transportation facilities
 63. Recreational Facilities, skateboard park, dog park, etc.
 64. Residence (multiple family)
 65. Restaurant/fast-food establishment, with or without drive-up facilities. (drive-up not allowed within center of station platform at RTD light rail station).
 66. Sales office (temporary)
 67. Satellite Dish when ancillary to principal use
 68. Scientific research facilities
 69. Shoe store
 70. Sporting goods/athletic equipment store
 71. Theater (indoor)
 72. Toy/game store
 73. Travel agency
 74. Utility service facility
 75. Veterinary clinic/hospital (animals shall be confined in an enclosed building which is part of the principal structure)
 76. All other uses significantly similar to those listed above.
- C. Uses Permitted by Special Review**
1. Water/wastewater treatment or water storage facility for domestic use in excess of 5,000 gallons for public, private or multiple use
- D. Accessory Uses/Structures**
1. Such uses, as defined in Section 12 - Commercial District of the Douglas County Zoning Resolution as amended, shall be permitted.
 2. Satellite Receiving
- E. Temporary Uses**
1. Construction Office
 2. Office Temporary - non residential
 3. Seasonal Use
- F. Standards for Principal and Accessory Uses**
 It is the intent of these standards to provide flexibility in the design of the Village. These standards may be modified administratively by the County by an approved Framework Plan.
- Setback and Height Restrictions**
1. Setback and Height Standards will be established by an approved Framework Plan. In the absence of an approved Framework Plan standards shall be those as established by the Douglas County Zoning Resolution, as amended.
 2. Maximum building height. All building heights shall comply with the requirements of the Centennial Airport Review Area (Douglas County Zoning Resolution, as amended), the approved Framework Plan, Centennial Airport, and the F.A.A.
- G. Open Space, Parks and Landscaping Requirements**
 Open Space, Parks and Landscape shall be as per an approved Site Improvement Plan and in substantial compliance with a Framework Plan for PAs 9, 10 and 12. Open Space shall be defined as public or private land and aquatic areas which are acquired, regulated or managed to protect the natural environment and significant cultural resources; provide recreational and agricultural opportunities; shape the pattern of urban development, or any combination thereof, including all Gross Land Area not covered by buildings, public streets, private drives or parking lots. Open Space shall include, but not be limited to, Gross Land Area in use for pedestrian ways; courtyards, landscaped areas, whether public or private; pedestrian mall; and parks. Additionally, Open Space shall include plazas and landscaped areas located on top of any buildings or any parking structure as long as such courtyards, plazas and landscaped areas are within two (2) stories of grade. The Douglas County 15% landscaping requirement does not apply to The Village except in the absence of an approved Framework Plan.

OWNER / APPLICANT
 Denver United Land, LLC
 c/o Mellon Corporation
 Attn: Rob Hess
 830 Post Road East #105
 Westport, CT 06980

HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
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H. Maximum Gross Density
 The maximum number of residential dwelling units in Planning Areas 9, 10 and 12 shall be 2,000 dwelling units.

I. Street Standards
 Alternative roadway standards for The Village planning areas may be proposed, subject to approval by Douglas County. Construction of both public and private streets shall be in accordance with the Douglas County Roadway Design and Construction Standards, and the Storm Drainage Design and Technical Criteria Manual, as amended.

J. Parking Standards
 Parking for all residential, mixed-use, commercial, and office development may be determined by a formula for shared parking, as set forth in the approved Lincoln Station Framework Plan. Such shared parking formula will take into consideration items such as; on and off street parking, public transportation, Park-N-Ride, off-hour and weekend use, dual-use parking and dual residential/employment parking. Shared parking, deck and under-structure parking, conversion allowances and/or parking covenants are encouraged. Where the shared parking formula is not utilized, parking requirements shall adhere to minimum off-street parking requirements within the Douglas County Zoning Resolution, Section 28 Parking Standards, as amended.

K. Signs
 All signage shall be required to meet Douglas County sign standards, as amended, except as follows

Setbacks
 All signs shall meet the minimum building setbacks as outlined in the approved Framework Plan.

- Commercial Monument Signs**
- 1 per access/entrance
 - Maximum height above adjacent grade: 15'
 - Maximum face area: 250 square feet
 - Maximum number of faces: 2

*Station Street and Park Meadows Drive Entry Monument Sign must meet the following conditions and be approved by Douglas County Engineering prior to the issuance of sign permit:

- The sign structure (pole support and foundation) shall be designed to withstand a vehicular crash of 20 mph or less and shall be designed and stamped by a structural engineer.

Ground Floor Retail Signage
 1 window sign 1 blade sign shall be allowed per ground floor retail tenant.

- Window Signs:**
 Maximum face area: 10% of the window area
- Blade signs:**
 Maximum area: 18 square feet
 Maximum number of faces: 2
 Maximum overall projection from face of building: 36" and must be a minimum height of 70" to bottom of sign from sidewalk.

Residential Monument Signage
 Maximum face area: 50 square feet
 Maximum number of faces: 2

SECTION 5: PLANNING AREA 11

- A. Intent**
 Areas for business, commercial, retail and service related uses with emphasis on quality architectural design compatible with adjacent residential development.
- B. Principal Uses**
1. Antique shop
 2. Appliance store
 3. Artist supply store
 4. Automobile service station, including gasoline pumps
 5. Bakery (retail)
 6. Bank, with or without drive-in facilities
 7. Bar/lounge
 8. Barber shop
 9. Beauty salon
 10. Book store
 11. Car wash
 12. Cell sites (stealth design integrated with architecture)
 13. Church/church school
 14. Clothing store
 15. Construction office (temporary)
 16. Convenience store, with or without gasoline pumps
 17. Craft/hobby store
 18. Cultural facility
 19. Day care center (outdoor play area shall be enclosed by 6' fence)
 20. Drug store
 21. Dry cleaning
 22. Electrical and household appliance store
 23. Equipment rental, indoor
 24. Fire station
 25. Flower/plant shop
 26. Funeral home
 27. Furniture store

28. Gift shop
29. Grocery store
30. Hardware store
31. Hospital
32. Jewelry store
33. Laundry
34. Library
35. Liquor store
36. Mortuary or funeral home
37. Music store
38. Nursing or convalescent home or other extended care facilities
39. Office
40. Office supply store
41. Office (temporary)
42. Open space/trails
43. Paint store
44. Park/playground
45. Parking lot (public or private)
46. Pet shop
47. Photographic studio, equipment or supply store
48. Printing/copy service (retail)
49. Public and private recreational areas, indoor
50. Public transportation facilities
51. Restaurant/fast-food establishment, with or without drive-up facilities
52. Research and development facilities
53. Retail/service business
54. Retirement home
55. Satellite Dish when ancillary to principal uses
56. School
57. Scientific research facilities
58. Seasonal use
59. Sheriff substation
60. Shoe store
61. Shopping center
62. Sporting goods/athletic equipment store
63. Theater (indoor)
64. Toy/game store
65. Travel agency
66. Utility service facility

