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The City of
Provo, Utah

Provo

Michael R. Hill
Mayor

ENT 50433 BK 3205 PG 792
NINA B REID UTAH CO RECORDER BY MB
1993 JUL 28 3:39 PM FEE .00
RECORDED FOR PROVO CITY

July 28, 1993

Utah County Recorder
Utah County
100 E. Center Street
Provo, Utah 84601

Re: Adoption of the Redevelopment Plan for the
Provo City Redevelopment Project Area #4

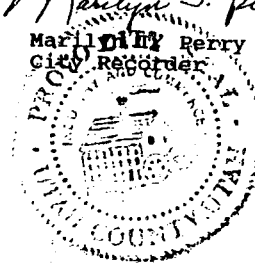
Dear County Recorder:

On June 29, 1993, the Provo Municipal Council adopted its Ordinance No. 1993-56 by which it approved and adopted the Redevelopment Plan for the Provo City Redevelopment Project Area #4 (the "Plan"). Attached is a copy of the Plan, including a copy of a map indicating the boundaries of the project area (Exhibit A) and the description of the boundaries of the project area (Exhibit B). Ordinance No. 1993-56 became effective upon its publication on July 8, 1993.

Utah Law Requires that this statement be recorded along with a copy of the Plan.

Sincerely,

Marilyn J. Perry
Marilyn J. Perry
City Recorder



Redevelopment
Agency

40 South 100 West, Suite 100
P.O. Box 1849
Provo, Utah 84603

801-379-6160
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PROVO CITY REDEVELOPMENT AGENCY

PROVO, UTAH

OFFICIAL

REDEVELOPMENT PLAN

FOR THE

PROVO CITY REDEVELOPMENT PROJECT AREA #4

Approved by Provo Municipal Ordinance No. 1993-56
June 29, 1993
Effective Date: July 8, 1993

REDEVELOPMENT PLAN FOR THE REDEVELOPMENT PLAN FOR THE
PROVO CITY REDEVELOPMENT PROJECT AREA #4

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PROPOSED REDEVELOPMENT PLAN

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FOR THE

PROVO CITY REDEVELOPMENT PROJECT AREA #4

I. [§ 100] INTRODUCTION

The Redevelopment Plan ("Redevelopment Plan" or "Plan") for the Provo City Redevelopment Project Area #4 has been prepared in consultation with the Provo City Planning Commission by the Provo City Redevelopment Agency ("Agency") pursuant to the Utah Neighborhood Development Act, as amended, Utah Code § 17A-2-1201 et seq., the Utah Constitution, the United States Constitution, and all applicable federal, state and local laws and ordinances. All actions undertaken pursuant to and in furtherance of the Redevelopment Plan are referred to collectively herein as the "Project."

II. [§ 200] PROJECT AREA BOUNDARIES

The boundaries of the Provo City Redevelopment Project Area #4 ("Project Area") are located entirely within Provo City, Utah ("City") and are illustrated on the map entitled "Land Use Map," which is attached hereto as Exhibit A and made a part hereof by this reference. The legal description of the boundaries of the Project Area is attached hereto as Exhibit B and is also made a part hereof by this reference.

III. [§ 300] PROPOSED REDEVELOPMENT ACTIONS

A. [§ 301] General

The Agency proposes to eliminate and prevent the spread of blight in the Project Area by some or all of the following actions:

1. Acquisition of real property;
2. Demolition or removal of buildings and improvements;
3. Relocation assistance to residential, commercial and other occupants displaced by the Project activities, if any;
4. Installation, construction or reconstruction of streets, utilities, and other public improvements;
5. Disposition of property acquired by the Agency for uses in accordance with this Plan;

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6. Redevelopment of land by private enterprise and public agencies for uses in accordance with this Plan;
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7. Rehabilitation of buildings and structures;
8. Participation by persons or entities engaged in business or holding interests in property within the Project Area through remaining in or re-entering the Project Area.

B. [§ 302] Property Acquisition

1. [§ 303] Acquisition of Real Property

Most of the property in the Project Area will not be purchased by the Agency, but the Agency will be assisting and encouraging public and private entities to eliminate blight, install needed utilities, rehabilitate property, and develop property in the Project Area consistent with the Redevelopment Plan. A principal objective of this Plan is to promote redevelopment by stimulating or facilitating private development within the Project Area. The Agency will not acquire property unless or until the Agency determines that the specific project involved is feasible in light of investments or commitments made or reasonably likely to be made by developers or participants in the Plan, or by other parties. Usually, this will occur only when the Agency has an agreement assuring that the property will be disposed of to a public or private developer or participant.

The Agency is authorized to acquire (but is not required to acquire) real property located in the Project Area. The Agency is authorized to acquire such property by gift, devise, exchange, purchase, eminent domain, or any other lawful method. It is in the public interest and is necessary in order to eliminate the conditions requiring redevelopment and in order to execute the Plan, for the Agency to have the power of eminent domain to acquire real property in the Project Area. The Agency shall not commence any action to acquire property by eminent domain until adequate provisions have been made for payment to be made for the property as provided by law.

The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is also authorized to acquire any other interests in real property.

The Agency shall not acquire real property on which an existing building is to be continued on its present site and in its present form and use without the consent of the owners, unless:

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1. such building requires structural alterations, improvements, modernization, or rehabilitation, or
 2. the site or lot on which the building is situated requires modification in size, shape, or use, or
 3. it is necessary to impose upon such property any of the standards, restrictions and controls of the Plan and the owner fails or refuses to participate in the Plan by executing a participation agreement.
2. [\$ 304] Acquisition of Personal Property

Generally personal property shall not be acquired. However, where necessary in the execution of this Plan, the Agency is authorized to acquire personal property in the Project Area in connection with acquisitions of interests in real property.

C. [\$ 305] Participation Opportunities and Preferences

1. [\$ 306] Participation and Preference Rules

The Rules Governing Participation and Preferences by Owners, Operators of Business, and Tenants in the Provo City Redevelopment Project Area #4 were adopted by the Provo City Redevelopment and approved by the Provo City Municipal Council. Those rules as they exist or as they may subsequently be amended (the "Participation Rules"), shall govern participation opportunities and preferences granted to persons or entities engaged in business or holding interests in property within the Provo City Redevelopment Project Area #4. The Participation Rules provide for reasonable opportunities to participate in the redevelopment of property in the Project Area by the owners of and other holders of interests in property in the Project Area if they enter into a participation agreement with the Agency or otherwise comply with the requirements of the Participation Rules. The Participation Rules are incorporated in this Redevelopment Plan by this reference.

