

DEVELOPMENT AGREEMENT
FOR
NORTH FARMINGTON STATION

THIS DEVELOPMENT AGREEMENT (this "Agreement") is made and entered into as of the 4th day of December 2020 by and between **FARMINGTON CITY**, a Utah municipal corporation, hereinafter referred to as the "City," and **STACK FARMINGTON LAND, LLC**, a Utah limited liability company and **WASATCH FARMINGTON HOLDINGS, LLC**, a Utah limited liability company hereinafter referred to, collectively with their respective assignees, as "Developer."

RECITALS:

A. Developer owns or has the right to acquire approximately 128 acres of land, and the City and others own the remaining land, within the boundary set forth in **Exhibit "A"** attached hereto and by this reference made a part hereof (the "Property"). Developer desires to develop the Property pursuant to the City's Land Use Master Plan and the City's Ordinances, as a Class A office park and S.M.A.R.T (Sustainable, Mixed Use, Attractive, Realistic, Transit-Oriented) community including office, multi-family apartments, and supporting retail and complementary uses, to be known as "North Farmington Station". The parties desire to create an office park which utilizes high quality fixtures and amenities consistent with other projects built by Developer in the local market, with commercial and residential development of the same standard.

B. The Developer has pursued two separate applications before the Planning Commission for the Property represented as North Farmington Station East and North Farmington Station West. The two PMP applications have been combined for consideration by the City Council in one application for approval of North Farmington Station.

C. On October 20, 2020, the City approved a Project Master Plan (the "PMP") for the Property in accordance with Chapter 18 of the City's zoning ordinance. The approved PMP is attached hereto as **Exhibit "B"** and incorporated herein by reference. The purposes of the PMP include, among other things, the establishment of uses and minimum building heights applicable to the respective areas of the Property, as set forth in the PMP, although the PMP is not intended to enable future development of the Property without final subdivision and site plan approval with respect to each phase.

D. The Property is subject to the City's Laws, including without limitation Section 11-18-140 of the City's zoning ordinance, pursuant to which this Agreement may control over certain provisions of the City's Laws with respect to the matters set forth herein.

E. Persons and entities hereafter developing the Property or any portions of the Property shall accomplish such development in accordance with the City's Laws and the provisions set forth in this Agreement.

F. The City also recognizes that the development of North Farmington Station, and any future phase thereof, may result in tangible benefits to the City through the stimulation of development in the area, including a possible increase of the City's tax base and the development of amenities that may enhance further economic development efforts in the vicinity of the Property, and is therefore willing to enter into this Agreement, subject to the terms and conditions set forth herein.

AGREEMENT

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 Developer hereby agree as follows:

1. **Incorporation of Recitals.** The above Recitals are hereby incorporated into this Agreement.

2. **Definitions.** In addition to the other capitalized terms defined elsewhere in this Agreement, the following terms shall have the respective meanings indicated below:

a. "City's Laws" means, collectively, all City ordinances, rules and regulations, including the provisions of the City's General Plan, the City's zoning and subdivision ordinances, the City's engineering development standards and specifications, and any permits issued by the City pursuant to the foregoing ordinances and regulations.

b. "Effective Date" means the latter of (i) the date of this Agreement set forth in the introductory paragraph hereof, or (ii) the first date that the Developer acquires fee title to the parcels of real property listed in Section 3.

i. Notwithstanding the foregoing, this Agreement shall be effective as a contract between the parties on the date of execution of the last party to sign. Provisions relating to development at the Property shall become effective per Section 3 and Section 2 (b) (ii) as herein defined.

3. **Effectiveness.** This Agreement, including the PMP, shall apply to and govern the development of the Property, which consists of the following respective parcels (as identified pursuant to a Davis County Assessor property search): Parcel ID 08-058-0020, 08-058-0016, 08-060-0026, 08-060-0003, 08-057-0015, 08-057-0053, and 08-057-0064. If Developer fails to acquire fee title to all of the foregoing parcels, this Agreement become null and void and all provisions governing future development of the Property shall be of no effect. It is anticipated Developer will acquire a portion or remnant of parcel number 08-057-0046, which shall also be included in the Property. The anticipated acquisition of this parcel is not a condition precedent to this Agreement. However, in the event the remnant is not acquired by Developer, the approved PMP and this Agreement will require amendment as this parcel is within the PMP. The Parties acknowledge that a corresponding amendment has not been approved and that the City cannot commit to approve such an amendment.

4. **Alternative Approval Process.** The City has held all public hearings necessary for, and has approved the PMP. Developer and/or Developer's successors and assigns may from time to time apply to develop any phase of North Farmington Station greater than two and a half (2.5) acres in size in accordance with an alternative approval process as set forth in section of 11-18-140 of the City's zoning ordinance

5. **Uses of the Property.** The uses of the Property and the respective areas of the Property designated for each such use shall be as set forth in the PMP. Specific development standards and processing requirements shall be as follows:

a. **Building Height Limits.** Building heights shall be regulated per the PMP, except that the maximum building height is four stories in that part of the orange area as shown in the PMP (Mixed Use Commercial/Residential) abutting Commerce Drive, which orange area is by Spring Creek, and those buildings in the yellow (Residential) area as shown in the PMP shall have a two-story element next and/or closest to the UTA DRG&W trail right-of-way, and those buildings in the tan (Mixed-Use Commercial/Residential Remote Transit HUB) areas north of Spring Creek shall have a maximum building height of seven stories, and as referenced in paragraph c., below.

b. **Residential Uses.** Residential uses may be allowed in the tan (Mixed-Use Commercial/Residential Remote Transit HUB), yellow and orange areas as shown in the PMP upon review and City approval of conforming land use applications, prepared by the Developer, which shall include building elevations, as part of the City's normal Development Plan Review Process. Residential uses shall be prohibited in the red (Mixed Use Commercial/Additional Office) and blue (Class A Office) areas as shown in the PMP, except as may otherwise be provided in an amended PMP.

c. **Office to Residential Acreage Ratio.** In the event the Developer receives approval by the City as set forth in paragraph 5.b above, Developer shall be permitted to proceed with construction upon final approval for the multi-family residential product, shown in orange in the PMP and located along Burke Lane, and, as shown in Yellow in the PMP. The residential uses in yellow shall be subject to maximum height limitation of 36 feet. The remainder of the residential development in the PMP will not be considered for approval until the first office building is under construction in the blue or red area. Once the first office building is under construction in the blue or red area, the remaining residential, if approved, shall be permitted at a ratio of 3 acres of residential (in the orange and/or tan areas) for every 1 acre of office. The Developer shall submit plans for, and process to completion a building permit application for the first office building on or before December 31, 2023; notwithstanding this, the Developer must obtain site plan and building permit approval and commence construction of the first office building in the blue area, with floor plans no less than a 25,000 square foot footprint, no later than one month after the latter of (i) signing a lease or aggregate of leases of 50% or more of the square footage of the first office building and (ii) receiving construction financing.

d. **Energy Efficiency.** All office buildings in the Property will be constructed in a manner generally consistent with LEED Silver standards, Energy Star standards, and

ASHRAE standards, as in effect on the building permit application date, but such certifications shall not be required.

e. Spring Creek Trail. The Spring Creek Trail system as shown in the PMP shall be sequentially completed as the abutting properties develop unless otherwise required as part of the subdivision/site plan review process.

f. Infrastructure Requirements. All public infrastructure shall be constructed in strict accordance with the City's Standards and Specifications for Public Improvements and the City's Laws.

g. CAMP. Common Area Management Plans for the Property shall be approved by the City at the time final site plans are approved for portions of the Property. Those plans shall include, at a minimum, provisions for the maintenance and upkeep of private streets and common areas, snow removal and location, use and maintenance of common and/or shared access points.

h. Amenities. All amenities associated with the residential development and all architectural materials utilized throughout the project shall be of a quality and standard fitting for a Class A Office and a top quality mixed use development.

i. Vesting. Throughout the term of this Agreement, the Property shall be regulated per Title 11, Chapter 18, specifically Section 11-18-050 and Section 11-18-060 attached hereto as Exhibit "C" of Farmington City's code, as such Chapter reads as of the Effective Date and is incorporated herein by this reference; provided that, without limiting Developer's right to submit petitions or applications under Section 11-18-140 of the City's zoning ordinance, the provisions of this Agreement and the PMP shall control in the case of any conflict with such Chapter.

j. Regulating Plan Amendment. The City agrees to process to completion an amendment to the Regulating Plan for all Principal Streets as shown on the PMP, which amendment shall be effective no later than the date that is ninety days after the Effective Date. The Amendment of the Regulating Plan relating to non-principal streets will be considered by the City as part of the further development plan review process for site plans or subdivisions.

k. Office Park Design. Class A Office site plans within the blue area of the PMP shall be designed and approved in such a way to accommodate infill buildings and/or parking structures in the future.

6. Assignment. Developer shall not assign this Agreement or any rights or interests herein without giving prior written notice to the City. Any future assignee shall consent in writing to be bound by the terms of this Agreement as a condition precedent to the assignment.

7. Notices. Any notices, requests and demands required or desired to be given hereunder shall be in writing and shall be served personally upon the party for whom intended,

or if mailed, by certified mail, return receipt requested, postage prepaid, to such party at its address shown below:

To Developer: STACK Real Estate, LLC
 Attn: Andrew Bybee or Trevor Evans
 2801 North Thanksgiving Way, Ste. 100
 Lehi, Utah 84043

To the City: Farmington City
 Attn: City Manager
 160 South Main Street
 Farmington, Utah 84025-0160

8. **Entire Agreement.** This Agreement together with the Exhibits attached thereto and the documents referenced herein, and all regulatory approvals given by the City for the Property, contain the entire agreement of the parties and supersede any prior promises, representations, warranties or understandings between the parties with respect to the subject matter hereof which are not contained in this Agreement and the regulatory approvals for the Property, including any related conditions.

9. **Construction.** Words in any gender are deemed to include the other genders. The singular is deemed to include the plural and vice versa, as the context may require. The headings contained in this Agreement are intended for convenience only and are in no way to be used to construe or limit the text herein. Use of the word "including" shall mean "including but not limited to", "including without limitation", or words of similar import.

10. **Non-Liability of City Officials, Employees and Others.** No officer, representative, agent, or employee of the City shall be personally liable to Developer, or any successor-in-interest or assignee of Developer in the event of any default or breach by the City or for any amount which may become due Developer, or its successors or assigns, for any obligation arising under the terms of this Agreement, unless it is established that the officer, representative, agent or employee acted or failed to act due to fraud or malice.

11. **No Third-Party Rights.** The obligations of Developer set forth herein shall not create any rights in and/or obligations to any persons or parties other than the City. The parties hereto alone shall be entitled to enforce or waive any provisions of this Agreement.

12. **Recordation.** This Agreement shall be recorded by the City against the Property in the office of the Davis County Recorder, State of Utah.

13. **Relationship.** Nothing in this Agreement shall be construed to create any partnership, joint venture or fiduciary relationship between the parties hereto.

14. **Term.** This Agreement shall become effective upon the Effective Date and shall continue in full force and effect from such date until the date that is thirty (30) years after the

City's completion of construction of the arterial and principal roads shown in the PMP, unless terminated earlier pursuant to Section 15 below.

15. **Termination.** Notwithstanding the foregoing, if Developer has not commenced development activities on the Property within five (5) years after the Major Public Streets, as defined in the Agreement for the Development of Land between the parties to this Agreement and the Redevelopment Agency of Farmington City are completed, the City may request Developer to provide the City with reasonable plans and assurances that Developer will develop the Property in accordance with this Agreement. In such event, Developer shall have 120 days after receiving such request from the City to provide the City with such information. If Developer fails to respond to such request within such time period, or responds within such time period with plans and assurances that are unacceptable to the City in the City's reasonable discretion, the City may terminate this Agreement by giving written notice to Developer within sixty (60) days following the termination of the 120-day response period described above.

16. **Severability.** If any portion of this Agreement is held to be unenforceable or invalid for any reason by a court of competent jurisdiction, the remaining provisions shall continue in full force and effect.

17. **Amendment.** This Agreement may be amended only in writing signed by the parties hereto. The parties acknowledge that Developer intends to acquire additional parcels of real property located adjacent to or near the Property, and the parties desire that Developer develop such additional parcels of Property pursuant to this Agreement to facilitate the consistency of the development of the Property and such additional parcels. Accordingly, and subject to any required PMP approvals which may be required, the parties agree to amend this Agreement to include within the scope and definition of the "Property" hereunder any additional parcels of real property acquired by Developer or its affiliates within the area of the City bounded by Shepard Lane on the north/northwest, Interstate 15 on the northeast, Park Lane on the southeast, and the Denver and Rio Grande Western Rail Trail on the southwest.

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 hereinabove written.

"CITY"

FARMINGTON CITY

ATTEST:

Heidi Gadd
City Recorder

By: H. James Talbot
Mayor

CITY ACKNOWLEDGMENT

STATE OF UTAH)
 :ss.
COUNTY OF DAVIS)

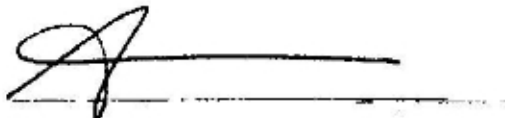
On the 4th day of December, 2020, personally appeared before me H. James Talbot, who being duly sworn, did say that he is the Mayor of FARMINGTON CITY, a municipal corporation of the State of Utah, and that the foregoing instrument was signed in behalf of the City by authority of its governing body and said H. James Talbot acknowledged to me that the City executed the same.



Heidi Souck
Notary Public

"DEVELOPER"

STACK FARMINGTON LAND, LLC



By

Andrew Bybee, Manager

DEVELOPER ACKNOWLEDGMENT

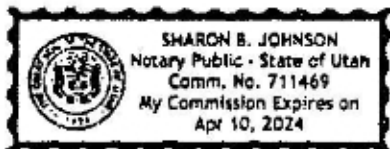
STATE OF UTAH)

:ss.

COUNTY OF DAVIS *Utah*

On the 7th day of December 2020, personally appeared before me Andrew Bybee, who being by me duly sworn did say that he is a manager of **STACK FARMINGTON LAND, LLC**, and that the foregoing instrument was signed in behalf of said limited liability company by virtue of the authority granted to such manager under the operating agreement of said limited liability company, and he acknowledged to me that said limited liability company executed the same.

Sharon B. Johnson
Notary Public



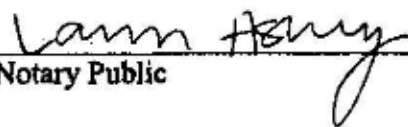
WASATCH FARMINGTON HOLDINGS, LLC

By: 
Its: Manager

STATE OF UTAH)
 :SS.
COUNTY OF ~~DAVIS~~ SALT LAKE)

On the 7th day of December, 2020, personally appeared before me Jeffrey Nielson, who being by me duly sworn did say that he is a manager of WASATCH FARMINGTON HOLDINGS, LLC, and that the foregoing instrument was signed in behalf of said limited liability company by virtue of the authority granted to such manager under the operating agreement of said limited liability company, and he acknowledged to me that said limited liability company executed the same.




