

SUBJECT: APPROVAL OF FIRST AMENDMENT TO PLANNED
COMMUNITY ZONE DISTRICT ZONING AGREEMENT
REGARDING GRADING PERMITS FOR REDTAIL RIDGE

DATE: MARCH 19, 2024

PRESENTED BY: KATHLEEN KELLY, CITY ATTORNEY

SUMMARY:

On February 20, 2024, the City Council approved Resolution No. 80, Series 2023, A Resolution Approving the Redtail Ridge Filing No. 1 Preliminary Subdivision Plat. Resolution No. 80 contained five conditions of approval, one of which was:

4. Amend the Planned Community Zone District Zoning Agreement for the ConocoPhillips Colorado Campus General Development Plan to not allow site grading for a period of four months after February 20, 2024.

The attached First Amendment to Planned Community Zone District Zoning Agreement is provided for City Council approval to meet condition number 4 in Resolution No. 80.

FISCAL IMPACT:

None.

RECOMMENDATION:

City Council approve the First Amendment to Planned Community Zone District Zoning Agreement.

ATTACHMENT(S):

1. First Amendment to Planned Community Zone District Zoning Agreement.

**FIRST AMENDMENT TO
PLANNED COMMUNITY ZONE DISTRICT ZONING AGREEMENT**

THIS FIRST AMENDMENT to Planned Community Zone District Agreement (this "Amendment") is made and entered into this _____ day of _____, 2024, by and between the CITY OF LOUISVILLE, a Colorado home rule municipal corporation ("City"), and REDTAIL RIDGE PORTFOLIO, LLC, a Delaware limited liability company authorized to business in the State of Colorado ("Owner"). City and Owner may be referred to herein collectively as the "Parties" and each individually as a "Party."

WITNESSETH:

WHEREAS, Owner is the owner of certain real property in the City of Louisville, County of Boulder, and State of Colorado more particularly described in Exhibit A attached hereto (the "Property"); and

WHEREAS, on February 6 and 20, 2024, the Louisville City Council (the "Council") held a public hearing on Owner's application for the Redtail Ridge Filing No. 1 Preliminary Subdivision Plat (the "Preliminary Plat"), which Preliminary Plat affects the Property; and

WHEREAS, City and ConocoPhillips Company ("Conoco"), a predecessor in interest to Owner with respect to the Property, entered into that certain Planned Community Zone District Zoning Agreement dated April 20, 2010, and recorded in the official records of the Boulder County Clerk and Recorder on January 25, 2013, at Reception No. 03284516 (the "PCZD Agreement"), which PCZD Agreement sets forth certain restrictions and obligations affecting the Property; and

WHEREAS, the PCZD Agreement provides that the PCZD Agreement runs with the land and binds and inures to the benefit of successors in interest to Conoco, such as Owner; and

WHEREAS, Section 1.4 of the PCZD Agreement provides that Owner, as successor in interest to Conoco, may seek to commence overlot grading prior to approval of a final subdivision plat for the Property; and

WHEREAS, to address concerns related to the criteria for preliminary plat approval set forth in the Louisville Municipal Code, Owner offered to refrain from any grading activity on the Property until after the date that is four (4) months after February 20, 2024; and

WHEREAS, such commitment by Owner was memorialized by the City Council in Resolution No. 80, Series 2023 as a condition of preliminary plat approval that the PCZD Agreement be amended to provide that overlot grading would not occur on the Property for a period of four months after February 20, 2024.

NOW, THEREFORE, in consideration of the premises and the covenants herein set forth, the Parties agree as follows:

1. Incorporation of Recitals. The foregoing recitals are hereby incorporated into and made a part of this First Amendment as if fully set forth herein.

2. Grading. Owner covenants and agrees that Owner shall not cause any grading activity to occur on the Property prior to June 21, 2024 or approval of the final subdivision plat for the Property by the City, whichever occurs first.

3. PCZD Rights. Owner covenants and agrees that Owner will forebear, and shall not seek to enforce, any rights that Owner may have under the PCZD Agreement to commence overlot grading activity on the Property prior to June 21, 2024 or approval of the final subdivision plat for the Property by the City, whichever occurs first.

4. Binding Agreement. This First Amendment shall be binding upon and inure to the benefit of any transferees, successors, and assigns of Owner.