2. [§ 307] Opportunities for Participation by Owners, Operators of Businesses and Other Persons or Entities with Property Interests in the Project Area

The Agency shall extend preferences to persons or entities who are engaged in business or hold interests in property within the Project Area and who sell, terminate, or otherwise transfer those interests and who re-enter the Project Area if they otherwise meet the requirements prescribed by the Plan and the Participation Rules.

The Agency may permit persons who are owners of real property in the Project Area to be given the opportunity to participate in redevelopment by rehabilitation, by retention of improvements or land, or by new development by retaining all or a portion of their properties, by acquiring adjacent or other properties from the Agency or purchasing other properties in the Project Area.

If conflicts develop between participants for particular sites or land uses, the Agency is authorized to establish reasonable priorities and preferences between and among participants, in accordance with the Participation Rules. This may include but is not limited to determining a solution by consideration of such factors as length of time in the area; accommodation of as many participants as possible; ability to perform; and conformity with intent and purpose of this Plan.

In addition to opportunities for participation by persons and firms individually, participation to the extent it is feasible shall also be available for two or more persons, firms, or institutions, to join together in partnerships, corporations, or other joint entities as indicated in the Participation Rules.

The Agency and the City desire as much participation as possible in the redevelopment of the Project Area by owners and tenants in the Project Area. Participation opportunities shall necessarily be subject to and limited by such factors as the expansion of public facilities; elimination and changing of land uses; realignment of streets; the ability of owners to finance acquisition and development in accordance with the Plan; any reduction in the total number of individual parcels in the Project Area; and assembly and development of areas for public and/or private development in accordance with this Plan.

3. [§ 308] Participation Agreements

When deemed necessary by the Agency to carry out the Plan, each owner and tenant may be required to enter into a binding participation agreement with the Agency by which the participant agrees to rehabilitate, develop, or use the property

Provo City Redevelopment Project Area #4

in conformance with such agreements and to be subject to the provisions thereof. In such agreements, participants who retain real property shall be required to join in the recordation of such documents as are necessary to make the provisions of the agreement applicable to their properties.

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Whether or not a participant enters into a participation agreement with the Agency the provisions of this Plan are applicable to all public and private property in the Project Area.

4. [§ 309] Determination of Conformance

As an alternative to requiring a participation agreement for each property not to be purchased or subject to Agency acquisition by eminent domain, the Agency is authorized to make determinations of those properties which conform to the Redevelopment Plan. If such a determination is made by the Agency then the property will not be subject to eminent domain by the Agency so long as the property continues to conform to the Redevelopment Plan. The Agency shall, upon receiving written requests from an owner of property in the Project Area, in good faith review the owner's property contained in the Project Area and issue Certificates of Conformance to qualifying properties as soon as possible, if this is consistent with the redevelopment permitted by the Redevelopment Plan and specific designs for development adopted by the Agency pursuant to the Plan. Nothing herein shall be construed to require the Agency to issue such Certificates of Conformance if, in the judgment of the Agency, specific designs for development are not yet sufficiently advanced to make such determinations.

5. [§ 310] Statements of Interest

Before making offers to purchase property in the Project Area, the Agency shall notify the owners of any such properties by certified mail, return receipt requested that the Agency is considering the acquisition of such property. The Agency shall include a form entitled "Statement of Interest in Participating" with the notification. Within 30 days of receipt of such notification any owner interested in participating in the Project Area, shall file a "Statement of Interest in Participating."

The Agency may disregard any Statements received after such 30-day period. Any owner or tenant may also submit such a statement at any time before such 30-day period has elapsed.

The Agency shall consider such Statements as are submitted on time and seek to develop reasonable participation for those submitting such statements, whether to stay in place,

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to move to another location, to obtain preferences to re-enter the Project Area, etc.

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D. [§ 311] Cooperation with Public Bodies

Many public bodies are authorized by state law to aid and cooperate, with or without consideration, in the planning, undertaking, construction, or operation of this Redevelopment Plan. The Agency may seek the aid and cooperation of such public bodies and attempt to coordinate this Plan with the activities of such public bodies in order to accomplish the parallel purposes of the redevelopment and to further the public good. The Agency will seek the cooperation of all public bodies which own or intend to acquire property in the Project Area and may enter into contracts or other arrangements with such bodies as permitted by law in furtherance of this plan. Any public body which owns or leases property in the Project Area will be afforded all the privileges of participation if such public body is willing to enter into a participation agreement with the Agency. All plans for development of property in the Project Area by a public body shall be subject to Agency approval. The Agency is authorized to assist financially (and otherwise) any public entity with the costs of public land, buildings, facilities, structures, or other improvements if such land, building, facilities, structures or other improvements are of benefit to the Redevelopment Plan, to the extent permitted by Utah Code § 17A-2-1260 or other applicable laws.

The Agency may pay to any school district with territory located within the Project Area any amounts of money which, in the Agency's determination, are appropriate to alleviate any financial burden or detriment caused to any school district by operation of the Redevelopment Plan.

E. [§ 312] Property Management

During such time as property, if any, in the Project Area is owned by the Agency, such property shall be under the management and control of the Agency. Such property may be rented or leased by the Agency pending its disposition for redevelopment, and such rental or lease shall be pursuant to such policies as the Agency may adopt.

In any year during which the Agency owns property in the Project Area, the Agency may, but is not required, to make compensating payments to taxing agencies which would have received tax revenues from the property were it not exempt by virtue of Agency ownership. The total amount of such compensating payments shall not exceed the tax increments the Agency actually receives pursuant to the Redevelopment Plan and the payments to particular taxing agencies shall not exceed the

amount the entity would have received but for the property's exempt status.

F. [§ 313] Relocation of Persons Displaced by the Project

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1. [§ 314] Relocation Rules

The Rules and Regulations for Implementation of the Utah Relocation Assistance Act for the Provo City Redevelopment Project Area #4 were adopted by the Provo City Redevelopment Agency on October 30, 1990 and were approved by the Provo City Municipal Council on the same date. The rules as they exist or as they may subsequently be amended (the "Relocation Rules") shall govern relocation of persons, businesses, and other entities displaced by Agency action.

