



There are 18 units (13 units owned by Summit Mountain Holding Group LLC and 5 units owned by Elkhorn LLC) that are not included in the table above and are not part of this addendum. These two properties will have the same number of units as was assigned to them in the 2002 Zoning Development Agreement.

The next step in the two-step process would revise the maps and overall master plan associated with Wolf Creek. The applicant is proposing to have this second step submitted within 12 months for the Ogden Valley Planning Commission recommendation. The applicants also suggested a progress meeting with staff in six months. Staff is neutral on a two-step process, but is supportive of having all the units assigned to a parcel, though the allocations come directly from the stakeholders.

The Wolf Creek stakeholders have been working on the entitlements based on the 2002 Zoning Development Agreement for the past nine months. The proposal is reflected in the Householder Group letter dated May 16th (Exhibit B). Weber County has reviewed the numbers to verify the remaining units to be developed.

A majority of the stakeholders have agreed with the proposed allocation of units and the two-step process of revising the Wolf Creek Resort Master Plan. This gives the stakeholders firm numbers to work with and assigns all the units to a zone.

### **Summary of County Commission Considerations**

- Does the reassignment of units make sense?
- Is the County Commission comfortable with reassignment of the units and the two step process?
- Are all the Wolf Creek Stakeholders in agreement?
- Is there a benefit to the County and others in Wolf creek?

### **Conformance to the General Plan**

The proposal conforms to Wolf Creek's Master Plan Density

### **Planning Commission Recommendation**

The Planning Commission recommended that this petition be denied and that the applicant submit new maps and a master plan prior to the units being allocated. Since the hearing by the planning commission, the property owned by KRK Wolf Creek LLC (the golf course and some of the commercial property) has been bought by Capon Capital LLC (John Lewis). Mr. Lewis has been working with Home Owners Associations, Summit Mountain Holding Group LLC, GEM, the neighbors, most of the members of the Wolf Creek Golf Course, and other stake holders. They had Langvardt Design Group summarize the input that was received to start the work of updating the Wolf Creek Master Plan.

### **Staff Recommendation**

If the reassignment of units makes sense and if the County Commission is comfortable with the two-step process the request can be approved, with a recommendation to staff to work with the developer to prepare the addendum to the 2002 Zoning Development Agreement.

### **Exhibits**

- A. History
- B. Applicant's proposal.
- C. The 2002 Zoning Development Agreement
- D. Parcel numbering map
- E. Minutes from the June 3, 2014 Planning Commission meeting

### HISTORY

Wolf Creek has been a Master Planned Community since 1984 with the most recent comprehensive revision to the Master Plan done in 2002. Wolf Creek was approved with a Master Plan, Concept Plan, and Zoning Development Agreement. The Planning Division's position is that the Wolf Creek Development Agreement/Master Plan is still valid and will be used as the baseline for any future approvals within the Wolf Creek Master Planned area.

Weber County does not enforce private agreements, including CC & R's; however, if there are issues related to County approvals such as detention ponds, retention ponds, or trails, and trail maintenance, the County may enforce those aspects. Properties and parcels that were agreed upon to remain open will have to remain open and maintained.

The concept plan as part of the 2002 revised Master Plan shows future open space and amenities that will have to be installed and maintained as Wolf Creek is developed. Some of the amenities included an extension of 4100 North, a second access through Eagles Landing, and a second golf course. The Wolf Creek Master Plan can be amended but it will take the cooperation of all parties and has to be approved by the County Commission after a recommendation by the Planning Commission.

Wolf Creek's original Master Plan was approved in 1984 by The Weber County Planning Commission which provided for a density of 2,152 units on 2,545 acres as follows:

<u>Zone</u>	<u>Density</u>	<u>Acres</u>	<u>Units</u>
O-1	0	1980.4	0
CR-1	0	15.5	0
C-2P	0	18	0
FR-3	6.0 DU/AC	237.1	1423
R-1-8	2.5 DU/AC	281.9	711
RE-15	1.5 DU/AC	12.1	18
<b>Totals</b>		<u>2,545</u>	<u>2,152</u>

Since the original Master Plan was approved there have been numerous revisions. A total revision to the Wolf Creek Master Plan was done in 2001 with the corrected maps and legal descriptions for the Master Plan and Zoning Development Agreement being approved in 2002.

The first thing that helps establish the density for Wolf Creek is the Zoning Development Agreement recorded on October 22, 2002. This agreement established the following density for the following zones in Wolf Creek:

<u>Zone</u>	<u>Density</u>	<u>Acres</u>	<u>Units</u>	<u>Units not Accounted for in unit total</u>
A. O-1	0	1731.45	0	
B. CV-2	0	21.12	250 (Not allowed in the zone)	
C. AV-3	0	84.74	0	
D. RE-15	1.75 DU/AC	517.56	664	
E. RE-20	1.5 DU/AC	46.94	28	
F. FR-3	6.0 DU/AC	160.47	704	
G. FV-3	1 DU/ 3 acres	40	13	
H. FRC-1	1 DU/ 1 acres	9.11	1	
I. Unknown				492
<b>Totals</b>		<u>2,611.39</u>	<u>1,660</u>	<u>2,152</u>

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May 16, 2014

Weber County Planning Division  
2380 Washington Blvd #240  
Ogden UT 84401-1473

Re: Wolf Creek Zoning Development Agreement

Planning Staff,

Wolf Creek Resort was originally master planned in 1982. Since that time, the project has been managed by different development groups and has filed for bankruptcy on three separate occasions. The most recent occurred in 2010, when Wolf Creek Properties LC, filed for chapter 11 bankruptcy protection. In June of 2012, the undeveloped parcels and buildings owned by Wolf Creek Properties went up for sell at a public auction. Some parcels were sold but the majority of the real estate went back to the individual creditors.

Prior to the bankruptcy in 2010, single ownership of the resort gave the developing managers flexibility to move entitlements around from different project areas. With the past construction that has occurred between the approval of the 2002 Zoning Development Agreement (ZDA) and the bankruptcy, some individual projects exceed, or used less than, the units allowed according to the agreement. Using the ZDA as the starting point, the Wolf Creek Stakeholders (WCS), who are identified below, are requesting to make allocation changes to the number of units that can be developed in each zone. The 2002 ZDA had 492 "unassigned" units that were not tied to a particular zoning group. This request will place these unassigned entitlements within existing zoning that can support the density.

This request is not a rezone application. A formal rezone submittal will go through the county process at a later date to reclassify property within the resort. However, the WCS members would like to incorporate changes in the agreement to reflect current zoning as some ordinances have changed "Uses" or have been removed altogether. The overall total density for Wolf Creek will not increase but the updated figures reflect the incorporation of the Eagles Landing project, which brought 106 entitlements to the master plan in 2006 (2,152 to 2,258 units). This allocation update action is the first step in revising the Wolf Creek Resort Master Plan.

