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I. Ever Vail Update – November 2010

A. Introduction

Ever Vail, LLC, an affiliate of Vail Resorts Development Company (the Applicant) is providing updated plans and application materials for the Ever Vail project. The Ever Vail project has been in the Town of Vail approval process since 2007, having been reviewed in approximately 35 meetings and hearings with the Town and the community. The review process has positively shaped and re-shaped the project since the original plan submitted three years ago. Many milestones have also been achieved in that process, including the review and approval of the relocated South Frontage Road by CDOT and FHWA.

The revised plans provided today reflect the input and comments we have received over the last year and which we believe have crafted a better project overall. The most significant change to the programming is the reduction of the total square footage of commercial retail uses within the project. We heard strongly from the community, the Town Council, and the Town staff that there was concern that the amount of retail being proposed would compete too heavily with the other core retail areas. Your economic and fiscal consultant, EPS, and our economic and fiscal consultant, BBC Research, were also concerned about the viability of the amount of retail area being proposed. We are convinced that reducing the commercial retail area to a level that is necessary to simply serve the population living, staying and parking at Ever Vail is the right approach for this project. There is now enough retail floor area to serve Ever Vail with success and vibrancy, but those staying within Ever Vail will need to seek out other shopping and dining opportunities within the Town to feel commercially satisfied.

The following are some of the more significant aspects of the project that have been improved or maintained in the updated design that will add to the success of the project:

- Revisions to the Red Sandstone Creek corridor creating a larger open park-like area. We eliminated one of the two pedestrian bridges across Red Sandstone Creek and added a new pedestrian and bicycle bridge across Gore Creek making the project much more accessible to the Gore Creek trail. The Applicant is also proposing to grant a conservation easement for the Red Sandstone Creek to the Town, which today runs across private property, as suggested by the Town's Comprehensive Open Lands Plan;
- There is a significant reduction in the building mass based on comments we received from the Planning and Environmental Commission (PEC), eliminating most of the bridges connecting buildings and opening up the pedestrian areas to more light and air;
- With the reduction of retail floor area, Market Street has been modified to a pedestrian area with a short segment of residential development at the grade level, complementing the grade level of the Ritz-Carlton Residences across the street, and then leading to the front door of the new RockResorts hotel and into the commercial zone of the Ever Vail project;
- A 4-star RockResorts hotel with 102 hotel rooms will be complemented by the addition of 29 lock-off units within the hotel. There are also an additional 20 lock-offs in the project bringing the number of



keys to potentially 342 (hotel rooms + managed dwelling units + lock-offs) and helping to meet Town goals of “warming up” the project as much as possible.

- The revised transit and bus stop facilities in the project, given the nod by both Town staff and PEC, are capable of accommodating both skier drop-off and bus stop facilities in close proximity to the proposed gondola;
- The 400 publicly-available parking spaces beyond the required parking for uses on the site remain in the project. The Town’s master plan suggests that the property accommodate public parking in this area. The Applicant took this master plan goal one giant step forward by not only accommodating for the 400 parking spaces, but actually committing to paying for their construction at no financial impact to the Town of Vail. With the required parking to serve retail uses on the property, the proposal includes a total of 665 spaces available to skiers and consumers;
- Ever Vail is proposed to contain approximately 67% of the employee housing requirement on-site which is in excess of the Town’s requirements;
- The relocation of the weekend DEVO program from Golden Peak to Ever Vail remains in the plans, thus reducing the congestion problems encountered along Vail Valley Drive. The 12,000-square-foot recreational facility for the Vail Recreation District’s Youth Services includes an 80-foot-tall climbing wall within a glassed structure acting as an iconic element for the project.
- The project master plan maintains the USGBC Stage One LEED for Neighborhood Development approval with a Platinum designation, the highest level achievable under the program. The Applicant believes that the sustainable and green aspects and LEED rating of this project will set Ever Vail apart from other resort projects across the country and throughout the world, and will help position both Vail Resorts and the Town of Vail as leaders in their collective pursuits of sustainable goals; and

Finally, the Applicant has revised the project such that there is no need for any variances to Town Code. The project fully complies with Town Code and is consistent with the Lionshead Redevelopment Master Plan.



B. Background

In March of 2007, the Applicant submitted the original application for a rezoning and major subdivision to facilitate the review process for Ever Vail. The application was reviewed by the Planning and Environmental Commission on September 22, 2007, following a staff recommendation of approval, who subsequently recommended approval to the Town Council. The Town Council requested that the Applicant return with all applications necessary to facilitate the Ever Vail project, rather than just the Major Subdivision and Rezoning request, and the applications were subsequently withdrawn to allow the Applicant to prepare the entire entitlement package for review by the Town of Vail.

On December 2, 2008, the Applicant submitted all applications to facilitate the development of Ever Vail. The early part of 2009 was spent reviewing the proposed Frontage Road and a general overview of the project, with meetings occurring all through 2009 and culminating in substantial revisions to the plans based on the input from Town Staff, Planning and Environmental Commission, Design Review Board, and Town Council, in addition to input received at the various public open houses. Revision to the plans were made in November of 2009, addressing this input. Since the March 2007 submittal, the following public meetings have occurred:

Meeting	Board	Date	Topic
1	Planning and Environmental Commission	5-14-07	Worksession
2	Planning and Environmental Commission	6-25-07	Worksession
3	Planning and Environmental Commission	7-23-07	Worksession
4	Planning and Environmental Commission	9-24-07	Major Subdivision approval, rezoning discussion
5	Planning and Environmental Commission	10-22-07	Recommendation of approval for Rezoning
6	Town Council	1-22-08	Update
7	Town Council	7-1-08	Update
8	Town Council	7-15-08	Rezoning Request
9	Town Council	9-2-08	Amendment to Vail Land Use Plan for Cascade Crossing, Vail Professional Building, GLOB
10	Planning and Environmental Commission	12-22-08	Frontage Road
11	Design Review Board	1-7-09	Frontage Road
12	Planning and Environmental Commission	1-12-09	Frontage Road, Major Subdivision
13	Planning and Environmental Commission	1-26-09	Frontage Road, Major Subdivision, Extensive Site Visit
14	Planning and Environmental Commission	2-9-09	Frontage Road, Vehicular Circulation, Pedestrian Connections
15	Planning and Environmental Commission	2-23-09	Frontage Road, Major Subdivision
16	Planning and Environmental Commission	3-13-09	Frontage Road, Major Subdivision, PEC approval of width of R-O-W
17	Town Council	4-21-09	Frontage Road endorsed for submittal to CDOT
18	Planning and Environmental Commission	12-14-09	Project overview, public and private parking, skier parking analysis
19	Town Council	12-15-09	Update on project
20	Design Review Board	12-16-09	Project overview, review of site plan and landscape plan, general architecture

Meeting	Board	Date	Topic
21	Public Open House	12-30-09	Project overview and review of changes
22	Planning and Environmental Commission	1-11-10	Core Area Parking, vehicular circulation below grade, Traffic Report, Walker Parking Report
23	Town Council and Planning and Environmental Commission	1-19-10	Project overview at joint worksession
24	Planning and Environmental Commission	1-25-10	Circulation, public spaces and plazas, ground level uses, Market Study
25	Planning and Environmental Commission	2-8-10	Other programming
26	Community Meeting	2-11-10	Transportation, Traffic Circulation, Skier Drop-Off
27	Planning and Environmental Commission	2-22-10	Fiscal Impact Analysis
28	Community Meeting	3-5-10	Project overview
29	Planning and Environmental Commission	3-22-10	Building bulk and mass, setbacks, transit, connections to Cascade and Lionshead
30	Town Council	4-7-10	Project Update
31	Town Council	4-20-10	Metro District Update
32	Art in Public Places	3-2-09	Project Overview, Potential Art Opportunities
33	Planning and Environmental Commission	4-26-10	Transit, connections to Cascade and Lionshead
34	Planning and Environmental Commission	5-24-10	Bulk and Mass
35	Town Council	6-15-10	EPS Fiscal Review

Additional meetings occurred prior to the March 2007 submittal, including extensive meetings to amend the Lionshead Redevelopment Master Plan for West Lionshead and subsequent meetings to amend the Lionshead Redevelopment Master Plan to include the Glen Lyon Office Building site (submitted by others). In addition to the meetings with all of the various boards and commissions, the Applicant has attended weekly meetings with staff to ensure that all issues have been addressed.

Previous studies have been revised when necessary, and provided for review by the Town of Vail. All of the applications submitted to the Town for review and approval are listed below:



Application Type	Brief Description	Reviewing Board*
Major Subdivision	The preliminary subdivision plan which was approved by the PEC in 2007 has since expired. The purpose of the preliminary subdivision plan is to plat the property into Lots 1 and 2 of the Ever Vail Subdivision. From the previous approval, additional land has been added to accommodate some utilities. The preliminary subdivision plan includes the relocation of the S. Frontage Road. The Town of Vail has approved a partial Preliminary Plan establishing the north property line of the Ever Vail property in 2009.	PEC final approval
Rezoning	The area of Ever Vail to the west of Red Sandstone is currently zoned ABD and the current S. Frontage Rd. is unzoned. Glen Lyon Office Building (GLOB) is currently part of SDD #4, Cascade Village. These areas will be zoned Lionshead Mixed Use – 2, to match the remaining portion of the property and consistent with the Lionshead Redevelopment Master Plan.	PEC recommendation TC final approval
SDD Major Amendment	Along with the rezoning, a Major Amendment application to SDD #4 is proposed to eliminate the Glen Lyon Office Building from this SDD.	PEC recommendation TC final approval
Text Amendment	Ever Vail is not currently within the Core Area for parking requirements. The amendment allows for Ever Vail to be within the Core Area, consistent with its intended use and transit facilities.	PEC recommendation (approved 1.11.10) TC final approval
Conditional Use Permits	The private parking structure, certain residential uses, office, conference and meeting space, maintenance facility, transit center, and the gondola are identified as conditional use permits in the LMU-2 zone district.	PEC final approval
Major Exterior Alteration	The construction of buildings within LMU-2 requires a major exterior alteration.	PEC final approval
Flood Plain Modification Permit	The relocation of the South Frontage Road impacts the flood plain. Additional flood plain modification permits may be required for improvements to Red Sandstone Creek and will be provided during the Design Review process.	PEC final approval

*the Town Council can call-up the decision of the Planning and Environmental Commission



C. Existing Conditions

Ever Vail is a project proposed on an approximately 12-acre site in the area known as West Lionshead. The site includes the Vail Professional Building, Cascade Crossing, the Vail Maintenance Yard, the old BP Gas Station, and the Glen Lyon Office Building, along with portions of the existing South Frontage Road. The gas station was demolished and environmental remediation undertaken in preparation for this project, so the gas station site is currently used as Vail Resorts employee parking (59 spaces) displaced by the construction of the First Chair employee housing project. The following table provides background information about the current uses on the site:

Site	General Description	Specific Use(s)
Vail Professional Building	Offices and limited retail	1,938 sf retail 17,987 sf office
Cascade Crossing	Retail and limited office	8,584 sf retail 1,479 sf restaurant 1,020 sf office
Old BP Gas Station	Former gas station and auto repair, temporarily used for employee parking	3,374 sf repair shop
Glen Lyon Office Building	Offices	10,829 sf office
Vail Maintenance Yard	Maintenance yard and VR employee parking	245 parking spaces 9,600 sf office/warehouse



D. Proposed Conditions

These revisions to the previous applications are intended to address all comments received to-date and to allow for final approval of the Ever Vail project. The most substantial change made to the project is a significant reduction in commercial uses on the site. The Town Council, staff, and the Town's consultant expressed concern that the level of commercial use in Ever Vail was not appropriate based on the proposed density of the project and the needs of the Town of Vail. As a result, a significant amount of commercial square footage was removed from the plans. This had the ripple effect of reducing the parking requirement and commercial linkage employee housing requirements for the project. All commercial uses were removed from the west side of the project, allowing for a new park-like feature at the confluence of Gore and Red Sandstone Creeks. Commercial uses were also removed from the east side of the project and replaced with residential uses on the first floor. As a result, a new Conditional Use Permit Application was submitted for these uses. Other changes include the elimination of some of the bridges which connected buildings, elimination of the transit center in the front setback, elimination of the variance for site coverage (underground uses), a reduction in height of certain buildings, the conversion of a portion of Market Street to a completely pedestrianized zone, etc.

Hotel and Commercial Uses

The project continues to include the extensive list of uses and amenities as previously conceived. The Rock Resort Hotel with 102 rooms and associated conference and meeting rooms of over 9,807 sq. ft. (gross) is still proposed. With the addition of 49 lock-off units the hot and warm bed count of Ever Vail has been increased dramatically. Ever Vail will have an approximately 13,000 sq. ft. specialty market, along with 15,000 sq. ft. of general retail. There will be an additional 16,000 sq. ft. of restaurant area and a 6,600 sq. ft. nightclub. Ever Vail will also include approximately 34,600 sq. ft. of office uses, increasing the total amount of offices uses currently existing (approx. 29,000 sq. ft.) on the site.



Residential and Employee Housing

Ever Vail includes 381 condominium units with approximately 570,000 sq. ft. of GRFA. Forty-nine (49) of these condominiums will have lock-offs, resulting in a significant increase in warm beds available in the Town of Vail. In addition, there will be approximately 41 employee housing units, both for-sale and rental units, meeting approximately 67% of our requirement on-site. A portion of the employee units will be restricted to lower income families pursuant to the LEED ND program, well beyond the requirements of the Town of Vail.

Parking and Transit

The Applicant remains committed to providing 400 day-skier parking spaces, as outlined in the Lionshead Redevelopment Master Plan to alleviate parking currently occurring on the Frontage Road and to accommodate the shifting demand for parking as a result of the new gondola. Along with the 400 skier spaces, there are an additional 289 parking spaces to satisfy the "no net loss" policy of the Lionshead Redevelopment Master Plan. There are an additional 265 commercial spaces for a total of approximately 665 parking spaces open to the public for commercial users and skiers. A complete parking analysis is provided in Section II of this update. Since the previous update, substantial work has occurred on finalizing a transit center design for Ever Vail. Now approximately 25,000 sf, the Ever Vail transit center will accommodate four buses, and 13 skier drop-off spaces, with opportunity for expansion onto the Frontage Road for additional transit uses should additional bus bays be necessary. At a direct cost to the Applicant of approximately \$8,000,000, this is a huge benefit to the entire Town of Vail community.

Vail Mountain

Ever Vail is about the mountain. A new gondola will be provided, helping to alleviate congestion at the other mountain portals. Finally, mountain operations will receive a brand-new, state of the art, completely subterranean mountain operations facility with direct access to the snowcat bridge and access road up Tract K.

The following provides a general summary of the programming proposed based on each building for Ever Vail. A complete zoning analysis, with a more specific breakdown of all uses is provided in Section II:

Building	General Description	Uses and/or Approx. SF
WEST		
W1	Residential	45 du 17 ehu
W2	Mixed-Use	65 du (includes 20 lock-offs) 12,172 sf children's services
W3A-E	Residential	34 du 5 ehu
EAST		
E1	Mixed-Use	20 du 5,732 sf commercial 2,887 sf office 3,487 sf meeting space
E2	Mixed-Use	58 du 6 ehu 10,311 sf commercial 1,900 sf office
E3	Mixed-Use	51 du (includes 24 lock-offs) 56 au 16,368 sf commercial 9,950 sf spa
E4	Gondola	NA
E5	Mixed-Use, Transit Center	52 du 4 ehu 29,882 sf office 2,332 sf commercial 25,041 sf transit center
E6	Residential	27 du (includes 5 lock-offs) 46 au
E7	Mixed-Use	29 du 9 ehu 19,935 sf commercial

E. Ever Vail and LEED Certification

The U.S. Green Building Council has developed a LEED for Neighborhood Development Rating System. The U.S. Green Building Council, the Congress for the New Urbanism, and the Natural Resources Defense Council—three organizations that represent some of the nation’s leaders among progressive design professionals, builders, developers, and the environmental community—have come together to develop a national set of standards for neighborhood location and design based on the combined principles of smart growth, new urbanism, and green building. The goal of this partnership is to establish these standards for assessing and rewarding environmentally superior development practices within the rating framework of the LEED (Leadership in Energy and Environmental Design) Green Building Rating System™.

The Neighborhood Development rating system is designed to certify exemplary development projects that perform well in terms of smart growth, new urbanism, and green building. Projects may constitute whole neighborhoods, fractions of neighborhoods, or multiple neighborhoods. Smaller, infill projects that are single use but complement existing neighboring uses should be able to earn certification as well as larger and mixed-use developments.

