

ANNEXATION AGREEMENT
AND
COVENANT RUNNING WITH THE LAND
(OLD MILL ANNEXATION)

THIS AGREEMENT entered into this 20th day of August, 2016, by and between Heber City, hereinafter referred to as "City" and the undersigned Petitioners, as "Petitioner".

WHEREAS, the Petitioner has proposed annexation of 7.45 acres into Heber City; and

WHEREAS, the Planning Commission has reviewed the proposed annexation and has recommended approval of the proposed annexation with conditions.

NOW, THEREFORE, the parties hereby agree as follows:

1. **ZONING**

- a) Properties within the annexation area shall be zoned C-2 Commercial, consistent with the Heber City General Plan Land Use Map as shown in Exhibit D.
- b) As properties develop or redevelop along Highway 40, the street frontage shall be brought to current city standard for landscaping as required by the C-2 & C-4 Design Criteria, including the planting of trees.
- c) Development of the Old Mill Investments/Ventures property for the trucking use shall include the following:
 - (1) An 8 foot solid or vinyl fence shall be installed along the east property line of the property where it abuts residentially zoned property, when or if said adjoining property develops in a residential manner;
 - (2) Trucks should not be left idling for more than 30 minutes;
 - (3) Storage of materials and any inoperable vehicles shall be stored within an area enclosed by a sight obscuring fence;
 - (4) Frontage of 2400 South, Highway 40 shall include a 10-foot wide landscape buffer with irrigation, planted with ground cover and deciduous and evergreen trees at least 2-inch caliper, spaced at 50-foot maximum spacing along the highway;
- d) Petitioner will remove obsolete signs from the property.

2. **WATER RIGHTS**

Petitioner shall, at the time of development, transfer to the City any required diversion water rights necessary for development of their property.

3. **EXISTING UTILITIES**

- a) Petitioner is responsible for acquiring and paying for any necessary offsite easements or dedications, and offsite utility construction for connection and servicing of development of their property with utilities, including, sewer, water, secondary irrigation, electricity, and gas.
- b) At Petitioner's expense, existing utilities shall be relocated into future right-of-ways as needed at the time of development, if needed to avoid conflict with proposed development.
- c) Existing wells and septic tanks are deemed suitable for existing uses. As properties develop or redevelop, connection to the City's sewer and water systems may be required. The health department may require connection to sewer and water systems if septic tanks or wells fail, or as those services are expanded.
- d) At the time of development, above-ground utilities that service the property along the street frontage shall be placed underground, unless the city determines that burial is unfeasible.

3. **REIMBURSEMENT**

Connection to the 16-inch Mill Road Water Line may require reimbursement to the developer that installed the water line.

4. **EXISTING STREET FRONTAGE**

- a) As properties develop or redevelop, Petitioner shall improve their respective property's existing street frontage along 2400 South and Highway 40 to current standard.
- b) Upon request of the City, or upon development or redevelopment of the petitioner's property, whichever comes first, the respective petitioner shall dedicate right of way for the realignment of the 2400 South and

Highway 40 intersection as shown in Exhibit E.

- c) Upon request of the City, or upon development or redevelopment of the petitioner's property, whichever comes first, the respective petitioner shall dedicate to City a 20-foot wide utility easement for the purpose of laying water, sewer, and other City utilities along their Highway 40 frontage.

5. CULINARY WATER

- a) The Heber City Capital Facility Plan identifies future culinary water line locations needed to service properties within the annexation as shown in Exhibit F.
- b) At the time of development or redevelopment of their property, and if deemed necessary by the city council, the applicable Petitioner shall construct along their street frontage, the 8-inch culinary water line along Highway 40, identified as W-041 on Exhibit F.

6. SEWER

- a) The Heber City Capital Facility Plan identifies future sewer line locations needed to service properties within the annexation as shown in Exhibit G.
- b) At the time of development or redevelopment of their property, and if deemed necessary by the city council, the applicable Petitioner shall construct within their respective properties, the 10-inch sewer line running north to south, identified as S-028 on Exhibit G. Heber City will participate in said construction with Impact Fees to pay for the cost of upsizing the sewer line from 8-inches to 10-inches.
- c) At the time of development or redevelopment of their property, and if deemed necessary by the city council, the applicable Petitioner shall construct along their street frontage, the 10-inch sewer line along Highway 40, identified as S-023 on Exhibit G. Heber City will participate in said construction with Impact Fees to pay for the cost of upsizing the sewer line from 8-inches to 10-inches.

7. STREETS

- a) The Heber City Capital Facility Plan identifies future street locations needed to service properties within the annexation as shown in Exhibit H. Required street

construction and dedication includes all surface and subsurface improvements, storm drain facilities, as well as all underground utilities.

