CITY OF OREM
CITY COUNCIL MEETING
56 North State Street, Orem, Utah
December 10, 2013

This meeting may be held electronically to allow a Councilmember to participate.

3:00 P.M. to 4:00 P.M. - CITY COUNCIL CHAMBERS

Reception for outgoing elected officials: Mayor Jim Evans; Councilmembers Karen McCandless and Mary Street

4:15 P.M. STUDY SESSION – PUBLIC SAFETY TRAINING ROOM

1. **Review – North Pointe Solid Waste Special Service District Interlocal Agreement – (15 min)**
2. **Review – Master Plans & Possible Public Works Advisory Commission – Chris Tschirki (10 min)**

5:00 P.M. STUDY SESSION – PUBLIC SAFETY TRAINING ROOM

AGENDA REVIEW

3. **The City Council will review the items on the agenda.**

CITY COUNCIL - NEW BUSINESS

4. **This is an opportunity for members of the City Council to raise issues of information or concern.**

6:00 P.M. REGULAR SESSION - COUNCIL CHAMBERS

CALL TO ORDER
INVOCATION/INSPIRATIONAL THOUGHT: By Invitation
PLEDGE OF ALLEGIANCE: By Invitation

THE PUBLIC IS INVITED TO PARTICIPATE IN ALL CITY COUNCIL MEETINGS.
If you need a special accommodation to participate in the City Council Meetings and Study Sessions, please call the City Recorder's Office at least 3 working days prior to the meeting.
(Voice 229-7074) (TDD # 229-7037)

This agenda is also available on the City's Internet webpage at orem.org

APPROVAL OF MINUTES

5. **MINUTES of City Council Meeting – October 8, 2013**
6. **MINUTES of City Council Meeting – October 22, 2013**
7. **MINUTES of City Council Meeting – November 12, 2013**
8. **MINUTES of City Council Meeting – November 19, 2013**

MAYOR'S REPORT/ITEMS REFERRED BY COUNCIL

9. **UPCOMING EVENTS**
10. **UPCOMING AGENDA ITEMS**
11. **APPOINTMENTS TO BOARDS AND COMMISSIONS**

Beautification Advisory Commission..... 1 vacancy
CDBG Advisory Commission ..... 4 vacancies
Heritage Advisory Commission ..... 1 vacancy
Historic Preservation Adv. Commission ..... 1 vacancy
Library Advisory Commission ..... 2 vacancies
Recreation Advisory Commission ..... 2 vacancies
Summerfest Advisory Committee ..... 2 vacancies

12. **RECOGNITION OF NEW NEIGHBORHOODS IN ACTION OFFICERS**
13. **APPOINTMENT OF MAYOR PRO TEM – January 1 – June 30, 2014**
14. **RECOGNITION – 2013 SLOW PITCH SOFTBALL WORLD SERIES CHAMPIONS – Clegg Steel / Desert Falls / Easton**
15. **AWARD – COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR)**

CITY MANAGER'S APPOINTMENTS

16. **APPOINTMENTS TO BOARDS AND COMMISSIONS**

PERSONAL APPEARANCES – 15 MINUTES

17. **Time has been set aside for the public to express their ideas, concerns, and comments on items not on the Agenda. Those wishing to speak should have signed in before the beginning of the meeting.** ***(Please limit your comments to 2 minutes or less.)***

CONSENT ITEMS

18. **MOTION - Adopt 2014 Annual City Council Meeting Schedule**

RECOMMENDATION: The City Recorder recommends the City Council, by motion, adopt the 2014 Annual City Council Meeting Schedule.

POTENTIALLY AFFECTED AREA: Citywide

BACKGROUND: Section 52-4-6 of the Utah Code Annotated requires the City to ". . . give public notice at least once each year of its annual meeting schedule . . ." and to ". . . specify the date, time and place of such meetings . . ." in said notice. Posting the notice at the principal office of the public body and publication of said notice in at least one newspaper of general circulation within the geographic jurisdiction shall satisfy public notice.

Generally, the City Council will meet on the second and fourth Tuesdays of each month, except when these dates conflict with holidays, elections, or conferences.

The City Council has the ability to add, delete, or change any of the meetings on this proposed schedule prior to approving it. The City Council may also add, delete, or change the schedule--with proper public notice--once it has been approved.

SCHEDULED ITEMS

6:20 P.M. PUBLIC HEARING

19. REZONE AND ZONING ORDINANCE AMENDMENTS

- **Enacting Section 22-11-52 PD-39 zone (Cascade Village at 920 North State Street) and Appendix "HH"; and**
- **Amending Section 22-5-3(A) and the Zoning Map of the City of Orem by rezoning property located at 920 North State Street from the C2 and C3 to the PD-39 zone.**

REQUEST: The applicant requests the City enact Section 22-11-52 PD-39 (Cascade Village at 920 North State Street) zone and Appendix "HH" and rezone property at 920 North State Street from the C2 and C3 to the PD-39 zone.

PRESENTER: Jason Bench

POTENTIALLY AFFECTED AREA: Timpview

BACKGROUND: Currently the property to be rezoned is vacant except for a small development on the corner of 920 North and State Street. The applicant proposes to construct a high density apartment complex with 125 units that include amenities such as a swimming pool, hot tub, fitness area, business center, outside BBQ area, tot lot and picnic areas. The request includes the following:

- The creation of the PD-39 zone (Cascade Village – 920 North State Street) text and Appendix "HH"; and
- The rezone of the property located generally at 920 North State Street to the PD-39 zone.

First, the applicant requests the City enact the PD-39 zone text and Appendix "HH". The PD-39 zone includes 3.96 acres of property. Some of zone standards include:

- Development within the PD-39 zone shall be in conformance with Appendix "HH".
- Maximum density of thirty-five (35) units per acre.
- A maximum building height of fifty (50') feet.

- The site plan is subject to the development standards outlined in Section 22-14-20, in addition to the standards outlined in the PD 39 zone.
- Setback standards of twenty-five (25) feet from State Street, twenty (20) feet from 920 North and eighteen (18) feet from 400 West. The street at 400 west shall also be completed as part of this development before any building permit will be issued.
- A buffered sidewalk standard to provide an eight (8) foot bermed planter with trees to be located adjacent to all streets including 400 West, 920 North, and State Street.
- Requirements for exterior finishing materials outlined in the text and examples shown in Appendix "HH".
- Landscaping standards require a minimum of thirty (30) percent of the gross acreage of the development be landscaped.
- Parking standards include covered parking designed with the same architecture as the main structure. The number of stalls is determined as follows:
    - 1.5 parking stalls per one bedroom unit
    - 2 parking stalls per unit with two or more bedrooms
- Signage provides for two (2) monument signs and two (2) portable banner signs.
- A solid six (6) foot vinyl fence along the southern boundary of the project shall be installed as well as a seven (7) foot masonry fence located to the west of the project adjacent to residential property.

Second, the applicant requests the City amend Section 22-5-3(A) and the Zoning Map of the City of Orem, by changing the zone on the subject property from the C2 and C3 zones to the PD-39 zone.

According to Section 22-11-2(4)(b) *Applicability* the proposed rezone and development is, "significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications." The proposed PD-39 zone standards and density is significantly different than those typically found in an existing residential zone; therefore, the PD option is the only alternative for this request. The proposed project will provide additional housing options along State Street.

According to the General Plan regarding Planned Development zones, "Planned Development zones are intended to allow freedom of design in order to obtain development which will be an asset to the City." The proposed project will provide a quality apartment complex with attractive amenities including improved landscaping along State Street.

A neighborhood meeting was held on August 1, 2013, regarding the proposed rezone and high density apartment development. There were eighteen (18) people in attendance. Several issues were discussed including the alignment of 400 West, design standards, traffic concerns and likely renters. An additional public meeting is scheduled to be held on December 4, 2013.

After reviewing the proposed rezone and ordinance amendment, staff has listed advantages and disadvantages with respect to the proposal.

<u>Advantages of the proposal:</u>

- The PD-39 will improve an underdeveloped property into one that has more economic benefits to the City.

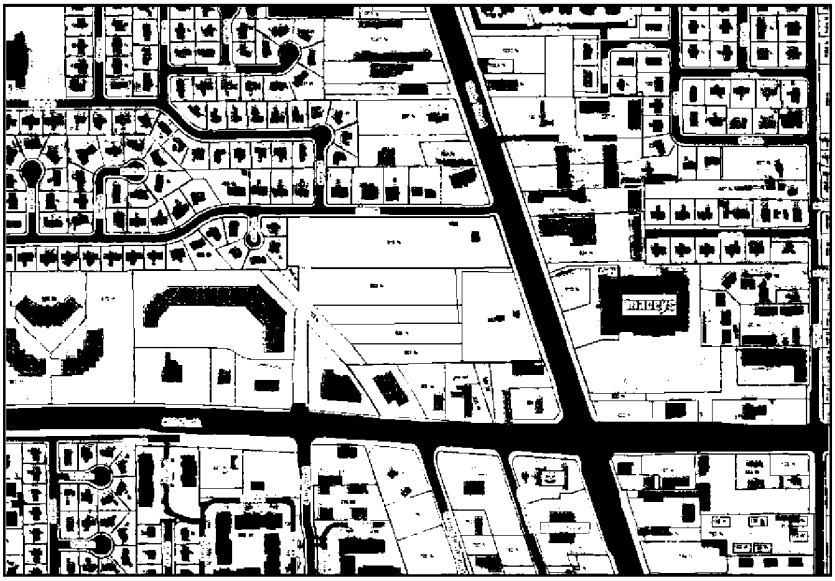
- The development will promote traffic circulation through the completion of 400 West Street as designated on the Street Master Plan, providing a new access to a traffic signal at 400 West and 800 North.
- The road design and street buffering proposed provides more landscaping along 920 North and State Street adjacent to the development.
- Design elements for the project promote aesthetically pleasing improvements with increased attention to landscaping and building appearance.

Disadvantages of the proposal:

- Possible traffic issues west of the development where residents of the apartment complex may travel through existing residential streets. However, the new connection of 400 West to 800 North will provide an additional option for access to the overall area.

RECOMMENDATION:
The Planning Commission recommends that the City Council enact the PD 39 Cascade Village zone, Appendix "HH" and rezone property at 920 North State Street from the C2 and C3 to the PD-39 zone. Based on the Planning Commission recommendation and the advantages outlined above, staff also recommends approval of this proposal.

AERIAL PHOTO OF PROJECT AREA:



6:20 P.M. PUBLIC HEARING

20. ORDINANCE AMENDMENT - FLAGS AND FLAG POLES
Amending Section 22-14-24 of Orem City Code as it pertains to flags and flagpoles.

REQUEST: Development Services requests the City Council amend Section 22-14-24 of the Orem City Code as it pertains to flags and flagpoles.

PRESENTER: Jason Bench

POTENTIALLY AFFECTED AREA: Citywide

BACKGROUND: The City Council recently amended Chapter 14 of the Orem Code which contains the requirements for signs. Since flags are a type of sign all the requirements for flags have now been incorporated into Chapter 14 Signs, except for the conditional use permit option for additional height. The maximum height of a permanent flag pole as outlined in Chapter 14 would be the maximum height of the underlying zone.

It is recommended by staff and the Planning Commission that Section 22-14-24 be amended as proposed.

~~22-14-24. Flag Poles and Flags.~~ RESERVED

~~A. The maximum height of a flag pole shall not exceed the maximum height allowed for any structure in the zone where the flag is located; provided, however, that a conditional use permit may be granted for a flag pole displaying only the United States flag up to a maximum height of one hundred twenty feet (120') in nonresidential zones.~~

~~B. All types of flags are allowed except for commercial flags used for advertising purposes.~~

~~C. A flag pole shall not be located in such a manner as to cause a safety hazard. No flag shall extend beyond the property line of the lot on which the flag pole is located.~~

~~D. The application for a conditional use permit authorized by subsection A above shall include a plan showing the location, height, material, footing specifications and valuation of the pole or poles.~~

RECOMMENDATION: The Planning Commission recommends the City Council amend Section 22-14-24 of the Orem City Code as it relates to flags and flagpoles.

6:30 P.M. PUBLIC HEARING

21. ORDINANCE - Enacting Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amending Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone

REQUEST: The applicant requests the City enact Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amend Section 22 5 3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone.

PRESENTER: Jason Bench

POTENTIALLY AFFECTED AREA: Hillcrest

BACKGROUND: The City Council previously discussed this item in a public hearing on November 19, 2013. The public hearing was continued to December 10, 2013. An additional open house was held by the applicant on December 3, 2013, from 3:00 p.m. to 8:00 p.m. at the University Mall to allow neighbors and residents to obtain additional information concerning the PD-34 proposal.

The Planning Commission held two public hearings on November 6, 2013, and November 20, 2013. After considerable discussion, the Planning Commission recommended that the City Council enact Section 22-11-47 PD-34 (University Place – 1300 South State Street) zone and Appendix "BB"; and amend Section 22-5-3(A) and the

zoning map of the City of Orem by rezoning property located generally at 1300 South State Street from the C2 and R8 zones to the PD-34 zone with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

ADDITIONAL BACKGROUND INFORMATION: University Mall (the "Mall) has been a regional shopping destination since it opened in 1973. Over the years, it has expanded and remodeled to bring in new tenants and additional customers. The Mall now seeks to further enhance its appeal as a "destination" and gathering place by proposing a wide range of new development on the Mall property including office and residential uses.

In order to accomplish this objective, the Mall is proposing the creation of a new Planned Development (PD) zone that will apply only to the Mall property. The PD-34 zone text specifies the types of uses that will be allowed and the various development standards (building heights, setbacks, parking requirements, etc.) applicable to such uses. The concept plan included in Appendix "BB" shows the general layout of the Mall property and the location of existing and anticipated future uses. The concept plan also provides illustrations of the type of architecture and design that will be required on new buildings, signs and streetscapes.

The uses that will be allowed in the PD-34 zone are largely the same as are currently allowed in the C2 zone with a few additional uses added in. The most significant addition is the allowance of residential uses. This is something that has not been seen on the Mall property before, but the Mall believes that adding a residential component to the property will not only increase retail sales, but will also help to add energy to the property.

All future site plans for new development in the PD-34 zone will be reviewed by the Planning Commission at a public meeting to ensure conformance with the requirements of the PD-34 zone. Site plans in the PD 34 zone will be valid for five years. A typical site plan is valid for two years.

Buildings heights in the PD-34 zone vary depending on the location within the site. Appendix BB designates limited and open zones that determine the building heights allowed. For example, a maximum building height of 45 feet is allowed in the limited zone along 590 East and a maximum building height of 50 feet is allowed in the limited zone adjacent to 800 South and 800 East. The maximum building height in all other areas of the PD-34 zone is 180 feet.

Setbacks are 20 feet from State Street, 800 South, 800 East and University Parkway and all property not part of the PD-34 zone, unless specified elsewhere within the zone text.

Landscaping shall be approved as part of each site plan and shall generally conform to the concept plan. A 35,000 square foot "Major Park" will be constructed as an amenity to the development and will serve as a focal point and gathering point for residents and customers.

The Mall property currently contains approximately one million square feet of retail space. Future development includes additional retail, office, hotel, and residential uses. The applicant is not requesting a set number of residential units. Instead, the residential density is based on retail square footage. For every 1,000 square feet of retail space, 1.5 residential units are permitted. These units may be detached or attached, and may be stacked or side-by-side, depending on market conditions.

Appendix BB contains elevations and styles to which all structures must generally conform. It is anticipated that development in the PD-34 zone will take several years to build out and the exact building elevations will not be designed until such time as site plan approval is needed. The applicant anticipates the overall concept plan will take approximately 15 years to build out based on favorable market conditions.

Signage in the PD-34 zone will generally not be regulated by Chapter 14 of the City Code, but will be governed by its own set of regulations. For purposes of regulating signage, the Mall property is divided into three areas, each with different sign requirements. The three sign zones include the perimeter sign zone, the internal sign zone, and the limited sign zone.

The perimeter sign zone permits signs of various sizes to be located at the entrances to the development. Seven large entry signs are permitted with a maximum height of 40 feet and maximum of 500 square feet per sign face. Medium and small entry signs are also permitted.

The limited sign zone (located adjacent to the residential development west of the PD-34 zone) permits wall signs and signs that are permitted in residential zones as allowed by Chapter 14 of the City Code.

There is no limit on the type of signs in the internal sign zone except roof signs are not allowed. There is also no limit on the number of signs in the internal zone except that only eight building entrance signs are allowed. Signs in the internal zone may not exceed a height of 20 feet except for wall signs, screen signs and building entrance signs.

Because of the unique nature of development in the PD-34 zone, it is proposed that off-premise advertising be allowed in the PD-34 zone. Although off-premise advertising is not allowed in most areas of the City, there are several distinct attributes of the PD-34 zone that make it appropriate in that zone where it is not appropriate in other areas of the City. These unique characteristics of the PD-34 zone are articulated in Section J of the PD-34 text. However, the total number of signs that display off-premise advertising would be limited to 14.

Parking for the PD-34 zone will be provided based on an overall shared parking concept. A shared parking concept is based on the fact that parking for the overall development will

have different parking demands throughout the day, evening and overnight hours. The various uses share the collective parking thereby reducing the need for each use to provide parking independent of the others, which would otherwise create excessive parking. The PD-34 zone requires commercial uses to provide 3.6 stalls for every 1,000 square feet of gross leasable area. Offices and other non-retail shall provide 2.4 stalls for every 1,000 square feet. Residential uses are required to provide 1.49 stalls for every dwelling unit.

In order to enhance the aesthetic quality of the development, the side of any parking structure that faces a public street must be enhanced through the use of building liners, screen signs, artistic facades, trees and landscaping or other methods illustrated in Appendix BB.

An eight-foot masonry wall will be maintained between the PD-34 zone and the existing residential development to the west. However, where residential dwellings are constructed adjacent to and fronting on 590 East or 1100 South, no fence or wall is required.

A Traffic Impact Analysis was completed for the PD-34 zone proposal. The overall Traffic Study analyzed the traffic from a full build-out perspective. Some of the conclusions of the analysis include:

1. Building new roads and improving existing roads on site will complete a desirable street grid network system in the area. One of the benefits of a street grid is that short or local trips can be taken without burdening the arterial system with more automobiles.
2. Providing a mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms. Higher densities and intensities of development provide opportunities for residents, employees, and visitors to circulate by walking, bicycling, or making shorter consolidated vehicle trips.
3. Bus Rapid Transit (BRT) is planned in the near future on University Parkway with a BRT station at the eastern access to the Mall. The short distance to the BRT station will make transit a viable alternative to automobile dependence.

Updated Traffic Impact Studies (TISs) will be provided by the owner/developer during critical site plan reviews to ensure that traffic circulation will function appropriately on internal streets as well as public streets and intersections located adjacent to the PD-34 zone. An initial TIS was completed for the PD-34 zone. Because we don't know the exact timing or phasing of projects within the proposed zone, TIS's will be provided for many site plan reviews.

A TIS will include recommendations for any new improvements that may be reasonably necessary to mitigate any negative impacts on public streets or intersections resulting from development in the PD 34 zone. The TISs will also make recommendations as to when any such improvements should be installed. Improvements include a new traffic signal at the intersection of 800 East 1100 South, the relocation of the existing traffic signal at 1200 South State Street and improvements to the intersection of 900 South 800 East and 1100 South 800 East. The owner/developer of land in the PD-34 zone shall follow all recommendations of the approved traffic study.

A neighborhood meeting was held at University Mall on October 24, 2013, with approximately 200 people in attendance. The general consensus was that the plan would be a positive for Orem. However, there were concerns with access and traffic through existing neighborhoods and the desire for the Mall to buy out additional property.

The purpose of a Planned Development (PD) zone is to provide flexibility in the City's zoning scheme in order to allow for unique, innovative and well-planned developments that would not be possible under one of the City's existing zoning classifications. In addition, PD zones are intended for use primarily in the following situations: "Mixed use projects along State Street and University Parkway," "Where no existing zoning classification is both sufficiently permissive to allow uses that would be suitable on the property and sufficiently restrictive to protect the character and quality of neighboring properties," and "Residential development that is significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications…" The proposed PD-34 zone is consistent with the purposes of PD zones.

Advantages of the proposal include:

- The proposed improvements to the University Place site will boost the economic stability of the immediate area and the overall city.
- The proposed office structures will fill a need for Class A office space in the city and encourage large employers to stay or locate in Orem.
- The residential uses proposed will provide a needed housing option for those who prefer to live in a mixed-use environment. The residential component will provide the opportunity for those who live on site to reduce vehicle trips based on the close proximity to shops, restaurants, and potential employment.
- The addition of residential uses will increase retail sales and provide additional energy to the project.
- The proposed shared parking standards will provide adequate parking for the overall development.
- The mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms.
- Building new roads and improving existing roads on site will complete a desirable street grid network system in the area.
- The PD-34 zone is consistent with the purpose and applicability of a PD zone as outlined in Orem City Code.

Disadvantages of the proposal include:

- The full build-out of the University Place site will increase the overall traffic in the area. However, with the mitigation measures outlined in the overall traffic study, and the extensive improvements proposed with the concept plan, the increase in traffic will be adequately addressed.
- Large scale change to the University Place site including residential and office uses could be perceived to many in the area as a negative impact.

RECOMMENDATION: Staff recommends the City Council discuss the PD-34 (University Place) zone and Appendix BB, allow public comment, and continue the item to a public hearing on December 10, 2013, for action. The Planning Commission recommends the City Council enact Section 22-11-47, PD-34 (University Place) zone, Appendix BB, and amend Section 22-5-3(A) and the zoning map of Orem City by changing the zone from R8

and C2 to the PD-34 zone on property located generally between University Parkway and 800 South and 800 East and 590 East with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

22. RESOLUTION – Accept Fiscal Year 2012-2013 Audit

RECOMMENDATION: The City Manager recommends the City Council, by resolution, accept the Fiscal Year 2012-2013 audit as presented.

BACKGROUND: In accordance with State Law, the City is required to have a complete financial audit performed by an independent auditing firm on an annual basis.

Over the past several months, the accounting firm of Keddington & Christensen, LLP has been reviewing the City's financial records and has now completed their audit. All of the audit information is included in the Comprehensive Annual Financial Report (CAFR). Representatives from Keddington & Christensen, LLP will review the CAFR in their presentation to the City Council during the meeting. The City ended the fiscal year at June 30, 2013, in sound financial condition and has received an auditor's opinion with no qualifications (a "clean" opinion).

23. RESOLUTION - Approve Interlocal Agreement Utah County and the City of Orem – Utah County Community Activities Grant

RECOMMENDATION: The Interim Library Director recommends that the City Council, by resolution, approve an interlocal agreement between Utah County and the City of Orem for funds from the Utah County Community Activities Grant and authorize the Mayor to execute the agreement.

BACKGROUND: Utah County established the Utah County Community Activities Grant from funds derived from the Tourism, Recreation, Cultural and Convention Facilities Tax of the County of Utah. The City of Orem presented an application to Utah County for funding from this grant for the Center for Story, a new cultural arts facility to be constructed adjacent to the Orem Public Library.

The Orem Public Library presents nearly 1,000 cultural programs each year, drawing a regional audience of 60,000 attendees. Based on the regional impact of the Library's

unique cultural programming, Utah County has approved a $300,000 Community Activities Grant to fund construction costs for the Center for Story facility.

24. ORDINANCE - Amending Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code pertaining to terms of office of Orem City Board and Commission members

REQUEST: Development Services requests the City Council amend Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code pertaining to terms of office of Orem City Board and Commission members

BACKGROUND: Members that serve on the Planning Commission, Board of Adjustment, Historic Preservation Advisory Commission, and the Transportation Advisory Commission serve three, four or five year terms. The proposed text amendment will make the term of service three years for any member of a board or commission outlined above. There will also be an option for a second term of service but in no case shall a member serve more than two terms. The proposed changes provide consistency of requirements for the Board and Commissions associated with the Development Services Department.

2-17-5. Term of Office (Planning Commission) (7 Members)

A. The term of office for Planning Commission members shall be ~~four~~three (~~4~~3) years, even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.

B. No person shall serve more than ~~one~~ two consecutive terms on the Planning Commission.

C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

2-17-10. Compensation.

A. Members of the Commission shall serve without monetary compensation. ~~Each Member of the Planning Commission shall receive $50.00 per diem for each regularly scheduled Commission meeting attended.~~

B. Commission members may be compensated for reasonable expenses incurred by official responsibilities, if approved by the City Manager.

2-18-5. Term of Office. (Board of Adjustment) (5 Members)

A. The term of office for members of the Board of Adjustment shall be ~~five~~three (~~5~~3) years.

~~B. Terms shall be established so that the term of one regular member shall expire each year.~~

~~C~~B. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

~~D~~C. No person shall serve more than two (2) consecutive terms on the Board of Adjustment. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

2-21-5. Term of Office. (Historical Preservation Advisory Commission) (7 Members)

A. The term of office for each member shall be three (3) years. ~~The term of office of the initial members of the Commission shall be staggered so that three (3) are for three (3) years and three (3) are for two (2) years.~~

~~B. Lots shall be drawn at the first meeting of the Commission to determine which of the members shall serve for three (3) years and which shall serve for two (2) years.~~

~~C. Each of the Commission members shall be eligible for one (1) additional three (3) year term.~~

~~D~~B. No person shall serve more than two (2) consecutive terms on the Commission. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

~~E. The term of the City Council member serving as a liaison shall be determined by the Mayor.~~

~~F~~C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

2-33-5. Term of Office (Transportation Advisory Commission) (7 Members)

A. The term of office for Commission members shall be ~~four~~three (~~4~~3) years even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.

~~B. The term of office of the initial members of the Commission shall be staggered so that four (4) are for four (4) year terms and three (3) are for three (3) year terms.~~

~~C. Lots shall be drawn at the first meeting of the Commission to determine which of the members shall serve for four (4) year terms and which shall serve for three (3) years.~~

~~D~~B. No person shall serve more than ~~one~~two consecutive terms on the ~~c~~Commission.

~~E~~C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal, or disqualification from holding office.

RECOMMENDATION: The Planning Commission recommends the City Council approve the request to amend Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code as it pertains to term of office. The Planning Division Manager concurs with the Planning Commission's recommendation.

25. ORDINANCE – REAUTHORIZATION OF THE CULTURAL ARTS AND RECREATION ENRICHMENT (CARE) TAX

RECOMMENDATION: The City Attorney recommends that the City Council, by ordinance:

1. **Reauthorize the Cultural Arts and Recreation Enrichment (CARE) tax for ten additional years; and**
2. **Authorize the Mayor and/or the City Manager to provide any notices and to sign any documents required to proceed with the reauthorization and implementation of the CARE tax.**

BACKGROUND: The Cultural Arts and Recreation Enrichment (CARE) Tax is a locally adopted sales and use tax of 1/10 of 1% (10¢ for every $100 spent). Proceeds from the CARE Tax can be used to fund city-owned recreational and cultural facilities, and the ongoing operating expenses of non-profit cultural organizations and city-owned recreational facilities.

Following a vote of the people, the Orem City Council initially enacted the CARE tax in 2005, with an effective date of April 1, 2006. This initial CARE tax enactment will expire on March 31, 2014.

On November 5, 2013, a majority of Orem voters voted to reauthorize the CARE tax for an additional ten years. To implement this vote of the people, and to continue the CARE tax beyond March 31, 2014, the City Council must pass a reauthorization ordinance.

The proposed ordinance reauthorizes the CARE tax for the period running from April 1, 2014 to March 31, 2024.

The proposed CARE tax reauthorization is not a new tax, but a continuation of an existing tax. If passed, Orem's general combined sales and use tax rate will remain at 6.85%.

26. RESOLUTION - INTERLOCAL AGREEMENT - NORTH POINTE SOLID WASTE SPECIAL SERVICE DISTRICT

RECOMMENDATION: The City Manager recommends that the City Council, by resolution, adopt an Interlocal cooperation agreement with the North Pointe Solid Waste Special Service District.

BACKGROUND: The City of Orem is currently a member city in the North Pointe Solid Waste Special Service District. The City of Orem is one of thirteen cities that comprise the district, which has been established for the collection, transfer, transportation, and disposal of municipal solid waste, including curb-side collected waste, waste transported by individual citizens of cities, and other waste materials.

It is the belief of the district and its member cities that in order to continue to provide lower longer term cost for the transportation and disposal of the waste to the citizens, of the member cities, it is in the best interest to enter into an interlocal cooperation agreement. Moreover, with the planned construction of the Utah Department of Transportation's (UDOT) Vineyard Connector as well as the granting of utility easements to Rocky Mountain Power (RMP) on North Pointe property, it is necessary to plan, design and construct a new public access road into the transfer facility, relocate a required scale house and make additional capital changes and improvements. The monies necessary for these improvements, estimated at $1.8 million, will come from proceeds resultant from the sale of right-of-way to UDOT and easements to Rocky Mountain Power.

The initial term of the proposed agreement is from the effective date until December 31, 2019, or six years. After that, the agreement would automatically renew for twelve additional terms of two years each. Should the city choose do so, it could provide written notice and withdraw from the agreement after the initial term of six years.

As of the date of this report, 2 of 13 North Pointe cities have approved the interlocal agreement (Highland and Lehi). The remaining cities have scheduled the matter for consideration prior to 2014.

PERSONAL APPEARANCES – CONTINUED (IF NECESSARY)

27. Continuation of time has been set aside for the public to express their ideas, concerns, and comments on items not on the Agenda. Those wishing to speak should have signed in before the meeting. ***(Please limit your comments to 2 minutes.)***

COMMUNICATION ITEMS

28. There are no communication items.

CITY MANAGER INFORMATION ITEMS

29. This is an opportunity for the City Manager to provide information to the City Council. These items are for information and do not require action by the City Council.

ADJOURNMENT

CITY OF OREM
CITY COUNCIL MEETING
56 North State Street Orem, Utah
October 8, 2013

3:30 P.M. DEVELOPMENT SERVICES TOUR

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services Director, Greg Stephens, City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Interim Development Services Director; Scott Gurney, Interim Public Safety Director; Charlene Crozier, Interim Library Director; Sam Kelly, City Engineer; Jason Bench, Interim Planning Division Manager; and Donna Weaver, City Recorder
EXCUSED	

DEVELOPMENT SERVICES TOUR

Bill Bell, Development Services Director, took those present on a tour of the department. The tour included a review of and visit to the building safety, building maintenance, development tracking, GIS, and engineering sections.

5:00 P.M. STUDY SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services Director, Greg Stephens, City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Interim Development Services Director; Scott Gurney, Interim Public Safety Director; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; and Donna Weaver, City Recorder

Update – Fitness Center Remodel

Karl Hirst, Recreation Director, handed out a drawing of the pool design and explained the plans. Final designs are still being tweaked. Mr. Hirst said they are shooting for a groundbreaking on October 30, 2013.

He then reviewed the status of the proposed gate at Palisade Park. They have determined not to install a gate at this time but will allow two soccer seasons before reevaluating the situation.

REVIEW OF AGENDA ITEMS

The Council and staff reviewed the agenda items.

CITY COUNCIL NEW BUSINESS

The Council adjourned at 5:55 p.m. to the City Council Chambers for the regular meeting.

6:00 P.M. REGULAR SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Greg Stephens, City Attorney; Richard Manning, Administrative Services Director; Bill Bell, Interim Development Services Director; Scott Gurney, Interim Public Safety Director; Karl Hirst, Recreation Director; Charlene Crozier, Interim Library Director; and Donna Weaver, City Recorder
INVOCATION / INSPIRATIONAL THOUGHT	Cameron Hilton
PLEDGE OF ALLEGIANCE	Nathan Stridacus

APPROVAL OF MINUTES

City Council Meetings of September 10 and 16, 2013

Mr. Seastrand **moved** to approve the minutes of the September 10, 2013, meeting of the Orem City Council and joint City Council/Alpine School District meeting of September 16, 2013. Mrs. McCandless **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

MAYOR'S REPORT/ITEMS REFERRED BY COUNCIL

Upcoming Events

The Mayor referred the Council to the upcoming events listed in the agenda packet.

Upcoming Agenda Items

The Mayor referred the Council to the upcoming agenda items listed in the agenda packet.

Appointments to Boards and Commissions

Mr. Seastrand **moved** to reappoint Lon Bowen to the Historic Preservation Advisory Commission. Mrs. Street **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

REPORT – Recreation Advisory Commission

Mr. Hirst introduced Lori Ann Eldridge, chair, who reviewed the items the commission has been working on, including the strategic plan and the ball parks. Mr. Hirst said the committee members visited a number of counties to look at items and to make an educated recommendation to the Council.

- Handrail project at SCERA Shell
- Palisade Park
- Parking at Lakeside Sports Park
- Shade structures
- Dog Park – on hold while searching for a new location. May have to reprioritize that
- Indoor pool expansion – expect a groundbreaking on October 30th.

Mr. Seastrand asked when the bathrooms in the parks will close. Mr. Hirst said some of them have already closed. By the end of October they will all be closed.

Mr. Sumner expressed appreciation to Mr. Hirst and the commission members for all they have done. The pool addition is very exciting.

Mr. Hirst said he is frequently asked how the yearly pass will work with the Fitness Center closing. He indicated that the passes will be extended for the length of time that the center is closed.

REPORT – Orem Arts Council

Charlene Crozier introduced the members of the Arts Council. Debora Escalante, chair, reviewed a presentation detailing the year's events. She said they decided to focus on fewer but larger events, held quarterly. She then went over three priorities

1. In favor of the CARE tax
2. Designation of an Arts District
3. Promotion and expansion of the arts in Orem

Recognition of New Neighborhoods in Action Officers

No new Neighborhood in Action officers were recognized.

CITY MANAGER APPOINTMENTS – Development Services Director – Bill Bell

Mr. Davidson asked for the City Council's advice and consent on his appointment of Bill Bell as the Development Services Director.

Mrs. McCandless **moved** to provide the Council's advice and consent on the appointment of Bill Bell as the Development Services. Mr. Anderson **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Donna Weaver, City Recorder, gave the oath of office to Mr. Bell.

Planning Commission Appointment

Mr. Seastrand **moved** to give the Council's advice and consent to appointment of Carlos Iglesias to the Planning Commission. Mayor Evans **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Board of Fire and Building Code Appeals Appointment

Mr. Seastrand **moved** to give the Council's advice and consent to reappointment of Conrad Guymon, Bernell Lancaster, Carl Robison to the Board of Fire and Building Code Appeals. Mrs. Street **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously

CONSENT ITEMS

There were no Consent Items.

PERSONAL APPEARANCES

Time was allotted for the public to express their ideas, concerns, and comments on items not on the agenda. Those wishing to speak should have signed in prior to the meeting, and comments were limited to two minutes or less.

Kristin Jones said she is concerned about a sidewalk on the south side of 800 North between 1100 East and Palisade. She provided pictures of the area. It was suggested that once Murdock Canal was covered it would be possible for a walkway, but a fence was installed which cut that off. She spoke with the City's transportation engineer, Paul Goodrich. With his assistance, a protective berm was approved. She said she wanted to give a shout out to everyone who was involved. There is currently a gravel path, but they would like a more permanent one in the future.

Sharon Price Anderson provided the Council with some pocket sized copies of the State constitution. She wondered if public/private partnerships are in line with that document.

SCHEDULED ITEMS

6:20 P.M. PUBLIC HEARING
ORDINANCE – Amending Chapter 14 of the Orem City Code (Signs)

Jason Bench, Interim Development Services Planning Division Manager, reviewed the process involved in drafting a tentative proposal for the City's sign ordinance.

On October 9, 2012, the City Council approved an amendment to Chapter 14 of the City Code to allow a limited number of portable signs on University Parkway. Since that time, there have been requests from other property owners to allow portable signs along other commercial streets such as State Street and 800 North. Pursuant to these requests, City staff has taken a second look at the ordinance governing portable signs and have proposed modifying the sign ordinance to allow portable signs on all properties located in a commercial zone. Under the current staff proposal, one portable sign would be allowed on any commercial property and two portable signs would be allowed on any commercial property that has 150 feet or more of frontage on a public street.

Concurrent with the changes to the portable sign provisions, staff has also undertaken a major overhaul of the entire sign ordinance with the intent of eliminating any potential content-based provisions that could be deemed contrary to the requirements of the First Amendment to the United States Constitution. Pursuant to this goal, City staff have eliminated from the ordinance several types of signs whose definitions were content based, added several new sign definitions and modified the definition of others.

Mr. Bench reviewed definitions, specific sign type regulations, current vs. proposed signage allowed, and maintenance of signs. The goal is to work together with businesses, residents, and the City to create an ordinance that is workable for all parties.

Because the Planning Commission has not yet provided a formal recommendation on the proposed amendments, the Council cannot approve any amendment to Chapter 14 on October 8th but can discuss it, take public comment and suggest changes. It is recommended that the Council then continue the item to the October 22, 2013, meeting by which time the Planning Commission should have made a formal recommendation and the Council will then be able to take any action it desires regarding the proposed amendments.

Mr. Andersen said U.S. flags are being cut back, and Mr. Bench said they would not count as part of the signage, as they are noncommercial. Mr. Andersen suggested that as far as the Mall sign goes something should be written to address off-site advertising. Mr. Bench said kiosk signs would permit off-premise advertising.

Mr. Seastrand indicated that he appreciates this proposal, recognizing the potential to increase signage and beautification. He likes that landscaping is being considered. Part of the complaint he receives a lot is the temporary nature of some signage. Professionally made signage enhances the beautification of a business.

Mrs. Black said that earlier there was an opening in the sign ordinance on University Parkway, which was misunderstood by many people. The Parkway is different from State Street because the

parcel sizes and requirements are different. Orem is one of the most liberal communities in the County regarding signs. She noted that because the individual businesses on State Street are smaller, their signage is proportionally larger than those on University Parkway. No one wants a cluttered look. Some signs, by their nature, look more cluttered and do not hold up well.

Mr. Bench agreed that Orem has a liberal sign ordinance. He noted there are 210 parcels on State Street with fewer than 150 feet of frontage.

Mayor Evans opened the public hearing.

Aaron Orullian, chairman of the Beautification Advisory Commission, said the commission is very business friendly. They are commissioned to protect the city's beauty. He likes the idea of uniformity. He asked the Councilmembers to consider if they want the commission to be known as the beautification commission and not the flag commission.

Mr. Seastrand asked if there are specific things the commission is concerned about. Mr. Orullian said there are some signs that look cluttered. They wave in the breeze and get torn. They do not want the strip malls to become cluttered with signage.

Carolyn Manwaring, vice chair of the Beautification Advisory Commission, said she is concerned with banner blade and inflatable signs, the white noise and distractions of temporary signs, and the clutter if temporary signs are permitted for every parcel. Ms. Manwaring prefers A-frames. Another option would be to make the blade sign a permitted use but with construction requirements. She liked the suggestion of exchanging landscaping for signage.

Sean Orullian said he agrees with Ms. Manwaring about cutting down the clutter.

Adam Robertson suggested there be an exception for nonprofit organizations like the SCERA Shell. The SCERA has very little to give those who contribute for the entire summer. One has been the placement of one to three banner signs, depending upon the amount of the contribution. A possible overlay zone might be a place to have an exception for pole signs around a future arts district.

Mr. Andersen asked if there could be an exception for nonprofit organizations.

Mr. Earl said he did not believe there could be one just for the SCERA. Letting all nonprofit organizations do as Mr. Robertson suggested would be too broad and would completely undercut the rationale about off-premise signs.

Mayor Evans wondered about the signs inside the park by the Shell, and Mr. Earl said it would be okay if they were not visible from the public street. The proposed ordinance excludes such signs.

Mrs. Black said even on 400 East the SCERA Shell signs are well set back.

Richard Brunst expressed appreciation for the work that has been done on this latest ordinance draft, but he would put limits on blade banners and the inflatable signs. Mr. Brunst said he met with business owners when the sign zone was changed and limited. They told him their business was

down since the change. Mr. Brunst believes the proposed change in the ordinance would be beneficial to business owners.

Jim Fawcett wondered about the light pole signs. Mr. Bench said the proposed ordinance would make those legal.

Sharon Price Anderson complimented the City for addressing this. She suggested they give as much latitude to the businesses as possible. She is opposed to the thirty-day limit. She appreciates some uniformity but sometimes creative is not uniform. Perhaps the requirement could be be "professional quality" rather than "professionally made".

Mrs. McCandless **moved**, by ordinance, to continue the public hearing to October 22nd at 6:30 p.m.. Mr. Anderson **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mr. Andersen commented that he told a business owner that his sign was ugly, and suggested that if more people did that then it would help clean up the signage without putting forth a "heavy hand".

Mr. Davidson said there was some discussion about on- and off-premise advertising. He asked the Council to be particularly mindful of that section of the ordinance. There are merits to both sides of the issue. Orem is more urban now, and it is not necessarily realistic to overlay the sign ordinance of another community upon Orem. He said he doubts there is unanimity among the staff on this issue either. This ordinance is not an end but a stop in a journey. This is something that will be part of an ongoing conversation for some years to come. There is a need to balance the needs of beautification with those of Orem's businesses. The ordinance should be a meeting ground where both goals could be met.

6:30 P.M. PUBLIC HEARING
ORDINANCE – ORDINANCE AMENDMENT – Amending Section 12-2-4(D), Section 12-3-1(B), Section 12-3-3(G), Section 12-5-8(E)(8), Section 12-5-11, and Section 12-5-12 of the Code pertaining to licensing and business requirements.

Mr. Bench presented an application relating to business licensing. After reviewing Section 12, Licenses and Business Regulations, the proposed changes have been drafted for updating the Orem City Code. The reason for the updates is to reflect the policies and procedures currently being followed.

12-2-4. License transfers.
D. Change of ownership. A business license may not be transferred from one owner to a subsequent owner. A subsequent owner must obtain a new business license.

Advantages of the proposal include:
When ownership changes, the new owners usually remodel. This has been an effective way to have the remodeling inspected to ensure building safety.

Disadvantage of the proposal include:
None determined.

12-3-1. Application.

B. The application form shall be provided by the City and shall contain, but not be limited to the following information: business name, address, mailing address, and phone; owner's name, address, home phone number, and date of birth. A copy of a photo identification such as a driver's license or passport must also be included in the application. If the applicant is a corporation or a partnership, the information required herein shall be provided with respect to at least one ~~each~~ officer of a corporation or ~~and~~ member of a partnership. The application shall also include the name, address, and phone number of the registered agent for any corporation or licensee.

Advantages of the proposal include:
Photo identification helps verify owner's identity during the initial application process and future interactions.

Disadvantage of the proposal include:
None determined.

12-3-3. Issuance of license.

G. The applicant has registered the name of the business with the Utah Division of Corporations and Commercial Code.

Advantages of the proposal include:
The Utah Division of Corporations and Commercial Code requires businesses to register with them within 30 days of starting a business. By verifying that the business applicant has done so, it helps to ensure compliance with State requirements.

Disadvantage of the proposal include:
None determined.

12-5-8. Solicitors.

E. Application for Certificate of Registration, review, issuance, denial.

8. ~~Renewal~~. Duration. A Certificate of Registration shall be valid for a period of one (1) year from the date of issuance. ~~Any registered Solicitor in good standing may have his or her Certificate of Registration renewed for an additional period of not to exceed one (1) year upon request within thirty (30) days prior to the expiration of the Certificate of Registration and payment of a renewal fee as set by the City from time to time; provided, however, that the total of any such fee shall not exceed reasonable administrative costs incurred by the City to process the Certificate of Registration renewal and maintain the related records. A Registered Solicitor is not in good standing if he satisfies one or more grounds for denial or revocation within the meaning of this Section. An applicant desiring to obtain a Certificate of Registration after the expiration of any renewal period shall make a new application in accordance with the provisions of this Section.~~

Advantages of the proposal include:
Previously the code gave the option of renewing for one time only. However, this option requires additional effort for staff to monitor while the requirements for renewing or applying for the first time are nearly the same for the applicant.
Disadvantage of the proposal include:
None determined.

12-5-11. Temporary Businesses.

In addition to the business license application required by this Chapter, an applicant who desires to use a temporary site or building shall comply with the provisions of Section 22-14-18. ~~for a temporary business shall submit a Planning Commission Application and shall receive Planning Commission approval prior to commencing business.~~

Advantages of the proposal include:
Wording reflects current process of temporary site plan approval.

Disadvantage of the proposal include:
None determined.

12-5-12. Mobile Vendors. ~~Business Requiring a Conditional Use Permit~~

A mobile vendor may only be a food vendor, and must have all required licensing from the Utah County Health Department. The food portion of the vehicle must be a self-contained unit and no equipment related to food preparation shall be moved outside the vehicle. A mobile vendor may not interfere with vehicular or pedestrian circulation. A mobile vendor may not be parked longer than four (4) hours at any one location (or within 500 feet of said location) per day. Property owner approval is required. ~~A business listed in the Zoning Ordinance as requiring a conditional use permit shall, in addition to the business license application required by this Chapter, submit an application for and receive a conditional use permit prior to the issuance of a business license.~~

Advantages of the proposal include:

- Currently there is nothing in the code regarding mobile vendors. This section will help establish the proper guidelines for mobile vendors to follow.
- Deleting ordinance that is not applicable.

Disadvantage of the proposal include:
None determined.

The Planning Commission forwarded a positive recommendation to the City Council. Staff concurs with the Planning Commission recommendation.

Mrs. Street asked about the food preparation item and why no food preparations could take place outside the vehicle. She wondered about smoker grills that are outside. Mrs. Street questioned how the Council might consider this type of nonoffensive use and asked if there were intended consequences.

Greg Stephens, City Attorney, said that a barbeque or grill unit of that nature cooking for four hours would be hot. Mr. Stephens acknowledged the possibility of the need for a trailer and indicated staff would consider that and try to be flexible.

Mr. Andersen asked why it limit it to four hours if it was on permanent property. Mr. Bench indicated there is a difference between mobile and temporary licenses. He questioned if the City wanted mobile vendors competing with temporary license holders. Mobile license holders have less flexibility in terms of hours of operation, but they can carry out business wherever they wish. Temporary vendors pay a larger fee to use a specific sight, whereas the mobile vendors are not required to pay those fees. This is in effort to eliminate direct competition between mobile vendors and temporary permit holders.

Mr. Andersen asked why the property owners wouldn't have the right to decide the length of the mobile licensees' use.

Mr. Bench said the longer mobile businesses are allowed to stay, the less staff has to hassle that business. He reported a previous comment made by a waffle vendor who would prefer more than four hours, but that a four-hour window is becoming a new standard. Mr. Bench said other options could still be considered.

Mayor Evans suggested a five- or six-hour window, and then requested clarification on vendors invited onto private property to sell during a private event. Mr. Bench said these types of use are on a one-time basis, and the planning division has no plans to involve themselves in that. Mayor Evans then asked if someone hired to come for an event would be different, and Mr. Bench said they would.

Mrs. McCandless wondered about the potential issue of a vendor parking on private property and if that would pose as an issue in enforcement. There is a business owner in Orem who parks his unit on private property while he is not selling, with the permission of the property owner. Mrs. McCandless questioned if this will be an issue for enforcement.

Mr. Earl suggested that the language in the revision be updated to read the words "operate" or "sell" in the same location for more than four hours. It is not intended for the mobile vendors to be stationary or to reduce available parking. Mobile vendors are meant to be mobile which is the main reason for the four-hour requirement.

Mr. Seastrand said it may be best for the language to include "an operating mobile vendor" as opposed to a just a mobile vendor. That could clear Councilmember Karen McCandless' concerns about a vendor parking and operating from the same space.

Mrs. Black wondered if six hours would be a good compromise.

The Mayor opened the public hearing.

Mr. Fawcett suggested, by way of example, that if he were to buy a car, he would know to apply for a license on the vehicle. He wondered if a business would have to wait or if it could operate during the transition period.

Greg Stephens said that, in the event of a change of ownership, the business could continue to run during the transition period.

Sharon Anderson reaffirmed her belief that more leniency toward the businesses is better. She encouraged latitude for the business owners.

The Mayor closed the public hearing.

Mrs. McCandless said she is comfortable with the six hours. It is a fairness issue for those who have to pay for a permanent business when a mobile food vendor does not.

Mrs. Street noted there are different types of mobile vendors, such as auto glass repair. Mr. Bench said those would be considered a temporary site plan.

Mrs. Black wondered if staff has any concerns. Mr. Bell said the big health issue is mobile units. If there is a smoker grill, there is some kind of wood. The trailers should not be going around spewing charcoal. Staff's emphasis was to focus on just mobile vendors.

Mr. Andersen asked if anyone was currently doing it. Mr. Bench said it was not currently allowed. Effort was being put forth in trying to make them legal.

Mr. Earl said that, during Summerfest, a couple had come tried to set up to compete with the vendors who had paid the vendor fee and gotten insurance.

Mrs. McCandless said she liked the idea of them becoming legal. She has seen them in American Fork and noticed they were usually operative for four to five hours.

Mary Street suggested the Council consider the idea of language requiring that food preparation be self-contained. She asked if there was a way to amend the language so the food preparation equipment is self-contained.

Mary Street **moved**, by ordinance, to amend Sections 12-2-4(D), 12 3 1(B), 12-3-3(G), 12-5-8(E)(8), 12-5-11, and 12-5-12 of the Orem City Code with the exception to require that for Section 12-5-12food preparation must be in a self-contained unit and to allow an operating mobile vendor to function for five hours. Karen McCandless **seconded** the motion. Those voting aye: Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

CONTINUED DISCUSSION - ORDINANCE – Amending Section 22-19-1 and Appendix A of the Orem City Code as it pertains to various uses in the M1, M2, and CM zones.

Mr. Seastrand recused himself from the discussion and vote.

Mr. Bench presented an applicant request that the City Council, by ordinance, amend Section 22-5-3(A) of the Orem City Code and the Zoning Map of Orem, Utah, by rezoning property located generally at 775 East 1600 North from R12 to R8.

This item was initially discussed by the Council in its meeting on August 27, 2013. At that meeting, Mike Dunn appeared with his attorney and expressed his concern about the effect the proposed amendments would have on the recycling business he operates on his property at approximately 520 North Geneva Road. Subsequent to the meeting, staff met with Mike Dunn and his attorney and have agreed upon the principal terms of a potential development agreement that would allow Mr. Dunn to continue his recycling business in the M2 zone in the event the City Council makes recycling a non-permitted use in the M2 zone.

A development agreement has not yet been executed because it will only be necessary if the City Council decides to adopt the proposed amendment and because there are still a few details pertaining

to the timing of the construction of a new building on Mr. Dunn's property that haven't yet been finalized. However, if the Council decides to make recycling a nonpermitted use in the M2 zone, staff anticipate working with Mr. Dunn to finalize a development agreement shortly thereafter.

The M1, M2, and CM zones are generally located west of the I-15 corridor in Orem. The uses currently allowed in these zones are industrial uses such as manufacturing, shipping, storage, warehousing, and other similar types of uses.

As part of an ongoing long range plan review for the Geneva Road corridor, the Development Services Department requests that certain uses in the M1, M2, and CM zones be changed from "Permitted" to "Not Permitted" to facilitate future changes along the corridor as a result of the improvements to Geneva Road, the continued development of Vineyard and the potential redevelopment of many areas in Orem along the corridor.

The Orem General Plan states, "Heavy industrial uses should be reduced in the future by developing more light and controlled manufacturing areas to encourage high-tech jobs." This proposal is consistent with the General Plan.

Other uses more consistent with business parks and light industrial types of development, as well as retail uses, are perceived to become more fitting to this area. Without these and other changes, the area along the Geneva Road corridor will continue to be a heavy industrial area for many years to come.

Any business that exists prior to the change will be considered a legal nonconforming use and would be allowed to operate their business, but would not be able to expand their use in the future. Once the revised General Plan (Geneva Road Corridor Plan) is approved, certain SLU Codes could be reconsidered as options within the area.

In addition to changing several of the SLU codes from permitted to not permitted, SLU code 4851 Green Waste Composting and Recycling is proposed and listed as not permitted in any zone in the city. Currently, there is one green waste facility in the city. They currently are classified under the SLU code 5193 Scrap and Recycling Materials. This SLU code clarifies green waste composting and will not be permitted in any zone in the city.

In regard to SLU code 4850 Solid Waste Disposal and Incineration, there is currently only one such facility in the city. This facility would be classified as a legal nonconforming use and would be allowed to continue to operate but would not be able to expand the use to additional property. The City contracts with the North Pointe Transfer Station, located in Lindon, to handle its solid waste needs.

SLU code 4850 Solid Waste Incineration and Disposal was discussed in the Planning Commission held on June 19, 2013. The Planning Commission considered the other SLU code changes on August 7, 2013.

The Planning Commission unanimously recommended the City Council approve this request. Staff concurs with the Planning Commission based on the fact that this request is in accordance to the

Orem General Plan, is necessary to encourage light industrial and controlled manufacturing developments and associated high-tech jobs, and it improves the aesthetic quality of the Geneva Road corridor.

SLU		R5	R6	R6.5	R7.5	R8	R12	R20	OS5/ROS	PO	C1	C2	C3	HS	M1	M2	CM	BP
2110	Slaughterhouse	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N
4841	Sewage Treatment Plants	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	P	N
4850	Solid Waste Incineration and Disposal	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N
4851	Green Waste Composting and Recycling	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N
5193	Scrap & Recycling Materials	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N
5395	Flea Market	N	N	N	N	N	N	N	N	N	N	N	N	N	N	P	N	N
6370	General Warehousing & Storage	N	N	N	N	N	N	N	N	N	N	N	N	N	N	P	N	N
6420	Wrecking Yards	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N
7223	Race Tracks	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N

Mayor Evans invited comments from the audience.

Duane Johansson said he received a letter about this. He shared a personal story about how the changing nature of Geneva Road had taken away much of his livelihood.

Mrs. McCandless asked who sent him the letter, and Mr. Johansson said it was Mr. Andersen.

Mayor Evans asked for clarification, and Mr. Bench said a nonconforming use runs with the property. If a nonconforming business does not operate for a year, it would lose its Only not running the business for a year will loosen the status.

Mrs. McCandless gave an example, saying that if Mr. Johansson sold the business to someone else, as long as that person continued to run the business, the grandfathering would stay in place. If the new owner decided not to operate it anymore and stopped for a year, the grandfathering would be lost and the owner would be unable to operate the business. Mrs. McCandless said this proposal does not limit the ability to operate any business.

Mr. Johansson said he is limited in his ability to expand. It feels to him like Big Brother is telling him how to run his business.

Mrs. McCandless asked how Geneva Anderson's plans would impact the property values to the east of Geneva Road. Mrs. Street said the current values for M2 land would be about three to four dollars per square foot. Office space would be substantially higher. The values on the east side of Geneva Road would increase as the area transitions.

Mr. Andersen said if this was approved, the businesses would not be able to make improvements or expansions to their businesses. Mr. Bench said they cannot expand the footprint, but they can remodel.

Mr. Earl said there is case law on both sides, and he would have to study more before determining if a grandfathered business could construct another building.

The Mayor opened the public hearing.

Skip Dunn said he took offense at the suggestion their businesses are not high tech. He outlasted WordPerfect, and he is not nearly as educated. There is a need for their businesses. The Geneva corridor development is costing the businesses there a lot of money. He asked why Orem is so concerned about what is going on in Vineyard. He is a second generation excavator, and his children will be the third.

Mrs. Street said there may be some misperception about what businesses are being impacted.

Mr. Earl said no change is being proposed to the standard land use (SLU) code that allows Mr. Dunn's business to operate in that zone.

Mr. Andersen said one of the reasons he sent the letter was because future standard land use changes would be made.

Mrs. Street said business owners should not be given the impression that their businesses would be impacted right now when they would not.

Mr. Bench reviewed the SLU code table of proposed changes.

Steve Tiersky wondered if there was a way to keep their zoning and let the new businesses have a new zone. That would avoid a lot of problems with the existing businesses. Many of the business owners have put a lot of money into their businesses. They are a community. He located on Geneva Road because of its proximity to another business there.

Julie Smith said the idea was to facilitate future changes as improvements come on Geneva Road. She wondered if the City could control and gradually eliminate the structures that don't comply with these standards.

Tom Tingey said that since the reconstruction of 800 North, Geneva Road has made the entrance of his business a death trap. To improve that, he would have to build a new building to the north. With the proposed change, he could not do that.

Wayne Burr asserted that statutory law contradicts the constitution. Taking away a person's right to make a contract is not right. He said he was opposed to this proposal.

Carlos Nagle said his businesses are assets to the city. It should be his right to put a new building on his land. Recycling is a changing business, and they have to be able to expand to accommodate that. Mr. Nagle suggested this decision be postponed so the Council has more time to consider.

Mayor Evans said this Council cannot tie the hands of future councils.

Mrs. Johansson said everyone in the room knows the goal is to replace their businesses with high tech businesses. She said she resented being lumped in with undesirable businesses.

Mike Dunn said they felt this change was being pushed on them. They have not had a lot of time to work through the proposal.

Sharon Anderson said these business owners should be allowed to prosper and expand, and the concern should not be with Vineyard businesses. She read from UCA Section 10-9A-204, and comments that the attitude of reaching out to property owners should be assumed.

Mr. Fawcett suggested these properties could be bought out by big businesses rather than "frustrated out" by the City. Let the free market work.

Verl Cook said the Orem Council has been difficult to work with over the years. Orem has caused problems for years, and he is done with it.

Melodee Andersen noted that Mr. Andersen sent the letters "on his own dime". She said she understood the anger of these business owners. The City was regulating them out of business. She said that free enterprise should be allowed to take its course.

Shelly Macrilayno said recycling is a business that was here to stay. They have expanded over the years, and she takes pride in her business, investing money in improving it. The community needs these businesses.

Sharon Anderson noted there are lenders who won't loan on property that is a nonconforming use.

Mayor Evans closed the public hearing.

Mr. Sumner said he has done business with these owners. He hates the idea of putting a damper on someone's business dream. Free enterprise would take care of this.

Mrs. McCandless asked about the options if the Council wished to allow these nonconforming uses to build larger buildings but not expand beyond their current parcels.

Mr. Earl said the current ordinance would not allow to them to expand to new buildings. The ordinance could be amended to allow it. One way to allow those uses on those properties would be to take those uses out of the M2 zone and allow them in the M1 zone. Then rezone those parcels in question to M1, so they are still permitted.

Mrs. McCandless wondered, procedurally, if that could be done tonight. Mr. Earl said the rezoning would have to be another application. The item could be continued so they could come together. Mr. Andersen suggested that if case law was mixed, it should be looked at again. He said the City should leave these people alone.

Mrs. Street said she is not overly concerned about Vineyard. In general, Orem is not likely to see vast redevelopment on the east side of Geneva Road. But if the businesses become nonconforming uses, the value of their businesses would go up because their competition would have been eliminated. Regarding zoning, the Council must look at Orem as a whole. She is an advocate of business, and there is no intent to run anybody out.

Mr. Davidson said the staff's focus has been to improve Orem. The General Plan has not been haphazardly put together and is required by law. Within the General Plan, acceptable uses in specific places are identified. It serves as a policy guide for the future development of the community. There have been many other discussions besides this one about zoning. If the Council wishes to go a different direction than the General Plan, then another look should be taken at the General Plan. He suggested this is not something staff has looked at as a way to harm.

Mrs. McCandless said Vineyard is going forward with plans that Orem cannot ignore. She expressed concern that the vote could be a tie.

Mrs. Black said Orem is facing a time of change, but they need to face the reality that Geneva Road is part of that. She said she liked the idea of making these uses permitted in the M1 zone and doing a rezone. She does not want to see more of these uses but is okay keeping these.

Mayor Evans said some of these uses no one wants off of Geneva Road, so the Council could eliminate those while notices for the proposed rezone.

Mr. Earl recommended continuing the item. He informed the Council that no new slaughterhouse applications could be accepted.

Mr. Sumner said there seemed to be a lot of fear about these businesses expanding. Mayor Evans added that this would have to be addressed.

Mr. Dunn said he had been doing a lot of the excavating in Vineyard. There was a 200-foot right-of-way by his property, and no one had charged for use of it. The railway has informed Mr. Dunn that he must pay rent on the right-of-way on his property. Mr. Dunn said he was fighting to save his business.

Mrs. McCandless said she would like to check to be sure the property owners are in agreement with the proposed rezoning.

Mr. Andersen said he would like staff to check on those case law issues.

Mr. Andersen then **moved** to continue this item indefinitely to consider the possibility of rezoning the affected properties to M1. Mr. Sumner **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, and Brent Sumner. Those voting nay: Mary Street The motion **passed** 5:1.

COMMUNICATION ITEMS

There were no comments on the communication items.

CITY MANAGER INFORMATION ITEMS

Mr. Davidson indicated that in order to streamline the City organization and align personnel and resources, the IT staff would be shifted from the Administrative Services Department and moved to the City Manager's Department.

ADJOURNMENT

Mr. Andersen **moved** to adjourn the meeting. Mayor Evans **seconded** the motion. Those voting aye: Mr. Andersen, Mrs. Black, Mayor Evans, Mrs. McCandless, Mr. Seastrand, Mrs. Street, and Mr. Sumner. The motion **passed** unanimously.

The meeting adjourned at 9:35 p.m.

CITY OF OREM
CITY COUNCIL MEETING
56 North State Street Orem, Utah
October 22, 2013

3:30 P.M. PUBLIC SAFETY TOUR

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services Director, Greg Stephens, City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Development Services Director; Scott Gurney, Interim Public Safety Director; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; Ned Jackson, Division Commander; Steve Clark, Division Commander; and Donna Weaver, City Recorder

PUBLIC SAFETY TOUR- Public Safety Building, 95 E Center Street

Scott Gurney, Interim Public Safety Director, took those present on a tour of the Public Safety Building. The tour included a look at the following departments within Public Safety:

- Patrol
- Investigations
- Victim Advocates
- Support Services
- Vehicles: Cars and Motorcycles
- K9
- Dispatch
- Sex Crimes
- Neighborhood Preservation

5:00 P.M. STUDY SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services

Director, Greg Stephens, City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Interim Development Services Director; Scott Gurney, Interim Public Safety Director; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; and Donna Weaver, City Recorder

Craig Martinez, Public Safety Police Lieutenant, presented to Council and Staff information regarding the social media tools being utilized by the Orem Department of Public Safety.

Mr. Davidson suggested that Orem elected officials adopt a City Council Code of Conduct, where expectations are specifically outlined, to preserve respect and courtesy for each Council member and the public. Should the Council agree with this plan of action, each Council member would be invited to review the concept and give insight. Mr. Davidson said January 1, 2014, would be a great time to implement it with as there would be new members joining the Council at that time.

REVIEW OF AGENDA ITEMS

The Council and staff reviewed the agenda items.

CITY COUNCIL NEW BUSINESS

The Council adjourned at 5:55 p.m. to the City Council Chambers for the regular meeting.

<u>6:00 P.M. REGULAR SESSION</u>

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Greg Stephens, City Attorney; Richard Manning, Administrative Services Director; Bill Bell, Interim Development Services Director; Scott Gurney, Interim Public Safety Director; Karl Hirst, Recreation Director; Charlene Crozier, Interim Library Director; and Donna Weaver, City Recorder
INVOCATION / INSPIRATIONAL THOUGHT	Ned Jackson
PLEDGE OF ALLEGIANCE	Andrew Turner

APPROVAL OF MINUTES

City Council Meetings

There were no minutes ready for approval.

MAYOR'S REPORT/ITEMS REFERRED BY COUNCIL

Upcoming Events

The Mayor referred the Council to the upcoming events listed in the agenda packet.

Upcoming Agenda Items

The Mayor referred the Council to the upcoming agenda items listed in the agenda packet.

Appointments to Boards and Commissions

Mayor Evans **moved** to appoint Mike Walker to the Heritage Advisory Commission, and Steve Smith to the Recreation Advisory Commission. Mr. Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Proclamations

Mrs. McCandless **moved** to proclaim November 1, 2013, as Extra Mile Day in the City of Orem. Mr. Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

REPORT – Recreation Advisory Commission

Mr. Bench recommended that this item be rescheduled.

Recognition of New Neighborhoods in Action Officers

No new Neighborhood in Action officers were recognized.

CITY MANAGER APPOINTMENTS

There were no appointments.

CONSENT ITEMS

There were no Consent Items.

PERSONAL APPEARANCES

Time was allotted for the public to express their ideas, concerns, and comments on items not on the agenda. Those wishing to speak should have signed in prior to the meeting, and comments were limited to two minutes or less.

Scott Sampson said illegal signs in Orem are advertising pollution. He encouraged candidates to take their signs down soon after the election.

Mr. Earl said Federal law does not allow requiring campaign signs to come down.

SCHEDULED ITEMS

6:20 P.M. PUBLIC HEARING
ORDINANCE – Amending Standard Land Use Code 5512 (Motor Vehicles (Used)) of the Orem City Code from a nonpermitted use to a permitted use in the HS zone.

Mr. Bench reviewed with the Council a recommendation to amend Standard Land Use Code (SLU) 5512 (Motor Vehicles (Used)) of the Orem City Code from a nonpermitted use to a permitted use in the HS zone. He said the HS (Highway Services) zone is located along the frontage of I-15. This area is highly visible to motorists traveling the corridor and is a very desirable area in regards to selling cars, whether new, or used. The HS zone already allows the sale of new cars, marine craft (boats new & used), and aircraft. Changing the ordinance to also allow for the sale of used cars is in harmony with current uses within the zone.

The HS zone is classified by the Orem General Plan as a Regional Commercial land use. The Orem General Plan states, "The Regional Commercial classification is established to provide locations in which the primary use of the land is for commercial and service uses to serve the needs of people living in an entire region." Allowing used cars along the I-15 corridor serves the traveling community that comes through the City on a daily basis and is in harmony with the Orem General Plan.

Ryan Clark, City Economic Director, said that a lot of parcels in this zone are under-utilized or are oddly shaped. This recommendation would give the City opportunity to generate sales tax revenue on these unique parcels.

Mayor Evans opened the public hearing. No one came forward so, he closed the public hearing.

Mrs. McCandless **moved**, by ordinance, to amend Standard Land Use Code (SLU) 5512 (Motor Vehicles (Used)) of the Orem City Code from a nonpermitted use to a permitted use in the HS zone. Mr. Andersen **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

6:20 P.M. PUBLIC HEARING
ORDINANCE – Enacting Section 22-11-51 (PD-38 zone) and Appendix FF (concept plan); and amending Section 22-5-3 (A) and the zoning map of the City of Orem by changing the zone on 9.38 acres at 1697 South 400 East from R6.5 to PD-38.

Mr. Bench presented a request to enact Section 22-11-51 (PD-38 zone) and Appendix FF (concept plan); and amend Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on 9.38 acres located at approximately 1697 South 400 East from the R6.5 zone to the PD-38 zone. The applicant recently acquired the Village Condominiums and renamed the development Summit Ridge Apartments. Approved in 1971, Summit Ridge contains 96 units on 9.38 acres which is a density of 10.2 units per acre. The overall site is underutilized and contains a large parking lot on the

southeast corner of the property. The applicant is seeking approval to construct a 74-unit building at this location. The density with the additional units would be 18.1 units/acre. As a comparison, other apartment projects in the City have the following densities (total units):

- Village Park Apartments, 1080 North Sate Street – 21.5 units/acre (192)
- Cortland Ridge Apartments, 800 West 800 North – 15.4 units/acre (144)
- Pinnacle Canyon View Apartments, 1430 South Sandhill – 24.4 units/acre (288)
- Country Springs Apartments, 625 South Orem Blvd. – 25.6 units/acre (164)

Since the current zone on the property (R6.5) does not permit the construction of high density housing, the applicant is proposing the creation of a new planned development (PD) zone. The text of the proposed PD zone is included with this report.

The applicant held a neighborhood meeting on April 4, 2013, and August 6, 2013, with several neighbors in attendance. The neighbors appear generally in favor of the request. Their main concern was "upgrading" the existing tenants, which zoning cannot address. One phone call prior to the Planning Commission was received by a neighbor inquiring about the height of the building. The caller is a property owner to the east who felt that the proposed 25-foot setback was too close to the property line.

The City Code indicates that planned development zones are appropriate for residential developments that are significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications. The new apartment building being proposed by the applicant is significantly different from the type of development that would be allowed under any of the City's standard zones and so would appear to meet this requirement.

The proposed PD-38 zone contains the following development requirements:

1. Density. The maximum density proposed under the PD-38 zone is 18.5 units per acre. The proposed building as shown on the elevations contains 72 units with the potential to add two additional units depending on what the developer does with "dead" space on two of the floors. These two locations can potentially be converted to additional units. The text reflects this possibility.
2. Height. The maximum height for structures is 50 feet and four stories.
3. Setbacks. Buildings must be set back at least 25 feet from neighboring properties not part of the PD-38 zone. Parking spaces, accessory structures, including covered parking, must be set back at least five feet from any property line and 25 feet from any public right-of-way.
4. Architectural Style. New buildings are required to conform to the elevations contained in the concept plan. Exterior finishing materials will be at least 60% brick, stone, or stucco.
5. Parking. At least 1.25 parking stalls will be required for units with one bedroom and at least two parking stalls will be required for units with two or more bedrooms. A total of 289 stalls will be required and the concept plan indicates that 399 stalls will be provided.
6. Fencing. A fence at least six feet in height is required along the entire perimeter of the project except where adjacent to public streets. The entire fence must be of the same design and materials.
7. Landscaping. The existing landscaping, which is extensive, will generally remain the same. There will be additional landscaping around the new building.

Mrs. McCandless inquired about the distance between the buildings and the adjoining structures.

Jeff Hawkes, developer, said they ranged between 75 and 115 feet. He has worked closely with the surrounding neighbors on a screening plan. He then reviewed the history of the project. They met with each contiguous neighbor and held a neighborhood meeting. The concern of most of the neighbors was the quality of the renters. The management company has changed, and there are new policies and procedures that will be enforceable onsite. He said he was also upgrading the existing units. The new construction would enhance the project and attract a higher quality renter.

Mr. Seastrand said he admired how Mr. Hawkes had approached the process of working with the neighbors. Mr. Seastrand asked what Mr. Hawkes' long-term plan for the property.

Mr. Hawkes said he planned to keep the project long-term, and it could be the beginning of good things for the entire neighborhood.

Mr. Seastrand asked about the lighting, and Mr. Hawkes said there was a fair amount of lighting in the existing project perimeter. The proposed plan would increase that, but he will work with the neighbors on it.

Mr. Sumner expressed appreciation for how Mr. Hawkes had worked with the neighbors. Mr. Sumner wondered how the current tenants of the existing units would be impacted by expansion. Mr. Hawkes said he assumed all the existing leases. Over a twelve-month period, those leases would be brought into the new policies and procedures.

Mrs. Black said she assumed the rent would go up, and Mr. Hawkes said it. She then expressed her appreciation for the improvements.

Mayor Evans opened the public hearing.

Russell Pitman said he was a trustee for the fourplex adjacent to this development. He said he objected to the project in the Planning Commission meeting, and said he was at this meeting to object again. His concerns included parking, building size, fence height, and what this project would do to the density of the neighborhood.

Peggy Pitman Usher said she was concerned about (1) building garages in the parking stalls; (2) and people hopping the fence.

Troy Strong said he lived in Lindon, but his family lived in the neighborhood by this proposed project. He said they support anything that would improve the area and believe this project would be a "shot in the arm" for the neighborhood.

The Mayor closed the public hearing.

Subsequent to Council and staff discussion, it was decided to require a seven-foot high fence on the project's side. Any storage buildings would have to come before the Council again and still meet the parking requirements for the project.

Mrs. McCandless said this project fits the definition of residential in a PD zone because of its proximity to State Street, and it would boost the neighborhood.

Mr. Andersen **moved** to enact Section 22-11-51 (PD-38 zone) and Appendix FF (concept plan); and amend Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on 9.38 acres located at approximately 1697 South 400 East from the R6.5 zone to the PD-38 zone, with an additional requirement for a 7-foot high fence the length and width of the new building. Mrs. Black **seconded** the motion.

Mr. Seastrand said it seemed the intent that the height of the fence would need to be six feet and asked for clarification. Mayor Evans said it was seven feet.

Mayor Evans called for a vote. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

6:30 P.M. PUBLIC HEARING
CONTINUED PUBLIC HEARING - ORDINANCE – Amending Chapter 14 of the Orem Code (Signs)

Mr. Bench reviewed a request to amend Chapter 14 of the Orem City Code pertaining to signs. He noted this was a continued discussion from the City Council meeting of October 9, 2013. City staff had proposed modifying the sign ordinance to allow portable signs on all properties located in a commercial zone. Under the current staff proposal, one portable sign would be allowed on any commercial property and two portable signs would be allowed on any commercial property that has 150 feet or more of frontage on a public street.

Staff had also undertaken a major overhaul of the entire sign ordinance with the intent of eliminating any potential content-based provisions that could be deemed contrary to the requirements of the First Amendment to the United States Constitution. Pursuant to this goal, City staff have eliminated from the ordinance several types of signs whose definitions were content based, added several new sign definitions and modified the definition of others. The proposed changes to Chapter 14 of the Orem City Code have been included with this agenda summary.

The Planning Commission considered the proposed amendments to the sign ordinance at its meeting on October 2, 2013, and again on October 16, 2013. The Planning Commission recommended approval with the following changes:

1. Add the CM zone to the sign zone table in Section 14-3-4.
2. Allow readerboard signs only in connection with temporary sites (no permanent site could use a readerboard sign) and extend the period of use from 30 days to 45 days.
3. Allow a decorative border on monument and pole signs up to 18 inches in width that would not count against the maximum sign area.

Mr. Sumner asked about A-frame signs, and if the businesses there could have that kind of sign. Mr. Bench said they could.

Mrs. Black asked if a banner-blade sign would be allowed. Mr. Bench indicated it would, if it was positioned correctly in regards to the building.

Mayor Evans opened the public hearing.

Sharon Price Anderson suggested allowing more signage when there were multiple businesses in a building. She read a quote emphasizing that "less is more" in terms of regulation.

Scott Sampson said many things are draped under the banner of "free speech", and he questioned whether that was really the intent of the Founding Fathers. Some signs are distracting to drivers. While advertising is valuable, people should be able to have somewhere they can go where they are free of advertising. These signs are really a form of spam.

Carolyn Manwaring said she supported the proposal, except for signs in motion which are a distraction.

Mayor Evans closed the public hearing.

Mrs. Street referred to an email suggesting the Council throw out all sign regulations. It is necessary to find a balance between helping businesses advertise and aesthetics. If a building has multiple businesses, she believes that should be a landlord issue.

Mrs. McCandless said she appreciated the work that had been done on this. This was not a free speech issue, but a commercial issue. She agreed that "less is more", but she also believed she meant it in a different way than Mrs. Anderson. Mrs. McCandless provided some examples of the kinds of signs businesses could use in the current ordinance. Mrs. McCandless then reviewed additional signs with the proposed ordinance. Her concern was that, once the door was opened, it would be incredibly difficult to close it. This was especially an issue with plans being discussed for State Street. The proposed change was premature.

Mrs. Black said she shared Mrs. McCandless's concerns. The Beautification Advisory Commission had concerns with this proposed ordinance. Mrs. Black said she would feel better if the banner blade signs were eliminated.

Mr. Sumner said this was not the end of the sign ordinance. He said he believed this ordinance was moving in the right direction.

Mayor Evans agreed, saying he had received a lot of input from members of the business community.

Mr. Andersen said having an ordinance that was not enforced was no way to run a city. The proposed ordinance addressed his earlier concerns. If residents saw ugly signs, they should tell the owners.

Mr. Seastrand noted that the Council did make some changes to the sign ordinance in the last round. It was important to have some uniformity in the signs. He said this ordinance was a huge improvement over the previous one.

Mrs. Black **moved**, by ordinance, to approve amend Chapter 14 of the Orem City Code pertaining to signs with the proposed changes and the Planning Commission recommendations, but with the exception of eliminating banner blade signs. Mrs. Street **seconded** the motion. Those voting aye: Mrs. Black and Mrs. Street. Those voting nay: Hans Andersen, Jim Evans, Mark E. Seastrand, Karen McCandless and Brent Sumner. The motion **failed**.

Mr. Seastrand **moved**, by ordinance, to amend Chapter 14 of the Orem City Code pertaining to signs, with the proposed changes and the Planning Commission recommendations. Mrs. Street **seconded** the motion. Those voting aye: Hans Andersen, Jim Evans, Mark E. Seastrand, Mary Street, and Brent Sumner. Those voting nay: Mrs. Black and Mrs. McCandless. The motion **passed** with a 5:2 majority.

6:30 P.M. PUBLIC HEARING
ORDINANCE – Amending the Current Fiscal Year 2013-2014 Budget

Richard Manning reviewed a request to amend the current Fiscal Year 2013-2014 Budget and amend Fiscal Year 2013-2014 Budget. The Fiscal Year 2013-2014 City of Orem budget has many adjustments that occur throughout the fiscal year.

Brandon Nelson reviewed proposed adjustments, including grants received from Federal, State, and other governmental or private entities/organizations; appropriating CARE Tax reserve funds to fund certain arts and recreation projects and/or organizations; funding of several Community & Neighborhood Services capital improvement projects through the use of Federal Housing & Urban Development (HUD) grant funds; and various other smaller technical corrections or minor budget adjustments that need to be made.

Mr. Manning said this highlighted that a budget is a plan, and that it was necessary to make adjustments for reality.

Mr. Andersen wondered what happened to the increases in sales tax revenue. Mr. Manning said it would not be wise to start using those funds because the economy could go down again. There could also be revenue fluctuations in other areas that needed to be met.

Mr. Davidson said there have been situations with the State sometimes would take back funds. The sales tax revenues Mr. Andersen was referring to were from July. The City would need to see if that trend continued. It was encouraging that the growth has been increasing.

Mayor Evans opened the public hearing. When no one came forward to speak, he closed the public hearing.

Mrs. Street encouraged the Council and staff to remember the City's budget principles and the need to look at ways to be on a sustainable track.

Mrs. McCandless **moved** to amend the current Fiscal Year 2013-2014 Budget and amend Fiscal Year 2013-2014 Budget. Mr. Seastrand **seconded** the motion. Those voting aye: Hans Andersen, Margaret

Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

ORDINANCE – Amending Chapter 8 of the Orem City Code – Cemeteries

Chris Tschirki reviewed a proposal to amend Chapter 8 of the Orem City Code. He said the City was responsible for maintaining and operating city cemeteries. Currently, Chapter 8 contains a number of inconsistencies and outdated policies and practices. The proposed changes to Chapter 8 would accomplish the following:

1. Create additional specificity and uniformity throughout the ordinance;
2. Clarify the duties and responsibilities of cemetery employees and patrons;
3. Grant the City Sexton limited but necessary discretion to deal with problems that arise during the daily operation of the cemetery;
4. Establish separate policies and procedures for the benefit of the public;
5. Remove superfluous or extraneous provisions that are no longer applicable to the operation of the cemetery; and
6. Explain and implement the City Resident Veteran Program

Additional Specificity and Uniformity

The amendment removes extraneous words from the ordinance and incorporates defined terms to promote clarity and consistency throughout the ordinance.

Clarification of Duties

The changes to the ordinance establish when a duty has been specifically delegated to the City Sexton or to another cemetery employee. The amendment also clarifies the specific requirements that cemetery patrons must fulfill in order to utilize cemetery services.

Grant of Limited Discretion to the City Sexton

The City Sexton and other cemetery employees have the responsibility of serving cemetery patrons during emotionally charged events. It is necessary for the City Sexton to have some limited discretion to address issues and concerns that arise. The amendment provides the City Sexton with some discretion to make judgment calls based on circumstances that may not have been contemplated by the ordinance or the cemetery policies and procedures.

Creation of Separate Policies and Procedures

The City Sexton will have the responsibility of drafting cemetery policies and procedures. These policies and procedures will not impact the substantive rights of burial right owners or the rights and obligations of the City. The creation of separate policies and procedures will simply allow the City Sexton to clarify for cemetery patrons and the public applicable rules and regulations that must be met in order to maintain a beautiful, peaceful, safe, and efficient cemetery. The policies and procedures will contain, inter alia, specifications and rules for vault size and use, the size and make of grave markers, the use and maintenance of grave marker and lot decorations, the acceptable number of burials per lot, and provisions outlining the maintenance of cemetery records.

Removal of Extraneous Provisions

The amendment will remove certain sections of the ordinance that have not been or are no longer used including: the burial of indigents; the burial of infants or youths; the practice of double-depth burials (however double-depth burials will be allowed in limited circumstances as explained in the policies and procedures); all requirements and specifications dealing with grave marker composition and size; and all sections of the ordinance dealing with grave marker and lot decorations (these requirements will now be included in the cemetery policies and procedures).

Explain and Implement the City Resident Veteran Program

The amendment also allows the City to continue to provide a benefit to veterans who are residents of the City and who choose to be interred at the cemetery. To further this end, the City will implement the City Resident Veteran Program under which the City will donate a lot in the veteran's section of the cemetery to any qualified veteran for his/her burial at the time of his/her death subject to proof of veteran status and residency and the payment of opening and closing charges. If the donated lot is not used for the burial of the qualified veteran, then the lot will revert back to the City. Surviving spouses of the veteran will have the option of purchasing burial rights in a lot adjacent to the lot where the veteran is interred. This program will remain in place until all lots in the veteran's section of the cemetery have been filled.

When Mrs. Black expressed concern about limiting a single marker per lot for children, Mrs. Schreiber said some of the reasons for that were (1) maintenance, (2) preservation and (3) safety of the grave markers. The discretion would now be left to the Sexton.

Mr. Seastrand asked if double-depth burials were allowed. Mr. Tschirki said they are allowed in veteran areas.

Mr. Tschirki then said the concern for grave markers could be addressed in the manual. He said he would discuss it with the Sexton and report back to the Council on it.

Mrs. McCandless said Orem had outstanding cemetery staff. They were the right people in that job.

Mr. Seastrand asked who would approve changes in the manual. Mr. Tschirki said it was his intention to be involved, as well as the division manager and the Attorney's Office. Mr. Seastrand voiced concern that this could place the Sexton in an awkward position.

Mr. Davidson suggested that it could be changed to also require the approval of the Public Works Director.

Heather Schreiber suggested that the language could be as follows:

> *The city may prepare additional rules and regulations for the operation of the cemeteries that are not contained in this chapter; these additional rules and regulations include those found in the cemetery policy and procedures manual, as approved by the Public Work's director.*

Mr. Andersen **moved**, by ordinance, to amend Chapter 8 of the Orem City Code as proposed but with Mrs. Schriever's addition. Mrs. McCandless **seconded** the motion. Those voting aye:

Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

COMMUNICATION ITEMS

There were no comments on the communication items.

CITY MANAGER INFORMATION ITEMS

Mr. Davidson invited the Council to wish Mr. Sumner a happy birthday.

ADJOURNMENT

Mr. Seastrand **moved** to adjourn the meeting. Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

The meeting adjourned at 8:37 p.m.

CITY OF OREM
CITY COUNCIL MEETING
56 North State Street Orem, Utah
November 12, 2013

4:00 P.M. STUDY SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services Director, Greg Stephens, City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Development Services Director; Scott Gurney, Interim Public Safety Director; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; Paul Goodrich, Transportation Engineer; Donna Weaver, City Recorder; and Taraleigh Gray, Deputy City Recorder

Overview – PD-34 Zone

Kris Longson, Woodbury Corporation, presented an overview of the Mall expansion and redevelopment proposal, which included:

- Residential Housing
- Office Buildings
- Park
- Underground Parking Structures
- Updates to existing structures: New fixtures on the interior; Enhanced façade
- New Road

Mr. Davidson referred to the proposal as a unique project, unlike any other developments in Orem, and acknowledged the synergy involved when mixing office, residential, and retail.

Mr. Bell shared an overview of a trip to California taken by some Council Members and staff to tour mixed-use developments. The purpose of the excursion was to gain ideas that could be implemented in the University Mall redevelopment.

Update – Street Connection Master Plan – Paul Goodrich

Paul Goodrich, Transportation Engineer, provided to staff an update on the Street Connection Master Plan.

REVIEW OF AGENDA ITEMS

The Council and staff reviewed the agenda items.

CITY COUNCIL NEW BUSINESS

Councilmember McCandless

Mrs. McCandless asked staff to look into a panhandling ordinance. Mr. Stephens indicated that an aggressive panhandling ordinance was completed in January 2012, though revisions could be made to it. A major concern with panhandling is the transactions that transpire within the roadway between a panhandler and a vehicle operator/passenger.

Mrs. Black asked Mr. Stephens what the next action should be on the panhandling. Mr. Stephens asked the Council Members to give him some direction on what they would like to see, and suggested they review what is currently in the Orem City Code in Section 9-2-14.

Mrs. Black requested that Mrs. McCandless get more information on the Provo panhandling ordinance and bring it back for discussion at the next meeting on November 19, 2013.

The Council adjourned at 5:45 p.m. to the City Council Chambers for the regular meeting.

6:00 P.M. REGULAR SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Greg Stephens, City Attorney; Richard Manning, Administrative Services Director; Bill Bell, Development Services Director; Scott Gurney, Interim Public Safety Director; Karl Hirst, Recreation Director; Charlene Crozier, Interim Library Director; Donna Weaver, City Recorder; and Taraleigh Gray, Deputy City Recorder
INVOCATION / INSPIRATIONAL THOUGHT	Ed Riding
PLEDGE OF ALLEGIANCE	Kelly Kirkpatrick

APPROVAL OF MINUTES

The minutes from the October 8 and 22, 2013, City Council Meetings were not yet available for approval.

MAYOR'S REPORT/ITEMS REFERRED BY COUNCIL

Upcoming Events

The Mayor referred the Council to the upcoming events listed in the agenda packet.

Upcoming Agenda Items

The Mayor referred the Council to the upcoming agenda items listed in the agenda packet.

Appointments to Boards and Commissions

Karen McCandless **moved** to appoint Scott Sampson to the Beautification Advisory Commission. Mark Seastrand **seconded** the motion. Those voting aye: Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Recognition of New Neighborhoods in Action Officers

There were no new Neighborhood in Action officers recognized.

Oath of Office

Greg Stevens introduced the Orem Youth Council. Donna Weaver, City Recorder, administered the oath to the following students from high schools throughout Orem: Jessica Seaman, Christian Sanchez, Esther Harkness, Renee Moulten, Hayden Magness, Connie Gonzalez, Austin Weenig, Ian Berlin, Chazz Kreutzkamp, Megan Louder, and Joseph Smith.

Proclamation

Mr. Sumner read a proclamation declaring November 10-16, 2013, as Elevator Escalator Safety Awareness Week. Brent Sumner **moved** to approve the proclamation. Mark Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

CITY MANAGER APPOINTMENTS

There were no City Manager Appointments

PERSONAL APPEARANCES

Time was allotted for the public to express their ideas, concerns, and comments on items not on the agenda. Those wishing to speak should have signed in prior to the meeting, and comments were limited to two minutes or less.

Karl Hirst presented the Orem High School Boys Cross Country team in recognition of their recently earned state title, the first state championship earned by Orem High since 1974. Mark Seastrand read a proclamation to honor them. Mr. Seastrand **moved** to approve the proclamation. Mrs. McCandless **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Karl Hirst then presented the Timpanogos Girls Soccer team in recognition of their accomplishments in the second state title earned in three years. Mayor Evans read a proclamation honoring them. Mayor Evans **moved** to approve. Mr. Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mayor Evens recognized Kelly Kirkpatrick for his commitment and dedication shown in helping the community. Mr. Kirkpatrick presented Mayor Evans with a retired flag, removed from the memorial pole at the cemetery.

Sheri Liston shared concerns and expressed confusion about the Woodbury proposal. She said she is concerned about the discrepancies in the information pertaining to residential units.

Aaron Orullian, chairman of Beautification Advisory Commission, extended appreciation to Mr. Sumner for service on the City Council.

Fran Nordmeyer voiced concern about an upcoming agenda item. He is concerned about the density of housing units in the proposed project. He is concerned that the discussions won't be remembered as the momentum of the project moves forward.

Linda Carlton stated that not enough information had been gathered regarding the high density housing. She requested opportunity to meet to discuss further the projects and plans of the proposed project.

Monty Kofford expressed concern for the lack of parking with the proposed rezoning at the Mall and said he would like to see this proposed project studied further before decisions are made.

Brenda Burrell said she received a notice of noncompliance regarding business signage. She expressed frustration about the sign ordinance.

CONSENT ITEMS

There were no Consent Items.

SCHEDULED ITEMS

6:20 P.M. PUBLIC HEARING
ORDINANCE – Amending Section 22-2-1 of the Orem City Code as it pertains to the definition "Family" and amending Section 22-11-46 as it pertains to the maximum number of unrelated people that may occupy a dwelling unit in the PD-33 zone at 800 South Geneva Road.

22-2-1:
"Family shall mean one of the following groups of individuals, but not more than one at the same time: (1) an individual living alone; or (2) two or more people all of whom are related to one designated occupant of the dwelling by blood, marriage, adoption, or legal guardianship and their foster children and up to two other unrelated persons who do not pay rent and are not the primary occupant(s) of the dwelling; or (3) up to three related or unrelated individuals who live and cook together as a single housekeeping unit; or (4) two

unrelated individuals and any children of either of them living as a single-housekeeping unit; (5) up to six unrelated individuals living in the Student Housing Overlay zone or PD-21 zone; or (6) a number of unrelated individuals as may be specifically indicated in a particular PD zone.

22-11-46. PD-33 zone (Transit Oriented Development-800 South Geneva Road)
H. Occupancy of Residential Units. A residential unit in the PD-33 zone may be occupied by either (1) one single family as defined in Section 22-2-1 or (2) up to, but no more than four individuals who are not all related to each other where the unit has at least four bedrooms..

Mr. Bench, Planning Division Manager, presented to the Council a proposal to amend section 22-2-1 allowing the definition of "Family" to be altered for different PD zones. Mr. Bench noted that the proposed amended language allows any future PD zone to come before the Council to discuss densities within a specific PD zone. Mr. Bench said the parking in the PD-33 zone is based upon the number of bedrooms. This addition will be consistent with the parking requirement, in that whether there are three bedrooms or four bedrooms, the parking will be the same. Mr. Bench reports that the planning commission recommends approval on this and that Staff is supportive as well.

Mrs. Street wondered how the family definition is handled in student housing. Mr. Bench said this proposed amendment would define that.

Mr. Andersen asked if there was student housing allowing two people per room, and asked how many apartments that included.

Mr. Bench said Parkway Crossing is a unique PD zone which allows up to six unrelated singles per unit. This proposal would allow other PD zones to come forward and have more than three singles.

Mr. Andersen inquired why this proposal was being limited to one person per bedroom. Mr. Bench said the family definition allows up to three singles, and the applicant wants to go beyond that to allow four. In order to be sure there is adequate parking staff is recommending limiting it to one person per room.

Mayor Evans opened the public hearing. No one came forward to speak, so Mayor Evans closed the public hearing.

Mrs. McCandless expressed her belief that this was an appropriate change.

Mrs. McCandless then **moved** to amend Section 22-2-1 as it pertains to the definition of family, and amend Section 22-1-46 as it pertains to the maximum number of unrelated people that may occupy a dwelling unit in the PD-33 zone at 800 South Geneva Road. Mrs. Street **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mr. Clark, applicant, said he wanted to preserve the rights for continuous land owners to the east, so they have the ability to bring their arguments to Planning Commission and City Council if they want more density because of their proximity to the Intermodal hub and FrontRunner.

Mayor Evans assured Mr. Clark that other businesses may come and go through the process to do that.

6:30 P.M. PUBLIC HEARING

RESOLUTION – Establishing a Residential Parking Permit Area on 300 South, between 400 East and Campus Drive.

Scott Gurney, Interim Director of Public Safety, recommended that the City Council establish a residential parking permit area on 300 South between 400 East and the intersection of Lambert Drive. He stated that due to the new construction at Orem high School, the parking situations there have changed. After completing a study of the area, the following conclusions were drawn:

1. While Orem High School is in session, 300 South is congested with motor vehicles that are not owned by those living along 300 South.
2. Each day after school concludes, the majority of the motor vehicles parked along 300 South are gone.
3. During the school day, there is a significant number of open parking spaces in Orem High School's parking lot which is located on the north side of the school's campus.

Mr. Gurney introduced Lieutenant Craig Martinez, indicating that Mr. Martinez took the lead in talking with residents of this area. Mr. Gurney reported that thirteen residents expressed a desire to be involved in the residential parking permit area, and all thirteen have provided signatures. Mr. Gurney reported that the intent is to establish a residential parking permit from 7:00 a.m. to 4:00 p.m. He said there would be opportunity for resident homeowners to obtain guest passes for visitors.

Mr. Martinez said that, during the traffic study, he had found it necessary to issue parking tickets due to the parking problems in the area. He reiterated that every home in the area has signed a petition and wants this area to be designated a residential parking permit area.

Mayor Evans asked if there were any parking concerns along Campus Drive. Mr. Martinez said there were not and that the area was already part of a residential permit area. A majority of these streets around the high school are already encompassed in a residential permit area. After the remodel that took place on the school, the students began parking their cars on 300 East because it was closer to the entrance than parking in the designated student parking lot.

Mr. Gurney reiterated the intended area for the permit area, which would be 400 East all the way to Lambert Drive.

Mayor Evans opened the public hearing.

Brent Hanson voiced concern that there was not adequate signage on the 400 East signifying that school was in session. He said trash get left in his yard.

Dave Whitworth asked why the cars could not be towed if signs are posted. He didn't feel that two visitor permits would be adequate.

Mr. Martinez said it was not feasible to tow the cars. If people park in the residential parking permit area without a permit, then they would be issued citations. Enforcement would be more easily

achieved. If a residence needs more permits than what are generally allowed, then accommodations can be made.

Mr. Seastrand said he has spoken with individuals and learned that this program has been successful in helping neighborhoods and homeowners. He said that, in the area where he lives, the parking permit program has proven positive and effective.

Margaret Black **moved** that the City Council, by resolution, establish a Residential Parking Permit Area on 300 South, between 400 East and Lambert Drive. Mark Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

6:30 P.M. PUBLIC HEARING
RESOLUTION – To Appropriate Public Safety Evidence to Public Interest Use.

Scott Gurney recommended that the City Council appropriate a Dell Vostro laptop, currently in evidence, to public interest use by the Public Safety Department. Should the resolution be approved, the laptop will be used by the evidence technicians to log evidence at crime scenes.

Mrs. McCandless **moved** to approve to appropriate Public Safety evidence to public interest use. Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

COMMUNICATION ITEMS

There are no Communication Items.

CITY MANAGER INFORMATION ITEMS

There were no City Manager Information Items.

ADJOURNMENT

Mr. Sumner **moved** to adjourn the meeting. Mr. Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

The meeting adjourned at 6:57p.m.

CITY OF OREM
CITY COUNCIL MEETING
56 North State Street Orem, Utah
November 19, 2013

3:30 P.M. STUDY SESSION- LIBRARY MEDIA AUDITORIUM

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Richard Manning, Administrative Services Director, Greg Stephens, City Attorney; Steve Earl, Deputy City Attorney; Karl Hirst, Recreation Director; Chris Tschirki, Public Works Director; Bill Bell, Development Services Director; Steve Clark, Public Safety Division Commander; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; Donna Weaver, City Recorder; and Taraleigh Gray, Deputy City Recorder

Preview – North Pointe Solid Waste Special Service District - Interlocal Agreement

Mr. Amundson reviewed with the Council of the North Pointe Interlocal Special Service District Agreement. Mr. Andersen expressed concern that the City would be entering into a six-year agreement when there might be other providers.

Mr. Davidson explained some of the history with the district, noting that some of the savings Mr. Andersen referenced would actually result in increased costs for residents who would use the North Pointe transfer station as well as City-sponsored events like neighborhood cleanups.

Mr. Seastrand encouraged the City to find the best solution in terms of price, longevity, quality, and sustainability.

Update – Panhandling Ordinance

Mr. Stephens identified the differences between the Orem panhandling ordinance and the Provo panhandling ordinance. He said the main concern of safety, where people are making panhandling transitions in the roadway.

Preview – Cosponsor Group Discussion

Mr. Hirst instructed staff and Council on the intent of the Recreation department to recommend to the Council that language be established in the City Code which would define the relationship between the City and cosponsored groups.

Preview – PD-39 (Cascade Village)

Mr. Bench reviewed the Cascade Village project . He indicated traffic is a main area of concern for this project.

REVIEW OF AGENDA ITEMS

The Council and staff reviewed the agenda items.

CITY COUNCIL NEW BUSINESS

The Council adjourned at 5:55 p.m. to the City Council Chambers for the regular meeting.

6:00 P.M. REGULAR SESSION

CONDUCTING	Mayor James Evans
ELECTED OFFICIALS	Councilmembers Hans Andersen, Margaret Black, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner
APPOINTED STAFF	Jamie Davidson, City Manager; Jon Amundson, Assistant City Manager; Greg Stephens, City Attorney; Richard Manning, Administrative Services Director; Bill Bell, Development Services Director; Scott Gurney, Interim Public Safety Director; Karl Hirst, Recreation Director; Charlene Crozier, Interim Library Director; Jason Bench, Interim Planning Division Manager; Donna Weaver, City Recorder; and Taraleigh Gray, Deputy City Recorder
INVOCATION / INSPIRATIONAL THOUGHT	Kay Mitchell
PLEDGE OF ALLEGIANCE	Val Harrison

APPROVAL OF MINUTES

There were no minutes available for approval.

MAYOR'S REPORT/ITEMS REFERRED BY COUNCIL

Upcoming Events

The Mayor referred the Council to the upcoming events listed in the agenda packet. Mrs. Black made an announcement about the "Lights On" celebration at the city center on November 25, 2013.

Upcoming Agenda Items

The Mayor referred the Council to the upcoming agenda items listed in the agenda packet.

Appointments to Boards and Commissions

Mr. Seastrand **moved** to appoint Sheralyn Bennett and Gregory Brown to the Community Development Block Grant Advisory Commission. Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mr. Seastrand **moved** to appoint Stacy Noel to the Recreation Advisory Commission. Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mr. Seastrand **moved** to appoint Leslie Nelson to the Transportation Advisory Committee. Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Recognition of New Neighborhoods in Action Officers

No new Neighborhood in Action officers were recognized.

CITY MANAGER APPOINTMENTS

Jamie Davidson requested the advice and consent of the Council to appoint Matthew Biesinger to the Board of Adjustment. Mrs. Black **moved** to appoint Matthew Biesinger to the Board of Adjustment. Mrs. McCandless **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

PERSONAL APPEARANCES

Time was allotted for the public to express their ideas, concerns, and comments on items not on the agenda. Those wishing to speak should have signed in prior to the meeting, and comments were limited to two minutes or less.

Aaron Orullian shared images of the banners that will be affixed to the light poles throughout Orem's entry streets. He said this effort was in conjunction with Utah Valley University (UVU). The commission created an Orem Honor Roll plaque for those who donate to the project. Mr. Orullian said it is important to honor citizens who are willing to help the city through private donations. He indicated that more information will be shared in February 2014 on this project.

Wayne Burr said the property tax was voted down soundly. He said he was upset when he read the Council was going to shift the funds the City would have gotten from property tax to the utility bill. He expressed concern that the Council might do things to get around the public and go against the will of the people.

Mayor Evans asked Mr. Davidson to clarify on the concern of utility fees. Mr. Davidson said there has not been any discussion regarding shifting from tax to utility bill fees.

CONSENT ITEMS

RESOLUTION - Authorizing the City Manager to Transfer $20,000 from the City Council Contingency Account to Fund Council Chamber Audio-Visual Upgrades and to purchase computers and accompanying equipment for elected officials

The Council moved this item to the Scheduled Calendar.

SCHEDULED ITEMS

RESOLUTION - Authorizing the City Manager to Transfer $20,000 from the City Council Contingency Account to Fund Council Chamber Audio-Visual Upgrades and to purchase computers and accompanying equipment for elected officials

Mr. Davidson presented to the Council a resolution to transfer funds from the City Council contingency fund to update necessary equipment for City Council use.

Mr. Sumner asked if there was any furniture or décor included in this proposal, and Mr. Davidson said there was not.

Mr. Andersen said that he is hoping the use of these funds will be to better accommodate the public, who want to be involved in the City Council meetings. Mr. Andersen asked if there was a timetable or goal in place to provide access to the Council proceedings on the internet.

Mr. Davidson said there are some foundational issues that need to be accommodated within the City Council chambers before streaming of meetings would be possible. The primary focus would be to first improve the existing conditions within the Chambers. Mr. Davidson said no timeline was in place.

Mayor Evans said this was critical because citizens should be able to hear what was being said and see what was going on during Council meetings.

Mrs. McCandless **moved,** by resolution, to authorize the City Manager to transfer $20,000 from the City Council contingency account to fund council chamber audio-visual upgrades, and to purchase computers and accompanying equipment for elected officials. Mr. Seastrand **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

6:20 P.M. PUBLIC HEARING
ZONING ORDINANCE AMENDMENT – Amending Section 22-11-35(L)(4)(a) pertaining to parking requirements in the PD-22 Zone (Northgate Development).

The proposed amendment is outlined below:

22-11-35(L)(4)(a)

4. Parking.

a. Residential areas. Buildings containing residential uses only shall provide two ~~and a half~~ (2½) parking stalls for every dwelling unit ~~containing two (2) or more bedrooms and two (2) parking stalls for those containing fewer than two (2) bedrooms~~.

Mr. Andersen stated that he would recuse himself from the discussion and vote because he received a campaign contribution from Bruce Dickerson, the applicant. Mr. Andersen said the Council's Code of Ethics excluded gifts.

Mr. Stephens informed Mr. Andersen that in the definition of a gift, campaign contributions were excluded. There was no reason, according to State or City law, that would require Mr. Andersen to recuse himself for a campaign contribution.

Mr. Andersen maintained his intent to recuse himself and left the discussion at 6:27 p.m.

Mr. Bench presented to the Council a proposal to amend section 22-11-35(L)(4)(a) pertaining to parking requirements in the PD-22 Zone, known as the Northgate Development. He said the proposed change would change the requirement from two-and-a-half parking stalls to two parking stalls. Mr. Bench said the Planning Commission reviewed this item and reported they are comfortable with this recommendation.

Mr. Seastrand asked if the change would only affects the Northgate development. Mr. Bench said it would only impact this development.

Bruce Dickerson, applicant, said that after discussing the concern of overflow parking with a neighbor to the development, Mr. Dickerson would relandscape one area and would turn the extra parking into a tot-lot. He said the neighboring development has no sports courts or tot-lots, and this would be an amenity available for all people in the area to use.

Bruce Chesnut said he worked with staff for a number of weeks on the detention basin. The capacity of the basin is such that it would maintain the storm water. He said the tot-lot would be an amenity that does not yet exist in the area. Mr. Chesnut said the association involved in the project would maintain the basin.

Mayor Evans opened the public hearing. When no one came forward, Mayor Evans closed the public hearing.

Mrs. Black **moved**, by ordinance, to amend Section 22-11-35(L)(4)(a) pertaining to parking requirements in the PD-22 zone. Mr. Sumner **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

Mrs. McCandless said she supported the change, and appreciated that Mr. Dickerson made a change after speaking with the adjacent property owner.

Mr. Dickerson expressed his gratitude to the City for the park on 800 North. He then said he wanted to clarify the issue raised by Mr. Anderson. Mr. Dickerson said that years ago he made a contribution

to an individual who then made a contribution to Mr. Andersen. Mr. Dickerson said he was not aware of where the money had gone. He said he felt bad about this situation in that he felt used.

Mr. Andersen returned to the meeting 6:37 p.m.

6:30 P.M. PUBLIC HEARING
Enacting Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amending Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone

Mr. Bench presented a request to enact the PD-34 zone by changing the property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone. Mr. Bench said the University Mall opened their doors in 1973. The mall has expanded over time, and they now want to invest with the City of Orem and expand once again, bringing in new office and retail space. He said the expansion would broaden the Orem tax base, which would positively impact the economy in Orem.

Mr. Bench said this is the first of two public hearings going before the Council and additional input would be allowed on December 10, 2013. Mr. Bench encouraged the public to seek more information regarding the project, should they have any concerns they would like to discuss.

Mr. Bench displayed the noticing map the planning division employed as they endeavored to notify the public of this proposed zoning change. He said they mailed 1,085 notices within a 2,600 foot boundary. He said these notices were sent well beyond the typically required notification boundary of 300 feet.

Mr. Bench said there are several aspects of the concept in creating this PD-34 zone. He indicated this zone would allow a retail, residential, and office mix which would breathe life and energy into the area. The project could add to the vitality of Orem and help the local economy.

Mr. Bench referred to the proposed map and indicated the existing Mervyn's building would be demolished. The entire area would have a mixed component, and within that mix there would be retail, office and residential space. He indicated there were limited areas specific to residential only, and there would be specific height restrictions defined within those areas.

Mr. Bench said a traffic study was conducted on the mall based on the current conditions. He said the project would have a fifteen-year build-out and recommendations had been made as to what could be done over that period of time. He said UDOT was looking at constructing improvements at the intersection of State Street and University Parkway, though the specific details to those improvements were not yet known to the City.

Mr. Bench identified the efforts of the traffic study as an ongoing process. He said each individual site plan would have to go before the Planning Commission. Mr. Bench said the mixed use component could reduce traffic in peak hours up to thirteen percent.

Mrs. Black asked for Mr. Bench to elaborate on the grid system with the proposed Mall project. He said there would be a street connection from State Street over to 800 East. That connection would be part of phase one and could diversify traffic flow.

Mr. Bench presented some examples of different commercial styles being considered for office building. He showed examples of elevations for types of office buildings and residential structures. He reviewed samples of different parking structures.

Mr. Bench said the conceptual plan of phase one is to include the demolition of the Mervyns building, along with a portion of the north mall. An office building would be constructed in addition to residential units. An underground parking structure would be included in phase one, and road and utility infrastructure would be set in place. New major retail and new restaurants would be constructed.

Mr. Seastrand asked for ideas of some of the building heights on the examples shown in the presentation.

Kris Longson, Woodbury Corporation, said he estimated the graphic representation was somewhere around one hundred feet in elevation.

Mr. Seastrand asked how the apartment complex would compare to the elevations provided in the presentation. Mr. Longson said the information on apartment complexes would be covered more in the presentation.

Mrs. McCandless inquired about (1) how tall a building could be in the R8 zone, (2) how tall a building could be in the PD-34 zone, and (3) how tall a build a building could be along 800 East.

Mr. Bench replied that (1) it could be thirty-five feet in the R8 zone, (2) sixty feet in the PD-34 zone, and (3) sixty feet along 800 East.

Mrs. McCandless observed that these numbers are similar to what has been proposed.

Mr. Longson presented to Council the University Place concept, which would be erected at the current University Mall site, should Council enact the PD-34 zone. He gave background on the Woodbury Corporation, the developer heading the proposed project, and shared examples of past Woodbury Corporation projects. Mr. Longson noted that the Woodbury Corporation would partner with Ivory Homes to bring about the residential aspect to the project.

Mr. Longson reviewed the park concept plan, indicating it would include a large grass area and would be included in the first phase of the project. It would have a large play area for children incorporated into the design of the park and that several ways of programming the use of the park would be considered in the design and construction of the park as well. Mr. Longson indicated a future phase of the University Place project would include a swim and tennis club which would be open to the community.

Mrs. Black asked if the proposal contained an office building for the north end of the project. Mr. Longson said the office building would not be included in phase one. He said office buildings were planned for phase two which would include the addition of the swim and tennis club.

Mrs. Street inquired about the capacity of the proposed underground parking structure. Mr. Bench said there would be service parking on the ground level of the structure with 350 parking stalls underneath in the underground portion.

Mr. Sumner said he received an email expressing concern about air pollution due to more people and more automobiles moving through this area.

Mr. Longson said there would be a construction impact which would bring about some increase in pollution, but he reiterated that the project was intended to get people out of their cars and back on foot to enjoy their surroundings. He said that was the concept behind a walkable community.

Mayor Evans opened the public hearing.

Fran Nordmeyer said he was vigorously opposed to the enactment of the PD-34 zone. He said he was concerned the PD zone would relax requirements, which he feels are not appropriate.

Quinn Mecham expressed concern about (1) public education on the impacts of the project, (2) the speed at which a decision was being sought, (3) the density of the residential space, (4) the traffic, and (5) the impact on local schools. He said the project would negatively affects the quality of life for those living in the area and would bring about a fundamental change to the character of Orem.

Phil Snelgrove said he agreed the project would be a fundamental change. He said Orem does not have a city center, and the project—if done well—could be a significant improvement requested caution. He asked if a grocery store was anticipated in this plan.

Wayne Burr said he believed in owning and controlling property. He was against zoning. He said people plan their lives around zoning and asked Council to consider the lives of those impacted by the enactment of this zone.

Caroline Earnshaw said more buildings were not the best way to bring about progress.

Keith Warrens said he was concerned the outside of the development would be unappealing as a wall of concrete.

Cathy Griffiths said she was worried about the residential density, and the parking requirements and size of the parking structure. She questioned if visitor parking would be included.

Emily Vance said she was concerned about the (1) height of the project, (2) dynamic between the new residential and old residential, and (3) logistics of public safety responding to this area.

Bob Wright said he thinks December 10th was too soon to vote on the project.

Linda Carlton said she felt greatness was being thrust upon the citizens, and she does not like the proposal.

Calvin Gaisford said he read through the code and noticed some discrepancies, leaving him with question such as whether or not the apartments would be owner occupied or leased.

Ronnie Connors expressed concern the project would become a transient project and an eye sore. She questioned if there had been a study to determine the need for high density residential and urged the Council not to allow high density housing on the mall property.

Vernon Stout said he was concerned about the water and sewer infrastructure. He asked why the proposal would allow a building 180 feet tall if the developer only intended a100-foot building. He said he was worried about public safety concerns with a fifteen story building.

Mark Leighton said he was curious if anything was addressed in the proposal to make way for churches.

Sherry Liston asked the Council to reconsider, saying the master plan intended Orem to be predominantly a single-family community.

Kay Mitchell said she was concerned about setback limits, mall maintenance, rented apartment, and schools.

Colby Mitchell said he rents a living space in the area. He would like more time to discuss details of the impact increased residential would have.

Cynthia Campbell, Orem business owner, voiced concern that business owners in Orem would not be able to attract the caliber of people to work at Orem businesses.

Theresa Lindsay said she thought it would be better if the residential units were owner-occupied and not up for rent.

Rebecca Daley said she was concerned that Orem would end up subsidizing the mall development which would create debt for Orem.

Sam Clark said he was worried about the homes adjoining the project making the property values for the homes to the west unstable. He suggested that the developers could purchase homes if the values went down.

Melody Andersen said she was concerned Woodbury Corporation was giving money to Council members who would vote in favor of the proposal.

Karen Zea expressed concern about (1) the urbanization of Orem, (2) where schools would fit into the plan, (3) adequacy of the parking, (4) if the area would be safe.

Aaron Orullian said he surveyed thirty-one business owners on State Street, many of whom said they felt the appearance of State Street and the Mall was ugly. He said he compared the proposal to the Riverwoods project in Provo; it could be good for Orem. A city with no economic growth would die. He said it could maintain needed growth improve the mall's appearance.

James Fawcett said he was concerned about the view, both for the neighbors and people driving by.

Shelly Parcel said she thought thing were changing unnecessarily, and the plans were vague. Information could be hidden in the proposal. She requested more time to consider the proposal.

Barbara Jackman asked if student housing would be incorporated in the PD zone and questioned the specific number of apartments that would be constructed. She questioned if the property was already zoned for student housing.

Tai Riser said he liked the project idea. He has heard a lot of suggestion to delay the vote and observed that he did not know any successful business owner who would delay service because there was a pending change in management. Mr. Riser said Woodbury brings in ten percent or more tax of Orem's sales tax revenue. The proposed housing would target young professionals and was just the kind of housing they would be looking for.

Jared Conners said the project was more than a business decision, and he expressed concern that it would change social interaction residents in the area. It might be a walkable community but Orem residents do not normally walk in the hot summer and in the cold winter.

Janelle Burgen said she was concerned with the high density living space and the term "upscale." She asked what was considered upscale about these apartments.

Joyce Scofield said she was concerned about the high density element of the proposal and who would want to live there.

Val Harrison expressed concern about the residential density and that the total allowable units under the zone was 1,500, rather than the 450 units being discussed.

Bradley Baird said that, while he is a proponent of property rights, Orem is not concentrated enough to support a project like the one being proposed. Because of the cost of the project, mall rents could go up and businesses there would be forced out.

Becky Smith said she is new to Orem and has concerns about crime and pollution. There should be another community meeting about the project.

Bill Jackman suggested the Council listen and make adjustments, so the problems with the project could be solved. He said he had a petition signed by 600 people asking for the Council to postpone the vote until after first of the new year.

Laura Muhlestein said she was not against the project and looked forward to the possible changes in the area. She said there were gray areas in the proposal, and she wanted the zoning to be specific and match exactly what Woodbury planned to do.

Jerri Nordmeyer expressed thanks to the Council for sitting and listening to concerns of the public on this proposal.

Leslie Nelson said it was obvious a lot of time and money had gone into analyzing the plan. She said making something that benefits the community was a smart move. Orem would continue to grow, but more land was not available for it. The mall proposal provides solutions for people who want to stay in Orem. Mrs. Nelson said she thinks people were too worried about something that was already well thought-out.

Julie Siebach said she felt the mall expansion was a good way to get people to want to live there. The proposal was a positive thing. She voiced concerned that 800 East had not been built to accommodate the possible increase in traffic.

Robert Deucher said he was opposed to the high density and asked the Council to give the residents in the area consideration.

Anne Liecty, Orem business owner, said she was confused why so many apartments would be needed there. She asked for more time to consider.

Sharon Anderson read the opening to Chapter 22 in the City Code. She said most people wanted to see improvements at the mall but questioned if this project would promote the health, safety, and welfare of the Orem community.

Tom Sawyer requested for more time to allow residents time to fully digest the proposal. The overly dense residential proposal would have a negative impact on the neighborhood.

Jessica Conners said the proposal seemed dramatic and suggested Woodbury Corporation put forth a written agreement to keep those wanting to stay abreast of changes in the proposal abreast. The residents should have an opportunity for further feedback.

Jolene Liston asked what the percentages of landscaping were throughout the project. She noted that, in regard to City Creek, only one percent of the residents who live downtown work downtown. She questioned who would live in these units.

Mayor Evens called for a short break at 9:20 p.m. The meeting reconvened at 9:33 p.m.

Mayor Evans brought the discussion back to staff and Council for common concerns voiced during the public hearing to be addressed.

Mr. Davidson addressed concerns to utilities. He said utilities are based on usage. He said he could see the road network possibly mitigating specific concerns. He said if there were ways to spread the traffic, it could serve to improve traffic conditions.

Mr. Davidson said the physical size of the proposed project had not changed. He indicated that the average life of most utilities was typically between forty and fifty years, and the City had anticipated needing to do significant utility work in the area. Partnering the mall and Woodbury Corporation to update the utilities could save the City money. Mr. Davidson reported that Alpine School district was equipped to accommodate the proposed growth. He said future conversations could take place about infrastructure. At this point, no specific conversations have taken place regarding utilities.

Mr. Davidson then reviewed with the Council some of the City's history with the mall. When Woodbury Corporation brought in Nordstrom, the City entered into a performance-based incentive agreement, which was tied to sales tax generated on the University Mall campus. He said that agreement included a reimbursement to the Woodbury Corporation of up to $975,000 per year. The sales figures were not reached the first couple of year, but in subsequent years it was, and those payments continued through 2012. When Nordstrom left, those payments to Woodbury—per the agreement—came to a halt. Mr. Davidson said it was important to understand that the mall campus accounted for twelve to fifteen percent of Orem's sales tax revenues, which are critical to fund the City's and was vital to the future of Orem.

Mr. Longson said he realized it was not possible to resolve everyone's concerns at that night's meeting, and he understood that the project would impact those in surrounding areas. He reiterated that putting in a park and green area was intended to help neighbors. He said it was possible there would be a public open house for the public where residents could ask more specific questions regarding the proposal. Mr. Longson indicated that they hope a grocery store could be incorporated into the plan.

Chris Gamvroulas, Ivory Homes, thanked the residents for coming. The residential component of the proposal would be single-ownership control. He said well-managed communities maintained their values more than condominium complexes would. Mr. Gamvroulas noted that a market study had been conducted, and that internal market study would assure the public this investment would be made in confidence. He said the market would be able to absorb what they were proposing to build. Ivory Homes and Woodbury Corporation were committed to doing the right thing for Orem.

Mayor Evans asked how the word of an open house would be distributed. Mr. Longson suggested advertising through the Orem website, by flyers, and by inviting people.

Mrs. McCandless **moved** to continue the public hearing to 6:30 p.m., December 10, 2013. Mrs. Street **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

MOTION – CANVASS AND CERTIFICATION – 2013 Municipal General Election Results

Donna Weaver, City Recorder reviewed the process to complete the canvass and certify the 2013 Municipal General Election results. Pursuant to State law, it is necessary for the City Council, as the Board of Canvassers, to canvass the election no sooner than fourteen days after the completion of the ballot. After the canvassing has been completed, it will be necessary for the Council, by motion, to officially certify the results of the Canvass.

Mrs. Weaver reported that 145 provisional ballots were received, 11 of which could not be counted.

Mr. Seastrand **moved** that the City Council:

1. 1. Verify the results of the election by ratifying the results of the precanvass.
2. 2. Change Total Voted from 12,615 to 12,799 .
3. 3. Certify the election results with the following changes:

<u>Mayor</u>			
Richard Brunst	6,770	to	6,870
Chris Nichols	5,784	to	5,863
<u>City Council</u>			
Tom Macdonald	7,552	to	7,650
Brent Sumner	5,943	to	6,013
David M. Spencer	5,896	to	5,988
Mary Street	5,610	to	5,677
Sharon Price Anderson	5,039	to	5,113
Wayne Burr	4,888	to	4,954
<u>CARE Tax Renewal Question</u>			
Yes	7,856	to	7,970
No	4,593	to	4,658
<u>Proposition 2 – Property Tax Adjustment</u>			
Against	8,628	to	8,760
For	3,787	to	3,836

4. Declare 4-year term Mayor candidate Richard Brunst to be elected.
5. Declare 4-year term City Council candidates Tom Macdonald, Brent Sumner, and David M. Spencer to be elected.
6. Declare the CARE Tax Renewal Question to have passed.
7. Declare Proposition 2—Property Tax Adjustment to have failed.

Mrs. Black **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

COMMUNICATION ITEMS

Budget Report – Month Ended October 2013

CITY MANAGER INFORMATION ITEMS

There were no City Manager Information Items.

ADJOURNMENT

Mr. Andersen **moved** to adjourn the meeting. Mrs. McCandless **seconded** the motion. Those voting aye: Councilmembers Hans Andersen, Margaret Black, Jim Evans, Karen A. McCandless, Mark E. Seastrand, Mary Street, and Brent Sumner. The motion **passed** unanimously.

The meeting adjourned at 10:15 p.m.

Clegg Steel/Desert Falls/Easton
2013 Slow Pitch Softball World Series Champs

Whereas the Clegg Steel/Desert Falls/Easton Slow Pitch Softball team is a member of the USSSA "D" Class league; and

Whereas they won both the Utah State tournaments during the season; and

Whereas 172 teams qualified for the 2013 Slow Pitch Softball World Series tournament; and

Whereas Clegg Steel defeated teams from Maryland, Michigan, California, Arizona, North Caroline, and Virginia; and

Whereas they had a 9-1 record in the tournament; and

Whereas their efforts have brought honor to themselves, their team, and the City of Orem;

Now, Therefore Be it Resolved, that the Mayor and City Council do commend and honor them for their great accomplishments.

Approved and Adopted this **10th** Day of **December** 2013.

_____
James T. Evans, Mayor

Attest:

_____
Donna R. Weaver
City Recorder

A current holder of a Certificate of Achievement may include a reproduction of the award in its immediately subsequent CAFR. A camera ready copy of your Certificate is enclosed for that purpose. If you reproduce your Certificate in your next report, please refer to the enclosed instructions. A Certificate of Achievement is valid for a period of one year. To continue to participate in the Certificate of Achievement Program it will be necessary for you to submit your next CAFR to our review process.

In order to expedite your submission we have enclosed a Certificate of Achievement Program application form to facilitate a timely submission of your next report. This form should be completed and sent (postmarked) with three copies of your report, three copies of your application, three copies of your written responses to the program's comments and suggestions for improvement from the prior year, and any other pertinent material with the appropriate fee by December 31, 2013.

Your continued interest in and support of the Certificate of Achievement Program is most appreciated. If we may be of any further assistance, please contact Delores Smith (dsmith@gfoa.org or (312) 578-5454).

Sincerely,
Government Finance Officers Association

Stephen J. Gauthier, Director
Technical Services Center

SJG/ds

Government Finance Officers Association
203 N. LaSalle Street - Suite 2700
Chicago, IL 60601

Phone (312) 977-9700 Fax (312) 977-4806

June 17, 2013

Richard B. Manning
Director of Administrative Services
City of Orem
56 North State Street
Orem UT 84057

Dear Mr. Manning:

We are pleased to notify you that your comprehensive annual financial report (CAFR) for the fiscal year ended June 30, 2012, qualifies for a Certificate of Achievement for Excellence in Financial Reporting. The Certificate of Achievement is the highest form of recognition in governmental accounting and financial reporting, and its attainment represents a significant accomplishment by a government and its management.

Each entity submitting a report to the Certificate of Achievement review process is provided with a "Summary of Grading" form and a confidential list of comments and suggestions for possible improvements in its financial reporting techniques. Your list has been enclosed. You are strongly encouraged to implement the recommended improvements into the next report and submit it to the program. If it is unclear what must be done to implement a comment or if there appears to be a discrepancy between the comment and the information in the CAFR, please contact the Technical Services Center (312) 977-9700 and ask to speak with a Certificate of Achievement Program in-house reviewer.

Certificate of Achievement program policy requires that written responses to the comments and suggestions for improvement accompany the next fiscal year's submission. Your written responses should provide detail about how you choose to address each item that is contained within this report. These responses will be provided to those Special Review Committee members participating in the review.

When a Certificate of Achievement is awarded to a government, an Award of Financial Reporting Achievement (AFRA) is also presented to the individual(s) or department designated by the government as primarily responsible for its having earned the Certificate. Enclosed is an AFRA for:

Brandon C. Nelson, CPA, Accounting Division Manager

Your Certificate of Achievement plaque will be shipped to you under separate cover in about eight weeks. We hope that you will arrange for a formal presentation of the Certificate and Award of Financial Reporting Achievement, and that appropriate publicity will be given to this notable achievement. A sample news release has been enclosed. We suggest that you provide copies of it to local newspapers, radio stations and television stations. In addition, details of recent recipients of the Certificate of Achievement and other information about Certificate Program results are available in the "Awards Program" area of our website, www.gfoa.org .

Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

City of Orem

Utah

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Executive Director/CEO

CITY OF OREM

CITY COUNCIL MEETING

DECEMBER 10, 2013

REQUEST:	**MOTION - Adopt 2014 Annual City Council Meeting Schedule**
APPLICANT:	City of Orem
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on City hotline
-Faxed to newspapers
-E-mailed to newspapers
-Neighborhood Chair
-Posted on State Webpage

SITE INFORMATION:
General Plan Designation:
N/A
Current Zone:
N/A
Acreage:
N/A
Neighborhood:
N/A
Neighborhood Chair:
N/A

PREPARED BY: Donna Weaver City Recorder
APPROVED BY:

RECOMMENDATION:
The City Recorder recommends the City Council, by motion, adopt the 2014 Annual City Council Meeting Schedule.

BACKGROUND:
Section 52-4-6 of the Utah Code Annotated requires the City to ". . . give public notice at least once each year of its annual meeting schedule . . ." and to ". . . specify the date, time and place of such meetings . . ." in said notice. Posting the notice at the principal office of the public body and publication of said notice in at least one newspaper of general circulation within the geographic jurisdiction shall satisfy public notice.

Generally, the City Council will meet on the second and fourth Tuesdays of each month, except when these dates conflict with holidays, elections, or conferences.

The City Council has the ability to add, delete, or change any of the meetings on this proposed schedule prior to approving it. The City Council may also add, delete, or change the schedule--with proper public notice--once it has been approved.

NOTICE OF ANNUAL MEETING SCHEDULE
OREM CITY COUNCIL

Public Notice is hereby given that the 2014 Annual Meeting Schedule of the Orem City Council is as follows:

Regular Meeting Dates
January 14, 28
February 11, 25
March 11, 25
April 15, 29
May 13, 27
June 10, 17
July 8, 22
August 12, 26
September 9, 23
October 14, 28
November 11, 25
December 9

City Council meetings are held in the Orem City Council Chambers in the Orem City Center, 56 North State Street, Orem, Utah, commencing at 6:00 p.m.

The City Council may hold a study session briefing at 5:00 p.m. in the Public Safety Training Room.

The City Council does have the ability to adjust this meeting schedule as necessary.

PUBLISHED IN THE *DESERET MORNING* NEWS
SUNDAY, DECEMBER 22, 2013

PUBLISHED IN THE *SALT LAKE* TRIBUNE
SUNDAY, DECEMBER 22, 2013

January 2014

DRAFT

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
Dec 2013 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31		Feb 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28	1 CLOSED New Year's Day	2	3	4
5	6	7 Transportation Advisory Commission Meeting	8 **PLANNING COMMISSION MEETING** Library Advisory Commission Meeting	9	10	11
12	13	14 **CITY COUNCIL MEETING**	15 Board of Adjustment Meeting CDBG Citizen Advisory Commission Meeting	16 Orem Youth Council Meeting	17 Orem Arts Council Meeting	18
19	20 CLOSED Martin Luther King Day	21	22 **PLANNING COMMISSION MEETING**	23	24	25
26	27 Beautification Advisory Commission Meeting	28 **CITY COUNCIL MEETING**	29 CDBG Citizen Advisory Commission Meeting	30	31	

Alpine School District - Christmas Break

February 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
						1
2	3	4	5	6	7	8
		Transportation Advisory Commission Meeting	PLANNING COMMISSION MEETING	Recreation Advisory Commission Meeting		
			Senior Advisory Commission Meeting	Historical Preservation Advisory Commission Meeting		
9	10	11	12	13	14	15
		CITY COUNCIL MEETING	CDBG Citizen Advisory Commission Meeting			
16	17	18	19	20	21	22
	CLOSED		PLANNING COMMISSION MEETING	Orem Youth Council Meeting	Orem Arts Council Meeting	
23	24	25	26	27	28	
	Beautification Advisory Commission Meeting	CITY COUNCIL MEETING	CDBG Citizen Advisory Commission Meeting			
			Board of Adjustment Meeting			

Jan 2014

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

Mar 2014

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

March 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		Feb 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28	Apr 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30			1
2	3	4 Transportation Advisory Commission Meeting	5 **PLANNING COMMISSION MEETING**	6	7	8
9 Daylight Saving Time Begins	10	11 **CITY COUNCIL MEETING** CDBG Public Hearing	12 Library Advisory Commission Meeting	13 Timpanogos Storytelling Conference	14	15
16	17 North Pointe Special Services Meeting St. Patrick's Day	18	19 **PLANNING COMMISSION MEETING**	20 Orem Youth Council Meeting	21 Orem Arts Council Meeting	22
23	24 Beautification Advisory Commission Meeting	25 **CITY COUNCIL MEETING**	26 Board of Adjustment Meeting	27	28	29 Happy Birthday Mt. Timpanogos
30	31					

April 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		1 Transportation Advisory Commission Meeting	2 **PLANNING COMMISSION MEETING** Senior Advisory Commission Meeting	3	4	5
6	7	8 CDBG Public Hearing	9 Heritage Advisory Commission Meeting Utah League of Cities and Towns - Midyear Conference Alpine School District - Spring Break	10	11	12
13	14	15 **CITY COUNCIL MEETING**	16 Board of Adjustment Meeting	17 Orem Youth Council Meeting	18 Orem Arts Council Meeting	19
20 Easter Sunday	21 North Pointe Special Services Meeting	22	23 **PLANNING COMMISSION MEETING**	24	25	26
27	28 Beautification Advisory Commission Meeting	29 **CITY COUNCIL MEETING**	30			

Mar 2014						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

May 2014						
S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

May 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	Apr 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30	Jun 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30		1 Recreation Advisory Commission Meeting Historical Preservation Advisory Commission Meeting	2	3
4	5	6 Transportation Advisory Commission Meeting	7 **PLANNING COMMISSION MEETING**	8	9	10
11	12	13 **CITY COUNCIL MEETING**	14 Heritage Advisory Commission Meeting Library Advisory Commission Meeting	15 Orem Youth Council Meeting	16 Orem Arts Council Meeting	17
18	19 Beautification Advisory Commission Meeting North Pointe Special Services Meeting	20	21 **PLANNING COMMISSION MEETING**	22	23	24
25	26 CLOSED	27 **CITY COUNCIL MEETING**	28 Board of Adjustment Meeting	29	30 Last Day of School	31

June 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
1	2	3 Transportation Advisory Commission Meeting	4 **PLANNING COMMISSION MEETING** Senior Advisory Commission Meeting	5	6	7
8	9	10 **CITY COUNCIL MEETING**	11	12	13	14 Summerfest
15	16 North Pointe Special Services Meeting	17 **CITY COUNCIL MEETING**	18 **PLANNING COMMISSION MEETING**	19 Orem Youth Council Meeting	20 Orem Arts Council Meeting	21
22	23 Beautification Advisory Commission Meeting	24	25 Board of Adjustment Meeting	26	27	28
29	30					

May 2014

S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

Jul 2014

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

July 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
Jun 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30		1 Beautification Advisory Commission Meeting	2 PLANNING COMMISSION MEETING	3	4 CLOSED Independence Day America's Freedom Festival - Provo Colonial Heritage Festival	5
6	7	8 CITY COUNCIL MEETING	9 Library Advisory Commission Meeting	10	11	12
13	14	15	16 PLANNING COMMISSION MEETING	17 Orem Youth Council Meeting	18 Orem Arts Council Meeting	19
20	21 North Pointe Special Services Meeting	22 CITY COUNCIL MEETING	23	24 CLOSED Pioneer Day	25	26
27	28 Beautification Advisory Commission Meeting	29	30 Board of Adjustment Meeting	31	Aug 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31	

August 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
					1	2
3	4	5 Transportation Advisory Commission Meeting	6 **PLANNING COMMISSION MEETING** Senior Advisory Commission Meeting	7 Recreation Advisory Commission Meeting Historical Preservation Advisory Commission Meeting	8	9
10	11	12 **CITY COUNCIL MEETING**	13	14	15 Orem Arts Council Meeting	16
17	18 North Pointe Special Services Meeting 7th/10th Day - ASD	19 First Day of School	20 **PLANNING COMMISSION MEETING**	21 Orem Youth Council Meeting	22	23
24	25 Beautification Advisory Commission Meeting	26 **CITY COUNCIL MEETING**	27 Board of Adjustment Meeting	28 Timpanogos Storytelling Festival and Workshops	29	30
31						

Jul 2014

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13	14	15	16	17	18	19
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27	28	29	30	31		

Sep 2014

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28	29	30				

September 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	1 CLOSED Labor Day	2 Transportation Advisory Commission Meeting	3 **PLANNING COMMISSION MEETING**	4	5	6
7	8	9 **CITY COUNCIL MEETING**	10 Heritage Advisory Commission Meeting Library Advisory Commission Meeting	11 Patriot Day	12	13
14	15 North Pointe Special Services Meeting	16	17 **PLANNING COMMISSION MEETING** Constitution Day	18 Orem Youth Council Meeting	19 Orem Arts Council Meeting	20
21	22 Beautification Advisory Commission Meeting	23 **CITY COUNCIL MEETING** Autumn Begins	24 Board of Adjustment Meeting	25	26	27
28	29 Happy Birthday Gold Medal Day	30				

Utah League of Cities and Towns Annual Conference

Aug 2014						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
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31						

Oct 2014						
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12	13	14	15	16	17	18
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26	27	28	29	30	31	

October 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
Sep 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30		Nov 2014 S M T W T F S 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30	1 **PLANNING COMMISSION MEETING** Senior Advisory Commission Meeting	2	3	4
5	6	7 Transportation Advisory Commission Meeting	8 Heritage Advisory Commission Meeting	9	10	11
12	13	14 **CITY COUNCIL MEETING**	15 Board of Adjustment Meeting	16 Orem Youth Council Meeting	17 Orem Arts Council Meeting	18
19	20 North Pointe Special Services Meeting	21	22 **PLANNING COMMISSION MEETING**	23	24	25
26	27 Beautification Advisory Commission Meeting	28 **CITY COUNCIL MEETING**	29	30	31	

Fall Break - Alpine School District

November 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
						1
2	3	4 Transportation Advisory Commission Meeting Election Day	5 PLANNING COMMISSION MEETING	6 Recreation Advisory Commission Meeting Historical Preservation Advisory Commission Meeting	7	8
9	10	11 CITY COUNCIL MEETING Veterans Day	12 Board of Adjustment Meeting Library Advisory Commission Meeting	13	14	15
16	17 North Pointe Special Services Meeting	18	19 PLANNING COMMISSION MEETING	20 Orem Youth Council Meeting	21 Orem Arts Council Meeting	22
23	24 Beautification Advisory Commission Meeting	25 CITY COUNCIL MEETING	26	27 CLOSED	28 CLOSED	29
30						

Oct 2014

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Dec 2014

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21	22	23	24	25	26	27
28	29	30	31			

Thanksgiving Break - Alpine School District

December 2014

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	1	2 Transportation Advisory Commission Meeting CITY COUNCIL CHRISTMAS PARTY	3 PLANNING COMMISSION MEETING Senior Advisory Commission Meeting	4	5	6
7 Pearl Harbor Remembrance Day	8	9 CITY COUNCIL MEETING	10 Board of Adjustment Meeting	11	12	13
14	15 North Pointe Special Services Meeting	16	17 PLANNING COMMISSION MEETING	18 Orem Youth Council Meeting	19 Orem Arts Council Meeting	20
21 First Day of Winter	22 Beautification Advisory Commission Meeting	23 CITY COUNCIL MEETING	24 CLOSED Christmas Eve	25 CLOSED Christmas Day	26	27
28	29	30	31 New Year's Eve			

Christmas Break - Alpine School District

Christmas Break - Alpine School District

Nov 2014						
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23	24	25	26	27	28	29
30						

Jan 2015						
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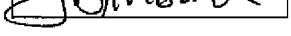
25	26	27	28	29	30	31

CITY OF OREM **CITY COUNCIL MEETING** DECEMBER 10, 2013	
REQUEST:	**6:20 P.M. PUBLIC HEARING** **REZONE AND ZONING ORDINANCE AMENDMENTS** • **Enacting Section 22-11-52 PD-39 zone (Cascade Village at 920 North State Street) and Appendix "HH"; and** • **Amending Section 22-5-3(A) and the Zoning Map of the City of Orem by rezoning property located at 920 North State Street from the C2 and C3 to the PD-39 zone.**
APPLICANT:	Casey Kellar
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Webpage
-Faxed to newspapers
-Emailed to newspapers
-Mailed invitation letters to neighborhood chairs
-Mailed 129 notices to property owners within 400 feet of the proposed rezoned property.

SITE INFORMATION:
- General Plan
  Regional Commercial
- Current Zone
  C2 & C3
- Acreage
  3.96
- Neighborhood
  Timpview
- Neighborhood Chair
  Brian and Lisa Kelly

PREPARED BY:
Clinton A. Spencer Planner
APPROVED BY:


PLANNING COMMISSION RECOMMENDATION:
6-0 for approval

REQUEST:
The applicant requests the City enact Section 22-11-52 PD-39 (Cascade Village at 920 North State Street) zone and Appendix "HH" and rezone property at 920 North State Street from the C2 and C3 to the PD-39 zone.

BACKGROUND:
Currently the property to be rezoned is vacant except for a small development on the corner of 920 North and State Street. The applicant proposes to construct a high density apartment complex with 125 units that include amenities such as a swimming pool, hot tub, fitness area, business center, outside BBQ area, tot lot and picnic areas. The request includes the following:

1. The creation of the PD-39 (Cascade Village – 920 North State Street) zone text and Appendix "HH"; and
2. The rezone of the property located generally at 920 North State Street to the PD-39 zone.

First, the applicant requests the City enact the PD-39 zone text and Appendix "HH". The PD-39 zone includes 3.96 acres of property. Some of zone standards include:

- Development within the PD-39 zone shall be in conformance with Appendix "HH".
- Maximum density of thirty-five (35) units per acre.
- A maximum building height of fifty (50') feet.
- The site plan is subject to the development standards outlined in Section 22-14-20, in addition to the standards outlined in the PD-39 zone.
- Setback standards of twenty-five (25) feet from State Street, twenty (20) feet from 920 North and eighteen (18) feet from 400 West. The street at 400 west shall also be completed as part of this development before any building permit will be issued.
- A buffered sidewalk standard to provide an eight (8) foot bermed planter with trees to be located adjacent to all streets including 400 West, 920 North, and State Street.

- Requirements for exterior finishing materials outlined in the text and examples shown in Appendix "HH".
- Landscaping standards require a minimum of thirty (30) percent of the gross acreage of the development be landscaped.
- Parking standards include covered parking designed with the same architecture as the main structure. The number of stalls is determined as follows:
  - 1.5 parking stalls per one bedroom unit
  - 2 parking stalls per unit with two or more bedrooms
- Signage provides for two (2) monument signs and two (2) portable banner signs.
- A solid six (6) foot vinyl fence along the southern boundary of the project shall be installed as well as a seven (7) foot masonry fence located to the west of the project adjacent to residential property.

Second, the applicant requests the City amend Section 22-5-3(A) and the Zoning Map of the City of Orem, by changing the zone on the subject property from the C2 and C3 zones to the PD-39 zone.

According to Section 22-11-2(4)(b) *Applicability* the proposed rezone and development is, "significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications." The proposed PD-39 zone standards and density is significantly different than those typically found in an existing residential zone; therefore, the PD option is the only alternative for this request. The proposed project will provide additional housing options along State Street.

According to the General Plan regarding Planned Development zones, "Planned Development zones are intended to allow freedom of design in order to obtain development which will be an asset to the City." The proposed project will provide a quality apartment complex with attractive amenities including improved landscaping along State Street.

A neighborhood meeting was held on August 1, 2013 regarding the proposed rezone and high density apartment development. There were eighteen (18) people in attendance. Several issues were discussed including the alignment of 400 West, design standards, traffic concerns and likely renters. An additional public meeting is scheduled to be held on December 4, 2013.

After reviewing the proposed rezone and ordinance amendment, staff has listed advantages and disadvantages with respect to the proposal.

<u>Advantages of the proposal:</u>

- The PD-39 will improve an underdeveloped property into one that has more economic benefits to the City.
- The development will promote traffic circulation through the completion of 400 West Street as designated on the Street Master Plan, providing a new access to a traffic signal at 400 West and 800 North.

- The road design and street buffering proposed provides more landscaping along 920 North and State Street adjacent to the development.
- Design elements for the project promote aesthetically pleasing improvements with increased attention to landscaping and building appearance.

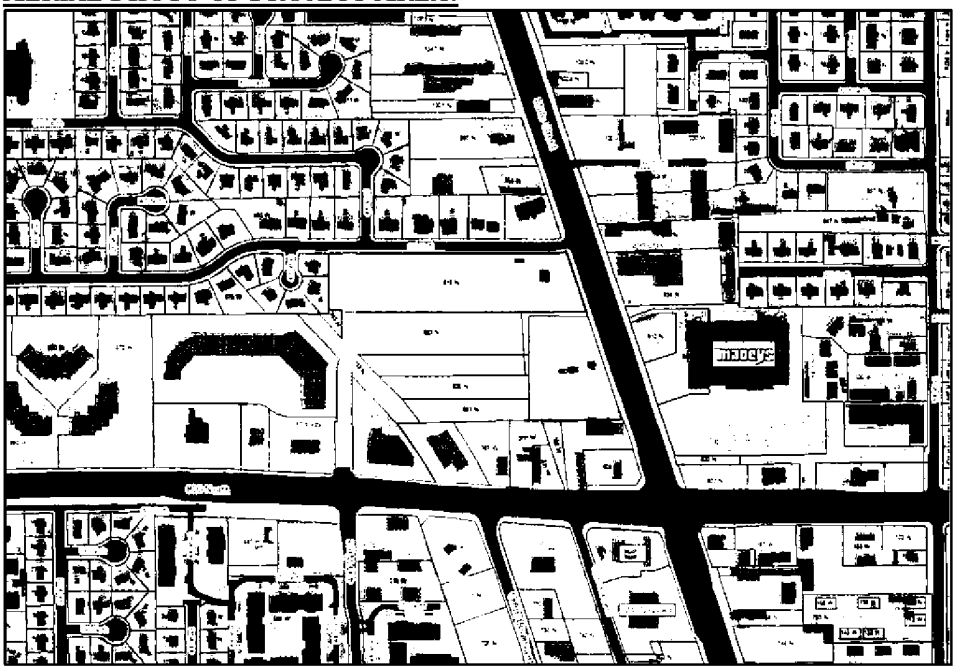
Disadvantages of the proposal:

- Possible traffic issues west of the development where residents of the apartment complex may travel through existing residential streets. However, the new connection of 400 West to 800 North will provide an additional option for access to the overall area.

RECOMMENDATION:

The Planning Commission recommends that the City Council enact the PD-39 *Cascade Village* zone, Appendix "HH" and rezone property at 920 North State Street from the C2 and C3 to the PD-39 zone. Based on the Planning Commission recommendation and the advantages outlined above, staff also recommends approval of this proposal.

AERIAL PHOTO OF PROJECT AREA:



ORDINANCE NO. _____

AN ORDINANCE BY THE OREM CITY COUNCIL ENACTING SECTION 22-11-52 PD-39 ZONE, *CASCADE VILLAGE,* AND APPENDIX "HH", AND AMENDING SECTION 22-5-3(A) AND THE ZONING MAP OF THE CITY OF OREM BY REZONING THE PROPERTY LOCATED AT 920 NORTH STATE STREET FROM THE C2 AND C3 ZONES TO THE PD-39 ZONE.

WHEREAS on August 5, 2013, Casey Kellar filed an application with the City of Orem requesting the City amend Section 22-5-3(A) and the Zoning Map of the City of Orem and enact Section 22-11-52 PD-39 Zone (Cascade Village) and Appendix "HH" by rezoning the property located at 920 North State Street from the C2 and C3 zones to the PD-39 Zone as shown on Exhibit "A" attached hereto and incorporated herein by reference; and

WHEREAS Section 22-11-52 PD-39 Zone (Cascade Village) establishes development standards for the PD-39 zone, and enacts Appendix "HH", which shows the concept plan for development within the PD-39 zone; and

WHEREAS a public hearing considering the subject application was held by the Planning Commission on November 6, 2013, and forwarded a positive recommendation to the City Council; and

WHEREAS the City posted the City Council agenda in the Orem Public Library, the Orem City Webpage, and the City Offices at 56 N State Street; and

WHEREAS a public hearing considering the subject application was held before the City Council on December 10, 2013; and

WHEREAS the matter having been submitted and the City Council having fully considered the request as it relates to the health, safety and general welfare of the City; the orderly development of land in the City; the effect upon the surrounding neighborhood; the compliance of the request with all applicable City ordinances and the Orem General Plan; and the special conditions applicable to the request.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The City Council finds that this request:
   A. Is in the best interest of the City in that it will more fully promote the objectives and purposes of the City's Zoning Ordinances by enacting development standards and establishes land uses compatible with the surrounding area adjacent to State Street; and

B. Will promote the general welfare of the community in that it is reasonably necessary and it provides additional housing options along State Street and provides the street connection of 400 West Street.

C. Is in harmony with the Orem General Plan.

2. The City Council hereby enacts Section 22-11-52 and Appendix "HH" as shown on Exhibit "A" attached hereto and incorporated herein by reference.

3. The City Council hereby amends Section 22-5-3(A) and the Zoning Map of the City of Orem, Utah by rezoning property located at 920 North State Street from the C2 and C3 zones to the PD-39 zone (Cascade Village) as shown on Exhibit "B" attached hereto and incorporated herein by reference.

4. If any part of this ordinance shall be declared invalid, such decision shall not affect the validity of the remainder of this ordinance.

5. All ordinances in conflict herewith are hereby repealed.

6. This ordinance shall take effect immediately upon passage and publication in a newspaper of general circulation in the City of Orem.

PASSED, APPROVED and ORDERED PUBLISHED this **10th** day of **December** 2013.

_____

James T. Evans, Mayor

ATTEST:

_____

Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"

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COUNCIL MEMBERS VOTING "NAY"

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Section 22-11-52 PD-39 Zone (Cascade Village 920 North and State Street)

A. **Purpose.** The purpose of the PD-39 zone is to allow development of a high-density residential apartment complex.

B. **Location.** The PD-39 zone shall apply only to a parcel of property located generally at 920 North State Street as shown in the concept plan.

C. **Concept Plan.** Property in the PD-39 zone shall be developed in substantial conformance with the concept plan included as Appendix "HH" of the Orem City Code which is incorporated herein by reference.

D. **Permitted Uses.** The uses listed below shall be permitted uses within the PD-39 zone:

Standard Land Use Code	Category
1112	Condominiums
1120	Apartments

E. **Prohibited Uses.** Any use not specially listed in subparagraph (D) above shall be prohibited.

F. **Final Plat.** A final plat that conforms to all development standards and requirements of Chapter 17 shall be approved and recorded by the City prior to any development in the PD-39 zone.

G. **Site Plan**. All development standards and site plan requirements of Section 22-14-20 shall apply to any development in the PD-39 zone.

1. **Additional Site Plan Requirements**. In addition to the requirements of Section 22-14-20, the site plan shall include the following additional items:

a. Details of amenities and their locations within the project; and

b. A detailed preliminary grading and drainage plan including all irrigation ditches, laterals, and structures, and detention areas with calculations for volume and proposed locations.

2. **Phasing**. Development phases are permitted provided that all phases include, in accordance with City policies and procedures: 1) sufficient traffic circulation for the development phase to existing dedicated streets; 2) sufficient infrastructure, such as sewer and culinary water; 3) surface water detention, if applicable; and 4) appropriate amenities for that phase as specified on the concept plan.

3. **Completion of Improvements**. All public improvements shown on an approved site plan or amended site plan shall be completed within two (2) years of the date of approval of the site plan or recording of the final plat, whichever is later. If the improvements are not completed within the time specified, the City shall have the option of taking action on the bond to complete the improvements or of voiding the approval. An applicant may request an extension of up to two (2) years for the completion of improvements from the Director of Development Services. An extension of two (2) years may be granted only if the applicant demonstrates good cause for not completing the improvements and demonstrates the present ability to complete the improvements. Market conditions shall be considered as a factor in determining whether or not an extension should be granted.

H. **Development Standards and Requirements.** The following development standards and requirements shall apply to all development in the PD-39 zone:

1. **Density.** The maximum density allowed shall be thirty-five (35) dwellings per acre.
2. **Height.** The height for all structures in a PD-39 development shall be no more than fifty feet (50'). All development shall be a maximum of three (3) stories.
3. **Setbacks.** All buildings shall be set back a minimum of twenty-five (25) feet from State Street, twenty (20) feet from 920 North Street, and eighteen (18) feet from the new 400 West Street, and ten (10) feet from the South property line. All parking spaces (covered or uncovered), and accessory structures shall be set back a minimum

of twenty feet (20') from State Street and 920 North and eighteen (18) feet from all other public and private streets. However, driveways leading from 400 West into garages shall be allowed provided the driveways are at least eighteen (18) feet long and do not encroach on a public sidewalk. Setbacks shall be measured from the property line. All setbacks shall be landscaped and bermed to screen development behind the setback areas.

4. **Architectural Style**. Buildings in the PD-39 zone shall substantially conform to the architectural design and quality illustrated in the concept plan. At least fifty percent (50%) of all residential units shall have a balcony.
5. **Buffered Sidewalks.** A buffered sidewalk separated from the street by a landscaped strip shall be installed and maintained adjacent to State Street, 920 West and on the west side of 400 West. The sidewalk shall be at least five feet (5') in width adjacent to 920 North and 400 West and six feet (6) in width adjacent to State Street. The landscaped strip shall be at least eight feet (8') in width adjacent to all streets and shall be bermed to a height of at least one foot above the grade of the adjacent sidewalk. Trees shall be planted and maintained in the buffering landscaped strip and shall be spaced no more than forty feet (40') apart. Trees in the buffering landscaped strip shall be selected from Appendix U of the Orem City Code and shall be at least two inches (2") in caliper when planted. At least a proportionate share of the required sidewalk and buffering landscaped strip improvements shall be constructed with each phase of development in the PD-39 zone.
6. **Exterior Finishing Materials.** The exterior walls of all structures shall be finished with stone, brick veneer, Hardiboard, stucco .or other materials of an equivalent quality and appearance. Board, batten or shake material accents are permitted. No wall on an unbroken plain shall be longer than 65 feet.
7. **Parking.** At least one and one-half (1.5) parking stalls shall be provided for each one bedroom unit and at least two (2) parking stalls shall be provided for each unit having two or more bedrooms. All parking spaces shall comply with Article 22-15 of the Orem City Code. All parking spaces, parking areas and driveways shall be paved with asphalt and/or concrete and shall be designed to allow for proper drainage. Drainage shall not be channeled or caused to flow across pedestrian walk ways. All covered parking structures shall be designed with the same architecture as the main structures within the PD-39 zone.
8. **Signs**. One monument sign with a maximum area of forty-eight (48) square feet and one monument sign with a maximum area of thirty-six (36) square feet, both with a maximum height of six feet (6') shall be allowed in the PD-39 zone. Two (2) portable banner signs, each with a maximum area of fifty (50) square feet shall be allowed in the PD-39 zone and shall comply with the requirements for banner signs set forth in Chapter 14. . All other signage in the PD-39 zone shall comply with Chapter 14 of the Orem City Code.
9. **Fences.** A fence with a minimum height of six feet (6') and a maximum height of eight feet (8') shall be erected and maintained on the south boundary of the PD-39 zone unless the parcel to the south is combined or integrated with the PD-39 zone through cross access and shared parking, in which case a fence will not be required. A masonry fence with a height of seven feet (7') shall be erected and maintained on the west boundary where the PD-39 zone abuts residentially zoned property. The entire length of the fence along the south boundary shall be constructed using the same design and materials. All fences constructed of sight-obscuring materials shall be painted with a high grade oil base paint/sealant that resists graffiti. However, vinyl fences do not need to be painted. Chain link fences with or without slats are not permitted.

10. **Landscaping.** Landscaping shall be provided as generally shown in the concept plan. A landscaping plan shall be submitted to the City for approval as a part of the site plan.
    a. All land within the PD-39 development not covered by buildings, driveways, sidewalk, and parking areas, shall be permanently landscaped with trees, shrubs, lawn, or ground cover and maintained in accordance with good landscaping practice. All required setback areas adjacent to public or private streets shall be landscaped. A permanent underground sprinkling system shall be installed for all landscaped areas.
    b. At least thirty percent (30%) of the acreage of the entire development shall remain in permanently landscaped areas.
    c. For every three (3) dwelling units the following trees and shrubs shall be required on the site: at least one (1) deciduous tree at least two (2) inch caliper measured six inches (6") above the ground, one (1) evergreen tree at least seven (7) feet in height, and ten (10) evergreen type shrubs at least five (5) gallons in size.
11. **Lighting Plan.** Any development in the PD-39 zone shall include a lighting plan. There shall be no direct glare from lighting in the PD-39 zone onto adjacent properties. The lighting plan shall be designed to :
    a. discourage crime;
    b. enhance the safety of the residents and guests of the PD-39 development;
    c. prevent glare onto adjacent properties; and
    d. enhance the appearance and design of the project.

    All outside lighting shown on the lighting plan except for front and back door lighting shall be controlled and metered either by the owner(s) of the apartments or by a unit owners' association. The lighting plan shall designate which lighting shall be commonly metered to the apartment owner(s) or unit owners' association.
12. **Soils Report.** A soils report prepared by a soils engineer shall be submitted to provide engineering information to determine special engineering needs of the site.
13. **Recreational vehicle (RV) Storage.** No recreational vehicle shall be parked or stored within the PD-39 zone.
14. **Irrigation Ditches.** Irrigation ditches within the development or along street right-of-way adjacent to the development shall be piped.
15. **Storage Areas and Solid Waste Receptacles.** All outside storage areas and solid waste receptacles which are not located within a building shall be enclosed on three sides with the same materials as used on the exterior of the main structures within the development and shall have sight-obscuring gates.
16. **Unit Owners' Association.** If all of the residential units are owned by the same person or entity, no Unit Owners' Association shall be required. However, if all of the residential units are not owned by the same person or entity, a Unit Owners' Association shall be formed and maintained to maintain all common areas and required improvements, to ensure compliance with the approved site plan and to provide adequate on-site security in all public and common areas of the development.
17. **Storm Water Runoff Plan.** A storm water runoff plan designed to accommodate a 25-year storm and detention system with a maximum allowable discharge rate of sixty gallons per minute, per acre (60 p.m./ac.) shall be provided for any development in the PD-39 zone.
18. **Utilities.** All dwellings shall be served by the public sewer system and public water supply. All utilities shall be placed underground. No water or sewer lines shall be placed under covered parking areas. The provisions of Chapter 21 of the Orem City Code for water meter connections shall apply to development in the PD-39 zone. All utility meters shall be screened so they are not visible from a public street.

19. **Site Maintenance**. The site shall be maintained free from trash, weeds, garbage, paper and other refuse.
20. **Default Standards**. Except as otherwise provided herein, the provisions and standards of the PRD zone shall apply in the PD-39 zone.
21. **Alternate Development Standards**. All property in the PD-39 zone must be developed in conformity with the concept plan and the development standards contained in this Section 22-11-52. In the alternative, all of the property in the PD-39 zone may be developed according to the standards of the C3 zone. However, to ensure congruity of development, all property in the PD-39 zone must be developed entirely according to the standards and requirements of the PD-39 zone or must be entirely developed according to the standards and requirements of the C3 zone. If a site plan for property in the PD-39 zone has been approved according to PD-39 standards, no site plan shall be approved for the development of other property in the PD-39 zone according to C3 standards and vice versa.

I. **Bonds**.

1. **Purpose**. Prior to the recording of any final plat in the PD-39 zone and prior to the issuance of any building permit on land included within the PD-39 zone, the applicant shall post a bond with the City in an amount sufficient to cover the cost of all required improvements required for that phase by the approved site plan, preliminary plat, final plat, concept plan, the PD-39 ordinance and other applicable City ordinances, including but not limited to landscaping and sprinkling systems, asphalt, curb, gutter, sidewalk, fencing, recreational facilities, piping of irrigation ditches, and any other item required as part of the approved site plan. The bond shall be a guarantee that the proper installation of all required improvements shall be completed within two (2) years of the date of approval of the site plan or recording of the final plat, whichever is later or at such time as the approving body may designate, and that the improvements shall remain free from defects for a period of one year after the City's final acceptance of the improvements. The bonds required by this Section are for the sole benefit of the City. The bonds are not for the individual benefit of any citizen or identifiable class of citizens, including the owners or purchasers of lots or units within the PD-39 development. The bonds are not for the purpose of ensuring payment of contractors, subcontractors or suppliers of labor or materials, and no contractors, subcontractors or suppliers of labor or material shall have a cause of action against the City or the bond for providing labor or materials. Bond releases may be applied for as each bonded item is completed and authorized by Orem City officials, with the exception that ten percent (10%) of the bonded amount shall be held by the City for one year to warrant the satisfactory completion of the improvements.

2. **Type**. The bond shall be an irrevocable letter of credit, escrow bond, cash bond or combination bond in favor of the City. The requirements relating to each of these types of bonds are found in section17-6-6 of the Orem City Code. The City reserves the right to reject any of the bond types if it has a rational basis for doing so. The bond shall be delivered to the Department of Development Services

3. **Amount**. The Development Services Director or his designee shall determine the amount of the required bond by estimating the cost of completing the required improvements. The amount of the bond shall be at least one hundred ten percent (110%) of the estimated costs of the required improvements.

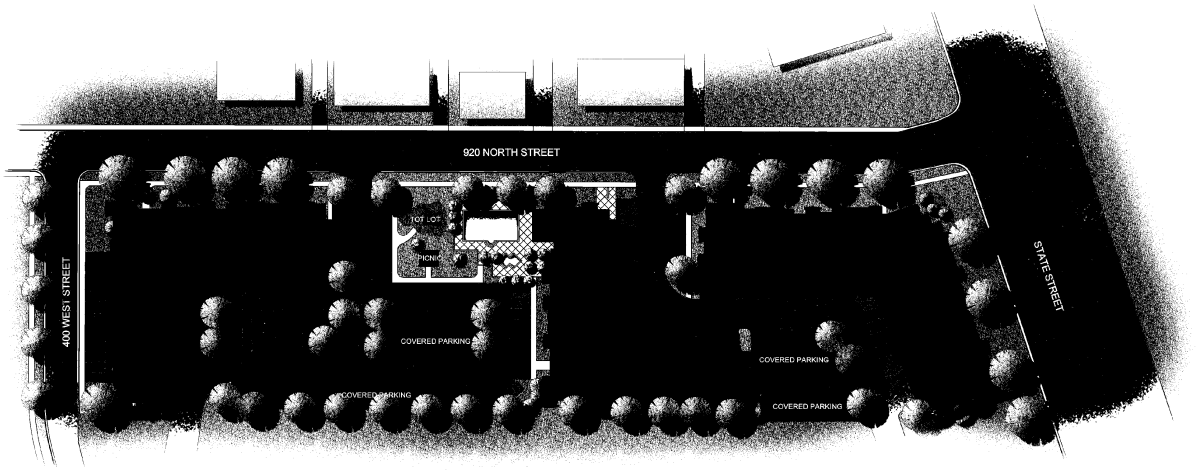
4. **Nonwaiver**. This section does not waive the bonding, licensing, or permit requirements set forth in other City ordinances except that this section replaces the subdivision bond required in section 17-6-6 Orem City Code.

5. **Plat Recording**. The City shall not record any final plat until the developer of the PD-39 development has tendered the bond and entered into an agreement with the City in which the developer agrees to install the improvements as required by this Section and agrees to

indemnify and hold the City harmless from any claims, suits or judgments arising from the condition of property dedicated to the City, from the time that the property is dedicated to the City to the time when the improvements on the dedicated property are finally accepted by the City (including the passage of the warranty period).

6. **Completion of Improvements Extension**. An applicant may request an extension of up to two (2) years for the completion of improvements from the Development Services Director. The Development Services Director may grant an extension of up to two years if the applicant demonstrates good cause for not completing the improvements and demonstrates the present ability to complete the improvements.

7. **Liability for Improvements**. If for any reason the bonds providing for the guarantee of improvements are insufficient to properly complete the improvements, the developer shall be liable to complete the improvements required by this section.

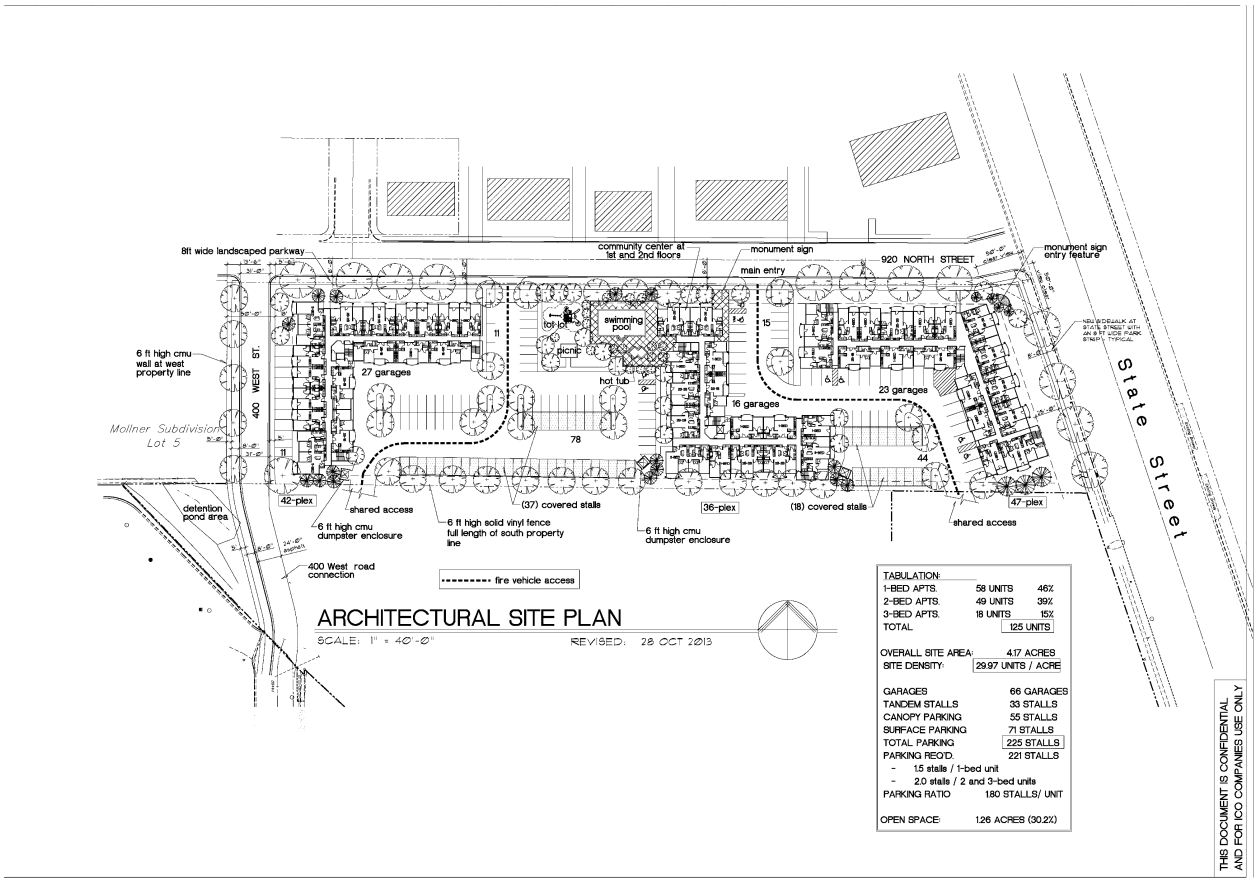


TABULATION

1-BED APTS.	58 UNITS46%
2-BED APTS.	49 UNITS39%
3-BED APTS.	18 UNITS 15%
TOTAL	125 UNITS
OVERALL SITE AREA:	4.17 ACRES
SITE DENSITY:	29.97 UNITS / ACRE
GARAGES	66 GARAGES
TANDEM STALLS	33 STALLS
CANOPY PARKING	55 STALLS
SURFACE PARKING	71 STALLS
TOTAL PARKING	225 STALLS
PARKING REQ'D.	221 STALLS
- 1.5 stalls / 1-bed unit	
- 2.0 stalls / 2 and 3-bed units	
PARKING RATIO	1.80 STALLS/ UNIT
OPEN SPACE.	1.26 ACRES (30.2%)

KCB architecture

OREM APARTMENT COMMUNITY



TABULATION:		
1-BED APTS.	58 UNITS	46%
2-BED APTS.	49 UNITS	39%
3-BED APTS.	18 UNITS	15%
TOTAL	125 UNITS	
OVERALL SITE AREA:	4.17 ACRES	
SITE DENSITY:	29.97 UNITS / ACRE	
GARAGES	66 GARAGES	
TANDEM STALLS	33 STALLS	
CANOPY PARKING	55 STALLS	
SURFACE PARKING	71 STALLS	
TOTAL PARKING	225 STALLS	
PARKING REQ'D.	221 STALLS	
- 1.5 stalls / 1-bed unit		
- 2.0 stalls / 2 and 3-bed units		
PARKING RATIO	1.80 STALLS/ UNIT	
OPEN SPACE:	1.26 ACRES (30.2%)	

THIS DOCUMENT IS CONFIDENTIAL AND FOR ICO COMPANIES USE ONLY

PROJECT NUMBER
13-033

SHEET TITLE
ARCHITECTURAL SITE PLAN
FINAL SCHEME
SCALE: 1" = 40'-0"

PROJECT/OWNER
CREEM APARTMENT COMPLEX
920 NORTH STATE STREET
OREM, UTAH
CABET KELLER

ARCHITECT

architecture
2033 Sam Drive
Salt Lake City, UT 84040
(801) 583-3338
(801) 583-3328 FAX

REVISION DATE
28 OCT 2013

DATE
30 SEP 2013

SHEET NUMBER
A1.1

BUILDING B - ELEVATION NORTH

BUILDING B - ELEVATION SOUTH

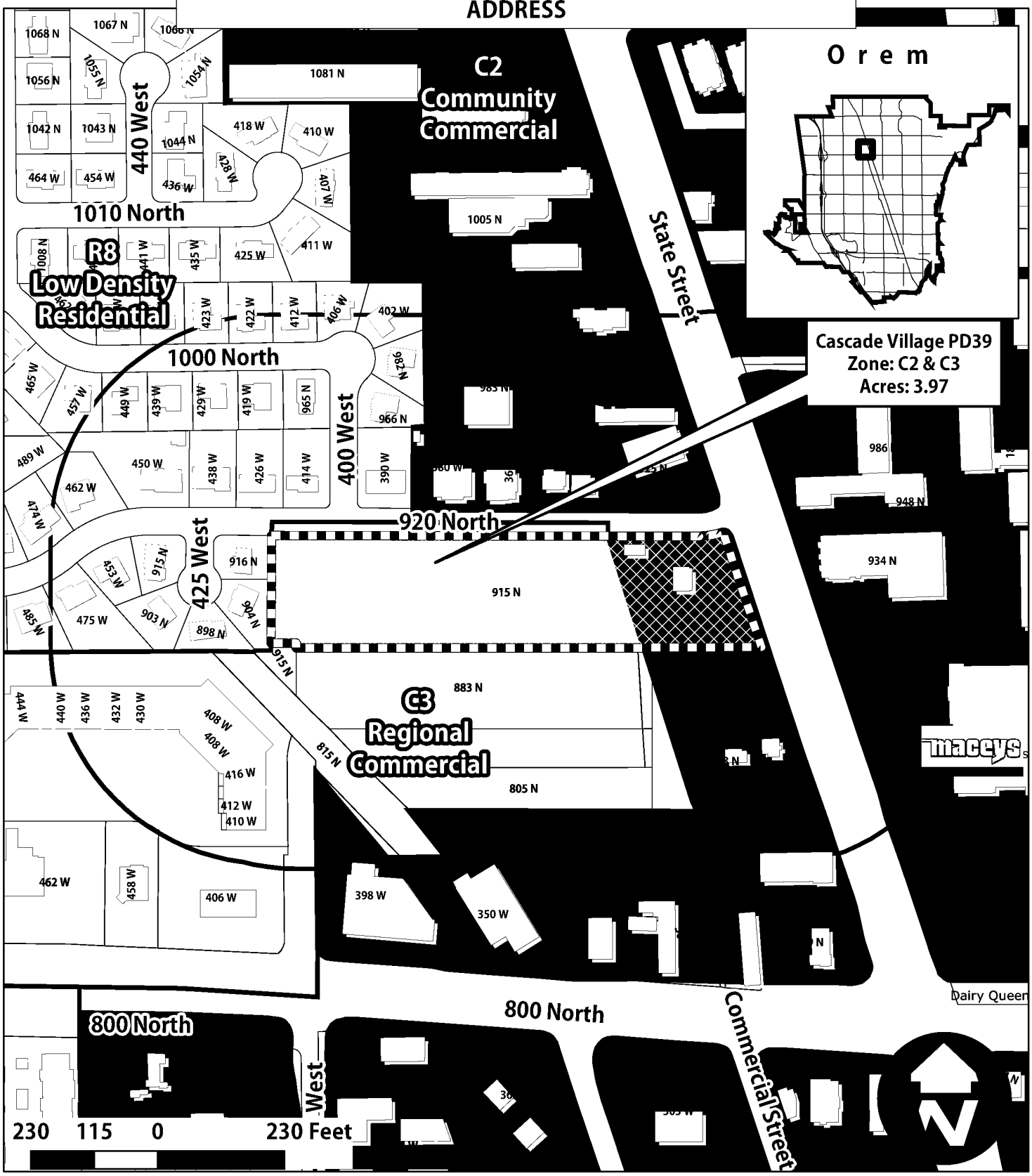
BUILDING B - ELEVATION EAST

KGB architecture

OREM APARTMENT COMMUNITY

Cascade Village, PD-39 Rezone

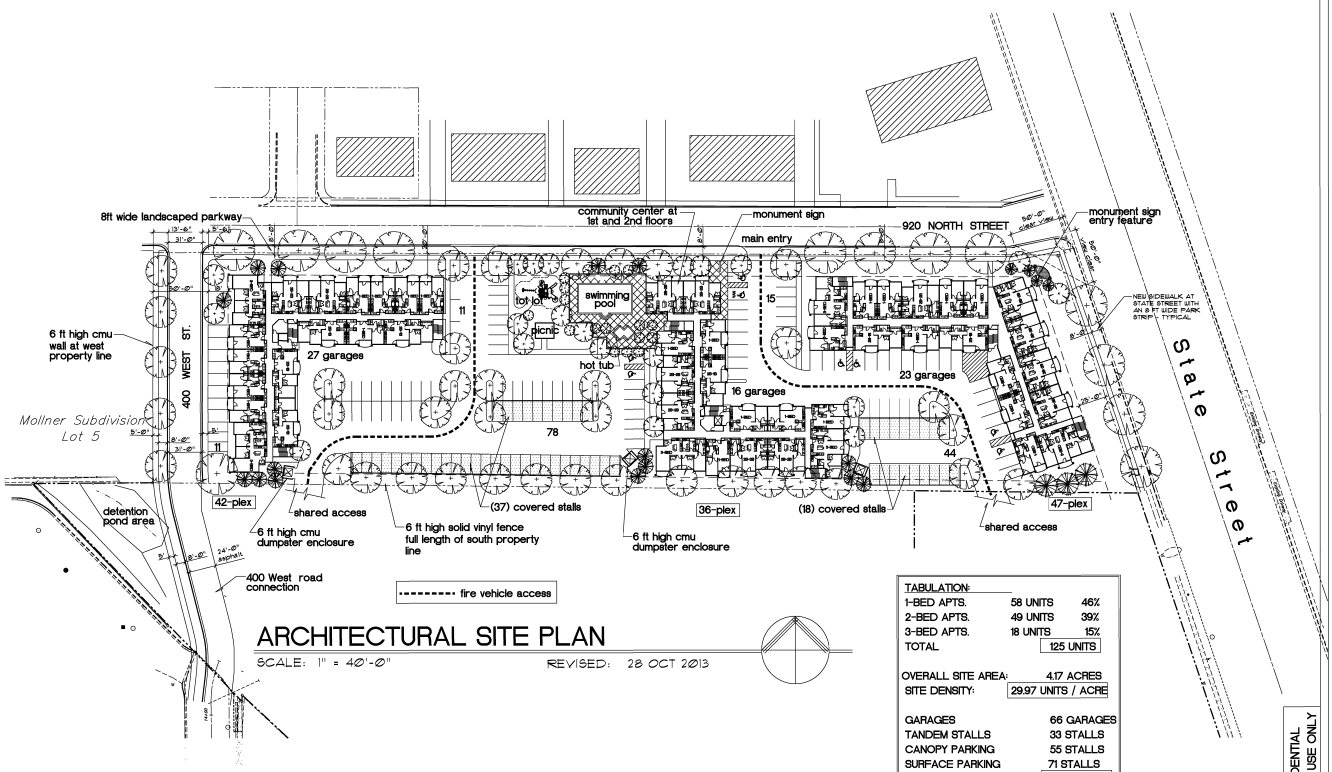
ADDRESS



Cascade Village, PD-39 Rezone;
C2 & C3 Zones; 3.97 Acres.

NIA CONTACT:
Timpview Neighborhood
Brian and Lisa Kelly

Legend
Buildings
Cascade Village
Notification Boundary
Parcels



ARCHITECTURAL SITE PLAN

SCALE: 1" = 40'-0"

REVISED: 28 OCT 2013

TABULATION:		
1-BED APTS.	58 UNITS	46%
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PROJECT NUMBER
13-033

SHEET TITLE
ARCHITECTURAL SITE PLAN
FINAL SCHEME
SCALE: 1" = 40'-0"

PROJECT/OWNER
OREM APARTMENT COMMUNITY
920 NORTH STATE STREET
OREM, UTAH
CAREY KELLER

ARCHITECT

architecture
2033 dan drive
provo, utah 84040
(801) 593-9338 FAX
(801) 593-9328

REVISION DATE
28 OCT 2013

DATE
30 SEP 2013

SHEET NUMBER
A1.1

OREM DRC APPLICATION

www.orem.org

Development Services Department • 56 North State Street, Orem, Utah 84057 • (801) 229-7183 • FAX (801) 229-7191

APPLICANT INFORMATION

FORM EXPIRES: 06-30-2014

Name: Casey Keller Phone: 801.628.1783

Address: 1937 E. Maple Hollow Way FAX:

City: Bountiful State: UT Zip: 84010 e-mail: ckeller@kw123.com

PROJECT INFORMATION

Project Name: Cascade Village

Project Address: 915 North State Street

Nature of Request (Check all that apply) **and Filing Fee Amount**

SUBDIVISION PLATS/LOT LINE ADJUSTMENT	ORDINANCE AMENDMENTS	OREM GENERAL PLAN AMENDMENTS	MISCELLANEOUS	APPEALS/OTHER
☐ Preliminary/PRD $700 $20/lot or unit	☐ Sign $600	☐ Land Use Map Change $1000 + $75 sign fee	☐ Site Plan Admin. Approval $400	☐ To City Council $400
☐ Preliminary deep lot sign fee $25	☐ Subdivision $600	☐ Text Change $1000	☐ Site Plan $1,500 + $75 sign fee for following PD Zones: 1,4,5,15,16,21	☐ To Planning Commission $100
☐ Final $400 + $20/lot or unit + recording fees	☒ Zoning, Text $600 + 75 sign fee for PD zone		☐ Concrete/Masonry Fence $50	☐ Street Vacation $800
☐ Vacation/Amendment $600 $25 sign fee + recording fees	☒ Rezone $800 + $25 sign fee		☐ Daycare Fence Approval $100	☐ Annexation $1000 + $25 sign fee
☐ Final PRD $150 $30/lot or unit + recording fees			☐ Temporary Site Plan Approval $100	☐ Driveway Entrance Modification $175
☐ Lot Line Adjustment $400 + $25 sign fee, not including recording fees			☐ Conditional Use Permit $600.00 + $25 sign fee	☐ Resubmittal Fee $100/review After three reviews
			☐ Fence Modification/Waiver $100	
			☐ Condominium Conversion $300.00 + $55/unit ($25 sign fee, + $30 building inspection fee/Unit)	☐ Other $200

FILING FEES AND REQUIRED COPIES

FILING FEES: The filing fee for each "Nature of Request" checked above is required at the time the application is filed with the City. The fee amount is listed above. One DRC Application may be used for more than one Nature of Request.

REQUIRED COPIES: Two (2) full size copies 24" by 36", one (1) copy reduced to an 11" by 17", one (1) copy reduced to an 8½" by 11" shall be submitted with each application for Subdivision Plats, Conditional Use Permits, Site Plans, and Condominium Conversions. Provide a complete set of PDF drawings with application – email PDF drawings to lpinerrit@orem.org.

APPLICANT NOTES, SIGNATURE, AND CONTACT PERSON

PLANNING COMMISSION/CITY COUNCIL MEETINGS: Once the Development Review Committee determines your application is complete the Staff will forward it to the Planning Commission and City Council. **The applicant's attendance at the Planning Commission and City Council meetings is required.** The City Council is the final approving authority on the following items: Conditional Use Permits; Appeals; City Code amendments; General Plan Amendments; Fence Modifications; and site plans in the following zones: PD-1, PD-4, PD-5, PD-15, PD-16, and PD-21.

NEIGHBORHOOD MEETING: The applicant shall hold a neighborhood meeting in accordance with the City Code for the following requests: General Plan Amendments; Zoning Ordinance Amendment, Map; Commercial developments adjacent to residential zones; all non-residential uses in a residential zone

DRC APPLICATION: This DRC Application must be **complete** at the time it is submitted to the City or it may not be accepted.

FILING FEE NOTICE: Applications filed after July 1 are subject to fee changes.

Applicant's Signature: Casey S. Keller

Contact Person Name: Casey Keller Phone: 801.628.1783

OFFICE USE ONLY

Date Filed: 8-5-13 Fees Paid: 1485 — Received By: [illegible]

Please Note: The deadline for filing this application to be considered at the next DRC Meeting is Monday at noon. If Monday is a Holiday the deadline is extended to the following Tuesday at noon. Once filed with the City, you may contact any of the following individuals to learn of the status of this application: Jason Bench, 229-7238; David Stroud, 229-7095; or Clinton Spencer, 229-7267.

PROVO CITY COMM. DEV.
PO BOX 1849
PROVO, UT 84603

ETC TRADING LLC
PO BOX 27754
SALT LAKE CITY, UT 84127

KENT F MORGAN FAMILY LLC
PO BOX 396
EAGLE MOUNTAIN, UT 84043

BENNETT REAL ESTATE HOLDINGS LLC
PO BOX 50142
PROVO, UT 84605

AFFCU OREM
%ATTN: ACCOUNTING
PO BOX 9199
OGDEN, UT 84409

UTAH COUNTY PROPERTIES UT LLC
%NEIGHBORHOOD SONIC
PO BOX 95389
SOUTH JORDAN, UT 84095

EARLY HOLDINGS LLC
PO BOX 9637
SALT LAKE CITY, UT 84109

DTS/AGRC MANAGER
STATE OFFICE BLDG, RM 5130
SALT LAKE CITY, UT 84114

PINEHURST AT 800 NORTH LLC
10 E SOUTH TEMPLE # 900
SALT LAKE CITY, UT 84133

DAWNIE LARSEN
56 N STATE STREET
OREM, UT 84057

ROCKY MOUNTAIN POWER
70 NORTH 200 EAST
AMERICAN FORK, UT 84003

CENTURY LINK
75 EAST 100 NORTH
PROVO, UT 84606

LINDON CITY
PLANNING DEPARTMENT
100 NORTH STATE STREET
LINDON, UT 84042

COMMON AREA
100 E CENTER
PROVO, UT 84604

COMMON AREA
100 E CENTER
PROVO, UT 84606

UTAH COUNTY
100 E CENTER ST
PROVO, UT 84606

WX4 LLC
112 E 1350 N
BOUNTIFUL, UT 84010

PENNOCK INVESTMENTS LLC
160 S 1140 E
LINDON, UT 84042

ROCKING M PROPERTIES LLC
226 E SOUTHGATE AV
SALT LAKE CITY, UT 84115

TOWN OF VINEYARD
240 E. GAMMON ROAD
VINEYARD, UT 84058

PENNOCK INVESTMENTS LLC
--OR CURRENT RESIDENT--
245 W 990 NORTH
OREM, UT 84057

ROBBINS PROPERTIES LC
--OR CURRENT RESIDENT--
251 W 990 NORTH
OREM, UT 84057

ROBBINS PROPERTIES LC
--OR CURRENT RESIDENT--
263 W 990 NORTH
OREM, UT 84057

HUFFAKER, JAMES
288 THORNEBURY WY
PLEASANT GROVE, UT 84062

D F ADAMS PROPERTIES LC
--OR CURRENT RESIDENT--
300 W 800 NORTH
OREM, UT 84057

DODGE, DONALD A & LINDA N
336 W 920 N
OREM, UT 84057

BENCH, JOHN R
--OR CURRENT RESIDENT--
344 W 920 NORTH
OREM, UT 84057

KENT F MORGAN FAMILY LLC
--OR CURRENT RESIDENT--
350 W 800 NORTH
OREM, UT 84057

MARTIN PROPERTIES LC
%PETERSON, SCOTT
360 W 920 N
OREM, UT 84057

KAY ADAMS LLC
--OR CURRENT RESIDENT--
365 W 800 NORTH
OREM, UT 84057

JUST 4 KIDS ADVENTURES INC
380 W 920 N
OREM, UT 84057

ROGER L FARLEY PROPERTIES LLC
390 W 920 N
OREM, UT 84057

CURIEL, GABRIELA
402 W 1000 N
OREM, UT 84057

UTAH COUNTY PROPERTIES UT LLC
--OR CURRENT RESIDENT--
406 W 800 NORTH
OREM, UT 84057

ETC TRADING LLC
--OR CURRENT RESIDENT--
406 W 1000 NORTH
OREM, UT 84057

BENNETT REAL ESTATE HOLDINGS LLC
--OR CURRENT RESIDENT--
408 W 800 NORTH UNIT#201
OREM, UT 84057

BENNETT REAL ESTATE HOLDINGS LLC
--OR CURRENT RESIDENT--
408 W 800 NORTH UNIT#202
OREM, UT 84057

UVRA PROPERTIES LLC
--OR CURRENT RESIDENT--
410 W 800 NORTH
OREM, UT 84057

UVRA PROPERTIES LLC
--OR CURRENT RESIDENT--
412 W 800 NORTH
OREM, UT 84057

LEWIS, STEVEN D & JENNIFER L
412 W 1000 N
OREM, UT 84057

PRESTON, ALLEN J & SHERRIE
--OR CURRENT RESIDENT--
414 W 800 NORTH
OREM, UT 84057

MILLER, CORY N & JANICE Y
414 W 920 N
OREM, UT 84057

TD DEVELOPMENT LLC
415 E 1550 N
OREM, UT 84097

LOY WATTS FAMILY LLC
--OR CURRENT RESIDENT--
416 W 800 NORTH
OREM, UT 84057

LOY WATTS FAMILY LLC
418 CHOKE CHERRY LA
PROVIDENCE, UT 84332

REDMOND INVESTMENT PROPERTIES LC
--OR CURRENT RESIDENT--
418 W 800 NORTH
OREM, UT 84057

BEKKER, L DE MOYNE & PEARL ANN
419 W 1000 N
OREM, UT 84057

REDMOND INVESTMENT PROPERTIES LC
--OR CURRENT RESIDENT--
420 W 800 NORTH
OREM, UT 84057

COLEMAN, JANE E
422 W 1000 N
OREM, UT 84057

PALMER, MIKE & JESSICA
426 W 920 N
OREM, UT 84057

PET URGENT CARE LLC
--OR CURRENT RESIDENT--
428 W 800 NORTH
OREM, UT 84057

PETERSEN, MARLO & SUSAN D
429 W 1000 N
OREM, UT 84057

THAT LUANG LLC
--OR CURRENT RESIDENT--
430 W 800 NORTH
OREM, UT 84057

WX4 LLC
--OR CURRENT RESIDENT--
432 W 800 NORTH
OREM, UT 84057

MCNEIL, PAUL DAVID & PATTY
432 W 1000 N
OREM, UT 84057

JOHNSON, PATRICIA B
--OR CURRENT RESIDENT--
436 W 800 NORTH
OREM, UT 84057

WARNER, GLEN & REBECCA
438 W 920 N
OREM, UT 84057

NOXON, DANIEL
439 W 1000 N
OREM, UT 84057

PAYNE FAMILY LLC
--OR CURRENT RESIDENT--
440 W 800 NORTH
OREM, UT 84057

PETERSON, VERDEN B & MARY E
442 W 1000 N
OREM, UT 84057

WARD, THERALD ELWIN & SUSAN JANE
--OR CURRENT RESIDENT--
449 W 1000 NORTH
OREM, UT 84057

FEDERAL HOME LOAN MORTGAGE CORPORATION
--OR CURRENT RESIDENT--
457 W 1000 NORTH
OREM, UT 84057

HEATON, MATTHEW & CAMERON JO
462 W 920 N
OREM, UT 84057

TROWBRIDGE, JAMES S & KRISTIN D
475 W 920 N
OREM, UT 84057

UVRA PROPERTIES LLC
560 W 800 N
OREM, UT 84057

MAG
586 EAST 800 NORTH
OREM, UT 84097

NITA B PARK FAMILY LC
797 BOWL DR
OREM, UT 84097

AFFCU OREM
--OR CURRENT RESIDENT--
851 N STATE ST
OREM, UT 84057

PLAZA 880 LIMITED
--OR CURRENT RESIDENT--
882 4 6 8 890 2 4 6 NORTH STATE ST
OREM, UT 84057

D F ADAMS PROPERTIES LC
899 N INDUSTRIAL PARK
OREM, UT 84057

HALL, MICHAEL D & MARTHA E
450 W 920 N
OREM, UT 84057

UVRA PROPERTIES LLC
--OR CURRENT RESIDENT--
458 W 800 NORTH
OREM, UT 84057

GREER PROPERTIES LLC
474 W 920 N
OREM, UT 84057

SHUPE, RYAN & ASHLEY
485 W 920 N
OREM, UT 84057

ALPINE SCHOOL DISTRICT
ATTN: SUPERINTENDENT
575 NORTH 100 EAST
AMERICAN FORK, UT 84003

BRIAN & LISA KELLY
TIMPVIEW NEIGHBORHOOD CHAIR
668 W 1325 NORTH
OREM, UT

KMR PROPERTIES LC
815 W 1560 S
PROVO, UT 84601

CLASSY PROPERTIES LC
857 E 870 S
OREM, UT 84097

ALEJANDRO PEREZ
OREM NORTH NEIGHBORHOOD CHAIR
888 N 200 EAST
OREM, UT 84057

HUFFAKER, JAMES
--OR CURRENT RESIDENT--
903 N 425 WEST
OREM, UT 84057

THURMAN, TIMOTHY ROBERT & JULIE SHEFFIELD
453 W 920 N
OREM, UT 84057

THAT LUANG LLC
462 S 750 E
OREM, UT 84097

REDMOND INVESTMENT PROPERTIES LC
475 W 910 S
HEBER CITY, UT 84032

BENCH, JOHN R
495 S PALISADES DR
OREM, UT 84097

PLAZA 880 LIMITED
%WOODBURY CORP
575 E UNIVERSITY PKY STE N260
OREM, UT 84097

KMR PROPERTIES LC
--OR CURRENT RESIDENT--
683 N 400 WEST
OREM, UT 84057

NITA B PARK FAMILY LC
--OR CURRENT RESIDENT--
845 N STATE ST
OREM, UT 84057

PLAZA 880 LIMITED
--OR CURRENT RESIDENT--
880 N STATE ST
OREM, UT 84057

MANWELL, LOWELL & ANNA L
898 N 425 W
OREM, UT 84057

NELSON, KYLO C & ALISHA
904 N 425 W
OREM, UT 84057

PLAZA 880 LIMITED
--OR CURRENT RESIDENT--
910 N STATE ST
OREM, UT 84057

LEDEZMA, OMARALIF ENOS
--OR CURRENT RESIDENT--
915 N 425 WEST
OREM, UT 84057

LEDEZMA, OMARALIF ENOS
915 N 425 W
OREM, UT 84097

RUTKOWSKI, SUSAN M
916 N 425 W
OREM, UT 84057

EARLY HOLDINGS LLC
--OR CURRENT RESIDENT--
920 N STATE ST
OREM, UT 84057

SIERRA VISTA PROPERTIES LLC
--OR CURRENT RESIDENT--
934 N STATE ST
OREM, UT 84057

GOODWIN, ALICE B
938 N STATE ST
OREM, UT 84057

GOODWIN, ALICE B
--OR CURRENT RESIDENT--
948 N STATE
OREM, UT 84057

YEN, CHEN HUAN & MEI MIN LIU (ET AL)
--OR CURRENT RESIDENT--
963 N STATE
OREM, UT 84057

YEN, CHEN HUAN & MEI MIN LIU (ET AL)
963 N STATE ST
OREM, UT 84057

READ, RICHARD M
965 N 400 W
OREM, UT 84057

SALOIS, RONALD EDWARD & ANGELA YVONNE
966 N 400 W
OREM, UT 84057

DICKSON, DARNELL & BARBARA
982 N 400 W
OREM, UT 84057

TD DEVELOPMENT LLC
--OR CURRENT RESIDENT--
983 N STATE ST
OREM, UT 84057

ROBBINS PROPERTIES LC
986 N STATE ST
OREM, UT 84057

WENDYS OLD FASHIONED HAMBURGERS OF NEW YORK INC
--OR CURRENT RESIDENT--
997 N STATE ST
OREM, UT 84057

MEHLHOFF BUSINESS PARK L C
--OR CURRENT RESIDENT--
1000 N STATE
OREM, UT 84057

PRESTON, ALLEN J & SHERRIE
1040 N 20 E
AMERICAN FORK, UT 84003

WENDYS OLD FASHIONED HAMBURGERS OF NEW YORK INC
%WENDYS & ARBYS GROUP
1155 PERIMETER CTR W
ATLANTA, GA 30338

PAYNE FAMILY LLC
1199 E 1130 N
OREM, UT 84097

SIERRA VISTA PROPERTIES LLC
1297 MARLOW RD
SANTA ROSA, CA 95401

MEHLHOFF BUSINESS PARK L C
1331 E 600 N
OREM, UT 84097

QUESTAR GAS COMPANY
1640 NORTH MTN. SPRINGS PKWY.
SPRINGVILLE, UT 84663

JOHNSON, PATRICIA B
1842 S LAGUNA VISTA DR
OREM, UT 84058

JASON BENCH
1911 N MAIN STREET
OREM, UT 84057

UTAH CNTY SOLID WASTE DISTRICT
C/O RODGER HARPER
2000 WEST 200 SOUTH
LINDON, UT 84042

UTOPIA
2175 S REDWOOD ROAD
WEST VALLEY CITY, UT 84119

KAY ADAMS LLC
2280 BLOOMINGTON HILLS DR
SAINT GEORGE, UT 84790

WARD, THERALD ELWIN & SUSAN JANE
3375 WILSON AV
SIGNAL MOUNTAIN, TN 37377

PET URGENT CARE LLC
3820 N UNIVERSITY AV
PROVO, UT 84604

AMERICA FIRST FEDERAL CREDIT UNION
4646 S 1500 W STE 110
RIVERDALE, UT 84405

FEDERAL HOME LOAN MORTGAGE CORPORATION
5000 PLANO PKY
CARROLLTON, TX 75010

COMCAST
9602 SOUTH 300 WEST
SANDY, UT 84070

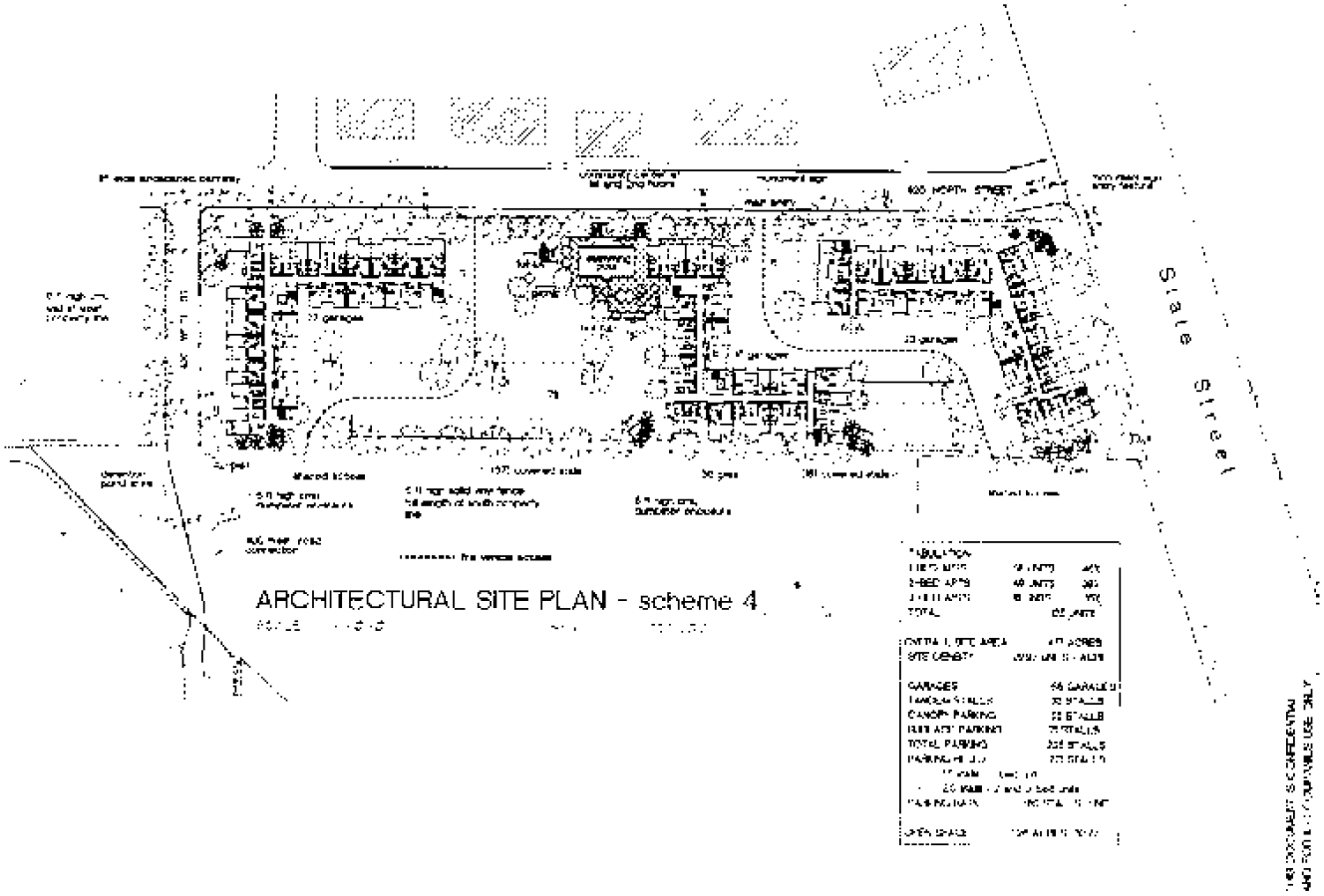
Orem City Public Hearing Notice

Planning Commission Meeting
Wed., November 6, 2013, 5:00PM; City Council Chambers at 56 N State Street

City Council Meeting
Tuesday, December 10, 2013, 6:20PM, City Council Chambers at 56 N State Street.

Casey Kellar requests the City Enact Section 22-11-52 and Appendix HH; PD39 zone and amend Article 22-5-3(A) and the zoning map of Orem City for property located at 920 North State Street by changing the zone from C2 and C3 to PD39.

For more information, or to submit comments: caspencer@orem.org or call (801)229-7267, Clinton A. Spencer, Planner.


State Street
ARCHITECTURAL SITE PLAN - scheme 4

KELLER INVESTMENT & DEVELOPMENT, LLC

Neighborhood Meeting Notice

Dear Resident,
You are cordially invited to attend a neighborhood meeting on Thursday, August 1st, 2013 at 6:30 P.M. located at City Council Chambers, 56 North State Street, Room 100. The purpose of the meeting is to acquaint you with the design of a proposed 110 unit multifamily development and to receive your feedback.

We would like to share with you our proposed development on the vacant land site located at approximately 915 North State Street, Orem, UT. Currently, the property consists of vacant land and a temporary log style cabin home with surface parking fronting State Street. The current zoning classification is C2 and C3. The proposed zoning classification is PD.

Pursuant to Orem City Code Section 22-1-5(F), this meeting is being held to discuss the project with you. This is an opportunity for you to review the plans and provide input and recommendations regarding the project. This application has not yet been reviewed by the City and is subject to change during the review process.

If you have any questions, please contact Casey Keller at 801.628.1783.

7/25/13 CB

1937 East Maple Hollow Way, Bountiful, UT 84010 * Ph: 801.628.1783 * E-mail: ckeller@kip123.com

Neighborhood Meeting Minutes
August 1, 2013
6:30 P.M.

RE: 110 Unit Apartment Development located at 915 North State Street.

Introduction:

- Thank you for coming to the meeting tonight.
- I have asked you to come here tonight to learn about a residential development I am proposing at 915 North State Street.
- I have had a chance to speak to a couple of you that have called with questions about the development. I hope you have found me to be open-minded and reasonable.
- When I hold these meetings, I ask that you share your concerns with me upfront so I can address them now, receive your input, and improve upon what I present to you today. I want to be good neighbors.

About Developer:

1. Build for long term ownership. Focused on design and aesthetics and manageability. Build properties for the long term and want them to be attractive and stable assets for the city and neighborhood.
2. Build quality apartment units that are marketable and desirable and proud to own.

Development Description:

1. 110 Residential Units: see site plan, elevations, floor plans, material board.
2. Architecture: Craftsman integrating attached garages to first and second floor units.
3. Finishes may include: granite/quartz counter tops, tile, carpet, hardwood floors, brushed nickel hardware, two-tone paint, etc... Stone Veneer, Hardi-Board-Cement board. No vinyl, wood, or stucco will be used.
4. Interior Unit Amenities include: large kitchens, walk in pantries, huge walk in closets, kitchen islands, storage spaces, GARAGES, DIRECT ACCESS GARAGES, oversized master bedrooms.
5. Exterior Unit Amenities include: hot tub, sun deck, fitness center, business center, playground, BBQ Grills, covered parking.
6. Landscaping: Landscaping facing 920 North, parking lot inside premises. Open to suggestions on specification.

Future Residents Description:

1. NOT AFFORDABLE HOUSING!
2. This product will attract high paying renters. The attached garages, finishes, and floor plans will attract them.
3. Who will live here?
    a. Young Professionals
    b. Young Families
    c. Dual Income No Kids (DINK's)
    d. Saving money for a home.
    e. Fresh out of college. Few roommate situations.
    f. Newly married.
    g. Single professionals and/or Divorce's.
    h. Average rent is $1,000, and as much as $1300/month.
    i. Incomes about 3.5-5x rent or majority in the $40,000-$48,000+ range.

Questions/Inquiries:

- Why not a single family development? Because the economics are not there and no one wants to buy a house that fronts State Street.
- Will you have fire protection? Yes
- Will you have snow removal? Yes
- Will you have garbage pickup? Yes. When? During the day. We don't want to hear trucks at 5am. Okay.
- How are you going to avoid parking in the street? Parking exceeds the typical requirement of 1.8 stalls per unit. This development is parked over 2.1 stalls per unit.
- Will parking occur on the street? Yes, but parking stalls are adequate enough that you shouldn't see it frequently.
- How are you going to solve the traffic problem? Will begin the start of a new road 400 West to eventually connect with 800 North.
- When will the 400 West street connect to 800 North? When the owner of the adjacent south parcel develops their land.
- Have you considered a right in right out entrance/exit? I will need to speak with traffic.
- Have you considered a traffic light at 920 N and State? I will need to speak with traffic. The traffic study suggests one will not be needed. And among all development types, the residential will have the least amount of trips per day.
- Can we put a stop sign at 425 West and 920 North? I will need to speak with traffic.
- Can we put no parking signs? I will need to speak with traffic.
- Will you lower rents if they are not filling up? Will stay within market. But goal is to keep rents high.
- Can I choose the contractors? No
- How long will construction last? 6 months to first units, likely 9-10 months total.
- When will you start? Hopefully November.
- Where will staging occur? Hopefully to the vacant south parcel.
- What is the difference between this project and the failed project at Mid-Town? How do we know this won't turn into that? Because this is simple construction, has been built many times, is more predictable, not dependent on a buyer, but a renter. The renter market will continue to exist rather than disappear like the condo market... Mid-Town has many more variables than this project ever will.
- Do you do back ground checks on your residents? Yes. No felony's allowed and/other violent crimes. And a relatively high credit score required ensuring a good rate of collections.
- Do you sublet? Yes. The subletting resident will have to qualify just as the lease holder qualified.
- How long are your leases? Typically 12 months, as short as 6 months with month-to-month options for a premium.

Comments:

- We don't want snow trucks early in the morning! Response: when trucks push snow will depend on when it snows.
- The traffic on State Street we can't get out, it is dangerous.
- 800 North and State is the busiest and most dangerous intersection in Orem.
- The new 400 West street will drive toward my drive-way. I don't like that.
- I cannot support a high density project.
- Great looking project.
- This will help businesses.
- There could be much worse uses than this.

NEIGHBORHOOD MEETING 8/1/13

NAME	ADDRESS	PHONE / E-MAIL
• Kyle Farley	390 W. 920 N.	(801)735-8414/Bestcare Dude @gmail.com
• Mike Palmer	426 W 900 N	801 616 6700
• Becky Buxton	574 W. 920 N.	801-224-7410 beckybuxton@msn.com
• Chad Buxton	574 W 920 N	801-636-6618 chadcbuxton@gmail.com
• Anna Maxwell	896 N 425 W	801-224-8641 annalorrene@gmail.com
• Martha Hall	450 W 920 N	801-229-1086 mchall17@gmail.com
• Jane Coleman	422 W 1000 N	jemstone58/hotmail.com
• Jennifer Lewis	412 W 1000 N	jenandgreg.lewis@gmail.com
• Scott Peterson	360 W. 920 N	Scott@Petersonfinancial.
• DeMoyne Barker	419 W. 1000 N	dalzek@comcast.net
• Susan Peterson	424 W. 1000 N	utah.susan@gmail.com
• Marlo Peterson	"	"
• Beverly Burdett	544 W. 1085 N.	801-224-9519
• Kevin Burdett	544 W. 1085 N.	801-224-9519
• Michael Hall	450 W 920 N.	801 229 1086
• Jon McEachron	586 Whitney Dr.	[illegible]
• Janice Miller	414 W. 920 N.	801-802-0816
• Cory Miller	414 W 920 N	801-802-0816

Project Timeline

Project: ZOA - Cascade Village - PD-39 Rezone

1. Neighborhood Meeting held by applicant on: 8/1/2013 & 12/4/2013
2. DRC Application Date: 8/5/2013
3. Obtained Development Review Committee Clearance on: 8/12/2013 by: DRS
4. Publication notice for PC sent to Recorders office on: 10/10/2013 by: DRS
5. Neighborhood notice (300') for Planning Commission mailed on: 10/29/13 by: CAS
6. Planning Division Manager received neighborhood notice on: 10/31/13
7. Property posted for PC on: _____ by: _____ Removed on : _____
8. Planning Commission recommended approval / denial on : 11/6/2013
9. Publication notice for CC sent to Recorders office on: 11/14/2013 by: CAS
10. Neighborhood notice (300') for City Council mailed on: 12/3/13 by: CAS
11. Planning Division Manager received neighborhood notice on: _____
12. Property Posted for City Council on: 12/3/2013 by: CAS Removed: _____
13. City Council Approved / Denied on: _____

Staff Report Information Checklist

Planning Commission:

Staff Report:
[ ] Meeting Date
[ ] Title Block
[ ] Item Number
[ ] Applicant information
[ ] Update: Notice/Site Information/Findings/Action
[ ] Request
[ ] Background (Tell the Story)
[ ] Background of Request
[ ] Architecture
[ ] Parking
[ ] Dumpster
[ ] Fencing
[ ] Landscaping
[ ] Traffic Study
[ ] Engineering
[ ] General Plan (Supported/Not Supported)
[ ] PD Zone (Supported/Not Supported)
[ ] Advantages of the proposal
[ ] Disadvantage of the proposal

Attachments:
[ ] Location Map
[ ] Aerial photo
[ ] Site photos
[ ] Site Plan
[ ] Elevations
[ ] Landscaping Plan
[ ] Ordinance amendment(s)
[ ] Neighborhood meeting minutes and attendance role
[ ] Mailing list
[ ] Applicant letter(s)
[ ] Citizen letters, emails, etc.
[ ] Past minutes, if applicable
[ ] Other documentation

Other:
[ ] Ordinance/Resolution
[ ] Presentation materials

City Council:

Agenda Summary:
[ ] Meeting Date
[ ] Title Block
[ ] Correct meeting/public hearing time)
[ ] Applicant information
[ ] Update: Notices/Site Information/ Planning Commission Action
[ ] Request
[ ] Background (Tell the Story)
[ ] Background of Request
[ ] Traffic Study/Transportation Issues
[ ] General Plan (Supported/Not Supported)
[ ] PD Zone (Supported/Not Supported)
[ ] Advantages of the proposal
[ ] Disadvantage of the proposal
[ ] Recommendation

Attachments:
[ ] Location Map
[ ] Aerial photo
[ ] Site photos (Including Public Notice sign)
[ ] Site Plan
[ ] Elevations
[ ] Landscaping Plan
[ ] Ordinance amendment(s)
[ ] Neighborhood meeting minutes and attendance role
[ ] Mailing list
[ ] Applicant letter(s)
[ ] Timeline of events (Noticing, etc.)
[ ] Citizen letters, emails, etc.
[ ] Other documentation
[ ] DRC Application
[ ] PC Minutes
[ ] Past CC minutes, if applicable

Other:
[ ] Ordinance/Resolution
[ ] Presentation materials

CITY OF OREM

CITY COUNCIL MEETING

DECEMBER 10, 2013

REQUEST:	**6:20 PUBLIC HEARING** **ORDINANCE AMENDMENT – FLAGS AND FLAG POLES- Amending Section 22-14-24 of Orem City Code as it pertains to flags and flagpoles**
APPLICANT:	Development Services
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Website
-Faxed to newspapers
-Emailed to newspaper
-Posted on State public notice website

SITE INFORMATION:

- General Plan
  N/A
- Current Zone
  N/A
- Acreage
  N/A
- Neighborhood
  N/A
- Neighborhood Chair
  N/A

PLANNING COMMISSION RECOMMENDATION
Approve: 6-0

PREPARED BY:
David Stroud, AICP Planner
APPROVED BY:

Request: Development Services requests the City Council amend Section 22-14-24 of the Orem City Code as it pertains to flags and flagpoles.

Background: The City Council recently amended Chapter 14 of the Orem Code which contains the requirements for signs. Since flags are a type of sign all the requirements for flags have now been incorporated into Chapter 14 *Signs*, except for the conditional use permit option for additional height. The maximum height of a permanent flag pole as outlined in Chapter 14 would be the maximum height of the underlying zone.

It is recommended by staff and the Planning Commission that Section 22-14-24 be amended as proposed.

22-14-24. ~~Flag Poles and Flags.~~ RESERVED

~~A. The maximum height of a flag pole shall not exceed the maximum height allowed for any structure in the zone where the flag is located; provided, however, that a conditional use permit may be granted for a flag pole displaying only the United States flag up to a maximum height of one hundred twenty feet (120') in nonresidential zones.~~

~~B. All types of flags are allowed except for commercial flags used for advertising purposes.~~

~~C. A flag pole shall not be located in such a manner as to cause a safety hazard. No flag shall extend beyond the property line of the lot on which the flag pole is located.~~

~~D. The application for a conditional use permit authorized by subsection A above shall include a plan showing the location, height, material, footing specifications and valuation of the pole or poles.~~

Recommendation: The Planning Commission recommends the City Council amend Section 22-14-24 of the Orem City Code as it relates to flags and flagpoles.

ORDINANCE NO. _____

AN ORDINANCE BY THE OREM CITY COUNCIL AMENDING SECTION 22-14-24 OF THE OREM CITY CODE AS IT PERTAINS TO FLAGS AND FLAGPOLES

WHEREAS on August 30, 2013, Development Services filed an application with the City of Orem requesting the City amend Section 22-14-24 of the Orem City Code as it pertains to flags and flagpoles; and

WHEREAS on November 6, 2013, the Planning Commission held a public hearing to consider the subject application and forwarded a positive recommendation to the City Council; and

WHEREAS on December 10, 2013, the City Council held a public hearing to consider the subject application; and

WHEREAS a public hearing notice was posted at 56 North State Street, orem.org, utah.gov/pmn, and in a newspaper of general circulation; and

WHEREAS the matter having been submitted and the City Council having fully considered the request as it relates to the health, safety, and general welfare of the City; the orderly development of land in the City; the effect upon the surrounding neighborhood; the compliance of the request with all applicable City ordinances and the Orem General Plan; and the special conditions applicable to the request.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The City Council hereby finds this request is in the interest of the public in that it will not have a negative effect on neighborhoods and businesses.

2. The City Council hereby finds this request is in harmony with the Orem General Plan.

3. The City Council hereby amends Section 22-14-24 of the Orem City Code to read as follows:

22-14-24. RESERVED.

4. If any part of this ordinance shall be declared invalid, such decision shall not affect the validity of the remainder of this ordinance.

5. All other ordinances in conflict herewith are hereby repealed.

6. This ordinance shall take effect immediately upon passage and publication in a newspaper of general circulation in the City of Orem.

PASSED, APPROVED, and ORDERED PUBLISHED this **10th** day of **December** 2013.

_____
James T. Evans, Mayor

ATTEST:

_____
Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"	COUNCIL MEMBERS VOTING "NAY"

CITY OF OREM **CITY COUNCIL MEETING** DECEMBER 10, 2013	
REQUEST:	**6:30 PUBLIC HEARING** **ORDINANCE - Enacting Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amending Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone**
APPLICANT:	Woodbury Corporation
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Webpage
-Faxed to newspapers
-Emailed to newspaper
-Posted 4 signs on property on 11/4/13
-Mailed 1.085 notices on 10/29/13

SITE INFORMATION:

- General Plan
  Regional Commercial and Low Density Residential
- Current Zone
  R8 and C2
- Acreage
  110.90
- Neighborhood
  Hillcrest
- Neighborhood Chair
  Dewon Holt

PLANNING COMMISSION RECOMMENDATION
Approved: 5:0

PREPARED BY:
David Stroud, AICP Planner
APPROVED BY:

REQUEST: The applicant requests the City enact Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amend Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone.

BACKGROUND: The City Council previously discussed this item in a public hearing on November 19, 2013. The public hearing was continued to December 10, 2013. An additional open house was held by the applicant on December 3, 2013, from 3:00 p.m. to 8:00 p.m. at the University Mall to allow neighbors and residents to obtain additional information concerning the PD-34 proposal.

The Planning Commission held two public hearings on November 6, 2013, and November 20, 2013. After considerable discussion, the Planning Commission recommended that the City Council enact Section 22-11-47 PD-34 (University Place – 1300 South State Street) zone and Appendix "BB"; and amend Section 22-5-3(A) and the zoning map of the City of Orem by rezoning property located generally at 1300 South State Street from the C2 and R8 zones to the PD-34 zone with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

ADDITIONAL BACKGROUND INFORMATION: University Mall (the "Mall) has been a regional shopping destination since it opened in 1973. Over the years, it has expanded and remodeled to bring in new tenants and additional customers. The Mall now seeks to further enhance its appeal as a "destination" and gathering place by proposing a wide range of new development on the Mall property including office and residential uses.

In order to accomplish this objective, the Mall is proposing the creation of a new Planned Development (PD) zone that will apply only to the Mall property. The PD-34 zone text specifies the types of uses that will be allowed and the various development standards (building heights, setbacks, parking requirements, etc.) applicable to such uses. The concept plan included in Appendix "BB" shows the general layout of the Mall property and the location of existing and anticipated future uses. The concept plan also provides illustrations of the type of architecture and design that will be required on new buildings, signs and streetscapes.

The uses that will be allowed in the PD-34 zone are largely the same as are currently allowed in the C2 zone with a few additional uses added in. The most significant addition is the allowance of residential uses. This is something that has not been seen on the Mall property before, but the Mall believes that adding a residential component to the property will not only increase retail sales, but will also help to add energy to the property.

All future site plans for new development in the PD-34 zone will be reviewed by the Planning Commission at a public meeting to ensure conformance with the requirements of the PD-34 zone. Site plans in the PD-34 zone will be valid for five years. A typical site plan is valid for two years.

Buildings heights in the PD-34 zone vary depending on the location within the site. Appendix BB designates limited and open zones that determine the building heights allowed. For example, a maximum building height of 45 feet is allowed in the limited zone along 590 East and a maximum building height of 50 feet is allowed in the limited zone adjacent to 800 South and 800 East. The maximum building height in all other areas of the PD-34 zone is 180 feet.

Setbacks are 20 feet from State Street, 800 South, 800 East and University Parkway and all property not part of the PD-34 zone, unless specified elsewhere within the zone text.

Landscaping shall be approved as part of each site plan and shall generally conform to the concept plan. A 35,000 square foot "Major Park" will be constructed as an amenity to the development and will serve as a focal point and gathering point for residents and customers.

The Mall property currently contains approximately one million square feet of retail space. Future development includes additional retail, office, hotel, and residential uses. The applicant is not requesting a set number of residential units. Instead, the residential density is based on retail square footage. For every 1,000 square feet of retail space, 1.5 residential units are permitted. These units may be detached or attached, and may be stacked or side-by-side, depending on market conditions.

Appendix BB contains elevations and styles to which all structures must generally conform. It is anticipated that development in the PD-34 zone will take several years to build out and the exact building elevations will not be designed until such time as site plan approval is needed. The applicant anticipates the overall concept plan will take approximately 15 years to build out based on favorable market conditions.

Signage in the PD-34 zone will generally not be regulated by Chapter 14 of the City Code, but will be governed by its own set of regulations. For purposes of regulating signage, the Mall property is divided into

three areas, each with different sign requirements. The three sign zones include the perimeter sign zone, the internal sign zone, and the limited sign zone.

The perimeter sign zone permits signs of various sizes to be located at the entrances to the development. Seven large entry signs are permitted with a maximum height of 40 feet and maximum of 500 square feet per sign face. Medium and small entry signs are also permitted.

The limited sign zone (located adjacent to the residential development west of the PD-34 zone) permits wall signs and signs that are permitted in residential zones as allowed by Chapter 14 of the City Code.

There is no limit on the type of signs in the internal sign zone except roof signs are not allowed. There is also no limit on the number of signs in the internal zone except that only eight building entrance signs are allowed. Signs in the internal zone may not exceed a height of 20 feet except for wall signs, screen signs and building entrance signs.

Because of the unique nature of development in the PD-34 zone, it is proposed that off-premise advertising be allowed in the PD-34 zone. Although off-premise advertising is not allowed in most areas of the City, there are several distinct attributes of the PD-34 zone that make it appropriate in that zone where it is not appropriate in other areas of the City. These unique characteristics of the PD-34 zone are articulated in Section J of the PD-34 text. However, the total number of signs that display off-premise advertising would be limited to 14.

Parking for the PD-34 zone will be provided based on an overall shared parking concept. A shared parking concept is based on the fact that parking for the overall development will have different parking demands throughout the day, evening and overnight hours. The various uses share the collective parking thereby reducing the need for each use to provide parking independent of the others, which would otherwise create excessive parking. The PD-34 zone requires commercial uses to provide 3.6 stalls for every 1,000 square feet of gross leasable area. Offices and other non-retail shall provide 2.4 stalls for every 1,000 square feet. Residential uses are required to provide 1.49 stalls for every dwelling unit.

In order to enhance the aesthetic quality of the development, the side of any parking structure that faces a public street must be enhanced through the use of building liners, screen signs, artistic facades, trees and landscaping or other methods illustrated in Appendix BB.

An eight-foot masonry wall will be maintained between the PD-34 zone and the existing residential development to the west. However, where residential dwellings are constructed adjacent to and fronting on 590 East or 1100 South, no fence or wall is required.

A Traffic Impact Analysis was completed for the PD-34 zone proposal. The overall Traffic Study analyzed the traffic from a full build-out perspective. Some of the conclusions of the analysis include:

1. Building new roads and improving existing roads on site will complete a desirable street grid network system in the area. One of the benefits of a street grid is that short or local trips can be taken without burdening the arterial system with more automobiles.
2. Providing a mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms. Higher densities and intensities of development provide opportunities for residents, employees, and visitors to circulate by walking, bicycling, or making shorter consolidated vehicle trips.

3. Bus Rapid Transit (BRT) is planned in the near future on University Parkway with a BRT station at the eastern access to the Mall. The short distance to the BRT station will make transit a viable alternative to automobile dependence.

Updated Traffic Impact Studies (TISs) will be provided by the owner/developer during critical site plan reviews to ensure that traffic circulation will function appropriately on internal streets as well as public streets and intersections located adjacent to the PD-34 zone. An initial TIS was completed for the PD-34 zone. Because we don't know the exact timing or phasing of projects within the proposed zone, TIS's will be provided for many site plan reviews.

A TIS will include recommendations for any new improvements that may be reasonably necessary to mitigate any negative impacts on public streets or intersections resulting from development in the PD-34 zone. The TISs will also make recommendations as to when any such improvements should be installed. Improvements include a new traffic signal at the intersection of 800 East 1100 South, the relocation of the existing traffic signal at 1200 South State Street and improvements to the intersection of 900 South 800 East and 1100 South 800 East. The owner/developer of land in the PD-34 zone shall follow all recommendations of the approved traffic study.

A neighborhood meeting was held at University Mall on October 24, 2013, with approximately 200 people in attendance. The general consensus was that the plan would be a positive for Orem. However, there were concerns with access and traffic through existing neighborhoods and the desire for the Mall to buy out additional property.

The purpose of a Planned Development (PD) zone is to provide flexibility in the City's zoning scheme in order to allow for unique, innovative and well-planned developments that would not be possible under one of the City's existing zoning classifications. In addition, PD zones are intended for use primarily in the following situations: "Mixed use projects along State Street and University Parkway," "Where no existing zoning classification is both sufficiently permissive to allow uses that would be suitable on the property and sufficiently restrictive to protect the character and quality of neighboring properties," and "Residential development that is significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications…" The proposed PD-34 zone is consistent with the purposes of PD zones.

<u>Advantages of the proposal include:</u>

- The proposed improvements to the University Place site will boost the economic stability of the immediate area and the overall city.
- The proposed office structures will fill a need for Class A office space in the city and encourage large employers to stay or locate in Orem.
- The residential uses proposed will provide a needed housing option for those who prefer to live in a mixed-use environment. The residential component will provide the opportunity for those who live on site to reduce vehicle trips based on the close proximity to shops, restaurants, and potential employment.
- The addition of residential uses will increase retail sales and provide additional energy to the project.
- The proposed shared parking standards will provide adequate parking for the overall development.
- The mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms.
- Building new roads and improving existing roads on site will complete a desirable street grid network system in the area.

- The PD-34 zone is consistent with the purpose and applicability of a PD zone as outlined in Orem City Code.

Disadvantages of the proposal include:

- The full build-out of the University Place site will increase the overall traffic in the area. However, with the mitigation measures outlined in the overall traffic study, and the extensive improvements proposed with the concept plan, the increase in traffic will be adequately addressed.
- Large scale change to the University Place site including residential and office uses could be perceived to many in the area as a negative impact.

RECOMMENDATION: The Planning Commission recommends the City Council enact Section 22-11-47, PD-34 (University Place) zone, Appendix BB, and amend Section 22-5-3(A) and the zoning map of Orem City by changing the zone from R8 and C2 to the PD-34 zone on property located generally between University Parkway and 800 South and 800 East and 590 East with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

ORDINANCE NO. _____

AN ORDINANCE BY THE OREM CITY COUNCIL ENACTING SECTION 22-11-47 (PD-34 ZONE), ADOPTING APPENDIX BB, AND AMENDING ARTICLE 22-5-3(A) AND THE ZONING MAP OF THE CITY OF OREM BY CHANGING THE ZONE ON APPROXIMATELY 110 ACRES LOCATED GENERALLY AT STATE STREET AND UNIVERSITY PARKWAY FROM R8 AND C2 TO PD-34

WHEREAS on October 14, 2013, Woodbury Corporation filed an application with the City of Orem requesting the City enact Section 22-11-47 (PD-34 zone), enact Appendix BB (concept plan), and amend Article 22-5-3(A) and the zoning map of the City of Orem by changing the zone on approximately 110 acres of property (hereinafter referred to as the "Property") located generally at the northeast corner of State Street and University Parkway from R8 and C2 to PD-34; and

WHEREAS on November 6, 2013, and November 20, 2013, the Planning Commission held a public hearing to consider the request and forwarded a positive recommendation to the City Council; and

WHEREAS on November 19, 2013, and December 10, 2013, the City Council held a public hearing to consider the request; and

WHEREAS 1,085 notices were mailed, the Property was posted with four signs, notice was posted at 56 North State Street, orem.org, utah.gov/pmn, and a newspaper of general circulation; and

WHEREAS the matter having been submitted and the City Council having fully considered the request as it relates to the health, safety, and general welfare of the City; the orderly development of land in the City; the effect upon the surrounding neighborhoods; the compliance of the request with all applicable City ordinances and the Orem General Plan; and the special conditions applicable to the request.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The City Council hereby finds the request is in the best interest of the City for the following reasons:

   A. The application of the PD-34 zone to the Property and the proposed development to take place under the PD-34 zone will boost the economic stability of the Property, surrounding commercial areas and the City as a whole.

   B. The proposed office structures in the PD-34 zone will fill a need for Class A office space in the City and encourage large employers to stay or locate in Orem.

C. The residential uses proposed in the PD-34 zone will provide a needed housing option for those who prefer to live in a mixed-use environment. The residential component will provide the opportunity for those who live on site to reduce vehicle trips based on the proximity to shops, restaurants, and potential employment.

D. The addition of residential uses will increase retail sales and provide additional energy to the project.

E. The proposed shared parking standards will provide adequate parking for the overall development.

F. The mixed-use development will minimize traffic generation compared with traditional single-use suburban development forms.

G. Building new roads and improving existing roads on the site will complete a desirable street grid network system in the area.

H. Although the additional development in the PD-34 zone will increase the overall traffic in the area, the additional traffic will be adequately mitigated by improvements proposed with the concept plan and with additional traffic mitigation measures outlined in the traffic study.

2. The City Council enacts Section 22-11-47, PD-34 zone, as shown on Exhibit A, which is attached hereto and incorporated herein by reference.

3. The City Council enacts Appendix BB, as shown on Exhibit B, which is attached hereto and incorporated herein by reference.

4. The City Council hereby amends article 22-5-3(A) and the zoning map of the City of Orem by changing the zone on approximately 110 acres at State Street and University Parkway from R8 and C2 to PD-34, as shown on Exhibit C, which is attached hereto and incorporated herein by reference.

5. If any part of this ordinance shall be declared invalid, such decision shall not affect the validity of the remainder of this ordinance.

6. All other ordinances in conflict herewith are hereby repealed.

7. This ordinance shall take effect immediately upon passage and publication in a newspaper of general circulation in the City of Orem.

PASSED, APPROVED, and ORDERED PUBLISHED THIS **10th** day of **December** 2013.

James T. Evans, Mayor

ATTEST:

Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"

COUNCIL MEMBERS VOTING "NAY"

Section 22-11-47. PD-34 zone (University Place – 1300 South State Street)

A. **Purpose.** The purpose of the PD-34 zone is to allow development of a regional shopping center and mixed use development. The PD-34 zone is designed to be applied only to a parcel of property located at approximately 1300 South State Street as shown in Appendix "BB." The PD-34 zone may only be applied to areas of 100 acres or more.

B. **Concept Plan.** Property in the PD-34 zone shall be developed in conformance with Appendix "BB" of the Orem City Code which is incorporated herein by reference and made a part hereof. The owner/developer shall have flexibility as to the size and location of buildings provided that the requirements of this Section 22-11-47 are met.

C. **Permitted Uses.** The following shall be permitted uses in the PD-34 zone:

Standard Land Use Code (SLU)
0302 Christmas Tree Sales
0600 Trailers/Containers for Recyclable Materials
1112 Condominiums
1113 Townhouses
1120 Apartments
1150 Live-Work Units (defined as a structure designed to have both work space and living space)
1231 Rooming & Boarding Houses
~~1240 Student Housing~~
1282 Assisted Living Facilities
1290 Senior Independent Living Facility
1510 Hotels, Tourist Courts & Motels
2124 Ice Cream and Frozen Desserts
2160 Candy & Other Confectionery Products
2430 Handmade cabinetry, furniture and fixture manufacturing
2435 Craftsman industrial arts
3199 Handmade stone, clay & glass products
4110 Intermodal
4211 Bus Passenger Terminals
4291 Taxicab Transportation
4600 All Auto Parking Facilities, NEC
4601 Surface Parking Lots
4602 Parking Structures
4741 Television Broadcasting Studios (Only)
4751 Radio & Television Broadcasting Studios, Only (Combo Systems)
5132 Apparel & Accessories
5194 Tobacco & Tobacco Products
5197 Furniture & Home Furnishings
5220 Building Materials, Equipment Supplies & Hardware (Indoor Only)
5260 Home Improvement Centers
5310 Department Stores
5320 Mail Order Houses
5330 Limited Price Variety Stores

5340 Merchandise Vending Machine Operators
5350 Direct Selling Organizations
5391 Dry Goods & General Merchandise
5393 Arts, Crafts & Hobbies
5394 Musical Instruments
5410 Groceries &/or Food
5420 Farmers Market
5440 Candy & Other Confectionery Products
5520 Tires, Batteries & Accessories
5530 Gasoline Service Station With or Without Store
5591 Marine Craft & Accessories
5600 Clothing, Apparel, & Accessories
5730 Music Supplies
5810 Restaurants
5811 Fast Food
5812 Mobile Food Vendors
5820 Drinking Places-Bars and Taverns shall be at least 500 feet from any church, school, sexually oriented business, or other alcoholic drinking place
5830 Drinking Places-Non-alcoholic
5850 Mobile Vendor (other than food)
5910 Drugs & related drug dispensing
5931 Antiques
5932 Gold & Silver
5933 Secondhand Merchants
5935 Jewelry
5941 Books
5942 Stationery
5943 Office Supplies
5945 Newspapers/Magazines
5946 Cameras & Photographic Supplies
5947 Gifts, Novelties, & Souvenirs
5948 Florists
5949 Video Rentals
5951 Sporting Goods
5952 Bicycles
5953 Toys
5960 Farm & Garden Supplies
5963 Nursery-Plants
5970 Computer Goods & Services
5996 Optical Goods
6110 Banking & Credit Services
6111 Check Cashing & Other Credit Services
6120 Security & Commodity Brokers, Dealers & Exchanges
6130 Insurance Agents, Brokers & Related Services
6150 Real Estate Agents, Brokers and Related Services
6152 Title Abstracting
6154 Combination Real Estate, Insurance Loan, & Law
6211 Laundering, Dry Cleaning, & Dyeing Services (Except Rugs)
6212 Custom Tailoring

6216 House Cleaning
6218 Window Cleaning
6220 Photographic Services-Including Commercial
6231 Beauty & Barber Shops
6233 Massage Therapy
6251 Apparel repair, alterations, laundry/dry cleaning services (pick-up only)
6261 Commercial Child Day Care/Preschool Facility
6262 Commercial Adult Day Care Facility
6263 Home Day Care Services-Child & Adult
6291 Catering Services
6292 Wedding Reception Centers
6310 Advertising Services (General)
6312 Outdoor Advertising
6313 Direct Mail Advertising
6320 Consumer & Mercantile Credit Reporting Services-Adjustment & Collection Services
6330 Travel Arranging Services
6331 Private Postal Services
6332 Blueprinting & Photocopying
6334 Stenographic Services, Duplicating & Mailing, NEC
6342 Locksmithing
6360 Employment Services
6371 Climate Controlled Storage Units (See Section 22-8-17(A))
6381 Internet Services
6391 Research, Development, & Testing Services
6392 Business & Management Consulting
6395 Automobile & Truck Rental
6396 Photofinishing
6411 Automobile Wash
6412 Auto Lube & Tune-up
6493 Watch, Clock, & Jewelry Repair
6494 Re-upholstery & Furniture Repair
6510 Medical, Dental & Health Services
6513 Medical Clinics-Outpatient
6514 Chiropractic & Osteopaths Services
6515 Veterinarian Services and Small Animal Hospitals
6517 Animal Kennels and Runs
6520 Legal Services
6530 Professional Office
6591 Engineering & Architectural
6592 Educational & Scientific Research
6593 Accounting, Auditing & Bookkeeping
6599 Interior Design
6710 City of Orem Governmental Services, Executive, Legislative, and Judicial Functions
6711 Non-City of Orem Governmental Services, Executive, Legislative, and Judicial Functions
6814 Charter Schools
6821 Universities & Colleges

6823 Professional & Vocational Schools
6832 Martial Arts Studios
6834 Art & Music Schools
6835 Dancing Schools
6837 Correspondence Schools
6911 Churches, Synagogues & Temples
7100 All Cultural Activities & Nature Exhibitions, NEC
7111 Libraries
7112 Museums
7113 Art Galleries
7121 Planetaria, Aquariums, Botanical Gardens & Arboretums
7211 Amphitheaters
7212 Motion Picture Theaters
7214 Legitimate Theater
7200 All Assemblies, NEC
7415 Ice Skating Rink (outdoor)
7417 Bowling
7231 Auditoriums & Exhibit Halls
7321 Ropes Course/Climbing Walls (indoor only)
7391 Arcades & Miniature Golf
7410 Ski, Snowboard and Snowshoe Rental
7421 Playgrounds, Play Lots, & Tot Lots
7425 Gymnasium & Athletic Clubs
7426 Health Spas
7610 Parks-General Recreation
8120 Community Gardens

D. **Conditional Uses.** The following shall be conditional uses in the PD-34 zone:

Standard Land Use Code (SLU)
7215 Public Dancing

E. **Restriction on Uses in Limited Zone**. Notwithstanding the above, the uses permitted in the area designated as "Limited Zone" in Appendix "BB" shall be limited to uses permitted in the R8 zone and the following uses:

Standard Land Use Code (SLU)
1112 Condominiums
1113 Townhouses
1120 Apartments
~~1240 Student Housing~~
1282 Assisted Living Facilities
1290 Senior Independent Living Facility
4601 Surface Parking Lots
7421 Playgrounds, Play Lots, & Tot Lots
7425 Gymnasium & Athletic Clubs
7610 Parks-General Recreation
6261 Commercial Child Day Care/Preschool Facility

F. **Prohibited uses.** Any use not specifically permitted above shall be prohibited.

G. **Final Plat and Site Plan.**

1. **Final Plat**. A final plat that conforms to all development standards and requirements of Chapter 17 (except for those requirements that conflict with the provisions of this Section 22-11-47) must be approved and recorded by the City prior to any development in the PD-34 zone.

a. **Easements**. A public utility easement (PUE) ten feet (10') in width shall be provided on each side of any new utility line. A public utility easement shall be provided on all private streets in the PD-34 zone. A public utility easement five feet (5') in width shall be provided on each side of any through street. A public utility easement ten feet (10') in width shall be provided along all exterior boundaries of the PD-34 zone. Except as otherwise provided herein, PUEs shall not be required along the rear or side property lines of any lot. The City Engineer may reduce the size of the required PUE if he/she finds that a smaller PUE would be adequate based on the type, size, and number of utilities that are in or anticipated to go in the PUE.

2. **Site Plans**. All development standards and site plan requirements of Section 22-14-20 shall apply to any new development request in the PD-34 zone except as otherwise provided in this Section 22-11-47. However, new site plans in the PD-34 zone shall not be required to comply with subsections I (neighborhood meeting), and J (Dedication of Land). In addition, an approved site plan in the PD-34 zone shall be valid for a period of five (5) years instead of the two years provided for in subsection N (Time Period of Site Plan Approval). The provisions of subsection O (Completion of Improvements) shall apply except that the public improvements shall be completed within three years of the date of issuance of a building permit. The provisions of subsection Q (Bonds) shall apply except that the bonds will guarantee completion of the required improvements within three years.

a. **Phasing**. Development in the PD-34 zone may be constructed in phases. A developer of a particular phase shall only be required to bond for the required improvements contained in or necessary for the occupancy of that phase of development.

b. **Sidewalks**. The requirements of 22-11-47(H)(10)(Streetscapes) shall govern the size and location of required sidewalks in the PD-34 zone.

c. **Location of Utility Lines in Underground Parking**. Utility lines 18" and smaller may be located inside an underground parking structure provided that adequate space is maintained to allow for maintenance and repairs. Utility lines larger than 18" may be located underneath an underground parking structure if they are encased in a sleeve.

d. **Above-Ground Utility Structures**. Above-ground utility structures may not be located in any required setback from a public street, but may be located in any other location in the PD-34 zone.

H. **Development Standards and Requirements.** The following development standards and requirements shall apply to all development in the PD-34 zone:

1. **Height.**

a. **Limited Zone**. The maximum height of buildings in the area designated in Appendix "BB" as "Limited Zone" shall be ~~sixty~~ forty-five feet (45~~60~~') where adjacent to 800 East and 800 South and ~~forty~~thirty-five feet (435') in all other Limited Zone areas.

b. **Other Areas**. The maximum height of buildings not in the Limited Zone shall be one hundred eighty feet (180').

c. **Items Not Included in Building Height**. Parapets, architectural features, roof features, screening walls and mechanical equipment shall not count toward the maximum height of a building.

2. **Setbacks.** Setbacks for all structures in the PD-34 zone shall be as shown in Exhibit "BB" and as set forth below. Except as otherwise provided, all setbacks are from the nearest back of curb adjacent to the referenced street.

a. All structures shall be set back at least twenty feet (20') from State Street, University Parkway, 800 East and 800 South Street. Setbacks from University Parkway shall be from the proposed Bus Rapid Transit (BRT) curb alignment.

b. Surface parking lots shall be set back at least twelve feet (12') from the back of curb adjacent to any public street.

c. Residential structures that front on 590 East Street or are located adjacent to 1100 South Street west of 590 East shall be set back at least twenty feet (20') from said streets. Residential structures that do not front on 590 East Street or are not located adjacent to 1100 South Street west of 590 East and non-residential structures (including parking structures) shall be set back at least twenty feet (20') from 590 East Street and 1100 South Street west of 590 East.

d. All structures shall be set back a minimum of twenty feet (20') from all residentially zoned property not a part of the PD-34 zone other than 590 East Street or 1100 South Street west of 590 East (which are addressed above). There is no minimum setback requirement from any non-residentially zoned property not a part of the PD-34 zone.

e. Any building in excess of sixty feet (60') in height shall be set back at least forty feet (40') from 800 South, that portion of 800 East located north of 1000 South and all residentially zoned lots located north of 1000 South and not a part of the PD-34 zone.

f. No structure shall be located within the area of any traffic clear vision sight triangle. Sight triangles will generally be required to be maintained at the intersection of streets and access drives. The location and size of sight triangles shall be determined by the City Engineer in accordance with the standards established by the American Association of State Highway and Transportation Officials (AASHTO).

3. **Masonry Wall**. A masonry wall at least eight feet (8') in height shall be maintained along the west boundary of the PD-34 zone where it adjoins existing residential development and where the PD-34 zone adjoins 1100 South Street. However, no masonry wall shall be required where residential development in the PD-34 zone fronts on an adjoining residential street such as 590 East or 1100 South.

4. **Landscaping.** Landscaping shall be provided and maintained as generally shown in Appendix "BB." A landscaping plan shall be submitted to the City for approval as a part of any site plan. Landscaping in the PD-34 zone shall include the following elements:

a. A "Major Park" consisting of at least thirty-five thousand (35,000) square feet with landscaping, trees, fountain, sculpture, benches walking paths, and other features shall be provided and maintained. At least twenty thousand (20,000) square feet of the Major Park shall be constructed concurrently with the first residential or office building that fronts on the location of the Major Park as shown in Appendix "BB." The developer shall have flexibility to relocate or

reconfigure the Major Park as market forces may require provided that the area of the Major Park is not reduced.

b. A landscaped strip at least eight feet in width shall be maintained adjacent to the residential property west of the PD-34 zone from approximately 850 South to 1100 South and where the PD-34 zone adjoins 1100 South. The landscaped strip shall be maintained on the PD-34 side of the required masonry wall except that such landscaped strip shall be maintained on the west side of the wall for the two lots located directly to the north and south of the 900 South hammerhead. That portion of the landscaped strip located adjacent to the 900 South hammerhead is only required to be three feet (3') in width. The landscaped strip shall be maintained with lawn, shrubs and trees with trees spaced no further than 30 feet apart. However, this landscaped strip shall not be required in locations where residential dwellings in the PD-34 zone front on 590 East or 1100 South.

c. All other land within the PD-34 zone not covered by buildings, driveways, sidewalks, parking areas, playgrounds, plazas, hardscape or other amenities shall be landscaped with trees, shrubs, lawn, or living ground cover.

d. All landscaping shall be maintained in accordance with good landscaping practices. An underground sprinkling system shall be installed and maintained for all landscaped areas.

e. Trees shall be maintained in the landscaped areas along 800 South. The trees required under this subsection shall be spaced no more than forty feet apart and shall consist of English Oak, Norway Maple, Littleleaf Linden or comparable trees approved by the City Urban Forester. The required trees shall be at least two inches (2") in caliper measured four feet (4') above the ground.

5. **Residential Development Fronting on 590 East or 1100 South.** The following standards shall apply to any residential development in the PD-34 zone that fronts on 590 East or 1100 South:

(a) A sidewalk at least five feet (5') in width and a landscaped strip at least fifteen feet (15') in width shall be maintained behind the back of curb.

(b) No individual garages or driveways shall be allowed with access from 590 East.

(c) Parking for all units fronting on 590 East or 1100 South shall be provided within the PD-34 zone.

6. **Architectural Style**. Development in the PD-34 zone shall incorporate a unique and aesthetically pleasing architectural and design theme that conforms to the style and quality shown in Appendix "BB." Development in the PD-34 zone shall incorporate diversity of detail and materials among individual buildings while maintaining enough uniformity to create a sense of place. Residential, retail, and office buildings as well as building liners shall all conform to the architectural design and quality illustrated in the examples of each type of building shown in Appendix "BB."

7. **Building Materials.** All buildings shall be completed on all sides with acceptable finishing materials. The following materials are acceptable: brick, stone, cultured stone, fluted block, colored textured block, EIFS, glass, stucco, metal, cementitious fiberboard, wood and other materials of comparable quality. However, sheet metal, corrugated metal, PVC and vinyl siding shall be prohibited except for trim, soffits, facia, mansards and similar architectural features.

8. **Streets and Traffic**.

a. A traffic study shall be provided by the owner/developer to ensure that traffic circulation will function appropriately on internal streets as well as public streets and intersections located adjacent to the PD-34 zone. The initial traffic study shall be completed prior to the application for any new site plan or site plan amendment in the PD-34 zone. An updated traffic study shall also be provided with every new site plan for development in the PD-34 zone. However, the City Engineer may waive the requirement for an updated traffic study if he/she determines that the existing traffic information is adequate. The traffic study shall include recommendations for any new improvements that may be reasonably necessary to mitigate any negative impacts on public streets or intersections resulting from development in the PD-34 zone. The traffic study shall also make recommendations as to when any such improvements should be installed including, but not limited to, a new traffic signal at the intersection of 800 East 1100 South, the relocation of the existing traffic signal at 1200 South State Street and improvements to the intersection of 900 South 800 East and 1100 South 800 East. The owner/developer of land in the PD-34 zone shall follow all recommendations of the traffic study including the installation of any recommended off-site improvements.

b. All streets within the interior of a development in the PD-34 zone shall be private. Streets shall be designed and built according to the standards and design shown in Appendix "BB."

c. All vehicular access to the PD-34 zone shall be from State Street, University Parkway, 800 East and 800 South. No vehicular access to the PD-34 zone (including access to any parking structure) shall be allowed from any other street including streets in the residential neighborhoods located to the west and north of the PD-34 zone. Pedestrian access to the PD-34 zone from the adjoining residential zones is permitted.

9. **Lighting Plan.** Any development in the PD-34 zone shall include a lighting plan. Illumination shall generally be within the parameters recommended by the Illumination Engineering Society of North America (IESNA). There shall be no direct glare from parking lot lights in the PD-34 zone onto adjacent properties. Any spillover light shall be limited to one (1) foot-candle at the property line where adjacent to any residentially zoned property. The lighting plan shall be designed to:

a. discourage crime;

b. enhance the safety of the pedestrians and guests of the PD-34 development; and

c. enhance the appearance and design of the project.

10. **Streetscapes**. Sidewalks, landscaping and planter trees shall be provided and maintained adjacent to public and private streets in accordance with Appendix "BB." All streetscapes that are included in a development phase shall be installed by the developer concurrent with the development of that phase.

11. **Off-site Improvements.** Off-site curb, gutter, sidewalk, and/or other improvements may be required by the City if development on the site contributes to a need for such off-site facilities and the improvements required are roughly proportional to the amount of the off-site impact caused by development in the PD-34 zone

12. **Utilities.** All structures shall be served by the public sewer system and public water supply. All utilities shall be placed underground. Utility lines 18" and smaller may be located inside an underground parking structure provided that adequate space

is maintained to allow for maintenance and repairs. Utility lines larger than 18" may be located underneath parking structure provided they are encased in a sleeve.

13. **Storage Areas and Solid Waste Receptacles.** Dumpsters and compactors may be located within a building or parking structure provided that they are located within a one hour fire rated enclosure. All outside storage areas and solid waste receptacles which are not located within a building or incorporated into a parking structure shall be enclosed on three sides with the same materials as used on the exterior of the main structures within the development and shall have sight-obscuring gates.

14. **Storm Water Runoff Plan**. The current storm water runoff rate for the entire area within the PD-34 zone is approximately 201 cubic feet per second (cfs) (1.77 cfs/acre). A storm water runoff plan shall be provided with each new site plan for development in the PD-34 zone that is designed to ensure that any new development does not increase the total level of storm water runoff of 201 cfs currently generated by the entire property in the PD-34 zone.

I. **Limit on Number of Residential Units**. In order to ensure that the PD-34 zone remains primarily a retail development, the number of residential dwelling units allowed in the PD-34 zone shall not exceed the ratio of 1.5 residential units for every 1,000 square feet of retail development. For purposes of this section, retail development shall be defined as a use, the majority of sales or revenues of which, are subject to Utah state sales tax.

J. **Signs--Purpose and Intent**. Due to the size and nature of the PD-34 zone, the purposes and objectives pertaining to signage in the PD-34 zone are significantly different from those of any other area in the City. Therefore, the regulations applicable to signage in the PD-34 zone shall also differ significantly from the regulations applicable to signage in other areas of the City. Signage in the PD-34 zone shall be subject to more exacting/stringent requirements as to architectural style and aesthetics and shall also have more liberal treatment as to off-premise signage than other areas in the City. The more stringent requirements (as to aesthetics) and the more liberal treatment (as to off-premise signage) are justified by the following:

a. Development in the PD-34 zone (both existing and future) is the most intensive area of commercial activity in the City both in terms of size (acreage) and commercial activity (based on retail sales) as compared to any other development in the City. The area of the PD-34 zone is effectively the commercial hub of the City. It is anticipated that with the adoption of the PD-34 zone, commercial activity will become even more intense with the addition of new retail buildings, office buildings and parking structures. Off-premise signs are consistent and compatible with a development of this size, scale and intensity of use while they are not appropriate in most other commercial areas of the City. Off-premise signage is allowed in other large commercial and mixed use developments throughout the country that are similar to development in the PD-34 zone (both existing and future) and the City has determined that off-premise signage will also be compatible in the PD-34 zone.

b. The signage allowed in the PD-34 zone, including off-premise signage, will enhance the aesthetic quality of the PD-34 zone. Unlike any other zone or area in the City, signage in the PD-34 zone will be required to conform to strict standards of architectural style and aesthetic quality. Signage in the PD-34 zone is considered a critical component of development in the zone, not just for the messages they contain, but

also for the aesthetic appeal of the signs themselves. In addition to their architectural quality, different types of signs, including allowable off-premise signs, are intended to enhance the aesthetic quality of the development in several ways, including, but not limited to the following:

(i) Mitigating and improving the appearance of normally unsightly parking structures by covering unattractive structure facades with attractive and aesthetically appealing signage.

(ii). Enhancing the appearance of bare walls of buildings.

(iii) Improving the appearance and adding interest to streetscapes, parking areas, sidewalks.

(iv). Creating an aesthetically pleasing "grand entrance" or "gateway" effect through the placement of signage at entryways into the development.

c. The overall signage scheme in the PD-34 zone, with its variety in types of signs combined with the unique architecture, style, light, color and electronic display is designed to create a visual experience and a sense of excitement, energy and vibrancy that cannot be achieved or replicated on smaller, individual parcels. This will enhance the quality of the PD-34 zone as a "destination" and gathering place for consumers in the city, county and state.

d. Signage in the PD-34 zone, including off-premise signage, will be part of a controlled and coordinated whole that is designed to enhance and be harmonious with its surroundings as opposed to an uncontrolled and uncoordinated scheme of individual sign approvals. This will dramatically reduce the risk of a proliferation of unattractive signage by numerous and disparate private parties.

K. **Signs-Regulations**. The provisions of Chapter 14 of the City Code shall not apply to the PD-34 zone except as provided below. For purposes of determining allowable signage, the PD-34 zone is divided into the following three sign zones: the perimeter sign zone, the internal sign zone, and the limited sign zone. The area of each of these sign zones is shown in Appendix "BB." On-premise advertising is allowed on all signs. Off-premise advertising shall be allowed as described below. However, notwithstanding any other provision to the contrary, the total number of signs displaying off-premise advertising that is visible from a public street shall not exceed fourteen (14). The signs that are permitted in each of the sign zones are limited to the following:

1. **Perimeter sign zone**. Allowable signage in the perimeter zone is limited to the following:

a. **Large entry signs**.

(1) **Definition and Requirements**. Large entry signs are signs that are located at an entrance to the PD-34 zone. Large entry signs shall not exceed a height of forty feet (40') and shall have a maximum of three hundred (300) square feet of electronic signage and two hundred square feet of static signage per sign face. A large entry sign may have up to four sign faces. Large entry signs may include an electronic screen on all or part of the sign faces.