Ever Vail has been accepted to be a LEED certified neighborhood development and has received its Stage One approval by the USGBC. The Ever Vail Master Plan achieved a LEED Platinum Rating (the highest possible rating) in September 2008 when it completed Final Stage One LEED-ND Review was returned by USGBC. According to USGBC, Ever Vail was the:

- 12th LEED-ND project certified
- 2nd Platinum LEED-ND project
- 1st LEED-ND project in Colorado/Rocky Mountain Region
- LEED-ND project furthest east of the Pacific



II. Zoning Analysis

Requirement	Allowed/Required	Proposed
Lot Size: Buildable Area:	10,000 sq. ft. 10,000 sq. ft.	12.617 acres / 549,574 sq. ft. 480,313 sq. ft.
Setbacks: Front/Side/Side/Rear: Gore Creek: Red Sandstone:	10 ft./10 ft/10 ft./10 ft. 50 ft. 30 ft.	10 ft. minimum 50 ft. minimum 30 ft. minimum
Height: Max: Average:	82.5 ft. 71 ft.	82.5 ft. <71 ft.
Density: Units: Units per Acres:	430 units 35 units/acre	381 units 30.20 units/acre
GRFA:	250% of buildable area 1,200,783 sq. ft.	131% of buildable area 628,462 sq. ft. (includes hotel)
Site Coverage:	70%/384,701 sq. ft.	69.98% / 384,623 sq. ft. (Above-grade site coverage = 46%)
Landscape Area:	20%/109,914 sq. ft.	28.28% / 155,381 sq. ft. Softscape: 23.56% / 129,484 sq. ft. Hardscape: 22.63% / 124,345 sq. ft.
Loading and Delivery:	Max of 5 bays	10 straight-body truck bays 3 semi truck bays 1 hauler cat bay
Parking: (a full analysis is provided in Section VI)	772.3 spaces	1,478 spaces

As the Zoning Analysis indicates, Ever Vail meets the requirements of the Lionshead Mixed Use - 2 zone district and no variances are required for approval. In addition to the zoning requirements, Ever Vail fully complies with the Lionshead Redevelopment Master Plan, which in some cases is more restrictive than the zoning.

The Zoning Analysis provided above outlines the project with regard to the zoning standards, but does not give a complete picture of all of the uses proposed on site. The following table is intended to provide an understanding of all of the various uses proposed:

Use	West	East	Total
Dwelling Units (DU)	144	237	381
DU GRFA	215,776	355,542	571,318
Units with Lock-Off (not additional DU)	20	29	49
Accommodation Units (AU)	0	102	102
AU GRFA	0	94,482	94,482
Employee Housing Units (EHU)	22	19	41
EHU GRFA (on-site)	26,155	23,544	49,699

Use	West	East	Total
Office NSF	0	34,669	34,669
Retail NSF	0	31,527	31,527
Eating and Drinking Establishment NSF	0	22,337	22,337
Eating and Drinking Establishment (Seating SF - for calculating parking)	0	11,307	11,307
Conference and Meeting Space NSF	0	9,807	9,807
Conference and Meeting Space (Seating SF - for calculating parking)	0	7,465	7,465
Spa NSF	0	9,950	9,950
Skier Ticketing NSF	0	2,526	2,526
Children's Services NSF	12,172	0	12,172
Mountain Ops	0	91,561	91,561

The following table provides a summary of the parking analysis (additional calculations are provided in Section VI):

Use	Parking Required
Dwelling Units	413.4
Employee Housing Units	44.4
Total Residential	457.8
Accommodation Units	55.3
Office	72.5
Retail/Skier Services	61.2
Eating and Drinking	35.0
Conference	23.4
Spa	7.7
Children's Services	9.4
Mtn Ops	50
Total Commercial/Other	314.5
Skier Parking Obligation	400
Employee Replacement Parking Obligation	289
Total Required + Obligation	1,461.3
Total Spaces Provided	1,478.0

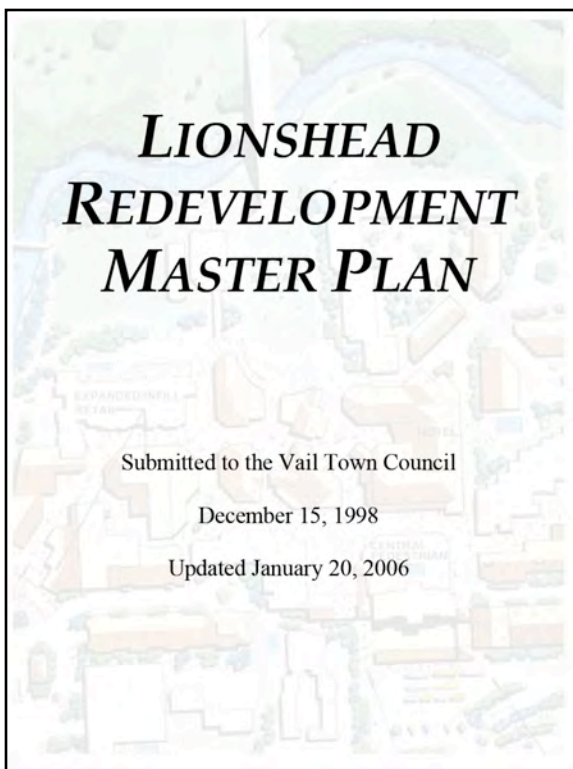
III. Master Plan Review

A. Lionshead Redevelopment Master Plan

The Lionshead Redevelopment Master Plan (LRMP) provides the framework for the Town of Vail to review this application to facilitate the redevelopment of Ever Vail. The Lionshead Redevelopment Master Plan was originally adopted in December of 1998 and amended numerous times. At the time of adoption, the Town recognized that Vail was nearing an important crossroads and that major changes were necessary to remain at a competitive advantage in the ski resort industry. The purpose statement of the LRMP clearly identifies how Vail intended to face this competition head-on:

(Sec. 2.1)

This master plan was initiated by the Town of Vail to encourage redevelopment and new development initiatives within the Lionshead study area. Both public and private interests have recognized that Lionshead today lacks the economic vitality of Vail Village, its neighboring commercial district, and fails to offer a world-class resort experience. Lionshead's economic potential has been inhibited by a number



of recurrent themes: lack of growth in accommodation units ("hot beds"), poor retail quality, the apparent deterioration of existing buildings, an uninteresting and disconnected pedestrian environment, mediocre architectural character, and the absence of incentives for redevelopment.

Redevelopment is critical for Vail and Lionshead if the community is to remain a competitive four-season resort. Other resorts are spending millions of dollars to upgrade their facilities in order to attract more visitors year-round. Growth in the number of skiers annually has slowed to one to two percent, intensifying competition for market share. Skiers are spending less time skiing and more time shopping, dining out, and enjoying other off-mountain activities. As a result, the demand for quality retail shopping and a greater diversity of experiences has dramatically increased. All of these are sorely in need of improvement in Lionshead. Vail, and specifically Lionshead, will fall behind if the community fails to upgrade the quality of its facilities and correct the existing flaws in its primary commercial nodes.

This purpose statement reads much like the Applicant's purpose for the Ever Vail development:

- An increase and diversification in hot beds. This is accomplished through the Rock Resort hotel, 49 lock-offs, and dwelling units have the opportunity to participate in a voluntary rental program.
- An increase and diversification in retail offerings, a live music venue and a specialty market/grocer.
- Removal of older, deteriorating buildings, including an aging maintenance facility and the existing strip mall-type use. The new structures will be built to LEED standards and the new maintenance facility will allow Mountain Operations to have a state-of-the-art, efficient facility to serve their needs in maintaining Vail's premier mountain status.

All of this will be done in an exciting and inter-connected pedestrian environment bounded by sophisticated architecture and an extraordinary natural environment.

The LRMP provides six policy objectives which further detail this purpose statement:

(Sec. 2.3)

Renewal and Redevelopment

Lionshead can and should be renewed and redeveloped to become a warmer, more vibrant environment for guests and residents. Lionshead needs an appealing and coherent identity, a sense of place, a personality, a purpose, and an improved aesthetic character.

Vitality and Amenities

We must seize the opportunity to enhance guest experience and community interaction through expanded and additional activities and amenities such as performing arts venues, conference facilities, ice rinks, streetscape, parks and other recreational improvements.

Stronger Economic Base Through Increased Live Beds

In order to enhance the vitality and viability of Vail, renewal and redevelopment in Lionshead must promote improved occupancy rates and the creation of additional bed base (“live beds” or “warm beds”) through new lodging products. Live beds and warm beds are best described as residential or lodging rooms or units that are designed for occupancy by visitors, guests, individuals, or families on a short term rental basis. In order to improve occupancy rates and create additional bed base in Lionshead, applications for new development and redevelopment projects which include a residential component shall provide live beds in the form of accommodation units, fractional fee club units, lodge dwelling units, timeshare units, attached accommodation units (i.e, lock-off units), or dwelling units which are included in a voluntary rental management program and available for short term rental. Further, it is the expressed goal of this Plan that in addition to creating additional bed base through new lodging products, there shall be no net loss of existing live beds within the Lionshead Redevelopment Master Plan study area.

Improved Access and Circulation

The flow of pedestrian, vehicular, bicycle and mass transit traffic must be improved within and through Lionshead.

Improved Infrastructure

The infrastructure of Lionshead (streets, walkways, transportation systems, parking, utilities, loading and delivery systems, snow removal and storage capacity) and its public and private services must be upgraded to support redevelopment and revitalization efforts and to meet the service expectations of our guests and residents.

Creative Financing for Enhanced Private Profits and Public Revenues

Financially creative and fiscally realistic strategies must be identified so that adequate capital may be raised from all possible sources to fund desired private and public improvements.

Maintenance Yard

Chapter 3 of the LRMP identifies all of the existing conditions presenting challenges to the objectives of the Town of Vail. Many of these are described in general terms. However, the maintenance yard is specifically identified and addressed:

(Sec. 3.2.5.3)

Vail Associates Service Yard

The Vail Associates service yard, bordered by the South Frontage Road on the east and south and Red Sandstone Creek on the west, currently contains a wide variety of mountain operation functions such as snowcat service and fueling, warehouse storage, and maintenance shops. While the service yard is critical to Vail Associates’ mountain operations there is a strong interest on the part of the Town of Vail to see the majority of these facilities relocated on-mountain. According to Vail Associates it may be possible

to relocate many of the facilities, but the snow cat service and fueling operations must remain at or near its current location. Specific issues regarding the service yard include:

a. *Visual*

Like its neighboring Amoco service station, the service yard is at the western front door to Lionshead. Much of the yard is screened by an existing berm, but the facility is inconsistent with the existing land uses in Lionshead and the desired visual character of a destination resort. As redevelopment occurs in west Lionshead it will become increasingly important to address these visual concerns.

b. *Access*

The snow cat fueling and maintenance operations are a significant component of the service yard functions. Snow cats and snowmobiles must cross the South Frontage Road to access the mountain, frequently conflicting with traffic on the frontage road.

c. *Forest Road Mountain Access*

Snow cats from the service yard currently access the mountain via Forest Road to the Born Free ski run. Though a pre-existing condition, the presence of the snow cats on Forest Road has long been a consistent complaint of the Forest Road property owners. It is clear that the removal of snow cats from Forest Road is desirable but there is no existing secondary route to the mountain and the alternatives for creating a new access way, while possible, are problematic.

The completion of the ski cat access road up Tract K opens up the opportunity to relocate Mountain Operations to the area adjacent to the “Bridge to Nowhere” as it will now go somewhere. Locating Mountain Operations completely below grade minimizes its impacts to adjacent properties (within and adjacent to Ever Vail) and furthers the goals of the Lionshead Redevelopment Master Plan.



No Net Loss of Parking

This chapter also discusses the existing Vail Resorts/ Vail Mountain parking situation, with specific reference to the basic ground rule of “no net loss of parking”:

(Sec. 3.9.4)

3.9.4 Vail Associates Employee Parking

Vail Associates currently utilizes two large surface parking lots within the study area for its employee parking needs. The North Day Lot (see figure 3-15), with a capacity of approximately 105 cars, is located behind the Landmark tower and is the site proposed for a transportation facility, employee housing, and other uses contemplated under the zoning on the property (LMU-1). The west day lot, located just west of the Marriott parking structure, has an approximate capacity of 160 cars and represents a significant development opportunity. Parking displaced by redevelopment of these sites must be replaced within the Lionshead study area to satisfy the ground rule requiring no net loss of parking. The displaced parking will be provided in West Lionshead within a parking structure included as part of the Ever Vail project.

As part of the project, the Applicant will be proposing replacement of parking at the Ever Vail site, to meet the “no net loss” policy as outlined by the Lionshead Redevelopment Master Plan. Recent construction of projects on the West Day Lot (now the Ritz-Carlton) and North Day Lot (now First Chair), have displaced parking onto the

existing Ever Vail site. With the construction of Ever Vail, all parking to satisfy the no net loss policy will be fulfilled. The following chart provides an analysis of all VR employee parking that existed in Lionshead pre-redevelopment, and tracks it through to the completion of Ever Vail:

Site	Spaces	Notes
Historical: Pre-Lionshead Redevelopment		
West Day Lot	160	
Holy Cross Lot	129	Includes Mtn Ops parking
North Day Lot	105	
TOTAL	394	Total Replacement Obligation
Ritz Post-Construction		
West Day Lot	0	WDL becomes the Ritz Carlton Residences
Holy Cross Lot	295	Move adds 166 spaces to Holy Cross Lot (160 to replace WDL, 6 for future North Day Lot development)
North Day lot	105	
TOTAL	400	Net surplus of 6 spaces
North Day Lot Post-Construction		
West Day Lot	0	
Holy Cross Lot	295	Includes shop parking
North Day Lot	61	Employees plus surplus parking
Old BP Lot	59	PCL office removed, parking lot created for partial replacement of NDL
TOTAL	415	Carrying a credit of +21 spaces
Ever Vail Post-Construction		
West Day Lot	0	Ritz Carlton Residences
Holy Cross Lot	0	Becomes part of Ever Vail
North Day Lot	61	Developed as employee housing and parking
Ever Maintenance Shop	50	Relocated Maintenance Shop
Ever Vail Replacement	289	Replacement for BP lot, Holy Cross Lot
TOTAL	400	Net increase of 6 spaces to maintain No Net Loss Policy

This equates to a total parking replacement of 289 parking spaces. These spaces are included in the parking calculations provided in this document.

West Lionshead Policies

Chapter 4 of the LRMP provides recommendations for the overall study area and includes a section on the West Lionshead neighborhood:

West Lionshead – Residential/Mixed-Use Hub

West Lionshead includes the Vail Associates Service Yard, Holy Cross site, Vail Professional Building site, Cascade Crossings site, Glen Lyon Office Building site, former gas station site, and the Eagle River and Water and Sanitation site.

This area of Lionshead is generally under utilized and from an aesthetic standpoint is not in keeping with what the Town would like to see Lionshead become as it redevelops in the coming years. The Town of Vail does place a high value on maintaining the office and retail areas in West Lionshead and any redevelopment should reasonably increase the square footage of existing office and have “no net loss” of retail square footage in West Lionshead.

With their recent acquisition of additional properties in this area, Vail Resorts has the opportunity to bring lift service to this part of Lionshead. Lift service brings with it great potential for the redevelopment of this area and in doing so expand all of Lionshead to the west with improved pedestrian connections, new retail and office activity and other improvements. While lift access will certainly energize this area during the winter months, attention should be given to creating a year-round attraction within this area of Lionshead.

The master plan recommends that this hub become a residential/ mixed use area with an emphasis on meeting the needs of both the local community and our guests. Appropriate uses could include high density residential development, lodging, community and visitor based office and retail space, employee housing and parking, bus or transit functions and a ski lift connection to Vail Mountain. The catalyst for this mixed use hub is ski lift access to Vail Mountain. Consideration should be given to integrating employee housing into the redevelopment of West Lionshead in accordance with the Town’s employee housing policies and regulations. To the extent possible development patterns in this area should reflect north-south orientation of buildings, visual penetrations to the mountain, and a pedestrian oriented environment. The degree of north-south building orientation may be difficult given the relatively narrow east-west orientation of this area. In addition, the introduction of ski lift access in this location creates a catalyst for a structured public parking facility. All service and delivery demands created by development in this area shall be accommodated on-site.

The site will continue to accommodate the existing and potentially expanded functions of the Vail sanitation plant. The mountain service yard could be reduced in size, as some functions can be moved to less central locations. It may also be possible to relocate the entire mountain service yard to a new location in the West Lionshead area which would allow for greater flexibility in the redevelopment of this site. However as the area develops it is critical that new uses be connected to the primary pedestrian corridors and that they be served by the Town of Vail in-town transit system.

The above section of the LRMP clearly states the intention for this area to become a residential and mixed use area, to include high density residential development, lodging, office, retail space, employee housing and parking. The uses proposed at Ever Vail clearly align with this intent. While each of these uses will be addressed in later sections of this submittal document, it is clear that Ever Vail is consistent with the LRMP.

Public Transportation

Chapter 4 also includes the following section on public transportation:

Connection to West Lionshead

West Lionshead consists of the Vail Associates Service Yard, Holy Cross site, Vail Professional Building site, Cascade Crossing site, Glen Lyon Office Building site, former gas station site, and the Eagle River Water and Sanitation site. Because it is an area of potentially significant growth, it is important that it be fully integrated into the Town of Vail transit system. The West Lionshead properties are at the outside edge of

the acceptable walking distance to the ski yard (1200 feet). With a mixed use development in the area which integrates a ski portal, retail space, office space and residential development, transit service to this area and interconnections to other portals will be critical to develop in the future. In addition, the update of the Vail Transportation Master Plan shall provide direction on the ultimate location of a Lionshead Transit Facility along with needed interconnections between ski portals, regional transit stops, and other transportation modes. The addition of a ski lift in this area would make this area more viable to redevelopment as it would be within the acceptable walking distance of a lift (1,200 feet).