2. [§ 315] Assistance in Finding Other Locations

The Agency shall assist all persons and entities, if any, (including families, business concerns, and others) displaced by Agency acquisition of property in the Project Area in finding other locations and facilities. The Agency shall structure redevelopment efforts, to the greatest extent possible consistent with Agency objectives, to minimize the need to displace persons or entities. The Agency shall assist individuals and families in finding housing that is decent, safe, sanitary, within their financial means, in reasonably convenient locations, and otherwise suitable to their needs. The Agency is also authorized to provide housing or to arrange for the provision of housing inside or outside the Project Area for displaced persons, and to provide such other assistance as may be necessary or appropriate under the Relocation Rules.

3. [§ 316] Relocation Payments

The Agency shall pay all relocation payments required by law. In addition, the Agency may make any additional relocation payments which in the opinion of the Agency's Executive Director may be reasonably necessary to carry out the purposes of this Plan. Determinations made by the Executive Director with respect to the amount of relocation assistance to be provided are subject to appeal as provided in the Relocation Rules. Such additional relocation payments shall be subject to the availability of funds for this purpose.

G. [§ 317] Public Improvements, Demolition and Land Clearance, and Site Preparation

1. [§ 318] Public Improvements, Public Facilities and Public Utilities

The Agency is authorized to install and construct or to cause to be installed and constructed the public improvements, public facilities, and public utilities (within or outside the Project Area) as appropriate or necessary to carry out the Plan or to benefit the Project. Such improvements, facilities, and utilities may be paid for in whole or in part by the Agency, by private developers or by participants in the Redevelopment Plan. They may be financed by any means available to the Agency and/or developers or participants which are authorized or permitted by law.

2. [§ 319] Demolition and Land Clearance

The Agency is authorized to demolish and clear buildings, structures, and other improvements from any real property in the Project Area that the Agency owns or acquires, as necessary to carry out the purposes of this Plan.

3. [§ 320] Preparation of Sites

The Agency is authorized to prepare or cause to be prepared as sites any real property in the Project Area.

H. [§ 321] Rehabilitation, Conservation and Moving of Structures by the Agency

1. [§ 322] Rehabilitation and Conservation

It shall be the purpose of this Plan to allow for the retention of existing businesses and to add to the economic life of businesses by a program of voluntary participation in their conservation and rehabilitation to the extent consistent with this Plan. The Agency is authorized to conduct a program of assistance to encourage owners of property within the area to upgrade and maintain their property consistent with property rehabilitation standards to be adopted for the Project Area by the Agency Board.

The extent of rehabilitation in the Project Area shall be subject to the following limitations:

- a. The rehabilitation of the structure must be compatible with land uses as provided for in this Plan.

- b. Rehabilitation and conservation activities on a structure must be carried out in an expeditious manner and in conformance with property rehabilitation standards to be adopted by the Agency.
- c. The expansion of public facilities, improvements and structures.
- d. The assembly and development of areas in accordance with this Plan.

The Agency is authorized to rehabilitate and conserve or cause to be rehabilitated and conserved buildings and structures in the Project Area. The Agency is also authorized and directed to advise, encourage and assist in the rehabilitation and conservation of property in the Project Area.

2. [§ 323] Moving of Structures

With respect to buildings or structures owned or acquired by the Agency, the Agency is authorized to move or to cause to be moved any structure or building or any structure or building which can be rehabilitated to a location within or outside the Project Area as necessary in carrying out this Plan.

I. [§ 324] Property Disposition and Development

1. [§ 325] Real Property Disposition and Development

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a. [§ 326] General

For the purposes of this Plan, the Agency is authorized to sell, lease, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust, or otherwise dispose of any interest in real property. To the extent permitted by law, the Agency is authorized to dispose of real property by negotiation through leases or sales without public bidding.

No real or personal property of the Agency, or any interest herein, shall be sold or leased to a private person or private entity for an amount less than its fair value for uses in accordance with this Redevelopment Plan and the covenants and controls recorded against the property by the Agency.

All real property acquired by the Agency in the Project Area shall be sold or leased to public or private persons or entities for development for the uses permitted in the

Plan. Real property may be conveyed by the Agency to the City or any other public body without charge.

The Agency shall reserve such powers and controls in the disposition and development documents as may be necessary to prevent transfer, retention, or use of property for speculative purposes before development and to ensure that development is carried out pursuant to this Plan.

All purchasers or lessees of property shall be obligated to use the property for the purpose designated in this Plan, and in accordance with any additional requirements imposed by participation agreements, development agreements, or any other covenants or agreements that affect the property in question. They shall begin and complete development of the property within a period of time which the Agency fixes as reasonable, and comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

b. [§ 327] Purchase and Development by Participants

Pursuant to the provisions of this Plan and the Participation Rules adopted by the Agency, the Agency shall to the greatest extent feasible offer real property acquired by the Agency for disposition and development to persons or entities engaged in business or holding other interests in the property in the Project Area on a preference basis over other persons or entities.

c. [§ 328] Purchase and Development Documents

To provide adequate safeguards to ensure that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all real property sold, leased, or conveyed by the Agency, as well as all property subject to participation agreements, shall be made subject to the provisions of this Plan by leases, deeds, contracts, agreements, declarations of restrictions, provisions of the zoning ordinance, conditional use permits, or other means. Where appropriate, as determined by the Agency, such documents or portions thereof shall be recorded in the Office of the Recorder of the County.

The leases, deeds, contracts, agreements, and declarations of restrictions may contain restrictions, covenants, covenants running with the land, rights of reverter, conditions subsequent, equitable servitude, or any other provision necessary to carry out this Plan.

All property in the Project Area is hereby made subject to the restrictions of Section 416 of this Plan (dealing with nondiscrimination). All deeds, leases, or

contracts for the sale, lease, sublease or other transfer of land in the Project Area and all participation or development agreements dealing with land in the Project Area shall contain nondiscrimination and nonsegregation clauses consistent with the provisions of Section 416 of this Plan. EN150433 BK 3205 PG 808

d. [§ 329] Development

To the extent now or hereafter permitted by Utah Code Section 17A-2-1260 or by any other law, the Agency is authorized to pay for, develop, or construct any building, facility, structure, or other improvement either inside or outside the Project Area for itself or for any public body or public entity to the extent that such improvement would be of benefit to the Project Area.

During the period of development in the Project Area, the Agency shall insure that the provisions of this Plan and of other documents formulated pursuant to this Plan are being observed, and that development in the Project Area is proceeding in accordance with development documents and time schedules.

Development plans, both public and private, shall be submitted to the Agency for approval and architectural review. The Agency shall develop architectural and design standards and submit them to the Municipal Council for its consideration and approval. All development must conform to this Plan, such Agency architectural and design standards as may be approved by the Municipal Council and all applicable federal, state and local laws.

