

Exhibit G

Road Dedication



Exhibit I

Powder Mountain Financial Plan

Weber County Planning Department
2380 Washington Blvd. Suite 240
Ogden, Utah 84401-1473

Dear Sirs,

We propose the following financial strategy to fund the first phase of the Powder Mountain Development.

Project Proforma

Project Costs (\$M)

Land Acquisition	\$24.0
Development/Due/Diligence/Closing Costs	7.4
Infrastructure	22.8
Capital Improvements/New Amenities	3.7
Development Loan Fees	0.8
Supplemental Bond Reserve	1.6
Contingency	<u>2.5</u>
Total	\$62.8

Funding Sources (\$M)

Equity	\$30.0
County Bond/Infrastructure	19.3
Zions Loan	<u>13.5</u>
Total	\$62.8

We have secured financing from a private bank to combine with the county bond to pay for the Phase I project.

To date, we have pre-sold 25 lots of our Phase I. As lots sales and are closed, we will pay down the development loan. This funding mechanism will provide the structure to build the Phase I, of Powder Mountain.

Thanks,



Russ Watts

Exhibit J

Edit	Delete	Add a File	Email
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Engineering Review 1

Project: Powder Mountain PRUD
User: Rochelle Pfeaster
Department: Weber County Engineering Division
Created: 2013-02-19 11:37:52
Modified: 2013-02-19 15:44:02

Notes

I have had a chance to review the plan(s) and have the following comment(s): Written responses to the following comments are required.

1. Why are some lot numbers circled and others aren't?
2. Please show proposed shared access for Lots 37/38, 42/43 and 19/20/21. Be sure to include horizontal and vertical design information.
3. Sheet 1.8:
 1. How will utilities be constructed to each building envelope?
 2. How will the private drive affect storm drainage?
4. Drawings for the PRUD & The Road Dedication need to be separated for submitting and reviewing purposes.
5. Engineering needs to see horizontal and vertical design information for all PRUD Roads, Storm Drain & Sanitary Sewer Systems. (plan & profile, construction drawings, general notes, all details needed for construction, SWPPP drawings)
6. Sheet LI.4:
 1. The areas which have a slope of 30%-40% and over 40% are so similar in color, the distinction is difficult to make.
7. Label which roads are public and private.
8. A signed and stamped letter from Powder Mountain Sewer and Water approval is required for the culinary and sewer infrastructure design.
9. A will serve letter from Rocky Mountain Power is required.
10. DDW and DEQ approval letters are also required.
11. Update storm water master plan and design.

I have tried to address all items of concern from the Engineering Department. However, this review does not forego other items of concern that may come to this department's attention during additional reviews or during construction of improvements. If you have any comments or questions concerning this review, feel free to contact me.

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Exhibit K

Wilkinson, Sean

From: Bruderer, Craig [Craig.Bruderer@rockymountainpower.net]
Sent: Wednesday, February 20, 2013 8:06 AM
To: Wilkinson, Sean
Cc: Russ Watts (russ@wattsenterprises.com); Sewell, Karl; Burrell, Nancy
Subject: Electrical load at Powder Mtn. Ski Resort
Attachments: Powder Mtn. loading.pdf

Sean:

I received the attached sheet from Summit Mountain Holding Group for the Powder Mtn. development upgrade. We have adequate power to serve the proposed load that is scheduled to come on line in 2013 and perhaps 2014. We are in the process of doing a formalized study to determine when our facilities will need to be upgraded to meet the proposed new load. From my initial look, we will need to do some significant upgrades to meet the proposed 974 KW of new load that is scheduled for 2015.

Sincerely,

Craig Bruderer
Customer and Community Manager
1438 W. 2550 S., Ogden, UT
Phone: (801) 629-4305 office
(801) 721-0245 cell
E-Mail: Craig.Bruderer@rockymountainpower.net



Let's turn the answers on.

