

**Town of Basalt, Colorado  
Ordinance No. 28  
Series of 2017**

**ORDINANCE OF THE TOWN COUNCIL OF BASALT, COLORADO APPROVING  
AMENDMENTS TO THE APPROVAL DOCUMENTS FOR THE WILLITS TOWN  
CENTER PUD**

**RECITALS**

A. Willits Town Center LLC, as the current Developer of the Willits Town Center PUD filed an application and subsequently submitted additional materials (collectively the "Application") with the Town of Basalt, Colorado ("Town"), for approval of amendments to the Approval Documents for the Willits Town Center PUD. The area included within the application consists of the area defined as Blocks 1-12 and all Tracts as shown on the Plat of Willits Town Center Planned Unit Development, recorded July 25, 2001 as Reception No. 763043, as the same has subsequently been amended and restated, and replatted into Filings and Condominiums.

B. Amendments to the existing approvals for Willits Town Center are being requested by the Developer. The more significant land use changes requested by the Developer include the following: A. Removing the requirement for a core and shell government space on Block 8 and replacing it with a 3-bedroom dwelling unit in Block 7 conveyed to the Town of Basalt; B. Amending the pocket park requirements to allow for the Applicant to either construct a new park on the Reed Street Right-of-Way or provide two new pocket parks on Block 4 and 9; C. Amending the PUD provisions requiring the developer to construct commercial uses on specified blocks in order to retain the ability to build additional residential square footage; D. Amending the PUD to allow the ability to transfer allowable floor area from commercial to residential uses; and E. Approving Amendments to the Block 6 Sign Plan.

C. The Technical Review Committee ("TRC") considered the application at TRC Meetings. The TRC recommended that the Planning and Zoning Commission recommend to the Town Council that it approve the amendments contained in the Application subject to certain conditions and modifications. The TRC made a finding pursuant to Section 1.11 of the PUD Control Document that the Application must proceed as a "two-step" amendment.

D. At a duly-noticed public hearing on October 17, 2017, the Planning and Zoning Commission considered the application and voted to recommend to the Town Council that it approve the amendments contained in the Application subject to certain conditions and modifications.

Please return to:  
TOWN OF BASALT  
101 Midland Avenue  
Basalt, CO 81621



RECEPTION#: 645399, R: \$93.00, D: \$0.00  
DOC CODE: ORDINANCE  
Pg 1 of 17, 02/26/2018 at 04:12:23 PM  
Janice K. Vos Caudill, Pitkin County, CO

Eagle County, CO  
Regina O'Brien  
Pgs: 17  
REC: \$93.00  
DOC: \$0.00

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03/12/2018  
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E. At a public hearing on October 24, 2017, the Council considered this Ordinance on first reading, and continued and the public hearing to November 14, 2017. The first reading and public hearing was continued on November 14, 2017 to November 28, 2017. At the November 28, 2017 meeting, the Council continued the first reading and public hearing to December 12, 2017. At the December 12, 2017 meeting, the Council continued the first reading and public hearing to January 9, 2018, where it was further continued to January 23, 2018. On January 23, 2018 the Council approved the ordinance on first reading and continued and set the public hearing and second reading for this Ordinance for February 13, 2018, for a meeting beginning no earlier than 6:00 pm at the Basalt Town Hall, 101 Midland Avenue, Basalt, Colorado.

F. At a public hearing and second reading scheduled for February 13, 2018, the Town Council heard evidence and testimony as offered by the Town Staff, the Developer and members of the public.

G. The Town Council finds and determines it is in the best interests of the Town to approve this Ordinance. The Town Council finds and determines that the approvals contained in this Ordinance are consistent with the Town Code and the Amended and Restated PUD Control Document for WTC. Further, the Town Council finds and determines this Ordinance is reasonably necessary to promote the legitimate public purposes of the public health, safety and welfare.

**NOW, THEREFORE, BE IT ORDAINED** by the Town Council of Basalt, Colorado, that, based on the Application, reports, evidence, testimony, exhibits and comments from the public, Applicant and Town staff, it hereby makes the following findings of fact and grants the following approvals for the Willits Town Center Planned Unit Development.