(Sec. 4.5.2.1)

Relocate the Regional Transit Stop

It is recommended that the Lionshead regional transit stop, currently located at the Lionshead Place cul-de-sac, be relocated to the proposed North Day Lot, the Lionshead parking structure, and West Lionshead. This will provide a Lionshead connection between the regional transit system and the Town of Vail transit system. In addition, visitors and employees coming to Lionshead by regional bus will arrive at a defined portal instead of the current “back door” on Lionshead Place. Finally, this will remove the large regional buses from West Lionshead Circle and Lionshead Place. It may be possible to locate elements of a regional transit stop in the West Lionshead area in conjunction with a new ski lift and parking facility. However, given its location on the periphery of Lionshead, this area may not be the most viable location for a regional transit stop. Notwithstanding the above, facilities for skier drop-off, private shuttle vans and Town of Vail in-town buses should be included in the design of the ski lift and parking facility. In 2006, the Town of Vail initiated an update of the Vail Transportation Master Plan. In addition, the Town initiated a development competition for the Lionshead Parking Structure redevelopment, which would include a transit facility. It is anticipated that the Transportation Master Plan update along with the conclusion of the Lionshead Parking Structure redevelopment process will provide direction on the ultimate location for a Lionshead Transit Facility and/or the type of transit facilities that may be necessary in West Lionshead.

As this section indicates, redevelopment of West Lionshead would be challenging without the addition of a lift. All areas of Ever Vail will be within 1,200 ft. of the proposed gondola, while public parking and skier drop-off are within 400 ft. This gondola has been designed to be central to the site, to maximize accessibility. In addition, the intent is to maximize public transit and bus access to the site, and facilities have been provided for skier drop-off, private shuttle vans, and regional/in-town buses.

Road Relocation

Chapter 4 provides direction on the potential realignment of S. Frontage Road:

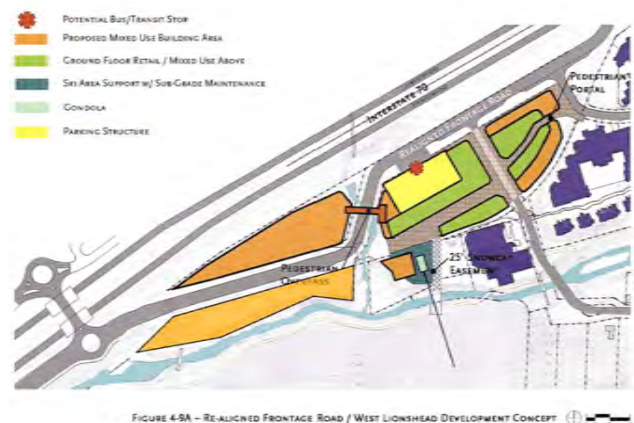
(Sect 4.6.2)

South Frontage Road

Recommendations outlined below address potential re-alignment of portions of the frontage road, ingress and egress improvements, bicycle/ pedestrian improvements, and visual improvements. For a detailed discussion of capacity and the impacts of future development on the frontage road, see the traffic impact study contained in appendix A. Figure 4-9 depicts potential redevelopment without the realignment of the Frontage Road while Figure 4-9a depicts redevelopment with a partial realignment of the Frontage Road.

Potential Realignment

The concept of realigning the South Frontage Road at the western end of the study area grew out of public discussions about land development and traffic flow in West Lionshead. Relative to traffic flow,



realignment will remove the conflict that now exists between through-traffic and mountain service vehicles (snow-cats and snowmobiles) entering and exiting the Vail Associates service yard. Realignment will position the road to the north of most new development, thus reducing the potential for conflicting turning movements.

Regarding future land use, the realignment of South Frontage Road will allow the west day lot and the service yard to be combined into a contiguous development parcel. This is an important consideration for the development conceptually depicted in figure 4-9a, and it would be necessary if the service yard property is used for a secondary public parking facility or other uses. Any existing parking on the West Day Lot must be replaced within the Lionshead study area. Through the Transportation Master Plan update it is anticipated that a significant traffic control device will need to be installed in the West Lionshead area. Such a device may include a round about.

Specific considerations regarding realignment are.

a. Proposed Alignment

The proposed realignment of the South Frontage Road is depicted in figure 4-9a. Critical design issues include the width of the road and the radius of the curves. Both of these factors will be important in reducing the speed of vehicles entering the Lionshead area and the amount of land consumed by the two curved road sections. Cooperation between property owners, developers, the Town of Vail, and the Colorado Department of Transportation will be necessary to implement the realignment of the Frontage Road.

b. West Lionshead Circle Connection

It is proposed that West Lionshead Circle connect back to the frontage road at the west side of the Vail Spa. The alignment depicted in figure 4-9a terminates perpendicular to the frontage road and does not require the acquisition of private property. A new parcel of developable land, suitable for offices or non-resort retail, would be created on the southeast corner of this intersection.

c. Forest Road Connection

Forest Road could be realigned to cross through the newly created development parcel, providing access to that site and connecting at right angles to the frontage road. Another alternative that should be considered is to connect Forest Road to West Lionshead Circle via the existing Frontage Road right-of-way.

d. Transit and Emergency Vehicle Corridor

A transit and emergency vehicle corridor should remain in the existing alignment of the frontage road. This connection is necessary to provide a through-transit route to the west end of Lionshead and also keeps in place the existing utility corridor.

e. Feasibility of Realignment

The ability to realign the frontage road will be heavily influenced by costs, CDOT (Colorado Department of Transportation), and the Federal highway administration. Future west Lionshead developments will require significant upgrades and widening of South Frontage Road, potentially including the widening or reconstruction of the bridge over Red Sandstone Creek. The cost of realigning the frontage road is in addition to the mandatory costs of improving the road.

f. Future Frontage Road Re-alignment

The opportunity may exist to re-locate the Frontage Road the full length of the West Lionshead planning area. The benefit of this alternative would be to eliminate the

“Frontage Road barrier” between the Holy Cross site and the Vail Professional Building. While this alternative would require coordination with other surrounding land owners, it could warrant further study and evaluation in the future.

The Applicant has been working successfully with CDOT on the complete re-alignment along the full length of the planning area and the Town has made the application to CDOT for the road relocation. Final approval by the FHWA is currently pending. A traffic study by Kimley-Horne and Associates has been provided to further address the S. Frontage Road alignment.

Public Parking

Related to the issue of transportation, Chapter 4 of the LRMP provides direction on Public Parking and potential locations, including the following:

(Sec. 4.8.3.3.)

West Lionshead

The construction of a new public parking facility at the west end of Lionshead has been a planning consideration since the completion of the Vail Transportation Master plan in 1991. This site is currently undeveloped (except for the Vail Associates maintenance yard) and is large enough to meet projected parking demand. It is well located in relation to the potential new eastbound I-70 access ramps. The viability of a new public parking facility in this location would be enhanced by bringing lift service to this area. The construction of a new public parking facility would address the existing deficiency of off-street parking on peak days and the shifting demand of parking created by the introduction of a new ski lift in West Lionshead. It is anticipated that the new public parking structure would contain approximately 400 public parking spaces, which would be in excess of any parking requirements generated by proposed development. The update of the Vail Transportation Plan should provide final direction on the location and quantity of additional public parking spaces in the Town of Vail. The location of additional public parking should consider where parking is most optimal for both guests and employees, year round utilization, mountain operations, and overall traffic circulation.

Given the location for this parking facility, it had been assumed that regular transit or shuttle service would be necessary because of its distance from the retail core area and the ski yard (greater than a 1200-foot walking radius). However, the location of the parking structure would be proximate to the new lift and as such the need for regular shuttle service would be minimized. However, some provisions for bus stops and/or a transit facility should be considered for the parking structure.

The Applicant is proposing to not only accommodate 400 public skier parking spaces, in compliance with the recommendations of the LRMP, but to construct and operate these publicly available spaces at no cost to the Town of Vail. Ultimately, approximately 660 spaces will be available for public parking.

Employee Housing

(Section 4.8.4)

4.8.4 Parking for Employee Housing

The unit-to-parking space ratio for employee housing should be reduced to maximize the housing opportunities in west Lionshead. During the master planning process, the Vail Town Council toured several employee housing complexes in Keystone Resort that averaged .25 cars per bed (one parking space per four-bed unit). Most of these complexes at Keystone are removed from the core and depend on a bus transit system to carry employees to and from work. Yet, Keystone property managers have not observed a parking shortage. Likewise, at the Rivers Edge employee housing project in Avon, a parking ratio of .75 cars per bed has been more than adequate and the parking lot is underutilized.

At this time, the Applicant is not requesting a reduction in the parking requirements for employee housing. However, a reduction would allow for a greater number of public parking spaces. Employee Housing is also a primary subject of Chapter 4 of the LRMP, and the West Lionshead neighborhood is identified as a potential site:

4.9.4.3 West Lionshead

West Lionshead includes the Vail Associates Service Yard, Holy Cross site, Vail Professional Building site, Cascade Crossings site, Glen Lyon Office Building site, former gas station site and the Eagle River Water and Sanitation site.

All redevelopment in West Lionshead will need to conform to the Town's housing policies and requirements. In order to create activity and vibrancy in West Lionshead it is appropriate to include some dispersed employee housing opportunities for permanent local residents in proposed developments in the area consistent with these policies.

Perhaps the most promising locations to replace the Sunbird affordable housing project and to conform to the Town's housing policies and requirements for new employee housing generation in Lionshead are the North Day Lot, Vail Associates service yard, and Holy Cross site. However, housing is not the only use these three properties will need to support.

The Ever Vail Housing Plan is submitted in another section of this document. The current Town of Vail regulations for employee housing require that a minimum of 50% of the required employee housing be constructed on-site. At this time, the Applicant is proposing to exceed this requirement. In addition, the Applicant is proposing a variety of unit types, including rental and for-sale, to serve both individuals and families. Beyond the requirements of the Town, the Applicant is proposing a portion of the employee housing will be restricted to lower income families, based on Area Median Income restrictions pursuant to the LEED ND application.

Live Beds

Chapter 4 also discusses the priority of the Town of Vail to encourage the provision of Live Beds:

(Sec. 4.13)

Live Beds

The maintenance, preservation, and enhancement of the live bed base are critical to the future success of Lionshead and as such, special emphasis should be placed on increasing the number of live beds in Lionshead as the area undergoes redevelopment. The Lionshead area currently contains a large percentage of the Town's overall lodging bed base. The bed base in Lionshead's consists of a variety of residential and lodging products including hotels, condominiums, timeshares and hybrids of all three. The vast majority of live beds in Lionshead are not accommodation units in hotels, but instead, in dwelling units in residential condominiums such as the Vail 21, Treetops, Antlers Lodge, Lion Square Lodge, Lifthouse Lodge, Landmark Tower and Townhomes, Lionshead Arcade, and Montaneros, all of which have some form of rental/property management program that encourages short term rental of dwelling units when the owners are not in residence. It has been the experience in Lionshead that condominium projects which include a voluntary rental management program have occupancy rates which exceed the occupancy rate of hotel products, and therefore tend to provide more live beds and produce more lodging tax revenues to the Town.

As stated previously, the Applicant has also placed a priority on live beds and the development includes Rock Resorts hotel, 49 condos with lock-off units, and dwelling units to participate in a voluntary short-term rental program.

Specific West Lionshead Recommendations

It is Chapter 5 of the LRMP that focused on detailed plan recommendations for specific areas within the Lionshead study area, and provide direction for the redevelopment of West Lionshead:

West Lionshead includes the Vail Associates Service Yard, Holy Cross site, Vail Professional Building site, Cascade Crossings site, Glen Lyon Office Building site, former gas station site and the Eagle River Water and Sanitation site.

South Frontage Road Improvements and Vehicular Access

Planning for West Lionshead must consider two different scenarios: the realignment of South Frontage Road and its retention in the existing alignment.

While the introduction of lift service is viable in either of these Frontage Road alternatives, site design will vary depending upon what happens to the Frontage Road alignment. See Figures 4-9a, and 4-9b for the Frontage Road realignment alternatives. Notwithstanding these different Frontage Road scenarios, there should be an increase of existing office square footage and “no net loss” of retail square footage as a result of the redevelopment of these parcels. Furthermore, service and delivery for West Lionshead shall occur underground or be hidden from public view. Service and delivery truck turning maneuvers should not negatively impact traffic flow on the South Frontage Road. With a realignment of vehicular access points, attention should be given to the location of service and parking areas.

a. Retention of Existing Frontage Road Alignment

If the Frontage Road remains in its current location the Maintenance Yard/Holy Cross parcels, the Vail Professional Building site, and /Cascade Crossing and the Glen Lyon Office Building site all remain viable development sites. The most viable site for a public parking facility would be the Maintenance Yard/Holy Cross parcels. While other lift locations are feasible, the old gas station site is a viable location for a base terminal. This location would require a grade separated pedestrian crossing over the Frontage Road to the Maintenance Yard/Holy Cross parcels. A strong east-west oriented pedestrian corridor with ground floor retail uses would be necessary to create a strong connection between this area and the rest of Lionshead. Under this Frontage Road scenario the Vail Professional Building site and Cascade Crossing could be developed as a contiguous parcel.

In keeping with Policy Objective 2.3.4, Improved Access and Circulation, of the Plan, opportunities for public transportation and vehicular circulation improvements shall be explored in conjunction with any future redevelopment of the sites. Possible opportunities for improvements may include, an improved mass transit stop, relocated/reduced/shared points of entry/exiting, restricted access points, acceleration/ deceleration lanes, greater sight distances, dedicated turning lanes, landscaped medians and skier drop-off.

In the redevelopment of Cascade Crossing and the Glen Lyon Office Building site under the current configuration of the Frontage Road, the bus stops in front of said properties shall be enhanced with, for example, shelters, benches, and landscaping. Pedestrian connections shall be improved from the bus shelters, across the South Frontage Road and to and from the surrounding buildings to provide safe and attractive pedestrian crossing and connections. Improvements may include crosswalks, walkways, pedestrian crossing warning lights, medians, and signage.

Frontage Road Re-Alignment

The Frontage Road will be relocated, so the above recommendations are no longer applicable to the project. While the Lionshead Redevelopment Master Plan recognizes that relocation is a possibility, the extent to which it could be relocated was not understood at the time. With the Applicant’s purchase of the Vail Professional Building, Cascade Crossing, and now GLOB, the Frontage Road will be relocated along the entire West Lionshead area. The potential road relocation is discussed below:

b. Frontage Road Realignment

The greatest benefit of this realignment alternative is that it results in one very large and contiguous development parcel and in doing so integrates the Maintenance Yard/Holy Cross site with the West Day Lot by removal of the barrier created by the existing Frontage Road alignment. It also creates the best pedestrian environment in creating an extension of the Lionshead Retail area in that it provides the potential to establish a convenient and desirable pedestrian connection to the rest of Lionshead.

With this alternative the most viable site for a public parking facility would still be the Maintenance Yard/Holy Cross parcels. With the re-location of the Frontage Road lift access out of the old gas station site would not require a grade separated pedestrian crossing to the Maintenance Yard/Holy Cross parcels. However, a grade separated crossing over the Red Sandstone Creek would be needed to link the Holy Cross site with the Vail Professional Building site.

This alternative would also present the opportunity for enhancing Red Sandstone Creek to make it more accessible to the community and an aesthetically pleasing water feature. Enhancements might include; streambank stabilization/ beautification, natural stream drop structures, interactive low flow areas and general improvements for wetlands and wildlife habitat. Any modification or enhancement to the creek corridor would be subject to U.S. Army Corp of Engineers approval. A strong east-west oriented pedestrian corridor with ground floor retail uses would be necessary to create a strong connection between this area and the rest of Lionshead.

In keeping with Policy Objective 2.3.4, Improved Access and Circulation, of the Plan, opportunities for public transportation and vehicular circulation improvements shall be explored in conjunction with any future redevelopment of the Frontage Road and interior roads within the redevelopment of the West Lionshead sites. Possible opportunities for improvements may include improved mass transit stops, relocated/reduced/shared points of entry/exiting, restricted access points, acceleration/ deceleration lanes, roundabouts at major intersections, greater sight distances, dedicated turning lanes, landscaped medians and skier drop-off.

Red Sandstone Creek

As the Ever Vail plans indicate, the enhancement of Red Sandstone Creek is a large part of the Ever Vail project, with the ultimate goal of making it an amenity to both the project and the entire Town of Vail. As the plans for Red Sandstone Creek progress, a flood plain modification permit will be submitted to the Town for stream bank improvement, and all plans will be subject to review by the U.S. Army Corps of Engineers.

(Sec. 5.17.4)

Relationship to Red Sandstone Creek and Gore Creek

Red Sandstone Creek and Gore Creek abut the Glen Lyon Office Building site, former gas station site, Holy Cross site and the Vail Professional Building site. Any redevelopment of these parcels should consider how the creeks can be enhanced and made an amenity of this redevelopment area.

A substantial stand of mature trees exists on the banks of the two creeks, with low lying brush on the shores. Every effort shall be taken to preserve the substantial trees and natural steep slopes along the banks of both creeks. While the natural riparian corridor of these streams needs to remain protected and preserved, the physical and visual relationships and references between adjacent development and the stream tract should be strengthened. Improved public access and utilization of Gore Creek and Red Sandstone Creek for fishing and other recreational purposes is strongly encouraged to create a catalyst for activity and enjoyment of the streams.

As stated above, the relationship to both Red Sandstone Creek and Gore Creek is a significant consideration in the planning of Ever Vail.

Connections

Strong connections both towards Lionshead and Cascade Village have been integral to the planning process of Ever Vail. The design of the pedestrian connections, along with the layout of the buildings and public plazas have been designed to enhance this connection.

