

FDP NARRATIVE

TAB 6

Form B:

1. General Description of the MP

Briefly describe the general character of your proposed MP. What will be the predominant land uses? What market segment is the proposed development designed to serve?

Response:

The Site - The Aurora Highlands consists of +/- 2,497.4 acres with a mixture of residential, civic, mixed-use, commercial, medical, educational, and open space/park uses. A main street commercial activity center is proposed near the intersection of E-470 and 48th Avenue. This location offers high visibility from the expressway and easy access. This area is envisioned as a social gathering space where residents of The Aurora Highlands and nearby Denver and Commerce City can come to enjoy. Additionally, medical and corporate campuses are proposed along E-470 and 38th/26th Avenues. These areas will provide needed services to residents of the region. Densities for these non-residential areas will be similar to other commercial, medical and civic campus in the region.

The predominant land use will be a variety of residential dwelling units. With an average gross density of approximately 5.0 dwelling units per acre, this equates to roughly 12,487 units or +/-32,292 residents (based off of 2,497.4 acres of developable area). Housing varieties include single-family detached, single-family attached, and multi-family options of various densities which will be dispersed throughout the site. Higher densities are focused around regional level commercial centers, neighborhood level commercial centers, and medical and corporate campuses.

808.7 acres of commercial, mixed use, and corporate/medical campus are planned for The Aurora Highlands. These key land uses support the needs of the local residents as well as the larger Aerotropolis vision for job growth. Opening up the corridor for airport uses; while providing an internal mix of land uses, fosters a sustainable community.

Existing Land Use - Current land uses include agricultural and natural prairies. The site is currently within both the E-470 Corridor and Northeast Plains Zoning Sub Areas. The site is located south of 48th Avenue, north of 26th Avenue, and east of Picadilly Road. The site is located three miles south of the Denver International Airport and one mile north of Interstate 70. Additional site context is shown under Tab 3 - Context Map. The property is currently under development and a significant number of homes have been built and occupied.

Surrounding Land Use - The site is bound by E-470 on the west. The proposed development consists of approximately +/- 2,497.4 total acres. The site is bound by E-470 on the west. To the north, land uses are identified for the Windler Development, Sun Empire, E-470 Airport Corporate, and NEP Medium Density Residential. Light industrial uses are permitted to the east, and I-70 Corridor uses are permitted to the south.

Topography and Landform - The landform and topography consist of rolling hills, shallow drainages, grass-lined swales, and plowed fields. Elevations range from 5,458 ft to 5,626 ft above mean sea level for a total relief of +/-175 ft.

For additional topographic, slopes, and view shed information, please reference Tab 14 - Appendix of other supporting documents.

Existing Vegetation and Black Forest Trees - The site contains Midgrass Prairie on the western portion and Dryland Agriculture on the eastern portion of the site. Trees are few along the site near swale areas. These trees include Cottonwood, Ash and Willow. There are virtually no understory plants and grasses are sparse. The site receives little moisture. No Ponderosa Pines, regulated by the Black Forest Ordinance are found on site.

Existing Utilities - An Alta Survey has been prepared and is attached to this MP which identifies existing

easements on the site. See Tab 14 – Appendix of Other Supporting Documents. Currently there are multiple areas that are affected from both power and/or gas lines. Specific affected areas include a power transmission line which runs along Powhatan Road, various gas easements located throughout the community, and the 48” ECCV water main. These areas have been designed to be incorporated into adjacent open space and trail corridors, allowing for a visually larger open space network for users and wildlife. Along the ECCV water main line and some of the other main easement corridors, enlarged nodes are proposed approximately every 600-1,000 feet to add visual relief as well as provide active and passive amenities. Coordination with easement ownership will dictate what amenities and plantings are allowed and where so as to avoid any conflicts with future maintenance.

Airport Overlay District – The majority of The Aurora Highlands falls within the Denver International Airport and Front Range Airport shared Airport Influence District areas. In addition, the site is affected by Noise Impact Boundary Areas established for the Denver International Airport by the City of Aurora. A large portion of the site is within the 55-60 DNL designation area. The Aurora Highlands will take necessary precautions and notifications to residents within these areas. An avigation easement will be recorded for the property.

Significant Views – There are currently significant and expansive views toward the west, which showcase the mountains, foothills and the downtown Denver skyline. There are also significant views to the north-northeast of Denver International Airport. Eastern views, although there are no significant landmarks, are expansive and include unobstructed farmland and open skies. Areas that look onto the minor depressions and drainage ways offer subtle views of rolling hills and variable vegetation.