The Open Space requirements that are outline in the 2002 ZDA will not be altered. It is recommended that the FRC-1 zone identified in the agreement gets changed to FR-1 as FRC-1 is no longer an active ordinance. It is also suggested that the CV-2 zone will become CVR-1 to give the property owner the ability to use the entitlements outlined in the agreement. As illustrated in the 2002 ZDA, the agreement gave Wolf Creek Properties specific Uses that are not consistent with CV-2 zoning. Changing to CVR-1 could provide the property owners many of the

intended Uses such as a Condo Hotel. It is suggested that the remaining entitlements be allocated as follows;

2002 ZDA				Developed Today	2014 ZDA			
Zone	Total Acres	Undeveloped	Units		Zone	Total Acres*	Undeveloped*	Units
O-1	1,731.45	1,731.45	0	0	O-1	1,731.45	1,731.45	0
CV-2	21.12	21.21	250	0	CVR-1	26.65	19.61	237
FR-3	160.47	136.92	704	870	FR-3	175.21	23.91	1,004
RE-15	517.56	444.35	664	509	RE-15	685.53	260.97	941
RE-20	46.94	35.75	28	63	RE-20	46.94	0.00	63
FV-3	40.00	40.00	13	0	FV-3	40.00	40.00	12
AV-3	84.74	84.74	0	0	AV-3	77.75	62.94	0
FRC-1	9.11	9.11	1	0	FR-1	9.11	9.11	1
	Assigned Units		1660	<b>1,442</b>		2014 Remaining Units		816
<b>Project Totals</b>	<b>2,611.39</b>	<b>2,503.53</b>	<b>2,152</b>		<b>Project Totals</b>	<b>2,792.64</b>	<b>2,147.99</b>	<b>2,258</b>

\*All updated acreages are approximate and have been determined using a combination of county records and previous surveying work

As noted above, the amendment to the ZDA is only the first step in updating the Wolf Creek Master Plan. With the restructured distribution of entitlements, a new plan can be discussed and produced by the WCS. After presenting the changes in the public rezoning process, a new ZDA will be produced to direct future development within the resort.

Members of the 2014 Wolf Creek Stakeholders include; Doug Bowers and Joe Johnsen with KRK Wolf Creek LLC, John Lewis and Joe Buchanan with Capon Capital LLC, Howard Schmidt with Eden Valley Development LLC, Russ Watts with Eden Village LLC, Mike Olsen, Representing America First Federal Credit Union, Greg Mauro and Paul Strange with Summit Mountain Holding Group LLC, Alan Elliott with Trendwest Resorts Inc. and Rob Thomas with the Wolf Creek Water & Sewer Improvement District.

Sincerely,



Eric Householder  
The Householder Group LLC

- Encl:
- 2014 Resort ZDA/Development Spreadsheets
  - 2002 Zoning Development Agreement
  - 2007 Wolf Creek Resort Zoning Map
  - Wolf Creek Conceptual Master Plan
  - Wolf Creek Open Space Master Plan



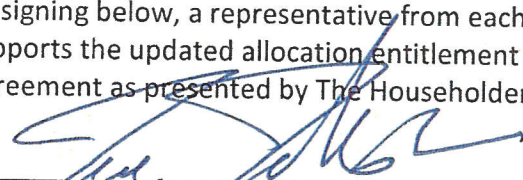
May 16, 2014

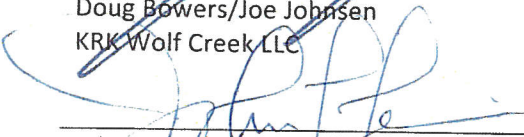
Weber County Planning Division  
2380 Washington Blvd #240  
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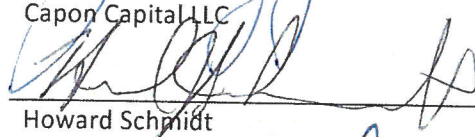
Re: Wolf Creek Zoning Development Agreement

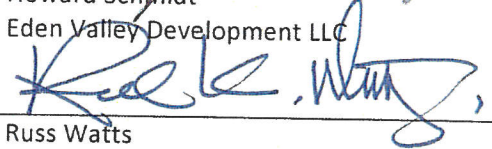
Planning Staff,

By signing below, a representative from each of the 2014 Wolf Creek Stakeholder members supports the updated allocation entitlement distribution of the 2002 Zoning Development Agreement as presented by The Householder Group LLC. The members are as follows;

  
\_\_\_\_\_  
Doug Bowers/Joe Johnsen  
KRX Wolf Creek LLC  
5/14/14  
Date

  
\_\_\_\_\_  
John Lewis/Joe Buchanan  
Capon Capital LLC  
5-14-14  
Date

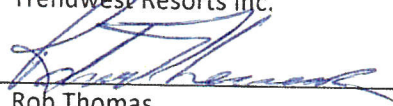
  
\_\_\_\_\_  
Howard Schmidt  
Eden Valley Development LLC  
5-14-14  
Date

  
\_\_\_\_\_  
Russ Watts  
Eden Village LLC  
5/14/14.  
Date

  
\_\_\_\_\_  
Mike Olsen  
For America First Federal Credit Union  
5-14-14  
Date

\_\_\_\_\_  
Greg Mauro/Paul Strange  
Summit Mountain Holding Group LLC  
Date

\_\_\_\_\_  
Alan Elliott  
Trendwest Resorts Inc.  
Date

  
\_\_\_\_\_  
Rob Thomas  
Wolf Creek Water & Sewer Improvement District  
5-16-14  
Date

10-22

2002-139

WEBER COUNTY

ZONING DEVELOPMENT AGREEMENT



\*W1883524\*

PARTIES: The parties to this Zoning Development Agreement ("Agreement") are Wolf Creek Properties, L.C. ("petitioner") and Weber County Corporation ("the County").

EFFECTIVE DATE: The effective date of this Agreement shall be the date that this document is signed by all parties and recorded.

RECITALS: Whereas, the petitioner seeks approval for the amended Master Plan for the Wolf Creek Resort which includes the re-zoning of property within the Wolf Creek Resort, generally located in the Eden area of the Ogden Valley, and more specifically as described in the legal descriptions attached hereto and incorporated herein by this reference ("the property"); and, as shown on the attached Master Plan Map, within the unincorporated area of Weber County, Utah for the purpose of continuing the future development of the Wolf Creek Resort as follows:

<u>ZONE</u>	<u>DENSITY</u>	<u>TOTAL ACRES</u>	<u>UNDEVELOPED ACRES</u>	<u>UNITS</u>
O-1	***Open Space	1731.45	1731.45	0
CV-2	Limited Commercial	21.12	21.12	250
FR-3	*6.0 DU/acre	160.47	136.92	704
RE-15	**1.75 DU/acre	517.56	444.35	664
RE-20	1.5 DU/acre	46.94	35.75	28
FV-3	1 DU/3 acres	40.00	40.00	13
AV-3	0	84.74	84.74	0
FRC-1	1	9.11	9.11	1
	<u>TOTAL</u>	n/a	<u>2503.44</u>	<u>1660</u>
	<u>PROJECT TOTAL</u>	<u>2611.39</u>		<u>2152</u>

\* DU/acre is an average for all parcels zoned FR-3

\*\* DU/acre is an average for all parcels zoned RE-15

\*\*\*An additional 190.00 acres of open space will be required within zones FR-3, RE-15 and FV-3.

Total Open Space including AV-3 = 2006.19 acres

AND WHEREAS, the 21.12 acres re-zoned to the CV-2 designation shall be limited to the following uses:

- Arts and Crafts Store
- Health and Fitness Club
- Cafe
- Medical/Dental Office
- Sporting Goods Store
- Dry Cleaning Pick up Station
- Ice Cream and Coffee Shop
- Pet Grooming and Supplies
- Legal Office
- Music and Video Store
- Real Estate Agency
- Travel Agency
- Art Gallery
- Bank
- Community Center/Meeting Room
- Deli/Small Grocery Store
- Salon/Barber Shop
- Florist Shop
- Local Artist Shop
- Insurance Agency
- Book Store
- Office Supply
- Restaurant
- Interior Decorator Establishment
- Bed and Breakfast Inn
- Bed and Breakfast Hotel
- Liquor Store
- Beer Parlor, sale of draft beer
- Antique, import or souvenir
- Hotel, Condo/Hotel
- Temporary building for uses incidental to Construction work. Such buildings shall be Removed upon the completion of the work.

