

PRELIMINARY DEVELOPMENT PLAN
KAISER/PERMANENTE MEDICAL CENTER SOUTH, AMENDMENT NO. 1
 LOCATED IN THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP
 5 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN,
 COUNTY OF ARAPAHOE, STATE OF COLORADO

CASE NO. Z97-013

LEGAL DESCRIPTION

LOTS 1 AND 2, AND THE FLOODPLAIN ZONE, KAISER FOUNDATION HEALTH PLAN OF COLORADO AS RECORDED IN BOOK 54 AT PAGE 22, LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 19, TOWNSHIP 5 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ARAPAHOE, STATE OF

COLORADO.

AMENDMENT HISTORY

THIS FIRST AMENDMENT TO THE PRELIMINARY DEVELOPMENT PLAN FOR KAISER / PERMANENTE MEDICAL CENTER - SOUTH SETS FORTH THE FOLLOWING CHANGES AS DESCRIBED:

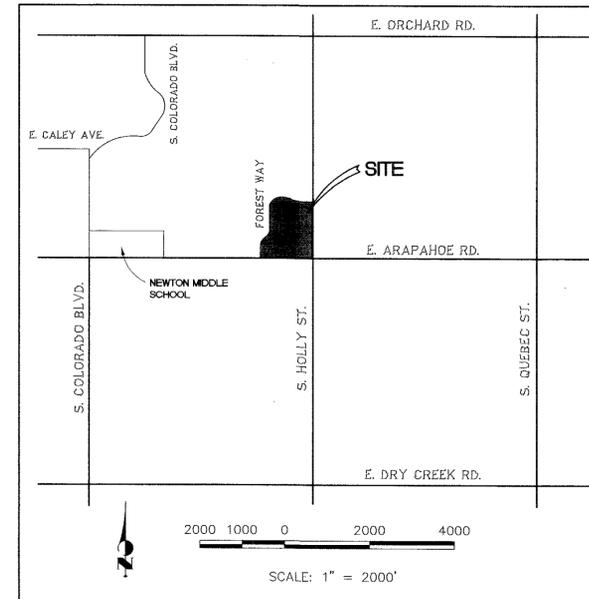
CREATES, ADDS AND DEFINES "LONG TERM CARE CAMPUS" AS A PERMITTED USE AND SETS FORTH ASSOCIATED DEVELOPMENT PARAMETERS. ADDITIONALLY, THIS AMENDMENT DELETES "HOSPITAL USE" AS A PERMANENT USE. THE AMENDMENT ALSO DECREASES SETBACKS AND INCREASES BUILDING HEIGHTS MAXIMUM BUILDING FLOOR AREAS, AND MAXIMUM GROUND COVERAGE. ALL MODIFICATIONS ARE SHOWN IN THE TABLE BELOW.

LAND USE SUMMARY

USE	AREA (ACRE)	MAX. BLDG. FLOOR AREA (S.F.)	F.A.R.	% SITE
MEDICAL CENTER	18.75	258,000	0.32	51%
LONG TERM CARE CAMPUS	11.00	181,000	0.38	30%
RIGHT-OF-WAY	5.26	N/A	N/A	14%
FLOODPLAIN	1.93	N/A	N/A	5%