- b) Pursuant to paragraph a. above, at the time of development or redevelopment of their property, the applicable Petitioner shall construct and improve their respective property's Highway 40 street frontage to the current city standard.
 - c) Upon request of the city, the applicable Petitioner shall dedicate within their respective property, the 66-foot right-of-way Minor Collector, at the approximate alignment of 900 East, identified as T-051 on Exhibit H. The precise location of this right-of-way across the Petitioner's property will be as determined by the Petitioner, with approval by the city council.
 - d) At the time of development or redevelopment of their property, the applicable Petitioner shall construct and dedicate within their respective property, the 66-foot right of way Minor Collector, at the approximate alignment of 900 East, identified as T-051 on Exhibit H. The precise location of this right-of-way across the Petitioner's property will be as determined by the Petitioner, with approval by the city council. Heber City will participate in said construction, to a limited degree, with Impact Fees to pay for the cost of upsizing the asphalt width from 36-feet to 44-feet.
8. This Agreement contains the entire agreement between the parties, and no statement, promise or inducement made by either party hereto, or agent of either party hereto which is not contained in this written Agreement shall be valid or binding; and this Agreement may not be enlarged, modified or altered except in writing approved by the parties.
9. This Agreement shall be a covenant running with the land, and shall be binding upon the parties and their assigns and successors in interest. This Agreement shall be recorded with the Wasatch County Recorder.
10. In the event there is a failure to perform under this Agreement and it becomes reasonably necessary for either party to employ the services of an attorney in connection therewith (whether such attorney be in-house or outside counsel), either with or without litigation, on appeal or otherwise, the prevailing party in the controversy shall be entitled to recover its reasonable attorney's fees incurred by such party and, in addition, such reasonable costs and expenses as are

incurred in enforcing this Agreement.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands the day and year this agreement was first above written.

DATED this 22 day of August, 2016.

HEBER CITY:

By: *Alan McDonald*
Alan McDonald, Mayor

ATTEST:

Michael Y. Limón
Heber City Recorder



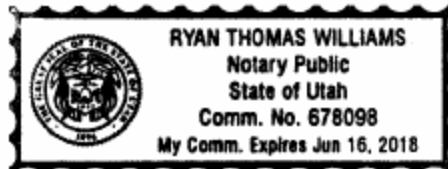
OWNER, *Paul Cook*
Old Mill Investments, LLC

By: *Paul Cook*

STATE OF UTAH)
 : ss.
COUNTY OF WASATCH)

On this 16th day of August, 2016, personally appeared before me the above named owner, who duly acknowledged to me that he is the owner in fee and executed the same as such.

[Signature]
NOTARY PUBLIC



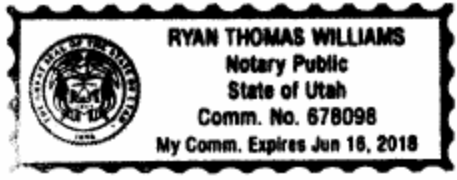
OWNER, Paul Cook
Old Mill Ventures, LLC

By: Paul Cook

STATE OF UTAH)
: ss.
COUNTY OF WASATCH)

On this 16th day of August, 2016, personally appeared before me the above named Owner, who duly acknowledged to me that he is the owner in fee and executed the same as such.

[Signature]
NOTARY PUBLIC



OWNER, [Signature]
Kaybray, LC

By: David M. Billings

STATE OF UTAH)
: ss.
COUNTY OF WASATCH)

On this 11th day of August, 2016, personally appeared before me the above named Owner, who duly acknowledged to me that he is the owner in fee and executed the same as such.