WHEREAS, the developer agrees to submit a Landscape Plan for the Sewer Pond area which includes plans for the irrigation and maintenance for such landscaping, shall be approved administratively and installation of such landscaping materials shall be completed within six (6) months of the signing and recordation of this document; and

F:\FORMSMAN\3-ZONS\208

E# 1883524 BK2276 PG990  
DOUG CROFTS, WEBER COUNTY RECORDER  
22-OCT-02 4:27 PM FEE \$1.00 BEP JPM  
REC FOR: WEBER COUNTY PLANNING



WHEREAS, the County seeks to promote the health, welfare, safety, convenience and economic prosperity of the inhabitants of the County through the establishment and administration of Zoning Regulations concerning the use and development of land in the unincorporated area of the County as a means of implementing adopted Land Use Master Plans of all or part of the County; and

WHEREAS, the Petitioner has requested that certain property be re-zoned for purposes of allowing the Petitioner to develop the property in a manner which has been outlined to the Planning Commission; and

WHEREAS, the Petitioner considers it to its advantage and benefit for the County to review its petition for re-zoning based upon having prior knowledge of the development that is proposed for the property so as to more completely assess its compatibility with the County's General Plan and for the area and the existing land use surrounding the property.

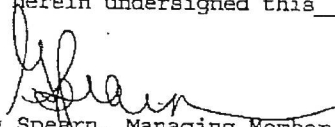
NOW THEREFORE, for good and valuable consideration in receipt of which is hereby acknowledged and accepted by both parties, the parties hereto mutually agree and covenant as follows:

1. The County will re-zone the property described in attached legal descriptions and as described above, for the purpose of allowing the Petitioner to construct the allowed uses on the property.
2. The petitioner shall develop the subject property based on development plans submitted and reviewed as proscribed in the Weber County Zoning and Subdivision Ordinances and any other applicable State or Federal law or regulation.
3. No other uses shall be approved until or unless this Agreement and the approved Master Plan are amended or voided.
5. The responsibilities and commitments of the petitioner and the County as detailed in this document, when executed shall constitute a covenant and restriction running with the land and shall be binding upon the petitioner/owner and shall be recorded in the Office of the Weber County Recorder.
6. Both parties recognize the advantageous nature of this Agreement which provides for the accrual of benefits and protection of interests to both parties.
7. The County will issue Land Use and Conditional Use Permits for only those uses determined to be within the general land use types listed above and more specifically on more detailed development plans for the project or major phase thereof submitted to and approved by the County.
8. The following conditions, occurrences or actions will constitute a default by the petitioner:

A written petition by the petitioner, filed with the County seeking to void or materially alter any of the provisions of this Agreement.

- 9. In the event that any of the conditions constituting default by the petitioner, occur, the County finds that the public benefits to accrue from re-zoning as outlined in this Agreement will not be realized.  
In such a case, the County shall examine the reasons for the default and proposed major change of plans, and either approve a change in the Master Plan or initiate steps to revert the zoning designation to its former zone.
- 10. The parties may amend or modify the provisions of this Agreement, the Master Plan and list of use types only by written instrument and after considering the recommendation of the Planning Commission, which may hold a public meeting to determine public feeling on the proposed amendment or modification.
- 11. This Agreement with any amendments shall be in full force and effect until all construction and building occupancy has taken place as per approved development plans or until the property covered herein has been reverted to its former zone designation as a result of default.
- 12. Nothing contained in this Agreement constitutes a waiver of the County's sovereign immunity under any applicable state law.
- 13. In the event that legal action is required in order to enforce the terms of this agreement, the prevailing party shall be entitled to receive from the faulting party any costs and attorney's fees incurred in enforcing this agreement from the defaulting party.
- 14. This agreement constitutes the entire agreement between the parties. No changes or alternatives may be made in this agreement except in writing signed by both parties.

Approved by the parties herein undersigned this 11th day of October, 2002

  
 Greg Spear, Managing Member  
 Wolf Creek Properties, L.C.

CORPORATE ACKNOWLEDGMENT

STATE OF UTAH )

Et 1883524 BK2276 P6992

COUNTY OF WEBER )

) SS

On this 11<sup>th</sup> Day of October, 2002,  
Craig Spearn personally appeared before me, duly sworn, did say that he is the Managing Member of the corporation which executed the foregoing instrument, and that said instrument was signed in behalf of said corporation by authority of a Resolution of its Board of Directors that the said corporation executed the same.

*[Handwritten signature of Miki Bringhurst]*  
\_\_\_\_\_  
NOTARY PUBLIC



My commission expires 6-1-04

*[Handwritten signature of Kenneth A. Bischoff]*  
~~Glen H. Burton, Chair~~ Kenneth A. Bischoff, Vice Chair  
Weber County Commission

ATTEST:

*[Handwritten signature of Linda G. Lundefer]*  
\_\_\_\_\_  
Linda G. Lundefer, CPO  
Weber County Clerk/Auditor

Documents Attached:

Exhibit A: Copy of legal descriptions

1883524 BK2276 PG993

*[Handwritten initials]*

Minutes of the Ogden Valley Planning Commission Regular meeting June 3, 2014, in the Weber County Commission Chambers, commencing at 5:00 p.m.

**Present:** Pen Hollist, Chair; Ann Miller; John Howell; Kevin Parson; Greg Graves; Laura Warburton

**Absent/Excused:** Will Haymond

**Staff Present:** Jim Gentry, Planner; Scott Mendoza, Planner; Ben Hatfield, Planner; Chris Allred, Legal Counsel; Kary Serrano, Secretary

**Guest:** Kirk Langford

***Pledge of Allegiance***

***Roll Call:***

1. **Minutes:** Approval of the April 22, 2014 meeting minutes

**MOTION:** Chair Hollist declared the meeting minutes of April 22, 2014 approved as written.

Chair Hollist asked if any member had ex parte communications they would like to declare. No ex parte communications were declared.

2. **Consent Agenda:**

- 2.1. **CUP 2014-10:** Consideration and action on a conditional use permit application for a public utility substation (water storage tank) for Camp Atoka LDS Church Private campground located at approximately 10700 East Highway 39 in the Forest Zone -5 (F-5) (Susan Eyzaguirre, Engineer and Agent for LDS Church)

**MOTION:** Commissioner Parson moved to approve consent agenda item CUP 2014-10. Commissioner Miller seconded.

**VOTE:** A vote was taken and Chair Hollist indicated that the motion carried 6-0.

3. **Petitions, Applications and Public Hearings**

- 3.1. **Legislative Items**

- a. **New Business**

1. **ZDA2014-05:** Consideration and action on a request to amend the 2002 Development Agreement for Wolf Creek Resort (Wolf Creek Stakeholder Members, Applicant)

Jim Gentry said this application is not a zoning petition to change the zoning on the property at Wolf Creek and is not a new master plan showing amenities, club houses, or anything like that. This petition is assigning the remaining units that have not been developed to parcels based on the zoning and the Zoning Development Agreement (ZDA). At some point the applicants may come in and amend the overall Master Plan; showing new amenities

Back in 1984, Wolf Creek started their Master Plan process, it was a master plan community held by one owner, and over time the Master Plan had been amended with the latest one done in 2002. Based on the ZDA and county zoning, they came up with density for the project. Wolf Creek's density is more restrictive than the county zoning; such as in the RE-15 Zone, they could probably get three units per acre but the ZDA that Wolf Creek entered into only allowed one unit per 1.75 acres, so they are more restrictive. Also in the FR-3, our zoning would allow 20 units per acre, but in the ZDA they restricted them to six units per acre. Over time the master plan has been amended with the last major amendment done in 2002. Going through the numbers that was provided by the Householder group; based on the acreage, zoning, and ZDA, there are 860 units that have not been developed in Wolf Creek. They are asking to assign those 860 units to certain parcels. In the ZDA not all the units were assigned to a parcel, and he is not talking about any visual tax identification parcels. When Wolf Creek identifies parcels; it is this large piece of ground that they have identified as their own parcel numbers, so the units were assigned to these different parcels to help identify things.