2. [§ 330] Personal Property Disposition

The Agency is authorized to sell, lease, exchange, transfer, assign, pledge, encumber, or otherwise dispose of personal property that has been acquired by the Agency.

IV. [§ 400] USES PERMITTED IN THE PROJECT AREA

A. [§ 401] Land Use Map and Uses Generally

A map entitled "Land Use Map" which indicates type and location of land uses to be permitted in the Project Area and roads serving the area is attached to this Plan as Exhibit A and made a part hereof by this reference.

All real property in the Project Area is hereby made subject to the controls and requirements of this Plan. No real property shall be developed, rehabilitated, or otherwise changed after the date of the adoption of this Plan, except in conformance with the provisions of this Plan.

This Plan does not supplant the need for compliance with established procedures for securing the approval of the Municipal Council, the Planning Commission, or other officials or bodies within the City with respect to land use and other issues as required by law and by normal City practice.

B. [§ 402] Permitted Uses

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The Redevelopment Agency proposes to stimulate growth in the Project Area by providing financial incentives to attract new business and support for the elimination of blight and by providing and/or encouraging vital improvements in the Project Area. In particular, the Agency plans to cooperate with the City of Provo in bringing about a planned commercial and/or light industrial development that may include any or all of the following: retail and commercial development, office space, tourist commercial facilities such as motels, and/or light industrial or similar business park type uses, and other developments which will help provide quality growth for Provo City. To the extent feasible in light of the overall objectives of redevelopment of the Project Area as determined by the Agency, the Agency will work to coordinate development with existing businesses. Planning includes provision for buffering between the Project Area and surrounding residential areas. The Redevelopment Agency may provide land and building cost incentives to businesses wishing to locate in Provo, and may assist with infrastructure and a number of other costs in order to stimulate development. The preferred use is a regional shopping center.

Existing uses will be allowed to continue pending further development pursuant to this Plan. Other uses defined herein may be permitted to the extent they are permitted by zoning regulations as they currently exist or as they may hereafter be amended. In addition, accessory uses to existing uses may be permitted if, in the judgment of the Agency's Board of Commissioners, such accessory uses are consistent with this Plan or the related existing uses permitted hereby.

The Land Use Map (Exhibit A) shows that the uses authorized within the Project Area are those defined herein as general commercial and/or light industrial uses (see Section 403). In addition, public, semi-public and institutional uses are permitted (see Section 404), including roads and rights-of-way (see Section 406). In addition, provision is made for certain nonconforming uses, including nonconforming existing uses (see Section 410). The fact that this Plan authorizes a particular use does not obviate the need to obtain zoning changes

or to comply with other City procedures applicable with respect to the use in question, as indicated in Section 401.

It is contemplated that the land uses in the Project Area may include the following:

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1. PIC Planned Industrial Commercial
2. R&BP Research and Business Park
3. M-P Manufacturing Park
4. M-1 Light Industrial
5. SC-3 Regional Shopping Center
6. P-O Professional Offices
7. C-G General Commercial
8. C-H Highway Service Commercial
9. Public and Semi-Public
10. Agricultural (to the extent of existing uses; to be phased out as development occurs)
11. Roads and Rights-of-Way

In addition to the foregoing, certain residential uses may be permitted, at the discretion of the Agency, to the extent they are permitted as conditional uses within the category of general commercial and light industrial uses as defined in Section 403 hereof, and as further provided in Section 407 hereof.

C. [§ 403] General Commercial and Light Industrial Uses

The areas shown on Exhibit A or otherwise permitted to be developed as commercial, manufacturing, distribution and/or light industrial uses may be developed, maintained, rehabilitated, or preserved for general commercial, manufacturing, and distribution uses. Such uses include uses permitted (either as permitted or conditional uses) as PIC Planned Industrial Commercial, M-P Manufacturing Park, M-1 Light Industrial, SC-3 Regional Shopping Center, P-O Professional Offices, C-G General Commercial, and C-H Highway Service Commercial uses as more particularly defined and permitted in Provo City Ordinances, as they currently exist or as they may be amended from time to time, and any other applicable land use ordinances or regulations. General commercial and light industrial uses also include R&BP Research and Business Park Zone, as defined in Chapter 14.44 of the Provo City Zoning Ordinance, as it currently exists or as it may hereafter be amended. The preferred use is a regional shopping center.

D. [§ 404] Public, Semi-Public and Institutional Uses

The areas shown on Exhibit A or otherwise permitted to be developed as public, semi-public, and institutional use areas shall be developed, maintained, rehabilitated, or preserved for public, semi-public, and institutional uses. Public and

semi-public uses include, but are not limited to schools, parks, community center uses, churches, health care facilities, landscaped areas and walkways, recreational facilities, City, state and federal offices, libraries, and other public and semi-public uses.

ENT50433 BK 3205 PG 811

1. [§ 405] Institutional Uses

Institutional uses including but not limited to uses by religious, educational, charitable, scientific, health care, community center uses, recreational, or other such organizations are permitted within the Project Area as conditional uses, subject to the provisions and requirements of the Provo City Land Development code, as it currently exists or as it may be amended from time to time, and any other applicable land use ordinances or regulations.

2. [§ 406] Roads and Rights-of-way

As a basis for the redevelopment of the Project Area it is proposed that, in general, the layout of principal streets be as shown on the Land Use Map attached as Exhibit A. Currently, the only roads within the Project Area are portions of the following streets in Provo, Utah:

North-South Streets

University Avenue
200 West
500 West

East-West Streets

1200 South
East Bay Boulevard
1500 South

The Project Area is located near the South Provo off-ramp of Interstate 15. Configuration of roads, parking areas, and the like within the Project Area will be designed in response to development needs. The lack of such road access is one of the problems facing the area. Existing streets within the Project Area may be closed, widened or otherwise modified, and additional streets may be created as necessary for proper pedestrian and vehicular circulation. Such measures shall be taken only following approval by the Provo City Planning Commission.

All or part of any street and alley in the Project Area may be abandoned or closed as necessary for proper development of the Project Area. Additional public streets, alleys and easements may be created in the Project Area as needed for proper development. All streets and alleys in the Project

Area may be widened or altered as necessary or appropriate for proper development of the Project Area. ENT 50433 BK 3205 PG 812

The public rights-of-way may be used for vehicular and/or pedestrian traffic, as well as for public improvements, public and private utilities and activities typically found in public rights-of-way.