(Sec. 5.17.2)

Pedestrian and Bike Access

As compared to a separate, free-standing portal, West Lionshead is considered a part of the greater Lionshead area. In order for this area to be successful, it is important to have a strong pedestrian connection with the rest of Lionshead. Streetscape improvements including bike lanes or trails and sidewalks should be incorporated in any redevelopment along West Lionshead Circle and the South Frontage Road to improve the viability of mixed uses in West Lionshead. Improvements to street lighting, walking surfaces, trails, seating areas and public art that facilitate safe and attractive pedestrian and bike movement are strongly encouraged. Said improvements may necessitate the need for access easements through the sites. In the redevelopment of West Lionshead, pedestrian and bike connections shall be made to integrate with the rest of Lionshead and Cascade Village.

There is an existing recreation path that runs across the southwest corner of the Glen Lyon Office Building site. If the site redevelops the recreation path shall be enhanced to meet town recreational path standards and to provide a safe and attractive pedestrian and bike experience. The improvements shall include a public easement over the path where necessary.

Commercial Uses

Currently, approximately 30,000 sq. ft. of office exists on the site, and approximately 14,000 sq. ft. of retail exists. The project will increase the office square footage to approximately 34,600 sq. ft. of office. Retail will be increased, with a total of approximately 31,000 sq. ft. of retail uses. In addition, there will be approximately 22,000 of restaurant uses on the site, and a 9,000 sq. ft. spa. The Master Plan states the following with regard to commercial uses in Ever Vail:

(Sec 5.17.3)

Preservation of Existing Office and Retail Space

There shall be an increase in office space and no net loss of retail space in West Lionshead. Opportunities for increasing the square footage of office and retail beyond the existing conditions in West Lionshead shall be evaluated during the development review process. Currently, West Lionshead offices and businesses offer a variety of local services and amenities, which is important to preserve with the redevelopment of West Lionshead. During the winter months, the proposed ski lift in West Lionshead and the associated parking will generate significant pedestrian traffic and activity. However, consideration should be given to how West Lionshead can be an active and vibrant place year-round.

One way this can be accomplished is the reinforcement of a well-crafted program of specialty retailers, offices, and restaurants that attract both tourists and local residents. Also, quality architecture and the creation of appealing outdoor spaces in and of itself will encourage people to visit this area. An active program of public art, residential units that are used for “artists in residence” or a culinary school are examples of uses that could create a catalyst for activity. In conjunction with any application to develop a new ski lift, a market study which analyzes the appropriate amount of office/retail square footage shall be included in the redevelopment of West Lionshead.

Architecture

(Sec 5.17.5)

Architectural Improvements

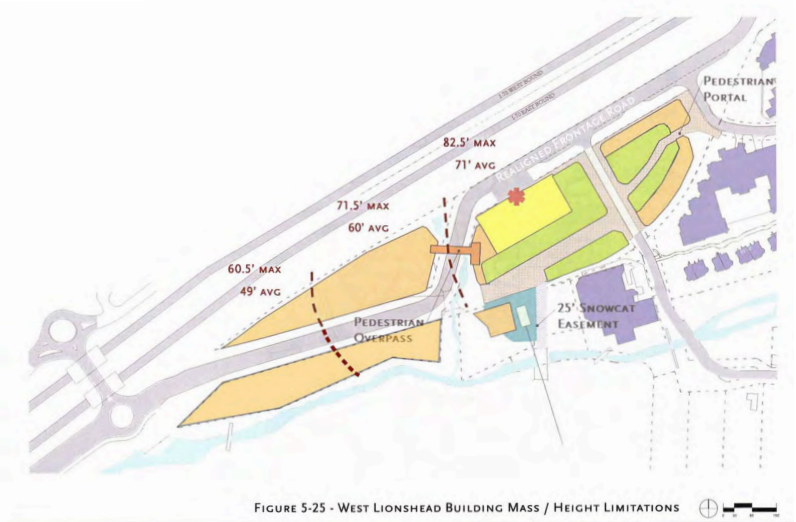
The architectural design guidelines (Chapter 8) discuss several transition tools that can be used to adapt an existing building to the new character and architectural quality desired for Lionshead. Given the high visibility of the buildings in West Lionshead and the extent to which they influence the quality of the

experience of passers-by, all future development of the sites should be closely scrutinized for compliance with the applicable architectural design guidelines.

For properties that are east of Red Sandstone Creek, in West Lionshead, higher densities and building heights may be appropriate, particularly to encourage the development of employee housing. However, any development must meet the overall character and visual intent of this master plan and be compatible with the adjacent existing development of the Marriott and the Vail Spa.

Notwithstanding the height allowances of the underlying zone districts, building height and massing shall be responsive to the Gore Creek and Red Sandstone Creek corridors, in that buildings shall gradually “step down” at the creek sides. Building height and massing shall also “step down” towards the Interstate, and at the western end of Lionshead. Figure 5-25 provides a general depiction of how building height shall gradually lower at the western end of this study area. The intent of these height standards is that building height reduces by entire floor levels in the locations as generally depicted on Figure 5-25.

Notwithstanding the height allowances depicted on Figure 5-25, which depicts building height in an east/ west orientation, building height and massing shall also “step down” in a north/ south orientation. Notwithstanding the height allowances depicted on Figure 5-25, buildings fronting directly along Gore Creek and the western end of Lionshead shall express no more than three to four levels before “stepping back” to taller building mass. On the Interstate side of this area, building design shall be articulated to avoid large expanses of shear/unbroken wall planes.



The additional height limitations are intended to ensure that the buildings step down, both as the buildings move towards the west and towards Gore Creek. As indicated in the plans, the buildings on the west are substantially lower than the buildings on the east, meeting the intent of the Lionshead Redevelopment Master Plan. All buildings step down and meet the average heights.

Glen Lyon Office Building

(Sec. 5.17.6)

Redevelopment Considerations for Glen Lyon Office Building site

Consistent with its location at the western edge of West Lionshead and with respect to the extensive frontage along Gore Creek, it is appropriate to recognize certain development limitations and opportunities regardless of the underlying zone district.

Height

Building heights shall be consistent with Figure 5-25, West Lionshead Building Massing and Height Limitations. Notwithstanding the height limitations set forth in Figure 5-25, the maximum height for buildings on the Glen Lyon Office Building site shall not exceed 56 feet.

Residential Land Use and Density

Existing physical improvements on the Glen Lyon Office Building site include a three-story building with 10,829 square feet of general office space and a surface parking lot. Because of the site's physical

location along Gore Creek, it's accessibility to Lionshead Village, and the adjacent potential redevelopment including a ski-lift and activity center, it may be appropriate to introduce a mix of uses on site. If residential uses are proposed, the use shall be consistent with the Master Plan goal to increase the number of 'Live Beds' in Lionshead. Residential density on the site should be studied and proposed in a manner that is compatible with the character and scale of adjacent uses and Gore Creek.

Residential uses should be located on the basement or garden level and second floor and above in buildings on-site. If residential uses are proposed on the street level or first floor, the vitality of the pedestrian and bike experience shall be considered along with the function and character of the adjacent uses and structure design. The mixture of land uses on the Glen Lyon Office Building site shall maintain a balance between residential, office/ commercial and recreational uses to serve both the visitor and the permanent resident.

Office Land Use

Consistent with the Master Plan requirement for an increase of office space, the existing 10,829 square feet of office space shall be replaced and increased on-site.

Employee Housing

All (100%) of the employee housing requirements associated with the Glen Lyon Office Building site, as required by the Vail Town Code, shall be met on-site.

Landscape Preservation and Relationship to Red Sandstone and Gore Creeks

The Glen Lyon Office Building site borders on the Red Sandstone Creek along the east property line and the Gore Creek along the south property line. The redevelopment of the Glen Lyon Office Building site should consider how the creeks can be enhanced and made an amenity of the area.

A substantial stand of mature trees exists on the banks of the two creeks, with low lying brush on the shores. Every effort shall be taken to preserve the substantial trees and natural steep slopes along the banks of both creeks. While the natural riparian corridor of these streams needs to remain protected and preserved, the physical and visual relationships and references between adjacent development and the stream tract should be strengthened. Improved public access and utilization of Gore Creek and Red Sandstone Creek for fishing and other recreational purposes is strongly encouraged to create a catalyst for activity and enjoyment of the streams.

The addition of the GLOB site has allowed for a much more comprehensive planning approach to the West Lionshead area than could have been considered before. As the plans indicate, Vail Resorts intends to comply with the Lionshead Redevelopment Master Plan recommendations for this site, along with the private covenants that also run with the property. Height has been limited to 56 ft. on the GLOB site, and all of the employee housing requirement has been met on-site.

It is the intent of the Applicant that Ever Vail not only comply with the Lionshead Redevelopment Master Plan, but to actually further its objectives by becoming a redevelopment project that, through its architecture and pedestrian orientation, along with sustainable, green building principles, can be an example for all redevelopment projects in Vail. As each application to facilitate the development of Ever Vail is addressed in more detail, please refer back to this section in consideration of the Lionshead Redevelopment Master Plan.

B. Comprehensive Open Lands Plan

The Town of Vail has adopted a Comprehensive Open Lands Plan, intended to guide policy with regard to sensitive land within the Town boundaries. The Comprehensive Open Lands Plan identifies Red Sandstone Creek corridor through Ever Vail as a "medium priority." It is identified as Parcel #19 and provides the following guidance:

Parcel 19: Unplated Vail Village, 2nd Filing
Medium Priority: TOV acquire conservation easement on area around Red Sandstone Creek to protect trees and stream.

The Applicant is proposing to grant a conservation easement to the Town of Vail in accordance with this recommendation and to ensure continued protection of the resource.

C. Vail Transportation Master Plan

The Vail Transportation Master Plan, adopted in June 2009 provides guidance on transportation improvements throughout the Town of Vail, including public parking improvements in Ever Vail, stating the following:

(Page 69)

The Town should look to expand the public parking supply within Main Vail to reduce the frequency of Frontage Road use for overflow parking. Based on accommodating a 90th percentile and based on Frontage Road parking data over the past few ski seasons, 400 new spaces should be developed over the short term. Over the long term, 1000 additional spaces (600 more) should be developed in Main Vail. To the extent possible, more new public spaces should be located in the eastern sections of the Main Vail area.

Potential locations include:

- *West Lionshead (up to 400 additional spaces)*
- *Lionshead Parking Structure (as part of its redevelopment; possible net gain of 300 spaces)*
- *Ford Park (at least 300 additional spaces, and possibly more if the above-mentioned locations do not include an increase)*

The addition of these parking areas, along with additional commercial and skier access would “spread out” Vail’s base area to approximately 1.6 miles of frontage. Because of the increased density, activity, and distance, the Town’s transportation system within and to the Main Vail area clearly needs to be enhanced to support these activities through the combination of roadway improvements and transit service enhancements. A more detailed parking study to verify these locations and the associated number of additional spaces will need to be completed by the Town prior to any implementation. The study will need to take into account the aforementioned potential recommendations as well as looking at alternative locations, transit incentives, in combination with parking management solutions that may alleviate the parking situation, which may include outlying lots with bus service.

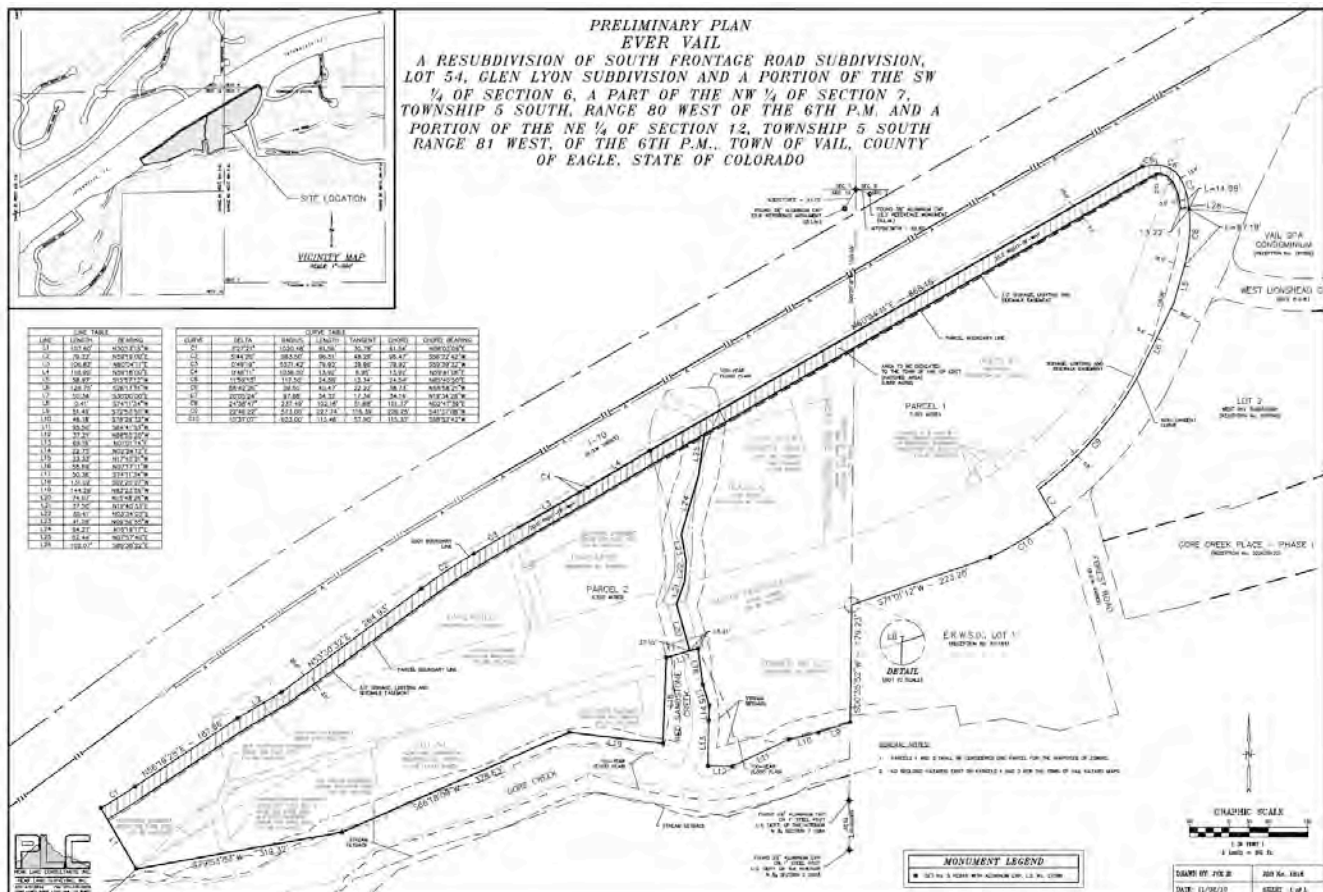
As indicated in the plans for Ever Vail, the Applicant is proposing to construct and operate public parking in Ever Vail, including providing 400 public skier parking spaces above and beyond those spaces needed to serve the uses on-site.



IV. Major Subdivision

A. Introduction of the Major Subdivision Request

The Applicant has previously submitted a request for a major subdivision to facilitate the redevelopment of West Lionshead. The Ever Vail subdivision creates new development parcels and allows for the relocating of South Frontage Road. The major subdivision will include a substantial portion of the West Lionshead area, including the sites of the Vail Professional Building, Cascade Crossing, the old Vail BP site, Glen Lyon Office Building and the Holy Cross lot, along with the Frontage Road right-of-way. Some of these properties are currently unplatted. A full-sized copy of the plat has been provided with the plans. The Planning and Environmental Commission has approved the northern boundary of the Ever Vail subdivision. The Preliminary Plan has been submitted with the plans and is provided below:



B. Review Criteria for a Major Subdivision

1. The extent to which the proposed subdivision is consistent with all the applicable elements of the adopted goals, objectives and policies outlined in the Vail comprehensive plan and is compatible with the development objectives of the town; and

Our Analysis:

To be the Premier Mountain Resort Community...

We share this vision with the Town of Vail. It is our intent to further this vision through the addition of world-class facilities in a new mixed use village, called Ever Vail. This subdivision will enable the redevelopment of Ever Vail.

This vision is further supported by stated development objectives of the Town of Vail. The purpose statement of the Lionshead Mixed Use-2 Zone District states:

The Lionshead mixed use 2 district is intended to provide sites for a mixture of multiple-family dwellings, lodges, hotels, fractional fee clubs, timeshares, lodge dwelling units, restaurants, offices, skier services, light industrial activities, and commercial establishments in a clustered, unified development. Lionshead mixed use 2 district, in accordance with the Lionshead redevelopment master plan, is intended to ensure adequate light, air, open space and other amenities appropriate to the permitted types of buildings and uses and to maintain the desirable qualities of the zone district by establishing appropriate site development standards. This zone district is meant to encourage and provide incentives for redevelopment in accordance with the Lionshead redevelopment master plan.

This zone district was specifically developed to provide incentives for properties to redevelop. The ultimate goal of these incentives is to create an economically vibrant lodging, housing, and commercial core area. The incentives in this zone district include increases in allowable gross residential floor area, building height, and density over the previously established zoning in the Lionshead redevelopment master plan study area. The primary goal of the incentives is to create economic conditions favorable to inducing private redevelopment consistent with the Lionshead redevelopment master plan. Additionally, the incentives are created to help finance public, off site, improvements adjacent to redevelopment projects. Public amenities which will be evaluated with redevelopment proposals taking advantage of the incentives created herein may include: streetscape improvements, pedestrian/bicycle access, public plaza redevelopment, public art, roadway improvements, and similar improvements.

The Lionshead Redevelopment Master Plan provides the framework for the Town of Vail to review this major subdivision application to facilitate the redevelopment of Ever Vail. A complete analysis of the Lionshead Redevelopment Master Plan is included in a previous section of this overall document.