As staff has looked at the numbers over the last nine months; they noticed that some parcels built more units than were allowed based on the ZDA. They also noticed that some parcels built fewer units that were allowed in the ZDA, but at that time staff wasn't too concerned because it was all under one ownership. Under the ZDA they can move units around; that's why they had the 400 units that were not assigned to any one parcel that gave them some flexibility.

Now where this property has been split up with bankruptcy and has different owners; with the firm number as they come and develop those remaining parcels, staff will follow and make sure they don't build any more units than what is going to be allowed by the amended Zoning Development Agreement if it is amended.

The Householder Group held meetings with the stakeholders except for two. Their parcels were left whole, meaning that they didn't take any decrease in the number of units, and what they had, and what they planned is what they still have.

Chair Hollist asked staff to comment on the statement in the staff report, "*the overall total density is not changing.*" Jim Gentry replied that that they are not changing the 2002 ZDA; there have been parcels that have been added to it after 2002, which are now included and part of this amendment, to bring it all under one ZDA.

Chair Hollist said this body is not considering some increase in the number of units that are going to go up on that hill. This has been approved previously by the Planning Commission; and we're simply allowing these units to be assigned to parcels, because they now no longer have one owner but multiple owners. Jim Gentry replied that is correct and by assigning the numbers, it gives them the numbers to work with, if they wanted to come in and amend the Master Plan.

Eric Householder, Householder Group, said he wanted to add a few things and noted unfortunately the bankruptcy in 2010 created a mess. They now have multiple owners, no single ownership, and now they are trying to figure out entitlements and clean up the mess. In January 2013, they had their first meeting with the county and have had multiple meetings since then, to try and figure out a process to clean things up. The county has come back with the two step process; they thought that we should come in here and take the 2002 ZDA and update it. There have been seven rezones since 2002 with the additional units from an adjacent project becoming part of Wolf Creek and we wanted to account for that. The first step was to update the agreement which is what they are doing today, and then they would come back and follow up with the new master plan. This is not a zoning application and it will not change the zoning on the ground at Wolf Creek or Weber County Zoning Map. They are just talking about the development that had been approved and occurred in 2002. The overall density would not increase; the open space does not get changed or reduced with this action. The second step as part of Weber County would be to come back though and do a Master Plan.

Essentially, there are 492 unassigned floating units from the 2002 Agreement; and what is being asked from this Planning Commission to consider looking at zoning on the ground, is taking these 492 units and allocating them out to the parcel. Since the 2002 Agreement; there have also been some changes to certain county ordinances. For example, there was an FCR-1 Zone which was put in place in 2002 to support a question center. That zoning no longer exists so they are asking to go to the FR-1 Zone. There is another request for making the commercial zoning; right now they are looking at CV-2 Zoning and in the development agreement there are 250 acres tied to that. The CV-2 Zone is completely commercial, so they are asking to change that on paper to CVR-1 to give them mixed use. They are asking to take this action for this allocation so they can go back and do the master plan so they know where they are at with the numbers.

Erich Householder said that in the pre-meeting he became aware that there was some correspondence from Summit, but he had not had a chance to review them. Chair Hollist replied that none of the Planning Commissioners had time to review them, but it would be part of the record, so they would all have an opportunity to discuss it.

Chair Hollist asked how many density units can they put, or can this group put in each of these parcels. Mr. Householder replied in each of those that are in the same color, such as light-blue; they are asking for the ZDA to reflect the 941 density units combined on the light-blue parcels.

Chair Hollist said let's go backwards through the numbers. The bottom line number in the proposal is 2,258, of that 1,442 already exists on that mountain. Mr. Householder replied they are already approved to be on that mountain and those are developed as of today. Chair Hollist indicated that would leave 816 yet to be approved and yet to be built, is that correct? Mr. Householder replied that is correct.

Commissioner Miller asked that's where they get the discrepancy between the units that were approved in 2002 and what they are asking for in 2014. Where does the Summit acreage come in? Mr. Householder replied that is why the acreage is different and the overall numbers are different and Summit has 40 acres of FV-3 Zone.

Commissioner Warburton asked Eric Householder to explain the 106 additional units. Mr. Householder replied that in 2006 there was a rezone with the adjoining property owners and that brought them into the resort. They fall under the Master HOA and they are under those restrictions as well. With those acreages they were assigned or allowed those 106 units.

Chair Hollist said he wanted to talk briefly about the stakeholders; can he equate this extensive list of stakeholders who are representatives of what appears to be legal entities. Can he equate these legal entities as the owners of the various parcels now that exist in what was Wolf Creek and one owner? Mr. Householder replied they would say that they own undeveloped property. Trendwest is in there and they have a project up there with remaining units to go.

Chair Hollist opened the meeting for Public Comment.

Jan Fullmer, 3741 Red Hawk Circle in Eden, said she has one question and one recommendation for the Planning Commissioner's to consider. She asked Mr. Householder in reference to Eagles Landing development, and if they want to add on 96 more units. The original plan called for those units to be built around nine holes on the golf course, is that what they plan on doing? Jim Gentry replied that is not what they are going to do. A number of years ago, they came in for a time extension, and the Planning Commission amended the ZDA to not require them to put in the golf courses, but to leave it as open space. If another golf course goes in, it will be done as a golf course.

Chair Hollist asked if there are 96 more units and do they surround the golf course? Jim Gentry replied that ten units have been developed in Eagles Landing so there are 96 left to build. That was the original zoning agreement that was in place for Eagles Landing, and their density was based on a consent agreement to settle a lawsuit which is different from Wolf Creek's master plan density.

Jan Fullmer said second is a recommendation for the Planning Commissioner's to consider. They have been following the pursuits of the Wolf Creek stakeholders and things have not gotten to good start. In Mr. Householder's most recent email, he has stated that the stakeholders do want to work with the communities to complete the Wolf Creek Master Development Plan, but what they want to do is start the development before looking at what is all of Wolf Creek and putting together a total plan. There are many parcels that many of the stakeholders have that haven't been up for development. There is open space that can be rezoned and be used for development. The minutes from the December 30<sup>th</sup> Wolf Creek Master Association annual meeting; some stakeholders were there along with their attorneys, and they basically indicated that they did not feel the bankruptcy attorneys removed the Declarant from the Wolf Creek Master Association, they were declaring themselves as the Declarant. A very specific question was put to one of the developers, Mr. Howard Schmidt, if it was his intention to take over as the Declarant of the Wolf Creek Master Association, so he would have the authority and the power to develop as he sees fit without any controls and oversight. His answer was yes. Another Wolf Creek stakeholder basically indicated that it was his option, because he owned the golf course, that he could turn that into a cow pasture at any time. This was at a public meeting with residents from various communities and this did not go very well. There is this building of community relationship that has to be done. If the stakeholders are willing to work with the community; then she would recommend to the Planning Commission to consider working with the communities and complete the whole Wolf Creek Development Plan and then start action.

Commissioner Warburton said in reference to the association, this Planning Commission doesn't have any jurisdiction over the association. So as they work out their family business, they have to sit with the law. As to the 400 units, they are not going to allocate them, there is an offer to be allocated, but they aren't being allocated to specific areas. Jim Gentry replied the proposal is to allocate them to certain parcels.