Exhibit L



United States
Department of
Agriculture

Forest
Service

Uinta-Wasatch-Cache National Forest
Ogden Ranger District

507 25th Street, Suite 103
Ogden, UT 84401
801-625-5112

File Code: 1900

Date: February 19, 2013

Weber County Planning
Attn: Jim Gentry
2380 Washington Blvd
Suite 240
Ogden, UT 84401

Dear Jim:

The USDA Forest Service, Ogden Ranger District, Uinta-Wasatch-Cache National Forest has completed the preliminary review of the first phase of the Summit Eden/Powder Mountain Master Plan application to your office. Our review assumes that this entire proposal only applies to the privately owned properties adjacent to the National Forest.

We are coordinating with Utah Division of Wildlife Resources, Pam Kramer, to develop further comments concerning developments directly adjacent to the Middle Fork Wildlife Management area, jointly owned and managed by the two agencies. At this time, those comments are being developed.

We have the following comments or suggestions for your consideration.

1. This proposal is generally restricted to developments on the private lands adjacent to the National Forest. These developments will have an effect to the National Forest System lands just by the nature of increased numbers of recreation visitors in this currently undeveloped area. No approval for changes to National Forest can be approved through your planning efforts. We would expect Powder Mountain to contact us directly to propose projects for consideration on Forest Service property.
2. The developers and their representatives have begun the process with Utah Division of Forestry, Fire and State Lands to complete a Community Wildfire Protection Plan. A daily concern to the Forest Service is the risk assessment and planning for uncontrolled wildland forest fires. The vegetation throughout this private development as well as the adjacent National Forest lands is oak which has a close connected history with wildland fires. We would assume that the Community Wildfire Protection Plan will include some effort to strategically place water sources and an overview of how the roadways could aid or prevent the access by fire-fighting equipment. In addition, the Forest Service has nationally and locally contracted helicopters currently located in Mountain Green specifically for fire control.
3. There are numerous streams and drainages in the area. A primary mission of the Forest Service is maintaining or improving water quality. Currently, Pineview Reservoir is listed as an impaired because of phosphorus, dissolved oxygen, and temperature. We encourage you to minimize potential impact on drainages, wetlands and ponds.



4. We have concerns with public safety for the skiers who leave your lift-served area to ski down to pick up points on State Road 158 either in Lefty's Canyon below your cat skiing area or near Bald Mountain, south of the top terminal of the Sundown lift. This use of the National Forest is not illegal but has been identified as a potential problem with great public risk. We would like to coordinate with the Ski Area to mark the boundaries in both areas and discuss the possibility of signs similar to the standard "Back Country access gates" used at permitted resorts such as Snowbasin.
5. In your trail plan, it shows a trail in Lefty's canyon trail classified as an "existing Downhill Biking (Extreme Difficult, one-way)". This trail is not a legal Forest Service system trail. You are welcome to propose new trails on National Forest lands but, we should discuss this as soon as possible because we will likely schedule the decommissioning of the route this summer. We are currently working with a group of local kids to remove the trail features they built without permission in Lefty's Canyon accessed by SR158.

Geertsen Canyon trail (6322) is an existing Forest Service system trail that begins in the valley near Pineview. It would be a shame not to connect this route to the proposed trail system on Powder Mountain. Also shown on the 2002 Ogden Valley Pathway Master Plan, jointly prepared by the Ogden Valley chapter of Weber Pathways and the National Park Service River and Trails program, are other routes such as the La Plata Ridge road and trails that connect into the Ogden Valley. Your new proposed trails would be a valuable addition to the trail system developing in the area.

6. We would suggest that creative ideas be encouraged to make this development exceptionally green. As an example, Leadership in Energy and Environmental Design (LEED) certifications highlight the tactics other well-known resorts have used to reduce their impacts to the environment. In an effort to improve the air quality in this development and the adjacent communities in the Ogden Valley, the exclusive use of Natural Gas or propane in fireplaces rather than typical wood burning fires would make significant impact to the adjacent properties including the National Forest lands.

The USDA Forest Service is actively engaging and enlisting collaborator support in climate change discussions, responses, adaptation and mitigation. We encourage you to participate to build local public awareness and support for a climate change response.