DEVELOPMENT CRITERIA COMPARISON CHART

LAND USE	CASE NO. Z80-007 KAISER/PERMANENTE MEDICAL CENTER SOUTH ZONING MU-PUD		CASE NO. Y97-121 KAISER/PERMANENTE MEDICAL CENTER SOUTH AMENDMENT NO. 1	
	MEDICAL CENTER - MEDICAL CLINIC	MEDICAL CENTER - HOSPITAL	USE AREA A MEDICAL CENTER - MEDICAL CLINIC	USE AREA B LONG TERM CARE CAMPUS
SITE AREA (ACRES)	29.75		18.75	11.00
SETBACKS (MEASURED FROM EXISTING PROPERTY LINE)	ARAPAHOE ROAD: 300 FT. TO BUILDING 30 FT. TO PARKING HOLLY STREET: 400 FT. TO BUILDING 100 FT. TO PARKING FOREST WAY: 25 FT. TO BUILDING 25 FT. TO PARKING PRIVATE STREETS: 15 FT. TO BUILDING 0 FT. TO OPEN SPACE	ARAPAHOE ROAD: 500 FT. TO BUILDING 30 FT. TO PARKING HOLLY STREET: 350 FT. TO BUILDING 100 FT. TO PARKING FOREST WAY: 25 FT. TO BUILDING FOR FIRST TWO FLOORS, 150 FT. FOR THIRD FLOOR 25 FT. TO PARKING PRIVATE STREETS: 15 FT. TO BUILDING 0 FT. TO OPEN SPACE	ARAPAHOE ROAD: 100 FT. TO BUILDING 30 FT. TO PARKING HOLLY STREET: 100 FT. TO BUILDING 30 FT. TO PARKING FOREST WAY: 25 FT. TO BUILDING 25 FT. TO PARKING PRIVATE STREETS: 15 FT. TO BUILDING 0 FT. TO PARKING	ADRD FACILITY - 1 STORY: 25 FT. TO BUILDING 20 FT. TO PARKING SKILLED NURSING FACILITY - 2 STORIES: 30 FT. TO BUILDING 25 FT. TO PARKING ASSISTED LIVING FACILITY - 3 STORIES: 35 FT. TO BUILDING 25 FT. TO PARKING
MAXIMUM BUILDING FLOOR AREA	100,000 S.F.	200,000 S.F.	258,000 S.F.	181,000 AS FOLLOWS: ADRD FACILITY - 29,000 ASSISTED LIVING - 68,000 SKILLED NURSING - 84,000
MAXIMUM GROUND COVERAGE	60,000 S.F.	80,000 S.F.	140,000 S.F.	115,000 AS FOLLOWS: ADRD FACILITY - 29,000 ASSISTED LIVING - 26,000 SKILLED NURSING - 60,000
MINIMUM PARKING RATIO	4.75 SPACES/1000 GBA (GBA = GROSS BUILDING AREA)	2.75 SPACES/1000 GBA (GBA = GROSS BUILDING AREA)	4.75 SPACES/1000 GBA (GBA = GROSS BUILDING AREA)	0.33 SPACES/BED ● 346 BEDS = 115 SPACES (INCLUDING OF EMPLOYEE AND VISITOR PARKING)
MAXIMUM HEIGHT	35 FT.	55 FT.	45 FT.	ADRD FACILITY - 25 FT. MAX. (1 STORY) ASSISTED LIVING - 45 FT. MAX. (2 STORIES) SKILLED NURSING - 40 FT. MAX. (3 STORIES) (EXCLUDING ROOF TOP MECHANICAL EQUIPMENT, 8 FT. MAX. - SHALL BE SCREENED)
OPEN SPACE (INCL. FLOODPLAIN ZONE)	45%	45%	45%	45%
FLOOR AREA RATIO	NONE STATED	NONE STATED	0.32 F.A.R.	0.38 F.A.R.
			F.A.R. FOR ENTIRE SITE IS 0.34	
SIGNAGE	PROJECT SIGNS 1 EACH ALONG ARAPAHOE AND HOLLY. EACH SIGN MAY HAVE TWO FACES NOT TO EXCEED 65 S.F. WALL SIGNS PERMITTED	SAME AS MEDICAL CLINIC USE SAME AS MEDICAL CLINIC USE	PER ZONING CODE	PER ZONING CODE



VICINITY MAP

FIRE DEPARTMENT NOTES

- SURFACED ACCESS ROADS CAPABLE OF WITHSTANDING THE IMPOSED LOADS OF FIRE APPARATUS AND ALL REQUIRED FIRE HYDRANTS SHALL BE INSTALLED AND SERVICEABLE PRIOR TO AND DURING ALL CONSTRUCTION.
- RIGHT-OF-WAY FOR INGRESS AND EGRESS FOR EMERGENCY VEHICLES IS GRANTED OVER, ACROSS, AND ON ALL THROUGH AND ANY AND ALL PRIVATE ROADS AND DRIVES.
- ALL ROADS AND DRIVES ARE HEREBY DESIGNATED AS FIRE LANES. WHEN REQUIRED BY THE FIRE DISTRICT, ALL FIRE LANES SHALL BE POSTED "NO PARKING FIRE LANE". ALL FIRE LANES SHALL BE INCLUDED INTO THE ARAPAHOE COUNTY PROGRAM FOR ENFORCEMENT OF PRIVATE PROPERTY PARKING.
- COMPLETE SPECIFICATIONS AND CONSTRUCTION PLANS SHALL BE SUBMITTED TO THE FIRE DISTRICT FOR REVIEW AND APPROVAL PRIOR TO ANY CONSTRUCTION OCCURRING.
- ALL FIRE HYDRANTS ARE TO BE INSTALLED IN CONFORMANCE WITH SECTION 1007.7.2 OF THE FIRE CODE. THE FIRE CODE REQUIRES THAT NO LANDSCAPING, FENCING, OR ANY OTHER OBSTRUCTION BE PLACED WITHIN THREE FEET OF A FIRE HYDRANT.