[Signature] Martin Smith
NOTARY PUBLIC

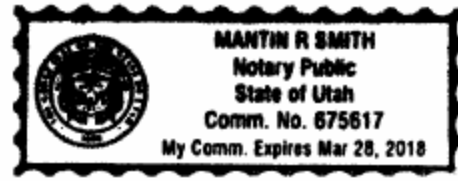


EXHIBIT A: PROPOSED ANNEXATION PLAT

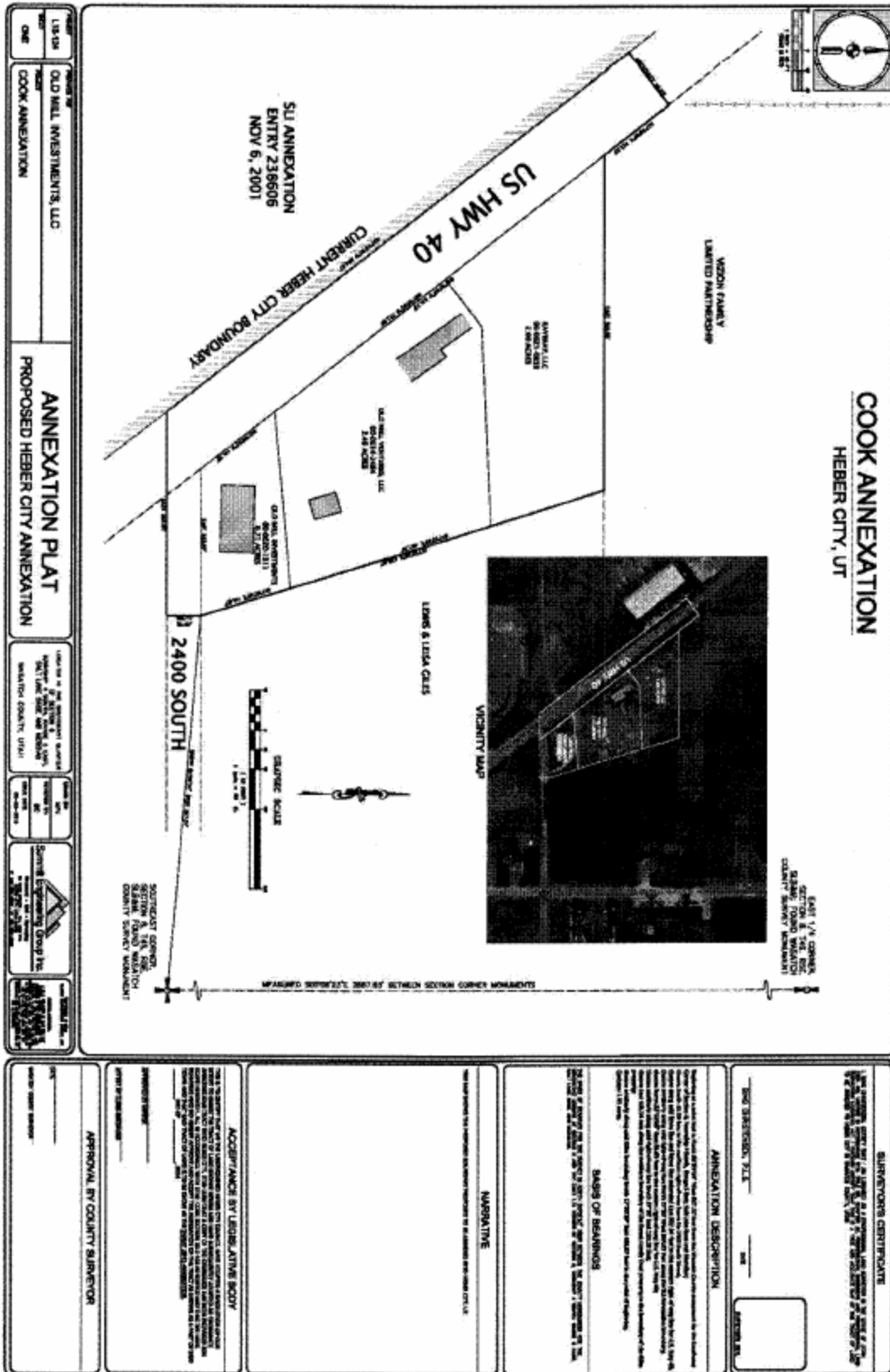


EXHIBIT B: LEGAL DESCRIPTION

BEGINNING AT A POINT THAT IS NORTH 84°57'55" WEST 567.07 FEET FROM THE WASATCH COUNTY MONUMENT FOR THE SOUTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE WEST 223.39 FEET TO THE APPARENT EASTERLY LINE FOR U.S. HWY 40; THENCE SOUTH 52°10'00" WEST 100.87 FEET ACROSS SAID HWY. 40 TO THE APPARENT WESTERLY LINE SAID U.S. HWY 40; THENCE NORTHWESTERLY ALONG SAID APPARENT RIGHT-OF-WAY LINE NORTH 37°50' WEST 894.10 FEET ALONG THE SLI ANNEXATION BOUNDARY; THENCE NORTH 52°10'00" EAST 100.87 FEET ACROSS SAID HWY. 40 TO THE SAID APPARENT EASTERLY RIGHT-OF-WAY LINE FOR U.S. HWY. 40; THENCE SOUTHEASTERLY ALONG SAID APPARENT EASTERLY RIGHT-OF-WAY LINE SOUTH 37°50' EAST 121.11 FEET; THENCE EAST 506.88 FEET ALONG THE NORTHERN BOUNDARY OF THE KAYBRAY, LLC PROPERTY TO THE NORTHWEST CORNER OF THE GILES PROPERTY; THENCE SOUTHEASTERLY ALONG SAID GILES BOUNDARY SOUTH 17°20'29" EAST 639.57 FEET TO THE POINT OF BEGINNING. CONTAINS 7.19 ACRES.