Notary Public

ATTACHED EXHIBITS:

- EXHIBIT "A" – LEGAL DESCRIPTION OF THE PROPERTY
- EXHIBIT "B" – PMP (PROJECT MASTER PLAN)
- EXHIBIT "C" – SECTION 11-18-050 AND SECTION 11-18-060 OF FARMINGTON CITY ZONING ORDINANCE

Exhibit "A"

080570064 ✓

A PARCEL OF LAND LOC IN THE NW 1/4 OF SEC 14-T3N-R1W, SLB&M, DESC AS FOLLOWS:
BEG AT A PT S 00°03'58" E 757.69 FT COINCIDENT WITH THE SEC LINE N 89°46'49" W 105.44
FT & S 00°13'11" W 62.00 FT & S 89°46'49" E 70.00 FT & S 00°13'11" W 27.50 FT & S 34°42'24" E
164.24 FT & S 34°42'24" E 365.86 FT & N 55°17'36" E 16.14 FT & S 37°57'24" E 95.55 FT & S
89°46'49" E 16.40 FT & S 34°42'24" E 151.32 FT TO A S'LY LINE OF PPTY CONV IN SPECIAL
WARRANTY DEED RECORDED 12/02/2019 AS E# 3207555 BK 7399 PG 451 FR THE NW COR
OF SD SEC 14; TH COINCIDENT WITH THE W LINE OF TRACT 3A OF THE SURVEY
PERFORMED BY CORNERSTONE & FILED AT THE DAVIS COUNTY SURVEYOR'S OFFICE
WITH A FILE # OF 003288-D THE FOLLOWING COURSE: S 34°42'24" E 525.97 FT TO A PT OF
NON-TANGENCY OF A 1430.00 FT RAD CURVE TO THE LEFT; TH NE'LY 721.11 FT ALG SD
CURVE (LC BEARS N 55°51'55" E 721.09 FT); TH N 41°33'09" E 694.59 FT TO A PT OF NON-
TANGENCY OF A 673.28 FT RAD CURVE TO THE RIGHT, OF WH THE RAD PT BEARS S
45°41'48" E; TH NE'LY 71.76 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 06°06'24"
TO THE SW'LY RW LINE OF THE UP RR; TH COINCIDENT WITH SD LINE N 50°36'12" W
171.61 FT TO THE S'LY LINE OF THE RELOCATED SHEPARD LANE RW AS REFERENCED IN
SD TRACT 3A OF THE CORNERSTONE SURVEY; TH COINCIDENT WITH SD S'LY LINE THE
FOLLOWING 4 COURSES: (1) S 62°34'40" W 133.36 FT TO A PT OF NON-TANGENCY OF A
632.96 FT RAD CURVE TO THE RIGHT OF WH THE RAD PT BEARS N 27°25'20" W, (2) W'LY
563.43 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 51°00'07", (3) N 71°30'01" W
113.83 FT, (4) N 47°12'05" W 21.87 FT TO THE S'LY LINE OF PPTY CONV IN SPECIAL
WARRANTY DEED RECORDED 07/05/2019 AS E# 3170783 BK 7298 PG 605; TH ALG SD PPTY
& ALG THE CENTERLINE OF HAIGHT CREEK THE FOLLOWING 19 COURSES: S 67°29'15" W
17.46 FT & N 86°26'50" W 33.86 FT & S 66°24'01" W 11.62 FT & N 69°12'18" W 24.15 FT & S
48°22'15" W 33.00 FT & S 05°04'29" E 19.33 FT & S 14°12'08" W 27.78 FT & S 72°31'42" W 21.42
FT & S 10°12'39" W 26.24 FT & S 52°47'16" W 83.69 FT & S 14°52'38" W 49.64 FT & S 45°36'21"
E 34.24 FT & S 06°38'53" E 15.75 FT & S 62°59'38" E 18.56 FT & S 35°59'26" E 50.64 FT & S
07°25'01" W 19.77 FT & S 46°23'21" W 189.60 FT & S 00°19'02" W 46.41 FT & S 48°13'23" W
92.99 FT TO THE E LINE OF SD SPECIAL WARRANTY DEED RECORDED AS E# 3207555; TH
ALG SD S'LY LINE OF SD SPECIAL WARRANTY DEED & THE CENTERLINE OF HAIGHT
CREEK THE FOLLOWING TWO COURSES: S 48°13'23" W 68.60 FT & S 74°25'08" W 82.41 FT
TO THE POB. CONT. 17.04 ACRES (NOTE: THIS REMAINING LEGAL WAS WRITTEN IN THE
DAVIS COUNTY RECORDER'S OFFICE FOR I.D. PURPOSES. IT DOES NOT REFLECT A
SURVEY OF THE PROPERTY.)

080570046 ✓

A PARCEL OF LAND LOC IN THE NW 1/4 OF SEC 14-T3N-R1W, SLM, DESC AS FOLLOWS:
BEG AT A PT S 89°49'51" W 897.80 FT COINCIDENT WITH THE S LINE OF THE NW 1/4 OF SEC
14 & N 00°10'09" W 1147.79 FT FR THE CENTER 1/4 COR OF SEC 14-T3N-R1W, SLM, & TH N
29°58'50" W 316.29 FT; TH N 41°33'09" E 313.04 FT TO A PT OF NON-TANGENCY OF A 673.28
FT RAD CURVE TO THE RIGHT, OF WH THE RAD PT BEARS S 45°41'48" E; TH NE'LY 71.76 FT
ALG SD CURVE THROUGH A CENTRAL ANGLE OF 06°06'24" TO THE SW'LY RW LINE OF THE
UP RR; TH COINCIDENT WITH SD LINE S 50°36'13" E 293.56 FT TO A PT OF NON-TANGENCY
OF A 225.03 FT RAD CURVE TO THE LEFT, OF WH THE RAD PT BEARS S 44°15'25" E; TH
SW'LY 16.49 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 04°11'55"; TH S 41°33'09"
W 479.15 FT TO THE POB. CONT. 3.02 ACRES (CORRECTIONS MADE FOR TAXING
PURPOSES.)

080570055 ✓✓

A PARCEL OF LAND LOC IN THE NW 1/4 OF SEC 14-T3N-R1W, SLB&M, MORE FULLY DESC AS FOLLOWS: BEG AT A PT S 89°49'51" W 897.80 FT COINCIDENT WITH THE S LINE OF THE NW 1/4 OF SEC 14 & N 00°10'09" W 1147.79 FT FR THE CENTER 1/4 COR OF SEC 14-T3N-R1W, SLB&M, & TH S 41°33'09" W 176.80 FT TO A PT OF TANGENCY OF A 1630.00 FT RAD CURVE TO THE RIGHT; TH SW'LY 825.41 FT ALG SD CURVE (LC BEARS S 56°09'09" W 816.61 FT TO A PT ON THE N LINE OF PPTY CONV AS DANVILLE PARCEL # 3 IN QC DEED RECORDED 08/01/2008 AS E# 2383284 BK 4585 PG 859; TH ALG SD LINE S 89°52' W 233.13 FT, M/L, TO THE E LINE OF THE D&RGW RR PPTY; TH COINCIDENT WITH THE E LINE OF SD D&RGW RR PPTY N 34°42'24" W 171.14 FT TO A PT OF NON-TANGENCY OF A 1430.00 FT RAD CURVE TO THE LEFT, OF WH THE RAD PT BEARS N 14°25'17" W; TH NE'LY 849.23 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 34°01'34"; TH N 41°33'09" E 381.55 FT; TH S 29°58'50" E 316.29 FT TO THE POB. CONT. 7.42 ACRES. ALSO, BEG N 89°52' E 1207.80 FT ALG THE 1/4 SEC LINE & N 562.32 FT & S 89°52' W 260.98 FT FR THE SW COR OF THE NW 1/4 OF SEC 14-T3N-R1W, SLB&M; & RUN TH S 89°52' W 233.82 FT TO THE E'LY LINE OF THE D&RGW RR R/W; TH S 34°40' E 73.22 FT ALG SD R/W TO A PT ON A 1630.00 FT RAD CURVE TO THE LEFT; TH NE'LY ALG SD CURVE 202.71 FT (LC BEARS N 74°06'39" E 202.86 FT) TO THE POB. CONT. 0.16 ACRES. TOTAL ACREAGE 7.58 ACRES. (NOTE: THIS REMAINING LEGAL WAS WRITTEN IN THE DAVIS COUNTY RECORDER'S OFFICE FOR I.D. PURPOSES. IT DOES NOT REFLECT A SURVEY OF THE PROPERTY.)

080570053 ✓✓

A PARCEL OF LAND LOC IN THE W 1/2 OF SEC 14-T3N-R1W, SLB&M, DESC AS FOLLOWS: BEG AT A PT ON THE W R/W LINE OF THE 1525 WEST STR & THE S LINE OF THE ABANDONED OSL RR R/W, SD PT IS S 89°49'51" W 112.21 FT COINCIDENT WITH THE S LINE OF THE NW 1/4 OF SEC 14 & N 00°41'10" E 512.82 FT COINCIDENT WITH SD W R/W LINE FR THE CENTER 1/4 COR OF SEC 14-T3N-R1W, SLB&M; & TH COINCIDENT WITH THE ABANDONED OSL RR R/W S 70°34'11" E 60.82 FT TO THE POB FOR THE BNDRY LINE AGMT IN BK 2435 PG 640; TH N 00°13'11" E 28.55 FT; TH N 06°35'33" W 120.70 FT; TH N 00°05'55" E 520.46 FT TO A PT 50.00 FT PERP'LY DISTANT S'LY FR THE CENTER LINE OF THE UPRR; TH COINCIDENT WITH SD LINE THE FOLLOWING 3 COURSES: (1) TH N 50°36'19" W 161.86 FT, (2) S 39°24'28" W 49.99 FT, & (3) N 50°36'13" W 457.57 FT TO A PT OF NON-TANGENCY OF A 225.03 FT RAD CURVE TO THE LEFT, OF WH THE RAD PT BEARS S 44°15'25" E; TH SW'LY 16.49 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 04°11'55"; TH S 41°33'09" W 655.95 FT TO A PT OF TANGENCY OF A 1630.00 FT RAD CURVE TO THE RIGHT; TH SW'LY 1028.12 FT ALG SD CURVE THROUGH A CENTRAL ANGLE OF 36°08'21"; TH COINCIDENT WITH THE E LINE OF THE D&RGW RR PPTY S 34°42'24" E 796.68 FT TO THE W LINE OF THE PPTY PREVIOUSLY KNOWN AS THE HESS PPTY NOW OWNED BY WOODSIDE HOMES; TH COINCIDENT WITH SD PPTY W & N'LY LINES THE FOLLOWING 3 COURSES: (1) N 00°13'11" E 663.34 FT, (2) N 89°53'15" E 1268.31 FT, (3) S 70°14'11" E 63.76 FT TO SD W R/W LINE OF THE 1525 WEST STR; TH COINCIDENT WITH SD LINE N 00°41'10" E 21.63 FT TO THE POB. CONT. 24.46 ACRES

080580020 ✓✓

BEG ON N'LY LINE OF OLD OSL RR R/W AT PT 7.35 CHAINS N & 100.62 FT N FR SW COR OF NE 1/4 SEC 14-T3N-R1W, SLM; TH SE'LY ALG SD R/W 21.00 CHAINS, M/L, TO S'LY BNDRY LINE OF UPRR R/W; TH N 50°33' W ALG SD R/W LINE 1690.92 FT, M/L, TO BNDRY LINE AGMT 2435-640; TH ALG SD AGMT 3 COURSES AS FOLLOWS: S 0°05'55" W ALG AN EXIST FENCE LINE 520.46 FT, CONTINUING ALG SD FENCE S 6°35'33" E 120.70 FT & S 0°13'11" W 28.54 FT

TO SD N'LY LINE OF OLD RR R/W; TH SE'LY ALG SD R/W 50.95 FT TO POB. ALSO 2 RODS R/W ALG W SIDE OF ABOVE. ALSO THAT PART OF R/W HERETOFORE OCCUPIED BY OSL RR CO IN & ACROSS THE SW 1/4 OF NE 1/4 OF SEC 14. CONT. 11.86 ACRES

080570015

BEG 1.66 CHAINS W OF CENTER SEC 14-T3N-R1W, SLB&M; TH N 7.47 CHAINS, M/L, TO S'LY LINE OF OLD ABANDONED OSL RR R/W; TH W 20.12 CHAINS, M/L, TO W LINE GRANTORS LAND; TH S 621.88 FT, M/L, TO NE'LY LINE OF D&RGW RR R/W; TH S 34°40' E 363.0 FT, M/L, TO PT 6.59 CHAINS S OF N LINE OF SW 1/4 SEC 14; TH E 1115.0 FT, M/L, TO W LINE OF A ROAD; TH N 434.94 FT, M/L, TO BEG. CONT. 27.35 ACRES

080580016 ✓✓

BEG AT A PT WH IS S 89°50'04" W 43.56 FT ALG THE SEC LINE & S 0°20'03" E 143.95 FT FR THE CENTER OF SEC 14-T3N-R1W, SLM; & RUN TH S 89°40'36" E 1,579.89 FT TO A PT ON THE SW'LY BNDRY OF THE UPRR R/W & AN EXIST FENCE LINE; TH NW'LY 334.71 FT ALG SD FENCE LINE ON THE RR R/W BNDRY & THE ARC OF A 19,537.31 FT RAD CURVE TO THE LEFT THRU A CENTRAL ANGLE OF 0°58'53" (RAD PT BEARS S 40°20'49" W FR THE BEG OF THE CURVE); TH S 0°20'03" E 121.50 FT ALG THE E'LY LINE OF LOT 4, BLK 34 BIG CREEK PLAT, FARMINGTON TS SURVEY TO A PT ON THE SW'LY BNDRY OF THE OLD OREGON SHORES RR R/W & AN EXIST FENCE LINE; TH NW'LY 1,436.44 FT ALG SD FENCE LINE ON THE RR R/W BNDRY & THE ARC OF A 7,810.73 FT RAD CURVE TO THE LEFT THRU A CENTRAL ANGLE OF 10°32'13" (RAD PT BEARS S 27°33'07" W FR THE BEG OF THE CURVE); TH S 0°20'03" E 628.01 FT TO THE POB. CONT. 12.290 ACRES

080600026 ✓✓

BEG AT A PT WH IS S 89°50'04" W 43.56 FT ALG THE SEC LINE & S 0°20'03" E 448.73 FT FR THE CENTER OF SEC 14-T3N-R1W, SLM; & RUN TH S 89°40'36" E 1,876.76 FT ALG THE EXT S BNDRY OF LOT 4, BLK 34, BC PLAT, FARMINGTON TS SURVEY; TH N 50°53'05" W 271.56 FT; TH N 39°06'56" E 35.44 FT TO A PT ON THE SW'LY BNDRY OF THE UP RR R/W & AN EXIST FENCE LINE; TH NW'LY 153.74 FT ALG SD FENCE LINE ON THE RR R/W BNDRY & THE ARC OF A 19,537.31 FT RAD CURVE TO THE LEFT THRU A CENTRAL ANGLE OF 1°22'13" (RAD PT BEARS S 41°43'02" W FR THE BEG OF THE CURVE); TH N 89°40'36" W 1,579.89 FT; TH S 0°20'03" E 304.78 FT TO THE POB. CONT. 12.057 ACRES.

080600003 ✓✓

BEG NE COR OF LOT 3, BLK 34, BC PLAT, FARMINGTON TS SURVEY, SEC 14-T3N-R1W, SLM, W 77.1 RODS, S 42 RODS, E 77.1 RODS, N 42 RODS TO BEG. LESS STR CONT. 20.26 ACRES

Exhibit "B"

3388084
BK 7773 PG 1280

STOCK
REAL ESTATE



PSOMAS

NORTH FARMINGTON STATION
Project Master Plan (PMP)

JULY 1, 2020

STOCK

July 1, 2020

To the **Farrington City Mayor, City Council, Planning Commission**
Farrington City Hall
100 South Main Street
Farrington City, Utah 84025

Re: **North Farrington Station
STACK Real Estate Project Master Plan Submittal**

We are pleased to submit our Project Master Plan (PMP) for the North Farrington Station to Farrington City. Accompanying this, you will find our complete PMP Submission along with our Petitions for Rezoning and Alternative to the Approval Process (Section 140). We are excited to be partnering with Farrington City in taking the next steps forward in bringing the long-envisioned North Farrington Transit Oriented Development to fruition. We believe that this Project Master Plan is possible due to the foresight of the City to recognize the importance of this district and to bring forth the tools needed to bring it to pass in terms of City Planning and City Engineering and City Vision.