DRAINAGE MASTER PLAN

THE POLICY OF THE COUNTY REQUIRES THAT ALL NEW DEVELOPMENT AND REDEVELOPMENT SHALL PARTICIPATE IN THE REQUIRED DRAINAGE IMPROVEMENTS AS SET FORTH BELOW:

- DESIGN AND CONSTRUCT THE LOCAL DRAINAGE SYSTEM AS DEFINED BY THE PHASE III DRAINAGE REPORT AND PLAN.
- DESIGN AND CONSTRUCT THE CONNECTION OF THE SUBDIVISION DRAINAGE SYSTEM TO A DRAINAGEWAY OF ESTABLISHED CONVEYANCE CAPACITY SUCH AS A MASTER PLANNED OUTFALL STORM SEWER OR MASTER PLANNED MAJOR DRAINAGEWAY. THE COUNTY WILL REQUIRE THAT THE CONNECTION OF THE MINOR AND MAJOR SYSTEMS PROVIDE CAPACITY TO CONVEY ONLY THOSE FLOWS (INCLUDING OFFSITE FLOWS) LEAVING THE SPECIFIC DEVELOPMENT SITE. TO MINIMIZE OVERALL CAPITAL COSTS, THE COUNTY ENCOURAGES ADJACENT DEVELOPMENTS TO JOIN IN DESIGNING AND CONSTRUCTING CONNECTION SYSTEMS. ALSO, THE COUNTY MAY CHOOSE TO PARTICIPATE WITH A DEVELOPER IN THE DESIGN AND CONSTRUCTION OF THE CONNECTION SYSTEM.
- EQUITABLE PARTICIPATION IN THE DESIGN AND CONSTRUCTION OF THE MAJOR DRAINAGEWAY SYSTEM THAT SERVES THE DEVELOPMENT AS DEFINED BY ADOPTED MASTER DRAINAGEWAY PLANS (SECTION 3.3.2 OF THE ARAPAHOE DRAINAGE CRITERIA MANUAL) OR AS REQUIRED BY THE COUNTY AND DESIGNATED IN THE PHASE III DRAINAGE REPORT.

GENERAL NOTES

- ALL PARKING LOT LIGHTING WILL BE DESIGNED IN SUCH A MANNER SO AS TO REDUCE OFF-SITE IMPACTS. SUCH LIGHTING WILL BE DOWNCAST TO REDUCE "SPILL-OVER" EFFECTS AT THE ADJACENT PROPERTY LINES.
- IT IS THE INTENT OF THIS AMENDMENT TO PROVIDE FOR AN INTERNAL PEDESTRIAN SYSTEM BETWEEN THE LONG TERM CARE CAMPUS USES. THE INTENT IS TO UTILIZE INTERNAL SIDEWALKS AND PARKING AREAS TO PROVIDE THIS CONNECTION. THE DEVELOPER WILL DESIGN AND LOCATE THE SYSTEM AT THE TIME OF THE FDP.
- ALL TRASH ENCLOSURES SHALL BE SCREENED FROM SURROUNDING RIGHTS-OF-WAY THROUGH THE USE OF LANDSCAPING AND/OR FENCING MATERIAL. NO TRASH ENCLOSURES SHALL BE PERMITTED TO FRONT ADJACENT RESIDENTIAL AREAS.
- THE LOCATION OF ALL PROPOSED FENCING IS SHOWN ON THE PDP. THE MAXIMUM HEIGHT OF THE FENCE ASSOCIATED WITH THE ADRD FACILITY SHALL NOT EXCEED EIGHT FEET IN HEIGHT AND SHALL CONSIST OF A SOLID SCREENED MATERIAL. ALL OTHER FENCING SHOWN ON THE PDP SHALL NOT EXCEED SIX FEET IN HEIGHT AND SHALL CONSIST OF A SOLID SCREENED MATERIAL. THE ACTUAL DESIGN OF THE FENCING MATERIAL SHALL BE COMPLETED AT THE TIME OF THE FDP.