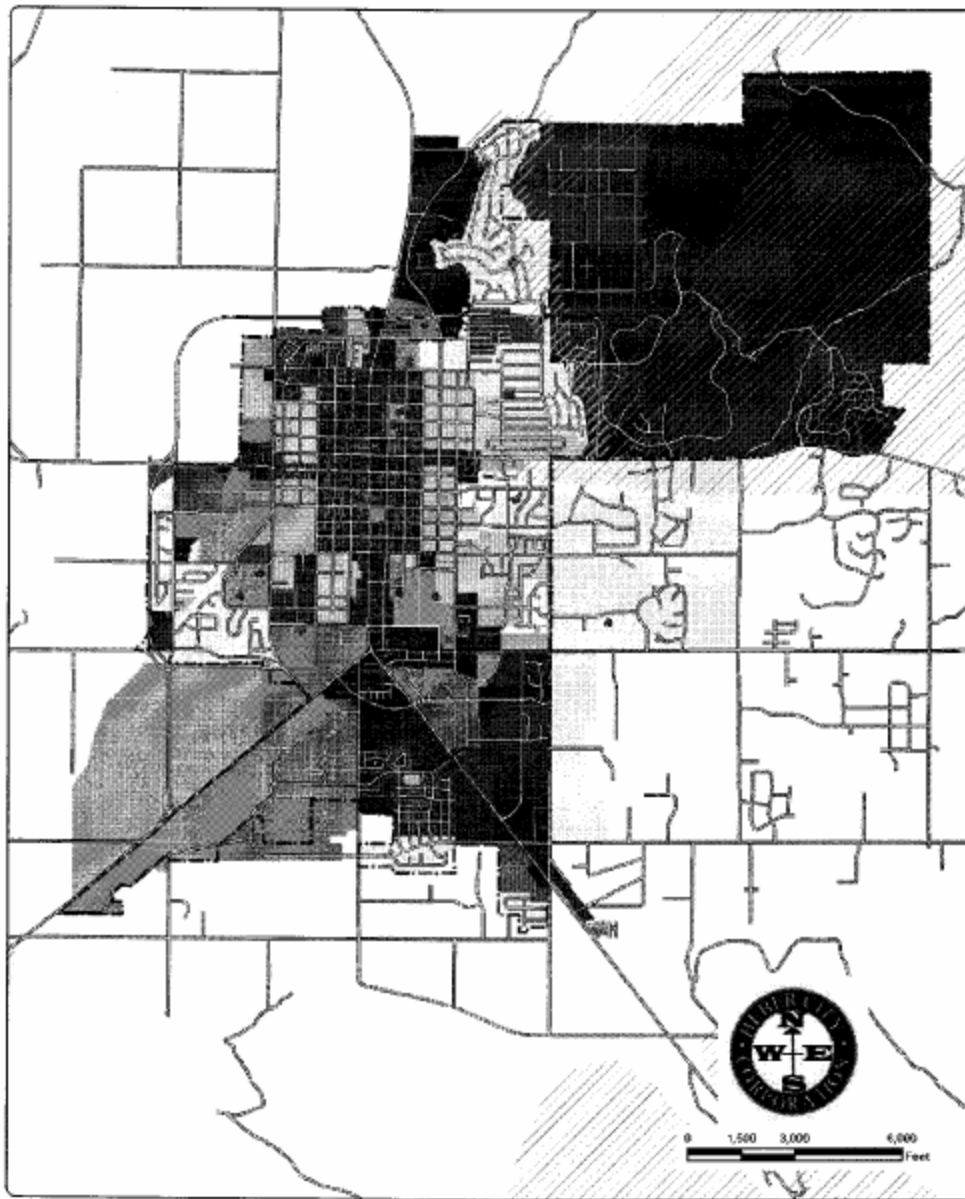
EXHIBIT C: PROPERTY SERIAL NUMBERS

OWC-1633-4-008-045

OWC-1633-1-008-045

OWC-1633-6-008-045

EXHIBIT D: GENERAL PLAN LANDUSE MAP



Heber City, Utah
June 16, 2015

Attest: Heber City Recorder

Current Boundary	Research and Technology
Infill Overlay District	Institutional
RC Residential Commercial Overlay Zone	Mixed Use
Drinking Water Source Protection	Highway Commercial
Hillside Protection Area	Downtown Commercial
Sexually Oriented Business District	High Density Residential
Chic	Moderate Density Residential
Park/Future Park	Low Density Residential
School	Residential Agriculture
Industrial	RA-5 Residential Agriculture
Economic Development	Planned Community
Manufacturing & Business Pk	Open Space