We have assembled a Development Team to work with Farrington City that is absolutely invested in the same long-term vision:

STACK Real Estate has developed millions of square feet of Transit Oriented property all along the Wasatch Front including the Thanksgiving Point, Utah Transit Station District and the South Jordan Transit Station District, along with ongoing future developments all along the state's transit corridor.

Architectural Nexus has been involved with the Farrington City team in establishing the roots of what the district is growing into with their planning and design work at Slaxson Park along with continuing planning and design work with TOD sites throughout the region.

We had the opportunity to visit Transit Oriented Development, along with Farrington City Officials, in Denver as a Public & Private Team to see some examples of what is happening along Denver's transit corridor, particularly at the Transit Stations. We were able to draw comparisons between what we had seen in Colorado and the many examples of Transit Oriented Development around the country. That said, we were also able to discuss the unique attributes of the North Farrington Station District and the applications that will make this a truly exceptional place. We are pleased that Farrington City has captured the vision and truly understands the importance of creating a Transit Oriented Development that embraces the idea of creating an unquestionably spectacular place.

In order to do all of this, we have been genuinely fortunate to have been able to capture control of enough property to really do this right - that is over 20 acres. Our PMP brings with it the ability to completely grow the "historic" property lines and to take the majority of the remaining area in the Mixed-Use District and to develop it in partnership with Farrington City into the fulfillment of an extraordinary vision. That is bringing Transit Oriented Development to the level that it should be. This PMP brings the intensity of a Class A Tech Office/ Employment Center with one million square feet of office use along with a sustainably connected and walkable neighborhood residential development that is the proven next step in capturing the essence of what North Farrington Station should be. All of this, includes bringing the street and trail network completely thru the area and developing a permanent connection to the UTA station that is already established.

We would be remiss if we did not mention our appreciation to the many Members of the City's team who have worked with us to this point and look forward to a long and rewarding experience together. And, we are genuinely appreciative of you and your efforts in working with us and please to do our utmost to continue the cooperative learning relationship that we have established.


Sincerely,




Nathan Ricks
Owner
STACK Real Estate




Andrew Bybee
Owner
STACK Real Estate



Trevor Evans
VP, Development
STACK Real Estate



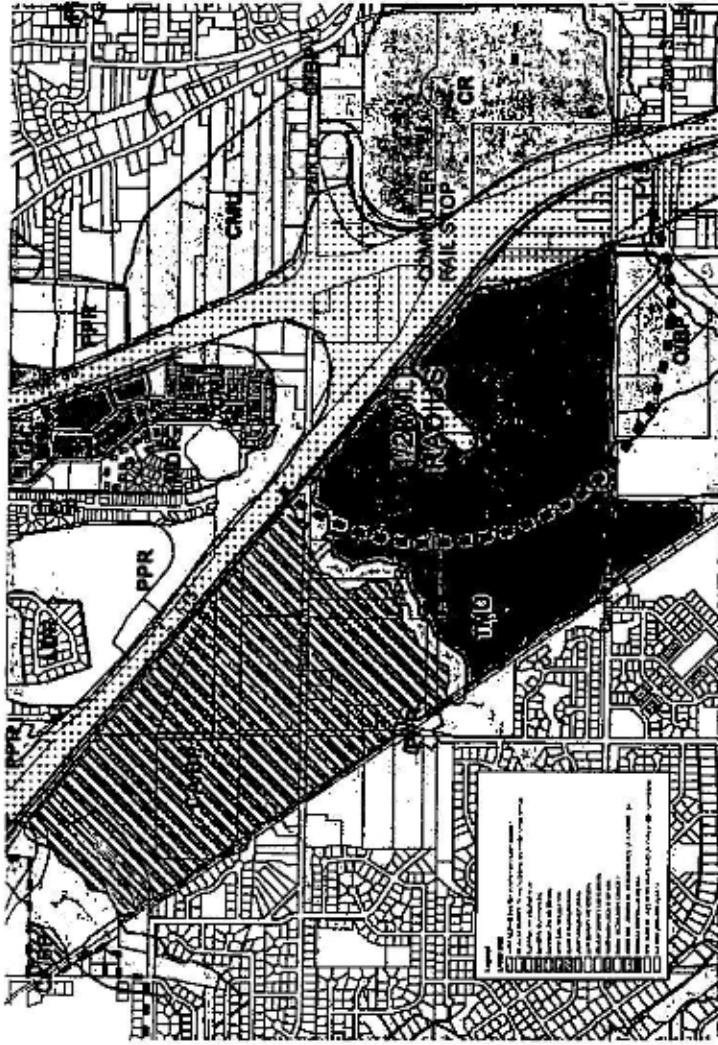
Doug Thimm, AIA
Senior Principal
Arch|Nexus



David Abraham, AIA
Principal
Arch|Nexus

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**GENERAL LAND USE PLAN
FARMINGTON CITY**

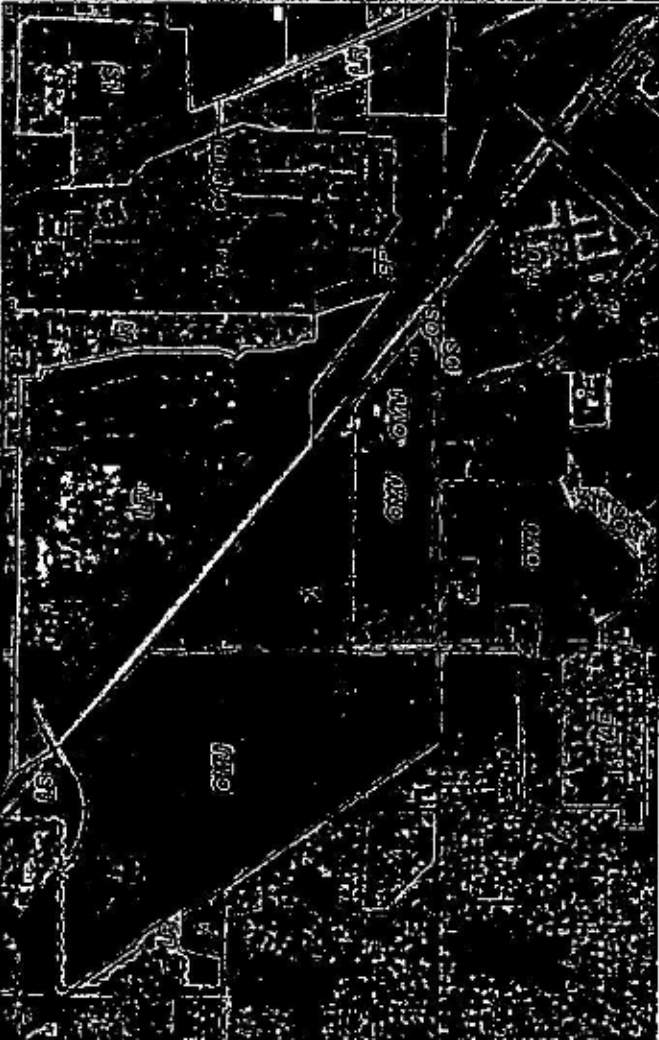
PROJECT MASTER PLAN NARRATIVE

PURPOSE

The Mixed-Use Districts Zoning Ordinance (Farmington City Zoning Regulations Chapter 18) establishes development standards and guidelines that are enacted to provide and encourage a compatible mix of uses, rather than a separation of uses, that is consistent with the objectives of the Farmington City General Plan. Flexibility in design and the uses allowed is provided to encourage a diversity of uses that can respond to market forces while being consistent with a design that promotes a transit and pedestrian oriented pattern of development.

The Farmington City General Plan establishes this as a "Class A Business Park".

We agree with this and are supportive of the City's intent to bring the CMU Zoning to this area, along with developing this as a true Transit Oriented District.






FARMINGTON ZONING MAP

The intent of this PMP is to petition for OMU Zoning for the entirety of the area included within the PMP, which is not now already zoned as OMU.

Office Mixed Use District (OMU): The OMU district is intended to be primarily office and commercial. It includes commercial uses appropriate for high visibility locations such as general office, campus uses, and employment centers near collection or arterial streets. The purpose of the district is to encourage office uses in general, allow for a higher intensity of commercial uses than in the RMU, spatially define streets, encourage higher site and building standards, and create an attractive pedestrian environment. Uses that are incompatible with this purpose, including auto related uses, such as repair shops, and industrial uses are not allowed.



PROPOSED REZONE MAP

-  PROPERTY TO BE REZONED BY DEVELOPER
-  OS ZONE - HIGH SIDE OF CENTERLINE OF CREEK ACCORDING TO CITY
-  OMU ZONE

REZONE PETITION

The majority of the property has already been rezoned as OMU with the remainder to be rezoned to OMU and OS (Open Space) as indicated in the Proposed Rezone Map, from the existing Agricultural (A) Zoning.

OBJECTIVES OF THIS TRANSIT ORIENTED PMP:

The objectives of this PMP is to align with the Vision and Purpose of Farmington City and the Development Team. This is a TOD site and with that goes the ability to bring forth the precepts of successful Transit Oriented Development:

- A. Create an exciting destination**
This PMP is all about creating an exciting destination. And, actually this District was already established itself as a Regional Destination. The land area of this PMP fosters the continuance of a vital TOD Site. Care is being taken to create a vibrant and well-connected community featuring employment opportunities along with the necessary residential units to support this type of development, as well as providing usable open space environments and commercial venues intended to draw people from other areas.
- B. Create a complete community**
This Mixed-Use Transit Oriented PMP fosters a healthy, walkable and sustainable district, which knots into the community neighborhood fabric providing commerce (restaurant and retail opportunities) along with public open space for both passive and active use.
- C. Provide community assets**
This PMP embraces the community with open space amenities along with setting aside land for natural/conservation areas and trail systems including Transit Connectors and access to other site amenities intended for the use of residents and visitors.
- D. Promote quality urban design**
Our vision is that of contributing the development of a "Great Place" with a resilient urban solution to land use, integrating complete streets and a pedestrian/bike network including generous landscaping based on an indigenous planting material palette along with high quality and sustainable architecture. The plan incorporates a town square plaza and park areas as part of the urban core providing a visible and convenient place for gatherings and activities.
- E. Connect the site to the city and region**
This PMP intentionally establishes a safe and healthy solution for residents and office users to circulate throughout the district via an urban street network and connecting pedestrian/bike pathways. The connectiveness of the urban plan provides for accommodation for transit users connecting to the FrontRunner and bus transit options via a direct shuttle between Remote Transit Station at the Village Core and UTA FrontRunner Station.
- F. Promote the City's heritage**
The architectural language of the project is intended to be a continuation of buildings expressing the heritage of Farmington including materiality and proportion of building size and scale as provided for in the precedent imagery, while also being composed of sustainable contemporary elements. Of course, there will be different scales of development throughout the site that will serve to establish a contextual randomness of character. The materials will include Farmington Rock, brick, concrete, metal panel, weathering steel, wood, along with milled elements of stone and cement siding. The buildings themselves will be designed with the traditional elements of defined horizontal/vertical elements of composition.

The employees of camera office area will be accommodated by active and passive areas and uses that support the workplace that will live, work, and play at North Farmington Station. Open space and connections will be included connecting the office areas to the rest of the site.

DESCRIPTION OF LAND USE CONCEPTS

The Land Uses included within this Project Master Plan (PMP) are thoughtfully planned with the intention of continued growth of the Transit Oriented Development (TOD) that began with Station Park, and has continued to this point. The Land Uses are compatible with both the Farmington City General Plan and the OMLU District. The uses include:

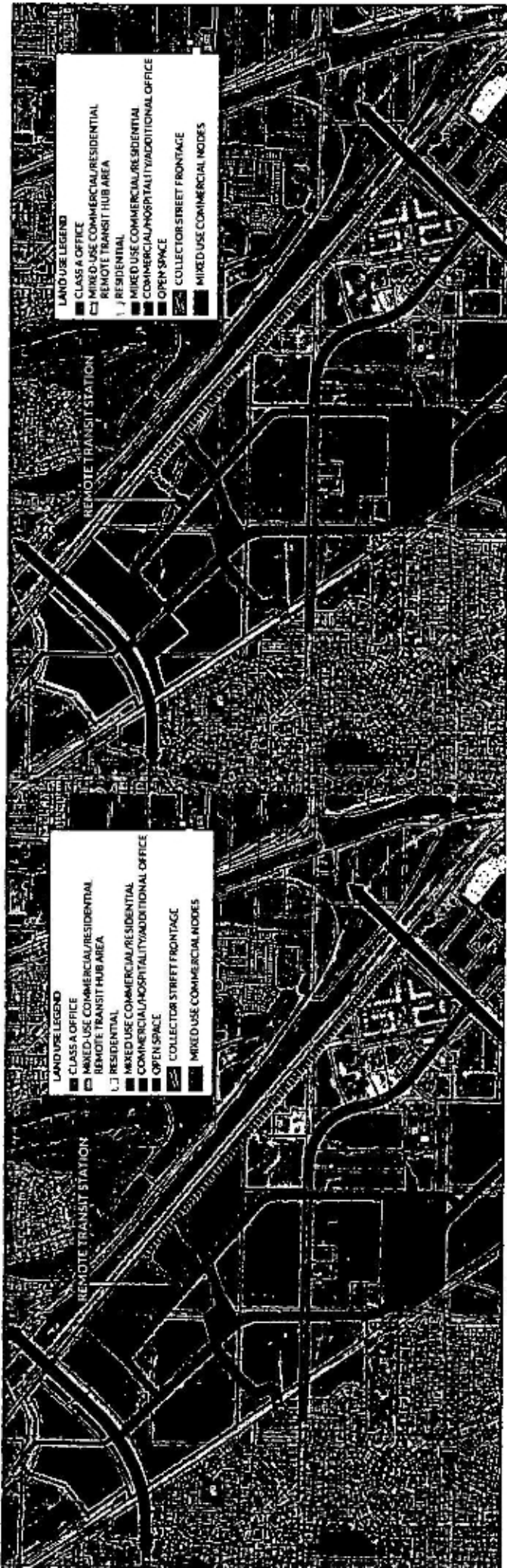
- Class A Office
- Commercial/Hospitality/Additional Office
- Mixed-Use Commercial/Residential
- Mixed-Use Commercial/Residential Remote Transit Hub Area
- Residential
- Open Space

NORTH FARMINGTON STATION CONCEPTUAL LAND USE AREA TAKE OFFS	
July 1, 2020	
Use	Approx. Acres
Class A Office	31
Commercial/Hospitality/Additional Office	32
Subtotal Mixed Use & Non Residential Use Area	63
Mixed-Use Commercial/Residential	25
Mixed-Use Commercial/Residential Remote Transit Hub Area	15
Residential	10
Subtotal Mixed-Use & Residential Use Area	50
Total	113

Note: Conceptual Land Use Areas are approximate and subject to confirm based on an ALTA survey

Roads	Open Space
	OPEN SPACE WILL BE COMPLIANT WITH OMLU ZONING (Sec 11.18.060) this includes 6 acres of created open space