Wildlife – The site has been farmed and grazed so there is limited habitat for wildlife; however, this area is known to inhabit many small mammals, birds and reptiles. For a more detailed list of the potential species on the site refer to Tab 4, Site Analysis Narrative.

2. Defining Character of the MP

Describe how your proposed MP will create a unique community with a definable character and special “sense of place”. What facilities, amenities and special design features will set it apart in the marketplace from similar developments in your area?

Response:

The Aurora Highlands is a new master planned community located on the high plains prairie, approximately three miles south of Denver International Airport (DEN). Surrounding this new community is the Colorado Aerotropolis, an urban plan in which the layout, infrastructure and economy are centered around DEN and the infrastructure associated with the airport. In 2015, Denver and Adams County approved 1,500 acres for new development in the DEN Transit Corridor, creating upwards of 12,000 new jobs in the immediate vicinity and opening up a new economic front line for the Aerotropolis and the City of Aurora.

Success of the Aerotropolis area will rely on two key components: extending infrastructure and building a sustainable housing base. Aerotropolis has the potential to generate 74,000 new jobs by 2040 if corporations call this area home. (Aerotropolis Visioning Study, 2016). However, as Cal Fulenwider, President of L.C. Fulenwider Inc. states in an article addressing the Denver Aerotropolis, “Corporate America doesn’t come until they’ve got a place for their workforce to live and be happy”. (Jackson, Denver Post 2012) This is achieved by creating a solid residential foundation from which large corporations can be supported. A variety of residential housing options is a key component in supplying the labor force and commerce needed for a successful industry based region.

Homes and businesses cannot be established until the infrastructure needed to support them are available. Rapid, collaborative infrastructure development is needed for the Aerotropolis region to be successful. Key opportunity areas for infrastructure development in the region are RTD connectivity and vehicular connections point to DEN from the south, specifically Jackson Gap Street and Picadilly Road - both of

which would be accessible through future development of and adjacent to The Aurora Highlands.

Aerotropolis, being a regional vision plan, would be implemented over many decades and through the collaborative efforts of many neighboring jurisdictions and overseeing entities. These groups would all serve a part in creating the required housing and infrastructure needed for the regional vision. The following guiding principles are encouraged in the planned growth of the region:

- Infrastructure development contiguous to active developments
- Planned developments that reflect current local jurisdictional goals
- Incremental growth of infrastructure based on previous investments such as FasTracks Light Rail and the widening of Tower Road
- Guiding early development toward projects that are attainable and feasible, given current conditions
- Encouraging cross-jurisdictional developments that require regional collaboration
- Continued support of the long-term Aerotropolis vision

These principles, in combination with a strong residential foundation, will foster the continued growth of the region and the Aerotropolis vision.

The design for the Aurora Highlands community fully embraces the Aerotropolis Study and the City of Aurora's recently adopted South of DEN Transportation Priority Study. Implementation of the infrastructure requirements in and around the airport as proposed in this development will create a new frontier in the City of Aurora. The Aurora Highlands will be the catalyst enabling a new opportunity for growth, commerce, and connectivity. This community will be planned, designed, and built with a uniquely focused vision that prioritizes the potential of connectivity and continuity—linking the past and future, the urban and the frontier, and embracing the Aerotropolis visions of easy access to transportation, commerce, and new community enthusiasm. The design intent is one where urban and suburban become one.

The Aurora Highlands is one of the largest communities planned in Aurora to date. The land area is comparable to the larger south Aurora development area which includes the communities of Tollgate Crossing, Sorrel Ranch, Pomeroy, Southlands, Forest Trace, Tallyn's Reach, Serenity Ridge, Beacon Point, and Wheatlands combined. Central to the character and feel of the community will be an emphasis on consistent continuity and style. As a new community in the high plains prairie of North East Aurora, The Aurora Highlands will embrace its geographical roots with stylized versions of its agricultural and prairie lineage. This "Prairie Influence" combined with modern versions of the classic and successful architectural styles found along the Front Range of Colorado will unify square miles of development into a cohesive community.

The Aurora Highlands is designed as a collection of residential and non-residential uses. Residential villages will have their own unique character and amenities, but with elements reflective of the overall theme and identity of the community. Expanses of trails, open spaces and parks connect the individual villages together and offer pedestrians alternatives to vehicular travel.