General Plan Land Use Map

EXHIBIT E: 2400 S. AND HIGHWAY 40 INTERSECTION
REALIGNMENT

US-40 + Center Creek Rd

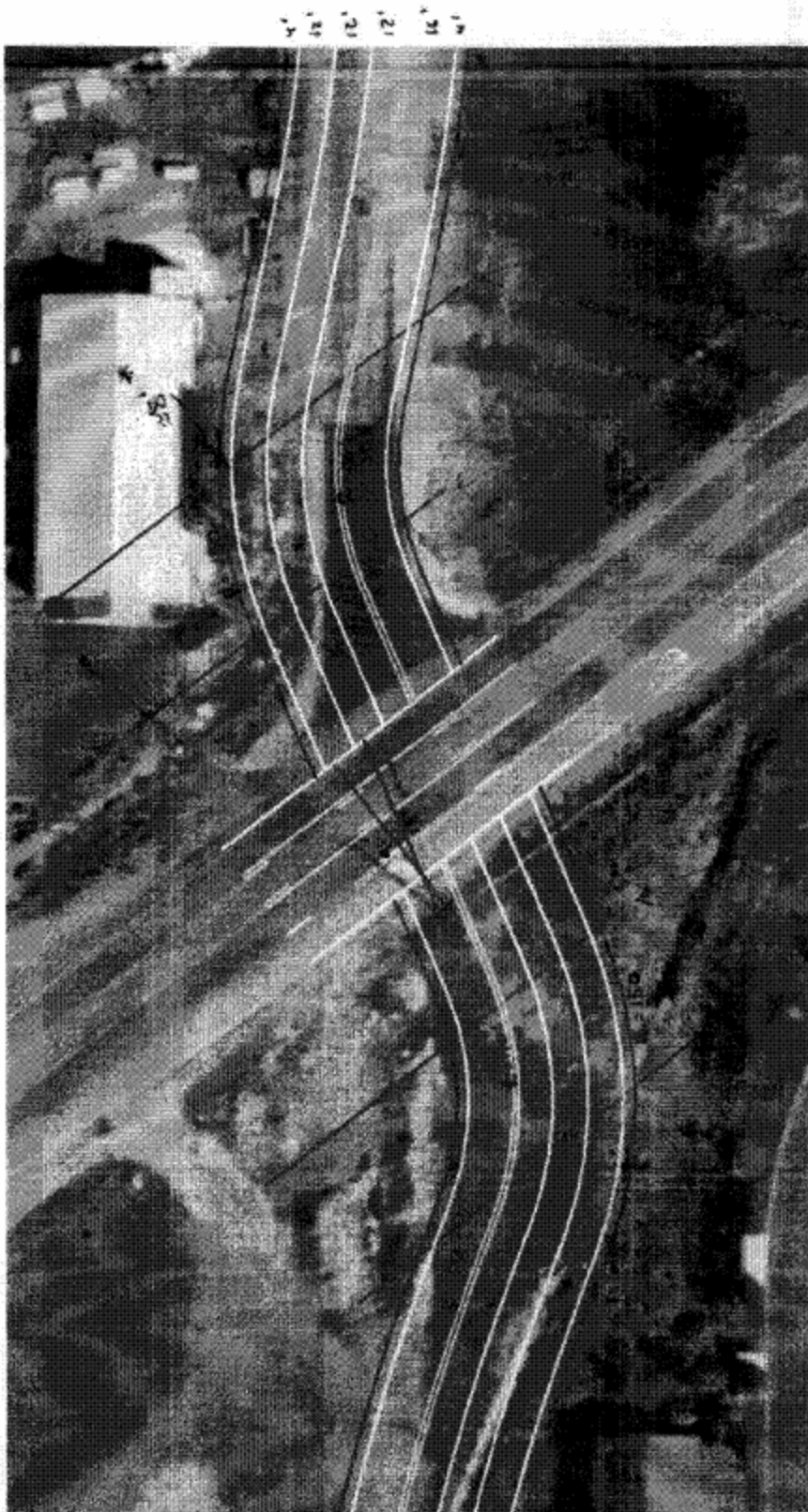
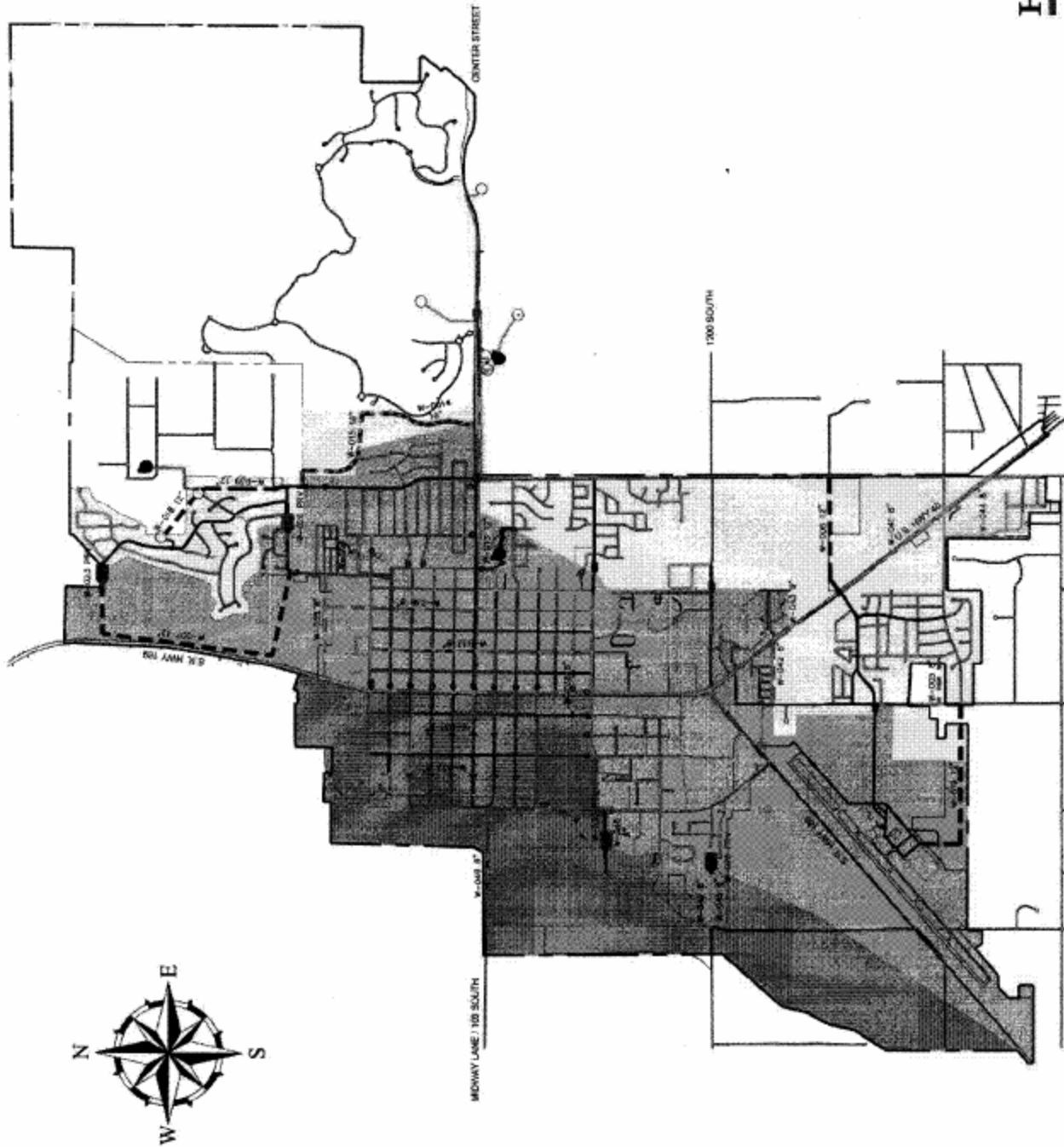