STATEMENT OF INTENT

THE INTENT OF THE PROPOSED ADDITIONAL USE OF "LONG TERM CARE CAMPUS" IS TO PROVIDE A COMFORTING AND SECURE ENVIRONMENT FOR INDIVIDUALS IN NEED OF ASSISTANCE IN DAILY LIVING. THE CAMPUS IS MADE UP OF THREE USE AREAS TO ALLOW FOR A CONTINUUM OF CARE FOR ITS RESIDENTS. THE FIRST FACILITY IS AN ASSISTED LIVING FACILITY DESIGNED FOR MAINTAINING THE QUALITY OF LIFE FOR ELDERLY PERSONS WHO NEED SOME ASSISTANCE IN DAILY LIVING ACTIVITIES, BUT DO NOT REQUIRE NURSING CARE. THE SECOND USE AREA IS A SKILLED NURSING FACILITY, ASSISTING THOSE INDIVIDUALS REQUIRING TRADITIONAL NURSING CARE OR PHYSICAL THERAPY. THE THIRD USE AREA IS A HOME LIKE STRUCTURE DESIGNED TO ACCOMMODATE INDIVIDUALS WITH ALZHEIMERS AND RELATED DISORDERS (ADRD).

ARCHITECTURAL INTENT

THE LONG TERM CARE CAMPUS WILL BE DESIGNED TO PROVIDE AND AESTHETICALLY CONSISTENT APPEARANCE AMONG THE THREE BUILDINGS PROPOSED TO BE CONSTRUCTED ON SITE, AS WELL AS A CONSISTENT APPEARANCE IN TERMS OF SCALE AND MASSING TO THE SURROUNDING NEIGHBORHOOD. THE DESIGN OF THE CAMPUS WILL BE MORE FULLY SET FORTH AT THE TIME OF THE FDP, AND WILL BE REVIEWED TO ENSURE COMPATIBILITY WITH THE FOLLOWING STANDARDS:

- THE SPECIALIZED ADRD RESIDENCE SHALL BE LIMITED TO ONE STORY, INCORPORATING A RESIDENTIAL PITCH ROOF AND WILL BE LOCATED ADJACENT TO THE EXISTING GEORGETOWN VILLAGE NEIGHBORHOOD AS GENERALLY DEPICTED ON THE PDP.
- THE TWO STORY SKILLED NURSING FACILITY SHALL BE LOCATED ALONG THE SOUTHWESTERN PART OF THE PROPERTY ADJACENT TO EXISTING OFFICES AND RESIDENTIAL ATTACHED USES AS GENERALLY DEPICTED ON THE PDP.
- THE THREE STORY GENERAL ASSISTED LIVING FACILITY SHALL BE LOCATED ADJACENT TO THE FLOODPLAIN ZONE PARCEL AND ADJACENT TO SOUTH HOLLY STREET AS GENERALLY DEPICTED ON THE PDP.
- THE MATERIALS TO BE USED FOR THE CONSTRUCTION OF ALL BUILDINGS WITHIN THE LONG TERM CARE CAMPUS WILL BE CONSISTENT WITH ONE ANOTHER AND WILL INCORPORATE, TO THE EXTENT POSSIBLE, THE PREDOMINANT MATERIALS FOUND ON THE ADJACENT LAND USES.

CERTIFICATE OF OWNERSHIP

THE UNDERSIGNED CERTIFIES TO AND FOR THE BENEFIT OF THE BOARD OF COUNTY COMMISSIONERS OF ARAPAHOE COUNTY, THAT AS OF THE DATE SET FORTH BELOW AND THE DATE OF RECORDING OF THIS DOCUMENT THE UNDERSIGNED CONSTITUTE ALL THE OWNERS IN FEE SIMPLE OF THE FOLLOWING DESCRIBED PROPERTY, THAT THE UNDERSIGNED HAVE GOOD RIGHT AND FULL POWER TO CONVEY, ENCUMBER AND SUBDIVIDE SAME, AND THAT THE PROPERTY IS FREE AND CLEAR OF ALL LIENS, ENCUMBRANCES, EASEMENTS AND RIGHTS OF WAY EXCEPT THOSE HELD BY OTHER SIGNATORIES TO THIS PRELIMINARY DEVELOPMENT PLAN. IN THE EVENT OF A DEFECT IN SAID TITLE WHICH BREACHES THIS WARRANTY, THE UNDERSIGNED AGREE(S) TO REMEDY SUCH DEFECT UPON DEMAND BY ARAPAHOE COUNTY, AND CONSENT TO THE SUSPENSION, WITHDRAWAL OR REVOCATION OF APPROVAL OF THIS DOCUMENT BY ARAPAHOE COUNTY UNTIL THE DEFECT IS REMEDIED.

