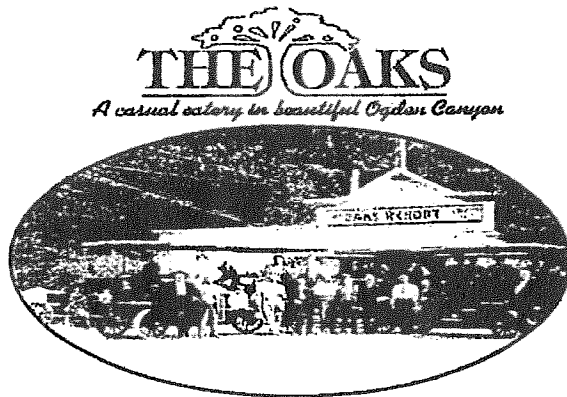


Exhibit B



INTRODUCTION

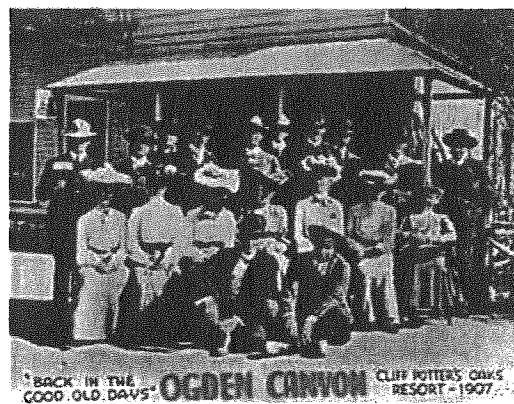
History of The Oaks

In the early 1900's small businesses began to spring up in Ogden Canyon. To mention a few there were the Hermitage Hotel, Winslow House, Idlewild Resort, and the Pineview Club. Tourists, residents, and even President Teddy Roosevelt journeyed to Ogden Canyon to enjoy a meal, row a boat, catch a fish, ride the trolley, and spend the night in relaxing accommodations. It was C.S. Potter who built The Oaks Resort about a mile from its present location. During that era the canyon road was nothing more than a dirt trail used by settlers, residents, and ranchers. Patrons arrived by horse drawn buggy, and later by electric trolley car. Remnants of the rock wall from the trolley remain visible across the river.

In 1933, in search of higher ground, the Campbells, then owners, moved The Oaks to its present location using a team of mules and horses. The Oaks was open only during summer months and became famous for hot dogs and pink popcorn served through a take-out window. The Campbells sold to another family who continued business seasonally until 1981.

The Oaks was purchased in the fall of 1981 by the current owners, Keith and Belinda Rounkles. After extensive renovation The Oaks became a full service eatery open year round serving breakfast, lunch and dinner. The Rounkles in 1994 purchased 160 acres surrounding The Oaks to help preserve this unique dining experience.

Many historic photographs and postcards are displayed throughout the restaurant depicting the history of Ogden City, Ogden Canyon and Ogden Valley.



GEOGRAPHY

The Oaks, a casual eatery, is nestled in the heart of the pines in Ogden Canyon on a parcel of approximately 160 acres. The acreage was purchased in 1994 with the intent to maintain the land for open space and for protection of wildlife and their habitat. The Ogden river is a Class A fishery. The Oaks at 4,780 feet in elevation in itself is a recreational facility.

OGDEN VALLEY GENERAL PLAN GOALS AND OBJECTIVES

PROTECT WATER RESOURCES

The Oaks and existing cabins currently receive water from Ogden City. The wastewater for the restaurant and three cabins is disbursed by designed and approved septic systems from Weber-Morgan Health Department.

Currently in place are storm grate boxes, where sediments are cleaned. The storm water is then discharged through the riparian and eventually enters the Ogden River.

PROTECT OPEN SPACE AND SENSITIVE LANDS

To further our preservation initiative we are willing to enter into a Conservation Easement for placement of a majority of the 160 acres. A legal description of this parcel will be provided prior to the Ogden Valley Planning Commission meeting.

PROTECT WILDLIFE AND WILDLIFE HABITAT

The Ogden River corridor is rich in habitat with the highest concentrate of wildlife habitats in the Ogden Valley. The recreational activities currently in place (i.e. fishing, kayaking, etc.) do not harm the natural resources/habitat.

MAINTAIN THE RURAL ATMOSPHERE AND RURAL LIFESTYLE

In this aspect, we feel The Oaks is currently in compliance with the General Plan. A rustic building exterior provides a natural setting. The historic look throughout the dining rooms complies with promoting a sense of pride in the history and heritage of the Valley and 104 year history of The Oaks. Great thought and consideration has been given to The Oaks future development. It is our priority to be compliant with the Valley's rural character and that The Oaks natural setting be cohesive with the environment.

ENHANCE QUALITY RECREATIONAL OPPORTUNITIES

This area is suitable for trail systems. Once an agreement has been determined with Weber Pathways and the US Forest Service, an easement for new trail systems will be put in place on the south side of the Ogden River to connect with existing trail systems.

In partnership with the Division of Wildlife Resources (DWR), The Rounkles currently have in place at The Oaks four access points to the Ogden River corridor for the convenience of sightseers, fishermen and kayakers.

PROPOSAL FOR PRESENT ZONING CHANGE

We would like to make upgrades to the restaurant to better serve our customers and help stimulate the economic growth of our business. Under our current zoning FR-1 the restrictions are prohibitive. Weber County Planning Staff has suggested we apply for rezoning to CVR-1. The rezone will allow our established commercial operation to accomplish the restaurant expansion and overnight cabin accommodations.

PROPOSAL FOR REZONE FOR THE PUBLIC INTEREST

For decades, The Oaks has served the needs of local residents and tourists alike, by providing a relaxed atmosphere for family dining. We are at the gateway of Northern Utah's outdoor sports mecca with nearby Pineview Reservoir, the ski resorts of Wolf Creek, Powder Mountain and Snowbasin. These areas provide not only a scenic drive but also camping, fishing, hiking, cycling and more. The Oaks is conveniently located in the heart of all things residents and tourists enjoy. A change in current zoning will allow us to enhance our public offerings with improved amenities. We are stewards of time for The Oaks. The Oaks we have felt has always belonged to the people. The Oaks in many ways is their jewel, a special place for visitors to meet with friends and family.

CHANGES SINCE ADOPTION OF THE GENERAL PLAN

Per the Planning Commission meeting of April 12, 1988 the property now known as "The Alaskan Inn" was rezoned from FR-1 to CR-1. Later ordinance text changes made The Alaskan Inn a CVR-1 zone.

