

# Weber County Rezone Application

Destination and Recreation Resort Zone: DRR1

EDEN / UTAH  
2014 / 07.02  
ENTREPRENEURS, ARTISTS & ACTIVISTS  
LAT 41.36061 X LON -111.74432





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# The Project Team



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POWDER MOUNTAIN HISTORY

Powder Mountain Resort had humble beginnings as the winter range for Frederick James Cobabe’s sheep herd. Frederick, who was orphaned at age 15, moved around from family to family until he went to work for Charley Scmaltz. He tended camp for Charley’s herders taking his pay in sheep until he built a herd of his own.

Frederick established a summer range in the Grand Targhee area. A prohibition on grazing was enacted when the land was incorporated into the national forest system. Between 1902 and 1948, Fred accumulated land for a summer range around Eden, Utah. Old timers say that this property was severely overgrazed by previous owners and hardly a blade of grass could be found. Fred’s soil conservation practices greatly improved the vegetation and Powder Mountain now is known as one of the best watersheds in the Wasatch Mountains.

Fred’s son, Alvin F. Cobabe bought the livestock company with its 8,000 acres in 1948. Just a few months later, Fred was killed in an automobile accident.

When the ranch needed a reservoir, Alvin bought heavy earth moving equipment. He delved into the earth moving business to help pay for the machinery. A career in ranching, livestock and construction, however, just did not satisfy Alvin. In 1956, at 42, he sold the companies to enroll in pre-med classes at Weber College. Although the businesses were sold, he retained the property. He graduated from the University of Utah Medical School at age 45 and returned to the upper Ogden Valley to establish a medical practice. At that time, Dr. Alvin Cobabe was the oldest person to graduate from the school.

While horseback riding with friends along Lightning Ridge in the 1950’s, someone casually mentioned that the terrain would make a great ski resort. The idea rang true with Dr. Cobabe and he began to amass adjacent property adding to the thousands acquired from his father. When the resort opened on February 19, 1972, he owned 14,000 acres.

Only the Sundown lift was open during Powder Mountain’s first season. The area was lit for night skiing and a ski school was established. Food was prepared on an outdoor barbecue. The Main Lodge, the Sundown Lodge and the Timberline lift were added to operations for the 72/73 season.

Dr. Alvin Cobabe, at age 88, sold Powder Mountain in 2006 to Western American Holdings. The resort remained under the same management team, led by Aleta Cobabe, daughter of Alvin, during the 2006/07 season.

In 2010, Western American Holdings finalized the Powder Mountain development agreement establishing new zoning for the Weber County portion of the property and vesting the project with 2,800 units of density.

In 2011, education entrepreneur and venture capitalist Greg Mauro had a residence in the Ogden Valley for several years. Greg had attended “Summit at Sea,” a conference which is part of the flagship event series operated by Summit Series. Summit Series was founded in 2008 by entrepreneurs Elliott Bisnow, Brett Leve, Jeff Rosenthal and Jeremy Schwartz. Greg approached the Summit team with an idea: what if Summit partnered with Greg and purchased the mountain to create a home for the organization and community? What if Powder Mountain became a place with the potential to be a positive force not just in the Ogden Valley but throughout the world? Within months, Summit had moved to Eden to pursue that dream and began the process of acquiring the Powder Mountain Resort with the vision of revitalizing Powder Mountain and establishing the Summit Powder Mountain Village, as the permanent home of Summit.

In mid 2013, the group closed on the nearly 10,000 acre resort property and immediately began to implement their plan for the mountain. This included construction of a world class lodge at the top of the Hidden Lake lift, resort improvements including revamped food and beverage services as well as obtaining approvals for the first phase of the development. The first phase of the development includes 154 units approved as part of a Planned Residential Unit Development (PRUD) including residential lots ranging from 1/2 acre to 20 acres as well as the initial phase of the Summit Powder Mountain Village. The Summit Powder Mountain Village will be the keystone for the Summit Community as the center for gathering, community events, shops and the epicenter of innovation within the resort. Phase 1 plat approvals were completed in early 2014 with the first home on the mountain anticipated to be completed in summer 2014.

The additional development areas outside of the Summit Powder Mountain Village will be focused on recreation and vacation activities and will enhance the Summit Powder Mountain Village by bringing additional visitors to the community. These areas will add to the vibrant community center of the Summit Powder Mountain Village.

TIMELINE

1971-72 Season  
Powder Mountain opened February 19 with Sundown Lift.  
Ski School began.

1972-73 Season  
Main Lodge opened.  
Sundown Lodge opened.  
Timberline Lift opened.

1975-76 Season  
Hidden Lake Lift added.  
1981-82 Season  
Shuttle service for employees and for Powder Country started.

1984-85 Season  
Powder Mountain was the first Utah resort to allow snowboarding.

1986-87 Season  
Hidden Lake Lodge opened.

1989-90 Season  
Columbine Inn opened with two condominiums and five hotel rooms.

1990-91 Season  
Diamond Peaks Heliskiing started providing service between James Peak and at the Hidden Lake parking lot.

1994-95 Season  
Sunrise Lift opened.

1999-2000 Season  
Paradise Lift, a quad, opened up an additional 1300 acres of lift accessed terrain.  
Cat skiing moved to Lightning Ridge accessing an additional 700 acres.  
Powder Mountain became resort with the most skiable terrain in America.

2001-02 Season  
Rails added at the Sundown Lift area.  
Terrain Park added off Hidden Lake run.

2006-07  
High-speed quad replaced the double chair lift at Hidden Lake.  
The snowmobile tow at Lightning Ridge was replaced with snowcat with people mover.  
Powder Mountain was sold to Western American Holdings.

2007-08  
A snow kiting area was designated and Powder Mountain become one of the first, if not the first, resort in the US to offer a snowkite only pass.  
The Snowcat Powder Safari began in January 2008.

2012  
Summit relocates its operations to Eden, Utah from Malibu, California.  
Summit Mountain Holding Group, L.L.C. (“SMHG”) begins the acquisition process to acquire the approximate 10,000 acre resort.  
Sky Lodge construction begins.  
SMHG assumes Mountain operations for the 2012/2013 ski season.

2013  
The Sky Lodge at Hidden Lake is completed.  
Summit holds a Founders weekend on the Mountain to introduce

the Summit community to the Phase 1 development.  
Summit Outside is held over 3 days at the future Village site.  
Summit Powder Mountain Village phase 1 PRUD of 154 units is approved.  
SMHG closes on Powder Mountain’s 10,000 acres.

2014  
Phase 1 plats approved for 154 units.

PURPOSE OF THE REZONE APPLICATION

To fulfill the vision of Summit Powder Mountain Village as the entrepreneurial center for its community and to maintain and advance Powder Mountain as a destination four-season resort, the process of creating a Master Plan for the approximately 10,000 acres in the Powder Mountain area began in 2012. The Master Plan that has been developed is as much about where development has not been placed as it is where development is proposed.

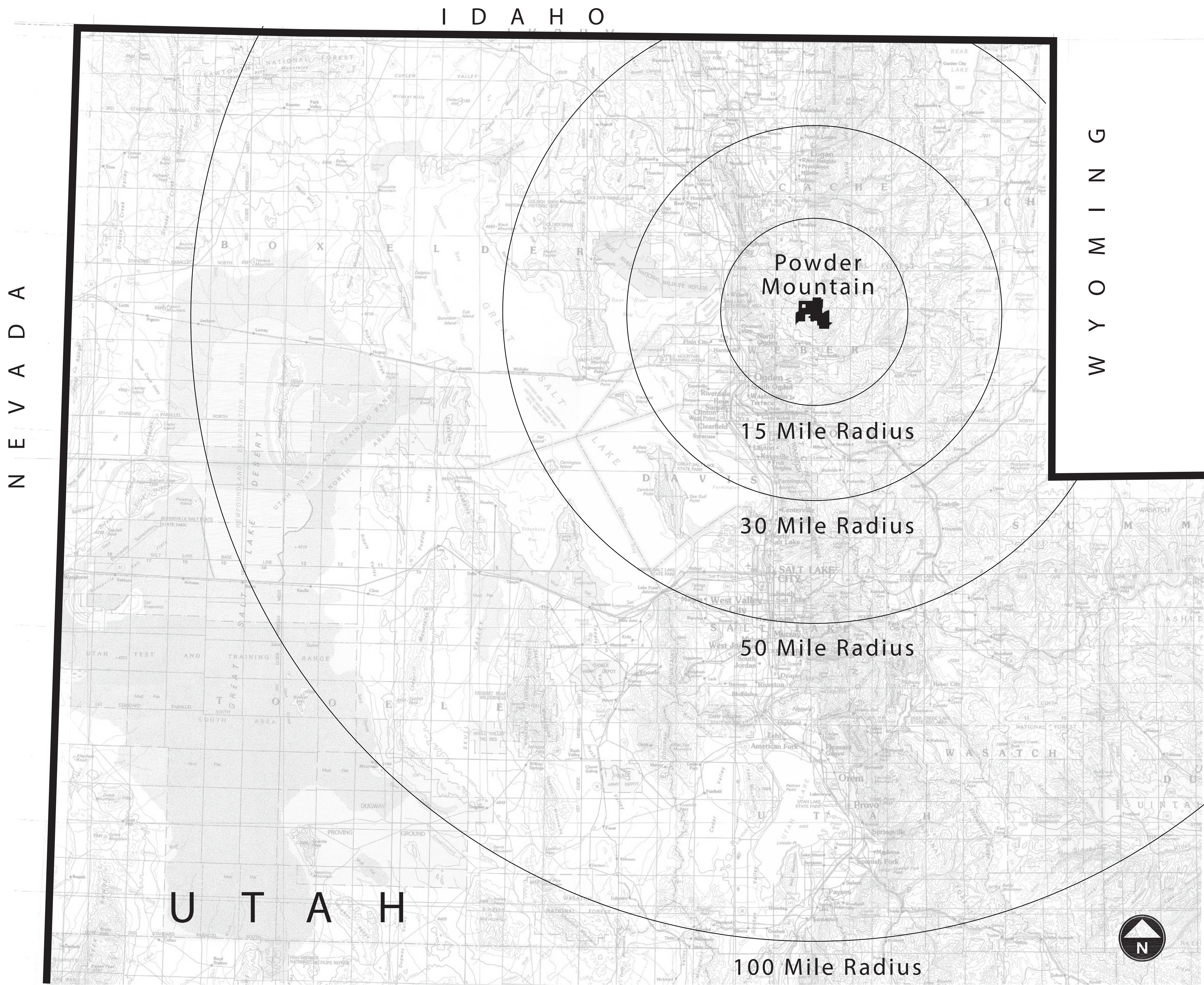
The resulting Master Plan establishes the foundation for a four-season resort with neighborhoods clustered throughout the 6,300 acres within Weber County with the Summit Powder Mountain Village as the center of the Summit community. Additional development areas such as Mid-Mountain, The Ridge, Earl’s Village, Gersten and the Meadow, will complete the Powder Mountain Resort in Weber County.

The Master Plan process began with substantial base mapping and site observations to establish the resort as one of the most sensitively designed master planned projects in the West. This process included comprehensive development of slope maps, existing vegetation mapping, geotechnical investigation, avalanche zones, wind and solar aspect studies, access feasibility, ski terrain and resort connectivity, wildlife corridors, existing trails, viewsheds (into and out of the property) and open space preservation.

The Applicant requests a zoning change for the Powder Mountain project area per the Ogden Valley Destination and Recreation Resort Ordinance passed and signed on August 18, 2009 (Ord. 2009-16). This ordinance was created to enable quality resort development in appropriate locations within Weber County. Rezoning the property to a Destination and Recreation Resort will allow Powder Mountain to realize the vision as one of the world’s most unique mountain destinations combining an enhanced mountain experience with a truly cutting edge master planned community.



# Location Map



Powder Mountain is located in Northeastern Utah just north and east of the City of Ogden. The resort property is located in both Cache and Weber Counties above the Ogden Valley and the communities of Eden, Huntsville and Liberty. The property is approximately 55 miles from Salt Lake City International Airport. It is accessed from the south by Highway 158 from the Ogden Valley.

Driving Distance from notable Locations to Powder Mountain:

Snowbasin Resort	22 Miles
Ogden	27 Miles
Layton	36 Miles
Salt Lake City	60 Miles
Park City	80 Miles
Provo	101 Miles
Boise	328 Miles
St. George	360 Miles
Cheyenne	441 Miles
Las Vegas	480 Miles
Denver	540 Miles
Reno	570 Miles



## PROCESS

This Destination and Recreation Resort Rezone (DRR-1) application contains all documents as required and requested by Weber County in order to obtain zoning and entitlements for the Powder Mountain Property identified herein. This application has been prepared in accordance with the Weber County Destination and Recreation Resort Ordinance (DRR-1) and thru close coordination with the Weber County Planning and Engineering Departments. This application and subsequent approval will allow Powder Mountain to continue with the development plans outlined in this document and to build upon their Phase 1 approvals and development progress with more flexibility in design and density placement. The information within this document has been compiled in accordance with the application requirements outlined in the Ogden Valley Destination and Recreation Resort Ordinance. Upon acceptance of the rezone application documents, the applicant is prepared to present the plan at a public Ogden Valley Planning Commission (OVPC) work session and receive comments and feedback. Following the OVPC findings, a public hearing(s) will be held with the County Commission.

## WHY PRESENT ZONING SHOULD BE CHANGED

Powder Mountain Resort is a popular and well-known ski mountain within the Utah core of ski resorts. This all despite missing key elements for a successful destination resort, such as accommodations, retreats, top notch food and beverage, ski lifts, lodges, retail and other amenities. The current zoning on the property is not adequate for appropriate and sustainable resort development. Rezoning the property to Destination and Recreation Resort will enable the land owner to create an extraordinary recreation and residential resort experience while promoting the goals and objectives of the Ogden Valley General Plan. The rezone will enable 21st century resort development strategies to be implemented lifting Powder Mountain to the front of the ski resort and retreats industry while still preserving open space and contributing to the surrounding community's long term well being.

## CHANGES SINCE ADOPTION OF GENERAL PLAN

The Ogden Valley General Plan Recreation Element recognizes the Powder Mountain Resort area as a recreation/resort area that has potential for further development that would support and enhance the existing recreational components within the resort. The Destination and Recreation Resort Ordinance was written to allow resort development in appropriate locations. Since Powder Mountain is already recognized as a destination ski resort, and the County General Plan supports and promotes appropriate recreational facilities as a major element within the County Powder Mountain is an ideal location for responsible resort development.

## PROMOTE HEALTH, SAFETY AND WELFARE TO WEBER COUNTY

The proposed Master Plan for Powder Mountain promotes the health, safety and welfare of Weber County by creating a diverse year-round resort, which will provide economic benefit to Weber County and in particular the Ogden Valley while preserving significant open space within the area. The Master Plan includes connections between neighborhoods and with the region through the regional trails system that have been extended into the Resort property. These trail connections link the Resort to the Valley floor providing access while limiting impacts to existing communities and residential neighborhoods.

The development areas were designed with respect to the land attributes preserving sensitive lands and stream corridors and to avoid skylining. The importance of economic, environmental, community and aesthetic benefits were taken into consideration to ensure a quality destination that provides benefits to the owners, Weber County and the community.

## PUBLIC INTEREST

The Master Plan for Powder Mountain Resort will enhance the visitor and resident experience. The additional residential, hotel(s), commercial, recreational uses and open spaces at Powder Mountain will provide additional tax revenues to Weber County and benefit the community as a whole while continuing the recreational focus of the County. Publically accessible recreation activities will be created and critical open space preserved.



As outlined in Chapter 35 of the Weber County code (35-3), the project meets the approval criteria as follows:

A. The proposed Resort can be developed in a manner that will not substantially degrade natural/ ecological resources or sensitive lands as identified in Chapter 43, Ogden Valley Lands Overlay District, or the Weber County Zoning Ordinance.

• Pages 13-15 show the sensitive land districts as outlined in Chapter 43 of the Weber County Code with the Powder Mountain project boundary indicated. The Important Wildlife Habitat drawing shows that the Powder Mountain project area is generally outside the important wildlife habitat area with the only interface occurring within the Southwest portion of the property and involving the existing highway access to the Resort. While there are stream corridors within the project area, the development impacts have previously been mitigated as these areas also include the existing access to the Resort. Due to Powder Mountain’s proximity above the valley floor, no scenic roadway impacts exist as defined within these exhibits.

B. A professional empirical study has provided substantial evidence determining that the proposed Powder Mountain Resort is viable and contributes to the surrounding community’s economic well being. A fiscal impact and cost benefit analysis is attached as Exhibit A. This study was conducted by Bonneville Research out of Salt Lake City, Utah. Highlights of the market, economic and fiscal impact are as follows:

**MARKET FEASIBILITY**  
Utah (and particularly the Wasatch Front resorts) possess superlative competitive advantages with respect to air access, convenient local accessibility and consistently high-quality, abundant snowfall. The state also enjoys significant competitive advantages on a national and international scale with respect to factors that are traditional catalysts for skier retention and long-term growth: scenic beauty, relatively inexpensive and high quality lodging, less crowded experiences on

the mountain slopes and in villages and towns, and perceived high value of experience relative to price.

With multi-faceted summer and winter recreation and tourism amenities in the area, many of which are already well developed, a long-range projection of consistent growth in year-round tourism/destination visitation in the Ogden Valley and Powder Mountain is both reasonable and compatible with the planning vision. The Ogden Valley will continue to attract seekers of a recreation-oriented active lifestyle, which will reinforce and create local demand opportunities for the long-range Powder Mountain development. The close proximity of the area to the Salt Lake City airport will further create ongoing interest in viable second-home investment opportunities from already established national markets. The competitive advantages of the Powder Mountain Resort will become more recognized by a greater audience as resort infrastructure improvements are implemented and the well-planned resort community is initiated.

**ECONOMIC IMPACT**  
Total economic impacts of the Powder Mountain project are anticipated to increase as the project builds out and the economic activity by Summit members, second homeowners and local resident occupants of the project correspondingly grows. Upon project stabilization after construction buildout, ongoing economic impacts are projected as follows:

Output: Direct annual output is projected as \$60 million, and total annual output (including direct output plus secondary or “multiplier” impacts) is projected at \$112 million.

Employment: Direct jobs created by the development are projected at 900.

Labor income: Direct labor income is projected at \$24 million annually.

**FISCAL IMPACT**  
The Powder Mountain project is projected to have a positive fiscal impact on all growth-sensitive funds in the Weber County budget. Upon project stabilization after buildout, Powder Mountain is projected to generate \$55 million in annual taxable revenue. This very positive budgetary impact is due to anticipated high property values, the assessment of most residential units at full market value and the significant visitor/second homeowner orientation (resulting in high per capita spending and resulting sales tax revenues and a moderate cost of service profile). Other growth-sensitive Weber County funds are also projected to experience positive fund balances throughout the construction period of the project and upon project stabilization after buildout. (See attached Bonneville Research Study)

C. A professional and empirical study has provided substantial evidence determining that proposed traffic mitigation plans will prevent transportation corridors, serving the Resort, from diminishing below an acceptable Level of Service.

The Transportation Element study prepared by PEC out of Salt Lake City is attached as Exhibit 2.

Overall the road network can provide good access to and from the Powder Mountain, with some improvements as the project is built out.

D. The natural and developed recreational amenities, provided by the Resort, shall constitute a primary attraction and provide an exceptional recreational experience by enhancing quality public recreational opportunities.

• Powder Mountain Resort is currently a well known ski resort. The proposed Master Plan is designed to enhance the visitor experience with overnight accommodations, retail, restaurants and new and expanded recreational services. Public recreation facilities and activities are planned throughout the project area to establish Powder Mountain as a year-round destination. These activities include walking/hiking trails, biking

trails including mountain biking and cyclocross trails, horseback riding, naturalists tours, camping, rental of non-occupied units and other outdoor special events.

E. The proposed Seasonal Workforce Housing Plan will provide a socially, economically and environmentally responsible development.

• The seasonal workforce housing plan is included on page 41. • At full build-out, it is estimated that Powder Mountain Resort will generate 1,623 full-time equivalent employees and 984 workforce housing units. As calculated in the table on Page 41, Powder Mountain Resort will provide at least 98 seasonal workforce housing units.

F. Public safety services are and/or will be feasible and available to serve the Resort in a manner that is acceptable to the County Commission.

• The development team has met with representatives from the Sheriff’s office, Fire Department and Emergency Medical Service providers prior to submitting this application. The proposed Master Plan reflects the input received from these departments with regard to necessary Emergency Services. Per the discussions with these public safety providers, Powder Mountain will provide a facility to house both the Sheriff and Fire Department services on mountain. A preliminary parcel has been identified within Summit Powder Mountain Village and will be provided at the time the services are deemed necessary by the emergency service providers. This parcel will be integrated within the Resort in a manner that fits the development setting in which it is located but the scope of services provided will be modeled after the Huntsville Station as per the discussions with the emergency providers. Feasibility letters are attached on Page 47.



The proposed Master Plan for Powder Mountain presented in this application is in compliance with the Ogden Valley General Plan Goals and Objectives as outlined in the Ogden Valley General Plan as follows:

3.01 VISION: PROTECT THE NATURAL BEAUTY AND NATURAL RESOURCES OF THE VALLEY

Goal: Protect Air Quality and Water Resources

Powder Mountain is committed to Weber County’s goal of preserving the natural beauty and natural resources of the Ogden Valley. The Master Plan was developed with the ethos that all development must be light on the land and all impacts should be minimized or mitigated to the greatest extent possible. Measures to protect the natural resources and beauty of the Ogden Valley during both the planning and construction stages include:

- Clustering the development within areas that allow for minimized development impacts thus maximizing significant and important open spaces.
- Much of the development is centered around “village” infrastructure allowing for walkable trips or reduced traffic impacts.
- A comprehensive transportation plan will be implemented providing resort shuttles from the Valley via Park and Ride lots, shuttles within the resort property and on-mountain services reducing off-mountain trips all of which will help protect the Valley’s air quality.
- Water quality controls will be implemented on several levels.

Water

As awareness of the importance of conservation of resources and implementation of sustainable practices grows, Powder Mountain has a goal to introduce a higher level of implementation than almost any project yet envisioned in Utah. Powder Mountain is using an integrated water management strategy in an effort to develop a truly sustainable project.

Groundwater

Powder Mountain understands the value of groundwater as an essential resource. To minimize impacts to groundwater

resources, Powder Mountain is adopting water conservation and efficiency requirements for both indoor and outdoor water use that will make the project a leader in the State of Utah.

Surface Water

Powder Mountain will also focus on the protection of surface water by limiting grading and preparing erosion control plans and Stormwater Pollution Prevention Plans (SWPPPs) that will incorporate the appropriate best management practices to protect drainages, wetlands and surface waters.

Water Conservation

Powder Mountain’s Design Guidelines have been written to ensure that water is conserved both indoors and outdoors. The Guidelines require the use of low flow appliances and fixtures that are expected to reduce per person indoor water use to less than half of the State of Utah’s design code requirement. In addition, Powder Mountain is restricting the total landscape area of each unit that can be irrigated as well as requiring weather based irrigation controllers, native and low water use plant types and limiting grading areas to protect natural areas.

Goal: Protect Open Space and Sensitive Lands

The most substantial and important portion of the Master Plan is what is not being planned. The Master Plan was sensitive to not only the steep slopes, wetlands, stream corridors and drainages but it also factored in visually sensitive lands, important wildlife corridors, recreational open spaces and open space buffers. Additionally, Weber County’s sensitive land maps were overlaid on the master plan to ensure development does not occur on areas identified as important wildlife habitats or within stream corridors and scenic road buffers.

Goal: Preserve Wildlife and Wildlife Habitat

As shown on the Sensitive Lands Exhibit on Page 11, the Powder Mountain development does not impede upon important wildlife habitat areas as designated by Weber County. However, it is recognized that wildlife can be found throughout the property and providing well placed wildlife corridors will allow all proposed development to work in harmony with the natural environment. The master plan for Powder Mountain proposes clustered development parcels on only 18 percent of the gross acres located in Weber County.

The remaining 82 percent is available for wildlife, habitat and open space.

3.02 VISION: MAINTAIN THE VALLEY’S RURAL ATMOSPHERE AND RURAL LIFESTYLE

Goal: Promote a Sense of Pride in the Valley’s History and Heritage

There are no identified cultural and/or historical resources within the Powder Mountain project area. The applicant is committed to preserving the existing ski area at Powder Mountain as a community resource. Powder Mountain is committed to maintaining the wide open and rustic nature of the resort while providing tasteful upgrades and updates to the facilities. We are dedicated to appropriately addressing the elements that make the resort special and enhancing those elements.

Goal: Require that Development be Compatible with the Valley’s Rural Character and Natural Setting:

In order to ensure that development is compatible with the Valley’s rural character and natural setting, a set of Design Guidelines has been established that will govern the style and characteristics of buildings, landscaping, signage, etc. This style pulls from the Valley’s architectural vernacular, utilizes timeless forms and materials and requires structures to be placed sensitively to become part of the landscape, not dominate the landscape.

Goal: Require that Development and Community Services Conform with the Valley’s Natural Resource Capabilities

Throughout the approval process the Applicant will plan and provide for adequate infrastructure to support all proposed development. This will include calculated phasing of units, concurrency measures for water and sewer as well as establish required funding mechanisms for required improvements.

Goal: Provide Adequate Emergency and Medical Services

Substantial coordination with the County Emergency Services Departments has been implemented in the Master Plan. The Emergency Services Plan on page 4 of this application outlines the discussions with the Sheriff and Fire Marshall as well as letters of feasibility from each. Emergency and medical services will be phased appropriately

and adequately as development occurs as as required by these Emergency Service Providers.

Goal: Promote Agricultural Land

Due to the proximity of the project property at elevations well above the valley floor as well as the steep slopes and recreational focus of the ski area, the Resort is fully compatible with the use of the land for agricultural purposes in the warmer months. Given the commitment to open space, the agricultural uses will be largely preserved.

Goal: Recognize and Respect Private Property Rights

The proposed Master Plan is on private property owned by the applicant and does not negatively impact any adjacent private land.

Goal: Facilitate the Smooth Flow of Traffic In and Out of the Valley

A comprehensive transportation study has been prepared by Project Engineering Consultants (PEC) and is included with this application as Exhibit 2. The report examines the transportation impacts associated with the proposed Master Plan, provides an analysis of intermediate development steps to identify when roadway improvements would be needed, and identifies traffic mitigation measures to be utilized by the project to ensure the road system continues to provide adequate operations as the development progresses toward completion.

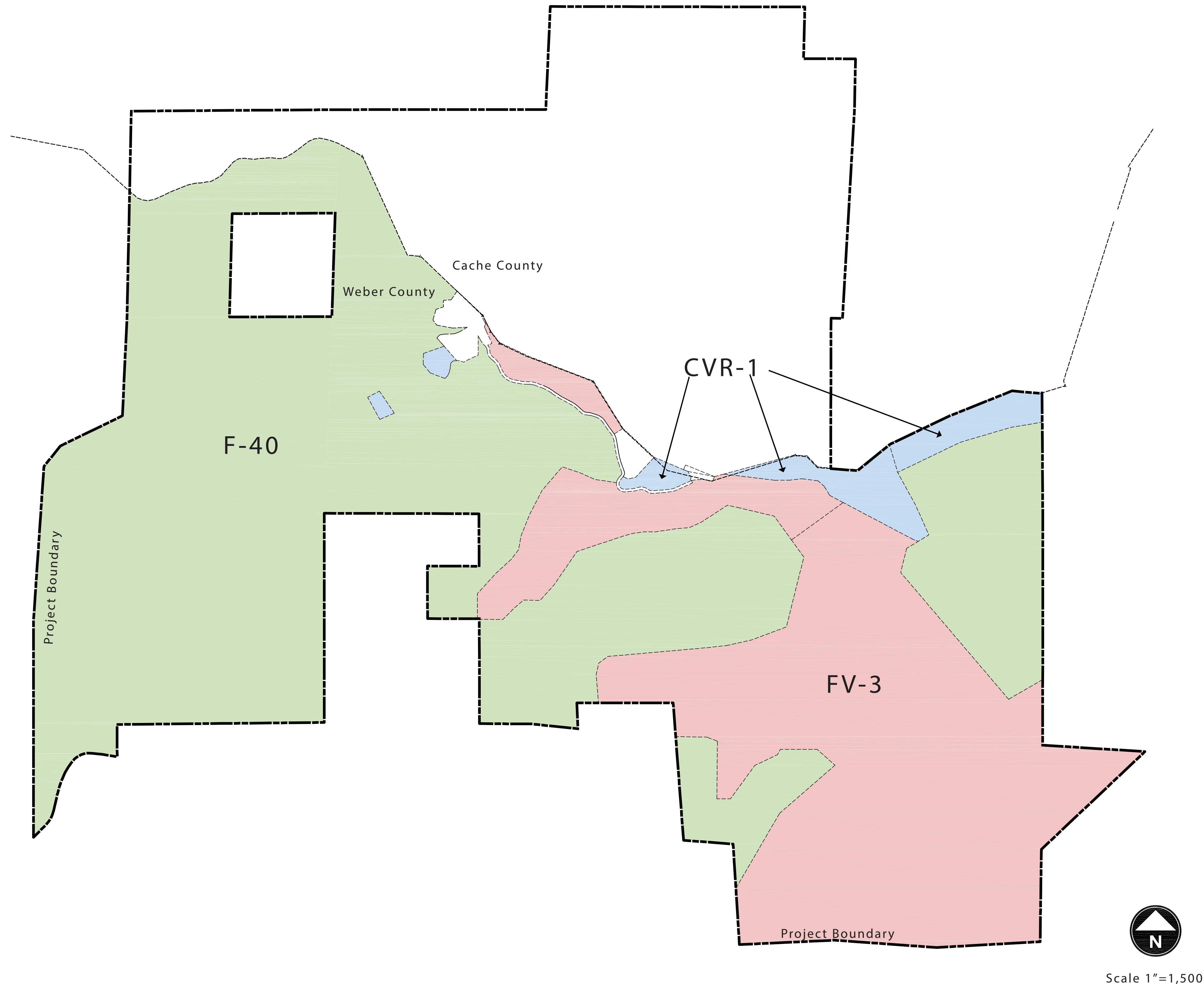
Goal: Enhance Quality Recreational Opportunities


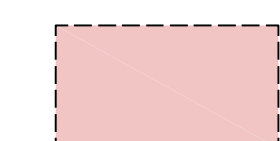
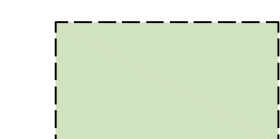
The Recreation Plan and the Open Space and Trails Plan outline the recreation opportunities that are proposed for Powder Mountain. These opportunities are designed to enhance and expand upon the recreation opportunities currently available at Powder Mountain. The trails plan was designed to connect to the Ogden Valley and regional trails while also providing a substantial and diverse trail network throughout the resort. In addition to skiing, snowboarding, snowshoeing, etc., which are already enjoyed at Powder Mountain, the recreation facilities plan expands the recreation opportunities to include non-skiing activities, such as hiking, mountain biking, glamping, ice skating, fishing, as well as facilities for special events and equestrian experiences.



# Existing Zoning

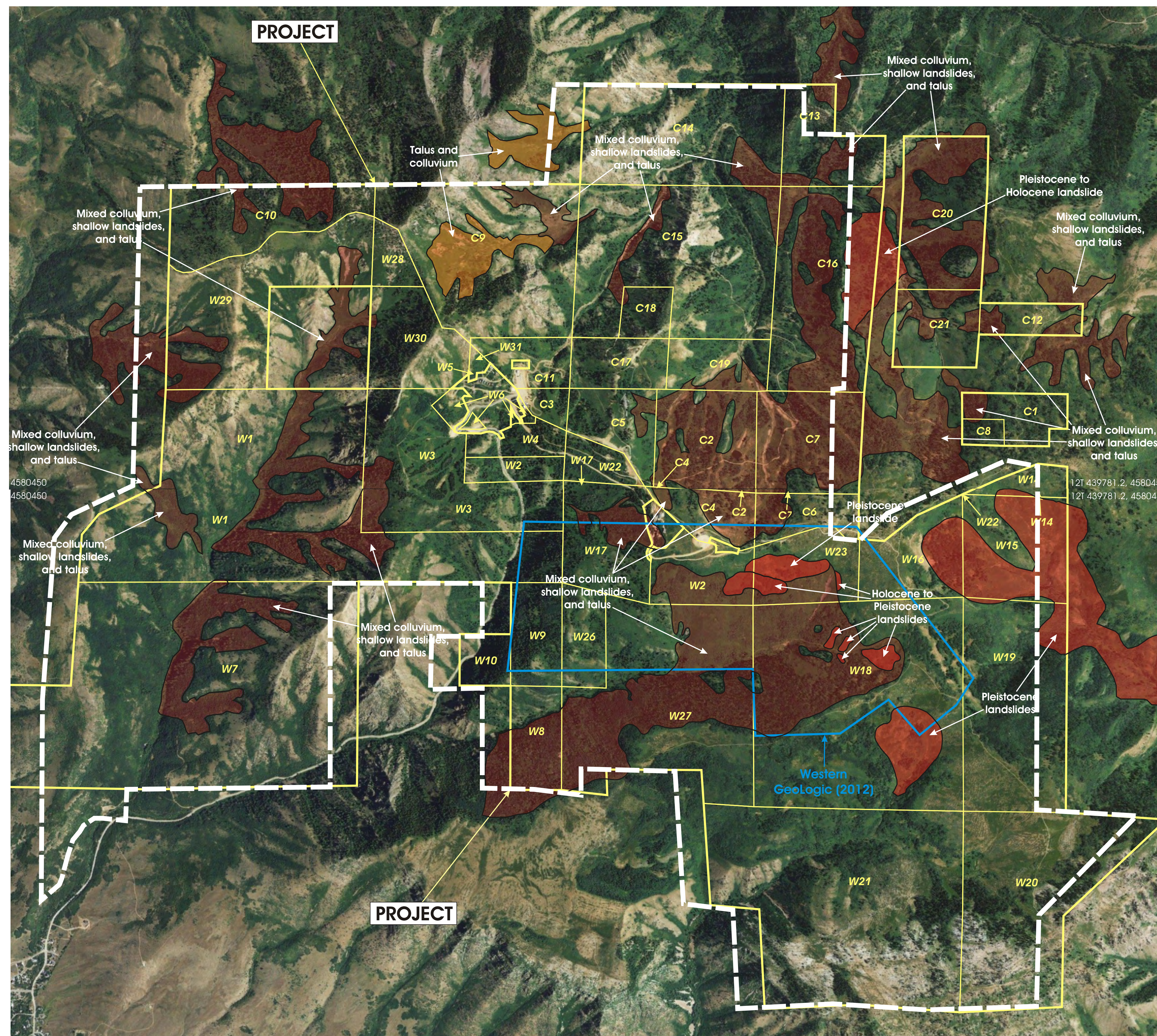
The Powder Mountain property located in Weber County is currently zoned Commercial Valley Resort Recreation Zone (CVR-1), Forest Valley (FV-3) and Forest Zone (F-40).