5. No Repeal of Laws. Nothing contained in this First Amendment shall constitute or be interpreted as a repeal of the City's ordinances or resolutions; a waiver of the City's legislative, governmental, or police powers to promote and protect the health, safety, and welfare of the City and its inhabitants; or a prohibition on the enactment or increase by the City of any tax or fee.

6. PCZD Agreement. Except as set forth in this First Amendment, the PCZD Agreement shall remain in full force and effect in accordance with its terms.

7. Further Amendments. As set forth in Section 4.6 of the PCZD Agreement, any further amendments shall be in writing and shall be recorded with the Boulder County Clerk and Recorder.

8. Recordation. This First Amendment shall be recorded with the Boulder County Clerk and Recorder at Owner's expense.

[Signature Page Follows]

IN WITNESS WHEREOF, the Parties have executed this First Amendment as of the date first above written.

CITY OF LOUISVILLE,
a Colorado home rule municipal corporation

By: _____
Christopher M. Leh, Mayor

ATTEST:

By: _____
Meredyth Muth, City Clerk

OWNER:

REDTAIL RIDGE PORTFOLIO, LLC
a Delaware limited liability company

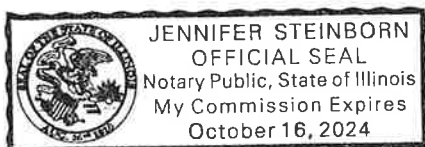
By: _____
Name: ANDREW GLOOR
Title: Authorized Signatory

ACKNOWLEDGMENT

STATE OF IL)
) ss.
COUNTY OF COOK)

The above and foregoing signature of Andrew Gloor, as Authorized Signatory of Redtail Ridge Portfolio, LLC, a Delaware limited liability company, was subscribed and sworn to before me this 27th day of February, 2024.

Witness my hand and official seal.
My commission expires: Oct. 16, 2024



Notary Public

Exhibit A

Legal Description of Property

A TRACT OF LAND SITUATED IN THE SOUTH HALF OF SECTION 20 AND THE NORTH HALF OF SECTION 29, TOWNSHIP 1 SOUTH, RANGE 69 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY OF LOUISVILLE, BOULDER COUNTY, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER QUARTER CORNER OF SAID SECTION 20;

THENCE SOUTH 89°48'50" EAST ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 20, A DISTANCE OF 2,625.59 FEET;
THENCE SOUTH 00°02'13" EAST ALONG A LINE PARALLEL WITH AND 30 FEET WEST OF THE EAST LINE OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 20, A DISTANCE OF 1,326.76 FEET TO A POINT ON THE SOUTH LINE OF THE NORTH HALF OF SAID SOUTHEAST QUARTER;
THENCE SOUTH 00°02'35" EAST ALONG A LINE PARALLEL WITH AND 30 FEET WEST OF THE EAST LINE OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 20, A DISTANCE OF 85.45 FEET TO THE NORTH CORNER OF PARCEL TK-71-2 DESCRIBED AT RECEPTION NO. 2386686 IN THE RECORDS OF BOULDER COUNTY;
THENCE ALONG THE PERIMETER OF SAID PARCEL THE FOLLOWING THREE (3) COURSES:

- 1) SOUTH 33°27'26" WEST, A DISTANCE OF 60.64 FEET;
- 2) SOUTH 01°40'28" WEST, A DISTANCE OF 45.12 FEET;
- 3) SOUTH 88°19'32" EAST, A DISTANCE OF 34.84 FEET TO A POINT 30 FEET WEST OF SAID EAST LINE;
THENCE SOUTH 00°02'35" EAST ALONG A LINE PARALLEL WITH AND 30 FEET WEST OF SAID EAST LINE, A DISTANCE OF 404.28 FEET TO A POINT OF NON-TANGENT CURVATURE AT THE NORTH CORNER OF PARCEL TK-71 DESCRIBED AT RECEPTION NO. 2309730 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL THE FOLLOWING THREE (3) COURSES:

- 1) ALONG THE ARC OF SAID CURVE TO THE LEFT AN ARC LENGTH OF 86.28 FEET, SAID CURVE HAVING A RADIUS OF 2,441.83 FEET, A CENTRAL ANGLE OF 02°01'28", AND A CHORD WHICH BEARS SOUTH 04°26'27" WEST A CHORD DISTANCE OF 86.27 FEET;
- 2) SOUTH 03°25'43" WEST, A DISTANCE OF 124.37 FEET;
- 3) SOUTH 00°02'35" EAST AND ALONG THE WEST LINE OF PARCEL TK-71-1 DESCRIBED AT RECEPTION NO. 2309730 IN THE RECORDS OF BOULDER COUNTY, A DISTANCE OF 529.71 FEET TO A POINT ON THE SOUTH LINE OF THE SAID SOUTHEAST QUARTER AND A POINT ON THE NORTH LINE OF PARCEL 12 AS DESCRIBED AT RECEPTION NO. 1560711 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL 12 THE FOLLOWING FOUR (4) COURSES:

- 1) NORTH 89°42'42" WEST, A DISTANCE OF 55.73 FEET;
- 2) SOUTH 00°00'35" WEST, A DISTANCE OF 30.02 FEET;
- 3) SOUTH 44°51'26" EAST, A DISTANCE OF 35.44 FEET;
- 4) SOUTH 00°00'35" WEST, A DISTANCE OF 127.21 FEET TO A POINT ON THE NORTH LINE OF THAT PARCEL DESCRIBED AT RECEPTION NO. 520800 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL THE FOLLOWING THREE (3) COURSES:

- 1) NORTH 89°59'25" WEST, A DISTANCE OF 55.00 FEET;
- 2) SOUTH 00°00'35" WEST, A DISTANCE OF 50.00 FEET;
- 3) SOUTH 89°59'25" EAST, A DISTANCE OF 55.00 FEET TO THE NORTHWEST CORNER OF PARCEL 10 AS DESCRIBED AT RECEPTION NO. 1560711 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL 10 THE FOLLOWING TWO (2) COURSES:

- 1) SOUTH 00°00'35" WEST ALONG THE WEST LINE OF SAID PARCEL AND ALONG A LINE PARALLEL WITH AND 75 FEET WEST OF THE SAID EAST LINE, A DISTANCE OF 247.79 FEET;
- 2) SOUTH 16°40'03" EAST ALONG THE SOUTHEASTERLY LINE OF SAID PARCEL, A DISTANCE OF 93.77 FEET TO THE NORTH CORNER OF PARCEL TK-75 DESCRIBED AT RECEPTION NO. 2309730 IN THE RECORDS OF BOULDER COUNTY;

THENCE SOUTH 00°00'35" WEST ALONG A LINE PARALLEL WITH THE EAST LINE OF SAID SECTION 29 AND ALONG THE WEST LINE OF SAID TK-75, A DISTANCE OF 611.12 FEET;
THENCE SOUTH 89°48'45" EAST ALONG THE SOUTH LINE OF SAID TK-75, A DISTANCE OF 48.09 FEET TO A POINT ON THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 29;

THENCE SOUTH 00°00'35" WEST ALONG SAID EAST LINE, A DISTANCE OF 136.13 FEET TO A POINT ON THE SOUTH LINE OF THE NORTH HALF OF THE NORTHEAST QUARTER OF SAID SECTION 29;

THENCE NORTH 89°42'42" WEST ALONG SAID SOUTH LINE, A DISTANCE OF 2,308.62 FEET TO A POINT ON THE NORTHEAST LINE OF THE LAND CONVEYED TO THE CITY OF BROOMFIELD BY GIFT DEED RECORDED AT RECEPTION NO. 2013403 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL THE FOLLOWING FIVE (5) COURSES:

- 1) NORTH 14°13'32" WEST, A DISTANCE OF 140.04 FEET;
- 2) NORTH 60°44'04" WEST, A DISTANCE OF 682.66 FEET;
- 3) NORTH 31°43'59" WEST, A DISTANCE OF 355.27 FEET;
- 4) NORTH 50°04'57" WEST, A DISTANCE OF 351.37 FEET;
- 5) NORTH 87°28'56" WEST, A DISTANCE OF 246.66 FEET TO THE EASTERN CORNER OF PARCEL 32B AS DESCRIBED BY SPECIAL WARRANTY DEED RECORDED AT RECEPTION NO. 3411796 IN THE RECORDS OF BOULDER COUNTY;