There is increased interest in the Ogden Valley area. In general, given the population growth of the Valley, ski resort improvements and development, and numerous competing restaurants all warrant this rezone request. The rezone will allow us to maintain our competitive edge with other businesses.

PROMOTE HEALTH, SAFETY AND WELFARE

The Oaks provides economic benefits to the community employing annually approximately 80 employees, of which 20 are employed full time. Per the rezone approval, we would be able to adequately serve more guests in a larger dining area. Additionally, the new cabin/housing accommodations will provide more employment opportunities to the community. Furthermore, providing a trickle-down effect for increased revenue to area vendors.

Highway 39 in Ogden Canyon has limited pull offs for traffic. The Oaks with current parking facilities provides this amenity to the public, which is greatly needed during heavy traffic flows and inclement weather.

The Oaks continues to improve their "green" standards for reduction of waste i.e.: (1) use of compostable products (cups, lids, food containers), (2) recycling of cardboard/paper, (3) energy efficient light bulbs, (4) recycling of deep fry grease.

Since inception of the Ogden Marathon, The Oaks has fed and cared for race participants volunteering as an aide station. The Oaks also volunteers time, makes contributions, and donates goods and services to Weber Pathways.



Keith and Belinda have received numerous awards at the city, county and state level. The Oaks has assisted with organization of cleanups of Ogden Canyon, Ogden River and Pineview Reservoir. Keith and Belinda assisted with reviving The Ogden Canyon Club, which has been key with cleanups, restoration of the kiln in Ogden Canyon and was the first organization in the State to adopt a river (Ogden River). They were instrumental in the Ogden City restoration project of the Ogden river.

Keith served on the Ogden Valley Water Advisory Board, and currently gathers data of water tests at Pineview Reservoir for Utah State Water Quality. Keith was recognized by Governor Olene Walker for his organization of the Pineview Reservoir clean up.



PROJECT VISION

A rezone from FR-1 to CVR-1 is requested to enable needed growth to our existing commercial building and cabins.

A dining expansion to the east side of our current commercial/restaurant building is desired. An increase in our seating capacity is imperative for business growth. Renovation of our existing dining area on the Westside is also desired in order to maintain a consistent dining ambiance.

Three cabins currently exist west of The Oaks. A rezone would allow nightly rentals of the cabins. Cabin rentals would fulfill the need and demand for Ogden Valley lodging accommodations. Furthermore, rentals will provide The Oaks incremental income during the slower winter and fall seasons.

THANK YOU FOR YOUR TIME AND CONSIDERATION

Keith & Belinda Rounkles
dba / The Oaks, a casual eatery
750 Ogden Canyon
Ogden, UT 84401
Keith: 801-668-8844
Belinda: 801-668-0955

Exhibit C

THE OAKS 750 Ogden Canyon Ogden, UT 84401

DEVELOPMENT PLAN

Phase I (2 year)

- 2011 walk-in cooler and freezer completed
- Existing three cabins available for rental

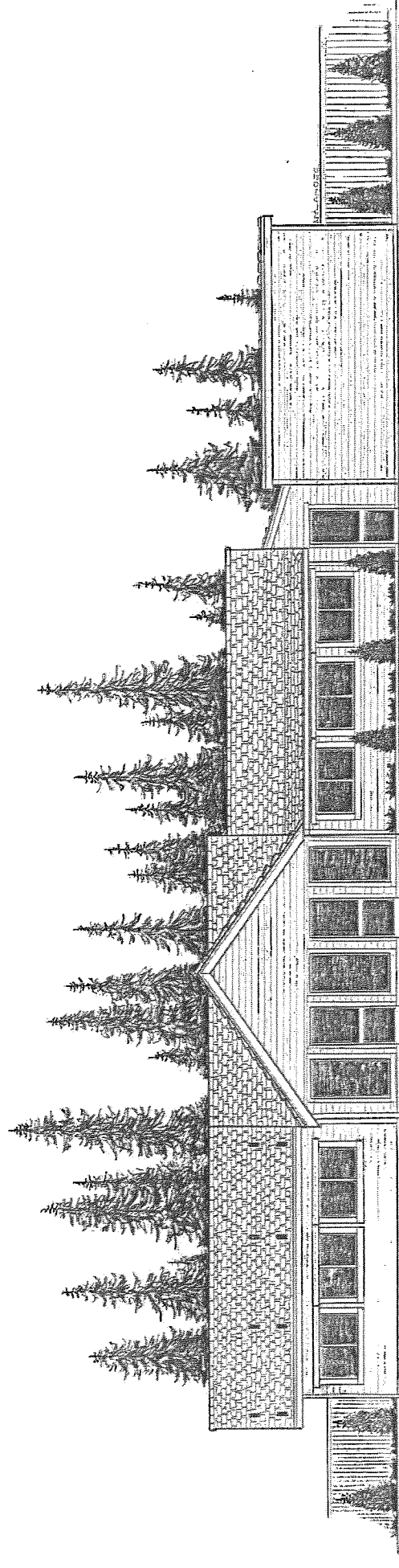
Phase II (5 year)