Commissioner Miller asked Jim Gentry if he worked with Eric Householder, and it sounded like this was a two step process; they needed to do the legislative part which is what they are looking at tonight. Then the second step would be the Master Plan and can you explain why they separated those out. Jim Gentry replied yes and other staff members' including Rob Scott; and that was suggested by our staff. Chair Hollist added it is since there are multiple owners; each of the multiple owners needs to know what part of the entitlement they can anticipate developing and thus effectively participate in the master plan.

Commissioner Miller said that means that the stakeholders, who are different from the community when they find that document have agreed to this many units per parcel. Mr. Householder replied that is true and to essentially exceed that cap number there was a five percent reduction from everybody.

Chair Hollist asked what exactly does the 5% really mean. Mr. Householder replied if you took the ZDA; there are certain columns, if you take one column that breaks it out by zone, and tied to that is a density calculation. If you take out the acreage with that calculation in there, you are given a number, and to make everybody hold to that number, they couldn't do it. Nobody could get the full benefit of that because there have been some overdevelopment in areas, so they agreed to take a reduction to get us to where they needed to be.

Commissioner Warburton said in the pre-meeting when they were talking about the reduction, you said you left Summit and Trendwest whole. Mr. Householder replied that he believed Jim Gentry said that. The stakeholders in the last meeting the direction that he got was that everybody got a 5% cut. Trendwest is unique where it has an approved site plan.

Chair Hollist asked in looking back at the numbers, the total remaining units was 816, but he needs to reconcile that to the 492 unassigned units, is that possible. Jim Gentry replied no because he needed to look at all of the tables and charts. If you have some extra time and want to see all of the calculations, staff has been working over the calculations. The overall density that is left to develop including the floating years is 816 units, so with the 5% cut, it reduces to 45 units that have been approved as part of the ZDA.

Harold Strange, 883 North Yacht Club in Eden, Chief Operating Officer for Summit, said he wanted to address some of the issues that he heard earlier. Some of the documents that were included in the materials used the term stakeholders in different context. In some areas it appears that all of the stakeholders are unified in the action here, and he just wanted to make clear that Summit is not a signatory to a letter here that was submitted, and is not in agreement that this is the approach that should be taken. Another clarification was that they participated in meetings prior to this meeting; he was present at the meeting where the majority of the other stakeholders signed that letter. One of the main issues here is this in any way going to change the process when they go to delve into the master plan? In moving forward, what is going to happen, they have taken a group of stakeholders who were able to agree to apply density in a way that they have all agreed is appropriate. In his view, there isn't any way they can conform to the master plan process as they move forward. It means that there is certain density available in one location that is locked in; it won't be subject to change without negotiations between parties.

The comment about the two step process causes great challenges for Planning and approaching it, and the idea for the two step process, was designed that if the stakeholders could agree, it would be the cleanest and begin the planning process with these entire units allocated. It is reasonable for the two step process, assuming that all the stakeholders agree, but the challenge is because they are now forming that future development process, not only without community involvement but it seems like they are making a step here that will alter that process and move forward, and in some ways pre-designs the plan. It will allocate density, and if they look back on what was presented in the original plan, some of the densities that are now being allowed to specific parcels and owners, are not what was reflected in the presentation that was shared. In addition, he wanted to clarify the question of what properties Summit holds; this was the land that was put into open space in order to gain the entitlements that are now being distributed today with no application to this area. When you look at some of the area that was originally master planned, now you have stakeholders who own large pieces of land in the development, but are not part of the agreement, and it does ask whether there should be a process.

Chair Hollist said to summarize what you said; you do not agree that they should take action on the proposal that is before this Planning Commission now; you don't feel that it is a rational approach to allocate density at this point, and he does believe the community should be engaged in a master planning effort for all stakeholders involving all lands that they hold, and then allocate densities later. Mr. Strange replied that is fair but he wouldn't question the rationality of the Planning Commission as they move forward. He did want to address these large sections that were designated for community use and these were places for future amenities that they were handing density to folks that were not responsible for any of these amenities as they move forward. They purchased this property because they wanted to be involved in this process. It was a very early stage in development and was difficult but they have met with Eric and

others, and they will be able to work with them in the future. He would suggest that this Planning Commission read the email because there are some issues that they have been stated in the email.

Commissioner Howell indicated that Mr. Strange had mentioned that he was trying to negotiate with the other homeowners; how long does he anticipate this taking? Mr. Strange replied that there was not a negotiation but they did ask that they go into a true planning process with community input. If this Planning Commission allocates this today that he asks that they have a meaningful process in moving forward.

Commissioner Graves said upon looking at map they are providing a lot of open space that the development as a whole could take advantage of, where they are not receiving any of the unallocated density. Mr. Strange replied that is fair but they are not looking for a tradeoff necessarily. The point is this is what the developer gave up in order to get those entitlements, so they should be part of that process of where the development occurs and how the master plan looks and they should have a comprehensive plan that delegates the density.

Commissioner Graves said that density is based on underlining zoning and the existing agreements that have been approved already. He was just trying to understand why they didn't sign this or go along with this.

Greg Mauro, Chairman of the Summit Mountain Holding Group, replied that the densities that they are talking about are associated with the master planning process that was put in place that allowed this cluster of density in Wolf Creek that was allowed because there was destination. There were things there that would absorb activity and they allowed increase density because there is a commercial core, where there is recreational activity. The original reason why density is provided was because there is master plan that has to be pursued. When the master plan blows up, someone has to step in and take those master plan responsibilities. The stakeholders need to speak under one voice but the challenge and a board consensus is that no one really wants a second golf course. However, the allocated density is before being allocated to sub-parcels. The overall density was predicated on a second golf course because it would absorb that activity and he didn't think that green pasture open space is absorption of activity. This master plan needs to be redone and if not, who is doing the second golf course? There are densities that are already allocated but they are going deeper into an inner parcel allocation when the density that was originally granted was granted because there was a master plan.

In the email that he sent them, there are some questions like who is responsible for the amenities associated with the Master Plan. In the Wolf Barn alone, there were a host of amenities for the communities that are no longer amenities for the community. They are waiting to go through the public planning process to see what the community would like to see in the Wolf Barn area. In the past, it's been events based on overflow parking space, tree house, swimming, gazebo for barbeques and activities. None of that is associated with Wolf Creek and it's an amenity that is no longer there. Shouldn't there be a repercussion on the densities when a 76 acre amenity is no longer in the plan? A variety of things could be done but it is best if it is done in a public planning process engaging the community, in a town hall forum, and addressing the fear that they have. We know we have the density, so what happens if the current golf course becomes a cow pasture? Do they keep blowing another 1,000 or 2,000 units of density when the golf course goes away? Whose responsibility is it for the second golf course and additional parking, assuming there was additional parking that was required to be put in place, and not just parking for the specific condo users but for the agriculture development for the master plan; who will maintain it? Who is responsible for maintaining biking and hiking trails? Who is responsible that Pineview Lodge stay in business? What about Harley and Bucks and that amenity? What about trip reductions as part of the responsibility that we all should be looking at how they mitigate trip reduction. There is no commercial activity now so all the services that these people need up there, they have to drive to the valley market or to Ogden. What about a shuttle system or transportation? What about open space? They have been maintaining the cost of this open space and shouldn't that be the responsibility of all the stakeholders. By moving forward on this, even if there was good intention, you are going to see developments on those sub-parcels and they are going to effectively force this Planning Commission to be the master developer in Wolf Creek.