THENCE NORTH 58°29'24" WEST ALONG THE NORTHEASTERLY LINE OF SAID PARCEL, A DISTANCE OF 186.70 FEET TO A POINT ON THE RIGHT-OF-WAY OF HIGHWAY 36;

THENCE NORTH 50°07'12" WEST ALONG SAID RIGHT-OF-WAY, A DISTANCE OF 356.68 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 20 AND THE SOUTH CORNER OF PARCEL 32A OF SAID SPECIAL WARRANTY DEED;

THENCE CONTINUING NORTH 50°07'12" WEST ALONG THE NORTHEAST LINE OF SAID PARCEL 32A, A DISTANCE OF 1,028.45 FEET TO A POINT ON THE EAST LINE OF THAT PARCEL DESCRIBED AT BOOK 880, PAGE 98 IN THE RECORDS OF BOULDER COUNTY;

THENCE NORTH 25°26'59" WEST ALONG SAID EAST LINE AND ALONG THE EAST LINE OF THAT PARCEL DESCRIBED AT BOOK 878, PAGE 503, A DISTANCE OF 842.57 TO THE SOUTH CORNER OF THAT PARCEL DESCRIBED AT RECEPTION NO. 1989419 IN THE RECORDS OF BOULDER COUNTY;

THENCE ALONG THE PERIMETER OF SAID PARCEL THE FOLLOWING FOUR (4) COURSES:

- 1) NORTH 00°54'00" EAST, A DISTANCE OF 95.53 FEET;
- 2) NORTH 08°22'46" WEST, A DISTANCE OF 184.53 FEET;
- 3) NORTH 00°09'09" WEST ALONG A LINE PARALLEL WITH THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 20, A DISTANCE OF 213.70 FEET;
- 4) SOUTH 89°50'51" WEST, A DISTANCE OF 34.06 FEET TO A POINT 25.00 FEET EAST OF THE WEST LINE OF SAID SOUTHWEST QUARTER;
THENCE NORTH 00°09'09" WEST ALONG A LINE PARALLEL WITH AND 25 FEET FROM THE SAID WEST LINE, A DISTANCE OF 473.64 FEET TO A POINT ON THE SOUTH LINE OF THAT PARCEL DESCRIBED AT RECEPTION NO. 1819920 IN THE RECORDS OF BOULDER COUNTY EXTENDED WESTERLY;
- THENCE SOUTH 89°48'38" EAST ALONG SAID SOUTH LINE AND SAID SOUTH LINE EXTENDED, A DISTANCE OF 265.23 FEET TO THE SOUTHEAST CORNER OF SAID PARCEL;
- THENCE NORTH 00°09'09" WEST ALONG THE EAST LINE OF SAID PARCEL, A DISTANCE OF 256.00 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF CAMPUS DRIVE AS DEDICATED BY LOUISVILLE CAMPUS RECORDED AT RECEPTION NO. 1669751;

THENCE ALONG SAID SOUTH LINE THE FOLLOWING FOUR (4) COURSES:

- 1) SOUTH 89°48'38" EAST ALONG SAID NORTH LINE, A DISTANCE OF 50.02 FEET;
- 2) SOUTH 82°25'28" EAST, A DISTANCE OF 202.23 FEET TO A POINT OF NON-TANGENT CURVATURE;
- 3) ALONG THE ARC OF SAID CURVE TO THE LEFT AN ARC LENGTH OF 139.86 FEET, SAID CURVE HAVING A RADIUS OF 1,085.00 FEET, A CENTRAL ANGLE OF 07°23'09", AND A CHORD WHICH BEARS SOUTH 86°07'04" EAST A CHORD DISTANCE OF 139.77 FEET;
- 4) SOUTH 89°48'38" EAST, A DISTANCE OF 1,975.05 FEET TO A POINT ON THE EAST LINE SAID SOUTHWEST QUARTER;
THENCE NORTH 00°02'50" EAST ALONG SAID EAST LINE, A DISTANCE OF 35.00 FEET TO THE **POINT OF BEGINNING**;

EXCEPTING THEREFROM THAT PARCEL DESCRIBED BY DEED RECORDED AT RECEPTION NO. 531604 IN THE RECORDS OF BOULDER COUNTY;

SAID PARCEL CONTAINS 16,949,252 SQUARE FEET OR 389.10 ACRES, MORE OR LESS;