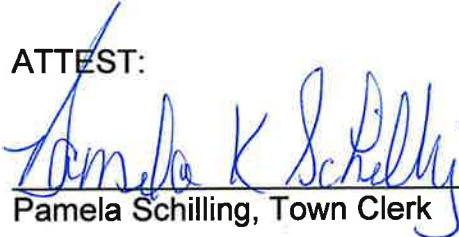
**A. FINDINGS OF FACT.** The Town Council conclusively makes and adopts the findings and conclusions set forth above and below.

1. The Application is appropriate for review as a two-step review.
2. The amendments as approved by this ordinance are in general conformity with the intent and purposes of the Development Plan for WTC, as amended.
3. The amendments as included in this ordinance reasonably conform to the intent and purposes of the Basalt Master Plan.
4. Any variations from Town Code or amendments to the Development Plan approved by this Ordinance are designed to accomplish the purposes of planned unit developments as described in the Town Code.

TOWN OF BASALT, COLORADO

By:   
Jacques R. Whitsitt, Mayor

ATTEST:

  
Pamela Schilling, Town Clerk



First Publication: Thursday, February 1, 2018  
Second Publication: Thursday, February 22, 2018  
Effective Date: Thursday, March 8, 2018

**Exhibit A**  
**Conditions of Approval**

**Amendments to Control/Representations**

1. The approvals and conditions contained herein shall govern and control over any inconsistent provisions of all prior approvals for the Property, including, but not limited to those conditions of approval in Ordinance No. 28, Series of 2015 is amended as shown in **Exhibit A-1**.
2. The Developer shall comply with all representations set forth in the Application.
3. The Developer shall comply with all material representations made in hearings before the Planning and Zoning Commission (P&Z) and Town Council.

**Floor Area within Willits Town Center**

4. This approval increases the prior cap of residential Floor Area by an additional 58,000 square feet to that granted by Ordinance No. 28, Series of 2015.
5. This approval clarifies that the Floor Area within the WTC PUD is not governed by specific Floor Area caps for each block. The Floor Area within the WTC PUD is governed by the amended Exhibit FA-Use table attached as **Exhibit A-2** and by the other provisions of the current WTC PUD Control document. Fully deed restricted affordable housing and square footage for an "Arts Center" as defined in this PUD is not included in the maximum Floor Area limitations. For Blocks 3, 4, 9, and 11, the Floor Area calculation shall be reduced by 2,000 square feet per block for any block on which of the building's central plant boiler and chiller equipment units are not placed on the rooftops (other rooftop equipment shall be allowed).

**Parks and Open Space**

6. The increase in the residential Floor Area granted by this approval shall be subject to payment of fees in lieu for the Town's parkland dedication and improvements. The payment is due for each unit which is subject to the parkland dedication and improvement requirement at the time of building permit. The park impact fee will be assigned to the first dwelling unit after building permits have been issued for 100 dwelling units cumulatively on Blocks 3, 4, 8, 9, or 11 and to all subsequent dwelling units. The funds expended by the Developer for Reed Street Park improvements, the pocket park on Market Street and any other park improvements paid for by the Developer on or off site, including reasonable

planning and engineering expenses, in excess of existing park requirements on Block 3 will be subtracted from the parkland dedication/improvement fee-in-lieu payment requirements. If the Reed Street park and Market Street pocket park improvements are not constructed by the time the payment is due, the Town Planner may accept cost estimates for the improvements. In no event will the fee be greater than \$10,000 per unit before the credits are applied.

7. The Developer shall provide the Reed Street Park and Market Street pocket park as provided in Condition No. 9 in **Exhibit A-1**.