Gary Fulmer, 3741 Red Hawk Circle in Eden, asked if the proposal included Nordic Valley property, Wolf Mountain, or Wolf Creek going up to Powder Mountain. Chair Hollist replied no. Mr. Fulmer said they do have representatives that live in Patio Springs. They have previous meetings with the Summit team, people who are not with the Wolf Creek Resort but have attended these meetings, particularly people who live on Powder Mountain Road. So the community is not just Wolf Creek former resort residents but that whole area from Wolf Creek Barn up to the start of the Powder



Mountain road by the entry gate and that should be your community focus. He had time to read that letter and they had many valid points; and a lot of the residents' view this as a comprehensive development opportunity, and they recognize the rights of the developer to develop what has been legally granted to them. It is not as they are going to ask for rezoning, and doesn't see that as being feasible, but what they are asking for is input into this from the community. As this Planning Commission knows there is a lot of back and forth between the Master Association, if it exists and if not who is in charge. Some of these fundamental questions need to be answered before you say, here are these additional development units, and hand it to the stakeholders and have them divide these as they want. This Planning Commission should take into account, the stakeholders of people who are in the community and have asked to be part of this process. He would urge the Planning Commission to reverse the process; let's work together and get a community development plan put in place, knowing that there are these additional development units that need to be granted. Let's work with the Summit Team, this team, plus include community involvement to get something that works for everybody.

Kimball Wheatley, who resides in East Huntsville, gave a brief history of property. Steve Roberts was the most knowledgeable person that knew Wolf Creek and unfortunately he passed away during the middle of things and then unfortunately the economy collapsed. An important background to know is that Steve could never figure out where to put these 400 units. The reason that they have these unallocated units is because he said that one year they came before the Planning Commission 22 times trying to figure out how to move things around and make Wolf Creek work. He finally said to the prior owners of Powder Mountain that if they needed density to buy it from his because he couldn't make it work. By allocating and breaking this up, basically there are five or six stakeholders carving 40 million dollars in profit here that is the bottom line when they are looking at density here. By pre-allocating this, they could change what might end up happening. His recommendation is to plan first, maybe it's impossible to make this work, and he agreed with most of the comments that were previously stated.

Sharon Holmstrom, 3128 North River Drive in Eden, said her property abuts parcel 18 and they have lived there almost 40 years and they have a long history with what has gone on with Wolf Creek. To her recollection with all the processes; was that the open space land was allocated in exchange give a certain amount of open space, they are given a certain amount of density, and essentially that's what Wolf Creek was doing on a much larger scale. Her concern has always been these O-1 Zones, because these whole Nordic Valley is zoned O-1. They were zoned O-1 to accommodate for density in other areas and that's what bought the density. The problem was that they never took conservation easements on them, so there was nothing to protect them, which made them fair game for rezoning. In terms of developing because they have seen that with other development; when they parcel this out to all these individual owners, and there is a parcel that comes in for redesign, and states that they want to cluster what's left, they will be entitled to another bonus density. In considering all the community stakeholders, this Planning Commission could encourage, and be the facilitators for a master plan that would work for everyone.

Chair Hollist asked staff to clarify the O-1 Zone density. Jim Gentry replied there is no density assigned to the O-1 Zone but people have the right to petition to change the O-1 space to allow density. There are no conservation easements or anything like that, so they set aside open space and they would have to have a recommendation from the Planning Commission to change it to whatever zone they want and it would go to the County Commission.

Kirk Langford, who resides in Eden, said that he agreed with Mr. Mauro, that this Planning Commission has an obligation to hold the master plan together through this bankruptcy; it's happened before and your predecessors held it together. There is a lot to be said about how these amenities support the entitlements and developments. Originally this whole Wolf Creek was a 2,200 acre parcel and these units got moved to the mouth of the canyon for higher density. In turn, through negotiation with the County Planning staff and Planning Commission, 1,300 acres from Middle Fork to the mouth of Wolf Creek was declared open space, and 800 acres of that has a conservation held by DWR. A conservation easement is something that runs on the land with the deed and stipulates what kind of uses they can have for the land in perpetuity; that particular easement has no structures, no roads, etc. The 500 acres that Summit has which is open space, was something that Steve Roberts had discussion with us and they were always going to put that easement on. Until the Ogden Valley Land Trust came and built itself up, there was no one to hold that easement. Prior to Wolf Creek being developed and Steve Roberts's development, the Planning Commission and staff held that master plan together as a homogenous unit. What is being asked of this Planning Commission, is to do away with that and let each individual execute these hypothetical entitlement, they have distributed amongst some of the stakeholders, and that is their right to do so. But this Planning Commission has a right to hold this master plan together as your predecessors did prior to

the three bankruptcies. He suggested that they should allow planning to go first, and then allocate the entitlements and move forward.

Mark Gaylord, 201 South Main Street in Salt Lake City, and representing America First Federal Credit Union said he wanted to concur and support the application for the reasons that Jim Gentry and Mr. Householder have indicated. As one of the stakeholders, they are looking for certainty. They acquired a piece of property from the bankruptcy; they have a master plan and a development agreement, and that's what they have to look to in order to determine their rights on their property in order to develop. All the application is seeking is to define what development rights can be placed on his client's property for the purposes of certainty so they could come to this Planning Commission and indicate how they want to develop their property. He takes great pride in hearing the property owners saying they want to be part of the public process. The public process is right here before you to be heard and what they don't want is a reverse of the process. They don't want a town hall meeting which has no authority. His client will come before the Planning Commission with its own development plan based upon the master plan and the development agreement. They will ask this Planning Commission to approve that development plan and if that does not conform to the master plan, then they will be receiving complaints if they seek improvements that are not contained in those documents. They want to work with our community and they are a good cooperative citizen and as such they want certainty in being able to accomplish that. He disagrees with the Summit Group and thinks they are trying to steal away what they already bought. In a public process, they can come in raise their concerns and voice their views, but it is this Planning Commission that makes the ultimate decision. Some of the people here will not like the decisions that you make, but at the end of the day there is a legal process, and that's what they are here for. They ask that this application be approved because it would give a certainty in the future development.

Chair Hollist asked Mr. Gaylord to clarify what he means by "steal away public process." Mr. Gaylord replied that everyone has been saying they need a town hall and they need a whole new plan for planning. What they want to do is steal away what they are doing today, this the public process. They want a town hall meeting where they sit around and he welcomes a town hall meeting, and his client will talk with the public about the process and what they plan to do. He can't get them to all agree; today is a good example, and that is why the Planning Commission is here.

Steve Clarke, who resides in Eden, said he has learned a lot in the process but he is persuaded by Mr. Langford, Mr. Wheatley, and the Summit Group. This is indeed a blowup of a master plan; it's difficult for this Planning Commission to consider being owners of a master plan. You will be asked to sit and be in judgment for each change in the master plan. It seems that in the face of the argument that the amenities are owned by one owner; who is not really in tune with the distribution of un-built units. It might be fair just to declare in the interest of certainty, the plan stands as currently authorized or currently built on each one of these and that the 400 extra units remain, and await a master plan process, and would only be allocated after a master planning process occurs.

Doug Bowers, 201 E South Temple in Salt Lake City, representing KRK Wolf Creek, said a year ago they purchased the assets that Zion's Bank had foreclosed on. Between America First Credit Union and KRK Wolf Creek; of the 800 plus units that are still developable, two of them (KRK Wolf Creek and America First Credit Union) represent over 700 units as it relates to solidifying that they own them. When they purchased the property from Zion's Bank, they knew they were purchasing almost 350 entitlements. America First Credit Union knew they were purchasing 400 plus entitlements. They came in to the Planning Department and asked them what they would like for them to do. They have specifically followed their instructions for one year and have paid the price as well. During this whole process over the last year, they have tried to integrate others who own property that would be considered stakeholders; i.e. the Summit Group. They have not actively pursued residents who own individual homes that are already developed. They have found in the past that when they include all of the neighbors, they never get anything done. This is what they have experienced over the last year; they had numerous meetings where they invited the Summit Group, and he has personally visited with Mr. Mauro twice. His counsel has come to two of their meetings, and Mr. Mauro has come to one of them.