(2) **Allowable Use**. A total of seven (7) large entry signs are permitted, but are restricted to the following locations:

(i) the entrance at 1150 South State Street

(ii) the entrance at approximately 1200 South State Street

(iii) both entrances to the PD-34 zone from University Parkway

(iv) the entrance at 1200 South 800 East

(v) the entrance at 1100 South 800 East

(3) **Architectural Standards**. Large entry signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB. In addition, sign supports shall be veneered with materials such as brick or stone, or shall be covered with other materials that are consistent with other signs within the PD-34 zone.

(4) **Off-premise Advertising**. Off-premise advertising is allowed on all large entry signs.

b. **Medium entry signs**.

(1) **Definition and Requirements**. Medium entry signs are signs that are located at an entrance to the PD-34 zone. Medium entry signs shall not exceed a height of thirty feet (30') and shall have a maximum of two hundred (200) square feet per sign face. A medium entry sign may have up to four sign faces. Medium entry signs may include an electronic screen as all or part of the sign faces.

(2) **Allowable Use**. A total of twelve (12) medium entry signs are permitted, but are restricted to the following locations:

(i) both entrances from State Street

(ii) both entrances from University Parkway

(iii) all four entrances from 800 East

(iv) the entrance at approximately 700 East 800 South

(3) **Architectural Standards**. Medium entry signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB.

(4) **Off-premise Advertising**. Off-premise advertising is allowed on medium entry signs that are located adjacent to State Street, University Parkway and at the entrances at 800 East 1100 South and 800 East 1200 South.

c. **Small entry signs**.

(1) **Definition and Requirements**. Small entry signs are signs that are located at an entrance to the PD-34 zone. Small entry signs shall not exceed a height of twenty feet (20') and shall have a maximum of fifty (50) square feet per sign face. A small entry sign may have up to four sign faces, but the total area of all sign faces shall not exceed one hundred fifty (150) square feet. Small entry signs may include an electronic screen as all or part of the sign faces.

(2) **Allowable Use**. A total of four (4) small entry signs are permitted, but are restricted to the following locations:

(i) the entrance at 1200 South 800 East

(ii) the proposed new entrance at approximately 850 South 800 East (two signs permitted at this location)

(iii) the entrance at approximately 650 East 800 South

(3) **Architectural Standards**. Small entry signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB.

(4) **Off-premise Advertising**. Off-premise advertising is allowed on small entry signs that are located adjacent to State Street, University Parkway and at the entrances at 800 East 1100 South and 800 East 1200 South.

d. **State Street and University Avenue Corner Sign**.

(1) **Definition and Requirements**. The State Street and University Avenue Corner Sign (the "Corner Sign") is a sign that is located at the corner of State Street and University Avenue. The Corner Sign shall not

exceed a height of forty feet (40') and shall have a maximum of three hundred (300) square feet per sign face and no more than fifty (50) square feet of additional static advertising space per sign face. The Corner Sign may have up to three sign faces. The Corner Sign may include an electronic screen as all or part of the sign faces. Sign supports shall be veneered with materials such as brick or stone, or shall be covered with other materials that are consistent with other signs within the PD-34 zone.
(2) **Allowable Use**. Only one Corner Sign is permitted.
(3) **Off-premise Advertising**. Off-premise advertising is allowed on the Corner Sign.
e. **Synchronized combination signs**.
(1) **Definition and Requirements**. A synchronized combination sign is a sign that consists of multiple separate structures that are closely spaced apart and generally in line with each other. The message or display portrayed on such sign is designed to move from one structure to the next to create a combined synchronized effect that displays a unified message or theme. Each structure that forms a part of the synchronized combination sign shall not exceed seventeen feet (17') in height and shall have a maximum sign face area of sixty (60) square feet. A synchronized combination sign shall be set back at least ten feet (10') from any public right-of-way.
(2) **Allowable Use**. A total of four synchronized combination signs are permitted but may only be located adjacent to State Street, University Avenue and on that part of 800 East located south of 1000 South.
(3) **Architectural Standards**. Synchronized combination signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB.
(4) **Off-premise Advertising**. Off-premise advertising is allowed on all synchronized combination signs.
f. **Screen signs**.
(1) **Definition and Requirements**. A screen sign is a sign that consists of a screen like material that is attached to a wall or parking deck and is capable of displaying electronic messages.
(2) **Allowable Use**. A total of three screen signs are permitted in the perimeter sign zone, but may only be located along the frontage of University Parkway, State Street or facing inward toward the interior of the PD-34 zone.
(3) **Architectural Standards**. Screen signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB.
(4) **Off-premise Advertising**. Off-premise advertising is allowed on all permitted screen signs.
g. **Kiosk signs**.
(1) **Definition and Requirements**. Kiosk signs are round, triangular or other shaped signs that have a maximum height of seventeen feet (17').
(2) **Allowable Use**. One kiosk sign shall be allowed in the perimeter sign zone for every three hundred feet (300') of street frontage.

(3) **Architectural Standards**. Kiosk signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB.

(4) **Off-premise Advertising**. Off-premise advertising is allowed on all kiosk signs except for kiosk signs located adjacent to 800 South or on 800 East north of 1000 South.

h. **Wall signs**. Wall signs as defined and regulated in Chapter 14 shall be allowed in the perimeter sign zone. Wall signs must conform to the architectural and aesthetic quality illustrated for such signs in Appendix BB. Off-premise advertising is allowed only on wall signs that face State Street, University Parkway or 800 East south of 1000 South.

2. **Internal sign zone**. There is no limit on the type of signs in the internal sign zone except that abandoned signs and roof signs are not allowed. There is no limit on the number of signs allowed in the internal sign zone except for building entrance signs. However, no sign shall exceed a height of twenty feet (20') except for wall signs, screen signs and building entrance signs.

a. **Building entrance signs**.

(1) **Definition and Requirements**. Building entrance signs are signs that are located at the entrance to a building and are attached to the building or other architectural feature such as a tower. Building entrance signs shall not exceed a height of seventy feet (70').

(2) **Allowable Use**. A total of eight (8) building entrance signs are allowed in the PD-34 zone.

b. **Canopy signs and wall signs**. Canopy signs and wall signs shall comply with the standards applicable to such signs set forth in Chapter 14.

c. **Off-Premise Advertising**. Off-premise advertising shall be allowed on screen signs in the internal zone that face State Street or University Parkway. Other than screen signs, off-premise advertising shall be permitted in the internal sign zone only on signs whose copy is not legible from a public street.

3. **Limited sign zone**: Allowable signage in the limited sign zone is limited to the following:

a. Wall signs as defined in Article 14 of the City Code.

b. All signs that are permitted in residential zones as governed by Article 14 of the City Code.

c. No off-premise advertising that is visible from a public street shall be allowed.

4. **Sign Permit**. It shall be unlawful for any person to erect, alter or relocate a sign without first obtaining a sign permit from the City. However, a sign permit is not required for ~~flags,~~ interior signs, ~~nameplates,~~ portable signs, and window signs. An applicant for a sign permit shall follow the procedures outlined in Chapter 14 for obtaining a sign permit.

5. **Compliance with Sight Triangles**. No sign shall be located in any sight triangle if such location would violate the standards established by the American Association of State Highway and Transportation Officials (AASHTO) pertaining to sight triangles.

6. **Unsafe or Dangerous Signs**. If an unsafe or dangerous sign as determined by the Chief Building Official is not repaired or made safe within five working days after the City has given written notice by registered mail to repair or make the sign safe, the Chief

Building Official shall at once abate the sign according to the procedures in the Uniform Code for the Abatement of Dangerous Buildings.

7. **Maintenance**. All signs shall be kept in good repair, maintained in a safe and attractive condition by the owner, and displayed so as to conform to any conditions required by a sign permit. Signs in disrepair which have not been repaired for sixty (60) consecutive days after written notice from the City to the owner shall be removed from the building or premises by the owner, the person having control of the premises or the person receiving benefit of such sign.

8. **Prohibited Sign Locations**. No person shall erect any sign so as to interfere with or restrict access to windows, fire escapes, or require exits. No person shall erect any sign which constitutes a safety hazard as determined by the City.

9. **Signs May Not Overhang Public Right of Way**. No sign may overhang any public right of way.

10. **Additional Regulations for Electronic Signs**. Electronic signs or Electronic Message Centers (EMCs)(as defined in Section 14-3-2) shall be subject to the following requirements:

a. An EMC shall not be a flashing sign (as defined in Section 14-3-2);

b. An EMC may have motion;

c. The interval between message changes on an EMC sign shall not be more frequent than eight seconds and the actual message rotation process must be accomplished in three seconds or less; and

c. Brightness on an EMC sign shall not exceed 0.3 lumens above ambient light.

11. **Definitions**. The definition of off-premise advertising as used in this Section 22-11-47 shall be the same as the definition of off-premise sign in Section 14-3-2. The definition of on-premise advertising shall be the same as the definition of on-premise sign in Section 14-3-2. The definitions contained in Section 14-3-2 for the following terms shall apply to such terms as used in this Section 22-11-47:

Abandoned sign
Canopy sign
Clear vision area
Flag pole sign
Interior sign
Portable sign
Roof sign
Signs
Sign face
Window sign

12~~1~~. **Additional Provisions**. The provisions of Sections ~~14-1-4,~~ 14-1-5 (Interpretation), ~~and~~ 14-1-6 (Appeals), 14-1-7 (Penalties), 14-2-1 (Permits), 14-2-2 (Maintenance), 14-2-5 (Prohibited Sign Locations), 14-2-7 (Abandoned Signs) and 14-2-8 (Unsafe or Dangerous Signs) ~~pertaining to interpretation, appeals, and penalties~~ shall apply to signs in the PD-34 zone. In addition, the regulations contained in Chapter 14 pertaining to canopy signs, flag pole signs and portable signs shall apply to the PD-34 zone.

K. **Occupancy of Residential Units**. Notwithstanding any other provision in the Orem City Code to the contrary, a residential unit in the PD-34 zone may be occupied by one

single family as defined in Section 22-2-2 or by up to, but no more than two persons per bedroom.

L. **Home Occupations**. Because of the mixed-use nature of the PD-34 zone and because none of the residential units in the PD-34 zone will be directly accessed by public streets, the provisions of Orem City Code Section 22-14-15 (as amended) pertaining to home occupations, shall not apply to the PD-34 zone. However, any person or entity that operates a business from a residential unit in the PD-34 zone shall be required to obtain a business license in accordance with Chapter 12 of the Orem City Code.

M. **Parking.** Parking shall be provided and maintained as required below. The provisions of Article 22-15 of the City Code shall not apply to the PD-34 zone except as otherwise provided herein. The parking standards set forth below are less than normally required because development in the PD-34 zone will consist of a mix of uses with shared parking.

1. **Parking Standard.** The following standards are the minimum amount of parking that is required in the PD-34 zone:

a. Retail space. Three and six tenths (3.6) parking stalls shall be provided for every one thousand (1000) square feet of gross leaseable area (as defined in Section 22-15-2) of retail space.

b. Office and other non-retail commercial space. Two and four tenths (2.4) parking stalls shall be provided for every one thousand (1000) square feet of gross leaseable floor area of office space and other non-retail commercial space.

c. Residential. One and forty-nine hundredths (1.49) parking stalls shall be provided for each residential dwelling unit.

d. Hotels and Houses of Worship. Notwithstanding anything herein to the contrary, one stall per room shall be required for hotels and one stall shall be required for every four fixed seats for a house of worship (churches, synagogues, mosques, etc.).

e. Senior Independent Living Facility. One parking stall shall be provided per dwelling unit.

2. **Parking for Each Phase.** The parking requirements shall be met for each phase of construction.

3. **Paving**. All parking spaces, parking areas and driveways shall be paved with asphalt and/or concrete and shall be designed to allow for proper drainage.

4. **Parking Access**. No parking stall shall directly access a dedicated street, but shall access the street from a drive aisle.

5. **Parking Design Standards**. The parking design standards set forth in subsection 22-15-3(E) of the Orem City Code shall apply to the PD-34 zone.

6. **Pedestrian Access**. At least one pedestrian pathway extending from the public right-of-way across any required landscaping to the parking lot or sidewalk shall be installed for every six hundred feet of street frontage and from any mass transit stop.

7. **Bicycle Parking**. At least thirty (30) bicycle parking stalls shall be provided for the main (largest) building in the PD-34 zone. For all other buildings, bicycle parking stalls shall be provided with each site plan at a rate of at least two percent (2%) of the number of required automobile parking spaces required. However, the number of bicycle parking spaces required shall not be less than three (3) or more than ten (10) spaces per building (other than the main building). The Director of Development Services may reduce or waive the bicycle parking requirement for developments that, in the opinion of the Director of Development Services, are not likely to attract

bicycle traffic because of the nature, location or other circumstances associated with the development. Developments that are not likely to attract bicycle traffic include, but are not limited to, a car wash and personal storage units.

8. **Bicycle Parking Facilities.** Bicycle facilities, including either lockers or racks, shall be provided in all areas in which required bicycle parking spaces are provided. Required bicycle facilities shall:

a. Provide for storage and locking of bicycles, either in lockers, medium-security racks or equivalent facilities in which the user may lock both the bicycle frame and the wheels;

b. Be located on a raised island no less than six inches (6") in height, or within an area sufficiently protected from vehicular traffic;

c. Be designed so as not to cause damage to the bicycle;

d. Facilitate easy locking without interference from or to adjacent bicycles;

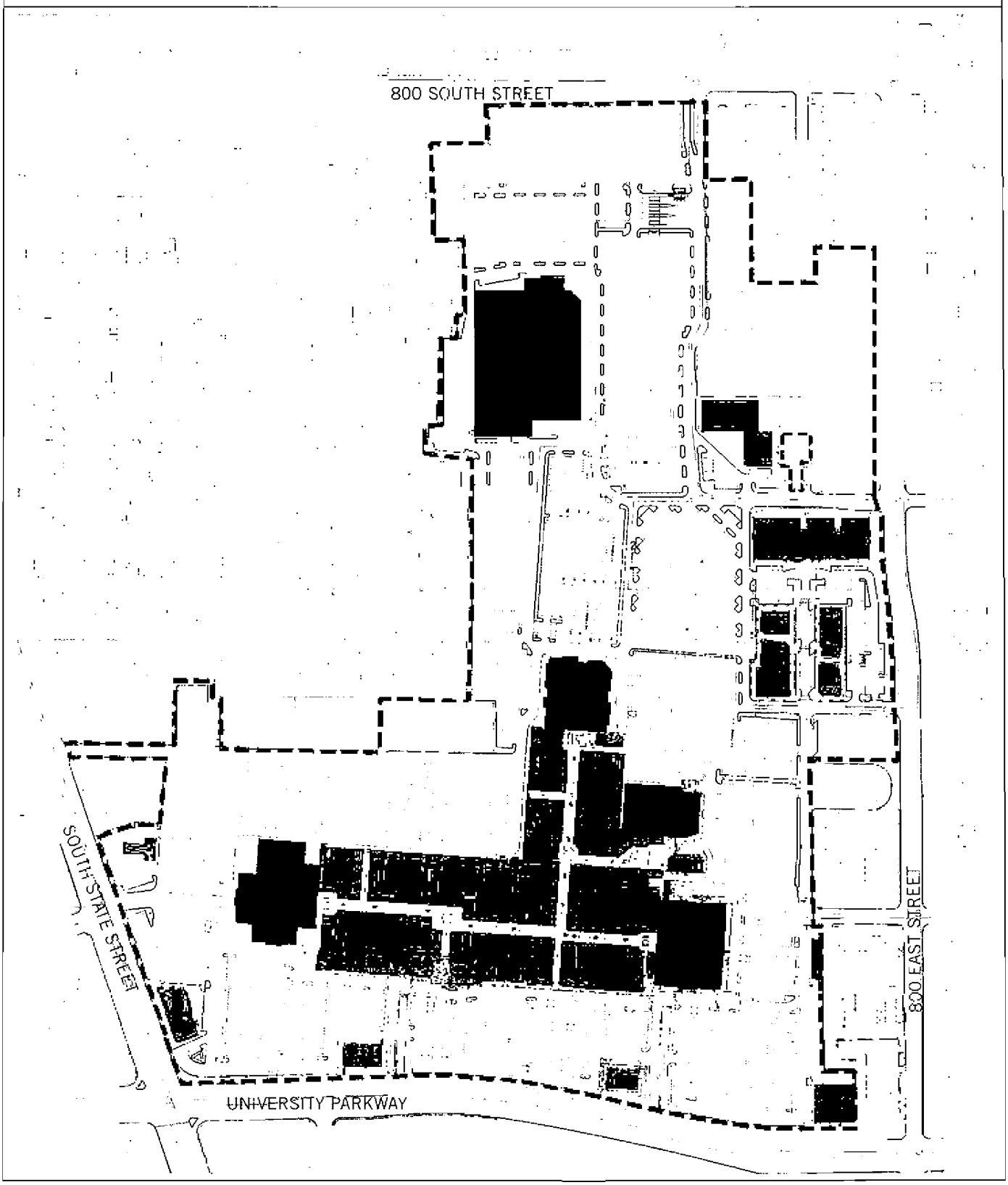
e. Consist of racks or lockers anchored so that they cannot be easily removed and of solid construction, resistant to rust, corrosion, hammers, and saws;

f. Be consistent with their environment in color and design and be incorporated whenever possible into building or street furniture design; and

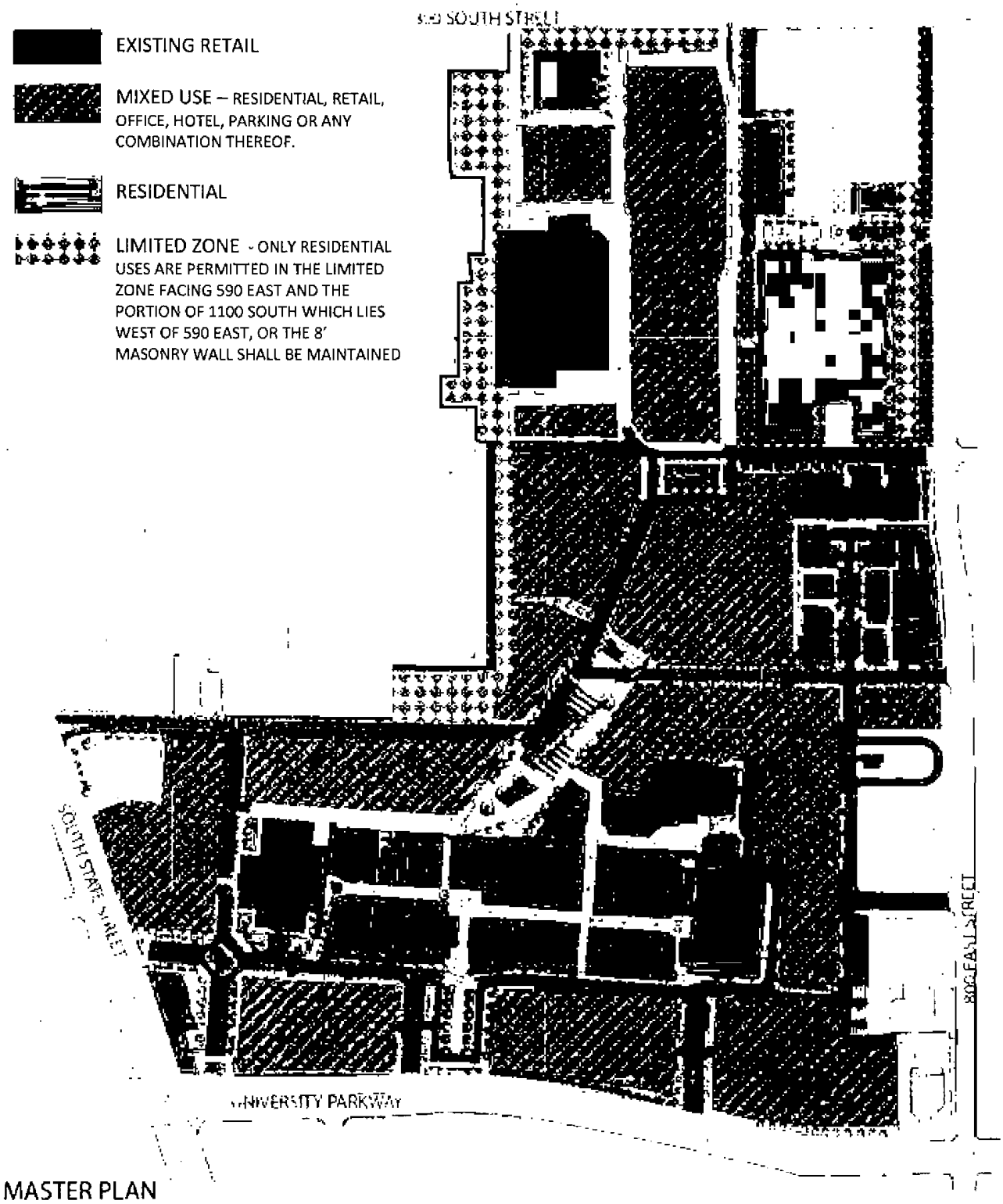
g. Be located in convenient, highly visible, active, well-lighted areas, but not interfere with pedestrian movements.

9. **Aesthetic Enhancement of Parking Structures**. In order to improve the aesthetic appearance of parking structures that are most visible from public streets, the side of any parking structure that faces a public street shall be enhanced by using one or more of the following techniques or practices: building liners, screen signs, artistic facades, trees and landscaping, and other methods illustrated in Appendix BB.

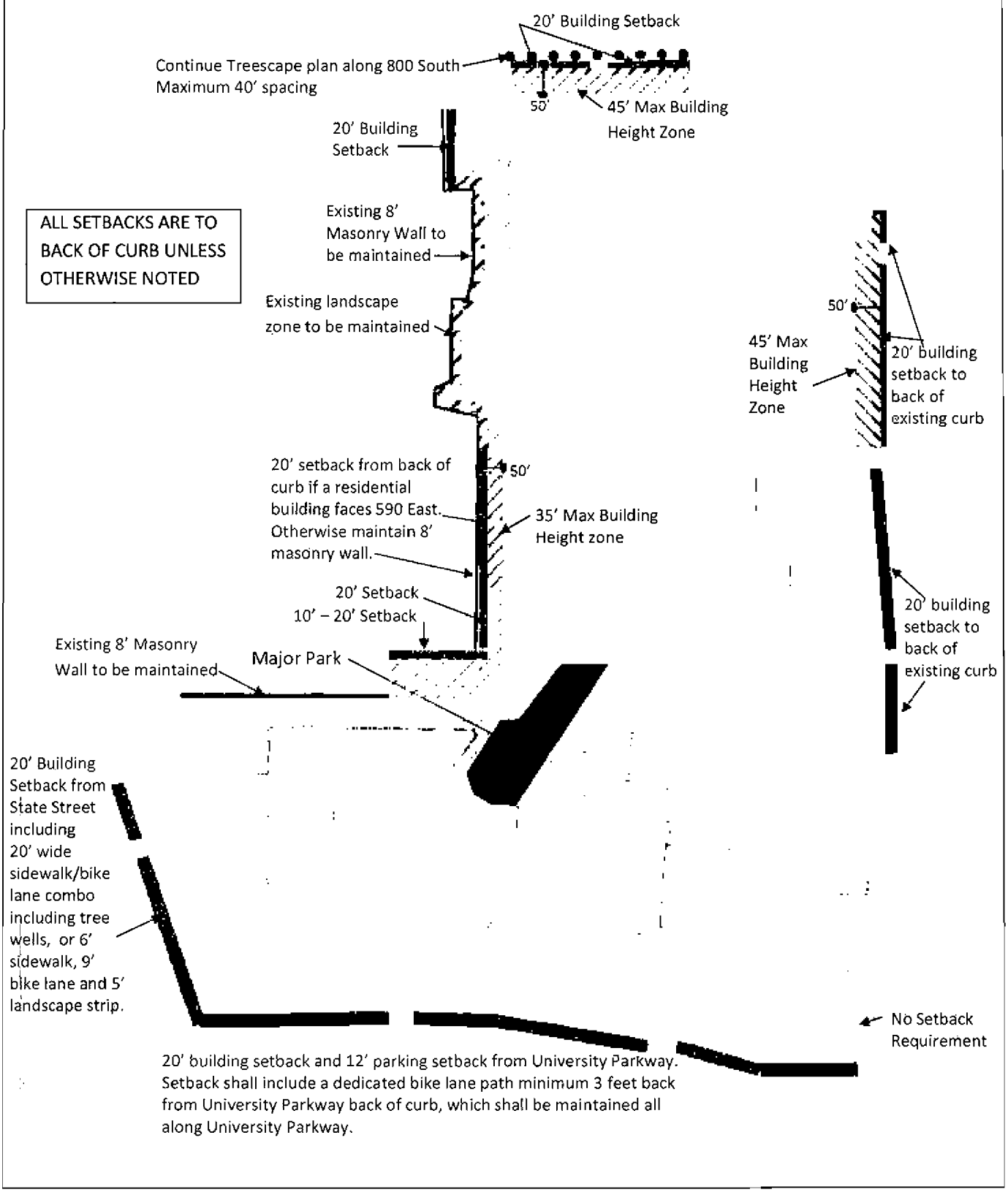
APPENDIX BB – PD 34 ZONE BOUNDARY AND EXISTING CONDITIONS



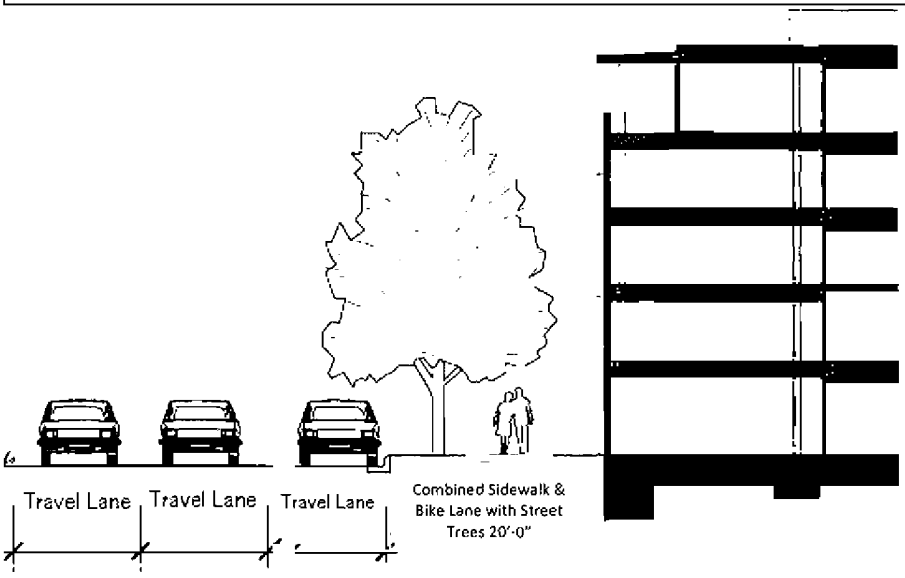
APPENDIX BB – CONCEPT PLAN



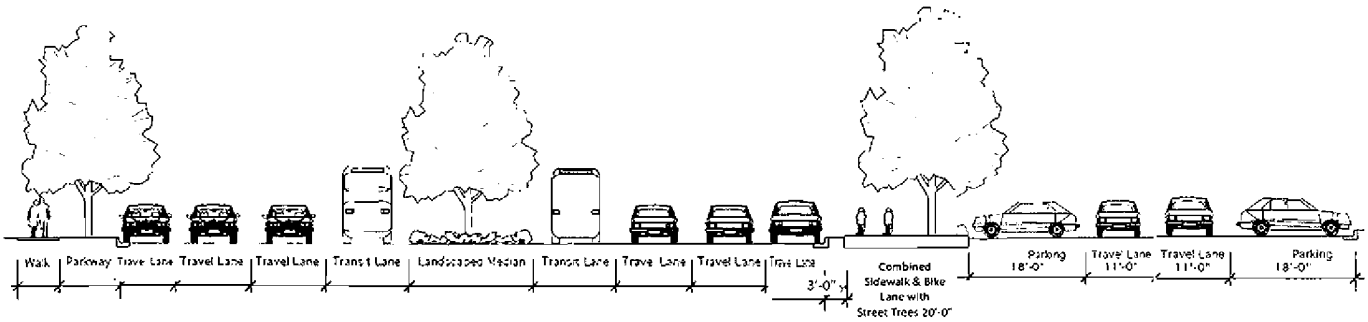
APPENDIX BB - SETBACKS AND LANDSCAPE STRIP CONFIGURATIONS



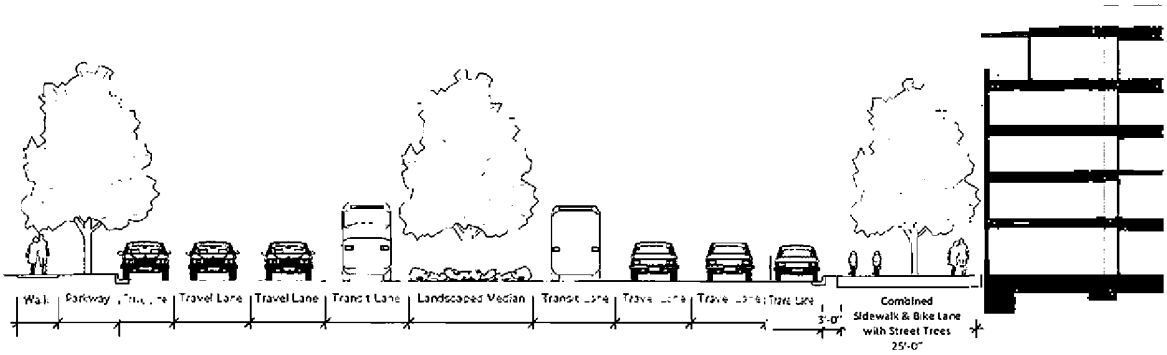
APPENDIX BB - SIDEWALK, PARKING & BUILDING SETBACK SECTIONS



STATE STREET COMBINED WALK/BIKE LANE/PLANTING AREA & 20' BUILDING SETBACK



UNIVERSITY PARKWAY BIKE PATH LOCATION AND 20' PARKING SETBACK

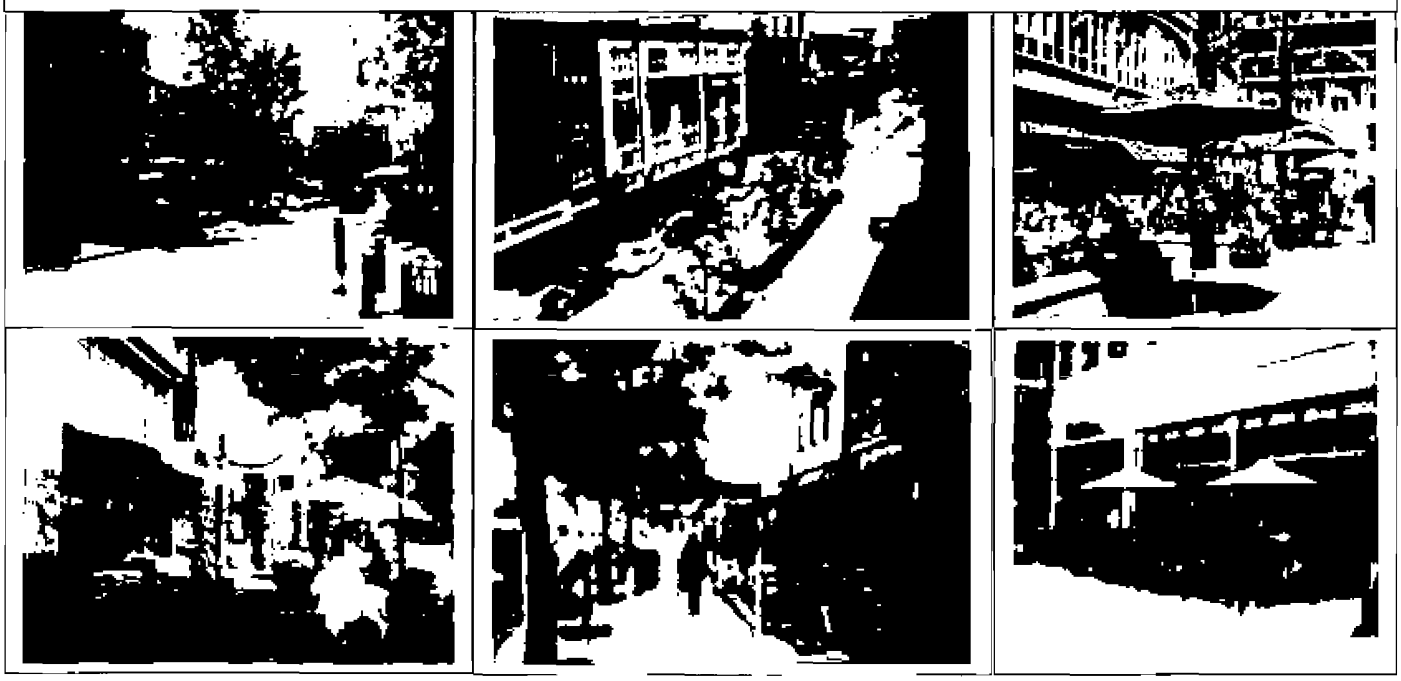


UNIVERSITY PARKWAY BIKE PATH LOCATION AND 25' BUILDING SETBACK

APPENDIX BB - SAMPLE BUILDING AND ARCHITECTURAL STYLES

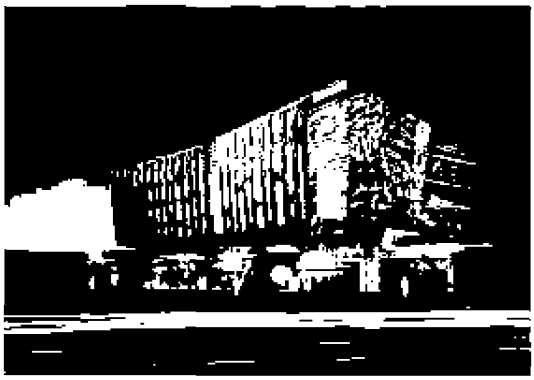
RETAIL

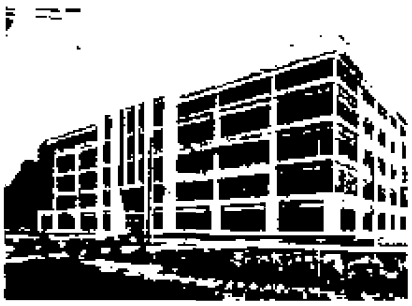
STREETSCAPE

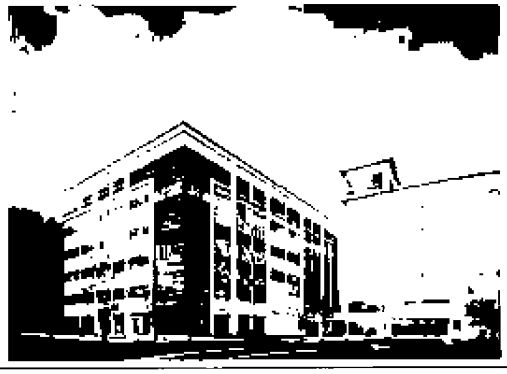


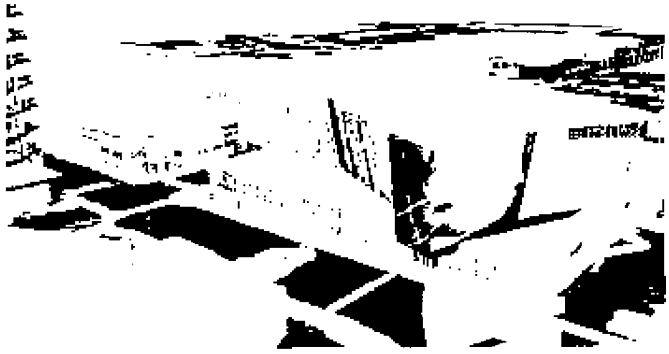
APPENDIX BB - SAMPLE BUILDING AND ARCHITECTURAL STYLES

OFFICE

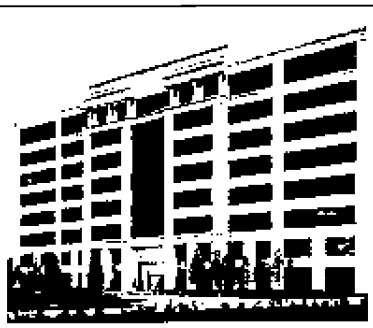






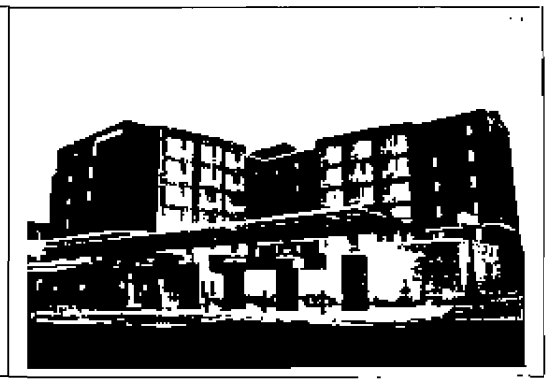


LINER OFFICE BLDGS

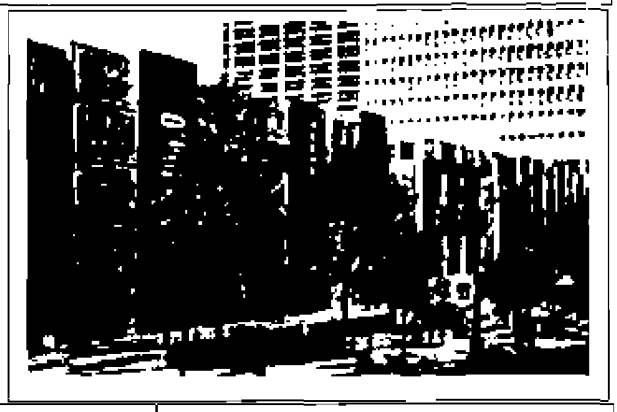


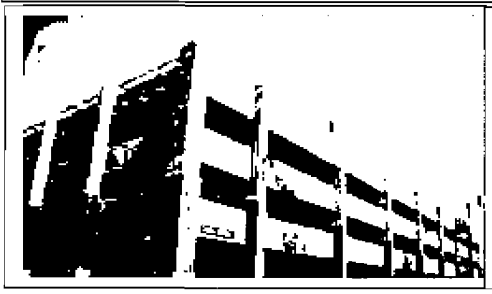
APPENDIX BB - SAMPLE BUILDING AND ARCHITECTURAL STYLES

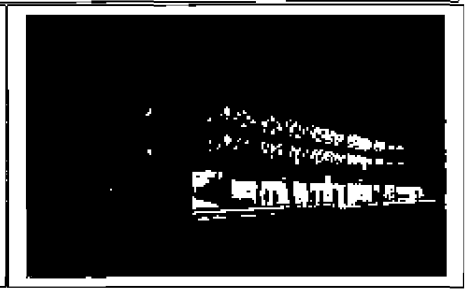
HOTEL



PARKING STRUCTURES

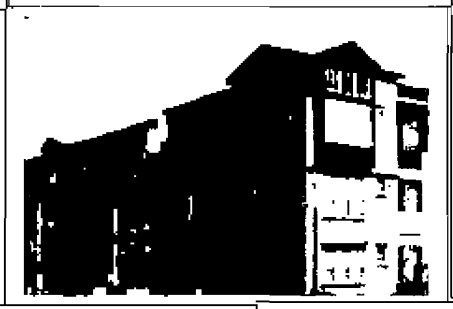




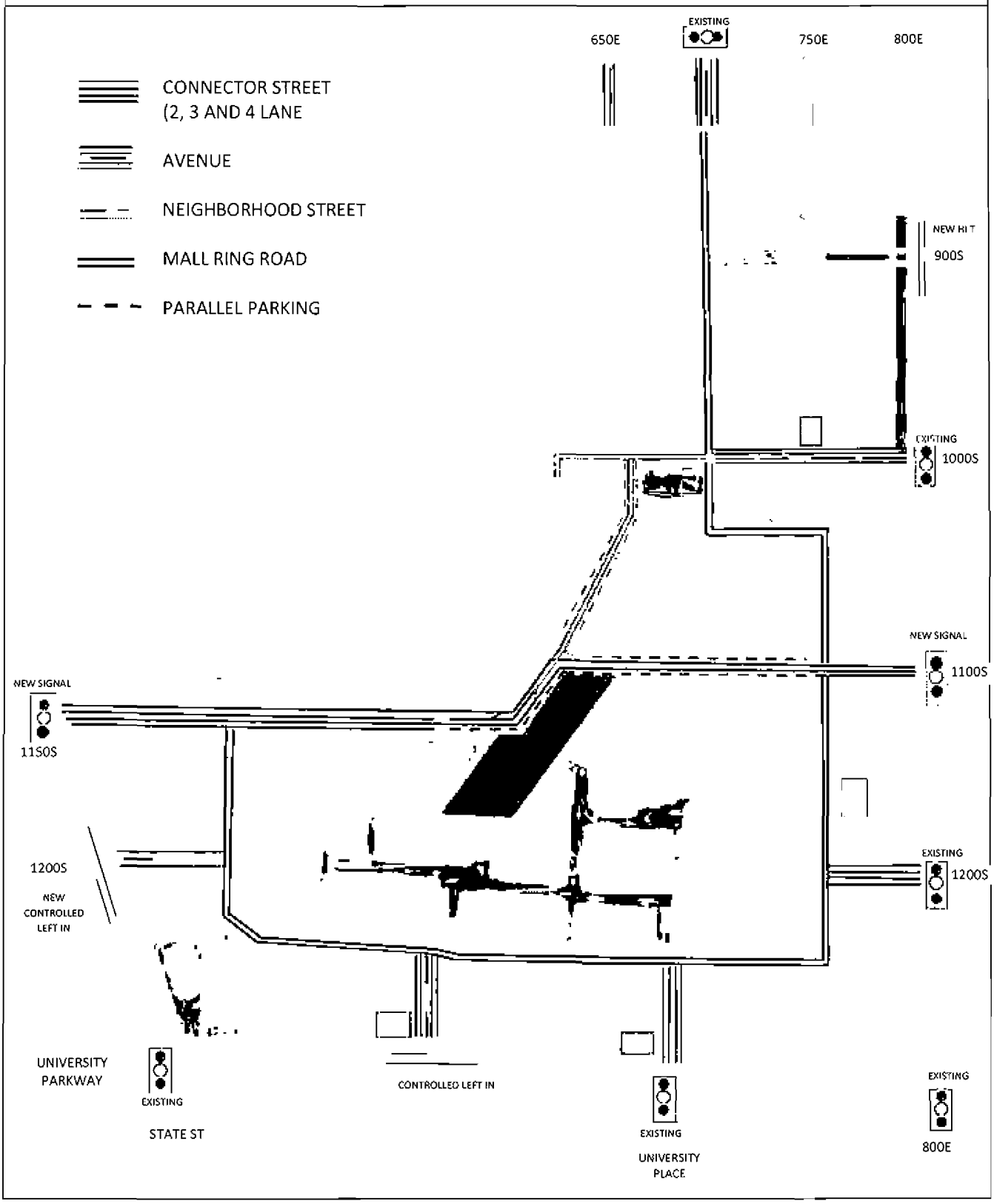


APPENDIX BB - SAMPLE BUILDING AND ARCHITECTURAL STYLES

MULTIFAMILY RESIDENTIAL



APPENDIX BB - CONCEPTUAL ROAD LOCATIONS AND TYPES

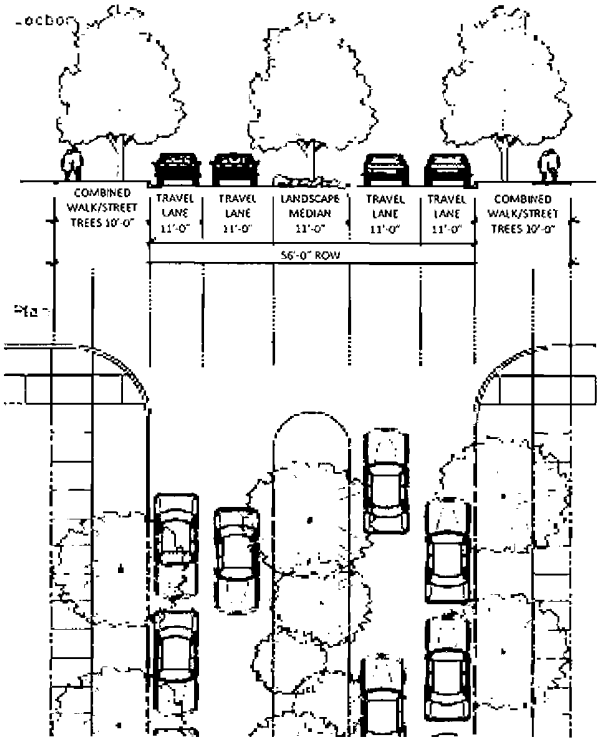


APPENDIX BB - ROAD SECTIONS

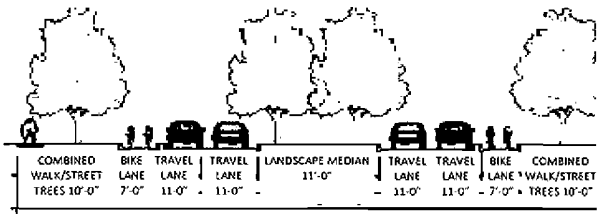
5.8. Avenue.

1. Intent.

The Avenue is a medium to high capacity street for higher speeds and a wider right of way. It includes a center median, providing a pedestrian refuge area to aid street crossings.



Typical Avenue

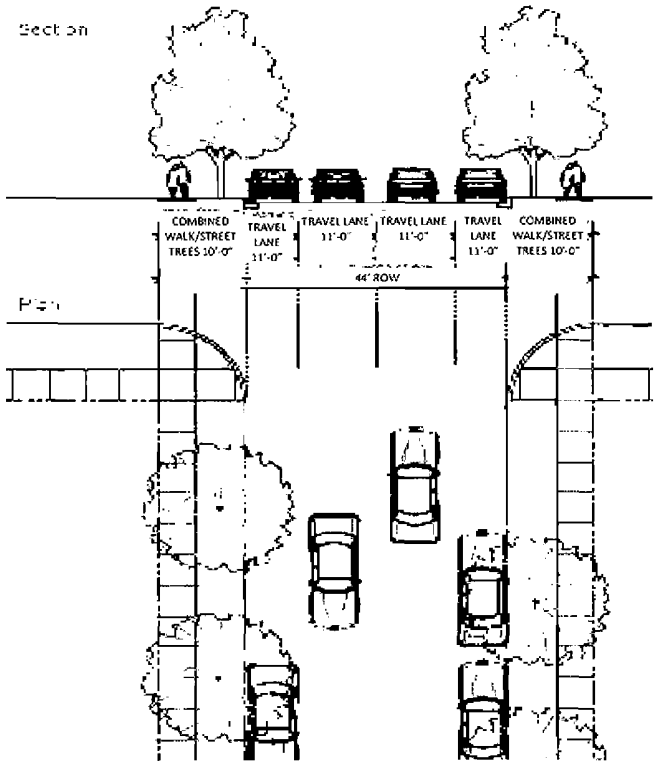


Alternative 70' with Median & Bike Track Connector

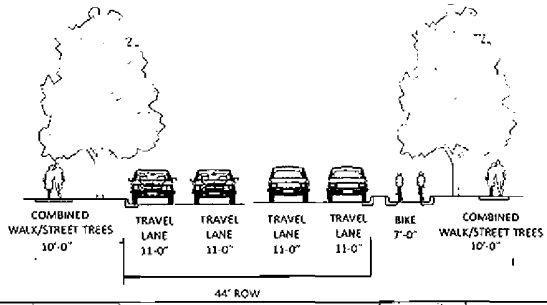
5.7 Connector Street.

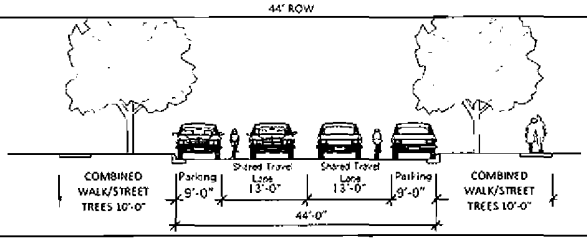
1. Intent.

The connector street is a medium to high capacity street. It primarily serves as a through street providing connections to nearby arterials, parking structures and gathering places.



Typical Connector





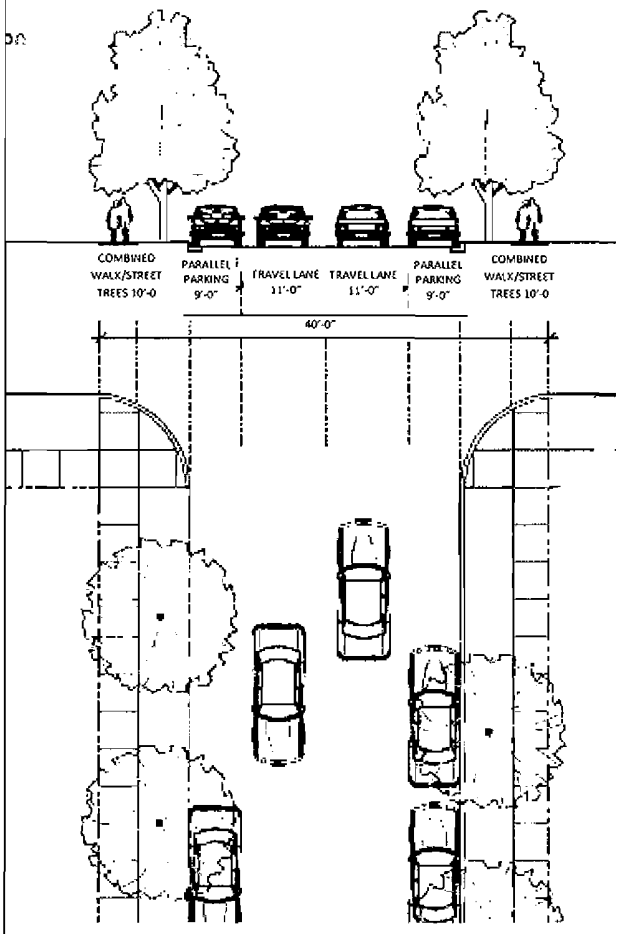
CONNECTOR WITH PARALLEL PARKING

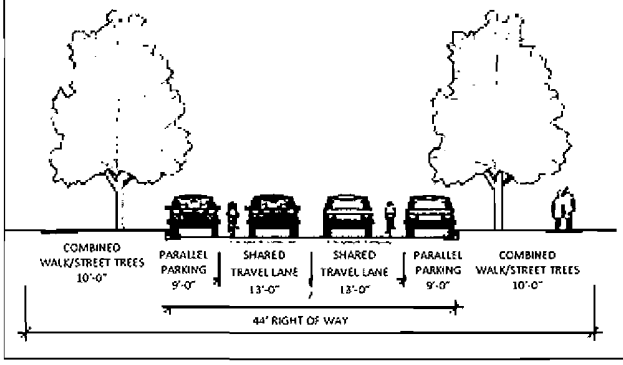
APPENDIX BB - ROAD SECTIONS

5.6 Neighborhood Street.

1. Intent.

The Neighborhood Street is a low capacity street designed for slow speeds with a standard right-of-way. It primarily serves those residences or businesses directly adjacent to it.

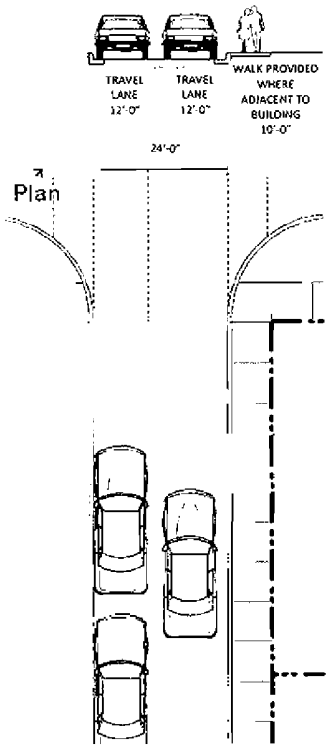




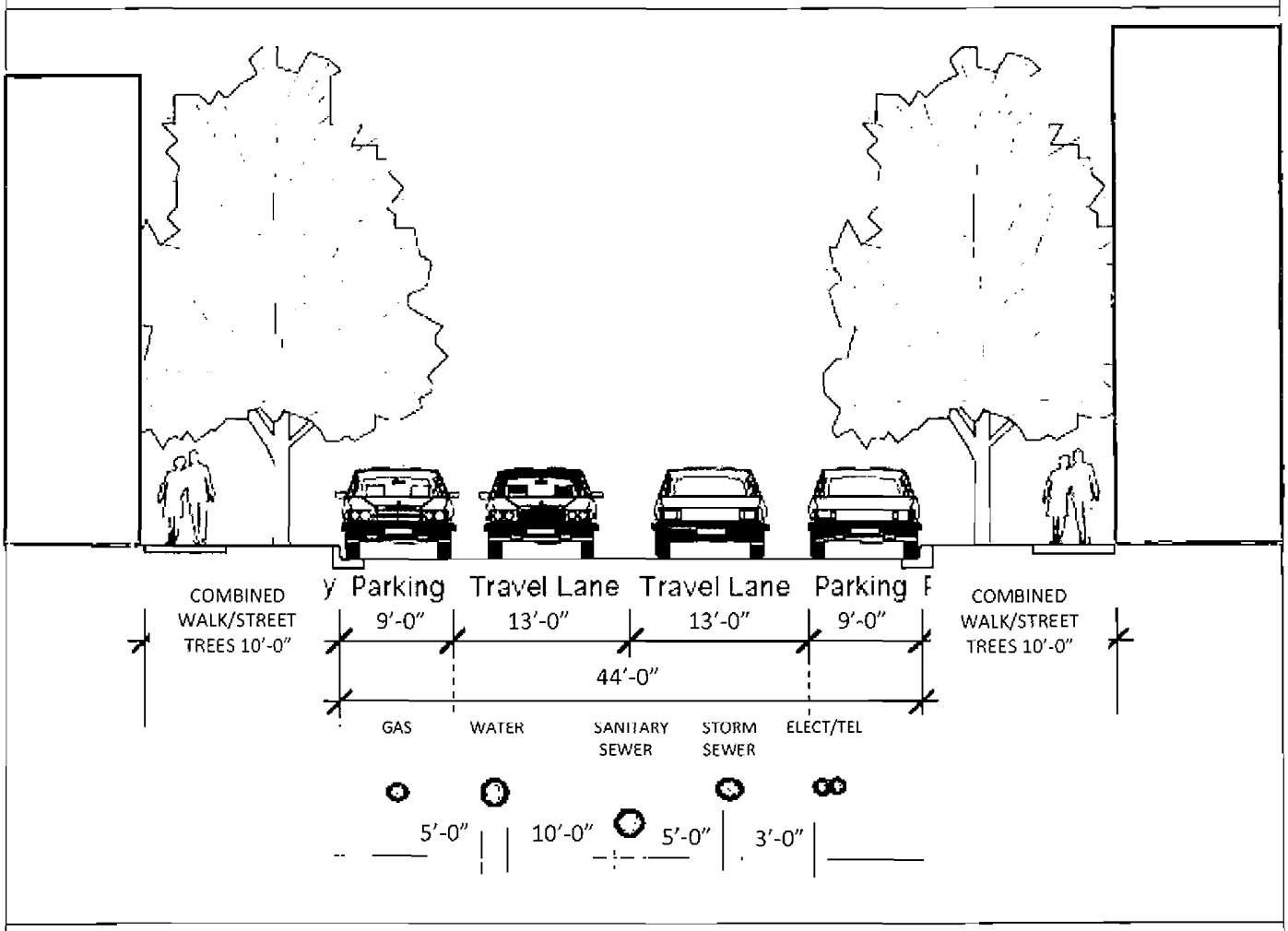
Mall Ring Road

1. Intent.

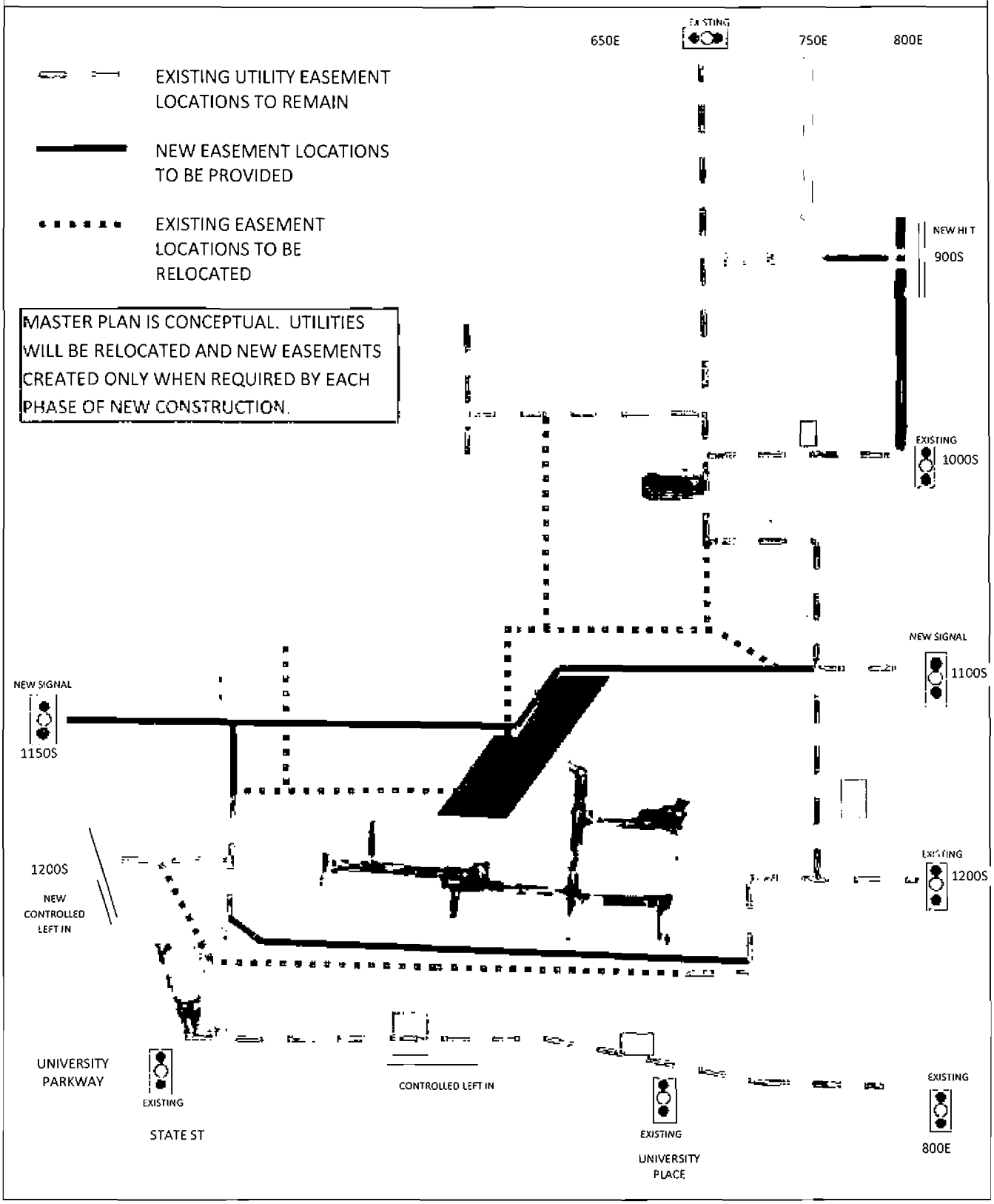
The Mall Ring Road is a medium capacity access road connecting the parking fields around the Mall with slow speeds. The Ring Road has no curb or parkway trees. It may or may not have a sidewalk on one side. No parking is permitted on the ring road



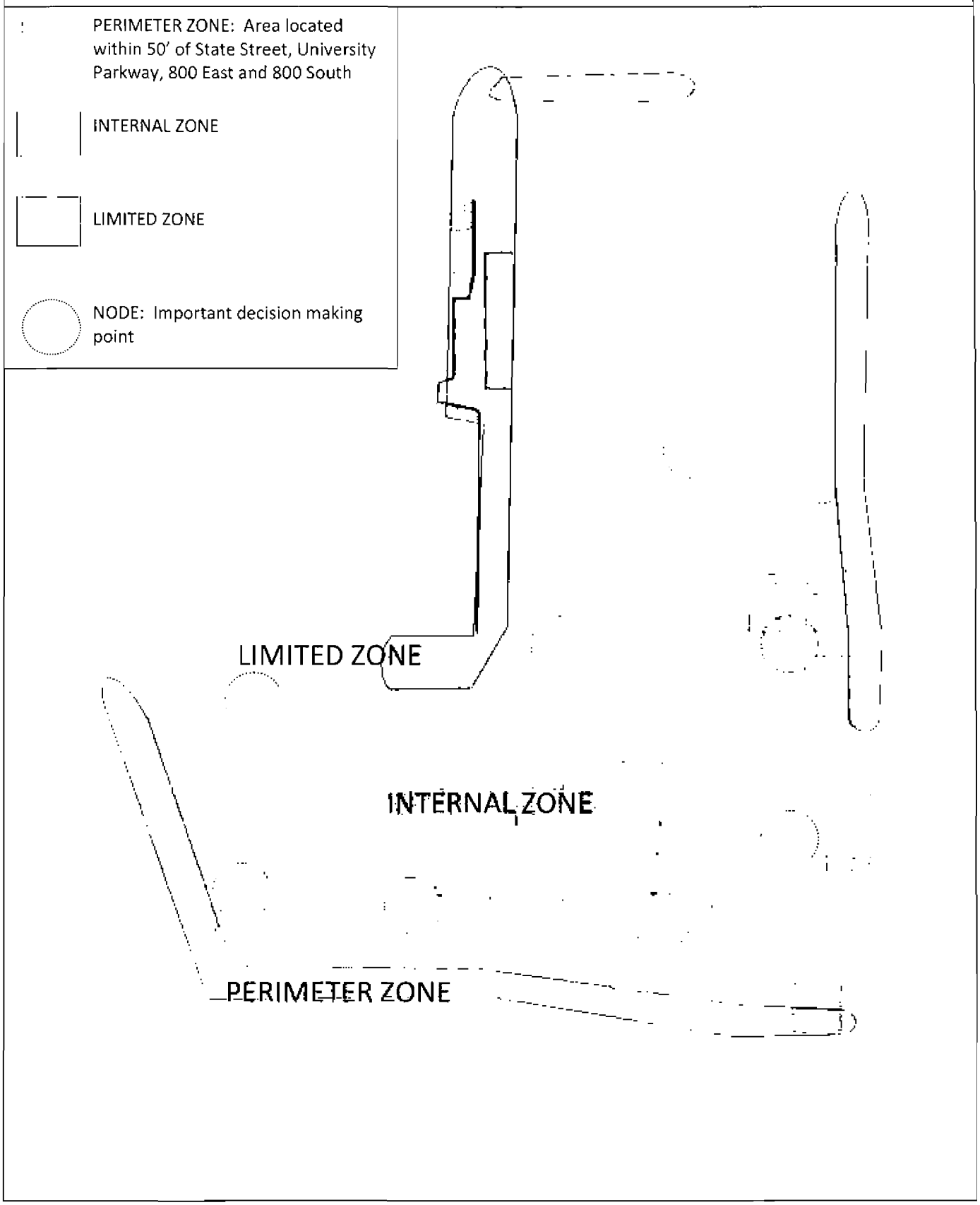
APPENDIX BB – UTILITY SECTIONS



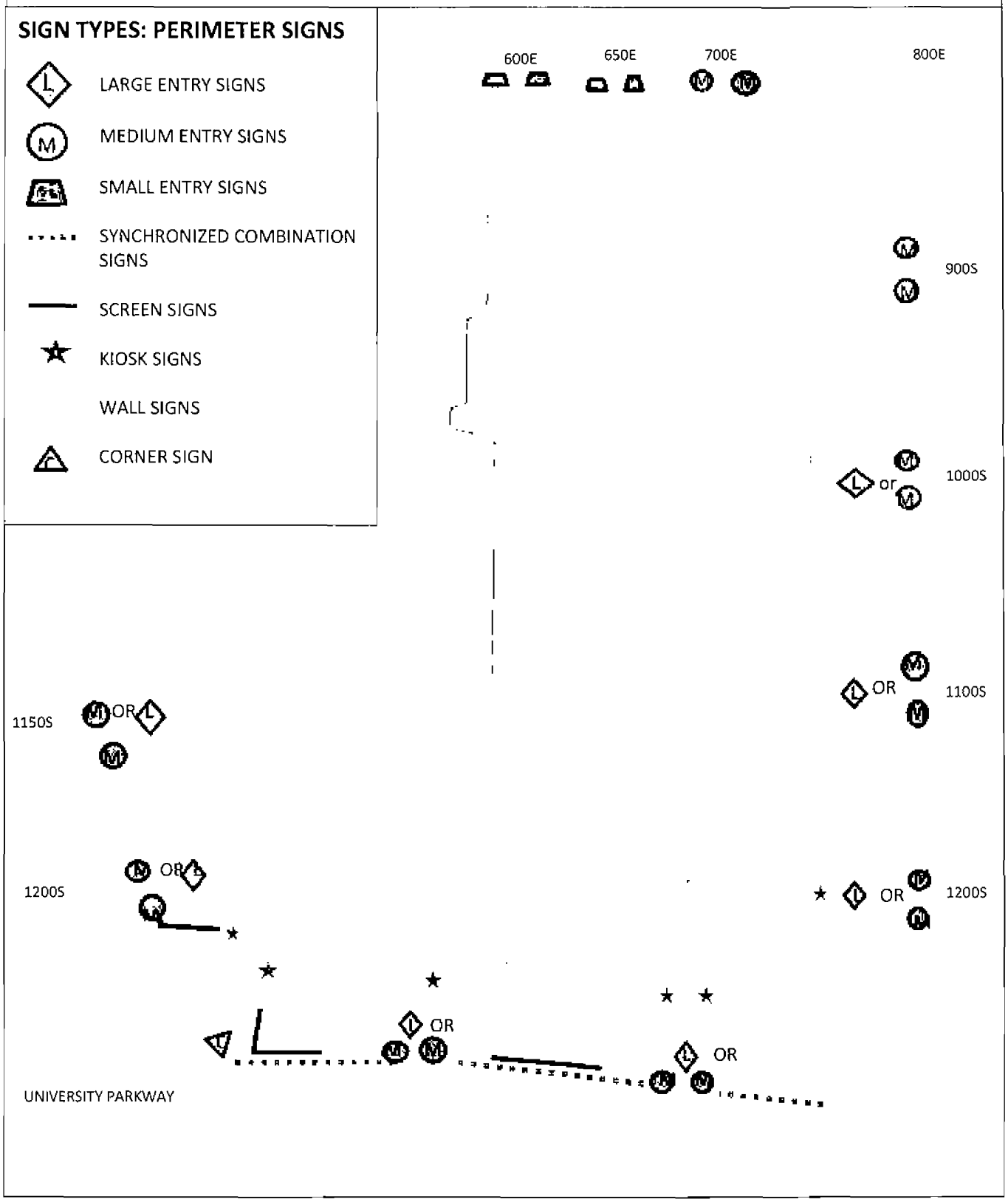
APPENDIX BB – UTILITY EASEMENT LOCATIONS



APPENDIX BB - SIGNAGE ZONES



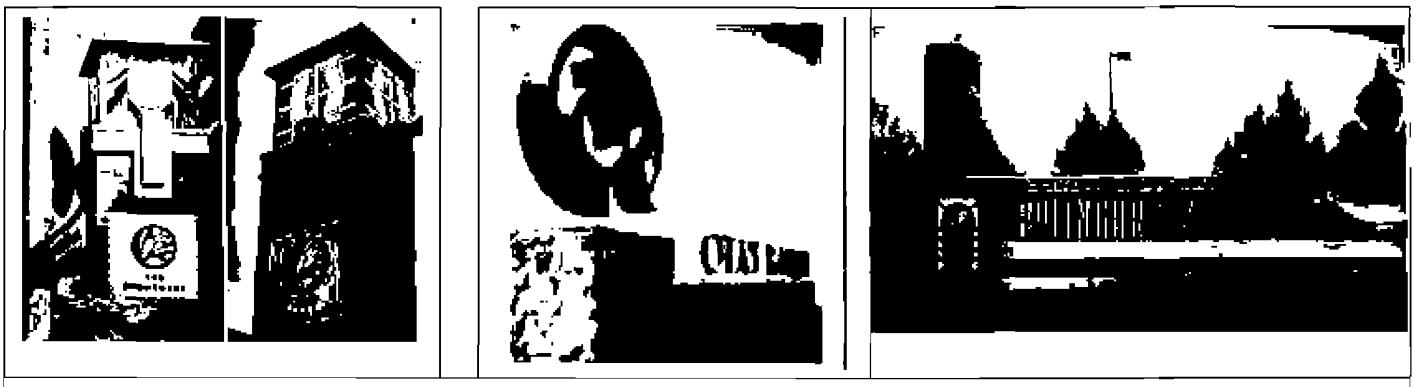
APPENDIX BB – PERIMETER SIGN LOCATIONS



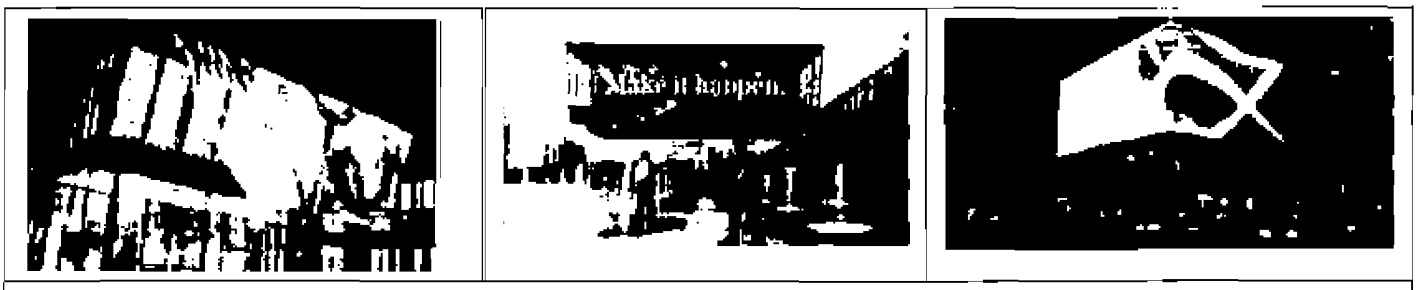
APPENDIX BB - SIGNAGE TYPES

LARGE ENTRY SIGN EXAMPLES

MEDIUM ENTRY SIGN EXAMPLES

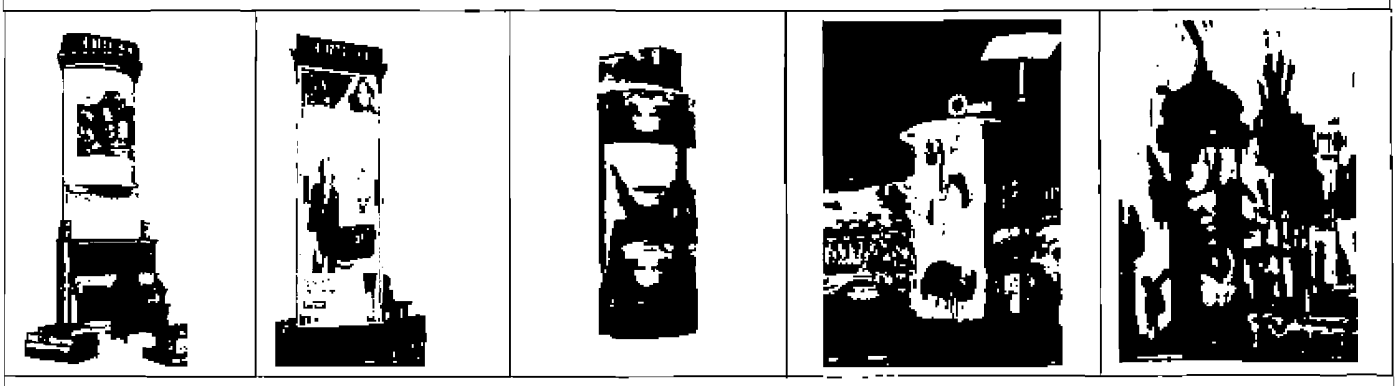


SMALL ENTRY SIGN EXAMPLES



ELECTRONIC SCREEN SIGN EXAMPLES

APPENDIX BB - SIGNAGE TYPES



KIOSK SIGN EXAMPLES

WALL SIGN EXAMPLES

SYNCHRONIZED COMBINATION SIGN EXAMPLES

APPENDIX BB - SIGNAGE TYPES

PARKING STRUCTURE SIGNAGE AND ART EXAMPLES

CITY OF OREM

DRAFT PLANNING COMMISSION MEETING MINUTES

November 20, 2013

The following items are discussed in these minutes:

VILLA D'ESTE SITE PLAN – APPROVED
SEVEN PEAKS HOTEL – APPROVED
SUMMIT RIDGE SITE – APPROVED
PD-34 ZONE UNIVERSITY MALL – RECOMMEND APPROVAL

STUDY SESSION

PLACE – Orem City Main Conference Room

At **3:30 p.m.** Chair Moulton called the Study Session to order.

Those present: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker, and Derek Whetten, Planning Commission members; Bill D. Bell, Director; Jason W. Bench, Planning Director; David R. Stroud, City Planner; Sam Kelly, City Engineer; Cliff Peterson, Private Development Engineer; Paul Goodrich, Transportation Engineer; Steve Earl, Legal Counsel; and Loriann Merritt, Minutes Secretary; Sharon Anderson

Those excused: Becky Buxton, Carlos Iglesias, Planning Commission members; Clinton Spencer, GIS Planner; Mary Street, City Council Liaison

The Commission and staff briefly reviewed agenda items and adjourned at 4:25 p.m. to the City Council Chambers for the regular meeting.

REGULAR MEETING

PLACE - Orem City Council Chambers

At **4:30 p.m.** Chair Moulton called the Planning Commission meeting to order and asked Mr. Whetten, Planning Commission member, to offer the invocation.

Those present: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker, and Derek Whetten, Planning Commission members; Bill D. Bell, Director; Jason W. Bench, Planning Director; David R. Stroud, City Planner; Sam Kelly, City Engineer; Paul Goodrich, Transportation Engineer; Steve Earl, Legal Counsel; and Loriann Merritt, Minutes Secretary

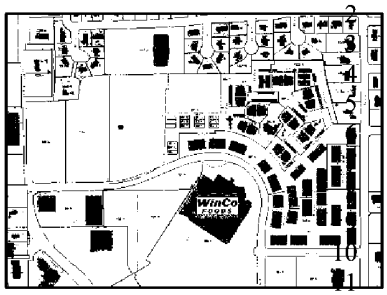
Those excused: Becky Buxton, Carlos Iglesias, Planning Commission members; Clinton Spencer, GIS Planner;

Chair Moulton introduced **AGENDA ITEM 3.1** as follows:

AGENDA ITEM 3.1 is a request by Bruce Dickerson to approve the site plan of **VILLA D'ESTE** at 1100 West 970 North in the PD-22 zone.

Staff Presentation: David Stroud said in October of 2013 the applicant proposed changing the parking requirement for this zone from two and a half stalls (2 ½) per residential unit with more than two (2) bedrooms, to two (2) stalls per unit overall. The Planning Commission gave a positive recommendation to the City Council for approval. The application concerning the parking permit had been heard by the City Council on November 19, 2013. In that meeting the City Council will either reject or approve the proposal.

This current proposal is only valid if the proposal is approved; otherwise the project does not have enough parking spaces and will be required to revise their site plan prior to Planning Commission approval.



The applicant is proposing to build six four story apartment buildings with a total of 116 units.

The buildings will be approximately forty-one (41) feet tall and be finished with stucco and stone veneer. In the PD-22 zone the setback from any other residential property not part of the PD-22 zone is twenty-five (25) feet, or the height of the building, whichever is greater. In this case the portion of the building adjacent to the residential north property line is thirty-five (35) feet tall at the setback line and increases to forty-one (41) feet further away from the residential property.

Parking for this project is being proposed at two (2) stalls per unit. There are a total of 252 stalls provided, which is twenty (20) more than required. There are 102 stalls that are covered and 150 stalls that are not. As required by ordinance, there are also twenty-five (25) bicycle parking spaces provided.

No new fencing is required for this site. All existing fencing will remain on site, and complies with City code.

The applicant will improve and landscape a large detention pond that serves as open space for the project and the other residential units adjacent to the project. The landscaped area includes a tot lot, sport court and picnic area. All other proposed landscaping meets the requirements of the PD-22 zone.

An emergency vehicle turn-around is provided at the north end of the project and utilizes landscape pavers for that access.

Chair Moulton asked if the Planning Commission had any questions for Mr. Stroud.

Mr. Whetten asked if this had recently come before the Planning Commission for a zone change. Mr. Stroud said this came for a parking amendment and there are not any changes from what was discussed at that time.

Chair Moulton asked if the Planning Commission had any more questions for staff. When none did, he called for a motion on this item.

Planning Commission Action: Vice Chair Walker said he is satisfied that the Planning Commission has found this request complies with all applicable City codes. He then moved to approve the site plan of Villa d'Este with 116 units at 1100 West 970 North. Ms. Jeffreys seconded the motion. Those voting aye: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker and Derek Whetten. The motion passed unanimously.

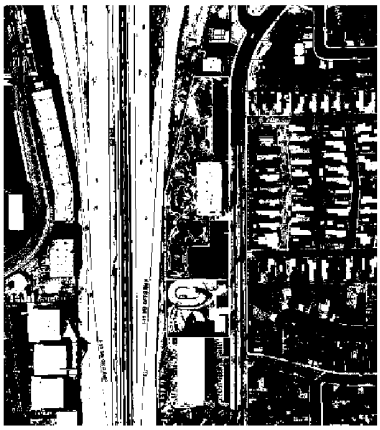
Chair Moulton introduced **AGENDA ITEM 3.2** as follows:

AGENDA ITEM 3.2 is a request by Paul Washburn to approve the site plan of **SEVEN PEAKS HOTEL** at 168 South 1200 West in the HS zone.

Staff Presentation: The address of the property is the location of the Trafalga entertainment center. The owner is requesting to demolish Trafalga and replace the existing use with a 240-room hotel building. The zoning of the property is Highway Services which is for uses which cater to the traveling public. A hotel is a use which is appropriate in the zone.

Height: The maximum height of a structure in the HS zone is 60 feet. The proposed structure will be 60 feet high.

Setbacks: The code requires any structure in the HS zone to be at least 20 feet from any street right-of-way. If the parcel is adjacent to a commercial zone, the side and rear setback can be zero. The proposed location of the hotel exceeds the minimum setback requirements. The zone to the north and south is HS and to the west is the I-15 right-of-way.



Architectural Style: As shown on the attached drawings, the exterior finishing materials will be stone, stucco, and standing seam metal roofing.

Parking: Hotels are required to provide one stall for every room. The building contains 240 rooms and 240 stalls have been provided.

Fencing: A fence is located along the west property line adjacent to I-15. A masonry wall exists on the south side and no fence or wall is proposed on the north property line. Fencing is not required with this project.

Landscaping: The proposed landscaping will comply with the landscape plan which is included with this report.

Recommendation: Based on compliance with all applicable City codes, staff recommends the Planning Commission approve this request.

Chair Moulton asked if the Planning Commission had any questions for Mr. Stroud.

Chair Moulton asked if there will be any impact on the Center street interchange. Mr. Stroud said a hotel does not have a constant flow of traffic and so it should be fine.

Ms. Larsen noted there are 240 rooms and with enough stalls for each room, but will there be enough for staff. Mr. Stroud said staff numbers for hotels is low.

Mr. Whetten asked if this will replace Trafalga. Mr. Stroud said yes. He then asked if there will be meeting space in building. Mr. Stroud said the Planning Commission will need to ask the applicant.

Chair Moulton invited the applicant to come forward. Paul Washburn introduced himself.

Mr. Washburn said there will be a couple of small meeting rooms, but this is not a convention center.

Chair Moulton asked if this will be affiliated with a chain. Mr. Washburn said Seven Peaks has a strong marketing network and feel that they will be successful. They may affiliate in the future, but for now are confident that they will succeed.

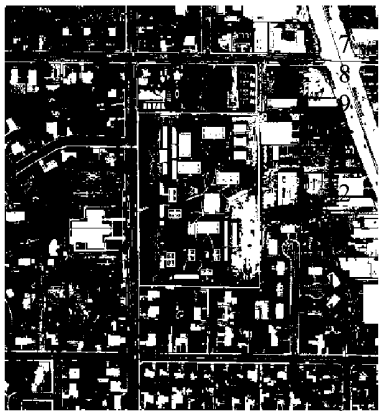
Chair Moulton opened the public hearing and invited those from the audience who had come to speak to this item to come forward to the microphone.

Planning Commission Action: Chair Moulton said he is satisfied that the Planning Commission has found this request complies with all applicable City codes. He then moved to approve the site plan of Seven Peaks Hotel with 240 rooms at 168 South 1200 West. Ms. Larsen seconded the motion. Those voting aye: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker and Derek Whetten. The motion passed unanimously.

Chair Moulton introduced **AGENDA ITEM 3.3** as follows:

AGENDA ITEM 3.3 is a request by Jeff Hawkes to approve the site plan of **SUMMIT RIDGE** at 1697 South 400 East in the PD-38 zone.

Staff Presentation: Mr. Stroud said the City Council recently approved a rezone to the property located at the referenced address from R6.5 to PD-38 for the purpose of constructing a 74-unit apartment building. The rezone included adoption of the PD-38 zone text which specifies the development regulations. The previous zone designation of R6.5 did not permit construction of additional units.



Density: The maximum density is 18.5 units per acre. The proposed 74 new units along with the existing 92 units equal a density 18.1 units per acre.

Height: A maximum of 50 feet and four stories high is permitted. The top of the building wall will be 43 feet high and the parapet will be 47 feet high.

Setbacks: The ordinance requires 25 feet from neighboring properties not part of the PD-38 zone. This will apply on the east and south side and both setbacks are 25 feet or greater.

Architectural Style: Exterior finishing materials will be at least 60% brick, stone, or stucco.

Parking: The ordinance requires that units with one bedroom shall provide at least 1.25 stalls. Units with two bedrooms or more shall provide two parking stalls. A total of 289 stalls will be required and 399 stalls will be provided.

Fencing: The perimeter of the development, with exception to public street frontage, shall have a fence that is uniform in design and be at least six feet high but nor more than seven feet high. The block wall will be increased in height and a decorative iron railing will be located on the top of the wall.

Landscaping: Existing landscaping which is extensive will generally remain the same. There will be new landscaping around the new building. The proposed landscape plan conforms to the concept plan approved as part of the PD-38 zone.

Recommendation: Based on compliance with Section 22-11-51, PD-38 zone staff recommends the Planning Commission approve this request.

Chair Moulton asked if the Planning Commission had any questions for Mr. Stroud.

Ms. Jeffreys asked if the wrought iron on top of the fence is to address the neighbor's concerns about people climbing over the fence. Mr. Stroud said yes, the ordinance requires the applicant to make the wall at least seven feet. Mr. Bench indicated the fence is seven feet plus the wrought iron addition.

Chair Moulton invited the applicant to come forward. Bruce Chesnut introduced himself.

Mr. Chesnut said the fence measurement is on the Summit Ridge side of the fence. There will be a section of the fence that will be up to nine feet on the other side. He added they have worked through all the underground issues.

Chair Moulton called for a motion on this item.

Planning Commission Action: Ms. Jeffreys said she is satisfied that the Planning Commission has found this request complies with all applicable City codes. She then moved to approve the site plan of Summit Ridge with 74 new units at 1697 South 400 East. Vice Chair Walker seconded the motion. Those voting

aye: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker and Derek Whetten. The motion passed unanimously.

The Planning Commission took a five minute break.

Chair Moulton introduced **AGENDA ITEM 4.1** as follows:

AGENDA ITEM 4.1 is a request by Kris Longson to amend **SECTION 22-11-47, PD-34 ZONE, APPENDIX BB, AND AMEND SECTION 22-5-3(A) AND THE ZONING MAP OF OREM CITY BY CHANGING THE ZONE FROM R8 TO PD-34 ON PROPERTY LOCATED GENERALLY BETWEEN UNIVERSITY PARKWAY AND 800 SOUTH AND 800 EAST AND 590 EAST KNOWN AS THE UNIVERSITY MALL OF THE OREM CITY CODE.**

Staff Presentation: University Mall has been a regional shopping destination since it opened for business in 1973. Over the years, it has expanded and remodeled to bring in new tenants and additional customers. The mall is now at a point to again expand and develop additional commercial uses and other uses that have not been part of the mall development in the past. To achieve this goal, the mall must be rezoned to a PD zone which will be specific to the University Mall property. In the PD text, uses, height, location, and parking ratios, among other things, can be specified.

Uses have been identified in the text and are too numerous to list but are outlined in the proposed ordinance. The list contains general commercial uses, office uses, and residential uses. The residential uses and low impact non-residential uses have been identified as appropriate in the "Limited Zone" which is identified on the concept plan. The Limited zone is located adjacent to existing residential to the west and a portion along 800 East.

All future site plans will be approved by the Planning Commission based on the requirements of the PD-34 zone. Since the majority of the improvements will be internal to the mall, an applicant for a site plan will not be required to hold a neighborhood meeting for each individual site plan, however, a public meeting with the Planning Commission is required for each site plan. Site plans in the PD-34 zone will be valid for five years. A typical site plan is valid for two years.

A maximum building height of 35 feet is allowed in the Limited zone along 590 East and 50 feet in the Limited zone adjacent to 800 South and 800 East. The Limited zone map is part of Appendix BB. In all other areas of the PD-34 zone, the maximum height shall be 180 feet.

Setbacks shall be 20 feet from State Street, 800 South, 800 East and University Parkway and all property not part of the PD-34 zone, unless specified elsewhere within the zone text.

All landscaping shall be approved as part of each site plan and shall generally conform to the concept plan. A 35,000 square foot "Major Park" shall be constructed as an amenity to the development and will provide an area for residents and customers patronizing the commercial businesses.

Appendix BB will contain elevations and styles in which all structures must generally conform and provide general guidelines for the entire PD zone. Providing elevations in which future buildings must substantially conform to is typical for PD developments. Many PD zones take several years to build out and the exact building elevations are not designed until such time as site plan approval is needed. The applicant anticipates the overall concept plan will take approximately 15 years to build out based on favorable market conditions.

The mall encompasses approximately one million square feet of retail space. Future development includes additional retail, office, hotel, and residential uses. The applicant is not requesting a set number of residential units. Instead, the residential density is based on retail square footage. For every 1,000 square feet of retail space, 1.5 residential units are permitted. These units may be detached or attached, which includes stacked or side-by-side, depending on market conditions.

The mall property is proposed to be divided into three areas; each with different sign requirements including the Perimeter sign zone, Internal sign zone, and Limited sign zone. Signs shall be permitted to display off-premise advertising but in no case shall the number of off-premise signs that are visible from a public street exceed 24, including the corner sign at State Street and University Parkway.

The perimeter sign zone will permit signs in various sizes to be located at the entrances to the development. Seven large entry signs shall be permitted with a maximum height of 40 feet and maximum of 500 square feet per sign face. Medium and small entry signs shall also be permitted. Internal signs shall include building entrance signs, wall and canopy signs, and off-premise signs provided they are not visible from a public street. Limited sign zone area signs include wall signs.

The internal sign zone permits signs with no limit with respect to type or number. However, off-premise advertising shall not be visible from a public street. In addition, only eight building entrance signs shall be permitted.

The Limited sign zone permits wall signs and signs that are permitted in residential zones governed by Article 14 of the City Code.

Parking for the PD-34 zone will be provided based on an overall share parking concept. A shared parking concept is based on the fact that parking for the overall development will have different parking demands throughout the day, evening and overnight hours. The various uses share the collective parking thus reducing the need for each use to provide parking independent from each other creating excessive parking. The PD-34 zone requires commercial uses to provide 3.6 stalls for every 1,000 square feet of gross leasable area. Offices and other non-retail shall provide 2.4 stalls for every 1,000 square feet. Residential uses shall be required 1.49 stalls for every dwelling unit.

Additional parking requirements include any parking structure side that faces a street shall enhance the appearance of the structure by means of screen signs, liners, or landscaping.

An eight-foot masonry wall will be maintained between the PD-34 zone and existing residential to the west. However, where residential in the PD-34 zone is developed adjacent to existing residential outside the PD-34 zone, no fence or wall is required.

A Traffic Impact Analysis was completed for the PD-34 Zone proposal. The overall Traffic Study analyzed the traffic from a full build-out perspective. Some of the conclusions of the analysis include:

1. Building new roads and improving existing roads on site will complete a desirable street grid network system in the area. One of the benefits of a street grid is that short or local trips can be taken without burdening the arterial system with more automobiles.
2. Providing a mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms. Higher densities and intensities of development provide opportunities for residents, employees, and visitors to circulate by walking, bicycling, or making shorter consolidated vehicle trips.
3. Bus Rapid Transit (BRT) is planned in the near future on University Parkway with a BRT station at the eastern access to the Mall. The short distance to the BRT station will make transit a viable alternative to automobile dependence.

Updated Traffic Impact Studies (TIS's) will be provided by the owner/developer during critical site plan reviews to ensure that traffic circulation will function appropriately on internal streets as well as public streets and intersections located adjacent to the PD-34 zone. An initial TIS was completed for the PD-34 Zone. Because we don't know the exact timing or phasing of projects within the proposed zone TIS's will be provided for many site plan reviews.

A TIS will include recommendations for any new improvements that may be reasonably necessary to mitigate any negative impacts on public streets or intersections resulting from development in the PD-34 zone. The TIS's will also make recommendations as to when any such improvements should be installed. Improvements include a new traffic signal at the intersection of 800 East 1100 South, the relocation of the

existing traffic signal at 1200 South State Street and improvements to the intersection of 900 South 800 East and 1100 South 800 East. The owner/developer of land in the PD-34 zone shall follow all recommendations of the approved traffic study including the installation of any necessary off-site improvements.

A neighborhood meeting was held at University Mall on October 24, 2013, with approximately 200 people in attendance. General consensus was that the plan would be a positive change to Orem City. However, there were concerns dealing with access and traffic through existing neighborhoods and the desire for the mall to buy-out additional property.

The purpose of a Planned Development (PD) zone is to provide flexibility in the City's zoning scheme in order to allow for unique, innovative and well-planned developments that would not be possible under one of the City's existing zoning classifications.

In addition, PD zones are intended for use primarily in the following situation including: "Mixed use projects along State Street and University Parkway", "Where no existing zoning classification is both sufficiently permissive to allow uses that would be suitable on the property and sufficiently restrictive to protect the character and quality of neighboring properties."; and "Residential development that is significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications…" The proposed PD-34 (University Place) zone is consistent with the purpose and applicability of a PD zone.

<u>Advantages of the proposal include:</u>

- The proposed improvements to the University Place site will boost the economic stability for the immediate area and the overall city.
- The proposed office structures will fill a need for Class A office space in the city and encourage large employers to stay or locate in Orem.
- The residential uses proposed will provide a needed housing option for those who prefer to live in a mixed-use environment. The residential component will provide the opportunity for those who live on site to reduce vehicle trips based on the close proximity to shops, restaurants, and potential employment.
- The proposed shared parking standards will provide adequate parking for the overall development.
- The mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms.
- Building new roads and improving existing roads on site will complete a desirable street grid network system in the area.
- The PD-34 zone is consistent with the purpose and applicability of a PD zone as outlined in Orem City Code.

<u>Disadvantages of the proposal include:</u>

- The full build-out of the University Place site will increase the overall traffic in the area. However, with the mitigation measures outlined in the overall traffic study, and the extensive improvements proposed with the concept plan the increase in traffic will be adequately addressed.
- Large scale change to the University Place site including residential and office uses could be perceived to many in the area as a negative impact.

Recommendation: Staff recommends the Planning Commission discuss the PD-34 (University Place) zone and Appendix BB, allow public comment, and make a motion.

Chair Moulton asked if the Planning Commission had any questions for Mr. Bench.

When there were none, Chair Moulton invited the applicants to come forward. Kris Longson and Kathy Olson, Woodbury Corporation and Chris Gamvroulas, Ivory Homes introduced themselves.

Mr. Longson said that on Phase 1 along with the outside structures there will also be an interior renovation of the Mall. It will start on the Macy's end which includes new floor, colors, lighting and a new fresh look. They have a signed LOI on the office building, a signed agreement on the new anchor, agreements with Macy's and a residential developer. In order to meet the obligations under these agreements, the first thing they have to do is to excavate the area along University Parkway for the underground parking. It needs to begin in January because the parking has to be back in and functioning before November 2014 for Christmas shopping. It is critical to get approvals prior to January.

Mr. Longson noted they have been meeting with neighborhood representatives, and concerned neighbors. Concern has been expressed about the residential area on the east side. They studied with their architects over the last weekend and are willing to lower the building height from 60- to 45-feet high within the 50-feet of the back of curb on 800 East and 800 South and in the residential zone along 590 East be limited to 35 feet high. He reminded the Planning Commission that the Mall has 112 acres. The density is in different places and all of the accesses to residential are internal to the property. He pointed out to the City Council that if the density was spread out in the Costco parking lot that will not change the way people access the public road where there is a traffic concern; the people still have the same opportunity to go out to 800 South or 800 East. There will be residential throughout the entire project and that allows them to offer the different amenities. Mr. Longson said that if the commercial were removed and the desired residential density was spread throughout the Mall property it would be 16 units to the acre. If you take one little block the density is higher there, but it is not giving any credit for all the other things that are going into the plan. When the City reviews other site plans, it does not take other things out. He offered to address what questions the Planning Commission have since the last meeting.

Mr. Whetten asked if the Planning Commission is just looking at the zone change and when Phase 1 is begun will there be site plans. Mr. Bench said the Planning Commission is looking at the rezone to PD-34 and the map change, anything dealing with site plans will have to come before the Planning Commission for approval. Mr. Whetten noted that the Planning Commission would look for existing traffic based on what is proposed, landscaping, etc. Mr. Longson said the Phase 1 discussion is to let the Planning Commission know what will come first.

Vice Chair Walker asked about Woodbury's concession on the setback in the residential zone. Mr. Longson said the first units will be at a 45-foot high. The setback will be 20-feet. Vice Chair Walker asked if the City will install an island when exiting the apartments onto 900 South prohibiting a left hand turn. Mr. Goodrich said the TIS indicates that if there is an access onto 800 East and 900 South there needs to be a restriction of traffic movements. There may be a raised medium in the center of the street or some other design. They would not be able to drive across 800 East or make a left turn in or out. The only allowable movements would be a right turn in and out.

Mr. Whetten asked about disguising parking structures. Mr. Bench said parking structures that are most visible must be enhanced with certain techniques that include building liners, screen signs, artistic facades, trees and landscaping, etc. The parking structures can use these techniques to screen the structures that are visible from the actual street. Mr. Whetten asked if there was any minimum coverage. Mr. Bench noted that would be up to the Planning Commission upon site plan approval. Staff would present what the applicant is proposing and the Commission would determine if it is enough.

Ms. Jeffreys asked what the difference is of having the buildings shorter in the front in the residential section. Mr. Longson said the neighbors expressed concern about having the buildings come straight up from the sidewalk and so setting the height back further takes the impact off the street. It would make it so that they could have only three levels of units on the podium parking instead of four. Chair Moulton asked if that building will have underground parking. Mr. Longson said it will have on-grade parking, the first level is parking and the units are above it. Ms. Larsen asked if the parking will be for the tenants only. Mr. Longson said the parking is for the residents and visitors.

Chair Moulton asked if the space that is currently Mervyns will be an office building. Mr. Longson said Mervyns will be demolished and the office building built in that space will be connected into the Mall. There will be retail on the bottom and office above.

Ms. Larsen asked where the 180 foot high office building would be located onsite. Mr. Longson said the office structure that will be constructed with Phase 1 will be four levels. The locations of the other structures are still unknown, it depends on the development. They would hope that over the 15 years they could attract the bigger companies and have an 180-foot building, which is about 15 levels. They do not have any tenants they are talking to at this time. Ms. Larsen asked if it could be a mixed use building, mixing residential, office and commercial. Mr. Longson indicated that the proposed zone will allow this. Ms. Larsen asked if it could end up being all residential. Mr. Longson said it could, however, that would make parking hard. It would most likely be office with retail on the lower level. Mr. Bench said the C2 zone does allow office uses, so the Mall today could build a 60-foot office building. This change allows them to add the residential component. Ms. Larsen said it is three times what is currently allowed.

Vice Chair Walker asked with the demolition of Mervyns, will the Mall be buttoned up at that end until the new office building comes in? Mr. Longson said they would put up a temporary entrance.

Ms. Larsen asked if the new road will be considered private. Mr. Longson said it is private, but open for public use. Ms. Larsen then asked about the police enforcement of that area. Mr. Longson said the Mall has their own security force. Currently if there is criminal activity, the Mall calls the City and that will continue. Mr. Earl said the traffic regulations do not apply for private streets, but a private property owner can elect to have them apply speed limits, etc. There is a section of the ordinance that these certain private properties are subject to the City's traffic laws. Mr. Longson assured the Planning Commission that their intent is to provide security for all the uses onsite, however if necessary they will bring in the City for serious incidents. Ms. Larsen asked about the speed on the four lane road. Mr. Longson said there will be townhomes and a park so the road will be slower than a main street.

Chair Moulton asked who will provide the sewer and water for the increase in structure. Mr. Longson said the Mall will definitely look at the capacities of the underground infrastructure for the growth.

Mr. Whetten asked about the number of signs and their locations. Mr. Longson said there is a perimeter zone sign and internal and limited zones. They have hired RSM that have done a lot of very integrated signage programs around the country. This works cohesively with the project so it works with the residential, office and retail. There is a branding component and a coordinated use of the different type of signs. It is noted in the sign zone and appendix where and how many signs can be located at different locations in the property.

Mr. Whetten asked how many signs along University Parkway, the size etc. Ms. Olson said there are 12 major intersections which will have signs that will vary between small or medium signs. Chair Moulton asked if the mediums could have an arch. Mr. Olson said yes. Mr. Whetten then asked about the screen signs on large buildings. Mr. Olson indicated there is a technology that is a mesh of LED lights that can be hung on an office building and it is see-through. It has been used for some very cool artwork on the side of the building.

Chair Moulton said the current sign is being taken down. He wondered if it would go on a building instead. Ms. Olson said it could be in a variety of places. Once the plans are better defined they would come back and present it to the City. Mr. Whetten said the code allows for seven of the large signs plus 12 medium and small. Ms. Olson said they do not want to use large signs at every intersection. Since 800 South is more of a residential street, there will be no large signs there. The count is large signs at major intersections off of State Street, University Parkway. The medium sign is to allow a gateway (arch) feature. Mr. Whetten said that this drawing is not reflected in the written code. Mr. Bench said the Planning Commission could suggest this in their final recommendation. Ms. Jeffreys asked if the signs are a site plan issue. Mr. Bench said the signs can be shown on the site plan, but it is a building permit issue. Mr. Whetten said the City is obligated to allow them to approve what is in the code, but if they want more in the future they will have to go through the zone change process. Mr. Earl said there are nine major

entries to the Mall where they are either using the large or medium signs. The City could limit the signage at 18, but it is not any more than what is already proposed. Ms. Olson said their intent is to put one large on the main entries to the Mall. Ms. Jeffreys said it could be one large or two mediums. Mr. Bench noted that if they installed one large they could not have two mediums. Mr. Bell said the Planning Commission can put in the motion verbage to reflect the drawing. Mr. Whetten said he is fine with giving the Mall some flexibility with the signs. Mr. Longson said the Mall is fine with making the verbage reflect the drawing.

Chair Moulton reopened the public hearing and invited those from the audience who had come to speak to this item to come forward to the microphone.

Vale Hale, Chamber of Commerce, indicated the Chamber voted this afternoon to unanimously support the rezone. They also encourage the Planning Commission and City Council to move forward with the rezone. It would be devastating to the City of Orem and their economic future to have this project stalled or denied. There needs to be sensitivity to the neighborhood issues, but generally they are in support of this project moving forward. He just barely took a phone call from an Orem businessman and he told him that he was at the City talking about the Mall and he said that passing the change is a "no-brainer."

Fran Nordmeyer, Orem, said he requests to revise the rezoning plan of the Mall and be brought into compliance with the zoning regulations of the City. He said the current ordinance states 22-11-1 "...PD zones are not intended for use ... in situations where the primary purpose is to obtain a relaxation of standards applicable.." Section 22-11-2 states "...PD zones are intended for use primarily in the following situations: 1. High-density ... projects..." This ordinance is not in compliance with Section 22-11-3. This ordinance states that the concept plan calls for a requirement of "3. The number of residential units per acre, if applicable." This is not clear in the written plan. Since it is unknown, there should be a stated cap. The number of retail spaces is too relaxed. In 22-17-4 it states, "The maximum density for developments..." Mr. Nordmeyer said that is referring to high density zones, which should be an upper limit for this development. He continued reading 22-17-4, "...shall be 26 units per acre." The number of units per acre has bounced around from 16 to 64, but there are 450 units in the red area and there will be more housing in the development and he does not know how to count that in the numbers. He does not oppose further development of the University Mall property. He does oppose a PD zone that tramples the rights of those who live in the adjoining neighborhoods and the current zoning regulations.

James Fawcett, Orem, said a few years ago his father was visiting and commented that it is a crime that the Wells Fargo Building in Provo is stealing the view. Mr. Fawcett said that since the building can be potentially 180-feet, he agrees with his father. Now in the C2 zone the building is limited to 60-feet. This will give Woodbury's 120-feet of the view which is owned by the citizens of Orem, to build a building. The Novell building is 135 feet, Nu-Skin is 168.75 feet, Wells Fargo Center is 118.13 feet, Zion's Bank is 151.88 feet. The view from University Parkway will be tall buildings and as people drive into Provo, there will be the mountains and it will be beautiful.

Aaron Oruillian, Orem, said he is on Orem City's Beautification Commission, which is in support of this rezone. He said this is a great opportunity for Orem for revenue. He has talked to over 31 businesses and they are in support of this change and hope there will be economic growth from this change. The citizens did not want their property taxes raised and so this will help bring in revenue for the City. At the last City Council meeting he learned there are people going around spreading a lot false information about this. Woodbury has made efforts with the neighbors to discuss the issues. Economic growth is important, if people do not like that there are cities to the south that have less economic growth.

Sharon Anderson, Orem, said there were lots of concerns expressed at the last City Council meeting. The general consensus is that people would like to see an improvement on the asphalt acres at University Mall. The first concern is the speed with which this is being addressed, having all these meetings between November 6 and December 10 is quite rapid, especially with a holiday being in the mix. There are some troubling possibilities. There are only restrictions on the elevation of the two residential area. The density of the residential units is also an issue, spreading the residential units over the entire area is not realistic. She noted that when looking at the area that has 450 units on maybe eight acres, she was unsure, that comes out to about 56 units per acre. The City code talks about the negative effects of high density dwellings. In

American Fork they have had lots of issues of crime and graffiti, etc. that compromises the quality of life in that area. She asked that the neighborhood meeting be reinstated in order to allow the neighbors an opportunity to see the site plan. She asked the Planning Commission to take time to examine the details before deciding.

Wayne Asay, Orem, said he had a neighbor who moved to Riverwood and lived above businesses until he was sick of it and moved out. He also heard of someone who lived in City Creek in Salt Lake, who disliked living there because there are too many transients in the basement and the garbage trucks were coming early in the morning.

Dana Liston, Orem, said she does not want high density apartment building in the neighborhood. She is fine with the Mall as is, but do not add any housing in the neighborhood. The City should do what the neighbors want.

Yvonne Peterson, Orem, said the high density housing is out of place for the neighborhood. The neighbors do not have the resources of Woodbury, but will have to live with the consequences of this development. Her hope is the Planning Commission will listen to the neighbors and help them.

Becky Smith, Orem, said while the City talks about ordinances regarding traffic and private roads, yet at the same time this sweeping rezone;

1. with unprecedented heights,
2. outrageous density for an eight-acre lot,
3. shorter than desireable setbacks,
4. less parking than most zone applicants,
5. signage only to this property,
6. allowing offsite properties to advertise,
7. the proposal does not fit under the PD zone requirements.

Ms. Smith implored the Planning Commission to add restrictive text to bring the Mall's request to more reasonable amounts and closer to the PD zone ordinance requirements. She wondered what the real number for retail space is. Depending on which number is used it can be up to 1,000 units. If there is retail added to the property, will the square footage be added to the original amounts allowing more units? The proposal has the potential of adding 2,250 units. That could be up to 8,000 people in this small area. She was at the City meeting on October 24, she received a small postcard sent to her home from David Stroud and it talked about expansion along State Street and University Parkway. The reason that meeting had a favorable outcome is because they did not talk about the high density residential building until questioning of Woodbury after the meeting.

Taylor Oldroyd, Utah County Association of Realtors, said this will help Orem catch the wave that is coming to Utah. Woodbury is the best in the country at what they do; they have done their homework on this. The Mall came to Orem 40 years ago and Provo has been kicking themselves ever since. The top sales tax revenue generators in Orem are the Mall and the surrounding businesses along the Parkway. In Provo, the top three sales tax generators are Sam's Club, Larry Miller and Home Depot which are scattered and do not have the synergy of being clustered together. There are good things starting in Provo, but there is nothing like the Mall. A recent survey was done about living near walkable development and public transportation. Utah County actually doubled the national average of people wanting to live near transit oriented development/public transportation. Bus Rapid Transit (BRT) will be eventually connected with this development. The biggest challenge Provo/Orem will have in the future is keeping the employers here in the valley. There are major businesses that are outgrowing their current locations and are looking for larger buildings.

Sherry Liston, Orem, said the Planning Commission has memorized all the rules and codes. The General Plan that was made many years ago and the codes that have been revised are for the protection of the neighbors. The Planning Commission will only pass on to the City Council what is legal. This rezone is not legal on several points as has been pointed out by Mr. Nordmeyer. The neighbors are not against the Mall being successful in the current C2 zone.

Clint Bell, Orem, said he works for a sign company. He does not like that they will have off premise signs. Nowhere else in the City is this allowed, but on billboards along the freeway. The last people want to see as they drive through a big giant sign that advertises for an adult novelty shop and/or a smoke shop. If this is allowed, it will have to allow off premise signs anywhere.

Jerry Nordmeyer, Orem, asked the Planning Commission members to pray about their decision.

Janet Latta, Orem, said she stated her opinion at the last Planning Commission meeting and it is the same. She supports commercial, but is opposed to the 450-units residential building.

Chair Moulton closed the public hearing and asked if the Planning Commission had any more questions for the applicant or staff.

Ms. Jeffreys asked why residential is necessary and about the 450 units. Mr. Longson said the first phase is not just residential. It has a Class "A" office building, parking structures, the road, the park, renovation of the Mall and the residential. They are not trying to compare to City Creek in Salt Lake City, but the first thing that happened at City Creek is add the residential in order to activate the space and provide housing for those who work in close proximity to City Creek. Woodbury has done a lot of research on what creates a walkable community. This is a cohesive development plan; they have gone to great lengths to it put together and the residential is a critical part to the plan. Concerning the density, there is a debate on whether it is on eight acres or if they are not entitled to be treated like every other developer in the City and use their entire property for measurement. They are putting in streets, parks, landscaping in other areas they are not increasing the density on the overall acreage. What they are doing is beautifying the entire site and clustering the residential to makes it more cohesive. They are partnering with Ivory Homes who is an expert in building the residential. There is a positive impact on the neighbors. There is a lot of fear that this will bring in undesireable people. The owners of the property have the biggest invested interest to insure that the type of residents allowed into the apartments will be outstanding people.

Chair Moulton asked if the 450 units will be one big building. Mr. Longson said it will not be one big building, but a multiple of buildings. The area will have buildings, landscaping, clubhouse, green space and amenities, etc. Mr. Whetten asked how many stalls per unit would there be for each unit. Mr. Longson said that there will be 1.5 stalls per unit, about 55% of the units would be one bedroom. Mr. Gamvroulas, Ivory Homes, said the parking ratio is adequate because of the nature of this project. They have done these types of mixed used projects all over the state. The mixed use component of this project reduces the parking requirement. In downtown Salt Lake it is .5 parking stall per unit. Mr. Longson said if there is a parking problem it is Woodbury's problem. The retail is critical for the project to be successful. Through all the studies they have done, they are comfortable with the ratios. Mr. Gamvroulas said there is a real value in clustering the density in this way, instead of distributing it throughout the site. The best use of this site is to cluster the residential and maximize the retail and not have acres of asphalt. The residential will actually make the Mall a safer place, having more people out and about creates a safer environment. The idea of the number of residential somehow gives Woodbury freedom to do whatever they want is incorrect. It actually gives Woodbury incentive to create more commercial. Unless Woodbury invests more into commercial and retail spaces, which generates the tax revenue, the residential cannot be built. This is opposite of the argument that has been used in other meetings. The only time that more residential is successful is when Woodbury invests millions more dollars to create more retail space.

Ms. Jeffreys asked if there is one million square feet or 1.5 is million square feet of retail. Mr. Longson said once Mervyns goes down it will be one million.

Vice-Chair Walker said he attended the neighborhood meeting and got the notice. It was a full page letter describing what was happening and was informative. He asked if the speed of the meeting is out of line with other developments in Orem. Mr. Bench said this is a longer process than a typical PD zone. Typically it is one Planning Commission meeting and then on to the City Council. The Mall has been before the Planning Commission twice and will be before the City Council three times, counting the study session.

Vice-Chair Walker asked staff to address Mr. Nordmeyer's assertion about the PD and High Rise zones. Mr. Bench said the PD zone has four criteria. The first criteria is High Density Housing. Second is mixed use projects along State Street and University Parkway. PD zones were specifically intended for this type of development, mixed use along State Street and University Parkway. This is applicable to have this on this property. There is a section on criteria four that does say it cannot be used for the intent of increasing density. That was specifically put in to not allow a PD zone just to increase the density in a residential zone. It does not apply to this PD zone to not have residential. Mr. Earl said in subsection four it states that "PD zones shall not be created for residential development except in the following situations… b. Residential development that is significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications. PD zones will not be available merely to increase density or to relax development requirements normally applicable to similar types of residential development in existing residential zones." He knows exactly the meaning of this language, is because he wrote that section of the ordinance. The City has a Planned Residential Development (PRD) ordinance that allows someone to take 1½ acres in an existing residential zone and do an attached unit residential development with the maximum density of seven units per acre. There have a limit on height and the second floor can only be 60% of the main floor area. Mr. Earl said people were coming in and proposing PD zones and would take the PRD zone and tweaking it slightly to get more density or vary the height. The PRD zone was intended to be dropped in the middle of existing residential zones and the design standards were made so it is compatible with existing R8 neighborhoods. The City did not want new PD zones that tweaked the PRD zone requirements. It was not designed to prohibit a PD zone for something that is unique and high density. He noted this language does not apply to what is going on here.

Mr. Earl also discussed other comments made in the public discussion. There was a comment that the PD zones are supposed to indicate the number of residential units per acre. The formula is tied to the amount of retail space. The reason for that language is because the City wants this to stay a retail base for the City. It does not state so many units in the zone, but it is easy to do the calculations. After Mervyns is demolished there will be one million square feet of retail space. That will allow 1500 residential units and that will 12-13 units per acre. They could put a maximum number of residential units on the concept plan, but that number is already calculable knowing the current numbers. Mr. Earl also noted there was a neighbor who addressed Article 22-17 High Density Apartments. This is a relic from past ages. This section has not been used in 15 years. It used to be used when people were proposing high density apartment developments. It would work as a conditional use and if someone wanted to do this they would come to the City and provide a concept plan and it would be conditionally approved by the City Council. It was a vehicle for a developer to use to get high density apartments. The PRD and PD zones are other vehicles for medium and higher density developments. Most developers in the last 15 years have used the PRD and PD zones because of their flexibility. Article 22-17 only applies to people who are proposing an apartment development with more than 20 units per acre. That is substantially higher than this proposal and this does not apply.

Vice-Chair Walker asked about setbacks referred to in the High Density Apartment Development. Mr. Earl said that it does not apply with this application. The PD zones are site specific and the standards are appropriate for that particular area. Because they are unique sometimes a 20-foot setback is appropriate and other times a 50-foot setback is preferred.

Ms. Larsen asked about the alternative that was presented to the City Council. Mr. Longson said the first building in the limited zone on the west side will be 35-feet and 45-feet on the east side. It will be stepped up moving more into the property. Ms. Larsen said it is interesting that the neighbors are more concerned about the property to the east and not the west. The residential properties to the west are close to existing residents. The residents to the east have a green space and road separating them. It would not be one long warehouse looking building. There would be multiple buildings in that area. Mr. Gamvroulas said the largest buildings they have built have 200 units in them. These would have 90-100 units in a building. The ground floor would be podium parking and four stories above that. There will be a series of buildings with connections, green space and different amenities that service the residents. He emphasized a point that Mr. Longson has repeated often, that all the access into the residential area is from internal roads. The residents are going into the project to park. They will not access their parking garage from 800 East or 800 south. Mr. Longson noted that the plans will come before the Planning Commission and will need to have City

approval. Mr. Gamvroulas said the purpose of a rezone is for land use, not for colors. Mr. Whetten said a typical residential proposal has a sketch of a site plan. He noted that Summit Ridge development came in asking for a 50-foot building and with parking with two stalls per unit and for two bedroom units and 1.75 stalls for one bedroom unit. There are others that have recently been approved within these general guidelines, what is being asked is around six buildings and the parking is comparable. There would be no parking overflow issues. Six buildings on this site make more sense than one building on Summit Ridge.

Chair Moulton said he has listened to 6-9 hours of public comment. He has tried to put himself in the place of the neighbors and temper it with the understanding that Orem needs to change. Change is always difficult. There is a lot of asphalt and cement, more trees and green it will be an improvement to the City. This will be a good start in that direction and will hopefully encourage other businesses. He has thought a lot about the residential and the impact that could have on people along 800 East and 800 South. In the end, the city needs to grow and move forward and have the potential to grow. Apartments are the future and over the next 10-15 years there will be an increased need for apartments.

Vice-Chair Walker said he appreciated the comments of the neighbors. University Mall is the core of Orem and the real downtown. Many of the residents are his neighbors. If the residential was removed then Woodbury will move more retail to that area. He would rather have apartments than more retail. There was a comment about the original General Plan. The General Plan is changed over time. People are flooding into Utah County and so the only direction for development is up. He does not have a problem with a high rise building on the property. There are 12-16 units per acre, which is similar to other apartment developers in the city. There needs to be a give and take on both sides. The neighborhood needs to realize that times are changing, but he appreciates that Woodbury is willing to compromise with the step back on the residential buildings.

Mr. Whetten said he is excited for what is proposed by the Woodbury's. He is not opposed to having tall buildings. He supports the apartment buildings. He would rather have them live here instead of in Eagle Mountain and drive back and forth across the valley increasing pollution and traffic. He is in the commercial real estate profession and a lot of businesses are moving to other locations other than Orem City. He trusts the developer because it will probably be in the billions that will be invested in the site to achieve build out. He suggested requiring neighborhood meetings at site plan. There is value to having neighborhood meetings especially as a learning process for both developer and neighbors. He supports reducing the residential building heights, a good compromise on the Mall's part. He does have issue with the signs. He feels like there are a lot of signs in the development. The precedent with off-premise signage is significant. The public person who spoke against the off-premise sign does work for a sign company and this would introduce competition. It sounds like the City can legally give them off-premise signage rights and not to anyone else. If someone else wants off-premise signage it should be more difficult to deny. He struggles with the number of large billboard type signs. He is okay with the Mall using signs to highlight the on premise residential, commercial and office, etc.

Ms. Jeffreys said she is excited for the project. Her main concern is the 180-foot building height.

Ms. Larsen said that the Planning Commission has taken this seriously and given this a lot of thought. The people who own property have the right to develop it. Woodbury has done their homework and she trusts them as a developer. She struggles with the 180 foot tall building. She suggested super-imposing the 180 foot building on a drawing to show how tall that really is. She also did not agree with the off-premise billboard signage. She does not like Woodbury being able to profit from advertising for other businesses.

The Planning Commission discussed the changes that would be included on a motion. They took straw polls on each item. If there are at least four votes it would be added to the motion.

Reducing the building height per the developer's request. The Planning Commission supported the proposed compromise from Woodbury concerning stepping back residential building heights – 35-feet along 590 East and 45-feet along 800 East and 800 South 5-0.

Lowering the height of the 180 foot structure. Ms. Larsen expressed concern about not knowing where the tall structures will be located. There were two votes for limiting the height of the tall structure. The Planning Commission did not support limiting the height of the structure 2-3.

Signage. The Planning Commission discussed three different sign concerns.

1. Clarify the language so that the code reflects the drawing in Appendix BB on perimeter sign locations 5-0.
2. Limit the number of large signs from seven to five. Mr. Whetten suggested only allowing one entry sign on State Street, still allow two along University Parkway and 800 East and one on 800 South. Ms. Jeffreys said that it is good to have the large signs at the entrances so that people are aware where the entrances are. The Planning Commission voted against this 3-2.
3. Not allow off-premise signage in the Perimeter zone. The Planning Commission voted 3-2.

Neighborhood meeting. The Planning Commission supported striking the exemption from having neighborhood meetings 5-0.

Chair Moulton called for a motion on this item.

Planning Commission Action: Mr. Whetten said he is satisfied that the Planning Commission has found this request complies with all applicable City codes. He then moved to recommend the City Council enact Section 22-11-47 PD-34 (University Place – 1300 South State Street) zone and Appendix "BB"; and amend Section 22-5-3(A) and the zoning map of the City of Orem by rezoning property located generally at 1300 South Sate Street from the C2 and R8 zones to the PD-34 zone with the following changes:

1. Strike the exemption from having neighborhood meetings;
2. Reducing the building heights per the developer's concession in the limited zone to 45' within 50' of the back of curb on 800 East and 800 South and the residential on 590 East limited to 35' tall in the limited zone; and
3. Clarify the language in the code to reflect the drawing in Appendix "BB" on perimeter sign locations.

Ms. Jeffreys seconded the motion. Those voting aye: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker and Derek Whetten. The motion passed unanimously.

ADJOURN

Chair Moulton called for a motion to adjourn. Vice Chair Walker moved to adjourn. Ms. Jeffreys seconded the motion. Those voting aye: Karen Jeffreys, Lynnette Larsen, David Moulton, Michael Walker and Derek Whetten. The motion passed unanimously.

Adjourn: 7:43 p.m.

Jason Bench
Planning Commission Secretary

Approved:

Orem City Public Hearing Notice

Planning Commission Meeting
Wednesday, November 6, 2013,
4:30 PM, City Council Chambers at 56 North State Street.

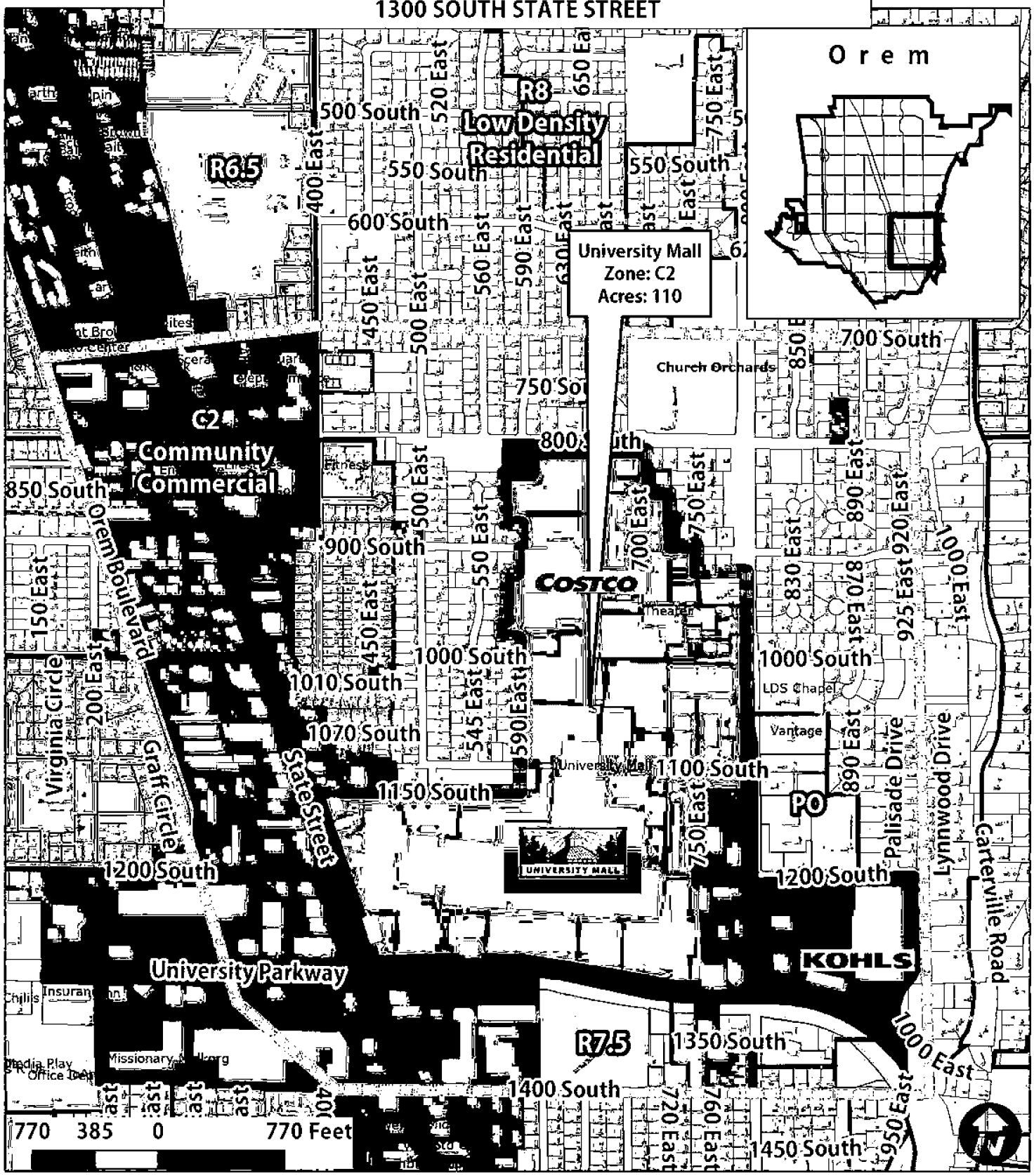
City Council Meeting
Tuesday, November 19, 2013, 6:20 PM, City Council Chambers at 56 North State Street.