### **Integrated Transportation**

8. The Developer shall amend the Master Association Covenants to provide a contribution of \$8,000 per year to the Town for a bikeshare, alternate carshare program or other program designed to reduce vehicle use as designated in writing by the Town prior to each calendar year, beginning in 2019 for operating expenses until the last developable Block has an initial core and shell certificate of occupancy.
9. The Developer shall continue to provide bicycle storage and amenities throughout the buildout of the PUD. With each block filing, the Developer shall submit an initial bike amenities plan that shows bicycle racks and where needed bikeshare station locations to be approved by the TRC before the filing of the plat. The bicycle storage and bikeshare locations shall provide that the sidewalk include a minimum 5-foot depth without any obstruction.
10. The Developer shall pay \$250 per dwelling unit for units at 1,800 total square feet or less and \$350 for any unit larger than 1,800 total square feet at the time of building permit (except for Block 3 in which the prior requirement of \$200 per unit will apply) to the Town for use in implementing a bikeshare, carshare program or other green initiatives at the discretion of the Town instead of the \$200 per unit required by Condition No. 9 of Exhibit A of Ordinance No. 11, Series of 2010.
11. The Developer shall install three new electric vehicle charge stations on street to be installed one per block for each of Blocks 4, 9 and 11 upon development of each Block.
12. Before building permit issuance on the next block after Block 3, the Applicant shall confirm to the satisfaction of the Town Manager that the Development is in compliance with the Colorado Department of Transportation's (CDOT's) Access Control Plan regulations and approval for the project.
13. Before a certificate of occupancy is issued on development on the first of Blocks 3, 4, 8, 9, or 11, the Developer shall pay for an ADA parking plan approved by the TRC for the Willits development using a consultant approved by the Town.

The plan shall identify where parking on street and the Willits garage should be modified to meet current requirements and those with accessibility needs. However, Applicant shall not be obligated to implement any such recommendations.

14. Before a certificate of occupancy is issued on development on the first of Blocks 3, 4, 8, 9, or 11, the Developer shall prepare a signage and wayfinding plan with Town Staff and including RFTA to encourage more use of the public parking spaces in the Block 2 parking garage. Staff will be responsible for leading the coordination with the Block 2 property owner and the Town will be responsible for implementing the sign program.
15. The exhibit included in the application titled, "Truck Routing Plan 2017", is not approved.

### **Affordable Housing**

16. In order to satisfy the updated affordable housing obligations created by the provisions of this ordinance the Developer shall:
  - A. Convey a 3-bedroom residential unit to the Town; and
  - B. Build and deed restrict two affordable housing units which may be located anywhere within Blocks 4, 9 or 11. Each such unit will contain two-bedrooms and 1 ½ baths and otherwise satisfy the Basalt Community Housing Guidelines for deed restricted Category 2 units. The two units could be located together or in different blocks. The first of the two affordable housing units will be required to be provided before or in conjunction with the first residential building in the 2<sup>nd</sup> of these three blocks to be granted residential building permits and the second of the two units will be provided before or in conjunction with the first residential building in the 3<sup>rd</sup> of these three blocks to be granted residential building permits. The units will be owned as either for rent or for sale units, depending on how the rest of the residential units in the building containing the affordable housing units are owned and operated. The parking requirement for the two affordable housing units would be at the same requirement as the free market units and can be located on site or underground in Block 10, at the Developer's option, provided the owners' association documents for Block 10 do not prohibit use of parking on Block 10 for units located on other Blocks..
  - C. If the Developer builds more than 322,605 square feet of commercial, the additional affordable housing fee in lieu shall be determined by Staff and charged to the Developer as cash in lieu settlement at the time of building permit.
  - D. In the event that the Developer elects to provide parking for the above two

affordable housing Units in Block 10, then the Developer will convey to the Town all automobile and motorcycle parking spaces located below grade within Block 10 currently owned by Developer and the Developer will not be obligated after that time to provide parking for the affordable housing units. Any such conveyance of parking spaces shall be subject to the prior review and approval of the Town Manager, which approval shall not be unreasonably delayed or denied. The Developer shall be responsible to pay any owner's association dues with regard to each space until the earlier of the Town or a tenant of the Town occupying the space, the Town selling the space, or two years after the Developer's conveyance of the parking.