- 
**CVR-1 - Commercial Valley Resort Recreation Zone**  
 The purpose of this zone is to provide locations in the Ogden Valley and at major recreation resort areas, where service facilities and goods normally required by the public in the pursuit of general recreation activities can be obtained.
- 
**FV-3 - Forest Valley Zone**  
 The purpose of the Forest Valley Zone is to provide area for residential development in a forest setting at a low density, as well as to protect as much as possible the naturalistic environment of the development.
- 
**Forest Zone - F-40**  
 The intent of the Forest Zones is to protect and preserve the natural environment of those areas of the County that are characterized by mountainous, forest or naturalistic land, and to permit development compatible to the preservation of these areas.



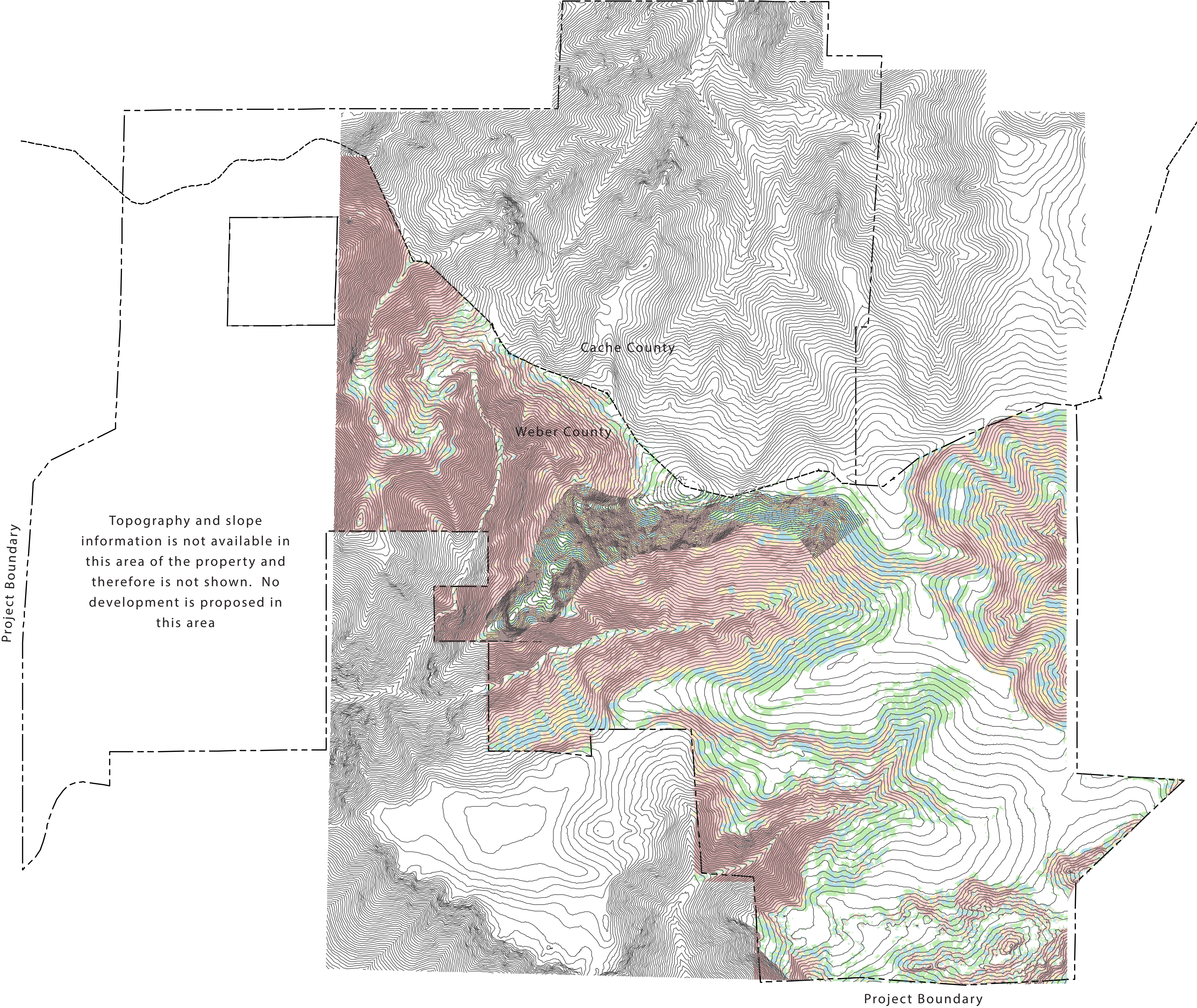
# Geologic Hazards



The Geologic Hazards map illustrates known active and inactive landslides as well as potential landslides located in Weber County. Potential landslide areas are determined by identifying zones that have a similar geologic and hydraulic composition as known landslides. Geologic hazard areas are not included in development parcels in the Powder Mountain Master Plan. The known geologic conditions are explained in greater detail in the preliminary Geologic Hazard Evaluation report that is included as Exhibit 1 of this submission.

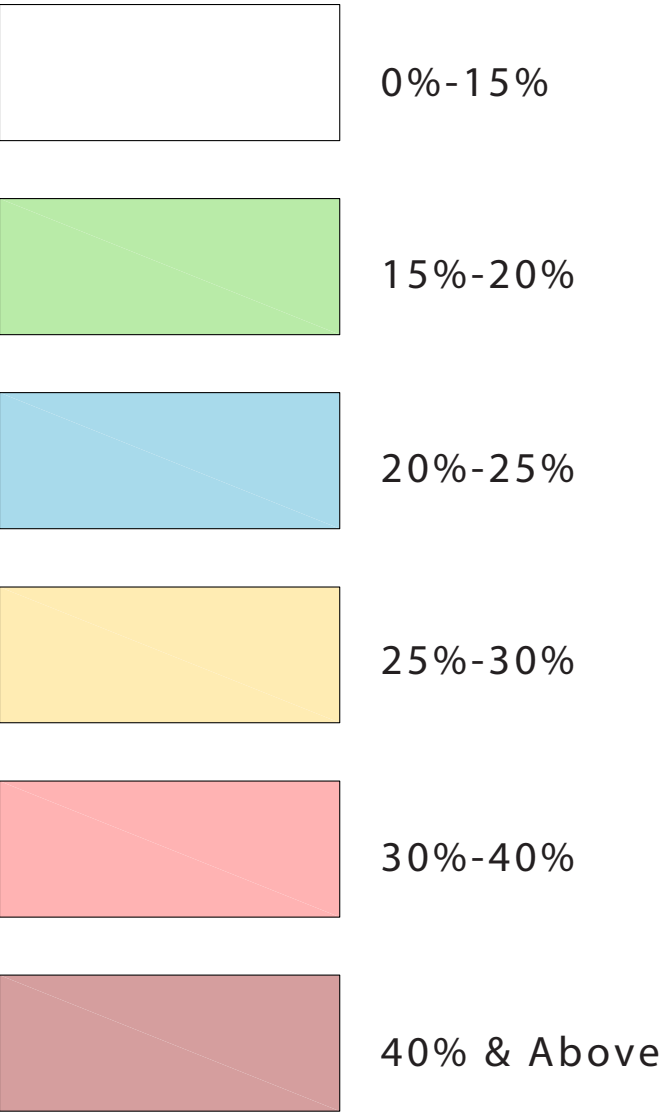


# Existing Topography/Slope



The Slope Analysis illustrates that much of the Powder Mountain property contains slopes most suitable to ski terrain. The projects topography does vary greatly from flat meadows and ridges to steep ski terrain and mountain slopes. The Master Plan was developed with sensitivity to placing development on steep slopes with the majority of the project density clustered around the more gentle meadows and saddles that exist throughout the development.

## Slope Legend

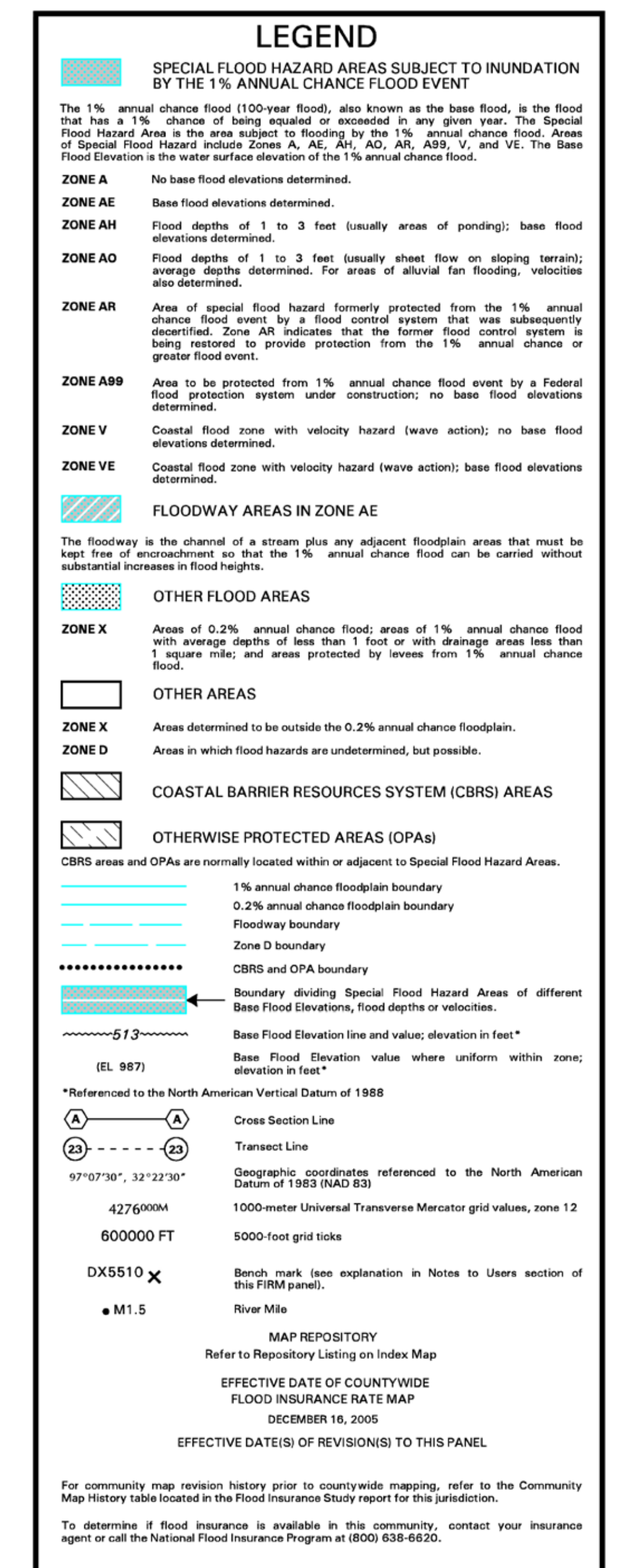
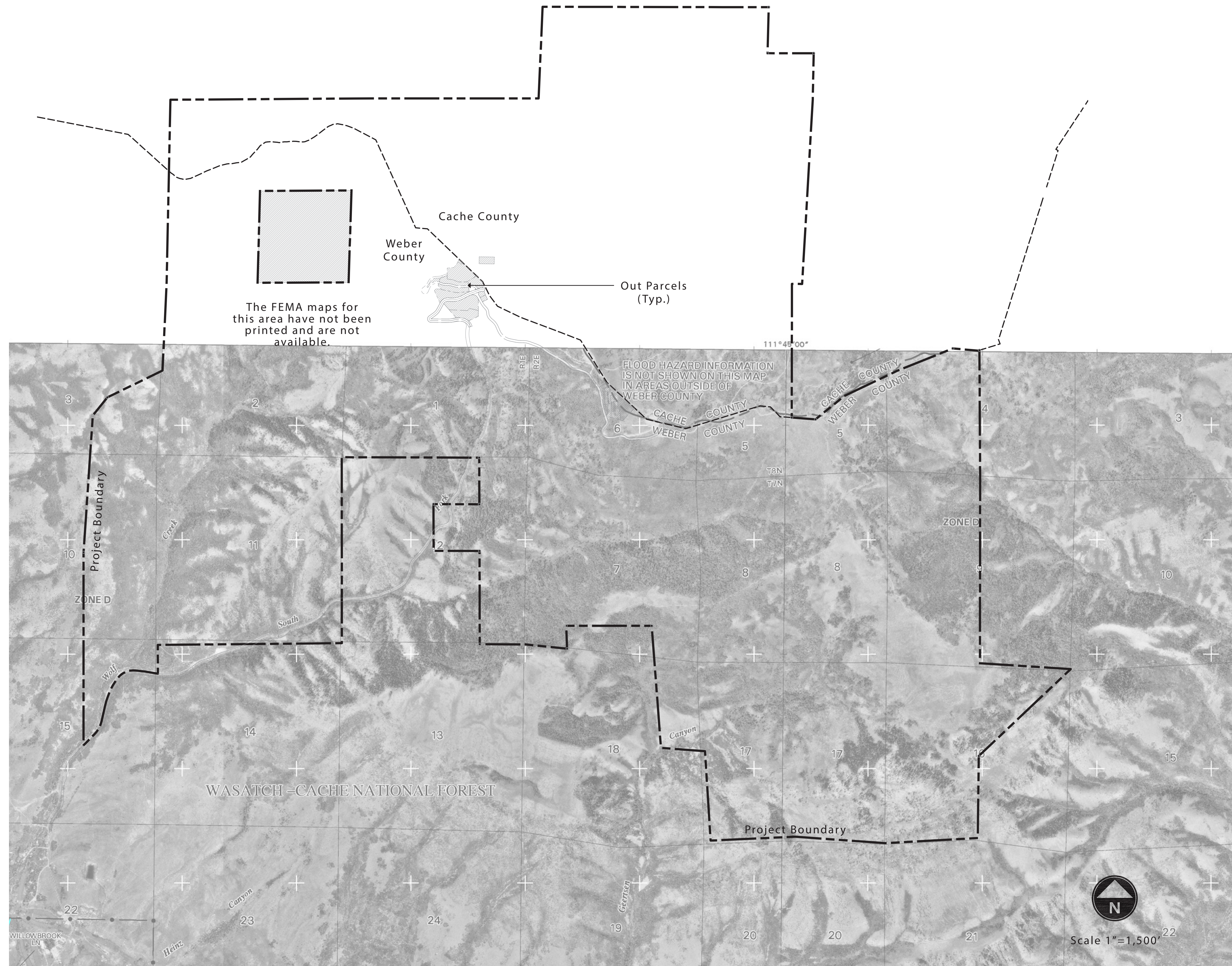


Scale 1"=1,500'



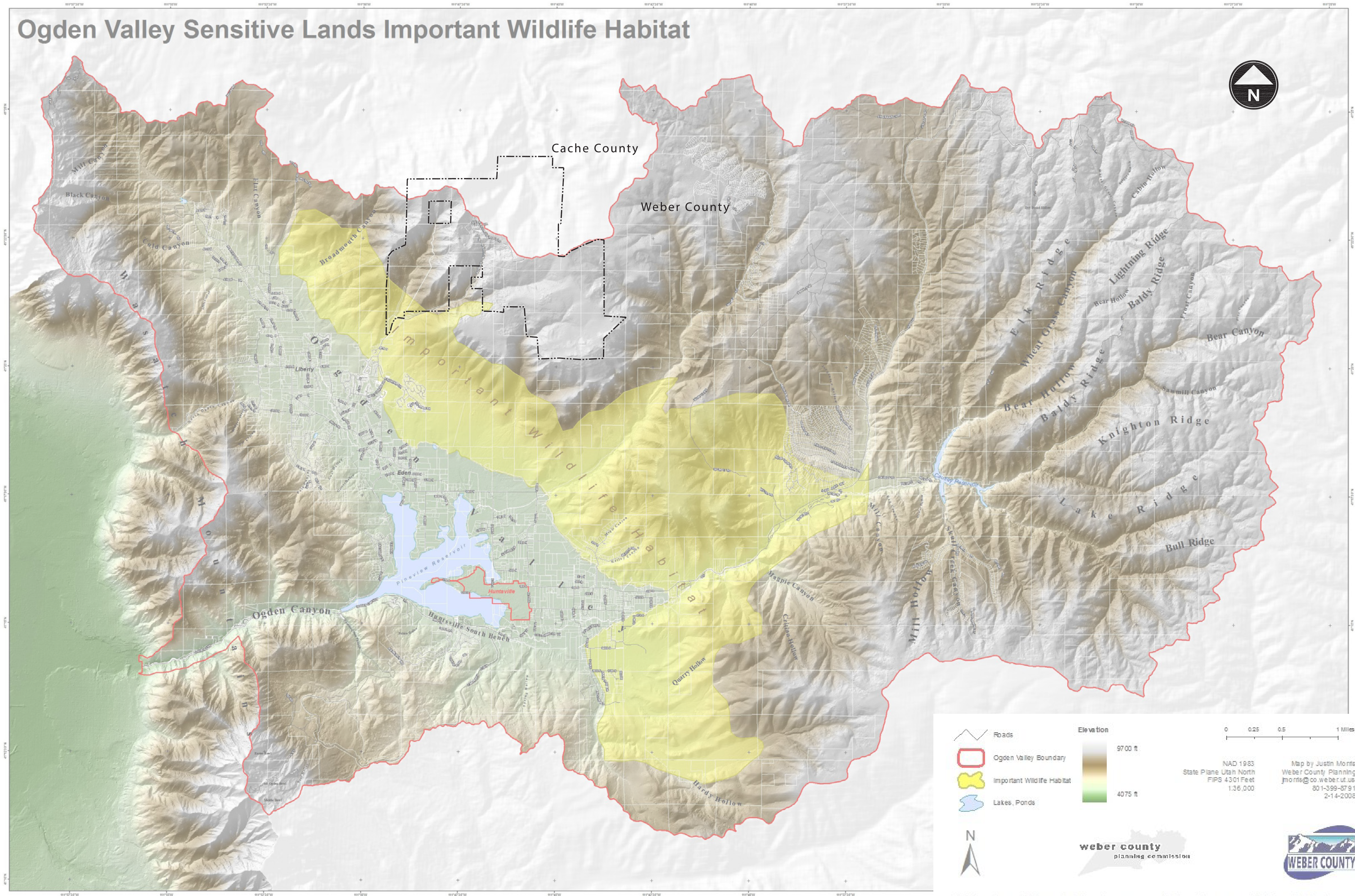
# Floodplain Map

The FEMA Flood Insurance Rate Maps for Weber County illustrate that all areas mapped within the Powder Mountain project boundaries are identified as Zone D. As defined, Zone D area flood hazards are undetermined. The Powder Mountain property is generally located at an elevation above flood hazards due to its proximity to the top of the drainages within the area.





## Sensitive Land Areas: Wildlife Habitat

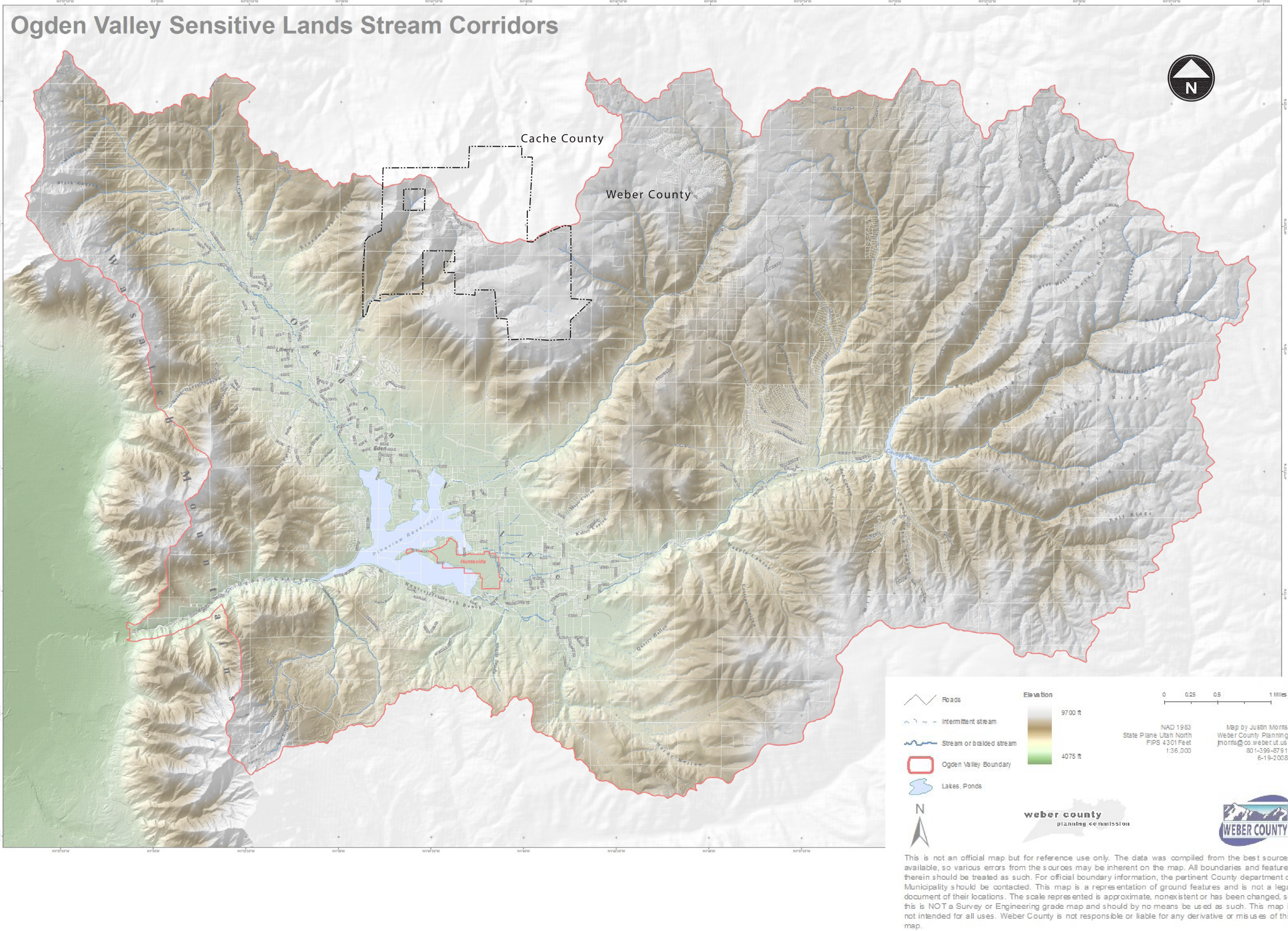


The Powder Mountain property does slightly overlap with the Important Wildlife Habitat Zone as indicated here but both areas are located at the periphery of the project area. No development plans are proposed within or near these areas. Although the proposed development areas are outside of the Important Wildlife Habitat Zones, future development has been located to account for significant open spaces and buffers to facilitate wildlife habitat and wildlife corridors throughout the project.

This is not an official map but for reference use only. The data was compiled from the best sources available, so various errors from the sources may be inherent on the map. All boundaries and features therein should be treated as such. For official boundary information, the pertinent County department or Municipality should be contacted. This map is a representation of ground features and is not a legal document of their locations. The scale represented is approximate, nonexistent or has been changed, so this is NOT a Survey or Engineering grade map and should by no means be used as such. This map is not intended for all uses. Weber County is not responsible or liable for any derivative or misuses of this map.



# Sensitive Land Areas: Stream Corridors

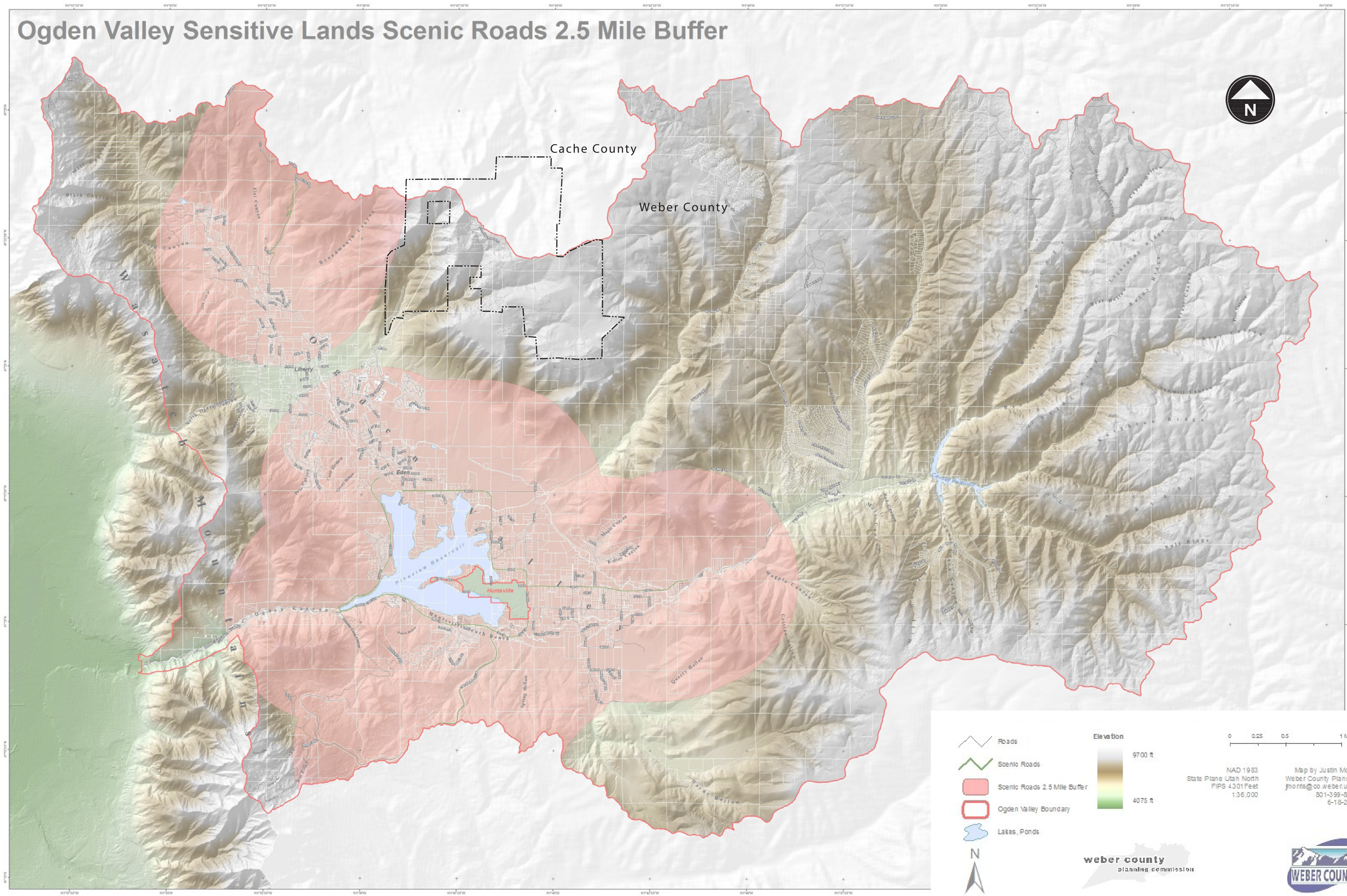


The Powder Mountain property is affected by the Ogden Valley Sensitive Lands Overlay District for streams corridors, wetlands and shorelines. The Master Plan has conformed to the development standards outlined in Chapter 43-2. The primary impacts are associated with the Wolf Creek and South Fork drainages in the Southwest portion of the property. These drainages have already been impacted and mitigation measures introduced as part of the roadway access to the Powder Mountain resort and any further impacts will conform to the Weber County development standards.

An approved jurisdictional wetland delineation report and concurrence report from the United States Army Corps of Engineers shall be required with the submittal for each phase of development if it is determined that jurisdictional wetlands may exist within any proposed development areas on the property.



# Sensitive Land Areas: Scenic Roads 2.5 Mile Buffer



Due to its physical location and relationship to the Ogden Valley and its Scenic Roadways, the Powder Mountain property is not affected by the Ogden Valley Sensitive Lands Overlay District for Scenic Corridors, Ridgelines and Historical/Cultural Resources.



PLANNING AND DESIGN PRINCIPLES

The Powder Mountain Resort consists of approximately 10,000 acres and spans both Weber County and Cache County. Approximately 6,300 acres are located within Weber County with the majority of this area undeveloped. The existing Powder Mountain ski area is primarily within Cache County with only a small area currently located within Weber County. The Weber County portion of the project is vested by an approved Development Agreement dated November 29, 2012, Entry # 2607988 that established density for the property of 2,800 units.

In 2012, Powder Mountain began to assemble a team of design and development professionals to initiate the Master Plan development that would appropriately integrate the vision for Powder Mountain. This planning process involved dozens of varied and skilled professionals and focused on every aspect of mountain design from roadway and ski design to snow storage and snow removal strategies. This planning process was thorough and extensive.

Due to the vast area of the property, proposed development within Weber County has been arranged into separate, smaller planning areas denoted on the Overall Master Plan and Overall Land Use Plan with a letter (Areas A through F).

The proposed plan for the property within Weber County includes the development of mountain “villages” that are appropriately located and provide appropriate land uses, vehicular and pedestrian access, amenities and open spaces based on their locations and proposed functions within the resort. These include uses to enliven the existing mountain base (Area A - Mid Mountain) by including hotels and condominiums for overnight accommodations at the base of the mountain. This area becomes the primary destination for year round visitors providing direct mountain access. This area also includes Hotel uses at the top of the Sundown lift as well as a mix of single family and multi-family homes located along the Sliver above Summit Pass Road to give the Mid-Mountain area a true ski mountain village mass and energy throughout the year.

The Ridge (Area B) builds upon the existing Hidden Lake Express top terminal which will become the core of this planning area. The Ridge development area will include Ski Lodges, Conference and Meeting spaces, hotels, townhomes and various residential properties ranging from small “nests” to 20+ acre ranches.

Earl’s Village (Area C) continues the Powder Mountain tradition of starting your day at the peak and skiing down from the top of the mountain. Earl’s Village provides a mix of hotel and multi-family development parcels with ski access in three directions and with views that are unmatched in the West. Earl’s Village sits above the more boutique Summit Powder Mountain Village providing the classic ski mountain village anchor to the Resort.

The heart of the Powder Mountain project is the Summit Powder Mountain Village (Area D). The Summit Powder Mountain Village is the center of the Summit Community and is located on a saddle providing commanding views while being tucked away from the rest of the mountain. This preserves views and provides for a secluded and protected environment. This village provides for ski access into Mary’s Bowl, Lefty’s and Geertsen Canyon providing immediate access to the world class skiing at Powder Mountain. The Summit Powder Mountain Village contains a mix of hotels, boutique hotels and boutique shops, community amenities, public places and spaces, multifamily and single family homesites including townhomes, condominiums, attached and detached single family and “nests” of all types. This mix of uses surrounds the Summit Powder Mountain Village Main Street and forms the core of the Summit Powder Mountain Village. It also includes clustered residential development tucked amongst the existing trees and just beyond the village core. These areas include single family residential products that begin the density transition to the open spaces with larger lot types including ranch lots.

The Gertsen development area (Area E) transitions from the more dense Earl’s and Summit Powder Mountain Villages to less intense multi family and single family units as the project moves to toward the boundary. A small, organized node of multi family townhomes, “nests” and smaller lot single family units anchor the top terminals of the proposed Vern’s and Lefty’s lifts with lots getting progressively larger as you move west and down the hill. Here larger estate and ranch lots are tucked into large expanses of aspens and along the edge of the Enchanted Forest.