- C. Uses Permitted by Special Review**
1. Water/wastewater treatment or water storage facility for domestic use in excess of 5,000 gallons for public, private or multiple use
 2. Public and private recreational uses (outdoor)
- D. Accessory Uses/Structures**
1. Such uses, as defined in the Commercial Section of the Douglas County Zoning Resolution as amended, shall be permitted.
- E. Standards for Principal and Accessory Uses For PA 11 only see Development Standards for PA 9 and 10 for Standards that apply to PA 12**
1. Setback shall be as per approved per Site Improvement Plan
 - a. For principal and accessory buildings
 - Minimum local/collector street setback = 25'
 - Minimum side setback = 10' (or width of granted utility easement, whichever is greater)*
 - Minimum rear setback = 20' (or width of granted utility easement, whichever is greater)*
 - Minimum setback to minor collector R. O. W. = 25'
 - Minimum setback to major collector R. O. W. = 50'
 - Minimum setback to Heritage Hills boundary (except I-25) = 30'
 - Minimum setback to residential property line = 75'
 - * No side setbacks required where building traverses interior lot line or where lot line coincides with common wall between two adjoining buildings.
 - b. For parking lots
 - Minimum local/collector street setback = 20'
 - Minimum side setback = 10' (or width of granted utility easement, whichever is greater)*
 - Minimum rear setback = 10' (or width of granted utility easement, whichever is greater)*
 - Minimum setback to County arterial R. O. W. = 20' screened by either berming, brick walls or landscaping
 - Minimum setback to residential property line = 50'
 - Maximum building height = 60' at building setback, stepped back at 1:1 slope to maximum 80' (PA 12); 35' (PA11). All building heights shall comply with requirements of Centennial Airport and the F. A. A.
 - * No side setbacks required where parking lot traverses interior lot line.

F. Gross Open Space
 Minimum per Parcel = 20%

Open Space shall be defined as public or private land and aquatic areas which are acquired, regulated or managed to protect the natural environment and significant cultural resources; provide recreational and agricultural opportunities; shape the pattern of urban development, or any combination thereof, including all Gross Land Area not covered by buildings, public streets, private drives or parking lots. Open Space shall include, but not be limited to, Gross Land Area in use for pedestrian ways; courtyards, when not enclosed on more than two sides by buildings; landscaped areas, whether public or private; pedestrian malls; and parks. Additionally, Open Space shall include plazas and landscaped areas located on top of any buildings or any parking structure as long as such courtyards, plazas and landscaped areas are within two (2) stories grade.

G. Fencing

1. Refer to the conditions stated in the C-Commercial Section in the Douglas County Zoning Resolution, as amended.

- SECTION 6: PLANNING AREA 13-14**
- A. Intent**
 Area for development of public park facilities and an elementary school.
- B. Principal Uses**
 Public park, active recreational fields and open space facilities. Elementary school buildings, structures and associated facilities. In addition, buildings, structures, roads, parking areas, utilities and other ancillary facilities and structures typically required for such park (active and passive) and school uses.
- C. Uses Permitted by Special Review**
1. None
- D. Standards for Principal and Accessory Uses**
1. Setbacks and Height Restrictions
 - a. For buildings and structures
 - Minimum street setback = 50'
 - Minimum side setback = 50'
 - Minimum rear setback = 50'
 - Maximum height = 36'
 - b. For parking areas
 - Minimum street setback = 25'
 - Minimum side setback = 25' (except, 0' if shared parking between 13 and 14)
 - Minimum rear setback = 20'
- E. Fencing**
 Refer to the "SR-Suburban Residential" Section of the Douglas County Zoning Resolution, as amended. In addition, chainlink fencing for tennis courts may be up to 10' tall.
- F. General Requirements**
1. A site improvement plan, in compliance with the "Site Improvement plan" section of the Douglas County Zoning Resolution, as amended, shall be approved prior to construction of any improvements (other than a public school). Should this Planning Area be affected by an adjacent sketch plan, a site improvement plan for this Planning Area shall be submitted concurrent with the sketch plan for the affected parcel. Regardless of the preceding statements, construction of park improvements in PA 13-14 shall be completed within two years of issuance of the building permit for the 450th residence within Heritage Hills.

SECTION 7: PLANNING AREAS 15 AND 16

- A. Intent**
 Areas for development of private recreational facilities in PA 15 and 16.
- B. Principal Uses**
 Private recreational and open space facilities, including, but not necessarily limited to tennis courts and swimming pools. In addition, buildings, structures, roads, parking areas, utilities and other ancillary facilities and structures typically required for such uses.
- C. Uses Permitted by Special Review**
1. None
- D. Accessory Uses/Structures**
1. Temporary marketing and information center.
- E. Standards for Principal and Accessory Uses**
1. Setback and Height Restrictions
 - a. For buildings and structures
 - Minimum street setback = 30'
 - Minimum side setback = 20' (or width of granted utility easement, whichever is greater)
 - Minimum rear setback = 20' (or width of granted utility easement, whichever is greater)
 - Minimum setback to residential PA = 30'
 - Maximum height = 25'
 - b. For parking areas
 - Minimum street setback = 20'
 - Minimum side setback = 10' (or width of granted utility easement, whichever is greater)
 - Minimum rear setback = 10' (or width of granted utility easement, whichever is greater)
 - Minimum setback to residential PA = 30'
- F. Fencing**
 1. Refer to the "SR-Suburban Residential" Section of the Douglas County Zoning Resolution, as amended.
- G. General Requirements**
1. A site improvement plan, in compliance with the "Site Improvement Plan" section of the Douglas County Zoning Resolution, as amended, shall be approved prior to construction of any improvements.

- SECTION 8: PLANNING 17, 18, AND 19**
- A. Intent**
 Areas for conservation of existing wildlife habitat, limited recreation, roadway crossings, pedestrian trails, and placement and management of utilities and drainage facilities, provided that the impact to wildlife habitat is mitigated.
- B. Principal Uses**
1. Active non-commercial recreation uses such as pedestrian and bicycle trails and ballfields
 2. Storm water drainage and irrigation facilities including natural or improved drainage channels, pipes, outlets and detention and water storage facilities
 3. Underground gas, electric, water, sewer and other utility lines
 4. Roadway crossings
 5. Pedestrian crossings
 6. Passive recreation facilities
- C. Uses Permitted by Special Review**
1. None
- D. Accessory Uses/Structures**
1. Picnic Pavilion
- E. Fencing**
1. Refer to the "SR-Suburban Residential" Section of the Douglas County Zoning Resolution, as amended.
- F. General Requirements**
1. Existing areas to be preserved shall be protected throughout the construction phases. Additional areas currently disturbed will be reclaimed and enhanced, resulting in a general increase in naturalized habitat.
 2. All construction impacts shall be mitigated in accordance with plans reviewed by the Soil Conservation Service and Division of Wildlife and approved by Douglas County Planning and Community Development, Engineering, and Parks and Open Space Departments.
 3. Generally, these planning areas will be improved in conjunction with adjacent residential development.