Nothing herein shall be construed as authorizing the Agency to abandon, close, create, widen, or otherwise alter any streets, alleys, easements or other rights-of-way without following procedures established by applicable federal, state and local law.

F. [§ 407] Residential Uses

Residential uses may be permitted, at the discretion of the Agency's Board of Commissioners, to the extent such uses are permitted as conditional uses within the general category of general commercial and light industrial uses, as defined in Section 403 of this Plan. The Agency need not consider whether a residential development should be approved within the Project Area unless and until conditional use permit has been approved with respect to such use in accordance with normal City procedures, and approval by the Agency of such a use does not obviate the need for compliance with established City procedures as provided in Section 401 hereof.

G. [§ 408] Federal, State and Local Controls and Limitations

No real property shall be developed, constructed, rehabilitated, modified, altered, repaired, or otherwise changed after the date of the adoption of this Plan, except in conformance with the provisions of Federal law, State law, or the ordinances of Provo City, all as they currently exist or as they may hereafter be amended.

1. [§ 409] Construction

All construction shall comply with applicable State and local laws as they exist or may be amended, including without limitation the Uniform Building Code, the Uniform Plumbing Code, the Uniform Fire Code, the Uniform Mechanical Code, and the National Electrical Code, all as adopted in Provo, and the Provo Zoning and Subdivision Ordinances.

2. [§ 410] Nonconforming Uses

The Agency is authorized to permit an existing use to remain in an existing building in good condition, even though the use does not conform to the provisions of this Plan, either

on a temporary or a permanent basis, provided that such use does not unduly detract from the objectives of this Plan, and is generally compatible with existing and proposed developments and uses in the Project Area. The owner of such a property must be willing to enter into a participation agreement and agree to the imposition of such reasonable restrictions as are necessary to protect the development and use of the Project Area. Among the nonconforming uses contemplated by this provision are existing residential and agricultural uses, such uses as are defined in Title 14 of the Provo City Ordinances, as they currently exist or as they may hereafter be amended. Existing agricultural uses may remain, subject to the requirements of this provision, whether or not any building or other structure is located on the land thus used.

The Agency may authorize additions, alterations, repairs or other improvements in the Project Area for uses which do not conform to the provisions of this Plan where such improvements are within a portion of the Project where, in the determination of the Agency, such improvements would be compatible with surrounding Project uses and development.

3. [§ 411] Rehabilitation

Any existing structure within the Project Area which the Agency shall approve for retention and rehabilitation shall be repaired, altered, reconstructed, or rehabilitated in such manner that it will be safe and sound in all physical respects and be attractive in appearance and not detrimental to the surrounding areas.

4. [§ 412] Landscaping, Light, Air, Privacy, and Open Spaces

It is the intent of this Plan that a high standard of landscaping be developed and maintained within the Project Area. In all areas sufficient space shall be maintained between buildings to provide adequate light, air, and privacy.

The approximate amount of open spaces to be provided in the Project Area is the total of all areas which will be in the public rights-of-way, the public grounds, the space around buildings, and all other outdoor areas not permitted to be covered by buildings. Space around buildings shall be as required pursuant to Titles 14 and 15 of the Provo City Ordinances, as they currently exist or may hereafter be amended and pursuant to any other applicable requirements. Landscaping plans shall be submitted to the Agency for review and approval pursuant to the procedures of this Plan, in addition to being submitted to the City pursuant to applicable City requirements.

5. [§ 413] Signs

All signs shall conform to City sign ordinances as they now exist or are hereafter amended. Design of all proposed new signs shall be submitted prior to installation to the Agency for review and approval pursuant to the procedures of this Plan, in addition to being submitted to the City pursuant to applicable City requirements.

6. [§ 414] Utilities

The Agency shall require that all utilities be placed underground whenever physically and economically feasible.

7. [§ 415] Oil, Gas, Mineral Substances, and Other Incompatible Uses

Within the Project Area, except with the approval of the Municipal Council, there shall be no extraction of oil, gas, or other mineral substances, nor any opening or penetration for any purpose connected therewith within 500 feet of the surface of the Project Area.

No use or structure which in the judgment of the Agency's Board of Commissioners, would be incompatible with the surrounding areas or structures by reason of appearance, traffic, smoke, glare, noise, odor, or similar factors shall be permitted in any part of the Project Area.

8. [§ 416] Nondiscrimination and Nonsegregation

There shall be no discrimination or segregation based upon sex, race, color, creed, religion, national origin, or ancestry permitted in the sale, lease, sublease, transfer, use, occupancy, tenure, or enjoyment of property in the Project Area. Nothing herein shall be construed to preclude religious or religiously affiliated institutions from engaging in activities which uniquely benefit adherents of the religion in question or foster or advance the religious mission of the institution.

9. [§ 417] Subdivision of Parcels

No parcel in the Project Area, shall be subdivided or resubdivided without the approval of the Agency.

10. [§ 418] Variations

Variations from State and local law shall be permitted only pursuant to the processes, procedures, and standards of the State or local law from which a variation is being sought.

Under exceptional circumstances, the Agency is authorized to permit a variation from the limits, restrictions and controls established by the Plan. In order to permit such variation, the Agency must determine that:

- a. the application of certain provisions of the Plan would result in practical difficulties or unnecessary hardship inconsistent with the general purpose and intent of the Plan;
- b. there are exceptional circumstances or conditions applicable to the property or to the intended development of the property which do not apply generally to other properties having the same standards, restrictions, and controls;
- c. permitting a variation will not be materially detrimental to the public welfare or injurious to property or improvements in the area; and
- d. permitting a variation will not be contrary to the objectives of the Plan or of the General Plan of the City.

No variation shall be granted which changes a basic land use or which permits other than a minor departure from the provisions of this Plan. In permitting any such variation the Agency shall impose such conditions as are necessary to protect the public health, safety, or welfare, and to assure compliance with the purposes of the Plan. Any variation permitted by the Agency hereunder shall not supersede any other approval required under City codes and ordinance.

H. [§ 419] Quality of Development

Within the limits, restrictions, and controls established in the Plan, the Agency is authorized to establish heights of buildings, land coverage, setback requirements, design criteria, traffic circulation, traffic access, and other development of both private and public areas within the Project Area.