The Meadow Master Plan (Area F) transitions density from the most dense area of the Summit Powder Mountain Village to the project’s south edge. The north edge of the Meadow development area maintains the structured road and lotting systems found in the Summit Powder Mountain Village but begins to loosen this development pattern thru the meadow and out to the rock outcropping with larger estate and ranch lots. The south edge of the development area is a location identified for a small, exclusive boutique hotel and retreat providing a destination anchor to the resort with views overlooking the Ogden Valley and Mount Ogden.

Throughout the planning process, open spaces and trail corridors and connections took center stage as seen on the Open Space and Trail Plan. This ensured that access to the beautiful and abundant natural features within the project remains accessible and preserves as much of this natural environment as possible.

The proposed Powder Mountain project is compatible with surrounding land uses and, as outlined herein, is in compliance with the goals and objectives outlined in the Ogden Valley General Plan. The impact to the surrounding area will be positive as outlined in the Cost Benefit Analysis/ Fiscal Impact study. The impact on traffic congestion through the Valley will be minimal as outlined in the traffic study completed as part of the transportation element which is included as Exhibit 2. The Master Plan for Powder Mountain will add a much needed boost to the Powder Mountain Ski Area while also providing a unique on-mountain development that will include a well placed and well balanced mix of mountain uses that will provide Powder Mountain and maybe just as importantly, Weber County, with a project that is sustainable and advances the community goals of a Destination Recreation Resort.



SUSTAINABILITY

SUSTAINABILITY DEFINED

Powder Mountain Resort will be built as a high-quality, year round destination that is a sustainable model for mountain resort and recreational communities. Sustainable design has many definitions and many thresholds for achievement across the development industry. Sustainability in the West, in particular should be focused on issues that may be different than those in other locations and climates. In this context, everything in this mountain west resort community falls under consideration – from the decisions about how to conserve water (the most important element possibly) to the treatment of stormwater and the programming of the Resort and beyond to minimize the need for the automobile. The following narrative describes some of the strategies that will be used to achieve a strategic, sustainable community.

ECONOMIC SUSTAINABILITY

The proposed Master Plan for Powder Mountain will provide economically viable development while protecting the natural environment and conserving natural resources. The Cost/Benefit and Fiscal Impact Analysis defines the economic and intangible benefits of the proposed Resort as attached herein.

COMMUNITY SUSTAINABILITY

Transportation:  
Encourage alternative modes of transportation through site planning and building orientation that emphasize connections to sidewalks and trail networks. Homes should be placed and built incorporating easy connections for pedestrian and bike access to trails, sidewalks and streets.

Open Space:  
Encourage design that emphasizes the natural connection to open space and parks. Provide maximum continuity of open space and preserve important natural vistas that reinforce a sense of place and relationship to the natural environment. Integrate views and access into the open space trail network from homes. Promote the development of site plans that create attractive, comfortable outdoor spaces.

Topography:  
Integrate natural site features such as topography, views and vegetation into site design. Building placement should follow contours rather than being placed at right angles to the prevailing slope. On sloping sites, staggering placement of homes along opposite sides of the street, rather than siting homes directly opposite one another, can provide better preservation of views. Use topography to create continuous green space connectivity between homes. Retain the maximum possible amount of natural vegetation. Variety is important to serve the wants and needs of a diverse community and ensure its sustainability. There will be a variety of dwelling types, price ranges and character at Powder Mountain. A variety of architectural styles, sizes and forms creates community identity and establishes a place. There will also be a variety of options in commercial offerings; daily needs, shopping and visitor accommodations. Civic events and recreational opportunities will also serve a wide demographic and provide active and passive opportunities that range from skiing, mountain biking, people watching and outdoor events such as music events and festivals.

FIRE PROTECTION

Fires:  
No person shall build, ignite or maintain any outdoor fire of any kind for any purpose with the exception of a permanent barbecue, portable barbecue or grill and they are located a minimum of thirty (30) feet from any combustible material or non fire-resistant vegetation.

Defensible Space:  
All owners will place an emphasis on utilizing fire-resistant vegetation or growth within the planned landscape adjacent to all buildings and structures to minimize the potential of transmitting fire from the native growth to any structure (generally 30’ minimum). Deadwood shall be regularly removed from trees.

AESTHETIC INTEGRITY

By taking advantage of its scenic surroundings and the beauty of its sensitive lands, Powder Mountain Resort will become known as one of the premier resort communities in the West. It is an art form to frame and direct attention to natural beauty and dramatic views. The natural setting of Powder Mountain, with its rugged mountains and long valley views, are what make the setting so inspiring. The preservation of this aesthetic is critical to the long-term vision for Powder Mountain Resort. To ensure that the existing natural beauty is preserved, Powder Mountain is protecting approximately 76 percent of the land as open space. This means that there are plenty of spaces and places with uninhibited views of the majestic mountains and valleys throughout the development.

ENVIRONMENTAL STEWARDSHIP

The land uses illustrated in the proposed Master Plan for Powder Mountain have been carefully positioned based on attributes of the land. Drainage and wildlife corridors, steep slopes, and landslide hazards have been buffered and preserved from development and incorporated into the vast open space network. The areas identified for development are those that balance the capacity to support construction, are physically accessible and add value to real estate development opportunities. The remaining open space areas will retain their value and character as scenic amenities and recreational assets. Development areas are planned as compact neighborhoods to create a sense of place, establish identity and to preserve the natural character of the land. Stewardship of the land will sustain the health of its natural systems, habitat and scenic value while the careful integration of a resort community will benefit future community residents, landowners and Weber County.

POTABLE WATER

Powder Mountain is implementing requirements for indoor water as part of the Design Guidelines to reduce the project’s average indoor water demand (and the associated wastewater generation) with a goal of 50 percent compared to State Water (and Wastewater) Design Requirements. This includes requirements for water efficient fixtures and appliances for new residential construction and limits on landscape irrigation to reduce the overall project water use by 20 to 25 when compared to other current development in Utah.

IRRIGATION WATER

Powder Mountain is reducing irrigation water demands by limiting the amount of irrigated area allowed for each lot as part of the Design Guidelines. The Guidelines also require a water budget, weather based irrigation control, water efficient irrigation system, the use of native and low water plants and encourage opportunities for strategies then might include grey water and/or rainwater harvesting (in strict conformance with State law).

WASTEWATER

Powder Mountain’s goal to reduce indoor water use by 50 percent when compared to State requirements will also reduce wastewater generated by the project by 50 percent. The use of various advanced wastewater treatment techniques and reuse will also be considered for future phases of the project.

STORMWATER

The state of the practice for drainage has progressed significantly over the past several years as an awareness of the need to implement best management practice (BMPs) has grown and NPDES regulations have been implemented. To help reduce runoff peaks and volumes from development areas, Powder Mountain will emphasize minimizing directly connected impervious areas to route runoff from impervious surfaces over landscaped or natural areas to slow down runoff and promote infiltration. Powder Mountain will also focus on reducing paved areas and directing stormwater runoff to buffer strips, and vegetated swales to slow down the rate of runoff, reduce runoff volumes, attenuate peak flows, and encourage filtering and infiltration of stormwater. Every effort will be made to maintain natural conditions and prevent the degradation of downstream water quality.

Sustainable Development  
Powder Mountain aspires to a higher level of project wide sustainable development and is requiring green building practices as part of the Design Guidelines to insure the construction and maintenance of the project is sustainable. These requirements include energy efficiency, water conservation, limiting grading and limiting building footprint, using sustainable and locally sourced building materials, and limiting building heights to protect view. The requirements are similar to U.S. Green Building Council’s Leadership in Energy and Environmental Design (LEED) standards.

ENERGY

Reducing energy use with more efficient buildings as well as incorporating, solar, solar domestic hot water, geothermal and ground source heat pump to reduce traditional energy sources are all under consideration for Powder Mountain.

Solar Energy:  
Powder Mountain is exploring a solar garden approach to delivering power to the community. A solar garden approach will allow the placement of solar panels in locations that are environmentally appropriate and aesthetically pleasing. The Design Guidelines address increasing the efficiency of heating buildings using passive solar and day-lighting energy building design, solar hot water and space or water heating using solar-

thermal panels. The Design Guidelines include opportunities for direct solar (photovoltaic panels) as well as increasing the efficiency of heating buildings using passive solar and day-lighting energy building design, solar hot water, and space or water heating using solar-thermal panels.

Geothermal Energy:  
Powder Mountain’s Design Guidelines also encourage alternative energy strategies like geothermal exchange heat pumps. Heat pumps utilize the subsurface ground which maintains an almost constant temperature of 50-60 degrees Fahrenheit. Since the ground is warmer than the air above the surface in the winter and cooler in the summer, geothermal heat pumps use a ground heat exchanger and a pump unit to heat and cool buildings and heat water. They use less energy than conventional heating and cooling systems and are more efficient, saving energy, money and reducing air pollution. Powder Mountain is also exploring community wide geothermal solutions.

TRANSPORTATION

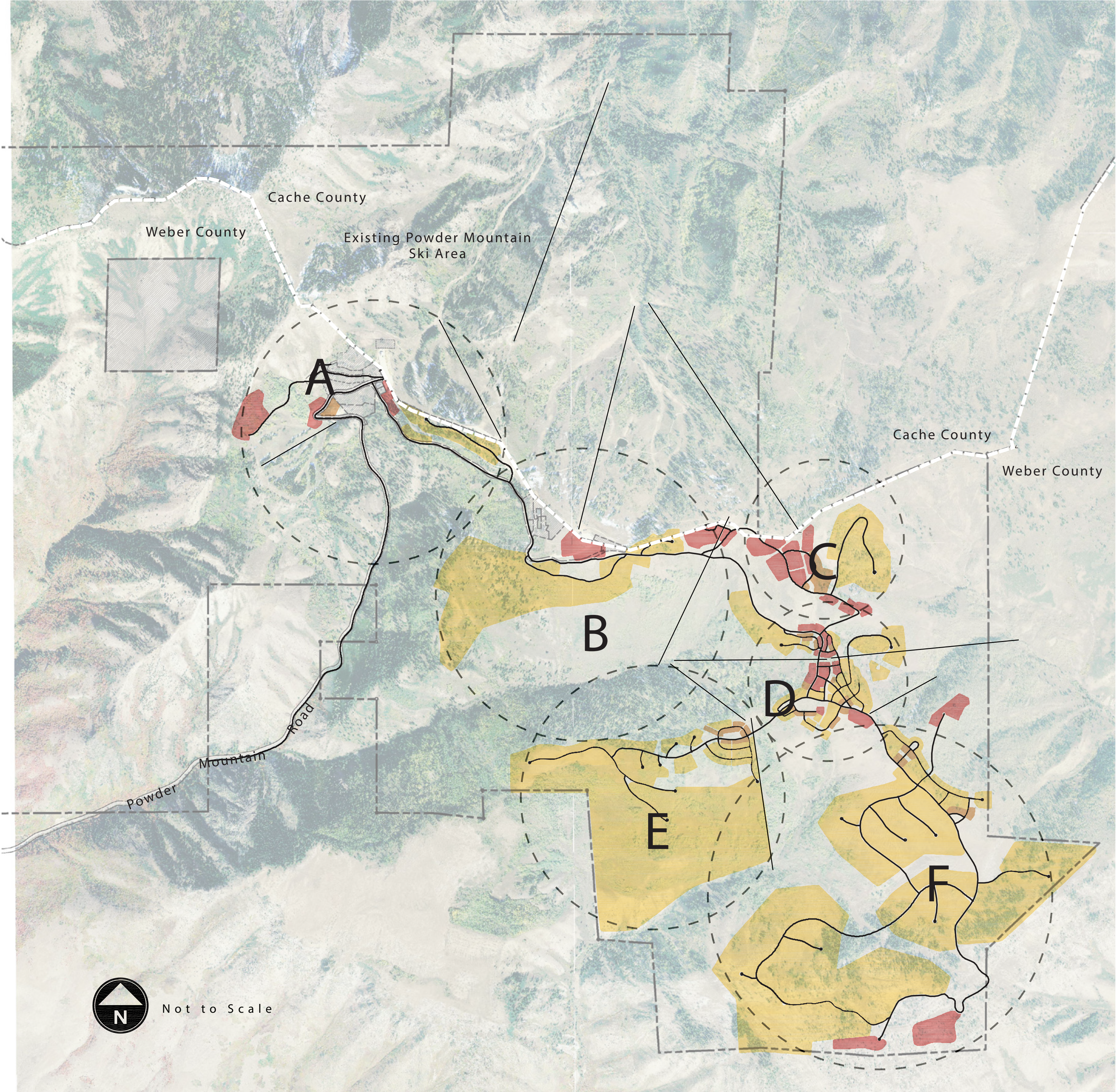
Powder Mountain is using the principles of Context Sensitive Solutions (CSS) for the design of roadway improvements at Powder Mountain. CSS places emphasis on walkable communities, more compact development, mixed land uses and support for pedestrians and bicyclists.

Transportation facilities are being designed that fit the setting and preserve scenic, aesthetic, historic and environmental resources, while maintaining safety and mobility. CSS includes design objectives for safety, efficiency, capacity and maintenance, while integrating community objectives and values relating to compatibility, livability, sense of place and reduced environmental impacts. Powder Mountain is also considering a circulating shuttle route for future phases to reduce automobile dependence within the community. Powder Mountain will also develop Zipcar, Uber or Lyft style vehicle sharing programs.

The project also includes a comprehensive system of pedestrian and bicycle trails to promote alternative modes of travel by providing internal connections between development areas and potentially to regional trails. Powder Mountain will make every effort to provide information on shuttles, transit and other alternate modes to visitors and residents.



# Overall Land Use Plan



The Overall Land Use Plan depicts general areas for development within the proposed Rezone boundary. These areas indicate general land use areas and roadway circulation proposed.

Each area identified is represented in greater detail within this Rezone Application.

DEVELOPMENT AREAS

- A - Mid-Mountain
- B - The Ridge
- C - Earl's Village
- D - Summit Village
- E - Gertsen
- F - The Meadow

DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE	
	HOTELS	1,218
	COMMERCIAL/SKIER SERVICES/CONF. CENTER RETREATS	ROOMS* 159,000 SF 180 ROOMS*
<div></div>	MULTI FAMILY	1,256 UNITS
<div></div>	SINGLE FAMILY	
	SINGLE FAMILY LOTS NESTS	738 UNITS 340 NESTS
TOTAL UNITS		2,800 UNITS

\* HOTEL AND RETREAT ROOMS EQUAL .33 UNITS EACH FOR DENSITY CALCULATIONS



# Overall Master Plan



The Overall Master Plan depicts conceptual development patterns and connectivity within the proposed Rezone boundary. These areas identify the general development massings, open spaces, recreational components and pedestrian and roadway circulation proposed.

Each area identified is represented in greater detail within this Rezone Application.

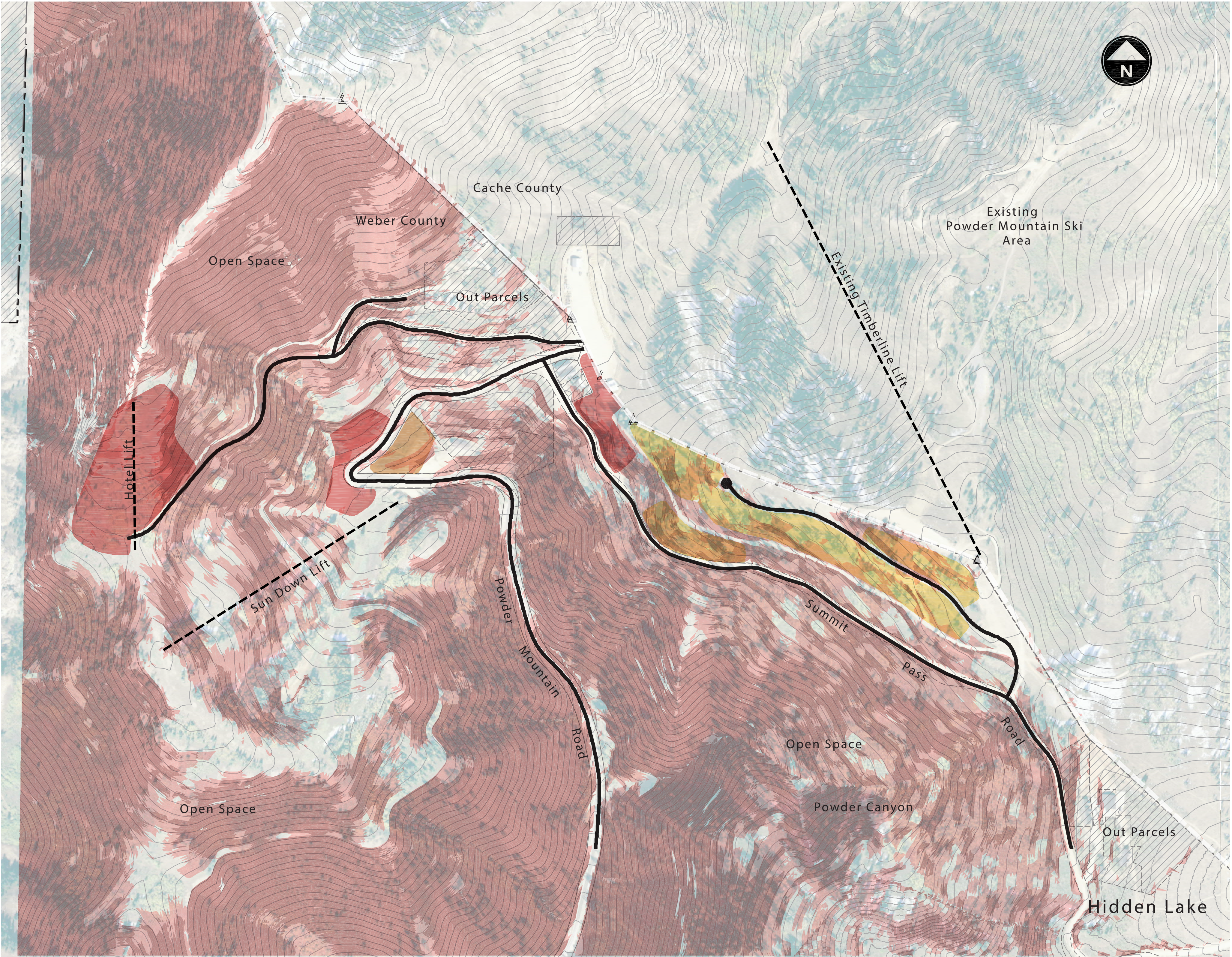
DEVELOPMENT AREAS

- A - Mid-Mountain
- B - The Ridge
- C - Earl's Village
- D - Summit Village
- E - Gertsen
- F - The Meadow

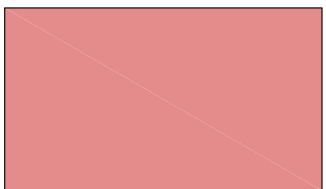
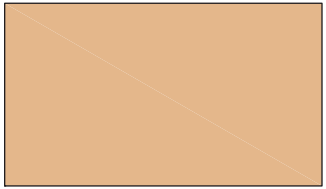



# Mid-Mountain Slope Map & Aerial Photo


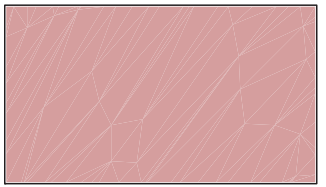
The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.



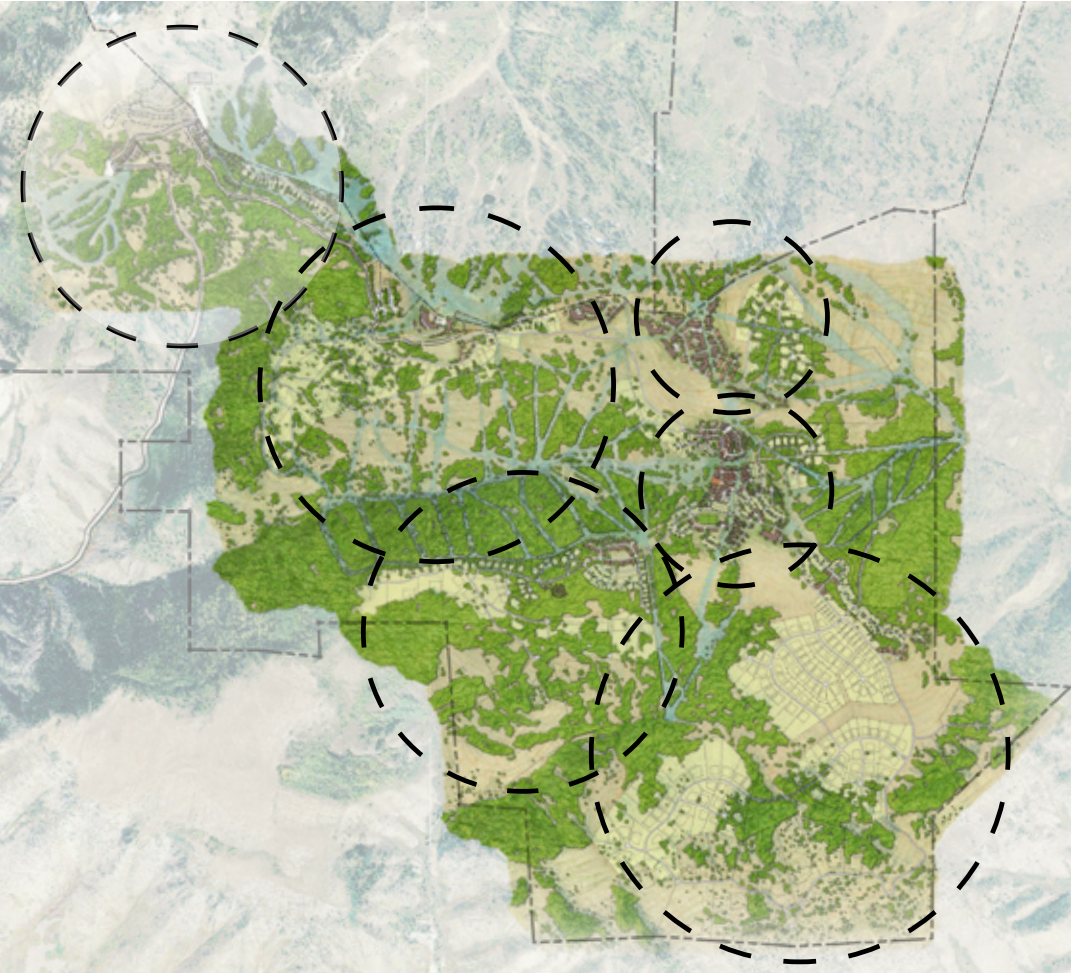
### DEVELOPMENT LEGEND

-  MIXED USE
-  MULTI FAMILY
-  SINGLE FAMILY

### SLOPE LEGEND

-  SLOPES 30-40%
-  SLOPES 40% AND ABOVE

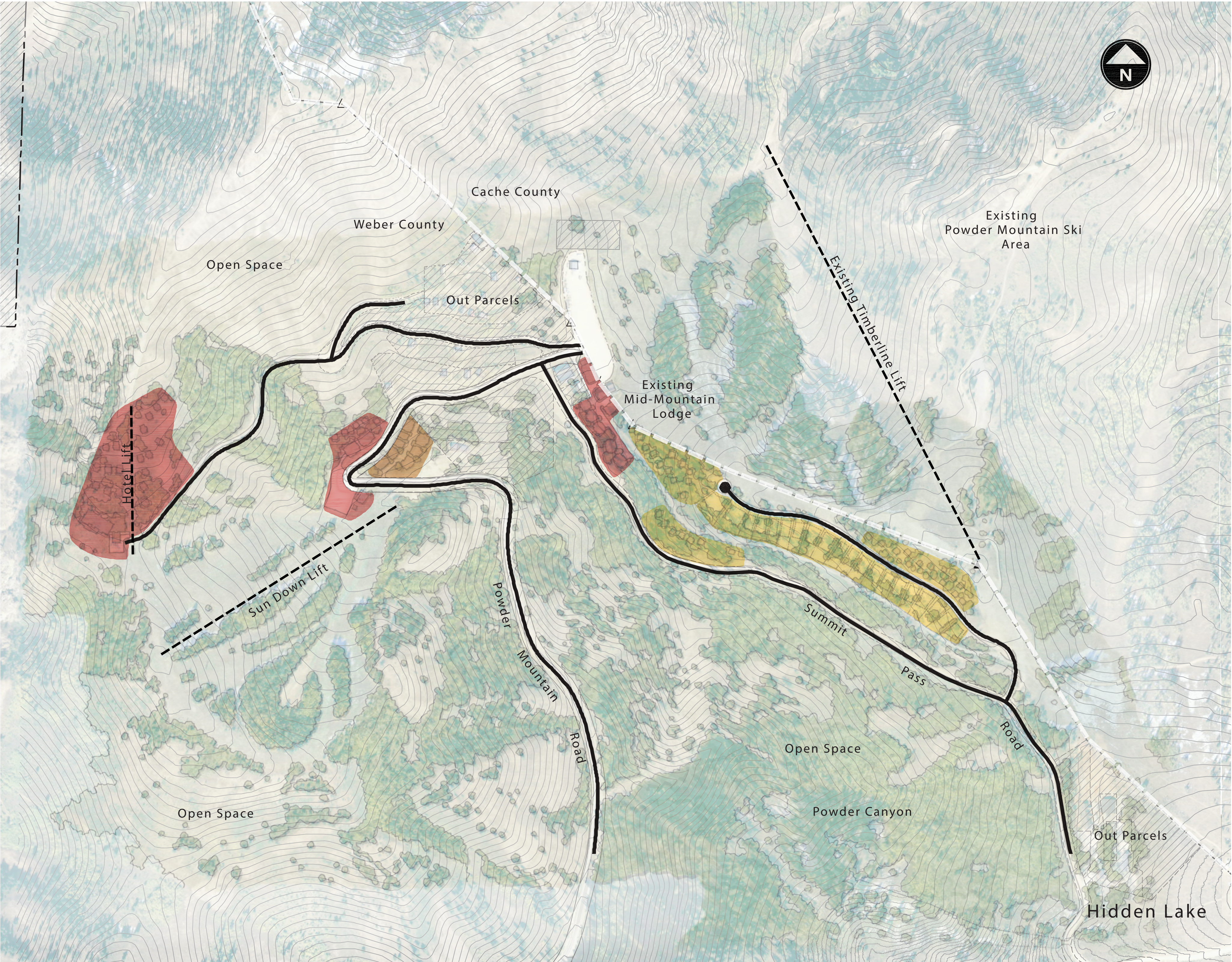
### KEY MAP



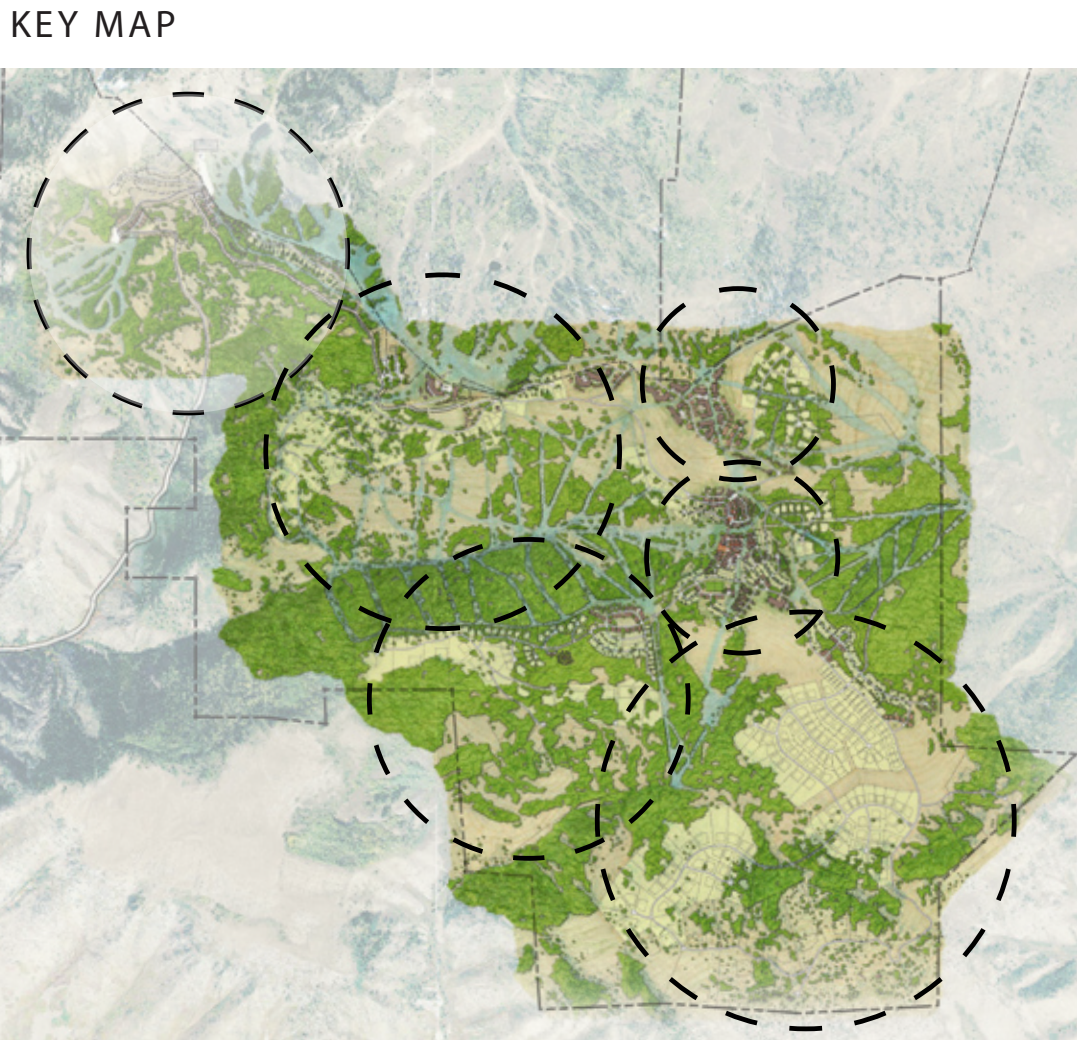


# Mid-Mountain Master Plan

Mid-Mountain is the entry portal to Summit Powder Mountain. This area will provide a subtle entry into the Resort with a mix of Hotel, townhome and single family development opportunities that will support the beginner ski area at Sundown as well as the existing public access to the mountain at the Mid Mountain Lodge.



