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RASHELLE HOBBS
RECORDER, SALT LAKE COUNTY, UTAH
HERRIMAN
5355 W HERRIMAN MAIN ST
HERRIMAN UT 84096
BY: SSP, DEPUTY - MA 6 P.

WHEN RECORDED, RETURN TO:

Herriman City
5355 West Herriman Main Street
Herriman, UT 84096

**~~THIRD AMENDMENT TO THE MASTER DEVELOPMENT AGREEMENT~~
FOR THE
SOUTH HILLS MASTER PLANNED COMMUNITY**

THIS THIRD AMENDMENT TO MASTER DEVELOPMENT AGREEMENT
("First Amendment") is made and entered as of the 22nd day of February, 2017, by and
between the City of Herriman, a Utah municipal corporation ("City"), and Wasatch South
Hills Development Company, L.L.C., a Utah limited liability company ("Master
Developer").

RECITALS

A. The parties entered into a Master Development Agreement dated March ____,
2009 which was recorded on April 6, 2009 as Entry No. 100666381 in the official books
and records of the Salt Lake County Recorder ("Original MDA") governing the property
shown on Exhibit "A" that is attached hereto and incorporated herein by reference
("Property").

B. The parties have previously amended the Original MDA by a First Amendment
dated as of December 9, 2015 which was recorded on February 8, 2016 as Entry No.
12212663 and a Second Amendment dated as of March 23, 2016 which was recorded on

April 18, 2009 as Entry No. 12262844.

C. Given change in the laws of the City regarding processing of Development Applications, including residential subdivisions, it is important to conform the Original MDA to the new processing protocols that benefit the City and the Master Developer.

D. The parties have cooperated in the preparation of this Third Amendment.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City and Master Developer hereby agree to the following:

AMENDMENTS

1. **Effect of this Third Amendment.** Other than a specifically amended herein by this First Amendment, the Original Master Development Agreement shall remain in full force and effect.

2. **Adoption of Processing Protocol.** Exhibit "H" ("Processing Protocol for Residential Developments"), attached hereto and incorporated by reference, For the purposes only of processing Development Applications for residential projects the processes specified in Exhibit "H" shall control over any other provisions in the Original MDA including, but not limited to, any provisions in Exhibit "F", the "Technical Guidelines".

IN WITNESS WHEREOF, the parties hereto have executed this Agreement by and through their respective, duly authorized representatives as of the day and year first herein above written.

MASTER DEVELOPER
Wasatch South Hills Development Company, LLC

CITY
City of Herriman

By: John Lindsley
Its: President

Brett Wood
By: Brett Wood
Its: City Manager



Approved as to form and legality:

Attest:

John Brems
John Brems
City Attorney

Janestrom
City Recorder

CITY ACKNOWLEDGMENT

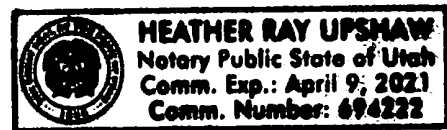
STATE OF UTAH)
:ss.
COUNTY OF SALT LAKE)

On the 11 day of February, ~~2017~~²⁰²⁰, personally appeared before me Brett Wood who being by me duly sworn, did say that he is the City Manager of the City of Herriman, a Utah municipal corporation, and that said instrument was signed in behalf of the City by authority of its governing body and said City Manager acknowledged to me that the City executed the same.

Heather Ray Upshaw
NOTARY PUBLIC

My Commission Expires:
April 9, 2021

Residing at:
Salt Lake County



DEVELOPER ACKNOWLEDGMENT

STATE OF UTAH)

:ss.

COUNTY OF SALT LAKE)

On the 11th day of February, ~~2017~~²⁰²⁰, personally appeared before me John Lindsley who being by me duly sworn, did say that he is the President of Wasatch South Hills Development Company, LLC , a Utah limited liability company, and that the foregoing instrument was duly authorized by the company at a lawful meeting held by authority of its operating agreement and signed in behalf of said company.