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 c/o Mellon Corporation
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 830 Post Road East #105
 Westport, CT 06980

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HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
 A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH,
 RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO
 TOTAL ACRES 419.8 FILE NO. ZR2017-016

SECTION 9: PLANNING AREA 20 (A1 & A2)

- A. Intent**
 Areas for office, retail, multiple-family residential and related uses with an emphasis on quality architectural design. Residential uses are only permitted within A1.
- B. Principal Uses**
1. Bank/Financial Institution with drive-up
 2. Church/Church School
 3. Cultural Facility
 4. Daycare Facility
 5. Detention and drainage facilities
 6. Fire Station
 7. Hospital
 8. Library
 9. Nursing or convalescent home or other extended care facility (A1 Only)
 10. Office- General, medical, dental, government
 11. Open Space/Trails
 12. Park/Playground
 13. Parking Lot- Public and Private
 14. Recreation Facility- indoor and outdoor
 15. Research and Development Facility
 16. Residence (Multiple-Family) (A1 Only)
 17. Sheriff's Station
 18. Telecommunication Facility (as provided for as a principal use in the LI Section of the Douglas County Zoning Resolution amended)
 19. Travel Agency
 20. Theater- indoor
 21. RTD transit Center
 22. Retail
- C. Uses Permitted by Special Review**
1. Utility Service Facility- Major
 2. Veterinary Clinic/Hospital
 3. Golf Course and apartment facilities
 4. Heliport
 5. Hotel including conference/convention center
 6. Telecommunications Facility (as provided for as a "USA by special review" in the LI Section of the Douglas County Zoning Resolution amended.)
- D. Temporary Uses**
1. Construction Office
 2. Office – temporary nonresidential
 3. Seasonal use
- E. Accessory Uses/Structures**
1. Satellite Receiving Dish
- F. Minimum Lot Area- None**
- G. Setbacks**
1. Non-Residential Uses
 - i. Building Setbacks
 1. Minimum local street setback:
 - a. 25 feet
 2. Minimum side setback:
 - a. 10 feet (or width of granted utility easement, whichever is greater)
 3. Minimum rear setback:
 - a. 20 feet (or width of granted utility easement, whichever is greater)
 4. Minimum setback to minor collector R.O.W.:
 - a. 25 feet
 5. Minimum setback to major collector R.O.W.:
 - a. 25 feet
 6. Minimum setback to Omnipark boundary (except 1-25):
 - a. 25 feet
 7. Minimum setback to residential property line:
 - a. 30 feet
 - ii. Setbacks for Parking Lots
 1. Minimum local collectors street setback:
 - a. 25 feet
 2. Minimum side setbacks :
 - a. 10 feet (or width of granted utility easement, whichever is greater)
 3. Minimum rear setback:
 - a. 10 feet (or width of granted utility easement, whichever is greater)
 4. Minimum setback to County Arterial R.O.W.:
 - a. 25 Feet
 5. Minimum setback to residential property line:
 - a. 30 feet
 6. Minimum setback to lot lines interior to Planning Area 20:
 - a. 0 feet.
 2. Multiple-Family Residential Uses (Residential uses are only permitted within A1)
 - i. Building Setbacks
 1. Park Meadows Dr.
 - a. 15 feet
 2. All others:
 - a. 10 feet
 - ii. Setbacks for Parking Lots
 1. Park Meadows Dr.
 - a. 15 feet
 2. All others:
 - a. 10 feet.
- H. Maximum Building Height**
1. Non-Residential Uses
 - i. Maximum building height shall be limited by that allowed by the FAA. All roof top mechanical equipment shall be screened from view.
 2. Multiple-Family Residential Uses
 - ii. Maximum building height shall be 75 feet or as limited by the FAA, whichever is less. All roof top mechanical equipment shall be screened from view.
- I. Maximum Gross Residential Density shall be 300 dwelling units.**
1. The maximum bedroom/unit ratio shall not exceed 1.37 for residential use.

- J. Parking Standards**
1. Non-Residential Uses: Parking ratios up to and including six spaces per 1,000 square feet gross building floor space are allowed
 2. Multiple-Family Residential Uses shall have a minimum of 1.5 spaces per dwelling unit.
- K. Open Space, Parks, and Landscaping Requirements:**
1. Non-Residential Uses:
 - i. A minimum of 15 percent of the gross area on a per site basis shall be landscaped. Dedicated public open space and interior parking lot islands shall not be credited toward the 15 percent requirement.
 - ii. A minimum of 75 percent of the required landscape area shall consist of a ground cover of living plant materials. The remaining 25 percent of the required landscape area may be covered with bark, wood chips, rock, stones, or other similar materials.
 - iii. Within a required landscape area, excluding interior parking lot islands and detention areas, there shall be planted a minimum of two trees and eight (8) shrubs for every 750 square feet of landscape area.
 - iv. Within detention areas, there shall be planted a minimum of one tree and ten (10) shrubs for every 3,500 square feet of area.
 - v. A minimum of 15 percent of the gross land area on a per site basis shall remain as open space. Open space shall be defined as public or private land and aquatic areas that are regulated or managed to protect the natural environment and significant cultural resources; provide recreational and agricultural opportunities; shape the pattern of urban development, or any combination thereof, including all Gross Land Area in use for pedestrian ways; courtyards, when not enclosed on more than two sides by buildings; landscaped areas, whether public or private; pedestrian malls; detention/retention and parks. Additionally, Open Space shall include plazas and landscaped areas located on top of any buildings or any parking structure as long as such courtyards, plazas and landscaped areas are within two (2) stories of grade.
 2. Multiple-Family Residential Uses:
 - i. Open Space, Parks and Landscape shall be as per an approved Site Improvement Plan. Open space shall be defined as public or private land and aquatic areas which are acquired, regulated, or managed to protect the natural environment and significant cultural resources; provide recreational and agricultural opportunities; shape the pattern of urban development, or any combination thereof, including all Gross Land Area not covered by buildings, public streets, private drives, or parking lots. Open Space shall include, but not limited to, Gross Land Area in use for pedestrian ways, courtyards, landscaped areas, whether public or private, pedestrian mall, and parks. Additionally, Open Space shall include plazas and landscaped areas located on top of any buildings or any parking structure.
- L. Fencing**
1. Non-Residential Uses: In addition to the fencing requirements within the C-Commercial Section of the Douglas County Zoning Resolution, as amended, the following fence standards shall apply to the property
 - i. Fences shall not exceed 6 feet in height unless strictly for security purposes in which case they shall not exceed 10 feet in height. Fences and walls shall not exceed 3 feet in height when located in the required setback from a street
 - ii. Fences and/or walls adjacent to arterial and collector streets shall not exceed 3 feet in height and shall be designed to avoid a "tunnel" effect using such methods as varying heights, extensive use at open space style designs and landscaping.
 2. Multiple-Family Residential Uses: Shall meet the requirements of the Douglas County Zoning Resolution, as amended.
- M. Lighting**
1. Non-Residential Uses: In addition to the outdoor lighting requirements within the Douglas County Zoning Resolution, as amended (lighting Section), the following standards shall apply to the property
 - i. All lighting sources shall be metal halide indirect, diffused or cut-off type fixtures.
 - ii. The maximum height of light poles within the development shall be as follows:
 1. 35 feet for roadway lights.
 2. 40 feet for major intersection lights.
 3. 25 feet for parking lot lights.
 4. 12 feet for walkway and path lights.
 5. Multiple-Family Residential Uses: The standard light fixtures for public and private street and site lighting shall comply with the Douglas County lighting standards, as reflected in the Douglas County Zoning Resolution, as amended.
- N. Sign Requirements**
1. Non-Residential Uses: Temporary project announcement Signs, temporary leasing/for sale signs, permanent building freestanding monument signs and permanent building fascia signs shall be permitted in accordance with the following sign requirements:
 - i. General: Permanent signs may be illuminated, but this illumination must be non-glare. Ground mounted restaurant and hotel signs, if any, may be illuminated from dusk until one hour after closing. No flashing lights are permitted, temporary signs may not be illuminated. Sign information shall be limited to the display of the building name or the name of the business occupying the site. No message or advertising of any kind shall be permitted, including the advertising of products, services or job openings. No interior signs shall be visible from the street or adjacent properties. The following signs are prohibited: animated, moving and rotating signs, time and temperature devices, billboards, benches utilized for signs, banners, flags (except United States, State of Colorado and one corporate flag per building), and signs extending above the parapet or eave height of a building. For the purpose of these criteria, sign area is defined as the entire area to which the sign information is applied. The supporting elements of the sign are not counted as sign area unless the supports are an integral background for the display. Sign area pertains only to that face of the sign which conveys information.
 - ii. Temporary Project Announcement Signs
 1. Purpose: to announce a forthcoming project or a project which is under construction.
 2. Number allowed: One per building site. Signs will be allowed for a maximum of 24 months on any lot.
 3. Size: 8'-0" X 12'-0" maximum per face, with one or two faces allowed.
 4. Maximum Height from Grade: 10'-0" vertical
 2. Information Allowed: Name of project; rendering of project; Name and logo of developer, owner, tenant, architect, engineers, lender, contractors and leasing agent.
 - iii. Temporary Leasing/For Sale Signs
 1. Purpose: to provide leasing for sale information.
 2. Number Allowed: One per building site. Signs will be allowed for a maximum of 24 months on any lot.
- O. Statement of Commitments**
1. Douglas County School District
 - i. Land dedication for schools shall be met through payment of cash-in-lieu fees prior to approval of any residential site improvement plan. The total fee shall be \$650.00 per residential dwelling unit and shall satisfy any and all land dedication and capital mitigation fees required for this property by the Douglas County School District.
 - ii. Evidence of payment of the cash-in-lieu fee to Douglas County School District shall be provided to Douglas County prior to the approval of a residential site improvement plan.
 2. Douglas County Parks and Trails
 - i. Land dedication for parks and trails may be met through land dedication, payment of cash-in-lieu of land dedication, or a combination of both as established prior to approval of any residential site improvement plan, in accordance with Douglas County Subdivision Resolution, Section 1003, as amended.
 - ii. Credit shall be given against the land dedication area for parks and trails resulting from the proposed residential use for a pro-rata share of the previously provided land area dedication at the time of initial platting of the site. The credit shall be equivalent to 3% of the 5.28 Acres of land within PA-20. (5.28 Acres x 3%) or 0.15-Acres.
 - iii. The provision of on-site improvements may be credited against the value of the land dedication area for parks and trails in accordance with Douglas County Subdivision Resolution, Article 10, as amended.
 1. Credit up to 100% for the costs of on-site improvements shall be given against the value of land dedication area for publicly accessible recreation improvements associated with PA-20. Existing sidewalk improvements along park meadows drive shall not be included in the credit.
 2. Credit up to 25% for the costs of on-site improvements shall be given against the value of land dedication area for private recreation improvements, either interior or exterior, including but not limited to: swimming pools, spas, sports courts, gymnasium, equipment, ground, floor or wall surfaces and other improvements customarily associated with active recreation, but exclusive of uses such as food service, meeting rooms, media-oriented and primarily social-gathering areas, as reviewed and approved by Douglas County prior to approval of a residential site improvement plan. Any interior recreation area shall be a minimum of 1,500 square feet in size.
 3. That portion of land dedication for parks and trails, if any, to be met through the provision of on-site improvements associated with PA-20 shall be calculated in accordance with the following: cost estimates and plans for proposed public and private on-site improvements proposed to satisfy land dedication requirements shall be submitted to Douglas County for its review and approval. The approved total value of public and private on-site improvements shall be credited against the established value of the land dedication area.
 - iv. In the event that total value of the proposed on-site improvements are less than the land area dedication value, the remaining difference shall be paid as cash-in-lieu. That portion of cash-in-lieu fees attributable to local parks (one-third of such funds) shall be paid to Douglas County and designated for use by South Suburban Parks and Recreation District. That portion of cash-in-lieu fees attributed to regional parks (two-thirds of such funds) shall be paid to Douglas County. A maximum of \$5,600 per dwelling unit, less credit provided for in sections ii and iii above, shall be provided to satisfy Douglas County local and regional parks dedication requirements. All cash-in-lieu fees shall be paid prior to the approval of the residential site improvement plan.