University Mall requests the City Enact Section 22-11-47 and Appendix BB; PD34 zone, and amending Article 22-5-3(A) and the zoning map of Orem City for property generally at State Street and University Parkway by changing the zone from R8 and C2 to PD34.
For more information, or to submit comments: drstroud@orem.org or (801) 229-7095, David Stroud, Planner.

University Mall (UM) requests the City rezone the mall property and surrounding property owned by UM to the PD34 zone. The Planned Development (PD) zone is used to set standards for uses and building design that is unique to the PD zone. In general terms, the applicant is requesting approval of a zone in which UM has written the zoning requirements. The PD34 zone is unique and does not apply to any other location in the City. The current zoning of commercial (C2) and residential (R8) does not permit the Mall to develop their property in the manner they prefer. The mall is seeking approval to locate high density housing, office, hotel, and parking structure uses among the various UM properties. The purpose of this request is to establish the zone and concept plan. No site plans will be approved at this time. The concept plan will show the general location of types of uses such as retail or residential and not specific uses. Specific uses will be listed in the PD zone text. Future site plans must then comply with the concept plan and text and can only be approved after the zone is created. The City Council approves the establishment of the zone and the Planning Commission approves future subdivision plats and site plans. Because of the extent of information submitted by UM, it is not possible to provide maps or drawings of the proposal with this notice. Please feel free to view the plans in the Development Services office at 56 North State Street.

University Mall Rezone to PD-34

1300 SOUTH STATE STREET



University Mall Rezone to PD-34;
C2 Zone; 110 Acres.

NIA CONTACT:
Hillcrest Neighborhood
Dewon Holt

Legend
MallNotification
Buildings
MallArea
Parcels

KLEIN, CHARLES J
%CSK/O'REILLY AUTO PARTS - PROP MGMT
PO BOX 06116
CHICAGO, IL 60606

KMW PROPERTIES LLC
12721WHISPERBEND DR
DRAPER, UT 84020

PITTS, CHARLES L & ALICE
HC 65 BOX 288
DUCHESNE, UT 84021

ORTON, DOUGLAS W & HELEN M
PO BOX 1200
OREM, UT 84059

RON1206ONE LLC
PO BOX 1134
OREM, UT 84059

GREENBERG BLATT MANAGEMENT LP (ET AL)
PO BOX 1159
DEERFIELD, IL 60015

PROVO CITY COMM. DEV.
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DIVEN AND HILBIG DEVELOPMENT LC
PO BOX 1285
BOUNTIFUL, UT 84011

UTAH DEPARTMENT OF TRANSPORTATION
PO BOX 148420
SALT LAKE CITY, UT 84114

UNIVERSAL CAMPUS FEDERAL CREDIT UNION
PO BOX 1900
PROVO, UT 84603

PLAZA ELEVEN HUNDRED
PO BOX 1867
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SOUTHERN FOODS GROUP LLC
%MEDOWGOLD DAIRY
PO BOX 187
OREM, UT 84059

KAUFER, DONALD B
PO BOX 301
AMERICAN FORK, UT 84003

OREM EASTPOINTE LLC
%KOHLS DEPARTMENT STORES INC
PO BOX 2148
MILWAUKEE, WI 53201

FIRST SEC BANK OF UTAH
%WELLS FARGO BANK C/O DELOITTE TAX LLP
PO BOX 2609
CARLSBAD, CA 92018

WESTERN NATIONAL TRUST COMPANY
PO BOX 30880
SALT LAKE CITY, UT 84130

ZIONS FIRST NATIONAL BANK
PO BOX 30709
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UTAH TRANSIT AUTHORITY
%PROPERTY MANAGEMENT
PO BOX 30810
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HADLEY, JACK L & EVAJEAN C
%HADLEY FAMILY TRUST
PO BOX 395
OREM, UT 84059

K COREM LLC (ET AL)
%RITE AID CORPORATION
PO BOX 3165
HARRISBURG, PA 17105

MONTANO, MICHAEL JOHN & MARTHA VIRGINIA BLANCHETTE
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CRESTED BUTTE, CO 81224

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PORTLAND, OR 97242

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PO BOX 4456
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DALTON, TRACY ALAN & RONDA LYNN
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CARBONDALE, CO 81623

SOUTHERN FOODS GROUP LLC
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HOUSTON, TX 77256

GMRI INC
%PROPERTY TAX DEPT
PO BOX 695019
ORLANDO, FL 32869

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BANK ONE
%INDUSTRY CONSULTING GROUP INC
PO BOX 8265
WICHITA FALLS, TX 76307

WAITE, BLAINE M & JENNIFER C
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OREM, UT 84059

ESSREX CO LLC
PO BOX 9704274
OREM, UT 84097

HAAGAS PROPERTY MANAGEMENT LC
PO BOX 95747
SOUTH JORDAN, UT 84095

LAWRENCE, ROBERT DEAN & CHARLENE ALICE
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OREM, UT 84097

FARR, ERIC J & DAWN
PO BOX 970933
OREM, UT 84097

RAMIREZ, CARLOS E & JILL
PO BOX 970593
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SOLAR PROPERTIES LLC
PO BOX 970922
OREM, UT 84097

SUMSION, LANA
PO BOX 971342
OREM, UT 84097

FIBERNET BUSINESS PARK LLC
%LIVINGSTON, J LEE
PO BOX 970955
OREM, UT 84097

WORMLEY, DAVID A
PO BOX 970995
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER
%MACYS, ATTN: PROPERTY/REAL ESTATE TAX
7 W 7TH ST
CINCINNATI, OH 45202

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RR 3 BOX H3
SUNDANCE, UT 84604

DTS/AGRC MANAGER
STATE OFFICE BLDG, RM 5130
SALT LAKE CITY, UT 84114

NIELSEN, BLAKE C & MICHELLE S
22 TAVERN RD
STAFFORD, VA 22554

BUTLER, LAVAR M & JANET W
15 CASCADE AV
ALPINE, UT 84004

FOUNTAIN OF HUMBER LLC
22 SNOWSTAR LA
SANDY, UT 84092

ORGILL, VON D & SHERRI K
37 PRAIRIE
IRVINE, CA 92618

W & G COMPANY LLC
29 W 800 S
SALT LAKE CITY, UT 84101

BANK OF AMERICAN FORK
33 E MAIN ST
AMERICAN FORK, UT 84003

LINDSEY, JAMES E & WAYNE R
41 E 300 N
PAYSON, UT 84651

SEARLE PROPERTIES LC
40 E 1120 N
AMERICAN FORK, UT 84003

KOKKOLA, MICHAEL S & DEBRA W
40 N GENEVA RD
OREM, UT 84057

CORP OF PRES BISHOP CHURCH OF JESUS CHRIST OF LDS
50 E NORTH TEMPLE
SALT LAKE CITY, UT 84150

JACOBSON CUSTOM HOMES INC
42 S 1100 W
SPRINGVILLE, UT 84663

HOPKINSON, G JACK (ET AL)
49 N 1100 W # 6
PROVO, UT 84601

BOARD OF EDUCATION OF ALPINE SCHOOL DISTRICT
50 N CENTER
AMERICAN FORK, UT 84003

JOHNSON, ERIC L & STACEY
57 SOLEDAD DR # 604
MONTEREY, CA 93940

DAWNIE LARSEN
56 N STATE STREET
OREM, UT 84057

CENTURY LINK
75 EAST 100 NORTH
PROVO, UT 84606

GSF-OFFICE CONDOS LLC
90 N 500 W
LEHI, UT 84043

ROCKY MOUNTAIN POWER
70 NORTH 200 EAST
AMERICAN FORK, UT 84003

ANDERSON, RICHARD DAVID & MARILYNN
148 HILLVIEW DR
VACAVILLE, CA 95688

HATCH, DONALD & LOIS
166 W 800 S
OREM, UT 84058

WALKER, CRESLEY & ELIZABETH
90 W 750 N
HURRICANE, UT 84737

THOMAS BROTHERS INVESTMENTS LC
182 W 3540 N
PROVO, UT 84604

HILL, WELDON K & GEAN B (ET AL)
--OR CURRENT RESIDENT--
183 E 840 SOUTH
OREM, UT 84058

POULSEN, JUSTIN K & BENJAMIN L
135 E 1600 S
OREM, UT 84058

UTAH VALLEY FRUIT GROWERS
186 E 800 S
OREM, UT 84058

FRAZIER ENTERPRISES LLC
--OR CURRENT RESIDENT--
189 E 860 SOUTH
OREM, UT 84058

KNIGHT ALLEN ENTERPRISES LC
181 S 1200 E
LEHI, UT 84043

FRAZIER ENTERPRISES LLC
193 E 860 S
OREM, UT 84058

DONALDSON, MATTHEW L
193 E 1570 N
OREM, UT 84057

KASHMIR1 LLC
184 E 2000 N
OREM, UT 84057

DEXTER, WAYNE R & DONNA LEE
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195 E 800 SOUTH
OREM, UT 84058

BLAKESLEE, ROBERT E & ALMA S
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195 E 840 SOUTH
OREM, UT 84058

EIGHTH SOUTH CAR WASH LLC
--OR CURRENT RESIDENT--
190 E 800 SOUTH
OREM, UT 84058

MURRAY, L SCOTT & L SCOTT (ET AL)
--OR CURRENT RESIDENT--
202 E 800 SOUTH
OREM, UT 84058

ESSREX CO LLC
--OR CURRENT RESIDENT--
203 E 860 SOUTH
OREM, UT 84058

MMH PROPERTIES LLC
--OR CURRENT RESIDENT--
194 E 860 SOUTH
OREM, UT 84058

ESSREX CO LLC
--OR CURRENT RESIDENT--
207 E 860 SOUTH
OREM, UT 84058

GURNEY, DON
208 E 860 S
OREM, UT 84058

JEFFREY D JOHNSON DDS PC
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199 E 840 SOUTH
OREM, UT 84058

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214 E 800 SOUTH
OREM, UT 84058

WILDE, LARRY & KATHERINE (ET AL)
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218 E 800 SOUTH
OREM, UT 84058

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204 E 860 SOUTH
OREM, UT 84058

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OREM, UT 84058

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OREM, UT 84057

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CRAWFORD, R KIM & MICHELLE LARSON
228 W 620 S
OREM, UT 84058

UTAH VALLEY ISLAMIC CENTER
233 W 1060 S
OREM, UT 84058

SKYWALKER INVESTMENTS LLC
220 N MAIN ST
SPANISH FORK, UT 84660

BOLEY, KAY
239 S RIDGECREST DR
OREM, UT 84058

MATTHEWS, VICKI L
--OR CURRENT RESIDENT--
244 E 1000 SOUTH
OREM, UT 84058

BOYLE, DOUGLAS S (ET AL)
--OR CURRENT RESIDENT--
249 E 930 SOUTH
OREM, UT 84058

LAZY TA RANCH LLC
--OR CURRENT RESIDENT--
253 E 1100 SOUTH
OREM, UT 84058

CHRISTIANSEN, NANCY B
263 E 1000 S
OREM, UT 84058

SOLAR PROPERTIES LLC
--OR CURRENT RESIDENT--
266 E 930 SOUTH
OREM, UT 84058

EKINS, JEREL
--OR CURRENT RESIDENT--
272 E 1000 SOUTH
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GNJJ LC
--OR CURRENT RESIDENT--
277 E 930 SOUTH
OREM, UT 84058

CNJJ LLC
--OR CURRENT RESIDENT--
281 E 930 SOUTH
OREM, UT 84058

PAUL THOMAS PROPERTIES LLC
--OR CURRENT RESIDENT--
286 E 930 SOUTH
OREM, UT 84058

PAGE, A CURTIS JR & EVELYN E
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245 E 930 SOUTH
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S & W STATE STREET PROPERTIES LC
253 E 4620 N
PROVO, UT 84604

K COREM LLC (ET AL)
--OR CURRENT RESIDENT--
265 E 800 SOUTH
OREM, UT 84058

FOUTIN, CLIFFORD D & BETH R
267 E 1000 S
OREM, UT 84058

HATCH, JACE N
275 E 1000 S
OREM, UT 84058

DMA 950 LLC
--OR CURRENT RESIDENT--
277 E 950 SOUTH
OREM, UT 84058

DMA 950 LLC
--OR CURRENT RESIDENT--
281 E 950 SOUTH
OREM, UT 84058

VAN TASSELL, GLADE & GLADE W
--OR CURRENT RESIDENT--
287 E 930 SOUTH
OREM, UT 84058

PAUL THOMAS PROPERTIES LLC
--OR CURRENT RESIDENT--
290 E 930 SOUTH
OREM, UT 84058

KAWAKAMI, PAUL W
--OR CURRENT RESIDENT--
226 E 860 SOUTH
OREM, UT 84058

ENRIQUEZ, FRANCISCO J (ET AL)
235 W 120 N APT A
AMERICAN FORK, UT 84003

HOUSING AUTHORITY OF UTAH COUNTY
240 E CENTER ST
PROVO, UT 84606

GLAZIER PROPERTIES LLC
248 N OREM BLVD
OREM, UT 84057

TMJ AND SLEEP BUILDING LLC
--OR CURRENT RESIDENT--
253 E 930 SOUTH
OREM, UT 84058

SORENSEN, BRAD A & GAIL G
253 W 200 N
VERNAL, UT 84078

RSC INVESTMENTS LC
265 E 3450 N
PROVO, UT 84604

DICKERSON FAMILY LLC
--OR CURRENT RESIDENT--
270 E 930 SOUTH
OREM, UT 84058

DIVEN AND HILBIG DEVELOPMENT LC
--OR CURRENT RESIDENT--
276 E 950 SOUTH
OREM, UT 84058

DIVEN AND HILBIG DEVELOPMENT LC
--OR CURRENT RESIDENT--
280 E 950 SOUTH
OREM, UT 84058

PETERSON, STEPHEN L & PHYLLIS
--OR CURRENT RESIDENT--
289 E 950 SOUTH
OREM, UT 84058

PETERSON, STEPHEN L & PHYLLIS
291 E 950 S
OREM, UT 84058

BRODERICK & HENDERSON
CONSTRUCTION LC
295 E 950 S
OREM, UT 84058

INTERNATIONAL LANGUAGE
PROGRAM INC
--OR CURRENT RESIDENT--
297 E 950 SOUTH
OREM, UT 84097

TBS/303 E 1200 S LLC
--OR CURRENT RESIDENT--
303 E 1200 SOUTH
OREM, UT 84058

UNIVERSAL CAMPUS FEDERAL
CREDIT UNION
--OR CURRENT RESIDENT--
311 E 800 SOUTH
OREM, UT 84058

J&J REAL ESTATE HOLDINGS LLC
--OR CURRENT RESIDENT--
325 E 1300 SOUTH
OREM, UT 84058

VALDIZAN, JORGE & URSULA R
--OR CURRENT RESIDENT--
340 E 1200 SOUTH
OREM, UT 84058

SILVA, EDUARDO
--OR CURRENT RESIDENT--
347 E 1200 SOUTH
OREM, UT 84058

CLIFT, FREDERIC M C & MARY ANNE
352 N 470 W
LINDON, UT 84042

BRODERICK & HENDERSON
CONSTRUCTION LC
--OR CURRENT RESIDENT--
293 E 950 SOUTH
OREM, UT 84058

PHILLIPS, W JAY & CAROLYN L
295 E 1000 S
OREM, UT 84058

INTERNATIONAL LANGUAGE
PROGRAM INC
299 E 950 S
OREM, UT 84058

UNIVERSITY CROSSING SHOPPING
CENTER LLC
--OR CURRENT RESIDENT--
304 E UNIVERSITY PKY
OREM, UT 84058

WSJ PARTNERSHIP LLC
--OR CURRENT RESIDENT--
315 E 1200 SOUTH
OREM, UT 84058

NJ MANAGEMENT LLC
325 W 625 N
LINDON, UT 84042

ALPINE CREDIT UNION
--OR CURRENT RESIDENT--
351 E 800 SOUTH
OREM, UT 84058

OREM CITY
--OR CURRENT RESIDENT--
358 E 1200 SOUTH
OREM, UT 84058

NKA INVESTMENTS LLC
--OR CURRENT RESIDENT--
361 E 1200 SOUTH
OREM, UT 84058

JOHN P HARR SR PROPERTIES LC
--OR CURRENT RESIDENT--
365 E 1200 SOUTH
OREM, UT 84058

HOEN, EVELYN
--OR CURRENT RESIDENT--
285 E 950 SOUTH
OREM, UT 84058

FOUTIN, CLIFFORD D & BETH R
--OR CURRENT RESIDENT--
287 E 1000 SOUTH
OREM, UT 84058

CRANE, LORI DEE
--OR CURRENT RESIDENT--
291 E 930 SOUTH
OREM, UT 84058

HATCH APARTMENTS LLC
--OR CURRENT RESIDENT--
294 E 950 SOUTH
OREM, UT 84058

OREM CITY CORPORATION
--OR CURRENT RESIDENT--
296 E 1000 SOUTH
OREM, UT 84058

HIGH VALLEY PROPERTY
MANAGEMENT LLC
--OR CURRENT RESIDENT--
301 E 1000 SOUTH
OREM, UT 84058

ABA 800 SOUTH STATE LLC (ET AL)
--OR CURRENT RESIDENT--
310 E 800 SOUTH
OREM, UT 84097

ROYER, ERIC PAUL & BEVERLY
ALLRED
316 S 150 W
OREM, UT 84058

DALE SMITH
CHERRY HILL NEIGHBORHOOD
CHAIR
335 E 1830 SOUTH
OREM, UT 84058

SCERA FOUNDATION
--OR CURRENT RESIDENT--
345 E 800 SOUTH
OREM, UT 84058

C & J MINER INVESTMENTS LC
--OR CURRENT RESIDENT--
357 E 1200 SOUTH
OREM, UT 84058

HANOVER 359 LLC
--OR CURRENT RESIDENT--
359 E 1200 SOUTH
OREM, UT 84058

BOLEY, KAY
--OR CURRENT RESIDENT--
365 E 1010 SOUTH
OREM, UT 84097

JOHN P HARR SR PROPERTIES LC
--OR CURRENT RESIDENT--
367 E 1200 SOUTH
OREM, UT 84058

GGI LLC
374 E 720 S
OREM, UT 84058

BOYCE PROPERTIES LLC
--OR CURRENT RESIDENT--
378 E 720 SOUTH
OREM, UT 84058

PAH LLC
381 W 800 N
LINDON, UT 84042

HOLBROOK RENTALS LLC
--OR CURRENT RESIDENT--
384 E 1010 SOUTH
OREM, UT 84097

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
386 E 720 SOUTH
OREM, UT 84058

ALLRED, GEORGE LESLIE &
COLLETT G
--OR CURRENT RESIDENT--
396 E 1010 SOUTH
OREM, UT 84097

WILSHIRE MERIDIAN LLC
--OR CURRENT RESIDENT--
371 E 800 SOUTH
OREM, UT 84058

WILSHIRE MERIDIAN LLC
--OR CURRENT RESIDENT--
375 E 800 SOUTH
OREM, UT 84058

UNIVERSITY CROSSING SHOPPING
CENTER LLC
--OR CURRENT RESIDENT--
380 E UNIVERSITY PKY
OREM, UT 84058

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
382 E 720 SOUTH
OREM, UT 84058

WILSHIRE MERIDIAN LLC
--OR CURRENT RESIDENT--
385 E 800 SOUTH
OREM, UT 84058

SOUTHERN FOODS GROUP LLC
--OR CURRENT RESIDENT--
395 E 900 SOUTH
OREM, UT 84097

HOLT IVIN & LOUISE PROPERTIES LC
--OR CURRENT RESIDENT--
400 E 1010 SOUTH
OREM, UT 84097

GERALD, PHIL & PAM
404 E 1010 S
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
411 E 750 SOUTH
OREM, UT 84097

PAH LLC
--OR CURRENT RESIDENT--
415 E 900 SOUTH
OREM, UT 84097

TRIPTYCH HOLDINGS LLC
--OR CURRENT RESIDENT--
352 E 900 SOUTH
OREM, UT 84097

DUDLEY, SUZANNE C & ROGER D
--OR CURRENT RESIDENT--
355 E 1200 SOUTH
OREM, UT 84058

LAWRENCE, ROBERT DEAN &
CHARLENE ALICE
--OR CURRENT RESIDENT--
359 E 1000 SOUTH
OREM, UT 84058

EDGINGTON INVESTMENTS LLC
--OR CURRENT RESIDENT--
363 E 1200 SOUTH
OREM, UT 84058

TRIPTYCH HOLDINGS LLC
366 E 900 S
OREM, UT 84097

ARMSTRONG, FRANK PHILIP &
REBECCA MC RAE BENNION
371 S PALISADE DR
OREM, UT 84097

WAITE, BLAINE M & JENNIFER C
--OR CURRENT RESIDENT--
375 E 1010 SOUTH
OREM, UT 84097

WILSHIRE MERIDIAN LLC
--OR CURRENT RESIDENT--
381 E 800 SOUTH
OREM, UT 84058

HARE, TOM
383 W 400 N
SPRINGVILLE, UT 84663

SOUTHERN FOODS GROUP LLC
--OR CURRENT RESIDENT--
385 E 900 SOUTH
OREM, UT 84097

SCOTT, FLOYD W & ANETTE W
404 WILLOW CREEK DR
FOLSOM, CA 95630

SHELDON, LINDA A
416 E 900 S
OREM, UT 84097

AFU, DIANNE
395 E 1010 S
OREM, UT 84097

NIELSEN, GAIL
409 E 1010 S
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
425 E 750 SOUTH
OREM, UT 84097

BOYCE PROPERTIES LLC
402 BROWN FARM LA
DRAPER, UT 84020

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
414 E 750 SOUTH
OREM, UT 84097

HUNT, MARK LEE & SHAUNA K
425 E 1070 S
OREM, UT 84097

AVILA, ANTONIO
--OR CURRENT RESIDENT--
407 E 800 SOUTH
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
416 E 750 SOUTH
OREM, UT 84097

SNEDDON, VERLA VILATE (ET AL)
426 E 1010 S
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
413 E 750 SOUTH
OREM, UT 84097

MOE, JON & MARILEE J
--OR CURRENT RESIDENT--
420 E 850 SOUTH
OREM, UT 84097

HUNT, MARK LEE & SHAUNA K
--OR CURRENT RESIDENT--
427 E 1070 SOUTH
OREM, UT 84097

EGAN, SUSAN
--OR CURRENT RESIDENT--
415 E 1070 SOUTH
OREM, UT 84097

CHAVARRIA, VICTOR (ET AL)
425 E 1010 S
OREM, UT 84097

UNIVERSITY MALL SHOPPING
CENTER LC
--OR CURRENT RESIDENT--
430 E 1070 SOUTH
OREM, UT 84097

MITCHELL, PAUL MICHAEL
--OR CURRENT RESIDENT--
416 E 1010 SOUTH
OREM, UT 84097

FLETCHER, LAURA B
--OR CURRENT RESIDENT--
426 E 900 SOUTH
OREM, UT 84097

BRODERICK, JERRALD RICHARD &
HILLDRAFAY HEIDY
434 E 700 S
OREM, UT 84097

SWAIN, ERIC CHAD & STACIE
425 E 900 S
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
427 E 750 SOUTH
OREM, UT 84097

JKC LLC
--OR CURRENT RESIDENT--
435 E 1150 SOUTH
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
426 E 750 SOUTH
OREM, UT 84097

LARSEN, DAVID E
430 E 850 S
OREM, UT 84097

WOOD, WANDA S
439 E 750 S
OREM, UT 84097

STINGER, HATTIE
426 E 1070 S
OREM, UT 84097

JANSEEN, ROMA M
--OR CURRENT RESIDENT--
433 E 800 SOUTH
OREM, UT 84097

NIELSEN, BLAKE C & MICHELLE S
--OR CURRENT RESIDENT--
440 E 850 SOUTH
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
--OR CURRENT RESIDENT--
428 E 750 SOUTH
OREM, UT 84097

PERKINS, HEATH & REBEKAH
435 E 1070 S
OREM, UT 84097

HERBERT, HOLLY
--OR CURRENT RESIDENT--
442 E 750 SOUTH
OREM, UT 84097

HOOKER, KRISTEN & KYLE (ET AL)
431 W HICKEN CT
HEBER CITY, UT 84032

BLAKESLEE, ROBERT E & ALMA S
439 E 175 S
BURLEY, ID 83318

THOMAS, JEFFREY E & SHAROLYN K
--OR CURRENT RESIDENT--
446 E 900 SOUTH
OREM, UT 84097

CORNELL, SHAWN D
435 E 900 S
OREM, UT 84097

HARWARD, KENNETH SCOTT &
SHERRY S
--OR CURRENT RESIDENT--
440 E 750 SOUTH
OREM, UT 84097

KIRBY, JOHN C
450 E 850 S
OREM, UT 84097

ROWLEY, BETTY LOU
436 E 1010 S
OREM, UT 84097

HERBERT, HOLLY
442 E 450 S
OREM, UT 84058

UNIVERSITY MALL SHOPPING CNTR
--OR CURRENT RESIDENT--
451 E 1150 SOUTH
OREM, UT 84097

HARWARD, KENNETH SCOTT &
SHERRY S
440 E 750 S
OREM, UT 84058

HANSEN, CONNIE
445 E 1010 S
OREM, UT 84097

COLLEDGE, JEDEDIAH J & ANNA L
459 E 900 S
OREM, UT 84097

HERBERT, LINDA
441 E 750 S
OREM, UT 84097

SHEPHERD, DAVID F & NICOLE B
448 E 1010 S
OREM, UT 84097

STEVENSON, CHRISTIAN J
--OR CURRENT RESIDENT--
463 E 1070 SOUTH
OREM, UT 84097

THOMPSON, TERRI SUE
444 E 700 S
OREM, UT 84097

ELISON, DAVID SAMUEL & LINDA R
451 E 1070 S
OREM, UT 84097

WINN, STEPHEN K
468 E 700 S
OREM, UT 84097

YUAN, HAIBING (ET AL)
447 E 900 S
OREM, UT 84097

AHLBORN, ERNEST S & DOROTHY N
458 E 1010 S
OREM, UT 84097

SUMNALL, ALLAN S R & SHARA L
471 E 900 S
OREM, UT 84097

TRAIL, TERRA
451 E 800 S
OREM, UT 84097

UNIVERSITY MALL SHOPPING
CENTER LLC
--OR CURRENT RESIDENT--
460 E 1070 SOUTH
OREM, UT 84097

JASPERSON, JOY L
--OR CURRENT RESIDENT--
475 E 1010 SOUTH
OREM, UT 84097

PIERSON, SUZANNE D
--OR CURRENT RESIDENT--
456 E 700 SOUTH
OREM, UT 84097

MAULDIN, R KYLE & AMANDA
466 E 1010 S
OREM, UT 84097

BIRK, VIRGINIA M (ET AL)
483 E 800 S
OREM, UT 84097

GRANADOS, ERICK J & M CRISTINA
460 E 850 S
OREM, UT 84097

KASHMIR1 LLC
--OR CURRENT RESIDENT--
471 E 800 SOUTH
OREM, UT 84097

ESTRADA, BENJAMIN
490 E 1070 S
OREM, UT 84097

SWAIN, LEANN ALLRED & SCOTT POULSON
465 E 850 S
OREM, UT 84097

ASHTON, GARY L
--OR CURRENT RESIDENT--
475 E 800 SOUTH
OREM, UT 84097

WYATT, DAVID M
508 E 700 S
OREM, UT 84097

C4681010 LLC
--OR CURRENT RESIDENT--
468 E 1010 SOUTH
OREM, UT 84097

TUELLER, RENEE
478 E 1070 S
OREM, UT 84097

CUNNINGHAM, DAVID G
--OR CURRENT RESIDENT--
510 E 900 SOUTH
OREM, UT 84097

ELEMENT COMMERCIAL HOLDINGS LLC
472 W 600 N
OREM, UT 84057

BYLUND, STERLING M & JANET T
484 E 700 S
OREM, UT 84097

STONE, CLYDE C & RANAE
515 E 1100 S
OREM, UT 84097

BARRON, VERDALEE
475 E 1070 S
OREM, UT 84097

BOETTCHER, CHRISTOPHER T & CINTHYA M
495 E 1010 S
OREM, UT 84097

KOERNER, ROSALIE R
523 E 800 S
OREM, UT 84097

BACKYARD INVESTMENTS LLC
--OR CURRENT RESIDENT--
483 E 900 SOUTH
OREM, UT 84097

TCST REAL ESTATE LLC
509 W 2600 S
BOUNTIFUL, UT 84010

LEWIS, LANCE W & LISA K
529 E 650 S
OREM, UT 84058

HERBERT, LINDA
495 E 800 S
OREM, UT 84097

MATTHEWS, VICKI L
511 W 3700 N
PROVO, UT 84604

GLADY, BILLYE JUNE
532 E 700 S
OREM, UT 84097

MITCHELL, SCOTT R & CRYSTAL D
509 E 800 S
OREM, UT 84097

CITY OF OREM
520 E 800 S
OREM, UT 84097

RANSOM, CHERYL OLSEN (ET AL)
--OR CURRENT RESIDENT--
533 E 1100 SOUTH
OREM, UT 84097

ALLRED, GEORGE LESLIE & COLLETT G
510 W 120 N
OREM, UT 84057

HERLIN, WAYNE R & JOAN
526 E 900 S
OREM, UT 84097

TAYLOR, TERRY NANETTE
540 W 10 N
OREM, UT 84057

RICHARDS, GRANT L & JACOB Y
519 W 880 S
OREM, UT 84058

UNIVERSITY MALL SHOPPING CENTER
--OR CURRENT RESIDENT--
531 E UNIVERSITY PKWY
OREM, UT 84097

FAIRBANK, DEAN & MILLIE
543 E 4800 S
MURRAY, UT 84107

ADAMS, JERRY
525 E 900 S
OREM, UT 84097

MOE, JON & MARILEE J
535 W 110TH ST # 14H
NEW YORK, NY 10025

JUDD, JOHN P & ESTHER S
543 E 800 S
OREM, UT 84097

ARAGON, ALAN
549 E 800 S
OREM, UT 84097

WALKER, MICHAEL J & TAMARA H
559 MEADOWLARK RD
OREM, UT 84097

BUTLER, LAVAR M & JANET W
--OR CURRENT RESIDENT--
570 E 900 SOUTH
OREM, UT 84097

ALPINE SCHOOL DISTRICT
ATTN: SUPERINTENDENT
575 NORTH 100 EAST
AMERICAN FORK, UT 84003

OREM HEALTH HOLDINGS LLC
--OR CURRENT RESIDENT--
575 E 1400 SOUTH
OREM, UT 84097

OLSEN, ANNETTE (ET AL)
578 E 1000 S
OREM, UT 84097

STRINGFELLOW, KAY M
586 E 700 S
OREM, UT 84097

JS GROUP LLC
594 E 800 S # G
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER
--OR CURRENT RESIDENT--
555 E UNIVERSITY PKWY
OREM, UT 84097

UNIVERSITY FESTIVAL LC
--OR CURRENT RESIDENT--
562 E UNIVERSITY PKWY
OREM, UT 84097

L2 REAL ESTATE LLC
--OR CURRENT RESIDENT--
572 E 1400 SOUTH
OREM, UT 84097

PROCTOR, JAMES J & LUWAIN B
575 E 1000 S
OREM, UT 84097

UNIVERSITY MALL VILLAGE
575 E UNIVERISITY PKY STE N- 260
OREM, UT 84097

ASHTON, GARY L
580 E 3750 N
PROVO, UT 84604

PAGE, A CURTIS JR & EVELYN E
586 S 400 W
PAYSON, UT 84651

BMC PARTNERS LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#101
OREM, UT 84097

JOHNSON, STEVEN R & MARIA P
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#104
OREM, UT 84097

JS GROUP LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#203
OREM, UT 84097

CRAWFORD, R KIM & MICHELLE LARSON
--OR CURRENT RESIDENT--
530 E 700 SOUTH
OREM, UT 84097

BUXTON, N JESSICA
%VEYLUPELE, DALLIN
533 E 1000 S
OREM, UT 84097

CARTER, KEITH
534 E 1000 S
OREM, UT 84097

VALENTINE, NEIL S
541 E 500 N
PROVO, UT 84606

UNIVERSITY MALL SHOPPING CENTER
--OR CURRENT RESIDENT--
543 E UNIVERSITY PKWY
OREM, UT 84097

MILLER, NATHAN
557 E 1000 S
OREM, UT 84097

CROPPER, LA NEZ M
565 E 900 S
OREM, UT 84097

JOHNSON, FRED M & LORRAINE
572 S 130 W
OREM, UT 84058

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
575 E 1100 SOUTH
OREM, UT 84097

JENSEN, CRAIG R & BLAIR A (ET AL)
--OR CURRENT RESIDENT--
577 E 900 SOUTH
OREM, UT 84097

JOHNSON, STEVEN R & MARIA P
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#103
OREM, UT 84097

BMC PARTNERS LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#202
OREM, UT 84097

UNIVERSITY MALL SHOPPING CNTR
--OR CURRENT RESIDENT--
601 E UNIVERSITY PKWY
OREM, UT 84097

BELL, RICHARD L & ELLEN MARIE
--OR CURRENT RESIDENT--
611 E 800 SOUTH
OREM, UT 84097

LOWE, DOROTHY D (ET AL)
624 CUTLER AV
SPRINGVILLE, UT 84663

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
643 E UNIVERSITY PKY
OREM, UT 84097

UNIVERSITY MALL SHOPPING CNTR
--OR CURRENT RESIDENT--
648 E 800 SOUTH
OREM, UT 84097

MF DICKERSON ENTERPRISES LC
654 E 2000 N
OREM, UT 84097

SHELLY PARCELL
SHARON NEIGHBORHOOD CHAIR
657 E 750 SOUTH
OREM, UT 84058

TMJ AND SLEEP BUILDING LLC
660 W 350 N
SPANISH FORK, UT 84660

CALDER, D ERIC & CARMA L
602 E 750 S
OREM, UT 84097

SMITH, RODGER J & JENNIFER LYN
612 E 750 S
OREM, UT 84097

BROOKS, SAMUEL JR & M CAROLYN
632 E 750 S
OREM, UT 84097

MURRAY, SCOTT & RACHEL
644 E 750 S
OREM, UT 84097

KC PROPCO LLC
650 NE HOLLADAY ST # 1400
PORTLAND, OR 97232

OREM STATE STREET LLC
655 E 400 S STE 200
SALT LAKE CITY, UT 84102

ADAMS, STANLEY & THELMA
664 S 900 E
OREM, UT 84097

EGAN, SUSAN
673 W 300 N
SPANISH FORK, UT 84660

HEBER, KEITH MARVIN & KAY CAMILLE
691 S PALISADE DR
OREM, UT 84097

HENRICKSEN, JARED A
693 S 1650 E
SPANISH FORK, UT 84660

MAG
586 EAST 800 NORTH
OREM, UT 84097

JOHN P HARR SR PROPERTIES LC
590 W STATE RD
PLEASANT GROVE, UT 84062

BMC PARTNERS LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#102
OREM, UT 84097

BMC PARTNERS LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#201
OREM, UT 84097

JS GROUP LLC
--OR CURRENT RESIDENT--
594 E 800 SOUTH UNIT#204
OREM, UT 84097

DIXON, KAREN H
603 E 750 S
OREM, UT 84097

MORRIS, LEE J & LEILA A
615 E 750 S
OREM, UT 84097

LEE, MITCH R & DEAN WILLIAM (ET AL)
641 E 750 S
OREM, UT 84097

STEVENSON, CHRISTIAN J & MARY A
645 E 800 S
OREM, UT 84097

BOARD OF EDUCATION OF ALPINE SCHOOL DISTRICT
--OR CURRENT RESIDENT--
651 E 1400 SOUTH
OREM, UT 84097

LEWIS, JAN C
672 E 750 S
OREM, UT 84097

NIMER RENTAL PROPERTIES LC
701 W 700 S
OREM, UT 84058

PECK, DOUGLAS
656 E 750 S
OREM, UT 84097

NIMER RENTAL PROPERTIES LC
--OR CURRENT RESIDENT--
690 S STATE
OREM, UT 84058

BIZONKO LP
706 S 630 E
OREM, UT 84097

BMC PARTNERS LLC
658 N BELLA VISTA DR
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
693 E UNIVERSITY PKWY
OREM, UT 84097

CONNOR, MARLIN M & DOROTHY L
708 S 670 E
OREM, UT 84097

AVILA, SOFIA A
665 E 800 S
OREM, UT 84097

ADAMS, STANLEY & THELMA
--OR CURRENT RESIDENT--
696 S 900 EAST
OREM, UT 84097

OVESON, MERRILL R & ANDREA A
709 S 590 E
OREM, UT 84097

CALL, JAMES EVAN & SANDRA LYNN
--OR CURRENT RESIDENT--
675 E 800 SOUTH
OREM, UT 84097

FAIRBANK, DEAN & MILLIE
--OR CURRENT RESIDENT--
705 S 850 EAST
OREM, UT 84097

KALISZEWSKA, MARIA M
710 S 900 E
OREM, UT 84097

ROBERTSON, ELI P & GWENYTH R
692 S 900 E
OREM, UT 84097

PICCOLO, RICHARD S & ALICE
707 S 670 E
OREM, UT 84097

JENSEN, CRAIG R & BLAIR A (ET AL)
714 E LIZZIE LA
SAINT GEORGE, UT 84790

HEBER, KEITH MARVIN & KAY CAMILLE
--OR CURRENT RESIDENT--
693 S PALISADE DR
OREM, UT 84097

MILLER, BRENDA
--OR CURRENT RESIDENT--
709 S 560 EAST
OREM, UT 84097

TRUJILLO, MARIO X (ET AL)
715 S 900 E
OREM, UT 84097

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
703 E UNIVERSITY PKY
OREM, UT 84097

CORP OF PRES BISHOP CHURCH OF JESUS CHRIST OF LDS
--OR CURRENT RESIDENT--
710 S 800 EAST
OREM, UT 84097

PARKER, RITA
717 S 800 E
OREM, UT 84097

EDGINGTON INVESTMENTS LLC
707 CHERAPPLE CIR
OREM, UT 84097

SAUNDERS, JUDY R
713 S 400 E
OREM, UT 84097

GLENN E MITCHELL PROPERTIES LC
718 W 20 S
LINDON, UT 84042

MILLER, BRENDA
709 S 560 E
OREM, UT 84058

VOO, SABLE H
715 E 1400 S
OREM, UT 84097

FISHER, MICHEAL & SUSAN
720 S 500 E
OREM, UT 84097

SPARKS, STEPHANIE A & NOAH P
710 S 560 E
OREM, UT 84097

HADLEY, JACK L & EVAJEAN C
--OR CURRENT RESIDENT--
716 S 850 EAST
OREM, UT 84097

DANNER, THRESSA RAE
718 S 900 E
OREM, UT 84097

NELSON, ROLAND H & JULIE K
719 S 850 E
OREM, UT 84097

BAILEY, MARY R & BARBARA M
--OR CURRENT RESIDENT--
721 S 670 EAST
OREM, UT 84097

SECRETARY OF VETERANS AFFAIRS
--OR CURRENT RESIDENT--
723 S 560 EAST
OREM, UT 84097

JUDD, JOHN P & ESTHER S
725 S 400 E
OREM, UT 84097

JACOBSON, SANDRA N
727 S 800 E
OREM, UT 84097

WATERSON, EARL DE VERE &
VIRGINIA MARLENE
729 S 590 E
OREM, UT 84097

SABEY, PAUL G & SUSAN
730 S 850 E
OREM, UT 84097

FRITZE, RICHARD & JANICE
--OR CURRENT RESIDENT--
733 S PALISADE DR
OREM, UT 84097

JOHNSON, NATALIE
--OR CURRENT RESIDENT--
722 S 550 EAST
OREM, UT 84097

MCGINN, EILEEN
723 S 630 E
OREM, UT 84097

HANSEN, ELAINE
725 S 500 E
OREM, UT 84097

WILDE, LARRY & KATHERINE (ET
AL)
727 W OJAI AV
OJAI, CA 93023

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
730 E 1100 SOUTH
OREM, UT 84097

WEEKES, BRANDON
732 S 670 E
OREM, UT 84097

DONALDSON, MATTHEW L
--OR CURRENT RESIDENT--
734 S 900 EAST
OREM, UT 84097

HARE, TOM
--OR CURRENT RESIDENT--
735 S 560 EAST
OREM, UT 84097

DEARDEN, VAUGHN LAWRENCE
735 S 900 E
OREM, UT 84097

CHRISTIANSEN, PATRICK E &
TAMMY D
--OR CURRENT RESIDENT--
740 S 900 EAST
OREM, UT 84097

BARKER, R JASON & ERIN M
711 S 630 E
OREM, UT 84097

JACOBSON CUSTOM HOMES INC
--OR CURRENT RESIDENT--
714 S 900 EAST
OREM, UT 84097

UNIVERSITY MALL SHOPPING
CENTER LC
--OR CURRENT RESIDENT--
716 E 800 SOUTH
OREM, UT 84097

GEORGE, ANTHONY MATHIAS
718 S 630 E
OREM, UT 84097

LEBLANC, DARON W & JULIE
719 S 590 E
OREM, UT 84097

MONREAL, OSCAR (ET AL)
720 S 670 E
OREM, UT 84097

JOHNSON, NATALIE
722 S 560 E
OREM, UT 84097

CAMPBELL, MARCEL V
724 S 590 E
OREM, UT 84097

MMH PROPERTIES LLC
727 N 1550 E # 400
OREM, UT 84097

STEVENS, MARILYN H
728 S 630 E
OREM, UT 84097

HICKMAN, STEVE & JOLYNN
734 S 590 E
OREM, UT 84097

BUSCH PROVO LC
--OR CURRENT RESIDENT--
744 S 400 EAST
OREM, UT 84058

730 ASSOCIATES LLC
--OR CURRENT RESIDENT--
730 S 500 EAST
OREM, UT 84097

SKOUSEN, ORVAL N & VONDA A
735 S 500 E
OREM, UT 84097

LOVERIDGE, ROBERT & MARY ELLEN
--OR CURRENT RESIDENT--
745 S 560 EAST
OREM, UT 84097

MAC ARTHUR, JAMES D & SHAROL L
733 S 670 E
OREM, UT 84097

OLSEN, DANIEL A & AMANDA
735 S 850 E
OREM, UT 84097

SCERA CORPORATION
745 S SATE ST
OREM, UT 84058

BAKKER, RALPH E & DENETTE L
--OR CURRENT RESIDENT--
734 S 560 EAST
OREM, UT 84097

MERCER, AMRON L
738 E 800 S
OREM, UT 84097

MILLER, BRAD D & SHAYLYNN
746 S 590 E
OREM, UT 84097

LOBENDAHN, FRED K & LADONNA M
735 E 1400 S
OREM, UT 84097

HEAPS, LARRY DE LYNN & MARTHA
--OR CURRENT RESIDENT--
743 S 670 EAST
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
747 E 1000 SOUTH
OREM, UT 84097

MONTGOMERY, DAVID C & JEANNE E
735 S 630 E
OREM, UT 84097

KOKKOLA, MICHAEL S & DEBRA W
--OR CURRENT RESIDENT--
744 S STATE ST
OREM, UT 84058

KOKKOLA, MICHAEL S & DEBRA W
--OR CURRENT RESIDENT--
748 S STATE ST
OREM, UT 84058

HERBERT, JEANETTE
736 W 550 S
OREM, UT 84058

KRM INVESTMENTS LLC
745 S 900 E
OREM, UT 84097

RSC INVESTMENTS LC
--OR CURRENT RESIDENT--
750 E 1350 SOUTH
OREM, UT 84097

NIMER RICHARD ALBERT FAMILY LIMITED PARTNERSHIP THE (ET AL)
--OR CURRENT RESIDENT--
740 S STATE
OREM, UT 84058

MYERS, CAROL W
746 S 900 E
OREM, UT 84097

JOHNSON, SUSAN NYMAN & ALAN CHASE
--OR CURRENT RESIDENT--
752 S 900 EAST
OREM, UT 84097

STRICKLAND, JESSE R
744 S 560 E
OREM, UT 84097

BUSCH PROVO LC
--OR CURRENT RESIDENT--
748 S 400 EAST
OREM, UT 84058

BROWN, SAMUEL D & MARENDA H
754 S 560 E
OREM, UT 84097

WILLIAMSON, GARY C & JOAN W (ET AL)
746 S 850 E
OREM, UT 84097

RICHARDS, GRANT L & JACOB Y
--OR CURRENT RESIDENT--
750 E 800 SOUTH
OREM, UT 84097

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
758 S 400 EAST
OREM, UT 84058

HOLWEG, SHARI C & TIMOTHY J (ET AL)
748 E CENTER ST
PROVO, UT 84604

HERBERT ENTERPRISES LC
752 S 500 E
OREM, UT 84097

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
754 S 400 EAST
OREM, UT 84058

JOHNSON, RALPH E & NANCY K
755 S 670 E
OREM, UT 84097

LEW, MORTON S & C Y
--OR CURRENT RESIDENT--
759 E 1400 SOUTH
OREM, UT 84097

POULOS, D CHRISTOPHER & GAIL B
--OR CURRENT RESIDENT--
761 S PALISADE DR
OREM, UT 84097

SNOW, KEITH S & WENDY
762 S 850 E
OREM, UT 84097

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
764 S 400 EAST
OREM, UT 84058

ROBINSON, MARK W & DOREEN S
765 S 500 E
OREM, UT 84097

HOUSING AUTHORITY OF UTAH COUNTY
--OR CURRENT RESIDENT--
766 E 800 SOUTH
OREM, UT 84097

PEARSON, RANDALL F & TONI C
--OR CURRENT RESIDENT--
770 S PALISADE DR
OREM, UT 84097

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
760 E 1100 SOUTH
OREM, UT 84097

TURNER, LLOYD E & LA VON FORSEY
763 S 560 E
OREM, UT 84097

MANGUM, SANDRA
764 S 500 E
OREM, UT 84097

GERBER, ELMER J & LARUE
--OR CURRENT RESIDENT--
765 S 800 EAST
OREM, UT 84097

GAMETT, DARYL CLARENCE & KAYE IPSON
766 S 900 E
OREM, UT 84097

KMW PROPERTIES LLC
--OR CURRENT RESIDENT--
768 S 400 EAST
OREM, UT 84058

WALKER, CRESLEY & ELIZABETH
--OR CURRENT RESIDENT--
773 E 1400 SOUTH
OREM, UT 84097

GRAMMER WILLIAM, JILL (ET AL)
--OR CURRENT RESIDENT--
774 S 400 EAST
OREM, UT 84058

TANNER, JERIMY
774 S 900 E
OREM, UT 84097

CROSSETTE, SIMON N & NYCOLE J
775 S 900 E
OREM, UT 84097

FLINDERS, S CRAIG & ANNE H
749 S 850 E
OREM, UT 84097

MOSS, JOHN JOEL & AUDRA LUCILE CALL (ET AL)
751 S 500 E
OREM, UT 84097

JOHNSON, SUSAN NYMAN & ALAN CHASE
752 S 902 E
OREM, UT 84097

DOWNING, CATHERINE
755 S 560 E
OREM, UT 84097

MURDOCK, CHRIS M & ABIGAIL J
758 S 590 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
761 E 1000 SOUTH
OREM, UT 84097

GURR, RUTH NAOMI (ET AL)
762 S 560 E
OREM, UT 84097

DYER, GORDON W & ELAINE D
763 S 850 E
OREM, UT 84097

KC PROPCO LLC
--OR CURRENT RESIDENT--
765 E 1200 SOUTH
OREM, UT 84097

JACOBSEN, KAREN K
--OR CURRENT RESIDENT--
765 S OREM BLVD
OREM, UT 84058

UNIVERSITY MALL SHOPPING
CENTER LC
--OR CURRENT RESIDENT--
772 E 900 SOUTH
OREM, UT 84097

HARRIS, M MAURINE
777 S 850 E
OREM, UT 84097

MC INTOSH, GORDON Y
--OR CURRENT RESIDENT--
767 S PALISADE DR
OREM, UT 84097

CURTIS, PAULA F
773 S 590 E
OREM, UT 84097

GRAMMER WILLIAM, JILL (ET AL)
--OR CURRENT RESIDENT--
778 S 400 EAST
OREM, UT 84058

JESSEN, MARK D & SUSAN E
770 S 590 E
OREM, UT 84097

JEFFERSON, KENDALL J & JENNIFER
D
774 S 850 E
OREM, UT 84097

HOWARD, HADLEY E DUNCAN &
LUKE
--OR CURRENT RESIDENT--
781 S 900 EAST
OREM, UT 84097

DOWDING, ROD & CAROLYN
771 S 800 E
OREM, UT 84097

UTTER, RONALD G & KRYSTYNA L
775 S 560 E
OREM, UT 84097

FAJARDO, DENIS R & EMILY
785 S 400 E
OREM, UT 84097

COX, NORMAN
773 S 400 E
OREM, UT 84097

HERBERT, TOM & KARINA
776 S 500 E
OREM, UT 84097

JESPERSON, JONATHAN M & LEAH V
788 S PALISADE DR
OREM, UT 84097

SANDS, JAMES E & VICKIE H
774 S 560 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING
CENTER LC
--OR CURRENT RESIDENT--
781 E 1000 SOUTH
OREM, UT 84097

OREM CITY OF
--OR CURRENT RESIDENT--
794 E 800 SOUTH
OREM, UT 84097

JUDD, JOHN P & ESTHER S
--OR CURRENT RESIDENT--
775 S 500 EAST
OREM, UT 84097

WOODBURY, KYLE & MICHELLE S
783 S PALISADE DR
OREM, UT 84097

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A1
OREM, UT 84097

CZPWHP LLC
776 E 800 S
OREM, UT 84097

HOWARD, HADLEY E DUNCAN &
LUKE
786 S PALISADES DR
OREM, UT 84097

KING PHYSIATRY HOLDINGS LC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A4
OREM, UT 84097

HAWKINS, ELIZABETH G
--OR CURRENT RESIDENT--
777 S PALISADE DR
OREM, UT 84097

SANDERSON, KIMBERLY M &
THOMAS E
791 S 560 E
OREM, UT 84097

DROUET, ROBIN & GRISELDA
810 E 700 S
OREM, UT 84097

TURNER, DAN G & BEULAH J
778 S PALISADES DR
OREM, UT 84097

RYAN THOMAS MANAGEMENT
%PAINTER, TOM
798 REDFORD DR
PROVO, UT 84604

SIMPSON, RONALD W & MARJA-
LIISA T
812 S 890 E
OREM, UT 84097

SORENSEN, BRAD A & GAIL G
--OR CURRENT RESIDENT--
783 E 1400 SOUTH
OREM, UT 84097

KING PHYSIATRY HOLDINGS LC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A3
OREM, UT 84097

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A6
OREM, UT 84097

TSOI, SHU FAN & ALAN S
811 S 890 E
OREM, UT 84097

MDF ESTATE PLANNING SERVICES INC (ET AL)
820 S 920 E
OREM, UT 84097

BUSS, ROBERT P M & EDITH KATHLEEN
823 S 920 E
OREM, UT 84097

BECKSTRAND, KEVIN L
825 S 890 E
OREM, UT 84097

D P R PROPERTIES LLC
829 S 220 E
OREM, UT 84058

GERBER, ELMER J & LARUE
831 E 620 S
OREM, UT 84097

BOWEN, LON WARREN & REVA LOUISE CLEGG
835 E 800 S
OREM, UT 84097

GAKS ENTERPRISES LLC
--OR CURRENT RESIDENT--
835 S 700 EAST
OREM, UT 84097

WILKINSON, RON
815 E 800 S
OREM, UT 84097

CAMPBELL, RAYMOND J & DEBBIE KAY
823 E 900 S
OREM, UT 84097

PHILLIPS, LARRY C & DEBRA L
824 S 1000 E
OREM, UT 84097

HOLWEG, SHARI C & TIMOTHY J (ET AL)
--OR CURRENT RESIDENT--
827 S 800 EAST
OREM, UT 84097

HAROLD & DANA ROGERS
LAKERIDGE NEIGHBORHOOD CHAIR
829 S 325 WEST
OREM, UT 84058

CITY OF OREM (ET AL)
--OR CURRENT RESIDENT--
832 S 800 EAST
OREM, UT 84097

JONES, PENELOPE
835 E 1400 S
OREM, UT 84097

KULINA, CHRISTOPHER P & STACY MYERS
--OR CURRENT RESIDENT--
835 S 750 EAST
OREM, UT 84097

MOORE, JARED & JENNIFER
837 S 500 E
OREM, UT 84097

MITCHELL, TODD DERALD & DESSIE ANN
839 E 900 S
OREM, UT 84097

SHARP, MILTON L & HELEN FARNSWORTH
786 S 590 E
OREM, UT 84097

REED, ROSS W & LYNETTE D
789 S 590 E
OREM, UT 84097

MAVERIK INC
--OR CURRENT RESIDENT--
795 S STATE ST
OREM, UT 84058

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A2
OREM, UT 84097

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
800 E 1200 SOUTH UNIT#A5
OREM, UT 84097

SMITH, KELLY G
811 S 800 E
OREM, UT 84097

PC DISCOUNTERS INC
--OR CURRENT RESIDENT--
812 S STATE ST
OREM, UT 84058

CROSS, EDWARD K & PATTY ANN S
817 S 500 E
OREM, UT 84097

HAMBY, MATTHEW & MICHELLE
823 E 1400 S
OREM, UT 84097

D P R PROPERTIES LLC
--OR CURRENT RESIDENT--
825 S 220 EAST
OREM, UT 84058

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
836 S 750 EAST
OREM, UT 84097

SANDERS, BRIAN P & ASHLEY A
--OR CURRENT RESIDENT--
838 S 550 EAST
OREM, UT 84097

SPERRY, KIP & ELISABETH ANNE
839 S 890 E
OREM, UT 84097

SOUTHERN FOODS GROUP LLC
--OR CURRENT RESIDENT--
841 S STATE ST
OREM, UT 84097

WALKER, SHANNON S
842 S 890 E
OREM, UT 84097

SAND JEN LLC
845 S 220 E
OREM, UT 84058

GRIFFITHS, KATHRYN DISTEFANO
846 E 950 S
OREM, UT 84097

OREM CITY OF
--OR CURRENT RESIDENT--
846 S 800 EAST
OREM, UT 84097

GLENN E MITCHELL PROPERTIES LC
--OR CURRENT RESIDENT--
847 S 800 EAST
OREM, UT 84097

ORGILL, VON D & SHERRI K
--OR CURRENT RESIDENT--
849 S 830 EAST
OREM, UT 84097

LAWRENCE, LAURA H
--OR CURRENT RESIDENT--
840 E 900 SOUTH
OREM, UT 84097

HATCH APARTMENTS LLC
841 W 300 S
PROVO, UT 84601

PETERSON, REGINALD N & SHARON
845 E 950 S
OREM, UT 84097

FLORES, OSCAR A & LOURDES L
845 S 550 E
OREM, UT 84097

FORSYTH, SHAUNA G
846 S 500 E
OREM, UT 84097

STEELE, DAVID M & MARY BETH (ET AL)
--OR CURRENT RESIDENT--
847 E 1400 SOUTH
OREM, UT 84097

HILLMAN, MARTIN EARL
848 S 500 E
OREM, UT 84097

BASCOM, GARY RAY & ARLENE LARSEN
850 S 550 E
OREM, UT 84097

ENRIQUEZ, FRANCISCO J (ET AL)
--OR CURRENT RESIDENT--
852 E 800 SOUTH
OREM, UT 84097

LOVERIDGE, ROBERT & MARY ELLEN
855 E 200 S
OREM, UT 84097

TONG, CHUN FOON & BETTY POON
828 S 890 E
OREM, UT 84097

GROOM, JOYCE
830 S 920 E
OREM, UT 84097

D P R PROPERTIES LLC
--OR CURRENT RESIDENT--
833 S 220 EAST
OREM, UT 84058

MURRAY, L SCOTT & L SCOTT (ET AL)
835 E 2730 N
PROVO, UT 84604

NELSON, GARY L & DENISE
--OR CURRENT RESIDENT--
836 S 500 EAST
OREM, UT 84097

SANDERS, BRIAN P & ASHLEY A
838 S 550 E
OREM, UT 84058

SAND JEN LLC
--OR CURRENT RESIDENT--
839 S 220 EAST
OREM, UT 84058

LISTON, JOLEEN
841 S 920 E
OREM, UT 84097

CUSICK, RANDALL E & DEBRA N
842 E 950 S
OREM, UT 84097

CARTER, DAVID L
845 E 1000 S
OREM, UT 84097

ABA 800 SOUTH STATE LLC (ET AL)
852 OSMOND LA
PROVO, UT 84604

NIELSON FAMILY PARTNERSHIP LTD
--OR CURRENT RESIDENT--
853 S 890 EAST
OREM, UT 84097

CHRISTENSEN, RACHEL R & RACHEL
--OR CURRENT RESIDENT--
855 E 1400 SOUTH
OREM, UT 84097

SMITH, DONALD T & DEANNA
--OR CURRENT RESIDENT--
856 E 800 SOUTH
OREM, UT 84097

LISTON, MARIE H & VERDIN
856 S 920 E
OREM, UT 84097

LAWRENCE, LAURA HORTON
--OR CURRENT RESIDENT--
857 S 800 EAST
OREM, UT 84097

CLEGG, KYLE & KARIN B
858 E 870 S
OREM, UT 84097

EVANS, PANSY CARTER
862 E 800 S
OREM, UT 84097

VALIMAKI, MIKKO T & MONICA M
863 E 1000 S
OREM, UT 84097

MARTELL, SANDRA K
864 E 1000 S
OREM, UT 84097

SOUTHERLAND, MATTHEW & SANDRA
--OR CURRENT RESIDENT--
855 S 500 EAST
OREM, UT 84097

DEUCHER, ROBERT & JULIE
856 E 900 S
OREM, UT 84097

ROBBINS, RAND E & CYNTHIA S
857 E 870 S
OREM, UT 84097

ORGILL, VON D & SHERRI K
--OR CURRENT RESIDENT--
857 S 830 EAST
OREM, UT 84097

LONMAR ENTERPRISES LC
--OR CURRENT RESIDENT--
858 S STATE
OREM, UT 84097

GULATI, CHAITHAWEE
862 S 750 E
OREM, UT 84097

HEMENWAY, DALE E & JOAN N
863 S 550 E
OREM, UT 84097

WILDER, RUTH H
864 S 550 E
OREM, UT 84097

WILLIAMS, SEANNA S
865 S 500 E
OREM, UT 84097

CHRISTIANSEN, PATRICK
--OR CURRENT RESIDENT--
867 E 800 SOUTH
OREM, UT 84097

WOODBURY CORPORATION
--OR CURRENT RESIDENT--
845 S 750 EAST
OREM, UT 84097

BENNETT, GLENNITA R
--OR CURRENT RESIDENT--
846 S 750 EAST
OREM, UT 84097

GAGON, THOMAS R & VERLENE S
847 S 500 E
OREM, UT 84097

CARTER, THOMAS L & MARY B (ET AL)
849 E 1000 S
OREM, UT 84097

GREENBERG BLATT MANAGEMENT LP (ET AL)
--OR CURRENT RESIDENT--
850 S STATE ST
OREM, UT 84097

LISTON, RUSSELL & DANA
853 E 900 S
OREM, UT 84097

SAWYER, GEORGE THOMAS & MARCINE OSTLER
855 E 1000 S
OREM, UT 84097

BURT, NATHAN & ELIZABETH
855 S 550 E
OREM, UT 84097

HILLMAN, MARTIN EARL & JULIE
--OR CURRENT RESIDENT--
856 S 500 EAST
OREM, UT 84097

SOUTHERLAND, MATTHEW & SANDRA
857 S 500 E
OREM, UT 84097

HUNSAKER, TODD E & TAMMY D
865 S 400 E
OREM, UT 84097

SUNDBERG, KELLY C & TERI
869 E 870 S
OREM, UT 84097

TIPPETTS, STANLEY ROGERS & CAROL A
857 S 920 E
OREM, UT 84097

PIMSAKUL, SANYA & SARAS G
866 S 830 E
OREM, UT 84097

BLAKE, SIMON & ANNE
870 S 500 E
OREM, UT 84097

LAWRENCE, LAURA H
859 S 800 E
OREM, UT 84097

WILKINSON, JOHN C & PAMELA JANE
868 E 1000 S
OREM, UT 84097

PHILLPOTTS, DONALD A & SHARON H
871 E 800 S
OREM, UT 84097

CHRISTIANSEN, PATRICK
--OR CURRENT RESIDENT--
863 E 800 SOUTH
OREM, UT 84097

KOSTER, SHARON D & MARK
--OR CURRENT RESIDENT--
869 S 850 EAST
OREM, UT 84097

BUXTON, N JESSICA
--OR CURRENT RESIDENT--
872 E 870 SOUTH
OREM, UT 84097

CATANIA SFH LLC
--OR CURRENT RESIDENT--
863 S 750 EAST
OREM, UT 84097

HOLLINGSHEAD, DORETHY M (ET AL)
870 S 1000 E
OREM, UT 84097

KLEIN, CHARLES J
--OR CURRENT RESIDENT--
874 S STATE
OREM, UT 84097

DEDRICKSON, FRED L & M JANE
865 E 800 S
OREM, UT 84097

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
871 S OREM BL
OREM, UT 84058

STEELE, DAVID M & MARY BETH (ET AL)
875 S 800 W
OREM, UT 84058

HILL, DWIGHT C & ALANA M
866 E 950 S
OREM, UT 84097

KOFFORD, QUINN M & JANA LYNN
--OR CURRENT RESIDENT--
874 S 1000 EAST
OREM, UT 84097

OREM CITY OF
876 S 800 E
OREM, UT 84097

STACEY, DARRELL RICHARD & LORETTA ROWLEY
867 E 1000 S
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
875 S 750 EAST
OREM, UT 84097

ANDERSON, RICHARD DAVID & MARILYNN
--OR CURRENT RESIDENT--
879 E 870 SOUTH
OREM, UT 84097

KOSTER, SHARON D & MARK
869 S 830 E
OREM, UT 84097

CADJAN, ARTHUR G & NANCY A
876 S 550 E
OREM, UT 84097

RICHINS, HAZEL W
881 S 830 E
OREM, UT 84097

LISTON, SHERRIL V & & SHERRY L
--OR CURRENT RESIDENT--
870 S 920 EAST
OREM, UT 84097

CONNORS, ROGER LEE & RONELDA LEE (ET AL)
878 S 1000 E
OREM, UT 84097

DAYTON, ROGER KYLE & JENNEFER RAE
884 E 900 S
OREM, UT 84097

CONNORS, RILEY & LAYNA H
871 S 920 E
OREM, UT 84097

MAVERIK COUNTRY STORES INC
%MURRAY, DAN
880 W CENTER ST
NORTH SALT LAKE, UT 84054

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
883 S OREM BL
OREM, UT 84058

FARLEY, DAVID RICHARD & SHELLY KIM
885 S 500 E
OREM, UT 84097

KOFFORD, JACK & JOAN K
888 S 1000 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
891 S 750 EAST
OREM, UT 84097

SKOWRON, PAUL L & CHRISTINE
893 S 830 E
OREM, UT 84097

HOOKER, KRISTEN & KYLE (ET AL)
--OR CURRENT RESIDENT--
895 S 500 EAST
OREM, UT 84097

KAUFER, DONALD B
--OR CURRENT RESIDENT--
898 STATE ST
OREM, UT 84097

UTAH COUNTY BOARD OF REALTORS
--OR CURRENT RESIDENT--
901 S OREM BLVD
OREM, UT 84058

HERBERT, JEANETTE
--OR CURRENT RESIDENT--
904 S STATE
OREM, UT 84058

ZEICHNER HOLDINGS LLC
--OR CURRENT RESIDENT--
887 S OREM BL
OREM, UT 84058

KOFFORD, QUINN M & JANA LYNN
889 S 920 E
OREM, UT 84097

KEZERIAN, MICHAEL LEE & SANDRA LEE
--OR CURRENT RESIDENT--
890 E 1100 SOUTH
OREM, UT 84097

CHAPMAN, CATHERINE V
--OR CURRENT RESIDENT--
891 S 800 EAST
OREM, UT 84097

SEARLE PROPERTIES LC
--OR CURRENT RESIDENT--
893 S OREM BLVD
OREM, UT 84058

SALISBURY, JIAHUI XI
895 S 550 E
OREM, UT 84058

HERITAGE INVESTMENTS GROUP LLC
--OR CURRENT RESIDENT--
898 S STATE
OREM, UT 84097

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
903 S OREM BLVD
OREM, UT 84058

HEAPS, DAVID O & MARIANNE F G
--OR CURRENT RESIDENT--
905 E 900 SOUTH
OREM, UT 84097

CSBC LC
--OR CURRENT RESIDENT--
906 S STATE ST
OREM, UT 84097

HENRICKSEN, JARED A
--OR CURRENT RESIDENT--
873 S 550 EAST
OREM, UT 84097

PACE, CHARLES BRYON & HELEN LOUISE
875 S 500 E
OREM, UT 84097

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
875 S OREM BL
OREM, UT 84058

NORDMEYER, JERRY L & FRANCIS R
--OR CURRENT RESIDENT--
878 S 850 EAST
OREM, UT 84097

NORDMEYER, JERRY L & FRANCIS R
879 S 800 E
OREM, UT 84097

HILL, JUSTIN & MINDY
882 E 870 S
OREM, UT 84097

AVANS, GULAVADEE
884 S 750 E
OREM, UT 84097

WRIGHT, GREGG J & JANETH B
888 E 870 S
OREM, UT 84097

ZEICHNER HOLDINGS LLC
889 S OREM BLVD
OREM, UT 84058

BACKYARD INVESTMENTS LLC
890 S 500 E
OREM, UT 84097

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
905 S OREM BLVD
OREM, UT 84058

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
907 S OREM BLVD
OREM, UT 84058

VALENTINE, NEIL S
--OR CURRENT RESIDENT--
909 S 550 EAST
OREM, UT 84097

GOODMAN, KELLY & STEPHANIE
910 S 550 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
911 S 750 EAST
OREM, UT 84097

LUECKENGA, RICHARD
915 S 400 E
OREM, UT 84097

JONES, PHYLLIS M
--OR CURRENT RESIDENT--
915 S STATE
OREM, UT 84097

UTAH POWER & LIGHT COMPANY
%STRONG, ROBERT G MNGR
920 SW 6TH AV # 506CPSB
PORTLAND, OR 97204

BARTHOLOMEW, RICHARD D & MARY LOU
922 S 400 E
OREM, UT 84097

LAYTON, MARK L & DANA L
--OR CURRENT RESIDENT--
924 S 1000 EAST
OREM, UT 84097

TEMPLE, KENNETH L
908 S 400 E
OREM, UT 84097

GAISFORD, CALVIN ROY & MARGO CRAGUN
910 E 1100 S
OREM, UT 84097

SHADE, JASON S & TANELLE M
912 S 925 E
OREM, UT 84097

HENRIE APARTMENTS LLC
--OR CURRENT RESIDENT--
915 S 450 EAST
OREM, UT 84097

TWITCHELL, SHIRLEY M
917 E 700 S
OREM, UT 84097

WILDE, O JEFFERY & DIANE D
--OR CURRENT RESIDENT--
921 S 400 EAST
OREM, UT 84097

JEPPERSON, WALTER CLYDE & PATRICIA A
924 S 550 E
OREM, UT 84097

REORGANIZED CHURCH OF JESUS CHRIST OF LATTER DAY SAINTS
--OR CURRENT RESIDENT--
925 E 1400 SOUTH
OREM, UT 84097

MCCRARY, GLADE P & ASHLEE R
926 S 450 E
OREM, UT 84097

PERKINS, TIMOTHY K & CAROLYN R
--OR CURRENT RESIDENT--
928 S 925 EAST
OREM, UT 84097

SCOTT, FLOYD W & ANETTE W
--OR CURRENT RESIDENT--
892 S 550 EAST
OREM, UT 84097

GARDNER, JAY IVOR (ET AL)
895 E 800 S
OREM, UT 84097

SALISBURY, JIAHUI XI
--OR CURRENT RESIDENT--
895 S 550 EAST
OREM, UT 84097

HERBERT ENTERPRISES LC
--OR CURRENT RESIDENT--
900 S STATE
OREM, UT 84058

LOWE, DOROTHY D (ET AL)
--OR CURRENT RESIDENT--
904 S 1000 EAST
OREM, UT 84097

LATTA, EUGENE M & JANET F
905 S 800 E
OREM, UT 84097

MARSTON, CECILIA & GLENN
907 E 1100 S
OREM, UT 84097

LISTON, SHERRIL V & & SHERRY L (ET AL)
909 E 900 S
OREM, UT 84097

MORGAN, W FRANK & COLLEEN P
910 S 500 E
OREM, UT 84097

LINDSAY, TERESA D
910 S 830 E
OREM, UT 84097

SABIN, MARVIN E & GARY B
925 S 550 E
OREM, UT 84097

PHILLIPS, MICHAEL J & BECKY
--OR CURRENT RESIDENT--
927 S 870 EAST
OREM, UT 84097

CONNELLY, EARL JACK
930 E 700 S
OREM, UT 84097

GSF-GRANT SMITH BUILDING LLC
--OR CURRENT RESIDENT--
930 S STATE
OREM, UT 84097

LIECHTY, WILLIAM DOUGLAS & ANNE
933 S 925 E
OREM, UT 84097

CARLTON, JOHN S & LINDA L
934 S 870 E
OREM, UT 84097

MESSICK, JOHN P
935 S 500 E
OREM, UT 84097

HARDING, J WARREN & DANETTA R
938 S 830 E
OREM, UT 84097

SMITH, DONALD T & DEANNA
940 E 1000 S
SPRINGVILLE, UT 84663

LIECHTY, WILLIAM DOUGLAS
940 S 1000 E
OREM, UT 84097

GIFFORD, MELVA L
930 S 400 E
OREM, UT 84097

LINDSEY, JAMES E & WAYNE R
--OR CURRENT RESIDENT--
931 S 400 EAST
OREM, UT 84097

SUMTAY PROPERTIES #2 LLC
--OR CURRENT RESIDENT--
933 S OREM BLVD
OREM, UT 84058

BURNINGHAM, DANNY M & LINDA M
935 E 700 S
OREM, UT 84097

SUMTAY PROPERTIES #2 LLC
935 S OREM BLVD
OREM, UT 84058

BOREN, MIKALENE
939 S 400 E
OREM, UT 84097

MARTY BEAUMONT
LAKERIDGE NEIGHBORHOOD VICE CHAIR
940 S 100 WEST
OREM, UT 84058

SUMMERHAYS, BRIANT H
--OR CURRENT RESIDENT--
940 S STATE
OREM, UT 84097

HUNT, DELLE L (ET AL)
942 S 925 E
OREM, UT 84097

COOK, OMER EUGENE & SANDRA LEE
943 S 870 E
OREM, UT 84097

BARTHOLOMEW, JOSH
914 S 400 E
OREM, UT 84097

WILLIAMS, ROBERT F & MARLEEN
915 S 830 E
OREM, UT 84097

COOLEY, LYNN & MARY
917 S 800 E
OREM, UT 84097

CLEGG, KENNETH ARNOLD & HELEN COLLEEN BROWN
921 S 925 E
OREM, UT 84097

JACKMAN, WILLIAM D & BARBARA E (ET AL)
924 S 830 E
OREM, UT 84097

TREGASKIS, LYLE RICHARD & DORIS ELIZABETH CROSBY
925 S 500 E
OREM, UT 84097

JOHNSON, ERIC L & STACEY
--OR CURRENT RESIDENT--
927 S 450 EAST
OREM, UT 84097

HOPKINSON, G JACK (ET AL)
--OR CURRENT RESIDENT--
929 S 830 EAST
OREM, UT 84097

CHEN, TIM
930 S 500 E
OREM, UT 84097

PETERSON, EMILY LAURA
931 S 800 E
OREM, UT 84097

BURGON, JIM & JANELL (ET AL)
941 S 830 E
OREM, UT 84097

KAWALA, JERZY Z & CONNIE
945 S 500 E
OREM, UT 84058

POULSEN, JUSTIN K & BENJAMIN L
--OR CURRENT RESIDENT--
934 S 450 EAST
OREM, UT 84097

OGDEN, DE VON MORRIS & EILEEN LORETTA
943 S 550 E
OREM, UT 84097

ROSS, JANET
946 S 400 E
OREM, UT 84097

GATENBY, RUSSELL JACK & MARGARET E
935 S 450 E
OREM, UT 84097

MENDENHALL, JON & CRYSTAL
944 S 550 E
OREM, UT 84097

AMEZCUA, MICHAEL (ET AL)
947 S 400 E
OREM, UT 84097

HEATH, BRADLEY VAUGHN
--OR CURRENT RESIDENT--
938 S 400 EAST
OREM, UT 84097

MITCHELL, WILLIAM ROBERT
945 S 800 E
OREM, UT 84097

PETERSON, TERRY D
--OR CURRENT RESIDENT--
948 E 1120 SOUTH
OREM, UT 84097

SUMTAY PROPERTIES #2 LLC
--OR CURRENT RESIDENT--
939 S OREM BLVD
OREM, UT 84058

WHITE, JOHN (ET AL)
946 S 500 E
OREM, UT 84097

WORMLEY, DAVID A
--OR CURRENT RESIDENT--
950 S STATE
OREM, UT 84097

ANDERSON, RICHARD DANA GUY & RITA D
940 S 450 E
OREM, UT 84097

MBW PROPERTIES L C
--OR CURRENT RESIDENT--
947 S OREM BLVD
OREM, UT 84058

TIPPETTS, STEVEN H & CAROLINE W
952 S 830 E
OREM, UT 84097

HORTAL, MALCOLM MIGUEL BOTTO
941 S 450 E
OREM, UT 84097

RON1206ONE LLC
--OR CURRENT RESIDENT--
950 S 450 EAST
OREM, UT 84097

CC&R ASSOCIATES LC
%VAUGHN, CYNTHIA
954 E 200 S
OREM, UT 84097

BELL, RICHARD L & ELLEN MARIE
943 E 640 S
PLEASANT GROVE, UT 84062

WRIGHT, THOMAS C & MARY J
951 S 925 E
OREM, UT 84097

SCOFIELD, MARK N & JORAE S
955 S 830 E
OREM, UT 84058

MBW PROPERTIES LC
943 S OREM BLVD
OREM, UT 84058

WARNER DEVELOPMENT LLC
953 S STATE ST
OREM, UT 84097

GLEAVE, TREVOR & LYNDSEY D
956 S 450 E
OREM, UT 84097

KAWALA, JERZY Z & CONNIE
--OR CURRENT RESIDENT--
945 S 500 EAST
OREM, UT 84097

ROYER, ERIC PAUL & BEVERLY ALLRED
--OR CURRENT RESIDENT--
955 S 450 EAST
OREM, UT 84097

ELLIS, DOUGLAS W & RUTH CLEGG
957 S 550 E
OREM, UT 84097

DALTON, TRACY ALAN & RONDA LYNN
--OR CURRENT RESIDENT--
946 S 450 EAST
OREM, UT 84097

CLIFT, FREDERIC M C & MARY ANNE
--OR CURRENT RESIDENT--
956 S 400 EAST
OREM, UT 84097

NILSSON, KIMBERLY N
957 S 500 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING CNTR (ET AL)
--OR CURRENT RESIDENT--
959 S 700 EAST
OREM, UT 84097

WEBB, HOWARD L & KATHERYN H
960 S 550 E
OREM, UT 84097

BRIATHWAITE (SIC), BENJAMIN
962 S 450 E
OREM, UT 84097

GOMEZ, GILBERTO
963 S 450 E
OREM, UT 84097

SIDWELL, HEATH R & ASHLEE D
966 S 500 E
OREM, UT 84097

PITTS, CHARLES L & ALICE
--OR CURRENT RESIDENT--
970 S 450 EAST
OREM, UT 84097

MCCARLEY, MICHAEL S & CHRISTINE A
971 S 450 E
OREM, UT 84097

TCST REAL ESTATE LLC
--OR CURRENT RESIDENT--
971 S STATE
OREM, UT 84097

RICHARDSON, KAREN
959 S 870 E
OREM, UT 84097

FRANCIS, LEE & SHARON
--OR CURRENT RESIDENT--
961 S OREM BLVD
OREM, UT 84058

JACKMAN, WILLIAM D & BARBARA EVELYN
962 S 830 E
OREM, UT 84097

BELLISTON, RICHARD & CANDICE L
963 S 830 E
OREM, UT 84097

FRANCIS, LEE & SHARON
--OR CURRENT RESIDENT--
967 S OREM BLVD
OREM, UT 84058

LAWRENCE, UTAH & LEILA R
970 S 925 E
OREM, UT 84097

BURGI, DARLENE F
971 S 550 E
OREM, UT 84097

BASTIAN, KARMAN C & JOYCE
972 S 500 E
OREM, UT 84097

PHILLIPS, JAMES K
973 S 870 E
OREM, UT 84097

HIGH VALLEY PROPERTY MANAGEMENT LLC
--OR CURRENT RESIDENT--
976 S STATE ST
OREM, UT 84097

WALDRON, CYNTHIA L
947 S 450 E
OREM, UT 84097

PRATT, GREGORY E & ELIZABETH A
949 E 1120 S
OREM, UT 84097

SAFFORD, C BRYANT & SHELIAH
--OR CURRENT RESIDENT--
951 S 450 EAST
OREM, UT 84097

FRANCIS, LEE & SHARON
--OR CURRENT RESIDENT--
953 S OREM BLVD
OREM, UT 84058

PLOTHOW, PHILLIP A & EMILY K
--OR CURRENT RESIDENT--
954 S 925 EAST
OREM, UT 84097

DALEY, KRISTY
955 S 400 E
OREM, UT 84097

SCOFIELD, MARK N & JORAE S
--OR CURRENT RESIDENT--
955 S 830 EAST
OREM, UT 84097

SHAW, DAVID O
956 S 500 E
OREM, UT 84097

LONMAR ENTERPRISES LLC
959 SAGE DR
PLEASANT GROVE, UT 84062

EKINS, JEREL
959 W 1500 S
PROVO, UT 84601

BJARNSON, RAY H & MARIAN I
972 W 1630 N
OREM, UT 84057

KOFFORD, CREE L & ILA M
--OR CURRENT RESIDENT--
975 E 900 SOUTH
OREM, UT 84097

CATANIA SFH LLC
978 E WOODOAK LA
SALT LAKE CITY, UT 84117

HATCH, DONALD & LOIS
--OR CURRENT RESIDENT--
978 S COMMERCIAL ST
OREM, UT 84058

CARTER, THOMAS L & MARY B (ET AL)
--OR CURRENT RESIDENT--
983 S 800 EAST
OREM, UT 84097

LAYTON, MARK L & DANA L
984 S 1000 E
OREM, UT 84097

ARMSTRONG, FRANK PHILIP & REBECCA MC RAE BENNION
--OR CURRENT RESIDENT--
986 S 450 EAST
OREM, UT 84097

HOLBROOK RENTALS LLC
--OR CURRENT RESIDENT--
987 S 450 EAST
OREM, UT 84097

BOYNTON, RODNEY B & VICKI G
992 S 500 E
OREM, UT 84097

KOFFORD, QUINN M & JANA LYNN
996 S 1000 E
OREM, UT 84097

FISH, TED HOWARD & ANGELICA
--OR CURRENT RESIDENT--
978 S 400 EAST
OREM, UT 84097

VANCHEIRE, MIKE JR & AMBER
979 S 400 E
OREM, UT 84097

HORTIN, STEVEN K & OZEANNA S
983 S 870 E
OREM, UT 84097

PREMIER AUTO SELECTION LLC
--OR CURRENT RESIDENT--
984 S STATE
OREM, UT 84097

LARSEN, TRAVIS J & KAMILLE L
986 S 500 E
OREM, UT 84097

NIELSON, GARTH B & ROWENA T
988 S 400 E
OREM, UT 84097

CUNNINGHAM, DAVID G
995 HILLSIDE DR
PROVO, UT 84604

BILLS, STEPHANIE & KEVAN A
1000 S 400 E
OREM, UT 84097

PARKS, AARON & ASHLEY
1001 S 450 E
OREM, UT 84097

IMPERIAL INSURANCE SERVICE
--OR CURRENT RESIDENT--
1002 S STATE
OREM, UT 84097

RODRIGUEZ, TAMARA
962 S 400 E
OREM, UT 84097

COLLINS, ERIN
963 S 400 E
OREM, UT 84097

LAI, MUN KIN
965 S 500 E
OREM, UT 84097

DAWSON, DAVID & CHANEL
970 S 400 E
OREM, UT 84097

STAHMANN, JOHN
971 S 400 E
OREM, UT 84097

LIECHTY, KIRK HAROLD
971 S 925 E
OREM, UT 84097

SQUIRE, SCOTT O & ARVA DEAN
972 S 550 E
OREM, UT 84097

MONTANO, MICHAEL JOHN & MARTHA VIRGINIA BLANCHETTE
--OR CURRENT RESIDENT--
973 S OREM BLVD
OREM, UT 84058

MONTANO, MICHAEL JOHN & MARTHA VIRGINIA BLANCHETTE
--OR CURRENT RESIDENT--
977 S OREM BLVD
OREM, UT 84058

PATCH, WESTON D & MIKA K
--OR CURRENT RESIDENT--
978 S 450 EAST
OREM, UT 84097

AVILES, KAREN
1001 S 400 E
OREM, UT 84097

SUMMERHAYS, BRIANT H
--OR CURRENT RESIDENT--
1008 S STATE ST
OREM, UT 84097

HOLBROOK RENTALS LLC
--OR CURRENT RESIDENT--
979 S 450 EAST
OREM, UT 84097

FREE, W DAVID & KRISTINE K (ET AL)
--OR CURRENT RESIDENT--
1002 S 500 EAST
OREM, UT 84097

WESTERN NATIONAL TRUST COMPANY
--OR CURRENT RESIDENT--
1011 S COVENTRY CI
OREM, UT 84097

RONALD P FAKLER FAMILY LIMITED PARTNERSHIP THE
--OR CURRENT RESIDENT--
983 S STATE
OREM, UT 84097

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
1010 S 800 EAST
OREM, UT 84097

BENJAMIN, JOSEPH S & DARLA D
1015 S 500 E
OREM, UT 84097

FORD, MICHAEL R & CATHY V
985 S 500 E
OREM, UT 84097

OWEN, REYBURN EUGENE
1013 S 545 E
OREM, UT 84097

ECHOLS, GARREN & SUSAN
--OR CURRENT RESIDENT--
1019 S OREM BLVD
OREM, UT 84058

HANSEN, STEVE & JUDY
987 S 400 E
OREM, UT 84097

ORTON, DOUGLAS W & HELEN M
--OR CURRENT RESIDENT--
1015 S OREM BLVD
OREM, UT 84058

NELSON, CLAUDIA G
--OR CURRENT RESIDENT--
1021 S COVENTRY CIR
OREM, UT 84097

KING PHYSIATRY HOLDINGS LC
990 W 2620 S
MAPLETON, UT 84664

CARLSON, JOSEPH W & MELBA J (ET AL)
1026 COVENTRY CIR
OREM, UT 84097

MONTGOMERY, CLARENCE S & NORMA C
--OR CURRENT RESIDENT--
1026 S 590 EAST
OREM, UT 84097

BARLOW, SYNTHIA & VANYSSA
995 S 500 E
OREM, UT 84097

HONE, JAMES CAROL & LOUISE D
1027 S 545 E
OREM, UT 84097

WATKINS, RICHARD R & FRANCES G
1031 S 1000 E
OREM, UT 84097

CARD, DAVID W & VALLIE D
1000 S 450 E
OREM, UT 84097

SKYWALKER INVESTMENTS LLC
--OR CURRENT RESIDENT--
1033 S STATE
OREM, UT 84097

HAAGA PROPERTY MANAGEMENT LC (ET AL)
--OR CURRENT RESIDENT--
1032 S STATE ST
OREM, UT 84097

REORGANIZED CHURCH OF JESUS CHRIST OF LATTER DAY SAINTS
1001 W WALNUT
INDEPENDENCE, MO 64050

MURPHY, ELAINE P
1035 S 500 E
OREM, UT 84097

BLACKHURST, GAYLEN J & SHERYOL C
1034 S 500 E
OREM, UT 84097

RYAN THOMAS MANAGEMENT
--OR CURRENT RESIDENT--
1009 S 450 EAST
OREM, UT 84097

FIRST COLONY MORTGAGE CORPORATION
--OR CURRENT RESIDENT--
1035 S OREM BLVD
OREM, UT 84058

CORP OF PRES BISHOP CHURCH OF JESUS CHRIST OF LDS
--OR CURRENT RESIDENT--
1035 S 800 EAST
OREM, UT 84097

KETTELL, SHELLY
1012 S 590 E
OREM, UT 84097

BRAMMER, RICHARD D & JEAN H
--OR CURRENT RESIDENT--
1038 S COVENTRY CIR
OREM, UT 84097

MILLETT, RON S & MELANIE A (ET AL)
1041 S 545 E
OREM, UT 84097

WASHBURN MANAGEMENT LC
1044 S 400 W
OREM, UT 84058

C A D PROPERTIES LLC
1049 S OREM BLVD
OREM, UT 84058

GRANT, CAROL JEAN
1051 S 500 E
OREM, UT 84097

VANCE, JAMES A & EMILY A
--OR CURRENT RESIDENT--
1054 S 590 EAST
OREM, UT 84097

OREM STATE STREET LLC
--OR CURRENT RESIDENT--
1055 S STATE
OREM, UT 84097

VATRUM DEVELOPMENT LC
--OR CURRENT RESIDENT--
1061 S 800 EAST
OREM, UT 84097

JOHNSON, MONTE L & CHERYL L
1063 S 500 E
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER
--OR CURRENT RESIDENT--
1068 S 590 EAST
OREM, UT 84097

GOURDIN, DREW & TIFFANY
1036 S 545 E
OREM, UT 84097

PAGE, A CURTIS JR & EVELYN E
--OR CURRENT RESIDENT--
1039 S OREM BLVD
OREM, UT 84058

DIEHL, JOHN D
1041 S OREM BLVD
OREM, UT 84058

DMA 1045 LLC
--OR CURRENT RESIDENT--
1045 S OREM BLVD
OREM, UT 84058

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
1050 S 750 EAST
OREM, UT 84097

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
1051 S 750 EAST
OREM, UT 84097

PHINNEY, KATHLEEN S
--OR CURRENT RESIDENT--
1055 S 545 EAST
OREM, UT 84097

WATKINS, RICHARD R & FRANCES G
--OR CURRENT RESIDENT--
1056 S 1000 EAST
OREM, UT 84097

SMITH, DOUGLAS GORDON & SUE MUMFORD
--OR CURRENT RESIDENT--
1058 S LYNNWOOD DR
OREM, UT 84097

CLAYTON, BERYL ANNE
1061 S 890 E
OREM, UT 84097

DAVIS, BETTY P
1015 S 1000 E
OREM, UT 84097

S & W STATE STREET PROPERTIES LC
--OR CURRENT RESIDENT--
1020 S STATE ST
OREM, UT 84058

FENTON, LILLIAN F
1024 S 545 E
OREM, UT 84097

CARLSON, JOSEPH W & MELBA J (ET AL)
--OR CURRENT RESIDENT--
1026 S COVENTRY CIR
OREM, UT 84097

UTAH COUNTY BOARD OF REALTORS
1031 W CENTER ST STE 100
OREM, UT 84057

WILDE, O JEFFERY & DIANE D
1032 W 1020 N
PROVO, UT 84604

YOUNG, MIKIKO
1035 COVENTRY CIR
OREM, UT 84097

YOUNG, MIKIKO
--OR CURRENT RESIDENT--
1035 S COVENTRY CIR
OREM, UT 84097

RUDD, THOMAS E & JAN
1040 S 590 E
OREM, UT 84097

C&E HARMON PROPERTIES LLC
--OR CURRENT RESIDENT--
1043 S 500 EAST
OREM, UT 84097

MOE, AUOMANU JR & SARAH K
1072 S 545 E
OREM, UT 84097

MAYNTZ, MARC & MELISSA A
1065 S PALISADES DR
OREM, UT 84097

LEWIS, LANCE W & LISA K
--OR CURRENT RESIDENT--
1048 S 545 EAST
OREM, UT 84097

ALDRICH, ROSEMARY M & JOHN M
1074 LYNNWOOD DR
OREM, UT 84097

CRISMON, JERRY & ELAINE
1069 S 545 E
OREM, UT 84097

CC&R ASSOCIATES LC
--OR CURRENT RESIDENT--
1050 S STATE
OREM, UT 84097

SISKIN INVESTMENT COMPANY LLC
--OR CURRENT RESIDENT--
1074 S STATE
OREM, UT 84058

CUSTER, MERLE V & CONNIE L
1072 S PALISADES DR
OREM, UT 84097

LAMB, MICHAEL L & DEBRA L
1054 S 500 E
OREM, UT 84097

CSBC LC
1077 E NORTH TEMPLE DR
PROVO, UT 84604

REDFORD, MICHELE A & MICHELE A
1074 S 890 E
OREM, UT 84097

BARRY, H WESLEY & LA BELLE B
--OR CURRENT RESIDENT--
1055 S PALISADES DR
OREM, UT 84097

REID, VAUGHN W & JUNE W
--OR CURRENT RESIDENT--
1083 S 545 EAST
OREM, UT 84097

FARR, ERIC J & DAWN
--OR CURRENT RESIDENT--
1075 S 500 EAST
OREM, UT 84097

TAYLOR, TERRY NANETTE
--OR CURRENT RESIDENT--
1056 S PALISADES DR
OREM, UT 84097

MARKS, VERNON ALBERT & LINDA ALLEN
1086 S 890 E
OREM, UT 84097

SISKIN INVESTMENT COMPANY LLC
--OR CURRENT RESIDENT--
1080 S STATE
OREM, UT 84058

PALMER, RANDALL S & STEPHANIE L
1060 S 545 E
OREM, UT 84097

KEETON, KENNARD J & MARIA
1088 S PALISADES DR
OREM, UT 84097

HUFF, JOHN E & ILA MAY
1084 S 545 E
OREM, UT 84097

FINLINSON, JANET
1062 S 890 E
OREM, UT 84097

DICKERSON, LINDA K & MARK F
--OR CURRENT RESIDENT--
1091 S OREM BLVD
OREM, UT 84058

SISKIN INVESTMENT COMPANY LLC
--OR CURRENT RESIDENT--
1086 S STATE
OREM, UT 84058

KNIGHT ALLEN ENTERPRISES LC
--OR CURRENT RESIDENT--
1066 S STATE
OREM, UT 84058

BILLINGS, LEWIS K
--OR CURRENT RESIDENT--
1093 S OREM BLVD
OREM, UT 84058

SISKIN INVESTMENT CO
--OR CURRENT RESIDENT--
1088 S STATE
OREM, UT 84097

HEPWORTH, CLARENCE W JR & VIRGINIA RAE
1071 S PALISADES DR
OREM, UT 84097

OOPS LLC (ET AL)
--OR CURRENT RESIDENT--
1095 S 800 EAST #1
OREM, UT 84097

WINTRELL, REGINALD & HAZEL
--OR CURRENT RESIDENT--
1092 S LYNNWOOD DR
OREM, UT 84097

STEWART, JAMES E & COLLEEN P
1073 S 890 E
OREM, UT 84097

JOHNSON, DAVID
--OR CURRENT RESIDENT--
1097 S OREM BLVD
OREM, UT 84058

MITCHELL, PAUL MICHAEL
1100 W 820 N
PROVO, UT 84601

PLAZA ELEVEN HUNDRED
--OR CURRENT RESIDENT--
1102 S STATE ST
OREM, UT 84097

ELEMENT COMMERCIAL HOLDINGS LLC
--OR CURRENT RESIDENT--
1105 S OREM BLVD
OREM, UT 84058

DEE R TAYLOR LLC
1109 S OREM BLVD
OREM, UT 84058

STROM, JOE S
--OR CURRENT RESIDENT--
1110 S 260 EAST
OREM, UT 84058

CORDNER, RAYMOND G & COLLEEN
1112 S 500 E
OREM, UT 84097

PLAZA ELEVEN HUNDRED
--OR CURRENT RESIDENT--
1116 S STATE
OREM, UT 84097

HEMMERT, JOYCE D
1120 S PALISADES DR
OREM, UT 84097

PETERSON, TERRY D
1125 LYNNWOOD DR
OREM, UT 84097

UNIVERSITY MALL SHOPPING CENTER LC
--OR CURRENT RESIDENT--
1094 S 590 EAST
OREM, UT 84097

HINKSON, KENT & MELONY
1098 S 890 E
OREM, UT 84097

WILKINSON, RONALD D
--OR CURRENT RESIDENT--
1101 S OREM BLVD
OREM, UT 84058

C&E HARMON PROPERTIES LLC
1102 W 285 S
OREM, UT 84058

PLAZA ELEVEN HUNDRED (ET AL)
--OR CURRENT RESIDENT--
1106 S STATE ST
OREM, UT 84097

PLAZA ELEVEN HUNDRED
--OR CURRENT RESIDENT--
1110 S STATE ST
OREM, UT 84097

BLATTER, GARY L
1113 S OREM BLVD
OREM, UT 84058

BLATTER, GARY L
--OR CURRENT RESIDENT--
1117 S OREM BLVD
OREM, UT 84058

FIRSTWEST BENEFIT SOLUTIONS INVESTMENTS LLC
--OR CURRENT RESIDENT--
1121 S OREM BLVD
OREM, UT 84058

BANK ONE
--OR CURRENT RESIDENT--
1125 S 850 EAST
OREM, UT 84097

ALDRICH, ROSEMARY M & JOHN M
--OR CURRENT RESIDENT--
1074 S LYNNWOOD DR
OREM, UT 84097

M & W SAWAYA ENTERPRISES LLC
--OR CURRENT RESIDENT--
1075 S STATE ST
OREM, UT 84097

HEADMAN, BETTY JAYNE & SIDNEY EARL
1082 S 590 E
OREM, UT 84097

MAYNTZ, MARC & MELISSA A
--OR CURRENT RESIDENT--
1085 S PALISADES DR
OREM, UT 84097

UNIVERSITY MALL VILLAGE
--OR CURRENT RESIDENT--
1087 S 750 EAST
OREM, UT 84097

MF DICKERSON ENTERPRISES LC
--OR CURRENT RESIDENT--
1089 S OREM BLVD
OREM, UT 84058

HOWARTH, LYNN G & MARJORIE L
1095 S 545 E
OREM, UT 84097

BLUERIDGE CONST INC
--OR CURRENT RESIDENT--
1095 S OREM BLVD
OREM, UT 84058

MAGISTRO LLC
--OR CURRENT RESIDENT--
1099 S OREM BLVD
OREM, UT 84058

ELEMENT COMMERCIAL HOLDINGS LLC
--OR CURRENT RESIDENT--
1103 S OREM BLVD
OREM, UT 84058

MCCANN, ULYSSE GEORGE II &
MARY ALICE
1128 S LYNNWOOD DR
OREM, UT 84097

STROM, JOE S
--OR CURRENT RESIDENT--
1130 S GRAFF CIR
OREM, UT 84058

FILLERUP, ROBERT C & RENEE
1107 S OREM BLVD
OREM, UT 84058

BIRRELL HOLDINGS LLC
1132 S STATE ST
OREM, UT 84097

HARO, MATILDE (ET AL)
--OR CURRENT RESIDENT--
1133 S STATE
OREM, UT 84097

HARO, MATILDE (ET AL)
%MI RANCHITO RESTAURANT
1109 S STATE ST
OREM, UT 84097

OKERLUND, MAESER D & DORENE H
1139 S PALISADES DR
OREM, UT 84097

JOHNS, RAYMOND W & TERRI A
1140 S PALISADES DR
OREM, UT 84097

DEE R TAYLOR LLC
--OR CURRENT RESIDENT--
1111 S OREM BLVD
OREM, UT 84058

UNDERWOOD, GRANT & SHEREE
1144 LYNNWOOD DR
OREM, UT 84097

STROM, JOE S
--OR CURRENT RESIDENT--
1144 S GRAFF CIR
OREM, UT 84058

CORDNER, COLLEEN F & RAYMOND
--OR CURRENT RESIDENT--
1115 S 500 EAST
OREM, UT 84097

UTAH TRANSIT AUTHORITY
--OR CURRENT RESIDENT--
1145 S 750 EAST
OREM, UT 84097

ELLIS INVESTMENT COMPANY LTD
--OR CURRENT RESIDENT--
1146 S STATE ST
OREM, UT 84097

ORTON, DOUGLAS W & HELEN M
--OR CURRENT RESIDENT--
1119 S OREM BLVD
OREM, UT 84058

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
1155 S 800 EAST
OREM, UT 84097

BJARNSON, RAY H & MARIAN I
--OR CURRENT RESIDENT--
1155 S PALISADE DR
OREM, UT 84097

FIRSTWEST BENEFIT SOLUTIONS
INVESTMENTS LLC
--OR CURRENT RESIDENT--
1123 S OREM BLVD
OREM, UT 84058

GAKS ENTERPRISES LLC
1168 N 1000 E
OREM, UT 84097

GAPPMAYER, MERRILL & MARIE
--OR CURRENT RESIDENT--
1156 S STATE UNIT# 201
OREM, UT 84058

LYNNWOOD PARK HOMEOWNERS
INC
--OR CURRENT RESIDENT--
1126 S PALISADES DR
OREM, UT 84097

MANN, NANCY LEE
--OR CURRENT RESIDENT--
1170 S PALISADES DR
OREM, UT 84097

MILDENSTEIN, PAULA
--OR CURRENT RESIDENT--
1160 S LYNNWOOD DR
OREM, UT 84097

BIRRELL HOLDINGS LLC
--OR CURRENT RESIDENT--
1132 S STATE
OREM, UT 84058

PANIN, ALEXANDER & MARINA
1174 E 300 N
LINDON, UT 84042

GRAFF, BARRY J & LISA R
1169 S PALISADES DR
OREM, UT 84097

BLUERIDGE CONST INC
1139 S OREM BLVD
OREM, UT 84058

BECKSTEAD, MERRILL W &
NANETTE
--OR CURRENT RESIDENT--
1176 S LYNNWOOD DR
OREM, UT 84097

HOER, DAVID OWEN & PAMELA MAY
--OR CURRENT RESIDENT--
1170 S STATE
OREM, UT 84097

G & S OFFICE LEASING LC
--OR CURRENT RESIDENT--
1143 S OREM BLVD
OREM, UT 84058

BLAYLOCK, JAMES G & NANCY
1184 LYNNWOOD DR
OREM, UT 84097

FIBERNET BUSINESS PARK LLC
--OR CURRENT RESIDENT--
1193 S 800 EAST
OREM, UT 84097

CL CHRISTENSEN BROTHERS INC
1201 E 1220 N
OREM, UT 84097

PHINNEY, KATHLEEN S
1219 W PIONEER
PUYALLUP, WA 98371

WILSON, LISA M
1237 S 1000 E
OREM, UT 84097

SH-CARILLON SQUARE LLC
--OR CURRENT RESIDENT--
1246 S STATE
OREM, UT 84097

GMRI INC
--OR CURRENT RESIDENT--
1261 S 800 EAST
OREM, UT 84097

BANK OF AMERICAN FORK
--OR CURRENT RESIDENT--
1280 S 800 EAST
OREM, UT 84097

SUMSION, LANA
--OR CURRENT RESIDENT--
1295 S 1000 EAST
OREM, UT 84097

ALDRICH, JOHN M (ET AL)
--OR CURRENT RESIDENT--
1310 S 740 EAST
OREM, UT 84097

FIRST SEC BANK OF UTAH
--OR CURRENT RESIDENT--
1175 S STATE ST
OREM, UT 84097

GLAZIER PROPERTIES LLC
--OR CURRENT RESIDENT--
1180 S 800 EAST
OREM, UT 84097

BLAYLOCK, JAMES G & NANCY
--OR CURRENT RESIDENT--
1184 S LYNNWOOD DR
OREM, UT 84097

THOMAS, BRICE E & DIANA E
1196 S STATE ST
OREM, UT 84097

PETERSON, YVONNE S
1215 S 1000 E
OREM, UT 84097

ZIONS FIRST NATIONAL BANK
--OR CURRENT RESIDENT--
1220 S 800 EAST
OREM, UT 84097

MAVERIK COUNTRY STORES INC
--OR CURRENT RESIDENT--
1240 S 800 EAST
OREM, UT 84097

SH-CARILLON SQUARE LLC
--OR CURRENT RESIDENT--
1250 S 350 EAST
OREM, UT 84058

BYERS, BRYCE C & DANIELLE M
1261 S 1000 E
OREM, UT 84097

OREM EASTPOINTE LLC
--OR CURRENT RESIDENT--
1281 S 800 EAST
OREM, UT 84097

UNDERWOOD, GRANT & SHEREE
--OR CURRENT RESIDENT--
1144 S LYNNWOOD DR
OREM, UT 84097

ELLIS INVESTMENT COMPANY LTD
%RTM RESTAURANT GROUP PROP TAX
1155 PERIMETER CTR STE 1200
DUNWOODY, GA 30338

HARRIS, ANTOINE HILL & BARBARA BARNETT
1156 S PALISADES DR
OREM, UT 84097

STROM, JOE S
--OR CURRENT RESIDENT--
1158 S GRAFF CIR
OREM, UT 84058

WASHBURN MANAGEMENT LC
--OR CURRENT RESIDENT--
1163 S STATE ST
OREM, UT 84097

BLACKLEY, DEMOYNE & DARLINE
1183 S PALISADES DR
OREM, UT 84097

PETERSON, CHRISTOPHER JAMES & MIKE W
1184 S PALISADES DR
OREM, UT 84097

UNITED STATES POSTAL SERVICE THE
--OR CURRENT RESIDENT--
1200 S 800 EAST
OREM, UT 84059

MOUNTAIN AMERICA CREDIT UNION
--OR CURRENT RESIDENT--
1219 S 800 EAST
OREM, UT 84097

JACOBSEN, KAREN K
1222 S WILLOWSPRING
OREM, UT 84097

REID, VAUGHN W & JUNE W
1320 W 600 S
PROVO, UT 84601

FLETCHER, LAURA B
1300 BIGELOW RANCH RD
VEYO, UT 84782

KEY BANK NATIONAL ASSOCIATION
--OR CURRENT RESIDENT--
1245 S 800 EAST
OREM, UT 84097

TVT PROPERTIES LLC
--OR CURRENT RESIDENT--
1327 S 800 EAST
OREM, UT 84097

FIRST COLONY MORTGAGE
CORPORATION
1320 S 740 E
OREM, UT 84097

OREM EASTPOINTE LLC
--OR CURRENT RESIDENT--
1259 S 800 EAST
OREM, UT 84097

SHALLENBERGER, ROXANNE H &
STEVEN R
1330 S 1000 E
OREM, UT 84097

TVT PROPERTIES LLC
--OR CURRENT RESIDENT--
1325 S 800 EAST
OREM, UT 84097

JEFFREY D JOHNSON DDS PC
1273 N UNIVERSITY AV # 6
PROVO, UT 84604

SIERRA WEST DIAMONDS INC
1344 S 800 E # 1
OREM, UT 84097

TVT PROPERTIES LLC
1329 S 800 E
OREM, UT 84097

W & G COMPANY LLC
--OR CURRENT RESIDENT--
1290 S STATE
OREM, UT 84058

THOMAS BROTHERS INVESTMENTS
--OR CURRENT RESIDENT--
1348 S 800 EAST
OREM, UT 84097

UNIVERSITY FESTIVAL LC
--OR CURRENT RESIDENT--
1335 S STATE ST
OREM, UT 84097

HEATH, BRADLEY VAUGHN
1301 OAK TREE LA
LAS VEGAS, NV 89108

DEXTER, WAYNE R & DONNA LEE
1360 S 740 E
OREM, UT 84097

SIERRA WEST DIAMONDS INC
--OR CURRENT RESIDENT--
1344 S 800 EAST UNIT#1
OREM, UT 84097

SUN DEVELOPMENT LP
--OR CURRENT RESIDENT--
1320 S STATE ST
OREM, UT 84097

JOHNSON, FRED M & LORRAINE
--OR CURRENT RESIDENT--
1361 S 740 EAST
OREM, UT 84097

NJ MANAGEMENT LLC
--OR CURRENT RESIDENT--
1352 S 740 EAST
OREM, UT 84097

HALLE PROPERTIES LLC
--OR CURRENT RESIDENT--
1325 S STATE ST
OREM, UT 84097

GSF-OFFICE CONDOS LLC
--OR CURRENT RESIDENT--
1367 S 740 EAST
OREM, UT 84097

WALKER, MICHAEL J & TAMARA H
--OR CURRENT RESIDENT--
1360 S 800 EAST
OREM, UT 84097

ALDRICH, JOHN M (ET AL)
--OR CURRENT RESIDENT--
1330 S 740 EAST
OREM, UT 84097

FOUNTAIN OF HUMBER LLC
--OR CURRENT RESIDENT--
1373 S 740 EAST
OREM, UT 84097

NKA INVESTMENTS LLC
%PAULSON, NICOLE
1362 N 430 E
OREM, UT 84097

R AND S MANAGEMENT LC
%PEACOCK, STEVEN
1344 S 800 E # 200
OREM, UT 84097

LEW, MORTON S & C Y
1384 N 1400 W
PROVO, UT 84604

TWITCHELL, DONNA D
--OR CURRENT RESIDENT--
1370 S 800 EAST
OREM, UT 84097

R AND S MANAGEMENT LC
--OR CURRENT RESIDENT--
1344 S 800 EAST UNIT#2
OREM, UT 84097

SALMON INSURANCE LLC
--OR CURRENT RESIDENT--
1391 S 740 EAST
OREM, UT 84097

PACIFICORP (ET AL)
1407 W NORTH TEMPLE
SALT LAKE CITY, UT 84116

SILVA, EDUARDO
1457 N 350 E
OREM, UT 84057

ALPINE CREDIT UNION
1510 N STATE ST
OREM, UT 84057

KULINA, CHRISTOPHER P & STACY MYERS
1607 MOUNTAIN OAKS DR
OREM, UT 84097

DICKERSON FAMILY LLC
1665 E 700 S
MAPLETON, UT 84664

THOMAS, JEFFREY E & SHAROLYN K
1775 N 645 W
OREM, UT 84057

HENRIE APARTMENTS LLC
1829 S 100 W
OREM, UT 84058

JASON BENCH
1911 N MAIN STREET
OREM, UT 84057

CHAPMAN, CATHERINE V
%NEILSON, LINDA
2022 GLENDON WY
PLEASANT GROVE, UT 84062

RAMIREZ, CARLOS E & JILL
--OR CURRENT RESIDENT--
1379 S 740 EAST
OREM, UT 84097

FIRST COLONY MORTGAGE CORPORATION
--OR CURRENT RESIDENT--
1385 S 740 EAST
OREM, UT 84097

LOVELL, TYSON D
1393 S 800 E
OREM, UT 84097

FREE, W DAVID & KRISTINE K
1424 E MCLELLAN RD
MESA, AZ 85203

HOLBROOK RENTALS LLC
1462 W 1970 N
PROVO, UT 84604

FRANCIS, LEE & SHARON
1548 W 1825 N
PROVO, UT 84604

BUSCH PROVO LC
1624 BELLFLOWER CT
WALNUT CREEK, CA 94596

WILSHIRE MERIDIAN LLC
1714 14TH ST
SANTA MONICA, CA 90404

HILL, WELDON K & GEAN B (ET AL)
1784 E 1150 N
LAYTON, UT 84040

TBS/303 E 1200 S LLC
1874 SKYLINE DR
OREM, UT 84097

DEXTER, WAYNE R & DONNA LEE
--OR CURRENT RESIDENT--
1358 S 740 EAST
OREM, UT 84097

HOLT IVIN & LOUISE PROPERTIES LC
1360 W 900 N
PROVO, UT 84604

JOHNSON, FRED M & LORRAINE
--OR CURRENT RESIDENT--
1366 S 740 EAST
OREM, UT 84097

DEXTER HOLDINGS LLC
--OR CURRENT RESIDENT--
1372 S 740 EAST
OREM, UT 84097

STRASBURG, HEIDI & LEWIS T
1383 S 800 E
OREM, UT 84097

SALMON INSURANCE LLC
1391 S 740 E UNIT 13
OREM, UT 84097

UTAH POWER & LIGHT COMPANY
1407 W N TEMPLE
SALT LAKE CITY, UT 84110

DEWON HOLT
HILLCREST NEIGHBORHOOD CHAIR
1442 S 605 EAST
OREM, UT 84057

PIERSON, SUZANNE D
%LOCKWOOD, T PIERSON
1490 SPRINGDELL DR
PROVO, UT 84604

JASPERSON, JOY L
1604 COUNTRY LA
ERDA, UT 84074

PERKINS, TIMOTHY K & CAROLYN R
2177 E 2100 N
LAYTON, UT 84040

C4681010 LLC
1968 HEATHER RD
OREM, UT 84097

QUESTAR GAS COMPANY
1640 NORTH MTN. SPRINGS PKWY.
SPRINGVILLE, UT 84663

BILLINGS, LEWIS K
2250 N UNIVERSITY PKY # 4825
PROVO, UT 84604

KEY BANK NATIONAL ASSOCIATION
2025 ONTARIO ST
CLEVELAND, OH 44115

PATCH, WESTON D & MIKA K
1727 PINE FOREST DR
COMMERCE TOWNSHIP, MI 48390

CARILLON SQUARE I LC
2415 NEFF'S LA
SALT LAKE CITY, UT 84109

CHRISTIANSEN, PATRICK
2180 N 600 W
PLEASANT GROVE, UT 84062

HOEN, EVELYN
1798 N 80 E
OREM, UT 84057

CALL, JAMES E
2452 N 1180 W
PLEASANT GROVE, UT 84062

M & W SAWAYA ENTERPRISES LLC
%H B BOYS
2280 S MAIN ST
SALT LAKE CITY, UT 84115

SAFFORD, C BRYANT & SHELIAH
1874 N SKYLINE DR
OREM, UT 84057

KC PROPCO LLC
%GREENSTREET REAL ESTATE PARTNERS
2601 S BAYSHORE DR 9TH FL
COCONUT GROVE, FL 33133

CARILLON SQUARE I LC
2415 E NEFFS LA
SALT LAKE CITY, UT 84109

UTAH CNTY SOLID WASTE DISTRICT
C/O RODGER HARPER
2000 WEST 200 SOUTH
LINDON, UT 84042

MONTGOMERY, CLARENCE S & NORMA C
2751 CAROLE DR
SALT LAKE CITY, UT 84121

HILLMAN, MARTIN EARL & JULIE
2550 RED HILL AV
SANTA ANA, CA 92705

UTOPIA
2175 S REDWOOD ROAD
WEST VALLEY CITY, UT 84119

OLSON, KIM
3086 STNDIO DR
CAYUCOS, CA 93430

HEAPS, LARRY DE LYNN & MARTHA F
2626 W 6970 S
SPANISH FORK, UT 84660

FISH, TED HOWARD & ANGELICA
2205 E CANYON RD
SPANISH FORK, UT 84660

DMA 950 LLC
3658 N RANCHO DR STE 101
LAS VEGAS, NV 89130

JKC LLC
2843 WATER VISTA WY
SANDY, UT 84093

C & J MINER INVESTMENTS LC
2282 N 1050 W
PLEASANT GROVE, UT 84062

GRAMMER WILLIAM, JILL (ET AL)
4367 VINTAGE DR
PROVO, UT 84604

SMRTHCHAR VENTURES LC
3507 N UNIVERSITY AV # 100
PROVO, UT 84604

PHILLIPS, MICHAEL J & BECKY
2450 S 400 E
HEBER CITY, UT 84032

UTAH DEPARTMENT OF TRANSPORTATION
4501 S 2700 W
SALT LAKE CITY, UT 84129

SH-CARILLON SQUARE LLC
3601 S 2700 W # G128
WEST VALLEY CITY, UT 84119

RONALD P FAKLER FAMILY LIMITED PARTNERSHIP THE
2572 STONEBURY LOOP RD
SPRINGVILLE, UT 84663

JOHNSON, STEVEN R & MARIA P
5225 N CANYON RD
PROVO, UT 84604

NELSON, GARY L & DENISE
3979 CRESTVIEW DR
SALT LAKE CITY, UT 84124

VATRUM DEVELOPMENT LC
%WOODBURY CORPORATION
2733 PARLEYS WY # 300
SALT LAKE CITY, UT 84109

UNIVERSITY CROSSING SHOPPING CENTER LLC
%CCA ACQUISITION COMPANY
5670 WILSHIRE BLVD STE 1250
LOS ANGELES, CA 90036

J&J REAL ESTATE HOLDINGS LLC
4526 N 150 W
PROVO, UT 84604

SISKIN INVESTMENT COMPANY LLC
2873 MARRCREST NORTH CIR
PROVO, UT 84604

MOUNTAIN AMERICA CREDIT UNION
%ATTN: FACILITIES DEPT
7181 CAMPUS VIEW DR
WEST JORDAN, UT 84084

WARDLEY, LYNN E
5296 S COMMERCE DR # 303
MURRAY, UT 84107

NIELSON FAMILY PARTNERSHIP LTD
3575 N 100 E STE 175
PROVO, UT 84604

JANSEEN, ROMA M
9066 S MOUNTAIN IRIS WY
WEST JORDAN, UT 84081

BARRY, H WESLEY & LA BELLE B
6112 W JULIE DR
GLENDALE, AZ 85308

KOFFORD, CREE L & ILA M
4334 FOOTHILL DR
BOUNTIFUL, UT 84010

JONES, PHYLLIS M
9503 S ORTON RD
SALEM, UT 84653

UNITED STATES POSTAL SERVICE THE
8055 E TUFTS AV
DENVER, CO 80237

BENNETT, GLENNITA R
4591 CANYON RD
PLEASANT GROVE, UT 84062

CHRISTENSEN, RACHEL R & RACHEL
10150 BLANCHE CIR
BUENA PARK, CA 90620

AVILA, ANTONIO
9204 S BRIGHTON VIEW DR
SANDY, UT 84070

PAUL THOMAS PROPERTIES LLC
5662 W RED NARROWS
WEST JORDAN, UT 84081

DEXTER, WAYNE R & DONNA LEE
11468 SUNSET HILLS DR
HIGHLAND, UT 84003

COMCAST
9602 SOUTH 300 WEST
SANDY, UT 84070

SECRETARY OF VETERANS AFFAIRS
6900 ALMEDA RD
HOUSTON, TX 77030

KMW PROPERTIES LLC
12721 WHISPER BEND DR
DRAPER, UT 84020

G & S OFFICE LEASING LC
10160 N 5890 W
AMERICAN FORK, UT 84003

JOHNSON, DAVID
8506 JARDIM WY
SANDY, UT 84093

VAN TASSELL, GLADE & GLADE W
12930 FORT ST
DRAPER, UT 84020

STROM, JOE S
11529 BULL RIVER CIR
AMERICAN FORK, UT 84003

HEALY GLEN S FAMILY LIMITED PARTNERSHIP (ET AL)
9440 E 21000 N
FAIRVIEW, UT 84629

OREM HEALTH HOLDINGS LLC
27101 PUERTA REAL # 450
MISSION VIEJO, CA 92691

CRANE, LORI DEE
12729 SUNDAY DR
RIVERTON, UT 84096

KAWAKAMI, PAUL W
10017 N MYSTIC CIR
AMERICAN FORK, UT 84003

BUCKWALTER, BRIANT A
23276 FOREST CANYON DR
DIAMOND BAR, CA 91765

HALLE PROPERTIES LLC
20225 N SCOTTSDALE RD
SCOTTSDALE, AZ 85255

STRANG, ROBERT BUD (ET AL)
10299 S SPRING CREST LA
SOUTH JORDAN, UT 84095

PREMIER AUTO SELECTION LLC
12893 MINUTEMAN DR
DRAPER, UT 84020

BAKKER, RALPH E & DENETTE L
11712 PINE ST
LOS ALAMITOS, CA 90720

Proposed University Mall Mixed Use Development
Neighborhood Meeting Minutes
October 24, 2013 6:00 to 9:00 pm
Community Room at University Mall

Attendees:

- 1085 Notices were sent out to nearby Orem City Residents
- 180 chairs were provided and crowd was standing room only – so we believe we had close to 200 residents attend
- TV Camera crews attended from KUTV Channel 2, Channel 11, and Fox Channel 13
- Newspaper reporters in attendance – Janelle Pugmeyer from Daily Herald
- Woodbury Team – Rob Kallas, Kris Longson, Marisa Smith, Kathy Olson

Presentation 6:00 to 6:30 pm:

Rob Kallas made introductions and talked about some of the neighborhood leaders the Woodbury team had talked to in advance of the neighborhood meeting. These leaders gave input to the proposed plan, provided ideas for improving the project, and identified issues they expected area residents to raise.

Kris Longson gave an overview of the larger vision of creating a "University District" that will create a walkable downtown character for the city of Orem. Retail and office space, residential, parks and numerous other amenities will form an urban gathering place for the community. No other development outside of Salt Lake City will have more amenities for its office and residential tenants. With over a million square feet of retail, many sit down and fast casual restaurants, a cinema, tennis and swim club, parks, activities and living space all at their front door, the exciting benefits this new University District will create will deliver an unparalleled overall lifestyle experience.

Salt Lake City based Woodbury Corporation is a third generation, family owned commercial real estate company. This new mixed use plan isn't just a development, University Mall was the first major project for the Woodbury family when they built it in 1973 and consider it to be part of the family's legacy. The Woodbury's have also developed four other retail developments and a hotel in Orem. These projects are all still owned by Woodbury and it is a great benefit to the community to have an owner so involved and committed to the community.

Kris Longson then gave a PowerPoint presentation outlining major aspects of the plan:

- Existing Conditions – 112 acres, 67 acres of which is asphalt parking
- Concept Plan – the concept plan provides a general guideline for how all that asphalt will be redeveloped into a mixed use town center. The mixed-use project is oriented around a park and will be divided into several "neighborhoods", some focused on office and retail, some retail and residential, and some exclusively residential. University Mall will be the backbone and serve as the main shopping district of the new development called University Place. A grand central park will be created on the north side of the mall serving as a community gathering place. A new road will be constructed connecting State Street to 800 East. Office and retail uses will be concentrated along State Street and University Parkway. Residential uses will be concentrated in the areas where there is adjacent existing housing. The center of the site will be a mix of uses including residential, office, parking structures and possibly a hotel.

- Park Concept Plan – A Park that is almost the size of two football fields is planned for the center of the development. This park is designed to be a community gathering place and will include an entertainment pavilion, waterfall/stream/fountain features, a large enclosed children's play area, café seating, sculpture gardens, and terraced seating areas. The park will be the site of a community Christmas tree, Easter egg hunts, art shows, car shows, community dinners, yoga classes, vendor carts and patios with Wi-Fi. A huge LED screen will be hung adjacent to the pavilion which can broadcast sports events, or be used for movies in the park, fashion shows, or group gaming. The pavilion can be used for concerts, fashion shows, university talent shows, and can serve as an additional venue for the Timpanogas Storytelling Festival, including the possibility of having a huge Christmas Story telling venue during Christmas and the lighting of the big Christmas tree.
- Swim and Tennis Club
- Sample Building and Architectural Styles

Kris Longson gave a brief overview of the Plan Commission Exhibits:

- Limited and Open Zones – The areas immediately adjacent to residential on 590 East, 1150 South and 800 East are designated as "Limited Zones" The uses, building heights and signage are restricted in these areas to minimize the effect of the development on surrounding residential areas. The 8' high masonry wall will be maintained along the western perimeter of the project to screen the residents from Costco.
- Setbacks and Landscaping – A 20' landscape setback will be maintained along 800 East protecting the existing landscaping and multipurpose path. Setbacks are also created along the westerly property boundary to minimize impacts on the neighborhood. 20 to 25' setbacks are established along State and University Parkway to provide for a continuation of the bake lanes running on 1200 South and University Parkway.
- Conceptual Road Locations and Types – the connector street from State to 800 East will be a 4 lane road between State and the park, and then will change to a 2 lane with parallel parking from the park to 800 East. The reduction in road size is intended to slow traffic, to maintain the walkable, bikeable character that Woodbury is trying to create in this new town center. Additional roads are being added to site to create better road connectivity in the area. This provides alternate routes to State, University Parkway and 800 East, potentially reducing congestion on these streets.
- Utility Easement Locations – (this was skipped over pretty quickly because the audience did not seem to be interested in the details)

6:30 to 9:00 pm – Question and Answer Session - After the presentation, neighbors broke off into small groups where the Woodbury team members could answer questions and note down issues that were raised with the plans. Some of the questions raised included:

- **What connectivity is planned with the neighborhood to the west of the mall**? *Our master planners created a road network that extended all adjacent roads into the new town center. However significant neighborhood opposition caused us to change that plan, and to maintain the 8' concrete block wall separation between the neighborhood and the mall. We plan to turn those road connection locations into parks for the time being, so that the land will be available for connection in the future, if the neighborhood changes their mind.*

- **Will the project interface with the neighborhood to the west?** *Our master planners planned residential buildings to line the 590 East and 1150 South edges of the development. They advocated that these residential buildings should face the neighborhood, but their parking would all be accessed from the mall side of the homes. Again, some neighborhood requests are causing us to rethink these blocks. Some of the neighbors prefer that the 8' concrete block wall be maintained in these locations.*

- **Woodbury owns several homes adjacent to the mall. Are there any plans to expand the project further west or further north?** *There are currently no plans to expand the project beyond its current borders. As people have wanted to sell their homes, the Woodbury's have been willing to buy them at market value. The Woodbury's will still entertain buying any homes in the neighborhood at a reasonable market rate.*

- **8th East is already prone to auto accidents. Won't this development make that worse?** *Our traffic consultants have spent considerable time looking at issues on 8th East. They are recommending an additional traffic signal at 1100 south, and a HighT intersection at 900 South. The High T would restrict traffic from the development to right-in/right-out. The neighborhood to the east would continue to have full right and left turn capabilities, but the High T intersection would provide a median area of refuge for cars turning left, thus reducing accidents at this corner.*

- **How many residential units are planned?** *That will depend on the market demand. We believe there will be high demand for these units because of the walkable character of the neighborhood, and the fact that almost all day to day needs to be handled by walking rather than driving. With the existing million square feet of retail, new places to work, 20 restaurants, Costco, Cinemark and the entertainment provided in the central park, we expect this to be a highly desirable place to live. The current proposal for the PD-34 zone provides for 1.5 units per 1,000 sf of commercial.*

- **How tall will the buildings along 8th East be?** *The proposed zoning limits those buildings to a maximum height of 60'.*

- **How tall will the buildings in the center of the project be? Will they block the views of the mountains from the houses to the west?** *Again the limited zone restricts the height of the buildings in this area. The 7 houses immediately fronting 590 East may have some view interference, but all other houses in the neighborhood will not have an issue. The homes along 590 East are proposed to have a 45' maximum building height.*

- **The park concept contains a stage. What types of entertainment are planned for the stage? Will the noise keep me up at night?** - *The pavilion is not planned to compete with the SCERA Shell for large concerts. The types of uses we envision include smaller musical entertainment, fashion shows, talent shows, yoga classes, cowboy poetry and Timpanogas Storytelling Festival activities.*

- **Will there be hotels? (they are proposed)** *One hotel is being considered for either a parcel in the center of the development, or a parcel along State Street.*

Some of the Concerns that were raised included:

- **Dense development is going to create additional pollution and increase traffic.** *Concentrating economic development in one place gives the city an increased tax base that will allow the city to increase services and keep property taxes low, while keeping increased traffic confined to one small area of town. National studies of mixed used developments show that if this amount of economic development were created piecemeal throughout the city, traffic counts and pollution would be 20% higher. With grocery, retail, residences and offices all on one site, 20% of the trips will not need to travel outside the project boundaries. In addition, the landscaping and park areas will help absorb CO2, in contrast to 56 acres of existing asphalt parking that absorbs nothing and generates no economic benefit.*

- **The buildings (homes and parking deck) will block some of the views of the mountains for those living on 590 East.** *With the exception of 2 office building locations south of 1100 South that could go higher if the market demand is there, every master plan concept we have considered limits all of the buildings to 5 stories or less, and the buildings immediately fronting 590 East are limited to a 45' height. The views of the 7 houses on 590 East will have some blockage of their views to the east. The proposed buildings on 590 East are low enough that views should not be affected in the rest of the neighborhood.*

- **Apartments and other residential units for rent may add to crime in the area.** *Woodbury is partnering with a recognized homebuilder, to build the residential portion of this project. Both Woodbury and their residential partner are known for keeping all of the projects that they have developed in their own portfolio, and managing those projects themselves. The apartments to be developed will be at the high end of the rental market, with an eye toward the possible conversion to condos when the market changes enough to make this financially feasible. Both Woodbury and our residential partner have a vested interest in maintaining the quality of the tenants in the residential buildings.*

- **Types of entertainment in the park that involve the stage may be noisy for those who live nearby** *The stage is being specifically designed to face away from the neighborhoods to minimize the amount of noise that travels into the surrounding neighborhoods. As noted above, the pavilion is not planned to compete with the SCERA Shell for large concerts. The types of uses we envision include smaller musical entertainment, fashion shows, talent shows, yoga classes, cowboy poetry and Timpanogas Storytelling Festival activities.*

We welcome additional comments and concerns to be voiced about this plan. We are in the process of setting up a web page where people can keep abreast of new developments, request information, make comments and raise issues. In the meantime you can email questions and concerns to k_olson@woodburycorp.com

OREM DRC APPLICATION

APPLICANT INFORMATION — FORM EXPIRES: 06-30-2004

Name: University Mall Shopping Center, L.C. Phone: 801-485-7770

Address: 2733 East Parleys Way, Suite 300 FAX:

City: Salt Lake City State: UT Zip: 84109 e-mail: UMall@woodburycorp.c

PROJECT INFORMATION

Project Name: University Mall

Project Address: 575 E University Parkway, Orem, UT 84097

Nature of Request (check all that apply) **and Filing Fee Amount**

SUBDIVISION PLATS/LOT LINE ADJUSTMENT	ORDINANCE AMENDMENTS	OREM GENERAL PLAN AMENDMENTS	MISCELLANEOUS	APPEALS/OTHER
☐ Preliminary/PRD	Sign	Land Use Map Change	Site Plan Admin. Approval	To City Council
Preliminary deep lot sign fee	Subdivision	Text Change	Site Plan	To Planning Commission
Final	Zoning Text $600		Concrete/Masonry Fence	Street Vacation
	New PD Zone, Text		Daycare Site Approval $100	Annexation
Vacation/Amendment	☒ Rezone		Temporary Site Plan Approval	Driveway Entrance Modification
Final PRD	New PD Zone, Rezone		Conditional Use Permit	Resubmittal Fee
			Fence Modification/Waiver	
Lot Line Adjustment $400 + $25 each lot including recording fees			Condominium Conversion	☐ Other

FILING FEES AND REQUIRED COPIES

FILING FEES: The filing fee for each "Nature of Request" checked above is required at the time the application is filed with the City. The fee amount is listed above. One DRC Application may be used for more than one Nature of Request.