The Aurora Highlands, like its namesake is reflective of the land that it resides upon. Eastern Aurora is part of a unique highland prairie region, trademarked by rolling hills, vast view sheds, agricultural influences, and soft waving vegetation. The Aurora Highlands embraces these inherent themes by incorporating meandering roadways, large swaths of open space, and stylized agricultural and native-inspired landscaping.

Individual villages of The Aurora Highlands foster their own individual identity through the local parks, schools, civic, and commercial centers. Each village will have their own unique combination of amenities which is reflective of their residents' needs and desires.

Multiple schools are also proposed within the community. Multiple middle and elementary school locations area proposed within the various villages. These sites are connected to the surrounding communities through open space and trail networks ensuring alternative transportation opportunities for children and

families.

Planned amenities of the community include recreation centers, meeting facilities, parks and trails, civic uses, among others. A planned amenity is within a short walking distance for all residents of The Aurora Highlands.

Over eighty (80) acres of commercial are planned to serve as destination and convenience retail and form a central gathering spaces for residents and visitors alike. Thirty-four (34) acres of corporate campus are planned along E-470 that are planned to offer necessary services to the residents of the area and encouraging job growth. These commercial, mixed use, and corporate uses encourage the growth of the economic growth of the E-470 corridor while fostering the larger vision of Aerotropolis.

To future the goals promulgated by Aerotropolis a separate Vision was prepared for the Urban District at The Aurora Highlands. During subsequent meetings with city officials, it was determined that the modifications to the MP contained herein are necessary to implement the shared vision expressed by the HKS Vision Study.

3. Zoning Conformance

Does the MP accurately reflect adopted zone district boundaries?

Response:

Existing Zoning- The Aurora Highlands is a planned development with existing and proposed zoning under the E-470 and North East Plains Sub-Areas. There are currently three zoning sub-categories within the development, including MU-R, MU-A, and R-2.

Proposed Zoning (Rezoning)- One (1) re-zoning application has been submitted and approved. This rezoning application is a request to change approximately +/- 212.3 total acres from a mix of MU-A and R-2 to a mix of MU-R and R-2. This will allow for creation of the proposed “walkable main street” (not to be confused with Main Street) in the northwest portion of the site which is more appropriate for the higher density mixed-use urban environment that is envisioned. Additionally, a small portion of MU-A in the southwest corner of Denali Blvd and 48th Avenue is being rezoned to R-2 to accomodate lower density attached multi-family development.

4. Potential Regulatory Conflicts

Are there any existing or potential conflicts between MP design ordinance requirements and the terms of any existing annexation agreements or agreements with other jurisdictions or interest groups? If so what are they and how do you propose to resolve them?

Response:

Amendment Number 3 to The Aurora Highlands approved MP is in conformance with previous annexation agreements and agreements with other parties.

5. Waivers

Does your current design require any ordinance waivers in order to be approved? If so, list each proposed waiver, and answer the following questions for each. (If no MP waivers are listed and approved, we will always interpret the final MP document to mean that all city code requirements will be met or exceeded.)

- *What are the specific site-related characteristics of your site that have led to the waiver request? (Do not include self-imposed hardships or constraints as a justification. Financial constraints may be considered, but only as they relate to unusual site conditions. Do not simply respond that meeting all development standards would be too costly.)*
- *What design alternatives have you considered to avoid the waiver? Why weren't these alternatives chosen?*

- *What measures have been taken to reduce the severity or extent of the proposed waiver?*
- *What compensating increases in design standards have you proposed to mitigate the waiver's impact?*
- *What compensating increases in design standards have you proposed to mitigate the waiver's impact?*

Response:

Due to the extended development timeline that The Aurora Highlands requires, the Applicant reserves the right to incur waiver requests at the time of Site Plan submittal that do not require additional Master Framework Development Plan amendments.

There are no additional adjustment requests from the previously approved waivers that are part of the approved MP.

6. Required City Facilities

What additional city facilities or services will the City of Aurora have to provide in order for your MP to be implemented? What police, fire, and recreation facilities are required and where are they located (inside or outside your MP boundary.) To what extent will your development plan help to fund or construct these facilities?

Response:

We will continue to work with the City to address locational requirements for these public facilities. A 2.3 acre fire station and multiple locations for Whelen sirens have been proposed with this MP.

7. Vehicular Circulation

Do your proposed arterial and collector roadways align with the arterials and collectors of adjacent properties? Do your roadway cross sections match adjacent cross sections? If not, explain why.