- Remodel and addition to east side of restaurant

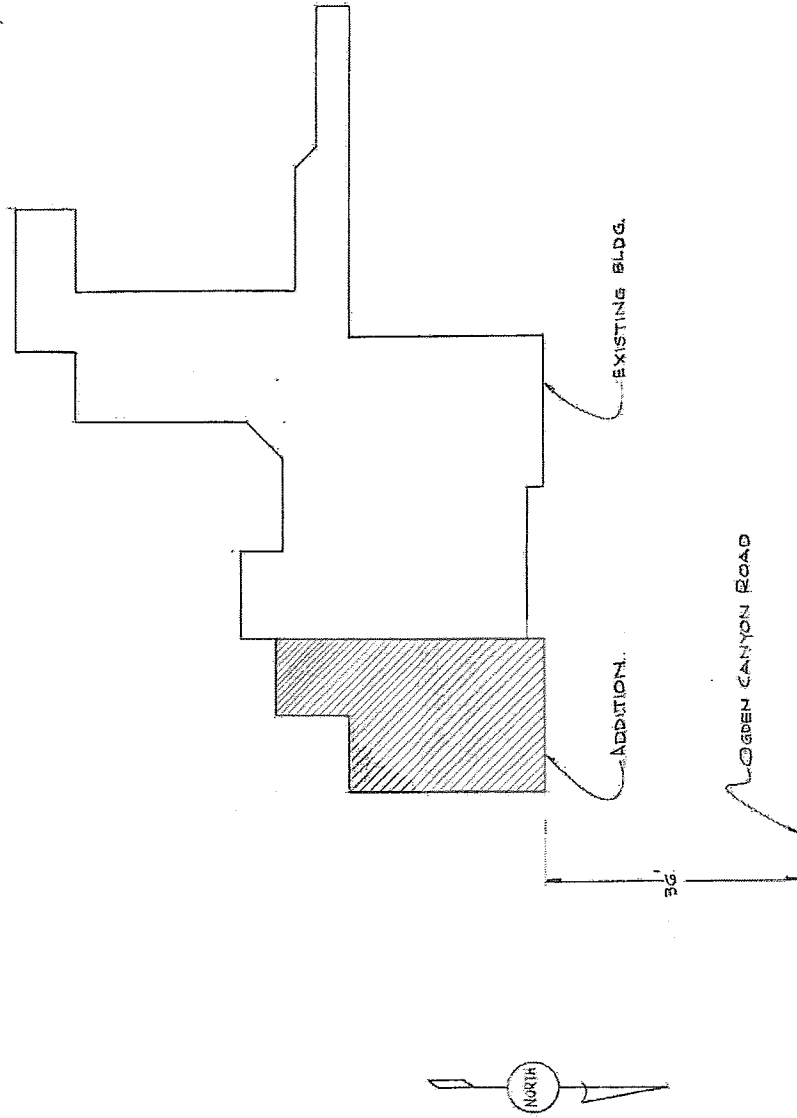
Phase III (10 year)