7. Recreation activities in the Ogden Valley have grown and evolved especially since the 2002 Winter Olympic Games with Snowbasin as a venue. In the past, Powder Mountain has served an important local niche for winter and summer activities. The Ogden Ranger District is the local office of the USDA Forest Service which includes Snowbasin Resort and lands adjacent to Wolf Mountain. As you consider new outdoor recreational activities, feel free to contact this office both for our information as well as any ideas we can offer you.

These are our initial points after reviewing the Master Plan proposals. As the public meetings occur and typical general discussions take place, we may add to these points to improve the Forest Service response. Please feel free to contact Rick Vallejos in this office or myself if you would like to discuss these points more.

Sincerely,

Rene Vallejo

for RENEE F. FLANAGAN
Ogden District Ranger

Exhibit M

Powder Mountain
Water & Sewer Improvement District
PO Box 270
Eden, UT 84310

February 14, 2013

Russ Watts
Summit Development
1400 N. 5900 E.
Eden, UT 84310

Subject: Summit Development Phase I at Powder Mountain

Dear Russ:

This letter is to confirm that the Powder Mountain Water and Sewer Improvement District (PMWSID) can and will furnish water and sewer service to the above project upon your agreement with and completion of the following requirements to the satisfaction of PMWSID:

1. Summit Development shall furnish written approval from the local jurisdiction (Weber County, State of Utah) of the water allocation for the project and agrees to be solely responsible for determining annual water demand and wastewater generation estimates.
2. Summit Development shall enter into a Construction and Transfer of Water and Sewer Infrastructure Agreement with PMWSID prior to beginning the preliminary plan review process or the plan check review process. This agreement and any major infrastructure improvements shall be referenced in Summit Development agreements with the local jurisdiction.
3. All fees and charges shall be paid in accordance with PMWSID Rules and Regulations and at the time specified in the Infrastructure Agreement before initiating preliminary plan review, plan check review and connection to water and/or sewer service.
4. The new wastewater collection systems within the project area and connections to and/or abandonment of existing infrastructure shall comply with all PMWSID Rules and Regulations. In addition to conforming to District design requirements, Summit Development agrees to meet Utah Department of Health Services and County Health requirements.
5. Summit Development shall identify any other infrastructure improvements outside the project area that may be necessary as a result of this project. Water and sewer improvements outside of the project area may be borne by Summit Development in part or in whole depending on an assessment of project benefits.
6. All water and sewer infrastructure shall be placed within planned or existing public roadway right-of-way. PMWSID may have existing infrastructure that requires relocation

as a result of this project. All water and sewer infrastructure easements within the roadway right-of-way of the project will be conveyed to the PMWSID prior to acceptance by PMWSID.

7. If applicable, any existing septic systems and/or sewer pipes within the property lines of the project shall be identified and shall be abandoned according to County Health Department and PMWSID requirements.
8. Each business, tenant, residential unit, and common residential or commercial irrigated area, shall be individually metered.
9. PMWSID engineering firm Reeve Associates have reviewed the preliminary plans and have offered additional insights (see attached).

The PMWSID may identify additional requirements upon review of project documents, plans and specifications. If that occurs, we will immediately inform you.

If you have any questions please contact us at (801) 745-0924.


Sincerely,

Gregg Greer
Powder Mountain Water and Sewer
Improvement District

Exhibit N



MEMORANDUM

To: Gregg Greer, Chairman Power Mountain Water & Sewer Improvement District
From: John Reeve PE & Nate Reeve PE, District Engineers 
RE: Summit at Powder Mtn PRUD Phase 1
Date: 2/07/13

We have reviewed the preliminary roadway plans for Summit at Powder Mtn PRUD Phase 1, Water & Sewer Systems prepared by NVS. We have also had conversations with NVS, Russ Watts and Paul Southwick concerning the designs for additional clarification. We have the following comments:

1. The water system will be an independent system not connected to the existing culinary water system. This new system will function totally dependent once a new water source is functioning which will be fed from a new water well(s).
2. The water lines are oversized to reduce friction loss and provide additional pressure for upper lots.
3. Water and sewer lines to be shown in profile view.
4. Several of the lots above the main water line will have insufficient water pressure. Provide design to accommodate proper pressure at all lots. Water system analysis will be required for final review and approval.
5. The sewer system is a combination of pressure lines and gravity lines. The location of this development will dictate the use of both. Overall system analysis will be required for final review and approval.
6. The sewer system will potentially have 12 pump stations with backup power generators. All pump stations will be the responsibility of the District for management. Detailed plans for each pump house including electrical plans, mechanical, and structural plans will be required for final review and approval.
7. The sanitary sewer is designed to flow close to the Hidden Lake area and down the mountain to the existing sewer lagoons. The capacity within the lagoons is constantly

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changing based on fill rates and not the number of connections. When the last lagoon cell is close to capacity, the State will require an additional cell to be constructed or to find another location to treat the waste water, possible. A complete analysis of the current treatment facility, process, flow rates, etc will be required for final review and approval.

8. The existing sanitary sewer outfall to be examined in detail to evaluate its condition and alleviate and potential restrictions, construction deficiencies or settlement.
9. Final construction drawings will be required for the water tank, water well, overall water and sewer master plans, etc for final approval.
10. Detailed construction details and specifications to be submitted for review and final approval.

Based upon the information contained within the preliminary plans, reports on the existing system, and conversations with the design team, we recommend that the district issue a will-serve letter for both the water and sewer systems, conditioned upon the information above and acceptable water flows from the well(s) to meet their demands, meeting all Powder Mountain Water & Sewer I.D. Standards & Specifications, and all Utah State Department of Water Quality Standards & Specifications.

We have tried to address all items of concern. However, this does not forego other items of concern that may need to be addressed during additional reviews of during construction of improvements.

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Exhibit O
W E B E R

PATHWAYS

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Jeff Stuart, *Past Board Member*

STAFF

Mark Benigni, *Executive Director*
Rod Kramer, *Outreach Coordinator*

February 13, 2013

Mr. Jim Gentry
Weber County Planning
2380 Washington Boulevard
Ogden, Utah 84401

Ref: Trails Master Plan for Powder Mountain's PRUD, Phase 1

Dear Mr. Gentry:

Weber Pathways has reviewed the above-referenced plan, and we have one primary concern.

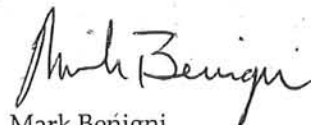
The Trails Master Plan states that one objective is to develop lift-served biking and hiking for the public, most of which would be located in Cache County. The plan also states that the owners intend to develop a network of new biking, hiking, equestrian, and cross-country ski trails within the private Summit development, located primarily in Weber County.

In the Powder Mountain Agency Review Committee meeting on February 11, 2013, the Summit representatives clarified that the private trails are all trails south of the ridge below the Hidden Lake lift. This would include trails now on the County trail plan as well as existing trails that are part of the map, "Pathways in Weber County." The trails in the County plan and the map are all open to the public.

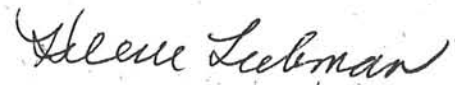
There does not appear to be anything in the Ogden Valley Pathways ordinance to keep a landowner from prohibiting public use of trails on their land, however, we would ask the Planning Commission to urge the landowner to remove any public restriction on trail use. There has been a long history of public access to this area to bike and hike. There are many examples in Weber County of trails on private lands where the public has access. In such cases, signs that alert trail users to the private property have been effective in keeping users on the trail.

In addition, projects to construct trails with no public access do not qualify for grants from trail funding resources, such as the State's Recreational Trails Program or the County's Recreation, Arts, Museum, and Parks Program.

Sincerely,



Mark Benigni
Executive Director



Helene Liebman
Board Member