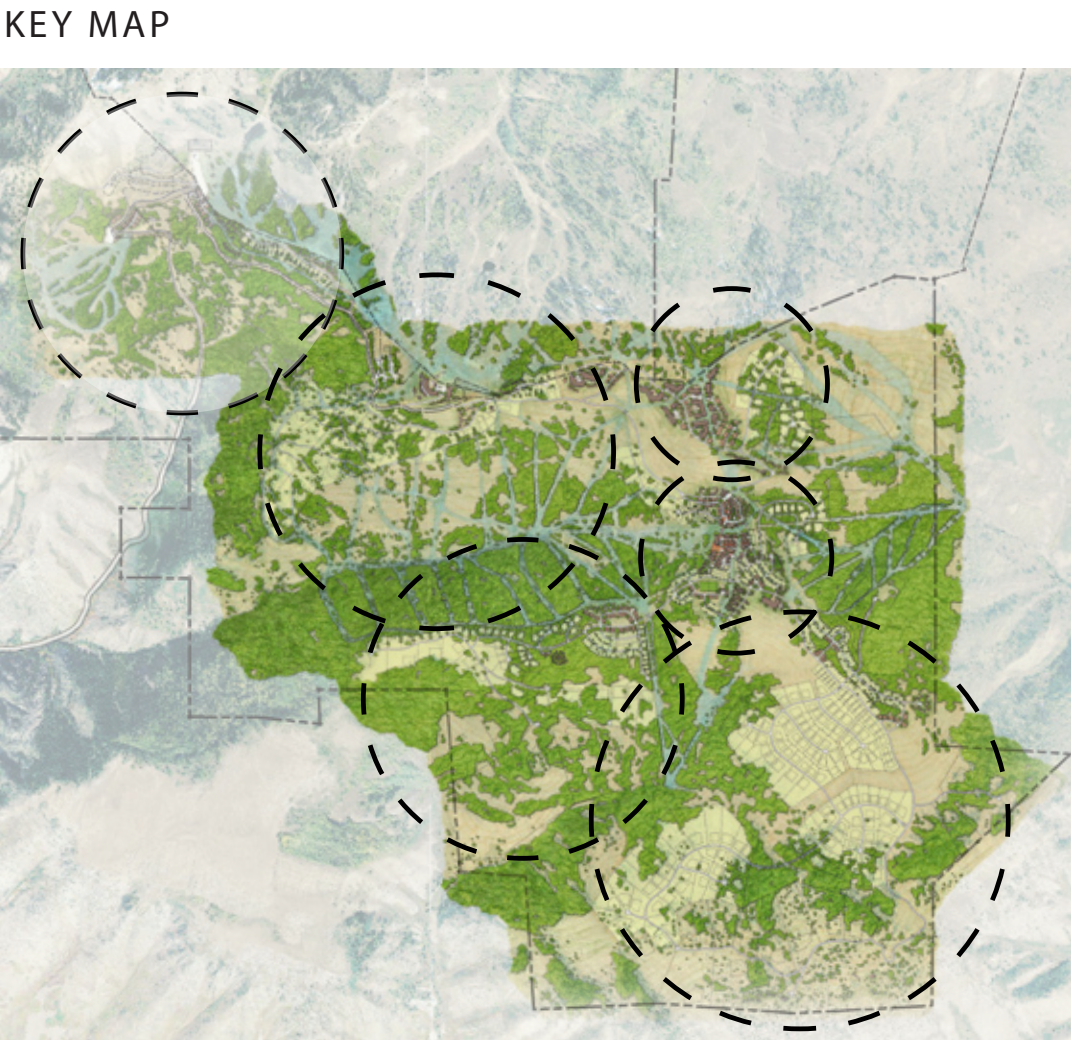
DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE HOTEL COMMERCIAL SKI LODGES & SERVICES	108 ROOMS 10,000 SF
	MULTI FAMILY	80 UNITS
	SINGLE FAMILY SINGLE FAMILY LOTS NESTS	20 UNITS 55 UNITS





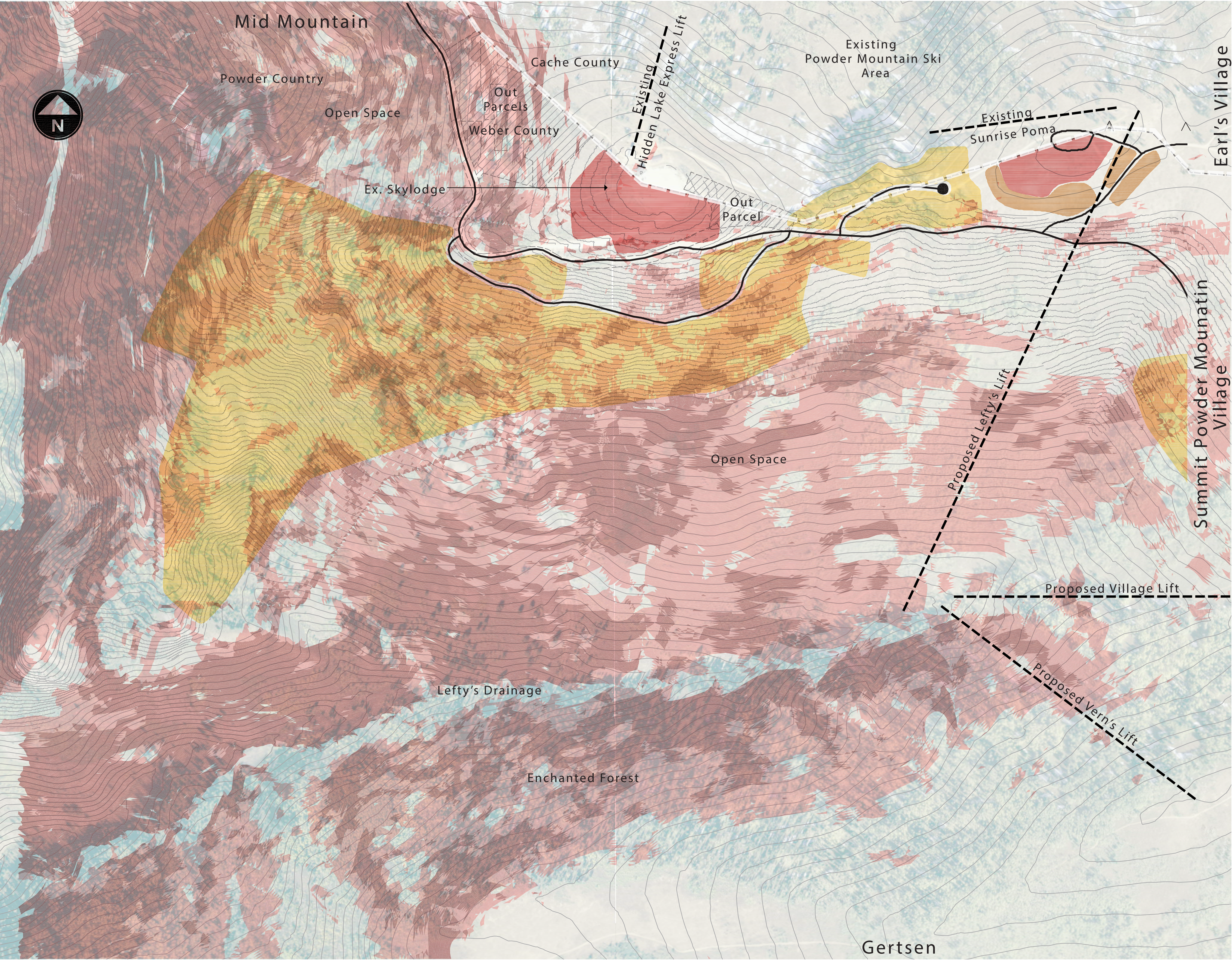
# Mid-Mountain Illustrative Plan

The illustrative plan identifies the areas at the base of Sundown and the existing Mid Mountain Lodge for multi-family ski village units. The top of Sundown is proposed as a dramatic Boutique Hotel location located just above the Sundown Saddle. A mix of single family homesites and single family nests are proposed along the south slopes of the County line providing dramatic long views with ski-in/ski-out access while maintaining the existing ski terrain and mountain access.



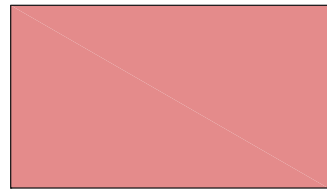
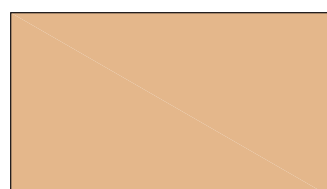
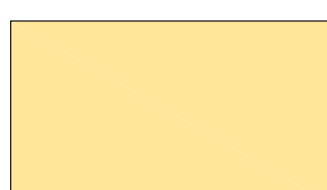


# The Ridge Slope Map & Aerial Photo




The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.

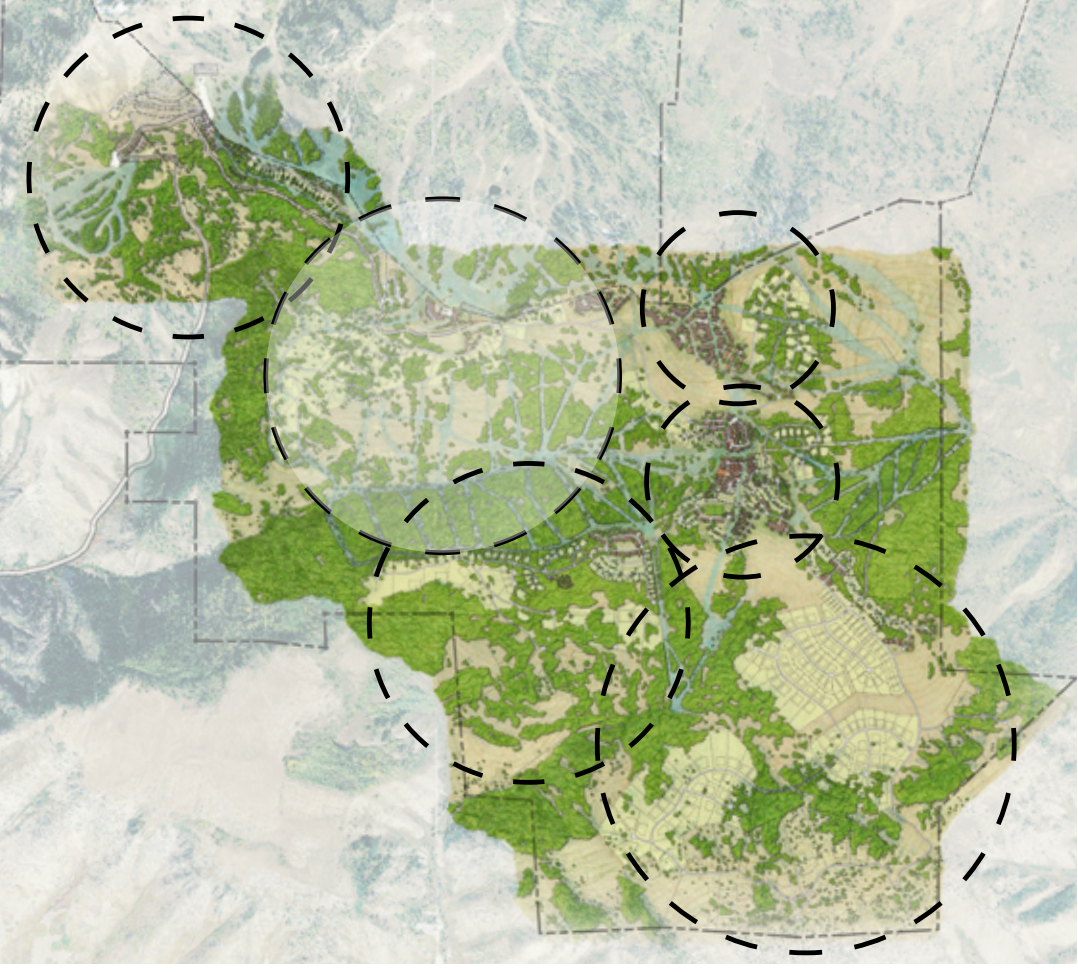
## DEVELOPMENT LEGEND

-  MIXED USE
-  MULTI FAMILY
-  SINGLE FAMILY

## SLOPE LEGEND

-  SLOPES 30-40%
-  SLOPES 40% AND ABOVE

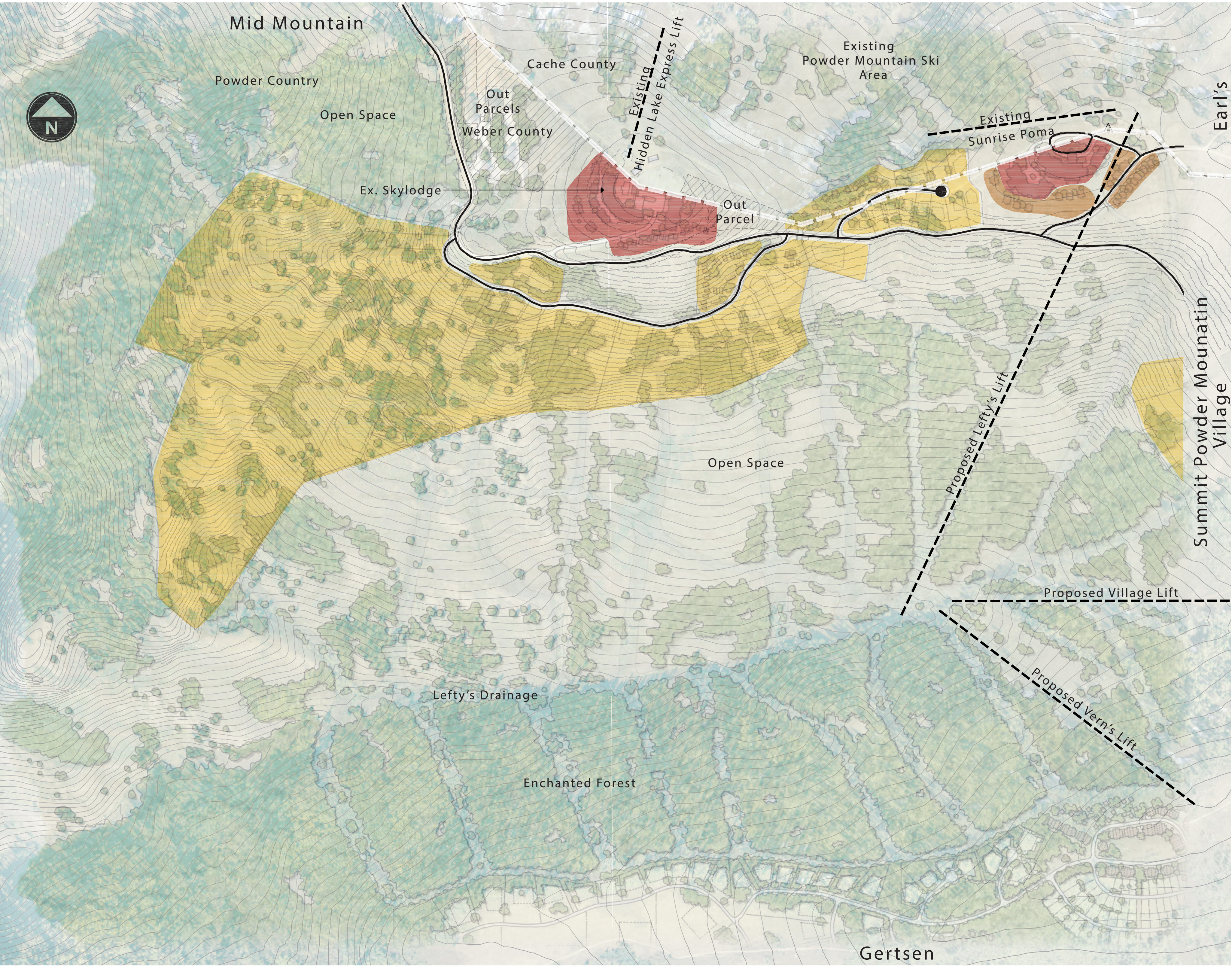
## KEY MAP



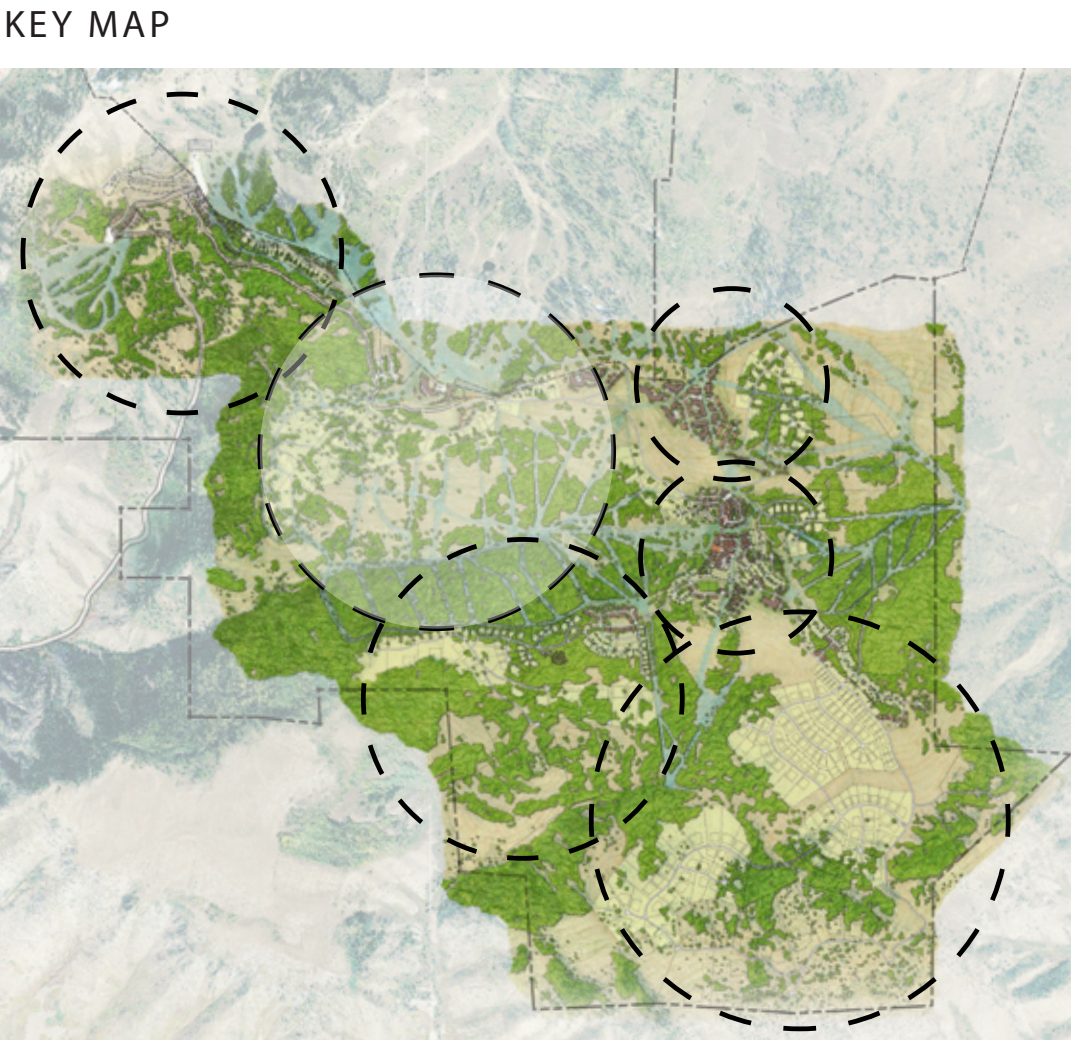


# The Ridge Master Plan

The Ridge development area includes hotel and associated skier lodges/skier services as well as multi family units all centered around the “top of the mountain” and existing and proposed top lift terminals providing the classic Powder Mountain ski experience. Remaining development areas provide a mix of small “nests” tucked among existing vegetation and a mix of single family lot sizes providing dramatic views to Mount Ogden, the Wasatch Range and the Great Salt Lake.



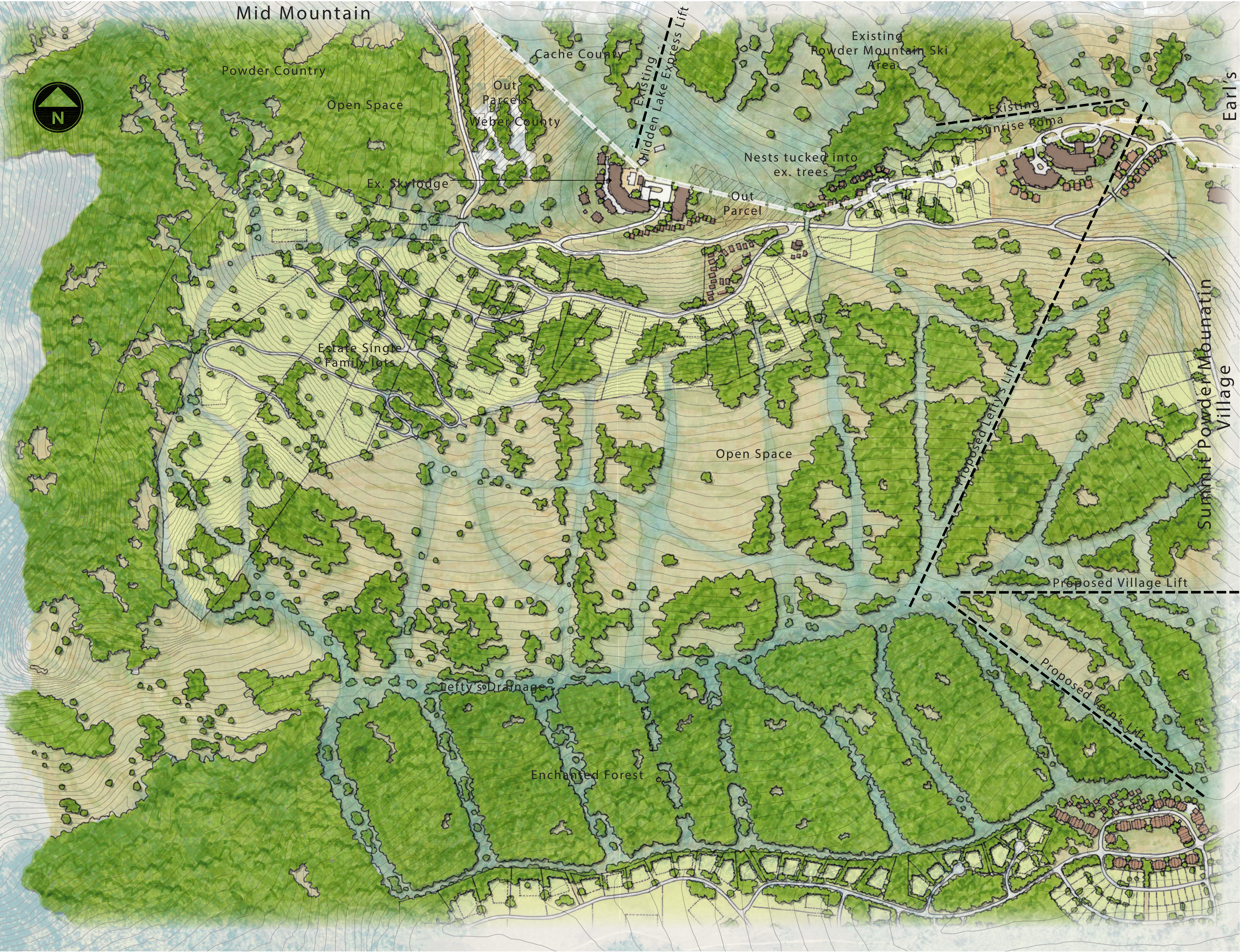
DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE	
	HOTELS	180 ROOMS
	COMMERCIAL	9,000 SF
	SKI LODGES & CONF. CENTER	10,000 SF
<div></div>	MULTI FAMILY	84 UNITS
<div></div>	SINGLE FAMILY	
	SINGLE FAMILY LOTS NESTS	33 UNITS 42 UNITS



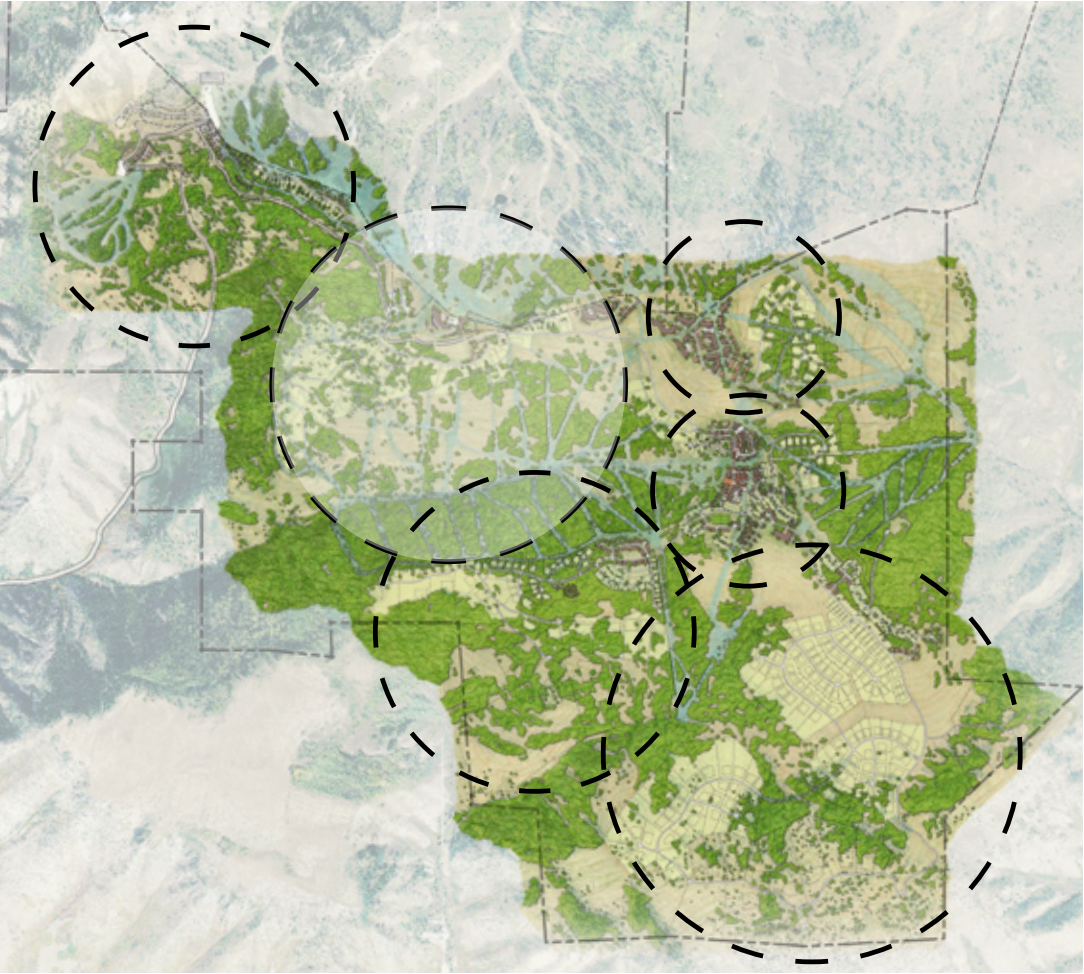


# The Ridge Illustrative Plan

Placement of development within the Ridge area has been sensitive to the existing ski experience at Powder Mountain with future hotels and multi family units designed to be within ski access to the existing mountain while maintaining the existing ski accesses. Single family units have been located on the mountain within existing tree massings to provide visual and physical protection as well as to maintain those important open meadow and hillsides for the remainder of the Resort.



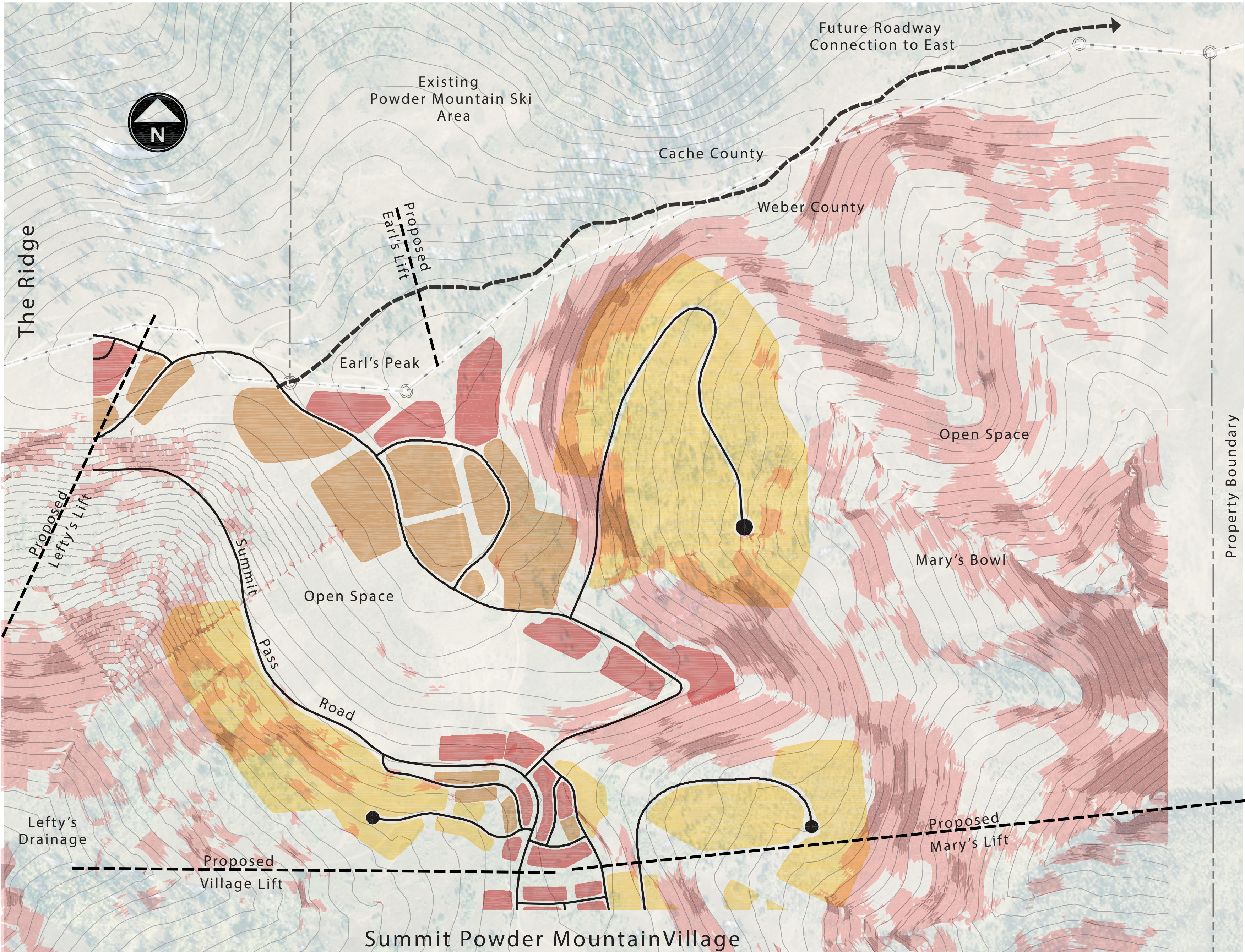
KEY MAP





# Earl's Village Slope Map & Aerial Photo

The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.