### **Signage and Lighting**

17. The amendment request to permit each commercial tenant in Block 6 that has a commercial space that extends entirely from the north to the south façades of the building and that contains a minimum frontage of 16 feet in width on both Market Street and the Whole Foods Parking Lot shall be allowed one wall or awning sign up to 32 square feet facing Market Street and one wall sign up to 16 square feet facing the Whole Foods parking lot. Additionally, all other site-specific sign approvals and interpretations previously granted shall remain in effect and the TRC retains the ability to grant other site specific requests. However, the requests for additional signage for the basement space and for an additional sign for the upper floor tenants shall be reviewed by the P&Z upon the submittal of visual representations of a sign plan for this additional signage. The Applicant or Staff may appeal the P&Z's determination to the Town Council.

### **Other site plan considerations**

18. The Developer is responsible for constructing the parking along the west side of Pioneer Street from Lewis Lane to Harris Street. The Developer will construct a fence, wall and/or berm along the west edge of the parking spaces to a height of at least 4 ½ feet above the level of the parking lot in order to shield vehicle headlights from neighboring properties.
19. Developer will contribute a maximum of \$20,000 toward safety improvements at the intersection of East Valley Road and Harris Street, including park lighting. Developer will amend the Master Covenants to require the Master Association to contribute \$500 per year to maintain crosswalk striping.

### **Construction Management**

20. The Developer shall be responsible for dust control on all undeveloped portions of the project. The Developer shall maintain the fence on Block 11. Prior to the issuance of a certificate of occupancy on Block 3, the Developer shall construct and maintain a 6-foot tall opaque cedar fence on the portions of Blocks 4 and 9 fronting on Harris Street and Pioneer Street until a construction management

plan is approved by the TRC for construction on those Blocks. Such fences shall be maintained until the TRC authorizes the removal of the fence as part of a building permit for a construction permit. The TRC may approve an alternate plan which provides a pleasant pedestrian experience and appearance for residents and visitors to the WTC PUD.

### **Effectuation of Amended Floor Area Approvals.**

21. The TRC shall have the authority to extend the deadlines included in Ordinance No. 28, Series of 2015 in Conditions No. 24-28 for recording approval documents and the approval notebooks. The increase in residential Floor Area from 138,000 square feet as included in the current recorded First Amended and Restated PUD Control Document to 227,417 square feet will not be effective until the WTC PUD Control document and other documents are amended in accordance with the WTC ordinances approved since the First Amended and Restated PUD Control Document and such amended documents are recorded in the public records or the Town at its sole discretion records an alternative document to clarify the effective PUD requirements. Regardless, the approvals contained in this ordinance shall not take effect until the Developer has entered into a development agreement as approved by the Planning Director and Town Attorney accepting the obligations included in this ordinance and including adequate assurances to the Town that the Developer obligations outlined in this ordinance and prior approvals will be satisfied regardless of whether the Developer sells off all or a portion of the remaining properties.

### **RETA 2**

22. The Developer will assign to the Town its right to receive all "RETA 2" funds (that is, the amounts the Developer is entitled to receive as reimbursements pursuant to the Declaration of Restrictive Covenant recorded at Reception No. 201312071) for Block 1 Lot 3; Blocks 2, 4, 8, 9 and 11; the 2<sup>nd</sup> and 3<sup>rd</sup> floors of Block 6; and Block 12, as applicable, and for the following properties after the Developer has received RETA 2 funds resulting from the first round of real estate sale transactions occurring on the following blocks: Block 10 (ground level only) Block 7 (all nonexempt space), Block 6 (ground and basement levels only), and Block 3. The Town and the Developer will amend the RETA 2 covenant with regard to any property currently owned by the Developer such that the revised restricted covenant will contain the following language for the Town's use of the RETA 2 funds:

*The funds will be subject to appropriation by the Town Council of the Town of Basalt for the purposes of acquisition or construction of public structures or facilities, open space, trails or parks, community housing, or for contribution to locally-oriented non-profit organizations in the Town of Basalt that are reasonably required as a result of the Willits Town Center Development or that reasonably benefit the owners of*



*property in the Willits Town Center Development as determined by the Town Council in its discretion.*

For purposes of clarity, any property subject to RETA 2 that is not currently owned by Developer shall remain subject to the RETA 2 language as it exists in the above referenced covenant unless amended by the current owner of such property.