KNOWN ALL MEN BY THESE PRESENTS THAT KAISER FOUNDATION HEALTH PLAN OF COLORADO, INC. BEING THE OWNER, CERTAIN LANDS IN ARAPAHOE COUNTY, COLORADO, DESCRIBED AS FOLLOWS:

LOTS 1 AND 2, KAISER FOUNDATION HEALTH PLAN OF COLORADO, CONTAINING 36.9 ACRES MORE OR LESS: HAVE BY THESE PRESENTS LAID OUT, PLATED AND SUBDIVIDED THE SAME LOTS AND BLOCKS, AS SHOWN ON THIS PLAN, UNDER THE NAME AND STYLE OF PRELIMINARY DEVELOPMENT PLAN, KAISER/PERMANENTE MEDICAL CENTER SOUTH, AMENDMENT NO. 1.

OWNER: KAISER FOUNDATION HEALTH PLAN OF COLORADO, INC.

STATE OF COLORADO)
)SS
 COUNTY OF ARAPAHOE)

THE FOREGOING OWNERSHIP WAS ACKNOWLEDGED BEFORE ME THIS
 5th DAY OF June, 1998 A.D.

BY: *E. Carole Siedler*
 NOTARY PUBLIC

WITNESS MY HAND AND SEAL

 MY COMMISSION EXPIRES _____

OWNER OF RECORD: *R. Muller* 4/05/98
 OWNER OF RECORD: KAISER FOUNDATION HEALTH PLAN OF COLORADO, INC.

PLANNING COMMISSION RECOMMENDATION

THIS PLAN IS RECOMMENDED BY THE ARAPAHOE COUNTY PLANNING COMMISSION, THIS
 20th DAY OF January, 1998 A.D.

CHAIRMAN: *[Signature]*

BOARD OF COUNTY COMMISSIONER APPROVAL

APPROVED BY THE ARAPAHOE COUNTY BOARD OF COMMISSIONERS, THIS
 10th DAY OF March, 1998 A.D.