EXHIBIT F: CULINARY WATER

FIGURE 4-1
HEBER CITY
 FUTURE CULINARY WATER SYSTEM



LEGEND

- ULTIMATED SUBLOOT BOUNDARY
- - - - - HEBER CITY BOUNDARY
- EXISTING ROADS
- ACTIVE PRIV
- INACTIVE PRIV
- WELL PUMP
- ACTIVE BOOSTER PUMP
- INACTIVE BOOSTER PUMP
- SPRING
- TANK
- CLOSED VALVES

EXISTING WATER LINES

PIPE SIZE (P/IN)	PIPE COLOR
4	---
6	---
8	---
10	---
12	---
16	---
18	---
20	---

FUTURE WATER LINES

PIPE SIZE	PIPE COLOR
4	---
12	---

FUTURE PRIV: ●

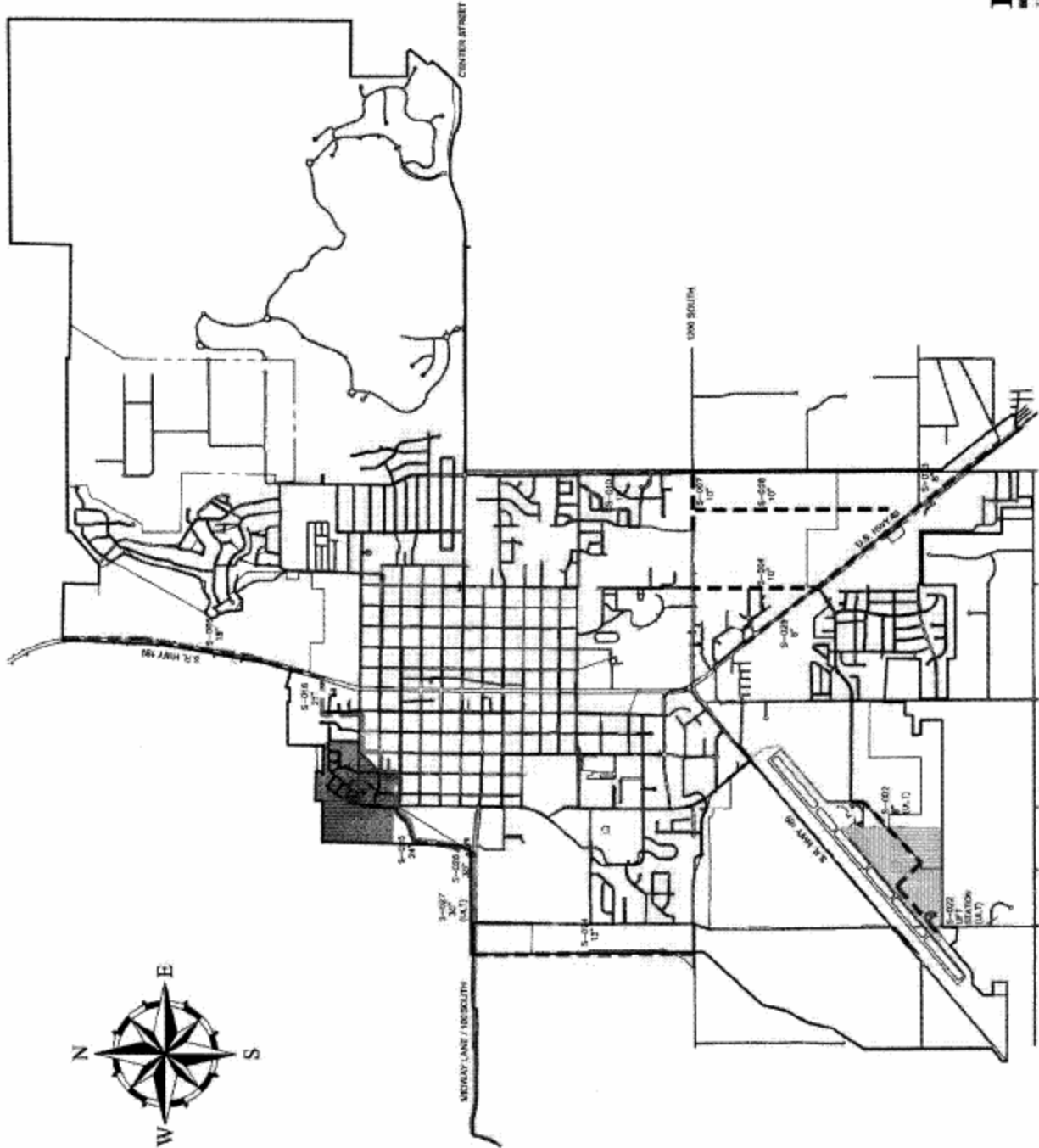
- EAST ZONE (LINDSAY HILL 3000)
- CENTRAL ZONE (CITY HILLS & MCLAUGHLIN HILL 3000)
- WEST ZONE (BRONCHHEAD HILL 3725)