Their contribution during that period of time has been they didn't know enough about this whole development to move forward with us and support us in going the direction that we were going. All that they were doing was following the guidelines that this Planning Department gave them to follow. The Summit Group paid a price for and they received 13 entitlements for the purchase of all that land. As landowners; they are anxious to develop this responsibility. He has explained what the Summit Group has contributed during that year's period of time. They have not made one dime of contribution to moving this forward nor have they volunteered any money and they are requesting that this Planning

Commission move forward as the legal process would have them do. This is what they have experienced with the Master HOA. They recently filed a document and made it a public record, which stripped owners of property, of the Declarant Rights which they purchased. They felt that they were stripping them of their rights as the Declarant which was previously Steve's; but now because the properties are broken up, they have a number of Declarants, and the stakeholders are the Declarant who has to implement the development agreement with the county. They want to move forward, they have followed the Planning Department guidance, have paid money for consultants, and have met many times with other property owners. If you move forward as they advocate, they will be back to put together a master plan that makes sense for the community as well as the developers.

Chair Hollist asked what document you are referring to when you stated, *"We knew we had 350 entitlements."* Mr. Bowers replied they came to the Planning Department and they hired Householder to help them figure out how the county was looking at the entitlements that went with the 800 plus acreage with the golf course they had purchased. Chair Hollist asked what document stripped or intended to strip your Declarant rights. Mr. Bowers replied it was a document issued and recorded by the Master Home Owners Association (HOA). The HOA thought they were given the power by the Bankruptcy Court to cancel those Declarant rights; when they challenged them along with the bank, they went back to the Bankruptcy Courts. The Bankruptcy Court's decision was they did not have the authority to grant them that and they would have to go to the State Court. Chair Hollist asked the comment you made, *"submit a master plan that makes sense,"* would that master plan be for the whole or for the portion that KKRK Wolf Creek owns. Mr. Bowers replied that it would be a master plan for everyone that is a stakeholder that wants to participate in going after that master plan. They can't force it on any of those property owners; they represent 95% of all of the 800 plus entitlements between the groups in cooperation. Chair Hollist asked could he assume that the six signatures that Mr. Householder submitted would be those most willing to participate in the master planning effort. Mr. Bowers replied yes, with one exception of the water company.

Gary Fullmer said the previous speaker spent a lot of time in discussion that is totally irrelevant to this Planning Commission. The discussion of the Declarant Rights between his group and the Master HOA is not part of the discussion tonight and should not be considered. It is still an open question and has not yet been determined by the courts, so he would like the Planning Commission to understand that it is still an open question. The second point that he made, Mr. Langford talked about holding together a master plan. Mr. Bowers shows you what will happen if this Planning Commission does not do that. He refers back to the questions that the Summit Group asked and the stakeholders that are not on any document but are homeowners, that are asking what is the future and how do they control this environment to make it useful for everybody else. He requests that they pass on this, defer it, and try to get together on a master plan.

Mark Gaylord said that the document recorded in Weber County is called Termination of Declarant Rights and was filed by the reorganized debtor. What this attempted to do was terminating the Declarant rights and as Mr. Fullmer stated, that is in dispute and is not is before us now. They are simply looking to see what their development rights are.

Greg Mauro said in response to Mr. Bowers's statement that he was responding to a desire from the Planning Division to follow through on the action that they are talking about. He also had issues with the way we had approached this. He made a determination earlier on when Mr. Bower had stated that he was going to build a condo-hotel in Wolf Creek among with a bunch of other things, and he found them to be non-credible, and that it was not a good use of spending his time. As to the point of the Planning Division's position, he was simply responding to their request. He clarified this information with Sean Wilkinson, Planning Director, and his position as stated in the letter to Greg Mauro, *"Thank you for the response, you are correct that the Planning Division position is neutral. We want to see a new master plan that makes sense, but the current proposal is not our suggestion."*

Commissioner Warburton asked what he was referring when he said current proposal because in the Planning documents that they are given, they are always given a recommendation of what they would like for this commission to do. Mr. Mauro replied that is a good point, the language that staff included is very specific and it states, *"the reassignment of units make sense and if the Planning Commission is comfortable with the proposal, it can recommend to the County Commission that the Zoning Development Agreement be amended."*

Greg Mauro said the other issue with respect to the gentleman whose firms represents them; he could have better served his client in participating in the auction in 2012. When they bought that Nordic West 40-acre parcel, and they

confirmed with Rob Scott and Sean Wilkinson that for all intent and purposes, that parcel and the parcel wrapped around it, from staff's perspective was one unit of development. They would have to be developed together and it effectively was a blocking parcel; if they wanted to move forward and develop that parcel on their own without our 40 acre piece, that was part of the rendering and it would significantly reduce density as in rolled back to prior density pre-master plan density because they wouldn't be executing the master plan. He disagrees that the public cannot be engaged in this process. They have shown that if they do a series of town halls that the public can be engaged and will show up, they have great ideas, and are quite reasonable about what the densities are going to be and they will give feedback.

Chair Hollist said on the map, the piece in the upper blue owned by America First there is a center section of 40 acres, is that owned by Summit? The other question is when you had Commissioner Warburton read from your notebook was it actually a message that they received today. Mr. Mauro replied that is correct it is owned by Summit, and it was a subsequent clarification with the Planning Director because there was some confusion about whether this was being recommended by the Planning Department, with a suggestion or recommendation by them, or if this was coming from those that had submitted it.

Chair Hollist said since you had that letter read into the record, you are hereby committed to provide a copy to Sherri or Kary so that it becomes part of the public record.

Doug Bowers said for clarification, they are not asking for, nor will they ever ask for, additional entitlements. They are regulated and subject to the entitlements they already have and it is up to this Planning Commission to decide.

Eric Householder said he wanted to apologize for not identifying all of their property and he was referring to the piece that had some density tied to it. This process is a two step process that was determined by Planning Staff. He was surprised by Mr. Wilkinson's email and with the conversations that he had with him; he thought they were in a different place. The idea is to take the 2002 Agreement and update it, to make it current. He wanted to clarify the 492 as extra density. The density is within the framework of the agreement, and it has not actually been allocated to zoned parcels. They are trying to get numbers together so they can lay out a plan.

Commissioner Warburton said from the 2002 to the 2014 agreement; she wanted to see the difference and where the changes were, and who made those decisions. For example there is the FR-3 Zone, they have added an additional 300, so who owns that and where will that go to. In the RE-15 Zone they have added 277, so where does that go. Then there is the 7.2 in the AV-3 Zone. How did they decide that and who owns most of these properties. Eric Householder replied in the FR-3 that is indicated in the green, this is the medium high density zones within Wolf Creek. In one place they did go over that density calculation, and that would be Moose Hollow. These numbers that you're seeing from 704 to 1004, that is future and existing total in that zone.

Commissioner Miller asked in reference to those 300 units, who own that land, is that a combination from America First and KKRK? Eric Householder replied that is based off of undeveloped property and the calculations within the zoning development agreement. This number is less than 5% of what it could have been. They are not assigning units to a particular parcel owned by particular people.

Commissioner Warburton said there has been a word used "blown up" with the ZDA, and if they allow this to go through today, the plan that is in place right now stays; the people that have specific density right keep those rights, but everything else about the master plan has been capped, until it's changed. They are not changing the master plan, and why do these people think that the master plan is being blown up? Mr. Householder replied they are not trying to blow up the master plan; they are trying to update the agreement. His understanding was the next step was a requirement and would need to go through that public process where everything got laid out.