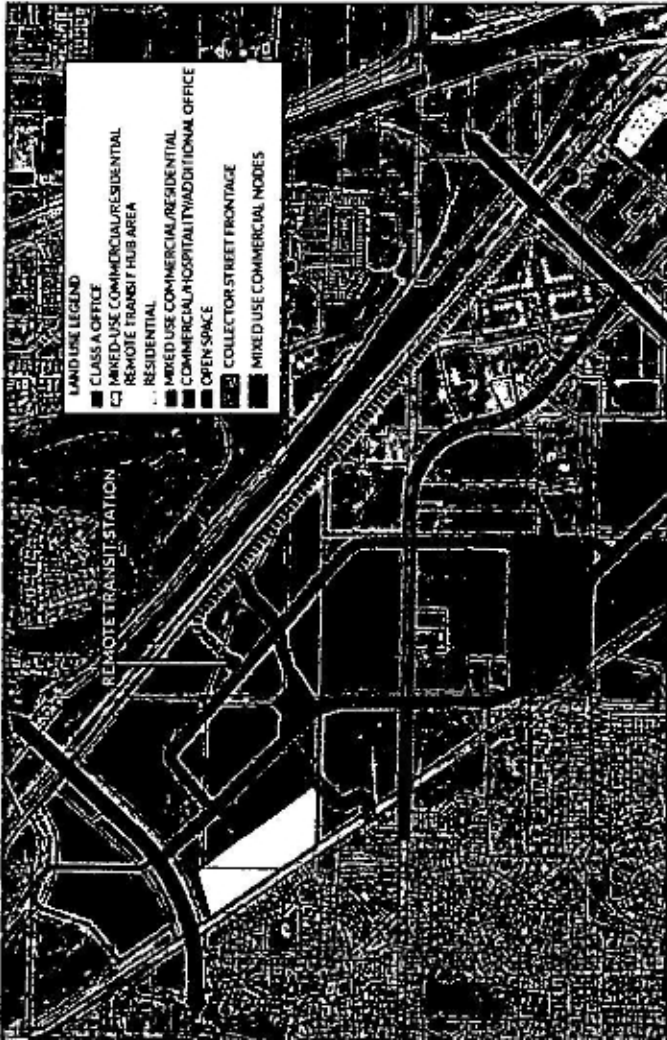
The Planned Uses are intended to create a healthy and walkable combination of the District in development of continuity and purpose of placement, in developing a fabric of synergistic elements. The master planning has worked within the framework of Farmington City's Mixed-Use District Zoning Ordinance and the City's Central Plan. The basic premise is creating a holistic solution in sustainable development of:



COMMERCIAL/HOSPITALITY/ADDITIONAL OFFICE

Class A Office Employment Opportunities that are, by visual necessity, located along the Interstate 15 frontages and take advantage of a new Remote Transit Station that is intended to extend Farmington UTA Frontage Station & reach into the core of a Class A "Jach Centered" Office Development. Situating this at a transportation station will cause vitality and will provide Farmington City with a sustainable district but decrease in come.

Commercial/Hospitality/Additional Office is a logical extension of Transit Oriented Development. Miscellaneous support commercial uses provide for the establishment of the services and markets that are essential to the district. Of specific note with respect to the business of doing business in a Class A Office environment is the establishment of hotel accommodations, professional offices, professional multi-story self-storage, neighborhood services, and additional Class A office per market demand.



MIXED-USE COMMERCIAL/RESIDENTIAL AND RESIDENTIAL

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Mixed Use Commercial/Residential is an absolute necessity to the sustainability and viability of the district. The inclusion of housing within a TOD is what brings the neighborhood vitality. This must be more than a "9-to-5 office park". To thrive, it must be a 24-7 community with real places for people to live. It will be important to provide for a variety of housing types that will appeal to people of differing needs and income levels. Commercial development is intended to enliven this part of the district and create a walkable complement to the original draw of Shiloh Park. The idea is to create the energy and life that results from having restaurants, shops, and services in close proximity to Class A Office and complete way to residential development. With this in mind, the residential offerings include:

- Mixed-Use Commercial/Residential Remote Transit Hub Area
- Mixed Use Commercial/Residential
- Residential

PARKING STRATEGY

The City's Zoning Ordinance establishes the parking basis for Farmington City in Chapter 32. The minimum parking requirements are based on the Uses served:

- Office: 3 parking stalls per 1,000 sf of floor area
- Multifamily: 1.6 stalls per unit and .25 guest stalls per unit
- Commercial: 4 stalls per 1,000 sf of floor area
- Restaurants: 12 stalls per 1,000 sf of floor area

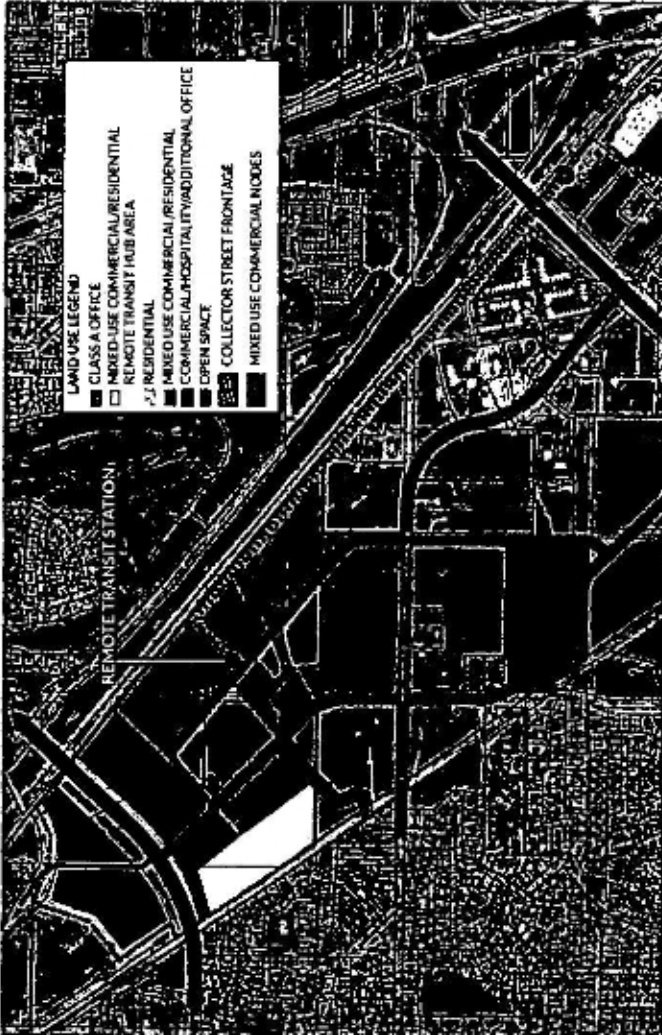
The City's Mixed-Use Ordinance Chapter 18 further defines the parking requirements for Transit Oriented Development, and minimizes the parking rate Transit Oriented Development based on proximity to the Transit Station. With the inclusion of the proposed location of the Remote Transit Station on this site, the minimum parking rates are significantly reduced:

	Within 1/4 Mile Of Transit Station	Within 1/2 Mile Of Transit Station	Within 1/2 Mile Of Transit Station
Office	50%	40%	25%
Retail/Commercial	50%	40%	25%
Residential	40%	25%	15%
Civic/Public	50%	40%	25%

It is important to have the right amount of parking for the uses within the PMP. Proper planning should preclude both not enough parking as well as too much parking. The Zoning Ordinance provides for reductions based on shared parking analysis that may be implemented in order to take advantage of complementary uses for further reduction. The fulfillment of this PMP will include a parking study and shared parking analysis if any further reduction to the required parking is to be implemented on a project specific basis. The actual parking that will be provided will be within these parameters as a minimum, with the caveat that the market and the needs of the particular user will drive the final number of stalls provided.

EXISTING CONDITIONS AND NARRATIVE

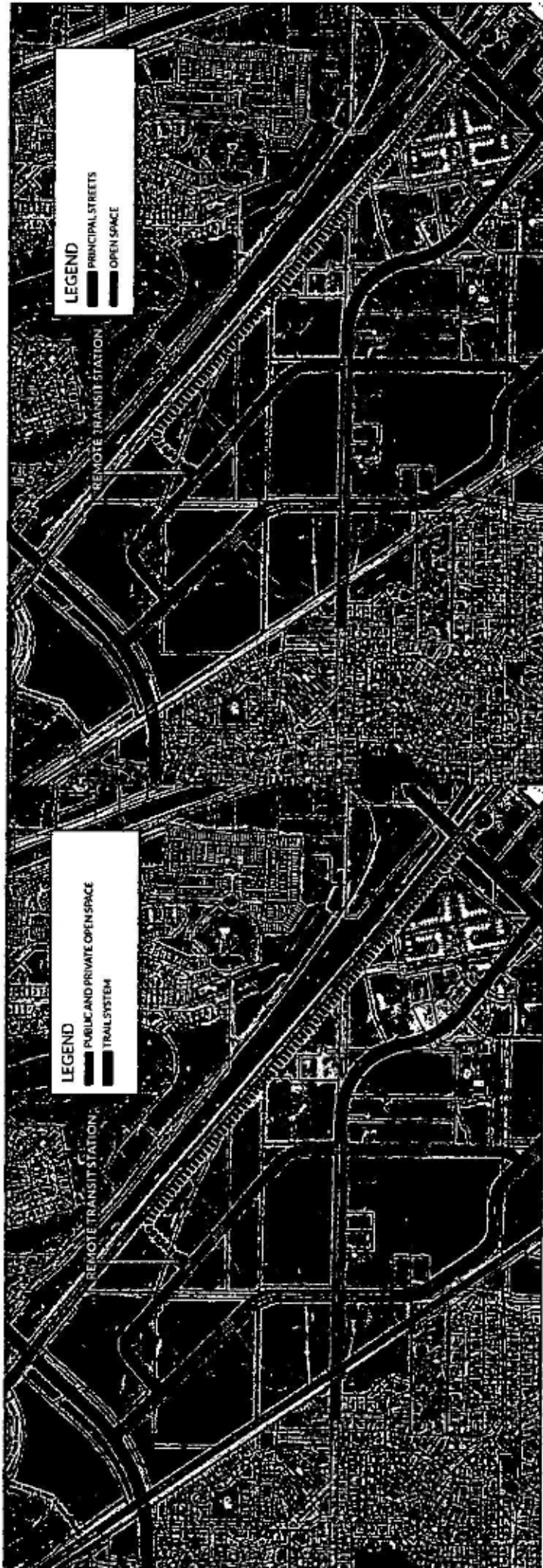
The existing conditions of the PMP area are primarily that of properties that have been under long ownership of multiple owners over the years. The property is now vacant, however, in years past, the usable parcels have been utilized for both farming and parking. In addition to the "usable land", Sorting Creek passes thru the land from east to west and there are some associated wetlands that have been identified throughout the property. Also, there are some underground utilities in areas of the property and overhead power lines occur along the Interstate 15 Corridor area. As development becomes imminent, the property will be fully surveyed and wetlands will be delineated in a proper fashion.



LAND-USE PLAN

LAND USE DEVELOPMENT PARAMETERS

1. The Class A Office Land Use will be limited to office and parking structure uses only with the exception of the Principal Home Collector Street Frontage which may include Mixed Use Commercial/Residential to screen structures or to create a Mixed-Use environment as indicated by the Land Use Plan
2. Building Heights by Land Use Area:
 - Class A Office: 5-Storey maximum
 - Mixed Use Commercial/Residential Remote Transit Hub Area: 3 Stories Minimum
 - Mixed Use Residential: 3 Stories Minimum
 - Commercial/Hospitality/Additional Office: Per Farmington Zoning, Title 11, Chapter 18
 - Residential: 35 feet maximum

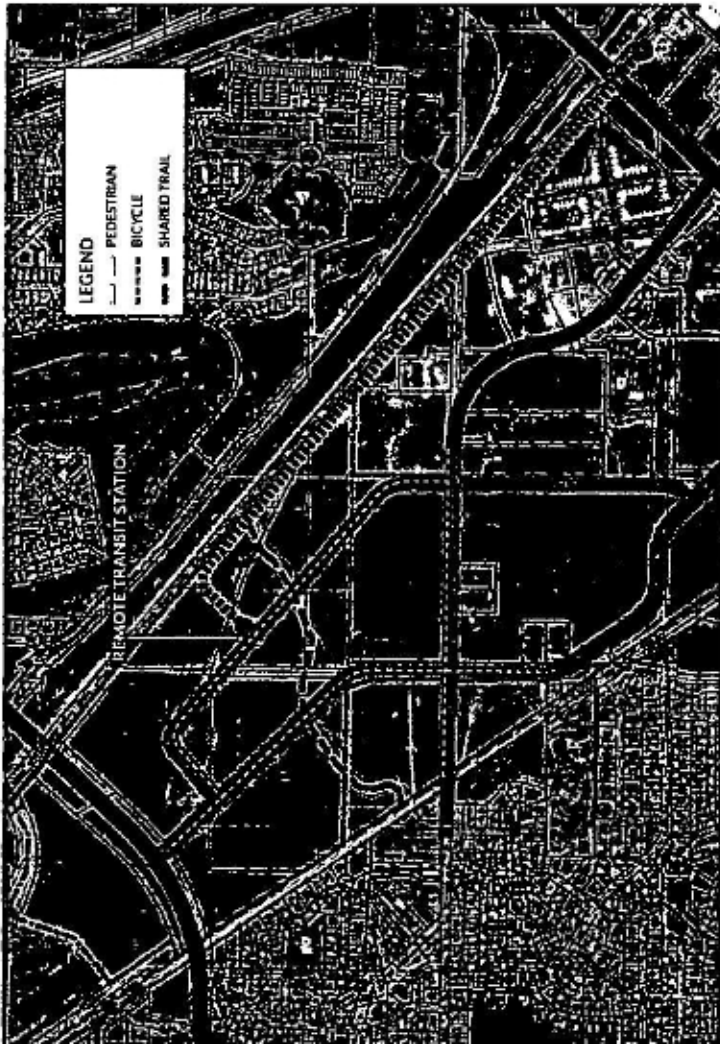


LEGEND
PUBLIC AND PRIVATE OPEN SPACE
TRAIL SYSTEM

LEGEND
PRINCIPAL STREETS
OPEN SPACE

PUBLIC AND PRIVATE OPEN SPACE CONCEPT PLAN

ON-SITE AUTOMOBILE CIRCULATION



PEDESTRIAN AND BICYCLE CIRCULATION

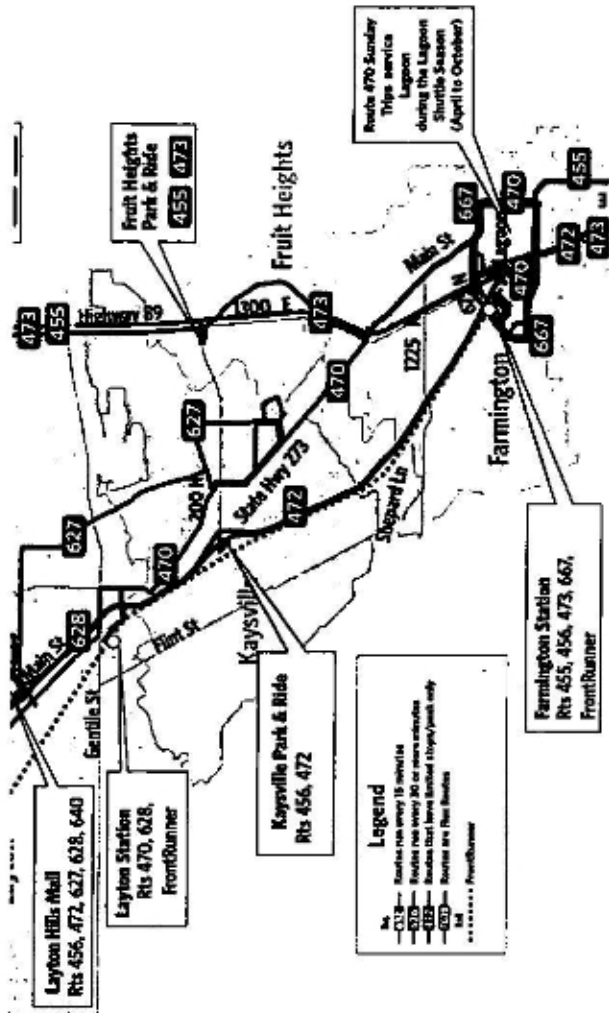


14 STACK ARCH | NEXUS PSOMAS

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TRANSIT CONNECTIONS



© DAVIS & WELBY COUNTY SYSTEM MAP - REDUOTA.COM

TRANSIT CONNECTIONS

NORTH EDGE

The north boundary of the PMP area is defined by Haight Creek and the existing Shepsid Lane Right of Way. It is anticipated that Haight Creek will be left in its natural state and will ultimately be zoned as Open Space as depicted by the General Plan. The area to the north of Haight Creek and Shepsid Lane is largely open space and greenbelt at this time, but does include the Water District Building along with another barn-like structure. The proposed uses at this edge of the PMP area include Commercial/Residential which will be buffered from any use that occurs further to the north by the Haight Creek Open Space Area.