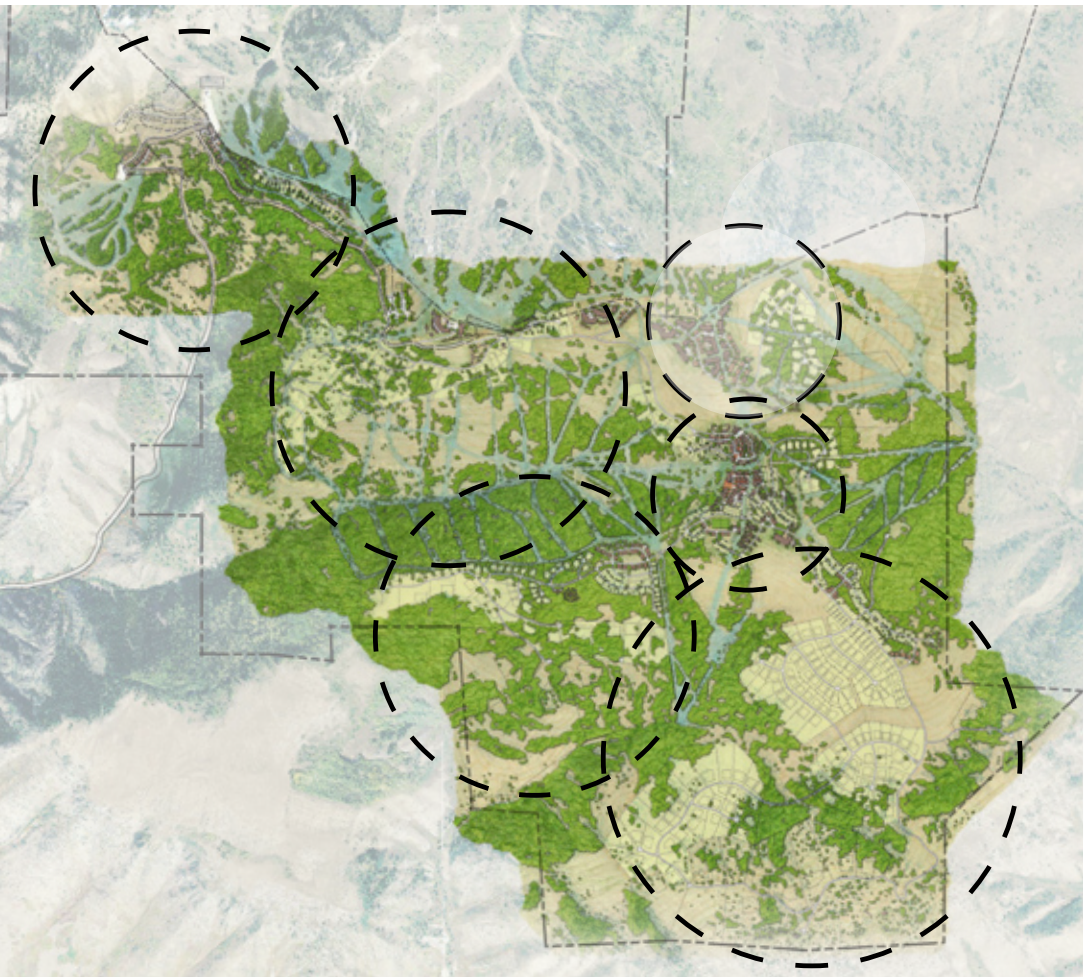
DEVELOPMENT LEGEND

- MIXED USE
- MULTI FAMILY
- SINGLE FAMILY

SLOPE LEGEND

- SLOPES 30-40%
- SLOPES 40% AND ABOVE

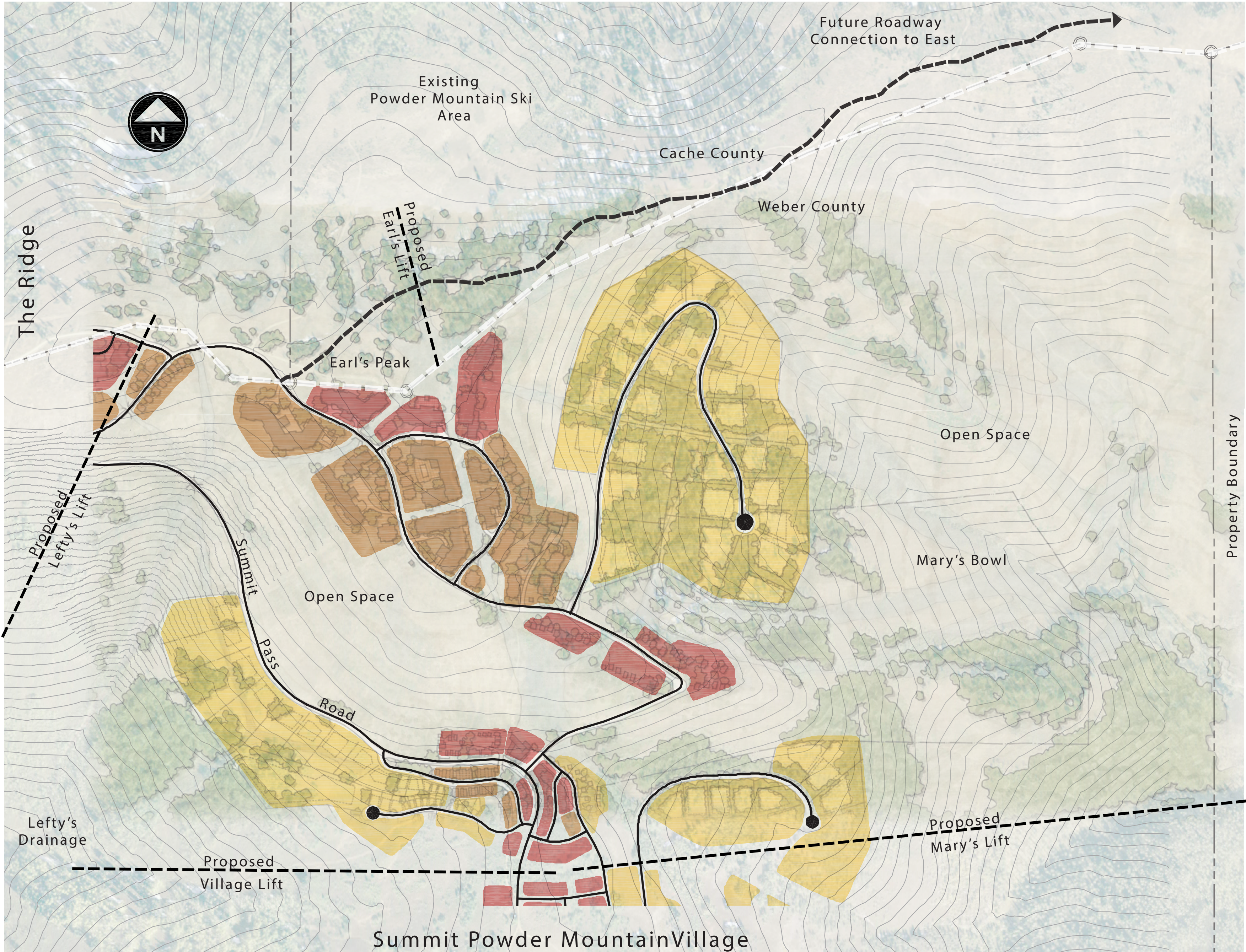
KEY MAP



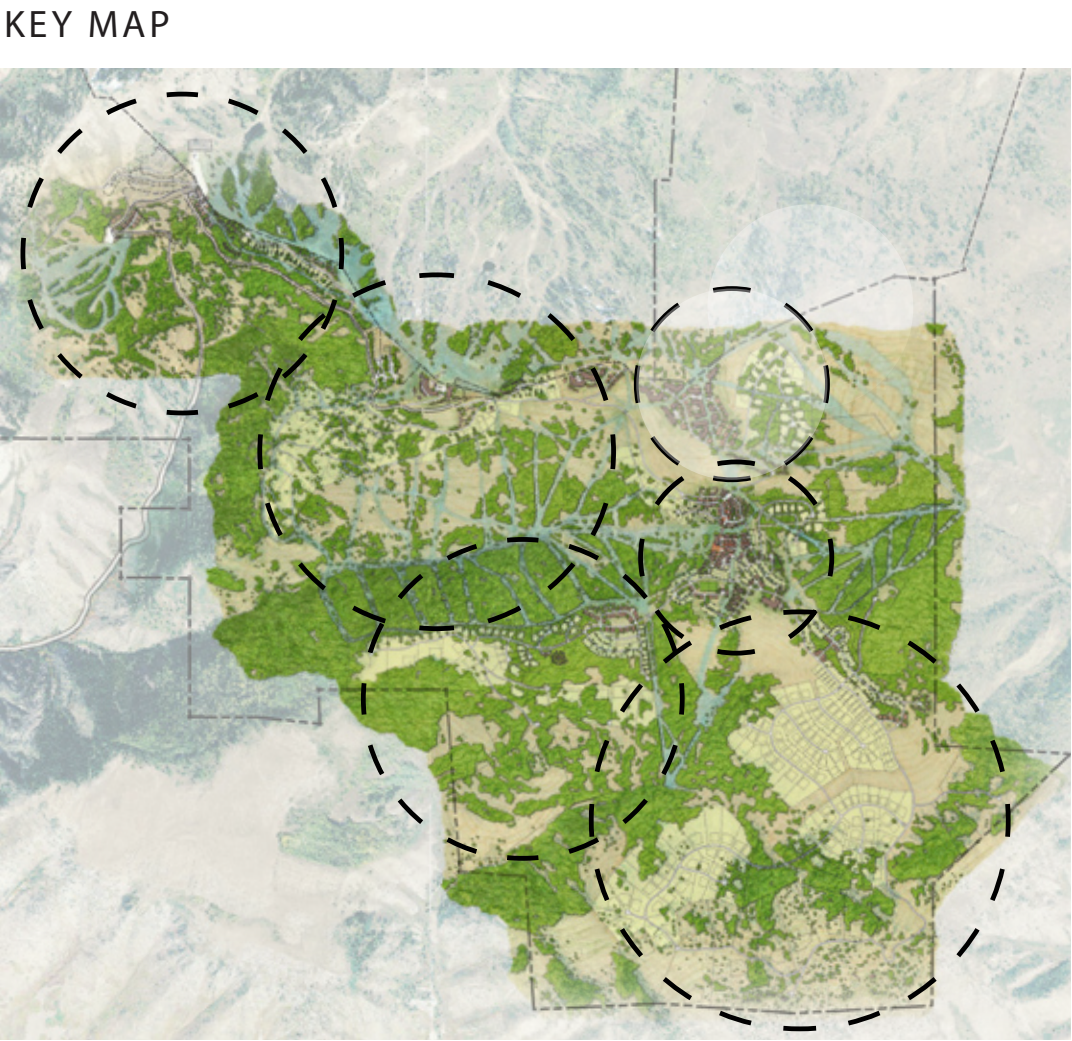


# Earl's Village Master Plan

Earl's Village continues the Summit Powder Mountain tradition of starting your day at the peak skiing down from the top of the mountain. The Village provides a mix of hotel and multi-family development parcels with ski access in three directions and with views that are unmatched in the West. Earl's Village sits above the more boutique Summit Village providing the classic ski mountain village anchor to the Resort.



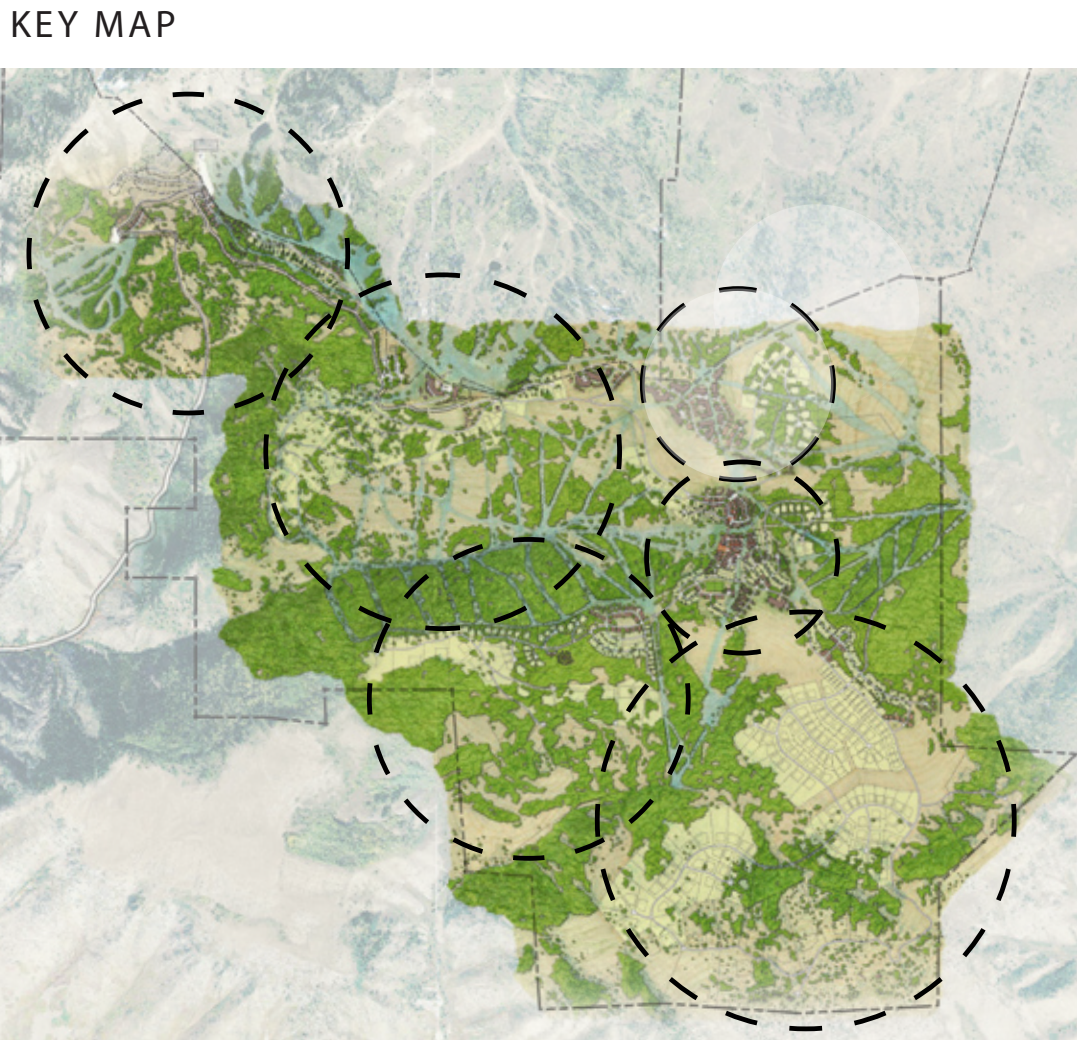
DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE	
	HOTELS	320 ROOMS
	COMMERCIAL/SKI	40,000 SF
	LODGES & CONF. CENTER	
<div></div>	MULTI FAMILY	790 UNITS
<div></div>	SINGLE FAMILY	
	SINGLE FAMILY LOTS	24 UNITS





# Earl's Village Illustrative Plan

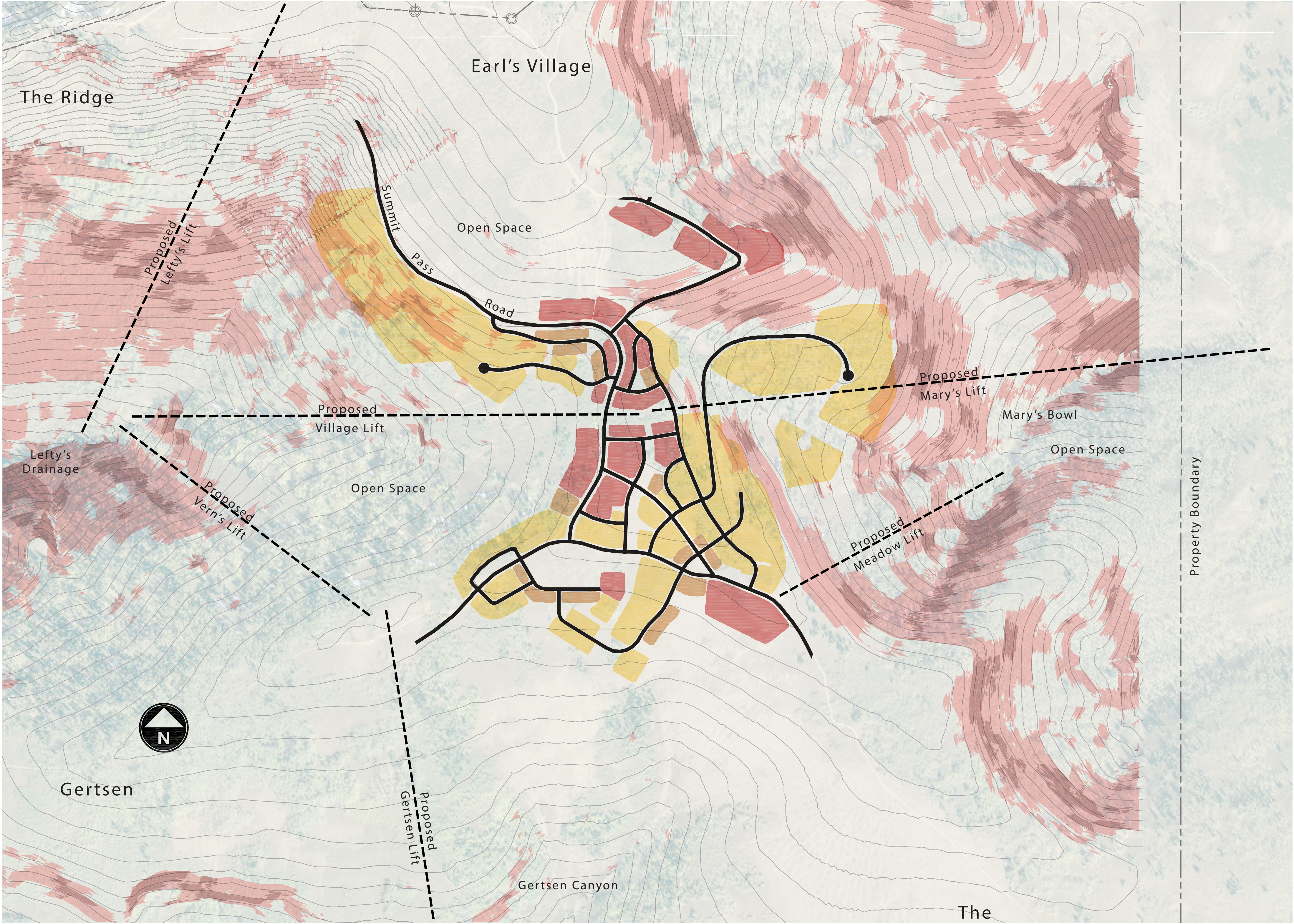
Earl's Village is the high mountain ski destination within the resort with hotels, townhomes and condominiums located around the south side of Earl's Peak. The Village provides for excellent access to the existing Powder Mountain Ski terrain while providing development parcels with commanding views from the top of the Mountain. Ski access out of the Village leads to Lefty's, Mary's Bowl and to the Summit Village. Earl's also contains a limited number of ski-in/ski-out estate single family lots at the top of Mary's bowl.





# Summit Powder Mountain Village Slope Map & Aerial Photo

The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.



## DEVELOPMENT LEGEND

- MIXED USE
- MULTI FAMILY
- SINGLE FAMILY

## SLOPE LEGEND

- SLOPES 30-40%
- SLOPES 40% AND ABOVE

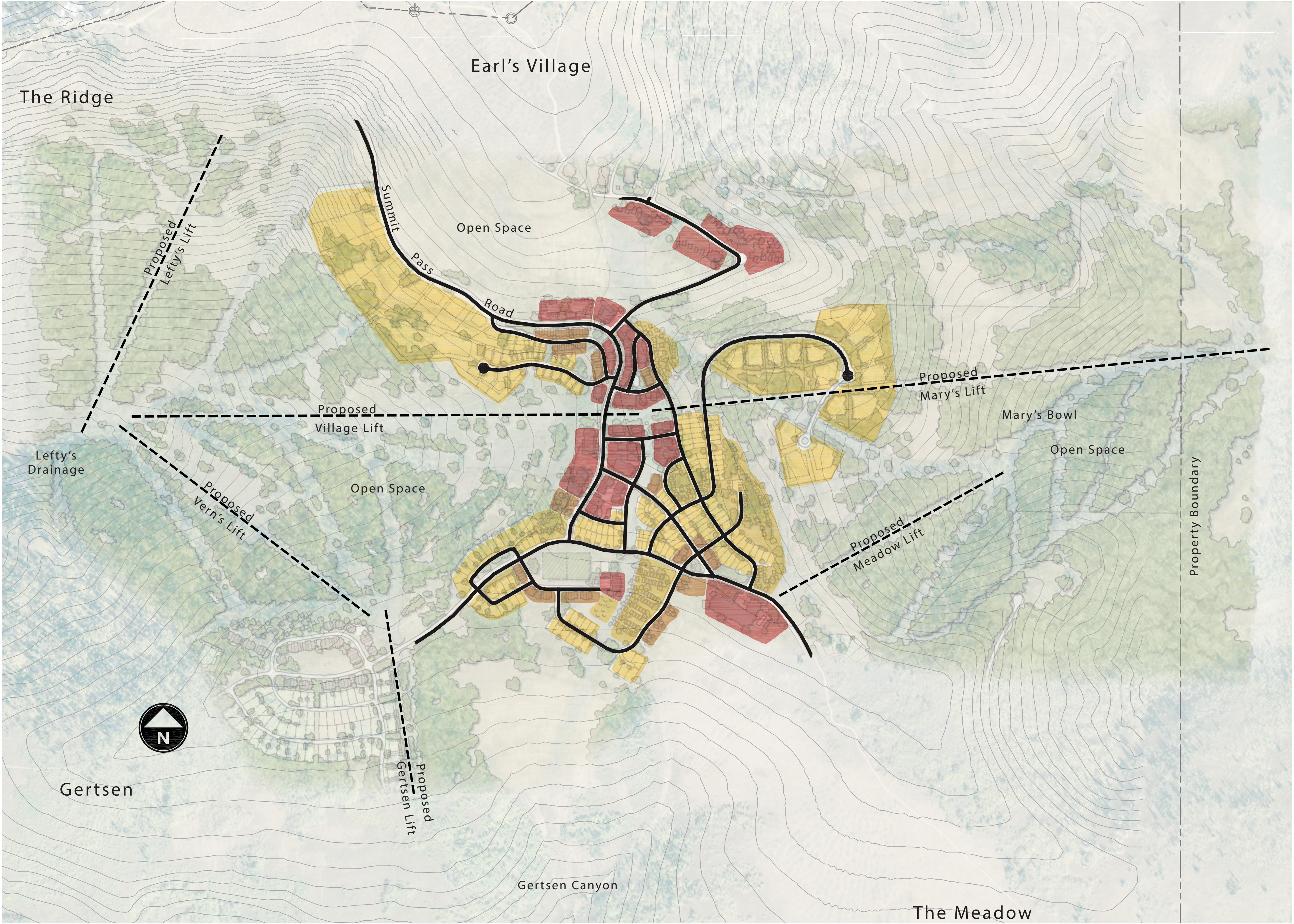
## KEY MAP



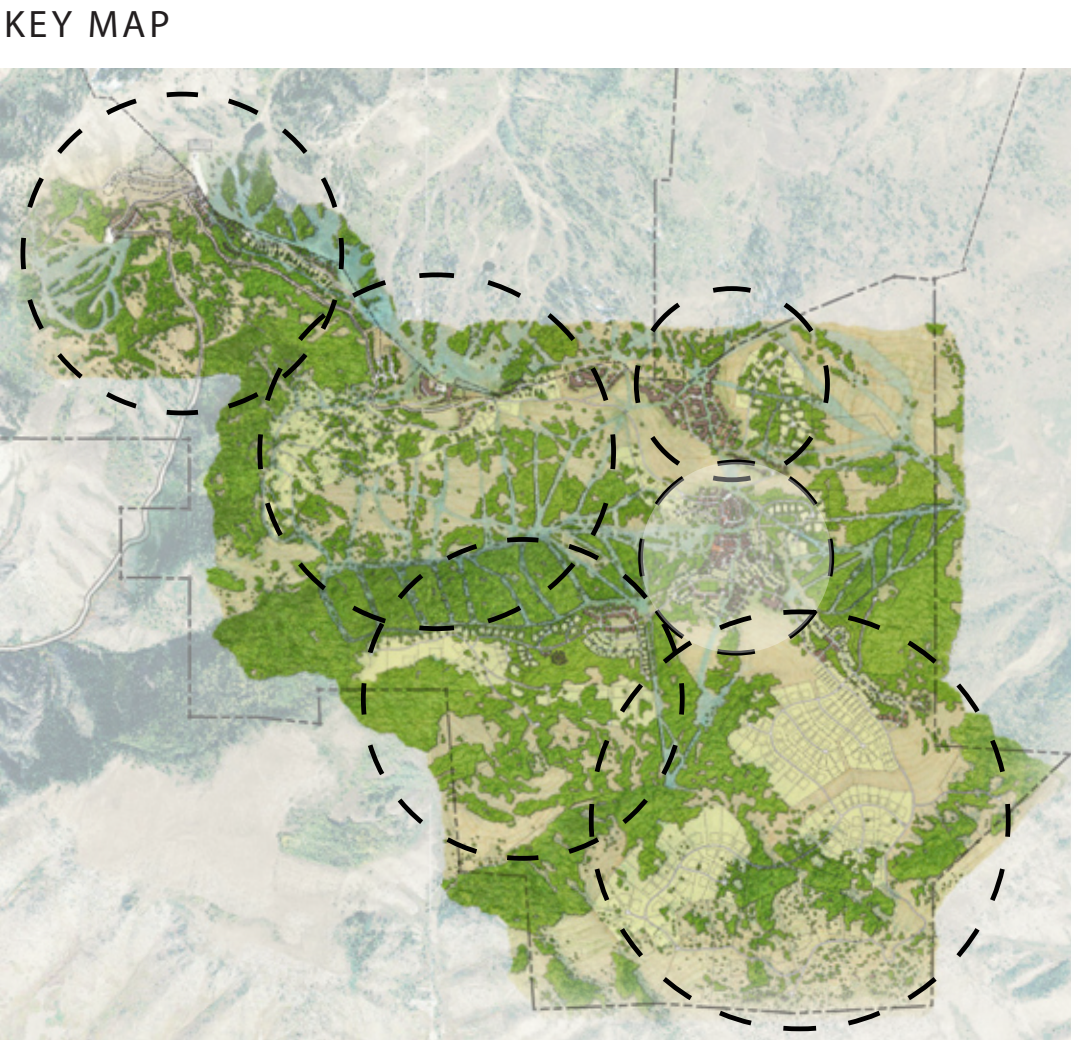


# Summit Powder Mountain Village Master Plan

Summit Powder Mountain Village is the activity center for the Resort with Main Street retail shops, destination amenities such as lodges, public plazas, recreational facilities and trail heads to access the outdoors. The Summit Powder Mountain Village is modeled after small mountain villages in North American and Europe with walkable, interconnected streets and is made up of boutique hotels, condominiums, townhomes, small single family lots and “nests” making it the most diverse development area at the Resort.



DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE	
	HOTELS	580 ROOMS
	COMMERCIAL/SKIER SERVICES	100,000 SF
	RETREATS	90 ROOMS
<div></div>	MULTI FAMILY	150 UNITS
<div></div>	SINGLE FAMILY	
	SINGLE FAMILY LOTS	268 UNITS
	NESTS	186 NESTS



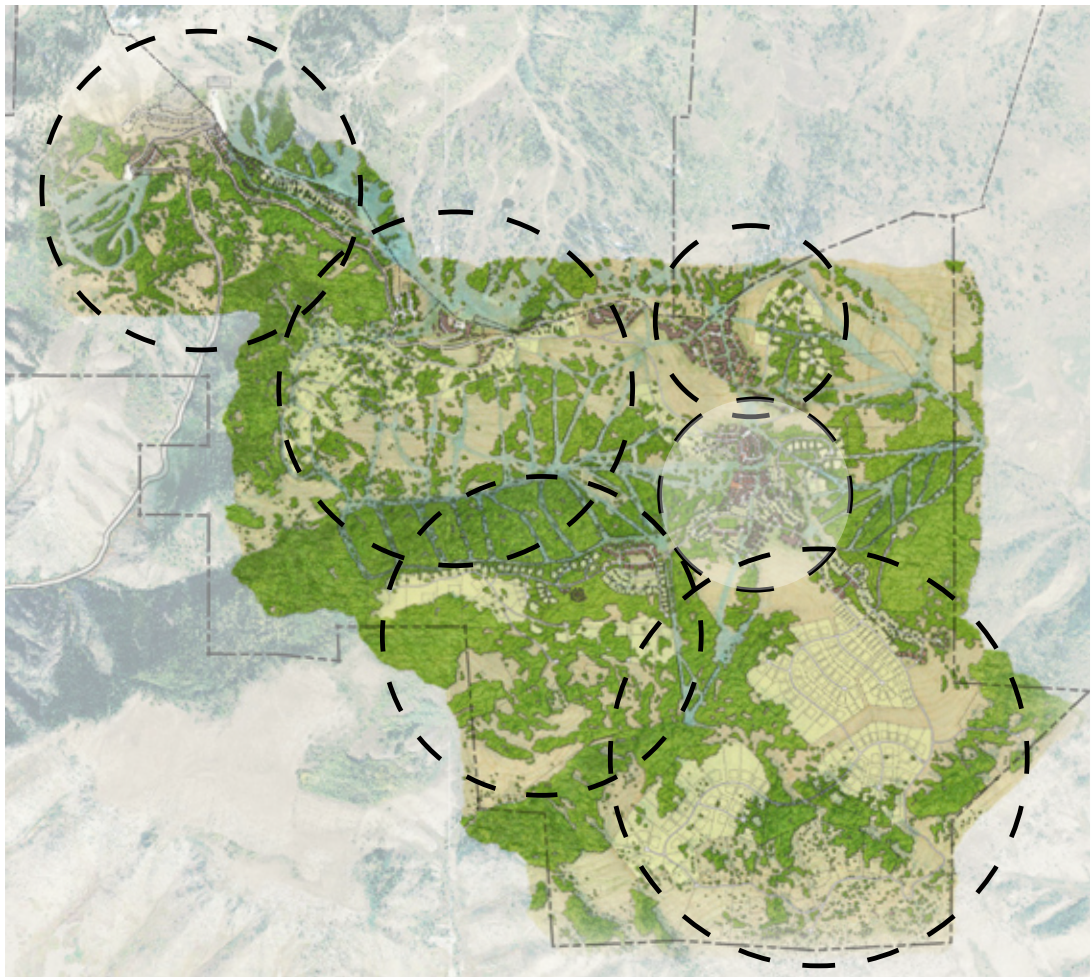


# Summit Powder Mountain Village Illustrative Plan

The heart of the Summit Powder Mountain Village is Main Street. Main Street will be comprised of boutique hotels and shops, residential lofts over retail, various lodges and amenities all focused around vibrant pedestrian streets littered with public spaces and access to the abundant outdoors. The Summit Powder Mountain Village was located to provide access to three drainages from its core; East to Mary's Bowl, South to Gertsen Canyon and West to Lefty's while also positioning this diverse development area to be in the least visually sensitive area on the mountain.

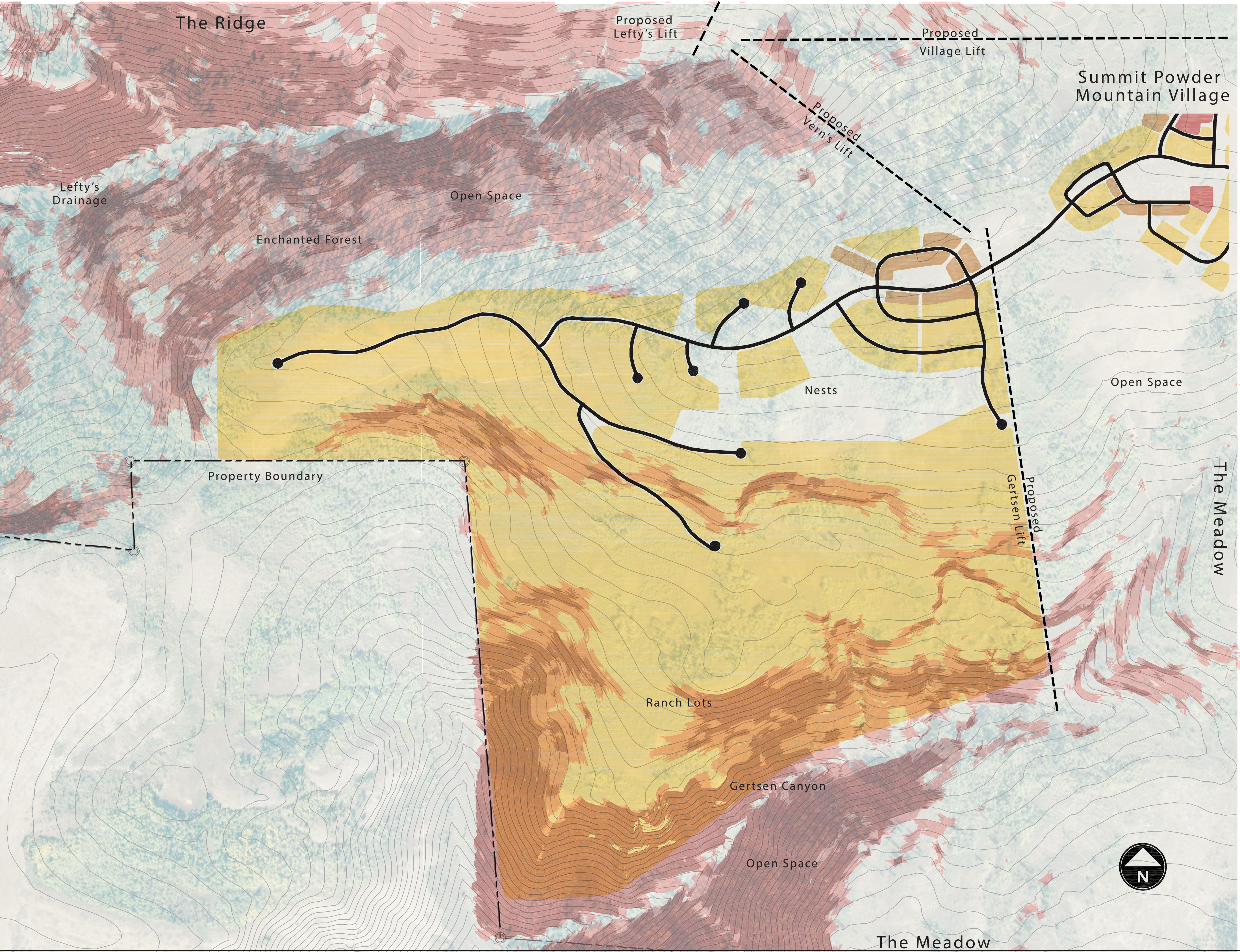


KEY MAP



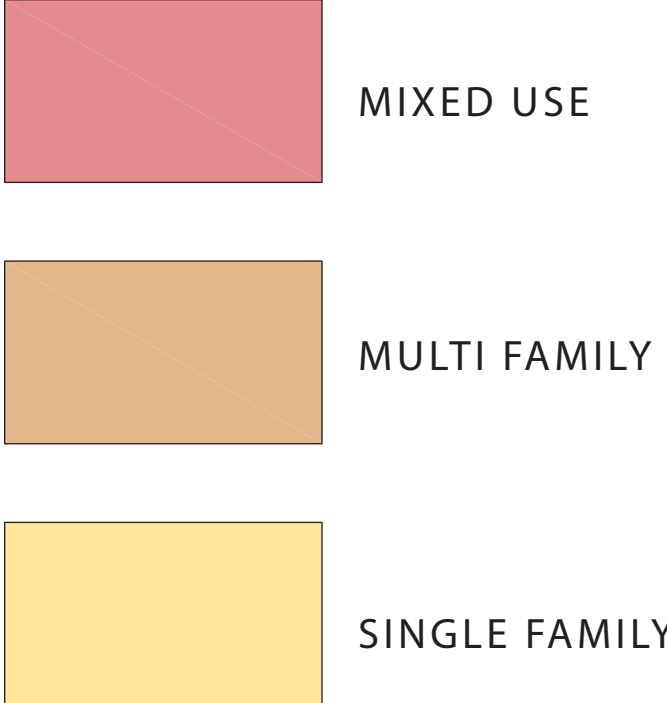


# Gertsen Slope Map & Aerial Photo

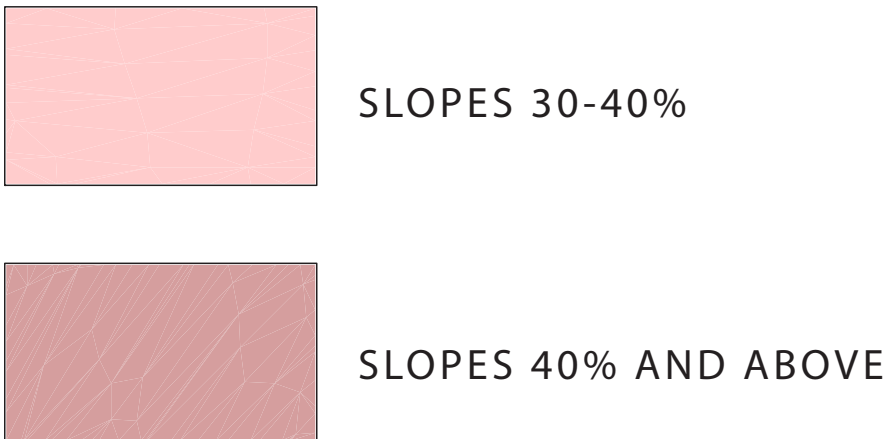


The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.