GENERAL STANDARDS

SECTION 10: ADDITIONAL GENERAL STANDARDS

The following standards in sub-sections A, B, C shall apply to all Districts except for PA 9, 10, and 12. The standards in section D shall apply only to PA 9, 10, AND 12. The following standards in sub-sections A, B, C, and D shall not apply to PA 20.

A: BUILDING SHADOWS

During the period from 10:00 am to 3:00 pm, no building shall be permitted to cast a shadow which meets all the following conditions:

1. Casts a shadow on a Federal or State Highway or County arterial roadway.
2. Casts such shadow over the entire road surface for more than one hour in the time period 10:00 am to 3:00 pm.
3. Casts such shadow for a length of 150 feet or more along the length (at the centerline) of said road(s).

B: VISUAL SCREENING

Where large surface parking lots or outdoor storage areas are adjacent to roadways which are elevated above the general finished terrain of such parking lot/storage area, visual screening above and beyond that provided by the permitted six-foot high fence/hedge/wall shall be provided through use of vegetation. Specific requirements for screening will be determined at time of Site Improvement Plan review, in compliance with the Douglas County Zoning Resolution, as amended.

Outdoor service and utility facilities shall be screened where feasible from off-site views. Utility service lines shall be buried; utility transmission and distribution lines shall be buried where feasible.

Outdoor lighting fixtures shall have a sharp cut-off design. Fixtures shall be sized so as to cast direct light only onto the lot on which the fixture is located. All site lighting shall comply with the Douglas County Zoning Resolution "Lighting Standards" section, as amended.

C: PLANTING FOR OUTDOOR STORAGE AREAS

For all outdoor storage areas of 0.5 acres or more, the following standards shall apply:

1. Interior islands shall be provided at a ratio of 1,000 square feet for each 1.0 acre of outdoor storage area.
2. Said islands shall be planted with a minimum of three, two-inch caliper or larger trees per 1,000 square feet of island. At least 75% of the ground plane shall be covered by shrubs or groundcovers when such plants reach maturity; the remainder may be covered by mulch materials.
3. Interior islands shall not be included in overall open space requirements.
4. Interior islands may be used to satisfy detention requirements.

D: FRAMEWORK PLAN

1. Intent

Consistent with the Purpose and Intent of the "Transit Village", a Framework Plan shall be developed for Planning Areas 9, 10, and 12 prior to approval of a final SIP, within these areas. As a result of the higher residential densities and non-residential FAR's permitted for the Village, enhanced design standards shall be demonstrated which compensate for the increased intensity of development. The Framework Plan shall provide, in graphic and narrative, the conceptual location and type of streets, public spaces, buildings, and other elements integral to a mixed-use urban village centered around the light rail transit station. The graphic plan is intended to demonstrate visually how the narrative standards may be applied to the physical site, and the relationship of general uses, and is not intended to portray the only manner in which the site may develop.

OWNER / APPLICANT
 Denver United Land, LLC
 c/o Mellon Corporation
 Attn: Rob Hess
 830 Post Road East #105
 Westport, CT 06980

DATE: 08-14-2017
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2. Framework Plan Elements

The Framework Plan shall address, in graphic and narrative, the enhanced design standards including:

- Public Spaces - depiction of plazas, sidewalks/trails, apartment commons, and gathering places.
- Parks/Open Spaces - conceptual location and amount of area functioning as landscaping, parks, recreational space, and open space, demonstrating techniques for buffering, screening transitions, etc.
- Landscaping - plant material palette, streetscape typicals, walls/fences, parking lots, maintenance and irrigation.
- Buildings - conceptual location, orientation, bulk of building types, relationship to one another, setbacks, general description of uses.
- Site Furnishings - Benches, bike racks, kiosks, light fixtures, conceptual signage, etc.
- Transportation - typical road cross-sections, sidewalks/trail cross-sections and parking lot design. Multi-modal exchange areas. Shared parking standards.
- Architecture - building massing and form, roof forms, building materials and colors, unifying architectural elements, building entrances, service entrances, loading/unloading areas, etc.