EAST EDGE

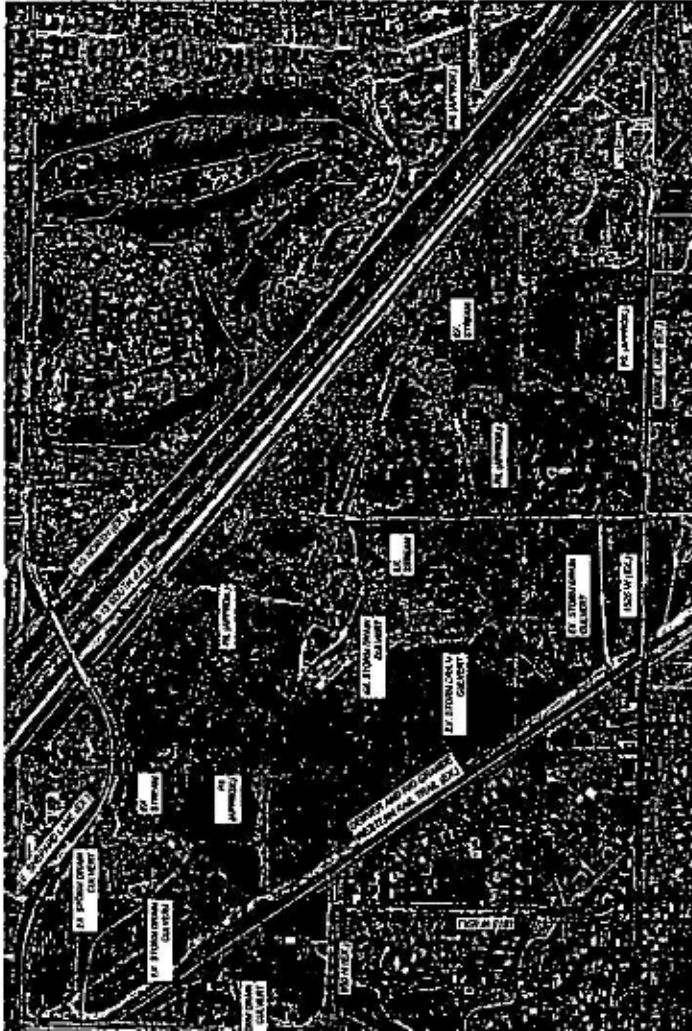
The east boundary of the PMP is defined by the Interstate 15 corridor along with major Rocky Mountain Power transmission lines. The transportation plan for the area makes provision for an extension of the Legacy Trail system that borders the Interstate 15 right of way. The proposed uses at this edge include expansion of the rail system to include a dedicated bus shuttle from the new Remede Transit station in the PMP, while maintaining the pedestrian/bike connectivity of the Legacy Trail extension. The proposed development at this edge of the PMP area is 5-story and higher Office Building and associated parking structures.

SOUTH EDGE

The south boundary of the PMP is defined primarily by Burke Lane for the easterly 2/3 of the area towards the west and developable land to the east. The existing development to the south of Burke Lane includes a few single-family dwellings on large lots that are well set back from Burke Lane and the Reed Barn Development. The City's General Plan calls for this area to ultimately be rezoned to OMLU zoning (part of which has already happened) with a development pattern that is consistent with that proposed by this PMP. For the near future, prior to rezoning and redevelopment, the existing homes are well setback from Burke Lane affording a generous buffer from the development that is planned by this PMP, which is Mixed-Use Commercial/Residential to the west and Class A Office to the east.

WEST EDGE

The west boundary of the PMP is defined by the Denver and Rio Grande Western Rail Trail and a utility easement. The existing development to the west of the Rail Trail is comprised of lower density single family development. The City's General Plan calls for this area to be rezoned to OMLU zoning (which has already occurred for most of the property) with a development pattern that is consistent with that which is proposed by this PMP. The development that is planned by this PMP provides for Low Density Residential Mixed-Use (36 feet maximum height) use directly adjacent to the Hill Trail and observing a utility easement on the east side of the Hill Trail. The Low-Density Residential use proposed by this PMP has been thoughtfully placed as a transition between the Low-Density neighborhood and more intensively of use to the east.



EXISTING CONDITIONS

INCORPORATION OF EXISTING STRUCTURES

This PMP area is essentially vacant and has been so for a number of years. There are a few outbuildings on the property that appear to have no significant historic value and have outlived their usefulness. As the property is developed, these structures will be removed in accordance with the requirements of the Farmington City Building Department.

DEVELOPMENT STANDARDS AT EDGE OF THE PMP AREA

The 127-acre PMP area extends from Haight Creek and the existing Shepsid Lane right-of-way bounded by primarily Haight Creek at the north, Interstate 15 on the east, Burke Lane on the south and the Denver and Rio Grande Western Rail Trail on the west. The uses proposed by this PMP are compatible with the uses on the adjacent properties.

SEQUENCE AND TIMING

The sequence of development actually begins with municipal improvements, some of which are underway and others, which are planned to start in the near (within 12 month) term. These include:

- Construction of Rights of Way including Burke Lane – now under construction.
- Development of the City's regional detention facility. This includes the placement of new storm water pipes extending to the north, which may serve (in part) the area of this PMP.
- Extension of the Central Davis sanitary sewer system, which may serve (in part) the area of this PMP.
- Public roadway construction
- Etc

The full development of the PMP will be a process that plays out over many years in multiple phases. Some of the work will begin and occur concurrently with the municipal improvements and some or which depend on municipal improvements to be completed, including:

- Property survey of the PMP area
- Delineation of any easements within the PMP area
- Subdivision plats including Right of Way dedications for city roads and utilities

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MEMORANDUM

Date: May 28, 2020
To: Farmington City
From: Hales Engineering

Subject: Farmington Stack TOD TIS



UT18-1801

This memorandum discusses the regulating plan submittal completed for the Farmington Stack TOD project. Included in this document is an analysis of the anticipated trips generated by the development, reductions to traffic based on internal capture, transit, and active transportation, and an analysis of the proposed roadway network.

Project Description

The proposed development is anticipated to contain the following land uses:

- Residential buildings
- Retail space
- Hospitality
- Gym/fitness center
- Grocery store
- Convenience market
- Office buildings
- Flex office space

These land uses were taken into consideration when estimating the number of trips that would be generated by the site.

Trip Generation

Trip generation for the development was calculated using trip generation rates published in the Institute of Transportation Engineers (ITE), Trip Generation, 10th Edition, 2017, and were modified with the adopted EPA methodology.

The trip generation for the proposed development by 2050 is as follows:

- Daily trips: 26,626
- Morning peak hour trips: 1,902
- Evening peak hour trips: 2,317

Mode Split

Because the project is a transit-oriented development, it was assumed that some conservative reductions could be made to reduce the number of trips generated by the site. A 7 percent transit reduction was made based on the development's proximity to the nearby FrontRunner station. This reduction was limited, however, by the fact that the project is located greater than a quarter of a mile away; however, the project is planning to provide a circulator shuttle to move people between the FrontRunner Station and the office buildings.

An alternative transportation mode reduction was also made because many trips will likely be made by people walking, biking, riding a scooter, etc., between the office buildings and the residential components, etc. An estimate of 16 percent was utilized based on the EPA methodology.

Internal Capture

The mixed-use nature of the development also allows for reductions to trip generation. Because retail and office spaces are located in close proximity to denser housing, it is likely that many people will choose to walk within the development to work or to shop. A 16 percent internal capture reduction was made to the daily trips and an 18 percent reduction was made for peak hour trips, based on the EPA internal capture methodologies.

Roadway Network

Following completion and preliminary approval of the trip generation from the City, Hales Engineering will distribute trips from the project to the proposed roadway network, see Figure 1.

If you have any questions, please feel free to reach out to us.

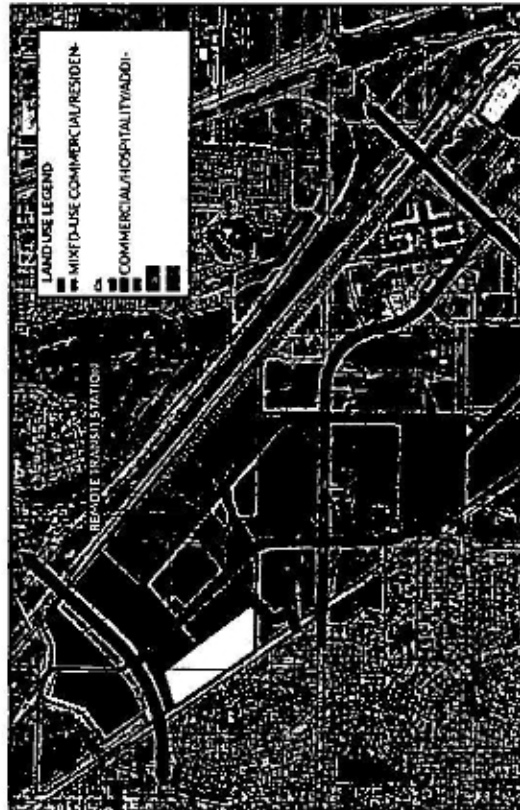
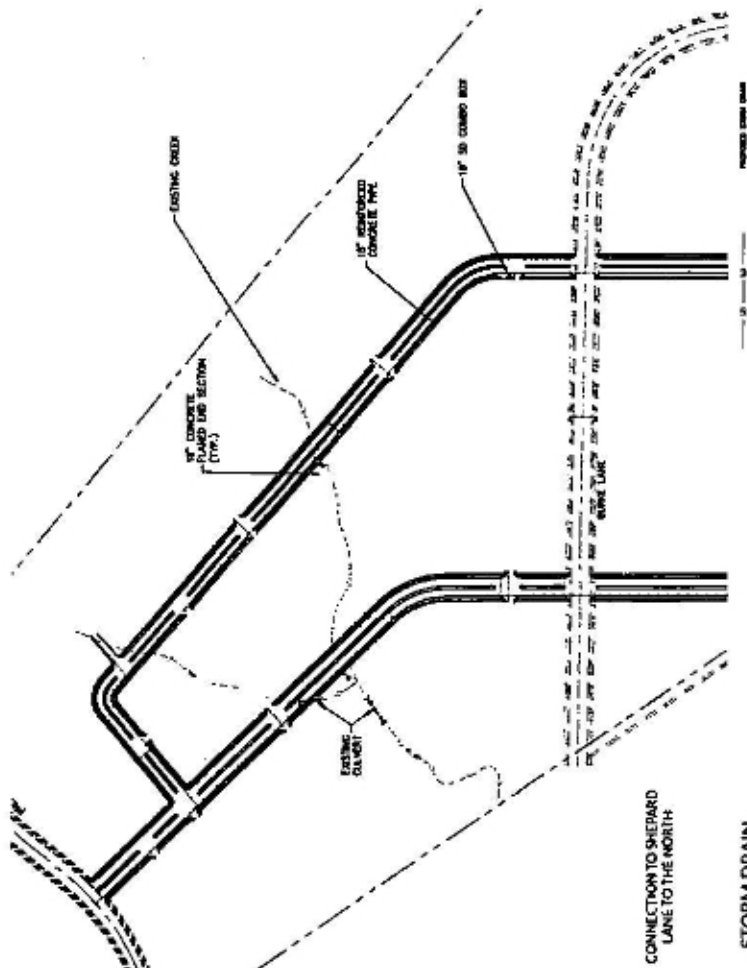


Figure 1: Proposed Roadway Layout

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STORM DRAIN

STORM WATER:

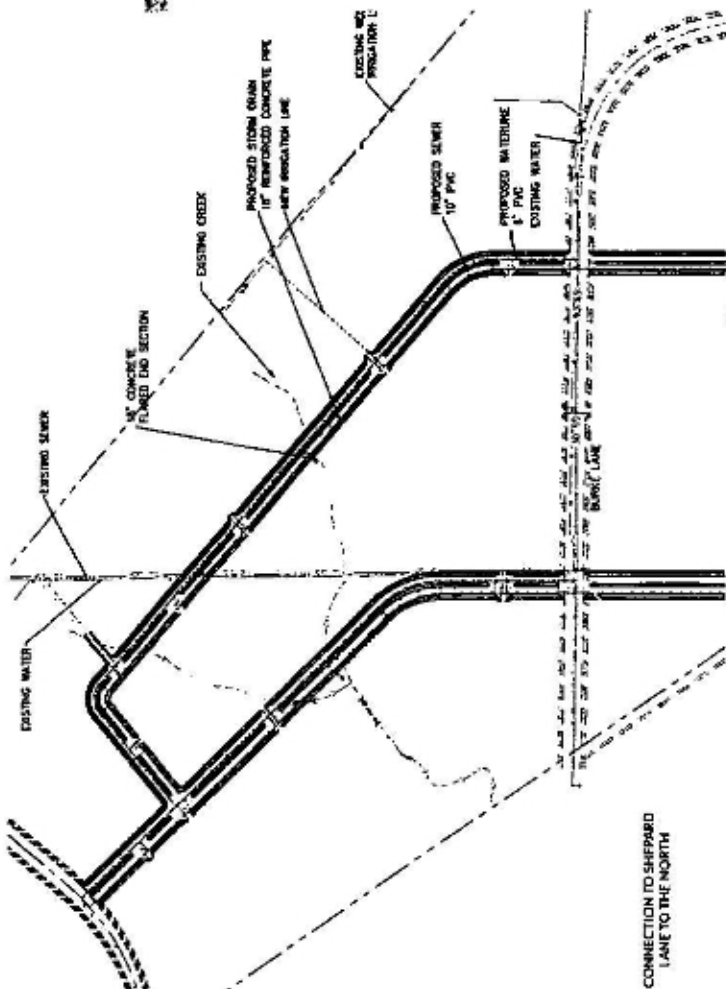
Stormwater for the project will be separated into 3 distinct and separate individual areas. Each area will be detailed and routed to separate discharge localities located throughout the project per discussions with Chad Boshell, City Engineer for the City of Farmington.

The first drainage basin is located to the North of the 950 North/Connector Rd as shown on diagrams above. Drainage from this parcel will be required to detain on site flows and release at 0.2 CFS per acre. Water will be discharged into an existing culvert located along the railroad corridor on the West edge of the property. Stormwater will be required to be treated to remove pollutants prior to being discharged into the city system.