- Construction of additional cabins west of existing cabins

Exhibit D

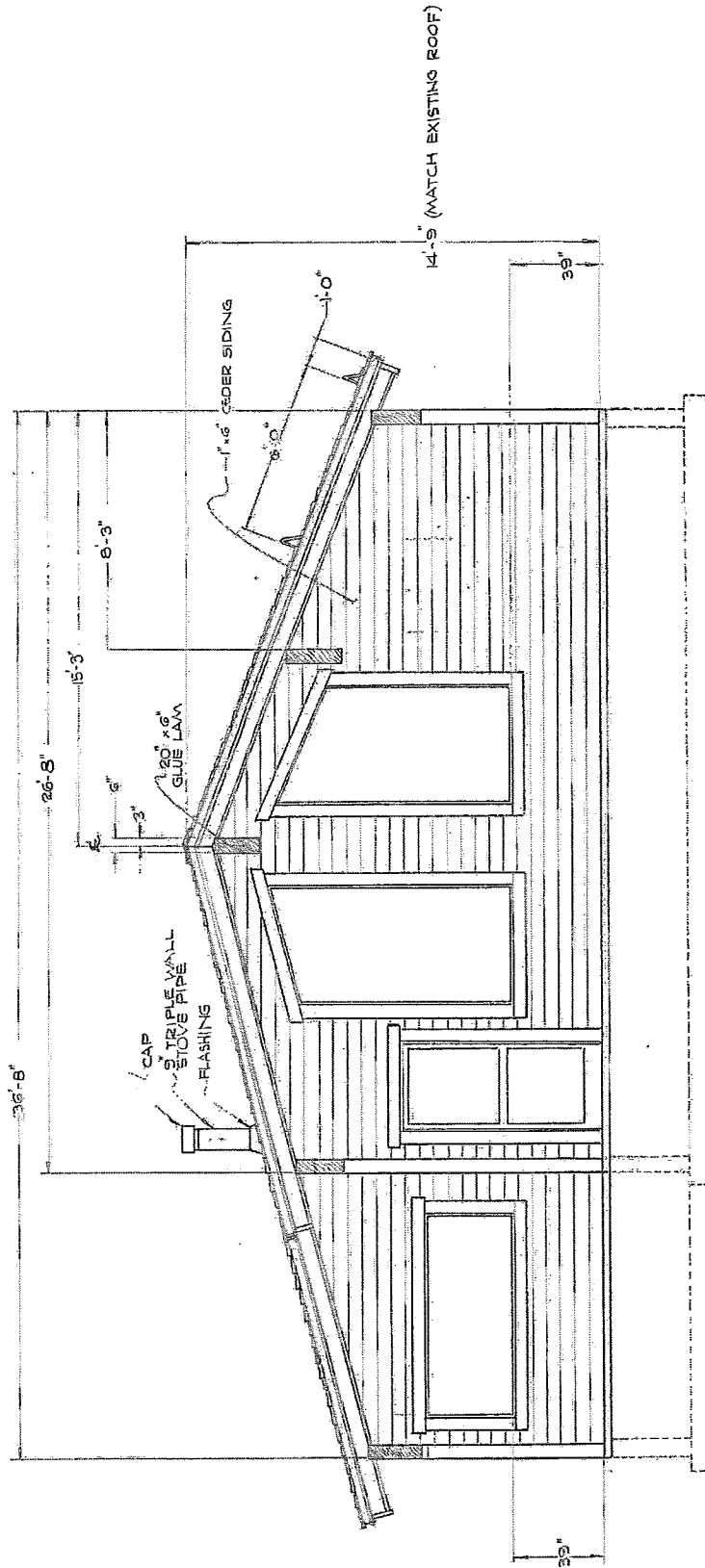


OAKS RESTAURANT



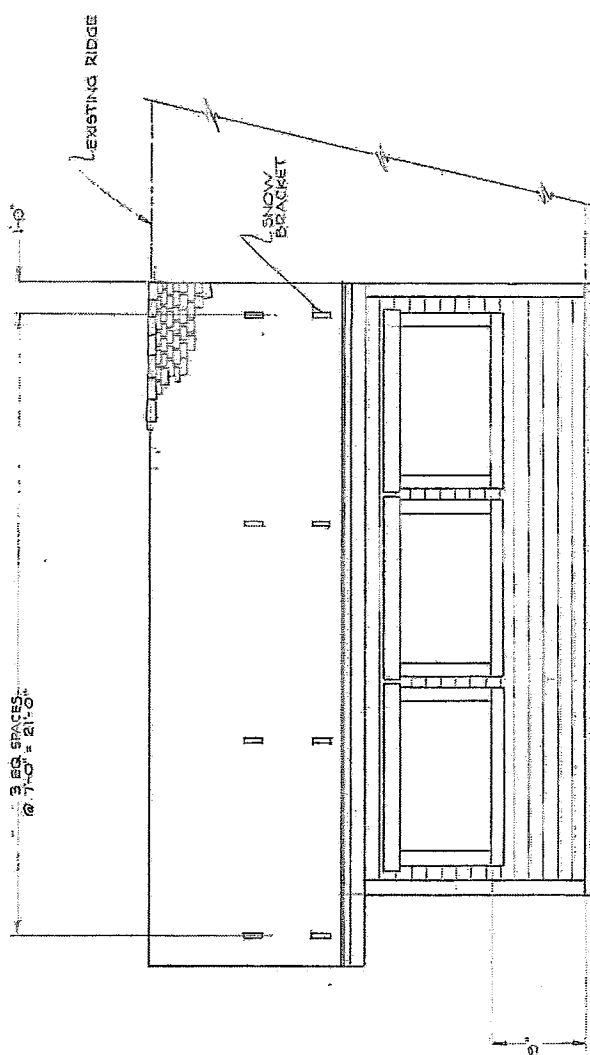
PLOT PLAN
750 OGDEN CANYON

ADDITION DRAWINGS
FOR OAKS RESTAURANT
750 OGDEN CANYON
SHEET 1 OF 9 SCALE: 1/8" = 1'-0"
DRAWN BY: BEN NYLANDER



EAST ELEVATION
SCALE: 1/2" = 1'-0"