Response:

Many of the proposed arterial roadways align with the arterials roadways of adjacent properties. A new interchange at E-470 and Aurora Highlands Pkwy has recently been completed and is in addition to the interchange located at E-470 and 48th Avenue. These two interchanges will be a catalyst for commercial development along the E-470 corridor. Connectivity between the Windler and the Aurora Highlands commercial areas is provided by Main Street, and connectivity between E-470 and adjacent parcels to the east is provided by E 38th Pkwy.

It is expected that traffic along Harvest would include many large trucks and through traffic headed northbound from I-70 to DEN avoiding the E-470 tollway. Significant through traffic is not ideal for a residential community, therefore, Harvest traffic is diverted to Powhaton Road, located along the eastern perimeter of the residential community. The Powhaton-Harvest Interconnect will provide good through connectivity between the airport and I-70 without disrupting the residential neighborhoods. Collector roads are identified in the MP for internal connectivity. Ultimate locations are subject to change with future Site Plans.

The transportation network enforces the highland prairie theme of the community, and creates an amenity out of the transportation network. This allows for large divided medians, winding parkways, constantly changing views, and larger pedestrian corridors.

The proposed frontage road north of Aurora Highlands Pkwy, between E-470 and the adjacent development has been designed to allow shared use of the 10' wide multi-use trail adjacent to E-470. This eliminates the need for a sidewalk on the west side of the road section. Additional landscape requirements for berming and screening of service areas mitigate the impact of the road on the highway corridor.



8. Pedestrian Circulation

Do off-street trails on your site connect with those on adjacent properties? Do your cross sections match adjacent cross sections? If not, explain why?

Response:

A significant portion of the on-site regional trail system is either constructed or in the final design stages. This multi-use trail system links the homes, schools, and commercial areas within The Aurora Highlands and establishes future connections to adjacent developments as they become reality. The Aurora Highlands Parkway Trail is completed from E-470 east to 38th Parkway and is being extended further east as the Aurora Highlands Parkway is constructed. This trail is highlighted by wonderful landscaping, a concrete multi-use surface, and public art.

Another significant trail extends north from The Aurora Highlands Parkway trail, past the new Beach Club and aquatic park along the east side of Denali Blvd. This trail links parks, schools and neighborhoods and will eventually connect with the Windler property to the north. A similar trail running from the parkway, through the future regional park northeast along a wide drainage will also connect parks, schools and neighborhoods.

An additional north-south trail extends from the regional park north along the water line easement that connects to Harvest Road in the north. Together these trails provide residents with an alternative to vehicular use to access the most important places within the neighborhood. As retail and commercial uses develop along E-470 this extensive trail system will allow residents the opportunity to access stores and workplaces in addition to parks and schools.

9. Protection of Natural Features, Resources and Sensitive Areas

Describe how the development will be designed to protect, use or enhance natural resources and features. In particular, describe how the design of the development will respond to:

- *Water features, such as floodplains, streams, and arroyos.*
- *Adjacent parks and public open space*
- *Historic or archaeological sites*
- *Significant views of the Front Range and views from public parks and I-70 and E-470 and other collector and arterial streets*
- *Riparian wildlife habitat*
- *The approximate topographic form of major ridge-lines and swales*
- *Natural or geologic hazard areas, including unstable slopes and expansive soils*
- *Other natural features such as bluffs, ridges, steep slopes, stands of mature trees, rock outcroppings, or wetlands.*

Response:

The Aurora Highlands MP is designed to protect and enhance natural resources and features found on site, where possible. Specific design examples related to the above areas are described as follows:

- Water Features - Existing drainage corridors will be highlighted throughout the community as design features. These areas will be improved to accommodate pedestrian corridors and natural open spaces.
- Adjacent parks and public open space - Adjacent parks and open spaces, specifically trail corridors

will be continued, where applicable, onto The Aurora Highlands community.

- Historic and Archaeological Site – There are no known historic or archaeological significant sites located within The Aurora Highlands site boundary.
- Significant Views – There are expansive views to both the east and west from The Aurora Highlands community. Views will be preserved where applicable, via road alignment and open space corridors.
- Riparian Wildlife Habitat – There are no known major riparian wildlife habitats on site, however similar areas will be protected from development by being located within an open space and park corridor area, where possible.
- Topography – The general intent of the roadway network on site is to align with existing topography, where applicable. In addition, existing swales and drainage corridors are generally protected by being located within open space, park and trail areas.
- Natural or Geologic Hazard Areas – There are no known natural or geologic hazards area located within The Aurora Highlands site boundary.