REQUIRED COPIES: Two (2) full size copies 24" by 36", one (1) copy reduced to an 11" by 17", one (1) copy reduced to an 8½" by 11" shall be submitted with each application for Subdivision Plats, Conditional Use Permits, Site Plans, and Condominium Conversions.

APPLICANT NOTES, SIGNATURE, AND CONTACT PERSON

Once the Development Review Committee determines your application is complete the Staff will forward it to the Planning Commission and City Council. **The applicant's attendance at the Planning Commission and City Council meetings is required.** The City Council is the final approving authority on the following items: Conditional Use Permits; Appeals; City Code amendments; General Plan Amendments; Fence Modifications; and site plans in the following zones: PD-1, PD-4, PD-5, PD-15, PD-16, and PD-21.

The applicant shall hold a neighborhood meeting in accordance with the City Code for the following requests:

This DRC Application must be **complete** at the time it is submitted to the City or it may not be accepted.

Application fees effective July 1, 2003 subject to fee changes.

Applicant Signature: [signature] Contact Person Name: Phone:

Date Filed: Date Rec'd: Received by:

Please Note: The deadline for filing this application to be considered at the next DRC Meeting is Monday at noon. If Monday is a Holiday the deadline is extended to the following Tuesday at noon. Once filed with the City, you may contact any of the following individuals to learn of the status of this application: Jason Bench, 229-7238; David Stroud, 229-7095; or Clinton Spencer, 229-7267.

Project Timeline

Project: University Mall rezone to PD-34

1. DRC application date: 10/14/2013
2. Obtained Development Review Committee clearance on: 10/17/2013
3. Publication notice for PC sent to Recorders office on: 10/14/13/2013
4. Neighborhood notice for Planning Commission mailed on: 10/29/2013
5. Planning Division Manager received neighborhood notice on: 10/30/2013
6. Planning Commission recommended to continue on: 11/6/2013
7. Planning Commission recommended approval of 11/20/2013
8. Publication notice for CC sent to Recorders office on: 10/23/2013
9. Notice for City Council mailed on: 10/29//2013
10. Planning Division Manager received neighborhood notice on: 10/30/2013
11. Property posted for City Council on: 11/4/2013
12. City Council recommended to continue on: 11/20/2013
13. The City Council approved/denied/continued on: 12/10/2013

CITY OF OREM

CITY COUNCIL MEETING

DECEMBER 10, 2013

REQUEST:	**RESOLUTION – Accept Fiscal Year 2012-2013 Audit**
APPLICANT:	City of Orem
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Website
-Faxed to newspapers
-E-mailed to newspapers
-Neighborhood Chair

SITE INFORMATION:
General Plan Designation:
N/A
Current Zone:
N/A
Acreage:
N/A
Neighborhood:
N/A
Neighborhood Chair:
N/A

PREPARED BY:
Richard Manning Administrative Services Director
APPROVED BY:

RECOMMENDATION:
The City Manager recommends the City Council, by resolution, accept the Fiscal Year 2012-2013 audit as presented.

BACKGROUND:
In accordance with State Law, the City is required to have a complete financial audit performed by an independent auditing firm on an annual basis.

Over the past several months, the accounting firm of Keddington & Christensen, LLP has been reviewing the City's financial records and has now completed their audit. All of the audit information is included in the Comprehensive Annual Financial Report (CAFR). Representatives from Keddington & Christensen, LLP will review the CAFR in their presentation to the City Council during the meeting. The City ended the fiscal year at June 30, 2013, in relatively sound financial condition and has received an auditor's opinion with no qualifications (a "clean" opinion).

RESOLUTION NO. _____

A RESOLUTION BY THE OREM CITY COUNCIL ACCEPTING THE AUDIT FOR FISCAL YEAR ENDING JUNE 30, 2013 AS COMPLETED AND PRESENTED BY KEDDINGTON & CHRISTENSEN, LLC

WHEREAS; State Law requires the City of Orem complete a financial audit performed by an independent auditing firm on an annual basis; and

WHEREAS Keddington & Christensen, LLC has, by contractual agreement, completed the audit for the Fiscal year ending June 30, 2013; and

WHEREAS Keddington & Christensen, LLC has reviewed the completed audit with the City Council and City staff; and

WHEREAS the City Council wishes to accept the audit performed by Keddington & Christensen, LLC.

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The audit for the Fiscal Year ending June 30, 2013, as completed and presented by Keddington & Christensen, LLC is accepted.
2. This resolution shall take effect immediately upon passage
3. All ordinances, resolutions or policies in conflict herewith are repealed.
4. This resolution shall take effect immediately upon passage.

PASSED AND APPROVED this **10th** day of **December** 2013

_____
James T. Evans, Mayor

ATTEST:

_____
Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"

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COUNCIL MEMBERS VOTING "NAY"

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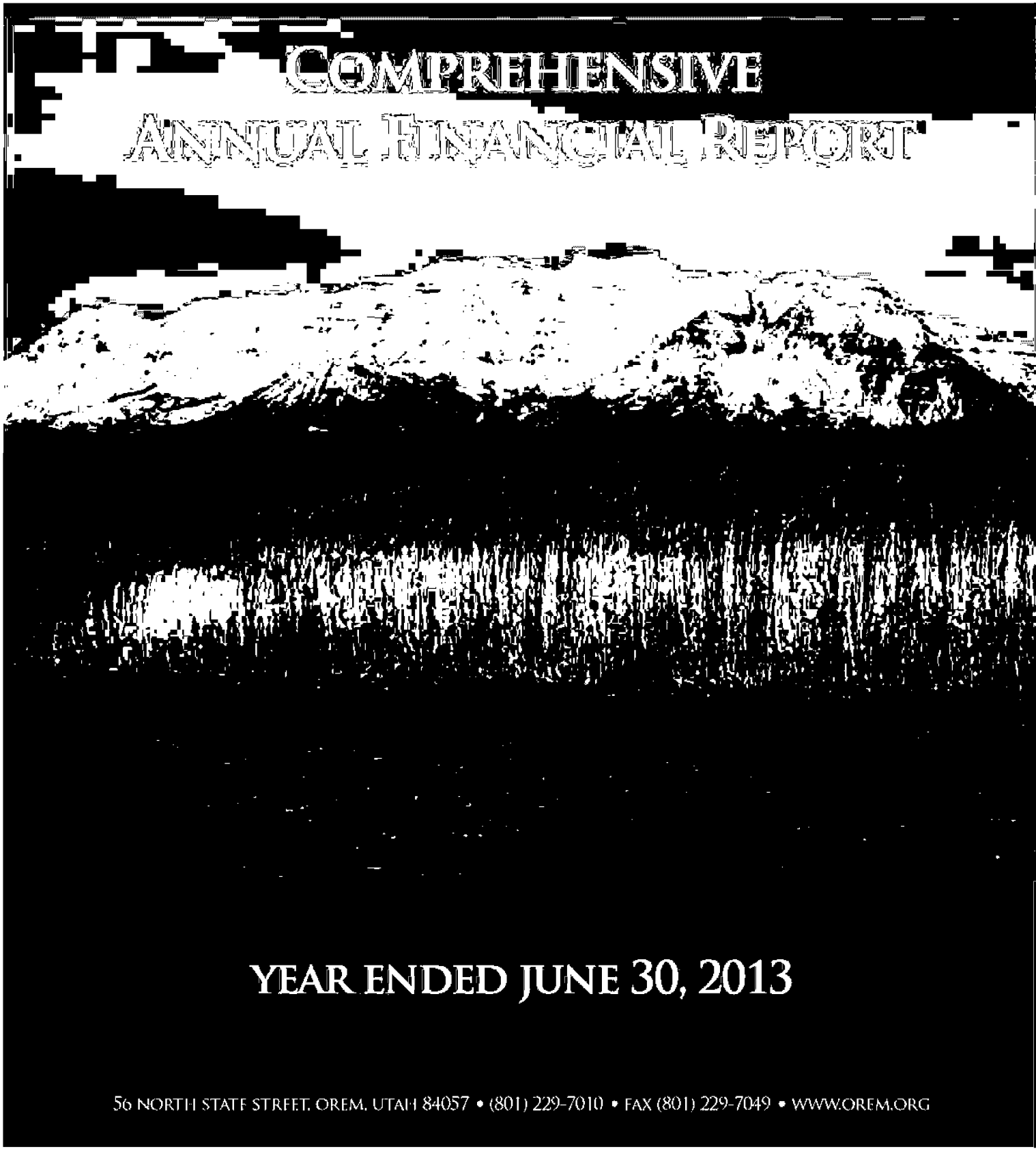
CITY OF OREM

STATE OF UTAH

COMPREHENSIVE ANNUAL FINANCIAL REPORT



YEAR ENDED JUNE 30, 2013

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CITY OF OREM

STATE OF UTAH

COMPREHENSIVE
ANNUAL FINANCIAL REPORT

YEAR ENDED JUNE 30, 2013

Prepared by:
City of Orem, Administrative Services Department
Richard B. Manning, Administrative Services Director
Brandon C. Nelson, CPA, Accounting Division Manager

City of Orem, Utah
Comprehensive Annual Financial Report
For the Fiscal Year Ended June 30, 2013

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INTRODUCTORY SECTION

CITY OF OREM
OFFICE OF THE CITY MANAGER

December 10, 2013

To: Mayor and City Council

Subject: Comprehensive Annual Financial Report

In our ongoing efforts to provide more comprehensive financial information regarding the City, the Administrative Services Department has now completed its twenty-sixth Comprehensive Annual Financial Report.

The report contains critical financial information regarding the City's activities over the past fiscal year. The report of Keddington & Christensen, LLC, resulting from their annual independent audit is included as a part of this annual report. Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with City management.

We believe that the data, as presented, is accurate in all material aspects and fairly sets forth the financial position and results of operations of the City as measured by the financial activities of its various funds. Disclosures necessary to enable the reader to gain an understanding of the City's financial affairs have also been included.

The City concluded the year ended June 30, 2013, in relatively sound financial condition. The following is an overview of the City's financial condition.

Operating Revenues

While the City has suffered the same recessionary and recovery trends as the rest of the nation since 2008, sales tax revenues have gradually been increasing over the past two years. Revenue from sales taxes is still well below 2008 numbers however. Revenues related to the building industry have begun to increase, a trend noted throughout the nation. Franchise taxes increased 5.1% over FY 2012, having surpassed pre-recession levels.

Revenues for the water, water reclamation, and storm sewer funds have been reasonably consistent each year to support their operational needs. However, since fee increases have only been able to basically cover the cost of operations, very little money has been available for capital projects needed to improve and maintain these systems. Thus, it continues to be important that we evaluate the fees and charges associated with these funds each year.

Revenues for other service areas such as residential solid waste collection and recreation programs are stable. However, the street lighting fund continues to struggle due to a lack of dedicated operational funding.

Expenditures

The City's biggest challenge is in finding a long-term funding solution to pay for the City's UTOPIA pledge obligation. The City has reduced costs in every area to try to be able to meet the effects of the economic recession and this obligation. This has been done through the elimination of most capital projects, no raises for employees over the last five years, leaving vacant positions unfilled, and decreasing employee training and travel costs among other things. Continual efforts are being made to perform needed services in as efficient of a manner as possible.

56 NORTH STATE STREET OREM, UTAH 84057 (801) 229-7037 FAX (801) 229-7031

The City's infrastructure is in stable condition, but continues to deteriorate as needed improvements and/or maintenance continue to be pushed into the future. Within the last year, the City has been involved in several significant capital projects. These projects include:

- Several miles of new asphalt overlays, slurry seals, and crack sealing applied to city roads.
- The completion of a $13 million water reclamation plant expansion primarily financed by an interest free state loan.
- The continuation of the laying of new water mains and the replacement of old four inch water lines financed by a water revenue bond.
- Lindon Hollow Storm Drainage project.
- Enclosure of the Murdock Canal and utility relocation.
- Geneva Road & I-15 widening projects.

Additional Capital Funding is needed:

- To construct a new fire station to serve the growing population west of Interstate 15. This was included in the FY 2009 Budget, but was put on hold due to reduced revenues.
- To construct additional intersection signals and upgrade existing intersections with double left turn lanes.
- To install street lights in the portions of the city previously served by special lighting districts.
- To purchase additional open space for parks and recreation activities.
- To construct additional sidewalks.
- For continued road maintenance.
- To improve transportation in the city through street improvements, trails, bike paths, mixed uses and mass transit.
- To purchase and install a radio-read water meter system.
- For cemetery expansion.
- For southwest area water and sewer improvements.
- For facility improvements like HVAC system upgrades at the Senior Friendship Center and City Center, roof replacement at the City Center, and new carpet in the Library.

These projects will be funded over the next several years as opportunities for one-time monies, such as land sales, unanticipated revenue, grants, and other resources become available to the City.

The preparation of this Comprehensive Annual Financial Report could not have been accomplished without the dedicated efforts of many individuals. In particular, the efforts of the Administrative Services Department staff who continue to upgrade and improve the City's accounting and financial reporting systems which improve the quality of information being reported to you; State oversight boards; and the citizens of the City of Orem.

If you have questions regarding the Comprehensive Annual Financial Report, please feel free to discuss them with Richard Manning, Brandon Nelson or me.

Yours truly,

James P. Davidson
City Manager

CITY OF OREM
DEPARTMENT OF ADMINISTRATIVE SERVICES

December 10, 2013

James P. Davidson
City Manager

City of Orem, Utah

The State of Utah requires that all local governments publish, within six months of the close of each fiscal year, a complete set of financial statements presented in conformity with generally accepted accounting principles (GAAP) and audited in accordance with generally accepted auditing standards by a firm of licensed certified public accountants. This Comprehensive Annual Financial Report (CAFR) of the City of Orem, Utah for the fiscal year ended June 30, 2013, is hereby submitted to you, in accordance with these requirements.

This financial report has been prepared according to the guidelines set forth by the Governmental Accounting Standards Board's (GASB) Statement 34. This report consists of management's representations concerning the finances of the City of Orem. Consequently, management assumes full responsibility for completeness and reliability of all information presented in this report. To provide a reasonable basis for making these representations, management has established an internal control framework that is designed to both protect the assets of the City from loss, theft, or misuse and to allow for the compiling of sufficient reliable information for the preparation of the City's financial statements in conformity with GAAP. Because the cost of internal controls should not outweigh their benefits, the City's internal control procedures have been designed to provide reasonable rather than absolute assurance that the financial statements will be free from material misstatement. To the best of management's knowledge and belief, this financial report is complete and reliable in all material respects.

Keddington & Christensen, LLC, a firm of licensed certified public accountants have audited the City of Orem's financial records. The goal of the independent audit was to provide reasonable assurance that the financial statements of the City of Orem for the fiscal year ended June 30, 2013, are free of material misstatement. The independent audit involved examining on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent concluded based upon the audit, that there was a reasonable basis for rendering an unqualified opinion that the City of Orem's financial statements for the fiscal year ending June 30, 2013, are fairly presented in

56 NORTH STATE STREET OREM, UTAH 84057 (801) 229-7017 FAX (801) 229-7169

conformity with GAAP. The independent auditor's report is presented as the first component of the financial section of this report.

Generally accepted accounting principles require that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement MD&A and should be read in conjunction with it.

Economic Condition and Outlook

The City of Orem is located in north central Utah and is currently the fifth largest city in the state with a 2010 census population of 88,328 and an estimated population at June 30, 2013, of 89,584. Utah Valley University (UVU) is a major employer in the City with enrollment in excess of 34,000 students. UVU became a university on July 1, 2008 and is now the State's largest university.

The City has been involved in active economic development over the past two decades attracting stable industries and organizations. This economic development activity has directly led to the creation of approximately 7,000 non-retail jobs and thousands of retail jobs. The University Mall is the anchor to the largest retail area between Salt Lake County and Clark County, Nevada. The Mall was revitalized through a major remodeling project which attracted several large national retailers like Costco and Macy's. This remodeling has helped the mall become a major entertainment center with theaters and restaurants which attract customers to the area. The Mall is poised to commence another transformation ensuring its continued vibrancy and standing as an economic anchor for the community. The City continues to recover from the great recession similar to the rest of the country. However, employment in Utah has grown substantially, especially in Utah County. The county unemployment rate at June 30, 2013, was 5.3% compared to 5.2% for the state and 7.6% nationally. Utah County non-farm job growth the past year was 5.2% compared to 1.7% nationally.

Although sales tax revenues, the City's largest source of tax revenue, continue to be below pre-recession levels, businesses not part of the housing or construction industry have generally recovered however. The housing industry continues to show signs of strengthening as building permit and associated development revenues increased in the last fiscal year. The City continues to see consistent growth year-over-year from most of its significant revenue sources. To compensate for the significant revenue declines that occurred as part of the recession, the City has made personnel, operational, and capital project budget cuts. In prior years, the City reduced the General Fund staffing level by 19.5 positions. In January 2013, the City eliminated an additional 18 positions to meet expense obligations that were tied to a property tax increase which has been put to a voter referendum in November 2013. The City remains optimistic regarding the future and is pro-actively planning its financial future through strategic plans and economic sustainability models.

Major Initiatives

For the Year

During the year, the City has worked on several needed projects to benefit the residents and businesses of the community. These projects include, but were not limited to the following:

- Major expansion of the Water Reclamation Plant
- On-going preventive maintenance on City-owned streets
- Lindon Hollow Storm Water Drainage project
- UTOPIA mainline expansion in Orem

The current master plans for the water, water reclamation, storm sewer, and road systems are currently in the process of being revised to further assure sustainability of the City's infrastructure.

For the Future

The City faces many challenges in the future, the most significant of which are:

- Continued road maintenance
- Completion of the storm sewer system
- Construction and staffing of a new fire station
- Completion of the City-wide sidewalk system
- Continued expansion of UTOPIA
- Maintaining levels of service for all General Fund operations

Other Information

Awards

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the City for its Comprehensive Annual Financial Report (CAFR) for the fiscal year ended June 30, 2012. This was the twenty-fifth consecutive year that the City has received this prestigious award. In order to be awarded a Certificate of Achievement for Excellence in Financial Reporting, the City published an easily readable and efficiently organized comprehensive annual financial report, the contents of which conform to program standards. This report must satisfy both generally accepted accounting principles (GAAP) and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current comprehensive annual financial report continues to conform to the Certificate of Achievement Program's requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

Acknowledgments

The preparation of this report on a timely basis could not be accomplished without the efficient and dedicated services of the entire staff of the Administrative Services Department. I would like to express my appreciation to all members of the department who assisted and contributed to its preparation with special recognition to Brandon Nelson, CPA, for his excellent work in preparing this report as well as our independent auditors, Keddington & Christensen, LLC, for their cooperation. I would also like to thank the Mayor and City Council for their interest and support in planning and conducting the financial operations of the City in a responsible and progressive manner.

Respectfully submitted,

Richard B. Manning
Administrative Services Director

CITY OF OREM

LISTING OF OFFICIALS
ORGANIZED BY CLASSIFICATIONS

Chief Executive Officer

City Manager ..... James P. Davidson

Executive Staff

Assistant City Manager ..... Jon M. Amundson

Director of Administrative Services ..... Richard B. Manning

Director of Development Services ..... Bill D. Bell

Director of Legal Services ..... Greg W. Stephens

Interim Director of Library Services ..... Charlene M. Crozier

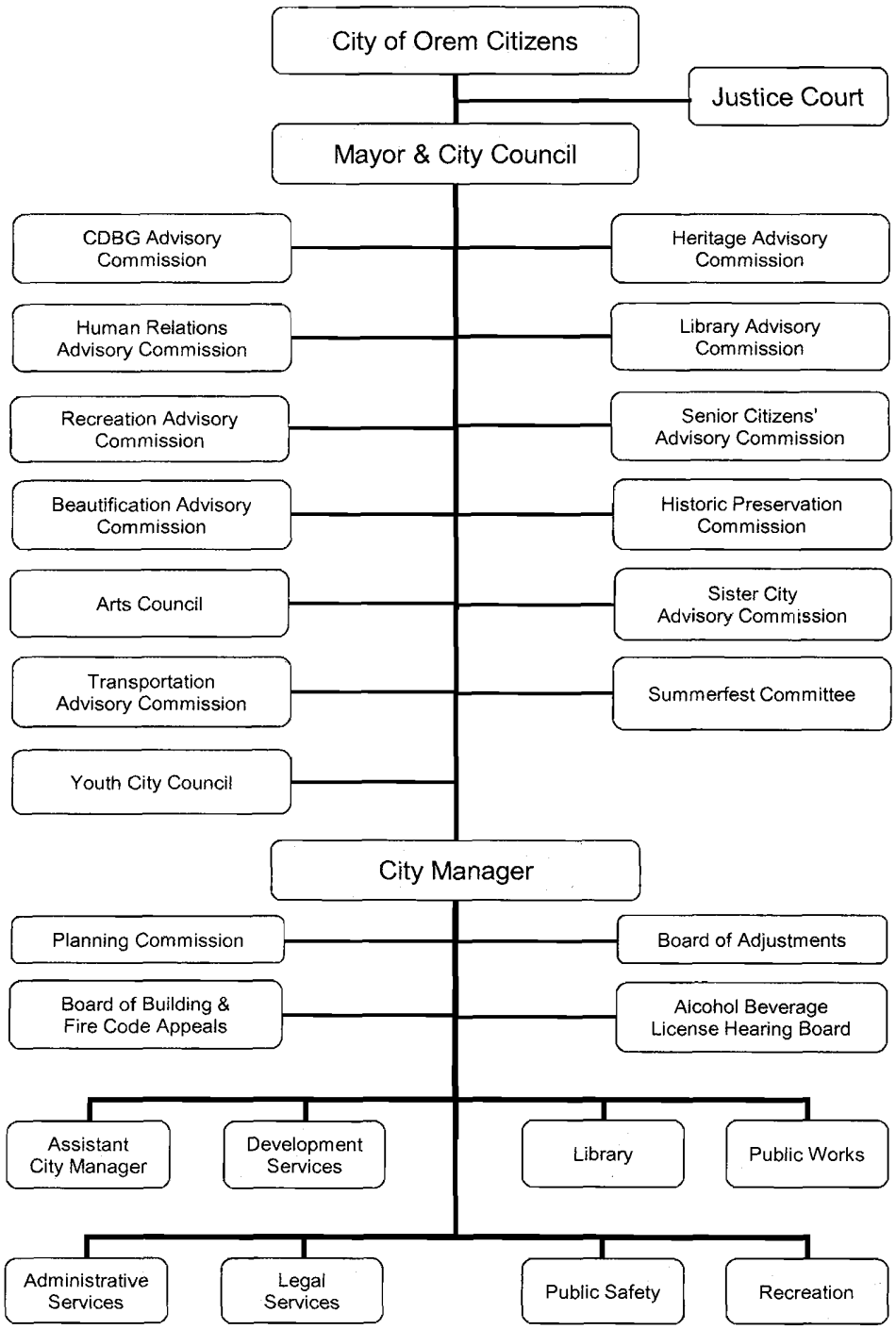
Interim Director of Public Safety ..... M. Scott Gurney

Director of Public Works ..... Chris R. Tschirki

Director of Recreational Services ..... Karl R. Hirst

CITY OF OREM, UTAH

ORGANIZATIONAL CHART



Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

City of Orem

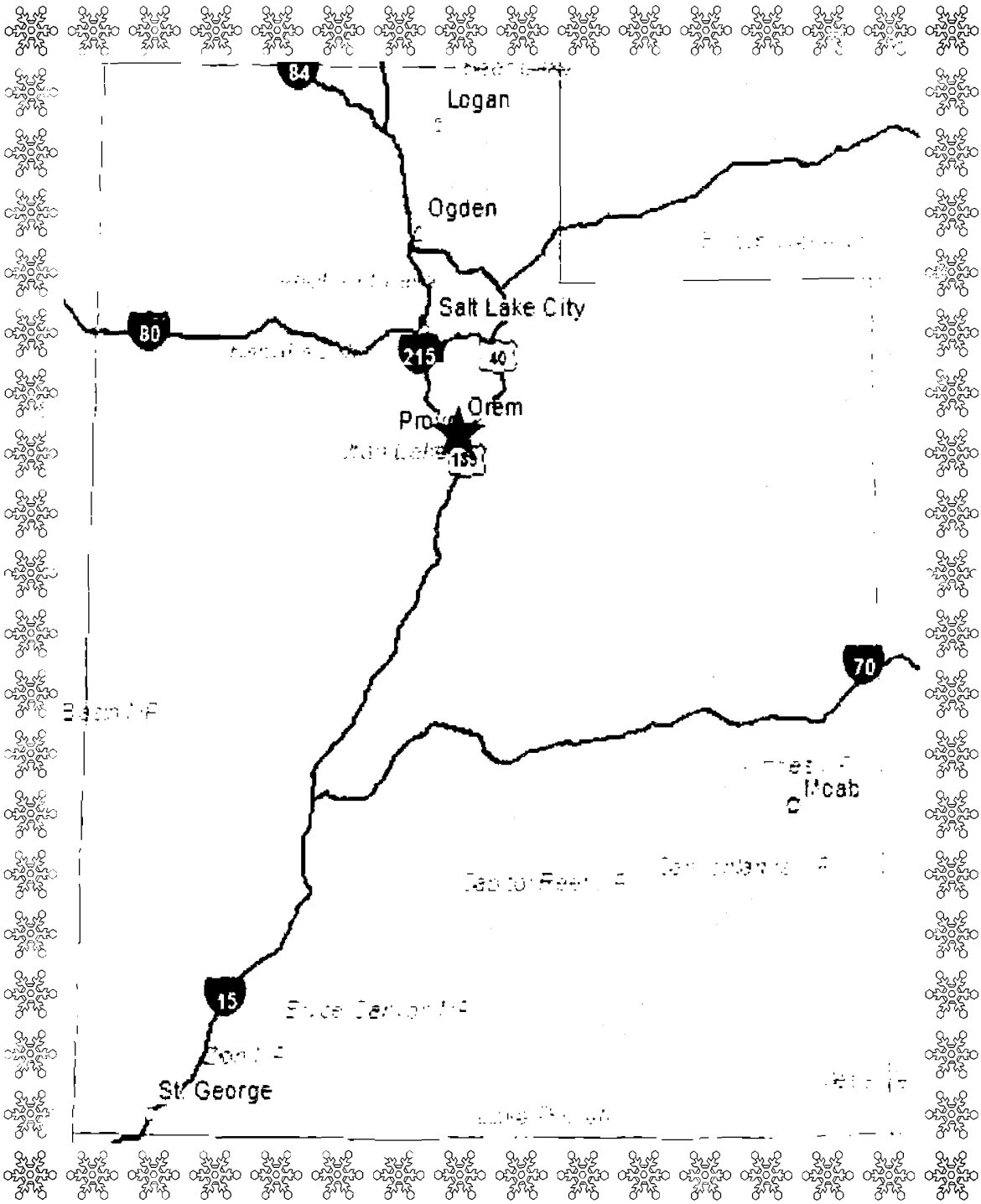
Utah

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Executive Director/CEO

STATE OF UTAH



FINANCIAL SECTION

K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and
Members of City Council
City of Orem, Utah

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City of Orem, Utah (the City), as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents. The prior year partial comparative information has been derived from the City's June 30, 2012 financial statements and, in our report dated December 6, 2012, we expressed unqualified opinions on the respective financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the City's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Telephone (801) 590-2600
Fax (801) 265-9405

5292 So. College Dr., Suite 102
Salt Lake City, Utah 84123

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City as of June 30, 2013, and the respective changes in financial position and, where applicable, cash flows thereof and the respective budgetary comparison for the general fund and major special revenue fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Report Required by *Government Auditing Standards*

In accordance with Government Auditing Standards, we have also issued our report on our consideration of the City's internal controls over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters dated December 3, 2013. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting and compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information, as noted on the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's financial statements as a whole. The introductory section, supplementary information, as listed in the table of contents, and statistical section are presented for purposes of additional analysis and are not a required part of the financial statements. The combining statements, budgetary comparisons, and schedules of capital assets as listed as supplemental information in the table of contents are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole. The introductory section and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Keddington & Christensen, LLC

December 3, 2013

MD & A

As management of the City of Orem, we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the fiscal year ended June 30, 2013. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our letter of transmittal.

Financial Highlights

- As of the end of the current fiscal year, the government-wide assets of the City exceeded its liabilities by $223,063,135 (total net position). Of this amount, $28,971,177 (unrestricted net position) may be used to meet the government's ongoing obligations to citizens and creditors.
- Total government-wide net position consists of $168,557,344 in net investment in capital assets and $54,505,791 in other restricted assets.
- As of the end of the current fiscal year, the City's governmental funds reported combined ending fund balances of $34,685,975. Of this amount, $6,092,838 (17.57%) is available for spending at the City's discretion (unassigned fund balance).
- As of the end of the current fiscal year, the City's governmental funds reported an increase in net position of $2,491,765 compared to the prior year's increase of $339,037. Fund balance changes are discussed in greater detail later in this overview and analysis.
- As of the end of the current fiscal year, the City's enterprise funds reported an increase in net position of $3,007,085 compared to the prior year's increase of $2,330,867. The changes to fund balance are discussed in greater detail later in this overview and analysis.
- The City's $13 million water reclamation plant expansion and facility improvements project were completed during the fiscal year.

Overview of the Financial Statements

The following discussion and analysis serves as an introduction to the City's basic financial statements. The City's basic financial statements comprise of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also includes other supplementary information in addition to the basic financial statements.

The ***government-wide financial statements*** are designed to provide readers with a broad overview of the City of Orem's finances, in a manner similar to a private-sector business.

- The *Statement of Net Position* presents information on all of the City's assets, liabilities, and deferred inflows, with the difference between the three reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating. However, you will also need to consider other non-financial factors.

- The *Statement of Activities* presents information showing how the City's net position changed during the fiscal year reported. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus all of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes and intergovernmental revenues (governmental activities) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the City include the general government, public safety, redevelopment, highways and public improvements, parks, recreation and arts (includes library), and economic and physical development. The business-type activities of the City include culinary water distribution, water reclamation, storm sewer operations, recreation (fitness center and outdoor pool), solid waste disposal, and street lighting.

Fund financial statements. A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into two categories: governmental funds and proprietary funds.

- *Governmental funds.* These funds are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable* resources available at the end of the fiscal year. Such information may be useful in evaluating the City's near-term financing requirements.

  Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the City's near term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities.*

  The City maintains ten individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the General, Debt Service, and Redevelopment funds, which are considered major funds of the City.

Data from the other seven governmental funds are combined into a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of *combining statements* elsewhere in this report.

- *Proprietary funds*. The City of Orem maintains two different types of proprietary funds. *Enterprise funds* are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses enterprise funds to account for its Water, Water Reclamation, Storm Sewer, Recreation, Solid Waste, and Street Lighting activities. *Internal service funds* are an accounting device used to accumulate and allocate costs internally among the City's various functions. The City uses internal service funds to account for servicing its fleet of vehicles, providing self-insurance, and procuring and warehousing supplies and materials. Because these services predominantly benefit governmental rather than business-type functions, they have been included within *governmental activities* in the government-wide financial statements.

  Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the Water, Water Reclamation, and Storm Sewer funds, which are considered major funds of the City. The Recreation, Solid Waste, and the Street Lighting funds are classified as nonmajor and are included in the *combining statements* within this report. Conversely, the three internal service funds are combined into a single, aggregated presentation in the proprietary fund financial statements. Individual fund data for the internal service funds are provided in the form of *combining statements* within this report.

Notes to the financial statements. The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of the City's financial position. As mentioned in the highlights section, assets exceeded liabilities and deferred inflows by $223,063,135 at June 30, 2013.

By far the largest portion of the City's net assets (75.56%) is its investment in capital assets (e.g. land, buildings, improvements other than buildings, machinery and equipment, and infrastructure assets) less any outstanding debt related to the acquisition of those assets. The City uses these capital assets to provide services to citizens. Consequently, these assets are *not* available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources

needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

City of Orem's Net Position

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Current and Other Assets	$ 61,389,425	$ 58,055,886	$ 18,818,122	$ 17,693,454	$ 80,207,547	$ 75,749,340
Capital Assets	146,696,915	152,369,943	84,546,770	85,083,945	231,243,685	237,453,888
Total Assets	208,086,340	210,425,829	103,364,892	102,777,399	311,451,232	313,203,228
Long-term Debt Outstanding	34,326,698	37,364,517	32,894,690	34,685,742	67,221,388	72,050,259
Other Liabilities	7,972,834	6,747,072	2,530,223	3,158,763	10,503,057	9,905,835
Total Liabilities	42,299,532	44,111,589	35,424,913	37,844,505	77,724,445	81,956,094
Deferred Inflows of Resources	10,663,652	12,338,802	-	-	10,663,652	12,338,802
Net Position:						
Net Investment in Capital Assets	116,156,331	118,628,873	52,401,013	51,205,188	168,557,344	169,834,061
Restricted	23,499,201	22,727,294	2,035,413	2,244,480	25,534,614	24,971,774
Unrestricted	15,467,624	12,619,271	13,503,553	11,483,226	28,971,177	24,102,497
Total Net Position	$ 155,123,156	$ 153,975,438	$ 67,939,979	$ 64,932,894	$ 223,063,135	$ 218,908,332

A portion of the City of Orem's net position (11.45%) represent resources that are subject to external restrictions on how they may be used. The amount listed as unrestricted net position ($28,971,177) may be used to meet the City's ongoing obligations to citizens and creditors.

At the end of the current fiscal year, the Street Lighting Fund was the only fund reporting a deficit in unrestricted net position ($1,001). This deficit was created by timing differences between debt service payments on leases and the implementation of fees assessed to property owners and will eventually be eliminated when the debt is retired.

At the end of the current fiscal year, the City of Orem is able to report positive balances in all three categories of net position, for the City as a whole, as well as for its separate business-type activities. The same is true of the prior year.

Comparing the current fiscal year to the prior fiscal year, the City's net position increased by $4,154,803 (1.90%). Total revenues increased by $1,101,645 (1.29%), primarily due to increases in sales taxes of $838,374 (4.63%) and property taxes of $508,971 (4.62%). Total expenses increased $683,071 (0.84%). Details related to these increases are described later in this section of the report under governmental and business-type activities. The following is a summary of the changes in net position:

City of Orem's Changes in Net Position

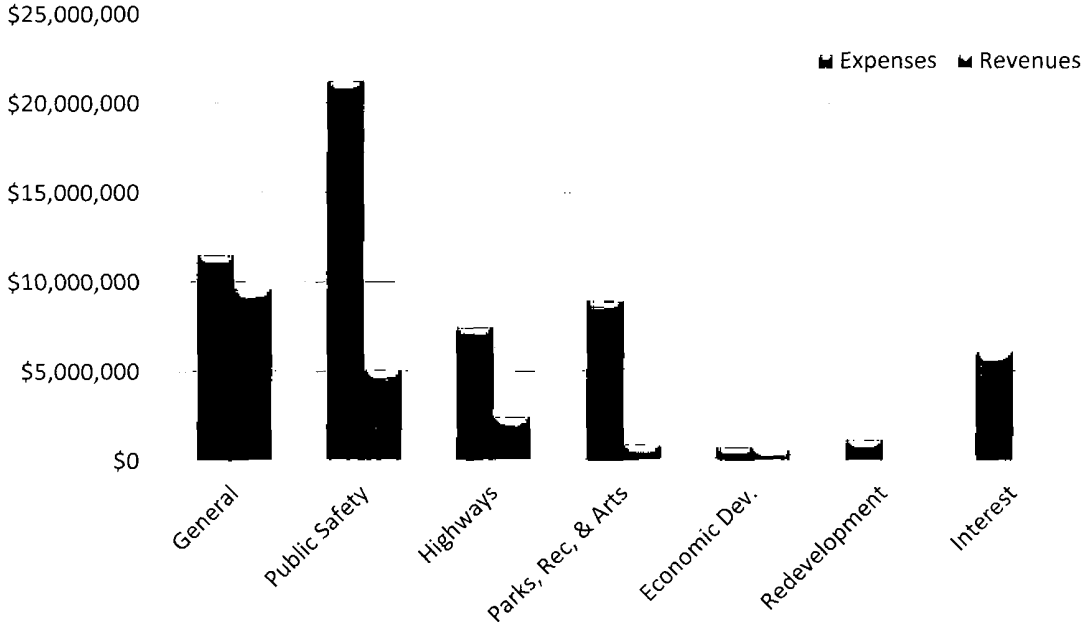
	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Revenues:						
Program Revenues:						
Charges for Services	$ 14,914,399	$ 14,971,721	$ 27,045,936	$ 26,552,110	$ 41,960,335	$ 41,523,831
Operating Grants and Contributions	1,273,162	2,077,014	-	-	1,273,162	2,077,014
Capital Grants and Contributions	2,613,082	2,565,504	394,507	73,400	3,007,589	2,638,904
General Revenues:						
Sales Taxes	18,944,647	18,106,273	-	-	18,944,647	18,106,273
Property Taxes	11,517,710	11,008,739	-	-	11,517,710	11,008,739
Other Taxes	9,402,136	9,401,489	-	-	9,402,136	9,401,489
Other	317,833	362,623	93,086	295,980	410,919	658,603
Total Revenues	58,982,969	58,493,363	27,533,529	26,921,490	86,516,498	85,414,853
Expenses:						
General Government	11,534,649	11,154,305	-	-	11,534,649	11,154,305
Public Safety	21,305,592	21,611,770	-	-	21,305,592	21,611,770
Highways and Public Improvements	7,485,469	7,987,142	-	-	7,485,469	7,987,142
Parks, Recreation & Arts	8,961,377	9,266,216	-	-	8,961,377	9,266,216
Economic and Physical Development	778,954	1,664,674	-	-	778,954	1,664,674
Redevelopment	1,217,886	1,651,667	-	-	1,217,886	1,651,667
Interest on Long-Term Debt	6,151,718	3,654,187	-	-	6,151,718	3,654,187
Water	-	-	10,405,264	9,939,501	10,405,264	9,939,501
Water Reclamation	-	-	6,164,406	6,173,983	6,164,406	6,173,983
Storm Sewer	-	-	2,338,213	2,335,612	2,338,213	2,335,612
Recreation	-	-	1,758,026	1,818,935	1,758,026	1,818,935
Solid Waste	-	-	2,999,632	3,189,138	2,999,632	3,189,138
Street Lighting	-	-	1,260,509	1,231,494	1,260,509	1,231,494
Total Expenses	57,435,645	56,989,961	24,926,050	24,688,663	82,361,695	81,678,624
Change in Net Position before Transfers	1,547,324	1,503,402	2,607,479	2,232,827	4,154,803	3,736,229
Transfers In (Out)	(399,606)	(98,040)	399,606	98,040	-	-
Change in Net Position	1,147,718	1,405,362	3,007,085	2,330,867	4,154,803	3,736,229
Net Position - Beginning	153,975,438	152,570,076	64,932,894	62,602,027	218,908,332	215,172,103
Net Position - Ending	$ 155,123,156	$ 153,975,438	$ 67,939,979	$ 64,932,894	$ 223,063,135	$ 218,908,332

Governmental activities. Governmental activities increased the City of Orem's net position by $1,147,718 (0.75%). This is a decrease of $257,644 from the prior year. General revenues increased by $1,303,202 (3.35%), primarily due to increased sales tax revenues while operating and capital grant revenues decreased by $633,434 (13.43%), primarily due to decreased public safety and housing rehabilitation grants. Total expenses increased by $445,684 (0.78%) primarily related to expensing a large portion of the prior years' UTOPIA debt pledge payments.

The following graph displays the governmental activities reflected in the table "City of Orem's Changes in Net Position". Note that the graph does not

include general revenues of $40,182,326 because these revenues are not specific to a particular department.

Program Expenses & Revenues - Governmental Activities
For Fiscal Year Ending June 30, 2013

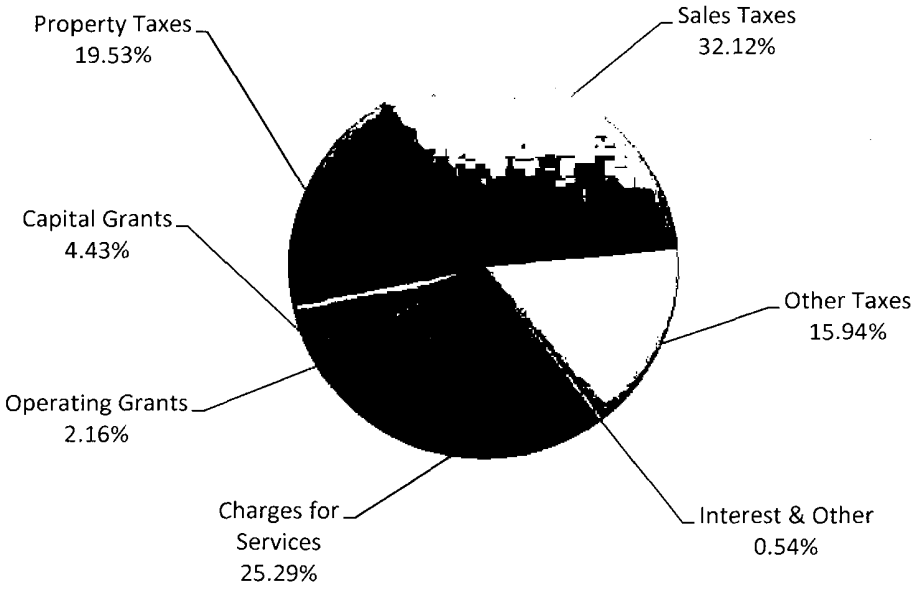


Key elements affecting the change in governmental activities net position are as follows:

- Total revenues increased by $489,606 (0.84%).
- Operating and capital grant revenues decreased by $633,434 (13.43%). The decrease is due primarily to lower public safety drug task force grants ($378,937) and less federal Housing and Urban Development (HUD) housing rehabilitation grants ($449,798).
- General revenues increased by $1,303,202 (3.35%). The increase is due primarily to increased sales tax revenues of $838,374 (4.63%) and property tax revenues in the Redevelopment Agency (RDA) of $422,518 (11.37%).
- Total expenses increased by $445,684 (0.78%). The increase is due primarily to interest on long-term debt increasing by $2,497,531 which was caused primarily by expensing $1,867,819 of UTOPIA debt pledge payments recorded as an accounts receivable in prior years. This increase was partially reduced by a $975,000 economic development reimbursement agreement payment that was no longer valid and was therefore not required to be paid.

The following graph displays the governmental activities revenues by source. The information reflected in this graph comes from the "City of Orem's Changes in Net Position" table shown previously.

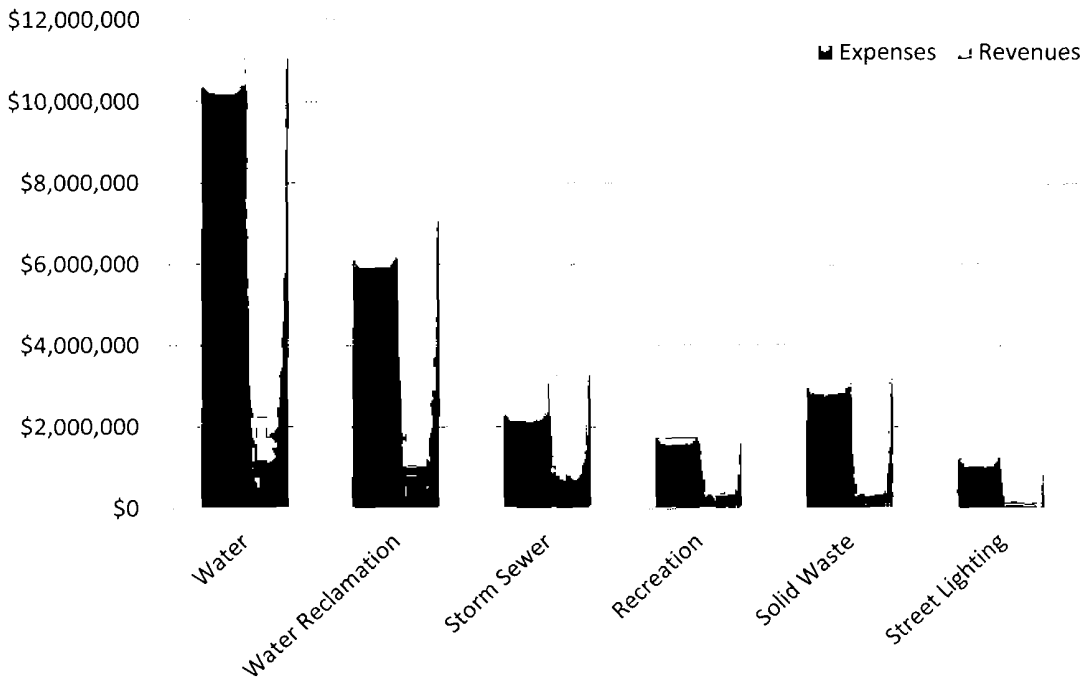
Revenues by Source - Governmental Activities
For Fiscal Year Ending June 30, 2013



Business-type activities. Business-type activities increased the City's net position by $3,007,085. The increase in net position represents a 4.63% increase for the current year. Total revenues increased by $612,039 (2.27%) and total expenses increased by $237,387 (0.96%). As of the end of the current fiscal year, all but one of the City's business-type activities reported a positive net position. The Street Lighting Fund reported a negative $1,001 net position balance.

The following graph displays the business-type activities for enterprise funds reflected in the table "City of Orem's Changes in Net Position".

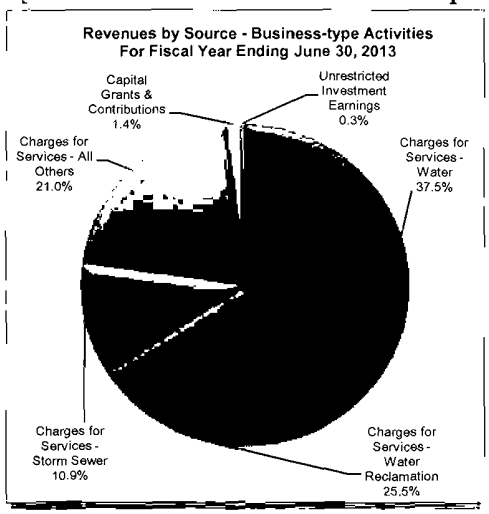
Program Expenses & Revenues - Business-type Activities
For Fiscal Year Ending June 30, 2013



Key elements affecting the change in business-type activities net assets are as follows:

- Business-type activities reported increased total revenues over the prior year of $612,039 (2.27%). Total revenues increased or decreased as follows:
    - Water fund total operating revenues decreased by $19,152 or 0.17%. Although there was a 3.24% increase in the base rate and a 4.50% increase in water consumption for the fiscal year, a $300,000 subsidy received in the prior year for a new well was not received in the current fiscal year.
    - Water Reclamation fund total operating revenues increased by $334,742 or 4.91%, due primarily to a 2.16% increase in the volume charge rate. The increase will pay for the water reclamation facility expansion.

- Storm Sewer fund total operating revenues increased by $147,456 or 5.01%. This increase is due to billable "equivalent service units (ESU)" increasing by 0.90% and a $250,000 receipt for a perpetual easement to discharge CUWCD water into the City's system. This increase was partially offset by a $120,000 subsidy payment that was received in the prior year but was not received in the current year.
- Recreation fund total operating revenues decreased by $54,202 or 3.28%, due primarily to a decrease in daily admissions and passes at the outdoor pool (17.30%) and passes at the fitness center (4.70%).
- Solid Waste fund total operating revenues increased by $56,622 or 1.78%, due primarily to an increase in recycling can revenues which was caused by the City's wish to advance recycling efforts within the city by delivering recycle cans to all city residents unless they called to "opt out" by a certain date.



The graph above displays the business-type activities revenues by source. The information reflected in this graph comes from the "City of Orem's Changes in Net Position" table shown previously.

- Business-type activities reported an increase in total expenses from the prior year of $237,387 (0.96%). Total expenses increased or decreased as follows:

  - Personnel costs decreased by $199,704 (3.35%). The decrease is due to the Street Lighting Specialist supervisor position and the Water Reclamation Plant Engineering Specialist position being vacant for most of the current fiscal year.
  - Utility costs increased by $262,976 (16.40%). The increase was due to general increases in power and natural gas costs.
  - Depreciation expense increased by $186,108 (5.16%) as several large capital projects were completed during the fiscal year. The largest being the $13 million water reclamation plant improvements and facility expansion.

Financial Analysis of the Government's Funds

As noted earlier, the City of Orem uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental funds. The focus of the City's *governmental funds* is to provide information on near-term inflows, outflows, and balances of *spendable* resources. Such information is useful in assessing the City's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of the government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the City's governmental funds reported combined ending fund balances of $34,685,975. Of this total amount, $6,092,838 (17.57%) constitutes *unassigned fund balance*, which is available for spending at the government's discretion. Unassigned fund balance increased from the prior year by $2,696,822. The remaining fund balance of $28,593,137 is "reserved" in one capacity or another indicating that it is not available for new spending because it has already been committed to pay debt service or a variety of other purposes.

The General fund is the chief operating fund of the City. At the end of the current fiscal year, *unassigned fund balance* of the general fund was $6,092,838 and total fund balance increased to $13,573,535. As a measure of the general fund's liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 14.31% (prior year was 7.46%) of total general fund expenditures, while total fund balance represents 31.88% (prior year was 24.34%) of that same amount.

The General fund's total fund balance increased by $2,491,765 in the current fiscal year (the prior year had an increase of $339,037). Thus, there was a positive variance from the prior year of $2,152,728. The following elements were key factors contributing to this variance:

- Increased total revenues of $993,900 are due to an increase in taxes and special assessments. The increase in taxes and special assessments is due to increased sales tax revenues of $779,423 (4.74%) and franchise taxes of $379,163 (5.10%).
- Decreased total expenditures of $2,955,718 are due to a decrease in economic and physical development of $927,104 (77.38%) and capital outlays of $1,745,202 (50.18%). The decrease in economic and physical development expenditures is due to a $975,000 economic development reimbursement agreement payment that was no longer valid and was therefore not required to be paid. Capital outlay expenditures decreased due to one large equipment purchase (new fire engine) and two large improvement projects (task force and road reconstruction) that occurred in the prior year but did not happen in the current year.
- Net transfers had a negative variance from the prior year of $1,271,743. The negative variance was due to a transfer of $2,808,000 in the current year to the Debt Service fund for UTOPIA debt pledge

payments when only $2,250,000 needed to be transferred in the prior year and due to a $530,000 transfer to the CIP fund in the current year when only $72,000 was transferred in the prior year.

The Debt Service fund has a total fund balance of $4,975,983, all of which is to be used for the payment of debt service. There was a net decrease in fund balance in the current year of $1,549,855 (23.75%). The decrease is due primarily to expensing $1,867,819 in additional allowance for bad debt for the UTOPIA accounts receivable.

The Redevelopment fund has a total fund balance of $7,837,034, all of which is to be used for improvements in redevelopment (blighted) areas of the city. There was a net increase in fund balance in the current year of $1,729,428 (28.32%). The increase was due to better than expected property tax collections and the accumulation of funds for future capital projects in these redevelopment areas.

Proprietary funds. The City's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

Unrestricted net position of the Water fund at the end of the year amounted to $5,839,289, an increase of $493,302 (9.23%). Total net position increased by $752,125 (2.55%) during the current fiscal year. Operating revenues decreased by $19,152 (0.17%). Although there was a 3.24% increase in the base rate and a 4.50% increase in water consumption for the fiscal year, a $300,000 subsidy received in the prior year for a new well was not received in the current fiscal year. Operating expenses increased by $488,858 (5.31%) in comparison with the prior year. Higher costs of treating the City's drinking water by the Central Utah Water Conservancy District ($181,747), more connection costs for the Town of Vineyard ($173,831), and higher power and natural gas costs ($71,701) contributed to the increase in operating expenses.

Unrestricted net position of the Water Reclamation fund at the end of the year amounted to $4,143,228, an increase of $1,182,879 (39.96%). Total net position increased by $919,454 (4.69%) during the current fiscal year. Operating revenues increased by $334,742 (4.91%). This increase was due primarily to a 2.16% increase in the volume charge rate for sewer services. The increase occurred in order to pay for the water reclamation facility expansion. Operating expenses decreased by $57,275 (0.93%) in comparison with the prior year. The decrease in expenses is primarily due to lower contractual service costs of $236,251 due to a significantly reduced need to haul sludge to the landfill due to the plant upgrade. Personnel costs were also lower by $77,203 because a plant Engineering Specialist position was vacant for most of the current fiscal year. However, depreciation expense increased by $89,731 primarily due to the additional depreciation related to capitalizing the plant improvement and expansion project costs and higher natural gas costs of $41,431 offset some of the reductions in expenses from other areas.

Unrestricted net position of the Storm Sewer fund at the end of the year amounted to $2,501,110, a decrease of $89,738 (3.46%). Total net position increased by $927,406 (7.18%) during the current fiscal year. Operating revenues increased by $147,456 (5.01%). Total operating revenues increased due to billable "equivalent service units (ESU)" increasing by 0.90% and the receipt of a perpetual easement of $250,000 from Central Utah Water Conservancy District (CUWCD) which allows them to discharge certain storm drain water into the City's storm drain system. This increase was partially offset by a $120,000 subsidy payment that was received in the prior year that was not received in the current year. Operating expenses increased by $12,308 (0.58%) in comparison with the prior year. Supplies and maintenance costs increased by $53,691 (25.53%), primarily due to returning to a level of replacing sumps consistent with years prior to the recent recession. Depreciation expense also increased by $13,882 (2.20%) as several large capital projects from the prior year had a full year of depreciation instead of only half a year or less.

General Fund Budgetary Highlights

During the fiscal year, the General Fund's original budget was amended from an original budget expenditure total (including net transfers) of $48,343,964 to a final budget of $50,620,040, an increase of $2,276,076 (4.71%). The changes to the General Fund budget are briefly summarized as follows:

- Various public safety grants received during the year totaled $516,220.
- The library received several grants during the year totaling $22,060. Various other parks, recreation, and arts grants and donations were added to the budget totaling $6,500.
- A road reconstruction project of $600,000 was added to the budget in the current year.
- Various capital equipment and projects were carried over from the prior year and, therefore, were added to the budget in the current year. This increased the budget by $344,608.
- Various outstanding purchases were carried over from the prior year and, therefore, were added to the budget in the current year. This increased the budget by $929,343.
- A contribution to the Debt Service Fund for UTOPIA debt pledge payments increased the budget by $1,307,000.
- Budgeted property taxes were decreased by $1,744,000 due to a citizen referendum petition which caused the budgeted property tax increase to be delayed until a vote could be taken at the next general election. Thus, expenditures for computer upgrades were reduced ($165,000), fire department SCBAs were eliminated ($100,000), temporary personnel costs were reduced ($110,500), various other accounts were reduced ($60,000), and the remaining amount was covered by the use of unassigned fund balance.

Several General Fund revenue and expenditure categories were significantly higher or lower than their final budgeted amounts. These variances are briefly summarized as follows:

- Taxes and Special Assessment Revenues – Revenues – Actual amount was higher than the budgeted amount by $2,181,823 (7.47%). Sales tax and franchise tax revenues exceeded budget for the current year by $1,233,172 and $516,920, respectively. Delinquent property tax collections exceeded budget for the current year by $244,766.
- Charges for Services – Revenues – Actual amount was higher than the budgeted amount by $252,292 (4.67%). Cemetery lot sales and burial fees exceeded budget in the current year by $114,684. Plan check fees exceeded budget in the current year by $145,240.
- General Government – Expenditures – Actual amounts were lower than budgeted by $1,149,837 (9.38%). Various executive type agreements and contingencies were not used creating a positive variance of $127,549. The Information Technology division did not upgrade as many computers or network servers as expected and did not complete the upgrade of their core switching equipment which created a positive variance of $280,542. Due to a cutback in personnel and the prior year energy improvements, facilities costs had a positive variance of $141,727. Personnel and fringe benefit costs were lower than expected creating a positive variance of $155,895. Indigent defense costs were also lower than expected by $22,505.
- Public Safety – Expenditures – Actual amounts were lower than budgeted by $724,509 (3.40%). A large portion of the variance, $361,478, is due to lower than expected regular pay, overtime and fringe benefits as all positions are fully funded even though employee turnover regularly occurs leaving gaps in positions being occupied.
- Highways and Public Improvements – Expenditures – Actual amounts were lower than budgeted by $1,755,326 (28.56%). Most of this variance can be attributed to various street overlay/reconstruction projects, slurry seal projects, and street striping projects that were not completed by fiscal year end but are expected to be completed in the next fiscal year.
- Parks, Recreation and Arts – Expenditures – Actual amounts were lower than budgeted by $469,729 (7.15%). Personnel costs were lower than budgeted by approximately $135,000 due primarily to not hiring as many part-time and/or seasonal employees. Many parks maintenance activities were reduced creating a positive variance of approximately $133,000. There were also several budgeted equipment purchases and capital projects that had funds remaining totaling approximately $124,000.

Capital Assets and Debt Administration

Capital assets. The City's investment in capital assets for its governmental and business-type activities as of June 30, 2013, amounts to $231,243,685 (net of accumulated depreciation). This investment in capital assets includes land, buildings, improvements other than buildings, machinery and equipment (including vehicles and office equipment), infrastructure, intangibles, and construction in progress.

Major capital asset events during the current fiscal year include the following:

- Public safety purchased four new vehicles $109,186. They also replaced a K9 explosive detection dog for $22,688 and purchased a spectrometer and hazmat monitor for $75,000.
- Various road and traffic signal projects completed or added to construction in process were approximately $1,490,000.
- Construction or rehabilitation work on city wells continues in the current year with additions totaling $323,305.
- Several large waterline replacement projects were completed or added to construction in process totaling $1,267,198.
- The water reclamation division purchased a new Ford F150 pickup for $18,204 and various other equipment totaling $44,591.
- The storm sewer division purchased property for a new detention basin for $854,184 and made various improvements to it that were added to construction in process totaling $195,244.

City of Orem's Capital Assets
(Net of Depreciation)

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Land	$ 59,028,414	$ 59,028,414	$ 2,508,474	$ 1,786,065	$ 61,536,888	$ 60,814,479
Buildings and Systems	13,583,813	14,623,518	2,818,829	3,137,010	16,402,642	17,760,528
Improvements other than Buildings	12,481,003	13,576,808	7,782,898	8,139,893	20,263,901	21,716,701
Machinery and Equipment	4,404,141	5,341,294	2,044,780	2,261,733	6,448,921	7,603,027
Infrastructure	56,960,240	59,538,939	67,829,528	56,507,658	124,789,768	116,046,597
Construction in Progress	239,304	260,970	1,542,261	13,231,586	1,781,565	13,492,556
Intangibles	-	-	20,000	20,000	20,000	20,000
Total Captial Assets	$ 146,696,915	$ 152,369,943	$ 84,546,770	$ 85,083,945	$ 231,243,685	$ 237,453,888

Additional information on the City's capital assets can be found in the footnotes to this financial report on pages 65-67.

Long-term debt. At the end of the current year, the City had total bonded debt outstanding of $61,027,757. Of this amount, $13,900,000 comprises debt backed by the full faith and credit of the government and $47,127,757 is debt (i.e. revenue bonds) that is secured solely by specific revenue sources such as sales taxes, franchise taxes, water revenues, water reclamation revenues, and storm sewer revenues.

City of Orem's Outstanding Debt
General Obligation and Revenue Bonds

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
General Obligation Bonds	$ 13,900,000	$ 15,210,000	$ -	$ -	$ 13,900,000	$ 15,210,000
Revenue Bonds	14,982,000	16,734,000	32,145,757	33,878,757	47,127,757	50,612,757
Total Bonds	$ 28,882,000	$ 31,944,000	$ 32,145,757	$ 33,878,757	$ 61,027,757	$ 65,822,757

The City's total bonded debt decreased by $4,795,000 (7.28%) during the current fiscal year. There was no new bonded debt issued or refunded in the current fiscal year.

The City of Orem maintains a "AA+" rating from Fitch Ratings and Standard & Poor's for all bond issuances.

State statutes limit the amount of general obligation debt for general purposes a governmental entity may issue to 4% of its total taxable value. The current limitation for the City is $244,125,324, which is significantly in excess of the City's outstanding general obligation debt for general purposes. In addition, state statutes allow for an additional 4% to be used for water, sewer, or electrical projects. Thus, the current limitation for general obligation debt for water, sewer, or electrical projects is also $244,125,324. The City currently has no outstanding general obligation debt for these types of projects. Thus, the resulting total debt limit is 8% of total taxable value or $488,250,648. More detailed information can be found on pages 148-149.

Additional information on the City's long-term debt can be found in the footnotes to this financial report on pages 70-77.

Economic Factors and Next Year's Budgets and Rates

- The unemployment rate for the City of Orem at June 30, 2013 was 5.3%. The City's unemployment rate compares favorably to the national rate of 7.6%. The City has a relatively high technology based workforce comparative to other areas of the county and state which was impacted to a slightly higher degree than many other workforce groups in the economy. The table below provides current year comparative information as well as a historical perspective. (Source: U.S. Bureau of Labor Statistics).

HISTORICAL ANNUAL UNEMPLOYMENT RATES

	2009	2010	2011	2012	2013
City	6.0%	8.0%	8.5%	6.4%	5.3%
County	5.5%	7.4%	7.8%	6.1%	5.3%
State	5.9%	7.3%	7.8%	6.2%	5.2%
Nation	9.5%	9.5%	9.2%	8.2%	7.6%

- The General Fund budget for the fiscal year-ending June 30, 2014 reflects a decrease of $1,520,153 or 3.12% in revenues, excluding appropriations of surplus, compared to the final fiscal year ending June 30, 2013. This decrease in revenues is due primarily to a decrease in intergovernmental revenues (primarily grants) and various charges for services. Budgeted expenditures increased by $154,669 or 0.31% over the final fiscal year ending June 30, 2013 expenditures.

- Economic trends in the region compare favorably to national indices. Sales and franchise tax revenues continue to increase in comparison to the prior year. Building permits and emergency communications revenues are showing small to moderate increases compared to equivalent prior year time periods. These increases are being monitored very closely so that the City can identify what future construction projects or anticipated spending may be able to be added should this trend continue.

All of these factors were considered in preparing the City's budget for the 2014 fiscal year.

Request For Information

This financial report provides a general overview of the City of Orem's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to: City of Orem, Director of Administrative Services, 56 North State Street, Orem, UT 84057 or via email at rbmanning@orem.org.

BASIC FINANCIAL STATEMENTS

City of Orem
Statement of Net Position
June 30, 2013

	Primary Government		
	Governmental Activities	Business-type Activities	Total
ASSETS			
Cash and Cash Equivalents	$ 14,863,295	$ 13,465,916	$ 28,329,211
Receivables (Net of Allowance for Uncollectibles)	699,183	2,987,049	3,686,232
Property and Other Taxes Receivable	8,876,245	-	8,876,245
Special Assessments Receivable	5,000,876	-	5,000,876
Intergovernmental Receivables	288,723	-	288,723
Internal Balances	58,536	(58,536)	-
Inventory	406,380	-	406,380
Notes Receivable	356,229	-	356,229
Prepaid Expenses	183,807	-	183,807
Unamortized Charges	234,824	345,080	579,904
Restricted Assets:			
Cash and Cash Equivalents:			
Debt Service	3,711,797	-	3,711,797
Capital Improvement Projects	11,430,067	2,078,613	13,508,680
Other Purposes	4,963,154	-	4,963,154
Receivables:			
Debt Service	4,407,482	-	4,407,482
Capital Improvement Projects	4,576,431	-	4,576,431
Other Purposes	1,332,396	-	1,332,396
Capital Assets:			
Non-depreciable Capital Assets	59,267,718	4,070,735	63,338,453
Depreciable Capital Assets (net)	87,429,197	80,476,035	167,905,232
Total Assets	$ 208,086,340	$ 103,364,892	$ 311,451,232
LIABILITIES			
Accounts Payable	$ 1,686,169	$ 1,434,552	$ 3,120,721
Customer Deposits	2,933,406	64,110	2,997,516
Accrued Liabilities	978,256	143,235	1,121,491
Unearned Revenues	1,998,804	444,551	2,443,355
Accrued Interest Payable	345,258	443,775	789,033
Liabilities Payable from Restricted Assets	30,942	-	30,942
Noncurrent Liabilities:			
Due within One Year	5,512,843	2,028,823	7,541,666
Due in more than One Year	28,813,855	30,865,867	59,679,722
Total Liabilities	42,299,532	35,424,913	77,724,445
DEFERRED INFLOWS OF RESOURCES			
Deferred Property Tax Revenues	10,663,652	-	10,663,652
Total Deferred Inflows of Resources	10,663,652	-	10,663,652
NET POSITION			
Net Investment in Capital Assets	116,156,331	52,401,013	168,557,344
Restricted for:			
Debt Service	3,321,577	-	3,321,577
Construction	14,939,254	2,035,413	16,974,667
Other Purposes	5,238,370	-	5,238,370
Unrestricted	15,467,624	13,503,553	28,971,177
Total Net Position	$ 155,123,156	$ 67,939,979	$ 223,063,135

The notes to the financial statements are an integral part of this statement

City of Orem
Statement of Activities
For The Year Ended June 30, 2013

Functions/Programs	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Grants and Contributions	Program Revenues: Capital Grants and Contributions
Primary Government:				
Governmental Activities:				
General Government	$ 11,534,649	$ 9,624,404	$ 22,750	$ -
Public Safety	21,305,592	4,306,443	736,406	99,109
Highways and Public Improvements	7,485,469	-	-	2,480,481
Parks, Recreation and Arts	8,961,377	820,453	49,560	33,492
Economic and Physical Development	778,954	163,099	464,446	-
Redevelopment	1,217,886	-	-	-
Interest on Long-term Debt	6,151,718	-	-	-
Total Governmental Activities	57,435,645	14,914,399	1,273,162	2,613,082
Business-type Activities:				
Water	10,405,264	11,021,745	-	54,080
Water Reclamation	6,164,406	7,146,508	-	52,160
Storm Sewer	2,338,213	3,091,807	-	288,267
Recreation	1,758,026	1,650,645	-	-
Solid Waste	2,999,632	3,237,559	-	-
Street Lighting	1,260,509	897,672	-	-
Total Business-type Activities	24,926,050	27,045,936	-	394,507
Total Primary Government	$ 82,361,695	$ 41,960,335	$ 1,273,162	$ 3,007,589

General Revenues:
Sales Taxes
Property Taxes
Franchise Taxes
Vehicle Taxes
Other Taxes & Special Assessments
Unrestricted Investment Earnings
Gain on Sale of Capital Assets
Transfers In (Out)
Total General Revenues and Transfers
Change in Total Net Position
Total Net Position - Beginning
Total Net Position - Ending

The notes to the financial statements are an integral part of this statement

Net (Expense) Revenue and Changes in Net Position		
Primary Government		
Governmental Activities	Business-type Activities	Total
$ (1,887,495)	$ -	$ (1,887,495)
(16,163,634)	-	(16,163,634)
(5,004,988)	-	(5,004,988)
(8,057,872)	-	(8,057,872)
(151,409)	-	(151,409)
(1,217,886)	-	(1,217,886)
(6,151,718)	-	(6,151,718)
(38,635,002)	-	(38,635,002)
-	670,561	670,561
-	1,034,262	1,034,262
-	1,041,861	1,041,861
-	(107,381)	(107,381)
-	237,927	237,927
-	(362,837)	(362,837)
-	2,514,393	2,514,393
(38,635,002)	2,514,393	(36,120,609)
18,944,647	-	18,944,647
11,517,710	-	11,517,710
7,816,921	-	7,816,921
662,893	-	662,893
922,322	-	922,322
274,462	90,651	365,113
43,371	2,435	45,806
(399,606)	399,606	-
39,782,720	492,692	40,275,412
1,147,718	3,007,085	4,154,803
153,975,438	64,932,894	218,908,332
$ 155,123,156	$ 67,939,979	$ 223,063,135

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City of Orem
Balance Sheet
Governmental Funds
June 30, 2013

	General	Debt Service	Redevelopment	Other Governmental Funds	Total Governmental Funds
ASSETS					
Cash and Cash Equivalents	$ 8,984,593	$ 1,724,555	$ -	$ 1,970,068	$ 12,679,216
Receivables (Net of Allowance for Uncollectibles)	374,855	-	-	-	374,855
Property Taxes Receivable	4,684,702	-	-	-	4,684,702
Other Taxes Receivable	4,191,543	-	-	-	4,191,543
Special Assessments Receivable	5,000,876	-	-	-	5,000,876
Intergovernmental Receivables	193,952	-	-	94,771	288,723
Due from Other Funds	150,995	-	-	-	150,995
Notes Receivable	-	-	-	356,229	356,229
Prepaids	183,807	-	-	-	183,807
Restricted Cash and Cash Equivalents:					
Debt Service	2,863,752	848,045	-	-	3,711,797
Capital Improvement Projects	2,346,744	-	7,286,232	1,797,091	11,430,067
Other Purposes	10,145	-	551,000	4,402,009	4,963,154
Restricted Receivables:					
Debt Service	-	4,407,482	-	-	4,407,482
Capital Improvement Projects	531,431	-	4,045,000	-	4,576,431
Other Purposes	-	-	-	1,332,396	1,332,396
Total Assets	$ 29,517,395	$ 6,980,082	$ 11,882,232	$ 9,952,564	$ 58,332,273
LIABILITIES					
Accounts Payable	$ 900,649	$ 70,149	$ -	$ 703,646	$ 1,674,444
Customer Deposits	2,933,406	-	-	-	2,933,406
Accrued Liabilities	1,248,585	-	-	3,130	1,251,715
Due to Other Funds	-	-	-	92,459	92,459
Unearned Revenues	6,145,774	-	-	853,906	6,999,680
Liabilities Payable from Restricted Assets	30,744	-	198	-	30,942
Total Liabilities	11,259,158	70,149	198	1,653,141	12,982,646
DEFERRED INFLOWS OF RESOURCES					
Deferred Property Tax Revenues	4,684,702	1,933,950	4,045,000	-	10,663,652
Total Deferred Inflows of Resources	4,684,702	1,933,950	4,045,000	-	10,663,652
FUND BALANCES					
Nonspendable	183,807	2,473,532	-	-	2,657,339
Restricted	5,721,516	848,045	7,837,034	6,435,267	20,841,862
Committed	75,000	-	-	-	75,000
Assigned	1,500,374	1,654,406	-	1,864,156	5,018,936
Unassigned	6,092,838	-	-	-	6,092,838
Total Fund Balances	13,573,535	4,975,983	7,837,034	8,299,423	34,685,975
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	$ 29,517,395	$ 6,980,082	$ 11,882,232	$ 9,952,564	

Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental funds are not financial resources.	146,696,915
Other long-term assets are not available to pay for current-period expenditures.	234,824
Certain revenue is unearned in governmental funds but not in the Statement of Net Position because it qualifies for recognition under the economic resources measurement focus.	5,325,204
Internal service funds are used by management to charge the cost of fleet management, self-insurance, and purchasing/warehousing. The current assets and liabilities of internal service funds are included in governmental activities in the Statement of Net Position.	2,204,102
Long-term liabilities, including bonds payable and compensated absences, are not due and payable in the current period.	(33,964,924)
Other financial obligations not due and payable in the current period.	286,318
Interest payable on long-term obligations does not require current financial resources and is not reported in the governmental funds.	(345,258)
Net position of governmental activities	$ 155,123,156

The notes to the financial statements are an integral part of this statement

City of Orem
Statement of Revenues, Expenditures, and Changes in Fund Balances
Governmental Funds
For The Year Ended June 30, 2013

	General	Debt Service	Redevelopment	Other Governmental Funds	Total Governmental Funds
REVENUES					
Taxes and Special Assessments	$ 31,382,380	$ 3,364,622	$ 4,137,383	$ 1,711,475	$ 40,595,860
Licenses and Permits	1,147,855	-	-	-	1,147,855
Intergovernmental	3,421,798	-	-	464,446	3,886,244
Charges for Services	5,657,865	-	-	369,131	6,026,996
Fines and Forfeitures	1,358,345	-	-	-	1,358,345
Charges for Services - Other Funds	4,447,898	-	-	-	4,447,898
Interest Revenues	127,619	3,157	53,184	90,479	274,439
Miscellaneous Revenue	1,453,593	-	-	436,066	1,889,659
Total Revenues	48,997,353	3,367,779	4,190,567	3,071,597	59,627,296
EXPENDITURES					
Current:					
General Government	11,093,324	-	-	-	11,093,324
Public Safety	20,332,951	-	-	-	20,332,951
Highways and Public Improvements	2,974,008	-	-	-	2,974,008
Parks, Recreation and Arts	6,059,839	-	-	1,498,332	7,558,171
Economic and Physical Development	271,010	-	-	436,393	707,403
Redevelopment	-	-	1,128,457	-	1,128,457
Debt Service:					
Principal Retirement	-	3,080,714	-	50,000	3,130,714
Interest and Fiscal Charges	-	6,177,091	-	56,205	6,233,296
Capital Leases - Principal	98,213	-	-	-	98,213
Capital Leases - Interest	12,099	-	-	-	12,099
Capital Outlay	1,732,780	-	-	230,373	1,963,153
Total Expenditures	42,574,224	9,257,805	1,128,457	2,271,303	55,231,789
Excess (Deficiency) of Revenues over (under) Expenditures	6,423,129	(5,890,026)	3,062,110	800,294	4,395,507
OTHER FINANCING SOURCES (USES)					
Gain (Loss) on Asset Disposals	-	-	-	48,275	48,275
Transfers In	2,077,155	4,540,171	-	582,654	7,199,980
Transfers Out	(6,008,519)	(200,000)	(1,332,682)	(247,620)	(7,788,821)
Total Other Financing Sources (Uses)	(3,931,364)	4,340,171	(1,332,682)	383,309	(540,566)
Net Change in Fund Balances	2,491,765	(1,549,855)	1,729,428	1,183,603	3,854,941
Fund Balance - Beginning	11,081,770	6,525,838	6,107,606	7,115,820	30,831,034
Fund Balance - Ending	$ 13,573,535	$ 4,975,983	$ 7,837,034	$ 8,299,423	$ 34,685,975

The notes to the financial statements are an integral part of this statement

City of Orem
Reconciliation of The Statement of Revenues,
Expenditures, and Changes in Fund Balances of Governmental Funds
To The Statement of Activities
For The Year Ended June 30, 2013

Amounts reported for Governmental activities in the Statement of Activities are different because:

Net Change in Fund Balances - Total Governmental Funds		$ 3,854,941
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense.		
Capital Asset Purchases Capitalized	$ 909,714	
Depreciation Expense	(6,543,239)	(5,633,525)
The issuance of long-term debt provides current financial resources to governmental funds, while the payment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets.		
Principal Payments recorded as a reduction of the long-term liability	$ 3,228,927	3,228,927
Governmental funds report the effect of bond issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are amortized in the statement of activiities.		
Amortization of Bond Issuance Costs	$ (19,289)	
Amortization of Bond Issuance Costs - Refundings	(72,188)	
Amortization of Bond Premiums (Discounts)	95,757	4,280
Some expenses reported in the statement of activities do not require the use of current financial resources and therefore, are not reported as expenditures in the governmental funds.		
Compensated Absences	$ 207,523	
Interest Expense	16,653	
Other Post Employment Benefits (OPEB) Expense	(412,813)	(188,637)
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.		(692,602)
Internal service funds are used by management to charge the costs of fleet management, purchasing/warehousing and self-insurance to individual funds. The net revenue of certain activities of internal service funds is reported with governmental activities.		574,334
Change in Net Position of Governmental Activities		$ 1,147,718

The notes to the financial statements are an integral part of this statement

City of Orem
General Fund
Statement of Revenues, Expenditures, and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Taxes and Special Assessments	$ 30,944,557	$ 29,200,557	$ 31,382,380	$ 2,181,823
Licenses and Permits	975,000	975,000	1,147,855	172,855
Intergovernmental	2,827,635	3,274,537	3,421,798	147,261
Charges for Services	5,397,200	5,405,573	5,657,865	252,292
Fines and Forfeitures	1,208,000	1,310,700	1,358,345	47,645
Charges for Services - Other Funds	4,447,898	4,447,898	4,447,898	-
Interest Revenues	226,443	227,443	127,619	(99,824)
Miscellaneous Revenues	981,446	1,187,015	1,453,593	266,578
Total Revenues	47,008,179	46,028,723	48,997,353	2,968,630
EXPENDITURES				
General Government:				
Legislative	304,205	307,805	303,581	4,224
Executive	2,158,723	2,443,733	2,255,856	187,877
Administrative Services	4,031,063	4,195,512	3,821,574	373,938
Development Services	3,468,369	3,525,947	3,267,767	258,180
Legal Services	977,051	936,051	873,206	62,845
Other - Unclassified	653,188	846,290	583,517	262,773
Total General Government	11,592,599	12,255,338	11,105,501	1,149,837
Public Safety:				
Administration	646,518	651,749	583,224	68,525
Police	12,461,133	13,171,462	12,755,150	416,312
Fire	7,732,242	7,498,426	7,258,754	239,672
Total Public Safety	20,839,893	21,321,637	20,597,128	724,509
Highways and Public Improvements:				
Administration	315,759	318,075	311,954	6,121
Maintenance & Engineering	4,472,359	5,827,606	4,078,401	1,749,205
Total Highways and Public Improvements	4,788,118	6,145,681	4,390,355	1,755,326
Parks, Recreation and Arts	6,221,747	6,569,647	6,099,918	469,729
Economic and Physical Development	1,314,909	285,309	271,010	14,299
Debt Service:				
Capital Leases - Principal	98,213	98,213	98,213	-
Capital Leases - Interest	12,099	12,099	12,099	-
Total Debt Service	110,312	110,312	110,312	-
Total Expenditures	44,867,578	46,687,924	42,574,224	4,099,401
Excess of Revenues over Expenditures	2,140,601	(659,201)	6,423,129	7,082,330
OTHER FINANCING SOURCES (USES)				
Capital Leases	-	-	-	-
Transfers In	1,842,885	2,077,155	2,077,155	-
Transfers Out	(5,319,271)	(6,009,271)	(6,008,519)	752
Total Other Financing Sources (Uses)	(3,476,386)	(3,932,116)	(3,931,364)	752
Net Change in Fund Balance	(1,335,785)	(4,591,317)	2,491,765	7,083,082
Fund Balance - Beginning	11,081,770	11,081,770	11,081,770	-
Fund Balance - Ending	$ 9,745,985	$ 6,490,453	$ 13,573,535	$ 7,083,082

The notes to the financial statements are an integral part of this statement

City of Orem
Redevelopment - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Property Taxes	$ 4,020,000	$ 4,137,382	$ 4,137,383	$ 1
Interest Revenues	-	-	53,184	53,184
Total Revenues	4,020,000	4,137,382	4,190,567	53,185
EXPENDITURES				
Current:				
Redevelopment	2,687,318	8,724,915	1,128,457	7,596,458
Total Expenditures	2,687,318	8,724,915	1,128,457	7,596,458
Excess (Deficiency) of Revenues over (under) Expenditures	1,332,682	(4,587,533)	3,062,110	7,649,643
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	(1,332,682)	(1,332,682)	(1,332,682)	-
Total Other Financing Sources (Uses)	(1,332,682)	(1,332,682)	(1,332,682)	-
Net Change in Fund Balance	-	(5,920,215)	1,729,428	7,649,643
Fund Balance - Beginning	6,107,606	6,107,606	6,107,606	-
Fund Balance - Ending	$ 6,107,606	$ 187,391	$ 7,837,034	$ 7,649,643

City of Orem
Statement of Net Position
Proprietary Funds
June 30, 2013

	Business-type Activities - Enterprise Funds				
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year	Storm Sewer Fund Current Year
ASSETS					
Current Assets:					
Cash and Cash Equivalents	$ 6,095,689	$ 5,549,022	$ 3,564,489	$ 2,626,982	$ 2,460,067
Accounts Receivable (Net of Allowance for Doubtful Accounts)	1,481,272	1,548,047	735,412	764,561	288,505
Inventories	-	-	-	-	-
Prepaids	-	-	-	-	-
Restricted Cash & Cash Equivalents:					
Debt Service & Capital Improvements	2,035,413	1,949,513	-	294,967	-
Total Current Assets	9,612,374	9,046,582	4,299,901	3,686,510	2,748,572
Noncurrent Assets:					
Unamortized Charges	212,874	229,177	68,075	71,729	64,131
Capital Assets:					
Land	-	-	570,209	570,209	1,898,443
Buildings and Systems	1,720,799	1,720,799	3,057,201	3,380,362	679,293
Improvements other than Buildings	9,198,722	9,217,110	702,993	595,039	357,034
Machinery and Equipment	1,769,973	1,683,661	4,302,373	4,406,148	1,587,422
Infrastructure	53,380,531	56,542,996	50,365,909	38,607,024	15,684,747
Construction in Progress	859,591	-	100,102	13,231,458	582,568
Intangibles	20,000	20,000	-	-	-
Less Accumulated Depreciation	(28,580,889)	(30,314,779)	(30,950,718)	(31,857,713)	(5,100,763)
Total Capital Assets (Net of Accumulated Depreciation)	38,368,727	38,869,787	28,148,069	28,932,527	15,688,744
Total Noncurrent Assets	38,581,601	39,098,964	28,216,144	29,004,256	15,752,875
Total Assets	$ 48,193,975	$ 48,145,546	$ 32,516,045	$ 32,690,766	$ 18,501,447
LIABILITIES					
Current Liabilities:					
Accounts Payable	$ 1,002,735	$ 985,161	$ 114,191	$ 283,386	$ 8,400
Customer Deposits	64,110	52,846	-	-	-
Accrued Liabilities	39,257	40,389	43,093	147,623	14,596
Due to Other Funds	-	-	-	-	-
Accrued Vacation and Sick Leave	82,516	87,222	57,607	58,759	37,378
Claims and Judgments	-	-	-	-	-
Unearned Revenue	51,496	63,285	-	-	-
Accrued Interest Payable	341,645	353,209	6,825	10,063	95,305
Bonds Payable - Current Portion	730,095	703,095	824,000	809,000	255,713
Total Current Liabilities	2,311,854	2,285,207	1,045,716	1,308,831	411,392
Noncurrent Liabilities:					
Accrued Vacation and Sick Leave	4,342	4,590	3,032	3,092	1,967
Claims and Judgments	-	-	-	-	-
Bonds Payable - Long-term Portion	15,664,836	16,394,931	10,938,757	11,769,757	4,250,748
Total Noncurrent Liabilities	15,669,178	16,399,521	10,941,789	11,772,849	4,252,715
Total Liabilities	17,981,032	18,684,728	11,987,505	13,081,680	4,664,107
NET POSITION					
Net Investment in Capital Assets	22,338,241	22,165,318	16,385,312	16,353,770	11,336,230
Restricted for Debt Service & Capital Improvements	2,035,413	1,949,513	-	294,967	-
Unrestricted	5,839,289	5,345,987	4,143,228	2,960,349	2,501,110
Total Net Position	$ 30,212,943	$ 29,460,818	$ 20,528,540	$ 19,609,086	$ 13,837,340

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds Current Year
$ 2,598,592	$ 1,345,671	$ 1,307,433	$ 13,465,916	$ 12,082,029	$ 2,184,079
283,671	481,860	476,808	2,987,049	3,073,087	-
-	-	-	-	-	406,380
-	-	680	-	680	-
371,316	43,200	-	2,078,613	2,615,796	-
3,253,579	1,870,731	1,784,921	18,531,578	17,771,592	2,590,459
69,420	-	-	345,080	370,326	-
1,176,034	39,822	39,822	2,508,474	1,786,065	-
679,293	4,125,955	4,131,130	9,583,248	9,911,584	150,000
357,034	1,895,601	1,798,197	12,154,350	11,967,380	-
1,584,506	105,748	116,657	7,765,516	7,790,972	217,244
15,578,492	1,263,915	1,246,991	120,695,102	111,975,503	-
-	-	129	1,542,261	13,231,587	-
-	-	-	20,000	20,000	-
(4,460,742)	(5,089,811)	(4,965,912)	(69,722,181)	(71,599,146)	(224,299)
14,914,617	2,341,230	2,367,014	84,546,770	85,083,945	142,945
14,984,037	2,341,230	2,367,014	84,891,850	85,454,271	142,945
$ 18,237,616	$ 4,211,961	$ 4,151,935	$ 103,423,428	$ 103,225,863	$ 2,733,404
$ 39,022	$ 309,226	$ 285,899	$ 1,434,552	$ 1,593,468	$ 11,725
-	-	-	64,110	52,846	-
15,101	46,289	50,162	143,235	253,275	12,859
-	58,536	448,464	58,536	448,464	-
38,292	41,514	50,172	219,015	234,445	49,832
-	-	-	-	-	311,941
371,316	393,055	361,540	444,551	796,141	-
99,761	-	-	443,775	463,033	-
255,713	-	-	1,809,808	1,767,808	-
819,205	848,620	1,196,237	4,617,582	5,609,480	386,357
2,016	2,185	2,642	11,526	12,340	13,401
-	-	-	-	-	669,043
4,506,461	-	-	30,854,341	32,671,149	-
4,508,477	2,185	2,642	30,865,867	32,683,489	682,444
5,327,682	850,805	1,198,879	35,483,449	38,292,969	1,068,801
10,319,086	2,341,230	2,367,014	52,401,013	51,205,188	142,945
-	-	-	2,035,413	2,244,480	-
2,590,848	1,019,926	586,042	13,503,553	11,483,226	1,521,658
$ 12,909,934	$ 3,361,156	$ 2,953,056	$ 67,939,979	$ 64,932,894	$ 1,664,603

City of Orem
Statement of Revenues, Expenses, and Change in Net Position
Proprietary Funds
For The Year Ended June 30, 2013

	Business-type Activities - Enterprise Funds				
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year	Storm Sewer Fund Current Year
OPERATING REVENUES					
Charges for Services	$ 10,071,475	$ 9,765,330	$ 6,380,841	$ 6,329,891	$ 2,793,384
Other Revenues	950,270	1,275,567	765,667	481,875	298,423
Total Operating Revenues	11,021,745	11,040,897	7,146,508	6,811,766	3,091,807
OPERATING EXPENSES					
Personnel Services	1,851,773	1,829,309	2,028,481	2,105,684	651,159
Supplies and Maintenance	667,690	680,674	713,955	636,648	263,956
Administrative Fee	1,322,372	1,295,151	884,441	854,576	337,013
Utilities	534,023	462,322	634,577	584,089	8,415
Contract Services	3,055,319	2,708,624	507,136	743,387	139,232
Equipment Lease and Rentals	26,561	35,231	18,402	12,060	9,000
Insurance	139,263	138,462	102,627	102,003	41,571
Charges in Lieu of Property Tax	75,000	122,500	50,000	52,500	-
Depreciation Expense	1,934,845	1,852,900	1,069,685	979,954	644,005
Miscellaneous	91,077	83,892	75,217	70,895	42,926
Total Operating Expenses	9,697,923	9,209,065	6,084,521	6,141,796	2,137,277
Operating Income (Loss)	1,323,822	1,831,832	1,061,987	669,970	954,530
NONOPERATING REVENUES AND EXPENSES					
Interest Revenue	48,672	58,852	16,134	29,202	15,164
Gain (Loss) on Sale of Capital Assets	1,300	94,629	(55,327)	61,034	-
Donations / Grants	-	-	-	-	198,267
Deferred Charges	(16,304)	(16,304)	(3,655)	(3,655)	(5,289)
Interest Expense	(691,037)	(714,132)	(20,903)	(28,532)	(195,647)
Total Nonoperating Revenues	(657,369)	(576,955)	(63,751)	58,049	12,495
Income (Loss) before Transfers and Contributions	666,453	1,254,877	998,236	728,019	967,025
Contributions from Developers	54,080	49,000	52,160	24,400	90,000
Transfers In	96,017	105,370	-	-	-
Transfers Out	(64,425)	(65,429)	(130,942)	(141,299)	(129,619)
Change in Net Position	752,125	1,343,818	919,454	611,120	927,406
Total Net Position - Beginning	29,460,818	28,117,000	19,609,086	18,997,966	12,909,934
Total Net Position - Ending	$ 30,212,943	$ 29,460,818	$ 20,528,540	$ 19,609,086	$ 13,837,340

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds Current Year
$ 2,779,313	$ 5,756,356	$ 5,745,628	$ 25,002,056	$ 24,620,162	$ 2,648,452
165,038	29,520	9,468	2,043,880	1,931,948	180
2,944,351	5,785,876	5,755,096	27,045,936	26,552,110	2,648,632
669,910	1,225,184	1,351,398	5,756,597	5,956,301	781,616
210,265	243,062	265,445	1,888,663	1,793,032	1,461,727
360,310	375,354	391,980	2,919,180	2,902,017	-
8,556	689,426	548,498	1,866,441	1,603,465	-
148,592	2,598,268	2,814,877	6,299,955	6,415,480	-
11,685	679,525	665,775	733,488	724,751	-
41,341	-	-	283,461	281,806	-
-	-	-	125,000	175,000	-
630,123	145,763	145,213	3,794,298	3,608,190	19,835
44,187	61,585	56,381	270,805	255,355	-
2,124,969	6,018,167	6,239,567	23,937,888	23,715,397	2,263,178
819,382	(232,291)	(484,471)	3,108,048	2,836,713	385,454
23,372	10,681	13,741	90,651	125,167	-
15,150	1,135	-	(52,892)	170,813	(355)
-	-	-	198,267	-	-
(5,289)	-	-	(25,248)	(25,248)	-
(205,354)	-	-	(907,587)	(948,018)	-
(172,121)	11,816	13,741	(696,809)	(677,286)	(355)
647,261	(220,475)	(470,730)	2,411,239	2,159,427	385,099
-	-	-	196,240	73,400	-
-	764,809	300,000	860,826	405,370	200,000
(67,068)	(136,234)	(33,534)	(461,220)	(307,330)	(10,765)
580,193	408,100	(204,264)	3,007,085	2,330,867	574,334
12,329,741	2,953,056	3,157,320	64,932,894	62,602,027	1,090,269
$ 12,909,934	$ 3,361,156	$ 2,953,056	$ 67,939,979	$ 64,932,894	$ 1,664,603

City of Orem
Statement of Cash Flows
Proprietary Funds
For The Year Ended June 30, 2013

	Business-type Activities - Enterprise Funds			
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year
CASH FLOWS FROM OPERATING ACTIVITIES:				
Receipts from Customers and Users	$ 10,138,250	$ 9,260,669	$ 6,409,990	$ 6,288,515
Receipts from Interfund Services Provided	950,270	1,275,567	765,667	481,875
Payments to Suppliers	(4,571,884)	(3,814,432)	(1,962,454)	(1,916,523)
Payments to Employees	(1,857,859)	(1,817,621)	(2,442,878)	(2,671,331)
Payments for Interfund Services Used	(1,322,372)	(1,295,151)	(884,441)	(854,576)
Net Cash Provided (Used) by Operating Activities	3,336,405	3,609,032	1,885,884	1,327,960
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Transfers In	96,017	105,370	-	-
Transfers Out	(64,425)	(65,429)	(130,942)	(141,299)
Net Cash Provided (Used) by Noncapital Activities	31,592	39,941	(130,942)	(141,299)
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES				
Acquisition of Capital Assets	(1,383,706)	(1,631,732)	(356,009)	(4,806,813)
Proceeds from Bonds Issued	-	-	-	2,481,000
Proceeds from Sales of Capital Assets	1,300	156,269	67,615	94,534
Principal paid on Outstanding Debt	(673,983)	(655,363)	(816,000)	(215,000)
Interest paid on Outstanding Debt	(727,713)	(750,420)	(24,142)	(31,666)
Net Cash Provided (Used) by Capital and Related Financing Activities	(2,784,102)	(2,881,246)	(1,128,536)	(2,477,945)
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	48,672	58,852	16,134	29,202
Net Cash Provided (Used) by Investing Activities	48,672	58,852	16,134	29,202
Net Increase (Decrease) in Cash and Cash Equivalents	632,567	826,579	642,540	(1,262,082)
Cash and Cash Equivalents - Beginning of Year	7,498,535	6,671,956	2,921,949	4,184,031
Cash and Cash Equivalents - End of Year	$ 8,131,102	$ 7,498,535	$ 3,564,489	$ 2,921,949
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ 1,323,822	$ 1,831,832	$ 1,061,987	$ 669,970
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	$ 1,934,845	$ 1,852,900	$ 1,069,685	$ 979,954
(Increase) Decrease in Receivables	66,775	(504,661)	29,149	(41,376)
(Increase) Decrease in Inventory	-	-	-	-
(Increase) Decrease in Prepaids	-	-	-	-
Increase (Decrease) in Accounts Payable	17,574	380,216	(169,195)	(23,596)
Increase (Decrease) in Customer Deposits	11,264	40,273	-	-
Increase (Decrease) in Accrued Liabilities	(1,132)	11,570	(104,530)	(268,469)
Increase (Decrease) in Unearned Revenue	(11,789)	(3,216)	-	-
Increase (Decrease) in Accrued Vacation and Sick Leave	(4,954)	118	(1,212)	11,477
Increase (Decrease) in Claims and Judgments	-	-	-	-
Total Adjustments	2,012,583	1,777,200	823,897	657,990
Net Cash Provided (Used) by Operating Activities	$ 3,336,405	$ 3,609,032	$ 1,885,884	$ 1,327,960
Noncash Investing, Capital, and Financing Activities:				
Contributions of Capital Assets from Developers	$ 54,080	$ 49,000	$ 52,160	$ 24,400

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Current Year	Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds
$ 2,788,550	$ 2,764,951	$ 5,751,304	$ 5,711,005	$ 25,088,094	$ 24,025,140	$ -
298,423	165,038	29,520	9,468	2,043,880	1,931,948	2,648,632
(907,038)	(72,400)	(4,606,317)	(4,284,400)	(12,047,693)	(10,087,755)	(1,735,169)
(652,627)	(665,275)	(1,238,127)	(1,340,049)	(6,191,491)	(6,494,276)	(820,982)
(337,013)	(360,310)	(375,354)	(391,980)	(2,919,180)	(2,902,017)	-
1,190,295	1,832,004	(438,974)	(295,956)	5,973,610	6,473,040	92,481
-	-	764,809	300,000	860,826	405,370	200,000
(129,619)	(67,068)	(136,234)	(33,534)	(461,220)	(307,330)	(10,765)
68,648	(67,068)	628,575	266,466	597,873	98,040	189,235
(1,328,132)	(650,741)	(119,979)	(30,133)	(3,187,826)	(7,119,419)	-
-	-	-	-	-	2,481,000	-
-	25,542	1,135	-	70,050	276,345	-
(243,017)	(234,637)	-	-	(1,733,000)	(1,105,000)	-
(212,799)	(222,352)	-	-	(964,654)	(1,004,438)	-
(1,783,948)	(1,082,188)	(118,844)	(30,133)	(5,815,430)	(6,471,512)	-
15,164	23,372	10,681	13,741	90,651	125,167	-
15,164	23,372	10,681	13,741	90,651	125,167	-
(509,841)	706,120	81,438	(45,882)	846,704	224,735	281,716
2,969,908	2,263,788	1,307,433	1,353,315	14,697,825	14,473,090	1,902,363
$ 2,460,067	$ 2,969,908	$ 1,388,871	$ 1,307,433	$ 15,544,529	$ 14,697,825	$ 2,184,079
$ 954,530	$ 819,382	$ (232,291)	$ (484,471)	$ 3,108,048	$ 2,836,713	$ 385,454
$ 644,005	$ 630,123	$ 145,763	$ 145,213	$ 3,794,298	$ 3,608,190	$ 19,835
(4,834)	(14,362)	(5,052)	(34,623)	86,038	(595,022)	-
-	-	-	-	-	-	(3,338)
-	-	680	(680)	680	(680)	-
(30,622)	20,910	23,327	(24,305)	(158,916)	353,225	(27,680)
-	-	-	-	11,264	40,273	-
(505)	3,826	(393,801)	119,720	(499,968)	(133,353)	(4,858)
(371,316)	371,316	31,515	(19,252)	(351,590)	348,848	-
(963)	809	(9,115)	2,442	(16,244)	14,846	(39,366)
-	-	-	-	-	-	(237,566)
235,765	1,012,622	(206,683)	188,515	2,865,562	3,636,327	(292,973)
$ 1,190,295	$ 1,832,004	$ (438,974)	$ (295,956)	$ 5,973,610	$ 6,473,040	$ 92,481
$ 90,000	$ -	$ -	$ -	$ 196,240	$ 73,400	$ -

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NOTES TO THE FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Reporting Entity

The basic financial statements of the City of Orem (the City) have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applicable to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing accounting and financial reporting principles. With the release of Statement No. 62 (Codification of Accounting and Financial Reporting Guidance contained in Pre-November 30, 1989 FASB and AICPA Pronouncements), accounting and financial reporting for all governmental and proprietary fund types as well as the government-wide statements of the City are now required to follow only GASB guidance. This brings all authoritative accounting and financial reporting literature together in one place and eliminates the need to determine which FASB and AICPA pronouncement provisions might have applied, thereby resulting in a more consistent application of applicable guidance in the financial statements.

The City of Orem was incorporated in 1919 and covers approximately 18.25 square miles. The City operates under a Council-Manager form of government. As required by GAAP, the City and its component units (entities for which the City is considered to be financially accountable) present this Comprehensive Annual Financial Report (CAFR). The City is considered to be financially accountable for an organization if the City appoints a voting majority of that organization or there is a potential for that organization to provide specific financial benefits to or impose specific financial burdens on the City. The City is also considered to be financially accountable for an organization if that organization is fiscally dependent (i.e., it is unable to adopt its budget, levy taxes, set rates or charges, or issue bonded debt without approval from the City).

The component units discussed below are included as part of the City's reporting entity as *blended* component units within its <u>governmental</u> funds.

- The Redevelopment Agency of the City of Orem (RDA) was established to prepare and carry out plans to improve, rehabilitate and redevelop blighted areas within the City. The RDA is governed by a board of trustees composed of the Mayor and members of the City Council. Although it is a legally separate entity from the City, the RDA is reported as if it were part of the primary government because of the City's ability to impose its will upon the operations of the RDA. The RDA is included in these financial statements as the Redevelopment Agency Special Revenue Fund. Separate financial statements are not issued for the RDA.

- The City of Orem Foundation is a nonprofit charitable foundation. The Internal Revenue Service (IRS) gave the City permission to form and operate the trust as an approved section 501(c)3 charitable foundation. This enables donors broader charitable donation capabilities since all

1. Summary of Significant Accounting Policies (continued)

A. Reporting Entity (continued)

donations may be fully tax deductible. Although it is a legally separate entity from the City, the City of Orem Foundation is reported as if it were part of the primary government because of the City's ability to impose its will upon its operations, its board of directors is substantively the same as the City's, and all of its services are for the benefit of the City. It is included in these financial statements as the Orem Foundation Trust Special Revenue Fund. Separate financial statements are not issued for this entity.

The component unit discussed below is included as part of the City's reporting entity as a *blended* component unit within its proprietary funds.

- The Special Service Lighting District of the City of Orem (SSLD) was established to purchase, install, and maintain street lights, poles, and fixtures within the City. The SSLD collects fees to pay for the street lighting system and the electricity to operate it. The SSLD is governed by a board of directors composed of the Mayor and members of the City Council. Although a legally separate entity from the City, the SSLD is reported as if it were part of the primary government because of the City's ability to impose its will upon the operations of the SSLD. The SSLD is included in these financial statements as the Street Lighting Fund. Separate financial statements are not issued for the SSLD.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all activities of the City and its component units. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those which are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment and 2) grants and contributions that

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds and proprietary funds. Major individual governmental and enterprise funds are reported as separate columns in the fund financial statements. The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

The use of financial resources to acquire capital assets are capitalized as assets in the government-wide financial statements, rather than reported as expenditures. Proceeds of long-term debt are recorded as liabilities in the government-wide financial statements, rather than an "other financing source". Amounts paid to reduce long-term debt of the City are reported as a reduction of the related liability, rather than an expense in the government-wide financial statements.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter (within sixty days) to pay liabilities of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt-service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due.

Sales and use taxes, franchise taxes, and earned but unreimbursed state, federal, and other grants associated with the current fiscal period are all considered to be susceptible to accrual and therefore have been recognized as revenues of the current fiscal period. Property taxes are measurable as of the date levied (assessed) and are recognized as revenues when they become available. Available means when due, or past due, and received within the current period or collected soon enough thereafter to be used to pay liabilities of the current period. All other revenues are considered to be measurable and available only when the City receives cash.

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

The City reports the following major governmental funds:

- The *General Fund* is the government's primary operating fund. It accounts for all financial resources of the general government, except for those required to be accounted for in another fund.
- The *Debt Service Fund* is used to account for all general obligation debt of the City of Orem. Operating transfers are made from the General Fund to service the debt payments made by this fund. The source of fund revenue for retiring the general obligation debt is principally the power of the City to levy general property tax; however, certain debt is serviced by sales and franchise tax revenues.
- The *Redevelopment Fund* (see Redevelopment Agency of the City of Orem on page 45) is a special revenue fund used to account for the preparation and implementation of plans to improve, rehabilitate, and redevelop blighted areas within the City. The fund receives the majority of its revenues from general property taxes levied against properties that lie within each RDA project's boundaries.

The City reports the following major proprietary funds:

- The *Water Fund* accounts for the activities of the City's water production, treatment, and distribution operations.
- The *Water Reclamation Fund* accounts for the City's sewer collection, treatment, and maintenance operations.
- The *Storm Sewer Fund* accounts for the operation and maintenance of the City's storm sewer system.

The City reports the following internal service funds:

- The *Self-insurance Fund* accounts for the insurance activities of the various funds throughout the City.
- The *Fleet Maintenance Fund* accounts for the costs of operating and maintaining vehicles and equipment owned by the City.
- The *Purchasing/Warehousing Fund* accounts for the centralized purchasing and warehousing operations of the City.

The effect of interfund activity has, generally, been eliminated from the government-wide financial statements. Exceptions to this are payments to the General Fund by various enterprise funds for providing administrative and billing services. Elimination of these charges would distort the direct costs and program revenues reported for the various functions concerned.

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of all enterprise funds are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources as they are needed.

D. Assets, Liabilities, and Net Position or Equity

1. Cash and Cash Equivalents

Cash includes cash on hand, demand deposits with banks and other financial institutions, and deposits in other types of accounts or cash management pools that have the general characteristics of demand deposit accounts. City policy allows for the investment of funds in the following types of investments (in compliance with the State of Utah's Money Management Act):

- Time certificates of deposit with federally insured depositories.
- Investment in the Utah Public Treasurer's Investment Fund (PTIF).
- Open-end managed money market mutual funds.
- Qualified repurchase agreements with qualified depositories, certified dealers, or certified depositories.
- Other investments allowed by the State of Utah's Money Management Act.

Investments are reported at fair value. The Utah Public Treasurer's Investment Fund (PTIF), Zions Bank Institutional Liquidity Management Fund (ILM), and Moreton Asset Management Fund all operate in accordance with state laws and regulations. The reported value of these funds is not materially different than the fair value of each Fund's shares.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

1. Cash and Cash Equivalents (continued)

Cash equivalents are defined as short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near maturity that they present insignificant risk of changes in value because of changes in interest rates. Investments with maturities of three months or less when purchased meet this definition.

2. Receivables and Payables

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to" or "due from" other funds.

In the Water, Water Reclamation, Storm Sewer, Solid Waste, and Street Lighting funds, the City records utility revenues billed to customers on a monthly basis. Unbilled service accounts receivable at fiscal year-end have been accrued as revenues and receivables.

3. Inventories and Prepaid Items

Inventories of materials and supplies in the Purchasing/Warehousing internal service fund consist principally of materials used to repair the transmission, distribution, collection and treatment systems of the City's proprietary type services. These inventories are valued at cost and accounted for on a first-in, first-out basis (FIFO).

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

4. Capital Assets

The City's capital assets, which includes property, plant, equipment, and infrastructure assets (i.e. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements.

The City defines capital assets as assets with an individual cost of more than $5,000 and an estimated useful life in excess of three years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

4. Capital Assets (continued)

Property, plant, and equipment are depreciated using the straight-line method over the following estimated useful lives:

Assets	Years
Infrastructure	33 - 50
Buildings and Systems	25 - $33^1/_3$
Machinery, Equipment, & Vehicles	5 - 20
Furniture and Equipment	5 - 20
Improvements other than Buildings	5 - 10

5. Compensated Absences

For governmental funds, vested or accumulated vacation leave and compensatory time-off are not expected to be liquidated with expendable available financial resources and are thus excluded as a liability in each fund's balance sheet and as an expenditure in the Statement of Revenues, Expenditures, and Changes in Fund Balance. These balances would only be reported in a governmental fund's financial statements as a liability and expenditure if they have matured (are due).

For proprietary funds, vested or accumulated vacation leave and compensatory time-off is recorded as an expense and a liability of those funds as the benefits accrue to the employees.

The government-wide financial statements reflect the entire amount of vested and/or accumulated vacation leave and compensatory time-off for all governmental and proprietary funds and are thus recorded as a liability in the Statement of Net Position and as an expense in the Statement of Activities.

Employees are limited to two years of accumulated vacation leave. Employees earn twelve days of sick leave per year. While sick leave may be accumulated without limitation, no benefits accrue to the employees. Therefore, no liability exists and the costs of accumulated sick leave are charged to expenditures only when used.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

6. Long-term Obligations

In the government-wide and proprietary fund types financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary fund type statement of net assets. Bond premiums, discounts, and issuance costs are deferred and amortized over the life of the applicable debt. In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

7. Restricted Assets

Restricted assets are primarily comprised of cash and receivables restricted for future payments of principal and interest on debt service, unexpended portions of bonds issued for capital construction purposes, and unexpended taxes collected for very specific uses under state law.

8. Fund Equity Reserves

Fund Balance
In the fund financial statements, governmental funds report classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purposes for which amounts in these funds can be spent.

Restricted Net Position
In the government-wide financial statements as well as the proprietary fund financial statements, restricted net position amounts are legally restricted by outside parties for a specific purpose.

9. Contributions from Developers

Contributions from developers in the proprietary fund financial statements arise from outside contributions of capital assets, or from grants or outside contributions of resources restricted to capital acquisition and construction.

1. Summary of Significant Accounting Policies (continued)

E. Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenditures and expenses during the reporting period. Actual results could differ from those estimates.

2. Reconciliation of Government-wide and Fund Financial Statements

A. Explanation of certain differences between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between *total governmental fund balances* and *net position of governmental activities* as reported in the government-wide Statement of Net Position. This difference primarily results from the long-term economic focus of the Statement of Net Position versus the current financial resources focus of the governmental fund balance sheets.

Capital Related Items
When capital assets that are to be used in governmental activities are purchased or constructed, the cost of these assets are reported as expenditures in governmental funds. However, the Statement of Net Position includes these capital assets among the assets of the City as a whole.

Cost of Capital Assets	$ 246,648,335
Accumulated Depreciation	(99,951,420)
Net adjustment to increase *fund balance - total governmental funds* to arrive at *net position - governmental activities*	$ 146,696,915

Long-term Debt Transactions
Long-term liabilities applicable to the City's governmental activities are not due and payable in the current period and accordingly are not reported as fund liabilities in the governmental fund financial statements. All liabilities (both current and long-term) are reported in the Statement of Net Position.

2. Reconciliation of Government-wide and Fund Financial Statements (continued)

A. Explanation of certain differences between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position (continued)

Long-term liability balances at June 30, 2013 were as follows:

General Obligation Bonds	$ 13,900,000
Sales Tax Revenue Bonds	6,688,000
Special Improvement District Bonds	5,444,000
Franchise Tax Revenue Bonds	2,850,000
Notes Payable	1,199,599
Capital Leases	478,299
Bond Premiums Deferred	620,667
Bond Loss on Defeasance Deferred - Refunding	(165,579)
Bond Issuance Costs Deferred - Refunding	(248,279)
Compensated Absences	1,753,381
Less: Internal Service Funds - Current Portion	(49,832)
Net OPEB Obligations	825,625
Claims and Judgments	980,984
Less: Internal Service Funds - Current Portion	(311,941)
Net adjustment to reduce *fund balance - total governmental funds* to arrive at *net position - governmental activities*	$ 33,964,924

B. Explanation of differences between Governmental Fund Operating Statements and the Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net changes in fund balance - total governmental funds and changes in net position of governmental activities as reported in the government-wide Statement of Activities. One of these differences is explained here in greater detail.

The second element of that reconciliation states that "the issuance of long-term debt provides current financial resources to governmental funds, while the payment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position." The details of this difference are as follows:

2. Reconciliation of Government-wide and Fund Financial Statements (continued)

B. Explanation of differences between Governmental Fund Operating Statements and the Statement of Activities (continued)

Principal payments:	
General Obligation Bonds	$ 1,310,000
Sales Tax Revenue Bonds	746,000
Franchise Tax Revenue Bonds	525,000
Special Improvement District Bonds	481,000
Capital Leases	98,213
Notes Payable	68,714
Subtotal	3,228,927
Net adjustment to increase *net changes in fund balance* - total governmental funds to arrive at *changes in net position of governmental activities*	$ 3,228,927

3. Stewardship, Compliance and Accountability

A. Budgetary Information

Prior to the first regularly scheduled meeting of the City Council in May, the City Manager and appointed Budget Officer, submits to the City Council a proposed operating budget for the fiscal year commencing the following July 1st. The operating budget includes proposed expenditures and the proposed sources of revenues.

Between May 1st and June 22nd, the City Council reviews and adjusts the proposed budget. On or before June 22nd, a public hearing is held and the budget is legally adopted through passage of a resolution, unless a property tax increase is proposed. If a property tax increase is proposed, a hearing must be held on or before August 17th, which does not conflict with other taxing entities that have proposed a property tax increase. At this time the final balanced budget is adopted.

The City Manager, in conjunction with the Budget Officer and the appropriate department head, has the budget authority to transfer budget appropriations within and between any divisions of any budgetary fund. However, the "fund level" is the legal level of control and the City Manager must obtain approval from the City Council to increase revenues or expenditures for any fund.

3. Stewardship, Compliance and Accountability (continued)

A. Budgetary Information (continued)

An individual department is composed of several divisions. Budget transfers may be made between divisions within a fund as long as they are in the same department. However, they may not transfer from one fund to another fund without City Council approval.

The City Council (administrators of the legal level of control), by resolution, have the authority to transfer budget appropriations between individual budgetary funds. A public hearing must be held to increase the total appropriations of any one governmental fund type; however, after the original public hearing, operating and capital budgets of proprietary fund types may be increased by resolution without an additional hearing.

Annual budgets for the General Fund, all Special Revenue Funds, Debt Service Funds, and Capital Projects Funds were legally adopted by the City and are prepared on the modified-accrual method of accounting. Although Utah State law requires the initial preparation of budgets for all City funds (both governmental and proprietary), it only requires the reporting of actual versus such budgets for governmental funds.

Tax Revenues
Property taxes are collected by the Utah County Treasurer and remitted to the City in two to three installments in December, January, and a final settlement generally in March of the new calendar year. Taxes are levied and are due and payable on November 1st and delinquent after November 30th of each year at which time they become liens if not paid. An accrual of uncollected current and prior year's property taxes beyond those received within 60 days after the fiscal year end has not been made, as the amounts are not deemed to be material.

Sales taxes are collected by the Utah State Tax Commission and remitted to the City monthly. An accrual has been made for all taxes received by the State for the period ended June 30 and thus are due and payable to the City.

Franchise taxes are charged to various utility companies doing business within the City including telephone, cable television, gas utility, and electric utility companies. The fees are remitted on a monthly, quarterly, or annual basis. An accrual has been made for all fees due and payable to the City at June 30.

4. Detailed Notes for all Funds

A. Deposits and Investments

The City's deposit and investment activities are governed by the Utah Money Management Act (*Utah Code*, Title 51, Chapter 7) and rules of the State of Utah Money Management Council.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Custodial Credit Risk – Deposits
The custodial credit risk for deposits is the risk that in the event of a bank failure, the City's deposits may not be recovered. The Money Management Act requires deposits be in a qualified depository. The Act defines a qualified depository as any financial institution whose deposits are insured by an agency of the federal government and which has been certified by the State Commissioner of Financial Institutions as meeting the requirements of the Act and adhering to the rules of the Utah Money Management Council.

The deposits in the bank in excess of the insured amount are uninsured and uncollateralized. Deposits are not collateralized nor are they required to be by state statute. The City has no formal policy regarding custodial credit risk for these deposits. As of June 30, 2013, $2,991,077 of the City's bank balance of $3,202,890 is exposed to custodial credit risk as uninsured and uncollateralized. The carrying amount of the deposits at June 30, 2013 is $2,505,416.

Investments
The Money Management Act defines the types of securities authorized as appropriate investments and the conditions for making investment transactions. Investment transactions may be conducted only through qualified depositories, certified dealers, or directly with issuers of investment securities.

The Act authorizes investments in both negotiable and nonnegotiable deposits of qualified depositories and permitted negotiable depositories; repurchase and reverse repurchase agreements; commercial paper that is classified as "first tier" by two nationally recognized statistical rating organizations, one of which must be Moody's Investors Services or Standard & Poor's; bankers' acceptances; obligations of the United States Treasury including bills, notes, and bonds; obligations, other than mortgage derivative products, issued by U.S. government sponsored enterprises (U.S. Agencies) such as the Federal Home Loan Bank System, Federal Home Loan Mortgage Corporation (Freddie Mac), Federal National Mortgage Association (Fannie Mae), and Student Loan Marketing Association (Sallie Mae); bonds, notes, and other evidence of indebtedness of political subdivisions of the State; fixed rate corporate obligations and variable rate securities rated "A" or higher, or the equivalent of "A" or higher, by two nationally recognized statistical rating organizations; and shares or certificates in a money market mutual fund as defined in the Act.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Investments (continued)
The City's investments at June 30, 2013 are presented below:

		Investment Maturities (in years)			
Investment Type	Fair Value	Less Than 1	1 - 5	6 - 10	More Than 10
Debt Securities					
Utah Public Treasurer's Investment Fund	$ 31,013,438	$ 31,013,438	$ -	$ -	$ -
Zions Bank Inst. Liquidity Management Fund	11,649,314	9,966,294	1,683,020	-	-
Moreton Asset Management Fund	5,002,340	2,357,452	2,644,888	-	-
U.S. Treasuries	333,049	333,049	-	-	-
Total Debt Securities	$ 47,998,141	$ 43,670,233	$ 4,327,908	$ -	$ -

Interest Rate Risk - Investments
Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment.

The City's policy for managing interest rate risk is to comply with the State's Money Management Act. Section 51-7-11 of the Act requires that the remaining term to maturity of investments may not exceed the period of availability of the funds to be invested. The Act further limits the remaining term to maturity on all investments in commercial paper, bankers' acceptances, fixed rate negotiable deposits, and fixed rate corporate obligations to 270-365 days or less. In addition, variable rate negotiable deposits and variable rate securities may not have a remaining term to final maturity exceeding two years.

Credit Risk of Debt Securities
Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The City follows the Money Management Act as previously discussed as its policy for reducing exposure to investment credit risk.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Credit Risk of Debt Securities (continued)
The City's debt investments ratings at June 30, 2013 are presented below:

Rated Debt Investments	Fair Value	Quality Ratings AAA	AA	A	Unrated
Debt Securities					
Utah Public Treasurer's Investment Fund	$ 31,013,438	$ -	$ -	$ -	$ 31,013,438
Zions Bank Inst. Liquidity Management Fund	11,649,314	1,801,160	-	3,407,684	6,440,470
Moreton Asset Management Fund	5,002,340	2,133,707	205,486	2,663,147	-
U.S. Treasuries	333,049	-	-	-	333,049
Total Debt Securities	$ 47,998,141	$ 3,934,867	$ 205,486	$ 6,070,831	$ 37,786,957

Custodial Credit Risk – Investments
Custodial credit risk for investments is the risk that, in the event of a failure of the counter party, the City will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party. The City does not have a formal policy for custodial credit risk.

Most of the City's investments at June 30, 2013 were with the Utah Public Treasurer's Investment Fund (PTIF) and therefore, are not categorized as to custodial credit risk. The investments in the Zions Bank Institutional Liquidity Management Fund (ILM) have custodial credit risk exposure. Of the $11,649,314 invested in the ILM Fund, none of the related securities are uninsured or unregistered. The investments in the Moreton Asset Management Fund have custodial credit risk exposure. Of the $5,002,340 invested in the Moreton Asset Management Fund, none of the related securities are uninsured or unregistered.

Additional information regarding the Utah PTIF, Zions Bank ILM Fund, and Moreton Asset Management Fund is available in footnote 4.B. of these notes to the financial statements.

The investment in U.S. Treasuries represent amounts held in various bond trust funds.

Concentration of Credit Risk – Investments
Concentration of credit risk is the risk of a loss attributed to the magnitude of a government's investment in a single issuer.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Concentration of Credit Risk – Investments (continued)
The City's policy for reducing this risk of loss is to comply with the Rules of the Money Management Council. Rule 17 of the Money Management Council limits investments in a single issuer of commercial paper and corporate obligations to between 5 and 10 percent depending upon the total dollar amount held in the portfolio. The Money Management Council limitations do not apply to securities issued by the U.S. Government and its agencies. Most of the City's investments at June 30, 2013 were with the Utah PTIF and therefore, are not categorized as to concentration of credit risk.

There are no amounts invested directly in Zions Bank securities either as corporate notes or as securities within the ILM Fund. There are no amounts invested directly in Moreton securities either as corporate notes or as securities within the Moreton Asset Management Fund.

Additional information regarding the Utah PTIF, Zions Bank ILM Fund, and Moreton Asset Management Fund is available in footnote 4.B. of these notes to the financial statements.

B. External Investment Pools

Public Treasurer's Investment Fund (PTIF)
The City invests in this external investment pool which is administered by the Treasurer of the State of Utah. State agencies, municipalities, counties, and local governments within the state are allowed to invest in the PTIF. There is no required participation and no minimum balance or minimum/maximum transaction requirements.

The PTIF is not registered with the SEC as an investment company. The PTIF is authorized and regulated by the Money Management Act, Chapter 51-7, Utah Code Annotated, 1953, as amended. The Act establishes the Money Management Council which oversees the activities of the State Treasurer and the PTIF. The Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the PTIF are not insured or otherwise guaranteed by the State of Utah and participants share proportionally in any realized gains or losses on investments.