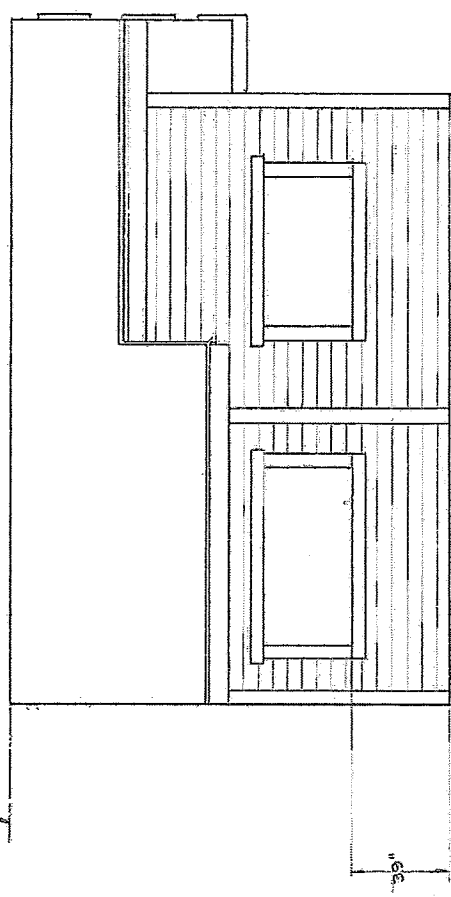
ADDITION DRAWINGS FOR OAKS RESTAURANT 750 OGDEN CANYON		
SHEET 3 OF 9	SCALE 1/2" = 1'-0"	DRAWN BY: RON NYLANDER



NORTH ELEVATION
SCALE: 1/2" = 1'-0"

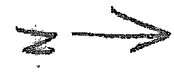
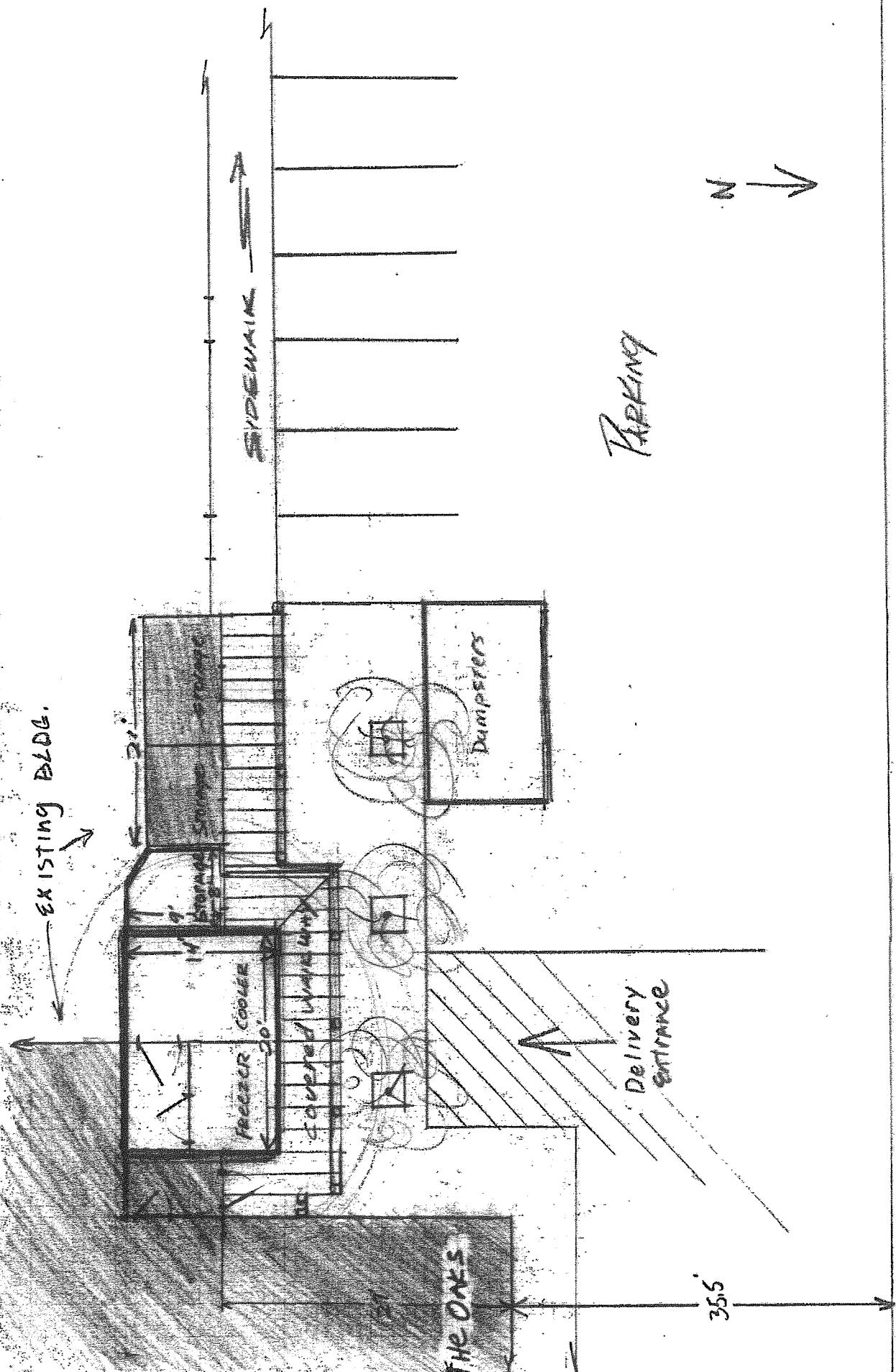
ADDITION DRAWINGS FOR OAKS RESTAURANT 750 OGDEN CANYON	
SHEET 4 OF 5	SCALE: 1/2" = 1'-0"
DRAWN BY: RON NYLANDER	