### **Construction of Pioneer Street and Development of Town Park-Arts Tract**

23. Exhibit PP of the WTC PUD control document is amended to reflect that Pioneer Street and its associated improvements must be additionally secured and constructed in conjunction with the filing and development of Block 9 from Lewis Lane to Market Street but that the Developer is not required to build Pioneer Street from Reed Street Park to Harris Street as part of the Block 9 development.

### **Other**

24. The TRC may review and approve minor amendments to the approval documents necessary to effectuate the intent of the final development approvals, or to make improvements to the design of the project.

**Exhibit A-1**  
**Amendments to Ordinance No. 28, Series of 2015**

*The specific numbered conditions in Ordinance No. 28, Series of 2015 are amended as shown in this exhibit. The language included in these conditions control over the language included in Ordinance No. 28, Series of 2015.*

**Development Program and Changes to Permitted Square footage:**

3. The request for residential and commercial square footage is approved subject to the following:
  - A. Block 4 and 9 will each have commercial space along Robinson Street that occupies at least 90% of the street frontage area and maintains a depth of at least 40 leasable feet. Such commercial storefront areas and depth of space may be reduced commensurate with areas provided with widened sidewalks beyond 10 feet or park areas subject to TRC approval. No free-market residential square footage is permitted to receive a certificate of occupancy on Block 4 and 9 unless that commercial area has received a building permit and is under construction.
  - B. *This condition is not being amended.*
  - C. No more than 174 additional free-market residential units may be constructed in the Willits Town Center Development on Blocks 3, 4, 9 and 11. No new residential unit may be larger than 1,800 square feet in total Floor Area (not counting any garage space) except that in Block 11 five units may be 2,250 square feet in total Floor Area, and two units may be 2,500 square feet of total Floor Area (not including up to 580 total square feet of unheated garage space) for any new residential unit that is a multi-level unit.
  - D. A site plan shall be submitted for any development on Blocks 3, 4 and 9 for review and approval by the P&Z at a public hearing. The Developer may appeal the P&Z's decision to the Town Council. The requirement for P&Z site plan approval will not apply once design guidelines (as referenced in Condition 8 herein) for entirely residential buildings have been accepted by the TRC and P&Z and incorporated into an amended PUD document for residential buildings (which are not proposed to be converted to commercial). It is noted that the Site Plan has been submitted and approved by the P&Z for Block 3 as required by Town Council Ordinance 28, Series of 2015 and that approval shall govern unless it expires or is amended by the P&Z.
7. The Town Council hereby replaces the requirement included in Condition 7C, of Exhibit E of Ordinance No. 11, Series of 2010 which requires the Developer to design, engineer, and construct a 1,200 square foot transit/government building on Block 8 of the Willits Town Center PUD and to

convey to the Town a portion of Block 8 and the "Transit Parcel" with a new requirement for the Developer to convey to the Town approximately 1,800 square feet of commercial space in Block 10 on or before 120 days after the effective date of this ordinance, and provided that the Developer shall be responsible to pay any owner's association dues with regard to such space until the later of the Town or a tenant of the Town occupying the space or one year after conveyance of the commercial space. For clarification, the space shall be conveyed in its current size which is somewhat larger than 1,800 square feet.