The second drainage basin will be for the property located South of 950 North/Connector Rd and North of the existing Creek running through the project. These flows will be required to detain at 0.2 CFS per acre release rate and then discharged into the existing Creek after being treated for pollutants.

The third drainage basin is for the property located South of the existing Creek and North of Burke Lane. These properties will be required to detain at 0.4 CFS per acre. Post detention flows from this basin will be routed to Burke Lane where they will connect to new 30" pipelines to be constructed by Farmington City that route the flows to the new detention pond and park facility planned for the area. System layout is shown on the figure above.

NORTH FARMINGTON STATION PROJECT MASTER PLAN



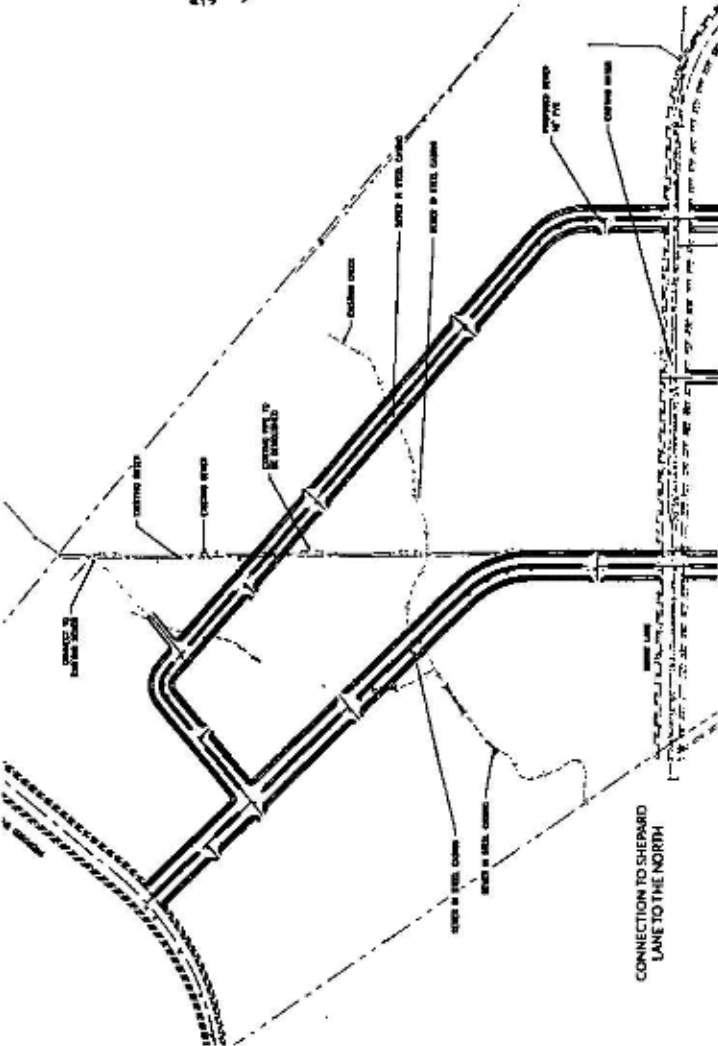
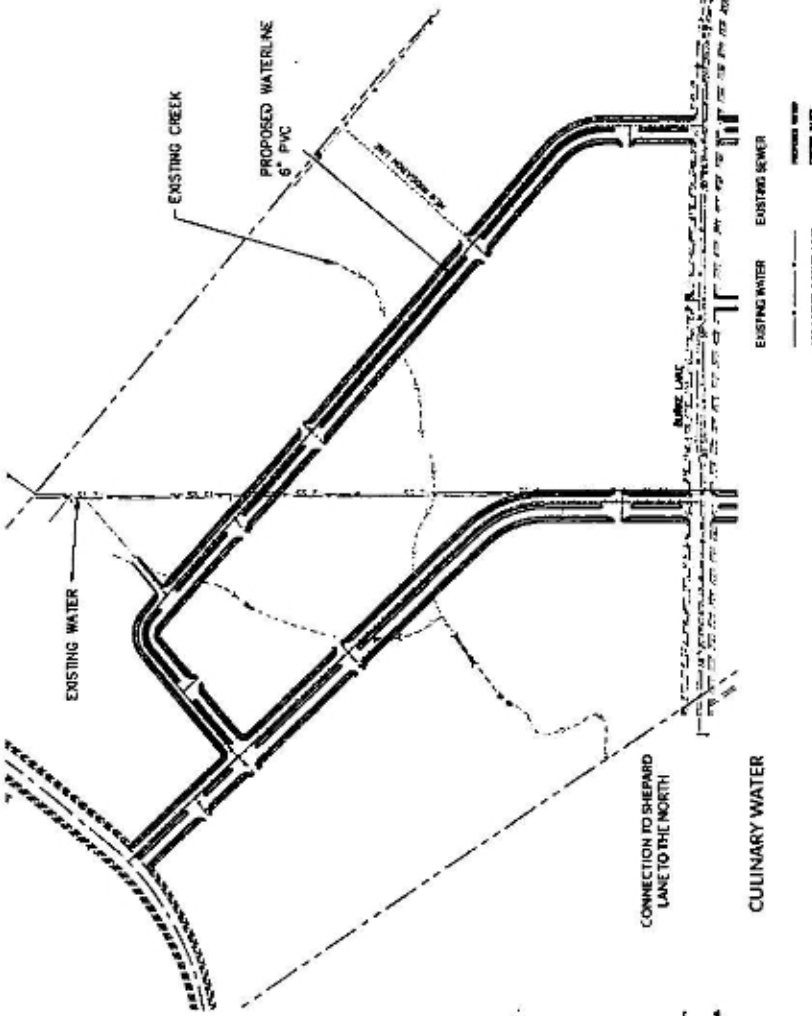
COMBINED UTILITIES

UTILITIES AND INFRASTRUCTURE

The following is a brief description of the existing and proposed infrastructure that will serve the new Farmington Station development. Detail will be provided on the culinary water system, irrigation water systems as well as sanitary sewer and storm drain. Also, a brief discussion of the dry utilities to serve the site is provided below.

DRY UTILITIES:

Dry utilities for the project are available in the area and are being coordinated with the various providers including Dominion Gas, Flocky Mountain Power, Utopia, Comcast and several others. Dominion Gas has a high-pressure line that exists in an easement along the railroad corridor. Other utilities are present to the south and will be extended to the project to provide service.



CULINARY WATER:

Culinary water lines exist in both 1525 W St and Burke Lane and are controlled by Farmington City. The project will connect to both of these existing water lines and provide a new culinary water loop throughout the development to provide the flow and domestic service to the proposed development (see overall utility map for water system map). The existing pipelines for this city are both 10 and 12 inch in diameter and should be amply to supply the proposed development for the flow and for domestic service. A looped water system will be installed to provide redundancy for the development.

SECONDARY WATER:

Irrigation water for the project will be provided by Benchland Irrigation District and the Weber Basin Water Conservancy District through their existing line located on the East side of the property running from the South to the edge of the existing Creek. All parcels within a development will be required to use Benchland or Weber Basin water for their irrigation needs. The development will connect to the existing Weber Basin line, and provide a loop system throughout to provide the irrigation needs for the development. The system will be designed using purple PVC C 900 pipe for the delivery of the irrigation water. Detailed layout of the system will be done during the design phase.

SANITARY SEWER:

Sanitary sewer for the project will be provided by Central Davis Sewer District. The District currently has sewer lines located in both 1525 W and in Burke Lane. The existing line located at 1525 W is a 12-inch diameter PVC sewer that connects to the 30-inch line located in Burke Lane. Both of these lines are currently flowing at capacity and are restricted in accepting new sewer flows. The district plans to run a new collector line from the treatment facility to the edge of the rail/al corridor at the new Shepard Lane ROW where it will terminate. It will be necessary to connect this new pipeline to the existing outlet at the North End of 1525 W in order to divert flows from the North part of Farmington City to the new collector to be constructed by Central Davis. Once the new connection is made and the outlet line is functional, capacity will be freed up in the existing sewer lines running through the project. The new development will route the bulk of the flow for the project down to the existing 30-inch line in Burke Lane. A portion of the development located on the North section of the property will be routed to the new collector line being constructed as part of this project, and as part of the Central Davis new collector project.

SECTION 140 PETITION

Alternative Approval Process: Development Agreement; Section 11-18-140; Petition

The Farmington City Zoning Ordinance makes provision for an Alternative Approval Process: Development Agreements (Section 11-18-140). This makes provision for refinements to Chapter 16 of the Zoning Ordinance in conjunction with a Development Agreement as outlined by Section 11-18-140:

"Consideration and Approval Of Development Agreements: The development agreement shall be considered at the same time as the PMP and following the same approval process described in section 11-18-090 of this chapter. The criteria for review of a PMP and development agreement application by the Planning Commission and City Council shall consist of the following criteria in lieu of the criteria set forth in subsection 11-18-090 of this chapter:

1. Consistency with the Farmington City General Plan.
 2. Compliance with applicable City codes, rules, regulations and standards applicable to the proposed PMP, except that uses and development standards specifically included in the development agreement may be different from those contained in the Farmington City ordinances;
 3. Consistency with any development standards determined by the City to be applicable to all development within the TOD Mixed Use Districts;
 4. Establishment of a mix of uses in locations that will promote and encourage the goals of the TOD Mixed Use Districts and be consistent with the objectives of section 11-18-050, "Uses", of this chapter; and
 5. Establishment of circulation and transportation features sufficient to meet the requirements of section 11-18-040, "Regulating Plan", of this chapter, to coordinate with anticipated off-site circulation and transportation features and to further any applicable community wide transportation objectives.
- The following items are included in this petition:

- The Permitted Requirements: Uses for this PMP as outlined in the Land Use Plan are to include:
 - Mixed-Use Commercial/Residential
 - Residential
- The Building Height requirements are to be as follows:
 - Interstate 15 Frontage/Class A Office – Minimum Height of 5 stories
 - Mixed-Use Commercial/Residential Remote Transit Hub Area – Minimum Height of 3 stories
 - Mixed-Use Commercial/Residential – Minimum Height of 3 stories
 - Residential – Maximum Height 28 feet
- The Building Spacing Requirements are to be as follows:
 - Interstate 15 Frontage will have NO REQUIREMENT for HBR
- The Open Space Requirements are to be as follows:
 - Interstate 15 Frontage will require 10% Open Space, which includes the Legacy Trail/Bus shuttle lane width.
- Regulating Plan Modification.

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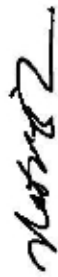
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In order to do all of this, we have been genuinely fortunate to have been able to capture control of enough property to really do this right - that is over 130 acres. Our PMP brings with it the ability to completely ignore the "historic" property lines and to take the majority of the remaining area in the Mixed-Use District and to develop it in partnership with Farmington City into the fulfillment of an extraordinary vision. That is bringing Transit Oriented Development to the level that it should be. This PMP brings the intensity of a Class A Tech Office/Employment Center with one million square feet of office use along with a sustainably connected and walkable neighborhood residential development that is the proven next step in capturing the essence of what North Farmington Station should be. All of this, includes bringing the street and trail network completely thru the area and developing a permanent connection to the UTA station that is already established.

We would be remiss if we did not mention our appreciation to the many Members of the City's team who have worked with us to this point and look forward to a long and rewarding experience together. And, we are genuinely appreciative of you and your efforts in working with us and pledge to do our utmost to continue the cooperative teaming relationship that we have established.

Sincerely,



Nathan Ricks
Owner
STACK Real Estate



Andrew Bybee
Owner
STACK Real Estate



Trevor Evans
VP, Development
STACK Real Estate



Doug Thimm, AIA
Senior Principal
Arch|Nexus



David Abraham, AIA
Principal
Arch|Nexus

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COVER LETTER - TYPO

July

October

NORTH FARMINGTON STATION CONCEPTUAL LAND USE AREA TAKE OFFS		July 1, 2020	
Use	Approx. Acres		
Class A Office	29		
Commercial/Hospitality/Additional Office	27		
Subtotal Mixed Use & Non Residential Use Area	56		
Mixed-Use Commercial/Residential	14		
Mixed-Use Commercial/Residential Remote Transit Hub Area	27		
Residential	9		
Subtotal Mixed-Use & Residential Use Area	50		
Total	106		

Note: Conceptual Land Use Areas are approximate and subject confirm based on an ALTA survey

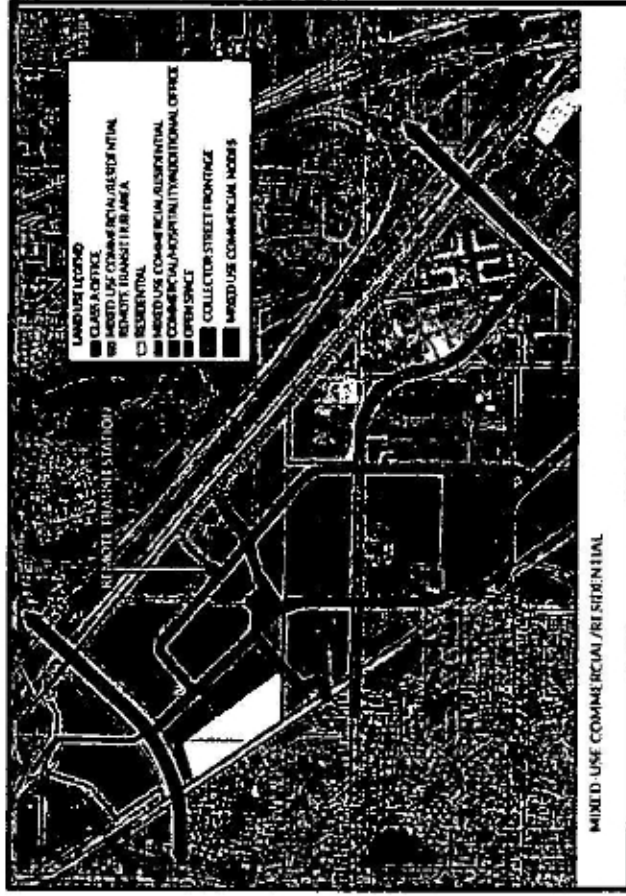
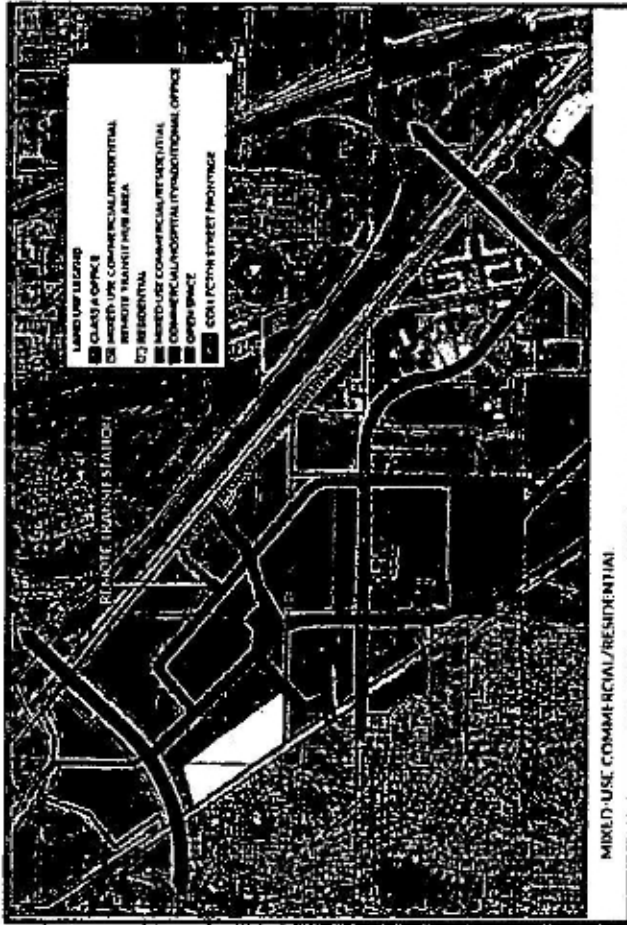
Roads	21
Open Space	
OPEN SPACE WILL BE COMPLIANT WITH CMU ZONING (sec 11-18-060) This includes 6 acres of on-site open space	