The PTIF allocates income and issues statements on a monthly basis. The PTIF operates and reports to participants on an amortized cost basis. The participants' balance is their investment deposited in the PTIF plus their share of income, gains and losses, net of administration fees, which are allocated to each participant on the ratio of each participant's share to the total funds in the PTIF.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Public Treasurer's Investment Fund (PTIF) (continued)
Twice a year, at June 30 and December 31, the investments are valued at fair value to enable participants to adjust their investments in this pool at fair value. The Bank of New York and the State of Utah separately determine each security's fair value in accordance with GASB 31 (i.e. for almost all pool investments the quoted market price as of June 30, 2013) and then compare those values to come up with an agreed upon fair value of the securities.

As of June 30, 2013, the City had $31,013,438 invested in the PTIF which had a fair value of $31,169,178 for an unrealized gain of $155,740. Due to the insignificance of this amount in relation to the funds affected by the unrealized gain, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

The following table shows statistical information about this investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	93.36 %
Money Market Accounts and Certificates of Deposit	6.64 %
U.S. Government Securities	0.00 %
Total	100.00 %

Zions Bank Institutional Liquidity Management Fund (ILM)
The City invests in this external investment pool which is administered by the Investment Management and Capital Markets Division of Zions Bancorporation. The required minimum balance is $5,000,000. There are no minimum/maximum transaction requirements.

The ILM is not registered with the SEC as an investment company. The ILM is a registered investment advisor and is certified by the Utah Money Management Council. The Utah Money Management Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the ILM are not insured or otherwise guaranteed by Zions Bank. The ILM issues statements on a monthly basis. It operates and reports on an amortized cost basis. The ILM balance is the City's investment plus income and gains less losses and administration fees.

As of June 30, 2013, the City had $11,649,314 invested in the ILM which had a fair value of $11,639,764 for an unrealized loss of $9,550. Due to the insignificance of this amount in relation to the funds affected by the unrealized loss, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Zions Bank Institutional Liquidity Management Fund (ILM) (continued)

The following table shows statistical information about the Zions Bank ILM investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	29.25 %
Money Market Accounts and Certificates of Deposit	55.29 %
U.S. Government Securities	15.46 %
Total	100.00 %

Moreton Asset Management Fund

The City invests in this external investment pool which is administered by the Moreton Advisors group. The required minimum balance is $5,000,000. There are no minimum/maximum transaction requirements.

The Moreton Asset Management Fund is not registered with the SEC as an investment company. The Moreton Asset Management Fund is a registered investment advisor and is certified by the Utah Money Management Council. The Utah Money Management Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the Moreton Asset Management Fund are not insured or otherwise guaranteed by Moreton. The Moreton Asset Management Fund issues statements on a monthly basis. It operates and reports on an amortized cost basis. The Moreton Asset Management Fund balance is the City's investment plus income and gains less losses and administration fees.

As of June 30, 2013, the City had $5,002,340 invested in the Moreton Asset Management Fund which had a fair value of $4,988,561 for an unrealized loss of $13,779. Due to the insignificance of this amount in relation to the funds affected by the unrealized loss, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Moreton Asset Management Fund (continued)

The following table shows statistical information about the Moreton Asset Management Fund investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	57.35 %
Money Market Accounts and Certificates of Deposit	32.65 %
U.S. Government Securities	10.00 %
Total	100.00 %

C. Customer Deposits

Enterprise fund deposits are deposits the City requires from residential or business customers who are receiving a utility connection but have a bankruptcy on record or have had their water turned off (or about to be turned off) for a third time in a twelve month period of time. The deposit is refundable after one year of satisfactory payment history.

D. Loans Receivable - CDBG and EDA Loans

The City uses monies from the Community Development Block Grant (CDBG) program to create housing rehabilitation and business development loans. Additional funds from the Economic Development Agency (EDA) and the Utah Revolving Loan Fund are used to supplement the business development loan program. The principal balance of the loans at June 30, 2013, as summarized below, has been shown in the government-wide statement of net assets as follows:

Housing Rehabilitation Loans	$ 356,228
Business Development Loans	290,660
Total	$ 646,888

E. Receivables

Receivables as of June 30, 2013 for the government's individual major funds, as well as nonmajor funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

4. Detailed Notes for all Funds (continued)

E. Receivables (continued)

	Receivables	Allowance for Uncollectibles	Net Total Receivables
General:			
Property Taxes	$ 4,684,702	$ -	$ 4,684,702
Other Taxes	4,722,974	-	4,722,974
Special Assessments	5,000,876	-	5,000,876
Intergovernmental	193,952	-	193,952
Accounts	376,351	(1,496)	374,855
Due from Other Funds	150,995	-	150,995
Subtotal - General	15,129,850	(1,496)	15,128,354
Debt Service:			
Property Taxes	1,933,950	-	1,933,950
Notes Receivable	9,258,140	(6,784,608)	2,473,532
Redevelopment:			
Property Taxes	4,045,000	-	4,045,000
Water:			
Accounts	1,495,817	(14,545)	1,481,272
Water Reclamation:			
Accounts	741,871	(6,459)	735,412
Storm Sewer:			
Accounts	291,419	(2,914)	288,505
Nonmajor Funds:			
Other Taxes	306,921	-	306,921
Intergovernmental	94,771	-	94,771
Accounts	486,604	(4,744)	481,860
Notes Receivable	1,620,995	(239,291)	1,381,704
Subtotal - Nonmajor	2,509,291	(244,035)	2,265,256
Totals	$ 35,405,338	$ (7,054,057)	$ 28,351,281

All receivables are expected to be collected within one year except for $3,974,342 of special assessments in the General Fund, $2,473,532 of notes receivable in the Debt Service Fund, $17,907 of receivables in the Water Reclamation Fund, and $1,231,781 of notes receivable in the nonmajor funds.

Governmental funds report *unearned revenues* in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. Governmental funds also delay revenue recognition in connection with resources that have been received, but not yet earned.

At the end of the current fiscal year, the various components of *unearned revenue* reported in the governmental funds were as follows:

4. Detailed Notes for all Funds (continued)

E. Receivables (continued)

	Unavailable	Unearned
Property Taxes Receivable	$ 10,663,652	$ 10,663,652
Donations and Other Funds to be Used for Specific Programs	-	1,174,660
Grant Money Used in Revolving Loan Programs	-	646,888
Special Assessments not yet Due	5,000,877	177,255
Total Unearned Revenue for Governmental Funds	$ 15,664,529	$ 12,662,455

F. Capital Assets

Governmental activities capital asset activity for the year ended June 30, 2013 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Governmental Activities:				
Capital Assets, not being depreciated:				
Land	$ 59,028,414	$ -	$ -	$ 59,028,414
Construction in Progress	260,971	568,256	(589,923)	239,304
Total Capital Assets, not being depreciated	59,289,385	568,256	(589,923)	59,267,718
Capital Assets, being depreciated:				
Buildings and Systems	29,020,212	-	-	29,020,212
Improvements other than Buildings	28,623,392	126,960	(109,553)	28,640,799
Machinery and Equipment	17,925,682	294,431	(196,027)	18,024,086
Infrastructure	111,188,498	509,987	(2,965)	111,695,520
Total Capital Assets, being depreciated	186,757,784	931,378	(308,545)	187,380,617
Less Accumulated Depreciation for:				
Buildings and Systems	(14,396,695)	(1,039,705)	-	(15,436,400)
Improvements other than Buildings	(15,046,584)	(1,222,749)	109,537	(16,159,796)
Machinery and Equipment	(12,584,386)	(1,211,932)	176,374	(13,619,944)
Infrastructure	(51,649,559)	(3,088,686)	2,965	(54,735,280)
Total Accumulated Depreciation	(93,677,224)	(6,563,072)	288,876	(99,951,420)
Total Capital Assets, being depreciated, net	93,080,560	(5,631,694)	(19,669)	87,429,197
Governmental Activities Capital Assets, net	$ 152,369,945	$ (5,063,438)	$ (609,592)	$ 146,696,915

4. Detailed Notes for all Funds (continued)

F. Capital Assets (continued)

Business-type activities capital asset activity for the year ended June 30, 2013 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Business-type Activities:				
Capital Assets, not being depreciated:				
Land	$ 1,786,065	$ 854,184	$ (131,775)	$ 2,508,474
Intangibles	20,000	-	-	20,000
Construction in Progress	13,231,587	2,026,411	(13,715,737)	1,542,261
Total Capital Assets, not being depreciated	15,037,652	2,880,595	(13,847,512)	4,070,735
Capital Assets, being depreciated:				
Buildings and Systems	9,911,584	-	(328,336)	9,583,248
Improvements other than Buildings	11,967,380	208,711	(21,741)	12,154,350
Machinery and Equipment	7,790,972	294,469	(319,925)	7,765,516
Infrastructure	111,975,503	13,843,800	(5,124,201)	120,695,102
Total Capital Assets, being depreciated	141,645,439	14,346,980	(5,794,203)	150,198,216
Less Accumulated Depreciation for:				
Buildings and Systems	(6,774,573)	(195,242)	205,396	(6,764,419)
Improvements other than Buildings	(3,827,487)	(565,706)	21,741	(4,371,452)
Machinery and Equipment	(5,529,241)	(511,420)	319,925	(5,720,736)
Infrastructure	(55,467,845)	(2,521,930)	5,124,201	(52,865,574)
Total Accumulated Depreciation	(71,599,146)	(3,794,298)	5,671,263	(69,722,181)
Total Capital Assets, being depreciated, net	70,046,293	10,552,682	(122,940)	80,476,035
Business-type Activities Capital Assets, net	$ 85,083,945	$ 13,433,277	$ (13,970,452)	$ 84,546,770

4. Detailed Notes for all Funds (continued)

F. Capital Assets (continued)

Depreciation expense was charged to functions/programs of the primary government as follows:

Governmental Activities:		
General Government	$	274,959
Public Safety		1,089,520
Highway and Streets		3,596,415
Parks, Recreation and Arts		1,416,076
Redevelopment		89,429
Economic and Physical Development		76,838
Capital assets held by the government's internal service funds are charged to various functions based on their usage of the assets		19,835
Total Depreciation Expense - Governmental Activities	$	6,563,072
Business-type Activities:		
Water	$	1,934,845
Water Reclamation		1,069,685
Storm Sewer		644,005
Recreation		106,022
Street Lighting		39,741
Total Depreciation Expense - Business-type Activities	$	3,794,298

Construction Commitments

The City has active construction projects as of June 30, 2013. The projects include street construction in areas with newly developed housing, widening and construction of existing streets and sidewalks, water, water reclamation, and storm sewer system improvements, and new construction and improvements to various public facilities. At year-end, the City's commitments with contractors and others are as follows:

Project	Spent-to-Date	Remaining Commitment
Water Systems Improvements	$ 859,591	$ 2,359,002
Street Construction and Improvements	107,040	1,515,769
Public Facility Construction & Improvements	-	42,636
Water Reclamation Improvements	84,012	189,188
Storm Sewer Improvements	373,843	842,608
Park and Recreation Improvements	1,165	326,409
Total	$ 1,425,651	$ 5,275,612

4. Detailed Notes for all Funds (continued)

G. Interfund Receivable, Payables and Transfers

The composition of interfund balances as of June 30, 2013 is as follows:

Due to/from Other Funds
Loans made between funds are reflected as "due to, due from" on the respective funds' Balance Sheet (governmental funds) and/or Statement of Net Position (business-type funds). They are as follows:

Receivable Fund	Payable Fund	Amount
General	Nonmajor Governmental Funds	$ 92,459
General	Nonmajor Enterprise Funds	58,536
Total		$ 150,995

The outstanding balances between funds are primarily due to the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made.

Interfund Transfers
Transfers between funds occur primarily to finance programs accounted for in one fund with resources collected in other funds in accordance with budgetary authorizations. Interfund transfers for the year ended June 30, 2013 are as follows:

	In	Out
Major Funds:		
General	$ 2,077,155	$ 6,008,519
Debt Service Fund	4,540,171	200,000
Redevelopment Fund	-	1,332,682
Water Fund	96,017	64,425
Water Reclamation Fund	-	130,942
Storm Sewer Fund	-	129,619
Nonmajor Governmental Funds	582,654	247,620
Nonmajor Enterprise Funds	964,809	146,999
	$ 8,260,806	$ 8,260,806

4. Detailed Notes for all Funds (continued)

H. Jointly Governed Organizations

The City in conjunction with other governmental entities, jointly governs several organizations. Each organization's board is comprised of one member from each participating entity. A brief description of the City's relationship with each organization follows:

Utah Risk Management Mutual Association (URMMA) - The City provides for its general liability risks and worker's compensation through a joint protection agreement with URMMA. During the year ended June 30, 2013, the City paid premiums of approximately $255,000 to URMMA.

North Pointe Solid Waste Special Service District (NPSWSSD) - The district is a component unit of Utah County and represents thirteen cities in the northern part of the county. NPSWSSD was created to process and dispose of municipal solid waste. The City disposes of its solid waste through an agreement with NPSWSSD, which operates a solid waste transfer station. The City is represented on the NPSWSSD board and has voting rights related to the operations and financing of NPSWSSD. NPSWSSD has a service contract for the ultimate disposal of waste at a landfill located in an adjacent county. During the year ended June 30, 2013, the City paid solid waste tipping fees of approximately $819,000 to NPSWSSD. The City's waste, by weight, represents approximately 25% of all of the solid waste processed by NPSWSSD.

North Utah Valley Animal Services Special Service District (NUVAS) - The Utah County Board of Commissioners ("The Commission) created the district. The Commission delegated all powers to manage the district to an Administrative Control Board which has three members appointed by the Commission and a member from each of the fourteen participating cities. Each participating city delivers stray, homeless, endangered, injured or other animals to the district's shelter facility. NUVAS is charged with identifying and/or locating the animal's rightful owner. Personnel of the district also evaluate, house, treat and/or humanely dispose of any animal brought to them by the City. NUVAS also handles all licensing and licensing renewals. During the year ended June 30, 2013, the City paid participation fees of approximately $80,000 to NUVAS.

Utah Telecommunication Open Infrastructure Agency (UTOPIA) – UTOPIA was formed under the Utah Interlocal Cooperation Act by its eighteen founding cities, of which, the City of Orem is a member. This agency has the assignment to design, finance, build, operate and maintain a fiber-to-home and fiber-to-business fiber optic communication network. UTOPIA will build the infrastructure but private companies will deliver the services over the network. During the year ended June 30, 2013, the City paid UTOPIA approximately $8,000 in customer service fees. The City also paid $2,807,596 in pledge funds into a debt service reserve fund which was used to pay UTOPIA debt obligations for the fiscal year. A corresponding long-term note

4. Detailed Notes for all Funds (continued)

H. Jointly Governed Organizations (continued)

receivable was also increased by this amount. See footnote 5.B. (Other information, contingent liabilities) for additional information.

Utah Infrastructure Agency (UIA) – UIA was formed under the Utah Interlocal Cooperation Act by its nine member cities, of which, the City of Orem is a member. This agency was organized to provide for the acquisition, construction, and installation of telecommunication and cable television lines to a customer's premises using a demand utility model. During the year ended June 30, 2013, the City forwarded Contract Utility Enhancement (CUE) agreement receipts of approximately $53,000 to UIA.

I. Capital Leases

The City has entered into certain lease agreements under which the related equipment will become the property of the City when the terms of the lease agreement are met. All City lease contracts contain a fiscal non-funding clause that allows the City Council the option of terminating the lease agreement at the end of any fiscal year. In the opinion of City management, the likelihood of this clause being exercised is remote.

The following is a schedule, by year, of future minimum lease payments of all capital leases as well as the present value of the net minimum lease payments as of June 30, 2013:

Year ending June 30,	Governmental Activities
2014	$ 113,228
2015	91,877
2016	90,007
2017	88,138
2018	84,281
2019-2020	41,456
Total minimuim lease payments	508,987
Less: Amount representing interest	(30,688)
Present value of net minimum lease payments	$ 478,299

Equipment and related accumulated depreciation under capital leases is as follows:

	Governmental Activities
Cost of Equipment	$ 641,116
Accumulated Depreciation	(92,099)
Difference	$ 549,017

4. Detailed Notes for all Funds (continued)

J. Long-term Debt

General Obligation Bonds

The City issues general obligation bonds to provide funds for the acquisition and construction of major capital projects. All general obligation bonds issued are for governmental activities. The original amount of general obligation bonds issued in prior years was $21,340,000.

General obligation bonds are direct obligations and pledge the full faith and credit of the government.

General obligation bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental activities:		
2004 Road Construction-Refunding	3.00% to 4.00%	$ 1,740,000
2005 Road Construction	3.50% to 5.00%	6,320,000
2006 Road Construction	3.63% to 5.00%	3,995,000
2009 Road Construction-Refunding	2.75% to 5.00%	1,845,000
Total		$ 13,900,000

Annual debt service requirements to maturity for the above reflected general obligation debt is as follows:

Year Ended June 30,	Governmental Activities		
	Principal	Interest	Totals
2014	$ 1,350,000	$ 582,250	$ 1,932,250
2015	1,410,000	526,850	1,936,850
2016	1,475,000	469,229	1,944,229
2017	1,535,000	407,648	1,942,648
2018	1,115,000	351,551	1,466,551
2019-2023	4,875,000	1,075,839	5,950,839
2024-2028	2,140,000	108,250	2,248,250
Totals	$ 13,900,000	$ 3,521,617	$ 17,421,617

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Special Assessment Bonds
Special assessment bonds are generally issued to provide funds for the construction of streets, sidewalks, parking structures, water lines, sewer lines, and other infrastructure in new commercial or residential construction developments.

These bonds will be repaid from amounts levied against the property owners benefitted by the construction. In the event a deficiency exists because of unpaid or delinquent special assessments at the time a debt service payment is due, the government must provide resources to cover the deficiency until other resources, for example, foreclosure proceeds, are received. The City has a first lien priority in all of these projects.

The City has the following special assessment bonds outstanding at June 30, 2013:

Canyon River SID Bonds – Series 2001
In October of 2001, the City issued Canyon River special improvement district bonds of $3,680,000 through private placement for property improvements. The terms of the bond contract require principal and interest payable annually commencing March 2002 and continuing through March 2016. The interest rate varies between 4.59% and 5.00%. Outstanding principal at June 30, 2013, is $605,000.

Midtown Village SID Bonds – Series 2009
In March of 2009, the City issued Midtown Village special improvement district bonds of $3,943,000 through private placement for property improvements. The terms of the bond contract require principal and interest payable annually commencing December 2009 and continuing through December 2028. The interest rate is 4.35%. Outstanding principal at June 30, 2013, is $3,074,000.

Northgate Village SID Bonds – Series 2010
In November of 2010, the City issued Northgate Village special improvement district bonds of $1,915,000 through private placement for the improvement of property. The terms of the bond contract require principal and interest payable annually commencing November 2011 and continuing through November 2025. The interest rate is fixed at 7.75%. Outstanding principal at June 30, 2013, is $1,765,000.

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Special Assessment Bonds (continued)

Special assessment bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
Property Improvement - Infrastructure	4.59% - 5.00%	$ 605,000
Property Improvement - Parking Structure	4.35%	3,074,000
Property Improvement - Infrastructure	7.75%	1,765,000
Total		$ 5,444,000

Annual debt service requirements to maturity for the above reflected special assessment bonds is as follows:

Year Ended June 30,	Governmental Activities Principal	Interest	Totals
2014	$ 468,000	$ 293,072	$ 761,072
2015	445,000	270,875	715,875
2016	471,000	247,545	718,545
2017	274,000	222,831	496,831
2018	291,000	207,765	498,765
2019-2023	1,708,000	778,672	2,486,672
2024-2028	1,787,000	251,682	2,038,682
Totals	$ 5,444,000	$ 2,272,442	$ 7,716,442

Revenue Bonds

All of the City's water and storm sewer, water quality, franchise tax, and sales tax revenue bonds are payable solely by a pledge and assignment of their associated revenue sources. For additional information regarding the City's pledged-revenue coverage, see the table on pages 150-151. The City has the following revenue bonds outstanding at June 30, 2013:

Water Quality Revenue Bonds

In April of 1994, the City entered into an agreement to issue revenue bonds through the Utah State Department of Water Quality of $3,500,000. The proceeds of the bonds were used to construct facilities at the Water Reclamation Plant. The bond contract terms require principal and interest payable annually beginning in February 1995 and continuing through February

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)

Water Quality Revenue Bonds (continued)
2015. Payments on the bonds are paid by sewer charges to customers. The interest rate is fixed at 3.50%. Outstanding principal at June 30, 2013, is $467,757.

Water and Storm Sewer Revenue Bonds – Series 2005 A
In March of 2005, the City issued revenue bonds of $17,390,000 through private placement for completion of improvements to the City's water and storm sewer systems. Bond contract terms require principal payable annually commencing in July of 2006 with interest payable semi-annually in January and July through July 2025. The interest rate varies between 3.50% and 5.25%. Outstanding principal at June 30, 2013, is $12,985,000.

Water and Storm Sewer Revenue Bonds – Series 2005 B
In March of 2005, the City entered into an agreement to issue revenue bonds through the Utah State Department of Drinking Water of $3,000,000. The proceeds of the bonds were used for the completion of improvements to the city's water and storm sewer systems. The terms of the bond contract require principal payable annually commencing in July 2006 with interest payable semi-annually in January and July through July 2025. The interest rate is fixed at 1.48%. Outstanding principal at June 30, 2013, is $2,048,000.

Sales Tax Revenue Refunding Bonds – Series 2007
In October of 2007, the City issued sales tax revenue refunding bonds of $5,720,000 through private placement. The proceeds were placed in an irrevocable trust for the purpose of generating resources for all future debt service payments of the Series 2002 sales tax revenue bonds. The bond contract requires principal payable annually commencing in April 2009 with interest payable semi-annually in April and October through April 2023. The interest rate varies between 3.80% and 5.00%. Outstanding principal at June 30, 2013, is $5,595,000.

Water and Storm Sewer Revenue Bonds – Series 2008
In March of 2008, the City issued revenue bonds of $5,590,000 through private placement for improvements to the City's water and storm sewer systems. The bond contract requires principal payable annually commencing in July 2009 and interest payable semi-annually in January and July through July 2028. The interest rate varies between 3.25% and 5.25%. Outstanding principal at June 30, 2013, is $5,350,000.

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)

Water Quality Revenue Bonds – Series 2010
In February of 2010, the City entered into an agreement to issue $11,889,000 in revenue bonds through the State of Utah's Department of Environmental Quality. The proceeds of the bonds were used to construct and expand facilities at the Water Reclamation Plant. The bond contract terms require principal payable annually beginning in February 2013 and continuing through February 2032. Payments on the bonds are paid from sewer charges to customers. The interest rate is fixed at 0.00%. Outstanding principal at June 30, 2013, is $11,295,000.

Franchise Tax Revenue Refunding Bonds – Series 2010
In March of 2010, the City issued franchise tax revenue refunding bonds of $4,375,000 through private placement. The proceeds were used to pay the remaining outstanding principal balances of the Series 2000 and Series 2007 lease revenue bonds. The bond contract requires principal payable annually commencing in March 2011 with interest payable semi-annually in March and September through March 2018. The interest rate varies between 2.13% and 5.13%. Outstanding principal at June 30, 2013, is $2,850,000.

Sales Tax Revenue Refunding Bonds – Series 2012
In April of 2012, the City issued sales tax revenue refunding bonds of $1,814,000 through private placement. The bond contract requires principal payable annually commencing in April 2013 with interest payable semi-annually in April and October through April 2015. The interest rate is fixed at 1.50%. Outstanding principal at June 30, 2013, is $1,093,000.

Revenue bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
Recreation Projects	1.50%-5.50%	$ 6,688,000
Street Lighting	2.13%-5.13%	2,850,000
Business-type Activities:		
Water and Storm Sewer	1.48%-5.25%	20,383,000
Wastewater Treatment	0.00%-3.50%	11,762,757
Total		$ 41,683,757

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)
Annual debt service requirements to maturity for the above reflected revenue bond debt is as follows:

Year Ended	Governmental Activities		Business-type Activities		
June 30,	Principal	Interest	Principal	Interest	Totals
2014	$ 1,390,000	$ 389,888	$ 1,768,000	$ 923,603	$ 4,471,491
2015	1,403,000	354,662	1,802,757	881,203	4,441,622
2016	1,665,000	299,305	1,597,000	837,206	4,398,511
2017	1,750,000	216,055	1,660,000	797,516	4,423,571
2018	1,715,000	133,399	1,702,000	753,487	4,303,886
2019-2023	1,615,000	173,893	9,288,000	2,951,364	14,028,257
2024-2028	-	-	10,408,000	1,327,786	11,735,786
2029-2033	-	-	3,920,000	40,425	3,960,425
Totals	$ 9,538,000	$ 1,567,202	$ 32,145,757	$ 8,512,590	$ 51,763,549

Notes Payable
Notes payable currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
HUD Section 108 Loan - Economic Development	Variable	$ 989,930
Land Purchase - Park	6.00%	209,669
Total		$ 1,199,599

Annual debt service requirements to maturity for the above reflected notes payable is as follows:

Year Ended	Governmental Activities		
June 30,	Principal	Interest	Totals
2014	$ 76,622	$ 62,525	$ 139,147
2015	77,955	58,304	136,259
2016	84,370	53,870	138,240
2017	90,873	49,086	139,959
2018	97,469	43,946	141,415
2019-2023	482,380	137,144	619,524
2024-2028	289,930	23,100	313,030
Totals	$ 1,199,599	$ 427,975	$ 1,627,574

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Changes in Long-term Liabilities (continued)
Changes in bonds payable, deferred items, capital leases, and compensated absences during the fiscal year ended June 30, 2013 are as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
Governmental Activities:					
Bonds Payable:					
General Obligation Bonds	$ 15,210,000	$ -	$ (1,310,000)	$ 13,900,000	$ 1,350,000
Special Assessment Bonds	5,925,000	-	(481,000)	5,444,000	468,000
Revenue Bonds	10,809,000	-	(1,271,000)	9,538,000	1,390,000
Plus Issuance Premiums	716,424	-	(95,757)	620,667	95,757
Less Deferred Amounts:					
On Refunding	(486,045)	-	72,187	(413,858)	(72,188)
Total Bonds Payable	32,174,379	-	(3,085,570)	29,088,809	3,231,569
Notes Payable	1,268,313	-	(68,714)	1,199,599	68,714
Capital Leases	576,512	-	(98,213)	478,299	103,299
Compensated Absences	2,000,269	314,282	(561,170)	1,753,381	1,655,371
Other Long-term Liabilites	1,345,044	835,643	(374,077)	1,806,610	453,890
Governmental Activities Long-term Liabilities	$ 37,364,517	$ 1,149,925	$ (4,187,744)	$ 34,326,698	$ 5,512,843
Business-type Activities:					
Bonds Payable:					
Revenue Bonds	$ 33,878,757	$ -	$ (1,733,000)	$ 32,145,757	$ 1,768,000
Plus Issuance Premiums	560,200	-	(41,809)	518,391	41,808
Total Bonds Payable	34,438,957	-	(1,774,809)	32,664,148	1,809,808
Compensated Absences	246,785	48,254	(64,497)	230,542	219,015
Business-type Activities Long-term Liabilities	$ 34,685,742	$ 48,254	$ (1,839,306)	$ 32,894,690	$ 2,028,823

Compensated Absences
City employees earn vacation based upon the employee's years of service. Employees, upon termination, may be paid up to 336 hours of earned vacation. Amounts of vacation vested and not paid have been accrued as a liability at June 30, 2013. The General Fund has typically been used in prior years to liquidate this liability for governmental funds.

While an employee may accumulate an unlimited number of sick hours, these hours are not paid out upon termination.

4. Detailed Notes for all Funds (continued)

K. Equity Classification

Government-wide and Proprietary Fund Financial Statements
Equity is classified in the government-wide and proprietary fund financial statements as net position and is displayed in three components:

1) Invested in Capital Assets, Net of Related Debt – consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those capital assets.

2) Restricted Net Position – resources with constraints placed on their use either by (a) external groups such as creditors, grantors, contributors, or laws or regulations of other governments, or (b) are imposed by law through constitutional provisions or enabling legislation.

3) Unrestricted Net Position – consists of all other resources that do not meet the definition of "restricted" or "invested in capital assets, net of related debt" as defined above.

Governmental Fund Financial Statements
Equity is classified in the governmental fund financial statements as fund balance. Governmental fund balances are further classified as Nonspendable, Restricted, Committed, Assigned, or Unassigned.

1) Nonspendable Fund Balance – this classification includes amounts that cannot be spent because they are either (a) not in spendable form, or (b) are legally or contractually required to be maintained intact.

2) Restricted Fund Balance – this classification includes amounts that are restricted by enabling legislation. Other amounts are also reported in this classification if they are (a) externally imposed by creditors, grantors, contributors, or laws or regulations of other governments, or (b) are imposed by law through constitutional provisions or enabling legislation.

3) Committed Fund Balance – this classification includes amounts that can only be used for specific purposes pursuant to constraints imposed by formal action (ordinance) of the City Council, which is the City's highest level of decision making authority. It also includes contractual obligations to the extent that existing resources are specifically committed for use in satisfying those contractual requirements.

4. Detailed Notes for all Funds (continued)

K. Equity Classification (continued)

Governmental Fund Financial Statements (continued)

4) Assigned Fund Balance – this classification includes amounts that are constrained by the City's intent to use the funds for specific purposes, but are neither restricted nor committed, as established by the City Manager. The City Manager received the authority to place constraints on city funds through an ordinance created by the City Council. It also includes all remaining amounts that are reported in governmental funds (other than the General Fund) which have specific purposes and that are not classified in one of the previous classifications.

5) Unassigned Fund Balance – this classification is generally the residual classification for the General Fund. However, it may be necessary to report a negative unassigned fund balance for other governmental funds if expenditures incurred for specific purposes exceeds the amounts restricted, committed, or assigned for those purposes. Thus, this classification is normally a positive amount within the General Fund and represents fund balance that has not been restricted, committed, or assigned for any specific purposes.

When restricted and unrestricted resources are available, it is the City's accounting policy to use restricted resources first.

When committed, assigned, or unassigned resources are available for use, it is the City's accounting policy to use committed resources first, followed by assigned resources, and then unassigned resources as they are needed.

The City has not formally adopted any minimum fund balance policy. However, the State of Utah does require the City to maintain 5% of the following year's budgeted revenues as a minimum fund balance. The City is cognizant of and adheres to this requirement.

The following page provides greater detail of the fund balance classifications and categories for all governmental funds for the fiscal year ended June 30, 2013. The governmental fund balance classifications and categories at the end of the current fiscal year are as follows:

4. Detailed Notes for all Funds (continued)

K. Equity Classification (continued)

Governmental Fund Financial Statements (continued)

	General Fund	Debt Service Fund	Redevelop-ment Fund	Nonmajor Governmental Funds [1]	Total Governmental Funds
Fund Balances:					
Nonspendable:					
Prepaids	$ 183,807	$ -	$ -	$ -	$ 183,807
Notes Receivable-Debt Service	-	2,473,532	-	-	2,473,532
	183,807	2,473,532	-	-	2,657,339
Restricted:					
Class "C" Roads	2,847,619	-	-	-	2,847,619
Utopia Pledge	2,863,752	-	-	-	2,863,752
Task Force	10,145	-	-	-	10,145
Econ. Dev. Reimb. Agreements	-	-	551,000	-	551,000
Parks, Recreation, & Arts	-	-	-	1,150,881	1,150,881
Land Acquisition	-	-	-	3,407,615	3,407,615
Civic Auditorium	-	-	-	1,361,142	1,361,142
Debt Service	-	848,045	-	-	848,045
Capital Improvements	-	-	7,286,034	36,844	7,322,878
Other Purposes	-	-	-	478,785	478,785
	5,721,516	848,045	7,837,034	6,435,267	20,841,862
Committed:					
Econ. Dev. Reimb. Agreements	75,000	-	-	-	75,000
	75,000	-	-	-	75,000
Assigned:					
Vehicles & Equip.	125,000	-	-	-	125,000
IT Upgrades	276,350	-	-	-	276,350
Library Media Funds	102,220	-	-	-	102,220
City Center Improvements	-	-	-	40,328	40,328
Community Promotion	-	-	-	809,333	809,333
Street Light Improvements	-	-	-	31,547	31,547
Debt Service	-	1,654,406	-	-	1,654,406
Capital Improvements	329,063	-	-	802,972	1,132,035
Other Purposes	667,741	-	-	179,976	847,717
	1,500,374	1,654,406	-	1,864,156	5,018,936
Unassigned	6,092,838	-	-	-	6,092,838
Total Fund Balances	$ 13,573,535	$ 4,975,983	$ 7,837,034	$ 8,299,423	$ 34,685,975

[1] See pages 92-93 for a breakdown by individual fund

5. Other Information

A. Risk Management

The City is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City maintains a Self-insurance Fund to account for and finance its uninsured risks of loss. Under this program, the Self-insurance Fund provides coverage up to $400,000 for each worker's compensation claim. Third party insurance provides coverage for claims above $400,000. The Self-insurance fund also provides coverage up to $15,000 for general liability and $10,000 for property damage. The City is insured through the Utah Risk Management Mutual Association (URMMA) for liability and claims in excess of coverage provided by the Self-insurance Fund for liability and property claims. While URMMA pays for any liability and property claims exceeding the deductible amount, these claims are repaid by the City through a five year recapture program. Thus, each year the City pays its annual premium plus a recapture component. As of June 30, 2013, the outstanding recapture program liability is $797,672. This liability is presented in the changes in long-term liabilities table (previous page) as part of the "other long-term liability" amount.

The City is insured by Safety National Insurance Company for worker's compensation claims in excess of coverage provided by the Self-insurance Fund. One settled claim exceeded this coverage in the prior fiscal year, but no claims exceeded this coverage in any of the previous three fiscal years or the current fiscal year. All funds of the City participate in the program and make payments to the Self-insurance Fund based on estimates of the amounts needed to pay prior and current year claims. As of June 30, 2013, the estimated reserves liability is $183,312. This liability is presented in the changes in long-term liabilities table (see page 77) as an "other long-term liability". The activity in worker's compensation claims (all retained risk) for the years ended June 30, 2012 and 2013 is as follows:

Year ended June 30,	2012	2013
Claim liability, beginning of year	$ 158,484	$ 209,077
Claims incurred during the year	506,590	93,163
Changes in estimates of claims of prior periods	213,467	11,281
Payments on claims during the year	(669,464)	(130,209)
Claim liability, end of year	$ 209,077	$ 183,312

B. Contingent Liabilities

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims including amounts already collected, may constitute a liability of the applicable fund. The amount, if any, of expenditures that may be disallowed by the grantor cannot be determined at this time, although the City expects such amounts, if any, to be immaterial.

5. Other Information (continued)

B. Contingent Liabilities (continued)

The City is a defendant in various lawsuits. Although the outcome of these lawsuits is not presently determinable, in the opinion of the City's counsel the resolution of these matters will not have a material adverse effect on the financial condition of the City.

Utah Telecommunication Open Infrastructure Agency (UTOPIA)
The City is a member of UTOPIA, an interlocal, nonprofit agency. UTOPIA was formed under the Utah Interlocal Cooperation Act by its eighteen founding cities, of which the City is one of the eleven pledged members. This agency has the assignment to design, finance, build, operate and maintain a fiber-to-home and fiber-to-business fiber optic communication network. UTOPIA will build the infrastructure but private companies will deliver the services over the network. UTOPIA acts as the wholesaler, not the retailer.

In July 2004, UTOPIA issued an $85,000,000 revenue bond. In June 2008, UTOPIA issued $185,000,000 in new revenue bonds to pay and cancel the 2004 revenue bonds, pay and cancel other related debt, pay outstanding unfunded construction commitments, provide two years of capitalized interest and LOC payments, provide approximately $10,000,000 in operational and construction funds, and to pay the costs of issuing the 2008 bonds.

In December 2011, UTOPIA refinanced the existing 2008 variable rate bonds and replaced them with a long-term relatively fixed rate debt structure (SWAP arrangement). The new debt structure eliminated the letter of credit fee and will result in an estimated savings of $117 million over the life of the bonds. The new 2011 revenue bonds still have principal payments due quarterly commencing in December 2013 and continuing through June 2040 with interest payments due monthly commencing in January 2012 and continuing through June 2040.

Net revenues from the communication network will reimburse a debt service reserve fund for payments on the bond debt. To the extent that there are insufficient net revenues to pay the debt service, the eleven pledged members are required to reimburse the UTOPIA debt service reserve fund of any shortfall by their respective percentages up to a specific dollar amount. Each member city has pledged sales tax revenues to pay their respective percentage of any shortfall amount. None of the pledge requirements were modified by the 2011 bond refinancing. The City's liability limit (pledge) for the current fiscal year was set at a maximum of $2,802,924. The pledge limit has an annual increase which is not to exceed 2%. The City's total remaining maximum pledge amount for all fiscal years through 2040 (end of the bond term) is $101,048,804.

The current estimated cost to construct the fiber optic network in all member cities is approximately $410,000,000.

5. Other Information (continued)

B. Contingent Liabilities (continued)

Utah Infrastructure Agency (UIA)
The City is a member of UIA, an interlocal, nonprofit agency. UIA was formed under the Utah Interlocal Cooperation Act by its nine member cities, of which the City is one of the eight contracting members. This agency was organized to provide for the acquisition, construction, and installation of telecommunication and cable television lines to a customer's premises using a demand utility model.

The UIA network will be connected to the fiber optic network of UTOPIA (see above) pursuant to an Indefeasible Right of Use (IRU) agreement which provides UIA access to certain facilities of and capacity in the UTOPIA network. Construction of the UIA network began in May of 2011 and will be undertaken in phases and will be paid for by issuing up to $65,000,000 in revenue bonds.

In May 2011, UIA issued $29,390,000 in revenue bonds ($20,275,000 tax exempt and $9,115,000 taxable). Under the bond indenture, certain conditions must be satisfied by UIA in order to issue any additional bonds. The 2011 revenue bonds have principal payments due annually commencing in April 2012 and continuing through April 2036 with interest payments due semiannually in April and October beginning in October 2011.

Service fee revenues from the UIA network will be used to make the debt service payments. To the extent there are insufficient service fee revenues to pay a debt service payment, the eight contracting members are required to pay to UIA any shortfall by their respective percentages up to a specific dollar amount. Each contracting city has pledged franchise tax revenues to pay their respective percentage of any shortfall amount. The City's liability limit (pledge) is set at $1,223,786. The City did not have to make any pledge payments in Fiscal Year 2013.

C. Employee Retirement Systems and Pension Plans

Plan Description
The City contributes to the Local Governmental Contributory Retirement System, Local Governmental Noncontributory Retirement System, Public Safety Contributory Retirement System, Public Safety Noncontributory Retirement System, and the Fire Fighters Retirement System, (hereafter referred to cumulatively as the Systems) which are cost-sharing multiple-employer defined benefit pension plans administered by the Utah Retirement Systems (URS). The Systems provide retirement benefits, annual cost of living adjustments, death benefits, and refunds to plan members and beneficiaries in accordance with retirement statutes.

The Systems are established and governed by the respective sections of Chapter 49 of the Utah Code Annotated 1953, as amended. The Utah State

5. Other Information (continued)

C. Employee Retirement Systems and Pension Plans (continued)

Plan Description (continued)
Retirement Office Act in Chapter 49 provides for the administration of the Systems under the direction of the Utah State Retirement Board (Board) whose members are appointed by the Governor. URS issues a publicly available financial report that includes financial statements and required supplementary information for the Systems.

A report copy may be obtained by writing to the Utah Retirement Systems, 540 East 200 South, Salt Lake City, UT 84102 or by calling 1-800-365-8772.

Funding Policy
The City currently pays all employer and employee required contributions to the Systems. The contribution rates are the actuarially determined rates. The contribution requirements of the Systems are based on each employee's annual covered salary and are authorized by statute and specified by the Board.

Retirement System	Employer Contribution Rate	Employee Contribution Rate
Local Governmental Contributory - Tier 1	12.03 %	6.00 %
Local Governmental Contributory - Tier 2	12.74	-
Local Governmental Noncontributory - Tier 1	16.04	-
Public Safety Contributory - Tier 1	25.05	12.74
Public Safety Noncontributory - Tier 1	32.20	-
Firefighters - Tier 1	2.08	16.71
Firefighters - Tier 2	11.10	-

The City's contributions in dollars to each of the Systems for the years ending June 30, 2013, 2012 and 2011, were equal to the required contributions for each year. The contribution amounts are as follows:

	Fiscal Year Ending June 30,		
Retirement System	2013	2012	2011
Local Governmental Contributory - Tier 1 & Tier 2	$ 301,782	$ 295,803	$ 275,686
Local Governmental Noncontributory - Tier 1	1,762,247	1,587,027	1,567,605
Public Safety Contributory - Tier 1	131,988	117,465	127,817
Public Safety Noncontributory - Tier 1	1,574,020	1,473,007	1,451,128
Firefighters - Tier 1 & Tier 2	720,501	650,642	637,574
Total Contributions	$ 4,490,538	$ 4,123,944	$ 4,059,810

5. Other Information (continued)

C. Employee Retirement Systems and Pension Plans (continued)

401(k) Defined Contribution Plan
The City's 401(k) defined contribution plan is administered by ICMA Retirement Corporation (ICMA-RC). The payroll covered by the defined contribution plan for the year ended June 30, 2013 was $26,156,805. The City's expense for this plan for the year ended June 30, 2013 was approximately $419,000 or 1.60% of the total participants' salary.

The contribution rates were previously fixed by the City Council and the contributions were remitted on a timely basis. All employees are fully vested for the contributions made by the City.

In the early 1980's, the City elected to withdraw from the Utah Retirement Systems (URS) pension plan and contribute these funds to each employee's 401(k) account. However, State lawmakers soon mandated that all employees were required to join the URS except certain classes of employees. The City Council was allowed to identify which employees qualified. They elected to allow department heads, the City Manager, and City Council members the option of whether or not to participate in the URS. There is currently one employee and all seven City Council members who have elected to not participate in the URS.

457 Deferred Compensation Plan
The deferred compensation plan was created in 1981 as a Social Security replacement program for the employees of the City. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The City participates in four plans. The assets associated with these plans are not included in the basic financial statements, as they are not legal assets of the City.

All elected officials and permanent employees may also elect to participate in the City's deferred compensation plan and all temporary employees are required to participate in a deferred compensation plan. Under this plan, participants defer a percentage of their compensation up to 7.5% for executive management personnel and up to 5.5% for all other employees (except for the City Manager, whose participation in the plan is determined through negotiation with the City Council, and employees required to pay Medicare insurance premiums) for employees hired prior to March 1986. For those hired after March 1986 the percentage is 6.0% and 4.0% respectively. The City matches the amount deferred by the participants, not to exceed the maximums listed previously or the IRS legal limit. The payroll covered by the deferred compensation plan for the year ended June 30, 2013 was $26,156,805. The City's expense for this plan for the year ended June 30, 2013 was approximately $1,022,000 or 3.91% of the total participants' salary. The contribution rates were determined by the City Council and the contributions were remitted on a timely basis.

5. Other Information (continued)

D. Other Postemployment Benefits

Effective July 1, 2008, the City implemented GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions (OPEB).*

Plan Description
The City provides postemployment healthcare benefits through a single-employer defined benefit plan to all employees who retired from the City prior to January 1, 2007, and who were qualified to retire from any of the Utah State Retirement Systems. The benefit, benefit level, employee contributions and employer contributions are governed by City policy and can be amended at any time. The plan is not accounted for as a trust fund, as an irrevocable trust has not been established to account for the plan. The plan does not issue a separate financial report. The activity of the plan is reported in the City's General Fund.

Employees who retire(d) on or after January 1, 2007, are not eligible to participate in this plan unless retiree health insurance is offered as an option to an employee under a voluntary separation plan which are unusual and infrequent. Otherwise, no new entrants to the plan will occur.

Funding Policy
The City currently pays for postemployment benefits other than pensions on a "pay-as-you-go" basis. Contribution amounts for the City and the plan members may be amended at any time and for any reason. For the fiscal year ended June 30, 2013, total plan premiums paid were $142,909. The City contributed $84,557 (59% of total premiums) and retiree plan members receiving benefits contributed $58,352 (41% of total premiums).

Annual OPEB and Net OPEB Obligation
The City's annual OPEB cost (expense) is calculated based on the City's annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize unfunded actuarial liabilities over a period not to exceed thirty years.

Annual OPEB and Net OPEB Obligation (continued)
For the fiscal year ended June 30, 2013, the City's OPEB cost (expense) and annual required contribution (ARC) were $783,688 and $785,150, respectively.

The following table shows the components of the City's annual OPEB cost for the year, amount actually contributed to the plan, and changes in the City's net OPEB obligation:

5. Other Information (continued)

D. Other Postemployment Benefits (continued)

OPEB	
Annual Required Contribution (ARC)	$ 785,150
Interest on Net OPEB Obligation	1,462
Adjustments to ARC	(0)
Annual OPEB Cost (Expense)	783,688
Contributions	(84,557)
Increase in Net OPEB Obligation	699,131
Net OPEB Obligation – Beginning of Year	126,495
Net OPEB Obligation – End of Year	$ 825,626

The City's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for the fiscal year ended June 30, 2013 and the two preceding fiscal years is as follows:

Fiscal Year Ended	Annual OPEB Cost	City Contributions	% of Annual OPEB Cost Contributed	Net OPEB Obligation For Fiscal Yr
June 30, 2013	$ 783,688	$ 84,557	10.79%	$ 825,626
June 30, 2012	$ 130,173	$ 58,005	44.56%	$ 126,495
June 30, 2011	$ 114,401	$ 168,728	147.49%	$ 54,327
June 30, 2010	$ 455,503	$ 607,218	133.31%	$ 108,654

The Net OPEB Obligation of $825,626 has been accrued and is presented in the changes in long-term liabilities table on page 77 as an "other long-term liability".

Funded Status and Funding Progress
As of January 1, 2012, the most recent actuarial valuation date, the plan was not funded. The actuarial accrued liability for benefits was $379,486, and the actuarial value of assets was $0, resulting in an unfunded actuarial accrued liability (UAAL) of $379,486. The covered payroll (annual payroll of active employees covered by the plan) was $2,865,218, and the ratio of the UAAL to the covered payroll was 1.41%.

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about mortality

5. Other Information (continued)

D. Other Postemployment Benefits (continued)

Funded Status and Funding Progress (continued)
and healthcare cost trends. Amounts determined regarding the funded status of the plan and the annual required contributions (ARC) of the City are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statements (see page 90), presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions
Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the City and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the January 1, 2012, actuarial valuation, the entry age actuarial cost method was used. The actuarial assumptions included a 4.0% investment rate of return (net of administrative expenses) and an annual healthcare cost trend rate of 7.8% for FY 2013 and 7.3% for FY 2014. The assumed rate of inflation was 2.75%. The actuarial value of plan assets was not determined as the City has not advance funded (nor does it intend to) its obligation. The unfunded actuarial accrued liability (UAAL) is being amortized as a level percentage of projected payroll over a closed ten year and six month period. The remaining amortization period at January 1, 2012, was ten years and six months.

E. Segment Information for Enterprise Funds

The City has issued revenue bonds to finance certain improvements to its culinary water distribution system, water reclamation plant, and storm sewer system. Because each of these activities is accounted for in separate funds and all of those funds are reported as major funds in the fund financial statements, segment disclosures herein are not required.

5. Other Information (continued)

F. Redevelopment Agency of the City of Orem

For the year ended June 30, 2013, the following activity occurred in the City's Redevelopment Agency:

Tax Increment Collected From Other Taxing Agencies For The Project Area		Total
Orem 85-01: Orem Tek Development	$	1,028,002
Orem 85-02: Timpanogos Technological Center		514,856
Orem 85-03A: University Parkway Development		600,899
Orem 85-03B: University Parkway Development		925,644
Orem 85-04: Economic Zone in Central Orem		235,660
Orem 87-10: Boyer Project on Center and State Street		621,664
Orem 90-08: 800 North and State Street Economic Zone		210,658
Total	$	4,137,383
Outstanding Loans to Finance RDA Projects	$	-

During the year ending June 30, 2013, the RDA expended monies in the categories below as follows:

Economic Development	$	1,128,457
Total	$	1,128,457

G. Subsequent Events

Long-term Liabilities
On July 2, 2013, the 2005A Water and Storm Sewer Revenue Bonds were partially refunded by issuing $12,801,000 in 2013 Water and Storm Revenue Refunding Bonds. All of the new bonds have an interest rate of 2.18% while the original bonds had rates between 4.00% and 5.25%. The estimated savings of this refunding transaction is $1,034,101 over the life of the bonds. The new bonds maintain the same final maturity date as the original bonds of July 2025.

REQUIRED
SUPPLEMENTARY INFORMATION

City of Orem
Schedule of Funding Progress
Other Postemployment Benefits
For The Year Ended June 30, 2013

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Accrued Actuarial Liability (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
January 1, 2012	$ -	$ 379,486	$ 379,486	0.00%	$ 26,865,218	1.41%
January 1, 2011	$ -	$ 218,692	$ 218,692	0.00%	$ 27,467,617	0.80%
January 1, 2009	$ -	$ 1,555,352	$ 1,555,352	0.00%	$ 27,216,217	5.71%
	(a)	(b)	(b - a)	(a / b)		

OTHER STATEMENTS & SCHEDULES

Combining Financial Statements
Nonmajor Governmental Funds

Capital Projects Funds

Capital projects funds are used to account for the acquisition and construction of major capital facilities and equipment other than those financed by proprietary funds.

Capital Projects Fund – This fund is used to account for the acquisition or construction of major capital facilities and equipment of the City (other than those financed by proprietary funds) as well as the use of resources for the improvement, rehabilitation, or construction of new roads.

Special Revenue Funds

Special revenue funds are used to account for specific revenues that are legally restricted to expenditures for particular purposes.

CARE Tax Fund – This fund is used to account for the preparation and implementation of plans to improve, rehabilitate and/or develop cultural arts and recreation facilities within the City.

Telecommunication Billing Fund – This fund is used to account for billing activities related to the Utopia Infrastructure Agency (UIA) contract utility enhancement agreements.

Community Development & Rehabilitation Fund – This fund is used to account for a variety of efforts to assist development. It is financed principally by federal entitlements from the U.S. Department of Housing and Urban Development, Community Development Block Grants. Grants and loans are made from this fund to assist housing rehabilitation, business development, and equipment and services that aid the indigent, handicapped, elderly, etc.

Friends of the Library Fund – This fund is used to account for the financial transactions of the Friends of the Orem Public Library, a volunteer group which supports the Library's collections, services, and programs. The group may also help with other various community oriented programs as it sees a need. One of the largest programs funded by this group is the Timpanogos Storytelling Festival.

Orem Foundation Trust Fund – This fund is used to account for the financial transactions of the Orem Foundation Trust, an approved IRS Section 501(c)3 charitable organization. All funds received are used to support and enhance services and programs provided by the City.

Senior Citizens Fund – This fund is used to account for the financial transactions of those activities related to the Senior Citizen Friendship Center and its senior citizen patrons.

City of Orem
Combining Balance Sheet
Nonmajor Governmental Funds
June 30, 2013

	Capital Projects Funds		Special Revenue Funds		
	Capital Projects	Total	CARE Tax Fund	Tele-Communication Billing Fund	Community Development & Rehabilitation Fund
ASSETS					
Cash and Cash Equivalents	$ 978,434	$ 978,434	$ -	$ 5,171	$ -
Intergovernmental Receivables	-	-	-	-	94,771
Notes Receivable	-	-	-	-	356,229
Restricted Cash and Cash Equivalents:					
Capital Improvement Projects	68,414	68,414	1,691,833	-	36,844
Other Purposes	-	-	3,920,884	-	481,125
Restricted Receivables:					
Other Purposes	-	-	306,921	734,815	290,660
Total Assets	$ 1,046,848	$ 1,046,848	$ 5,919,638	$ 739,986	$ 1,259,629
LIABILITIES					
Accounts Payable	$ 1,802	$ 1,802	$ -	$ 695,737	$ 1,522
Accrued Liabilities	-	-	-	-	3,130
Unearned Revenues	170,199	170,199	-	36,818	646,889
Due to Other Funds	-	-	-	-	92,459
Total Liabilities	172,001	172,001	-	732,555	744,000
FUND BALANCES					
Restricted:					
Parks, Recreation, & Arts	-	-	1,150,881	-	-
Land Acquisition	-	-	3,407,615	-	-
Civic Auditorium	-	-	1,361,142	-	-
Capital Improvements	-	-	-	-	36,844
Other Purposes	-	-	-	-	478,785
Assigned:					
Capital Improvements	802,972	802,972	-	-	-
Street Light Improvements	31,547	31,547	-	-	-
City Center Improvements	40,328	40,328	-	-	-
Community Promotion	-	-	-	-	-
Other Purposes	-	-	-	7,431	-
Total Fund Balances	874,847	874,847	5,919,638	7,431	515,629
Total Liabilities and Fund Balances	$ 1,046,848	$ 1,046,848	$ 5,919,638	$ 739,986	$ 1,259,629

Special Revenue Funds				
Friends of the Library Fund	Orem Foundation Trust Fund	Senior Citizens Fund	Total	Total Nonmajor Governmental Funds
$ 805,255	$ 7,500	$ 173,708	$ 991,634	$ 1,970,068
-	-	-	94,771	94,771
-	-	-	356,229	356,229
-	-	-	1,728,677	1,797,091
-	-	-	4,402,009	4,402,009
-	-	-	1,332,396	1,332,396
$ 805,255	$ 7,500	$ 173,708	$ 8,905,716	$ 9,952,564
$ 3,422	$ -	$ 1,163	$ 701,844	$ 703,646
-	-	-	3,130	3,130
-	-	-	683,707	853,906
-	-	-	92,459	92,459
3,422	-	1,163	1,481,140	1,653,141
-	-	-	1,150,881	1,150,881
-	-	-	3,407,615	3,407,615
-	-	-	1,361,142	1,361,142
-	-	-	36,844	36,844
-	-	-	478,785	478,785
-	-	-	-	802,972
-	-	-	-	31,547
-	-	-	-	40,328
801,833	7,500	-	809,333	809,333
-	-	172,545	179,976	179,976
801,833	7,500	172,545	7,424,576	8,299,423
$ 805,255	$ 7,500	$ 173,708	$ 8,905,716	$ 9,952,564

City of Orem
Combining Statement of Revenues, Expenditures, and Changes in Fund Balances
Nonmajor Governmental Funds
For The Year Ended June 30, 2013

	Capital Projects Funds		Special Revenue Funds		
	Capital Projects	Total	CARE Tax Fund	Tele-Communication Billing Fund	Community Development & Rehabilitation Fund
REVENUES					
Sales Taxes	$ -	$ -	$ 1,711,475	$ -	$ -
Intergovernmental	-	-	-	-	464,446
Charges for Services	-	-	-	-	163,099
Interest Revenues	-	-	29,982	52,748	1,396
Miscellaneous Revenues	254,879	254,879	-	5,098	240
Total Revenues	254,879	254,879	1,741,457	57,846	629,181
EXPENDITURES					
Current:					
Economic and Physical Development	9,339	9,339	-	53,496	373,558
Parks, Recreation and Arts	-	-	1,169,802	-	-
Debt Service:					
Principal Retirement	-	-	-	-	50,000
Interest and Fiscal Charges	-	-	-	-	56,205
Capital Outlay	174,250	174,250	26,863	-	29,260
Total Expenditures	183,589	183,589	1,196,665	53,496	509,023
Excess (Deficiency) of Revenues over (under) Expenditures	71,290	71,290	544,792	4,350	120,158
OTHER FINANCING SOURCES (USES)					
Gain (Loss) on Asset Disposal	48,275	48,275	-	-	-
Transfers In	530,000	530,000	-	-	47,154
Transfers Out	(33,615)	(33,615)	(42,805)	-	(145,000)
Total Other Financing Sources and (Uses)	544,660	544,660	(42,805)	-	(97,846)
Net Change in Fund Balances	615,950	615,950	501,987	4,350	22,312
Fund Balances - Beginning	258,897	258,897	5,417,651	3,081	493,317
Fund Balances - Ending	$ 874,847	$ 874,847	$ 5,919,638	$ 7,431	$ 515,629

Special Revenue Funds				
Friends of the Library Fund	Orem Foundation Trust Fund	Senior Citizens Fund	Total	Total Nonmajor Governmental Funds
$ -	$ -	$ -	$ 1,711,475	$ 1,711,475
-	-	-	464,446	464,446
170,095	-	35,937	369,131	369,131
5,159	-	1,194	90,479	90,479
133,604	31,200	11,045	181,187	436,066
308,858	31,200	48,176	2,816,718	3,071,597
-	-	-	427,054	436,393
294,664	-	33,866	1,498,332	1,498,332
-	-	-	50,000	50,000
-	-	-	56,205	56,205
-	-	-	56,123	230,373
294,664	-	33,866	2,087,714	2,271,303
14,194	31,200	14,310	729,004	800,294
-	-	-	-	48,275
5,500	-	-	52,654	582,654
-	(26,200)	-	(214,005)	(247,620)
5,500	(26,200)	-	(161,351)	383,309
19,694	5,000	14,310	567,653	1,183,603
782,139	2,500	158,235	6,856,923	7,115,820
$ 801,833	$ 7,500	$ 172,545	$ 7,424,576	$ 8,299,423

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Combining Financial Statements
Nonmajor Proprietary Funds

Recreation Fund – This fund is to account for the services provided by the City's Fitness Center. The Fitness Center complex includes an indoor swimming pool, indoor track, basketball court, handball courts, racquetball courts, an outdoor swimming pool/water park (Scera Park), and other facilities. A variety of classes and open play are made available to residents and non-residents on a fee basis.

Solid Waste Fund – This fund is to account for the collection of residential garbage within the City. Residential garbage collection services are provided by a private contractor through a contract with the City. Businesses and commercial concerns within the City are not serviced, but may contract with private firms for these same services.

Street Lighting Fund – This fund is to account for providing the residents and businesses of the City with a new street lighting system. Lease Revenue Bonds were issued to cover the purchase and installation of the system. Payment and costs of these bonds are not accounted for here, but are in the Debt Service Fund.

City of Orem
Combining Statement of Net Position
Nonmajor Proprietary Funds
June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year	Solid Waste Fund Prior Year
ASSETS				
Current Assets:				
Cash and Cash Equivalents	$ 1,212,845	$ 1,307,433	$ 132,826	$ -
Accounts Receivable (Net of Allowance for Doubtful Accounts)	12,224	21,757	374,011	359,643
Prepaids	-	-	-	-
Restricted Cash and Cash Equivalents:				
Capital Improvement Projects	-	-	-	-
Total Current Assets	1,225,069	1,329,190	506,837	359,643
Noncurrent Assets:				
Capital Assets:				
Land	39,822	39,822	-	-
Buildings and Systems	4,125,955	4,131,130	-	-
Improvements other than Buildings	1,895,601	1,798,197	-	-
Machinery and Equipment	11,139	22,048	-	-
Infrastructure	-	-	-	-
Construction in Progress	-	129	-	-
Less Accumulated Depreciation	(4,818,917)	(4,734,759)	-	-
Total Capital Assets (Net of Accumulated Depreciation)	1,253,600	1,256,567	-	-
Total Assets	$ 2,478,669	$ 2,585,757	$ 506,837	$ 359,643
LIABILITIES				
Current Liabilites:				
Accounts Payable	$ 37,984	$ 37,104	$ 234,820	$ 247,709
Accrued Liabilities	44,886	47,063	-	-
Accrued Vacation and Sick Leave	41,262	37,992	-	-
Due to Other Funds	-	-	-	38,886
Unearned Revenues	349,855	361,540	-	-
Total Current Liabilites	473,987	483,699	234,820	286,595
Noncurrent Liabilities:				
Accrued Vacation and Sick Leave	2,172	2,000	-	-
Total Noncurrent Liabilities	2,172	2,000	-	-
Total Liabilities	476,159	485,699	234,820	286,595
NET POSITION				
Net Investment in Capital Assets	1,253,600	1,256,567	-	-
Restricted for Capital Improvements	-	-	-	-
Unrestricted	748,910	843,491	272,017	73,048
Total Net Position	$ 2,002,510	$ 2,100,058	$ 272,017	$ 73,048

Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ -	$ -	$ 1,345,671	$ 1,307,433
95,625	95,408	481,860	476,808
-	680	-	680
43,200	-	43,200	-
138,825	96,088	1,870,731	1,784,921
-	-	39,822	39,822
-	-	4,125,955	4,131,130
-	-	1,895,601	1,798,197
94,609	94,609	105,748	116,657
1,263,915	1,246,991	1,263,915	1,246,991
-	-	-	129
(270,894)	(231,153)	(5,089,811)	(4,965,912)
1,087,630	1,110,447	2,341,230	2,367,014
$ 1,226,455	$ 1,206,535	$ 4,211,961	$ 4,151,935
$ 36,422	$ 1,086	$ 309,226	$ 285,899
1,403	3,099	46,289	50,162
252	12,180	41,514	50,172
58,536	409,578	58,536	448,464
43,200	-	393,055	361,540
139,813	425,943	848,620	1,196,237
13	642	2,185	2,642
13	642	2,185	2,642
139,826	426,585	850,805	1,198,879
1,087,630	1,110,447	2,341,230	2,367,014
-	-	-	-
(1,001)	(330,497)	1,019,926	586,042
$ 1,086,629	$ 779,950	$ 3,361,156	$ 2,953,056

City of Orem
Combining Statement of Revenues, Expenses, and Change in Net Position
Nonmajor Proprietary Funds
For The Year Ended June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year
OPERATING REVENUES			
Charges for Services	$ 1,650,269	$ 1,704,594	$ 3,237,559
Other Revenues	376	253	-
Total Operating Revenues	1,650,645	1,704,847	3,237,559
OPERATING EXPENSES			
Personnel Services	1,172,964	1,212,003	-
Supplies and Maintenance	207,763	227,259	27,602
Administrative Fee	-	-	375,354
Utilities	251,881	256,654	-
Contract Services	15,660	13,505	2,539,900
Equipment Lease and Rentals	-	-	-
Depreciation	106,022	104,862	-
Miscellaneous	3,736	4,652	56,776
Total Operating Expenses	1,758,026	1,818,935	2,999,632
Operating Income (Loss)	(107,381)	(114,088)	237,927
NONOPERATING REVENUES AND EXPENSES			
Interest Revenue	8,698	13,741	-
Gain (Loss) on Sale of Capital Assets	1,135	-	-
Total Nonoperating Revenues	9,833	13,741	-
Income (Loss) before Transfers	(97,548)	(100,347)	237,927
Transfers In	-	-	-
Transfers Out	-	-	(38,958)
Change in Net Position	(97,548)	(100,347)	198,969
Total Net Position - Beginning	2,100,058	2,200,405	73,048
Total Net Position - Ending	$ 2,002,510	$ 2,100,058	$ 272,017

Solid Waste Fund Prior Year	Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ 3,180,937	$ 868,528	$ 860,097	$ 5,756,356	$ 5,745,628
-	29,144	9,215	29,520	9,468
3,180,937	897,672	869,312	5,785,876	5,755,096
-	52,220	139,395	1,225,184	1,351,398
29,024	7,697	9,162	243,062	265,445
391,980	-	-	375,354	391,980
-	437,545	291,844	689,426	548,498
2,717,043	42,708	84,329	2,598,268	2,814,877
-	679,525	665,775	679,525	665,775
-	39,741	40,351	145,763	145,213
51,091	1,073	638	61,585	56,381
3,189,138	1,260,509	1,231,494	6,018,167	6,239,567
(8,201)	(362,837)	(362,182)	(232,291)	(484,471)
-	1,983	-	10,681	13,741
-	-	-	1,135	-
-	1,983	-	11,816	13,741
(8,201)	(360,854)	(362,182)	(220,475)	(470,730)
-	764,809	300,000	764,809	300,000
(33,534)	(97,276)	-	(136,234)	(33,534)
(41,735)	306,679	(62,182)	408,100	(204,264)
114,783	779,950	842,132	2,953,056	3,157,320
$ 73,048	$ 1,086,629	$ 779,950	$ 3,361,156	$ 2,953,056

City of Orem
Combining Statement of Cash Flows
Nonmajor Propretary Funds
For The Year Ended June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year	Solid Waste Fund Prior Year
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from Customers and Users	$ 1,659,802	$ 1,691,807	$ 3,223,191	$ 3,167,501
Receipts from Interfund Services Provided	376	253	-	-
Payments to Suppliers	(489,890)	(523,696)	(2,676,053)	(2,768,474)
Payments to Employees	(1,171,654)	(1,201,371)	-	-
Payments for Interfund Services Used	-	-	(375,354)	(391,980)
Net Cash Provided (Used) by Operating Activities	(1,366)	(33,007)	171,784	7,047
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Transfers In	-	-	-	-
Transfers Out	-	-	(38,958)	(33,534)
Net Cash Provided (Used) by Noncapital Activities	-	-	(38,958)	(33,534)
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES				
Acquisition of Capital Assets	(103,055)	(129)	-	-
Proceeds from Sales of Capital Assets	1,135	-	-	-
Net Cash Provided (Used) by Capital and Related Financing Activities	(101,920)	(129)	-	-
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	8,698	13,741	-	-
Net Cash Provided (Used) by Investing Activities	8,698	13,741	-	-
Net Increase (Decrease) in Cash and Cash Equivalents	(94,588)	(19,395)	132,826	(26,487)
Cash and Cash Equivalents - Beginning of Year	1,307,433	1,326,828	-	26,487
Cash and Cash Equivalents - End of Year	$ 1,212,845	$ 1,307,433	$ 132,826	$ -
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ (107,381)	$ (114,088)	$ 237,927	$ (8,201)
Adjustments to Reconcile Operating Income to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	$ 106,022	$ 104,862	$ -	$ -
(Increase) Decrease in Receivables	9,533	(12,787)	(14,368)	(13,436)
(Increase) Decrease in Prepaids	-	-	-	-
Increase (Decrease) in Accounts Payable	880	(2,329)	(12,889)	(10,202)
Increase (Decrease) in Accrued Liabilities	(2,177)	8,038	(38,886)	38,886
Increase (Decrease) in Unearned Revenue	(11,685)	(19,252)	-	-
Increase (Decrease) in Accrued Vacation and Sick Leave	3,442	2,549	-	-
Total Adjustments	106,015	81,081	(66,143)	15,248
Net Cash Provided (Used) by Operating Activities	$ (1,366)	$ (33,007)	$ 171,784	$ 7,047

Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ 868,311	$ 851,697	$ 5,751,304	$ 5,711,005
29,144	9,215	29,520	9,468
(1,440,374)	(992,230)	(4,606,317)	(4,284,400)
(66,473)	(138,678)	(1,238,127)	(1,340,049)
-	-	(375,354)	(391,980)
(609,392)	(269,996)	(438,974)	(295,956)
764,809	300,000	764,809	300,000
(97,276)	-	(136,234)	(33,534)
667,533	300,000	628,575	266,466
(16,924)	(30,004)	(119,979)	(30,133)
-	-	1,135	-
(16,924)	(30,004)	(118,844)	(30,133)
1,983	-	10,681	13,741
1,983	-	10,681	13,741
43,200	-	81,438	(45,882)
-	-	1,307,433	1,353,315
$ 43,200	$ -	$ 1,388,871	$ 1,307,433
$ (362,837)	$ (362,182)	(232,291)	(484,471)
$ 39,741	$ 40,351	145,763	145,213
(217)	(8,400)	(5,052)	(34,623)
680	(680)	680	(680)
35,336	(11,774)	23,327	(24,305)
(352,738)	72,796	(393,801)	119,720
43,200	-	31,515	(19,252)
(12,557)	(107)	(9,115)	2,442
(246,555)	92,186	(206,683)	188,515
$ (609,392)	$ (269,996)	$ (438,974)	$ (295,956)

GOVERNMENTAL FUNDS
SCHEDULES OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL

DEBT SERVICE FUNDS
DEBT SERVICE FUND

CAPITAL PROJECTS FUNDS
CAPITAL PROJECTS FUND

SPECIAL REVENUE FUNDS
CARE TAX FUND
TELECOMMUNICATION BILLING FUND
COMMUNITY DEVELOPMENT & REHABILITATION FUND
FRIENDS OF THE LIBRARY FUND
OREM FOUNDATION TRUST FUND
SENIOR CITIZENS FUND

City of Orem
Debt Service - Debt Service Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Property Taxes	$ 1,949,245	$ 1,949,245	$ 1,946,443	$ (2,802)
Special Assessments	746,304	746,304	1,418,179	671,875
Interest Revenues	-	-	3,157	3,157
Total Revenues	2,695,549	2,695,549	3,367,779	672,230
EXPENDITURES				
Debt Service:				
Principal Retirement	3,010,366	3,083,366	3,080,714	2,652
Interest and Fiscal Charges	4,226,106	6,185,581	6,177,091	8,490
Bond Issuance Costs	-	-	-	-
Total Expenditures	7,236,472	9,268,947	9,257,805	11,142
Excess (Deficiency) of Revenues over (under) Expenditures	(4,540,923)	(6,573,398)	(5,890,026)	683,372
OTHER FINANCING SOURCES (USES)				
Transfers In	4,540,923	4,540,923	4,540,171	(752)
Transfers Out	-	(200,000)	(200,000)	-
Total Other Financing Sources (Uses)	4,540,923	4,340,923	4,340,171	(752)
Net Change in Fund Balance	-	(2,232,475)	(1,549,855)	682,620
Fund Balance - Beginning	6,525,838	6,525,838	6,525,838	-
Fund Balance - Ending	$ 6,525,838	$ 4,293,363	$ 4,975,983	$ 682,620

City of Orem
Capital Projects - Capital Projects Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Intergovernmental	$ -	$ -	$ -	$ -
Miscellaneous Revenues	230,000	230,000	254,879	24,879
Total Revenues	230,000	230,000	254,879	24,879
EXPENDITURES				
Current:				
Capital Outlay	196,385	970,850	174,250	796,600
Economic and Physical Development	-	14,432	9,339	5,093
Total Expenditures	196,385	985,282	183,589	801,693
Excess (Deficiency) of Revenues over (under) Expenditures	33,615	(755,282)	71,290	826,572
OTHER FINANCING SOURCES (USES)				
Gain (Loss) on Asset Disposal	-	-	48,275	48,275
Transfers In	-	530,000	530,000	-
Transfers Out	(33,615)	(33,615)	(33,615)	-
Total Other Financing Sources (Uses)	(33,615)	496,385	544,660	48,275
Net Change in Fund Balance	-	(258,897)	615,950	874,847
Fund Balance - Beginning	258,897	258,897	258,897	-
Fund Balance - Ending	$ 258,897	$ -	$ 874,847	$ 874,847

City of Orem
CARE Tax - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Sales Taxes	$ 1,650,000	$ 1,650,000	$ 1,711,475	$ 61,475
Interest Revenues	25,000	25,000	29,982	4,982
Total Revenues	1,675,000	1,675,000	1,741,457	66,457
EXPENDITURES				
Current:				
Arts and Recreation Development	1,675,000	1,170,154	1,169,802	352
Capital Outlay	-	5,126,311	26,863	5,099,448
Total Expenditures	1,675,000	6,296,465	1,196,665	5,099,800
Excess (Deficiency) of Revenues over (under) Expenditures	-	(4,621,465)	544,792	5,166,257
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	(42,805)	(42,805)	-
Total Other Financing Sources (Uses)	-	(42,805)	(42,805)	-
Net Change in Fund Balance	-	(4,664,270)	501,987	5,166,257
Fund Balance - Beginning	5,417,651	5,417,651	5,417,651	-
Fund Balance - Ending	$ 5,417,651	$ 753,381	$ 5,919,638	$ 5,166,257

City of Orem
Telecommunication Billing Fund - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Interest Revenues	$ -	$ 47,000	$ 52,748	$ 5,748
Miscellaneous Revenues	-	3,000	5,098	2,098
Total Revenues	-	50,000	57,846	7,846
EXPENDITURES				
Current:				
Miscellaneous Expenditures	-	50,000	53,496	(3,496)
Total Expenditures	-	50,000	53,496	(3,496)
Excess (Deficiency) of Revenues over (under) Expenditures	-	-	4,350	4,350
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	-	-	-	-
Net Change in Fund Balance	-	-	4,350	4,350
Fund Balance - Beginning	3,081	3,081	3,081	-
Fund Balance - Ending	$ 3,081	$ 3,081	$ 7,431	$ 4,350

City of Orem
Community Development and Rehabilitation - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Intergovernmental	$ 680,202	$ 740,202	$ 464,446	$ (275,756)
Charges for Services	10,000	10,000	163,099	153,099
Interest Revenues	-	-	1,396	1,396
Miscellaneous Revenues	-	-	240	240
Total Revenues	690,202	750,202	629,181	(121,021)
EXPENDITURES				
Current:				
Economic and Physical Development	417,386	548,935	373,558	175,377
Capital Outlay	69,370	126,499	29,260	97,239
Debt Service:				
Principal Retirement	50,000	50,000	50,000	-
Interest and Fiscal Charges	55,600	56,205	56,205	-
Total Expenditures	592,356	781,639	509,023	272,616
Excess (Deficiency) of Revenues over (under) Expenditures	97,846	(31,437)	120,158	151,595
OTHER FINANCING SOURCES (USES)				
Transfers In	47,154	47,154	47,154	-
Transfers Out	(145,000)	(145,000)	(145,000)	-
Total Other Financing Sources (Uses)	(97,846)	(97,846)	(97,846)	-
Net Change in Fund Balance	-	(129,283)	22,312	151,595
Fund Balance - Beginning	493,317	493,317	493,317	-
Fund Balance - Ending	$ 493,317	$ 364,034	$ 515,629	$ 151,595

City of Orem
Friends of the Library - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Charges for Services	$ 234,000	$ 190,000	$ 170,095	$ (19,905)
Interest Revenues	-	-	5,159	5,159
Miscellaneous Revenues	-	44,000	133,604	89,604
Total Revenues	234,000	234,000	308,858	74,858
EXPENDITURES				
Current:				
Library Programs	240,000	319,010	294,664	24,346
Total Expenditures	240,000	319,010	294,664	24,346
Excess (Deficiency) of Revenues over (under) Expenditures	(6,000)	(85,010)	14,194	99,204
OTHER FINANCING SOURCES (USES)				
Transfers In	6,000	7,500	5,500	(2,000)
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	6,000	7,500	5,500	(2,000)
Net Change in Fund Balance	-	(77,510)	19,694	97,204
Fund Balance - Beginning	782,139	782,139	782,139	-
Fund Balance - Ending	$ 782,139	$ 704,629	$ 801,833	$ 97,204

City of Orem
Orem Foundation Trust - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Miscellaneous Revenues	$ 6,250	$ 28,450	$ 31,200	$ 2,750
Total Revenues	6,250	28,450	31,200	2,750
EXPENDITURES				
Current:				
City Programs	-	-	-	-
Total Expenditures	-	-	-	-
Excess (Deficiency) of Revenues over (under) Expenditures	6,250	28,450	31,200	2,750
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	(6,250)	(28,450)	(26,200)	2,250
Total Other Financing Sources (Uses)	(6,250)	(28,450)	(26,200)	2,250
Net Change in Fund Balance	-	-	5,000	5,000
Fund Balance - Beginning	2,500	2,500	2,500	-
Fund Balance - Ending	$ 2,500	$ 2,500	$ 7,500	$ 5,000

City of Orem
Senior Citizens - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Charges for Services	$ 26,750	$ 26,750	$ 35,937	$ 9,187
Interest Revenues	6,000	6,000	1,194	(4,806)
Miscellaneous Revenues	20,250	20,250	11,045	(9,205)
Total Revenues	53,000	53,000	48,176	(4,824)
EXPENDITURES				
Current:				
Dances	18,000	11,600	4,795	6,805
Tours	12,000	30,000	22,865	7,135
Miscellaneous Expenditures	23,000	11,400	6,206	5,194
Total Expenditures	53,000	53,000	33,866	19,134
Excess (Deficiency) of Revenues over (under) Expenditures	-	-	14,310	14,310
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	-	-	-	-
Net Change in Fund Balance	-	-	14,310	14,310
Fund Balance - Beginning	158,235	158,235	158,235	-
Fund Balance - Ending	$ 158,235	$ 158,235	$ 172,545	$ 14,310

Internal Service Funds

Internal service funds are used to account for the financing of goods or services provided by one department or agency to other departments or agencies of the government and to other government units, on a cost reimbursement basis.

Fleet Maintenance Fund – This fund is to account for the repair and maintenance of vehicles and equipment for the entire City operation. It is financed by charges made to the funds it services. Supplies and materials are charged at cost to the specific fund. Personnel, administration and overhead costs are charged on an estimated basis established at the beginning of each year.

Purchasing/Warehousing Fund – This fund is to account for the central purchasing and warehousing for the City. It provides the service to all governmental and proprietary funds. It is financed by charges made to the other funds. Funds are charged for supplies and materials at cost. Personnel, administrative and overhead costs are charged on an estimated allocation basis established at the beginning of each year.

Self-Insurance Fund – This fund is to account for the costs of insurance premiums and claims made against the City. Monies are accumulated in this fund to pay premiums for liability and property damage insurance and other claims. The City participates in the Utah Risk Management Mutual Association for its liability and property damage insurance. Insurance for large vehicles and equipment is purchased from private insurers. The fund also accounts for the insurance benefits of employees (i.e., state unemployment insurance, workers compensation insurance). The fund is financed by allocated charges made to the other funds for liability and property damage insurance. It is based on an allocation established at the beginning of each year for potential risk and prior experience. Charges for employee insurance benefits are made directly to each fund as a part of the payroll system. Another function of the self-insurance fund is to accumulate resources to pay the long-term portion of the compensated absences liability of the general fund. See footnote 5.A. for additional information regarding this fund.

City of Orem
Internal Service Funds
Combining Statement of Net Position
June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
ASSETS				
Current Assets:				
Cash and Cash Equivalents	$ 84,042	$ 139,627	$ 1,960,410	$ 2,184,079
Inventories	-	406,380	-	406,380
Total Current Assets	84,042	546,007	1,960,410	2,590,459
Noncurrent Assets:				
Capital Assets:				
Buildings	-	150,000	-	150,000
Machinery and Equipment	169,996	32,248	15,000	217,244
Less Accumulated Depreciation	(141,444)	(68,748)	(14,107)	(224,299)
Total Capital Assets (Net of Accumulated Depreciation)	28,552	113,500	893	142,945
Total Assets	$ 112,594	$ 659,507	$ 1,961,303	$ 2,733,404
LIABILITIES				
Current Liabilities:				
Accounts Payable	$ 1,303	$ 1,931	$ 8,491	$ 11,725
Accrued Liabilities	7,098	5,761	-	12,859
Accrued Vacation and Sick Leave	26,551	22,944	337	49,832
Claims and Judgments	-	-	311,941	311,941
Total Current Liabilities	34,952	30,636	320,769	386,357
Noncurrent Liabilities:				
Accrued Vacation and Sick Leave	1,398	1,207	10,796	13,401
Claims and Judgments	-	-	669,043	669,043
Total Noncurrent Liabilities	1,398	1,207	679,839	682,444
Total Liabilities	36,350	31,843	1,000,608	1,068,801
NET POSITION				
Net Investment in Capital Assets	28,552	113,500	893	142,945
Restricted for Capital Improvements	-	-	-	-
Unrestricted	47,692	514,164	959,802	1,521,658
Total Net Position	$ 76,244	$ 627,664	$ 960,695	$ 1,664,603

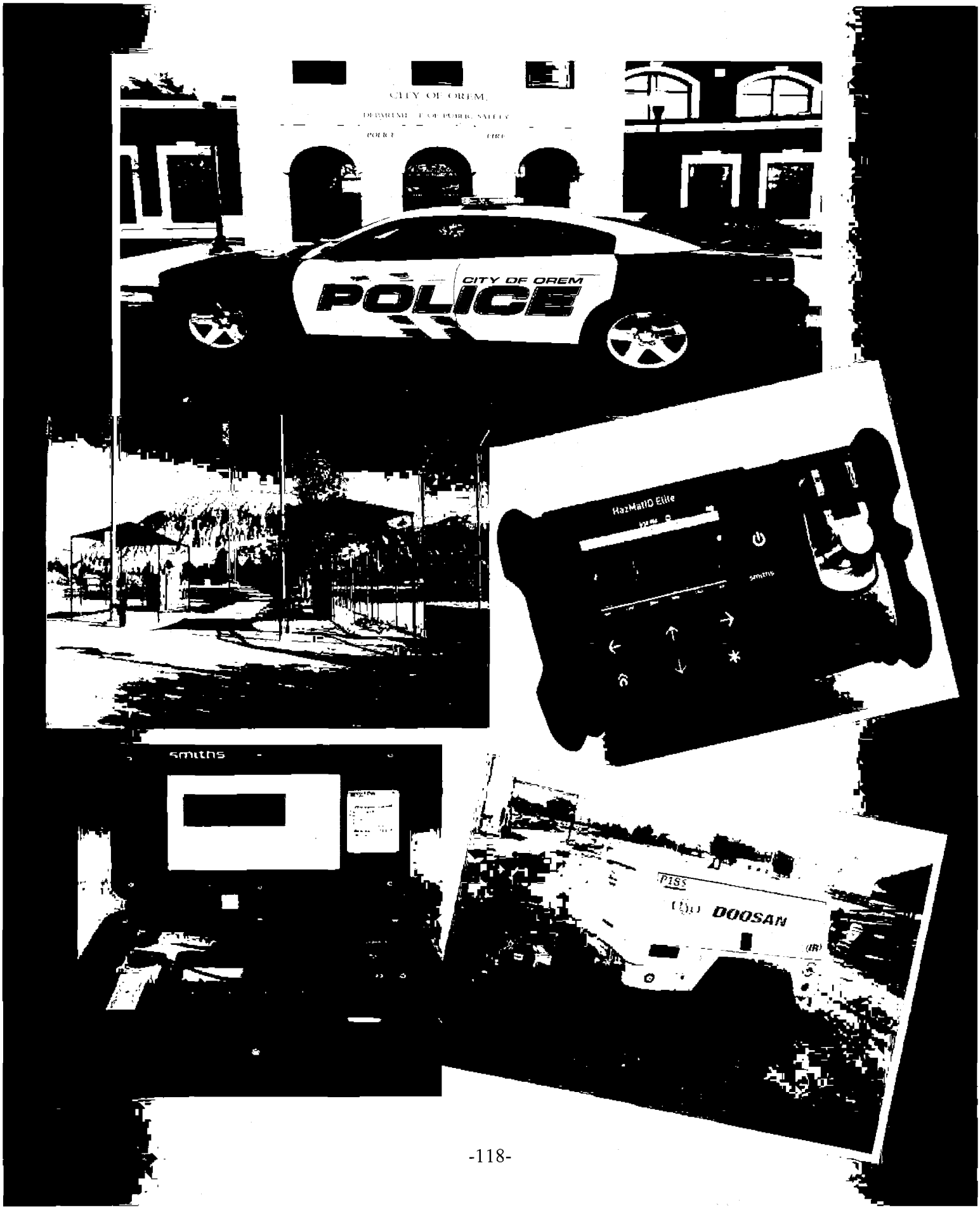
City of Orem
Internal Service Funds
Combining Statement of Revenues, Expenses, and Change in Net Position
For The Year Ended June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
OPERATING REVENUES:				
Charges for Services to Other Funds	$ 695,000	$ 360,000	$ 1,593,452	$ 2,648,452
Other Revenues	-	180	-	180
Total Operating Revenues	695,000	360,180	1,593,452	2,648,632
OPERATING EXPENSES:				
Personnel Services	459,387	241,259	80,970	781,616
Supplies, Maintenance and Claims	217,207	81,442	1,163,078	1,461,727
Depreciation Expense	11,665	6,027	2,143	19,835
Total Operating Expenses	688,259	328,728	1,246,191	2,263,178
Operating Income (Loss)	6,741	31,452	347,261	385,454
NONOPERATING REVENUES (EXPENSES):				
Gain (Loss) on Sales of Fixed Assets	-	(355)	-	(355)
Total Nonoperating Revenues (Expenses)	-	(355)	-	(355)
Income (Loss) before Operating Transfers	6,741	31,097	347,261	385,099
Transfers In	-	-	200,000	200,000
Transfers Out	-	-	(10,765)	(10,765)
Change in Net Position	6,741	31,097	536,496	574,334
Total Net Position - Beginning	69,503	596,567	424,199	1,090,269
Total Net Position - Ending	$ 76,244	$ 627,664	$ 960,695	$ 1,664,603

City of Orem
Internal Service Funds
Combining Statement of Cash Flows
For The Year Ended June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from Customers and Users	$ 695,000	$ 360,180	$ 1,593,452	$ 2,648,632
Payments to Suppliers	(225,913)	(83,513)	(1,425,743)	(1,735,169)
Payments to Employees	(475,615)	(239,671)	(105,696)	(820,982)
Net Cash Provided (Used) by Operating Activities	(6,528)	36,996	62,013	92,481
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:				
Transfers In	-	-	200,000	200,000
Transfers Out	-	-	(10,765)	(10,765)
Net Cash Provided (Used) by Noncapital Financing Activities	-	-	189,235	189,235
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES:				
Proceeds from the Sale of Capital Assets	-	-	-	-
Net Cash Provided (Used) in Capital Financing Activities	-	-	-	-
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	-	-	-	-
Net Cash Provided (Used) by Investing Activities	-	-	-	-
Net Increase (Decrease) in Cash and Cash Equivalents	(6,528)	36,996	251,248	281,716
Cash and Cash Equivalents - Beginning of Year	90,570	102,631	1,709,162	1,902,363
Cash and Cash Equivalents - End of Year	$ 84,042	$ 139,627	$ 1,960,410	$ 2,184,079
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ 6,741	$ 31,452	$ 347,261	$ 385,454
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	11,665	6,027	2,143	19,835
(Increase) Decrease in Inventory	-	(3,338)	-	(3,338)
Increase (Decrease) in Accounts Payable	(5,605)	1,211	(23,286)	(27,680)
Increase (Decrease) in Accrued Liabilities	(3,101)	56	(1,813)	(4,858)
Increase (Decrease) in Accrued Vacation and Sick Leave	(16,228)	1,588	(24,726)	(39,366)
Increase (Decrease) in Claims and Judgments	-	-	(237,566)	(237,566)
Total Adjustments	(13,269)	5,544	(285,248)	(292,973)
Net Cash Provided (Used) by Operating Activities	$ (6,528)	$ 36,996	$ 62,013	$ 92,481

SCHEDULES OF CAPITAL ASSETS USED IN THE OPERATION OF GOVERNMENTAL FUNDS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City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedules By Source - Comparative[1]
June 30, 2013 and 2012

	2013	2012
Governmental Funds Capital Assets:		
Land	$ 59,028,414	$ 59,028,414
Buildings	28,870,213	28,870,213
Improvements other than Buildings	28,640,799	28,606,499
Machinery and Equipment	17,806,841	17,705,567
Infrastructure	111,695,520	111,188,497
Construction in Progress	239,304	260,970
Total Governmental Funds Capital Assets	$ 246,281,091	$ 245,660,160
Investments in Governmental Funds Capital Assets by Source:		
General Fund	$ 215,343,312	$ 215,310,799
Capital Projects Fund	14,042,249	13,961,941
Federal Grants	682,431	672,847
State Road Funds	10,863,313	10,356,194
Redevelopment	2,099,191	2,099,191
Community Development	3,250,595	3,259,188
Total Governmental Funds Capital Assets	$ 246,281,091	$ 245,660,160

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedule By Function and Activity[1]
June 30, 2013

Function and Activity	Land	Buildings	Improvements Other Than Buildings
General Government:			
Executive	$ -	$ -	$ 30,689
Administrative Services	-	2,075	71,762
Legal	-	-	10,100
Development Services	-	-	-
General Government	1,601,415	4,025,198	1,569,375
Engineering	-	-	-
Redevelopment	-	-	85,080
Community Development	-	8,105	1,475,818
Total General Government	1,601,415	4,035,378	3,242,824
Public Safety:			
Administration	-	5,377,906	9,407
Police Protection	-	-	87,345
Fire Protection	190,596	2,529,507	820,972
Emergency Services	-	1,580	-
Total Public Safety	190,596	7,908,993	917,724
Highways and Streets:			
Administration & Engineering	33,550	7,874,114	363,324
Street System	51,049,920	-	3,357,491
Street Lighting	-	-	1,421,854
Total Highways and Streets	51,083,470	7,874,114	5,142,669
Parks and Recreation	5,930,588	4,232,958	18,179,057
Library	222,345	4,818,770	1,158,525
Total Governmental Funds Capital Assets	$ 59,028,414	$ 28,870,213	$ 28,640,799

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

Machinery and Equipment	Infrastructure	Construction in Progress	Total
$ 12,154	$ -	$ -	$ 42,843
1,267,936	-	-	1,341,773
10,590	-	-	20,690
161,790	-	-	161,790
82,630	291,428	-	7,570,046
388,553	-	-	388,553
7,800	2,006,310	-	2,099,190
-	1,766,672	-	3,250,595
1,931,453	4,064,410	-	14,875,480
1,249,012	-	-	6,636,325
4,820,596	-	-	4,907,941
4,575,758	-	-	8,116,833
67,544	-	-	69,124
10,712,910	-	-	19,730,223
436,639	-	-	8,707,627
2,246,251	105,846,064	(47,363)	162,452,363
-	1,136,155	-	2,558,009
2,682,890	106,982,219	(47,363)	173,717,999
1,968,742	648,891	22,809	30,983,045
510,846	-	263,858	6,974,344
$ 17,806,841	$ 111,695,520	$ 239,304	$ 246,281,091

City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedule of Changes By Function and Activity[1]
For The Year Ended June 30, 2013

Function and Activity	Governmental Funds Capital Assets June 30, 2012	Additions	Deductions	Governmental Funds Capital Assets June 30, 2013
General Government:				
Executive	$ 42,843	$ -	$ -	$ 42,843
Administrative Services	1,360,338	6,300	(24,865)	1,341,773
Legal	27,692	-	(7,002)	20,690
Development Services	161,790	-	-	161,790
General Government	7,631,409	-	(71,554)	7,559,855
Engineering	392,867	5,877	-	398,744
Redevelopment	2,099,190	-	-	2,099,190
Community Development	3,259,187	-	(8,592)	3,250,595
Total General Government	14,975,316	12,177	(112,013)	14,875,480
Public Safety:				
Administration	6,636,325	-	-	6,636,325
Police Protection	4,849,770	98,382	(40,211)	4,907,941
Fire Protection	8,008,181	111,311	(2,659)	8,116,833
Emergency Services	62,315	6,809	-	69,124
Total Public Safety	19,556,591	216,502	(42,870)	19,730,223
Highways and Streets:				
Administration & Engineering	8,707,627	-	-	8,707,627
Street System	161,886,153	654,171	(87,961)	162,452,363
Street Lighting	2,558,009	-	-	2,558,009
Total Highways and Streets	173,151,789	654,171	(87,961)	173,717,999
Parks and Recreation	30,980,638	22,809	(20,402)	30,983,045
Library	6,995,826	4,054	(25,536)	6,974,344
Total Governmental Funds Capital Assets	$ 245,660,160	$ 909,713	$ (288,782)	$ 246,281,091

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

STATISTICAL SECTION

STATISTICAL SECTION

(Unaudited)

This section of the City of Orem's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the City's overall financial health.

Contents	Page
Financial Trends	**124**
These schedules contain trend information to help the reader understand how the city's financial performance and well-being have changed over time.	
Revenue Capacity	**132**
These schedules contain information to help the reader assess the factors affecting the City's ability to generate its property and sales taxes.	
Debt Capacity and Other Debt Information	**144**
These schedules present information to help the reader assess the affordability of the City's current levels of outstanding debt and the City's ability to issue additional debt in the future.	
Demographic and Economic Information	**155**
These schedules offer demographic and economic indicators to help the reader understand the environment within which the City's financial activities take place and to help make comparisons over time and with other governments.	
Operating and Other Information	**160**
These schedules contain information about the City's operations and resources to help the reader understand how the City's financial information relates to the services the city provides and the activities it performs.	

Sources: Unless otherwise noted, the information in these schedules is derived from the comprehensive annual financial reports for the relevant year. Information related to any new GASB pronouncements required to be included within these statements is shown prospectively except in those cases in which prior year information was readily available.

City of Orem
Net Position by Component
Last Ten Fiscal Years
(Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
Governmental Activities:				
Invested in Capital Assets,				
Net of Related Debt	$ 102,275,533	$ 102,793,522	$ 106,186,394	$ 114,171,270
Restricted	2,828,490	2,018,812	2,177,533	4,388,201
Unrestricted	21,269,937	25,146,428	28,835,694	26,880,967
Total Governmental Activities Net Position	126,373,960	129,958,762	137,199,621	145,440,438
Business-type Activities:				
Invested in Capital Assets,				
Net of Related Debt	41,914,527	42,361,442	44,153,834	52,823,374
Restricted	849,578	1,446,437	190,283	-
Unrestricted	6,324,578	6,005,168	8,248,979	4,255,124
Total Business-type Activities Net Position	49,088,683	49,813,047	52,593,096	57,078,498
Primary Government:				
Net Investment in Capital Assets	144,190,060	145,154,964	150,340,228	166,994,644
Restricted	3,678,068	3,465,249	2,367,816	4,388,201
Unrestricted	27,594,515	31,151,596	37,084,673	31,136,091
Total Primary Government Net Position	$ 175,462,643	$ 179,771,809	$ 189,792,717	$ 202,518,936

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 117,130,313	$ 120,836,719	$ 117,860,004	$ 120,200,518	$ 118,628,873	$ 116,156,331
4,701,465	4,921,721	4,538,256	21,068,271	22,727,294	23,499,201
27,564,080	24,022,927	28,287,115	11,301,287	12,619,271	15,467,624
149,395,858	149,781,367	150,685,375	152,570,076	153,975,438	155,123,156
51,848,628	51,508,253	51,418,176	50,282,917	51,205,188	52,401,013
-	-	4,281,613	4,069,158	2,244,480	2,035,413
8,709,036	10,772,961	6,880,529	8,249,952	11,483,226	13,503,553
60,557,664	62,281,214	62,580,318	62,602,027	64,932,894	67,939,979
168,978,941	172,344,972	169,278,180	170,483,435	169,834,061	168,557,344
4,701,465	4,921,721	8,819,869	25,137,429	24,971,774	25,534,614
36,273,116	34,795,888	35,167,644	19,551,239	24,102,497	28,971,177
$ 209,953,522	$ 212,062,581	$ 213,265,693	$ 215,172,103	$ 218,908,332	$ 223,063,135

City of Orem
Changes in Net Position
Last Ten Fiscal Years
(Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year					
	2004	2005	2006	2007	2008	2009
Expenses						
Governmental Activities:						
General Government	$ 10,984,241	$ 10,415,773	$ 10,975,627	$ 13,206,656	$ 14,062,762	$ 12,836,604
Public Safety	14,598,906	15,346,389	16,234,941	17,855,927	19,491,191	20,352,956
Highways and Public Improvements	5,731,034	7,100,065	6,485,972	6,574,954	8,646,549	8,299,238
Parks, Recreation and Arts	6,333,042	6,662,804	6,866,860	7,904,959	9,416,719	9,474,718
Economic and Physical Development	2,008,877	1,978,787	4,555,829	4,134,244	3,221,573	1,886,214
Redevelopment	1,053,395	542,663	846,212	1,189,544	593,283	1,026,908
Interest on Long-term Debt	2,038,946	1,882,277	2,083,152	2,263,478	2,217,525	2,171,793
Total Governmental Activities Expenses	42,748,441	43,928,758	48,048,593	53,129,762	57,649,602	56,048,431
Business-type Activities:						
Water	6,442,662	6,804,176	7,503,542	7,431,471	8,388,236	8,849,126
Water Reclamation	5,865,945	5,826,744	5,975,572	5,894,276	5,982,610	5,996,131
Storm Sewer	1,268,541	1,539,806	1,814,312	1,734,893	2,004,281	2,250,279
Recreation	2,203,195	2,047,026	1,989,045	1,567,468	1,617,587	1,695,721
Solid Waste	2,652,512	2,708,103	2,774,492	2,955,318	3,014,707	3,128,564
Street Lighting	910,969	1,133,368	1,131,094	1,166,820	1,244,305	1,250,380
Total Business-type Activities Expenses	19,343,824	20,059,223	21,188,057	20,750,246	22,251,726	23,170,201
Total Primary Government Expenses	62,092,265	63,987,981	69,236,650	73,880,008	79,901,328	79,218,632
Program Revenues						
Governmental Activities:						
Charges for Services:						
General Government	10,000,133	9,725,813	10,282,461	11,054,187	11,697,008	9,687,642
Public Safety	2,404,343	2,779,134	2,765,785	3,156,406	3,339,720	4,928,986
Parks, Recreation and Arts	8,910	12,559	19,717	301,383	545,132	621,115
Economic and Physical Development	308,367	286,904	289,476	273,279	277,113	306,039
Operating Grants and Contributions	1,407,736	1,546,029	1,597,103	852,452	1,438,884	1,369,082
Capital Grants and Contributions	8,309,689	3,178,409	4,168,784	5,800,844	4,127,289	2,881,835
Total Governmental Activities Program Revenues	22,439,178	17,528,848	19,123,326	21,438,551	21,425,146	19,794,699
Business-type Activities:						
Charges for Services:						
Water	6,128,218	6,166,137	6,952,156	7,741,810	9,331,098	9,402,862
Water Reclamation	4,968,507	4,824,003	5,800,558	6,154,501	6,073,791	6,060,235
Storm Sewer	2,402,202	2,470,225	2,510,331	2,523,425	2,549,082	2,688,822
Recreation	1,600,892	1,761,167	1,648,619	1,452,458	1,588,894	1,610,947
Solid Waste	2,755,344	2,853,586	2,900,873	2,893,052	2,961,104	2,999,129
Street Lighting	468,672	628,449	672,033	684,250	689,343	742,629
Operating Grants and Contributions	-	-	-	248,000	-	-
Capital Grants and Contributions	1,003,250	1,123,170	1,763,440	2,677,880	926,500	-
Total Business-type Activities Program Revenues	19,327,085	19,826,737	22,248,010	24,375,376	24,119,812	23,504,624
Total Primary Government Program Revenues	41,766,263	37,355,585	41,371,336	45,813,927	45,544,958	43,299,323
Net (Expense) Revenue						
Governmental Activities	(20,309,263)	(26,399,910)	(28,925,267)	(31,691,211)	(36,224,456)	(36,253,732)
Business-type Activities	(16,739)	(232,486)	1,059,953	3,625,130	1,868,086	334,423
Total Primary Government Net (Expense) Revenue	$ (20,326,002)	$ (26,632,396)	$ (27,865,314)	$ (28,066,081)	$ (34,356,370)	$ (35,919,309)
General Revenues and Other Changes in Net Position						
Governmental Activities:						
Taxes:						
Sales Taxes	14,092,331	15,373,690	18,008,143	21,330,290	20,616,891	17,989,571
Property Taxes	7,168,114	7,710,867	8,741,450	9,558,706	9,082,992	10,243,876
Franchise Taxes	4,819,932	5,970,311	6,888,934	6,804,907	7,291,044	7,342,725
Vehicle and Other Taxes	1,015,120	1,011,729	1,079,912	1,288,386	1,114,817	1,038,934
Unrestricted Investment Earnings	292,972	452,157	1,424,846	1,735,589	1,468,514	1,017,692
Gain on Sale of Capital Assets	28,579	78,726	774,740	3,567,621	666,063	8,591
Transfers	(1,225,304)	(612,768)	(751,899)	(153,471)	(1,036,106)	(1,002,148)
Total Governmental Activities	26,191,744	29,984,712	36,166,126	44,132,028	39,204,215	36,639,241
Business-type Activities:						
Unrestricted Investment Earnings	68,044	312,582	968,197	699,801	443,870	307,064
Gain on Sale of Capital Assets	-	31,500	-	7,000	131,104	79,915
Transfers	1,225,304	612,768	751,899	153,471	1,036,106	1,002,148
Total Business-type Activities	1,293,348	956,850	1,720,096	860,272	1,611,080	1,389,127
Total Primary Government	27,485,092	30,941,562	37,886,222	44,992,300	40,815,295	38,028,368
Change in Net Position						
Governmental Activities	5,882,481	3,584,802	7,240,859	12,440,817	2,979,759	385,509
Business-type Activities	1,276,609	724,364	2,780,049	4,485,402	3,479,166	1,723,550
Total Primary Government	$ 7,159,090	$ 4,309,166	$ 10,020,908	$ 16,926,219	$ 6,458,925	$ 2,109,059

Fiscal Year			
2010	2011	2012	2013
$ 10,173,033	$ 10,878,275	$ 11,154,305	$ 11,534,649
20,987,542	21,030,800	21,611,770	21,305,592
7,677,709	8,445,665	7,987,142	7,485,469
9,291,122	9,018,719	9,266,216	8,961,377
1,868,880	1,831,623	1,664,674	778,954
1,030,308	1,039,965	1,651,667	1,217,886
2,130,686	1,857,526	3,654,187	6,151,718
53,159,280	54,102,573	56,989,961	57,435,645
9,790,583	9,726,003	9,939,501	10,405,264
5,963,812	5,924,058	6,173,983	6,164,406
2,312,019	2,272,163	2,335,612	2,338,213
1,766,296	1,765,355	1,818,935	1,758,026
3,211,021	3,180,547	3,189,138	2,999,632
1,275,827	1,282,288	1,231,494	1,260,509
24,319,558	24,150,414	24,688,663	24,926,050
77,478,838	78,252,987	81,678,624	82,361,695
7,689,108	8,778,383	9,943,923	9,624,404
4,603,279	4,246,902	4,116,110	4,306,443
554,474	818,010	833,489	820,453
33,632	9,571	78,199	163,099
1,595,959	2,254,533	2,077,014	1,273,162
3,074,396	2,966,474	2,565,504	2,613,082
17,550,848	19,073,873	19,614,239	18,800,643
8,468,089	9,237,211	11,040,897	11,021,745
6,448,057	6,597,342	6,811,766	7,146,508
2,819,306	2,639,270	2,944,351	3,091,807
1,590,568	1,656,084	1,704,847	1,650,645
3,084,768	3,102,999	3,180,937	3,237,559
866,134	864,928	869,312	897,672
-	-	-	-
313,622	112,480	73,400	394,507
23,590,544	24,210,314	26,625,510	27,440,443
41,141,392	43,284,187	46,239,749	46,241,086
(35,608,432)	(35,028,700)	(37,375,722)	(38,635,002)
(729,014)	59,900	1,936,847	2,514,393
$ (36,337,446)	$ (34,968,800)	$ (35,438,875)	$ (36,120,609)
16,779,178	17,096,224	18,106,273	18,944,647
10,320,412	10,893,480	11,008,739	11,517,710
7,643,257	7,301,384	7,437,757	7,816,921
1,505,864	1,332,635	1,963,732	1,585,215
212,169	180,340	288,930	274,462
74,794	17,405	73,693	43,371
(68,020)	91,933	(98,040)	(399,606)
36,467,654	36,913,401	38,781,084	39,782,720
92,554	80,038	125,167	90,651
10,156	(26,296)	170,813	2,435
68,020	(91,933)	98,040	399,606
170,730	(38,191)	394,020	492,692
36,638,384	36,875,210	39,175,104	40,275,412
859,222	1,884,701	1,405,362	1,147,718
(558,284)	21,709	2,330,867	3,007,085
$ 300,938	$ 1,906,410	$ 3,736,229	$ 4,154,803

City of Orem
Fund Balances, Governmental Funds
Last Ten Fiscal Years
(Modified Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Fund				
Nonspendable	$ -	$ 1,875	$ 30,351	$ 19,799
Restricted	718,380	782,669	1,322,355	1,720,950
Committed	-	-	-	-
Assigned	-	-	-	-
Unassigned	9,347,408	6,521,065	6,140,485	9,031,333
Total General Fund	10,065,788	7,305,609	7,493,191	10,772,082
All Other Governmental Funds				
Nonspendable	-	-	-	-
Restricted	2,110,110	2,761,033	3,385,254	5,883,576
Committed	327,164	9,042,061	9,713,980	1,911,824
Assigned	2,958,073	7,297,535	7,616,406	7,923,283
Total All Other Governmental Funds	5,395,347	19,100,629	20,715,640	15,718,683
Total Governmental Funds				
Nonspendable	-	1,875	30,351	19,799
Restricted	2,828,490	3,543,702	4,707,609	7,604,526
Committed	327,164	9,042,061	9,713,980	1,911,824
Assigned	2,958,073	7,297,535	7,616,406	7,923,283
Unassigned	9,347,408	6,521,065	6,140,485	9,031,333
Total Governmental Funds	$ 15,461,135	$ 26,406,238	$ 28,208,831	$ 26,490,765

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 22,636	$ 26,745	$ 51,604	$ 107,041	$ 97,590	$ 183,807
1,635,185	1,743,596	4,345,683	5,439,904	5,367,461	5,721,516
-	-	-	497,768	75,000	75,000
-	-	-	1,226,527	2,145,703	1,500,374
10,962,112	6,773,200	5,410,613	3,471,493	3,396,016	6,092,838
12,619,933	8,543,541	9,807,900	10,742,733	11,081,770	13,573,535
-	-	1,442,352	3,406,170	4,341,351	2,473,532
7,519,224	9,670,532	9,746,056	12,115,156	12,920,892	15,120,346
-	-	-	109,753	-	-
6,008,984	5,972,530	4,433,744	1,158,818	2,487,021	3,518,562
13,528,208	15,643,062	15,622,152	16,789,897	19,749,264	21,112,440
22,636	26,745	1,493,956	3,513,211	4,438,941	2,657,339
9,154,409	11,414,128	14,091,739	17,555,060	18,288,353	20,841,862
-	-	-	607,521	75,000	75,000
6,008,984	5,972,530	4,433,744	2,385,345	4,632,724	5,018,936
10,962,112	6,773,200	5,410,613	3,471,493	3,396,016	6,092,838
$ 26,148,141	$ 24,186,603	$ 25,430,052	$ 27,532,630	$ 30,831,034	$ 34,685,975

City of Orem
Changes in Fund Balances, Governmental Funds
Last Ten Fiscal Years
(Modified Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year				
	2004	**2005**	**2006**	**2007**	**2008**
Revenues					
Taxes and Special Assessments	$ 27,093,824	$ 29,845,163	$ 35,035,714	$ 39,405,860	$ 38,517,744
Licenses and Permits	1,295,544	1,366,925	1,880,567	1,647,862	1,596,935
Intergovernmental	4,804,640	4,536,148	4,110,180	3,656,271	4,325,215
Charges for Services	3,544,661	3,663,844	3,865,549	4,509,999	4,832,559
Fines and Forfeitures	454,749	566,175	534,071	607,152	580,510
Charges for Services - Other Funds	3,701,855	3,654,299	3,681,670	3,821,727	3,921,154
Interest Income	350,831	477,456	1,270,386	1,619,097	1,321,190
Miscellaneous Revenue	1,643,953	3,464,193	2,335,497	5,416,232	2,311,797
Total Revenues	42,890,057	47,574,203	52,713,634	60,684,200	57,407,104
Expenditures					
General Government	9,777,288	9,942,870	10,133,159	11,243,791	11,620,136
Public Safety	15,121,260	16,293,215	15,534,673	16,593,911	17,851,249
Highways and Public Improvements	4,850,849	4,208,802	4,223,289	4,062,508	4,107,184
Parks, Recreation and Arts	5,064,150	5,130,601	5,294,410	5,974,738	7,807,327
Economic and Physical Development	944,119	1,102,607	3,354,384	3,500,924	1,998,675
Redevelopment	857,550	530,618	594,165	620,031	577,702
Debt Service:					
Principal Retirement	2,566,957	3,047,454	4,319,780	2,967,022	3,260,950
Interest and Fiscal Charges	2,043,617	1,873,517	2,226,774	2,191,810	2,146,891
Capital Lease Payments - Principal	127,123	80,627	112,590	115,378	68,361
Capital Lease Payments - Interest	15,026	10,845	18,327	11,815	5,824
Capital Outlay	4,735,354	1,764,864	12,971,979	17,514,340	10,520,814
Total Expenditures	46,103,293	43,986,020	58,783,530	64,796,268	59,965,113
Excess of Revenues over (under) Expenditures	(3,213,236)	3,588,183	(6,069,896)	(4,112,068)	(2,558,009)
Other Financing Sources (Uses)					
Issuance of Bonds & Other Debt	1,300,000	13,149,409	8,623,563	6,814,204	7,290,169
Payment to Bond Refunding Agent	-	(3,790,000)	-	(3,770,800)	(5,750,946)
Capital Leases	-	58,560	-	-	90,783
Transfers In	6,899,378	11,582,120	9,018,070	7,873,388	6,648,353
Transfers Out	(7,839,846)	(13,643,169)	(9,769,144)	(8,522,790)	(7,038,634)
Total Other Financing Sources (Uses)	359,532	7,356,920	7,872,489	2,394,002	1,239,725
Net Change in Fund Balances	$ (2,853,704)	$ 10,945,103	$ 1,802,593	$ (1,718,066)	$ (1,318,284)
Debt Service as a percentage of Noncapital Expenditures	12.3%	12.3%	14.6%	11.4%	10.8%

Fiscal Year				
2009	2010	2011	2012	2013
$ 37,312,000	$ 36,955,125	$ 36,999,164	$ 40,286,108	$ 40,595,860
1,027,151	1,080,748	1,213,994	1,093,859	1,147,855
3,836,399	4,670,355	5,221,007	4,642,518	3,886,244
5,819,384	5,621,965	5,744,989	5,789,061	6,026,996
608,103	618,992	1,073,523	1,343,329	1,358,345
4,081,747	4,347,299	4,239,346	4,478,369	4,447,898
732,409	209,311	259,815	340,125	274,439
1,540,989	2,977,428	1,917,299	2,302,321	1,937,934
54,958,182	56,481,223	56,669,137	60,275,690	59,675,571
11,433,442	10,843,565	11,562,870	10,348,586	11,093,324
19,338,116	19,729,088	20,098,983	20,371,289	20,332,951
4,188,647	5,322,963	4,285,166	3,707,727	2,974,008
8,052,037	7,785,452	7,510,159	7,730,925	7,558,171
676,049	667,883	630,073	1,588,116	707,403
939,909	940,879	950,536	1,562,238	1,128,457
6,860,871	4,200,905	4,877,352	3,834,833	3,130,714
2,436,375	2,197,450	1,983,792	3,821,259	6,233,296
87,660	37,200	34,028	31,132	98,213
4,755	2,259	1,718	1,989	12,099
5,985,800	3,606,664	4,712,497	4,435,299	1,963,153
60,003,661	55,334,308	56,647,174	57,433,393	55,231,789
(5,045,479)	1,146,915	21,963	2,842,297	4,443,782
6,926,936	4,809,811	1,915,000	1,814,000	-
(2,905,000)	(4,703,082)	-	(1,785,000)	-
34,977	-	73,078	525,147	-
6,902,301	12,735,609	4,018,147	5,933,470	7,199,980
(7,875,273)	(12,790,590)	(3,925,610)	(6,031,510)	(7,788,821)
3,083,941	51,748	2,080,615	456,107	(588,841)
$ (1,961,538)	$ 1,198,663	$ 2,102,578	$ 3,298,404	$ 3,854,941
17.1%	12.3%	13.0%	14.3%	17.4%

City of Orem
Assessed Value and Estimated Actual Value of Taxable Property
Last Ten Calendar Years
(Unaudited)

	Taxable Assessed Value				
Calendar Year[1]	Primary Residential Property	Other Residential Property	Commercial & Industrial Property	Agricultural Property	Unimproved Real Property
2003	$ 1,911,504,645	$ 361,581	$ 1,007,647,856	$ 1,455,150	$ 29,143,864
2004	1,953,411,264	362,106	1,029,051,253	1,198,488	31,784,709
2005	1,992,628,465	434,933	1,017,869,457	903,526	31,998,112
2006	2,149,974,976	2,163,884	1,076,093,714	817,809	26,283,264
2007	2,826,766,252	3,979,753	1,274,663,047	507,506	21,832,436
2008	2,843,159,747	5,025,651	1,540,471,628	505,940	19,916,072
2009	2,531,397,498	88,201,742	1,625,957,618	927,232	5,171,123
2010	2,442,893,252	69,047,883	1,665,301,399	477,597	3,173,671
2011	2,319,187,515	60,784,441	1,551,035,553	446,286	3,599,142
2012	2,284,573,816	4,073,304	1,451,256,784	544,039	136,586,644

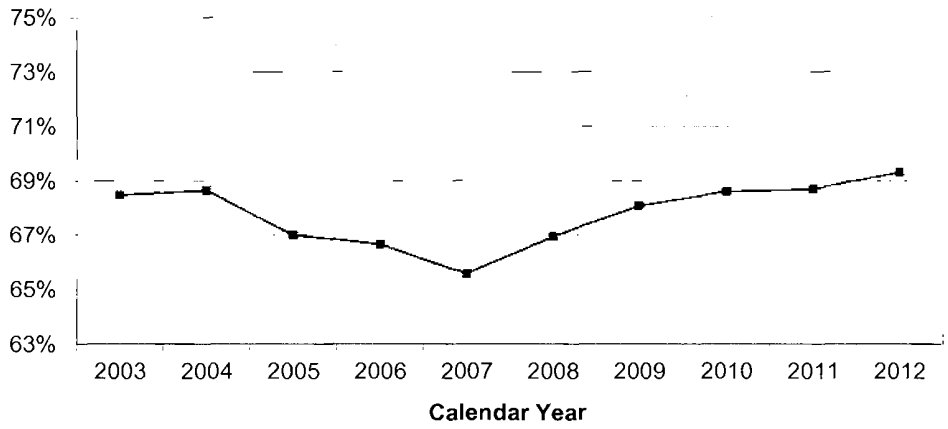
Source: Utah State Tax Commission - Property Tax Division

Notes: Property in the City of Orem is reassessed once every five years, on average. The county assesses property at approximately 55 percent of actual value for residential property and 100 percent of actual value for all other categories. Estimated actual taxable value is calculated by dividing taxable assessed value by those percentages.

[1] Assessed values are reported by the county on a calendar year basis rather than July 1 to June 30 fiscal year.

Personal Property	Fee in Lieu Property	Total Taxable Assessed Value	Total Direct Tax Rate	Estimated Actual Taxable Value	Taxable Assessed Value as a Percentage of Actual Taxable Value
$ 214,696,514	$ 41,328,176	$ 3,206,137,786	$ 0.001698	$ 4,681,796,714	68.48%
217,460,513	41,478,607	3,274,746,940	0.001800	4,770,391,971	68.65%
213,740,087	51,946,930	3,309,521,510	0.002036	4,940,209,745	66.99%
233,802,981	30,101,214	3,519,237,842	0.002045	5,280,078,727	66.65%
253,305,890	32,014,012	4,413,068,896	0.001670	6,729,133,809	65.58%
277,909,182	29,177,534	4,716,165,754	0.001578	7,046,499,261	66.93%
292,671,778	25,501,802	4,569,828,793	0.001676	6,713,137,262	68.07%
275,721,406	33,596,021	4,490,211,229	0.001739	6,545,435,794	68.60%
294,715,129	43,727,917	4,273,495,983	0.001879	6,220,745,765	68.70%
310,397,550	43,171,491	4,230,603,628	0.001921	6,103,133,090	69.32%

Taxable Assessed Value as a % of Actual Taxable Value



City of Orem
Direct and Overlapping Property Tax Rates
Last Ten Calendar Years
(Unaudited)

	City of Orem Direct Rates			Overlapping Rates [1]				
Calendar Year[2]	General Fund	Debt Service Fund	Total Direct Rate	Alpine School District	Utah County	Central Utah Water Conservancy District	Metropolitan Water District of Orem	Total
2003	0.001395%	0.000303%	0.001698%	0.007884%	0.001411%	0.000358%	0.000041%	0.011392%
2004	0.001479	0.000321	0.001800	0.008119	0.001425	0.000353	0.000043	0.011740
2005	0.001485	0.000551	0.002036	0.008082	0.001391	0.000400	0.000043	0.011952
2006	0.001404	0.000641	0.002045	0.006883	0.001262	0.000357	0.000042	0.010589
2007	0.001154	0.000516	0.001670	0.006937	0.001000	0.000302	0.000035	0.009944
2008	0.001091	0.000487	0.001578	0.007057	0.001105	0.000286	0.000033	0.010059
2009	0.001166	0.000510	0.001676	0.007541	0.001203	0.000400	0.000035	0.010855
2010	0.001220	0.000519	0.001739	0.008220	0.001294	0.000421	0.000036	0.011710
2011	0.001325	0.000554	0.001879	0.008812	0.001342	0.000436	0.000039	0.012508
2012	0.001355	0.000566	0.001921	0.008828	0.001324	0.000455	0.000040	0.012568

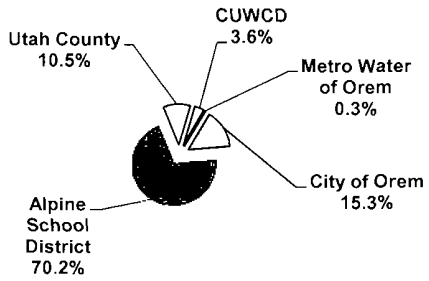
Source: Utah State Tax Commission - Property Tax Division

Notes: The City's basic property tax rate is primarily increased by: 1) a majority vote of the City Council after holding public hearings, 2) the approval of general obligation debt by a majority of the City's residents, 3) through a judgment levy due to a court ordered reduction to an entity(s) property tax, and 4) the overall assessed property values of the City's residents are reduced by the County Assessor. Rates for debt service are set based on each year's requirements. The tax rate is applied directly to the taxable value of the property.

[1] Overlapping rates are those of local and county governments. These rates apply to all property owners within the City of Orem.

[2] Taxes are collected and reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.

Direct and Overlapping Property Tax Rates
Calendar Year 2012



City of Orem
Principal Property Tax Payers
Current Year and Nine Years Ago
(Unaudited)

	Calendar Year 2012			Calendar Year 2003		
Taxpayer	Taxable Assessed Value[1]	Rank	Percentage of Total Taxable Assessed Value	Taxable Assessed Value[1]	Rank	Percentage of Total Taxable Assessed Value
University Mall	$ 114,769,075	1	2.71%	$ 71,604,041	1	2.23%
TCU Properties	56,757,000	2	1.34%	27,576,555	2	0.86%
Timpanogos Regional Hospital	42,824,700	3	1.01%	19,000,000	4	0.59%
University Crossing Shopping Ctr	17,876,300	4	0.42%	----		----
Boyer Lake Point Shopping Ctr	17,819,200	5	0.42%	13,553,359	6	0.42%
Wolverine Crossing LLC	17,791,600	6	0.42%	----		----
Retail Trust III (Walmart)	15,672,200	7	0.37%	----		----
Dickson Properties LLC	15,458,900	8	0.37%	----		----
Pinnacle Apartments (Hart)	12,738,825	9	0.30%	----		----
Security Metrics	12,444,700	10	0.29%	----		----
Price Development	----		----	20,541,802	3	0.64%
Nordstrom	----		----	14,704,355	5	0.46%
Dayton Hudson Corporation	----		----	12,600,000	7	0.39%
Lowe's (Eagle Hardware)	----		----	9,375,822	8	0.29%
BRE Property Investors LLC	----		----	9,093,088	9	0.28%
Novell, Inc.	----		----	9,070,000	10	0.28%
Total	$ 324,152,500		7.66%	$ 207,119,022		6.46%

Notes: Electric, telephone and natural gas utilities are centrally assessed by the State Tax Commission. These assessed amounts were not available in 2003 and therefore, Century Link ($14,691,739), Pacificorp ($48,425,636), and Questar Gas ($19,987,882) have been excluded from the current year since meaningful comparisons cannot be made.

[1] Assessed values are reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.

City of Orem
Property Tax Levies and Collections
Last Ten Calendar Years
(Unaudited)

Calendar Year[1]	Total Tax Levy	Current Tax Collections	Percent of Current Taxes Collected	Delinquent Tax Collections	Total Tax Collections
2003	$ 5,003,673	$ 4,655,802	93.05%	$ 280,849	$ 4,936,651
2004	5,418,232	4,992,684	92.15%	343,356	5,336,040
2005	6,184,713	5,689,452	91.99%	400,587	6,090,039
2006	6,628,909	6,136,638	92.57%	433,655	6,570,293
2007	6,797,960	6,247,920	91.91%	482,966	6,730,886
2008	6,760,841	6,077,279	89.89%	587,291	6,664,570
2009	6,953,441	6,216,940	89.41%	597,811	6,814,751
2010	7,075,315	6,381,759	90.20%	536,035	6,917,794
2011	7,301,643	6,644,493	91.00%	483,203	7,127,696
2012	7,370,522	6,788,600	92.10%	457,915	7,246,515

[1] Taxes are collected and reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.

Ratio of Total Tax Collections to Total Tax Levy	Outstanding Delinquent Taxes	Ratio of Delinquent Taxes to Total Tax Levy
98.66%	$ 67,022	1.34%
98.48%	82,192	1.52%
98.47%	94,674	1.53%
99.12%	58,616	0.88%
99.01%	67,074	0.99%
98.58%	96,271	1.42%
98.01%	138,690	1.99%
97.77%	157,521	2.23%
97.62%	173,947	2.38%
98.32%	124,007	1.68%

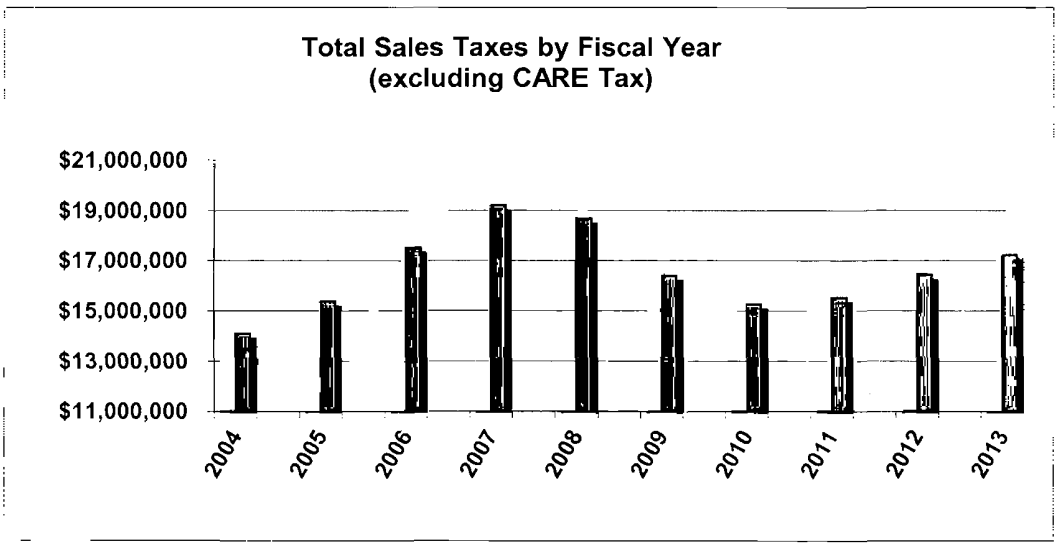
City of Orem
Sales Taxes by Category
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Merchandise and Groceries	$ 4,371,549	$ 4,326,371	$ 4,583,315	$ 4,449,949
Building Materials, Hardware, and Tools	1,925,917	2,374,234	3,113,143	3,523,720
Auto Dealers, Supplies, and Accessories	1,837,823	2,062,928	2,400,102	2,620,381
Home Furnishings, Appliances, & Electronics	1,769,511	1,983,027	2,176,207	2,085,481
Eating and Drinking Establishments	1,038,994	1,048,781	1,092,668	1,057,380
Clothing, Apparel, and Accessories	843,961	851,206	901,081	1,332,725
Professional Equipment and Supplies	711,657	782,075	838,456	904,339
Arts, Crafts, and Specialty Items	494,137	560,885	574,746	588,905
Amusement and Recreation	535,883	550,779	516,686	618,918
All Other Categories	562,899	833,404	1,313,806	2,034,389
Subtotal - City Direct	14,092,331	15,373,690	17,510,210	19,216,187
Cultural Arts & Recreation Enhancement (CARE)	-	-	497,933	2,114,103
Total City Direct Sales Taxes	$ 14,092,331	$ 15,373,690	$ 18,008,143	$ 21,330,290
Total City Direct Sales Tax Rate [1]	1.00%	1.00%	1.10%	1.10%
% Increase (Decrease) from prior year	2.80%	9.09%	17.14%	18.45%
% Increase (Decrease) from prior year, excluding CARE Tax amounts	2.80%	9.09%	13.90%	9.74%

Source: Internally generated, but based upon sales tax amounts reported to the City by the Utah State Tax Commission.