The preliminary plat approval of this major subdivision allows the Applicant to move forward in the development of the Ever Vail into the mixed-use hub desired by the Town of Vail as described by the Lionshead Redevelopment Master Plan.

- 2. The extent to which the proposed subdivision complies with all of the standards of this title, as well as, but not limited to, title 12, "Zoning Regulations", of this code, and other pertinent regulations that the planning and environmental commission deems applicable; and**

Our Analysis:

The proposed subdivision complies with all of the Town's codes. Each parcel created by this subdivision meets the minimum lot area requirements of 10,000 sq. ft. This plat is being submitted in conjunction with a rezoning request so that the entirety of Parcels 1 and 2 will be zoned Lionshead Mixed Use-2. The total area of the Ever Vail subdivision is 12.617 acres or 549,574 sq. ft. Of the total area, 11.027 acres is defined as "buildable" or areas not within the flood-plain or with slopes in excess of 40%. Both parcels being created by the subdivision will be treated as one parcel for the purposes of zoning and development standards.

Parcel 1:

Parcel 1 is the eastern portion of the Ever Vail site, encompassing the parcels currently platted as Tracts A and B, South Frontage Road Subdivision (which is to be vacated by the proposed Ever Vail plat). It also encompasses the current portion of the Frontage Road right-of-way along this portion. It is 7.322 acres (318,940 sq. ft.). Approximately 6.3% of Parcel 1 consists of slopes in excess of 40% (20,196 sq. ft.) and 9,574 sq. ft. are within the floodplain. Subtracting the total area of the site with slopes in excess of 40% minus the areas in the floodplain (excluding the areas which overlap) from the total site area leaves a 6.652 acres or 289,758 sq. ft of buildable area.

Parcel 2:

Parcel 2 is the western portion of the Ever Vail site, just to the West of Red Sandstone Creek, and is the current location of the Vail Professional Building and Cascade Crossing (zoned ABD), along with the portions of the existing Frontage Road along this site. Parcel 2 now includes the Glen Lyon Office Building site (zoned SDD #4). Parcel 2 is 5.295 acres (230,634 sq. ft.) with 32,147 sq. ft. with excess of 40% slopes and 9,497 sq. ft. in the floodplain. This equates to a total of 4.375 acres or 190,555 sq. ft. of buildable area.

3. The extent to which the proposed subdivision presents a harmonious, convenient, workable relationship among land uses consistent with municipal development objectives; and

Our Analysis:

Ever Vail provides a unique opportunity for redevelopment. The existing uses in the area vary from office uses to more industrial uses. The proximity of the site to both the ski mountain and Gore Creek creates remarkable opportunities to capitalize on these assets, while providing uses and services that the Town desires and needs. The relocation of the S. Frontage Road furthers these opportunities by creating a site that can fit these uses while minimizing impacts to adjacent properties. Moving the S. Frontage Road to a location along side I-70 consolidates these major thoroughfares, thus minimizing the effects of traffic on nearby properties and provides a more efficient vehicular corridor. The proposed uses within Ever Vail are consistent with municipal objectives and present a unique development opportunity within the Vail community.

4. The extent of the effects on the future development of the surrounding area; and

Our Analysis:

The proposed subdivision will allow for uses consistent with the zoning on the property and compatible with the surrounding area. The subdivision allows for the redevelopment of a Brownfield area (the former gas station site and the Vail Maintenance yard) that will have a positive effect on the surrounding area. The subdivision further allows for improvements and enhancements to Red Sandstone Creek, allowing for it to become an even greater amenity to the Town of Vail while preserving and repairing the riparian area. Direct neighbors to Ever Vail include the following:

- East: Vail Spa is currently a multi-family residential project, with limited office uses included. It is currently zoned Lionshead Mixed Use – 1, which allows for development consistent with the uses proposed at Ever Vail.
- West: The Glen Lyon neighborhood, including the Cascade Resort, is the nearest neighbors to the west and is separated by significant distance (right-of-way and stream tract). Future development and redevelopment in this area will likely be enhanced by the proposed development occurring at Ever Vail, including the new gondola.
- South: The ERWSD building is the nearest neighbor to the south is zoned General Use, along with the stream tract and Tract K.
- North: Ever Vail will generally be bound by the relocated South Frontage Road and I-70 right-of-way to the north.

5. The extent to which the proposed subdivision is located and designed to avoid creating spatial patterns that cause inefficiencies in the delivery of public services, or require duplication or premature extension of public facilities, or result in a "leapfrog" pattern of development; and

Our Analysis:

The major subdivision is necessary to facilitate the redevelopment of the Ever Vail area. As a result, this subdivision is highly efficient as public utilities already exist in the site. Because Ever Vail is a redevelopment project, it does not result in a "leapfrog" pattern of development. The project is more consistent with in-fill

development patterns. It is taking an existing, underutilized area and redeveloping it to a better use. The realignment of the S. Frontage Road will allow vehicular traffic to flow more efficiently through the area.

- 6. The extent to which the utility lines are sized to serve the planned ultimate population of the service area to avoid future land disruption to upgrade undersized lines; and**

Our Analysis:

High capacity utility lines already exist in the area and since this area was already considered in the master planning of the area, proper planning of utility capacity was already undertaken. Any impacts to the utilities will be mitigated by the Applicant.

- 7. The extent to which the proposed subdivision provides for the growth of an orderly viable community and serves the best interests of the community as a whole; and**

Our Analysis:

The re-alignment of the S. Frontage Road will allow for development to occur in a more logical pattern, along with consolidating and minimizing the impacts of the traffic associated with the S. Frontage Road and I-70. The alignment of the S. Frontage Road parallel to I-70 has been successful in other parts of Town and allows for an efficient flow of traffic.

In addition, the properties in the Ever Vail area are a mix of unplatted, metes and bounds legal descriptions and platted lots. The proposed subdivision will allow this area to be developed in a more orderly pattern.

The subdivision is one step in the overall process to allow for the redevelopment of the West Lionshead area into Ever Vail. The subdivision allows for the provision of public parking, a new ski lift and mixed-use hub for the Vail community. The Applicant believes that this redevelopment serves the best interest of the community as a whole.

- 8. The extent to which the proposed subdivision results in adverse or beneficial impacts on the natural environment, including, but not limited to, water quality, air quality, noise, vegetation, riparian corridors, hillsides and other desirable natural features;**

Our Analysis:

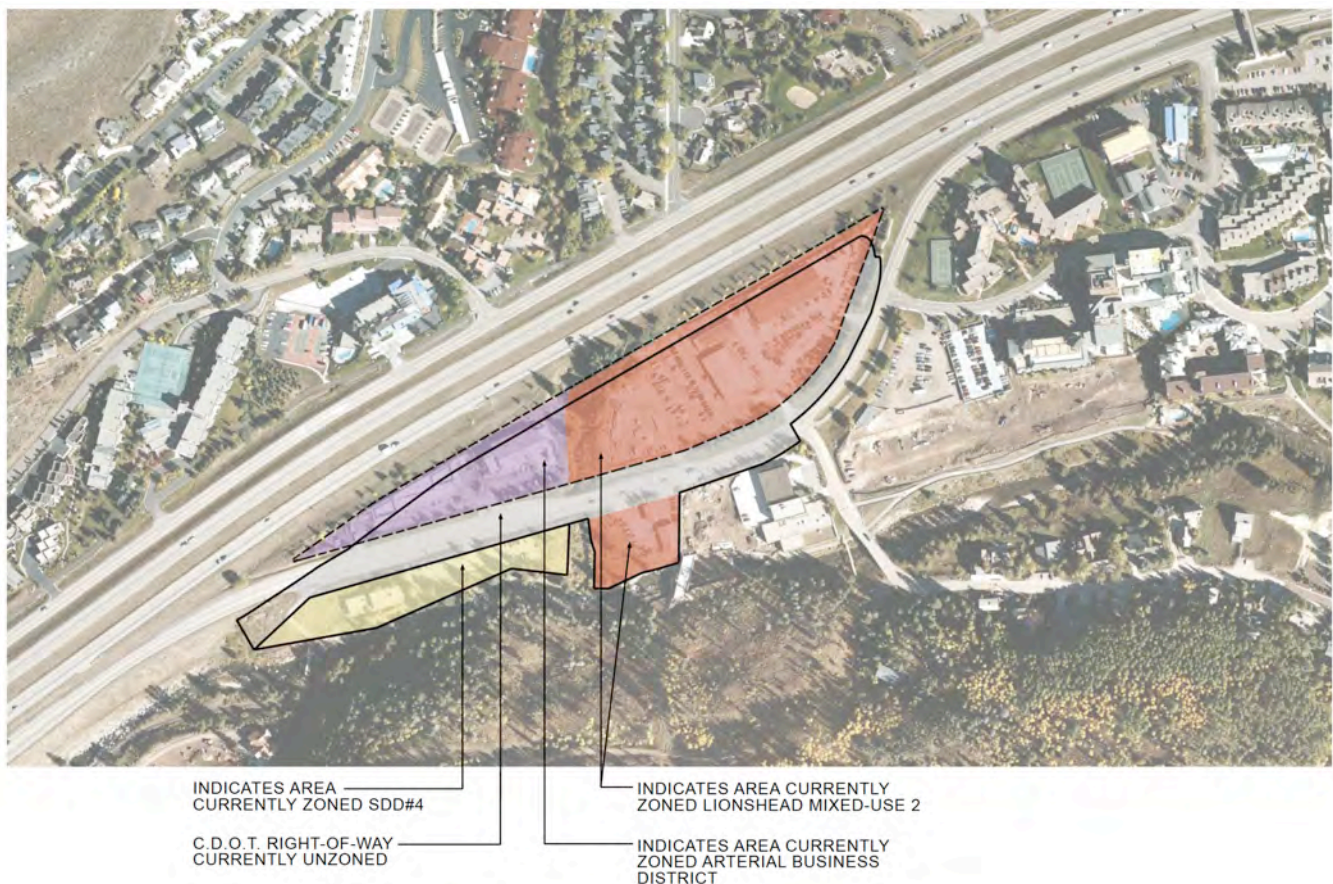
This major subdivision request will not result in adverse impacts on the natural environment. The site is currently developed with commercial uses and quasi-industrial uses on the site. All development proposals on the site will be completed with the utmost concern for the protection of the natural environment in the area, as we consider natural areas amenities to the guests of Ever Vail. As other included applications indicate, we are hoping to improve the riparian characteristics of Red Sandstone Creek, which borders the property to the east of the Vail Professional Building. The Applicant hopes to make the creek a great asset to the area and to do so, will ensure that there are no adverse impacts to the natural environment. As stated previously, the project is in the LEED-ND Pilot Program, details of which can be found in another section of this document.

V. Rezoning

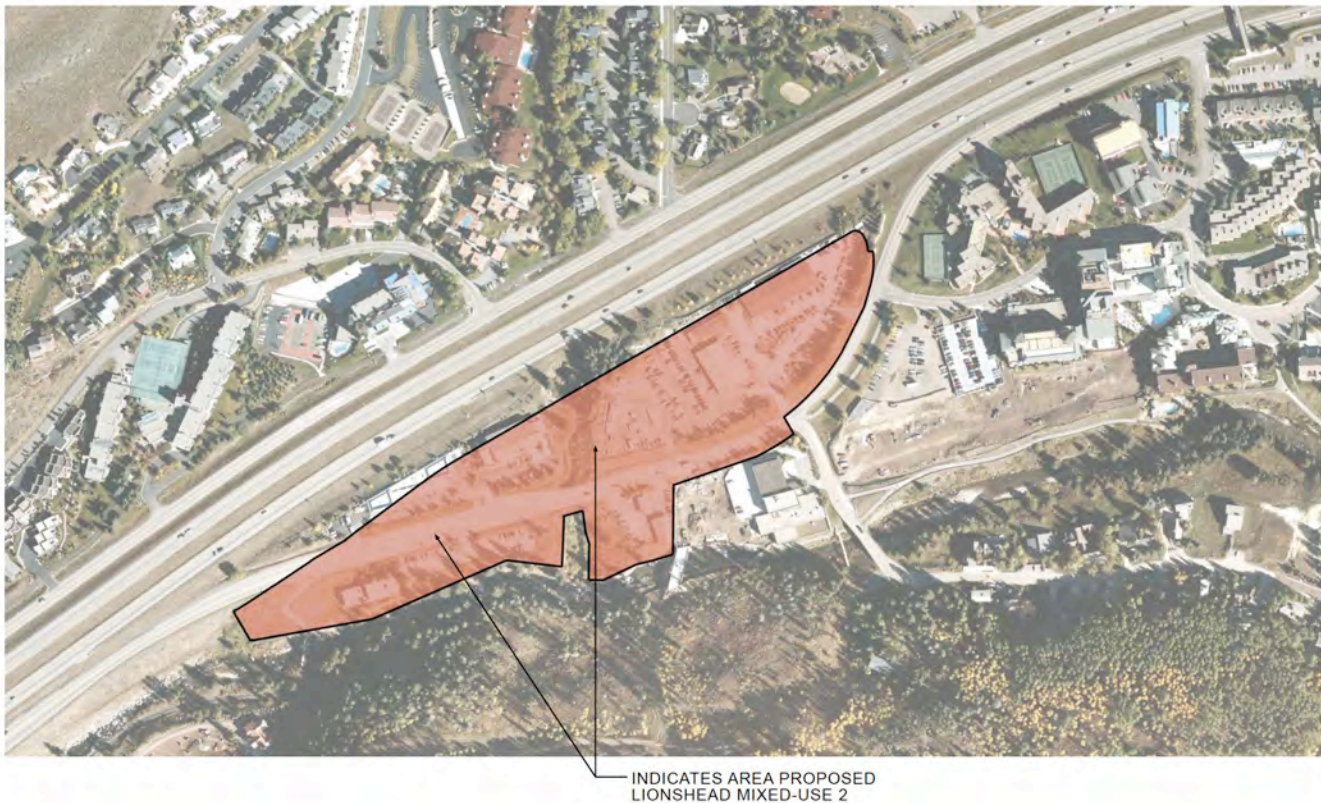
A. Introduction to the Rezoning Request

The Applicant is requesting a rezoning from Arterial Business District (ABD) to Lionshead Mixed Use - 2 (LMU-2) for Parcel 2, created by the Ever Vail Subdivision. The site is currently zoned Arterial Business District and is the site of the Vail Professional Building and Cascade Crossing, located at 953 and 1031 Frontage Road. With the addition of the Glen Lyon Office Building site, Vail Resorts is also requesting that this site be rezoned from SDD #4 to Lionshead Mixed Use – 2, consistent with the Lionshead Redevelopment Master Plan. The Applicant is also requesting to zone the portion of the S. Frontage Road right-of-way, which is currently unzoned, to LMU-2. The end result will be the entirety of the Ever Vail Subdivision zoned Lionshead Mixed Use – 2. The majority of the site is already zoned Lionshead Mixed Use – 2, including the Vail Maintenance Facility and the old gas station site (see below).

Existing Zoning Conditions:



Proposed Zoning Conditions:



B. Review Criteria for a Rezoning Request

1. **The extent to which the zone district amendment is consistent with all the applicable elements of the adopted goals, objectives and policies outlined in the Vail comprehensive plan and is compatible with the development objectives of the town; and**

Our Analysis:

The Lionshead Redevelopment Master Plan provides the framework for the Town of Vail to review this rezoning request from Arterial Business District to Lionshead Mixed Use-2, including the zoning of the Frontage Road right-of-way. Recently, the Town of Vail approved the inclusion of the Glen Lyon Office Building into the Lionshead Redevelopment Master Plan. The rezoning of these properties furthers the adopted goals and policies of the Lionshead Redevelopment Master Plan. A complete analysis of the Lionshead Redevelopment Master Plan and other pertinent master planning documents is included in a previous section of this document.

2. **The extent to which the zone district amendment is suitable with the existing and potential land uses on the site and existing and potential surrounding land uses as set out in the town's adopted planning documents; and**

Our Analysis:

The Lionshead Redevelopment Master Plan indicates these properties to be a part of the West Lionshead mixed-use development. The property on the east side of Red Sandstone Creek, which includes the current maintenance facility, is currently zoned Lionshead Mixed Use – 2. The proposed site is bounded by I-70 to the North. The re-alignment of the Frontage Road will allow this area to become one cohesive development and the zoning of Lionshead Mixed Use – 2 to the property is more suitable than the current zoning designations.

In addition, the rezoning is suitable with the surrounding land uses:

- East: Vail Spa is currently a multi-family residential project, with limited office uses included. It is currently zoned Lionshead Mixed Use – 1, which allows for development consistent with the uses proposed at Ever Vail.
- West: The Glen Lyon neighborhood, including the Cascade Resort, is the nearest neighbor to the west, and is separated by significant distance (right-of-way and stream tract). Future development and redevelopment in this area will likely be enhanced by the proposed development occurring at Ever Vail, including the new gondola.
- South: The ERWSD building, is the nearest neighbor to the south, and is zoned General Use.
- North: Ever Vail is generally bounded by the relocated South Frontage Road and I-70 right-of-way to the north.