No new improvement shall be constructed and no existing improvement shall be substantially modified, altered, repaired, or rehabilitated except in accordance with this Plan and any such controls, and, in the case of property which is the subject of a disposition and development or participation agreement with the Agency and any other property in the discretion of the Agency, in accordance with architectural, landscape, and site plans submitted to and approved in writing by the Agency. One of the

objectives of this Plan is to create an attractive and pleasant environment in the Project Area. Therefore, such plans shall give consideration to good design, open space, and other amenities to enhance the aesthetic quality of the Project Area. The Agency shall not approve any plans that do not comply with this Plan.

I. [S 420] Building Permits

No permit shall be issued for the construction of any new building or for any construction on an existing building in the Project Area from the date of adoption of this Plan until the application for such permit has been processed in the manner herein provided and, in the case of property which is the subject of a disposition and development or participation agreement with the Agency and any other property in the discretion of the Agency, unless and until the application for such permit has been approved by the Agency. Any such permit that is issued must be in conformance with the provisions of this Plan.

Upon receipt of such an application for permit the Executive Director of the Agency shall be requested by the City to review the application to determine what effect, if any, the issuance thereof would have upon the Plan. Within twenty-five (25) days thereafter said Executive Director shall file with the City a written report setting forth his findings of fact. Said report shall include, but is not limited to, the following:

1. Whether the proposed improvements would be compatible with the standards and other requirements set forth in this Plan; and
2. What modifications, if any, in the proposed improvements would be necessary in order to meet the requirements of the Plan; and
3. Whether the applicant has entered into an agreement with the Agency for the development plans to the Agency.

After receipt of said report, or if no report is submitted by the Director within said 25-day period, the City may issue the permit with or without conditions; provided, however that the City shall withhold the issuance of the permit if the Director finds in said report that the proposed improvement does not meet the requirements of this Plan. Within five (5) days after allowing or withholding issuance of the permit the City shall notify the applicant and the Director of its decision in writing.

The applicant may appeal the findings of the Director to the Agency's Board of Commissioners by filing a written notice of appeal within ten (10) days of receipt of the City notice, or within fifteen (15) days of receiving written notice from the Agency (if any such notice is given), whichever occurs first. The Agency may at its option hear the appeal and affirm, reverse, or modify the findings of the Director.

J. [§ 421] Notice to Landowners

The Agency shall give notice to landowners located within 300 feet of proposed development in the Project Area before finalizing participation or development agreements on the same basis and using the same process as notice is given in zoning changes with respect to any agreement involving a commitment of more than one hundred thousand dollars (\$100,000) of Agency funds.

K. [§ 422] Buffering

Appropriate buffering shall be provided wherever, in the judgment of the Agency, buffering is necessary to protect adjacent properties.

V. [§ 500] AESTHETICS, LANDSCAPING

The Project Area is located at the entrance to Provo from Interstate 15. It is a goal of this Plan to promote development which will enhance the visual attractiveness of this entrance into Provo. The Agency is authorized to submit standards to the Municipal Council for consideration and approval which shall govern aesthetic requirements for structures and landscaping within the Project Area.

Within the bounds of the general goals of this Redevelopment Plan, and considering sound economics and proper aesthetics, it is also the goal of this Plan to conserve to the greatest extent feasible each architectural resource, if any, which has cultural and/or historical value within the Project Area.

VI. [§ 600] METHODS FOR FINANCING THE PROJECT

A. [§ 601] General Description of the Proposed Financing Methods

The Agency is authorized to finance this Project with financial assistance from the City, State of Utah, the Federal government, property tax increments which accrue within the Project Area, interest income, Agency bonds, or any other available source.

The property tax increments referred to in the preceding paragraph shall be as set forth in Section 602 below. Briefly stated, the tax increments that will be available under this Plan are determined in the following manner. After the Plan is adopted, the total taxable value of property within the Project Area is determined using the taxable values shown on the last equalized assessment roll prior to adoption of the Plan. This provides a base figure. To the extent the taxable values of property within the Project Area increase above this base figure, application of prevailing tax rates to the increased value above the base figure yields "tax increments." These tax increments arise only with respect to property located in the Project Area. Other taxing entities continue to be entitled to receive the tax revenues that result from application of prevailing tax rates to the base figure of taxable value, so long as the total of taxable values in the Project Area exceed the base figure. The tax increments are made available for financing or assisting with the financing of redevelopment within the Project Area. Such financing can be accomplished through the use of tax increment bonds or other borrowing. These bonds or other borrowing are retired using the tax increments generated from increased taxable values within the Project Area. Bond holders and other creditors have no recourse against anything but such tax increments for payment of such bonds or other borrowing to the extent such bonds or other borrowing are based solely on tax increments. In particular, they have no claims against City funds.

Advances and loans for the processes in creating the Agency and adopting this Plan, for survey and planning, and for the operating capital for administration of this Project have been and are to be provided by the City until adequate tax increments or other funds are available or sufficiently assured to repay the loans and/or to permit borrowing adequate working capital from sources other than the City. The City as it is able is authorized to supply additional assistance through City loans and grants for various public facilities.

The Agency is authorized to issue bonds if appropriate and feasible in an amount sufficient to finance all or any part of the Project.

The Agency is authorized to obtain advances, to borrow funds and to create indebtedness in carrying out this Plan. The principal and interest on such advances, funds, and indebtedness may be paid from tax increments or any other funds available to the Agency.

It is the intent of this Plan that the Agency will usually purchase property only when the Agency has an agreement assuring that the property will be disposed of to a public or private developer or participant. Thus this Redevelopment Project will proceed and be carried out only if and when

financing becomes available. The financing of this Project is primarily based upon the willingness of public and private entities to invest and develop in the Project Area.

The financing of the Project can also occur through advances from private developers and from purchase prices and rental payments paid by developers and participants.