[1] See sales tax rate breakdown on page 142 for additional information regarding this rate.

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 4,598,711	$ 4,651,651	$ 4,660,428	$ 4,712,411	$ 4,959,192	$ 5,030,506
2,922,582	1,978,366	1,512,797	1,499,525	1,589,790	1,576,835
2,603,405	2,191,650	2,111,247	2,141,910	2,338,347	2,769,371
1,973,203	1,587,587	1,452,814	1,428,452	1,560,747	1,614,843
1,045,771	1,037,920	1,002,978	1,097,571	1,200,356	1,104,646
1,516,201	1,405,704	1,319,296	1,352,740	1,435,943	1,397,682
974,911	898,478	906,171	933,040	1,031,773	1,207,903
454,428	408,061	305,719	338,630	312,424	291,241
576,829	564,190	563,129	540,342	559,763	551,462
2,018,648	1,690,771	1,442,919	1,494,365	1,465,414	1,688,683
18,684,689	16,414,378	15,277,498	15,538,986	16,453,749	17,233,172
1,932,202	1,575,193	1,501,679	1,557,238	1,652,524	1,711,475
$ 20,616,891	$ 17,989,571	$ 16,779,177	$ 17,096,224	$ 18,106,273	$ 18,944,647
1.10%	1.10%	1.10%	1.10%	1.10%	1.10%
-3.34%	-12.74%	-6.73%	1.89%	5.91%	4.63%
-2.77%	-12.15%	-6.93%	1.71%	5.89%	4.74%



City of Orem
Other Sales Tax Revenue Information by Category
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			
	Number of Filers	Percentage of Total	Sales Tax Revenue	Percentage of Total
General Merchandise and Groceries	516	10.85%	$ 5,030,506	29.19%
Building Materials, Hardware, and Tools	277	5.83%	1,576,835	9.15%
Auto Dealers, Supplies, and Accessories	295	6.20%	2,769,371	16.07%
Home Furnishings, Appliances, & Electronics	235	4.94%	1,614,843	9.37%
Eating and Drinking Establishments	199	4.19%	1,104,646	6.41%
Clothing, Apparel, and Accessories	197	4.14%	1,397,682	8.11%
Professional Equipment and Supplies	843	17.73%	1,207,903	7.01%
Arts, Crafts, and Specialty Items	247	5.19%	291,241	1.69%
Amusement and Recreation	168	3.53%	551,462	3.20%
All Other Categories	1,778	37.39%	1,688,683	9.80%
Total	4,755	100.00%	$ 17,233,172	100.00%

	Fiscal Year 2004			
	Number of Filers	Percentage of Total	Sales Tax Revenue	Percentage of Total
General Merchandise and Groceries	278	10.35%	$ 4,371,549	31.02%
Building Materials, Hardware, and Tools	192	7.15%	1,925,917	13.67%
Auto Dealers, Supplies, and Accessories	285	10.61%	1,837,823	13.04%
Home Furnishings, Appliances, & Electronics	194	7.22%	1,769,511	12.56%
Eating and Drinking Establishments	198	7.37%	1,038,994	7.37%
Clothing, Apparel, and Accessories	112	4.17%	843,961	5.99%
Professional Equipment and Supplies	334	12.43%	711,657	5.05%
Arts, Crafts, and Specialty Items	255	9.49%	494,137	3.51%
Amusement and Recreation	135	5.03%	535,883	3.80%
All Other Categories	703	26.17%	562,899	3.99%
Total	2,686	100.00%	$ 14,092,331	100.00%

Source: Internally generated, but based upon sales tax amounts reported to the City by the Utah State Tax Commission.

City of Orem
Principal Sales Tax Payers
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			Fiscal Year 2004		
Taxpayer	**Sales Taxes [1]**	**Rank**	**Percentage of Total Sales Taxes [1]**	**Sales Taxes [1]**	**Rank**	**Percentage of Total Sales Taxes [1]**
Costco Wholesale Corporation	N/A	1	N/A	N/A	2	N/A
Wal-Mart Supercenter	N/A	2	N/A	N/A	1	N/A
Target	N/A	3	N/A	N/A	4	N/A
Brent Brown Toyota	N/A	4	N/A	----		----
U.S. Synthetic Corporation	N/A	5	N/A	----		----
RC Willey Home Furnishings	N/A	6	N/A	N/A	3	N/A
Garff Warner Nissan of Orem	N/A	7	N/A	----		----
Winco Foods	N/A	8	N/A	----		----
Ken Garff Honda of Orem	N/A	9	N/A	N/A	8	N/A
Doterra	N/A	10	N/A	----		----
Macey's, Inc.	----		----	N/A	5	N/A
Lowes (Eagle) Hardware	----		----	N/A	6	N/A
Mountainland Supply Company	----		----	N/A	7	N/A
Stock Building Supply	----		----	N/A	9	N/A
Macy's (Meier & Frank)	----		----	N/A	10	N/A
Total	$ 5,571,181		29.41%	$ 4,168,586		29.58%

Source: Utah State Tax Commission.

[1] Due to confidentiality issues, the amounts and percentages of the ten largest revenue payers cannot be displayed. However, the aggregate total is displayed along with the individual rankings in an effort to provide the reader with information as to where the City's sales tax base originates.

City of Orem
Direct and Overlapping Sales Tax Rates
Last Ten Fiscal Years
(Unaudited)

	City Direct Sales Tax Rates			Overlapping Sales Tax Rates					
Fiscal Year	City Direct Rate	City Cultural Arts & Rec Rate [1]	Total City Direct Rate	County Direct Rate	County Mass Transit Rate [2]	County Airport, Highway, & Public Transit Rate [3]	State Direct Rate	State Mass Transit Rate	Total Sales Tax Rate [4]
2004	1.00%	--	1.00%	0.25%	--	--	4.75%	0.25%	6.25%
2005	1.00	--	1.00	0.25	--	--	4.75	0.25	6.25
2006	1.00	0.10	1.10	0.25	--	--	4.75	0.25	6.35
2007	1.00	0.10	1.10	0.25	0.25	--	4.75	0.25	6.60
2008	1.00	0.10	1.10	0.25	0.30	--	4.65	0.25	6.55
2009	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2010	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2011	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2012	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2013	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85

Source: Utah State Tax Commission

[1] This additional sales tax rate, titled CARE tax, was voted on by the citizens of Orem and went into effect on April 1, 2006.

[2] This additional sales tax rate was voted on by the citizens of Utah County and went into effect on April 1, 2007. The additional tax is to be used to fund highways, fixed guideways, or systems for public transit.

[3] This additional sales tax rate was voted on by the citizens of Utah County and went into effect on January 1, 2009. The additional tax is to be used to fund airport, highways, or public transit projects or services in the county.

[4] The total sales tax rate for non-prepared food and food ingredients was set at 3.00% statewide (1.00% City Direct Rate, 0.25% County Direct Rate, and 1.75% State Direct Rate) and went into effect on January 1, 2008.

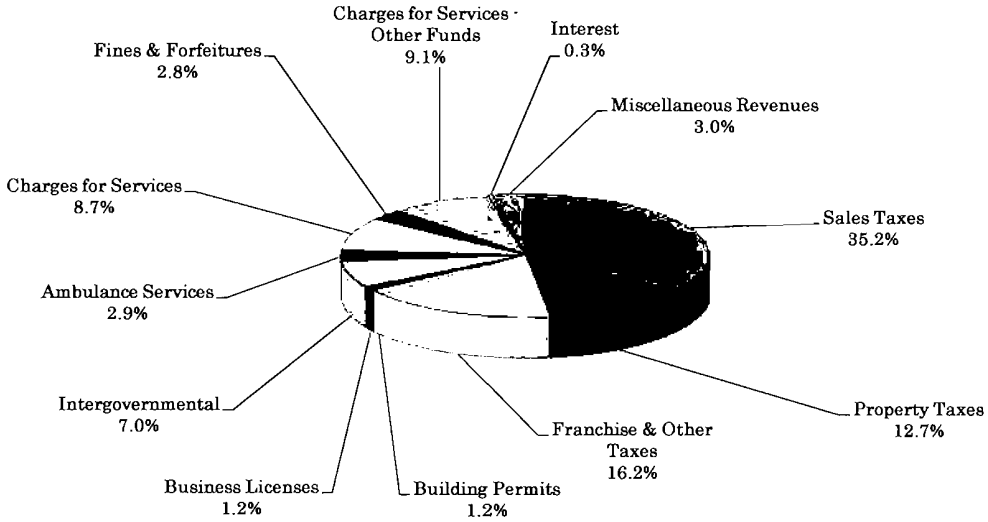
City of Orem

General Fund - Revenues and Expenditures

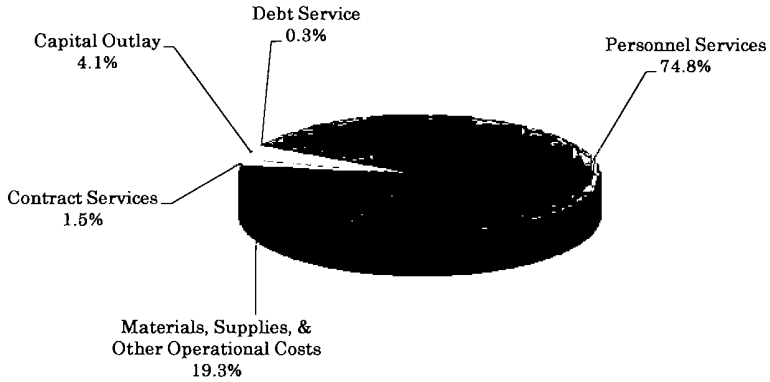
For The Year Ended June 30, 2013

(Unaudited)

GENERAL FUND - REVENUES



GENERAL FUND - EXPENDITURES



City of Orem
Ratios of Outstanding Debt by Type
Last Ten Fiscal Years
(Unaudited)

	Governmental Activities						
Fiscal Year	General Obligation Bonds	G.O. Bonds Issuance Premiums	G.O. Bonds Deferred Refunding Costs	Special Assessment Bonds	Excise Tax Revenue Bonds	Sales Tax Revenue Bonds	Franchise Tax Revenue Bonds
2004	$ 8,490,000	$ -	$ -	$ 4,965,000	$ 1,337,000	$ 11,720,000	$ -
2005	17,225,000	187,797	(177,238)	4,735,000	452,000	11,285,000	-
2006	21,995,000	314,218	(161,714)	3,195,000	-	10,810,000	-
2007	21,025,000	297,476	(146,190)	2,940,000	-	10,310,000	-
2008	19,960,000	280,734	(130,666)	2,675,000	-	9,985,000	-
2009	18,825,000	379,497	(175,926)	6,338,000	-	9,405,000	-
2010	17,665,000	349,032	(153,179)	5,806,000	-	8,790,000	4,375,000
2011	16,460,000	318,566	(130,433)	7,229,000	-	8,115,000	3,875,000
2012	15,210,000	288,101	(107,686)	5,925,000	-	7,434,000	3,375,000
2013	13,900,000	257,636	(84,940)	5,444,000	-	6,688,000	2,850,000

	Business-type Activities				
Fiscal Year	Water Quality Revenue Bonds	Water & Storm Sewer Revenue Bonds	Revenue Bonds Issuance Premiums	Capital Leases	Total Business-type Activities
2004	$ 2,217,000	$ -	$ -	$ -	$ 2,217,000
2005	2,048,000	17,440,000	762,296	-	20,250,296
2006	1,873,757	17,440,000	724,418	52,829	20,091,004
2007	1,692,757	17,950,000	686,540	39,834	20,369,131
2008	1,505,757	24,593,000	727,434	21,210	26,847,401
2009	1,311,757	23,859,000	685,626	1,556	25,857,939
2010	3,019,757	23,043,000	643,817	-	26,706,574
2011	10,312,757	22,190,000	602,009	-	33,104,766
2012	12,578,757	21,300,000	560,200	-	34,438,957
2013	11,762,757	20,383,000	518,391	-	32,664,148

Notes: Details regarding the city's outstanding debt can be found in the notes to the financial statements.

Governmental Activities					
Lease Revenue Bonds	Revenue Bonds Issuance Premiums	Revenue Bonds Deferred Refunding Costs	Notes Payable	Capital Leases	Total Governmental Activities
$ 11,075,000	$ -	$ -	$ 892,580	$ 175,066	$ 38,654,646
10,140,000	-	-	765,119	152,999	44,765,677
9,170,000	-	-	3,597,449	243,896	49,163,849
8,423,000	-	(283,636)	6,396,631	124,186	49,086,467
7,343,000	161,828	(565,191)	7,476,274	140,400	47,326,379
6,222,000	150,887	(464,297)	3,691,403	81,166	44,452,730
380,000	558,906	(432,921)	2,964,498	43,447	40,345,783
-	493,615	(392,728)	1,339,146	82,497	37,389,663
-	428,323	(378,359)	1,268,313	576,512	34,019,204
-	363,031	(328,918)	1,199,599	478,299	30,766,707

Total Primary Government		
Total Primary Government	Percentage of Personal Income	Per Capita
$ 40,871,646	2.99%	$474
65,015,973	4.70	749
69,254,853	4.64	792
69,455,598	4.25	792
74,173,780	4.50	842
70,310,669	4.39	797
67,052,357	4.51	760
70,494,429	4.71	795
68,458,161	4.39	767
63,430,855	4.01	708

City of Orem

Ratios of Net General Obligation Bonded Debt Outstanding

Last Ten Fiscal Years

(Unaudited)

Fiscal Year	Population [1]	Taxable Value	Gross Bonded Debt	Debt Service Monies Available [2]	Net Bonded Debt	Ratio of Net Bonded Debt To Assessed Value	Net Bonded Debt Per Capita
2004	86,312	$ 3,206,137,786	$ 8,490,000	$ 251,119	$ 8,238,881	0.26%	$95
2005	86,802	3,274,746,940	17,235,559	441,821	16,793,738	0.51	193
2006	87,399	3,309,521,510	22,147,504	604,104	21,543,400	0.65	246
2007	87,662	3,519,237,842	21,176,286	645,663	20,530,623	0.58	234
2008	88,073	4,413,068,896	20,110,068	655,990	19,454,078	0.44	221
2009	88,196	4,716,165,754	19,028,571	3,278,577	15,749,994	0.33	179
2010	88,256	4,569,828,793	17,860,853	2,475,955	15,384,898	0.33	174
2011	88,697	4,490,211,229	16,648,133	49,299	16,598,834	0.37	187
2012	89,279	4,273,495,983	15,390,415	1,282,169	14,108,246	0.33	158
2013	89,584	4,230,603,628	14,072,696	1,654,406	12,418,290	0.29	139

[1] Population estimates were based upon census data and building activity within the City.

[2] Debt service monies available are net of reserves dedicated to other debt issues, i.e., revenue bonds and capital leases.

City of Orem

Direct and Overlapping Governmental Activities Debt

June 30, 2013

(Unaudited)

Jurisdiction	Total Governmental Activities Debt Outstanding	Percentage Applicable to the Citizens of the City of Orem [1]	Amount Applicable to the Citizens of the City of Orem
Direct Debt:			
City of Orem	$ 30,766,707	100.0000%	$ 30,766,707
Overlapping Debt:			
Alpine School District	373,595,000	27.8027%	103,869,446
Utah County	-	17.1549%	-
Central Utah Water Conservancy District	259,970,000	4.0162%	10,440,875
Total Overlapping Debt	633,565,000		114,310,321
Total Direct and Overlapping Debt	$ 664,331,707		$ 145,077,028
Total Direct and Overlapping Debt Per Capita			$ 1,619

Sources: Assessed value data used to calculate applicable percentages was provided by the Utah State Tax Commission.

Notes: Overlapping governments are those that coincide with the geographic boundaries of the city. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and businesses of the City of Orem. This process recognizes that, when considering the City's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident (and therefore responsible for repaying the debt) of each overlapping government.

[1] This percentage uses taxable assessed property values. Applicable percentages were calculated by determining the portion of another governmental unit's taxable assessed value that is within the City's boundaries and dividing it by each unit's total taxable assessed value.

City of Orem
Legal Debt Margin Information
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Purposes (4%)				
Debt Limit	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit	(8,238,881)	(16,783,179)	(21,390,896)	(20,379,337)
Legal Debt Margin	$ 182,576,798	$ 178,148,373	$ 176,217,494	$ 191,028,990
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	4.32%	8.61%	10.82%	9.64%
Water, Sewer, & Lighting (4%)				
Debt Limit	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit	-	-	-	-
Legal Debt Margin	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	0.00%	0.00%	0.00%	0.00%
Total (8%)				
Debt Limit	$ 381,631,358	$ 389,863,104	$ 395,216,780	$ 422,816,654
Total Net Debt Applicable to Limit	(8,238,881)	(16,783,179)	(21,390,896)	(20,379,337)
Legal Debt Margin	$ 373,392,477	$ 373,079,925	$ 373,825,884	$ 402,437,317
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	2.16%	4.30%	5.41%	4.82%

[1] The 8% debt limitation applies only to general obligation bonded debt. The City is limited to 4% for general purposes with the other 4% and any remaining unused general purposes portion being availabe for use for water, sewer, and lighting purposes.

[2] Debt service monies available are net of reserves dedicated to other debt issues (i.e. revenue bonds and capital leases).

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
(19,304,010)	(15,546,423)	(15,189,045)	(16,410,701)	(13,927,831)	(12,418,290)
$ 249,861,342	$ 266,313,547	$ 253,336,445	$ 245,406,731	$ 234,902,000	$ 231,707,034
7.17%	5.52%	5.66%	6.27%	5.60%	5.09%
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
-	-	-	-	-	-
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
$ 538,330,704	$ 563,719,940	$ 537,050,980	$ 523,634,864	$ 497,659,662	$ 488,250,648
(19,304,010)	(15,546,423)	(15,189,045)	(16,410,701)	(13,927,831)	(12,418,290)
$ 519,026,694	$ 548,173,517	$ 521,861,935	$ 507,224,163	$ 483,731,831	$ 475,832,358
3.59%	2.76%	2.83%	3.13%	2.80%	2.54%

Legal Debt Margin Calculation for Fiscal Year 2012

Assessed Valuations:		
Taxable Value		$ 4,230,603,628
Estimated Market Value		$ 6,103,133,090
Legal Debt Margin:		
Debt Limitation - 8% of Estimated Market Value [1]		$ 488,250,647
Debt Applicable to Limitation:		
Total General Obligation Bonded Debt	$ (14,072,696)	
Less:		
Assets in Debt Service Funds Available for payment of Principal [2]	1,654,406	
Total Debt Applicable to Limitation		(12,418,290)
Legal Debt Margin		$ 475,832,357

City of Orem
Pledged-Revenue Coverage
Last Ten Fiscal Years
(Unaudited)

	Sales Tax Revenue Bonds				Special Assessment Bonds			
Fiscal Year	Sales Taxes	Debt Service Principal	Debt Service Interest	Coverage	Special Assessment Collections	Debt Service Principal	Debt Service Interest	Coverage
2004	$ 14,092,331	$ 290,000	$ 562,047	16.54	$ 186,941	$ 5,000	$ 181,583	1.00
2005	15,373,690	435,000	552,621	15.57	1,470,871	230,000	183,250	3.56
2006	18,008,143	475,000	539,136	17.76	417,274	1,540,000	231,152	0.24
2007	21,330,290	500,000	522,986	20.85	419,611	255,000	159,750	1.01
2008	20,616,891	530,000	485,915	20.29	415,963	265,000	147,000	1.01
2009	17,989,571	580,000	449,044	17.48	136,654	280,000	133,750	0.33
2010	16,779,178	615,000	424,457	16.14	470,980	532,000	256,697	0.60
2011	17,096,224	675,000	396,907	15.95	746,111	492,000	290,109	0.95
2012	18,106,273	710,000	367,619	16.80	2,810,547	1,304,000	372,537	1.68
2013	18,944,647	746,000	268,182	18.68	1,418,179	481,000	316,172	1.78

	Franchise Tax Revenue Bonds			
Fiscal Year	Franchise Taxes	Debt Service Principal	Debt Service Interest	Coverage
2004	$ -	$ -	$ -	0.00
2005	-	-	-	0.00
2006	-	-	-	0.00
2007	-	-	-	0.00
2008	-	-	-	0.00
2009	-	-	-	0.00
2010	7,643,257	-	-	0.00
2011	7,301,384	500,000	178,378	10.76
2012	7,437,757	500,000	163,875	11.20
2013	7,816,920	525,000	152,625	11.54

Notes: Details regarding the city's outstanding debt can be found in the notes to the financial statements.

[1] Operating expenses do not include depreciation, interest, or amortization expenses.

Water & Storm Sewer Revenue Bonds					
Utility Service Charges	Less: Operating Expenses [1]	Net Available Revenue	Debt Service Principal	Debt Service Interest	Coverage
$ -	$ -	$ -	$ -	$ -	0.00
-	-	-	-	-	0.00
9,141,784	6,959,093	2,182,691	-	681,773	3.20
10,003,642	7,137,454	2,866,188	680,000	773,519	1.97
11,050,437	7,659,539	3,390,898	707,000	762,092	2.31
11,170,969	7,797,841	3,373,128	734,000	999,616	1.95
11,072,855	8,743,966	2,328,889	816,000	956,696	1.31
11,745,056	8,586,094	3,158,962	853,000	988,788	1.72
12,544,643	8,851,011	3,693,632	890,000	972,772	1.98
12,864,859	9,256,350	3,608,509	917,000	940,512	1.94

Water Quality Revenue Bonds					
Utility Service Charges	Less: Operating Expenses [1]	Net Available Revenue	Debt Service Principal	Debt Service Interest	Coverage
$ 4,648,383	$ 4,134,290	$ 514,093	$ 157,000	$ 88,795	2.09
4,762,198	4,272,036	490,162	163,000	83,300	1.99
4,481,980	4,264,174	217,806	169,000	77,595	0.88
5,341,595	4,415,907	925,688	174,243	71,675	3.76
5,678,134	4,572,648	1,105,486	181,000	65,590	4.48
5,682,018	4,864,370	817,648	187,000	59,247	3.32
5,773,255	4,964,995	808,260	194,000	52,702	3.28
5,857,655	4,905,989	951,666	200,000	45,912	3.87
6,201,588	4,872,165	1,329,423	207,000	35,893	5.47
6,380,841	5,014,836	1,366,005	816,000	24,142	1.63

City of Orem

Long-term Bonded Indebtedness Paid By Primary Government

Schedule of Bonded Indebtedness

June 30, 2013

(Unaudited)

	Interest Rate	Issue Date	Term of Bonds	Annual Terms of Serial Bonds
Governmental Activities:				
General Obligation Bonds:				
Series 2004 Road Bonds - Refunding	3.00% - 4.00%	12/22/04	2004-2016	Various
Series 2005 Road Bonds	3.50% - 5.00%	04/20/05	2005-2024	Various
Series 2006 Road Bonds	3.63% - 5.00%	03/07/06	2006-2024	Various
Series 2009 Road Bonds - Refunding	2.75% - 5.00%	03/24/09	2009-2018	Various
Total General Obligation Bonds				
Special Assessment Bonds:				
Canyon River - Special Improvement District Bonds - Series 2001	4.49% - 5.50%	10/02/01	2001-2016	Various
Midtown Village - Special Improvement District Bonds - Series 2009	4.35%	02/13/09	2009-2028	Various
Northgate - Special Improvement District Bonds - Series 2010	7.75%	11/02/10	2010-2025	Various
Total Special Assessment Bonds				
Revenue Bonds:				
Sales Tax Revenue Refunding Bonds - Series 2007	3.80% - 5.00%	10/17/07	2007-2023	Various
Franchise Tax Revenue Refunding Bonds - Series 2010	2.13% - 5.13%	03/16/10	2010-2018	Various
Sales Tax Revenue Refunding Bonds - Series 2012	1.50%	04/19/12	2012-2015	Various
Total Revenue Bonds				
Total Governmental Activities				
Business-type Activities:				
Revenue Bonds:				
Water Quality Revenue Bonds	3.50%	04/12/94	1994-2014	Various
2005A Water and Storm Sewer Revenue Bonds	3.50% - 5.25%	03/17/05	2005-2025	Various
2005B Water and Storm Sewer Revenue Bonds	1.48%	03/17/05	2005-2025	Various
2008 Water and Storm Sewer Revenue Bonds	3.25% - 5.25%	03/13/08	2008-2028	Various
Water Quality Revenue Bonds	0.00%	02/16/10	2010-2032	Various
Total Revenue Bonds				
Total Business-type Activities				
Total Primary Government Long-term Bonded Indebtedness				

Principal			Interest	
Original Amount	Balance 06/30/13	Retired Year Ended 06/30/13	Expense Year Ended 06/30/13	Payable In Future Years
$ 3,975,000	$ 1,740,000	$ 400,000	$ 76,450	$ 138,575
$ 8,985,000	6,320,000	385,000	307,440	2,001,585
$ 5,515,000	3,995,000	255,000	172,116	1,135,720
$ 2,865,000	1,845,000	270,000	78,738	245,737
	13,900,000	1,310,000	634,744	3,521,617
$ 3,680,000	605,000	185,000	39,500	61,750
$ 3,943,000	3,074,000	216,000	133,684	1,112,904
$ 1,915,000	1,765,000	80,000	142,988	1,097,787
	5,444,000	481,000	316,172	2,272,441
$ 5,720,000	5,595,000	25,000	241,274	1,145,136
$ 4,375,000	2,850,000	525,000	152,625	401,500
$ 1,814,000	1,093,000	721,000	26,908	20,565
	9,538,000	1,271,000	420,807	1,567,201
	28,882,000	3,062,000	1,371,723	7,361,259
$ 3,500,000	467,757	222,000	24,142	24,710
$ 17,390,000	12,985,000	725,000	634,850	4,607,624
$ 3,000,000	2,048,000	142,000	32,412	218,403
$ 5,590,000	5,350,000	50,000	273,250	3,661,849
$ 11,889,000	11,889,000	594,000	-	-
	32,739,757	1,733,000	964,654	8,512,586
	32,739,757	1,733,000	964,654	8,512,586
	$ 61,621,757	$ 4,795,000	$ 2,336,377	$ 15,873,845

City of Orem

Other Long-term Liabilities Paid by Primary Government

Last Three Fiscal Years

(Unaudited)

	Fiscal Year		
	2011	2012	2013
Governmental Activities:			
Compensated Absences	$ 1,910,902	$ 2,000,269	$ 1,753,381
Claims and Judgments	979,609	1,218,549	980,984
Other Post-employment Benefits (OPEB)	54,327	126,495	825,626
Total Governmental Activities	2,944,838	3,345,313	3,559,991
Business-type Activities:			
Compensated Absences	231,939	246,785	230,542
Total Business-type Activities	231,939	246,785	230,542
Primary Government:			
Compensated Absences	2,142,841	2,247,054	1,983,923
Claims and Judgments	979,609	1,218,549	980,984
Other Post-employment Benefits (OPEB)	54,327	126,495	825,626
Total Primary Government	$ 3,176,777	$ 3,592,098	$ 3,790,533

City of Orem
Demographic and Economic Statistics
Last Ten Fiscal Years
(Unaudited)

Fiscal Year	Population [1]	Households [2]	Personal Income	Per Capita Personal Income [2]	Per Household Personal Income
2004	86,312	23,896	$ 1,366,146,336	$ 15,828	$ 57,171
2005	86,802	24,630	1,383,537,078	15,939	56,173
2006	87,399	24,504	1,491,463,935	17,065	60,866
2007	87,662	24,026	1,634,896,300	18,650	68,047
2008	88,073	25,363	1,646,524,735	18,695	64,918
2009	88,196	25,440	1,601,021,988	18,153	62,933
2010	88,256	25,517	1,487,996,160	16,860	58,314
2011	88,697	26,970	1,495,165,329	16,857	55,438
2012	89,279	27,000	1,559,347,014	17,466	57,754
2013	89,584	27,145	1,580,320,885	17,641	58,218

Fiscal Year	Median Age	Unemployment Rate	K-12 Student Population [3]	UVU FTE Student Population [4]
2004	25.7	4.80%	17,383	16,312
2005	26.1	4.70	17,207	16,339
2006	26.4	3.10	16,630	16,081
2007	26.6	2.80	16,599	15,668
2008	26.6	3.70	16,521	16,135
2009	26.7	6.00	16,398	17,910
2010	26.7	8.00	16,112	19,670
2011	26.2	8.50	16,304	21,825
2012	26.3	6.40	16,359	22,448
2013	26.3	5.30	16,437	21,617

[1] Population estimates were based upon census data and building activity within the City.

[2] Data is based upon federal income tax return data provided by the Utah State Tax Commission. The data for the current fiscal year is estimated as the federal data is not available at the time this report is issued.

[3] Data was provided by the Alpine School District.

[4] Data represents fall semester counts based on the Utah Valley University (UVU) fact book. On July 1, 2008 the school began operating as a university instead of a state college.

City of Orem

Other Demographic Statistics

(Unaudited)

Census Population Count

Year	Population	Increase	Percent Increase
1890	435	-	-
1900	692	257	37.14%
1910	1,064	372	34.96
1920	1,664	600	36.06
1930	1,915	251	13.11
1940	2,914	999	34.28
1950	8,338	5,424	65.05
1960	18,394	10,056	54.67
1970	25,760	7,366	28.59
1980	52,399	26,639	50.84
1990	67,561	15,162	22.44
2000	84,324	16,763	19.88
2010	88,328	4,004	4.53

Age Distribution of Population [1]

	Total		Male		Female	
Age	Number	Percent	Number	Percent	Number	Percent
0 - 4	8,940	10.12%	4,822	5.46%	4,118	4.66%
5 - 9	8,314	9.41	4,685	5.30	3,629	4.11
10 - 14	6,512	7.37	3,421	3.87	3,091	3.50
15 - 19	7,145	8.09	3,457	3.91	3,688	4.18
20 - 24	10,694	12.11	5,211	5.90	5,483	6.21
25 - 29	10,485	11.87	5,106	5.78	5,379	6.09
30 - 34	5,453	6.17	2,879	3.26	2,574	2.91
35 - 39	5,360	6.07	2,702	3.06	2,658	3.01
40 - 44	3,326	3.77	1,660	1.88	1,666	1.89
45 - 49	3,771	4.27	1,893	2.14	1,878	2.13
50 - 54	3,728	4.22	1,797	2.03	1,931	2.19
55 - 59	3,884	4.40	1,697	1.92	2,187	2.48
60 - 64	3,359	3.80	1,498	1.70	1,861	2.11
65 - 69	2,332	2.64	1,097	1.24	1,235	1.40
70 - 74	2,025	2.29	1,020	1.15	1,005	1.14
75 - 79	1,269	1.44	492	0.56	777	0.88
80 - 84	1,037	1.17	298	0.34	739	0.84
85 - 89	466	0.53	264	0.30	202	0.23
90+	228	0.26	70	0.08	158	0.18
TOTAL	88,328	100.00%	44,069	49.89%	44,259	50.11%

[1] Source: 2010 Census

City of Orem
Principal Employers
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			Fiscal Year 2004		
Taxpayer	Number of Employees	Rank	Percentage of Total City Employment	Number of Employees	Rank	Percentage of Total City Employment
Utah Valley University	2,043	1	6.35%	1,979	1	6.02%
Alpine School District	1,485	2	4.61%	1,540	2	4.68%
Convergys Corporation	592	3	1.84%	900	3	2.74%
U.S. Synthetic Corporation	592	4	1.84%	----		----
City of Orem	501	5	1.56%	516	7	1.57%
Timpanogos Regional Hospital	473	6	1.47%	375	9	1.14%
Xactware Solutions, Inc.	447	7	1.39%	----		----
Dialogue Marketing West of Utah	405	8	1.26%	----		----
Security Metrics	361	9	1.12%	----		----
Wal-Mart	340	10	1.06%	660	5	2.01%
Geneva Rock Products	----		----	810	4	2.46%
Phone Directories Company	----		----	524	6	1.59%
Western Wats Center	----		----	500	8	1.52%
Target	----		----	370	10	1.12%
Total	7,239		22.49%	8,174		24.85%

Source: Orem City's business licensing database and personal communications with certain governmental entities by Orem City personnel.

City of Orem
Full-Time-Equivalent City Government Employees
by Function/Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Government	129	138	130	119
Public Safety:				
Police Protection	127	118	134	137
Fire Protection	53	55	56	54
Highways and Public Improvements	1	4	5	2
Parks and Recreation:				
Parks and Recreation	32	33	31	34
Library	56	54	54	50
Cemetery	4	5	5	5
Economic and Physical Development	2	2	2	1
Water	23	24	23	24
Water Reclamation	30	31	29	29
Storm Sewer	10	9	9	8
Recreation	47	45	45	49
Street Lighting	2	2	2	1
Total	516	520	525	513

Source: City of Orem - Human Resource Department

Notes: A full-time employee is scheduled to work 2,080 hours per year (including vacation and sick leave). Full-time equivalent employment is calculated by dividing total labor hours by 2,080.

Fiscal Year					
2008	2009	2010	2011	2012	2013
124	115	107	115	110	102
141	143	141	140	136	131
59	71	69	70	70	65
3	2	2	1	0	0
36	39	35	36	36	29
53	54	51	50	43	45
6	6	5	5	5	5
1	2	2	2	3	4
26	30	28	26	27	26
31	31	28	30	30	29
11	11	11	10	10	10
48	50	50	56	49	53
2	3	3	3	2	2
541	557	532	544	521	501

City of Orem
Operating Indicators by Function / Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year				
	2004	**2005**	**2006**	**2007**	**2008**
General Government:					
Building Permits Issued	1,118	1,083	1,149	1,166	1,242
Public Safety:					
Police Protection:					
Physical Arrests	8,306	8,145	8,495	6,599	6,454
Traffic Citations	9,634	11,394	11,190	13,937	14,238
Fire Protection:					
Emergency Responses	2,766	2,500	2,338	5,476	4,650
Ambulance Transports	2,549	2,761	3,145	3,026	3,246
Other Public Safety Services:					
Emergency Dispatch Calls	30,533	32,078	34,433	37,081	38,043
Highways and Public Improvements:					
Asphalt Used - Streets (Tons)	6,599	4,048	4,500	4,300	4,290
Concrete Used - Sidewalks (Yards)	905	1,089	1,100	1,200	1,443
Parks and Recreation:					
Recreation Programs Participants	12,960	13,230	13,338	13,365	14,059
Library - Volumes in Collection (approx.)	275,497	280,000	284,573	289,742	297,067
Cemetery - Interments	247	250	289	290	303
Economic and Physical Development:					
Public Service Organizations Assisted	15	14	14	14	13
Housing Rehab Loans/Grants Added	12	15	8	7	7
Major Project Improvements Completed	4	1	1	0	1
Water:					
Number of Consumers	20,425	20,240	21,228	21,153	21,197
Average Daily Consumption (MGD)	20.6	21.2	23.5	23.7	25.0
Water Reclamation:					
Number of Service Connections	20,017	20,107	20,314	20,616	20,678
Average Daily Treated (MGD)	8.4	8.4	8.5	8.5	8.5
Storm Sewer:					
Number of Sumps Added	24	25	22	22	24
New Infrastructure (Feet)	6,600	4,000	4,500	6,872	12,144
Recreation:					
Fitness Center Admissions	468,009	486,022	478,630	472,168	442,281
Fitness Center Class Participants	5,760	6,348	5,403	5,988	5,515
Scera Park Pool Admissions	31,767	35,037	41,280	37,500	34,468
Scera Park Pool Class Participants	2,270	2,123	2,446	2,133	2,461
Solid Waste:					
Annual Waste Tonnage	29,993	30,209	27,193	26,586	26,566
Avg Annual Waste per Household (Tons)	1.72	1.72	1.51	1.46	1.45
Street Lighting:					
Number of Street Lights Added	1,477	233	230	171	149

Source: Various city departments

Fiscal Year				
2009	2010	2011	2012	2013
784	837	945	899	817
6,215	5,538	5,439	6,016	4,338
16,128	9,762	15,009	10,042	16,042
4,350	5,230	6,556	7,628	9,058
2,780	2,514	2,500	2,314	4,238
40,187	41,253	39,443	39,405	37,867
4,615	5,047	5,903	5,965	5,287
1,344	1,164	1,134	1,020	796
15,054	17,331	16,790	16,700	12,276
295,029	297,376	313,001	320,703	326,253
266	267	297	294	252
15	16	14	16	16
7	9	14	11	6
1	0	1	1	1
21,543	21,626	21,807	21,965	22,107
23.0	23.3	24.2	26.7	26.9
20,678	20,678	20,678	21,088	21,226
8.5	8.2	8.2	8.2	7.9
8	17	0	8	4
7,669	13,727	0	40,656	29,040
359,844	367,941	378,543	384,895	369,068
4,923	4,466	4,231	3,926	4,236
47,778	48,045	46,999	43,183	39,545
2,455	1,848	1,768	1,661	3,180
26,924	25,631	25,436	24,832	26,527
1.45	1.37	1.44	1.25	1.39
75	67	93	88	1

City of Orem
Capital Asset Statistics by Function / Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year				
	2004	**2005**	**2006**	**2007**	**2008**
General Government:					
Vehicles	169	177	191	170	176
Public Safety:					
Police Protection:					
Stations	1	1	1	1	1
Vehicles	105	106	108	111	121
Fire Protection:					
Stations	3	3	3	3	3
Vehicles	25	25	23	24	26
Highways and Public Improvements:					
Streets (miles)	232	233	235	238	239
Traffic Signals	25	25	25	26	26
Parks and Recreation:					
Parks	20	20	20	20	22
Parks Acreage	277	277	277	287	333
Playgrounds	18	18	18	18	18
Walking/Jogging Trails (miles)	33.0	33.0	33.0	33.0	35.5
Libraries	1	1	1	1	1
Cemeteries	1	1	1	1	1
Water:					
Water Mains (miles)	345	345	345	345	349
Wells	8	8	8	8	8
Storage Capacity (thousands of gallons)	12,440	12,440	12,440	22,440	22,440
Water Reclamation:					
Sewer Lines (miles)	272	272	272	275	280
Treatment Capacity (MGD)	12.3	12.3	12.3	12.3	12.3
Storm Sewer:					
Storm Sewer Lines (miles)	64.6	64.6	64.6	65.9	68.2
Sumps	1,665	1,677	1,688	1,699	1,711
Recreation:					
Fitness Centers	1	1	1	1	1
Pools	2	2	2	2	2
Baseball / Softball Diamonds	18	18	18	18	18
Soccer / Football Fields	18	18	18	18	18
Street Lighting:					
Street Lights	4,107	4,340	4,570	4,741	4,890

Source: Various city departments

Fiscal Year				
2009	2010	2011	2012	2013
175	169	171	170	165
1	1	1	1	1
116	111	115	113	122
4	4	4	4	4
27	27	29	29	30
241	241	241	241	241
32	32	34	34	34
22	22	22	22	22
333	333	333	350	350
18	18	18	18	18
35.5	35.5	35.5	40.0	40.0
1	1	1	1	1
1	1	1	1	1
349	351	351	351	374
8	8	8	9	9
22,440	22,440	22,440	22,440	22,440
280	280	280	281	286
12.3	12.3	12.3	13.5	13.5
69.8	70.8	70.8	78.5	84.0
1,715	1,732	1,732	1,783	1,755
1	1	1	1	1
2	2	2	2	2
18	18	18	18	18
18	18	18	18	18
4,926	4,993	5,086	5,174	5,175

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CITY OF OREM, UTAH

SUPPLEMENTARY REPORTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2013

K&C

Keddington & Christensen, LLC
Certified Public Accountants

CITY OF OREM, UTAH

SUPPLEMENTARY REPORTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2013

CITY OF OREM, UTAH
SUPPLEMENTARY REPORTS
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K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City of Orem, Utah (the City) as of and for the year ended June 30, 2013, which collectively comprise the City's basic financial statements, and have issued our report thereon dated December 3, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the City's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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Salt Lake City, Utah 84123

Purpose of this Report

This purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY *OMB CIRCULAR A-133*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

Compliance

We have audited the compliance of the City of Orem, Utah (the City) with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on the City's major federal program for the year ended June 30, 2013. The City's major federal program is identified in the summary of auditor's results section of the accompanying Schedule of Findings and Questioned Costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on the City's compliance for the City's major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards,* issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations.* Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on the major federal program occurred. An audit includes examining, on a test basis, evidence about the City's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of the City's compliance.

Opinion on Major Federal Program

In our opinion, the City complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on the major federal program for the year ended June 30, 2013.

Report on Internal Control Over Compliance

Management of the City is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the City's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on compliance for the major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

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A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Schedule of Expenditures of Federal Awards Required by OMB Circular A-133

We have audited the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City as of and for the year ended June 30, 2013, and have issued our report thereon dated December 3, 2013, which contained unqualified opinions on those financial statements. Our audit was performed for the purpose of forming opinions on the financial statements as a whole. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by OMB Circular A-133 and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the financial statements as a whole.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

CITY OF OREM, UTAH
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended June 30, 2013

Federal Grantor/Pass-Through Grantor/ Program Title	Federal CFDA Number	Grantor's Number	Federal Expenditure
Department of Housing and Urban Development			
Direct Program:			
Community Development Block Grant	14.218	B-12-MC-49-0002	$ 452,818
Total Department of Housing and Urban Development			452,818
Department of the Interior			
Passed through Department of Community and Culture:			
Historic Preservation Fund Grant (CLG)	15.904	122116	1,400
Total Department of the Interior			1,400
National Endowment for the Arts & Humanities			
Direct Program:			
Promotion of the Arts Grant	45.024	10-5900-8082	10,000
Passed through Western States Arts Federation:			
TourWest Grant	45.025	TW20120265	600
TourWest Grant	45.025	TW20120338	2,000
IMTour Grant	45.025	IMTP0023	2,500
Total National Endowment for the Arts & Humanities			15,100
Department of Homeland Security			
Passed through Department of Public Safety Division of Emergency Services and Homeland Security:			
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2011-DEM-013	11,250
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2011-DEM-014	10,087
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2012-DEM-043	8,750
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2013-DEM-046	8,750
State Homeland Security Program (LEPC)	97.073	DES-2010-SHSP-001	17,728
State Homeland Security Program (LEPC)	97.073	DES-2011-SHSP-001	105,000
Total Department of Homeland Security			161,565
Department of Justice			
Passed through Utah Department of Public Safety:			
Enforcing Underage Drinking Laws Program (Y.A.D.E.T.F.)	16.727	JJP20121J1111	6,200
Passed through Commission on Criminal and Juvenile Justice:			
Violence against Women Act Grant (VAWA)	16.588	11-VAWA-07	360
Violence against Women Act Grant (VAWA)	16.588	12-VAWA-06	14,253
Victims of Crime Act Grant (VOCA)	16.575	12-VOCA-41	52,630
Total Department of Justice			73,444
Environmental Protection Agency			
Direct Program:			
Congressionally Mandated Projects	66.202	96816001	198,267
Total Environmental Protection Agency			198,267

See notes to the Supplementary Schedule of Expenditures of Federal Awards.

CITY OF OREM, UTAH
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS (Continued)
For the Year Ended June 30, 2013

Federal Grantor/Pass-Through Grantor/ Program Title	Federal CFDA Number	Grantor's Number	Federal Expenditure
Executive Office of the President			
Direct Program:			
HIDTA Grant Program	95.001	G-12-RM0030A	57,275
HIDTA Grant Program	95.001	G-13-RM0030A	126,708
Total Executive Office of the President			183,983
Total Federal Financial Assistance			$ 1,086,577

See notes to the Supplementary Schedule of Expenditures of Federal Awards.

CITY OF OREM, UTAH
NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

1. *General*- the *Schedule of Expenditures of Federal Awards* presents the activity of all federal awards of the City of Orem, Utah. Federal awards received directly from federal agencies as well as federal awards passed through other governmental agencies are included on the *Schedule of Expenditures of Federal Awards.*

2. *Basis of Accounting* - The *Schedule of Expenditures of Federal Awards* is presented using the modified accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations.* Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.

CITY OF OREM, UTAH
SCHEDULE OF FINDINGS AND QUESTIONED COSTS

SUMMARY OF AUDITOR'S RESULTS

1. The auditor's report expresses an unqualified opinion on the basic financial statements.

2. No instances of noncompliance material to the basic financial statements, which would be required to be reported in accordance with *Government Auditing Standards,* were disclosed during the audit.

3. No significant deficiencies in internal control over the major federal award programs were reported in this schedule.

4. The auditor's report on compliance for the major federal award program for the City of Orem expressed an unqualified opinion on the major federal program.

5. There are no audit findings that are required to be reported in accordance with Section 510 (a) of OMB Circular A-133.

6. The following program was tested as a major program: Community Development Block, CFDA# 14.218.

7. The threshold for distinguishing Types A and B programs was $300,000

8. The City of Orem qualified as a low-risk auditee.

FINDINGS – MAJOR FEDERAL AWARD PROGRAMS AUDIT

None

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Certified Public Accountants

Gary K. Keddington, CPA
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INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE AND ON INTERNAL CONTROLS OVER COMPLIANCE IN ACCORDANCE WITH THE *STATE OF UTAH LEGAL COMPLIANCE AUDIT GUIDE*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

We have audited the City of Orem, Utah's (City) compliance with general and major state program compliance requirements described in the *State of Utah Legal Compliance Audit Guide* for the year ended June 30, 2013.

The general compliance requirements applicable to the City are identified as follows:

Cash Management	Budgetary Compliance
Fund Balance	Justice Courts
Impact Fees	URS Compliance
Transfers from Utility Enterprise Funds	Government Records Access Management Act (GRAMA)
Conflicts of Interest	

The City received the following major assistance programs from the State of Utah:

B & C Road Funds (Department of Transportation)
State Task Force Grant (Commission on Criminal & Juvenile Justice)

Management's Responsibility
Compliance with the requirements referred to above is the responsibility of the City's management.

Auditor's Responsibility
Our responsibility is to express an opinion on the City's compliance based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the *State of Utah Legal Compliance Audit Guide*. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above could have a material effect on the City and its major programs occurred. An audit includes examining, on a test basis, evidence about the City's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination of the City's compliance with those requirements.

Opinion
In our opinion, the City, complied, in all material respects, with the general compliance requirements identified above and the compliance requirements that are applicable to each of its major state programs for the year ended June 30, 2013.

Report on Internal Control Over Compliance
Management of the City is responsible for establishing and maintaining effective internal control over compliance with the compliance requirements referred to above. In planning and performing our audit, we considered the City's internal control over compliance to determine the auditing procedures for the purpose of expressing our opinion on compliance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

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Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be deficiencies, significant deficiencies, or material weaknesses in internal control over compliance. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses may exist that have not been identified.

Purpose of Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and results of that testing, and not provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

CITY OF OREM

CITY COUNCIL MEETING

DECEMBER 10, 2013

REQUEST:	**RESOLUTION - Approve Interlocal Agreement Utah County and the City of Orem – Utah County Community Activities Grant**
APPLICANT:	City of Orem Community & Neighborhood Services
FISCAL IMPACT:	$300,000

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on City hotline
-Faxed to newspapers
-E-mailed to newspapers
-Neighborhood Chair

SITE INFORMATION:
General Plan Designation:
N/A
Current Zone:
N/A
Acreage:
N/A
Neighborhood:
N/A
Neighborhood Chair:
N/A

PREPARED BY:
Charlene Crozier
Interim Library Director

APPROVED BY:

RECOMMENDATION:
The Interim Library Director recommends that the City Council, by resolution, approve an interlocal agreement between Utah County and the City of Orem for funds from the Utah County Community Activities Grant and authorize the Mayor to execute the agreement.

BACKGROUND:
Utah County established the Utah County Community Activities Grant from funds derived from the Tourism, Recreation, Cultural and Convention Facilities Tax of the County of Utah. The City of Orem presented an application to Utah County for funding from this grant for the Center for Story, a new cultural arts facility to be constructed adjacent to the Orem Public Library.

The Orem Public Library presents nearly 1,000 cultural programs each year, drawing a regional audience of 60,000 attendees. Based on the regional impact of the Library's unique cultural programming, Utah County has approved a $300,000 Community Activities Grant to fund construction costs for the Center for Story facility. Orem's funding from the Community Activities Grant will be available for the project until December 31, 2018.

RESOLUTION NO._____

A RESOLUTION APPROVING AN INTERLOCAL AGREEMENT BETWEEN UTAH COUNTY AND THE CITY OF OREM FOR FUNDS FROM THE UTAH COUNTY COMMUNITY ACTIVITIES GRANT AND AUTHORIZING THE MAYOR TO EXECUTE THE AGREEMENT.

WHEREAS Utah County has adopted policy guidelines and procedures for reviewing and approving requests for Utah County Community Activities Fund grants which comply with the provisions of Title 59, Chapter 12, Part 6, Utah Code Annotated, 1953 as amended; and

WHEREAS the City of Orem requested funding from the Utah County Community Activities Grant for the Center for Story, a new cultural arts facility to be constructed adjacent to the Orem Library; and

WHEREAS Utah County has reviewed the Utah County Community Activities Grant request presented by the City of Orem and has determined that Orem should be awarded a Utah County Community Activities Grant in the amount of $300,000; and

WHEREAS the City Council finds the Interlocal Agreement should be executed.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The Agreement, as attached hereto, entitled the Interlocal Cooperation Agreement Between Utah County and Orem City relating to funds from the Utah County Community Activities Grant attached hereto as "Exhibit A" and incorporated herein by this reference is hereby approved, and the Mayor is authorized and directed to execute the Agreement.
2. All ordinances, resolutions, or policies in conflict herewith are hereby repealed.
3. This resolution shall take effect upon passage by the City of Orem City Council.

PASSED AND APPROVED this **10th** day of **December**, 2013.

_____
James T. Evans, Mayor

ATTEST:

_____
Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"	COUNCIL MEMBERS VOTING "NAY"

Exhibit A

Agreement No. 2013-_____

INTERLOCAL COOPERATION AGREEMENT BETWEEN UTAH COUNTY AND OREM CITY

THIS AGREEMENT is made and entered into, by and between **UTAH COUNTY**, a political subdivision of the State of Utah, with its office located at 100 East Center Street, Pvo, Utah 84606, hereinafter "COUNTY", and **THE CITY OF OREM**, a political subdivision of the State of Utah, with its office located at 56 North State, Orem, Utah 84057, hereinafter "OREM."

RECITALS

WHEREAS, COUNTY has adopted policy guidelines and procedures for reviewing and approving requests for Utah County Community Activities Fund grants which comply with the provisions of Title 59, Chapter 12, Part 6, Utah Code Annotated, 1953 as amended, and

WHEREAS, COUNTY has reviewed a Utah County Community Activities Grant request submitted by OREM and has determined that OREM should be awarded a Utah County Community Activities Grant;

NOW, THEREFORE, in consideration of the mutual covenants set forth herein, it is agreed by and between COUNTY and OREM as follows:

1. DESCRIPTION OF GRANT AND FUNDING

COUNTY hereby agrees to make a Utah County Community Activities Grant to OREM in an amount not to exceed $300,000.00 through funds derived from the Tourism, Recreation, Cultural and Convention Facilities Tax of the County of Utah for the construction of OREM's Center for Story facility, a new cultural arts facility planned to be constructed adjacent to the Orem Library.

2. EXCLUSIVE USE OF GRANT FUNDS

OREM hereby agrees that the grant received from COUNTY shall be used exclusively in funding the construction of the Center for Story facility.

3. REIMBURSEMENT REQUIREMENTS

The parties agree that all funds granted by COUNTY to OREM shall be given only for documented reimbursable costs incurred by OREM for the construction of the Center for Story facility, and that payments by COUNTY to OREM will be made only upon presentation by OREM to COUNTY of appropriate receipts or other permitted documentation of reimbursable costs made by OREM. Presentation of all said appropriate receipts or other permitted documentation shall be made to COUNTY prior to December 31, 2018. No reimbursement for any costs submitted after December 31, 2018 will be made by COUNTY to OREM.

4. PUBLICITY REQUIREMENTS

OREM agrees that all publicity generated by OREM for the construction of the Center for Story facility shall display the language, "Sponsored in part by the Utah County Community Activities Fund."

5. LIABILITY OF OREM

The parties agree that COUNTY by virtue of this Agreement is making a grant only to OREM and is not responsible for any actions of OREM, or any other entity, in the construction of the Center for Story facility and the completion of the Center for Story facility.

6. AUDIT REQUIREMENTS

It is agreed by the parties that COUNTY may audit the records of OREM concerning the construction of the Center for Story facility at any time.

7. AMENDMENT AND MODIFICATION

The parties hereby agree that this Interlocal Cooperation Agreement shall not be subject to change, addition, or erasure or any other modification or notation, except by a mutual written agreement signed by the parties hereto. Should the parties mutually agree at any time during the duration of this Interlocal Cooperation Agreement that change, amendment, or modification is necessary, such change, amendment, or modification will be submitted in writing and negotiated by the respective administrators of each party or their appointed representatives.

8. DURATION OF AGREEMENT

It is understood and agreed by the parties hereto that the term of this Interlocal Cooperation Agreement shall be for a period of 5 years beginning December 31, 2013 and terminating December 31, 2018.

9. INTEGRATION

The parties hereby agree that this instrument embodies the whole Interlocal Cooperation Agreement of the parties.

10. INTERLOCAL REQUIREMENTS

In satisfaction of the requirements of the Interlocal Cooperation Act, Title 11, Chapter 13, Utah Code Annotated 1953, as amended ("Interlocal Act"), in connection with this Agreement, COUNTY and OREM (for purposes of this section, each a "party" and collectively the "parties") agree as follows:

A. This Agreement shall be approved by each party, pursuant to §11-13-202.5 of the Interlocal Act;

B. This Agreement shall be reviewed as to proper form and compliance with applicable law by a duly authorized attorney on behalf of each party, pursuant to Section 11-13-202.5 of the Interlocal Act ;

C. A duly executed original counterpart of the Agreement shall be filed with the keeper of records of each party, pursuant to §11-13-209 of the Interlocal Act;

D. Except as otherwise specifically provided herein, each party shall be responsible for its own costs of any action done pursuant to this Agreement, and for any financing of such costs; and

E. No separate legal entity is created by the terms of this Agreement. To the extent that this Agreement requires administration other than as set forth herein, it shall be administered by COUNTY and OREM, acting as a joint board. No real or personal property shall be acquired jointly by the parties as a result of this Agreement. To the extent that a party acquires, holds, and disposes of any real or personal property for use in the joint or cooperative undertaking contemplated by this Agreement, such party shall do so in the same manner that it deals with other property of such party.

DATED this _____ day of December, 2013.

BOARD OF COUNTY COMMISSIONERS,
UTAH COUNTY, UTAH

_____
DOUG WITNEY, Chair

ATTEST:
BRYAN E. THOMPSON
Utah County Clerk/Auditor

By:_____
Deputy

Reviewed as to form and compliance
with applicable law:

By:_____
Deputy Utah County Attorney

CITY OF OREM

By:_____

_____
Title

Reviewed as to form and compatibility
with the laws of the State of Utah:

By:_____
City Attorney

L:\Resolutions\Interlocal Orem Center for Story.wpd

CITY OF OREM **CITY COUNCIL MEETING** DECEMBER 10, 2013	
REQUEST:	**ORDINANCE - Amending Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code pertaining to terms of office of Orem City Board and Commission members**
APPLICANT:	Development Services
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Website
-Faxed to newspapers
-Emailed to newspaper
-Posted on State public notice website

SITE INFORMATION:
- General Plan
  N/A
- Current Zone
  N/A
- Acreage
  N/A
- Neighborhood
  N/A
- Neighborhood Chair
  N/A

PLANNING COMMISSION RECOMMENDATION
Approve: 6-0

PREPARED BY:
David Stroud, AICP Planner
APPROVED BY:

Request: Development Services requests the City Council amend Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code pertaining to terms of office of Orem City Board and Commission members

Background: Members that serve on the Planning Commission, Board of Adjustment, Historic Preservation Advisory Commission, and the Transportation Advisory Commission serve three, four or five year terms. The proposed text amendment will make the term of service three years for any member of a board or commission outlined above. There will also be an option for a second term of service but in no case shall a member serve more than two terms. The proposed changes provide consistency of requirements for the Board and Commissions associated with the Development Services Department.

2-17-5. Term of Office (Planning Commission) (7 Members)
A. The term of office for Planning Commission members shall be ~~four~~three (~~4~~3) years, even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.
B. No person shall serve more than ~~one~~ two consecutive terms on the Planning Commission.
C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

2-17-10. Compensation.
A. Members of the Commission shall serve without monetary compensation. ~~Each Member of the Planning Commission shall receive $50.00 per diem for each regularly scheduled Commission meeting attended.~~
B. Commission members may be compensated for reasonable expenses incurred by official responsibilities, if approved by the City Manager.

2-18-5. Term of Office. (Board of Adjustment) (5 Members)
A. The term of office for members of the Board of Adjustment shall be ~~five~~three (~~5~~3) years.
~~B. Terms shall be established so that the term of one regular member shall expire each year.~~
~~C~~B. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.
~~D~~C. No person shall serve more than two (2) consecutive terms on the Board of Adjustment. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

2-21-5. Term of Office. (Historical Preservation Advisory Commission) (7 Members)

A. The term of office for each member shall be three (3) years. ~~The term of office of the initial members of the Commission shall be staggered so that three (3) are for three (3) years and three (3) are for two (2) years.~~

~~B. Lots shall be drawn at the first meeting of the Commission to determine which of the members shall serve for three (3) years and which shall serve for two (2) years.~~

~~C. Each of the Commission members shall be eligible for one (1) additional three (3) year term.~~

~~D~~B. No person shall serve more than two (2) consecutive terms on the Commission. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

~~E. The term of the City Council member serving as a liaison shall be determined by the Mayor.~~

~~F~~C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

2-33-5. Term of Office (Transportation Advisory Commission) (7 Members)

A. The term of office for Commission members shall be ~~four~~three (~~4~~3) years even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.

~~B. The term of office of the initial members of the Commission shall be staggered so that four (4) are for four (4) year terms and three (3) are for three (3) year terms.~~

~~C. Lots shall be drawn at the first meeting of the Commission to determine which of the members shall serve for four (4) year terms and which shall serve for three (3) years.~~

~~D~~B. No person shall serve more than ~~one~~two consecutive terms on the ~~c~~Commission.

~~E~~C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal, or disqualification from holding office.

RECOMMENDATION: The Planning Commission recommends the City Council approve the request to amend Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code as it pertains to term of office. The Planning Division Manager concurs with the Planning Commission's recommendation.

ORDINANCE NO. _____

AN ORDINANCE BY THE OREM CITY COUNCIL AMENDING SECTIONS 2-17-5, 2-17-10, 2-18-5, 2-21-5, AND 2-33-5 OF THE OREM CITY CODE AS IT PERTAINS TO THE TERMS OF OFFICE OF OREM CITY BOARD AND COMMISSION MEMBERS

WHEREAS on August 23, 2013, Development Services filed an application with the City of Orem requesting the City amend Sections 2-17-5, 2-17-10, 2-18-5, 2-21-5, and 2-33-5 of the Orem City Code pertaining to terms of office of Orem City board and commission members; and

WHEREAS on November 6, 2013, the Planning Commission held a public hearing to consider the subject application and forwarded a positive recommendation to the City Council: and

WHEREAS on December 10, 2013, the City Council held a public hearing to consider the subject application; and

WHEREAS a public hearing notice was posted at 56 North State Street, orem.org, utah.gov/pmn, and in a newspaper of general circulation; and

WHEREAS the matter having been submitted and the City Council having fully considered the request as it relates to the health, safety, and general welfare of the City; the orderly development of land in the City; the effect upon the surrounding neighborhood; the compliance of the request with all applicable City ordinances and the Orem General Plan; and the special conditions applicable to the request.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The City Council hereby finds this request is in the interest of the public in that it will not have a negative effect on neighborhoods and businesses.

2. The City Council hereby finds this request is in harmony with the Orem General Plan.

3. The City Council hereby amends Sections 2-17-5 of the Orem City Code to read as follows:

Term of Office

A. The term of office for Planning Commission members shall be three (3) years, even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.

B. No person shall serve more than two consecutive terms on the Planning Commission.

C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

4. The City Council hereby amends Section 2-17-10 of the Orem City Code to read as follows:

A. Members of the Commission shall serve without monetary compensation.

B. Commission members may be compensated for reasonable expenses incurred by official responsibilities, if approved by the City Manager.

5. The City Council hereby amends Section 2-18-5 of the Orem City Code to read as follows:

Term of Office.

A. The term of office for members of the Board of Adjustment shall be three (3) years.

B. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

C. No person shall serve more than two (2) consecutive terms on the Board of Adjustment. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

6. The City Council hereby amends Section 2-21-5 of the Orem City Code to read as follows:

Term of Office.

A. The term of office for each member shall be three (3) years.

B. No person shall serve more than two (2) consecutive terms on the Commission. Partial terms shall not be considered in determining whether a person has served two (2) consecutive terms.

C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal or disqualification from holding office.

7. The City Council hereby amends Section 2-33-5 of the Orem City Code to read as follows:

Term of Office.

A. The term of office for Commission members shall be three (3) years even if the appointment was made to fill a vacancy created by a member who was unable to complete a full term.

B. No person shall serve more than two consecutive terms on the Commission.

C. Each term shall continue until a successor is chosen and qualified, except in the case of the member's death, resignation, removal, or disqualification from holding office.

8. If any part of this ordinance shall be declared invalid, such decision shall not affect the validity of the remainder of this ordinance.

9. All other ordinances in conflict herewith are hereby repealed.

10. This ordinance shall take effect immediately upon passage and publication in a newspaper of general circulation in the City of Orem.

PASSED, APPROVED, and ORDERED PUBLISHED this **10th** day of **December** 2013.

James T. Evans, Mayor

ATTEST:

Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"	COUNCIL MEMBERS VOTING "NAY"

CITY OF OREM **CITY COUNCIL MEETING** DECEMBER 10, 2013	
REQUEST:	**ORDINANCE - Reauthorization of the Cultural Arts and Recreation Enrichment (CARE) Tax**
APPLICANT:	City Attorney's Office
FISCAL IMPACT:	$1.65 Million Annually/10 Years

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on the State noticing website
-Faxed to newspapers
-E-mailed to newspapers
-Neighborhood Chair

SITE INFORMATION:
General Plan Designation:
N/A
Current Zone:
N/A
Acreage:
N/A
Neighborhood:
N/A
Neighborhood Chair:
N/A

PLANNING COMMISSION RECOMMENDATION
Vote:

PREPARED BY:
Greg Stephens
APPROVED BY:

RECOMMENDATION:
The City Attorney recommends that the City Council, by ordinance:
1. **Reauthorize the Cultural Arts and Recreation Enrichment (CARE) tax for ten additional years; and**
2. **Authorize the Mayor and/or the City Manager to provide any notices and to sign any documents required to proceed with the reauthorization and implementation of the CARE tax.**

BACKGROUND:
The Cultural Arts and Recreation Enrichment (CARE) Tax is a locally adopted sales and use tax of 1/10 of 1% (10¢ for every $100 spent). Proceeds from the CARE Tax can be used to fund city-owned recreational and cultural facilities, and the ongoing operating expenses of non-profit cultural organizations and city-owned recreational facilities.

Following a vote of the people, the Orem City Council initially enacted the CARE tax in 2005, with an effective date of April 1, 2006. This initial CARE tax enactment will expire on March 31, 2014.

On November 5, 2013, a majority of Orem voters voted to reauthorize the CARE tax for an additional ten years. To implement this vote of the people, and to continue the CARE tax beyond March 31, 2014, the City Council must pass a reauthorization ordinance.

The proposed ordinance reauthorizes the CARE tax for the period running from April 1, 2014 to March 31, 2024.

The proposed CARE tax reauthorization is not a new tax, but a continuation of an existing tax. If passed, Orem's general combined sales and use tax rate will remain at 6.85%.

ORDINANCE NO. _____

AN ORDINANCE REAUTHORIZING A CULTURAL ARTS AND RECREATION ENRICHMENT TAX, SETTING AN EFFECTIVE DATE FOR THE TAX, AND AUTHORIZING THE MAYOR AND/OR CITY MANAGER TO PROVIDE ANY NOTICES AND TO SIGN ANY DOCUMENTS REQUIRED TO IMPOSE THE TAX

WHEREAS the Utah Code (Section 59-12-1401, et. seq.) authorizes a City to submit an opinion question to its voters as to whether or not the City should enact a local sales and use tax of 1/10 of 1% to fund recreational and zoological facilities and botanical, cultural, and zoological organizations in the city (referred to as the "Cultural Arts and Recreation Enrichment Tax" or CARE tax); and

WHEREAS a City may not enact a Cultural Arts and Recreation Enrichment Tax if the County in which the city is located has either enacted a countywide Cultural Arts and Recreation Enrichment Tax or has declared its intent to submit an opinion question to County voters as to whether the County should enact a countywide Cultural Arts and Recreation Enrichment Tax; and

WHEREAS Utah County has not enacted a countywide Cultural Arts and Recreation Enrichment Tax; and

WHEREAS the Orem City Council, in a Resolution dated May 28, 2013 (City of Orem Resolution R-2013-0006), submitted to Utah County a notice of its intent to submit the Cultural Arts and Recreation Enrichment Tax opinion question to Orem voters; and

WHEREAS the Utah County Commission, in a Resolution dated July 2, 2013 (Utah County Resolution 2013-74), indicated that it did not intend to enact a countywide Cultural Arts and Recreation Enrichment Tax; and

WHEREAS the Orem City Council, in a Resolution dated August 20, 2013 (City of Orem Resolution R-2013-0014), placed the Cultural Arts and Recreation Enrichment Tax opinion question on the ballot for the November 5, 2013 Municipal General Election; and

WHEREAS a majority of Orem voters voting on the reauthorization of the Cultural Arts and Recreation Enrichment Tax at the November 5, 2013 election voted in favor of reauthorizing the tax; and

WHEREAS the Orem City Council desires to reauthorize the Cultural Arts and Recreation Enrichment Tax, to set an effective date for the tax, and to authorize the Mayor and/or City Manager to provide any notices and to sign any documents required to reauthorize and impose the tax.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH as follows:

1. The City Council hereby reauthorizes the Cultural Arts and Recreation Enrichment (CARE) tax for ten additional years. The effective date of the reauthorization of the CARE tax is April 1, 2014, and the tax will be levied for a ten-year period. (The effective date of the initial CARE tax was April 1, 2006, and the initial CARE tax was levied for an eight-year period.) The reauthorized CARE tax enactment is intended to begin immediately upon the expiration of the initial CARE tax enactment, with no lapse in time between the expiration of the initial CARE tax enactment and the beginning of the CARE tax reauthorization.

2. The City Council hereby amends Article 18-5 of the Orem City Code (the Cultural Arts and Recreation Enrichment Tax) to read and be numbered as set forth in Exhibit "A", which is attached hereto as Exhibit "A" and incorporated herein by reference.

3. The Mayor and/or the City Manager are hereby authorized to take all steps and to sign any documents (including a tax collection agreement with the Utah State Tax Commission) necessary to proceed with the implementation of the Cultural Arts and Recreation Enrichment Tax.

4. All acts, orders, resolutions and ordinances, and parts thereof, in conflict with this ordinance are hereby rescinded.

5. If any portion of this ordinance is for any reason held to be invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of this ordinance.

6. This ordinance shall become effective immediately after a summary of this ordinance has been published or posted as required by law.

PASSED, APPROVED, and ORDERED PUBLISHED this **10th** day of **December** 2013.

_____

James T. Evans, Mayor

ATTEST:

_____

Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"

_____

_____

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COUNCIL MEMBERS VOTING "NAY"

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_____

Exhibit "A"

Article 18-1 Cultural Arts and Recreation Enrichment Tax

18-1-1. Purpose.

The purpose of this Article is to establish, enact, impose, levy and reauthorize a Cultural Arts and Recreation Enrichment Tax in accordance with U.C.A. §59-12-1401, et. seq. (City or Town Option Funding for Botanical, Cultural, Recreational, and Zoological Organizations or Facilities).
(Ord. No. O-05-0038, Enacted, 11/22/2005)

18-1-2. Cultural Arts and Recreation Enrichment Tax.

The City of Orem hereby establishes, enacts, imposes, levies and reauthorizes a local sales and use tax of 1/10 of 1% (the "Cultural Arts and Recreation Enrichment Tax", or "CARE Tax") on transactions described in U.C.A §59-12-103(1), as amended, that are located within the City of Orem, except as such transactions are exempt from sales and use taxes pursuant to U.C.A. §§59-12-104 and 59-12-1402, as amended. CARE Tax revenues earned until March 31, 2014 shall be used to fund any eligible facilities and organizations described in U.C.A. §59-12-1401, et. seq., with the exception of zoological facilities and organizations and botanical organizations. CARE Tax revenues earned beginning April 1, 2014 shall be used to fund City-owned recreational and cultural facilities, the ongoing operating expenses of City-owned recreational facilities, and the ongoing operating expenses of private non-profit cultural organizations, as such terms are defined in State law. The CARE Tax supplements, but does not replace, the sales and use tax established in Article 18-1 of the Orem City Code.
(Ord. No. O-05-0038, Enacted, 11/22/2005)

18-1-3. Effective Date.

The effective date of the initial Cultural Arts and Recreation Enrichment Tax was April 1, 2006. The effective date of the reauthorized Cultural Arts and Recreation Enrichment Tax is April 1, 2014, with the intent that no time will lapse between the expiration of the initial enactment and the beginning of the reauthorized enactment. Effective dates for billing periods and catalogue sales shall be computed as set forth in State law. The initial Cultural Arts and Recreation Enrichment Tax was levied for a period of eight (8) years (through March 31, 2014). The reauthorized Cultural Arts and Recreation Enrichment Tax shall be levied for a period of ten (10) years (through March 31, 2024).
(Ord. No. O-05-0038, Enacted, 11/22/2005)

Exhibit "A"

Article 18-1 Cultural Arts and Recreation Enrichment Tax

18-1-1. Purpose.

The purpose of this Article is to establish, enact, impose, ~~and~~ levy and reauthorize a Cultural Arts and Recreation Enrichment Tax ~~(sometimes referred to as a "CARE", "RAP" or "ZAP" tax)~~ in accordance with U.C.A. §59-12-1401, et. seq. (City or Town Option Funding for Botanical, Cultural, Recreational, and Zoological Organizations or Facilities).
(Ord. No. O-05-0038, Enacted, 11/22/2005)

18-1-2. Cultural Arts and Recreation Enrichment Tax.

The City of Orem hereby establishes, enacts, imposes ~~and~~, levies and reauthorizes a local sales and use tax of 1/10 of 1% (the "Cultural Arts and Recreation Enrichment Tax", or "CARE Tax") on transactions described in U.C.A §59-12-103(1), as amended, that are located within the City of Orem, except as such transactions are exempt from sales and use taxes pursuant to U.C.A. §§§59-12-104 and 59-12-1402, as amended. ~~The~~ CARE Tax revenues earned until March 31, 2014 shall be used to fund any eligible facilities and organizations described in U.C.A. §59-12-1401, et. seq., with the exception of zoological facilities and organizations and botanical organizations. CARE Tax revenues earned beginning April 1, 2014 shall be used to fund City-owned recreational and cultural facilities, the ongoing operating expenses of City-owned recreational facilities, and the ongoing operating expenses of private non-profit cultural organizations, as such terms are defined in State law. The CARE Tax supplements, but does not replace, the sales and use tax established in Article 18-1 of the Orem City Code.
(Ord. No. O-05-0038, Enacted, 11/22/2005)

18-1-3. Effective Date.

The effective date of the initial Cultural Arts and Recreation Enrichment Tax was April 1, 2006. The effective date of the reauthorized Cultural Arts and Recreation Enrichment Tax is April 1, ~~2006. For transactions subject to the Cultural Arts and Recreation Enrichment Tax pursuant to U.C.A. §§ 59-12-103(1) (b) through (k),~~2014, with the ~~effective date shall be~~ intent that no time will lapse between the ~~first day~~expiration of the ~~first billing period after April 1, 2006, if~~ initial enactment and the ~~billing period~~beginning of the reauthorized enactment. Effective dates for ~~the transaction begins before April 1, 2006. For~~billing periods and catalogue sales ~~(~~shall be computed as ~~defined by the Utah~~ set forth in State ~~Tax Commission) where the amount of the tax due is based on tax rates published in the catalogue, the effective date shall be June 1, 2006. The~~law. The initial Cultural Arts and Recreation Enrichment Tax was levied for a period of eight (8) years (through March 31, 2014). The reauthorized Cultural Arts and Recreation Enrichment Tax shall be levied for a period of ~~eight (8~~ten (10) years~~.~~ (through March 31, 2024).
(Ord. No. O-05-0038, Enacted, 11/22/2005)

Utah State Tax Commission
ATTN: Jim Clayton
210 North 1950 West
Salt Lake City, UT 84134-1200

December 10, 2013

RE: City of Orem Reauthorization of Local 0.1% Sales and Use Tax

Dear Mr. Clayton,

On November 5, 2013, a majority of City of Orem voters voted in favor of reauthorizing a local sales and use tax of 0.1% to fund city-owned recreational and cultural facilities, the ongoing operating expenses of city-owned recreational facilities, and the ongoing operating expenses of private non-profit cultural organizations. The Orem City Council reauthorized the tax by ordinance on December 10, 2013. (Orem previously enacted this tax for the time period between April 1, 2006 and March 31, 2014; the purpose of the reauthoriztion is to extend the time period for an additional ten years.) The purpose of this letter is to comply with the requirements of U.C.A. §59-12-1402(5)(b), which requires a city to notify the State Tax Commission at least 90 days before the effective date of the tax.

Enactment of Tax (U.C.A. §59-12-1402(5)(b)(ii)(A))
On December 10, 2013, the Orem City Council passed an ordinance reauthorizing a .1% local sales and use tax to fund city-owned recreational and cultural facilities, the ongoing operating expenses of city-owned recreational facilities, and the ongoing operating expenses of private non-profit cultural organizations. (Orem refers to this tax as the Cultural Arts and Recreation Enrichment Tax, or CARE tax.) A copy of the ordinance is attached to this letter.

Statutory Authority for Tax (U.C.A. §59-12-1402(5)(b)(ii)(B))
The statutory authority for the tax is U.C.A. §59-12-1401, *et. seq.* (City or Town Option Funding for Botanical, Cultural, Recreational, and Zoological Organizations or Facilities.)

Effective Date of Tax (U.C.A. §59-12-1402(5)(b)(ii)(C))
The effective date of the reauthorization of the CARE tax is April 1, 2014, and the tax will be levied for a ten-year period. (The effective date of the initial CARE tax was April 1, 2006, and the initial CARE tax was levied for an eight-year period.) The reauthorized CARE tax enactment is intended to begin immediately upon the expiration of the initial CARE tax enactment, with no lapse in time between the expiration of the initial CARE tax enactment and the beginning of the CARE tax

reauthorization.

Rate of Tax (U.C.A. §59-12-1402(5)(b)(ii)(D))
The tax is a local sales and use tax of 0.1% (one-tenth of one percent) on the transactions described in U.C.A. §59-12-103(1) that are located in the City of Orem.

If you have any questions, or if the State Tax Commission needs any additional information to continue collecting this tax on behalf of Orem, please contact Greg Stephens at (801) 229-7097. Thank you for you consideration.

Sincerely,

James T. Evans, Mayor

Enc.

CITY OF OREM **CITY COUNCIL MEETING** DECEMBER 10, 2013	
REQUEST:	**RESOLUTION – Authorize the Mayor to sign an Interlocal Cooperation Agreement with North Pointe Solid Waste Special Service District**
APPLICANT:	City Manager
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on the State noticing website
-Faxed to newspapers
-E-mailed to newspapers
-Neighborhood Chair

SITE INFORMATION:
General Plan Designation:
N/A
Current Zone:
N/A
Acreage:
N/A
Neighborhood:
N/A
Neighborhood Chair:
N/A

PLANNING COMMISSION RECOMMENDATION
Vote: N/A

PREPARED BY:
Jon Amundson, Assistant City Manager
APPROVED BY:

RECOMMENDATION:
The City Manager recommends that the City Council, by resolution, adopt an Interlocal cooperation agreement with the North Pointe Solid Waste Special Service District.

BACKGROUND:
The City of Orem is currently a member city in the North Pointe Solid Waste Special Service District. The City of Orem is one of thirteen cities that comprise the district, which has been established for the collection, transfer, transportation, and disposal of municipal solid waste, including curb-side collected waste, waste transported by individual citizens of cities, and other waste materials.

It is the belief of the district and its member cities that in order to continue to provide lower longer term cost for the transportation and disposal of the waste to the citizens, of the member cities, it is in the best interest to enter into an interlocal cooperation agreement. Moreover, with the planned construction of the Utah Department of Transportation's (UDOT) Vineyard Connector as well as the granting of utility easements to Rocky Mountain Power (RMP) on North Pointe property, it is necessary to plan, design and construct a new public access road into the transfer facility, relocate a required scale house and make additional capital changes and improvements. The monies necessary for these improvements, estimated at $1.8 million, will come from proceeds resultant from the sale of right-of-way to UDOT and easements to Rocky Mountain Power.

The initial term of the proposed agreement is from the effective date until December 31, 2019, or six years. After that, the agreement would automatically renew for twelve additional terms of two years each. Should the city choose do so, it could provide written notice and withdraw from the agreement after the initial term of six years.

As of the date of this report, 2 of 13 North Pointe cities have approved the interlocal agreement (Highland and Lehi). The remaining cities have scheduled the matter for consideration prior to 2014.

RESOLUTION NO. _____

RESOLUTION OF THE CITY OF OREM AUTHORIZING THE MAYOR TO EXECUTE AN INTERLOCAL COOPERATION AGREEMENT WITH NORTH POINTE SOLID WASTE SPECIAL SERVICE DISTRICT PERTAINING TO DELIVERY OF MUNICIPAL SOLID WASTE TO THE DISTRICT

WHEREAS, pursuant to the provisions of the Interlocal Cooperation Act, Title 11, Chapter 13, Utah Code Annotated, 1953, as amended, public agencies, including political subdivisions of the State of Utah as therein defined, are authorized to enter into written agreements with one another for joint or cooperative action; and

WHEREAS, all of the Parties to this Agreement are public agencies as defined in the Interlocal Cooperation Act; and

WHEREAS, all of the Parties to this Agreement share common issues related to the collection, transfer, transportation, and disposal of municipal solid waste, including curbside collected waste, waste transported by individual citizens of Cities, and other waste materials; and

WHEREAS, the District was established to provide solid waste services for the Cities and the residents of the Cities; and

WHEREAS, the District has been efficiently and effectively providing these services for over 30 years; and

WHEREAS, the planned construction of the Vineyard Connector road by the Utah Department of Transportation has necessitated the redesign and retrofit of District facilities and daily operations; and

WHEREAS, the District has committed approximately $1,800,000 toward the redesign and retrofit of its existing transfer station operations; and

WHEREAS, the funding and amortizing of the redesign and retrofit expenses are dependent upon the continued receipt by the District of the curbside collected waste generated by the citizens of the Cities (all solid waste generated by the citizens of the Cities and collected at curbside is referred to herein as "Curbside Waste"); and

WHEREAS, from 2008 through the completion of the redesign and retrofit of the District facilities, the District will have invested approximately $5,400,000 in District facilities, and approximately $1,950,000 in District equipment, to be able to provide solid waste disposal services to the member municipalities and their citizens; and

WHEREAS, as an additional benefit to the citizens of the Cities, the District also accepts waste transported to the District facilities by the individual citizens of the Cities; and

WHEREAS, the District also provides or participates in various additional expanded waste collection operations and services, including household hazardous waste collection, assistance with prescription drug collection events, electronics recycling, tire recycling, chlorofluorocarbon (Freon) recovery, and community education; and

WHEREAS, the District is able to provide the expanded waste disposal services to the citizens of the Cities by subsidizing the associated expenses through the Curbside Waste receipts; and

WHEREAS, the expanded waste disposal services provided by the District to the citizens of the Cities constitute a direct benefit to the public good by providing for an appropriate disposal facility for such waste, thereby preventing the unlawful or inappropriate disposal of such waste materials; and

WHEREAS, the joint cooperative action of the Cities in committing the delivery of all Curbside Waste generated by the citizens of the Cities to the District allows the District to obtain better long term agreements for the transportation and disposal of the waste, providing a lower long term cost to the citizens of the Cities for solid waste disposal; and

WHEREAS, the long term committed delivery of Curbside Waste to the District is critical to the ability of the District to meet its commitments and provide solid waste services to the general public;

Now Therefore be it Resolved by the Municipal Council of (Insert name of City), Utah as follows:

1. That it hereby approves that certain Interlocal Agreement attached as Exhibit "A", as presented.
2. That the mayor be authorized to sign said Interlocal Agreement and that city recorder be authorized to attest said agreement.

PASSED, ADOPTED AND APPROVED this **10th** day of **December** 2013.

_____

James T. Evans, Mayor

ATTEST:

_____
Donna R. Weaver, City Recorder

COUNCIL MEMBERS VOTING "AYE"	COUNCIL MEMBERS VOTING "NAY"

INTERLOCAL COOPERATION AGREEMENT

by and among

ALPINE CITY

AMERICAN FORK CITY

THE TOWN OF CEDAR FORT

CEDAR HILLS CITY

EAGLE MOUNTAIN CITY

THE TOWN OF FAIRFIELD

HIGHLAND CITY

LEHI CITY

LINDON CITY

OREM CITY

PLEASANT GROVE CITY

THE CITY OF SARATOGA SPRINGS

THE TOWN OF VINEYARD

and

NORTH POINTE SOLID WASTE SPECIAL SERVICE DISTRICT

Relating to the delivery of municipal solid waste to the District

AGREEMENT NO. 2013- _____

INTERLOCAL COOPERATION AGREEMENT

THIS IS AN INTERLOCAL COOPERATION AGREEMENT made and entered into by and among Alpine City, American Fork City, The Town Of Cedar Fort, Cedar Hills City, Eagle Mountain City, the Town Of Fairfield, Highland City, Lehi City, Lindon City, Orem City, Pleasant Grove City, Saratoga Springs City, and the Town Of Vineyard, all municipalities of the State of Utah, herein individually referred to as "City" and collectively referred to as "Cities" and the North Pointe Solid Waste Special Service District, a political subdivisions of the State of Utah, herein referred to as "District." The parties to this Agreement are individually referred to as "Party" and collectively referred to as "Parties".

RECITALS

WHEREAS, pursuant to the provisions of the Interlocal Cooperation Act, Title 11, Chapter 13, Utah Code Annotated, 1953, as amended, public agencies, including political subdivisions of the State of Utah as therein defined, are authorized to enter into written agreements with one another for joint or cooperative action; and

WHEREAS, all of the Parties to this Agreement are public agencies as defined in the Interlocal Cooperation Act; and

WHEREAS, all of the Parties to this Agreement share common issues related to the collection, transfer, transportation, and disposal of municipal solid waste, including curb-side collected waste, waste transported by individual citizens of Cities, and other waste materials; and

WHEREAS, the District was established to provide solid waste services for the Cities and the residents of the Cities; and

WHEREAS, the District has been efficiently and effectively provided these services for over 30 years; and

WHEREAS, the planned construction of the Vineyard Connector road by the Utah Department of Transportation has necessitated the redesign and retrofit of District facilities and daily operations; and

WHEREAS, the District has committed approximately $1,800,000 toward the redesign and retrofit of its existing transfer station operations; and

WHEREAS, the funding and amortizing of the redesign and retrofit expenses are dependent upon the continued receipt by the District of the curb-side collected waste generated by the citizens of the Cities (all solid waste generated by the citizens of the Cities and collected at curb-side is referred to herein as "Curb-Side Waste"); and

WHEREAS, from 2008 through the completion of the redesign and retrofit of the District facilities, the District will have invested approximately $5,400,000 in District facilities, and approximately $1,950,000 in District equipment, to be able to provide solid waste disposal services to the member municipalities and their citizens; and

WHEREAS, the District has renewed its existing contract with Republic Waste Services for the transportation and disposal of waste collected at the transfer station owned and operated by the District; and

WHEREAS, as an additional benefit to the citizens of the Cities, the District also accepts waste transported to the District facilities by the individual citizens of the Cities; and

WHEREAS, the District also provides or participates in various additional expanded waste collection operations and services, including household hazardous waste collection,

assistance with prescription drug collection events, electronics recycling, tire recycling, chlorofluorocarbon (Freon) recovery, and community education; and

WHEREAS, the District is able to provide the expanded waste disposal services to the citizens of the Cities by subsidizing the associated expenses through the Curb-Side Waste receipts; and

WHEREAS, the expanded waste disposal services provided by the District to the citizens of the Cities constitute a direct benefit to the public good by providing for an appropriate disposal facility for such waste, thereby preventing the unlawful or inappropriate disposal of such waste materials; and

WHEREAS, the joint cooperative action of the Cities in committing the delivery of all Curb-Side Waste generated by the citizens of the Cities to the District allows the District to obtain better long term agreements for the transportation and disposal of the waste, providing a lower long term cost to the citizens of the Cities for solid waste disposal; and

WHEREAS, the long term committed delivery of Curb-Side Waste to the District is critical to the ability of the District to meet its commitments and provide solid waste services to the general public;

NOW, THEREFORE, the Parties do mutually agree, pursuant to the terms and provisions of the Interlocal Cooperation Act, as follows:

Section 1. Effective Date; Duration.

a. This Interlocal Cooperation Agreement shall become effective and shall enter into force, within the meaning of the Interlocal Cooperation Act, upon the satisfaction of all statutory requirements and the signature of the Agreement by the District

and any other City. This Interlocal Cooperation Agreement shall become effective and shall enter into force with regard to each additional City, upon the satisfaction of all statutory requirements and the signature of the Agreement by the additional City.

b. The initial term of this Interlocal Cooperation Agreement shall be from the effective date hereof until midnight December 31, 2019, and shall automatically renew for twelve additional terms of two years each; provided that any Party shall have the option to withdraw from this Agreement as of the end of the then existing term, if such Party provides written notice of withdrawal to the District on or before thirteen months prior to the end of the then existing term. By way of illustration, if the withdrawing Party desires to withdraw at the end of the initial term, December 31, 2019, the withdrawing Party would be required to provide written notice to the District prior to December 1, 2018; and if the withdrawing Party desires to withdraw at the end of the second term, December 31, 2021, the withdrawing Party would be required to provide written notice to the District prior to December 1, 2020.

c. If a Party, after providing the required written notice, withdraws from this Agreement, this Agreement shall not automatically terminate with regard to the remaining Parties, but shall remain in full force and effect as to the remaining Parties. If a Party withdraws from this Agreement, the District shall have no obligation to accept waste from such Party, or from the citizens of such Party, after the effective date of the withdrawal. If the District elects to accept such

waste, the District shall impose such fees as determined by the District, which fees may be in excess of the fees charged to the non-withdrawing Parties.

d. If a Party withdraws from this Agreement, the withdrawing Party shall automatically forfeit all interest of the withdrawing Party in the District assets. If a Party desires to be reinstated as a party to this Agreement, or later desires to obtain the services provided by the District, the reinstating Party shall provide written notice to the District and shall pay to the District an amount equal to the fair market value of the District assets, computed as of the date of the reinstatement, as determined by the District, times the reinstating Party's percentage of the total annual Curb-Side Waste which would have been received by the District for the calendar year prior to the date of reinstatement, if the reinstating Party had delivered all of its Curb-Side Waste to the District, as documented by the reinstating Party and as verified by the District. By way of illustration, if the reinstating Party generated 5,000 tons of Curb-Side Waste during the calendar year prior to the date of reinstatement, and the District received 95,000 tons of Curb-Side Waste during the calendar year prior to the date of reinstatement, the reinstating Party would have provided 5% of the total of 100,000 tons of Curb-Side Waste received by the District if the reinstating Party had delivered all of its Curb-Side Waste to the District, and the reinstating Party would pay to the District 5% of the fair market value of the District assets. The District shall have the right to reduce the reinstatement fee to such amount as determined to be in the best interest of the District. This reinstatement provision

shall not be applicable to new governmental entities who desire to join as parties to this Agreement. New governmental entities who desire to join as parties to this Agreement shall pay such fee as determined by the District.

Section 2. Administration of Agreement.

The Parties to this Agreement do not contemplate nor intend to establish a separate legal entity under the terms of this Interlocal Cooperation Agreement.

Section 3. Purpose.

This Interlocal Cooperation Agreement has been established and entered into among the Parties for the purpose of facilitating the efficient operation of solid waste services provided by the District. In accordance with said purpose, the Parties, jointly and severally, agree to the following:

a. Each City agrees to deliver exclusively to the District, or cause to be delivered exclusively to the District, all of the Curb-Side Waste generated by the citizens of such City.

b. District agrees to accept from the Cities the Curb-Side Waste, subject to the fee schedules, rules, regulations, and procedures adopted by the District.

Section 4. Manner of Financing.

This Interlocal Cooperation Agreement and the actions contemplated herein shall not receive separate financing, nor shall a separate budget be required. Each Party to this Agreement shall pay for their respective obligations arising under this Interlocal Cooperation Agreement.

Section 5. Manner of Holding, Acquiring, or Disposing of Property.

The Parties agree that each Party shall maintain separate ownership and control over its own real and personal property.

Section 6. Termination.

This Interlocal Cooperation Agreement shall automatically terminate at the end of the twelfth renewal term as described in Section 1 of this Agreement. This Interlocal Cooperation Agreement may also be terminated in advance of the automatic termination date by mutual written agreement of the Parties.

Section 7. Administrator.

Pursuant to Section 11-13-207, Utah Code Annotated, 1953 as amended, the Parties agree that the District shall act as the administrator responsible for the administration of this Interlocal Cooperation Agreement. The Parties further agree that this Interlocal Cooperation Agreement does not anticipate nor provide for any organizational changes in the Parties.

Section 8. Indemnification.

Each of the Parties is a political subdivision of the State of Utah. Each of the Parties agrees to indemnify and save harmless the others for damages, claims, suits, and actions arising out of such Party's negligent error or omission in connection with this Agreement. It is expressly agreed between the Parties that the obligation to indemnify is limited to the dollar amounts set forth in the Governmental Immunity Act of Utah, Section 63G-7-101, et. seq., Utah Code Annotated, 1953 as amended. The Parties to this Agreement specifically claim the

privileges, protections and immunities of the Governmental Immunity Act of Utah and limits of liability contained therein.

Section 9. Filing Of Interlocal Cooperation Agreement.

A copy of this Interlocal Cooperation Agreement shall be placed on file in the office of the District and with the official keeper of records of the Cities, and shall remain on file for public inspection during the term of this Interlocal Cooperation Agreement.

Section 10. Notices and Contacts.

Any notice required or permitted to be given under this Agreement shall be deemed sufficient if given by a written communication and shall be deemed to have been received upon personal delivery, actual receipt, or three days after such notice is deposited in the United States Mail, postage prepaid, and certified, and addressed to the Parties as set forth below:

Alpine City
Attn: City Recorder
20 North Main
Alpine, UT 84004

American Fork City
Attn: City Recorder
51 East Main
American Fork, UT 84003

The Town of Cedar Fort
Attn: Town Recorder
50 East Center Street
Cedar Fort, UT 84013

Cedar Hills City
Attn: City Recorder
10246 North Canyon Road
Cedar Hills, UT 84062

Lehi City
Attn: City Recorder
153 North 100 East
Lehi, UT 84043

Lindon City
Attn: City Recorder
100 North State Street
Lindon City, UT 84042

Orem City
Attn: City Recorder
56 North State Street
Orem, UT 84057

Pleasant Grove City
Attn: City Recorder
70 South 100 East
Pleasant Grove, UT 84062

Eagle Mountain City
Attn: City Recorder
1650 East Stagecoach Run
Eagle Mountain, UT 84005

City of Saratoga Springs
Attn: City Recorder
1307 North Commerce Drive, #200
Saratoga Springs, UT 84045

Town of Fairfield
Attn: Town Recorder
PO Box 271
Fairfield, UT 84013

Town of Vineyard
Attn: Town Recorder
240 East Gammon Road
Vineyard, UT 84058

Highland City
Attn: City Recorder
5400 West Civic Center, Suite 1
Highland, UT 84003

North Pointe Solid Waste
Special Service District
Attn: District Manager
2000 West 200 South
Lindon, UT 84042

Section 11. Additional Provisions.

a. Titles and Captions. All section or subsection titles or captions herein are for convenience only. Such titles and captions shall not be deemed part of this Agreement and shall in no way define, limit, augment, extend or describe the scope, content or intent of any part or parts hereof.

b. Applicable Law. The provisions of this Agreement shall be governed by and construed in accordance with the laws of the State of Utah.

c. Integration. This Agreement constitutes the entire agreement between the Parties pertaining to the subject matter hereof, and supersedes all prior agreements and understandings pertaining thereto.

d. Time. Time is of the essence of this Agreement.

e. Waiver. No failure by any Party to insist upon the strict performance of any covenant, duty, agreement or condition of this Agreement or to exercise any right or remedy based upon a breach thereof shall constitute a waiver of any such

breach or of such or any other covenant, agreement, term or condition. Any Party may, by notice delivered in the manner provided in this Agreement, but shall be under no obligation to, waive any of its rights or any conditions to its obligations hereunder, or any duty, obligation or covenant of any other Party. No waiver shall affect or alter the remainder of this Agreement but each and every other covenant, agreement, term and condition hereof shall continue in full force and effect with respect to any other then existing or subsequently occurring breach.

f. Rights and Remedies. Any party in breach of this Agreement shall be liable for all damages arising out of such breach, to the fullest extent permitted by applicable law. The rights and remedies of the Parties hereto shall not be mutually exclusive, and the exercise of one or more of the provisions of this Agreement shall not preclude the exercise of any other provisions hereof.

g. Severability. In the event that any condition, covenant or other provision hereof is held to be invalid or void, the same shall be deemed severable from the remainder of this Agreement and shall in no way affect any other covenant or condition herein contained. If such condition, covenant or other provision shall be deemed invalid due to its scope or breadth, such provision shall be deemed valid to the extent of the scope or breadth permitted by law. To the extent permitted by applicable law, the Parties hereby waive any provision of law which would render any of the terms of this Interlocal Cooperation Agreement unenforceable.

h. Litigation. If any action, suit or proceeding is brought by a Party hereto with respect to a matter or matters covered by this Agreement, all costs and expenses of the prevailing Party incident to such proceeding, including reasonable attorneys' fees, shall be paid by the non prevailing Party.

i. Recitals. The Recitals, as set forth above, are incorporated into this Agreement.

j. Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

k. Amendments. This Interlocal Cooperation Agreement may not be amended, changed, modified or altered except by an instrument in writing which shall be approved and executed in compliance with the requirements of the Interlocal Cooperation Act.

l. No Third Party Beneficiaries. This Agreement is not intended to benefit any party or person not named herein.

IN WITNESS WHEREOF, the Parties have signed and executed this Interlocal Cooperation Agreement on the dates listed below:

ALPINE CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

AMERICAN FORK CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

TOWN OF CEDAR FORT

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
TOWN RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
TOWN ATTORNEY

CEDAR HILLS

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

EAGLE MOUNTAIN CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

TOWN OF FAIRFIELD

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
TOWN RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
TOWN ATTORNEY

HIGHLAND CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

LEHI CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

LINDON CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

OREM CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

PLEASANT GROVE CITY

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

THE CITY OF SARATOGA SPRINGS

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
CITY RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
CITY ATTORNEY

TOWN OF VINEYARD

Authorized and passed on the _____ day of _____, 2013.

_____
MAYOR

ATTEST:

_____
TOWN RECORDER

Reviewed as to proper form and compliance with applicable law:

_____
TOWN ATTORNEY

NORTH POINTE SOLID WASTE SPECIAL SERVICE DISTRICT

Authorized and passed on the _____ day of _____, 2013.

By: _____
RANDY FARNWORTH, Chair

ATTEST:

_____

Reviewed as to proper form and compliance with applicable law:

_____
H. CRAIG HALL, Attorney

Report to Orem City Council
Mall Project Survey

As Chairman of the Beautification Commission, I spent hours surveying business, citizens of Orem and those who frequent the University Mall. I did this because I was concerned what a harmful effect this would have on Orem and its economy to delay this. The Mall would loose some very good tenants and businesses committed to come to the Mall if the project was delayed.

This survey was conducted between November 23 and December 8 to determine to determine if business and individuals in Orem support Woodbury's concept to renovate and expand the mall which included proposed residential additions and recommendations from the Planning Commission.

I surveyed 214 business owners, supervisors, managers of the local business in Orem.

Of the 214 local Orem businesses surveyed including 2754 employees and citizens of these businesses, 100% of owners, managers, etc. were in favor of the project and concept which included its time frame for phases and residential development. They were positive and confident that their employees would favor the project also due to the benefits it would give to them with wage increases, more business and jobs.

Questions that were put forth to those surveyed.

1. Are you aware of Woodbury's plan to redo and expand the University Mall which will include residential housing?

2. Do you support Woodbury doing this project?

3. Is there anything about this project you don't want?

4. Woodbury needs to begin the project by Jan 1 to meet certain obligations they have. Is this ok with you?

5. Would this project benefit Orem and you?

In addition the following facts were realized as part of my research:

Fact #1. During the planning commission meeting, issues of zoning and zoning conflicts where resolved and clarified by city attorney to planning commission. Including that PD-34 zone does not permit alcohol or sexual oriented business. That is reserved for M2 zoning (code 2220-3)

Fact #2. Also other pertinent issues of parking and traffic congestion was discussed by the planning commission and clarified by city staff to their satisfaction.

Fact #3. Planning commission also addressed the height issue of the residential buildings and made a fair recommendation or 35 and 45 ft heights on residential. Thus no high rises. My house is 30 feet tall. Most of the houses in my neighborhood are 30 to 40 feet tall.

Fact #4. Has there bee adequate time to evaluate the project? The Planning Commission has been studying the Mall development renderings for several months and feels the project is a great benefit to the city and should move forward on time.

Fact #5. If the project is delayed the Mall will:

- **Loose major tenants**
- **Disrupt holiday sales**
- **Impact existing tenants**
- **Loose revenue**
- **Loose jobs**
- **Impact the economy**
- **Send a message to other business that it is difficult to expand and grow in Orem.**

Fact # 6. Adequate notice has been given to residents by over 1000 resident mailings, large neighborhood meeting, an open house and numerous small meetings with individuals have been conducted by Woodbury.

The city has had 2 planning commission and 2 city council meetings as well as individual meetings with residents by city staff. 3x what is required.

A member of the planning commission who lives in the residential area next to the project felt that enough notification and time had been given to the public.

Fact #7. I learned from some confidential sources that there are certain individuals going around and giving false information to citizens to thwart the Mall Project. Why, I don't know.

<u>Organizations supporting the Mall Develop and timetable are:</u>

Utah County Realtor Association
Chamber of Commerce
Citizens for a more prosperous Orem
Concern Citizens for Orem
Beautification Advisory Commission

<u>A few of the comments of citizens from the survey:</u>

This will bring more prosperity to Orem.
This is well overdue.
It about time we use up the space not being used.
This will help our tax base.
The mall needs a new look.
I am excited to see the outcome.
I love the concept and plans.
It will put Orem on the map.
Let's get started right away.
It's about time.
This is a no brainer.

Orem will be the hub of the county.
This will be our city center.

I am excited, when will it begin.

<u>My personal opinion:</u>

It is a double standard when citizens who want to protect their property rights but are not willing to let Woodbury exercise their property rights.

It is also not right to delay such a large project as this one over sub project issues that will be resolved in the future and dealt with by the planning commission.

Finally, for all money Woodbury gives the city each year, we have a responsibility to support them.

I feel that if this is delayed, Orem will experience economic damage that might take years to repair. I urge you as a city council to not be swayed by a few dissenters when the majority of the citizens of Orem want this Mall project to proceed. I urge you to support the Planning Commissions recommendation to allow a zone PD-34 to the Woodbury Corporation. Thanks for all you do.

Dr. Aaron Orullian
Chairman Orem Beautification Commission

CITY OF OREM, UTAH

SUPPLEMENTARY REPORTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2013

K&C

Keddington & Christensen, LLC

Certified Public Accountants

CITY OF OREM, UTAH

SUPPLEMENTARY REPORTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2013

CITY OF OREM, UTAH
SUPPLEMENTARY REPORTS
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K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City of Orem, Utah (the City) as of and for the year ended June 30, 2013, which collectively comprise the City's basic financial statements, and have issued our report thereon dated December 3, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the City's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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Salt Lake City, Utah 84123

Purpose of this Report

This purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY *OMB CIRCULAR A-133*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

Compliance

We have audited the compliance of the City of Orem, Utah (the City) with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on the City's major federal program for the year ended June 30, 2013. The City's major federal program is identified in the summary of auditor's results section of the accompanying Schedule of Findings and Questioned Costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on the City's compliance for the City's major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards,* issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations.* Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on the major federal program occurred. An audit includes examining, on a test basis, evidence about the City's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of the City's compliance.

Opinion on Major Federal Program

In our opinion, the City complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on the major federal program for the year ended June 30, 2013.

Report on Internal Control Over Compliance

Management of the City is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the City's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing our opinion on compliance for the major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

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A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Schedule of Expenditures of Federal Awards Required by OMB Circular A-133

We have audited the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City as of and for the year ended June 30, 2013, and have issued our report thereon dated December 3, 2013, which contained unqualified opinions on those financial statements. Our audit was performed for the purpose of forming opinions on the financial statements as a whole. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by OMB Circular A-133 and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the financial statements as a whole.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

CITY OF OREM, UTAH
SCHEDULE OF FINDINGS AND QUESTIONED COSTS

SUMMARY OF AUDITOR'S RESULTS

1. The auditor's report expresses an unqualified opinion on the basic financial statements.

2. No instances of noncompliance material to the basic financial statements, which would be required to be reported in accordance with *Government Auditing Standards,* were disclosed during the audit.

3. No significant deficiencies in internal control over the major federal award programs were reported in this schedule.

4. The auditor's report on compliance for the major federal award program for the City of Orem expressed an unqualified opinion on the major federal program.

5. There are no audit findings that are required to be reported in accordance with Section 510 (a) of OMB Circular A-133.

6. The following program was tested as a major program: Community Development Block, CFDA# 14.218.

7. The threshold for distinguishing Types A and B programs was $300,000

8. The City of Orem qualified as a low-risk auditee.

FINDINGS – MAJOR FEDERAL AWARD PROGRAMS AUDIT

None

CITY OF OREM, UTAH
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended June 30, 2013

Federal Grantor/Pass-Through Grantor/ Program Title	Federal CFDA Number	Grantor's Number	Federal Expenditure
Department of Housing and Urban Development			
Direct Program:			
Community Development Block Grant	14.218	B-12-MC-49-0002	$ 452,818
Total Department of Housing and Urban Development			452,818
Department of the Interior			
Passed through Department of Community and Culture:			
Historic Preservation Fund Grant (CLG)	15.904	122116	1,400
Total Department of the Interior			1,400
National Endowment for the Arts & Humanities			
Direct Program:			
Promotion of the Arts Grant	45.024	10-5900-8082	10,000
Passed through Western States Arts Federation:			
TourWest Grant	45.025	TW20120265	600
TourWest Grant	45.025	TW20120338	2,000
IMTour Grant	45.025	IMTP0023	2,500
Total National Endowment for the Arts & Humanities			15,100
Department of Homeland Security			
Passed through Department of Public Safety Division of Emergency Services and Homeland Security:			
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2011-DEM-013	11,250
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2011-DEM-014	10,087
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2012-DEM-043	8,750
Emergency Management Performance Grant (EMPG)	97.042	EMPG-2013-DEM-046	8,750
State Homeland Security Program (LEPC)	97.073	DES-2010-SHSP-001	17,728
State Homeland Security Program (LEPC)	97.073	DES-2011-SHSP-001	105,000
Total Department of Homeland Security			161,565
Department of Justice			
Passed through Utah Department of Public Safety:			
Enforcing Underage Drinking Laws Program (Y.A.D.E.T.F.)	16.727	JJP20121J1111	6,200
Passed through Commission on Criminal and Juvenile Justice:			
Violence against Women Act Grant (VAWA)	16.588	11-VAWA-07	360
Violence against Women Act Grant (VAWA)	16.588	12-VAWA-06	14,253
Victims of Crime Act Grant (VOCA)	16.575	12-VOCA-41	52,630
Total Department of Justice			73,444
Environmental Protection Agency			
Direct Program:			
Congressionally Mandated Projects	66.202	96816001	198,267
Total Environmental Protection Agency			198,267

See notes to the Supplementary Schedule of Expenditures of Federal Awards.

CITY OF OREM, UTAH
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS (Continued)
For the Year Ended June 30, 2013

Federal Grantor/Pass-Through Grantor/ Program Title	Federal CFDA Number	Grantor's Number	Federal Expenditure
Executive Office of the President			
Direct Program:			
HIDTA Grant Program	95.001	G-12-RM0030A	57,275
HIDTA Grant Program	95.001	G-13-RM0030A	126,708
Total Executive Office of the President			183,983
Total Federal Financial Assistance			$ 1,086,577

See notes to the Supplementary Schedule of Expenditures of Federal Awards.

CITY OF OREM, UTAH
NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

1. *General-* the *Schedule of Expenditures of Federal Awards* presents the activity of all federal awards of the City of Orem, Utah. Federal awards received directly from federal agencies as well as federal awards passed through other governmental agencies are included on the *Schedule of Expenditures of Federal Awards.*

2. *Basis of Accounting* - The *Schedule of Expenditures of Federal Awards* is presented using the modified accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of OMB Circular A-l33, *Audits of States, Local Governments, and Non-Profit Organizations.* Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the basic financial statements.

CITY OF OREM, UTAH
SCHEDULE OF FINDINGS AND QUESTIONED COSTS

SUMMARY OF AUDITOR'S RESULTS

1. The auditor's report expresses an unqualified opinion on the basic financial statements.

2. No instances of noncompliance material to the basic financial statements, which would be required to be reported in accordance with *Government Auditing Standards,* were disclosed during the audit.

3. No significant deficiencies in internal control over the major federal award programs were reported in this schedule.

4. The auditor's report on compliance for the major federal award program for the City of Orem expressed an unqualified opinion on the major federal program.

5. There are no audit findings that are required to be reported in accordance with Section 510 (a) of OMB Circular A-133.

6. The following program was tested as a major program: Community Development Block, CFDA# 14.218.

7. The threshold for distinguishing Types A and B programs was $300,000

8. The City of Orem qualified as a low-risk auditee.

FINDINGS – MAJOR FEDERAL AWARD PROGRAMS AUDIT

None

K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE AND ON INTERNAL CONTROLS OVER COMPLIANCE IN ACCORDANCE WITH THE *STATE OF UTAH LEGAL COMPLIANCE AUDIT GUIDE*

Honorable Mayor and
Members of the City Council
City of Orem, Utah

We have audited the City of Orem, Utah's (City) compliance with general and major state program compliance requirements described in the *State of Utah Legal Compliance Audit Guide* for the year ended June 30, 2013.

The general compliance requirements applicable to the City are identified as follows:

- Cash Management
- Fund Balance
- Impact Fees
- Transfers from Utility Enterprise Funds
- Conflicts of Interest
- Budgetary Compliance
- Justice Courts
- URS Compliance
- Government Records Access Management Act (GRAMA)

The City received the following major assistance programs from the State of Utah:

B & C Road Funds (Department of Transportation)
State Task Force Grant (Commission on Criminal & Juvenile Justice)

Management's Responsibility
Compliance with the requirements referred to above is the responsibility of the City's management.

Auditor's Responsibility
Our responsibility is to express an opinion on the City's compliance based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the *State of Utah Legal Compliance Audit Guide*. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above could have a material effect on the City and its major programs occurred. An audit includes examining, on a test basis, evidence about the City's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination of the City's compliance with those requirements.

Opinion
In our opinion, the City, complied, in all material respects, with the general compliance requirements identified above and the compliance requirements that are applicable to each of its major state programs for the year ended June 30, 2013.

Report on Internal Control Over Compliance
Management of the City is responsible for establishing and maintaining effective internal control over compliance with the compliance requirements referred to above. In planning and performing our audit, we considered the City's internal control over compliance to determine the auditing procedures for the purpose of expressing our opinion on compliance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

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Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be deficiencies, significant deficiencies, or material weaknesses in internal control over compliance. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses may exist that have not been identified.

Purpose of Report

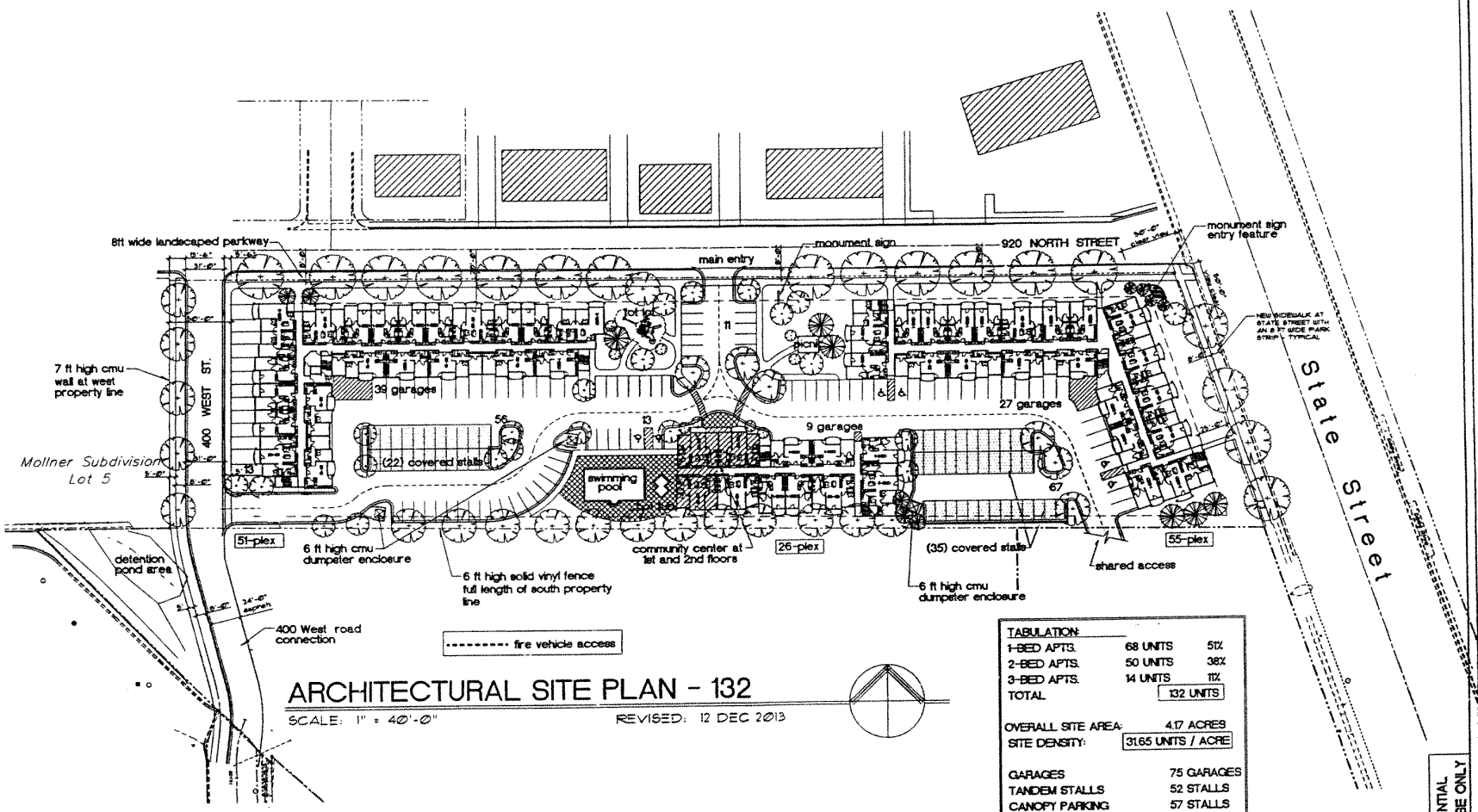
The purpose of this report is solely to describe the scope of our testing of internal control and compliance and results of that testing, and not provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Keddington & Christensen, LLC

December 3, 2013

Concept Plan

Appendix HH



ARCHITECTURAL SITE PLAN - 132

SCALE: 1" = 40'-0"

REVISED: 12 DEC 2013

TABULATION:		
1-BED APTS.	68 UNITS	51%
2-BED APTS.	50 UNITS	38%
3-BED APTS.	14 UNITS	11%
TOTAL	132 UNITS	
OVERALL SITE AREA:	4.17 ACRES	
SITE DENSITY:	31.65 UNITS / ACRE	
GARAGES	75 GARAGES	
TANDEM STALLS	52 STALLS	
CANOPY PARKING	57 STALLS	
SURFACE PARKING	51 STALLS	
TOTAL PARKING	235 STALLS	
PARKING REQ'D.	230 STALLS	
- 1.5 stalls / 1-bed unit		
- 2.0 stalls / 2 and 3-bed units		
PARKING RATIO	1.78 STALLS/ UNIT	
OPEN SPACE:	1.26 ACRES (30.2%)	

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PROJECT NUMBER: 13-077

SHEET TITLE: ARCHITECTURAL SITE PLAN SCHEME 132 SCALE: 1" = 40'-0"

PROJECT/OWNER: RESIDENCES AT MONTE VISTA, 920 NORTH STATE STREET, OREM, UTAH, ICO DEVELOPMENT

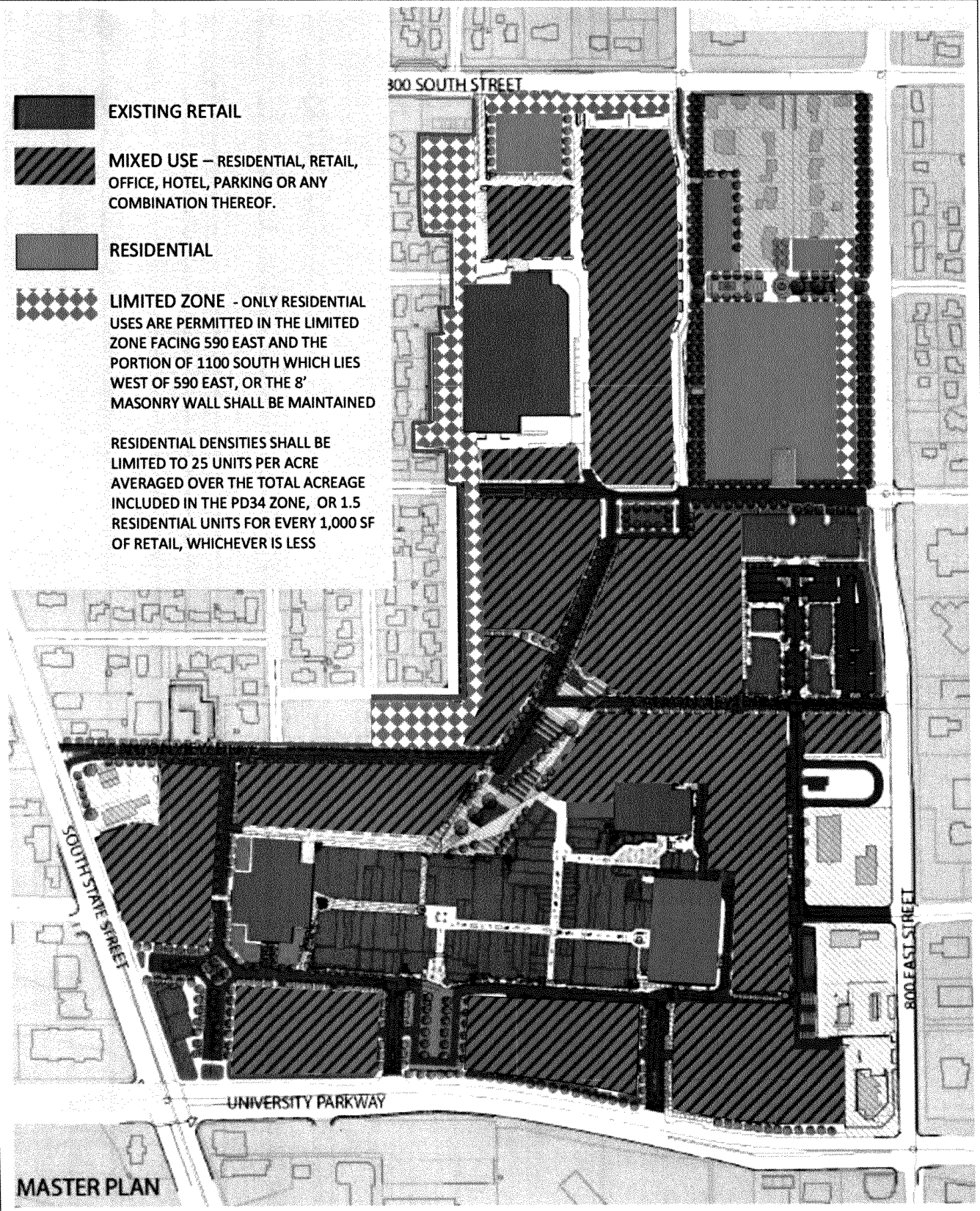
ARCHITECT: architecture, 2033 dan drive, layton, utah 84040, (801) 593-9338, (801) 593-9328 FAX

REVISION DATE: 12 DEC 2013

DATE: 30 SEP 2013

SHEET NUMBER: A1.1

APPENDIX BB – CONCEPT PLAN



	CITY OF OREM **CITY COUNCIL MEETING** **DECEMBER 10, 2013**
REQUEST:	**6:30 PUBLIC HEARING** **ORDINANCE - Enacting Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amending Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone**
APPLICANT:	Woodbury Corporation
FISCAL IMPACT:	None

NOTICES:
-Posted in 2 public places
-Posted on City webpage
-Posted on State Noticing Webpage
-Faxed to newspapers
-Emailed to newspaper
-Posted 4 signs on property on 11/4/13
-Mailed 1,085 notices on 10/29/13

SITE INFORMATION:

- General Plan
  Regional Commercial and Low Density Residential
- Current Zone
  R8 and C2
- Acreage
  110.90
- Neighborhood
  Hillcrest
- Neighborhood Chair
  Dewon Holt

PLANNING COMMISSION RECOMMENDATION
Approved; 5:0

PREPARED BY:
David Stroud, AICP Planner
APPROVED BY:

REQUEST: The applicant requests the City enact Section 22-11-47, PD-34 zone (University Place) and Appendix BB (concept plan); and amend Section 22-5-3(A) and the zoning map of the City of Orem by changing the zone on property located generally between University Parkway and 800 South and 800 East and 590 East from R8 and C2 to the PD-34 zone.

BACKGROUND: The City Council previously discussed this item in a public hearing on November 19, 2013. The public hearing was continued to December 10, 2013. An additional open house was held by the applicant on December 3, 2013, from 3:00 p.m. to 8:00 p.m. at the University Mall to allow neighbors and residents to obtain additional information concerning the PD-34 proposal.

The Planning Commission held two public hearings on November 6, 2013, and November 20, 2013. After considerable discussion, the Planning Commission recommended that the City Council enact Section 22-11-47 PD-34 (University Place – 1300 South State Street) zone and Appendix "BB"; and amend Section 22-5-3(A) and the zoning map of the City of Orem by rezoning property located generally at 1300 South State Street from the C2 and R8 zones to the PD-34 zone with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

ADDITIONAL BACKGROUND INFORMATION: University Mall (the "Mall) has been a regional shopping destination since it opened in 1973. Over the years, it has expanded and remodeled to bring in new tenants and additional customers. The Mall now seeks to further enhance its appeal as a "destination" and gathering place by proposing a wide range of new development on the Mall property including office and residential uses.

In order to accomplish this objective, the Mall is proposing the creation of a new Planned Development (PD) zone that will apply only to the Mall property. The PD-34 zone text specifies the types of uses that will be allowed and the various development standards (building heights, setbacks, parking requirements, etc.) applicable to such uses. The concept plan included in Appendix "BB" shows the general layout of the Mall property and the location of existing and anticipated future uses. The concept plan also provides illustrations of the type of architecture and design that will be required on new buildings, signs and streetscapes.

The uses that will be allowed in the PD-34 zone are largely the same as are currently allowed in the C2 zone with a few additional uses added in. The most significant addition is the allowance of residential uses. This is something that has not been seen on the Mall property before, but the Mall believes that adding a residential component to the property will not only increase retail sales, but will also help to add energy to the property.

All future site plans for new development in the PD-34 zone will be reviewed by the Planning Commission at a public meeting to ensure conformance with the requirements of the PD-34 zone. Site plans in the PD-34 zone will be valid for five years. A typical site plan is valid for two years.

Buildings heights in the PD-34 zone vary depending on the location within the site. Appendix BB designates limited and open zones that determine the building heights allowed. For example, a maximum building height of 45 feet is allowed in the limited zone along 590 East and a maximum building height of 50 feet is allowed in the limited zone adjacent to 800 South and 800 East. The maximum building height in all other areas of the PD-34 zone is 180 feet.