Commissioner Miller asked how does that next occur and she is not sure that Mr. Householder can answer that. Who develops that master plan, how do they make sure that is consistent with this agreement, and how is all that tied in. So who is the final deciding entity that decides the master plan is done? Jim Gentry replied the overall density of Wolf Creek is what they have; there is 816 total units left to be developed. They are looking at the entitlements to know what they actually have. They don't know at this point because some of those units have not been assigned to individual parcels.

Commissioner Miller asked how they assign the amenities, as previously stated and decide if a golf course is not feasible. Jim Gentry replied they are obligated to the master plan that is in place; and if he wanted to develop his units, there has to be a second golf course, and he is obligated by the Zoning Development Agreement to put that golf course in. If he doesn't want to put in that additional golf course, then he has to come back in, and these people have to work together to amend this master plan.

Commissioner Warburton said that she had the distinct impression that the Planning Staff was in support of this petition. Jim Gentry replied that staff didn't take a position on this; this is a petition that came from the Householder group to allocate the remaining units. Staff has worked with this group and knows the numbers, but staff does not want to commit to taking a position, to make it look like it came from staff.

Chair Hollist read staff's recommendation, "If the reassignment of the units makes sense, and the Planning Commissioner is comfortable with the proposal, it can be recommended to the County Commission that the Zoning Development Agreement (ZDA) be amended." Jim Gentry added that this Planning Commission is the recommending body; they have to feel comfortable with what is being proposed, with understanding that the zoning and amenities are not being changed, and that if the applicants want to develop this piece, they will still have to follow the guidelines of the ZDA that were in place.

Commissioner Warburton asked Eric Householder who he represented in this application. Mr. Householder replied that he represents all the people who signed the stakeholder agreement.

**MOTION:** Commissioner Miller said in regards to ZDA 2014-05, she recommends that the Stakeholder Group come back with a review of the master plan and any necessary amendments. Commissioner Parson seconded.

**FRIENDLY AMENDMENT:** Commissioner Graves said that this should be tabled with direction to continue. Chris Allred said that this would not be tabled if she was not approving what is requested, and then she would be denying the application and making a recommendation that would go to the County Commission. Chair Hollist said the motion would stand complete as stated.

**DISCUSSION:** In response to Commissioner Howell's question, Commissioner Miller said that her intention was that they talk with the HOA to revise 2002 Master Plan. Commissioner Graves asked if she was asking them to revise that master plan. Chair Hollist said that Mr. Bowers said that based on discussions with staff, he knew that there are 350 entitlements and further stated that will not ever change. Commissioner Parson said that it makes sense where these units go, but with the information provided, and seeing who benefits from this, he could not get behind this. Commissioner Warburton said that they should not interfere with the HOA, and just be with the property owners, and then back to us. If they do open this or the County Commission agrees with it, then it opens up immediate amendments to the whole master plan; so does that stop the development rights, or does that still exist as is until it is amended? Commissioner Howell said by not agreeing with this; what are they accomplishing by holding this up and not moving forward. Commissioner Warburton asked Legal Counsel if there was anything in the Land Use Law that would put the county in jeopardy with Commissioner Miller's motion. Mr. Allred replied it is exactly what they do; they recommend to the County Commission and proceed from there. Her motion was to recommend that the zoning development agreement not be amended as being proposed and that would go to the County Commission with her further recommendation and they will take action there.

Chair Hollist said there is a value to this map, and what you see is what they get. If they approve the proposal they have been discussing, that's what we are going to get in the way of development. This Planning Commission has united around the idea that they should holistically plan and develop the valley in such a way that all the residents are accommodated. Commissioner Warburton said where they are looking for a master plan for the entire valley, would they ask them to come in once and then again later on? Chair Hollist replied no and that he is in support of Commissioner Miller's motion; if they had approved with the action that was presented, the course would have been fragmented front door to Ogden Valley if they recommend to the County Commission to see an altered and agreed upon master plan for the whole area. Commissioner Warburton said once they open the master plan, there is no guarantee they are going to plan it as a whole. Commissioner Graves said aren't they bound by the 2002 Master Plan unless it's officially changed. Chair Hollist said they would not lose control because they would still have to approve the individual master plans for each of the parcels that come here. Commissioner Warburton said the two major stakeholders Mr.

Gaylord and Mr. Bowers, bought this land knowing that it was under a master plan. Chair Hollist said as part of the master plan, a second golf course is not economically supported, so there is a major change that is inherited in the KKRK Wolf Creek holdings.

Chair Hollist said he needed to hear staff's reasoning for the idea that they pursued with laying down the entitlements first and then the master plan second. Jim Gentry replied that is the direction that staff took because it gives the people the entitlement to know how many units that they have so when they go and do their master plan they know how many units they have. Not all parcels may be able to support all those units, and the numbers are based on county zoning, and the ZDA that shows where the units are going to be. The floating units were where the density was going to be in the first place. They are not changing anything; they are adding density to an area that does not already have density. Commissioner Miller stated that they need to know the number of units to make a master plan, so who are you talking about when you say "they"? Mr. Gentry replied that the stakeholders will come in as a group and they are the landowners who own the undeveloped land that is still developable under the Wolf Creek master plan. Commissioner Graves said that the worry here is that they are going to submit several master plans; but they can do that because they are all under the obligation to follow the one that exists now, or at least collectively modify that and bring it back before us. Mr. Gentry said this was planned as one development at a density of one unit per acre that is why the open space was set aside in order for them to meet that density requirement, but there were no bonus densities or anything else granted. Commissioner Graves said a plan was in place, and because of his profession, he has done a lot of planning, and he knows that it does help to know the numbers. The assumption is they have their numbers and they could change based on allocation, but if they couldn't proceed with the master plan, they would solidify that with the approvals; if they make changes and those come before us, this body has the chance to recommend approval or not.

Chair Hollist asked each member of the Planning Staff for their opinion and advice as planners on the subject matter that has been discussed. Each of the Planners Ben Hatfield, Scott Mendoza, and Charles Ewert indicated their own opinions and advice to the subject matter.

Chair Hollist asked Greg Mauro specifically about their agreement or disagreement with the entitlements and their distribution as proposed by this applicant. Mr. Mauro replied that their main interest is having planning there and not having a discombobulated mess. The benefits of this commission not having unallocated benefits is there is no justification for allocating unallocated master planning efforts when the applicants are admitting that they have no intent to execute the existing master plan that justify those densities in the first place. The carrot is the 400 unallocated units and they should ask the stakeholders to show you how that 400 works. The Planning Department is having a difficulty allocating the existing plan, and not sure where they would go. If you don't allocate the 400, what would wind up happening is the stakeholders would end up getting together and the size of this development would probably be where it should be, given that you are removing this major second absorption of activity which is the golf course. Until that plan comes before you, you should use that as your carrot.

Commissioner Miller said that she was asked to withdraw the motion but after listening to staff, she believes that they need a master plan. Chair Hollist said that he had suggested that she withdraw her motion to be followed by a motion that approved the numbers as they are but that approval would be granted by the Ogden Valley Planning Commission and not forwarded to the County Commissioner until such time a master plan was in place and send them both together to the County Commissioners.

Commissioner Graves asked Commissioner Miller to repeat the motion. Commissioner Miller said that her motion was that they don't approve the numbers, that they have a master plan, and that the master plan is done first.

**FRIENDLY AMENDMENT:** Commissioner Miller moved to recommend denial of ZDA 2014-01, and recommend to the County Commission that a master plan be produced and agreed upon by the stakeholders before additional density units are allocated. Commissioner Parson seconded.

**VOTE:** A vote was taken and Chair Hollist stated that motion carried (6-0).

**4. Communication Policy:** No communication policy