3. Submittal Requirements

All plans to be prepared and submitted on 24" x 36" sheets and to follow the general format for exhibits as described in Section 2708 of the Douglas County Zoning Resolution, as amended.

- a. Land use application form
b. Application Fee (would be equal to County SIP fee)
c. Narrative
d. Development Standards
- setbacks
- building heights
- landscape
- architecture
e. Conceptual site plan
f. Conceptual landscape plan
g. Conceptual site furnishings

4. Review Process

The initial Framework Plan shall be submitted to Douglas County for review and approval by the Board of County Commissioners (B.O.C.C.) at a business meeting prior to approval of a SIP within PAs 9, 10 and 12. The B.O.C.C. shall either approve with conditions, or deny the Framework Plan.

Update: Heritage Hills Filing No.2 Framework Plan, Filing No. SP02-056, Approved Motion M-003-174.

All proposed revisions to an approved Framework Plan may be approved administratively by the Director of Community Development. Any issues not resolved between the owner(s) and staff may be appealed to the Board of County Commissioners for resolution.

Following approval of the Framework Plan, individual SIPs for specific parcels within the Transit Village shall be submitted in accordance with the Douglas County Zoning Resolution, as amended. The submitted SIP shall be approved by the Director of Community Development that it is in substantial compliance with the approved Framework Plan.

In the absence of an approved Framework Plan, standards shall be those as established in the Douglas County Zoning Resolution, as amended.

5. Standards of Approval

The Framework Plan shall be consistent with Section 4.A. and Section 10.D.1.

EXHIBITS

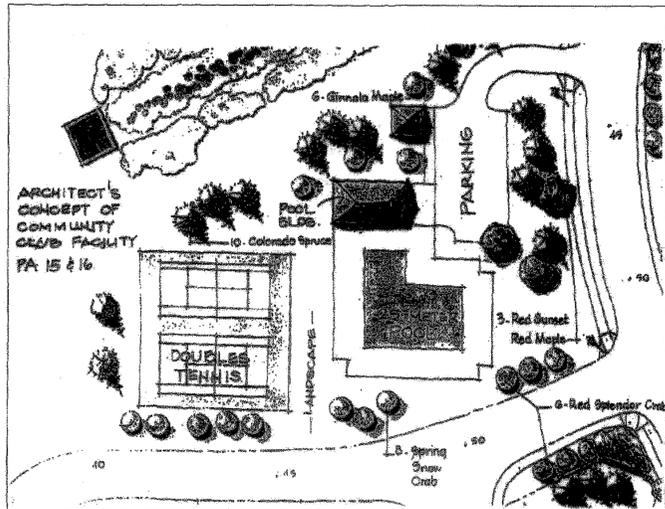
EXHIBIT A-1

CALCULATIONS FOR DEDICATIONS AND COMMITMENTS

The following calculations set forth in this Exhibit A-1 reflect dedication requirements through and including the 4th Amendment. Calculations for dedications required by the 5th Amendment relating to residential units over the 800 residential units in PAs 9, 10 and 12 approved in the 4th Amendment are set forth in Exhibit A-2 below.

Park and trail dedications shall be calculated based on the actual number of residential dwelling units platted and the actual number of non-residential acres constructed to fulfill Douglas County Subdivision Regulations. Calculations for park and trail dedications shall be calculated as follows:

EXHIBIT A-3



EXHIBITS CONT.

Table with columns: PARK LAND DEDICATION, Planning Area, Gross Area, % Credit, Net Area. Rows include PA 13-14, PA 17, PA 15-16, PA 18 & 19, and PA 9-10 (Transit Village).

Summary table for Dedication: TOTAL DEDICATION 48.5 AC., Total Dedication Acres Required 72.285 AC, Total Land Dedicated 33.75 AC.

Acres Required to Fulfill Dedication 38.535 AC
38.535 Acres x \$35,000/Acre = \$1,348,725.00

IMPROVEMENTS

- 1. Concrete Trail Credit 3' wide X 6,500 = 19,500 s.f. X \$2.50/s.f. = \$48,750.00
2. Recreation Facilities PA 15 & 16 Total Value \$750,000 @ 35% credit = \$262,500.00
TOTAL IMPROVEMENTS \$311,250.00
CASH-IN-LIEU REQUIREMENT \$1,037,475.00
** [Payment to date by other development] [\$ 257,500.00]
*** Total Cash-in-lieu outstanding \$ 779,975.00

**Cash-in-lieu amount of \$257,500.00 to be paid in full within five years of first plat on a pro-rated basis (based upon acreage - relative to the gross of 414.5 acres) at time of platting. Money to be escrowed and expended on Parks and Open Space Improvements (i.e. grading, landscaping, furnishings and fixtures to include benches, picnic facilities and lighting) in PA 14 and 17. As of the date of recordation of the 4th Amendment, these monies have been paid in full, fulfilling commitments related to all single-family housing and units within the 3rd Heritage Hills Amendment.

***Cash-in-lieu amount of \$779,975.00 to be paid in full at the time of SIP approval on a pro-rated basis for 800 multi-family units located on PAs 9, 10 or 12. Money is to be escrowed and expended on Parks and Open Space Improvements (i.e. grading, landscaping, furnishings and fixtures, to include benches, picnic facilities and lighting) in PAs 9, 10, and 12; trail connections; local parks; and regional parks. The basis for allocation of funds to these uses shall take place as part of the SIP review, and shall be based on anticipated timing of development, proposed design, use of public space, and expected levels of build-out.

As of the date of recordation of this 5th Amendment, \$421,200.00 of the \$779,975.00 cash-in-lieu outstanding, has been paid by the Developer on behalf of Trammell Crow Residential toward the cash-in-lieu requirements for the first 800 multi-family units on PAs 9, 10 and 12 for park / school dedications.

Dedication for Residential Units through the 4th Amendment:

Table showing Local Park and Regional Park calculations. Local Park: 1073 SF d/u X 0.015 acres/unit = 16.095 acres. Regional Park: 1073 SF d/u X 0.030 acres/unit = 32.190 acres. SUBTOTAL = 72.285 acres.

EXHIBIT A-2

HERITAGE HILLS 5TH AMENDMENT DEDICATIONS

Parks

The dedications set forth in Exhibit A-1 satisfy all regional and local dedication / cash-in-lieu requirements for the initial 800 multi-family residential dwelling units (\$779,975.00 on pro-rata basis) and the initial 50 acres of non-residential development (3% of 50 acres = 1.5 acres) in PAs 9, 10 and 12, the Transit Village.

The 5th Amendment permits up to 1200 additional multi-family residential units for a total of 2,000 multi-family residential units in PAs 9, 10, and 12. Cash-in-lieu shall be 10% of the gross land area excluding the land area in PAs 9, 10, and 12 sold by developer to Trammell Crow Residential and RTD (35.76 acres) or 3.57 acres for the 1,200 additional multi-family residential dwelling units. Cash-in-lieu shall be paid on a pro-rata basis at the time of SIP approval. The cash-in-lieu calculation shall be based on a value of \$150,000.00 per acre.