### **Design Guidelines:**

8. TRC may grant waivers to the design guidelines for maximum building size on Blocks 4, 9 and 11 provided the TRC and P&Z (until the time that new Design Guidelines are adopted for entirely residential buildings in accordance with this ordinance) find that the following are satisfied:
  - A. The development on each of Blocks 3, 4, 9 and 11 is provided with sufficient fenestration, use of different colors, materials and detail that it appears that the PUD maximum building size specified in Section 3.2 of the PUD Control document is met. Regardless, no one commercial first floor use on these Blocks shall exceed 27,000 square feet unless permitted by one-step review or the use is a hotel per the then applicable PUD requirements.
  - B. Residential development facing Pioneer Street or Lewis Lane is not required to follow the PUD design condition that residential on the first floor be designed to allow for conversion to commercial uses. Until the Design Guidelines have been amended, site plan review will be pursuant to Section 3D above.
  - C. The new development on Blocks 4, 9 and 11 shall be built so that the portion of the block devoted to commercial use on the first floor shall face commercial development across the street as further determined by the TRC described below:
    - i. The first floor of Block 11 shall be developed as commercial facing north on Market Street. Block 11 commercial space facing east on East Valley Road shall match the commercial storefront area (exclusive of the residential lobby) of Block 7 and shall be no less than 25 feet in depth of leasable area facing Robinson Street (and 25 feet of storefront width along Robinson Street) and East Valley Road. Such commercial storefront areas and depth of space may be reduced commensurate with areas provided with widened sidewalks beyond 10 feet or park areas subject to TRC approval.
    - ii. East Blocks 4 and 9: Commercial development shall face Robinson Street in accordance with Section 3A of Exhibit A-1 above.
  - D. The Design Guidelines shall be amended to address appropriate landscaping

and/or screening for on-grade parking lots that provides for safety while creating an attractive street and pedestrian experience along the sidewalks and streets in Willits Town Center.

9. The alleys shown on the plat for Blocks 4, 9 and 11 are hereby vacated.

Developer shall build the Reed Street Park which will include amenities such as those shown on the plan prepared by Mt Daly Enterprises LLC dated 1/03/2018. The Final Park Plan requires approval by the TRC after recommendation from the Parks, Open Space and Trails (POST) Committee. The Developer shall amend the Master Association Covenants to provide that Reed Street Park be maintained by the Willits Town Center Master Association. The Reed Street Park design will be required to be approved before the plat filing on either Block 4 or Block 9 and security provided in accordance with the requirements for public improvements in the PUD Control Document. Installation of the Reed Street Park will be completed the earlier of any certificate of occupancy for Block 4 or Block 9 with the exception that the TRC can delay construction on the area adjacent to the Block which has not been filed to allow the park development to correspond to the adjacent building development or to respond to weather conditions.

Developer shall make the Market Street enhancements shown on the landscaping plan prepared by Mt. Daly Enterprises LLC dated January 10, 2018.

The Market Street Pocket Park enhancements as shown and noted will be completed prior to the issuance of a certificate of occupancy for Block 9, with the exception that the TRC can delay construction on the area adjacent to the Arts Center Block if construction thereon has not been completed to allow the park development to correspond to the adjacent building development or to respond to weather conditions.

Each of Blocks 4, 9, and 11 shall be provided with a loading area of a size to be approved by TRC.

10. The Developer shall fund a portion of the replacement of the current traffic calming devices located on East Valley Road by paying for one/half of the cost incurred by the Town, and which shall not exceed \$200,000. The Developer shall reimburse the Town upon delivery of an invoice from the Town.

**Parking and Traffic:**

11. For clarification the off-street parking requirement is 2.0 off street parking spaces for each two-bedroom or larger unit and 1 space for smaller units. The TRC has the ability to approve tandem parking as it deems reasonable. Affordable housing units in Blocks 4, 9 and 11 may utilize the parking spaces in the Block 10 garage as permitted by Condition No. 16 of Exhibit A.

**Parks and Daycare:**

16. At building permit, each new free-market dwelling unit shall pay a daycare impact fee of the following for land acquisition and construction of a daycare facility in or near Willits Town Center:

<i>One-Bedroom or Efficiency Dwelling Unit</i>	\$ 0
<i>Two-bedroom Dwelling Unit</i>	\$2,220
<i>Three-bedroom Dwelling Unit</i>	\$4,424
<i>Four-bedroom Dwelling unit</i>	\$6,624