B. [§ 602] Tax Increments

Pursuant to Section 17A-2-1247 of the Utah Code, as amended, all taxes, if any, levied upon taxable property within the Project Area each year by or for the benefit of the State of Utah, County of Utah, Provo City, any district, or other public corporation (hereinafter sometimes called "taxing agencies") after the effective date of the ordinance approving this Redevelopment Plan, shall be divided as follows:

1. [See Utah Code § 17A-2-1247(a)] That portion of the taxes which would be produced by the rate upon which the tax is levied each year by or for each of the taxing agencies upon the total sum of the taxable value of the taxable property in the redevelopment project as shown upon the assessment roll used in connection with the taxation of the property by the taxing agency, last equalized prior to the effective date of the ordinance, shall be allocated to and when collected shall be paid into the funds of the respective taxing agencies as taxes by or for the taxing agencies on all other property are paid (for the purpose of allocating taxes levied by or for any taxing agency or agencies which did not include the territory in a redevelopment project on the effective date of the ordinance but to which the territory has been annexed or otherwise included after the effective date, the assessment roll of the county last equalized on the effective date of the ordinance shall be used in determining the taxable value of the taxable property in the project on the effective date).
2. [See Utah Code § 17A-2-1247(e)] That portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1) shall be allocated to and when collected shall be paid into a special fund of the redevelopment agency according to the limits established in Subsection (3) to pay the principal of and interest on loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed,

or otherwise) incurred by the redevelopment agency after April 1, 1983, to finance or refinance, in whole or in part, the redevelopment project. Payment of tax revenues to the redevelopment agency shall be subject to and shall except uncollected or delinquent taxes in the same manner as payments of taxes to other taxing agencies are subject to collection. Unless and until the total taxable value of the taxable property in the redevelopment project exceeds the total taxable value of the taxable property in the project as shown by the last equalized assessment roll referred to in Subsection (1) of this section, all of the taxes levied and collected upon the taxable property in the redevelopment project shall be paid into the funds of the respective taxing agencies. When the loans, advances, and indebtedness, if any, and any interest have been paid, all moneys received from taxes upon the taxable property in the redevelopment project shall be paid into the funds of the respective taxing agencies as taxes on all other property are paid.

3. [See Utah Code § 17A-2-1247(f)] For purposes of Subsection (2) the maximum amounts which shall be allocated to and when collected shall be paid into the special fund of the redevelopment agency may not exceed the following percentages:

(i) For a period of the first five tax years commencing from the first tax year the redevelopment agency accepts an amount allocated to and when collected paid into a special fund of the redevelopment agency to pay the principal of and interest on loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed, or otherwise) which loans, advances, or indebtedness are incurred by the redevelopment agency after April 1, 1983, 100% of that portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1);

(ii) For a period of the next five tax years 80% of that portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1);

(iii) For a period of the next five tax years 75% of that portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1);

(iv) For a period of the next five tax years 70% of that portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1); and

(v) For a period of the next five tax years 60% of that portion of the levied taxes each year in excess of the amount allocated to and when collected paid into the funds of the respective taxing agencies under Subsection (1);

4. [See Utah Code § 17A-2-1247(g)(2)] Nothing contained in Subsections (2) and (3) prevents an agency from receiving a greater percentage than those established in Subsection (3) of the levied taxes of any local taxing agency each year in excess of the amount allocated to and when collected paid into the funds of the respective local taxing agency if the governing body of the local taxing agency consents in writing.

The Agency is authorized to make pledges of portions of taxes allocated to the Agency pursuant to Section 602 above as to specific advances, loans and indebtedness as appropriate in carrying out the Project. Such pledges may be irrevocably pledged by the Agency for the payment of the principal of and interest on the advance of moneys, or making of loans, or the incurring of any indebtedness (whether funded, refunded, assumed, or otherwise) by the Agency to finance or refinance the Project in whole or in part.

Taxes shall be allocated and paid to the Agency consistent with the provisions of this Plan only to pay the principal of and interest on loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, the Redevelopment Project.

C. [§ 603] Other Loans and Grants

Any other loans grants, guarantees, or financial assistance from the United States or any other public or private source will be utilized if available as appropriate in carrying out the Project.

D. [§ 604] No Encumbrances on Private Property Without Owner Consent

The Agency shall not be entitled to create any indebtedness which would encumber or lien any privately owned property within the Project Area without the express written consent of the owner of such property. Nothing herein shall be construed to preclude the Agency from issuing revenue bonds secured by pledges of portions of taxes allocated to the Agency pursuant to Section 602 above. Further, nothing herein shall be construed as a limitation or waiver of any of the normal powers of the City of Provo or any other governmental entity that may have authority with respect to one or more properties in the Project Area.

VII. [§ 700] ACTIONS BY THE CITY

The City shall aid and cooperate with the Agency in carrying out this Plan and shall take all actions necessary to ensure the continued fulfillment of the purposes of this Plan and to prevent the recurrence or spread in the area of conditions causing blight. Subject to the provisions of applicable federal, state and local law, action by the City shall include, but not be limited to, the following:

- A. Institution and completion of proceedings for openings, closing, vacating, widening, or changing the grades of streets, alleys, and other public rights-of-ways, and for other necessary modifications of the streets, the street layout, and other public rights-of-way in the Project Area.
- B. The requirement of abandonment and relocation by the public utility companies of their operations in public rights-of-way as appropriate to carry out the Plan.
- C. Institution and completion of proceedings necessary for changes and improvements in publicly-owned public utilities within the Project Area.
- D. Revision of zoning within the Project Area to permit the land uses and development authorized by this Plan.
- E. Performance of the above, and of all other functions and services relating to public health, safety, and physical development normally rendered in accordance with a schedule which will permit the redevelopment of the Project Area to be commenced and carried to completion without unnecessary delays.
- F. The undertaking and completing of any other actions or proceedings necessary to carry out the Project.

VIII. [§ 800] ADMINISTRATION AND ENFORCEMENT OF THE PLAN

Authority to take action or enter into agreements under this Plan shall be vested exclusively in the Agency's Board of Commissioners.

The Administration and enforcement of this Plan and any documents implementing this Plan shall be performed by the Agency and/or the City.

The provisions of this Plan or other documents entered into pursuant to this Plan may also be enforced by court litigation instituted by either the Agency or the City. Such remedies may include, but are not limited to, specific performance, damages, re-entry, injunctions, or any other remedies appropriate to the purposes of this Plan. In addition, any recorded provisions which are expressly for the benefit of owners of property in the Project Area may be enforced by such owners.

The Agency shall have the financial affairs of the Agency audited annually as required by Utah Code § 17A-2-1219.

IX. [§ 900] DURATION OF THIS PLAN AND VARIOUS PLAN PROVISIONS

The nondiscrimination and nonsegregation provisions of this Plan shall run in perpetuity. With respect to property which is sold, conveyed, leased or otherwise disposed of by the Agency pursuant to this Plan, the Agency shall retain controls and establish restrictions and covenants running with the land sold or leased for private use for not more than 25 years from the date of such sale or lease and under such conditions as are provided in the Plan.