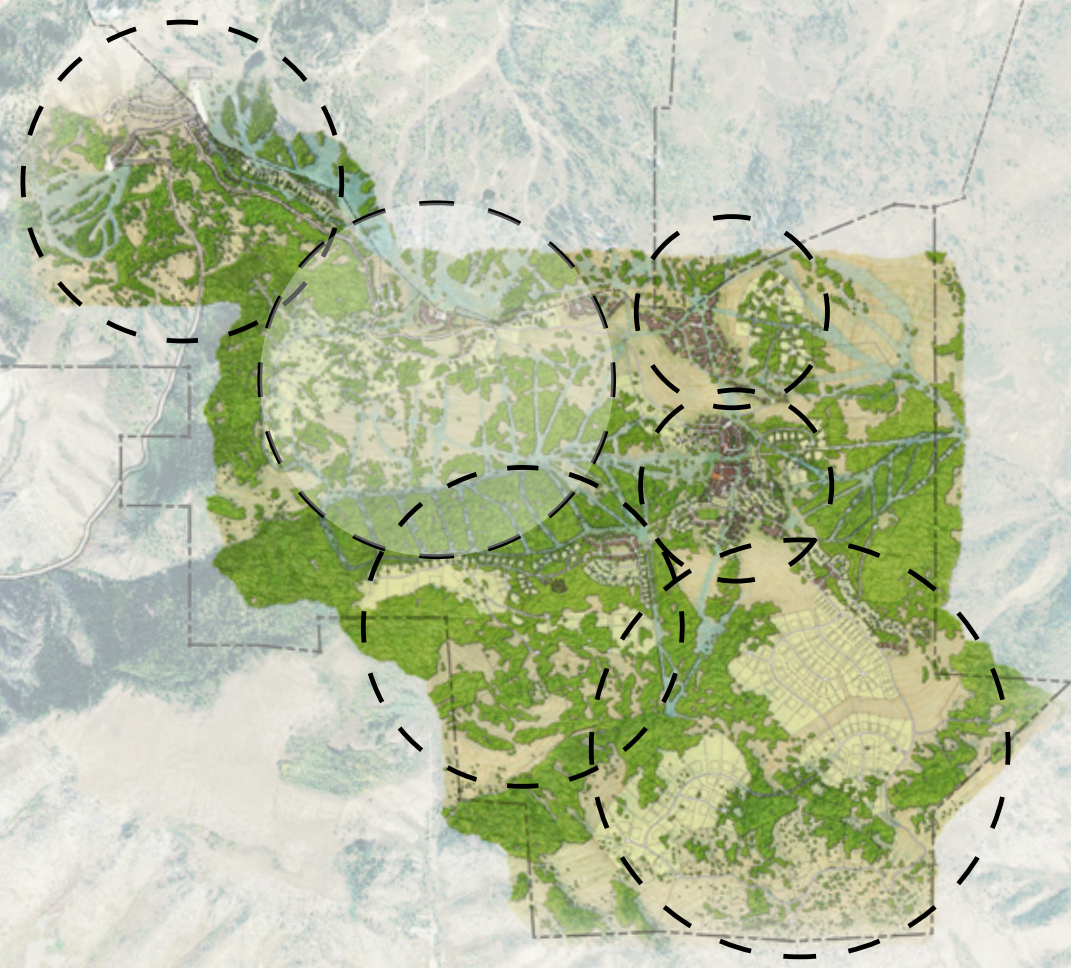
## DEVELOPMENT LEGEND



## SLOPE LEGEND

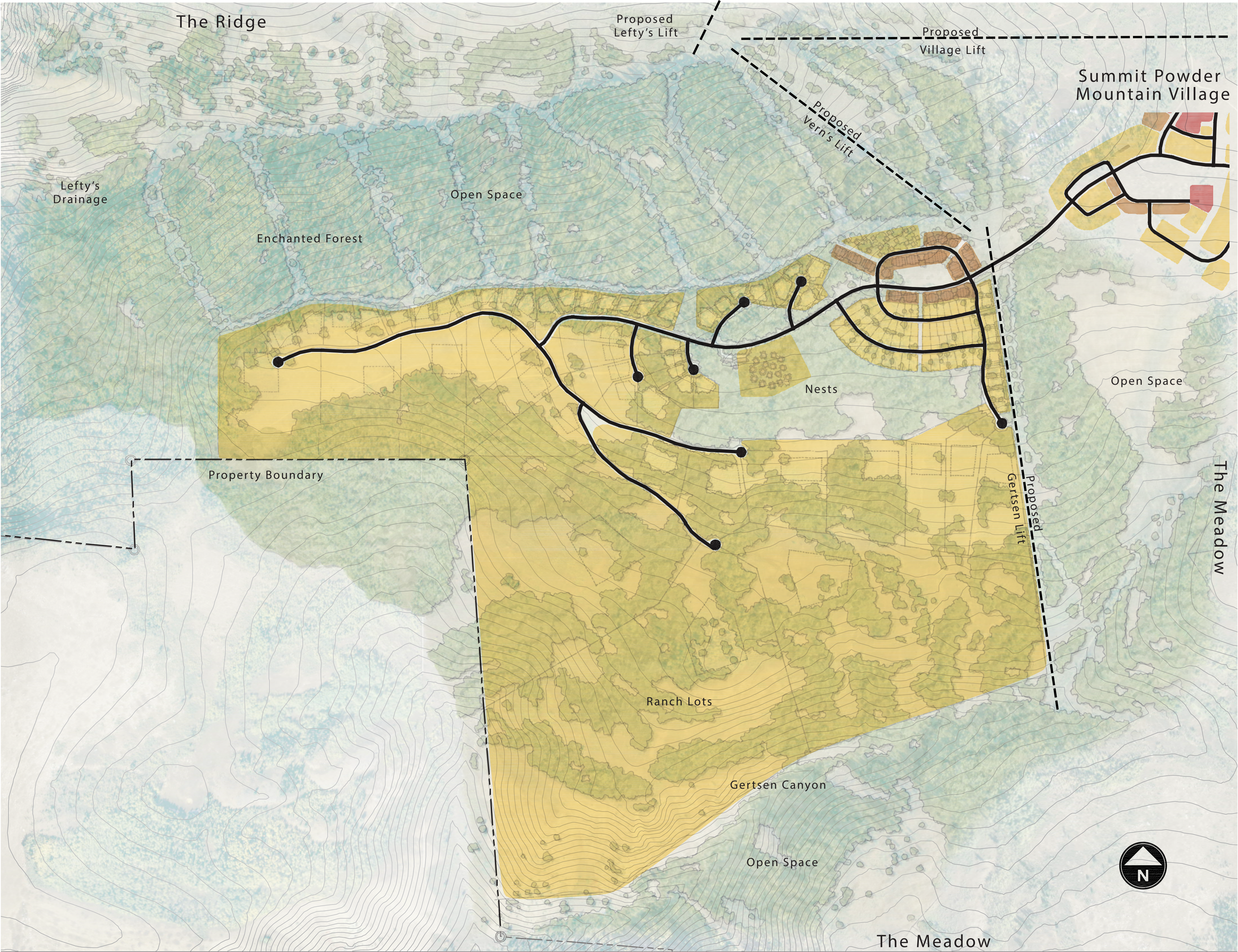


## KEY MAP



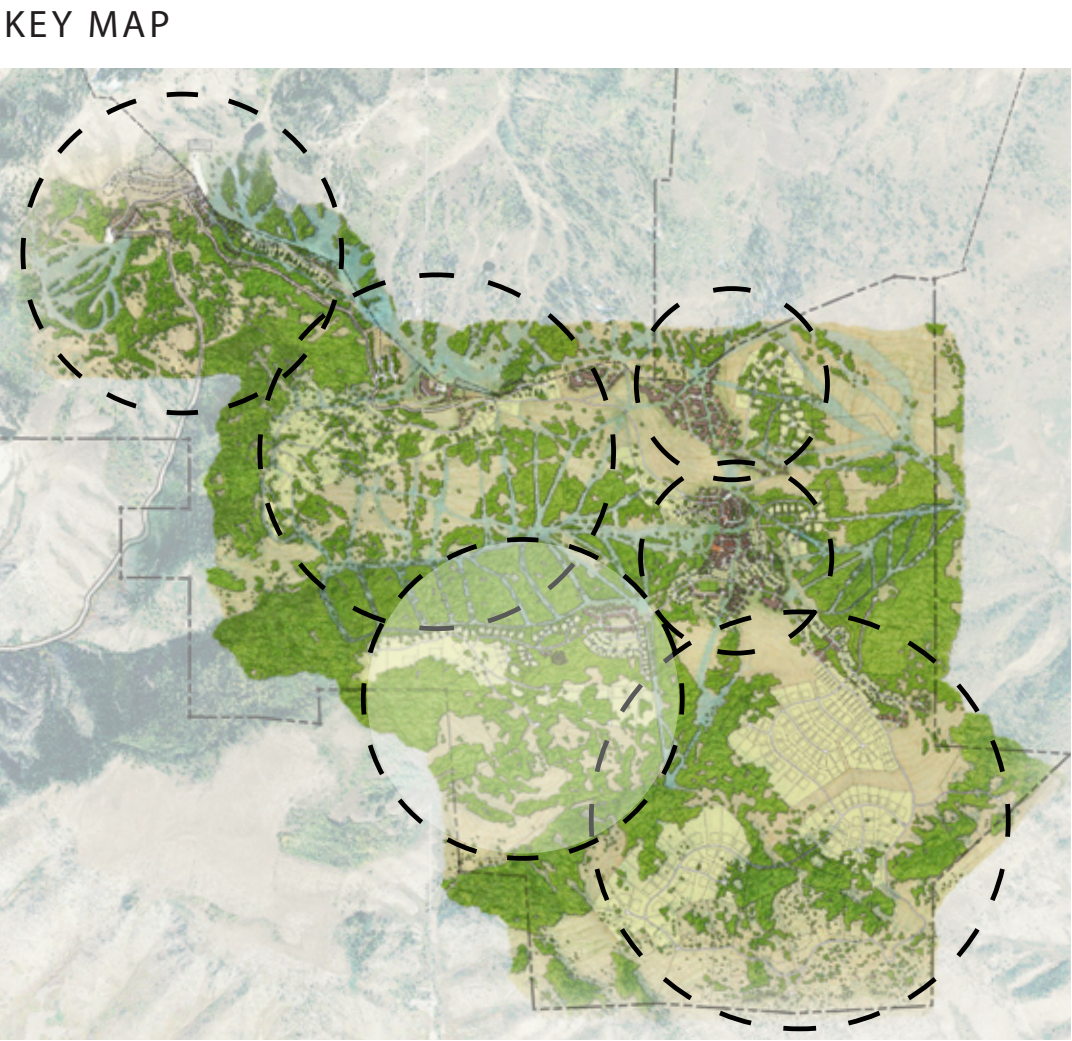


# Gertsen Master Plan



The Gertsen development area transitions from the more dense Earl's and Summit Powder Mountain Villages to less intense multi family and single family units as the project moves to the project boundary. A small, organized node of multi family townhomes, “nests” and smaller lot single family units anchor the top terminals of the proposed Vern’s and Lefty’s lifts with lots getting progressively larger as you move west and down the hill. Here larger estate and ranch lots are tucked into large expanses of aspens and along the edge of the Enchanted Forest.

DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MULTI FAMILY	90 UNITS
<div></div>	SINGLE FAMILY SINGLE FAMILY LOTS NESTS	121 UNITS 32 UNITS

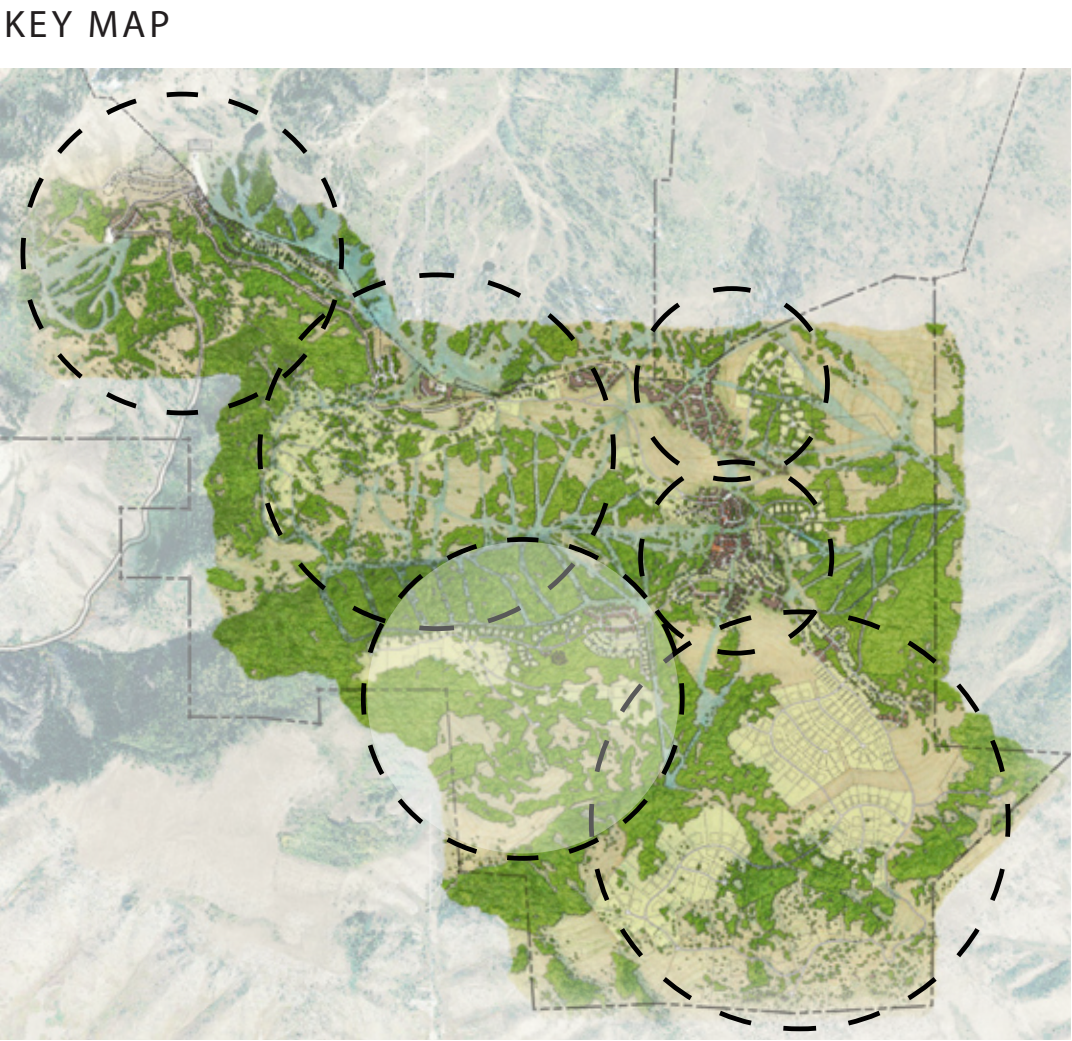




# Gertsen Illustrative Plan

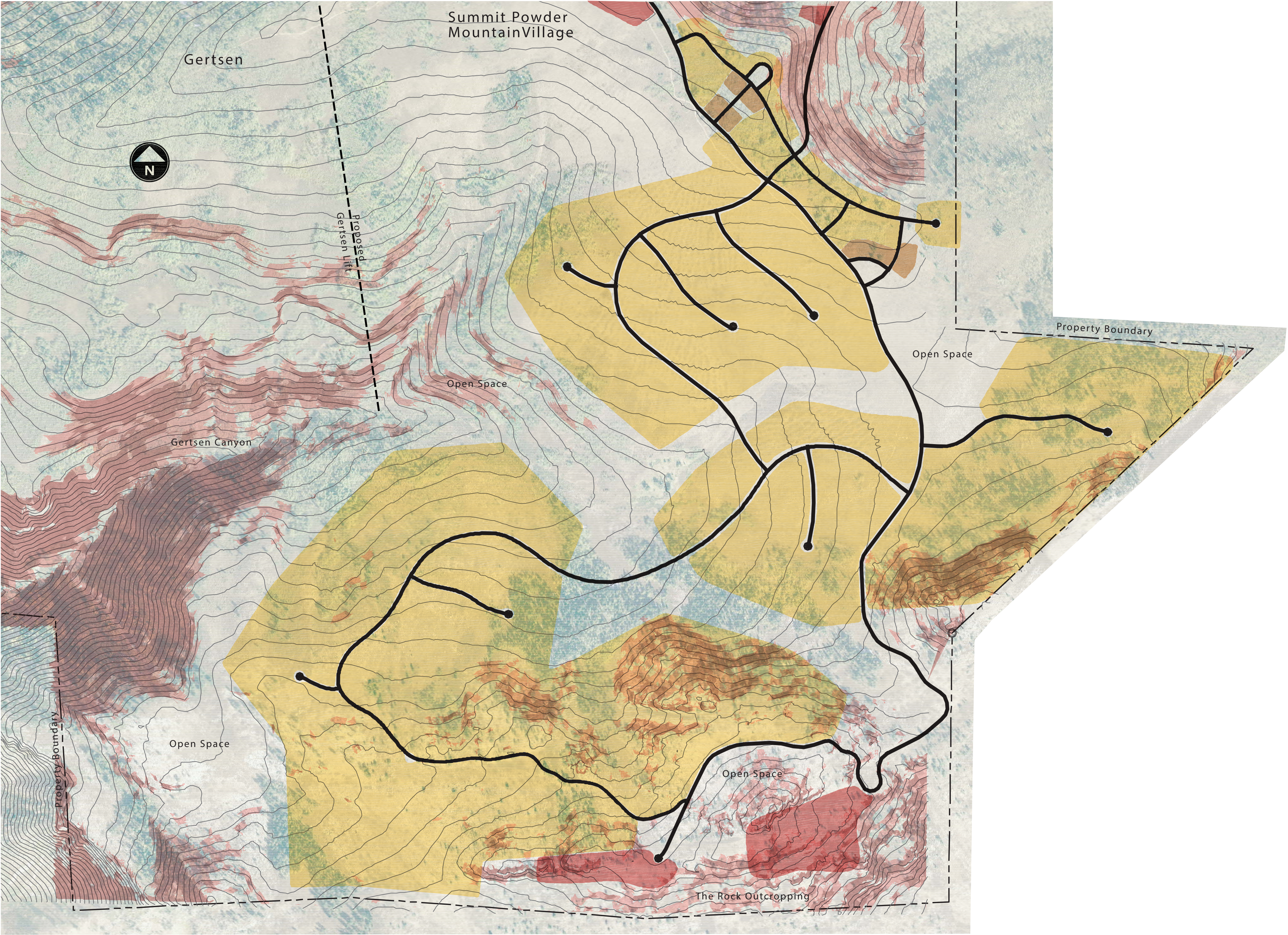


The Gertsen development area straddles the south edge of Lefty's drainage and sits just above the Gertsen Canyon and is heavily wooded with aspen providing a unique setting with southern exposure and views to Mount Ogden. The top terminals of the proposed Vern's and Gertsen lifts provide the recreational and density node for the development area. This ski node provides access to Lefty's, Gertsen Canyon and to the Summit Powder Mountain Village via the Village Lift.





# The Meadow Slope Map & Aerial Photo



The map exhibit identifies the proposed development areas in relation to existing slopes and existing vegetation. Development areas have generally been placed on those slopes below 30%.

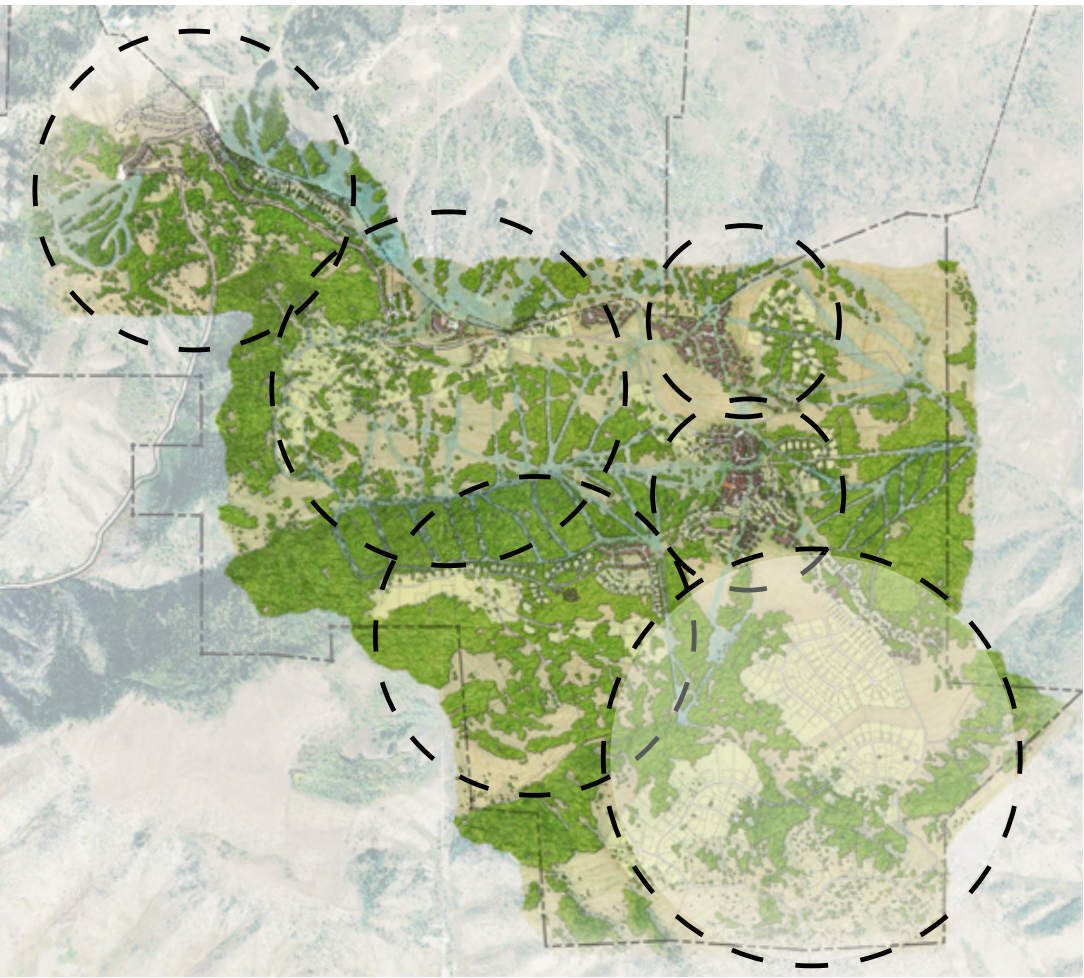
DEVELOPMENT LEGEND

- MIXED USE
- MULTI FAMILY
- SINGLE FAMILY

SLOPE LEGEND

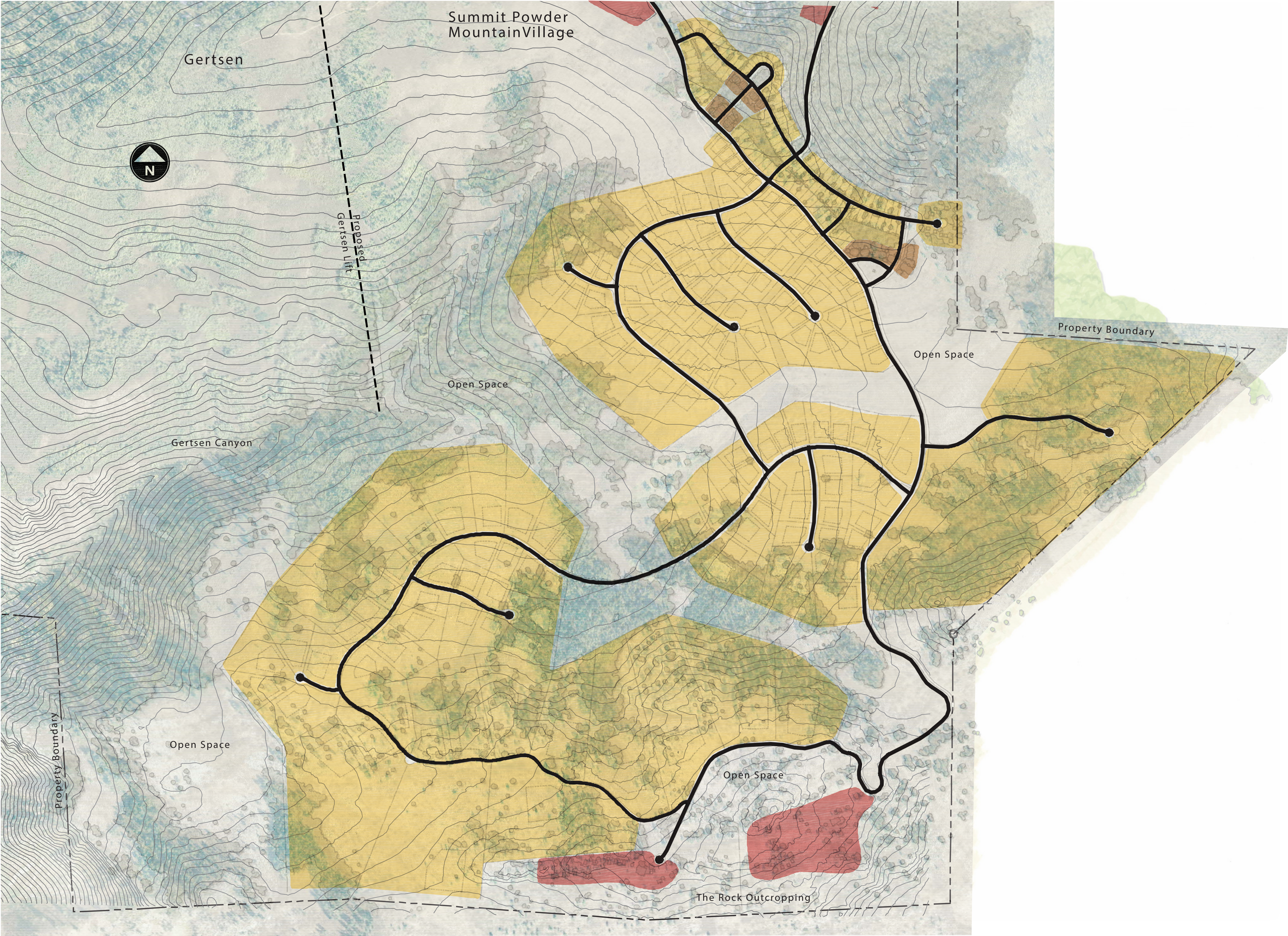
- SLOPES 30-40%
- SLOPES 40% AND ABOVE

KEY MAP



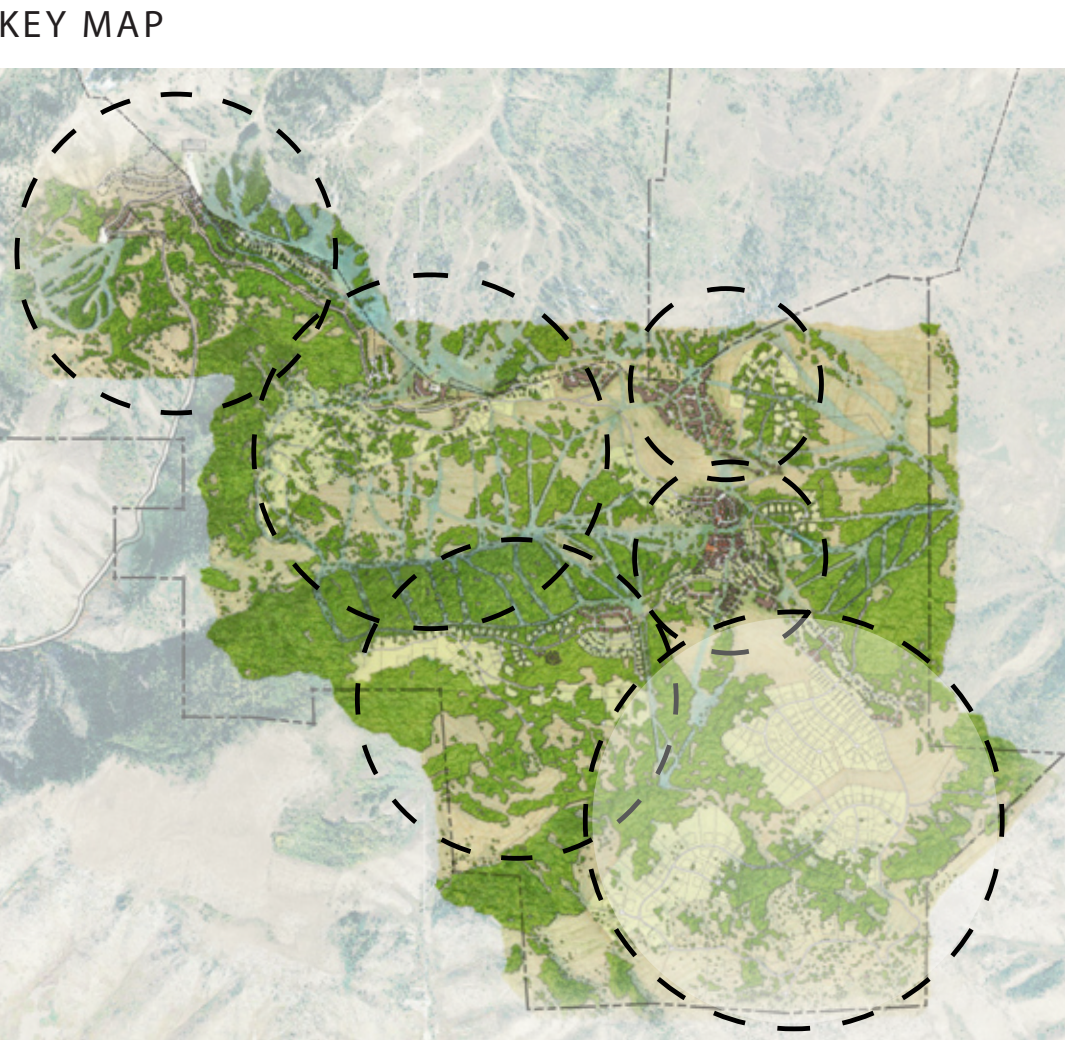


# The Meadow Master Plan



The Meadow Master Plan transitions density from the most dense area of Summit Powder Mountain Village to the project’s south edge. The north edge of the Meadow development area maintains the structured road and lotting systems found in the Summit Powder Mountain Village but begins to loosen this development pattern thru the meadow and out to the rock outcropping with larger estate and ranch lots. The south edge of the development area is a location identified for a small, exclusive boutique hotel and retreat providing a destination anchor to the resort with views overlooking the Ogden Valley and Mount Ogden.