3. The extent to which the zone district amendment presents a harmonious, convenient, workable relationship among land uses consistent with municipal development objectives; and

Our Analysis:

The rezoning of these properties to Lionshead Mixed Use – 2 will allow for a more harmonious, convenient, and workable relationship in the proposed redevelopment of the West Lionshead area. Cascade Crossing and the Vail Professional Building are the only properties zoned Arterial Business District in the Town of Vail. The Glen Lyon Office Building is substantially physically separated from the remainder of SDD #4. Rezoning them to Lionshead Mixed Use – 2 allows for redevelopment which meets the town’s development objectives as outlined in the Lionshead Redevelopment Master Plan, Zoning Regulations, Vail 20/20, etc.

4. The extent to which the zone district amendment provides for the growth of an orderly viable community and does not constitute spot zoning as the amendment serves the best interests of the community as a whole; and

Our Analysis:

As the adjacent area to the east is zoned Lionshead Mixed Use – 2 and this area is part of the Lionshead Redevelopment Master Plan study area, it is clear that this does not constitute a spot zoning. This amendment will help to allow the redevelopment of the West Lionshead area into a mixed use hub, serving the needs of guests and residents alike.

5. The extent to which the zone district amendment results in adverse or beneficial impacts on the natural environment, including, but not limited to, water quality, air quality, noise, vegetation, riparian corridors, hillsides and other desirable natural features; and

Our Analysis:

This rezoning request will not result in adverse impacts on the natural environment. The site is currently developed with commercial uses on the site. All development proposals on the site will be completed with the utmost concern for the protection of the natural environment in the area, as we consider it an amenity to the guests of West Lionshead. As future applications will indicate, the Applicant intends to improve the riparian characteristics of Red Sandstone Creek, which borders the property to the east of the Vail Professional Building. The Applicant hopes to make the creek a great asset to the area and to do so, we will ensure that there are no adverse impacts to the natural environment. An Environmental Impact Report has been submitted with this application to provide further clarification on this criteria.

6. The extent to which the zone district amendment is consistent with the purpose statement of the proposed zone district; and

Our Analysis:

The purpose statement of the Lionshead Mixed Use -2 Zone District is as follows:

The Lionshead mixed use 2 district is intended to provide sites for a mixture of multiple-family dwellings, lodges, hotels, fractional fee clubs, timeshares, lodge dwelling units, restaurants, offices, skier services, light industrial activities, and commercial establishments in a clustered, unified development. Lionshead mixed use 2 district, in accordance with the Lionshead redevelopment master plan, is intended to ensure adequate light, air, open space and other amenities appropriate to the permitted types of buildings and uses and to maintain the desirable qualities of the zone district by establishing appropriate site development standards. This zone district is meant to encourage and provide incentives for redevelopment in accordance with the Lionshead redevelopment master plan.

This zone district was specifically developed to provide incentives for properties to redevelop. The ultimate goal of these incentives is to create an economically vibrant lodging, housing, and commercial core area. The incentives in this zone district include increases in allowable gross residential floor area, building height, and density over the previously established zoning in the Lionshead redevelopment master plan study area. The primary goal of the incentives is to create economic conditions favorable to inducing private redevelopment consistent with the Lionshead redevelopment master plan. Additionally, the incentives are created to help finance public, off site, improvements adjacent to redevelopment projects. Public amenities which will be evaluated with redevelopment proposals taking advantage of the incentives created herein may include: streetscape improvements, pedestrian/bicycle access, public plaza redevelopment, public art, roadway improvements, and similar improvements.

The application of Lionshead Mixed Use – 2 to this site, as part of the Lionshead Redevelopment Master Plan study area, is consistent with the above purpose statement. The rezoning will further the goals of the Town of Vail, and ensure consistency with the Lionshead Mixed Use – 2 Zone District.

7. The extent to which the zone district amendment demonstrates how conditions have changed since the zoning designation of the subject property was adopted and is no longer appropriate; and

Our Analysis:

The Arterial Business Zone District was originally adopted in 1982. At the time, the entire Vail Valley was a different place. The population of the entire county in 1980 was just under 15,000. Today, it's estimated to be over 50,000. Beaver Creek Mountain opened in 1980. The Lionshead Parking Structure was completed in 1980. The Vail Professional Building was constructed in 1985 and Cascade Crossing was constructed in 1990. Twenty-five years ago, the idea of a "billion dollar" renewal of Vail was unfathomable. The ABD Zone District is primarily a zone district intended for strip mall development. This site is no longer appropriate for this out-dated form of development. Furthermore, the designation of the Glen Lyon Office Building as part of SDD #4 is no longer appropriate for the site. Due to the physical separation from the remainder of SDD #4, and its proximity to Ever Vail, a zoning designation of Lionshead Mixed Use – 2 is more appropriate so that the entire site can be planned as one development site.

VI. SDD Major Amendment

A. Introduction to the SDD Major Amendment

In addition to the rezoning request, the elimination of the Glen Lyon Office Building is a major amendment to Special Development District #4: Cascade Village. The following is the definition of a major amendment an SDD:

MAJOR AMENDMENT (PEC AND/OR COUNCIL REVIEW): *Any proposal to change uses; increase gross residential floor area; change the number of dwelling or accommodation units; modify, enlarge or expand any approved special development district (other than "minor amendments" as defined in this section), except as provided under section 12-15-4, "Interior Conversions", or 12-15-5, "Additional Gross Residential Floor Area (250 Ordinance)", of this title.*

B. Review Criteria for the SDD Major Amendment

"The purpose of the special development district is to encourage flexibility and creativity in the development of land in order to promote its most appropriate use; to improve the design character and quality of the new development with the Town; to facilitate the adequate and economical provision of streets and utilities; to preserve the natural and scenic features of open space areas; and to further the overall goals of the community as stated in the Vail comprehensive plan."

The following design criteria are used by the Town in the evaluation of a Special Development District. Because this is a unique application to remove an area from an existing Special Development District, many of the criteria are not applicable. Below is a summary of how the project implements each of these criteria.

A. Compatibility: Design compatibility and sensitivity to the immediate environment, neighborhood and adjacent properties relative to architectural design, scale, bulk, building height, buffer zones, identity, character, visual integrity and orientation.

Our Analysis:

As the proposal is to include the existing Glen Lyon Office Building into the overall Ever Vail development, the review of proposed development on the site will be subject to the Lionshead Design Guidelines and the Lionshead Redevelopment Master Plan, along with the development standards of the Lionshead Mixed Use - 2 zone district. This property was specifically added to the Lionshead Redevelopment Master Plan by Resolution No. 26, 2008 adopted in February of 2009 by the Vail Town Council.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF VAIL, COLORADO, THAT:

1. The Council hereby approves Land Use Plan map amendment, pursuant to Section 8-3, Vail Land Use Plan, to allow for a change in the land use designation from Community Office to Lionshead Redevelopment Master Plan for properties known as "Cascade Crossing", "Vail Professional Building" (Future "Ever Vail"), and "Glen Lyon Office Building" located at 953, 1031 and 1000 South Frontage Road West.
2. This Resolution shall be effective immediately upon adoption.

INTRODUCED, READ, APPROVED AND ADOPTED this 2nd day of September, 2008.

B. Relationship: Uses, activity and density which provide a compatible, efficient and workable relationship with surrounding uses and activity.

Our Analysis:

As the proposal is to include the existing Glen Lyon Office Building into the overall Ever Vail development, the review of proposed development on the site will be subject to the uses, both permitted and conditional uses, of the Lionshead Mixed Use - 2 zone district. As indicated in the Zoning Analysis included with the full

Ever Vail submittal, the Ever Vail project complies with the density standards of the zone district. For uses which require it, conditional use permits have been applied for. This property was specifically added to the Lionshead Redevelopment Master Plan by Resolution No. 26, 2008 adopted in February of 2009 by the Vail Town Council.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

C. Parking and Loading: Compliance with parking and loading requirements as outlined in Chapter 10 of this Title.

Our Analysis:

The proposed Ever Vail development meets the parking and loading requirements as outlined in Chapter 10.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

D. Comprehensive Plan: Conformity with applicable elements of the Vail Comprehensive Plan, Town policies and urban design plans.

Our Analysis:

In September of 2008, the Town Council voted to amend the Vail Land Use Plan by Resolution No. 19, Series of 2008, which stated:

This Resolution clearly indicated that the Town's intention for redevelopment of the Glen Lyon Office Building would be under the guidance of the Lionshead Redevelopment Master Plan.

<p style="text-align: center;">RESOLUTION NO. 26 Series 2008</p> <p>A RESOLUTION APPROVING AN AMENDMENT TO THE LIONSHEAD REDEVELOPMENT MASTER PLAN TO INCORPORATE THE PROPERTY KNOWN AS GLEN LYON OFFICE BUILDING SITE INTO THE LIONSHEAD REDEVELOPMENT MASTER PLAN AREA AND ADOPTING SITE SPECIFIC RECOMMENDATIONS FOR THE GLEN LYON OFFICE BUILDING SITE, LOCATED AT 1000 SOUTH FRONTAGE ROAD WEST/ LOT 54, GLEN LYON SUBDIVISION, AND SETTING FORTH DETAILS IN REGARD THERETO.</p>
--

Furthermore, early in 2009 and following review that same year, the Town Council voted to amend the Lionshead Redevelopment Master Plan to include the Glen Lyon Office Building as part of the Lionshead area, with Resolution No. 26, Series of 2008. The amendments included by this resolution have been incorporated into the proposed development on this site, including all standards which are more restrictive than the Lionshead Mixed Use - 2 zone district.

This proposed amendment conforms with the applicable elements of the Vail Comprehensive Plan.

E. Natural and/or Geologic Hazard: Identification and mitigation of natural and/or geologic hazards that affect the property on which the special development district is proposed.

Our Analysis:

There are no natural or geologic hazards existing or mapped by the Town for this site. Portion of the site are in excess of 40% slopes, but no development is proposed in these areas.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

F. Design Features: Site plan, building design and location and open space provisions designed to produce a functional development responsive and sensitive to natural features, vegetation and overall aesthetic quality of the community.

Our Analysis:

As the proposal is to include the existing Glen Lyon Office Building into the overall Ever Vail development, the review of proposed development on the site will be subject to the Lionshead Design Guidelines and the Lionshead Redevelopment Master Plan, along with the development standards of the Lionshead Mixed Use - 2 zone district.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

G. Traffic: A circulation system designed for both vehicles and pedestrians addressing on and off-site traffic circulation.

Our Analysis:

A Traffic Impact Study has been submitted as part of the Ever Vail project which addresses this criteria.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

H. Landscaping: Functional and aesthetic landscaping and open space in order to optimize and preserve natural features, recreation, views and function.

Our Analysis:

As the proposal is to include the existing Glen Lyon Office Building into the overall Ever Vail development, the review of proposed development on the site will be subject to the Lionshead Design Guidelines and the Lionshead Redevelopment Master Plan, along with the development standards of the Lionshead Mixed Use - 2 zone district.

The elimination of the Glen Lyon Office Building will not impact the above-mentioned criteria on Special Development District No. 4: Cascade Village.

I. Workable Plan: Phasing plan or subdivision plan that will maintain a workable, functional and efficient relationship throughout the development of the special development district.

Our Analysis:

Cascade Village is substantially complete and the removal of the Glen Lyon Office Building has no impact on the phasing plan of the Special Development District.

VII. Text Amendment

A. Introduction to Text Amendment

Note: The text amendment was reviewed by the Planning and Environmental Commission, who forwarded a recommendation of approval to the Town Council on January 11, 2010, following a recommendation of approval by Town Staff. As the Town Council has not yet reviewed the text amendment, this section is included in this document, but does not require further action by the Planning and Environmental Commission.

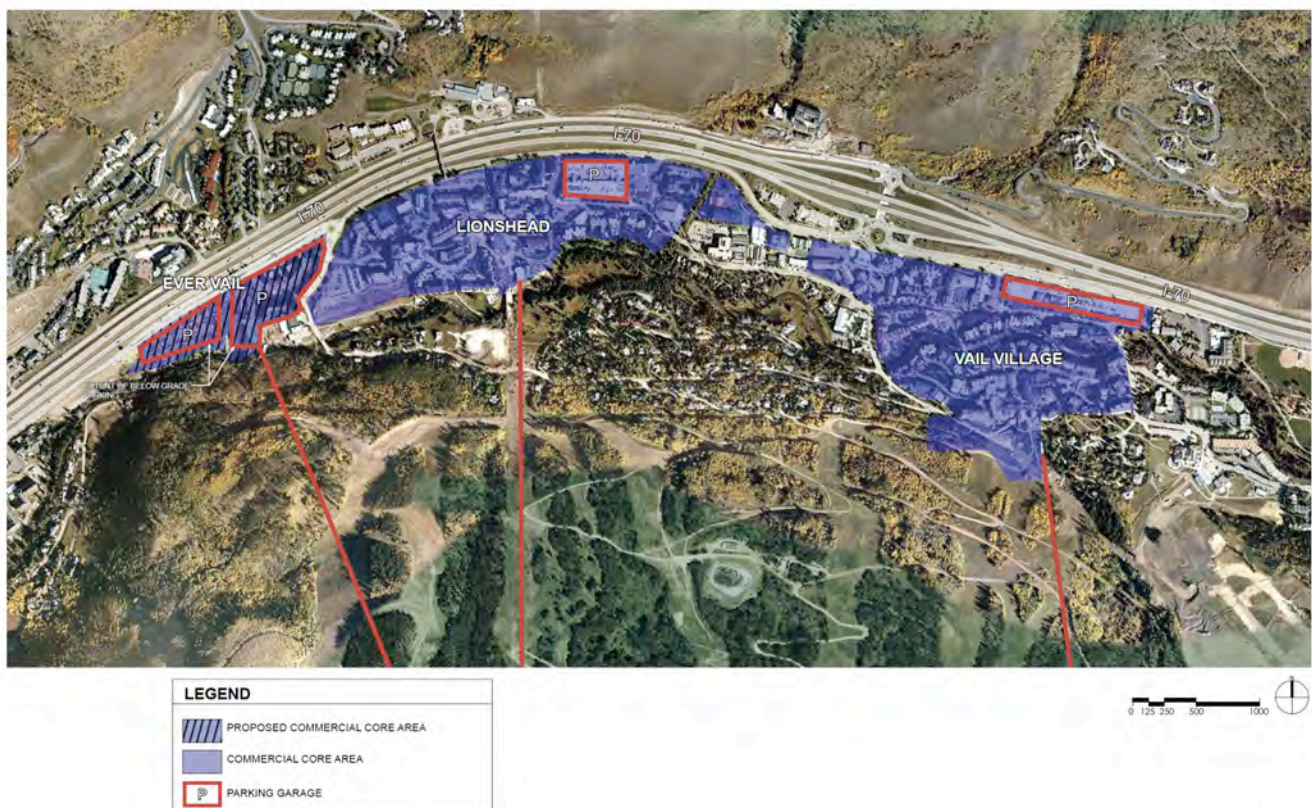
Section 12-1-19 is requested to be amended to include the Ever Vail Subdivision to be within the Core Area Parking Requirements. Specifically, this section would be amended as follows (text to be deleted is indicated in strike-through; text to be added is indicated in bold):

12-10-19: CORE AREAS IDENTIFIED:

Tables 1 and 2 (**Core Area Parking Map** attached to the ordinance codified herein, and available for inspection in the office of the town clerk) shall be used to identify properties within Vail's commercial core areas for parking purposes.

In addition to the text amendment, the following map will be included in the amendment (final map to be coordinated with Town Staff):

Core Area Parking Map



Recognizing Ever Vail as a mixed-use development and as an additional neighborhood of Vail, the Core Area parking requirements are more applicable for the following reasons:

- Availability of public parking in close proximity;
- People accessing residential and retail and skiing are only making a single trip and need only one parking space or less (mixed use);
- Destination skiers do not always have a car and are shuttled to hotels/residence;

- Availability of share car;
- Gondola access to the mountain;
- Shared vehicle program
- Access to in town shuttle and other bus routes;
- Inclusion of a transit facility on-site for regional and local buses

One of the recommendations of the planning process associated with the Lionshead Redevelopment Master Plan was to look at the parking requirements of the Vail Village and Lionshead areas to study the Town's parking requirements and the needs of these areas. During the summer of 1999, the Town hired the firm of Felsburg, Holt & Ullevig to conduct an in-depth analysis of parking generation in Vail's commercial core areas. The primary purpose of the study was to determine the influence of external factors (mixed uses, transit/pedestrian trips, hourly variations in business activity) on parking generation. In 2000, the Town adopted the Core Area Parking Requirements for certain areas of Town – Vail Village and Lionshead. At the time, the redevelopment of West Lionshead into Ever Vail was not a consideration. Ever Vail will be a mixed use development, emphasizing alternative means of transportation and an extension of the Lionshead Area.