NORTH FARMINGTON STATION CONCEPTUAL LAND USE AREA TAKE OFFS		July 1, 2020	
Use	Approx. Acres		
Class A Office	38		
Commercial/Hospitality/Additional Office	37		
Subtotal Mixed Use & Non Residential Use Area	65		
Mixed-Use Commercial/Residential	29		
Mixed-Use Commercial/Residential Remote Transit Hub Area	15		
Residential	10		
Subtotal Mixed-Use & Residential Use Area	54		
Total	119		

Note: Conceptual Land Use Areas are approximate and subject confirm based on an ALTA survey

Roads	2
Open Space	
OPEN SPACE WILL BE COMPLIANT WITH CMU ZONING (sec 11-18-060) This includes 6 acres of on-site open space	

Adjusted land use area take off per the adjustments and corrections included in the following pages



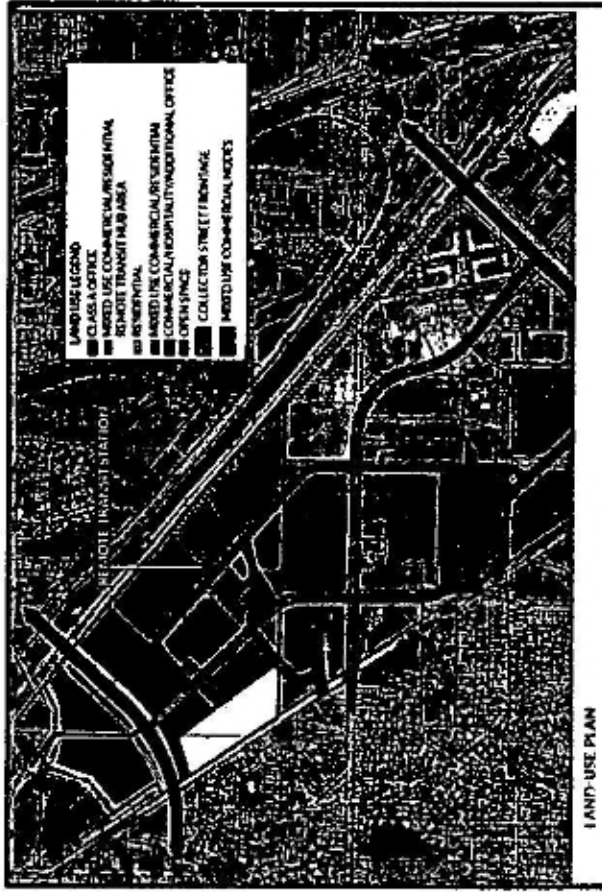
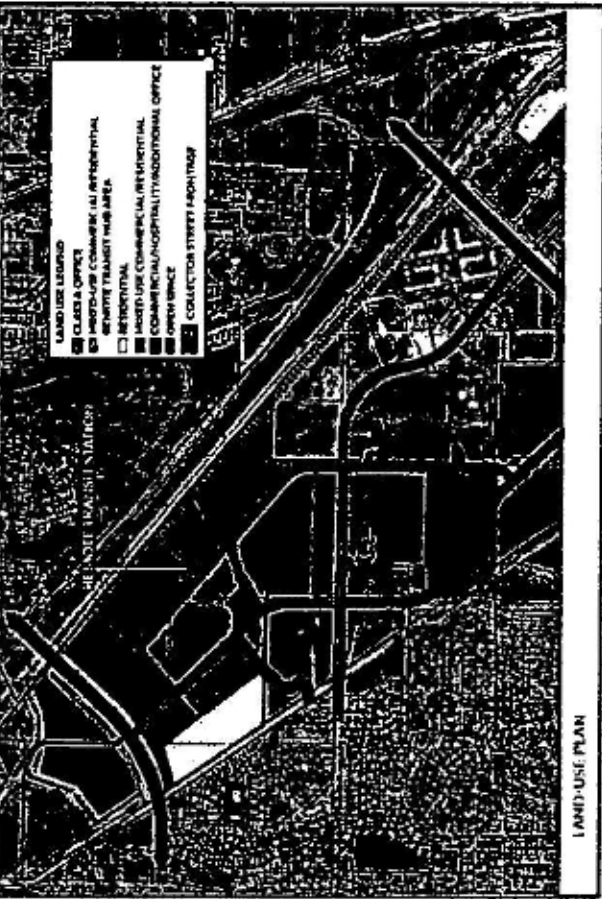
Shrunk the higher intensity Mixed-Use Commercial/Residential Remote Transit Hub Area

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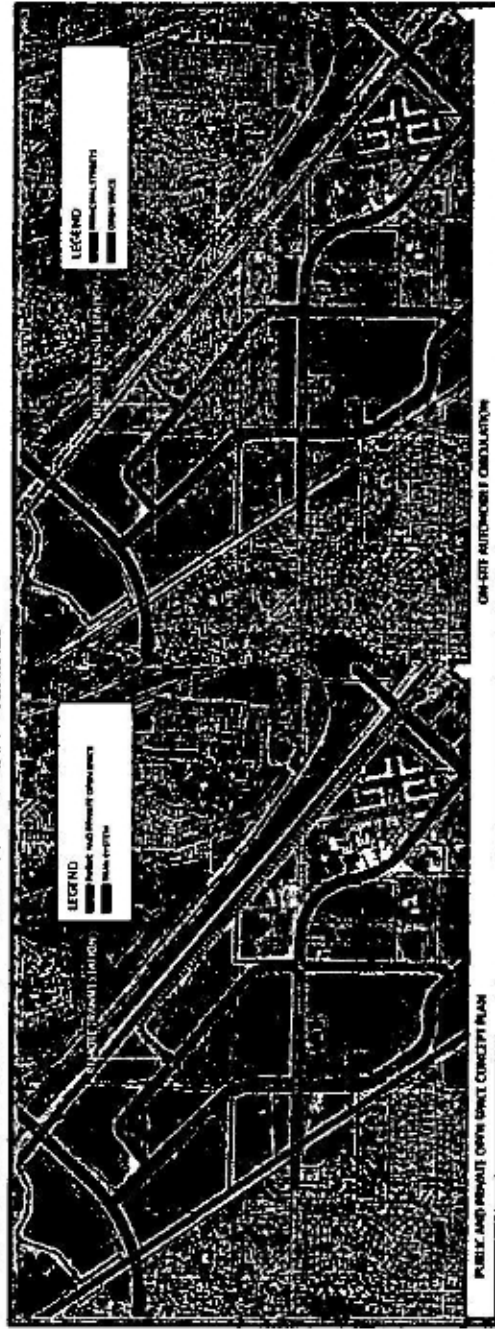


Added context of conceptual mixed-use commercial nodes within the Mixed Use Commercial/Residential Areas

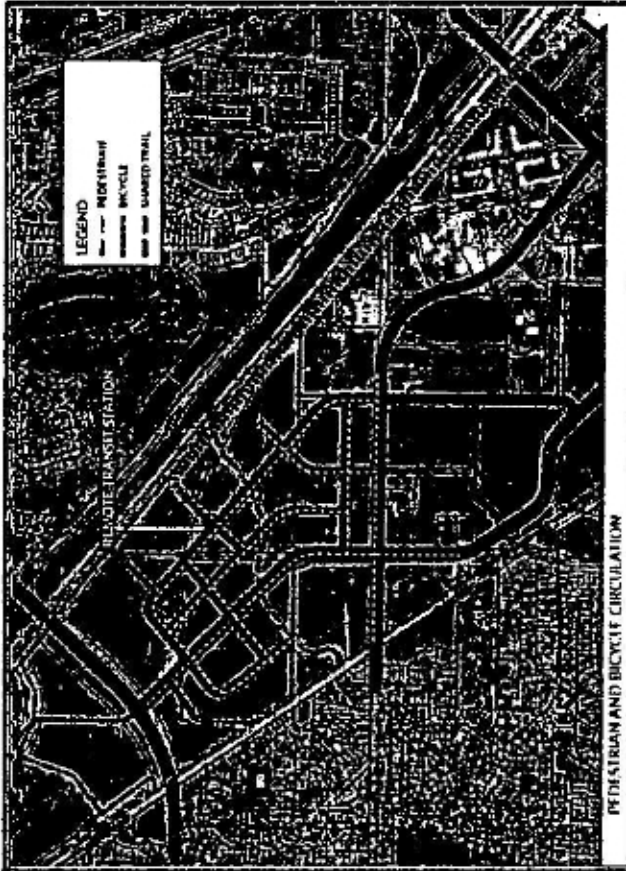
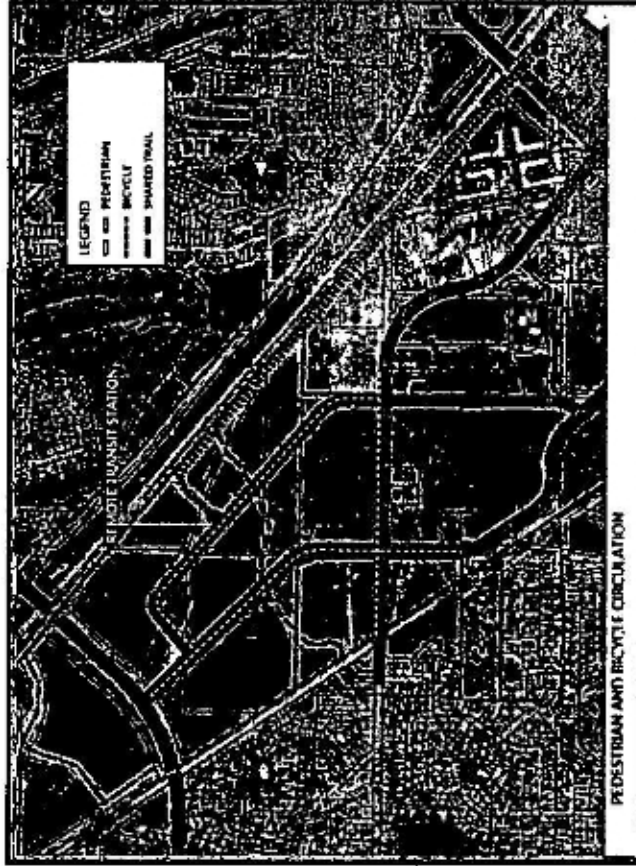
PAGE 10

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Removed neighborhood roads
to align with Development 5 (k)
Agreement Section 5 (k)

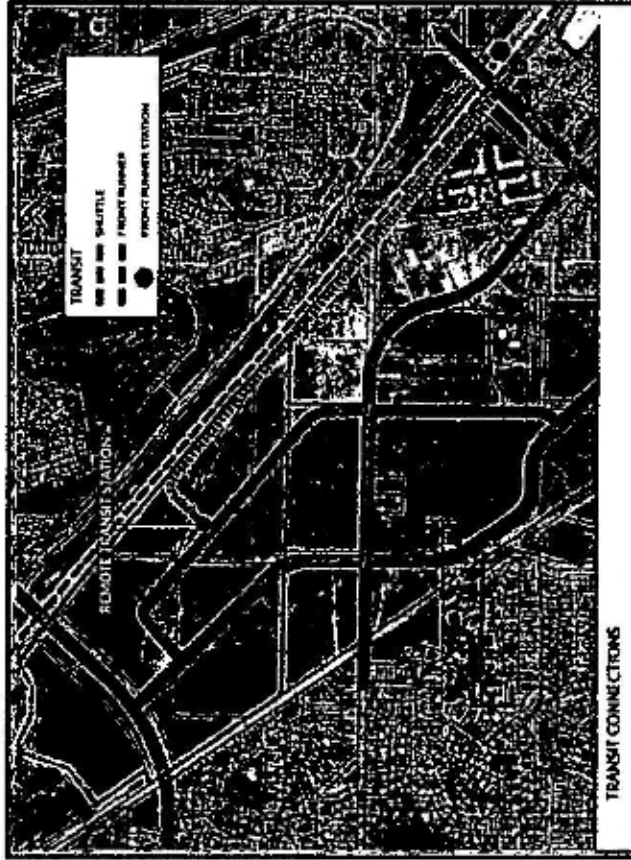


Removed neighborhood roads
to align with Development
Agreement Section 5 (k)

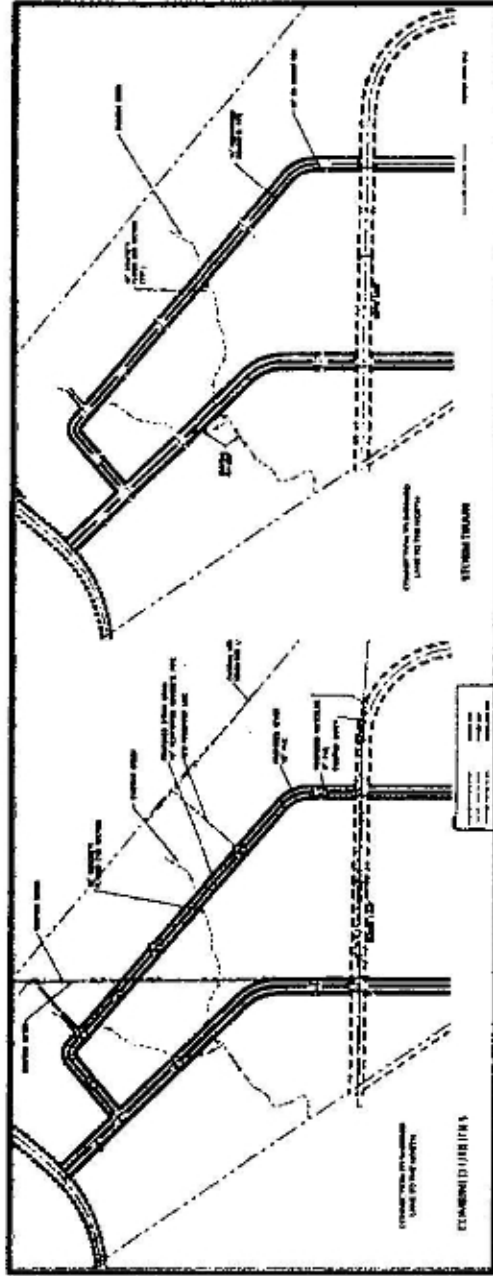
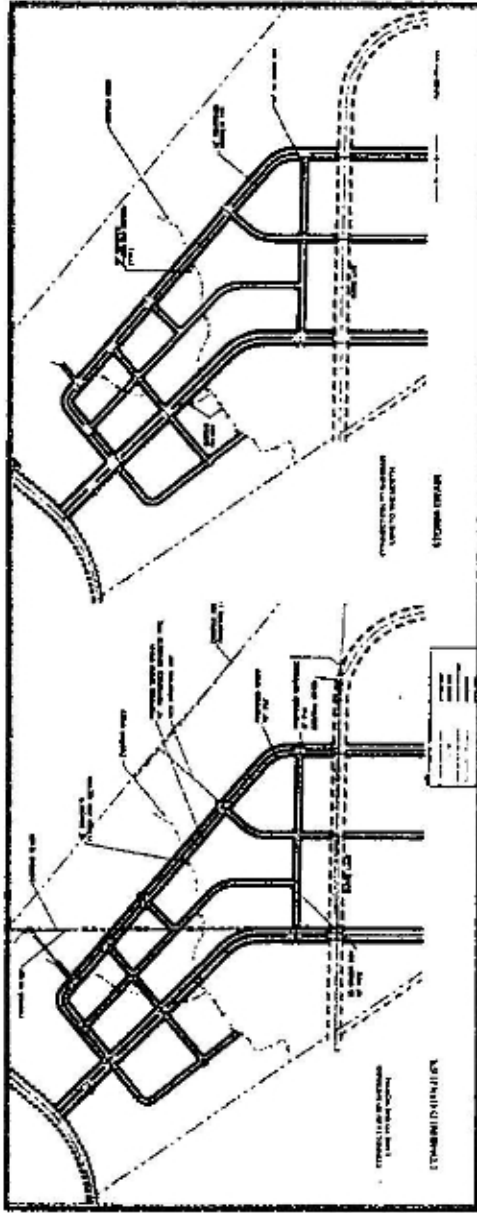
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July