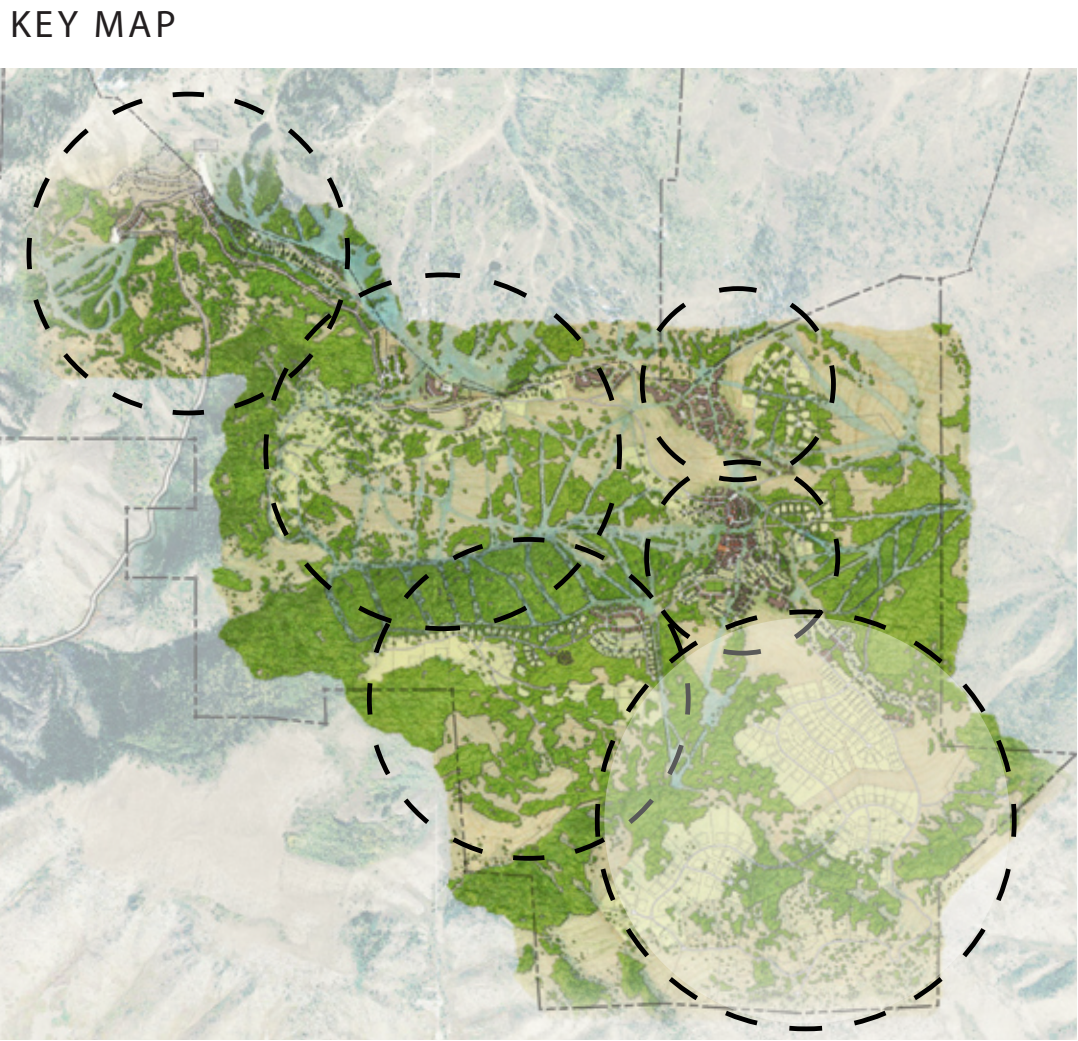
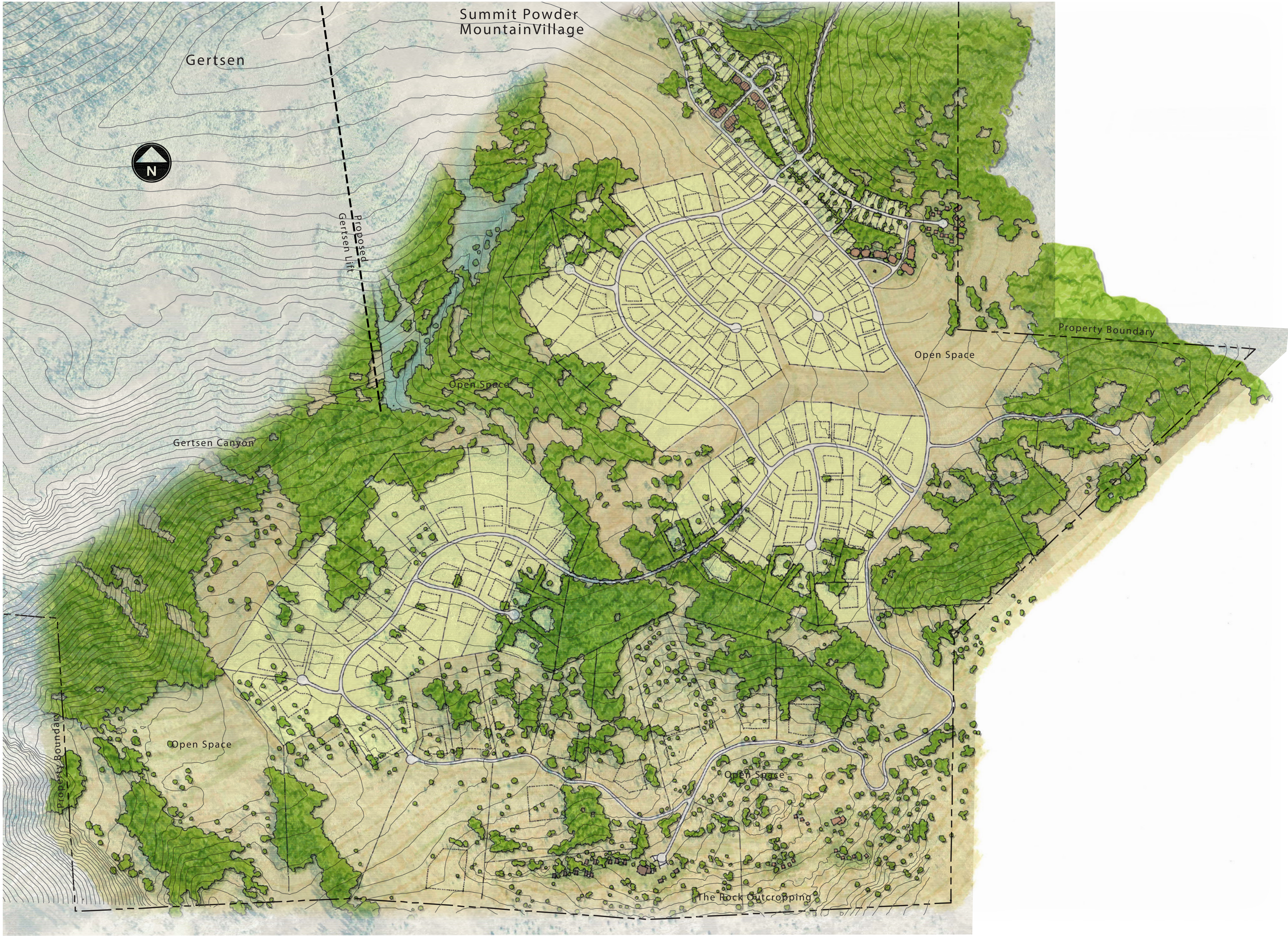
DEVELOPMENT LEGEND		DEVELOPMENT DATA
<div></div>	MIXED USE	
	HOTEL RETREATS	30 ROOMS 90 ROOMS
<div></div>	MULTI FAMILY	62 UNITS
<div></div>	SINGLE FAMILY	
	SINGLE FAMILY LOTS	272 UNITS
	NESTS	25 UNITS





# The Meadow Illustrative Plan

The Meadow comprises a mix of townhomes and small to large single family homes that stretch from the south edge of Summit Powder Mountain Village to the dramatic Rock Outcropping at the south project boundary. Gertsen Canyon provides open space and trail access for all units within the development linking the Ogden Valley to the Resort.





# Architectural Precedents: Nests



The Summit community shares a philosophy of innovation, creativity, cultural enrichment, and environmental conservation. At Summit Powder Mountain, those core principles come to life in a modern mountain development single-family homesites, clusters of nests and a lively village center on 6,300 acres of untouched land in the Wasatch mountain range. Homesites and Nests will be tucked in clusters of pine and aspen trees to maintain natural views for all community members and The Village will be dense with living accommodations to allow for more open space in wildlife-sensitive areas. Each building design will meet recognized environmental standards and energy conservation guidelines will be provided to incorporate cutting-edge sustainability systems and materials. Homesites, Nests and Village buildings will incorporate broad rooflines and indoor- outdoor spaces and will emphasize natural materials, like stone and wood, that suit the local landscape. This modern mountain design aesthetic is essential and should be interpreted with innovation and creativity to add value to the community.





# Architectural Precedents: Mountain Houses



Building design at Summit Powder Mountain will preserve the pristine views and natural beauty while creating an identifiable and cohesive modern mountain design aesthetic. “Modern mountain” is intentionally open-ended in its definition. While designers and architects will adhere to specific site, landscape, massing and sustainability requirements, the architectural guidelines are considered an ethos and to be applied with innovation and creativity.

Architecture is subservient to the natural landscape.

Fenestration open to mountain views should be enhanced by building and site design. The land and its magnificent panoramas shall remain the dominant design feature, and improvements are not to detract from the site’s natural surroundings. Buildings should maintain a low profile and are to be sited to minimize grading by following the natural undulation of the topography. Building masses and articulation are to create shadow, texture, and patterns that help buildings recede into the landscape rather than dominate it.





# Architectural Precedents: Hotels & Commercial

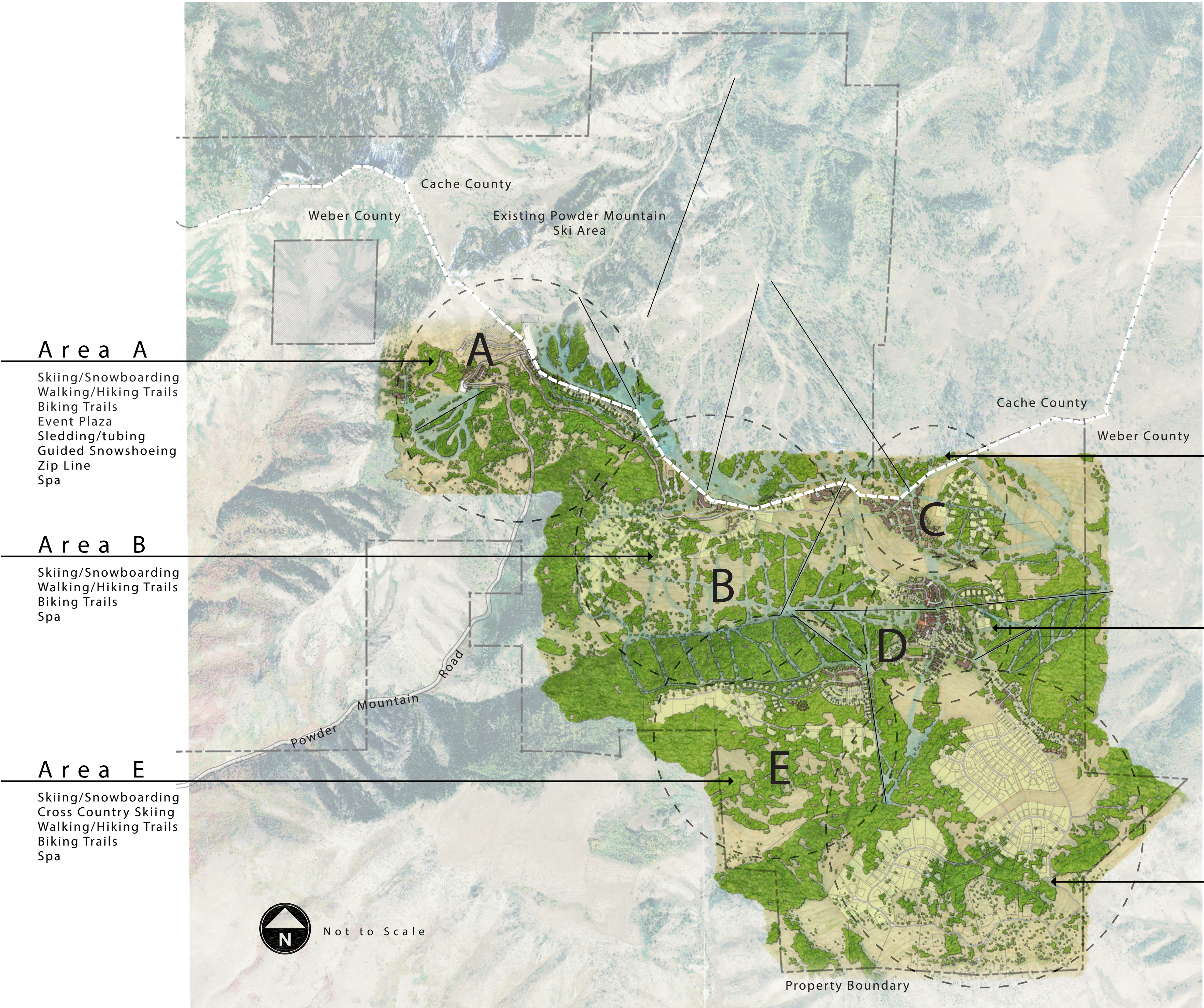


Building and landscape materials will be used that are natural in appearance and available locally or regionally. All houses and landscape structures at Summit Powder Mountain are to be built of materials that appear to have been taken from the site and/or nearby resources in order to reinforce the connection between buildings and their natural surroundings.

All buildings, site landscaping and construction at Summit Powder Mountain should be healthy, durable, restorative, and a complement to the natural landscape. The design of the site and buildings must incorporate sustainable building design and construction practices, including: utilization of renewable and highly efficient energy systems, green building materials, recycling of construction waste, utilization of natural day lighting and water conservation measures.





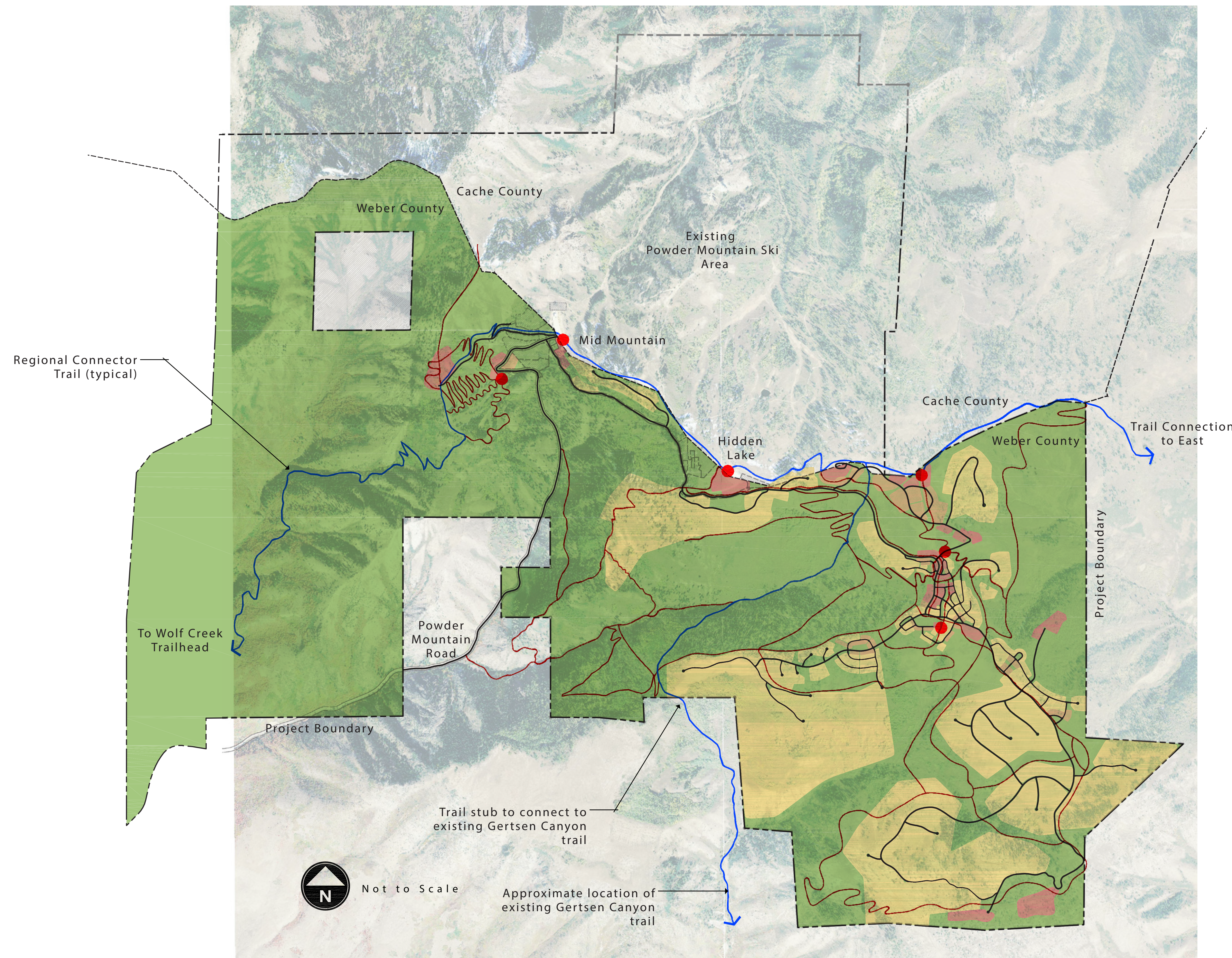


The Powder Mountain Master Plan offers a wide variety of recreational activities for its residents, visitors and the local community. Each area offers different amenities and activities based on the identity, location and needs of that particular community. For example, Area A offers predominantly mountain-based amenities while Area F offers more passive recreational activities including trails. Multi-use trails meander throughout the entire property's open space and cater to walking, hiking, mountain biking, snowshoeing and equestrian uses. All Recreation Facilities are available to the public. Some uses will be fee based such as skiing, guided events, spas, etc.

Uses will be phased along with the related development area phasing.



# Open Space with Trails Plan

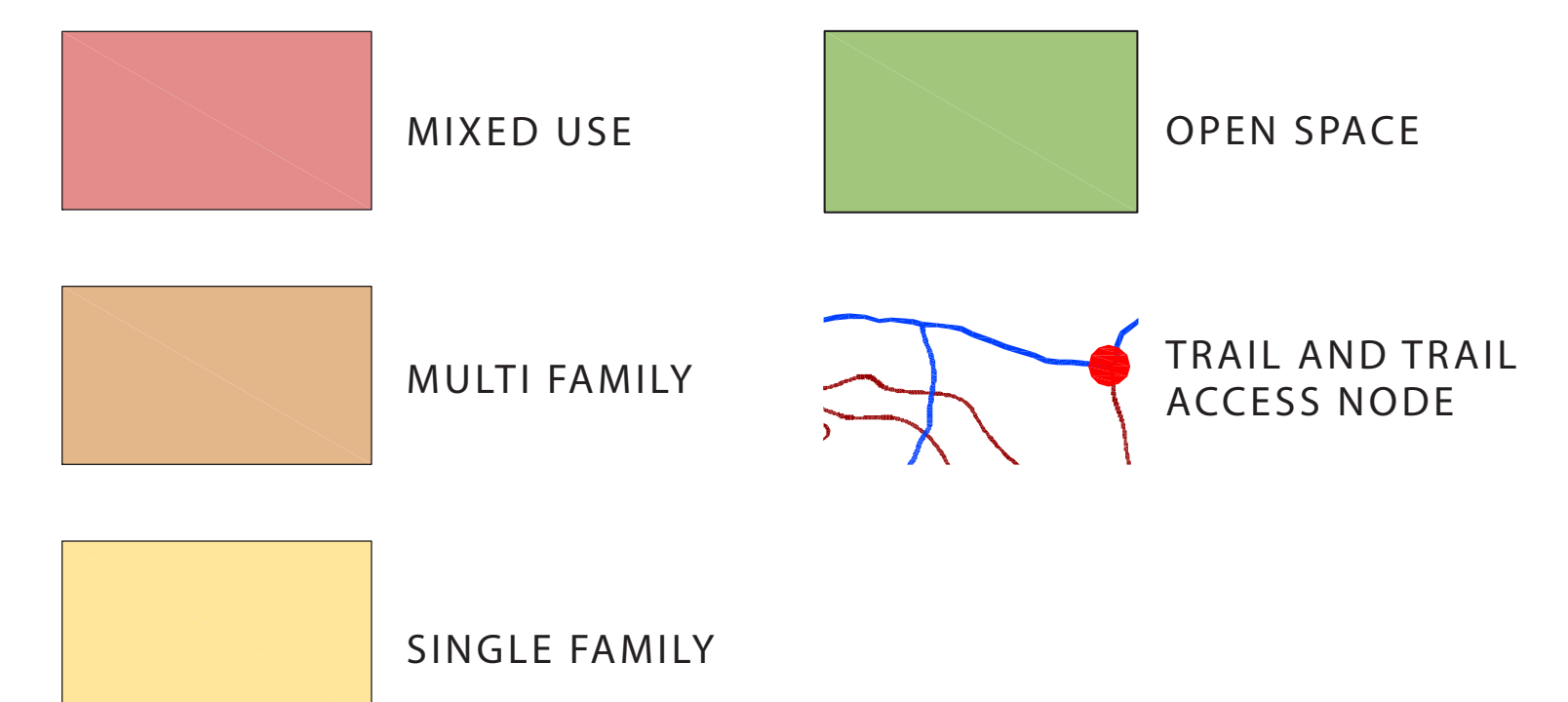


The Open Space and Trails System diagram illustrates existing and proposed trails that will connect neighborhoods to one another and to the regional trail network. There will be a variety of trails that include multi-use trails, single-track for mountain biking and general use trails for walking and hiking. Thousands of linear feet of new trails are proposed in Weber County. A priority has been placed on creating loops and connecting land use areas to provide non-motorized routes to each neighborhood.

## OPEN SPACE CALCULATION

Approximately 6,300 acres of the Summit Powder Mountain property are located in Weber County. In Weber County, approximately 76 percent (4,800 acres) of the total land has been preserved as total open space. In order to calculate the open space per the DRR1 zone requirements, the approximate 2,100 acres that have slope more than 40 percent were subtracted from the total acres, resulting in an Adjusted Gross Acreage of approximately 4,200 acres. Development is planned on approximately 1,500 acres, leaving 2,700 acres or 64 percent of the Adjusted Gross Acreage preserved as open space.

### DEVELOPMENT LEGEND





Seasonal Workforce Housing Plan

Employee generation at Powder Mountain has been calculated on the accompanying table according to the formula in the Destination and Recreation Resort Ordinance. Based on these calculations, it is estimated that a total of 1,623 full time equivalent employees (FTEE) will be generated by Summit Powder Mountain at full build out with 960 full time equivalent employees (FTEE) project for the proposed Phase 1 development . The workforce additions to the resort due to the Master Plan development will primarily be located within the Earl’s Village and Summit Powder Mountain Village but will include employees servicing both the hotel and residential communities throughout the project. Those employees generated due to development within Cache County will not be calculated as part of this Weber County Plan.

As calculated in the accompanying table, Powder Mountain full-time equivalent employees will generate the need for 984 workforce housing units and approximately 98 seasonal workforce housing units at full buildout. These housing units may be provided in the form of group dwelling (dormitories) or multi-family dwelling (condominiums/townhomes) within the Resort, and will be phased with development. Conceptually, the seasonal employees will be housed in the Mid Mountain and Summit Powder Mountain Village Areas, as identified on the proposed Powder Mountain Master Plan, nearest their employment to reduce the need for automobile use. It is estimated that approximately 886 units will be required off-site to support the seasonal workforce housing requirements. With the proximity of Ogden and the Ogden Valley to the resort and the availability of mass transit alternatives and the further development of these mass transit alternatives as per the Traffic Study (Exhibit 2) there exists available seasonal housing options to serve the resorts needs. Additionally, the upper alpine elevation and unpredictable nature of the resorts winter weather may the Ogden Valley and Ogden ideal for the majority of the employee base to reside on a day to day basis.

In order to ensure affordable housing remain available and affordable in perpetuity, these on mountain seasonal workforce housing units will be deed restricted. Upon request, an annual report that outlines the previous year’s employment level, workforce housing needs, housing type/availability and occupancy will be generated to presented to Weber County Planning Staff.

Uses	# Employees Generated	Per Room/SF	Source
Resort Operations			Powder Mountain Ops
Hotel	0.7	1 Room	Canyons
Multi Family & Nests Rental	0.3	1 Room	Canyons
Retail	2	1,000 SF	Weber County DRRO
Office	2.3	1,000 SF	Weber County DRRO
Restaurant/Bar	3.5	1,000 SF FF	Weber County DRRO
Estimated # of Employees in WF housing Unit	1.65		Weber County DRRO
Required # of Seasonal WF Housing Units	0.1		Weber County DRRO

Phase 1

Uses	Total Rooms/SF	% in Rental Pool	Rental Units	FTEE Employees Gen.	Emps/WF Unit (/1.65)	Required # Units (10%)
Hotel	818	-	-	573	347	35
Multi Family & Nests Rental	711	50%	356	107	65	6
Retail	75,000	-	-	150	91	9
Office	19,000	-	-	44	26	3
Restaurant/Bar	25,000	-	-	88	53	5
Totals				960	582	58

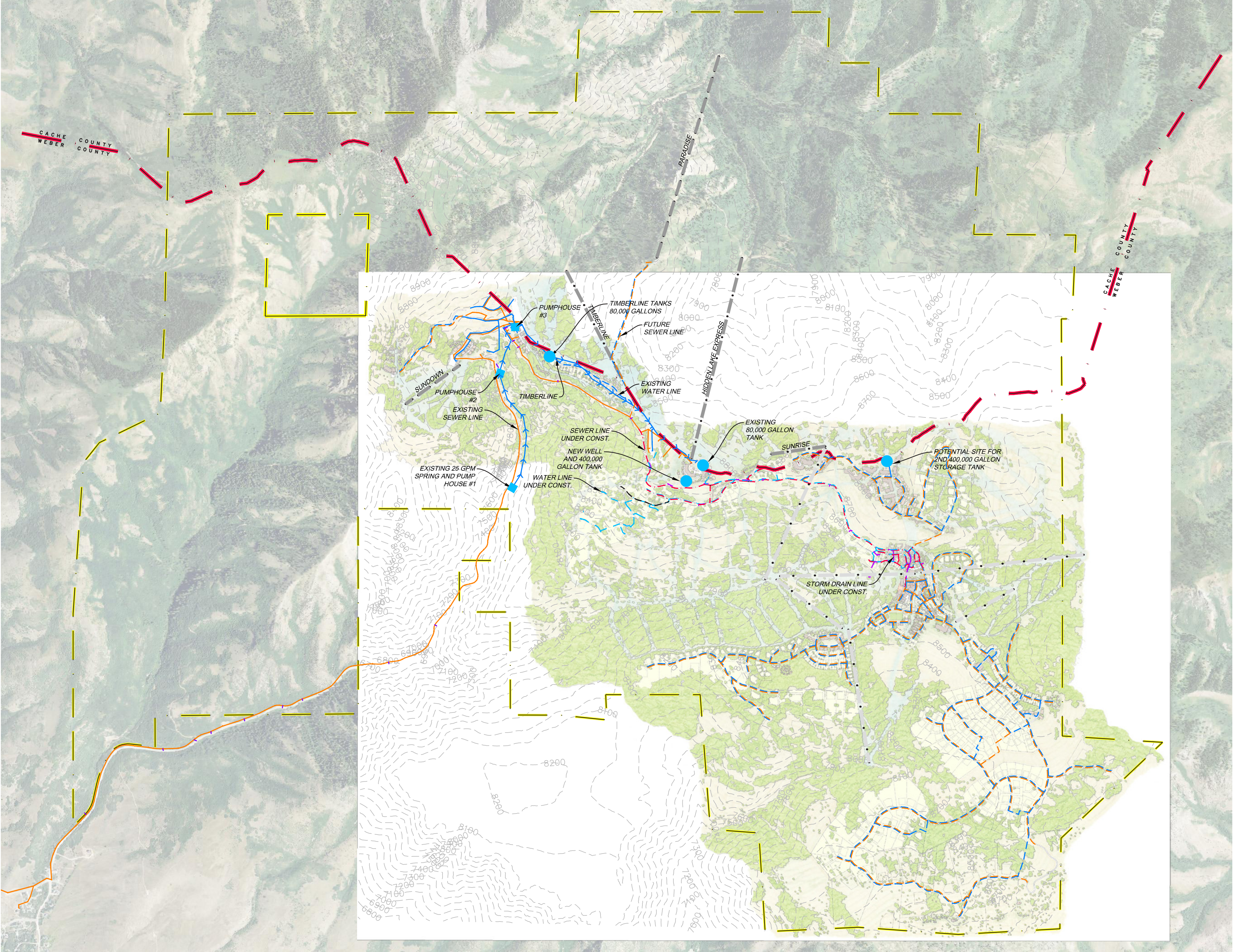
Overall

Uses	Total Rooms/SF	% in Rental Pool	Rental Units	FTEE Employees Gen.	Emps/WF Unit (/1.65)	Required # Units (10%)
Hotel	1,218	-	-	853	517	52
Multi Family & Nests Rental	1,596	50%	798	399	242	24
Retail	100,000	-	-	200	121	12
Office	29,000	-	-	67	40	4
Restaurant/Bar	30,000	-	-	105	64	6
Totals				1623	984	98



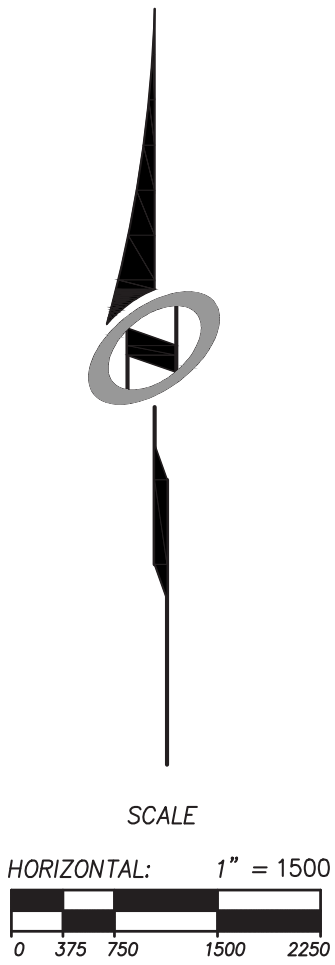
# Wet Utilities Overview

The wet utilities diagram illustrates the existing and proposed water, wastewater and storm drain infrastructure onsite at Powder Mountain. The majority of the existing infrastructure is located in and around the mountain operations including the Mid Mountain and Hidden Lake areas



**LEGEND**

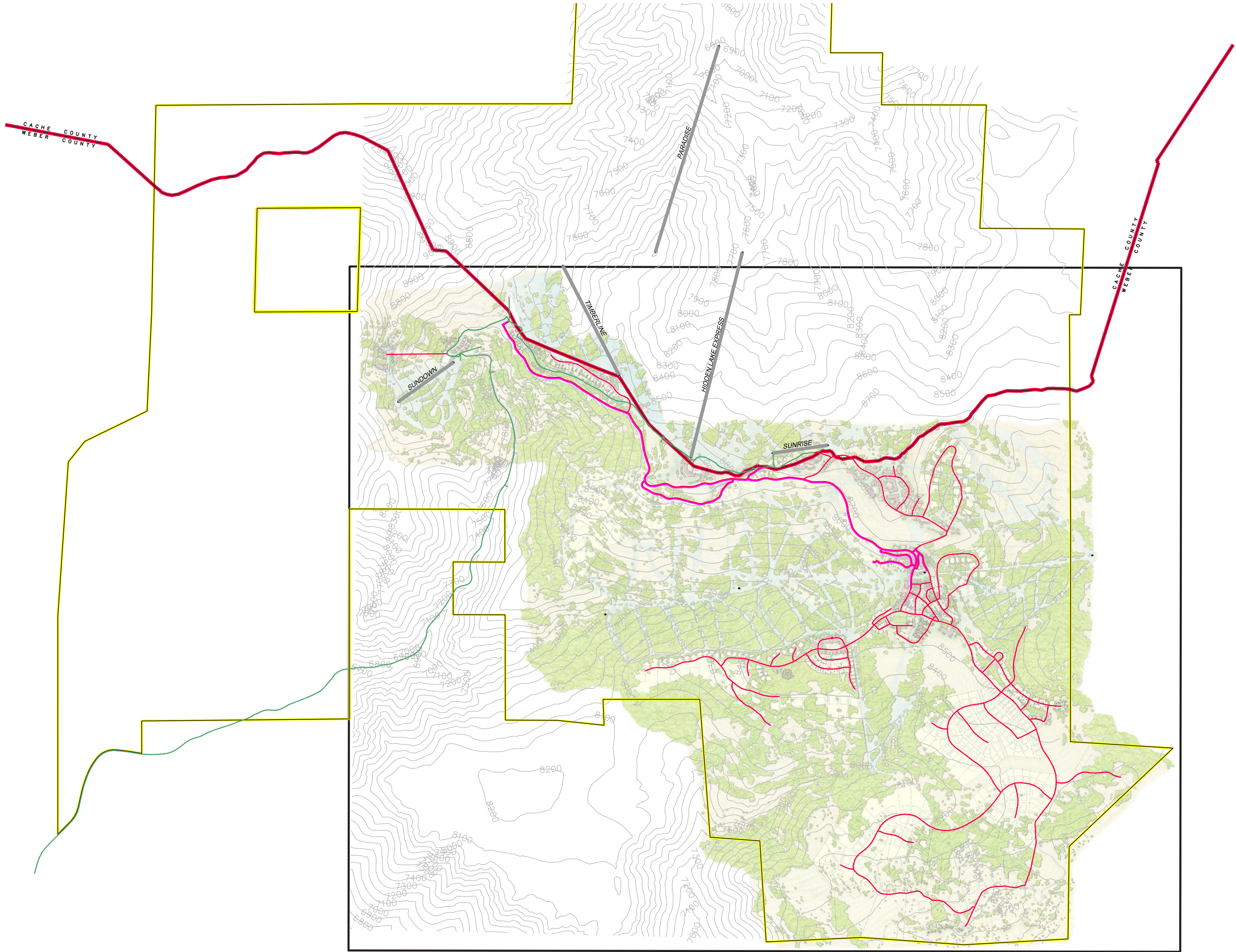
- COUNTY LINE
- PROPERTY BOUNDARY
- EXISTING SKI LIFT
- FUTURE SKI LIFT
- EXISTING SANITARY SEWER LINE
- EXISTING STORM DRAIN LINE
- EXISTING WATER LINE
- SANITARY SEWER LINE (FUTURE)
- STORM DRAIN LINE (FUTURE)
- WATER LINE (FUTURE)
- SANITARY SEWER LINE (UNDER CONSTRUCTION)
- STORM DRAIN LINE (UNDER CONSTRUCTION)
- WATER LINE (UNDER CONSTRUCTION)





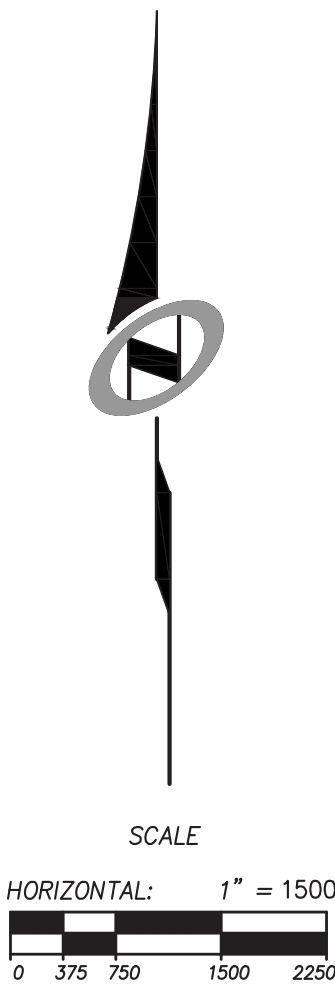
# Dry Utilities Overview

The existing and proposed dry utilities map illustrates the on and off-site power, gas and communications infrastructure at the Powder Mountain Resort.