HORROCKS
 ENGINEERS

120 WEST 100 SOUTH #2
 HEBER CITY, UT 84053
 (435) 664-2228

EXHIBIT G: SEWER

FIGURE 5-1
HEBER CITY
FUTURE
SEWER SYSTEM



LEGEND
 - - - - - ULTIMATED BLOOMOUT BOUNDARY
 - - - - - HEBER CITY BOUNDARY
 - - - - - EXISTING ROADS

EXISTING SEWER LINES

PIPE SIZE (INCH)	PIPE COLOR
8	Light Blue
10	Light Blue
12	Light Blue
15	Light Blue
18	Light Blue
21	Light Blue
24	Light Blue
27	Light Blue
30	Light Blue
36	Light Blue

6" FORCED MAIN
 LIFT STATION
 LIFT STATION AREA

FUTURE SEWER LINES

PIPE SIZE	PIPE COLOR
8	Light Blue
12	Light Blue
15	Light Blue
18	Light Blue
21	Light Blue
24	Light Blue
27	Light Blue
30	Light Blue
36	Light Blue

LIFT STATION
 LIFT STATION AREA

HORROCKS
ENGINEERS

100 WEST 100 SOUTH
 HEBER CITY, UTAH 84002
 (435) 864-2208

EXHIBIT H: STREETS

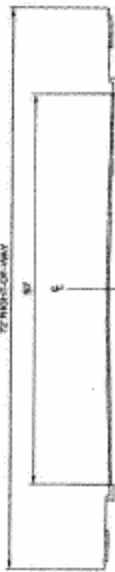
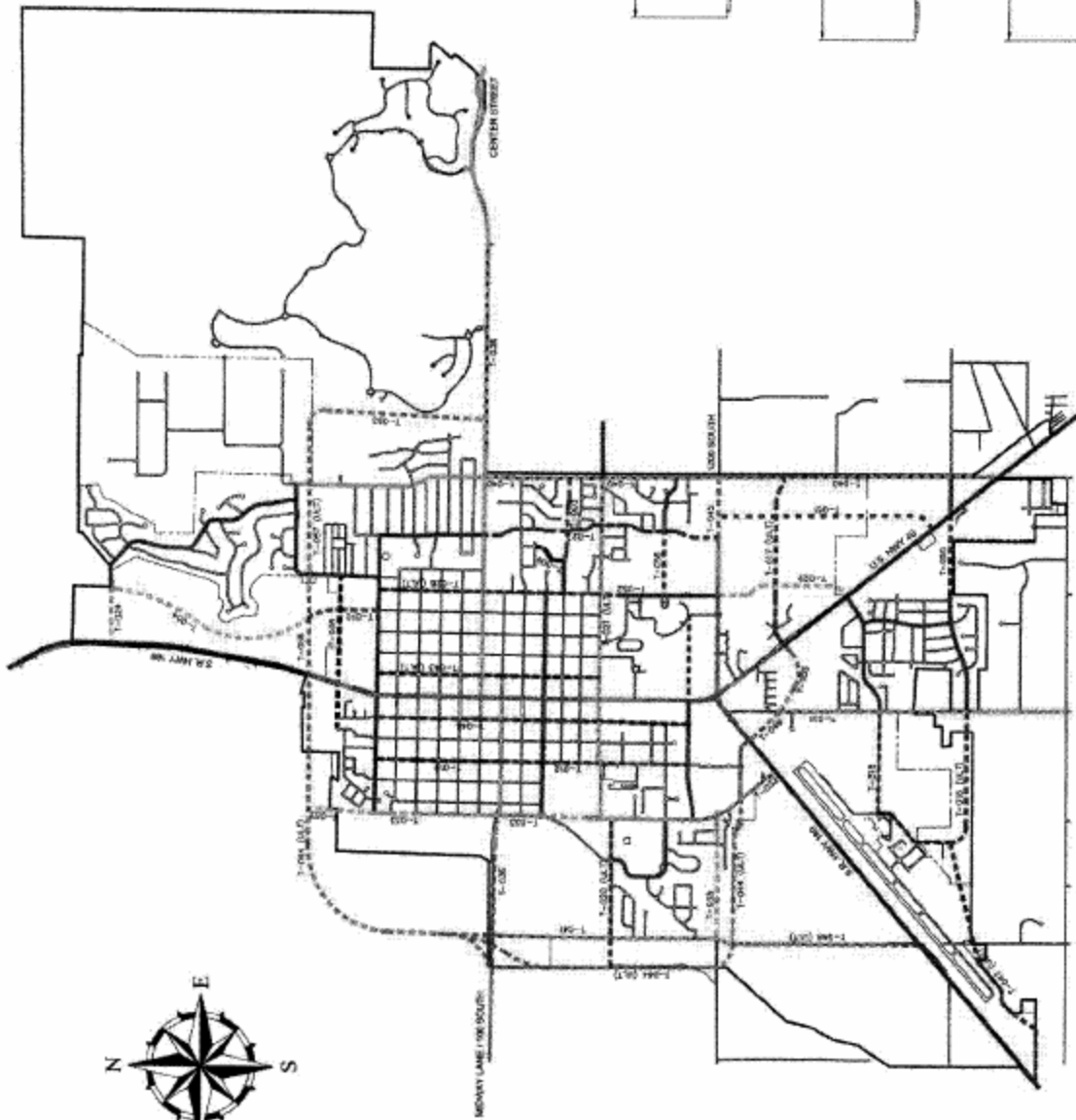
FIGURE 6-1 - AMENDMENT 1