EXISTING RIDGE



SOUTH ELEVATION
SCALE: 1/2" = 1'-0"

ADDITION DRAWINGS FOR OAKS RESTAURANT 150 OGDEN CANYON	
SHEET 5 OF 9	SCALE: 1/2" = 1'-0"
DRAWN BY: RON NYLANDER	



Highway 39

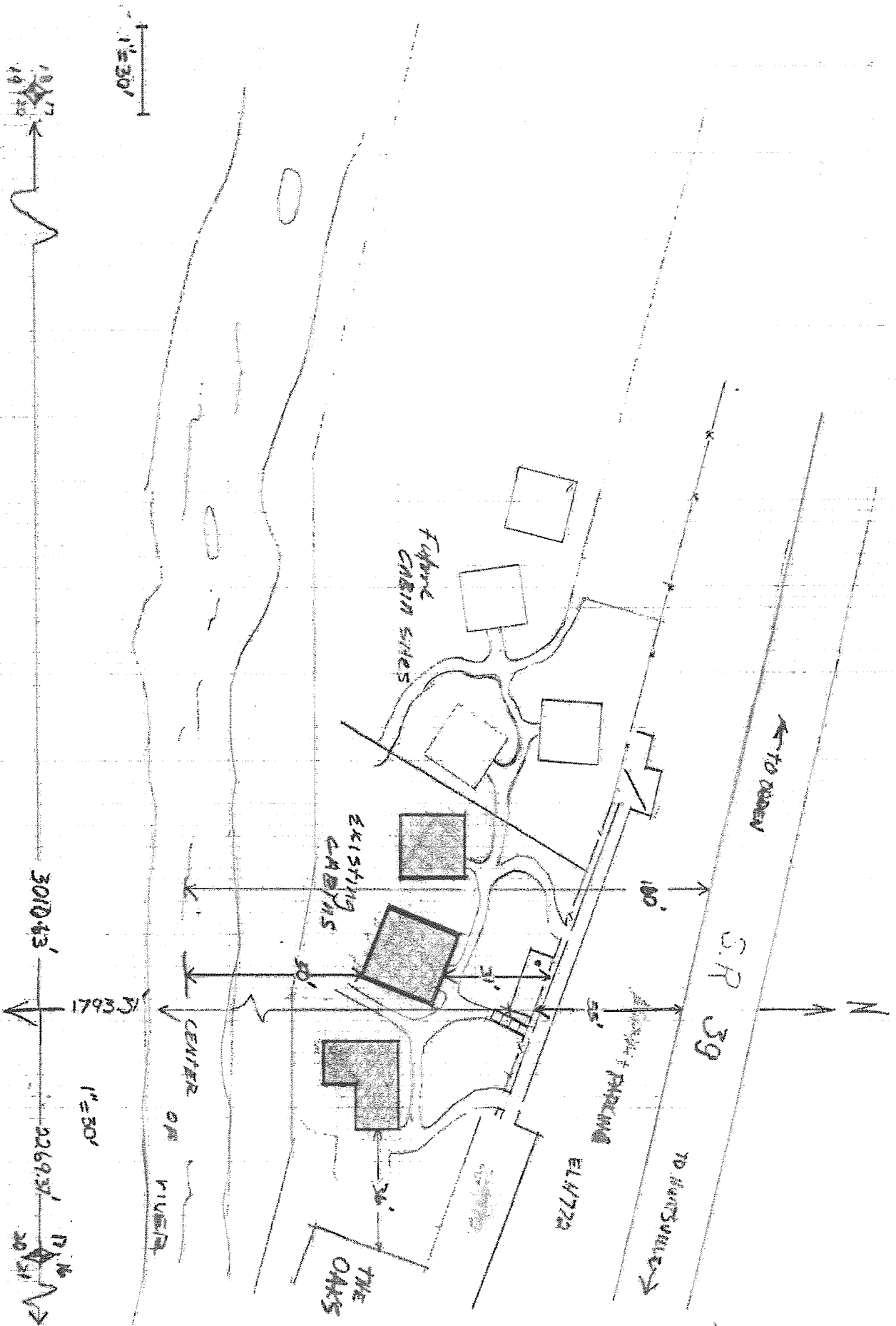


Exhibit E

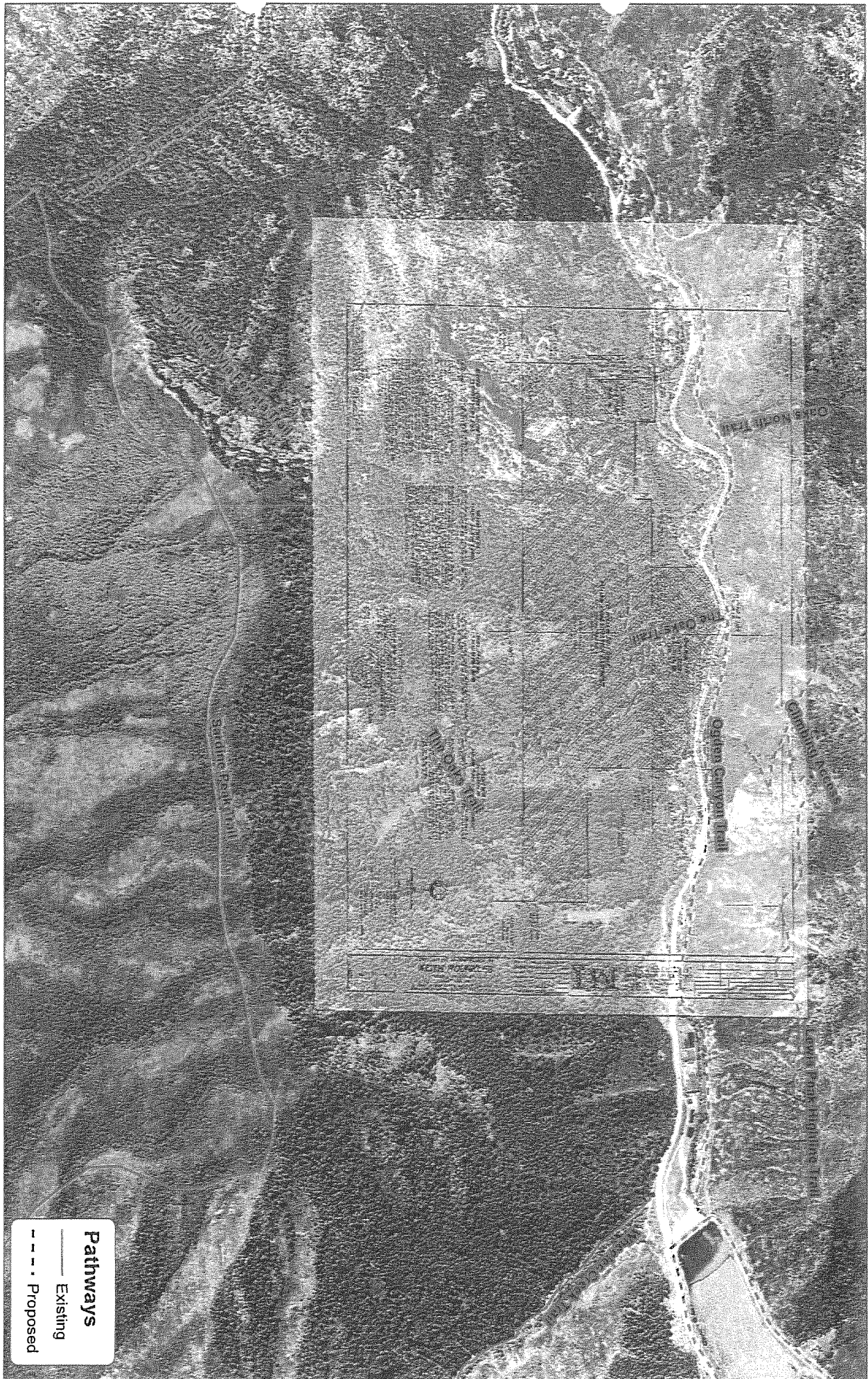
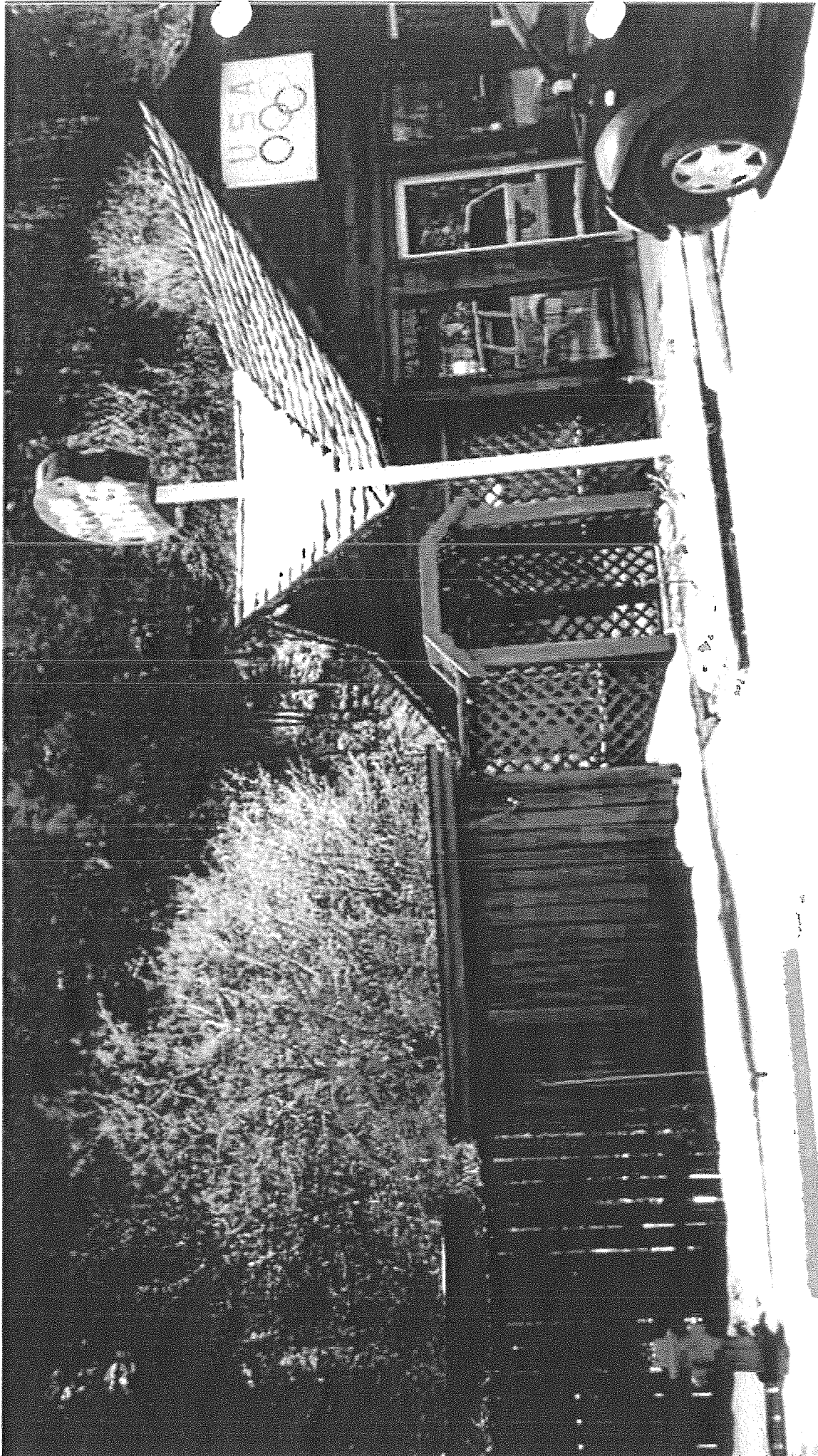