October



Removed neighborhood roads
to align with Development
Agreement Section 5 (k)

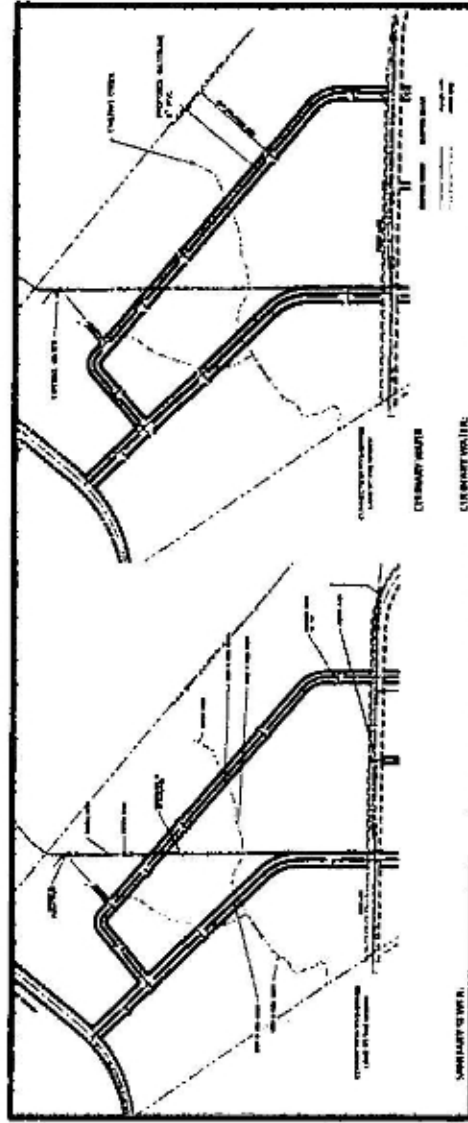
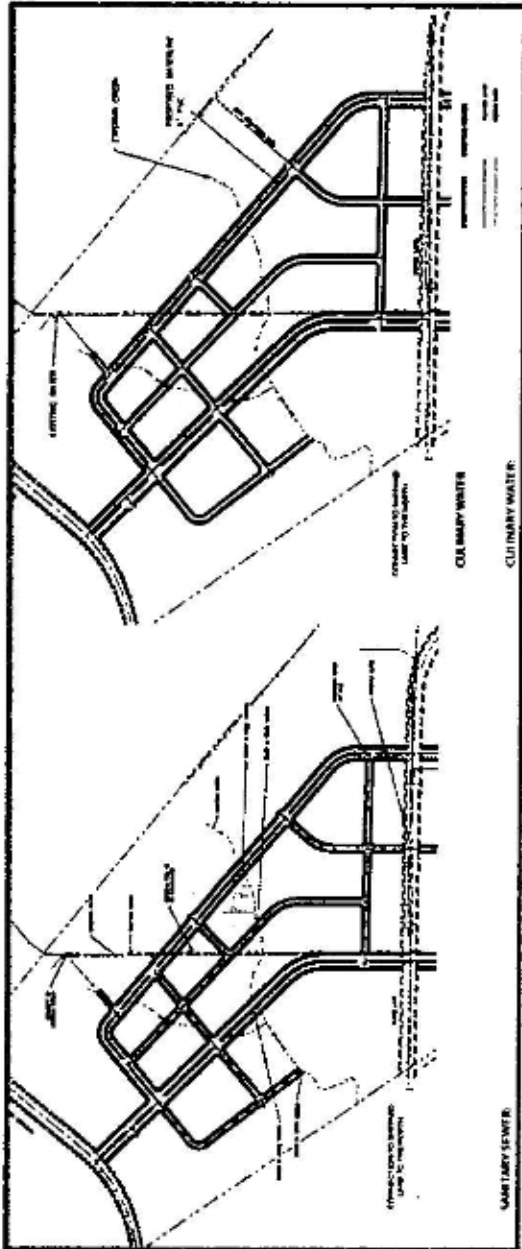


Removed neighborhood roads
to align with Development
Agreement Section 5 (k)

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October



Removed neighborhood roads
to align with Development
Agreement Section 5 (k)

11-18-050

Exhibit "C"

11-18-050

11-18-050: USES:

- A. Uses allowed in the TOD area are identified in table 18.3, "Allowable Land Uses", of this section. A development parcel may have more than one main building or dwelling, however each main building shall have its own zone lot.
- B. More than one permitted use may be located on a development parcel and within a building (refer to "mixed use" and "development parcel", as defined herein).

**TABLE 18.3
ALLOWABLE LAND USES**

Key to allowable uses:

P - Permitted

N - Not permitted

	Mixed Use Districts				
	OS	RMU	OMU	GMU	TMU
Residential:					
Low density residential - single-family detached minimum of 5,000 square feet lot size	N	P	N	N	N
Medium density residential - single-family small lots and attached units or townhomes/condominiums limited to duplexes, triplexes, fourplexes, fiveplexes, or sixplexes	N	P	N	P	P
High density residential - condominium and apartment style	N	N	N	P	P
Live/work residential	N	P	N	P	P
Residential facilities for people with disabilities	N	P	P	P	P
Assisted living facilities	N	P	P	P	P
Residential facilities for the elderly	N	P	P	P	P
Commercial:					
Accessory buildings that do not in aggregate have a footprint greater than 25 percent of the main building(s) on a development parcel	N	P	P	P	P
Art studio	N	P	P	P	P
Business, professional offices, outpatient medical facilities	N	P	P	P	P
Entertainment	N	N	N	P	P
Financial institutions (with the exception of nondepository institutions)	N	N	P'	P'	P
Fitness and recreation facilities	N	P	P	P	P

	Mixed Use Districts				
	OS	RMU	OMU	GMU	TMU
Hospitals, inpatient medical facilities	N	N	P	P	P
Lodging - bed and breakfast	N	P	N	P	P
Lodging, limited to hotel, motel	N	N	P	P	P
Neighborhood service establishments ³	N	P ¹	P ¹	P	P ¹
Parking structure	N	N	P	P	P
Restaurant - fast food	N	P ¹	P	P	P ¹
Restaurant - traditional sit down	N	P	P	P	P
Retail and wholesale sales individual tenant use:					
-- Up to 5,000 square feet	N	P	P	P	P
Greater than 5,000 square feet and up to 20,000 square feet	N	N	P	P	P
Vehicle service/convenience store (including gasoline sales but no auto repair)	N	N	P	P	P
Civic uses:					
Government - no point of service; no offices dealing directly or on a limited basis with the public (e.g., public works yards, etc.)	N	N	N	N	N
Parks and open space	P	P	P	P	P
Schools:					
Preschool, daycare	N	P ¹	P	P	P
Primary, secondary, colleges, and vocational	N	P	P	P	P
Service and fraternal clubs and organizations, and religious institutions	N	P	P	P	P
Transit and related transportation facilities (not including benches and bus stop signs)	N	N	P ²	P ²	P ²

Restrictions:

1. Drive up window/drop off lane allowed only with special exception review by the Planning Commission as set forth in section 11-3-045 of this title, as to use only, and not fixed dimensional standards. For any use not listed as P¹, drive-up windows are expressly prohibited. No additional curb cut shall be added to accommodate the drive up/drop off lane.
2. Benches and bus stops are permitted, with development standards as noted in section 11-18-110 of this chapter.
3. Neighborhood service establishments: Low impact retail and personal service uses such as bakery, bookstore, dry cleaning, hairstyling, pharmacy, art supply/gallery, craft store, photocopy center, corner market (with no gas pumps).

(Ord. 2017-13, 5-16-2017)

11-18-060: BUILDING FORM AND SITE ENVELOPE STANDARDS: The following regulations and standards establish the parameters that guide the form of building within the mixed use districts of this chapter, including the site envelope for building placement. They direct and control the building envelope and site in regard to configuration, orientation, function and features that define and shape the public realm. The technique of the standards is to use private buildings to define and shape the public space in a manner that promotes walkability and provides functional connections between the public space and the private buildings. The standards are designed to use a minimum level of control to meet this goal.

The regulating plan identifies six (6) street types, including pedestrian walkways. Alleys are not identified on the regulating plan. The building form and site envelope standards are identified for each mixed use district and the street types within. Standards for street types shall apply to all lots that front that street. Lots may be either a recorded "building lot" or a "zone lot", as defined in section 11-18-030 of this chapter. A development parcel may have more than one zone lot. Standards will apply to the primary building on each zone lot. Lots that front more than one street shall follow the standards for the primary street, as determined by the street hierarchy. Standards for the arterial roads shall only apply to lots that directly abut Park Lane at grade and shall not apply to those portions of Park Lane and its access streets that are raised on an embankment. Lots that are adjacent to an embankment shall also have frontage on another street and will conform to the standards of the next nearest street type. These standards shall address building height, siting of the building on the lot and other elements. Character examples may be provided to depict the context of the type and form of desirable development only, and not the actual design or architectural style of buildings. Exceptions to the standards of this section

for large footprint commercial buildings over twenty thousand (20,000) square feet are detailed in section 11-18-070 of this chapter.

A. Height:

1. The height of the principal building is measured in stories, with the maximum height indicated in feet for the RMU and OS Districts.
2. Maximum height shall be measured to the midpoint of the roof (if a sloped roof is used) following guidelines, as defined in "building or structure height" in section 11-2-020 of this title. On flat roofs, additional parapet may be added above the maximum height for decoration and/or screening of rooftop equipment, and shall not exceed five feet (5') in height. Decorative parapet treatments in excess of five feet (5') may be approved through the development plan review process.
3. Street wall, fencing or landscaping heights are relative to the adjacent sidewalk, or the ground elevation when not fronting a sidewalk.

B. Siting:

1. Buildings shall occupy the specified area of the lot, as indicated on the site envelope standards in relation to the required building range and other applicable setbacks. The required building range (RBR) shall be measured from back of sidewalk.
2. Lot frontage percentages for corner lots shall apply to both the primary and secondary street(s). A reduction in the lot frontage percentage on the secondary street may be approved through the site plan review process.
3. Off street parking for vehicles shall not occupy any space located between the building and the primary street on each zone or building lot, and the secondary street where applicable for a corner lot. Parking areas located to the side of structures shall meet all building form and site envelope standards for the lot and be located a minimum of ten feet (10') back from the back of the adjacent sidewalk.
4. For each zone lot that has a building associated with it, said building shall meet the lot requirements of this section. Flag lots or lots without street frontage are not permitted.

	Building Height Maximum In Stories (And Feet)		
	Local Roads	Local Primary	Collector/ Arterial Roads
RMU	2 (27 feet) ¹	n/a	3 (40 feet)
GMU	3	n/a	4
OMU	4	3	6
TMU	6	n/a	8
OS	1 (25 feet)	n/a	1 (25 feet)

Note:

1. If a transition area is created buffering rural residential density areas from mixed use areas as follows: a) a distance of at least 300 feet must be established between housing in a rural residential site and the mixed use site; b) additional landscaping shall be provided on the mixed use site, including medium to large size trees every 20 feet along the entire length of the buffer; c) at least 3 different housing types (i.e., detached single-family, townhomes, live/work units, etc.) shall be provided in the mixed use site for every 15 acres of development; and d) the proposed uses in the mixed use area shall be compatible with the character of the site, adjacent properties, surrounding neighborhoods, and other existing and proposed development; then at its sole discretion, the City may, or may not, increase the building height on local roads in the RMU Zone to a maximum of 3 stories, not to exceed 33 feet adjacent to existing rural residential development, or areas contemplated for such development on the General Plan.

	Lot Width (In Feet)			
	Local Roads		Collector/Arterial Roads	
	Minimum	Maximum	Minimum	Maximum
RMU	32	120	32	200 (300 for nonresidential)
GMU	25	150 (250 for nonresidential)	50	200 (300 for nonresidential)
OMU	25	200	25	200
TMU	25	200	25	300
OS	25	No maximum	25	No maximum

	Front Required Build To Range (RBR) (In Feet)			
	Local Roads		Collector/Arterial Roads	
	Minimum	Maximum	Minimum	Maximum
RMU	5 (10 for residential)	25	5	15
GMU	0	20	0	20
OMU	0	20	0	20
TMU	0	10	0	10
OS	5	None	5	None

	Minimum Side And Rear Setbacks (In Feet)			
	Local Roads		Collector/Arterial Roads	
	Side	Rear	Side	Rear
RMU	5	15	0 (5 for residential)	15
GMU	0	10	0	10
OMU	5	10	0	10
TMU	0	5	0	0
OS	5	15	5	15

	Building Siting			
	Local Roads		Collector/Arterial Roads	
	Minimum Lot Frontage Percent	Minimum Percent Of Building Within Front RBR	Minimum Lot Frontage Percent	Minimum Percent Of Building Within Front RBR
RMU	50	60	60	60
GMU	50	75	60	75
OMU	50	75	60	75
TMU	75	75	80	75
OS	n/a	n/a	n/a	n/a

	Open Space Percent Requirements (For Zone Lots)	
	Local Roads	Collector/Arterial Roads
RMU	35	30
GMU	20	10
OMU	20	10
TMU	10	10
OS	n/a	n/a

Notes:

1. Multiple-unit residential buildings that have a ground floor commercial use may have the open space requirement reduced by 10 percent in any district.
2. Open space requirements for a planned development area or an aggregation of multiple zone lots may be reduced by up to 5 percent in the TMU and 10 percent in the other districts if the open space is aggregated in 1 or more areas and is entirely usable open space. The aggregated open space must enhance the connection to transit facilities, plazas, or streets, or enhance the pedestrian environment, or enhance or create a public space, and remain publicly accessible. Aggregated open space must be shown and approved on a Project Master Plan (PMP).
3. All building form and site envelope standards for local roads as set forth in this section shall apply to local primary roads with the exception of building height maximum in stories (and feet).

(Ord. 2018-06, 2-6-2018)

- C. **Public Parks And Open Space:** Public parks and other public open spaces will be provided in the mixed use districts as set forth in the City's Park Master Plan or capital facilities plan. In the event a property owner works with the City to provide such public places, a credit may be received on the open space requirements as set forth herein. (Ord. 2008-61, 12-9-2008)

11-18-070: DEVELOPMENT PLAN REVIEW:

- A. **Applicability:** In the OS, RMU, OMU, GMU and TMU Districts, the review procedures, standards and criteria set forth in this section shall be applied during the development plan review process.