HEBER CITY

STREET SYSTEM MASTER PLAN

LEGEND

- UNLIMITED BUILDOUT BOUNDARY
- HEBER CITY BOUNDARY
- EXISTING LOCAL STREET
- EXISTING MINOR COLLECTOR
- EXISTING MAJOR COLLECTOR
- EXISTING MINOR ARTERIAL
- EXISTING PRINCIPAL ARTERIAL
- NEW OR UPGRADED LOCAL STREET
- NEW OR UPGRADED MINOR COLLECTOR
- NEW OR UPGRADED MAJOR COLLECTOR
- NEW OR UPGRADED MINOR ARTERIAL
- NEW OR UPGRADED PRINCIPAL ARTERIAL



HORROCKS
ENGINEERS

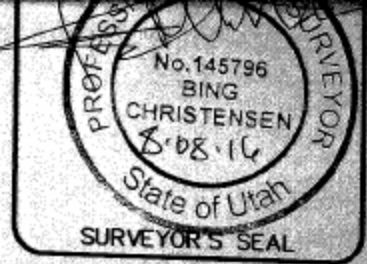
225 WEST 150 SOUTH
HEBER CITY, UT 84002
435.763.0000



BING CHRISTENSEN, P.L.S.

8-08-16

DATE



ANNEXATION DESCRIPTION

BEGINNING AT A POINT THAT IS NORTH 84°57'55" WEST 567.07 FEET FROM THE WASATCH COUNTY MONUMENT FOR THE SOUTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE WEST 223.39 FEET TO THE APPARENT EASTERLY LINE FOR U.S. HWY 40; THENCE SOUTH 52°10'00" WEST 100.87 FEET ACROSS SAID HWY 40 TO THE APPARENT WESTERLY LINE OF SAID U.S. HWY 40; THENCE NORTHWESTERLY ALONG SAID APPARENT RIGHT-OF-WAY LINE NORTH 37°50' WEST 894.10 FEET ALONG THE SLI ANNEXATION BOUNDARY; THENCE NORTH 52°10'00" EAST 100.87 FEET ACROSS SAID HWY 40 TO THE SAID APPARENT EASTERLY RIGHT-OF-WAY LINE FOR U.S. HWY 40; THENCE SOUTHERLEASTERLY ALONG SAID APPARENT EASTERLY RIGHT-OF-WAY LINE SOUTH 37°50' EAST 121.11 FEET; THENCE EAST 506.88 FEET ALONG THE NORTHERN BOUNDARY OF THE KAYBRAY, LLC PROPERTY TO THE NORTHWEST CORNER OF THE GILES PROPERTY; THENCE SOUTHEASTERLY ALONG SAID GILES BOUNDARY SOUTH 17°20'29" EAST 639.57 FEET TO THE POINT OF BEGINNING.
CONTAINS 7.19 ACRES.

BASIS OF BEARINGS

THE BASIS OF BEARINGS FOR THE SURVEY IS NORTH 00°06'21" WEST BETWEEN THE COUNTY MONUMENTS FOR THE SOUTHEAST CORNER OF SECTION 8 AND THE EAST 1/4 CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN.

Ent 429051 Bk 1170 Pg 0050

NARRATIVE

- THIS MAP SHOWS THE PROPOSED BOUNDARY PROPOSED TO BE ANNEXED INTO HEBER CITY, UT.
- SIDE 'A' FOLLOWS THE APPARENT RIGHT-OF-WAY OF CENTER CREEK ROAD AND PER KEYSER/HEINER/WITT ANNEXATION BOUNDARY
- SIDE 'B' CROSSES PERPENDICULAR TO THE HIGHWAY 40 RIGHT-OF-WAY AND PER KEYSER/HEINER/WITT ANNEXATION BOUNDARY
- SIDE 'C' FOLLOWS THE APPARENT WESTERLY RIGHT-OF-WAY OF HIGHWAY 40
- SIDE 'D' CROSSES PERPENDICULAR TO THE HIGHWAY 40 RIGHT-OF-WAY
- SIDE 'E' FOLLOWS THE APPARENT EASTERLY RIGHT-OF-WAY OF HIGHWAY 40
- SIDE 'F' FOLLOWS ALONG THE KAYBRAY, LLC NORTH BOUNDARY