CHAIRMAN: *Debra D. Vickrey*

ATTEST: *Shary K. Brown, Chief Deputy*

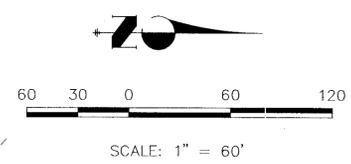
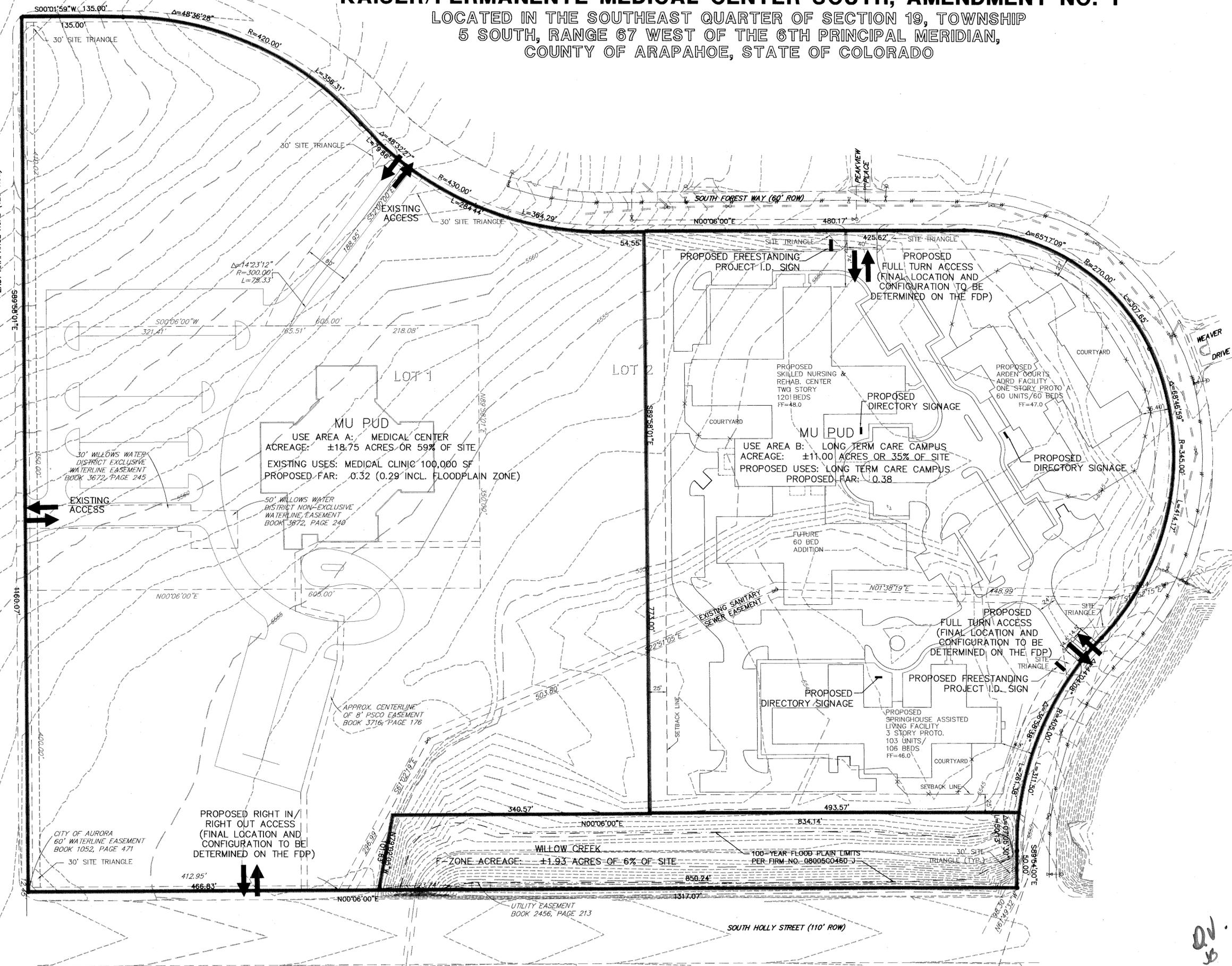
PRELIMINARY DEVELOPMENT PLAN
 1ST AMENDMENT
 MANOR CARE HEALTH SERVICES
 PROJECT NO: 3805.00
 DATE: 6/19/97
 REVISED: 12/15/97
 SHEET 1 OF 2

JR Engineering, Ltd.
 6020 Greenwood Plaza Blvd.
 Englewood, Colorado 80111
 Tel. (303) 740-9393
 FAX (303) 721-9019

ENGINEERING/PLANNING/SURVEYING

PLOT SCALE: 1"=1', DATE: 06/03/98, TIME: 18:33, FILE: X:\ARAP500V\ACAD\3805PDCV.DWG

PRELIMINARY DEVELOPMENT PLAN
KAISER/PERMANENTE MEDICAL CENTER SOUTH, AMENDMENT NO. 1
 LOCATED IN THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP
 5 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN,
 COUNTY OF ARAPAHOE, STATE OF COLORADO



MU PUD
 USE AREA A: MEDICAL CENTER
 ACREAGE: ±18.75 ACRES OR 59% OF SITE
 EXISTING USES: MEDICAL CLINIC 100,000 SF
 PROPOSED FAR: 0.32 (0.29 INCL. FLOODPLAIN ZONE)

MU PUD
 USE AREA B: LONG TERM CARE CAMPUS
 ACREAGE: ±11.00 ACRES OR 35% OF SITE
 PROPOSED USES: LONG TERM CARE CAMPUS
 PROPOSED FAR: 0.38

WILLOW CREEK
 F-ZONE ACREAGE: ±1.93 ACRES OF 6% OF SITE

PRELIMINARY DEVELOPMENT PLAN
 1ST AMENDMENT
 MANOR CARE HEALTH SERVICES
 PROJECT NO. 3805.00
 DATE: 6/19/97
 REVISED: 12/15/97
 SHEET: 2 OF 2

JR Engineering, Ltd.
 6020 Greenwood Plaza Blvd.
 Englewood, Colorado 80111
 Tel. (303) 740-9393
 FAX (303) 721-9019

PLOT SCALE: 1"=50', DATE: 06/02/97, TIME: 10:27, FILE: K:\880000\ACAD\3805RPP1.DWG