Exhibit F





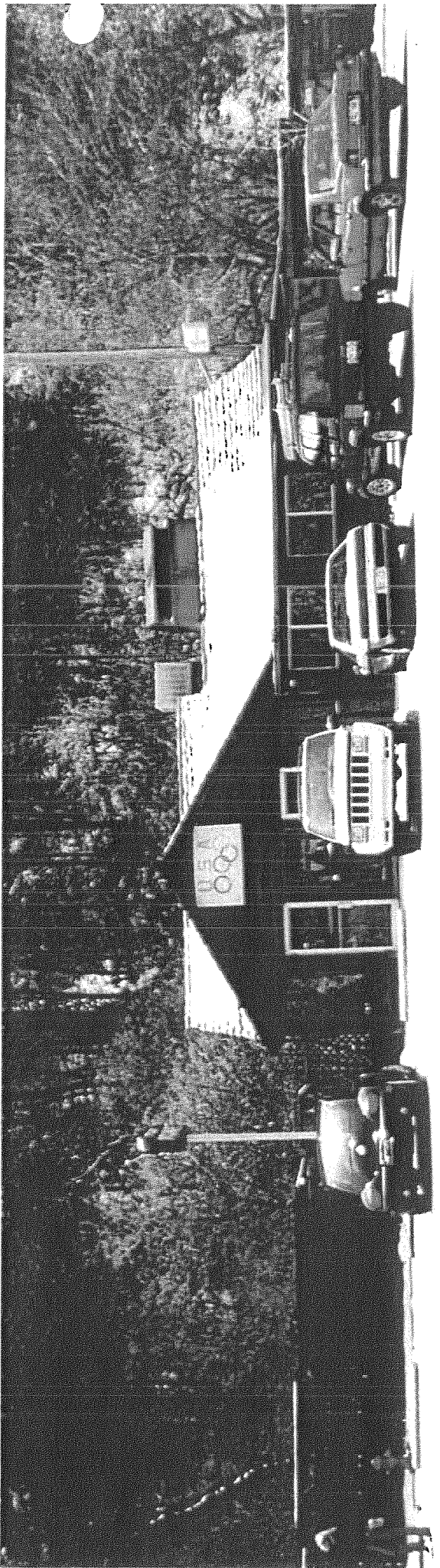


Exhibit G

Ogden Valley Township

March 22, 2011

MOTION: Commissioner moved to table OVW042710 until the February 5, 2011 work session (if the road improvement agreements are signed by then. Commissioner seconded the motion. Motion carried (7-0).

3-3. DR2011-01 Consideration and action on a request for Design Review approval of the Eden Blacksmith Shop development Phase 1A in the Commercial Valley (CV-2) Zone located at approximately 2145 N. 5500 E. (Dan Vanzeben, Agent, representing Horseshoe LLC)

Sean Wilkinson a staff report and reported that the Weber County Commission approved the amended Blacksmith Village Concept Development Plan on March 15, 2011 and the design has not changed since then. Design Review approval for the revised Phase 1 of this project is now being requested. The Phase 1 site plan is consistent with the approved conceptual development plan and consists of the following items: Renovations to the existing Blacksmith Shop, removal of the structure attached to the Blacksmith Shop, construction of a new 1,876 square foot structure attached to the Blacksmith Shop that will meet the existing Blacksmith Shop building exterior facade, construction of a new 2,578 square foot building south of the Blacksmith Shop, a complete street design, a new landscaping and signage plan, a new parking plan, and culinary water and wastewater treatment.

Staff recommends approval of the Blacksmith Village Phase 1 site plan subject to staff and other review agency requirements. This recommendation is based on the project complying with applicable County Ordinances and the Zoning Development Agreement.

Commissioner Warburton indicated that there were several concerns listed on Exhibit F and Sean Wilkinson indicated that the main Engineering concern was the site grading. She indicated that it would be helpful to have dates on the exhibits included in a design review.

Dan VanZeeben indicated that they would comply with the Engineering concerns regarding grading. The benches will be moved back further from that shown during the concept development plan approval. He showed where the drainage swales would be located. They will drain to the south back onto the property that they would be grading. The berm will be approximately 2 ft. so it would meet the Engineering concerns. Commissioner Graves indicated that the grade would be 3:1, which is the maximum slope if they intend to have grass that would be safely mowed. Mr. VanZeeben indicated that primarily the grasses would mainly be fescue, wheat, and other grasses.

Commissioner Howell indicated that safety of the children coming from the park could be a concern. Dan VanZeeben indicated that they are doing the street crossings.

Commissioner Warburton indicated that the proposed lights are beautiful.

Commissioner Graves said some of the plants would not grow where they are shown on the landscape plan. The purple plants will not be purple because they are proposed to grow in the shade, where they need sun.

No public comment was made.

MOTION: Commissioner moved to approve DR2011-01 Consideration and action on a request for Design Review approval for the Eden Blacksmith Shop development Phase 1 in the Commercial Valley (CV-2) Zone located at approximately 2145 N 5500 E subject to the project complying with applicable County Ordinances and the Zoning Development Agreement. Commissioner seconded the motion. A vote was taken and Chair Siegel said the motion carried (7-0) with Commissioners Allen, Banks, Graves, Howell, Parson, Warburton and Chair Siegel voting aye.

→ **3-4. ZP2011-01** Consideration and action on a request to rezone property located at approximately 750 Ogden Canyon (The Oaks Restaurant) from Forest Residential Zone (FR-1) to Commercial Valley Resort Recreation Zone (CVR-1) for the purpose of expanding The Oaks Restaurant and using three existing cabins for nightly rentals (Keith & Melinda Rounkles, Applicants).

Sean Wilkinson presented a staff report and reported that the applicants are requesting approval to rezone property located at approximately 750 Ogden Canyon (The Oaks Restaurant) from Forest Residential Zone (FR-1) to Commercial Valley Resort Recreation Zone (CVR-1) for the purpose of expanding The Oaks Restaurant and using three existing cabins for nightly rentals. The majority of the property is on the south side of the river. The Oaks is currently located on a parcel containing 158 acres, of which approximately ten acres are proposed to be rezoned to CVR-1. The majority of the property that remains FR-1 will be placed in a conservation easement, while a small area will remain FR-1 without being encumbered by a conservation easement).

The Oaks is currently a nonconforming use in the FR-1 Zone that existed prior to the adoption of zoning regulations in Weber County and is still legal because the use has not been abandoned. However, Chapter 28 does not allow a structure that is occupied by a nonconforming use to be added to or expanded in any manner, unless such expansion is made to conform to all yard and use regulations of the zone in which the structure is located.