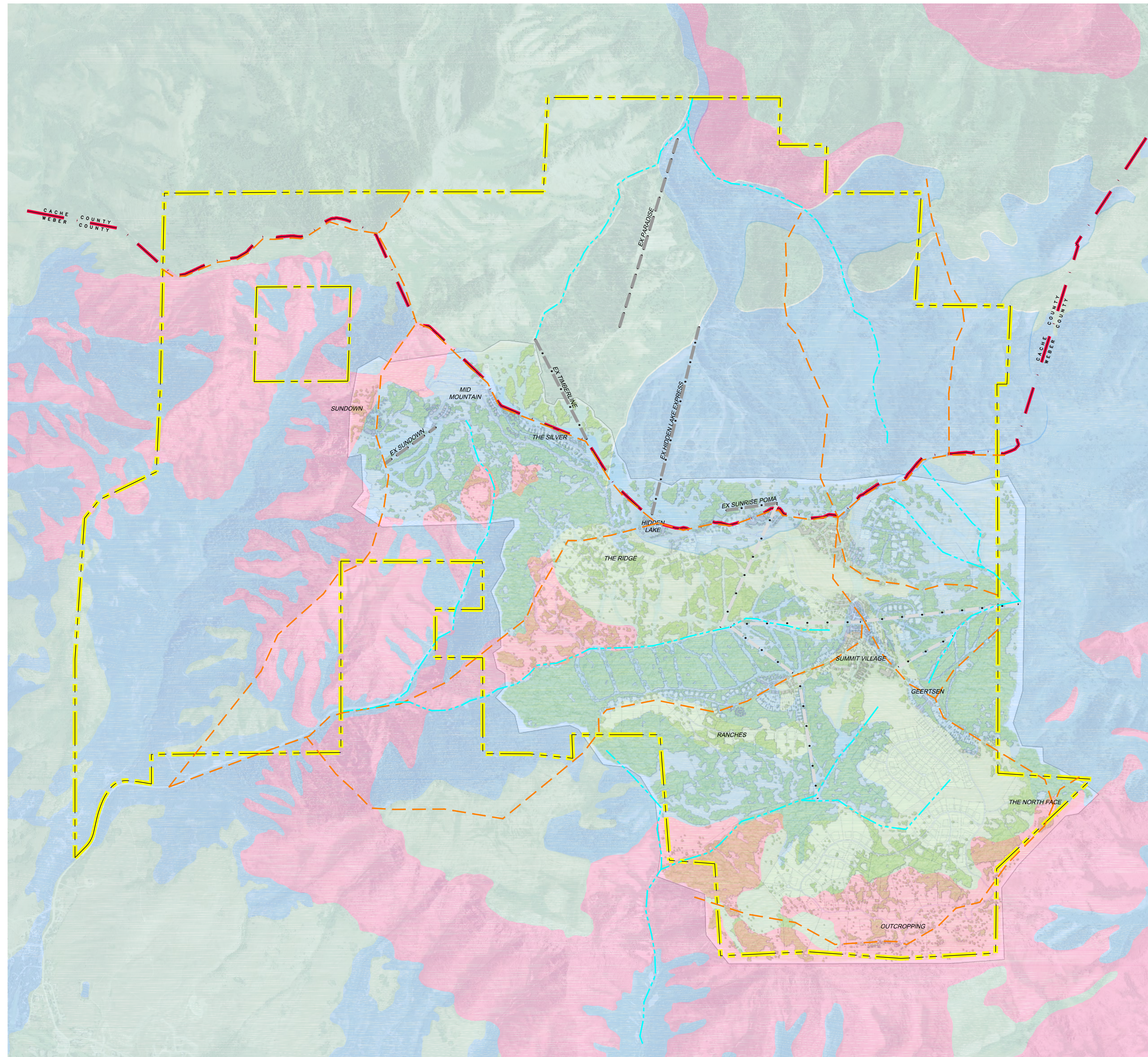
## LEGEND

- COUNTY LINE
- PROPERTY BOUNDARY
- EXISTING SKI LIFT
- EXISTING POWER LINE
- FUTURE POWER LINE
- FUTURE COMMUNICATION LINE





# Conceptual Stormwater System

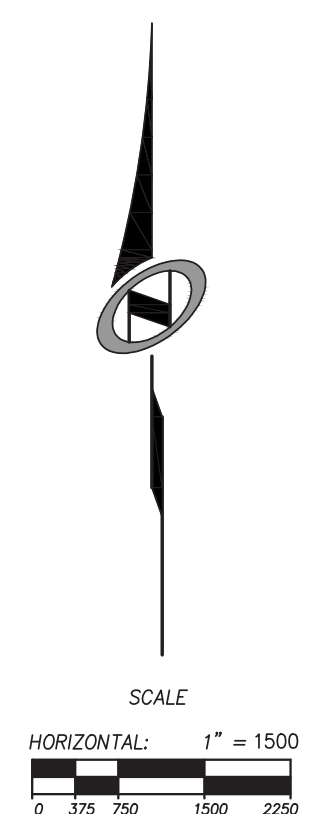


## LEGEND

- COUNTY LINE
- PROPERTY BOUNDARY
- EXISTING SKI LIFT
- FUTURE SKI LIFT
- DRAINAGE BASIN BOUNDARY
- DRAINAGE CHANNEL

## HYDROLOGIC SOIL GROUPS

- B
- C
- D







2023 W. 1300 N.  
Farr West, UT 84404  
(801) 782-3580  
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July 2, 2014

Rick Everson  
Watts Enterprises  
5200 South Highland Drive, STE 101  
Salt Lake City, Utah 84117

RE: Will Serve Notice

The project at the Powder Mountain area includes multiple phases of development with the potential of 2,800 residential units. The project area is within the jurisdictional boundaries of the Weber Fire District. Weber Fire District currently has two fire stations located in the Upper Valley area that have been and will continue to serve the Powder Mountain area. The closest station to the project site is Station 62, located at 5550 East 2200 North, Eden. Weber Fire District will serve the project area from these two locations supported by units from the lower valley.

When the number of residences and/or commercial structures warrants it; or when the number or incidents in the new developed area warrants it, a new fire station facility may be needed to serve the area. If the build-out reaches its full potential, a fire station in the area will most likely be needed. It would be wise of the developer to consider this and to work with the Fire District regarding response for emergency medical and fire related emergencies.

The development will be required to meet all applicable codes and rules, including fire codes.

If you have further questions, please feel free to contact myself or Chief Austin.

Sincerely,

Brandon Thueson  
Fire Marshal

Sheriff Letter Pending

The Powder Mountain project team met with representatives from the Weber County Sheriff’s Office, the Weber Fire District and Emergency Medical Technicians throughout the Master Plan development process including during the approvals for the Phase 1 PRUD process and approval. During these meetings, the full Master Plan concept for Powder Mountain was discussed, as well as potential emergency services facilities and personnel that would be required to support the Project at build out. The Fire Marshal and Sheriff indicated they would need a facility on-site, preferably in a central location to aid in easy access to the entire Resort. The possibility of shared facilities was discussed and a preferred solution by all parties. At this point, it is envisioned that the facility would need to include a sheriff office, one engine, ambulance and brush truck. The Powder Mountain team is committed to the health, safety and welfare of visitors and residents of the Project and will work with the emergency services providers to ensure adequate facilities are onsite in the appropriate size and location. Construction of said facilities will be phased as appropriate depending on development.

Included with this application are feasibility letters submitted by the Fire Marshal and Sheriff.

Chief, David L. Austin - Deputy Chief, Paul Sullivan - Fire Marshal, Brandon Thueson



# Water and Wastewater Feasibility

June 12, 2013

Weber County Planning Division  
**Attn: Commissioner Zogmaister**  
2380 Washington Blvd, Suite 240  
Ogden, UT 84401

Subject: **Feasibility of Using Groundwater to Supply Proposed Development**  
Proposed Expansion of Powder Mountain Resort, Weber County, Utah  
**for Summit Mountain Holding Group**

Dear Commissioner:

This letter presents my opinion of the feasibility of using groundwater to supply the proposed expansion of the Powder Mountain Resort (Powder Mountain) in Weber County, Utah for Summit Mountain Holding Group (the Summit Group).

I understand the following about available water rights and estimated water demand of the existing and proposed new development at Powder Mountain:

- The Summit Group leases 1,400 acre-feet (ac-ft) of water on an annual basis from Weber Basin Water Conservancy District (Weber Basin) for \$276,000 per year.
- Based on the Powder Mountain Water Distribution System Master Plan by NV5, Inc. (NV5, 2013),
  - The existing development at Powder Mountain consists of 123 connections with an estimated annual demand of 55.35 ac-ft and a peak-day demand of approximately 88.50 gallons per minute (gpm);
  - The proposed 154 ERUs of Phase 1 have an annual water demand of 65.25 ac-ft and a peak-day demand of about 81 gpm;
  - The proposed 1,000 ERUs of the assessment area have an annual demand of 252 ac-ft and a peak –day demand of about 314 gpm; and
  - The existing development and proposed 1,000 ERUs of the assessment area have a combined estimated annual water demand of 307.35 ac-ft and peak-day demand of 402.5 gpm.

My opinion of using groundwater to supply the proposed development at Powder Mountain is as follows:

- Potential groundwater recharge on the Weber County side of Powder Mountain is estimated to be about 12,400 ac-ft per year (King, 2004), which is more than adequate to supply the 1,000 ERUs of the assessment area.
- Lefty Spring (see Figure 2), which is currently undeveloped, but could be developed under E4715 (35-1195), has a minimum flow of at least 100 gpm. In addition, Loughlin Water Associates, LLC (Loughlin Water) is inventorying and measuring the flow of several other undeveloped springs at Powder Mountain.
- The Summit Group has elected to supply Phase 1 with wells and is currently drilling and testing exploration wells.
- The DDW requires that a new well (or wells) be tested at 1.5 times the peak-day demand of 81 gpm (about 122 gpm) for a minimum of 24 hours to approve the 154 ERUs of Phase 1.
- The Summit Group has tested an initial exploration well at 79 gpm and plans to permit and construct exploration and production wells as they are needed for future phases of development.
- Based on my review of the local hydrogeology, I believe that the 81 gpm required for Phase 1, the 314 gpm required for all 1,000 ERUs, and the combined demand of 402.5 gpm for the existing development and the 1,000 new ERUs can be developed from wells and springs at Powder Mountain.

Details and supporting information for my opinion are provided in the discussions that follow.

## WATER RIGHTS

The primary water right for Powder Mountain, and its anticipated expansion, is a contract with Weber Basin to divert up to 1,400 ac-ft on an annual basis (the Weber Basin contract). The Summit Group pays Weber Basin \$276,000 per year for this perpetual lease of water regardless of whether any water is called for or actually used.

On November 3, 2006, the Utah Division of Water Rights (DWRi), also known as “the Office of the State Engineer” or “the State Engineer,” approved exchange application E4715 (35-11995) which allows up to 400 ac-ft of the 1,400 ac-ft, available under the Weber Basin contract, to be diverted from wells and springs at Powder Mountain (the exchange application). The exchange application includes three developed springs (Pizzel Springs #1, #2, and #3) and one undeveloped spring (Lefty Spring) and one

existing well (Cobabe Well) and up to 14 new wells. Figure 1 shows the location of Powder Mountain and Figure 2 shows the locations of the existing and proposed springs and wells at Powder Mountain.

Exchange application E4715 (35-11995) allows water to be used to supply Powder Mountain and related development served by Powder Mountain Water & Sewer Improvement District (PMWSID). A new exchange application will need to be filed and approved by the DWRi to (1) allow the remaining 1,000 ac-ft available under the Weber Basin contract to be diverted and used at Powder Mountain and/or (2) add additional springs or wells at Powder Mountain.

## WATER DEMAND

According to NV5, Inc. (NV5, 2013):

- Phase 1 of the proposed expansion of Powder Mountain consists of 154 ERUs with an average annual demand of 65.25 ac-ft and the peak-day demand of about 81 gpm. Phase 1 combined with the existing connections will have an average annual demand of 120.6 ac-ft and peak-day demand of 169.5 gpm.
- The 1,000 ERUs proposed for the assessment area have an average annual demand of 252 ac-ft and peak-day demand of 314 gpm. All 1,000 ERUs combined with the existing connections will have an average annual demand of 307.35 ac-ft and peak-day demand of 402.5 gpm.

The 400 ac-feet of exchange application E4715 (35-11995) is more than adequate to supply the 1,000 ERUs of the assessment area of Powder Mountain.

## GROUNDWATER RECHARGE

King (2004) subdivided the Powder Mountain area into eight surface water sub-basins. Most of the existing and proposed wells and springs of exchange application E4715 (35-11995) are located within or near the edge of the Wolf Creek drainage. Proposed wells 7 and 8 are in the Middle Fork of the Ogden River drainage and Proposed Well 14 is in the Geertsen Canyon drainage. King (2004) estimated that the total groundwater recharge from precipitation in these three sub-basins, all of which are on the Weber County side of Powder Mountain, is about 12,400 ac-ft per year. Groundwater recharge includes: (1) 1,660 ac-ft/yr in the Wolf Creek drainage, (2) 9,580 ac-ft/y in the Middle Fork of the Ogden River drainage, and (3) 1,160 ac-ft/yr in the Geertsen Canyon drainage.

The estimated total potential groundwater recharge on the Weber County side of Powder Mountain of 12,400 ac-ft is more than adequate to supply both (1) the 400 ac-ft that can currently be diverted under exchange application E4715 (35-11995) and (2) the additional 1,000 ac-ft of the Weber Basin contract that has not been transferred to Powder Mountain.

## TARGET AQUIFERS

Paleozoic-age carbonate rocks (limestone and dolomite) and, to a lesser degree, quartzite rocks, are the primary target aquifers and potential sources of groundwater for Powder Mountain. Potential target aquifers, located on the Weber County side of Powder Mountain, include the Nounan Formation, the Middle Limestone Member of the Bloomington Formation (Middle Limestone Member), the Blacksmith Dolomite, Langston Dolomite, Geertsen Quartzite, and Mutual Formation. These geologic units, where sufficiently fractured and saturated (located below the water table), produce significant quantities of groundwater to wells and springs in neighboring areas of northern Utah.

Because the primary porosity and permeability of the bedrock at Powder Mountain is relatively low, the potential yields of wells will depend, in part, on intercepting zones of secondary porosity and permeability associated with partings along bedding surfaces, fractures, and dissolution features. Limestone dissolves more readily than dolomite and tends to develop greater solution-enhanced permeability. The Middle Limestone Member is the primary target aquifer because this unit (1) contains a greater thickness of limestone than the other units and (2) is overlain in most areas by the low-permeability Calls Fort Shale.

Principal aquitards (confining layers), which separate the aquifers and create stratigraphic groundwater compartments, include the Calls Fort Shale and Hodges Shale members of the Bloomington Formation and the Ute Formation. Note however, that all three of the low-permeability units have interbeds of limestone and/or dolomite that can yield water to wells and springs.

The geology of the Powder Mountain area is complex. The Paleozoic-age bedrock, including the target aquifers, has been folded, faulted, eroded, covered with younger geologic layers, and deeply buried. Based on my review of the local and regional hydrogeology, I believe that the target aquifers, where sufficiently fractured and saturated are capable of supplying the average annual and peak-day demand of the 154 ERUs of Phase 1 and the 1,000 ERUs of the assessment area.

## EXISTING DRINKING WATER SOURCES

PMWSID currently uses Pizzel Springs #1, #2, and #3 to supply the existing drinking water demand of Powder Mountain. According to PMWSID staff, the combined wintertime low flow of these three springs is about 40 gpm. These three springs discharge from the base of the Langston Dolomite, near the contact with the upper shale confining units of the Ute Formation.

The Cobabe Well was reportedly airlift tested at 100 gpm, has an unmeasured artesian flow, and is currently equipped with a pump capable of producing about 22 gpm. This well is not currently approved by the Utah Division of Drinking Water (DDW) and is not used by the PMWSID as a source of drinking water. The Cobabe Well produces groundwater from the Ute Formation.

## GROUNDWATER EXPLORATION AND DEVELOPMENT

Summit Group is currently drilling exploration wells to identify the best locations to construct production wells. Two or more production wells will likely be needed to supply the proposed 1,000 ERUs.

Lefty Spring (see Figure 2) has a minimum flow of about 100 gpm. Although Lefty Spring could be developed under exchange application E4715 (35-11995), most of the water for the 1,000 ERUs at Powder Mountain will be supplied by wells. Note however, that there is considerable geologic and hydrologic uncertainty associated with the complex subsurface conditions at Powder Mountain. Bedrock is highly deformed and is covered with soils and unconsolidated and semi-consolidated deposits over much of the area. Well yield is dependent on stratigraphic and structural conditions, which can only be known after wells are drilled and tested.


During May 2013 the Summit Group drilled their first exploration at proposed well location #8 shown on Figure 2. A 24-hour airlift test of this exploration well yielded 79 gpm. Field measurements of electrical conductivity indicate that the total dissolved solids (TDS) concentrations is acceptable; however, analytical results will not be available until mid-June 2013. The DDW has approved a production well at this location.

The Summit Group has started a second exploration well at the location shown on Figure 2. If yield and water quality are satisfactory, a production well will be permitted with DDW and DWRi and drilled at this location during the summer of 2013. The Summit Group plans to permit and drill additional exploration and production wells, as needed, to supply the planned expansion of Powder Mountain

If you have any questions or need more information, please do not hesitate to call me at (435) 649-4005 (office) or (435) 659-1752 (mobile).

Very truly yours,

Loughlin Water Associates, LLC

  
William D. Loughlin, P.G.  
Manager, Principal Hydrogeologist




Figure 1 – Location Map  
Figure 2 – Vicinity Map

Cc: Mr. Russ Watts, P.E. – Watts Enterprises, Inc.  
Mr. Rick Everson, P.E. – Watts Enterprises, Inc.

## POWDER MOUNTAIN WATER RIGHTS AND WATER DEVELOPMENT STATUS

Summit Mountain Holding Group (SMHG) currently owns 1,400 acre feet of Weber Basin water rights on the top of Powder Mountain in seven different state approved diversion points. The 1,400 acre feet of water rights is more than enough to supply water for the approved 2,800 units per the Development Agreement. (See attached Bill Loughlin’s Engineering letter)

It is the obligation and right of SMHG to develop, in conjunction with the Powder Mountain Sewer and Water District and the State Division of Drinking Water, each well site to extract and store the designated water requirements for the development of each phase of project as designated by the State of Utah.

## POWDER MOUNTAIN WASTEWATER PLAN

SMHG, in conjunction with the Powder Mountain Sewer and Water District, and the Wolf Creek Sewer and Water District, are in the engineering and planning stages to combine their wastewater treatment facilities to provide service for the future growth of the Powder Mountain Development.

SMHG is presently in the middle of negotiations, engineering, planning, and strategy to combine the lines of the main trunk lines to assure future growth of wastewater services for the Powder Mountain Development.



# Cost Benefit Analysis

In 2013 the Summit Mountain Holding Group, in conjunction with Weber County, hired Bonneville Research to conduct an in depth study of the costs and phasing of the Powder Mountain improvements and the potential tax benefit yield to the citizens of Weber County. (See attached Bonneville Research analysis)

## Study Highlights

- The projected 20 year cumulative resort investment totals an estimated 990 million dollars.
- The projected total infrasture investment over 20 years is an estimated 105 million dollars.
- The projected annual tax revenue to Weber County at the 20 year level is estimated between 40-50 million dollars.

Redevelopment Agency of Weber County																						
Proposed Community Development Project Area - Powder Mountain																						
FINANCIAL SUMMARY		20 Year Total	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16	Year 17	Year 18	Year 19	Year 20
Proposed Development			2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033
Land Sales Per Year			\$43,560,000	\$10,451,000	\$11,142,000	\$12,508,000	\$13,877,000	\$39,026,000	\$40,841,000	\$41,543,000	\$41,953,000	\$75,000,000	\$46,119,000	\$36,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Land Sales			\$43,560,000	\$10,451,000	\$11,142,000	\$12,508,000	\$13,877,000	\$39,026,000	\$40,841,000	\$41,543,000	\$41,953,000	\$75,000,000	\$46,119,000	\$36,000,000	-	-	-	-	-	-	-	-
Total Assessed Value Per Year (discounted and rounded edp version)			34,400,000	72,200,000	160,100,000	216,800,000	328,600,000	364,800,000	451,100,000	497,900,000	554,600,000	640,800,000	679,100,000	711,500,000	747,600,000	831,000,000	840,000,000	840,000,000	840,000,000	843,000,000	845,000,000	848,000,000
Cumulative Investment Totals: (SMHG & BR - discounted)			43,560,000	80,675,000	178,321,000	214,373,920	318,119,400	358,683,920	451,596,680	514,711,240	565,638,280	675,985,440	725,875,920	769,466,920	809,206,920	924,473,920	924,473,920	924,473,920	924,473,920	991,973,920	991,973,920	991,973,920
Proposed Resort/Residential Development (investment per year)		991,973,920	\$43,560,000	\$37,115,000	\$97,646,000	\$36,052,920	\$103,745,480	\$40,564,520	\$92,912,760	\$63,114,560	\$50,927,040	\$110,347,160	\$49,890,480	\$43,591,000	\$39,740,000	\$115,267,000	\$0	\$0	\$0	\$0	\$67,500,000	\$0
Real Estate			43,560,000	37,115,000	97,646,000	36,052,920	103,745,480	40,564,520	92,912,760	63,114,560	50,927,040	110,347,160	49,890,480	43,591,000	39,740,000	115,267,000	\$0	\$0	\$0	\$0	\$67,500,000	\$0
Buildings - Boutique Hotel, Retreat, and Co-Working Units			-	-	67,500,000	-	58,500,000	-	50,500,000	-	40,500,000	-	19,600,000	-	-	67,500,000	-	-	-	-	67,500,000	-
Condominiums (Units)			-	-	-	2,300,920	2,631,200	2,990,000	3,139,040	3,298,360	-	-	-	-	-	-	-	-	-	-	-	-
Village/Zero Lot Line			-	-	-	2,034,000	2,100,000	2,465,000	2,717,000	2,853,000	2,966,000	3,146,000	3,303,000	3,468,000	-	-	-	-	-	-	-	-
Village/Zero Lot Line Build-Out			-	-	-	5,689,000	4,800,000	4,625,000	5,100,000	5,355,000	5,622,000	5,903,000	6,199,000	6,509,000	6,909,000	7,309,000	7,709,000	-	-	-	-	-
Cabin/Nest Units			-	-	703,000	903,000	1,202,000	1,202,000	1,202,000	-	-	-	-	-	-	-	-	-	-	-	-	-
Retail/Live/Work Units			-	-	705,000	1,105,000	1,305,000	1,411,000	1,468,000	-	1,527,000	-	-	-	-	-	-	-	-	-	-	-
Retail/Live/Work Units Build-Out			-	-	-	3,358,000	4,470,280	4,835,520	5,028,720	5,230,200	5,439,040	5,656,160	5,882,480	-	-	-	-	-	-	-	-	-
Home/Village Units			-	4,400,000	2,700,000	2,250,000	2,556,000	2,683,000	2,817,000	2,958,000	3,106,000	3,260,000	3,425,000	3,825,000	4,225,000	4,625,000	-	-	-	-	-	-
Home/Village Units Build-Out			-	12,105,000	4,500,000	6,655,000	6,656,000	7,433,000	7,805,000	8,195,000	8,615,000	9,035,000	9,487,000	9,887,000	10,287,000	10,687,000	-	-	-	-	-	-
Estate Lots		43,560,000	-	6,050,000	2,000,000	2,450,000	2,247,000	2,525,000	2,677,000	2,837,000	3,008,000	3,188,000	3,380,000	3,780,000	4,180,000	4,580,000	-	-	-	-	-	-
Estate Lots Build-Out			-	14,560,000	8,815,000	5,875,000	8,605,000	9,668,000	10,248,000	10,683,000	11,510,000	12,206,000	12,939,000	13,339,000	13,739,000	14,139,000	-	-	-	-	-	-
Ranch Compound			-	-	3,000,000	4,100,000	4,100,000	-	4,305,000	-	4,550,000	-	4,800,000	-	-	-	-	-	-	-	-	-
Ranch Compound Build-Out			-	-	-	-	4,256,000	4,383,000	-	5,515,000	-	5,680,000	-	5,851,000	-	6,027,000	-	-	-	-	-	-
Personal Property		\$47,918,080	\$0	\$0	\$7,500,000	\$492,080	\$7,117,520	\$680,480	\$5,210,240	\$2,941,440	\$472,960	\$7,991,840	\$511,520	\$0	\$0	\$7,500,000	\$0	\$0	\$0	\$0	\$7,500,000	\$0
Buildings - Boutique Hotel, Retreat, and Co-Working Units			-	-	7,500,000	-	6,500,000	-	6,500,000	-	4,500,000	-	7,500,000	-	-	7,500,000	-	-	-	-	7,500,000	-
Condominiums (Units)			-	-	-	200,080	228,800	260,000	272,860	286,640	-	-	-	-	-	-	-	-	-	-	-	-
Retail/Live/Work Units Build-Out			-	-	-	292,000	388,720	420,480	437,280	454,800	472,960	491,840	511,520	-	-	-	-	-	-	-	-	-
Proposed Infrastructure:			3,850,000	3,500,000	8,800,000	-	16,013,717	3,700,000	-	-	-	26,600,000	-	-	-	-	-	-	22,100,000	-	-	-
Private Infrastructure		\$3,850,000	\$3,500,000	\$8,800,000	\$0	\$4,000,000	\$3,700,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Electric Power		2,100,000	-	-	-	4,000,000.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Geothermal		1,750,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Fiber Optics		-	3,500,000	-	-	-	-	3,700,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Natural Gas		-	-	8,800,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Public Infrastructure		\$0	\$0	\$0	\$0	\$12,013,717	\$0	\$0	\$0	\$0	\$0	\$26,600,000	\$0	\$0	\$0	\$0	\$0	\$0	\$22,100,000	\$0	\$0	\$0
Roads & Bridges		10,596,315	-	-	-	7,400,000	-	-	-	-	-	12,000,000	-	-	-	-	-	-	15,500,000	-	-	-
Culinary Water		4,117,402	-	-	-	7,600,000	-	-	-	-	-	8,400,000	-	-	-	-	-	-	1,800,000	-	-	-
Sanitary Sewer		-	-	-	-	4,800,000	-	-	-	-	-	6,200,000	-	-	-	-	-	-	4,800,000	-	-	-
Other		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proposed Development Enhancements		\$2,000,000	\$13,000,000	\$4,000,000	\$14,500,000	\$8,500,000	\$7,000,000	\$6,000,000	\$9,000,000	\$5,000,000	\$8,000,000	\$0	\$5,000,000	\$0	\$8,000,000	\$0	\$5,000,000	\$0	\$8,000,000	\$0	\$0	\$0
Personal Property		\$0	\$5,000,000	\$4,000,000	\$0	\$5,000,000	\$4,000,000	\$0	\$9,000,000	\$0	\$5,000,000	\$0	\$5,000,000	\$0	\$5,000,000	\$0	\$5,000,000	\$0	\$5,000,000	\$0	\$0	\$0
Ski Lifts		-	5,000,000	-	-	5,000,000	-	-	5,000,000	-	5,000,000	-	5,000,000	-	5,000,000	-	5,000,000	-	5,000,000	-	-	-
Electric Bus & Shuttle System (e.g., Utah State WAVE)		-	-	4,000,000	-	-	4,000,000	-	4,000,000	-	4,000,000	-	-	-	-	-	-	-	-	-	-	-
Real Estate		\$2,000,000	\$8,000,000	\$10,000,000	\$14,500,000	\$3,500,000	\$3,000,000	\$8,000,000	\$0	\$5,000,000	\$3,000,000	\$0	\$0	\$0	\$3,000,000	\$0	\$0	\$0	\$3,000,000	\$0	\$0	\$0
CUMULATIVE			\$10,000,000	\$10,000,000	\$24,500,000	\$28,000,000	\$31,000,000	\$37,000,000	\$42,000,000	\$45,000,000	\$45,000,000	\$45,000,000	\$45,000,000	\$45,000,000	\$45,000,000	\$48,000,000	\$48,000,000	\$48,000,000	\$51,000,000	\$51,000,000	\$51,000,000	\$51,000,000
Structured Parking		-	-	6,000,000	-	-	6,000,000	-	-	-	5,000,000	-	-	-	-	-	-	-	-	-	-	-
Retreat Facilities		2,000,000	3,000,000	-	5,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Special Event Facilities		-	2,000,000	-	3,500,000	3,500,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restaurants and Lodges		-	3,000,000	-	-	-	3,000,000	-	-	-	-	3,000,000	-	-	-	3,000,000	-	-	-	3,000,000	-	-
Potential Secondary or By-Product Development		\$0	\$0	\$7,500,000	\$24,000,000	\$25,500,000	\$0	4,800,000	\$0	\$8,000,000	\$0	\$0	\$0	\$0	\$0	\$5,000,000	\$0	\$2,000,000	\$0	\$0	\$0	\$0
Continuing Education Center (e.g. General Assembly, Dev Boot Camp)		\$0	\$0	\$7,500,000	\$31,500,000	\$57,000,000	\$57,000,000	\$61,800,000	\$61,800,000	\$69,800,000	\$69,800,000	\$69,800,000	\$69,800,000	\$69,800,000	\$69,800,000	\$69,800,000	\$74,800,000	\$74,800,000	\$76,800,000	\$76,800,000	\$76,800,000	\$76,800,000
Science Center (e.g. Teton Science School)		-	-	-	6,000,000	-	9,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Observatory (including children's programs)		-	-	-	-	-	-	-	4,800,000	-	-	-	-	-	-	-	-	-	-	-	-	-
Supplemental Graduate Program Facility (e.g. Singularity University, 2u)		-	-	-	6,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Supplemental Undergraduate Program Facility (e.g. Minerva University)		-	-	-	12,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
High Tech Diagnostic Health & Wellness Center (e.g. ParacelsusKlinik Institute)		-	-	2,500,000	-	-	-	-	-	-	8,000,000	-	-	-	-	-	-	-	-	-	-	-
Peak Performance Center (e.g. IMG Academy)		-	-	-	-	8,500,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Farm-to-Table/Culinary Program Facility (e.g. Blue Hill Farm)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,000,000	-	-	-	-
Policy, Diplomacy & Innovation Retreat Center (e.g. UNICEF Innovation Lab)		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5,000,000	-	-	-	-	-
Co-Working Space (e.g. WeWork)		-	-	5,000,000	-	8,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proposed Other Internal and External Projects		\$3,100,000	\$110,000	\$520,000	\$530,000	\$540,000	\$550,000	\$60,000	\$1,070,000	\$80,000	\$90,000	\$100,000	\$110,000	\$120,000	\$130,000	\$140,000	\$150,000	\$160,000	\$170,000	\$180,000	\$190,000	\$190,000
Ogden Valley Master Plan		100,000	100,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Trail Network		3,000,000	-	500,000	500,000	500,000	500,000	500,000	1,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-
School Impact Mitigation		-	10,000	20,000	30,000	40,000	50,000	60,000	70,000	80,000	90,000	100,000	110,000	120,000	130,000	140,000	150,000	160,000	170,000	180,000	190,000	190,000
Other		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Proposed Resort/Residential Development (investment per year)		100%	\$43,560,000	\$37,115,000	\$97,646,000	\$36,052,920	\$103,745,480	\$40,564,520	\$92,912,760	\$63,114,560	\$50,927,040	\$110,347,160	\$49,890,480	\$43,591,000	\$39,740,000	\$115,267,000	\$0	\$0	\$0	\$0	\$67,500,000	\$0
Proposed Development Enhancements		100%	\$2,000,000	\$8,000,000	\$14,500,000	\$3,500,000																