**Final Approval Documents and Other Legal:**

19. The documents required by this approval shall be approved by the Town Attorney, executed by the Developer, successor or assigns, and recorded into the public records before the earlier of a construction permit being issued for Blocks 3, 4, 9 or 11 or within 180 days of the effective date of this ordinance. All documents that have not been brought into compliance with current approvals are included in this requirement.
20. Before any construction permit is issued on each block, the Developer shall provide an indemnification agreement and maintain it while any construction work is occurring for Developer work on Town property until the project is built out and the responsibilities for "Developer" under the PUD are extinguished.
21. For clarification - Condition No. 21, which provided that the developer's approval of additional Floor Area would expire if the approval documents required herein are not executed by the filing deadlines or a building permit is not issued for commercial Floor Area on one of Blocks 3, 4, 9, or 11 within three (3) years from the effective date of this ordinance is not applicable. The provisions in this ordinance apply.
22. The Developer shall comply with all other conditions of the prior approvals except as modified herein.
23. The Developer shall provide a digital version of the approval notebook for use by all the parties within 180 days from the effective date of this approval. The above requirement is permitted to be waived or delayed by the Town Planner.
24. For clarification, any Declaration of Covenants to be applicable to the WTC PUD shall be reviewed and approved by the Town Attorney to determine that it is Colorado Common Interest Ownership Act (CCIOA) compliant and commercially reasonable. The Developer may appeal the Attorney's decision to the Town Council for a determination.

Exhibit A-2

**EXHIBIT FA-USE  
TO SECOND AMENDED AND RESTATED PUD CONTROL DOCUMENT  
MAXIMUM ALLOWABLE FLOOR AREA BY USE<sup>1</sup>**

<u>Type of Use</u>	<u>Maximum Floor Area</u>
Retail Use	Up to 421,583 <sup>2</sup>
Retail "Medium Box"	60,000 <sup>3</sup>
• retail wrap	N/A <sup>4</sup>
Additional "Medium Box" limited to use as Specialty Grocer, including food prep and service	N/A <sup>5</sup>
Office in Mixed-Use Buildings	N/A
Office Single Use	60,000 <sup>6</sup>
Hotel	60,407 <sup>7</sup>
• retail/office wrap in hotel	N/A
• conference/restaurant in hotel	N/A
Showroom/Warehouse	60,000
• retail wrap in showroom/warehouse	N/A
Free Market Residential	138,000 up to 227,417 <sup>8</sup>

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<sup>1</sup> The WTC PUD allows a maximum of 563,717 square feet of commercial and free-market residential floor area (maximum floor area). Fully-deed restricted affordable housing and square footage for an "Arts Center" as defined in this PUD are not included in the maximum floor area limitations.

<sup>2</sup> The WTC PUD allows the maximum square footage of commercial use as initially provided by Exhibit B of Ordinance No. 28 of 2015. The overall WTC PUD limit of 563,717 square feet applies.

<sup>3</sup> "N/A" means that the Maximum Floor Area Limitations set forth in this Exhibit do not apply to the use.

<sup>4</sup> "Medium Box" means a retail store operated by one business, the Floor Area of which is between 25,000 square feet and 40,000 square feet or larger if approved pursuant to paragraph 3.2 of the PUD Control Document.

<sup>5</sup> A Specialty Grocer on Block 2 (with or without residential and office above or storage below) as approved by Ordinance 11, Series of 2010 is exempted from the 40,000 square feet of floor area per building size limitation and maximum footprint limitation of 27,500 and is subject to the requirements included in that Ordinance.

<sup>6</sup> "Office Single Use" means one building which is used solely for office uses conducted by one business entity. The aggregate of the Floor Area of such buildings shall not exceed the Maximum Floor Area set forth above in this Exhibit. Office space in a mixed use building, e.g. where retail and/or residential uses are also undertaken in the building, is not subject to the Office Single Use limitations of this Exhibit.

<sup>7</sup> A Hotel on Block 12 is exempted from the 40,000 square feet of floor area per building size limitation and maximum footprint limitation of 27,500 pursuant to Ordinance 11, Series of 2014.

<sup>8</sup> The Floor Area for free market residential is limited to the First Amended PUD Control Document's 138,000 square feet until the Second Amended PUD Control Document is recorded in the public records pursuant to Ordinance No. 28, Series of 2017 or the Town at its sole discretion records an alternative document to clarify the effective PUD requirements is recorded.

5. The amendments to the Development Plan as approved by this Ordinance will comply and be integrated into the existing development in the area and particularly within WTC.