Based on this requirement, The Oaks would not be able to expand in the FR-1 Zone, which is the main reason behind the rezone request. The concept plan associated with this rezone is proposed to have three phases and a ten-year time frame. Phase 1 includes a two-year time frame wherein the freezer/cooler addition will be completed and the cabins will be made available for nightly rentals. Phase 2 includes the east dining room addition and must be finished within five years. Phase 3 consists of constructing the additional cabins within 10 years.

The CVR-1 Zone requires a site of at least 2.5 acres, but the proposed rezone area contains approximately 10 acres, over half of which is undevelopable due to steep slopes. Staff recommends that the CVR-1 Zone location be amended to get as close to 2.5 acres as possible, while still providing a reasonable area for the proposed concept plan. Allowing a rezone of more property than is necessary, especially when it is undevelopable, is not advised. The applicants should work with their engineer to revise the proposed rezone area according to this recommendation.

Staff has determined that this rezone request from FR-1 to CVR-1 for The Oaks meets the criteria found in Chapter 35-3. The applicants submitted a narrative answering how their application complies with the Chapter 35 requirements. Staff's response to that narrative is listed in the staff report on file. Staff recommends that the Planning Commission recommend approval of this rezone request to the County Commission. This recommendation includes the following provisions: Revising the proposed CVR-1 area from 10 acres to as close to 2.5 acres as possible, while still providing a reasonable area for the proposed concept plan. Placing a conservation easement on the designated property as part of Phase 1 (within 2 years) and working with Weber Pathways and the Forest Service to finalize a trail location, and providing an easement for the future trail.

Commissioner Howell asked if 2.5 acres would be adequate to cover the expansion area. Chair Siegel indicated that the recommendation was for an area. Commissioner Howell said septic tanks are a concern for anyone building along the river. Sean Wilkinson indicated that the Health Department requirements would be covered at the time they receive design plans. Commissioner Warburton asked if parking would be looked at, and Mr. Wilkinson indicated that parking would be looked at during design review.

Keith and Belinda Rounkles indicated that Mr. Wilkinson has covered their proposal. Where the river and the parking lot meet, there was only approximately 1.5 acres, which is why they included the other side of the river.

Keith Rounkles said they now live in the existing three cabins until they build their home. They have owned the property for 30 years. They met with the Forest Service and Weber Pathways about the pathway this morning and felt that the 3-hour meeting went well.

Commissioner Howell asked from where the Oaks property is to the area where the future cabins would be located, how much property would be needed complete the project. He believes the amount of land would be comparable to the Alaskan Inn site.

Commissioner Howell asked where the existing septic tank area is for the existing cabins. Keith Rounkles indicated that they have two 1,500-gallon tanks that they pump out once or twice a year. Commissioner Banks indicated that the water table is high in that area.

Commissioner Allen asked if they ever anticipate placing a bridge across the river. Mr. Rounkles said yes, and indicated that is the reason they met with the Forest Service and Weber Pathways today. Eventually, the Forest Service said a pathway could be tied into the Indian Trail. They are also working with Kirk Langford and the Ogden Valley Land Trust. Keith Rounkles indicated that he would like the conservation easement to stay with The Oaks property. They would like to obtain the necessary financing and begin the restaurant expansion in September/October.

Steve Clarke, Eden, recommended approval of the request subject to the applicants and staff successfully negotiating the maximum amount of land to accommodate the proposal as well as to accomplish future plans.

Monette Hurtado said they need to keep in mind that the applicant would be tied to the concept plan with the rezoning.

Anna Record, 692 Ogden Canyon - the first house to the west of the Oaks, said she believes that the 2.5 acres is fine right now, but she would not approve additional acreage until they receive additional plans in the future. Ms. Record indicated that she wished the applicants well in their expansion plans.

Scott Kinser, 690 Ogden Canyon, asked if the 2.5 acres is the minimum that is required. He indicated that part of the 2.5 acres is across the river. Sean Wilkinson indicated that he believes there will need to be a portion across the river needed to meet the 2.5 acres. Right now, the concept plan proposed does not show property on the other side of the river other than a bridge. Any development plans will come back before the Planning Commission for approval and property owners within 500 ft. will be notified. Mr. Kinser indicated that he would like to see the expansion happen and would like the 10 acres toned down to the minimum.

Rick Kearn asked staff to explain the bridge and the future trailhead. Monette Hurtado said if the rezoning is approved, they will see future site plans.

Keith Rounkles said the trail head would probably be located at the west end of the parking lot. There was a trail back into that canyon in the 1900's which came out of Idlewild. The trail would be a walking trail.

Sean Wilkinson said in regard to Mr. Kearn's comments that as part of the Zoning Development Agreement, they could include that the trail and bridge would be non-motorized.

MOTION: Commissioner Warburton moved to recommend approval of ZP 2011-01 from FR-1 to CVR-1 to include approximately 2.5 acres, as close as possible, while still providing a reasonable area for the proposed concept plan, placing a conservation agreement, working with Weber Pathways and providing an easement for the future trail and subject to all staff and other agency recommendations. Commissioner Graves seconded the motion

Commissioner Warburton indicated that she made the motion because she believes property rights in this circumstance are to be honored and respected. They have 10 years to complete the concept plan, and she does not have any fear that it will be completed. Property owners can read Chapter 35 to put their minds at ease.

Commissioner Banks indicated that he knows there is a lot of concern in wastewater. EPA is always adding protection requirements and also, there are companies developing small wastewater treatments systems so the outgoing water is almost drinkable. Commissioner Howell agreed that there are septic systems in other states where the outgoing water is almost drinkable.

Commissioner Graves believes the application meets the intent of the General Plan. It is a good thing to do.

VOTE: Motion carried 7-0.

4. Public Comments:

Steve Clarke: Follow up on the last meeting where staff had direction from the Planning Commission to work with a committee to adopt a trails plan. He requested that staff presented a report on what has happened since their last meeting.

5. Planning Commissioner's Remarks:

6. Staff Communications:

6-1. Planning Director's Report

Rob Scott indicated that he met with Justin Morris this morning to discuss the trails committee issue and he will move forward with this mandate.

At the January work session there was interest in the Ogden Valley sewer study. Curtis Christensen will report at their next meeting regarding this issue.

6-2. Legal Counsel's Remarks

Monette Hurtado indicated that she noticed two letters were handed out to the members in the pre-meeting and generally, they do not add items to the meeting packet that late as there are noticed guidelines. In the future, she believes staff should not accept unsigned letters/emails.