Including Ever Vail in the Core Area Parking Requirements is not an across the board reduction in parking requirements. For some uses, the parking requirements are actually more stringent. The Core Area Parking Requirements reflect what historically has occurred in the core areas and more accurately reflect the needs of the core areas. The following table provides a general breakdown of the parking requirements and obligations based on the Lionshead Redevelopment Master Plan:

Use	Code or Master Plan	Public or Private	Total Spaces Provided
Residential	Code Requirement	Private	457.8
Commercial	Code Requirement	Public	314.5

Use	Code or Master Plan	Public or Private	Total Spaces Provided
Skier Parking	Master Plan Recommendation	Public	400
Replacement Parking	Master Plan Recommendation	Quasi-public	289
TOTAL (Code Requirement + Obligation):			1461.3
TOTAL SPACES PROVIDED:			1478

Comparison of Core Area Parking Requirements to Non-Core Area Parking Requirements:

Use	Quantity	Core Area	Parking Req. With Allowable Reduction	Not Core Area	Parking Req. With Allowable Reduction
Dwelling Units	381	1.4 per unit	413.39	if du>2000 sf, 2.5 / if du<2000, 2	714.38
Accom. Units	102	.7 per unit	55.34	.4 per au + .1 per 100 sq. ft. of GRFA	30.60
EHU	41	1.4 per unit	44.49	<500 sf, 1.5 / if less than 2000 sf, 2	61.50
Hotel Conference	4,980	1 per 330 sf seating area	11.70	1 per 120 of seating floor area	31.13
Meeting Room	2,485	1 per 165 sf seating area	11.67	1 per 120 of seating floor area	15.53
Restaurant	11,307	1 per 250 of seating floor area	35.05	1 per 120 sf of seating floor area	70.67
Retail	34,053	2.3 per 1000 sf net floor area	60.70	1 per 300 sf of net floor area	85.13
Children's Services*	12,172	1 per 1000 sf net floor area	9.43	set by PEC (calc'd at 1/1000)	9.13
Spa*	9,950	1 per 1000 sf net floor area	7.71	set by PEC (calc'd at 1/1000)	7.46
Office	34,669	2.7 for 1000 sf net floor area	72.54	1 per 250 sf net floor area	104.01
Maint. Facility	1	estimated need of 50 spaces	50.00	estimated need of 50 spaces	50.00
TOTAL Core Area Parking Requirements			772.02	TOTAL Non-Core Area Requirements	1179.54

*Spa and children's services are set by the PEC, but calculated at 1 per 1000 sf of net floor area in accordance with previous approvals

B. Review Criteria for a Text Amendment

The Town of Vail Zoning Regulations provide the criteria for review of a text amendment. For the purposes of this application, each criterion will be addressed below:

1. The extent to which the text amendment furthers the general and specific purposes of the zoning regulations; and

Our Analysis:

The Town of Vail Zoning Regulations, in Section 12-1-2: Purpose, describes the general purpose of the regulations as follows:

12-1-2: PURPOSE:

A. *General: These regulations are enacted for the purpose of promoting the health, safety, morals, and general welfare of the town, and to promote the coordinated and harmonious development of the town in a manner that will conserve and enhance its natural environment and its established character as a resort and residential community of high quality.*

Section 12-1-2 also provides the specific purposes of the regulations as follows:

1. *To provide for adequate light, air, sanitation, drainage, and public facilities.*
2. *To secure safety from fire, panic, flood, avalanche, accumulation of snow, and other dangerous conditions.*
3. *To promote safe and efficient pedestrian and vehicular traffic circulation and to lessen congestion in the streets.*
4. *To promote adequate and appropriately located off street parking and loading facilities.*
5. *To conserve and maintain established community qualities and economic values.*
6. *To encourage a harmonious, convenient, workable relationship among land uses, consistent with municipal development objectives.*
7. *To prevent excessive population densities and overcrowding of the land with structures.*
8. *To safeguard and enhance the appearance of the town.*
9. *To conserve and protect wildlife, streams, woods, hillsides, and other desirable natural features.*
10. *To assure adequate open space, recreation opportunities, and other amenities and facilities conducive to desired living quarters.*
11. *To otherwise provide for the growth of an orderly and viable community.*

In addition, Section 12-10-1 of the Zoning Regulations provides the purpose of the Parking and Loading Chapter:

12-10-1: PURPOSE:

In order to alleviate progressively or to prevent traffic congestion and shortage of on street parking areas, off street parking and loading facilities shall be provided incidental to new structures, enlargements of existing structures or a conversion to a new use which requires additional parking under this chapter. The number of parking spaces and loading berths prescribed in this chapter shall be in proportion to the need for such facilities created by the particular type of use. Off street parking and loading areas are to be designed, maintained and operated in a manner that will ensure their usefulness, protect the public safety, and, where appropriate, insulate surrounding land uses from their impact. In certain districts, all or a portion of the parking spaces prescribed by this chapter are required to be within the main building in order to avoid or to minimize the adverse visual impact of large concentrations or exposed parking and of separate garage or carport structures.

While many of the purpose statements are not necessarily applicable to this particular code amendment, it is important to note that it does further many of them. Including Ever Vail into the core area for parking requirements means that the parking provided will more adequately meet the demand. This demand has been established by numerous studies completed by the Town. Parking will almost entirely be provided below-grade or in structured parking, minimizing the visual and aesthetic impacts of parking. Most importantly, this amendment promotes adequate and appropriately located off street parking facilities.

2. **The extent to which the text amendment would better implement and better achieve the applicable elements of the adopted goals, objectives, and policies outlined in the Vail comprehensive plan and is compatible with the development objectives of the town; and**

Our Analysis:

A complete analysis of the Lionshead Redevelopment Master Plan has been included in a previous section of this document and provides support for this amendment.

- 3. The extent to which the text amendment demonstrates how conditions have substantially changed since the adoption of the subject regulation and how the existing regulation is no longer appropriate or is inapplicable; and**

Our Analysis:

While this text amendment is considered independent of the other applications submitted for Ever Vail, it is necessary to consider the development as a whole to understand why the Core Area Parking Requirements are more applicable to this site. The Core Area Parking Requirements as codified today were reviewed and adopted in 1999 and 2000, immediately following the adoption of the Lionshead Redevelopment Master Plan in 1998. While it was understood that the West Lionshead area was likely to redevelop in some manner, the properties were owned by a number of different entities, and it was not thought that this area would be under single ownership and could be developed in a more comprehensive manner. More importantly, neither a ski lift, a public parking structure, or a transit center were considered for this site at the time of adoption.

In the nearly 11 years since the adoption of the Lionshead Redevelopment Master Plan and the Core Area Parking Requirements, many factors have changed. In conjunction with the Ever Vail parking structure, the Applicant is planning many transit uses on-site, which will allow in-town buses and the ECO Bus system to provide service to this site. Finally, the Applicant is moving forward with the LEED for Neighborhood Development certification process. To be certified, Ever Vail will be a multi-modal transit community, where all forms of transportation will be encouraged and, in some cases, mandated. The intent is to maximize public transit to the site and the proposal includes:

- Bus drop-off/pick up on the east side of the site.
- Skier drop-off spaces on the east side, along with substantial short-term drop-off spaces in the west side parking structure to accommodate DEVO drop-off and other parking needs at other times of the week.
- Extensive connections to Town pedestrian and bicycle networks.
- Hotel shuttle drop-off and pick-up locations onsite.

- 4. The extent to which the text amendment provides a harmonious, convenient, workable relationship among land use regulations consistent with municipal development objectives; and**

Our Analysis:

The proposal to include Ever Vail in the Core Area parking requirements furthers the Town's goals of providing parking adequate to serve the uses of the development. In addition, the amendment allows for additional parking to be provided for the public, rather than allocated for private use. Maximizing public parking is a stated goal of the Town of Vail.

- 5. Such other factors and criteria the planning and environmental commission and/or council deem applicable to the proposed text amendment.**

Our Analysis:

Not applicable.

VIII. Conditional Use Permits

A. *Introduction of the Conditional Use Permits*

The Applicant is requesting conditional use permits to allow for the following uses:

- Private parking structure (including transit facilities)
- Maintenance Facility
- Gondola
- Multiple-Family residential dwelling units on the first floor and garden level
- Professional office on the second floor and at garden level
- Recreation facilities
- Conference and meeting space on the garden and basement levels

These uses are all conditional uses listed in the Lionshead Mixed Use – 2 Zone District. A conditional use is further regulated by Chapter 16, Conditional Use Permits, Vail Town Code. The purpose of this chapter is as follows:

12-16-1: PURPOSE; LIMITATIONS:

In order to provide the flexibility necessary to achieve the objectives of this title, specified uses are permitted in certain districts subject to the granting of a conditional use permit. Because of their unusual or special characteristics, conditional uses require review and evaluation so that they may be located properly with respect to the purposes of this title and with respect to their effects on surrounding properties. The review process prescribed in this chapter is intended to assure compatibility and harmonious development between conditional uses and surrounding properties and the town at large. Uses listed as conditional uses in the various districts may be permitted subject to such conditions and limitations as the town may prescribe to ensure that the location and operation of the conditional uses will be in accordance with development objectives of the town and will not be detrimental to other uses or properties. Where conditions cannot be devised to achieve these objectives, applications for conditional use permits shall be denied.

B. *Review Criteria for a Conditional Use Permit*

1. Relationship and impact of the use on development objectives of the town.

Our Analysis:

To be the Premier Mountain Resort Community...

The Applicant shares this vision with the Town of Vail. It is the Applicant's intent to further this vision through the addition of world-class facilities in Ever Vail.

This vision is further supported by stated development objectives of the Town of Vail. The purpose statement of the Lionshead Mixed Use-2 Zone District states:

The Lionshead mixed use 2 district is intended to provide sites for a mixture of multiple-family dwellings, lodges, hotels, fractional fee clubs, timeshares, lodge dwelling units, restaurants, offices, skier services, light industrial activities, and commercial establishments in a clustered, unified development. Lionshead mixed use 2 district, in accordance with the Lionshead redevelopment master plan, is intended to ensure adequate light, air, open space and other amenities appropriate to the permitted types of buildings and uses and to maintain the desirable qualities of the zone district by establishing appropriate site development standards. This zone district is meant to encourage and provide incentives for redevelopment in accordance with the Lionshead redevelopment master plan.

This zone district was specifically developed to provide incentives for properties to redevelop. The ultimate goal of these incentives is to create an economically vibrant lodging, housing, and commercial core area. The incentives in this zone district include increases in allowable gross residential floor area, building height, and density over the previously established zoning in the Lionshead redevelopment master plan study area. The primary goal of the incentives is to create economic conditions favorable to inducing private redevelopment consistent with the Lionshead redevelopment master plan. Additionally, the incentives are created to help finance public, off site, improvements adjacent to redevelopment projects. Public amenities which will be evaluated with redevelopment proposals taking advantage of the incentives created herein may include: streetscape improvements, pedestrian/bicycle access, public plaza redevelopment, public art, roadway improvements, and similar improvements.

The Lionshead Redevelopment Master Plan provides the framework for the Town of Vail to review the conditional use permit applications. The LRMP is discussed in a previous section of this document and should be referenced in support of this section. Each of the conditional uses proposed are specifically identified in the LRMP as priorities for this site. These uses are consistent with the development objectives of the Town of Vail.

2. Effect of the use on light and air, distribution of population, transportation facilities, utilities, schools, parks and recreation facilities, and other public facilities and public facilities needs.

Our Analysis:

The addition of the public/private parking structure, with substantial transit facilities, will have positive effects on the above criteria. The addition of a new portal through the new gondola onto the ski mountain will serve to disperse skiers, allowing additional choices for their point of entry onto the mountain, as the study of skier distribution indicates (see study under separate cover). The new gondola and the parking structure are integral in the ability to serve the population by providing both a new lift and the parking necessary to serve the new lift. In addition, this will help to alleviate congestion in lift lines in the Village and Lionshead, by providing skiers with an additional choice to park to access the mountain as well as substantially reducing parking which occurs on the Frontage Road. The maintenance facility is completely subterranean and is a much needed improvement to an outdated facility. The additional recreation facilities, including the new indoor climbing wall and improvements to the Gore Creek and Red Sandstone Creek corridors will improve both active and passive recreational uses throughout the Town of Vail. Finally, the new conference and meeting space will help to reduce the seasonality of the Town of Vail, by providing substantial new meeting space to enhance the existing group business in Town.

3. Effect upon traffic, with particular reference to congestion, automotive and pedestrian safety and convenience, traffic flow and control, access, maneuverability, and removal of snow from the streets and parking areas.

Our Analysis:

The Applicant and the Town of Vail are working with CDOT in the re-alignment of the Frontage Road and CDOT is very supportive of the proposed re-alignment. In addition, the Applicant is providing several transit stops both within the proposed transit center and at the street level in front of the proposed market to serve the parking and the overall West Lionshead area. The ski lift will be in close proximity to the proposed parking structure, allowing for skiers to safely walk from the parking structure to the proposed ski lift. Having a gondola to service the skiers parked in the public parking structure allows for less impact on the Town's transportation system. In addition, with Mountain Operations below grade, there is no impact of the snow cats on the public road system. The other proposed conditional uses have no impact on this criteria.

4. Effect upon the character of the area in which the proposed use is to be located, including the scale and bulk of the proposed use in relation to surrounding uses.

Our Analysis:

The proposed parking structure is an integral part of the proposed mixed-use hub that Ever Vail is envisioned to become. The maintenance facility will be completely subterranean and have no impact to surrounding uses, which is a substantial improvement over the existing facility. The other proposed conditional uses are integrated into Ever Vail, and have no impact on increasing the scale and bulk of the project. Ever Vail meets the height limitations of the LMU-2 zone district, and the substantially more restrictive limitations of the Lionshead Redevelopment Master Plan.

IX. Major Exterior Alteration

A. Introduction to the Major Exterior Alteration

In the Lionshead Mixed Use – 2 Zone District, a Major Exterior Alteration is required for the following types of projects:

12-7I-7: EXTERIOR ALTERATIONS OR MODIFICATIONS:

Review Required: The construction of a new building or the alteration of an existing building shall be reviewed by the design review board in accordance with chapter 11 of this title. However, any project which adds additional dwelling units, accommodation units, fractional fee club units, timeshare units, any project which adds more than one thousand (1,000) square feet of commercial floor area or common space, or any project which has substantial off site impacts (as determined by the administrator) shall be reviewed by the planning and environmental commission as a major exterior alteration in accordance with this chapter and section 12-3-6 of this title. Any project which requires a conditional use permit shall also obtain approval of the planning and environmental commission in accordance with chapter 16 of this title. Complete applications for major exterior alterations shall be submitted in accordance with administrative schedules developed by the department of community development for planning and environmental commission and design review board review.

B. Review Criteria for the Major Exterior Alteration

The Lionshead Mixed Use-2 Zone District does not supply criteria for review as in the case of a Special Development District. However, it does offer a description of the “compliance burden.”

12-7I-8: COMPLIANCE BURDEN:

It shall be the burden of the applicant to prove by a preponderance of the evidence before the planning and environmental commission and the design review board that the proposed exterior alteration or new development is in compliance with the purposes of the Lionshead mixed use 2 district, that the proposal is consistent with applicable elements of the Lionshead redevelopment master plan and that the proposal does not otherwise have a significant negative effect on the character of the neighborhood, and that the proposal substantially complies with other applicable elements of the Vail comprehensive plan.

1. Purpose of the LMU-2 Zone District

Our Analysis:

The Lionshead Mixed Use 2 zone district was created in 1999, as the implementation phase of the Lionshead Redevelopment Master Plan. It intended to create incentives for properties to redevelop. The purpose of the LMU-2 zone district is as follows:

The Lionshead mixed use 2 district is intended to provide sites for a mixture of multiple-family dwellings, lodges, hotels, fractional fee clubs, timeshares, lodge dwelling units, restaurants, offices, skier services, light industrial activities, and commercial establishments in a clustered, unified development. Lionshead mixed use 2 district, in accordance with the Lionshead redevelopment master plan, is intended to ensure adequate light, air, open space and other amenities appropriate to the permitted types of buildings and uses and to maintain the desirable qualities of the zone district by establishing appropriate site development standards. This zone district is meant to encourage and provide incentives for redevelopment in accordance with the Lionshead redevelopment master plan.

This zone district was specifically developed to provide incentives for properties to redevelop. The ultimate goal of these incentives is to create an economically vibrant

lodging, housing, and commercial core area. The incentives in this zone district include increases in allowable gross residential floor area, building height, and density over the previously established zoning in the Lionshead redevelopment master plan study area. The primary goal of the incentives is to create economic conditions favorable to inducing private redevelopment consistent with the Lionshead redevelopment master plan. Additionally, the incentives are created to help finance public, off site, improvements adjacent to redevelopment projects. Public amenities which will be evaluated with redevelopment proposals taking advantage of the incentives created herein may include: streetscape improvements, pedestrian/bicycle access, public plaza redevelopment, public art, roadway improvements, and similar improvements.

All the uses proposed at Ever Vail are listed in the Lionshead Mixed Use – 2 Zone District as permitted or conditional uses. As stated in the purpose statement and as a stated goal of Ever Vail, the goal is “to create an economically vibrant lodging, housing, and commercial core area.” The redevelopment of West Lionshead into Ever Vail is consistent with the purpose of the Lionshead Mixed Use – 2 Zone District.

2. Lionshead Redevelopment Master Plan Compliance

Our Analysis:

A complete analysis of Ever Vail’s compliance with the Lionshead Redevelopment Master Plan has been provided in a separate section of this document and should be referenced with respect to this section.

3. Character of the Neighborhood

Our Analysis:

The existing uses in the West Lionshead area could be considered light industrial – the Vail Mountain maintenance facility, old Vail BP site (temporarily a parking lot), and the ERWSD treatment facility. While the maintenance facility will remain at Ever Vail, the facility will be relocated to an underground location, greatly improving the character of the neighborhood.

Direct neighbors to Ever Vail include the following:

- East: Vail Spa is currently a multi-family residential project, with limited office uses included. It is currently zoned Lionshead Mixed Use – 1, which allows for development consistent with the uses proposed at Ever Vail.
- West: The Glen Lyon neighborhood, including the Cascade Resort are the nearest neighbors to the west, and other than the Glen Lyon Office building, is separated by significant distance (right-of-way and stream tract). Future development and redevelopment in this area will likely be enhanced by the proposed development occurring at Ever Vail, including the new gondola.
- South: The ERWSD building is the nearest neighbor to the south, and is zoned General Use.
- North: Ever Vail will generally be bound by the relocated South Frontage Road and I-70 right-of-way to the north.