10. Village Concept

Briefly describe the location of your individual neighborhood. How have you defined the boundaries for each neighborhood? How are the architectural styles and other design features distributed among the neighborhoods? Are there any styles or other design standards that are restricted to specific areas? Also fill out Urban Design Form F-2 to more fully describe the special standards and character of each neighborhood.

Response:

The design for this new community fully embraces the Aerotropolis Study and the City's recently adopted South of DEN Transportation Priority Study. Success of the Aerotropolis area will rely on two key components: extending infrastructure and building a sustainable housing base. Aerotropolis has the potential to generate 74,000 new jobs by 2040 if corporations call this area home. (Aerotropolis Visioning Study, 2016). However, as Cal Fulenwider, President of L.C. Fulenwider Inc. states in an article addressing the Denver Aerotropolis, "Corporate America doesn't come until they've got a place for their workforce to live and be happy". (Jackson, Denver Post 2012) This is achieved by creating a solid residential foundation from which large corporations can be supported. A variety of residential housing options is a key component in supplying the labor force and commerce needed for a successful industry based region.

Homes and businesses cannot be established until the infrastructure needed to support them is available. Rapid, collaborative infrastructure development is needed for the Aerotropolis region to be successful. Key opportunity areas for infrastructure development in the region are RTD connectivity and vehicular connections point to DEN from the south, specifically Jackson Gap Street and Picadilly Road - both of which would be accessible through future development of The Aurora Highlands and adjacent properties.

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These principles, in combination with a strong residential foundation, will foster the continued growth of the region and the Aerotropolis vision.

Implementation of the infrastructure requirements in and around the airport as proposed in this development will create a new frontier in the City of Aurora. The Aurora Highlands will be the catalyst enabling connectivity throughout the region.

This community will be planned, designed, and built with a uniquely focused vision that prioritizes the potential of connectivity and continuity—linking the past and future, the urban and the frontier, and embracing the Aerotropolis visions of easy access to transportation, comfort, and new community enthusiasm. The design intent is one where urban and suburban become one.

The Aurora Highlands will feature a variety of land uses which will be built out over the course of many decades and will therefore have many unique villages which will develop and mature over time.

The intent of The Aurora Highlands is to provide villages with a clear community focus that fulfill the Aerotropolis vision. The many villages will feature a large variety of housing categories from attainable attached, multi-family groupings, and single-family residences to larger family and estate based offerings.

The community also provides key areas and villages that feature an organized area for higher density residential, retail, restaurants and office space, providing the urban village lifestyle that this new generation of home-buyers want and often demand in the suburban setting they so desire.

Currently there are multiple proposed villages within the community. The villages are generally located within the quarter sections of the site designed around a local park or open space.