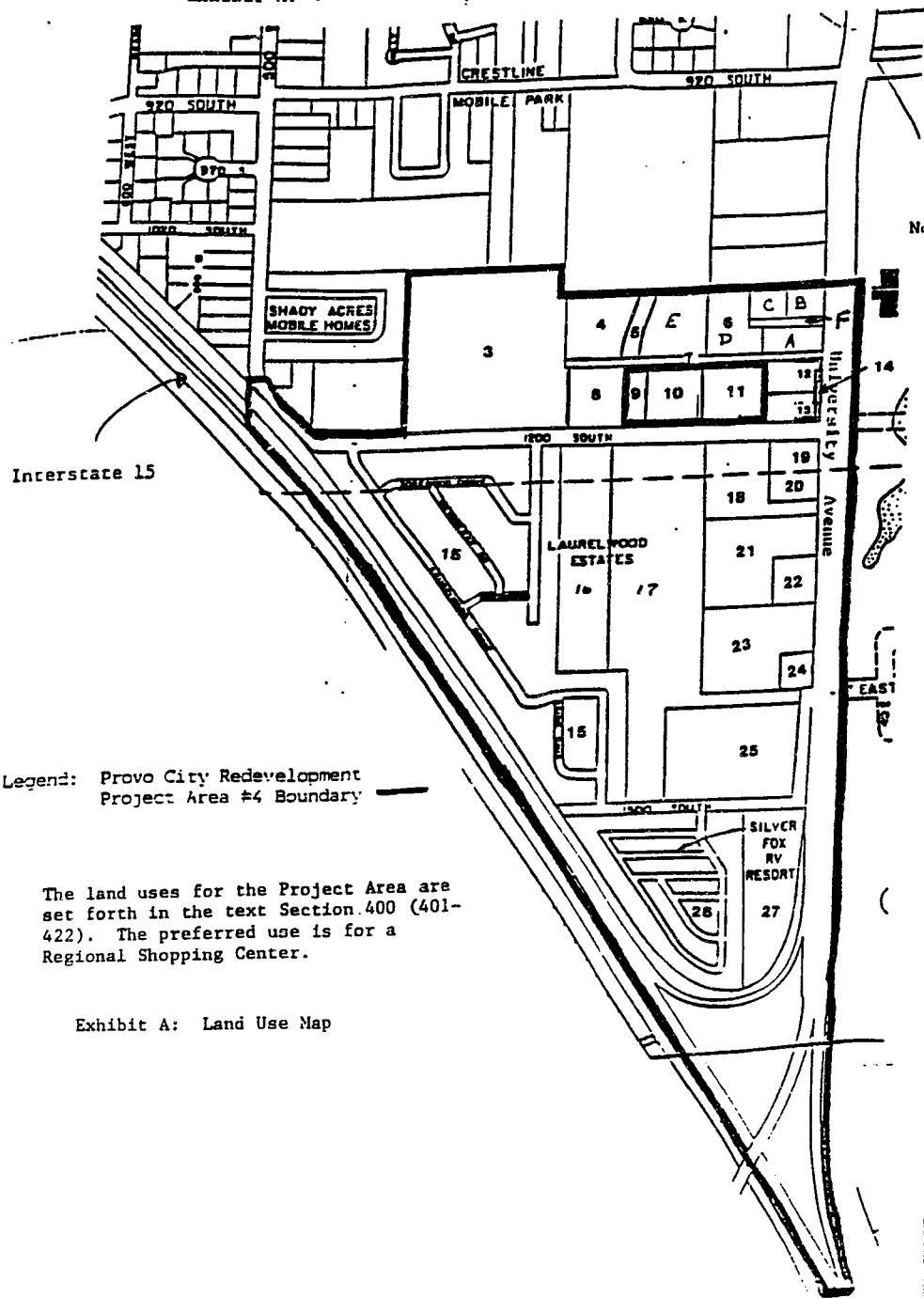
The Agency shall not commence acquisition of property through eminent domain after seven years from the date of the approval of this Plan.

The Agency shall not issue bonds for redevelopment projects undertaken pursuant to this Plan after fifteen years from the date of the approval of this Plan.

No tax increment from the Project Area may be allocated to or used by the Agency after thirty-two years from the date of the approval of this Plan.

X. [§ 1000] PROCEDURE FOR AMENDMENT

This Plan may be amended by means of the procedure established in Section 17A-2-1229 of the Utah Neighborhood Development Act or by any other procedure established by law.



Legend: Provo City Redevelopment
Project Area #4 Boundary

The land uses for the Project Area are set forth in the text Section 400 (401-422). The preferred use is for a Regional Shopping Center.

Exhibit A: Land Use Map

EXHIBIT B
LEGAL DESCRIPTION

The Provo City Redevelopment Project Area #4 consists of the following land located in Provo City, Utah County, Utah:

Commencing at the intersection of the North right of way line of 1200 South and the East right of way line of University Avenue; thence South along the East right of way line of University Avenue and continuing along the East right of way of the South University Avenue exit to the point where it intersects with the Northeast right of way line of Interstate 15; thence West to the center line of Interstate 15 between the North and South lanes; thence Northwesterly along the said center line between the traffic lanes of Interstate 15 to a point where it intersects with a line extending the West right of way line of 500 West straight South beyond the point where 500 West begins to curve Southeast; thence North along said line to the point where it first intersects with the actual West right of way line of 500 West; thence East across 500 West to the East right of way line of 500 West; thence South and curving Southeasterly along the Northeasterly right of way line of the intersection of 1200 South and 500 West and continuing East along the North right of way line of 1200 South to a point where the North right of way line of 1200 South intersects with western boundary line (or the extended boundary line, as the case may be) of the R. Scott McQuarrie property (Book 2606, Page 249); thence North along the West boundary line of the said property approximately 387 feet to the North line of the said property; thence East along the North property line of the said property to the Northeast corner of the said property; thence South along the East boundary of said property to the North boundary of another parcel owned by R. Scott McQuarrie (Book 2577, Page 899); thence East along a line that follows the North boundary of the said second McQuarrie property and then extends and continues along the North boundary of the Bills property (Book 2473, Page 583); and thence East, South and East along the North boundary of said Bills property; thence East along a line extending the North boundary of said Bills property to a point where it intersects with the East right of way line of University Avenue; thence South along the East right of way line of University Avenue to the point of beginning.

Excluding lots 9, 10, and 11 described by Utah County as the following serial numbers 21-050-9, 21-050-55, 21-050-56.

(Note: The foregoing description refers at various points to boundary lines of specific properties. In each case, the reference is to the pertinent boundary line as described and recorded at the indicated Book and Page numbers in the official records of Utah County, as maintained in the Utah County Records Office.)