The proposed development at Ever Vail will vastly improve the character of the neighborhood. The existing strip mall development will be eliminated, and a new sustainable, economically vibrant, and aesthetically pleasing development will replace it.

Existing Conditions:



4. Other Applicable Elements of the Vail Comprehensive Plan

Our Analysis:

The Lionshead Redevelopment Master Plan has been covered in depth in previous sections of this document and is incorporated here by reference. The Vail Land Use Plan, which was originally adopted in 1986, also includes goals that are applicable to this project.

- 1.1 *Vail should continue to grow in a controlled environment, maintaining a balance between residential, commercial, and recreational uses to serve both the visitor and the permanent resident.*
- 1.3 *The quality of development should be maintained and upgraded whenever possible.*
- 1.12 *Vail should accommodate most of the additional growth in existing developed areas (infill areas).*
- 2.1 *The community should emphasize its role as a destination resort while accommodating day skiers.*
- 2.2 *The ski area owner, the business community and the Town leaders should work together to improve facilities for day skiers.*
- 5.3 *Affordable employee housing should be made available through private efforts, assisted by limited incentives, provided by the Town of Vail, with appropriate restrictions.*
- 5.4 *Residential growth should keep pace with the market place demands for a full range of housing types.*
- 5.5 *The existing employee housing base should be preserved and upgraded. Additional employee housing needs should be accommodated at varied sites throughout the community.*

Now over 30 years old, the Town of Vail Land Use Plan is outdated in general, but many of the concepts of the plan are applicable to development today.

X. Housing Plan

I. CALCULATION METHOD

A. Existing Conditions

The following table summarizes the existing uses within Cascade Crossing, the Vail Professional Building, the old Vail BP, and the Glen Lyon Office Building, to establish the existing commercial uses on the Ever Vail site:

Use	Cascade Crossing	Vail Professional Building	Vail BP	Glen Lyon Office Building	Total
Retail	8,584	1,938	3,374	0	13,896
Eating & Drinking Establishment	1,479	0	0	0	1,479
Office	1,020	17,987	0	10,829	29,836

COMMERCIAL DEVELOPMENT: Any development that includes uses such as business offices, professional offices, accommodation units, general retail, grocery, liquor and convenience, recreational amenity, real estate offices, conference facilities, health clubs, eating and drinking establishments, service oriented businesses, or similar uses.

RESIDENTIAL DEVELOPMENT: A development that includes at least one dwelling unit, including single-family dwellings, two-family dwellings, multiple family dwellings, fractional fee club units, lodge dwelling units, attached accommodation units, and timeshare units.

B. Net New Commercial Development for Ever Vail

The following table summarizes the proposed uses, the net new square footage of each use, and the employees generated by the net increase in square feet in Ever Vail:

Use	Net New Sq. Ft. or Units	Employees Generated
Retail	17,631	42
Eating and Drinking Establishment	20,858	141
Spa	9,950	21
Office	4,833	15
Children's Services	12,172	39
Conference	9,807	8
Hotel	102 units	71
Total		338
20% Mitigation Rate		67.53

Total Commercial Linkage Requirements: 67.53 employees

C. Net New Residential Development for Ever Vail

Residential Development Increase = Inclusionary Zoning

Inclusionary Zoning requirement = 10 percent of net new residential sq. ft.

The following table provides the calculation for the Inclusionary Zoning Requirement for Ever Vail:

Inclusionary Zoning EHU Requirement	
Net New GRFA	571,318 sq. ft.
Generation Rates	(10% of net new)
TOTAL IZ EHU SF required	57,131.8 sq. ft.

D. Mitigation Method

Commercial Linkage: The total Commercial Linkage (CL) employee housing requirement is to house 67.53 employees. We are proposing to meet 64% of this requirement on-site, through the provision of dorm-style units.

Employees Generated: 67.53

Dorm-Style Unit SF: 1,200 sf per unit

Employee Per Dorm-Style Unit: 4.8

Number of Dorm-style Units CL Requirement: 9 units

Number of Employees Housed On-Site: 43.2 employees (64%)

Remaining Off-Site Requirement: 24.33 employees

Inclusionary Zoning: The total Inclusionary Zoning (IZ) employee housing requirement is 57,131.8 sf. The on-site requirement will be met with the remaining dorm-style units and the for-sale employee housing provided on-site. The remaining requirement will be met through the provision of off-site units. This equates to the following:

Total IZ Requirement: 57,131.8 sf

For-Sale EHU sf: 39,555 sf

Total On-Site IZ Requirement met: 39,555 sf (69%)

Remaining Off-Site IZ Requirement: 17,576 sf

- **Total Employee Housing Requirement Met On-Site: 67% (49,518 sf)**
 - 64% of CL requirement
 - 69% of IZ requirement
- **Remaining Off-Site Employee Housing Requirement: 33% (24,414 sf)**

2. PLANS

A dimensioned site plan and architectural floor plan that demonstrates compliance with Section 12-24-3, Building Requirements.

The typical EHU floor plan includes four-bedrooms, two full baths, living area, dining area, and kitchen, totaling 1,200 sf.

3. LOT SIZE

The average lot size of the proposed EHUs and the average lot size of other dwelling units in the commercial development or redevelopment.

Not Applicable



C TYPICAL EHU - 1,200 SF

4. SCHEDULES

A timeline for the provision of any off-site EHUs.

Deed restrictions for off-site units will be provided in accordance with the TCO Sequencing Plan as provided under separate cover.

5. OFF-SITE UNITS

A proposal for the provision of any off-site EHUs shall include a brief statement explaining the basis of the proposal.

The Applicant is proposing to meet 64% of the Commercial Linkage Requirement and 69% of the total Inclusionary Zoning Requirement, for a total of 67% of the total EHU requirement. The remaining 33% or 24,414 sf requirement will be met off-site, as is allowed by the Town Code. Providing off-site units will afford a benefit to the Town of Vail, as it will immediately have employee units in place.

6. OFF-SITE CONVEYANCE REQUEST

A request for an off-site conveyance shall include a brief statement explaining the basis for the request.

Not Applicable

7. FEES-IN-LIEU

A proposal to pay fees-in-lieu shall include a brief statement explaining the basis of the proposal.

There will be no fee-in-lieu.

8. WRITTEN NARRATIVE

A written narrative explaining how the employee housing plan meets the purposes of the Chapter and complies with the Town's Comprehensive Plan.

A. Chapter 12-24-1 The purpose of Chapter 12-24-1 is as follows:

The purpose of this Chapter is to ensure that new residential development and redevelopment in the Town of Vail provide for a reasonable amount of employee housing to mitigate the impact on employee housing caused by such residential development and redevelopment.

Chapter 12-23-1: The purpose of Chapter 12-23-1 is as follows:

The purpose of this chapter is to ensure that new commercial development and redevelopment in the town provide for a reasonable amount of employee housing to mitigate the impact on employee housing caused by such commercial development and redevelopment.

As indicated, the Applicant is proposing to meet approximately 67% of the employee housing requirement on-site, exceeding the Town's minimum requirement of 50%. It is the intent of the Applicant that Ever Vail is a vibrant community within the Town, with a mix of residents. With the mix of unit types, and both for-sale and rental housing, Ever Vail will be providing for employee housing at a variety of income levels, mitigating the impact of both residential and commercial development. In addition to meeting the Town's requirements, the Applicant will be restricting the occupancy of some of the employee units to lower income residents by using County AMI standards for affordability.

B. Lionshead Redevelopment Master Plan. Ever Vail was recently included in to the Lionshead Redevelopment Master Plan study area. The following is taken from Chapter 4 of the Lionshead Redevelopment Master Plan:

4.9 Housing

Recent community surveys and grass-roots planning efforts such as Vail Tomorrow have identified the lack of locals' housing as the most critical issue facing the Vail community. Early in the Lionshead master planning process, west Lionshead was identified as an opportunity area to implement some of the community's housing goals, particularly relating to employee housing. These opportunities and associated issues are outlined below.

4.9.1 No Net Loss of Employee Housing

Ground rule number five of the master plan states that there shall be no net loss of employee housing in Lionshead as redevelopment occurs.

4.9.2 Visual Issues

The financial realities of affordable housing often require cost reducing measures, generally involving the quality of detailing, planning, and architectural design. Given the strong desire to make these housing projects feasible, it is recommended that some latitude be granted to affordable housing developers. However, it is also important that financial realities not be used as an excuse to produce unsightly, poorly designed, substandard products. Employee housing does not need to match the architectural sophistication of a five star resort development, but it does need to be good quality construction and design. Rivers Edge in Avon is a good example of an attractive yet affordable employee housing project.

4.9.3 Policy Based Housing Opportunities

The first means of implementing housing goals in Lionshead is through policy based requirements such as the employee generation ordinance currently being pursued by the Vail Town Council. As required by a future ordinance, all development and redevelopment projects, as a prerequisite to project approval, should provide housing for employees generated and to the extent possible this housing should be located in the Lionshead area.

At the time of the adoption of the Lionshead Redevelopment Master Plan, the practice of the Town of Vail was to require mitigation of the employees generated by a project. Neither the Town nor the Lionshead Redevelopment Master Plan ever anticipated the current requirements. As result, the employee housing provided by the Ever Vail development clearly exceeds the expectations of the Lionshead Redevelopment Master Plan and is therefore in compliance.

The Town Vail Land Use Plan offers the following goals with regard to employee housing:

- 5.3 *Affordable employee housing should be made available through private efforts, assisted by limited incentives, provided by the Town of Vail, with appropriate restrictions.*
- 5.5 *The existing employee housing base should be preserved and upgraded. Additional employee housing needs should be accommodated at varied sites throughout the community.*

Ever Vail complies with these statements from the Town of Vail Land Use Plan. Specifically, integrating the employee housing at Ever Vail into the project allows for employee housing to be slope-side and near their employment.



XI. Adjacent Addresses

210312109003
GLEN LYON OFFICE BUILDING
C/O ANDREW D. NORRIS
1000 S FRONTAGE RD W STE 200
VAIL, CO 81657

210312100005 000934 FRONTAGE RD
VAIL CORPORATION
PO BOX 959
AVON, CO 81620-0959

210312100004 001031 FRONTAGE RD
SOHO DEVELOPMENT LLC
950 17TH ST STE 1600
DENVER, CO 80202

210312100002 000953 FRONTAGE RD
SOHO DEVELOPMENT LLC
950 17TH ST STE 1600
DENVER, CO 80202

210312124001 000923 FRONTAGE RD W
VAIL CORP
PO BOX 7
VAIL, CO 81658

210312109004 SUB:GLEN LYON SUBDIVISION LOT:39-2
ROBERT J. ROSEN 2005 QPRT
NANCY ROSEN 2005 QPRT
1127 LAKE AVE
GREENWICH, CT 06831

210312109005
ORRAS, IGNACIO
777 POST OAK BLVD 550
HOUSTON, TX 77056

210107216001 000846 FOREST RD
EAGLE RIVER WATER & SANITATION DIST
846 FOREST RD
VAIL, CO 81657

210107200001
210312109002
210312100010
210107200001
210106302004
210107218002
210107218001
TOWN OF VAIL
C/O FINANCE DEPT
75 S FRONTAGE RD
VAIL, CO 81657

210107217004 000825 FOREST RD
GORE CREEK PLACE LLC
PO BOX 7
VAIL, CO 81658

210107217002 000728 LIONSHEAD CIR
VAIL CORP
PO BOX 7
VAIL, CO 81658

000710 LIONSHEAD CIR
VAIL SPA CONDOMINIUM ASSOC
710 W LIONSHEAD CIR
VAIL, CO 81657

DANN PETER - Registered Agent
PO BOX 5480
AVON, CO 81620

001000 LIONS RIDGE LOOP
VAIL RUN RESORT COMMUNITY
1000 LIONS RIDGE LOOP
VAIL, CO 81657

Vail Run Resort Community Assoc Inc
William I Fleischer - Registered Agent
1000 LIONS RIDGE LOOP
VAIL, CO 81657

210107217002
RCR Vail LLC
390 INTERLOCKEN CRESCENT STE 1000
BROOMFIELD, CO 80021

Gore Creek Place LLC
390 Interlocken Crescent,
Broomfield, CO 80021

210107222004
JPSSE VAIL IMMOBILIARE LLC
RUBEN DARIO 115 TORRE 2
602 MEXICO D.F. CP 11580
MEXICO

210107222003
3 GCP INC
AV CHAPULTEPEC 18
MEXICO DF 06640
MEXICO

210107222002
MARK GREENHILL REV TRUST - ELIZABETH GREENHILL REV
TRUST - MARK GREENHILL FAMILY DESCENDANTS TRUST
153 SHERIDAN RD
WINNETKA, IL 60093

210107222001
CAREY, ROBERT B.
6912 E HUMMINGBIRD LN
PARADISE VALLEY, AZ 85253

210107222007
SHARE SYNDICATE XIII LLC
ALISON BUCHHOLTZ
675 LIONSHEAD PL
VAIL, CO 81657

210107222008
JANICE SAUVAGE TRUST NO 1
8650 W TROPICANA AVE 208
LAS VEGAS, NV 89147

210107222006
SCHICIANO, KENNETH
43 HIGHGATE RD
WELLESLEY, MA 02481

210107222005
5 GCP INC
AV CHAPULTEPEC 18 COL DOCTORES
MEXICO DF
MEXICO

2103-014-01-068
TELLEEN, DANIEL E.
122 E MEADOW DR
VAIL, CO 81657

2101-063-03-015
JOSEPH O. BROUGHTON TESTAMENTARY TRUST
240 ASH ST
DENVER, CO 80220

2101-063-03-016
BROUGHTON, JOSEPH O., JR & LINDA K.
240 ASH ST
DENVER, CO 80220

2101-063-03-014
RICHARD E. & MARTHA GRIFFITH DEAN TRUST, RICHARD E. &
MARTHA GRIFFITH DEAN TRUSTEES
PO BOX 970
TONGANOXIE, KS 66086

SIMBA RUN CONDOMINIUM ASSOCIATION
Farrow Hitt
1100 N FRONTAGE RD
VAIL, CO 81657

BREAKAWAY WEST ASSOCIATION
Christine A. Spaeth
PO Box 3717,
Eagle, CO 81631

BREAKAWAY WEST ASSOCIATION
P.O. Box 1743,
Vail, CO 81658

SANDSTONE 70 CONDOMINIUM ASSOCIATION, INC.
Vail Tax & Accounting, Inc.
BOX 5940
AVON, CO 81620

SANDSTONE 70 CONDOMINIUM ASSOCIATION, INC.
PO BOX 1679
AVON, CO 81620

CDOT
4201 E. ARKANSAS AVENUE
DENVER, CO 80222

MAURIELLO PLANNING GROUP, LLC
POST OFFICE BOX 1127
AVON, CO 81620

2101-072-11-032
VAIL RESORTS DEV
THE FIXED ASSETS DEPARTMENT
390 INTERLOCKEN CRESCENT STE 1000
BROOMFIELD , CO 80021

2101-072-23-001
WDL VAIL CONDOMINIUM ASSOCIATION, INC.
GRAHAM FRANK
POST OFFICE BOX 959,
AVON, CO 81620

THE GORE CREEK PLACE HOMEOWNER'S ASSOCIATION
728 W. LIONSHEAD CIRCLE
VAIL, CO 81657

LIFTSIDE CONDOMINIUM ASSOCIATION
VAIL CASCADE CONDOMINIUMS
1476 WESTHAVEN DR,
VAIL, CO 81657

LIFTSIDE, L.L.C.
ABPLANALP LAW OFFICE, LLC SUITE 301
521 EAST LIONSHEAD CIRCLE
VAIL, CO 81657

CASCADE CLUB ASSOCIATION
DON MACLACHLAN
1300 WESTHAVEN DR
VAIL, CO 81657

2103-121-19-001
2103-121-00-015
2103-121-00-012
L-O WESTHAVEN INC
THOMSON REUTERS PTS
1125 17TH ST STE 1575
DENVER, CO 80202

XCEL
ATTN: RICH SISNEROS
PO BOX 1819
SILVERTHORNE, CO 80498

QWEST
591 CENTER CIRCLE
PO BOX 739
SILVERTHORNE, CO 80498

HOLY CROSS
3799 HWY 82
PO BOX 2150
GLENWOOD SPRINGS, CO 81602

UNITED STATES OF AMERICA
PO BOX 25127
LAKEWOOD, CO 80225

WHITE RIVER
NATIONAL FOREST
900 GRAND AVE.
P.O. BOX 948
GLENWOOD SPRINGS CO 81602

VAIL RECREATION DISTRICT
700 S FRONTAGE RD EAST
VAIL, CO 81657

EAGLE COUNTY AMBULANCE DISTRICT
PO BOX 990
EDWARDS, CO 81632

COMCAST
ATTN: TONY HILDRETH
PO BOX 679
SILVERTHORNE, CO 80498

EAGLE RIVER WATER & SANITATION DIST
846 FOREST RD
VAIL, CO 81657

CASCADE VILLAGE ASSOCIATION, INC.
JULIE GRIMM
1000 S FRONTAGE RD WEST #200
VAIL, CO 81657

CASCADE VILLAGE METROPOLITAN DISTRICT
ROBERTSON & MARCHETTI, P.C.
28 SECOND STREET, SUITE 213
EDWARDS, COLORADO 81632

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