A 100% credit for required cash-in-lieu monies shall be given for Developer installed, publicly accessible park and open space improvements including, but not limited to: plazas, fountains, grading, landscaping, furnishings and fixtures to include benches, picnic facilities, lighting, gazebos, tot lots, amphitheaters, dog parks, etc. A 25% credit for required cash-in-lieu monies shall be given for private park/open space improvements and recreation facilities including all those improvements listed above. Any remaining cash-in-lieu amount after offset of the total project costs (i.e. hard and soft costs) paid by the Developer for the improvements set forth herein, shall be paid to Douglas County at the time of SIP approval on a pro-rata basis.

Schools

Cash-in-lieu fees for residential units being developed beyond the initial 800 residential units in PAs 9, 10, and 12 shall be calculated on a pro-rata basis at the rate of 1.59 acres for the 1,200 additional multi-family residential dwelling units or \$198.75/dwelling unit. Cash-in-lieu fees shall be paid at the time of SIP approval on a pro-rata basis, based on a value of \$150,000.00 per acre.

HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO TOTAL ACRES 419.8 FILE NO. ZR2017-016

EXHIBIT A-4

DEVELOPMENT COSTS FOR EACH HOMEOWNER'S RECREATION SITE

Table with columns: Item, Costs. Items include Swimming Pool, Tennis Courts, Pool House, Landscaping, Utilities, and TOTAL \$375,000.00.

LEGAL DESCRIPTION

Parcel A:

A tract of land located in Section 10, Township 6 South, Range 67 West of the Sixth Principal Meridian, County of Douglas, State of Colorado, being more particularly described as follows:

Commencing at the Northwest corner of said Section 10; thence N88°57'14" E along the north line of said Section 10 a distance of 50.01 feet to the True Point of Beginning; Thence continuing N88°57'14" E along said north line a distance of 2,489.57 feet to the north 1/4 corner of said Section 10; Thence S00°06'23" E along the north-south centerline of said Section 10, a distance of 1,328.25 feet to the southwest corner of the northwest 1/4 of the northeast 1/4 of said Section 10; Thence N89°10'39" E a distance of 1,273.17 feet to the southeast corner of said northwest 1/4 of the northeast 1/4; Thence S00°15'17" E a distance of 1,801.93 feet to a point on the north line of an 80 acre excepted parcel; thence westerly and southerly along the boundary of said 80 acre excepted parcel the following two (2) courses: (1) S89°24'00" W and parallel with the east-west centerline of said Section 10, a distance of 717.11 feet; (2) S00°46'23" W a distance of 2,318.24 feet to a point on the north right-of-way line of East Lincoln Avenue, as dedicated at Reception No. 8716748 of the records of Douglas County, Colorado; Thence along the northerly right-of-way of East Lincoln Avenue and the easterly right-of-way line of South Yosemite Street, as recorded at said Reception No. 8716748 the following fifteen (15) courses: (1) S89°49'30" W, 451.11 feet (2) N00°10'30" W, 10.00 feet (3) S89°49'30" W, 80.00 feet (4) S00°10'30" E, 10.00 feet (5) S89°48'53" W, 1,240.01 feet (6) N00°11'07" W, 10.00 feet (7) S89°48'53" W, 60.00 feet (8) S00°11'07" E, 10.00 feet (9) S89°48'53" W, 1,150.28 feet to a point of tangent curve (10) Along the arc of said curve to the right having a radius of 34.00 feet, a Central Angle of 90°22'23", a distance of 53.63 feet to a point on the said easterly right-of-way line of South Yosemite Street (11) N00°11'26" E, 1,860.28 feet (12) S89°48'34", 10.00 feet (13) N00°11'26" E, 60.00 feet (14) N89°48'34" W, 10.00 feet (15) N00°11'26", 610.15 feet to a point on the south line of a Tract of land described in Book 151 at Page 24 of the Douglas County Records. Thence, N89°24'00" E along the south line of said Tract and along the east-west centerline of said Section 10, a distance of 274.99 feet; thence N00°11'17" E along the east line of said Tract and parallel with the west line of the northwest 1/4 of said Section 10, a distance of 250.00 feet;

Thence S89°24'00" W along the north line of said Tract and parallel with the east-west centerline of said Section 10, a distance of 300.00 feet to a Point on the east right-of-way of South Yosemite Street; thence along said east right-of-way as conveyed in Book 395 at page 708 of the Douglas County Records the following four (4) courses: (1) N00°11'17" E, along a line 50 feet east of and parallel with the west line of the NW 1/4 of said Section 10, a distance of 360.52 to a Point of Tangent; (2) Along the arc of said curve to the left having a delta of 09°15'46", a radius of 2,074.70 feet, a distance of 335.41 feet to a Point of Tangent; (3) N09°04'29" W, a distance of 100.00 feet to a Point of Tangent Curve; (4) Along the arc of a curve to the right, having a delta of 01°20'52", a radius of 1,950.00 feet, a distance of 45.87 feet to a point on the west line of the northwest 1/4 of said Section 10; thence N00°11'17" E along said west line, a distance of 537.04 feet to a point on the east right-of-way of South Yosemite Street as conveyed in Book 395 at page 708 of the Douglas County Records; Thence northerly along said right-of-way the following four (4) courses: (1) Along the arc of a curve to the right, whose center bears S81°53'49" E having a delta of 01°20'52" a radius of 1,950.00 feet, a distance of 45.87 feet to a Point of Tangent; (2) Thence N09°27'03"D, a distance of 100.00 feet to a point of Tangent Curve; (3) Thence along the arc of said curve to the left, having a delta of 09°15'46", a radius of 2,074.70 feet, a distance of 335.41 feet to a Point of Tangent; (4) Thence N00°11'17" E along a line of 50.00 feet east of and parallel with the west line of the northwest 1/4 of said Section 10, a distance of 533.71 feet more or less, to a Point on the north line of said Section 10, and the True Point of Beginning, containing 373.335 acres more or less.

Parcel B:

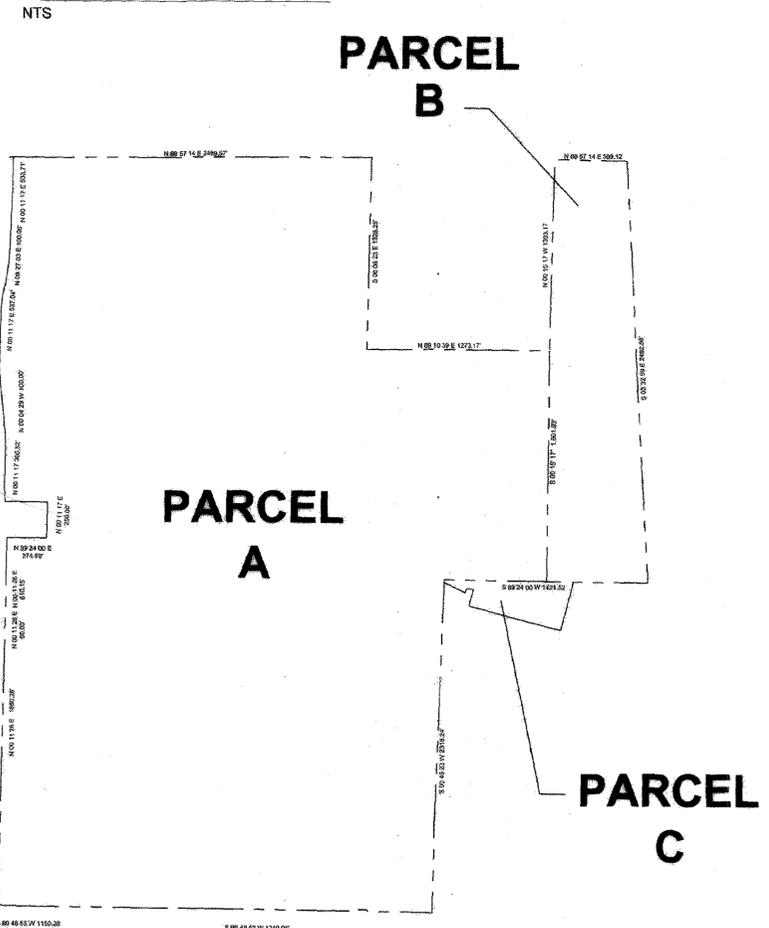
A tract of land located in Section 10, Township 6 South, Range 67 West of the Sixth Principal Meridian, County of Douglas, State of Colorado, being more particularly described as follows:

Beginning at the northeast corner of the northwest 1/4 of the northeast 1/4 of said Section 10; thence N88°57'14" E along the north line of said Section 10, a distance of 509.12 feet to a Point on the westerly right-of-way of US Interstate 25; Thence, southerly along said westerly right-of-way as conveyed in Book 103 at page 90 of the Douglas County records, the following two (2) courses: (1) Along the arc of a curve right, whose center bears S83°49'45" W having a delta of 02°17'16", a radius of 11,310.00 feet, a distance of 451.60 feet to a Point of Tangent; (2) S03°52'59" E a distance of 2,492.88 feet to a Point on the north line of an 80 acre excepted parcel; Thence westerly along the boundary of said 80 acre excepted parcel, S89°24'00" W and parallel with the east-west centerline of said Section 10, a distance of 704.41 feet; Thence N00°15'17" W a distance of 2,935.10 feet, more or less to the Point of Beginning, containing 41.188 acres more or less.

PARCEL C:

A tract of land located in Section 10, Township 6 South, Range 67 West of the Sixth Principal Meridian, County of Douglas, State of Colorado being more particularly described as follows: Lot 2A OmniPark Filing No. 1, Third Amendment, 5.28 Acres.

PARCEL DEFINITIONS MAP



PARCEL A

PARCEL B

PARCEL C

OWNER / APPLICANT

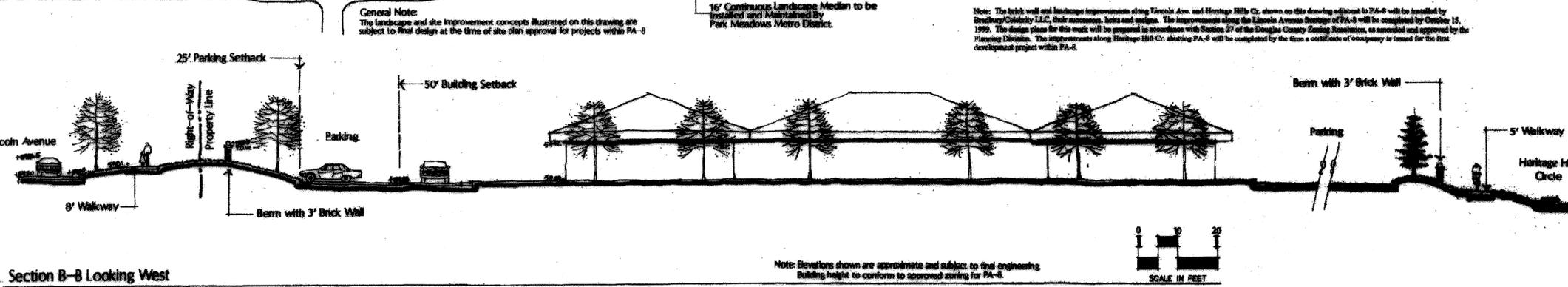
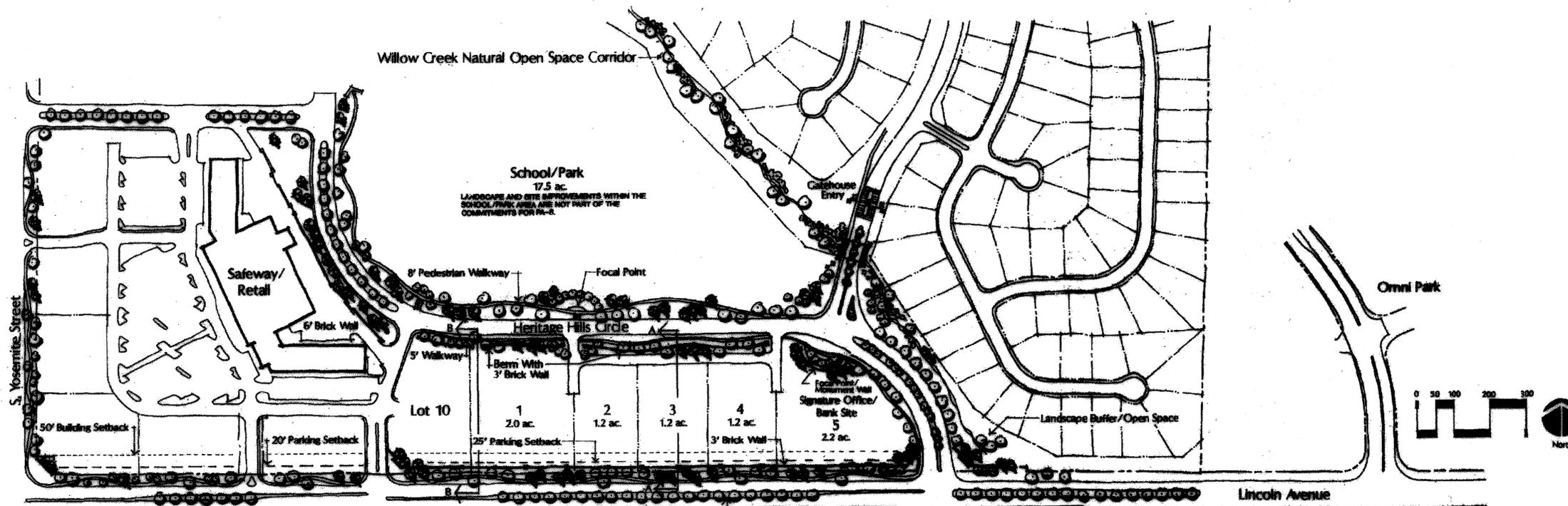
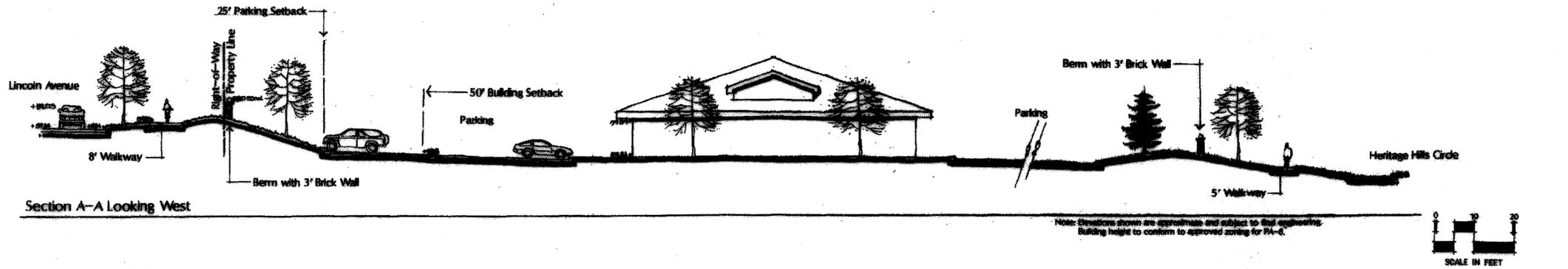
Denver United Land, LLC
c/o Mellon Corporation
Attn: Rob Hess
830 Post Road East #105
Westport, CT 06980