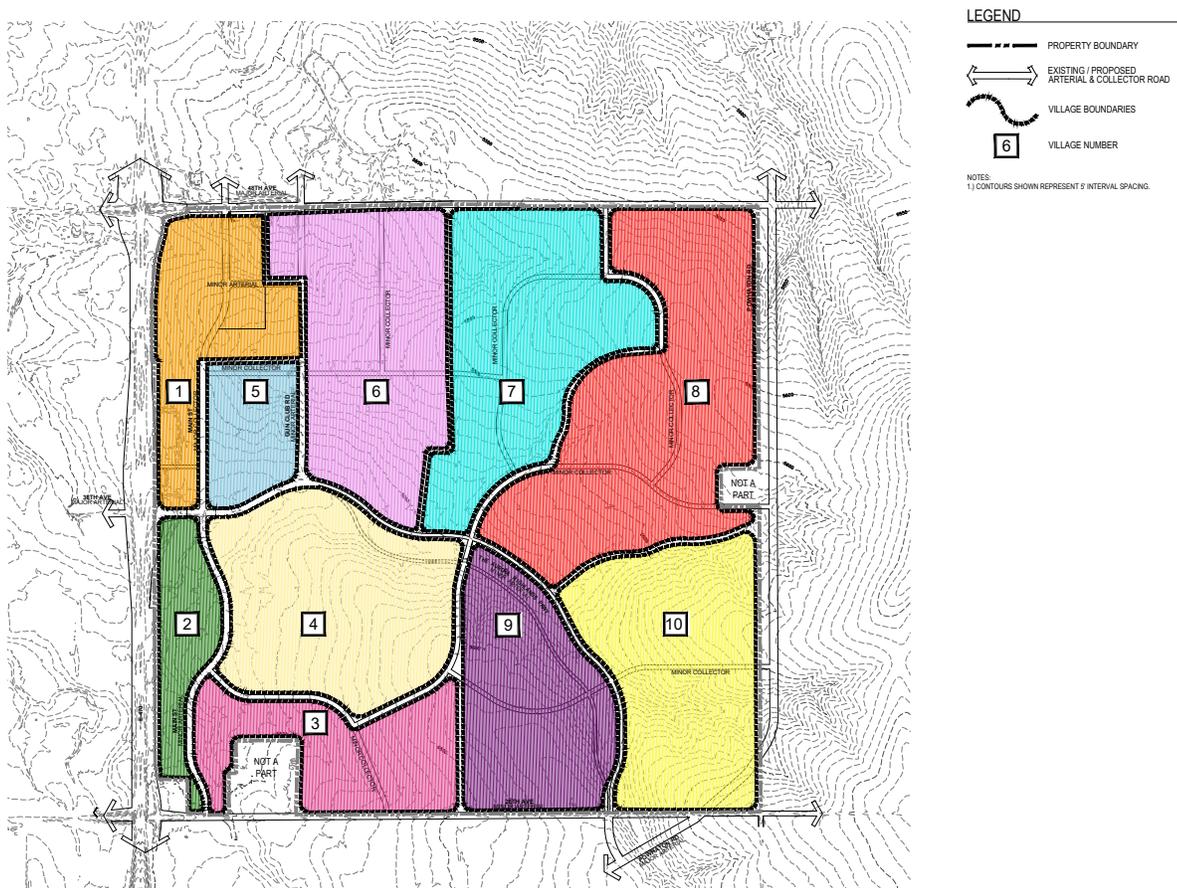
The Aurora Highlands is designed as a collection of villages, each with their own unique character and amenities, but with elements reflective of the overall theme and identity of the community. Systems of trails, open spaces and parks connect the individual villages together and offer pedestrians alternatives to vehicular travel.

Individual villages of The Aurora Highlands foster their own individual identity through the local parks, schools, civic, and commercial centers. Each village has their own unique combination of amenities which is reflective of their residents' needs and desires.

Because of the size and scale of The Aurora Highlands, and the long-term projected build out, it is difficult to accurately describe, in detail, the individual villages. Future real estate demands and aesthetic styles may change over the course of multiple decades, therefore, more specific information regarding individual villages will be provided at time of SP.

The Village Diagram includes an expanded Urban District of higher density commercial and residential mixed-use, a predominately retail and office mixed-use, and a “walkable main street” in the north area of the property.

11. Black Forest Ordinance



Is the Black Forest Ordinance applicable to your site? If so where do the impacted areas show on your exhibits, and how will the requirements of the ordinance be carried out?

Response:
 The Black Forest Ordinance is not applicable to this MP site.

12. Steep Slope Standards

Does your development plan include building on areas with an existing slope of 6% or greater? If so, what standards and design strategies have you adopted to deal with drainage and aesthetic issues? Have you reviewed and considered our recommended steep slope design guidelines? If not, why?

Response:
 The Aurora Highlands MP proposes potential areas of development that will be on slopes of 6% or greater. Specific standards and design strategies to address these will be included in the Site Plan submittal. The Aurora Highlands will conform to all applicable steep slope design guidelines. Locations of these conditions can be found under Tab 14, Slopes Analysis Map.

13. Consultations with Outside Jurisdictions and Agencies

Have you consulted with representatives of your local school district, the Colorado Division of Wildlife, the Colorado Department of Public Health and Environment, or other applicable local, state or federal agencies? If so, list the dates, contact person, and results of your discussions. Include any letters you've received from these agencies as an appendix to your application.

Response:

The design team has consulted with many jurisdictions and agencies throughout the course of The Aurora Highlands conception. Correspondence with the following agencies have occurred:

- E-470 Board and all affiliated Jurisdiction Representatives
- Aurora Public Schools
- Adams County
- Colorado Department of Transportation
- City of Aurora
- Urban Drainage
- Xcel Energy
- CIG
- American Tower
- Army Corps of Engineers
- Colorado Department of Wildlife
- Majestic Commerce Center

Coordination with these and other entities is ongoing to ensure the Aerotropolis vision of regional collaboration.