6. The amendments to the Development Plan as approved by this Ordinance will not have an adverse environmental impact, excessively increase traffic hazards or congestion, overload utilities or otherwise be detrimental to the general welfare of the community and to the WTC and will not affect in a substantially adverse manner either the enjoyment of land abutting on or across the street from the WTC or the public interest.

7. In accordance with § 24-67-106(3) (b), C.R.S., the modifications, removal or releases as approved by this Ordinance are consistent with the efficient development and preservation of the entire planned unit development, do not affect in a substantially adverse manner either the enjoyment of land abutting upon or across the street from the planned unit developer or the public interest and are not granted solely to confer a special benefit on any person.

8. The approvals granted herein by the Town are in accordance with CRS 38-12-301, regarding rental housing. The Developer is voluntarily agreeing to the provisions included in the amendments to the WTC approval documents as included in this ordinance.

9. Based on information provided by the Mid-Valley Metropolitan District, upon compliance with the conditions contained herein, there is adequate water supply to accommodate the development pursuant to C.C.R. 29-20-301.

10. It is in the best interests of the citizens of the Town of Basalt that the Application be approved as described in this Ordinance.

**B. APPROVAL AND CONDITIONS OF APPROVAL.** The Town Council hereby approves the amendments to the Approval Documents as described in the Application and in order to effectuate the amendment request described in Recital B above subject to the following conditions.

1. The approvals granted hereby are specifically conditioned on and subject to compliance with the conditions included in the attached **Exhibit A, Exhibit A-1, and Exhibit A-2** incorporated herein by this reference. Interpretations of the provisions of this ordinance shall be governed by the parameters of Section 1.11 of the Amended and Restated Willits Town Center PUD Control Document (WTC PUD).

2. The Mayor of the Town of Basalt and the Town Clerk are hereby authorized to affirm the approval of the Town Council by signing and delivery for recording an amended PUD control document for Willits Town Center consistent with the purposes and intent of this Ordinance (including as set forth in the Recitals and Exhibits, and consistent



with Ordinances of the Town related to WTC approved by the Town Council subsequent to the date of the existing WTC PUD) subject to the prior review and approval by the Town Attorney.

3. Prior to or simultaneous with the recording of the amended PUD control document, the Developer and the Town shall execute and deliver for recording amendments or supplements to the WTC Approval Documents to satisfy compliance with the conditions of approval included in this Ordinance. After approval by the Town Attorney, the Mayor and Town Clerk are hereby authorized to execute and deliver any additional amendments to the WTC Approval Documents reasonably necessary to accomplish the purposes and intents of this Ordinance.

4. The PUD Control Document included approval of "Plans and Specifications" as defined at Section 1.10(n) thereof. To accommodate the amendments approved hereby. The Applicant shall submit amended Plans and Specifications consistent with the conditions included herein for review and approval by the TRC and the Mid-Valley Metropolitan District before filing the amended PUD control document.

5. This Ordinance, after fully executed, shall be recorded in the office of the Clerk and Recorder of Eagle County, Colorado.

6. In the event that the Applicant and Town Attorney are not able to reach agreement on one or more of the documents approved herein, it shall be brought to the Town Council at a regular or special meeting to review the final terms and conditions thereof.

7. The approvals and conditions contained herein shall be binding on and inure to the benefit of the heirs, successors and assigns of the Applicant and the owners of the Property.

8. If any part, section, subsection, sentence, clause or phrase of this Ordinance is for any reason held to be invalid, such decision shall not affect the validity of the remaining portions of this Ordinance and the Town Council hereby declares it would have passed this Ordinance and each part, section, subsection, sentence, clause or phrase thereof regardless of the fact that any one or more parts, sections, subsections, sentences, clauses or phrases be declared invalid.

**READ ON FIRST READING, ORDERED PUBLISHED AND SET FOR PUBLIC HEARING TO BE HELD ON February 13, 2018, by a vote of 7 to 0 on January 23, 2018.**

**READ ON SECOND READING AND ADOPTED, by a vote of 7 to 0 on February 13, 2018.**