DATE: 08-14-2017
CASE: ZR2017-016
SHEET 6 OF 8

HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS
 A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH,
 RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO
 TOTAL ACRES 419.8 FILE NO. ZR2017-016

TYPICAL REPRESENTATIONS



OWNER / APPLICANT
 Denver United Land, LLC
 c/o Mellon Corporation
 Attn: Rob Hess
 830 Post Road East #105
 Westport, CT 06980

DATE: 08-14-2017
 CASE: ZR2017-016
 SHEET 7 OF 8

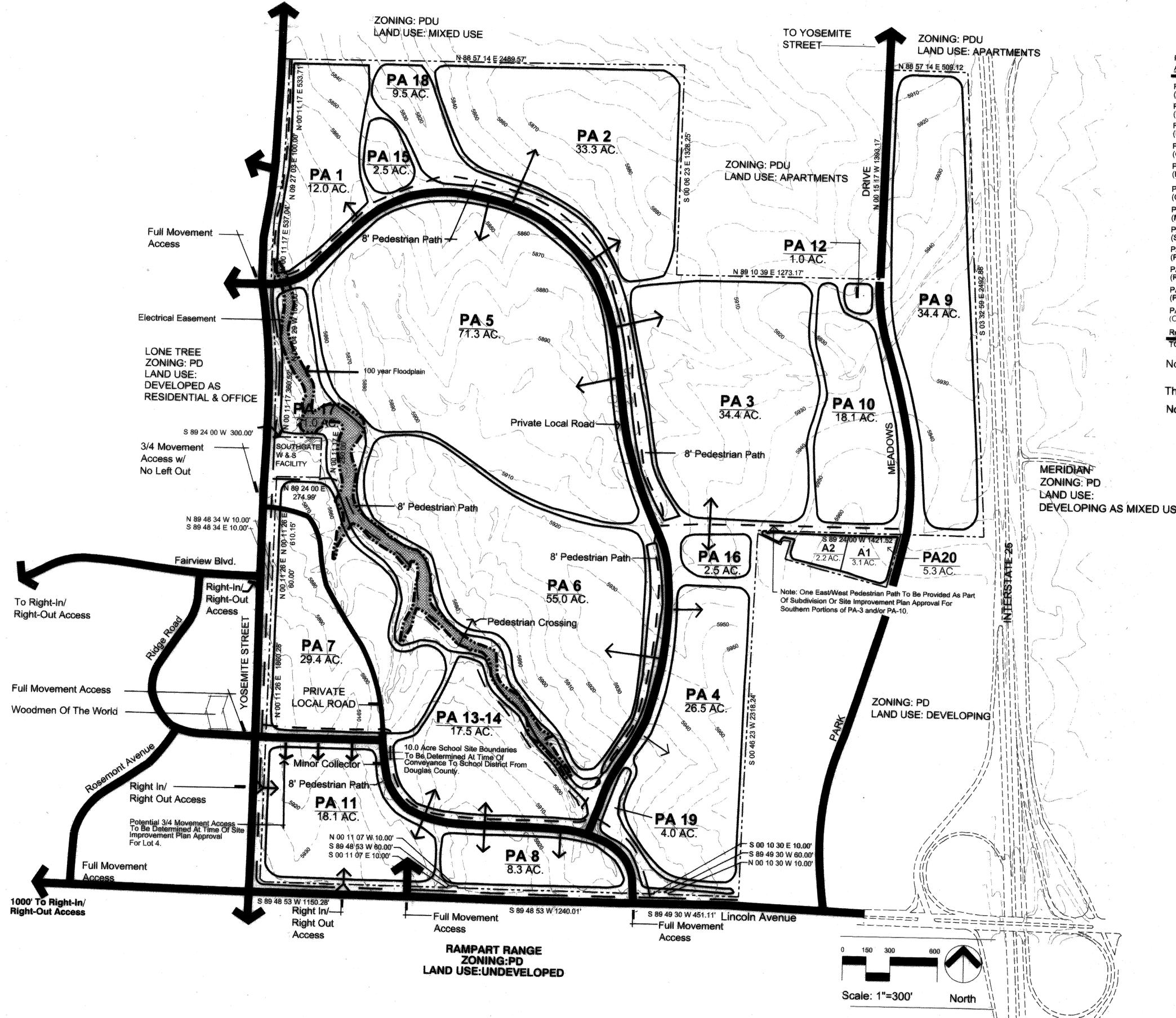
HERITAGE HILLS PLANNED DEVELOPMENT AMENDMENT NO. 9

AN ADMINISTRATIVE AMENDMENT TO PLANNING AREA 20, SECTION 9.N.2.IV PERMANENT BUILDING FREESTANDING (MONUMENT) SIGNS, AND SECTION 9.N.2.VI SIGN SETBACK REQUIREMENTS

A PORTION OF SECTION 10, TOWNSHIP #6 SOUTH,

RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, COLORADO

TOTAL ACRES 419.8 FILE NO. ZR2017-016



DEVELOPMENT PLAN DATA:

PLANNING AREA	ACRES	PERCENT OF SITE	MAX DENSITY	MAX F.A.R.	MAX S.F.
PA 1-4 (Residential)	106.2	25.3	3.4 D.U./AC	-	-
PA 5-6 (Residential)	126.3	30.0	2.9 D.U./AC	-	-
PA 7 (Residential)	29.4	7.0	10.0 D.U./AC Attached 5.5 D.U./AC Patio Home	-	-
PA 8 (Ofc./Commercial)	8.3	2.0	-	0.35	126,542 S.F.
PA 9-10 (Mixed Use)	52.5	12.5	-	1.0	2,286,900 S.F.
PA 11 (Commercial)	18.1	4.0	-	0.25	197,109 S.F.
PA 12 (Mixed Use)	1.0	0.2	-	1.0	43,560 S.F.
PA 13 (School)	10.0	2.4	-	-	-
PA 14 (Park)	7.5	1.7	-	-	-
PA 15 & 16 (Rec. Cntrs.)	5.0	1.2	-	-	-
PA 17, 18, 19 (Parks/Open Sp.)	34.5	8.0	-	-	-
PA 20 (A1 & A2) (Office/Retail/Multifam.)	5.3	2.0	300 Units (A1 ONLY)	1.0	230,868 S.F.
Road R.O.W.	15.7	3.7	-	-	-
TOTAL	419.8	100.0			2,884,979 S.F.*

Note: Maximum square footage provided for PA-20 only applies to non-residential uses.

The Maximum Number of Residential Units Shall Be 3,373

Notes: 1,073 Single Family Dwelling Units
2,300 Multi-Family Dwelling Units*

* Maximum density or intensity of development in Planning Areas 9, 10 and 12 subject to traffic budget established by traffic impact analysis prepared by Felsburg Holt and Ullevig.

2,300

OWNER / APPLICANT
Denver United Land, LLC
c/o Mellon Corporation
Attn: Rob Hess
830 Post Road East #105
Westport, CT 06980

DATE: 08-14-2017
CASE: ZR2017-016
SHEET 8 OF 8