Jacquelyn Nostrom
NOTARY PUBLIC

My Commission Expires:

Residing at:

March 23, 2022

Herriman

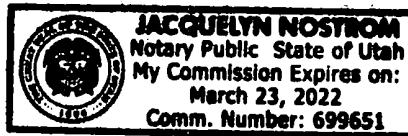


Exhibit H

PROCESSING PROTOCOL FOR RESIDENTIAL DEVELOPMENTS

SOUTH HILLS MASTER PLANNED COMMUNITY

This Processing Protocol specifies how Development Applications (as defined in the MDA) for residential projects are processed by Herriman City.

1. The Development Application shall be designed to a level of detail somewhere about halfway between a "concept plan" and a standard Preliminary Plat. It shall be submitted at least twenty-one (21) days prior to the anticipated Planning Commission date and include the following:

- 1.1. The number of acres proposed to be developed;
 - 1.2. The general layout of the lots and roads;
 - 1.3. If the roads are intended to be private the width and cross section shall be specified;
 - 1.4. The number of Residential Dwelling Units to be developed which shall not exceed that number allowed in that pod under the MDA;
 - 1.5. A table showing number of Residential Dwelling Units in the Development Application, the total number of Residential Dwelling Units allowable for the Project under the MDA, the number of Residential Dwelling Units previously approved for use within the Project and the number of Residential Dwelling Units remaining to be developed;
 - 1.6. The general types of products that are to be developed on the various lots;
 - 1.7. The setbacks for that product type, as approved in the MDA;
 - 1.8. The existing contours at vertical intervals of not more than two feet (2');
 - 1.9. At least 10% of the lots in the Development Application constituting a representative sample of the types of product shall show the lot sizes and dimensions;
 - 1.10. For multi-family dwellings the Development Application shall specify whether the units are intended to be load for cars by the front or rear sides;
 - 1.11. Areas and approximate acreages to be developed for Parks, Trails and Open Space, and who will own and maintain the Parks, Trails and Open space;
 - 1.12. The general location of any public trails;
 - 1.13. A description or depiction of the general amenities proposed for any Park;
 - 1.14. A table showing the amounts of Parks, Trails and Open Space required for the entire project, that amount in the Development Application and the amount previously approved showing how that compares in ratio as provided in Section 9.2 of the MDA (i.e., maintain a roughly pro rata ratio between the development of Residential Dwelling Units and the creation of Parks, Trails and Open Space);
2. The Development Application is not required to show:

- 2.1. Details of how the Residential Dwelling Units will be configured on the lots including lot dimensions (except as provided in Section 1.7), driveway placement, , building heights and other such details;
- 2.2. Road profiles or other infrastructure details;
- 2.3. Elevations or other illustration or details of the Residential Dwelling Units proposed;
- 2.4. Details of any amenities proposed for any Parks, Trails and Open Space.

3. Staff will review the Development Application to advise the Planning Commission whether the Development Application complies with the MDA and the City's Vested Laws. If the Development Application does comply with the MDA and the City's Vested Laws then the Planning Commission shall approve the Development Application.

4. If the Development Application does not contain elevations or other illustration or details of the Residential Dwelling Units proposed or details of any amenities proposed for any Parks, Trails and Open Space then those details shall be provided for review by the Planning Commission at a subsequent meeting prior to Staff approving a Final Plat.

5. If the elevations or other illustration or details of the Residential Dwelling Units proposed and the details of any amenities proposed for any Parks, Trails and Open Space comply with the MDA including the Technical Guidelines then the Planning Commission shall approve the Development Application.

6. Prior to approval of a final Plat the Staff shall require that all aspects of the Development Application comply with the MDA and the City's Vested Laws.

7. Prior to approval of any building permit for a Residential Dwelling Unit authorized as a part of the approval of the Development Application the Architectural Review Committee for the Project shall provide the City with a letter stating that the Residential Dwelling Unit complies with the MDA and the Technical Guidelines.

8. The City may deem any failure of the Final Plat to or the approval of any Residential Dwelling Unit to comply with the MDA, the Technical Guidelines and the City's Vested Laws to be a breach of the MDA pursuant to the Default provisions of the MDA, Section 18.