Setbacks are 20 feet from State Street, 800 South, 800 East and University Parkway and all property not part of the PD-34 zone, unless specified elsewhere within the zone text.

Landscaping shall be approved as part of each site plan and shall generally conform to the concept plan. A 35,000 square foot "Major Park" will be constructed as an amenity to the development and will serve as a focal point and gathering point for residents and customers.

The Mall property currently contains approximately one million square feet of retail space. Future development includes additional retail, office, hotel, and residential uses. The applicant is not requesting a set number of residential units. Instead, the residential density is based on retail square footage. For every 1,000 square feet of retail space, 1.5 residential units are permitted. These units may be detached or attached, and may be stacked or side-by-side, depending on market conditions.

Appendix BB contains elevations and styles to which all structures must generally conform. It is anticipated that development in the PD-34 zone will take several years to build out and the exact building elevations will not be designed until such time as site plan approval is needed. The applicant anticipates the overall concept plan will take approximately 15 years to build out based on favorable market conditions.

Signage in the PD-34 zone will generally not be regulated by Chapter 14 of the City Code, but will be governed by its own set of regulations. For purposes of regulating signage, the Mall property is divided into

three areas, each with different sign requirements. The three sign zones include the perimeter sign zone, the internal sign zone, and the limited sign zone.

The perimeter sign zone permits signs of various sizes to be located at the entrances to the development. Seven large entry signs are permitted with a maximum height of 40 feet and maximum of 500 square feet per sign face. Medium and small entry signs are also permitted.

The limited sign zone (located adjacent to the residential development west of the PD-34 zone) permits wall signs and signs that are permitted in residential zones as allowed by Chapter 14 of the City Code.

There is no limit on the type of signs in the internal sign zone except roof signs are not allowed. There is also no limit on the number of signs in the internal zone except that only eight building entrance signs are allowed. Signs in the internal zone may not exceed a height of 20 feet except for wall signs, screen signs and building entrance signs.

Because of the unique nature of development in the PD-34 zone, it is proposed that off-premise advertising be allowed in the PD-34 zone. Although off-premise advertising is not allowed in most areas of the City, there are several distinct attributes of the PD-34 zone that make it appropriate in that zone where it is not appropriate in other areas of the City. These unique characteristics of the PD-34 zone are articulated in Section J of the PD-34 text. However, the total number of signs that display off-premise advertising would be limited to 14.

Parking for the PD-34 zone will be provided based on an overall shared parking concept. A shared parking concept is based on the fact that parking for the overall development will have different parking demands throughout the day, evening and overnight hours. The various uses share the collective parking thereby reducing the need for each use to provide parking independent of the others, which would otherwise create excessive parking. The PD-34 zone requires commercial uses to provide 3.6 stalls for every 1,000 square feet of gross leasable area. Offices and other non-retail shall provide 2.4 stalls for every 1,000 square feet. Residential uses are required to provide 1.49 stalls for every dwelling unit.

In order to enhance the aesthetic quality of the development, the side of any parking structure that faces a public street must be enhanced through the use of building liners, screen signs, artistic facades, trees and landscaping or other methods illustrated in Appendix BB.

An eight-foot masonry wall will be maintained between the PD-34 zone and the existing residential development to the west. However, where residential dwellings are constructed adjacent to and fronting on 590 East or 1100 South, no fence or wall is required.

A Traffic Impact Analysis was completed for the PD-34 zone proposal. The overall Traffic Study analyzed the traffic from a full build-out perspective. Some of the conclusions of the analysis include:

1. Building new roads and improving existing roads on site will complete a desirable street grid network system in the area. One of the benefits of a street grid is that short or local trips can be taken without burdening the arterial system with more automobiles.
2. Providing a mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms. Higher densities and intensities of development provide opportunities for residents, employees, and visitors to circulate by walking, bicycling, or making shorter consolidated vehicle trips.

3. Bus Rapid Transit (BRT) is planned in the near future on University Parkway with a BRT station at the eastern access to the Mall. The short distance to the BRT station will make transit a viable alternative to automobile dependence.

Updated Traffic Impact Studies (TISs) will be provided by the owner/developer during critical site plan reviews to ensure that traffic circulation will function appropriately on internal streets as well as public streets and intersections located adjacent to the PD-34 zone. An initial TIS was completed for the PD-34 zone. Because we don't know the exact timing or phasing of projects within the proposed zone, TIS's will be provided for many site plan reviews.

A TIS will include recommendations for any new improvements that may be reasonably necessary to mitigate any negative impacts on public streets or intersections resulting from development in the PD-34 zone. The TISs will also make recommendations as to when any such improvements should be installed. Improvements include a new traffic signal at the intersection of 800 East 1100 South, the relocation of the existing traffic signal at 1200 South State Street and improvements to the intersection of 900 South 800 East and 1100 South 800 East. The owner/developer of land in the PD-34 zone shall follow all recommendations of the approved traffic study.

A neighborhood meeting was held at University Mall on October 24, 2013, with approximately 200 people in attendance. The general consensus was that the plan would be a positive for Orem. However, there were concerns with access and traffic through existing neighborhoods and the desire for the Mall to buy out additional property.

The purpose of a Planned Development (PD) zone is to provide flexibility in the City's zoning scheme in order to allow for unique, innovative and well-planned developments that would not be possible under one of the City's existing zoning classifications. In addition, PD zones are intended for use primarily in the following situations: "Mixed use projects along State Street and University Parkway," "Where no existing zoning classification is both sufficiently permissive to allow uses that would be suitable on the property and sufficiently restrictive to protect the character and quality of neighboring properties," and "Residential development that is significantly different in design, layout or characteristics from the type of residential development allowed under existing zoning classifications…" The proposed PD-34 zone is consistent with the purposes of PD zones.

<u>Advantages of the proposal include:</u>

- The proposed improvements to the University Place site will boost the economic stability of the immediate area and the overall city.
- The proposed office structures will fill a need for Class A office space in the city and encourage large employers to stay or locate in Orem.
- The residential uses proposed will provide a needed housing option for those who prefer to live in a mixed-use environment. The residential component will provide the opportunity for those who live on site to reduce vehicle trips based on the close proximity to shops, restaurants, and potential employment.
- The addition of residential uses will increase retail sales and provide additional energy to the project.
- The proposed shared parking standards will provide adequate parking for the overall development.
- The mixed-use development will reduce traffic generation compared with traditional single-use suburban development forms.
- Building new roads and improving existing roads on site will complete a desirable street grid network system in the area.

- The PD-34 zone is consistent with the purpose and applicability of a PD zone as outlined in Orem City Code.

Disadvantages of the proposal include:

- The full build-out of the University Place site will increase the overall traffic in the area. However, with the mitigation measures outlined in the overall traffic study, and the extensive improvements proposed with the concept plan, the increase in traffic will be adequately addressed.
- Large scale change to the University Place site including residential and office uses could be perceived to many in the area as a negative impact.

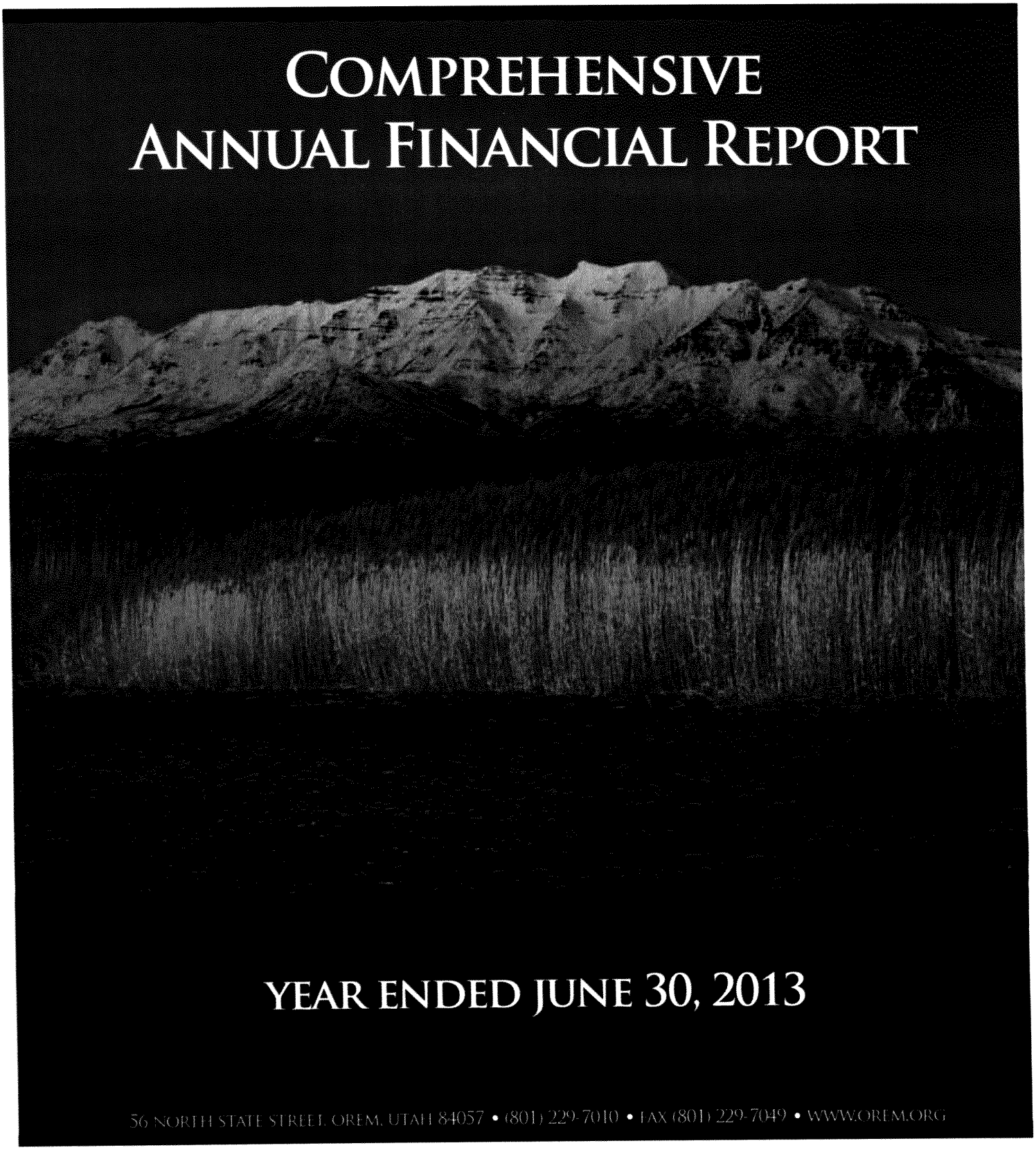
RECOMMENDATION: The Planning Commission recommends the City Council enact Section 22-11-47, PD-34 (University Place) zone, Appendix BB, and amend Section 22-5-3(A) and the zoning map of Orem City by changing the zone from R8 and C2 to the PD-34 zone on property located generally between University Parkway and 800 South and 800 East and 590 East with the following recommendations:

1. That the exemption from having neighborhood meetings be removed (so that neighborhood meetings will still be required in every situation where the ordinance currently requires them).
2. That building heights in the limited zone be lowered to 45' where buildings are located within 50 feet of the back of curb on 800 East and 800 South and that building heights in the limited zone adjacent to 590 East be reduced to 35'.
3. That the language in Appendix BB on the page showing the sign locations be clarified to indicate that either two medium entry signs OR one large entry sign (but not two large entry signs) will be allowed at the major entrances at State Street, University Parkway and the three southern entrances from 800 East.

CITY OF OREM

STATE OF UTAH

COMPREHENSIVE ANNUAL FINANCIAL REPORT



YEAR ENDED JUNE 30, 2013

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CITY OF OREM

STATE OF UTAH

COMPREHENSIVE
ANNUAL FINANCIAL REPORT

YEAR ENDED JUNE 30, 2013

Prepared by:
City of Orem, Administrative Services Department
Richard B. Manning, Administrative Services Director
Brandon C. Nelson, CPA, Accounting Division Manager

City of Orem, Utah
Comprehensive Annual Financial Report
For the Fiscal Year Ended June 30, 2013

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CITY OF OREM
OFFICE OF THE CITY MANAGER

December 10, 2013

To: Mayor and City Council

Subject: Comprehensive Annual Financial Report

In our ongoing efforts to provide more comprehensive financial information regarding the City, the Administrative Services Department has now completed its twenty-sixth Comprehensive Annual Financial Report.

The report contains critical financial information regarding the City's activities over the past fiscal year. The report of Keddington & Christensen, LLC, resulting from their annual independent audit is included as a part of this annual report. Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with City management.

We believe that the data, as presented, is accurate in all material aspects and fairly sets forth the financial position and results of operations of the City as measured by the financial activities of its various funds. Disclosures necessary to enable the reader to gain an understanding of the City's financial affairs have also been included.

The City concluded the year ended June 30, 2013, in relatively sound financial condition. The following is an overview of the City's financial condition.

Operating Revenues

While the City has suffered the same recessionary and recovery trends as the rest of the nation since 2008, sales tax revenues have gradually been increasing over the past two years. Revenue from sales taxes is still well below 2008 numbers however. Revenues related to the building industry have begun to increase, a trend noted throughout the nation. Franchise taxes increased 5.1% over FY 2012, having surpassed pre-recession levels.

Revenues for the water, water reclamation, and storm sewer funds have been reasonably consistent each year to support their operational needs. However, since fee increases have only been able to basically cover the cost of operations, very little money has been available for capital projects needed to improve and maintain these systems. Thus, it continues to be important that we evaluate the fees and charges associated with these funds each year.

Revenues for other service areas such as residential solid waste collection and recreation programs are stable. However, the street lighting fund continues to struggle due to a lack of dedicated operational funding.

Expenditures

The City's biggest challenge is in finding a long-term funding solution to pay for the City's UTOPIA pledge obligation. The City has reduced costs in every area to try to be able to meet the effects of the economic recession and this obligation. This has been done through the elimination of most capital projects, no raises for employees over the last five years, leaving vacant positions unfilled, and decreasing employee training and travel costs among other things. Continual efforts are being made to perform needed services in as efficient of a manner as possible.

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The City's infrastructure is in stable condition, but continues to deteriorate as needed improvements and/or maintenance continue to be pushed into the future. Within the last year, the City has been involved in several significant capital projects. These projects include:

- Several miles of new asphalt overlays, slurry seals, and crack sealing applied to city roads.
- The completion of a $13 million water reclamation plant expansion primarily financed by an interest free state loan.
- The continuation of the laying of new water mains and the replacement of old four inch water lines financed by a water revenue bond.
- Lindon Hollow Storm Drainage project.
- Enclosure of the Murdock Canal and utility relocation.
- Geneva Road & I-15 widening projects.

Additional Capital Funding is needed:

- To construct a new fire station to serve the growing population west of Interstate 15. This was included in the FY 2009 Budget, but was put on hold due to reduced revenues.
- To construct additional intersection signals and upgrade existing intersections with double left turn lanes.
- To install street lights in the portions of the city previously served by special lighting districts.
- To purchase additional open space for parks and recreation activities.
- To construct additional sidewalks.
- For continued road maintenance.
- To improve transportation in the city through street improvements, trails, bike paths, mixed uses and mass transit.
- To purchase and install a radio-read water meter system.
- For cemetery expansion.
- For southwest area water and sewer improvements.
- For facility improvements like HVAC system upgrades at the Senior Friendship Center and City Center, roof replacement at the City Center, and new carpet in the Library.

These projects will be funded over the next several years as opportunities for one-time monies, such as land sales, unanticipated revenue, grants, and other resources become available to the City.

The preparation of this Comprehensive Annual Financial Report could not have been accomplished without the dedicated efforts of many individuals. In particular, the efforts of the Administrative Services Department staff who continue to upgrade and improve the City's accounting and financial reporting systems which improve the quality of information being reported to you; State oversight boards; and the citizens of the City of Orem.

If you have questions regarding the Comprehensive Annual Financial Report, please feel free to discuss them with Richard Manning, Brandon Nelson or me.

Yours truly,

James P. Davidson
City Manager

CITY OF OREM

DEPARTMENT OF ADMINISTRATIVE SERVICES

December 10, 2013

James P. Davidson
City Manager

City of Orem, Utah

The State of Utah requires that all local governments publish, within six months of the close of each fiscal year, a complete set of financial statements presented in conformity with generally accepted accounting principles (GAAP) and audited in accordance with generally accepted auditing standards by a firm of licensed certified public accountants. This Comprehensive Annual Financial Report (CAFR) of the City of Orem, Utah for the fiscal year ended June 30, 2013, is hereby submitted to you, in accordance with these requirements.

This financial report has been prepared according to the guidelines set forth by the Governmental Accounting Standards Board's (GASB) Statement 34. This report consists of management's representations concerning the finances of the City of Orem. Consequently, management assumes full responsibility for completeness and reliability of all information presented in this report. To provide a reasonable basis for making these representations, management has established an internal control framework that is designed to both protect the assets of the City from loss, theft, or misuse and to allow for the compiling of sufficient reliable information for the preparation of the City's financial statements in conformity with GAAP. Because the cost of internal controls should not outweigh their benefits, the City's internal control procedures have been designed to provide reasonable rather than absolute assurance that the financial statements will be free from material misstatement. To the best of management's knowledge and belief, this financial report is complete and reliable in all material respects.

Keddington & Christensen, LLC, a firm of licensed certified public accountants have audited the City of Orem's financial records. The goal of the independent audit was to provide reasonable assurance that the financial statements of the City of Orem for the fiscal year ended June 30, 2013, are free of material misstatement. The independent audit involved examining on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent concluded based upon the audit, that there was a reasonable basis for rendering an unqualified opinion that the City of Orem's financial statements for the fiscal year ending June 30, 2013, are fairly presented in

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conformity with GAAP. The independent auditor's report is presented as the first component of the financial section of this report.

Generally accepted accounting principles require that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement MD&A and should be read in conjunction with it.

Economic Condition and Outlook

The City of Orem is located in north central Utah and is currently the fifth largest city in the state with a 2010 census population of 88,328 and an estimated population at June 30, 2013, of 89,584. Utah Valley University (UVU) is a major employer in the City with enrollment in excess of 34,000 students. UVU became a university on July 1, 2008 and is now the State's largest university.

The City has been involved in active economic development over the past two decades attracting stable industries and organizations. This economic development activity has directly led to the creation of approximately 7,000 non-retail jobs and thousands of retail jobs. The University Mall is the anchor to the largest retail area between Salt Lake County and Clark County, Nevada. The Mall was revitalized through a major remodeling project which attracted several large national retailers like Costco and Macy's. This remodeling has helped the mall become a major entertainment center with theaters and restaurants which attract customers to the area. The Mall is poised to commence another transformation ensuring its continued vibrancy and standing as an economic anchor for the community. The City continues to recover from the great recession similar to the rest of the country. However, employment in Utah has grown substantially, especially in Utah County. The county unemployment rate at June 30, 2013, was 5.3% compared to 5.2% for the state and 7.6% nationally. Utah County non-farm job growth the past year was 5.2% compared to 1.7% nationally.

Although sales tax revenues, the City's largest source of tax revenue, continue to be below pre-recession levels, businesses not part of the housing or construction industry have generally recovered however. The housing industry continues to show signs of strengthening as building permit and associated development revenues increased in the last fiscal year. The City continues to see consistent growth year-over-year from most of its significant revenue sources. To compensate for the significant revenue declines that occurred as part of the recession, the City has made personnel, operational, and capital project budget cuts. In prior years, the City reduced the General Fund staffing level by 19.5 positions. In January 2013, the City eliminated an additional 18 positions to meet expense obligations that were tied to a property tax increase which has been put to a voter referendum in November 2013. The City remains optimistic regarding the future and is pro-actively planning its financial future through strategic plans and economic sustainability models.

Major Initiatives

For the Year

During the year, the City has worked on several needed projects to benefit the residents and businesses of the community. These projects include, but were not limited to the following:

- Major expansion of the Water Reclamation Plant
- On-going preventive maintenance on City-owned streets
- Lindon Hollow Storm Water Drainage project
- UTOPIA mainline expansion in Orem

The current master plans for the water, water reclamation, storm sewer, and road systems are currently in the process of being revised to further assure sustainability of the City's infrastructure.

For the Future

The City faces many challenges in the future, the most significant of which are:

- Continued road maintenance
- Completion of the storm sewer system
- Construction and staffing of a new fire station
- Completion of the City-wide sidewalk system
- Continued expansion of UTOPIA
- Maintaining levels of service for all General Fund operations

Other Information

Awards

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the City for its Comprehensive Annual Financial Report (CAFR) for the fiscal year ended June 30, 2012. This was the twenty-fifth consecutive year that the City has received this prestigious award. In order to be awarded a Certificate of Achievement for Excellence in Financial Reporting, the City published an easily readable and efficiently organized comprehensive annual financial report, the contents of which conform to program standards. This report must satisfy both generally accepted accounting principles (GAAP) and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current comprehensive annual financial report continues to conform to the Certificate of Achievement Program's requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

Acknowledgments

The preparation of this report on a timely basis could not be accomplished without the efficient and dedicated services of the entire staff of the Administrative Services Department. I would like to express my appreciation to all members of the department who assisted and contributed to its preparation with special recognition to Brandon Nelson, CPA, for his excellent work in preparing this report as well as our independent auditors, Keddington & Christensen, LLC, for their cooperation. I would also like to thank the Mayor and City Council for their interest and support in planning and conducting the financial operations of the City in a responsible and progressive manner.

Respectfully submitted,

Richard B. Manning
Administrative Services Director

CITY OF OREM

LISTING OF OFFICIALS
ORGANIZED BY CLASSIFICATIONS

Chief Executive Officer

City Manager ..... James P. Davidson

Executive Staff

Assistant City Manager ..... Jon M. Amundson

Director of Administrative Services ..... Richard B. Manning

Director of Development Services ..... Bill D. Bell

Director of Legal Services ..... Greg W. Stephens

Interim Director of Library Services ..... Charlene M. Crozier

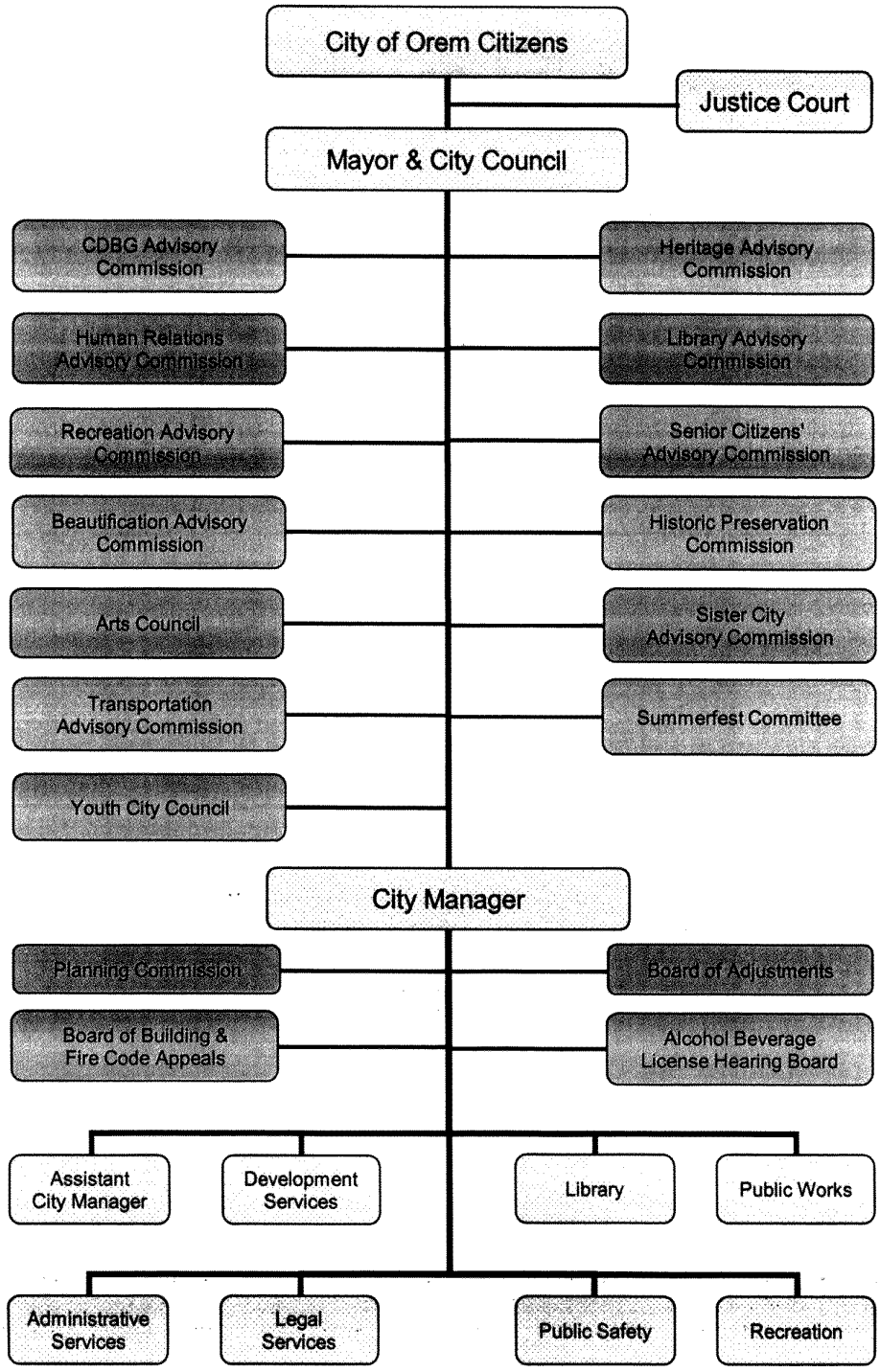
Interim Director of Public Safety ..... M. Scott Gurney

Director of Public Works ..... Chris R. Tschirki

Director of Recreational Services ..... Karl R. Hirst

CITY OF OREM, UTAH

ORGANIZATIONAL CHART



Government Finance Officers Association

Certificate of Achievement for Excellence in Financial Reporting

Presented to

City of Orem

Utah

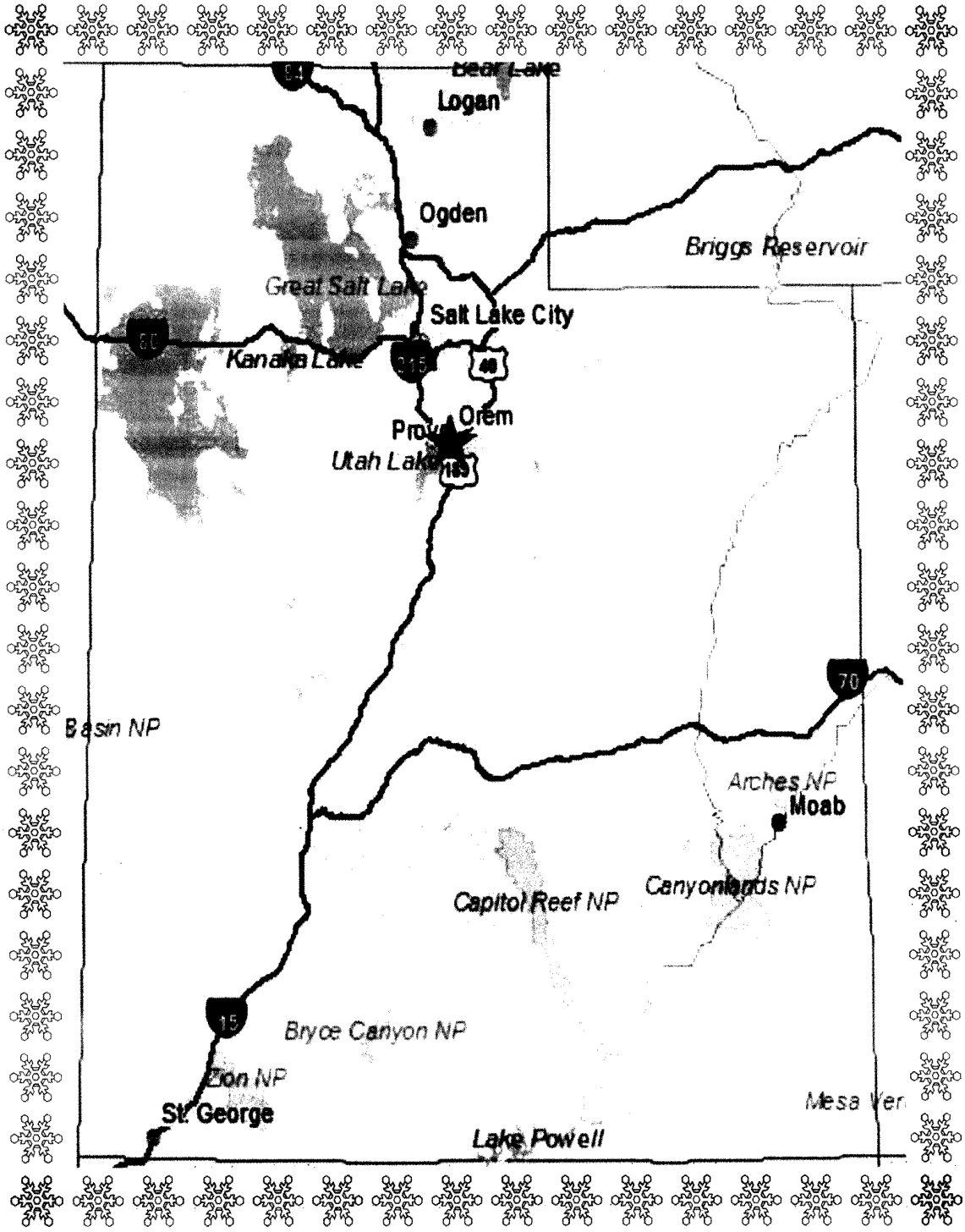
For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended

June 30, 2012

Jeffrey R. Esser

Executive Director/CEO

STATE OF UTAH



K&C

Keddington & Christensen, LLC
Certified Public Accountants

Gary K. Keddington, CPA
Brent E. Christensen, CPA
Phyl R. Warnock, CPA

INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and
Members of City Council
City of Orem, Utah

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City of Orem, Utah (the City), as of and for the year ended June 30, 2013, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents. The prior year partial comparative information has been derived from the City's June 30, 2012 financial statements and, in our report dated December 6, 2012, we expressed unqualified opinions on the respective financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the City's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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Salt Lake City, Utah 84123

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the discretely presented component unit, each major fund, and the aggregate remaining fund information of the City as of June 30, 2013, and the respective changes in financial position and, where applicable, cash flows thereof and the respective budgetary comparison for the general fund and major special revenue fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Report Required by *Government Auditing Standards*

In accordance with Government Auditing Standards, we have also issued our report on our consideration of the City's internal controls over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters dated December 3, 2013. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting and compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information, as noted on the table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the City's financial statements as a whole. The introductory section, supplementary information, as listed in the table of contents, and statistical section are presented for purposes of additional analysis and are not a required part of the financial statements. The combining statements, budgetary comparisons, and schedules of capital assets as listed as supplemental information in the table of contents are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole. The introductory section and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Keddington & Christensen, LLC

December 3, 2013

As management of the City of Orem, we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the fiscal year ended June 30, 2013. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our letter of transmittal.

Financial Highlights

- As of the end of the current fiscal year, the government-wide assets of the City exceeded its liabilities by $223,063,135 (total net position). Of this amount, $28,971,177 (unrestricted net position) may be used to meet the government's ongoing obligations to citizens and creditors.
- Total government-wide net position consists of $168,557,344 in net investment in capital assets and $54,505,791 in other restricted assets.
- As of the end of the current fiscal year, the City's governmental funds reported combined ending fund balances of $34,685,975. Of this amount, $6,092,838 (17.57%) is available for spending at the City's discretion (unassigned fund balance).
- As of the end of the current fiscal year, the City's governmental funds reported an increase in net position of $2,491,765 compared to the prior year's increase of $339,037. Fund balance changes are discussed in greater detail later in this overview and analysis.
- As of the end of the current fiscal year, the City's enterprise funds reported an increase in net position of $3,007,085 compared to the prior year's increase of $2,330,867. The changes to fund balance are discussed in greater detail later in this overview and analysis.
- The City's $13 million water reclamation plant expansion and facility improvements project were completed during the fiscal year.

Overview of the Financial Statements

The following discussion and analysis serves as an introduction to the City's basic financial statements. The City's basic financial statements comprise of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also includes other supplementary information in addition to the basic financial statements.

The ***government-wide financial statements*** are designed to provide readers with a broad overview of the City of Orem's finances, in a manner similar to a private-sector business.

- The *Statement of Net Position* presents information on all of the City's assets, liabilities, and deferred inflows, with the difference between the three reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating. However, you will also need to consider other non-financial factors.

- The *Statement of Activities* presents information showing how the City's net position changed during the fiscal year reported. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus all of the current year's revenues and expenses are taken into account regardless of when cash is received or paid.

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes and intergovernmental revenues (governmental activities) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the City include the general government, public safety, redevelopment, highways and public improvements, parks, recreation and arts (includes library), and economic and physical development. The business-type activities of the City include culinary water distribution, water reclamation, storm sewer operations, recreation (fitness center and outdoor pool), solid waste disposal, and street lighting.

Fund financial statements. A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into two categories: governmental funds and proprietary funds.

- *Governmental funds*. These funds are used to account for essentially the same functions reported as *governmental activities* in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable* resources available at the end of the fiscal year. Such information may be useful in evaluating the City's near-term financing requirements.

  Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for *governmental funds* with similar information presented for *governmental activities* in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the City's near term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between *governmental funds* and *governmental activities.*

  The City maintains ten individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for the General, Debt Service, and Redevelopment funds, which are considered major funds of the City.

Data from the other seven governmental funds are combined into a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of *combining statements* elsewhere in this report.

- *Proprietary funds*. The City of Orem maintains two different types of proprietary funds. *Enterprise funds* are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses enterprise funds to account for its Water, Water Reclamation, Storm Sewer, Recreation, Solid Waste, and Street Lighting activities. *Internal service funds* are an accounting device used to accumulate and allocate costs internally among the City's various functions. The City uses internal service funds to account for servicing its fleet of vehicles, providing self-insurance, and procuring and warehousing supplies and materials. Because these services predominantly benefit governmental rather than business-type functions, they have been included within *governmental activities* in the government-wide financial statements.

  Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the Water, Water Reclamation, and Storm Sewer funds, which are considered major funds of the City. The Recreation, Solid Waste, and the Street Lighting funds are classified as nonmajor and are included in the *combining statements* within this report. Conversely, the three internal service funds are combined into a single, aggregated presentation in the proprietary fund financial statements. Individual fund data for the internal service funds are provided in the form of *combining statements* within this report.

Notes to the financial statements. The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of the City's financial position. As mentioned in the highlights section, assets exceeded liabilities and deferred inflows by $223,063,135 at June 30, 2013.

By far the largest portion of the City's net assets (75.56%) is its investment in capital assets (e.g. land, buildings, improvements other than buildings, machinery and equipment, and infrastructure assets) less any outstanding debt related to the acquisition of those assets. The City uses these capital assets to provide services to citizens. Consequently, these assets are *not* available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources

needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

City of Orem's Net Position

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Current and Other Assets	$ 61,389,425	$ 58,055,886	$ 18,818,122	$ 17,693,454	$ 80,207,547	$ 75,749,340
Capital Assets	146,696,915	152,369,943	84,546,770	85,083,945	231,243,685	237,453,888
Total Assets	208,086,340	210,425,829	103,364,892	102,777,399	311,451,232	313,203,228
Long-term Debt Outstanding	34,326,698	37,364,517	32,894,690	34,685,742	67,221,388	72,050,259
Other Liabilities	7,972,834	6,747,072	2,530,223	3,158,763	10,503,057	9,905,835
Total Liabilities	42,299,532	44,111,589	35,424,913	37,844,505	77,724,445	81,956,094
Deferred Inflows of Resources	10,663,652	12,338,802	-	-	10,663,652	12,338,802
Net Position:						
Net Investment in Capital Assets	116,156,331	118,628,873	52,401,013	51,205,188	168,557,344	169,834,061
Restricted	23,499,201	22,727,294	2,035,413	2,244,480	25,534,614	24,971,774
Unrestricted	15,467,624	12,619,271	13,503,553	11,483,226	28,971,177	24,102,497
Total Net Position	$ 155,123,156	$ 153,975,438	$ 67,939,979	$ 64,932,894	$ 223,063,135	$ 218,908,332

A portion of the City of Orem's net position (11.45%) represent resources that are subject to external restrictions on how they may be used. The amount listed as unrestricted net position ($28,971,177) may be used to meet the City's ongoing obligations to citizens and creditors.

At the end of the current fiscal year, the Street Lighting Fund was the only fund reporting a deficit in unrestricted net position ($1,001). This deficit was created by timing differences between debt service payments on leases and the implementation of fees assessed to property owners and will eventually be eliminated when the debt is retired.

At the end of the current fiscal year, the City of Orem is able to report positive balances in all three categories of net position, for the City as a whole, as well as for its separate business-type activities. The same is true of the prior year.

Comparing the current fiscal year to the prior fiscal year, the City's net position increased by $4,154,803 (1.90%). Total revenues increased by $1,101,645 (1.29%), primarily due to increases in sales taxes of $838,374 (4.63%) and property taxes of $508,971 (4.62%). Total expenses increased $683,071 (0.84%). Details related to these increases are described later in this section of the report under governmental and business-type activities. The following is a summary of the changes in net position:

City of Orem's Changes in Net Position

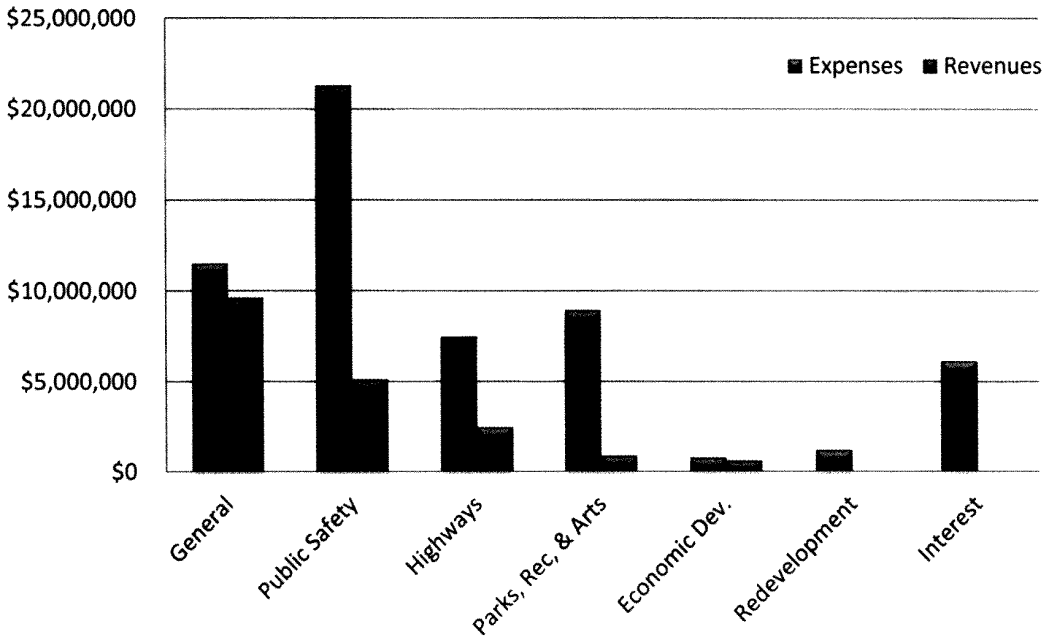
	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Revenues:						
Program Revenues:						
Charges for Services	$ 14,914,399	$ 14,971,721	$ 27,045,936	$ 26,552,110	$ 41,960,335	$ 41,523,831
Operating Grants and Contributions	1,273,162	2,077,014	-	-	1,273,162	2,077,014
Capital Grants and Contributions	2,613,082	2,565,504	394,507	73,400	3,007,589	2,638,904
General Revenues:						
Sales Taxes	18,944,647	18,106,273	-	-	18,944,647	18,106,273
Property Taxes	11,517,710	11,008,739	-	-	11,517,710	11,008,739
Other Taxes	9,402,136	9,401,489	-	-	9,402,136	9,401,489
Other	317,833	362,623	93,086	295,980	410,919	658,603
Total Revenues	58,982,969	58,493,363	27,533,529	26,921,490	86,516,498	85,414,853
Expenses:						
General Government	11,534,649	11,154,305	-	-	11,534,649	11,154,305
Public Safety	21,305,592	21,611,770	-	-	21,305,592	21,611,770
Highways and Public Improvements	7,485,469	7,987,142	-	-	7,485,469	7,987,142
Parks, Recreation & Arts	8,961,377	9,266,216	-	-	8,961,377	9,266,216
Economic and Physical Development	778,954	1,664,674	-	-	778,954	1,664,674
Redevelopment	1,217,886	1,651,667	-	-	1,217,886	1,651,667
Interest on Long-Term Debt	6,151,718	3,654,187	-	-	6,151,718	3,654,187
Water	-	-	10,405,264	9,939,501	10,405,264	9,939,501
Water Reclamation	-	-	6,164,406	6,173,983	6,164,406	6,173,983
Storm Sewer	-	-	2,338,213	2,335,612	2,338,213	2,335,612
Recreation	-	-	1,758,026	1,818,935	1,758,026	1,818,935
Solid Waste	-	-	2,999,632	3,189,138	2,999,632	3,189,138
Street Lighting	-	-	1,260,509	1,231,494	1,260,509	1,231,494
Total Expenses	57,435,645	56,989,961	24,926,050	24,688,663	82,361,695	81,678,624
Change in Net Position before Transfers	1,547,324	1,503,402	2,607,479	2,232,827	4,154,803	3,736,229
Transfers In (Out)	(399,606)	(98,040)	399,606	98,040	-	-
Change in Net Position	1,147,718	1,405,362	3,007,085	2,330,867	4,154,803	3,736,229
Net Position - Beginning	153,975,438	152,570,076	64,932,894	62,602,027	218,908,332	215,172,103
Net Position - Ending	$ 155,123,156	$ 153,975,438	$ 67,939,979	$ 64,932,894	$ 223,063,135	$ 218,908,332

Governmental activities. Governmental activities increased the City of Orem's net position by $1,147,718 (0.75%). This is a decrease of $257,644 from the prior year. General revenues increased by $1,303,202 (3.35%), primarily due to increased sales tax revenues while operating and capital grant revenues decreased by $633,434 (13.43%), primarily due to decreased public safety and housing rehabilitation grants. Total expenses increased by $445,684 (0.78%) primarily related to expensing a large portion of the prior years' UTOPIA debt pledge payments.

The following graph displays the governmental activities reflected in the table "City of Orem's Changes in Net Position". Note that the graph does not

include general revenues of $40,182,326 because these revenues are not specific to a particular department.

Program Expenses & Revenues - Governmental Activities
For Fiscal Year Ending June 30, 2013

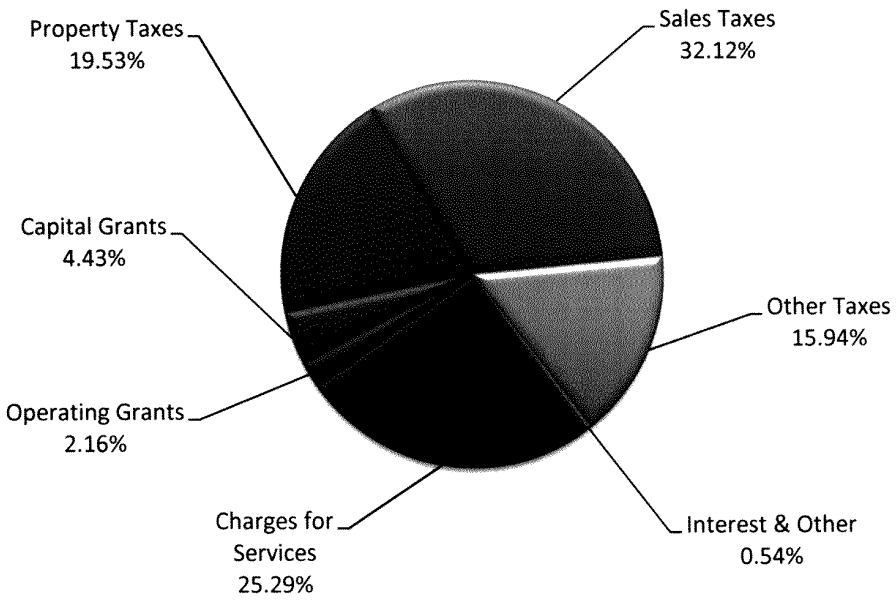


Key elements affecting the change in governmental activities net position are as follows:

- Total revenues increased by $489,606 (0.84%).
- Operating and capital grant revenues decreased by $633,434 (13.43%). The decrease is due primarily to lower public safety drug task force grants ($378,937) and less federal Housing and Urban Development (HUD) housing rehabilitation grants ($449,798).
- General revenues increased by $1,303,202 (3.35%). The increase is due primarily to increased sales tax revenues of $838,374 (4.63%) and property tax revenues in the Redevelopment Agency (RDA) of $422,518 (11.37%).
- Total expenses increased by $445,684 (0.78%). The increase is due primarily to interest on long-term debt increasing by $2,497,531 which was caused primarily by expensing $1,867,819 of UTOPIA debt pledge payments recorded as an accounts receivable in prior years. This increase was partially reduced by a $975,000 economic development reimbursement agreement payment that was no longer valid and was therefore not required to be paid.

The following graph displays the governmental activities revenues by source. The information reflected in this graph comes from the "City of Orem's Changes in Net Position" table shown previously.

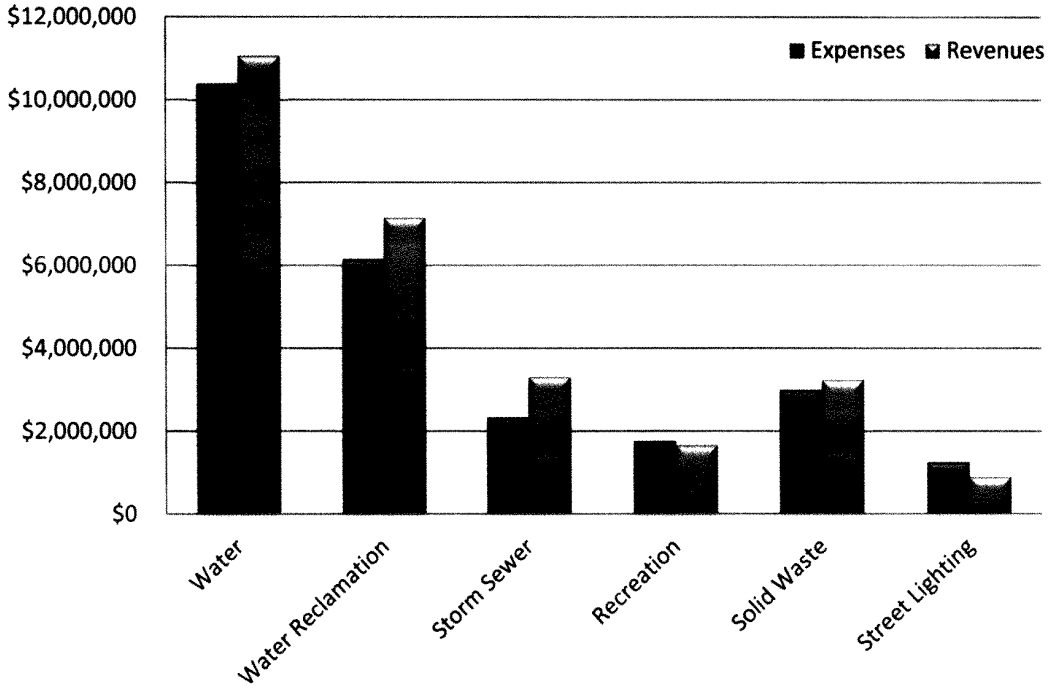
Revenues by Source - Governmental Activities
For Fiscal Year Ending June 30, 2013



Business-type activities. Business-type activities increased the City's net position by $3,007,085. The increase in net position represents a 4.63% increase for the current year. Total revenues increased by $612,039 (2.27%) and total expenses increased by $237,387 (0.96%). As of the end of the current fiscal year, all but one of the City's business-type activities reported a positive net position. The Street Lighting Fund reported a negative $1,001 net position balance.

The following graph displays the business-type activities for enterprise funds reflected in the table "City of Orem's Changes in Net Position".

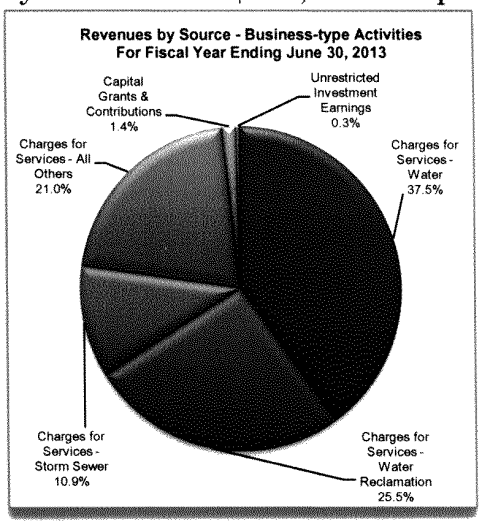
Program Expenses & Revenues - Business-type Activities
For Fiscal Year Ending June 30, 2013



Key elements affecting the change in business-type activities net assets are as follows:

- Business-type activities reported increased total revenues over the prior year of $612,039 (2.27%). Total revenues increased or decreased as follows:
    - Water fund total operating revenues decreased by $19,152 or 0.17%. Although there was a 3.24% increase in the base rate and a 4.50% increase in water consumption for the fiscal year, a $300,000 subsidy received in the prior year for a new well was not received in the current fiscal year.
    - Water Reclamation fund total operating revenues increased by $334,742 or 4.91%, due primarily to a 2.16% increase in the volume charge rate. The increase will pay for the water reclamation facility expansion.

- Storm Sewer fund total operating revenues increased by $147,456 or 5.01%. This increase is due to billable "equivalent service units (ESU)" increasing by 0.90% and a $250,000 receipt for a perpetual easement to discharge CUWCD water into the City's system. This increase was partially offset by a $120,000 subsidy payment that was received in the prior year but was not received in the current year.
- Recreation fund total operating revenues decreased by $54,202 or 3.28%, due primarily to a decrease in daily admissions and passes at the outdoor pool (17.30%) and passes at the fitness center (4.70%).
- Solid Waste fund total operating revenues increased by $56,622 or 1.78%, due primarily to an increase in recycling can revenues which was caused by the City's wish to advance recycling efforts within the city by delivering recycle cans to all city residents unless they called to "opt out" by a certain date.



The graph above displays the business-type activities revenues by source. The information reflected in this graph comes from the "City of Orem's Changes in Net Position" table shown previously.

- Business-type activities reported an increase in total expenses from the prior year of $237,387 (0.96%). Total expenses increased or decreased as follows:

  - Personnel costs decreased by $199,704 (3.35%). The decrease is due to the Street Lighting Specialist supervisor position and the Water Reclamation Plant Engineering Specialist position being vacant for most of the current fiscal year.
  - Utility costs increased by $262,976 (16.40%). The increase was due to general increases in power and natural gas costs.
  - Depreciation expense increased by $186,108 (5.16%) as several large capital projects were completed during the fiscal year. The largest being the $13 million water reclamation plant improvements and facility expansion.

Financial Analysis of the Government's Funds

As noted earlier, the City of Orem uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental funds. The focus of the City's *governmental funds* is to provide information on near-term inflows, outflows, and balances of *spendable* resources. Such information is useful in assessing the City's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of the government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the City's governmental funds reported combined ending fund balances of $34,685,975. Of this total amount, $6,092,838 (17.57%) constitutes *unassigned fund balance*, which is available for spending at the government's discretion. Unassigned fund balance increased from the prior year by $2,696,822. The remaining fund balance of $28,593,137 is "reserved" in one capacity or another indicating that it is not available for new spending because it has already been committed to pay debt service or a variety of other purposes.

The General fund is the chief operating fund of the City. At the end of the current fiscal year, *unassigned fund balance* of the general fund was $6,092,838 and total fund balance increased to $13,573,535. As a measure of the general fund's liquidity, it may be useful to compare both unassigned fund balance and total fund balance to total fund expenditures. Unassigned fund balance represents 14.31% (prior year was 7.46%) of total general fund expenditures, while total fund balance represents 31.88% (prior year was 24.34%) of that same amount.

The General fund's total fund balance increased by $2,491,765 in the current fiscal year (the prior year had an increase of $339,037). Thus, there was a positive variance from the prior year of $2,152,728. The following elements were key factors contributing to this variance:

- Increased total revenues of $993,900 are due to an increase in taxes and special assessments. The increase in taxes and special assessments is due to increased sales tax revenues of $779,423 (4.74%) and franchise taxes of $379,163 (5.10%).
- Decreased total expenditures of $2,955,718 are due to a decrease in economic and physical development of $927,104 (77.38%) and capital outlays of $1,745,202 (50.18%). The decrease in economic and physical development expenditures is due to a $975,000 economic development reimbursement agreement payment that was no longer valid and was therefore not required to be paid. Capital outlay expenditures decreased due to one large equipment purchase (new fire engine) and two large improvement projects (task force and road reconstruction) that occurred in the prior year but did not happen in the current year.
- Net transfers had a negative variance from the prior year of $1,271,743. The negative variance was due to a transfer of $2,808,000 in the current year to the Debt Service fund for UTOPIA debt pledge

payments when only $2,250,000 needed to be transferred in the prior year and due to a $530,000 transfer to the CIP fund in the current year when only $72,000 was transferred in the prior year.

The Debt Service fund has a total fund balance of $4,975,983, all of which is to be used for the payment of debt service. There was a net decrease in fund balance in the current year of $1,549,855 (23.75%). The decrease is due primarily to expensing $1,867,819 in additional allowance for bad debt for the UTOPIA accounts receivable.

The Redevelopment fund has a total fund balance of $7,837,034, all of which is to be used for improvements in redevelopment (blighted) areas of the city. There was a net increase in fund balance in the current year of $1,729,428 (28.32%). The increase was due to better than expected property tax collections and the accumulation of funds for future capital projects in these redevelopment areas.

Proprietary funds. The City's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

Unrestricted net position of the Water fund at the end of the year amounted to $5,839,289, an increase of $493,302 (9.23%). Total net position increased by $752,125 (2.55%) during the current fiscal year. Operating revenues decreased by $19,152 (0.17%). Although there was a 3.24% increase in the base rate and a 4.50% increase in water consumption for the fiscal year, a $300,000 subsidy received in the prior year for a new well was not received in the current fiscal year. Operating expenses increased by $488,858 (5.31%) in comparison with the prior year. Higher costs of treating the City's drinking water by the Central Utah Water Conservancy District ($181,747), more connection costs for the Town of Vineyard ($173,831), and higher power and natural gas costs ($71,701) contributed to the increase in operating expenses.

Unrestricted net position of the Water Reclamation fund at the end of the year amounted to $4,143,228, an increase of $1,182,879 (39.96%). Total net position increased by $919,454 (4.69%) during the current fiscal year. Operating revenues increased by $334,742 (4.91%). This increase was due primarily to a 2.16% increase in the volume charge rate for sewer services. The increase occurred in order to pay for the water reclamation facility expansion. Operating expenses decreased by $57,275 (0.93%) in comparison with the prior year. The decrease in expenses is primarily due to lower contractual service costs of $236,251 due to a significantly reduced need to haul sludge to the landfill due to the plant upgrade. Personnel costs were also lower by $77,203 because a plant Engineering Specialist position was vacant for most of the current fiscal year. However, depreciation expense increased by $89,731 primarily due to the additional depreciation related to capitalizing the plant improvement and expansion project costs and higher natural gas costs of $41,431 offset some of the reductions in expenses from other areas.

Unrestricted net position of the Storm Sewer fund at the end of the year amounted to $2,501,110, a decrease of $89,738 (3.46%). Total net position increased by $927,406 (7.18%) during the current fiscal year. Operating revenues increased by $147,456 (5.01%). Total operating revenues increased due to billable "equivalent service units (ESU)" increasing by 0.90% and the receipt of a perpetual easement of $250,000 from Central Utah Water Conservancy District (CUWCD) which allows them to discharge certain storm drain water into the City's storm drain system. This increase was partially offset by a $120,000 subsidy payment that was received in the prior year that was not received in the current year. Operating expenses increased by $12,308 (0.58%) in comparison with the prior year. Supplies and maintenance costs increased by $53,691 (25.53%), primarily due to returning to a level of replacing sumps consistent with years prior to the recent recession. Depreciation expense also increased by $13,882 (2.20%) as several large capital projects from the prior year had a full year of depreciation instead of only half a year or less.

General Fund Budgetary Highlights

During the fiscal year, the General Fund's original budget was amended from an original budget expenditure total (including net transfers) of $48,343,964 to a final budget of $50,620,040, an increase of $2,276,076 (4.71%). The changes to the General Fund budget are briefly summarized as follows:

- Various public safety grants received during the year totaled $516,220.
- The library received several grants during the year totaling $22,060. Various other parks, recreation, and arts grants and donations were added to the budget totaling $6,500.
- A road reconstruction project of $600,000 was added to the budget in the current year.
- Various capital equipment and projects were carried over from the prior year and, therefore, were added to the budget in the current year. This increased the budget by $344,608.
- Various outstanding purchases were carried over from the prior year and, therefore, were added to the budget in the current year. This increased the budget by $929,343.
- A contribution to the Debt Service Fund for UTOPIA debt pledge payments increased the budget by $1,307,000.
- Budgeted property taxes were decreased by $1,744,000 due to a citizen referendum petition which caused the budgeted property tax increase to be delayed until a vote could be taken at the next general election. Thus, expenditures for computer upgrades were reduced ($165,000), fire department SCBAs were eliminated ($100,000), temporary personnel costs were reduced ($110,500), various other accounts were reduced ($60,000), and the remaining amount was covered by the use of unassigned fund balance.

Several General Fund revenue and expenditure categories were significantly higher or lower than their final budgeted amounts. These variances are briefly summarized as follows:

- Taxes and Special Assessment Revenues – Revenues – Actual amount was higher than the budgeted amount by $2,181,823 (7.47%). Sales tax and franchise tax revenues exceeded budget for the current year by $1,233,172 and $516,920, respectively. Delinquent property tax collections exceeded budget for the current year by $244,766.
- Charges for Services – Revenues – Actual amount was higher than the budgeted amount by $252,292 (4.67%). Cemetery lot sales and burial fees exceeded budget in the current year by $114,684. Plan check fees exceeded budget in the current year by $145,240.
- General Government – Expenditures – Actual amounts were lower than budgeted by $1,149,837 (9.38%). Various executive type agreements and contingencies were not used creating a positive variance of $127,549. The Information Technology division did not upgrade as many computers or network servers as expected and did not complete the upgrade of their core switching equipment which created a positive variance of $280,542. Due to a cutback in personnel and the prior year energy improvements, facilities costs had a positive variance of $141,727. Personnel and fringe benefit costs were lower than expected creating a positive variance of $155,895. Indigent defense costs were also lower than expected by $22,505.
- Public Safety – Expenditures – Actual amounts were lower than budgeted by $724,509 (3.40%). A large portion of the variance, $361,478, is due to lower than expected regular pay, overtime and fringe benefits as all positions are fully funded even though employee turnover regularly occurs leaving gaps in positions being occupied.
- Highways and Public Improvements – Expenditures – Actual amounts were lower than budgeted by $1,755,326 (28.56%). Most of this variance can be attributed to various street overlay/reconstruction projects, slurry seal projects, and street striping projects that were not completed by fiscal year end but are expected to be completed in the next fiscal year.
- Parks, Recreation and Arts – Expenditures – Actual amounts were lower than budgeted by $469,729 (7.15%). Personnel costs were lower than budgeted by approximately $135,000 due primarily to not hiring as many part-time and/or seasonal employees. Many parks maintenance activities were reduced creating a positive variance of approximately $133,000. There were also several budgeted equipment purchases and capital projects that had funds remaining totaling approximately $124,000.

Capital Assets and Debt Administration

Capital assets. The City's investment in capital assets for its governmental and business-type activities as of June 30, 2013, amounts to $231,243,685 (net of accumulated depreciation). This investment in capital assets includes land, buildings, improvements other than buildings, machinery and equipment (including vehicles and office equipment), infrastructure, intangibles, and construction in progress.

Major capital asset events during the current fiscal year include the following:

- Public safety purchased four new vehicles $109,186. They also replaced a K9 explosive detection dog for $22,688 and purchased a spectrometer and hazmat monitor for $75,000.
- Various road and traffic signal projects completed or added to construction in process were approximately $1,490,000.
- Construction or rehabilitation work on city wells continues in the current year with additions totaling $323,305.
- Several large waterline replacement projects were completed or added to construction in process totaling $1,267,198.
- The water reclamation division purchased a new Ford F150 pickup for $18,204 and various other equipment totaling $44,591.
- The storm sewer division purchased property for a new detention basin for $854,184 and made various improvements to it that were added to construction in process totaling $195,244.

City of Orem's Capital Assets
(Net of Depreciation)

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
Land	$ 59,028,414	$ 59,028,414	$ 2,508,474	$ 1,786,065	$ 61,536,888	$ 60,814,479
Buildings and Systems	13,583,813	14,623,518	2,818,829	3,137,010	16,402,642	17,760,528
Improvements other than Buildings	12,481,003	13,576,808	7,782,898	8,139,893	20,263,901	21,716,701
Machinery and Equipment	4,404,141	5,341,294	2,044,780	2,261,733	6,448,921	7,603,027
Infrastructure	56,960,240	59,538,939	67,829,528	56,507,658	124,789,768	116,046,597
Construction in Progress	239,304	260,970	1,542,261	13,231,586	1,781,565	13,492,556
Intangibles	-	-	20,000	20,000	20,000	20,000
Total Captial Assets	$ 146,696,915	$ 152,369,943	$ 84,546,770	$ 85,083,945	$ 231,243,685	$ 237,453,888

Additional information on the City's capital assets can be found in the footnotes to this financial report on pages 65-67.

Long-term debt. At the end of the current year, the City had total bonded debt outstanding of $61,027,757. Of this amount, $13,900,000 comprises debt backed by the full faith and credit of the government and $47,127,757 is debt (i.e. revenue bonds) that is secured solely by specific revenue sources such as sales taxes, franchise taxes, water revenues, water reclamation revenues, and storm sewer revenues.

City of Orem's Outstanding Debt
General Obligation and Revenue Bonds

	Governmental Activities		Business-type Activities		Total	
	2013	2012	2013	2012	2013	2012
General Obligation Bonds	$ 13,900,000	$ 15,210,000	$ -	$ -	$ 13,900,000	$ 15,210,000
Revenue Bonds	14,982,000	16,734,000	32,145,757	33,878,757	47,127,757	50,612,757
Total Bonds	$ 28,882,000	$ 31,944,000	$ 32,145,757	$ 33,878,757	$ 61,027,757	$ 65,822,757

The City's total bonded debt decreased by $4,795,000 (7.28%) during the current fiscal year. There was no new bonded debt issued or refunded in the current fiscal year.

The City of Orem maintains a "AA+" rating from Fitch Ratings and Standard & Poor's for all bond issuances.

State statutes limit the amount of general obligation debt for general purposes a governmental entity may issue to 4% of its total taxable value. The current limitation for the City is $244,125,324, which is significantly in excess of the City's outstanding general obligation debt for general purposes. In addition, state statutes allow for an additional 4% to be used for water, sewer, or electrical projects. Thus, the current limitation for general obligation debt for water, sewer, or electrical projects is also $244,125,324. The City currently has no outstanding general obligation debt for these types of projects. Thus, the resulting total debt limit is 8% of total taxable value or $488,250,648. More detailed information can be found on pages 148-149.

Additional information on the City's long-term debt can be found in the footnotes to this financial report on pages 70-77.

Economic Factors and Next Year's Budgets and Rates

- The unemployment rate for the City of Orem at June 30, 2013 was 5.3%. The City's unemployment rate compares favorably to the national rate of 7.6%. The City has a relatively high technology based workforce comparative to other areas of the county and state which was impacted to a slightly higher degree than many other workforce groups in the economy. The table below provides current year comparative information as well as a historical perspective. (Source: U.S. Bureau of Labor Statistics).

HISTORICAL ANNUAL UNEMPLOYMENT RATES

	2009	2010	2011	2012	2013
City	6.0%	8.0%	8.5%	6.4%	5.3%
County	5.5%	7.4%	7.8%	6.1%	5.3%
State	5.9%	7.3%	7.8%	6.2%	5.2%
Nation	9.5%	9.5%	9.2%	8.2%	7.6%

- The General Fund budget for the fiscal year-ending June 30, 2014 reflects a decrease of $1,520,153 or 3.12% in revenues, excluding appropriations of surplus, compared to the final fiscal year ending June 30, 2013. This decrease in revenues is due primarily to a decrease in intergovernmental revenues (primarily grants) and various charges for services. Budgeted expenditures increased by $154,669 or 0.31% over the final fiscal year ending June 30, 2013 expenditures.

- Economic trends in the region compare favorably to national indices. Sales and franchise tax revenues continue to increase in comparison to the prior year. Building permits and emergency communications revenues are showing small to moderate increases compared to equivalent prior year time periods. These increases are being monitored very closely so that the City can identify what future construction projects or anticipated spending may be able to be added should this trend continue.

All of these factors were considered in preparing the City's budget for the 2014 fiscal year.

Request For Information

This financial report provides a general overview of the City of Orem's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to: City of Orem, Director of Administrative Services, 56 North State Street, Orem, UT 84057 or via email at rbmanning@orem.org.

City of Orem
Statement of Net Position
June 30, 2013

	Primary Government		
	Governmental Activities	Business-type Activities	Total
ASSETS			
Cash and Cash Equivalents	$ 14,863,295	$ 13,465,916	$ 28,329,211
Receivables (Net of Allowance for Uncollectibles)	699,183	2,987,049	3,686,232
Property and Other Taxes Receivable	8,876,245	-	8,876,245
Special Assessments Receivable	5,000,876	-	5,000,876
Intergovernmental Receivables	288,723	-	288,723
Internal Balances	58,536	(58,536)	-
Inventory	406,380	-	406,380
Notes Receivable	356,229	-	356,229
Prepaid Expenses	183,807	-	183,807
Unamortized Charges	234,824	345,080	579,904
Restricted Assets:			
Cash and Cash Equivalents:			
Debt Service	3,711,797	-	3,711,797
Capital Improvement Projects	11,430,067	2,078,613	13,508,680
Other Purposes	4,963,154	-	4,963,154
Receivables:			
Debt Service	4,407,482	-	4,407,482
Capital Improvement Projects	4,576,431	-	4,576,431
Other Purposes	1,332,396	-	1,332,396
Capital Assets:			
Non-depreciable Capital Assets	59,267,718	4,070,735	63,338,453
Depreciable Capital Assets (net)	87,429,197	80,476,035	167,905,232
Total Assets	$ 208,086,340	$ 103,364,892	$ 311,451,232
LIABILITIES			
Accounts Payable	$ 1,686,169	$ 1,434,552	$ 3,120,721
Customer Deposits	2,933,406	64,110	2,997,516
Accrued Liabilities	978,256	143,235	1,121,491
Unearned Revenues	1,998,804	444,551	2,443,355
Accrued Interest Payable	345,258	443,775	789,033
Liabilities Payable from Restricted Assets	30,942	-	30,942
Noncurrent Liabilities:			
Due within One Year	5,512,843	2,028,823	7,541,666
Due in more than One Year	28,813,855	30,865,867	59,679,722
Total Liabilities	42,299,532	35,424,913	77,724,445
DEFERRED INFLOWS OF RESOURCES			
Deferred Property Tax Revenues	10,663,652	-	10,663,652
Total Deferred Inflows of Resources	10,663,652	-	10,663,652
NET POSITION			
Net Investment in Capital Assets	116,156,331	52,401,013	168,557,344
Restricted for:			
Debt Service	3,321,577	-	3,321,577
Construction	14,939,254	2,035,413	16,974,667
Other Purposes	5,238,370	-	5,238,370
Unrestricted	15,467,624	13,503,553	28,971,177
Total Net Position	$ 155,123,156	$ 67,939,979	$ 223,063,135

The notes to the financial statements are an integral part of this statement

City of Orem
Statement of Activities
For The Year Ended June 30, 2013

Functions/Programs	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Grants and Contributions	Program Revenues: Capital Grants and Contributions
Primary Government:				
Governmental Activities:				
General Government	$ 11,534,649	$ 9,624,404	$ 22,750	$ -
Public Safety	21,305,592	4,306,443	736,406	99,109
Highways and Public Improvements	7,485,469	-	-	2,480,481
Parks, Recreation and Arts	8,961,377	820,453	49,560	33,492
Economic and Physical Development	778,954	163,099	464,446	-
Redevelopment	1,217,886	-	-	-
Interest on Long-term Debt	6,151,718	-	-	-
Total Governmental Activities	57,435,645	14,914,399	1,273,162	2,613,082
Business-type Activities:				
Water	10,405,264	11,021,745	-	54,080
Water Reclamation	6,164,406	7,146,508	-	52,160
Storm Sewer	2,338,213	3,091,807	-	288,267
Recreation	1,758,026	1,650,645	-	-
Solid Waste	2,999,632	3,237,559	-	-
Street Lighting	1,260,509	897,672	-	-
Total Business-type Activities	24,926,050	27,045,936	-	394,507
Total Primary Government	$ 82,361,695	$ 41,960,335	$ 1,273,162	$ 3,007,589

General Revenues:
- Sales Taxes
- Property Taxes
- Franchise Taxes
- Vehicle Taxes
- Other Taxes & Special Assessments
- Unrestricted Investment Earnings
- Gain on Sale of Capital Assets

Transfers In (Out)

Total General Revenues and Transfers

Change in Total Net Position

Total Net Position - Beginning

Total Net Position - Ending

The notes to the financial statements are an integral part of this statement

Net (Expense) Revenue and Changes in Net Position		
Primary Government		
Governmental Activities	Business-type Activities	Total
$ (1,887,495)	$ -	$ (1,887,495)
(16,163,634)	-	(16,163,634)
(5,004,988)	-	(5,004,988)
(8,057,872)	-	(8,057,872)
(151,409)	-	(151,409)
(1,217,886)	-	(1,217,886)
(6,151,718)	-	(6,151,718)
(38,635,002)	-	(38,635,002)
-	670,561	670,561
-	1,034,262	1,034,262
-	1,041,861	1,041,861
-	(107,381)	(107,381)
-	237,927	237,927
-	(362,837)	(362,837)
-	2,514,393	2,514,393
(38,635,002)	2,514,393	(36,120,609)
18,944,647	-	18,944,647
11,517,710	-	11,517,710
7,816,921	-	7,816,921
662,893	-	662,893
922,322	-	922,322
274,462	90,651	365,113
43,371	2,435	45,806
(399,606)	399,606	-
39,782,720	492,692	40,275,412
1,147,718	3,007,085	4,154,803
153,975,438	64,932,894	218,908,332
$ 155,123,156	$ 67,939,979	$ 223,063,135

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City of Orem
Balance Sheet
Governmental Funds
June 30, 2013

	General	Debt Service	Redevelopment	Other Governmental Funds	Total Governmental Funds
ASSETS					
Cash and Cash Equivalents	$ 8,984,593	$ 1,724,555	$ -	$ 1,970,068	$ 12,679,216
Receivables (Net of Allowance for Uncollectibles)	374,855	-	-	-	374,855
Property Taxes Receivable	4,684,702	-	-	-	4,684,702
Other Taxes Receivable	4,191,543	-	-	-	4,191,543
Special Assessments Receivable	5,000,876	-	-	-	5,000,876
Intergovernmental Receivables	193,952	-	-	94,771	288,723
Due from Other Funds	150,995	-	-	-	150,995
Notes Receivable	-	-	-	356,229	356,229
Prepaids	183,807	-	-	-	183,807
Restricted Cash and Cash Equivalents:					
Debt Service	2,863,752	848,045	-	-	3,711,797
Capital Improvement Projects	2,346,744	-	7,286,232	1,797,091	11,430,067
Other Purposes	10,145	-	551,000	4,402,009	4,963,154
Restricted Receivables:					
Debt Service	-	4,407,482	-	-	4,407,482
Capital Improvement Projects	531,431	-	4,045,000	-	4,576,431
Other Purposes	-	-	-	1,332,396	1,332,396
Total Assets	$ 29,517,395	$ 6,980,082	$ 11,882,232	$ 9,952,564	$ 58,332,273
LIABILITIES					
Accounts Payable	$ 900,649	$ 70,149	$ -	$ 703,646	$ 1,674,444
Customer Deposits	2,933,406	-	-	-	2,933,406
Accrued Liabilities	1,248,585	-	-	3,130	1,251,715
Due to Other Funds	-	-	-	92,459	92,459
Unearned Revenues	6,145,774	-	-	853,906	6,999,680
Liabilities Payable from Restricted Assets	30,744	-	198	-	30,942
Total Liabilities	11,259,158	70,149	198	1,653,141	12,982,646
DEFERRED INFLOWS OF RESOURCES					
Deferred Property Tax Revenues	4,684,702	1,933,950	4,045,000	-	10,663,652
Total Deferred Inflows of Resources	4,684,702	1,933,950	4,045,000	-	10,663,652
FUND BALANCES					
Nonspendable	183,807	2,473,532	-	-	2,657,339
Restricted	5,721,516	848,045	7,837,034	6,435,267	20,841,862
Committed	75,000	-	-	-	75,000
Assigned	1,500,374	1,654,406	-	1,864,156	5,018,936
Unassigned	6,092,838	-	-	-	6,092,838
Total Fund Balances	13,573,535	4,975,983	7,837,034	8,299,423	34,685,975
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	$ 29,517,395	$ 6,980,082	$ 11,882,232	$ 9,952,564	

Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental funds are not financial resources.	146,696,915
Other long-term assets are not available to pay for current-period expenditures.	234,824
Certain revenue is unearned in governmental funds but not in the Statement of Net Position because it qualifies for recognition under the economic resources measurement focus.	5,325,204
Internal service funds are used by management to charge the cost of fleet management, self-insurance, and purchasing/warehousing. The current assets and liabilities of internal service funds are included in governmental activities in the Statement of Net Position.	2,204,102
Long-term liabilities, including bonds payable and compensated absences, are not due and payable in the current period.	(33,964,924)
Other financial obligations not due and payable in the current period.	286,318
Interest payable on long-term obligations does not require current financial resources and is not reported in the governmental funds.	(345,258)
Net position of governmental activities	$ 155,123,156

The notes to the financial statements are an integral part of this statement

City of Orem
Statement of Revenues, Expenditures, and Changes in Fund Balances
Governmental Funds
For The Year Ended June 30, 2013

	General	Debt Service	Redevelopment	Other Governmental Funds	Total Governmental Funds
REVENUES					
Taxes and Special Assessments	$ 31,382,380	$ 3,364,622	$ 4,137,383	$ 1,711,475	$ 40,595,860
Licenses and Permits	1,147,855	-	-	-	1,147,855
Intergovernmental	3,421,798	-	-	464,446	3,886,244
Charges for Services	5,657,865	-	-	369,131	6,026,996
Fines and Forfeitures	1,358,345	-	-	-	1,358,345
Charges for Services - Other Funds	4,447,898	-	-	-	4,447,898
Interest Revenues	127,619	3,157	53,184	90,479	274,439
Miscellaneous Revenue	1,453,593	-	-	436,066	1,889,659
Total Revenues	48,997,353	3,367,779	4,190,567	3,071,597	59,627,296
EXPENDITURES					
Current:					
General Government	11,093,324	-	-	-	11,093,324
Public Safety	20,332,951	-	-	-	20,332,951
Highways and Public Improvements	2,974,008	-	-	-	2,974,008
Parks, Recreation and Arts	6,059,839	-	-	1,498,332	7,558,171
Economic and Physical Development	271,010	-	-	436,393	707,403
Redevelopment	-	-	1,128,457	-	1,128,457
Debt Service:					
Principal Retirement	-	3,080,714	-	50,000	3,130,714
Interest and Fiscal Charges	-	6,177,091	-	56,205	6,233,296
Capital Leases - Principal	98,213	-	-	-	98,213
Capital Leases - Interest	12,099	-	-	-	12,099
Capital Outlay	1,732,780	-	-	230,373	1,963,153
Total Expenditures	42,574,224	9,257,805	1,128,457	2,271,303	55,231,789
Excess (Deficiency) of Revenues over (under) Expenditures	6,423,129	(5,890,026)	3,062,110	800,294	4,395,507
OTHER FINANCING SOURCES (USES)					
Gain (Loss) on Asset Disposals	-	-	-	48,275	48,275
Transfers In	2,077,155	4,540,171	-	582,654	7,199,980
Transfers Out	(6,008,519)	(200,000)	(1,332,682)	(247,620)	(7,788,821)
Total Other Financing Sources (Uses)	(3,931,364)	4,340,171	(1,332,682)	383,309	(540,566)
Net Change in Fund Balances	2,491,765	(1,549,855)	1,729,428	1,183,603	3,854,941
Fund Balance - Beginning	11,081,770	6,525,838	6,107,606	7,115,820	30,831,034
Fund Balance - Ending	$ 13,573,535	$ 4,975,983	$ 7,837,034	$ 8,299,423	$ 34,685,975

The notes to the financial statements are an integral part of this statement

City of Orem
Reconciliation of The Statement of Revenues,
Expenditures, and Changes in Fund Balances of Governmental Funds
To The Statement of Activities
For The Year Ended June 30, 2013

Amounts reported for Governmental activities in the Statement of Activities are different because:

Net Change in Fund Balances - Total Governmental Funds		$ 3,854,941
Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense.		
Capital Asset Purchases Capitalized	$ 909,714	
Depreciation Expense	(6,543,239)	(5,633,525)
The issuance of long-term debt provides current financial resources to governmental funds, while the payment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net assets.		
Principal Payments recorded as a reduction of the long-term liability	$ 3,228,927	3,228,927
Governmental funds report the effect of bond issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are amortized in the statement of activiities.		
Amortization of Bond Issuance Costs	$ (19,289)	
Amortization of Bond Issuance Costs - Refundings	(72,188)	
Amortization of Bond Premiums (Discounts)	95,757	4,280
Some expenses reported in the statement of activities do not require the use of current financial resources and therefore, are not reported as expenditures in the governmental funds.		
Compensated Absences	$ 207,523	
Interest Expense	16,653	
Other Post Employment Benefits (OPEB) Expense	(412,813)	(188,637)
Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds.		(692,602)
Internal service funds are used by management to charge the costs of fleet management, purchasing/warehousing and self-insurance to individual funds. The net revenue of certain activities of internal service funds is reported with governmental activities.		574,334
Change in Net Position of Governmental Activities		$ 1,147,718

The notes to the financial statements are an integral part of this statement

City of Orem
General Fund
Statement of Revenues, Expenditures, and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Taxes and Special Assessments	$ 30,944,557	$ 29,200,557	$ 31,382,380	$ 2,181,823
Licenses and Permits	975,000	975,000	1,147,855	172,855
Intergovernmental	2,827,635	3,274,537	3,421,798	147,261
Charges for Services	5,397,200	5,405,573	5,657,865	252,292
Fines and Forfeitures	1,208,000	1,310,700	1,358,345	47,645
Charges for Services - Other Funds	4,447,898	4,447,898	4,447,898	-
Interest Revenues	226,443	227,443	127,619	(99,824)
Miscellaneous Revenues	981,446	1,187,015	1,453,593	266,578
Total Revenues	47,008,179	46,028,723	48,997,353	2,968,630
EXPENDITURES				
General Government:				
Legislative	304,205	307,805	303,581	4,224
Executive	2,158,723	2,443,733	2,255,856	187,877
Administrative Services	4,031,063	4,195,512	3,821,574	373,938
Development Services	3,468,369	3,525,947	3,267,767	258,180
Legal Services	977,051	936,051	873,206	62,845
Other - Unclassified	653,188	846,290	583,517	262,773
Total General Government	11,592,599	12,255,338	11,105,501	1,149,837
Public Safety:				
Administration	646,518	651,749	583,224	68,525
Police	12,461,133	13,171,462	12,755,150	416,312
Fire	7,732,242	7,498,426	7,258,754	239,672
Total Public Safety	20,839,893	21,321,637	20,597,128	724,509
Highways and Public Improvements:				
Administration	315,759	318,075	311,954	6,121
Maintenance & Engineering	4,472,359	5,827,606	4,078,401	1,749,205
Total Highways and Public Improvements	4,788,118	6,145,681	4,390,355	1,755,326
Parks, Recreation and Arts	6,221,747	6,569,647	6,099,918	469,729
Economic and Physical Development	1,314,909	285,309	271,010	14,299
Debt Service:				
Capital Leases - Principal	98,213	98,213	98,213	-
Capital Leases - Interest	12,099	12,099	12,099	-
Total Debt Service	110,312	110,312	110,312	-
Total Expenditures	44,867,578	46,687,924	42,574,224	4,099,401
Excess of Revenues over Expenditures	2,140,601	(659,201)	6,423,129	7,082,330
OTHER FINANCING SOURCES (USES)				
Capital Leases	-	-	-	-
Transfers In	1,842,885	2,077,155	2,077,155	-
Transfers Out	(5,319,271)	(6,009,271)	(6,008,519)	752
Total Other Financing Sources (Uses)	(3,476,386)	(3,932,116)	(3,931,364)	752
Net Change in Fund Balance	(1,335,785)	(4,591,317)	2,491,765	7,083,082
Fund Balance - Beginning	11,081,770	11,081,770	11,081,770	-
Fund Balance - Ending	$ 9,745,985	$ 6,490,453	$ 13,573,535	$ 7,083,082

The notes to the financial statements are an integral part of this statement

City of Orem
Redevelopment - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Property Taxes	$ 4,020,000	$ 4,137,382	$ 4,137,383	$ 1
Interest Revenues	-	-	53,184	53,184
Total Revenues	4,020,000	4,137,382	4,190,567	53,185
EXPENDITURES				
Current:				
Redevelopment	2,687,318	8,724,915	1,128,457	7,596,458
Total Expenditures	2,687,318	8,724,915	1,128,457	7,596,458
Excess (Deficiency) of Revenues over (under) Expenditures	1,332,682	(4,587,533)	3,062,110	7,649,643
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	(1,332,682)	(1,332,682)	(1,332,682)	-
Total Other Financing Sources (Uses)	(1,332,682)	(1,332,682)	(1,332,682)	-
Net Change in Fund Balance	-	(5,920,215)	1,729,428	7,649,643
Fund Balance - Beginning	6,107,606	6,107,606	6,107,606	-
Fund Balance - Ending	$ 6,107,606	$ 187,391	$ 7,837,034	$ 7,649,643

City of Orem
Statement of Net Position
Proprietary Funds
June 30, 2013

	Business-type Activities - Enterprise Funds				
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year	Storm Sewer Fund Current Year
ASSETS					
Current Assets:					
Cash and Cash Equivalents	$ 6,095,689	$ 5,549,022	$ 3,564,489	$ 2,626,982	$ 2,460,067
Accounts Receivable (Net of Allowance for Doubtful Accounts)	1,481,272	1,548,047	735,412	764,561	288,505
Inventories	-	-	-	-	-
Prepaids	-	-	-	-	-
Restricted Cash & Cash Equivalents:					
Debt Service & Capital Improvements	2,035,413	1,949,513	-	294,967	-
Total Current Assets	9,612,374	9,046,582	4,299,901	3,686,510	2,748,572
Noncurrent Assets:					
Unamortized Charges	212,874	229,177	68,075	71,729	64,131
Capital Assets:					
Land	-	-	570,209	570,209	1,898,443
Buildings and Systems	1,720,799	1,720,799	3,057,201	3,380,362	679,293
Improvements other than Buildings	9,198,722	9,217,110	702,993	595,039	357,034
Machinery and Equipment	1,769,973	1,683,661	4,302,373	4,406,148	1,587,422
Infrastructure	53,380,531	56,542,996	50,365,909	38,607,024	15,684,747
Construction in Progress	859,591	-	100,102	13,231,458	582,568
Intangibles	20,000	20,000	-	-	-
Less Accumulated Depreciation	(28,580,889)	(30,314,779)	(30,950,718)	(31,857,713)	(5,100,763)
Total Capital Assets (Net of Accumulated Depreciation)	38,368,727	38,869,787	28,148,069	28,932,527	15,688,744
Total Noncurrent Assets	38,581,601	39,098,964	28,216,144	29,004,256	15,752,875
Total Assets	$ 48,193,975	$ 48,145,546	$ 32,516,045	$ 32,690,766	$ 18,501,447
LIABILITIES					
Current Liabilities:					
Accounts Payable	$ 1,002,735	$ 985,161	$ 114,191	$ 283,386	$ 8,400
Customer Deposits	64,110	52,846	-	-	-
Accrued Liabilities	39,257	40,389	43,093	147,623	14,596
Due to Other Funds	-	-	-	-	-
Accrued Vacation and Sick Leave	82,516	87,222	57,607	58,759	37,378
Claims and Judgments	-	-	-	-	-
Unearned Revenue	51,496	63,285	-	-	-
Accrued Interest Payable	341,645	353,209	6,825	10,063	95,305
Bonds Payable - Current Portion	730,095	703,095	824,000	809,000	255,713
Total Current Liabilities	2,311,854	2,285,207	1,045,716	1,308,831	411,392
Noncurrent Liabilities:					
Accrued Vacation and Sick Leave	4,342	4,590	3,032	3,092	1,967
Claims and Judgments	-	-	-	-	-
Bonds Payable - Long-term Portion	15,664,836	16,394,931	10,938,757	11,769,757	4,250,748
Total Noncurrent Liabilities	15,669,178	16,399,521	10,941,789	11,772,849	4,252,715
Total Liabilities	17,981,032	18,684,728	11,987,505	13,081,680	4,664,107
NET POSITION					
Net Investment in Capital Assets	22,338,241	22,165,318	16,385,312	16,353,770	11,336,230
Restricted for Debt Service & Capital Improvements	2,035,413	1,949,513	-	294,967	-
Unrestricted	5,839,289	5,345,987	4,143,228	2,960,349	2,501,110
Total Net Position	$ 30,212,943	$ 29,460,818	$ 20,528,540	$ 19,609,086	$ 13,837,340

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds Current Year
$ 2,598,592	$ 1,345,671	$ 1,307,433	$ 13,465,916	$ 12,082,029	$ 2,184,079
283,671	481,860	476,808	2,987,049	3,073,087	-
-	-	-	-	-	406,380
-	-	680	-	680	-
371,316	43,200	-	2,078,613	2,615,796	-
3,253,579	1,870,731	1,784,921	18,531,578	17,771,592	2,590,459
69,420	-	-	345,080	370,326	-
1,176,034	39,822	39,822	2,508,474	1,786,065	-
679,293	4,125,955	4,131,130	9,583,248	9,911,584	150,000
357,034	1,895,601	1,798,197	12,154,350	11,967,380	-
1,584,506	105,748	116,657	7,765,516	7,790,972	217,244
15,578,492	1,263,915	1,246,991	120,695,102	111,975,503	-
-	-	129	1,542,261	13,231,587	-
-	-	-	20,000	20,000	-
(4,460,742)	(5,089,811)	(4,965,912)	(69,722,181)	(71,599,146)	(224,299)
14,914,617	2,341,230	2,367,014	84,546,770	85,083,945	142,945
14,984,037	2,341,230	2,367,014	84,891,850	85,454,271	142,945
$ 18,237,616	$ 4,211,961	$ 4,151,935	$ 103,423,428	$ 103,225,863	$ 2,733,404
$ 39,022	$ 309,226	$ 285,899	$ 1,434,552	$ 1,593,468	$ 11,725
-	-	-	64,110	52,846	-
15,101	46,289	50,162	143,235	253,275	12,859
-	58,536	448,464	58,536	448,464	-
38,292	41,514	50,172	219,015	234,445	49,832
-	-	-	-	-	311,941
371,316	393,055	361,540	444,551	796,141	-
99,761	-	-	443,775	463,033	-
255,713	-	-	1,809,808	1,767,808	-
819,205	848,620	1,196,237	4,617,582	5,609,480	386,357
2,016	2,185	2,642	11,526	12,340	13,401
-	-	-	-	-	669,043
4,506,461	-	-	30,854,341	32,671,149	-
4,508,477	2,185	2,642	30,865,867	32,683,489	682,444
5,327,682	850,805	1,198,879	35,483,449	38,292,969	1,068,801
10,319,086	2,341,230	2,367,014	52,401,013	51,205,188	142,945
-	-	-	2,035,413	2,244,480	-
2,590,848	1,019,926	586,042	13,503,553	11,483,226	1,521,658
$ 12,909,934	$ 3,361,156	$ 2,953,056	$ 67,939,979	$ 64,932,894	$ 1,664,603

City of Orem
Statement of Revenues, Expenses, and Change in Net Position
Proprietary Funds
For The Year Ended June 30, 2013

	Business-type Activities - Enterprise Funds				
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year	Storm Sewer Fund Current Year
OPERATING REVENUES					
Charges for Services	$ 10,071,475	$ 9,765,330	$ 6,380,841	$ 6,329,891	$ 2,793,384
Other Revenues	950,270	1,275,567	765,667	481,875	298,423
Total Operating Revenues	11,021,745	11,040,897	7,146,508	6,811,766	3,091,807
OPERATING EXPENSES					
Personnel Services	1,851,773	1,829,309	2,028,481	2,105,684	651,159
Supplies and Maintenance	667,690	680,674	713,955	636,648	263,956
Administrative Fee	1,322,372	1,295,151	884,441	854,576	337,013
Utilities	534,023	462,322	634,577	584,089	8,415
Contract Services	3,055,319	2,708,624	507,136	743,387	139,232
Equipment Lease and Rentals	26,561	35,231	18,402	12,060	9,000
Insurance	139,263	138,462	102,627	102,003	41,571
Charges in Lieu of Property Tax	75,000	122,500	50,000	52,500	-
Depreciation Expense	1,934,845	1,852,900	1,069,685	979,954	644,005
Miscellaneous	91,077	83,892	75,217	70,895	42,926
Total Operating Expenses	9,697,923	9,209,065	6,084,521	6,141,796	2,137,277
Operating Income (Loss)	1,323,822	1,831,832	1,061,987	669,970	954,530
NONOPERATING REVENUES AND EXPENSES					
Interest Revenue	48,672	58,852	16,134	29,202	15,164
Gain (Loss) on Sale of Capital Assets	1,300	94,629	(55,327)	61,034	-
Donations / Grants	-	-	-	-	198,267
Deferred Charges	(16,304)	(16,304)	(3,655)	(3,655)	(5,289)
Interest Expense	(691,037)	(714,132)	(20,903)	(28,532)	(195,647)
Total Nonoperating Revenues	(657,369)	(576,955)	(63,751)	58,049	12,495
Income (Loss) before Transfers and Contributions	666,453	1,254,877	998,236	728,019	967,025
Contributions from Developers	54,080	49,000	52,160	24,400	90,000
Transfers In	96,017	105,370	-	-	-
Transfers Out	(64,425)	(65,429)	(130,942)	(141,299)	(129,619)
Change in Net Position	752,125	1,343,818	919,454	611,120	927,406
Total Net Position - Beginning	29,460,818	28,117,000	19,609,086	18,997,966	12,909,934
Total Net Position - Ending	$ 30,212,943	$ 29,460,818	$ 20,528,540	$ 19,609,086	$ 13,837,340

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds Current Year
$ 2,779,313	$ 5,756,356	$ 5,745,628	$ 25,002,056	$ 24,620,162	$ 2,648,452
165,038	29,520	9,468	2,043,880	1,931,948	180
2,944,351	5,785,876	5,755,096	27,045,936	26,552,110	2,648,632
669,910	1,225,184	1,351,398	5,756,597	5,956,301	781,616
210,265	243,062	265,445	1,888,663	1,793,032	1,461,727
360,310	375,354	391,980	2,919,180	2,902,017	-
8,556	689,426	548,498	1,866,441	1,603,465	-
148,592	2,598,268	2,814,877	6,299,955	6,415,480	-
11,685	679,525	665,775	733,488	724,751	-
41,341	-	-	283,461	281,806	-
-	-	-	125,000	175,000	-
630,123	145,763	145,213	3,794,298	3,608,190	19,835
44,187	61,585	56,381	270,805	255,355	-
2,124,969	6,018,167	6,239,567	23,937,888	23,715,397	2,263,178
819,382	(232,291)	(484,471)	3,108,048	2,836,713	385,454
23,372	10,681	13,741	90,651	125,167	-
15,150	1,135	-	(52,892)	170,813	(355)
-	-	-	198,267	-	-
(5,289)	-	-	(25,248)	(25,248)	-
(205,354)	-	-	(907,587)	(948,018)	-
(172,121)	11,816	13,741	(696,809)	(677,286)	(355)
647,261	(220,475)	(470,730)	2,411,239	2,159,427	385,099
-	-	-	196,240	73,400	-
-	764,809	300,000	860,826	405,370	200,000
(67,068)	(136,234)	(33,534)	(461,220)	(307,330)	(10,765)
580,193	408,100	(204,264)	3,007,085	2,330,867	574,334
12,329,741	2,953,056	3,157,320	64,932,894	62,602,027	1,090,269
$ 12,909,934	$ 3,361,156	$ 2,953,056	$ 67,939,979	$ 64,932,894	$ 1,664,603

City of Orem
Statement of Cash Flows
Proprietary Funds
For The Year Ended June 30, 2013

	Business-type Activities - Enterprise Funds			
	Water Fund Current Year	Water Fund Prior Year	Water Reclamation Fund Current Year	Water Reclamation Fund Prior Year
CASH FLOWS FROM OPERATING ACTIVITIES:				
Receipts from Customers and Users	$ 10,138,250	$ 9,260,669	$ 6,409,990	$ 6,288,515
Receipts from Interfund Services Provided	950,270	1,275,567	765,667	481,875
Payments to Suppliers	(4,571,884)	(3,814,432)	(1,962,454)	(1,916,523)
Payments to Employees	(1,857,859)	(1,817,621)	(2,442,878)	(2,671,331)
Payments for Interfund Services Used	(1,322,372)	(1,295,151)	(884,441)	(854,576)
Net Cash Provided (Used) by Operating Activities	3,336,405	3,609,032	1,885,884	1,327,960
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Transfers In	96,017	105,370	-	-
Transfers Out	(64,425)	(65,429)	(130,942)	(141,299)
Net Cash Provided (Used) by Noncapital Activities	31,592	39,941	(130,942)	(141,299)
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES				
Acquisition of Capital Assets	(1,383,706)	(1,631,732)	(356,009)	(4,806,813)
Proceeds from Bonds Issued	-	-	-	2,481,000
Proceeds from Sales of Capital Assets	1,300	156,269	67,615	94,534
Principal paid on Outstanding Debt	(673,983)	(655,363)	(816,000)	(215,000)
Interest paid on Outstanding Debt	(727,713)	(750,420)	(24,142)	(31,666)
Net Cash Provided (Used) by Capital and Related Financing Activities	(2,784,102)	(2,881,246)	(1,128,536)	(2,477,945)
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	48,672	58,852	16,134	29,202
Net Cash Provided (Used) by Investing Activities	48,672	58,852	16,134	29,202
Net Increase (Decrease) in Cash and Cash Equivalents	632,567	826,579	642,540	(1,262,082)
Cash and Cash Equivalents - Beginning of Year	7,498,535	6,671,956	2,921,949	4,184,031
Cash and Cash Equivalents - End of Year	$ 8,131,102	$ 7,498,535	$ 3,564,489	$ 2,921,949
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ 1,323,822	$ 1,831,832	$ 1,061,987	$ 669,970
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	$ 1,934,845	$ 1,852,900	$ 1,069,685	$ 979,954
(Increase) Decrease in Receivables	66,775	(504,661)	29,149	(41,376)
(Increase) Decrease in Inventory	-	-	-	-
(Increase) Decrease in Prepaids	-	-	-	-
Increase (Decrease) in Accounts Payable	17,574	380,216	(169,195)	(23,596)
Increase (Decrease) in Customer Deposits	11,264	40,273	-	-
Increase (Decrease) in Accrued Liabilities	(1,132)	11,570	(104,530)	(268,469)
Increase (Decrease) in Unearned Revenue	(11,789)	(3,216)	-	-
Increase (Decrease) in Accrued Vacation and Sick Leave	(4,954)	118	(1,212)	11,477
Increase (Decrease) in Claims and Judgments	-	-	-	-
Total Adjustments	2,012,583	1,777,200	823,897	657,990
Net Cash Provided (Used) by Operating Activities	$ 3,336,405	$ 3,609,032	$ 1,885,884	$ 1,327,960
Noncash Investing, Capital, and Financing Activities:				
Contributions of Capital Assets from Developers	$ 54,080	$ 49,000	$ 52,160	$ 24,400

The notes to the financial statements are an integral part of this statement

Storm Sewer Fund Current Year	Storm Sewer Fund Prior Year	Other Enterprise Funds Current Year	Other Enterprise Funds Prior Year	Total Current Year	Total Prior Year	Governmental Activities Internal Service Funds
$ 2,788,550	$ 2,764,951	$ 5,751,304	$ 5,711,005	$ 25,088,094	$ 24,025,140	$ -
298,423	165,038	29,520	9,468	2,043,880	1,931,948	2,648,632
(907,038)	(72,400)	(4,606,317)	(4,284,400)	(12,047,693)	(10,087,755)	(1,735,169)
(652,627)	(665,275)	(1,238,127)	(1,340,049)	(6,191,491)	(6,494,276)	(820,982)
(337,013)	(360,310)	(375,354)	(391,980)	(2,919,180)	(2,902,017)	-
1,190,295	1,832,004	(438,974)	(295,956)	5,973,610	6,473,040	92,481
-	-	764,809	300,000	860,826	405,370	200,000
(129,619)	(67,068)	(136,234)	(33,534)	(461,220)	(307,330)	(10,765)
68,648	(67,068)	628,575	266,466	597,873	98,040	189,235
(1,328,132)	(650,741)	(119,979)	(30,133)	(3,187,826)	(7,119,419)	-
-	-	-	-	-	2,481,000	-
-	25,542	1,135	-	70,050	276,345	-
(243,017)	(234,637)	-	-	(1,733,000)	(1,105,000)	-
(212,799)	(222,352)	-	-	(964,654)	(1,004,438)	-
(1,783,948)	(1,082,188)	(118,844)	(30,133)	(5,815,430)	(6,471,512)	-
15,164	23,372	10,681	13,741	90,651	125,167	-
15,164	23,372	10,681	13,741	90,651	125,167	-
(509,841)	706,120	81,438	(45,882)	846,704	224,735	281,716
2,969,908	2,263,788	1,307,433	1,353,315	14,697,825	14,473,090	1,902,363
$ 2,460,067	$ 2,969,908	$ 1,388,871	$ 1,307,433	$ 15,544,529	$ 14,697,825	$ 2,184,079
$ 954,530	$ 819,382	$ (232,291)	$ (484,471)	$ 3,108,048	$ 2,836,713	$ 385,454
$ 644,005	$ 630,123	$ 145,763	$ 145,213	$ 3,794,298	$ 3,608,190	$ 19,835
(4,834)	(14,362)	(5,052)	(34,623)	86,038	(595,022)	-
-	-	-	-	-	-	(3,338)
-	-	680	(680)	680	(680)	-
(30,622)	20,910	23,327	(24,305)	(158,916)	353,225	(27,680)
-	-	-	-	11,264	40,273	-
(505)	3,826	(393,801)	119,720	(499,968)	(133,353)	(4,858)
(371,316)	371,316	31,515	(19,252)	(351,590)	348,848	-
(963)	809	(9,115)	2,442	(16,244)	14,846	(39,366)
-	-	-	-	-	-	(237,566)
235,765	1,012,622	(206,683)	188,515	2,865,562	3,636,327	(292,973)
$ 1,190,295	$ 1,832,004	$ (438,974)	$ (295,956)	$ 5,973,610	$ 6,473,040	$ 92,481
$ 90,000	$ -	$ -	$ -	$ 196,240	$ 73,400	$ -

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1. Summary of Significant Accounting Policies

A. Reporting Entity

The basic financial statements of the City of Orem (the City) have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applicable to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing accounting and financial reporting principles. With the release of Statement No. 62 (Codification of Accounting and Financial Reporting Guidance contained in Pre-November 30, 1989 FASB and AICPA Pronouncements), accounting and financial reporting for all governmental and proprietary fund types as well as the government-wide statements of the City are now required to follow only GASB guidance. This brings all authoritative accounting and financial reporting literature together in one place and eliminates the need to determine which FASB and AICPA pronouncement provisions might have applied, thereby resulting in a more consistent application of applicable guidance in the financial statements.

The City of Orem was incorporated in 1919 and covers approximately 18.25 square miles. The City operates under a Council-Manager form of government. As required by GAAP, the City and its component units (entities for which the City is considered to be financially accountable) present this Comprehensive Annual Financial Report (CAFR). The City is considered to be financially accountable for an organization if the City appoints a voting majority of that organization or there is a potential for that organization to provide specific financial benefits to or impose specific financial burdens on the City. The City is also considered to be financially accountable for an organization if that organization is fiscally dependent (i.e., it is unable to adopt its budget, levy taxes, set rates or charges, or issue bonded debt without approval from the City).

The component units discussed below are included as part of the City's reporting entity as *blended* component units within its <u>governmental</u> funds.

- The Redevelopment Agency of the City of Orem (RDA) was established to prepare and carry out plans to improve, rehabilitate and redevelop blighted areas within the City. The RDA is governed by a board of trustees composed of the Mayor and members of the City Council. Although it is a legally separate entity from the City, the RDA is reported as if it were part of the primary government because of the City's ability to impose its will upon the operations of the RDA. The RDA is included in these financial statements as the Redevelopment Agency Special Revenue Fund. Separate financial statements are not issued for the RDA.

- The City of Orem Foundation is a nonprofit charitable foundation. The Internal Revenue Service (IRS) gave the City permission to form and operate the trust as an approved section 501(c)3 charitable foundation. This enables donors broader charitable donation capabilities since all

1. Summary of Significant Accounting Policies (continued)

A. Reporting Entity (continued)

donations may be fully tax deductible. Although it is a legally separate entity from the City, the City of Orem Foundation is reported as if it were part of the primary government because of the City's ability to impose its will upon its operations, its board of directors is substantively the same as the City's, and all of its services are for the benefit of the City. It is included in these financial statements as the Orem Foundation Trust Special Revenue Fund. Separate financial statements are not issued for this entity.

The component unit discussed below is included as part of the City's reporting entity as a *blended* component unit within its proprietary funds.

- The Special Service Lighting District of the City of Orem (SSLD) was established to purchase, install, and maintain street lights, poles, and fixtures within the City. The SSLD collects fees to pay for the street lighting system and the electricity to operate it. The SSLD is governed by a board of directors composed of the Mayor and members of the City Council. Although a legally separate entity from the City, the SSLD is reported as if it were part of the primary government because of the City's ability to impose its will upon the operations of the SSLD. The SSLD is included in these financial statements as the Street Lighting Fund. Separate financial statements are not issued for the SSLD.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all activities of the City and its component units. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenues. Direct expenses are those which are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment and 2) grants and contributions that

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds and proprietary funds. Major individual governmental and enterprise funds are reported as separate columns in the fund financial statements. The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting, as are the proprietary fund financial statements. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

The use of financial resources to acquire capital assets are capitalized as assets in the government-wide financial statements, rather than reported as expenditures. Proceeds of long-term debt are recorded as liabilities in the government-wide financial statements, rather than an "other financing source". Amounts paid to reduce long-term debt of the City are reported as a reduction of the related liability, rather than an expense in the government-wide financial statements.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter (within sixty days) to pay liabilities of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt-service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due.

Sales and use taxes, franchise taxes, and earned but unreimbursed state, federal, and other grants associated with the current fiscal period are all considered to be susceptible to accrual and therefore have been recognized as revenues of the current fiscal period. Property taxes are measurable as of the date levied (assessed) and are recognized as revenues when they become available. Available means when due, or past due, and received within the current period or collected soon enough thereafter to be used to pay liabilities of the current period. All other revenues are considered to be measurable and available only when the City receives cash.

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

The City reports the following major governmental funds:

- The *General Fund* is the government's primary operating fund. It accounts for all financial resources of the general government, except for those required to be accounted for in another fund.
- The *Debt Service Fund* is used to account for all general obligation debt of the City of Orem. Operating transfers are made from the General Fund to service the debt payments made by this fund. The source of fund revenue for retiring the general obligation debt is principally the power of the City to levy general property tax; however, certain debt is serviced by sales and franchise tax revenues.
- The *Redevelopment Fund* (see Redevelopment Agency of the City of Orem on page 45) is a special revenue fund used to account for the preparation and implementation of plans to improve, rehabilitate, and redevelop blighted areas within the City. The fund receives the majority of its revenues from general property taxes levied against properties that lie within each RDA project's boundaries.

The City reports the following major proprietary funds:

- The *Water Fund* accounts for the activities of the City's water production, treatment, and distribution operations.
- The *Water Reclamation Fund* accounts for the City's sewer collection, treatment, and maintenance operations.
- The *Storm Sewer Fund* accounts for the operation and maintenance of the City's storm sewer system.

The City reports the following internal service funds:

- The *Self-insurance Fund* accounts for the insurance activities of the various funds throughout the City.
- The *Fleet Maintenance Fund* accounts for the costs of operating and maintaining vehicles and equipment owned by the City.
- The *Purchasing/Warehousing Fund* accounts for the centralized purchasing and warehousing operations of the City.

The effect of interfund activity has, generally, been eliminated from the government-wide financial statements. Exceptions to this are payments to the General Fund by various enterprise funds for providing administrative and billing services. Elimination of these charges would distort the direct costs and program revenues reported for the various functions concerned.

1. Summary of Significant Accounting Policies (continued)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (continued)

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of all enterprise funds are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

When both restricted and unrestricted resources are available for use, it is the City's policy to use restricted resources first, then unrestricted resources as they are needed.

D. Assets, Liabilities, and Net Position or Equity

1. Cash and Cash Equivalents

Cash includes cash on hand, demand deposits with banks and other financial institutions, and deposits in other types of accounts or cash management pools that have the general characteristics of demand deposit accounts. City policy allows for the investment of funds in the following types of investments (in compliance with the State of Utah's Money Management Act):

- Time certificates of deposit with federally insured depositories.
- Investment in the Utah Public Treasurer's Investment Fund (PTIF).
- Open-end managed money market mutual funds.
- Qualified repurchase agreements with qualified depositories, certified dealers, or certified depositories.
- Other investments allowed by the State of Utah's Money Management Act.

Investments are reported at fair value. The Utah Public Treasurer's Investment Fund (PTIF), Zions Bank Institutional Liquidity Management Fund (ILM), and Moreton Asset Management Fund all operate in accordance with state laws and regulations. The reported value of these funds is not materially different than the fair value of each Fund's shares.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

1. Cash and Cash Equivalents (continued)

Cash equivalents are defined as short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near maturity that they present insignificant risk of changes in value because of changes in interest rates. Investments with maturities of three months or less when purchased meet this definition.

2. Receivables and Payables

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "due to" or "due from" other funds.

In the Water, Water Reclamation, Storm Sewer, Solid Waste, and Street Lighting funds, the City records utility revenues billed to customers on a monthly basis. Unbilled service accounts receivable at fiscal year-end have been accrued as revenues and receivables.

3. Inventories and Prepaid Items

Inventories of materials and supplies in the Purchasing/Warehousing internal service fund consist principally of materials used to repair the transmission, distribution, collection and treatment systems of the City's proprietary type services. These inventories are valued at cost and accounted for on a first-in, first-out basis (FIFO).

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

4. Capital Assets

The City's capital assets, which includes property, plant, equipment, and infrastructure assets (i.e. roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements.

The City defines capital assets as assets with an individual cost of more than $5,000 and an estimated useful life in excess of three years. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

4. Capital Assets (continued)

Property, plant, and equipment are depreciated using the straight-line method over the following estimated useful lives:

Assets	Years
Infrastructure	33 - 50
Buildings and Systems	25 - $33^1/_3$
Machinery, Equipment, & Vehicles	5 - 20
Furniture and Equipment	5 - 20
Improvements other than Buildings	5 - 10

5. Compensated Absences

For governmental funds, vested or accumulated vacation leave and compensatory time-off are not expected to be liquidated with expendable available financial resources and are thus excluded as a liability in each fund's balance sheet and as an expenditure in the Statement of Revenues, Expenditures, and Changes in Fund Balance. These balances would only be reported in a governmental fund's financial statements as a liability and expenditure if they have matured (are due).

For proprietary funds, vested or accumulated vacation leave and compensatory time-off is recorded as an expense and a liability of those funds as the benefits accrue to the employees.

The government-wide financial statements reflect the entire amount of vested and/or accumulated vacation leave and compensatory time-off for all governmental and proprietary funds and are thus recorded as a liability in the Statement of Net Position and as an expense in the Statement of Activities.

Employees are limited to two years of accumulated vacation leave. Employees earn twelve days of sick leave per year. While sick leave may be accumulated without limitation, no benefits accrue to the employees. Therefore, no liability exists and the costs of accumulated sick leave are charged to expenditures only when used.

1. Summary of Significant Accounting Policies (continued)

D. Assets, Liabilities, and Net Position or Equity (continued)

6. Long-term Obligations

In the government-wide and proprietary fund types financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary fund type statement of net assets. Bond premiums, discounts, and issuance costs are deferred and amortized over the life of the applicable debt. In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

7. Restricted Assets

Restricted assets are primarily comprised of cash and receivables restricted for future payments of principal and interest on debt service, unexpended portions of bonds issued for capital construction purposes, and unexpended taxes collected for very specific uses under state law.

8. Fund Equity Reserves

Fund Balance
In the fund financial statements, governmental funds report classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purposes for which amounts in these funds can be spent.

Restricted Net Position
In the government-wide financial statements as well as the proprietary fund financial statements, restricted net position amounts are legally restricted by outside parties for a specific purpose.

9. Contributions from Developers

Contributions from developers in the proprietary fund financial statements arise from outside contributions of capital assets, or from grants or outside contributions of resources restricted to capital acquisition and construction.

1. Summary of Significant Accounting Policies (continued)

E. Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenditures and expenses during the reporting period. Actual results could differ from those estimates.

2. Reconciliation of Government-wide and Fund Financial Statements

A. Explanation of certain differences between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between *total governmental fund balances* and *net position of governmental activities* as reported in the government-wide Statement of Net Position. This difference primarily results from the long-term economic focus of the Statement of Net Position versus the current financial resources focus of the governmental fund balance sheets.

Capital Related Items
When capital assets that are to be used in governmental activities are purchased or constructed, the cost of these assets are reported as expenditures in governmental funds. However, the Statement of Net Position includes these capital assets among the assets of the City as a whole.

Cost of Capital Assets	$ 246,648,335
Accumulated Depreciation	(99,951,420)
Net adjustment to increase *fund balance - total governmental funds* to arrive at *net position - governmental activities*	$ 146,696,915

Long-term Debt Transactions
Long-term liabilities applicable to the City's governmental activities are not due and payable in the current period and accordingly are not reported as fund liabilities in the governmental fund financial statements. All liabilities (both current and long-term) are reported in the Statement of Net Position.

2. Reconciliation of Government-wide and Fund Financial Statements (continued)

A. Explanation of certain differences between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position (continued)

Long-term liability balances at June 30, 2013 were as follows:

General Obligation Bonds	$ 13,900,000
Sales Tax Revenue Bonds	6,688,000
Special Improvement District Bonds	5,444,000
Franchise Tax Revenue Bonds	2,850,000
Notes Payable	1,199,599
Capital Leases	478,299
Bond Premiums Deferred	620,667
Bond Loss on Defeasance Deferred - Refunding	(165,579)
Bond Issuance Costs Deferred - Refunding	(248,279)
Compensated Absences	1,753,381
Less: Internal Service Funds - Current Portion	(49,832)
Net OPEB Obligations	825,625
Claims and Judgments	980,984
Less: Internal Service Funds - Current Portion	(311,941)
Net adjustment to reduce *fund balance - total governmental funds* to arrive at *net position - governmental activities*	$ 33,964,924

B. Explanation of differences between Governmental Fund Operating Statements and the Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net changes in fund balance - total governmental funds and changes in net position of governmental activities as reported in the government-wide Statement of Activities. One of these differences is explained here in greater detail.

The second element of that reconciliation states that "the issuance of long-term debt provides current financial resources to governmental funds, while the payment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position." The details of this difference are as follows:

2. Reconciliation of Government-wide and Fund Financial Statements (continued)

B. Explanation of differences between Governmental Fund Operating Statements and the Statement of Activities (continued)

Principal payments:	
General Obligation Bonds	$ 1,310,000
Sales Tax Revenue Bonds	746,000
Franchise Tax Revenue Bonds	525,000
Special Improvement District Bonds	481,000
Capital Leases	98,213
Notes Payable	68,714
Subtotal	3,228,927
Net adjustment to increase *net changes in fund balance* - total governmental funds to arrive at *changes in net position of governmental activities*	$ 3,228,927

3. Stewardship, Compliance and Accountability

A. Budgetary Information

Prior to the first regularly scheduled meeting of the City Council in May, the City Manager and appointed Budget Officer, submits to the City Council a proposed operating budget for the fiscal year commencing the following July 1st. The operating budget includes proposed expenditures and the proposed sources of revenues.

Between May 1st and June 22nd, the City Council reviews and adjusts the proposed budget. On or before June 22nd, a public hearing is held and the budget is legally adopted through passage of a resolution, unless a property tax increase is proposed. If a property tax increase is proposed, a hearing must be held on or before August 17th, which does not conflict with other taxing entities that have proposed a property tax increase. At this time the final balanced budget is adopted.

The City Manager, in conjunction with the Budget Officer and the appropriate department head, has the budget authority to transfer budget appropriations within and between any divisions of any budgetary fund. However, the "fund level" is the legal level of control and the City Manager must obtain approval from the City Council to increase revenues or expenditures for any fund.

3. Stewardship, Compliance and Accountability (continued)

A. Budgetary Information (continued)

An individual department is composed of several divisions. Budget transfers may be made between divisions within a fund as long as they are in the same department. However, they may not transfer from one fund to another fund without City Council approval.

The City Council (administrators of the legal level of control), by resolution, have the authority to transfer budget appropriations between individual budgetary funds. A public hearing must be held to increase the total appropriations of any one governmental fund type; however, after the original public hearing, operating and capital budgets of proprietary fund types may be increased by resolution without an additional hearing.

Annual budgets for the General Fund, all Special Revenue Funds, Debt Service Funds, and Capital Projects Funds were legally adopted by the City and are prepared on the modified-accrual method of accounting. Although Utah State law requires the initial preparation of budgets for all City funds (both governmental and proprietary), it only requires the reporting of actual versus such budgets for governmental funds.

Tax Revenues
Property taxes are collected by the Utah County Treasurer and remitted to the City in two to three installments in December, January, and a final settlement generally in March of the new calendar year. Taxes are levied and are due and payable on November 1st and delinquent after November 30th of each year at which time they become liens if not paid. An accrual of uncollected current and prior year's property taxes beyond those received within 60 days after the fiscal year end has not been made, as the amounts are not deemed to be material.

Sales taxes are collected by the Utah State Tax Commission and remitted to the City monthly. An accrual has been made for all taxes received by the State for the period ended June 30 and thus are due and payable to the City.

Franchise taxes are charged to various utility companies doing business within the City including telephone, cable television, gas utility, and electric utility companies. The fees are remitted on a monthly, quarterly, or annual basis. An accrual has been made for all fees due and payable to the City at June 30.

4. Detailed Notes for all Funds

A. Deposits and Investments

The City's deposit and investment activities are governed by the Utah Money Management Act (*Utah Code*, Title 51, Chapter 7) and rules of the State of Utah Money Management Council.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Custodial Credit Risk – Deposits
The custodial credit risk for deposits is the risk that in the event of a bank failure, the City's deposits may not be recovered. The Money Management Act requires deposits be in a qualified depository. The Act defines a qualified depository as any financial institution whose deposits are insured by an agency of the federal government and which has been certified by the State Commissioner of Financial Institutions as meeting the requirements of the Act and adhering to the rules of the Utah Money Management Council.

The deposits in the bank in excess of the insured amount are uninsured and uncollateralized. Deposits are not collateralized nor are they required to be by state statute. The City has no formal policy regarding custodial credit risk for these deposits. As of June 30, 2013, $2,991,077 of the City's bank balance of $3,202,890 is exposed to custodial credit risk as uninsured and uncollateralized. The carrying amount of the deposits at June 30, 2013 is $2,505,416.

Investments
The Money Management Act defines the types of securities authorized as appropriate investments and the conditions for making investment transactions. Investment transactions may be conducted only through qualified depositories, certified dealers, or directly with issuers of investment securities.

The Act authorizes investments in both negotiable and nonnegotiable deposits of qualified depositories and permitted negotiable depositories; repurchase and reverse repurchase agreements; commercial paper that is classified as "first tier" by two nationally recognized statistical rating organizations, one of which must be Moody's Investors Services or Standard & Poor's; bankers' acceptances; obligations of the United States Treasury including bills, notes, and bonds; obligations, other than mortgage derivative products, issued by U.S. government sponsored enterprises (U.S. Agencies) such as the Federal Home Loan Bank System, Federal Home Loan Mortgage Corporation (Freddie Mac), Federal National Mortgage Association (Fannie Mae), and Student Loan Marketing Association (Sallie Mae); bonds, notes, and other evidence of indebtedness of political subdivisions of the State; fixed rate corporate obligations and variable rate securities rated "A" or higher, or the equivalent of "A" or higher, by two nationally recognized statistical rating organizations; and shares or certificates in a money market mutual fund as defined in the Act.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Investments (continued)
The City's investments at June 30, 2013 are presented below:

Investment Type	Fair Value	Investment Maturities (in years) Less Than 1	1 - 5	6 - 10	More Than 10
Debt Securities					
Utah Public Treasurer's Investment Fund	$ 31,013,438	$ 31,013,438	$ -	$ -	$ -
Zions Bank Inst. Liquidity Management Fund	11,649,314	9,966,294	1,683,020	-	-
Moreton Asset Management Fund	5,002,340	2,357,452	2,644,888	-	-
U.S. Treasuries	333,049	333,049	-	-	-
Total Debt Securities	$ 47,998,141	$ 43,670,233	$ 4,327,908	$ -	$ -

Interest Rate Risk - Investments
Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment.

The City's policy for managing interest rate risk is to comply with the State's Money Management Act. Section 51-7-11 of the Act requires that the remaining term to maturity of investments may not exceed the period of availability of the funds to be invested. The Act further limits the remaining term to maturity on all investments in commercial paper, bankers' acceptances, fixed rate negotiable deposits, and fixed rate corporate obligations to 270-365 days or less. In addition, variable rate negotiable deposits and variable rate securities may not have a remaining term to final maturity exceeding two years.

Credit Risk of Debt Securities
Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The City follows the Money Management Act as previously discussed as its policy for reducing exposure to investment credit risk.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Credit Risk of Debt Securities (continued)
The City's debt investments ratings at June 30, 2013 are presented below:

Rated Debt Investments	Fair Value	Quality Ratings AAA	AA	A	Unrated
Debt Securities					
Utah Public Treasurer's Investment Fund	$ 31,013,438	$ -	$ -	$ -	$ 31,013,438
Zions Bank Inst. Liquidity Management Fund	11,649,314	1,801,160	-	3,407,684	6,440,470
Moreton Asset Management Fund	5,002,340	2,133,707	205,486	2,663,147	-
U.S. Treasuries	333,049	-	-	-	333,049
Total Debt Securities	$ 47,998,141	$ 3,934,867	$ 205,486	$ 6,070,831	$ 37,786,957

Custodial Credit Risk – Investments
Custodial credit risk for investments is the risk that, in the event of a failure of the counter party, the City will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party. The City does not have a formal policy for custodial credit risk.

Most of the City's investments at June 30, 2013 were with the Utah Public Treasurer's Investment Fund (PTIF) and therefore, are not categorized as to custodial credit risk. The investments in the Zions Bank Institutional Liquidity Management Fund (ILM) have custodial credit risk exposure. Of the $11,649,314 invested in the ILM Fund, none of the related securities are uninsured or unregistered. The investments in the Moreton Asset Management Fund have custodial credit risk exposure. Of the $5,002,340 invested in the Moreton Asset Management Fund, none of the related securities are uninsured or unregistered.

Additional information regarding the Utah PTIF, Zions Bank ILM Fund, and Moreton Asset Management Fund is available in footnote 4.B. of these notes to the financial statements.

The investment in U.S. Treasuries represent amounts held in various bond trust funds.

Concentration of Credit Risk – Investments
Concentration of credit risk is the risk of a loss attributed to the magnitude of a government's investment in a single issuer.

4. Detailed Notes for all Funds (continued)

A. Deposits and Investments (continued)

Concentration of Credit Risk – Investments (continued)
The City's policy for reducing this risk of loss is to comply with the Rules of the Money Management Council. Rule 17 of the Money Management Council limits investments in a single issuer of commercial paper and corporate obligations to between 5 and 10 percent depending upon the total dollar amount held in the portfolio. The Money Management Council limitations do not apply to securities issued by the U.S. Government and its agencies. Most of the City's investments at June 30, 2013 were with the Utah PTIF and therefore, are not categorized as to concentration of credit risk.

There are no amounts invested directly in Zions Bank securities either as corporate notes or as securities within the ILM Fund. There are no amounts invested directly in Moreton securities either as corporate notes or as securities within the Moreton Asset Management Fund.

Additional information regarding the Utah PTIF, Zions Bank ILM Fund, and Moreton Asset Management Fund is available in footnote 4.B. of these notes to the financial statements.

B. External Investment Pools

Public Treasurer's Investment Fund (PTIF)
The City invests in this external investment pool which is administered by the Treasurer of the State of Utah. State agencies, municipalities, counties, and local governments within the state are allowed to invest in the PTIF. There is no required participation and no minimum balance or minimum/maximum transaction requirements.

The PTIF is not registered with the SEC as an investment company. The PTIF is authorized and regulated by the Money Management Act, Chapter 51-7, Utah Code Annotated, 1953, as amended. The Act establishes the Money Management Council which oversees the activities of the State Treasurer and the PTIF. The Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the PTIF are not insured or otherwise guaranteed by the State of Utah and participants share proportionally in any realized gains or losses on investments.

The PTIF allocates income and issues statements on a monthly basis. The PTIF operates and reports to participants on an amortized cost basis. The participants' balance is their investment deposited in the PTIF plus their share of income, gains and losses, net of administration fees, which are allocated to each participant on the ratio of each participant's share to the total funds in the PTIF.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Public Treasurer's Investment Fund (PTIF) (continued)
Twice a year, at June 30 and December 31, the investments are valued at fair value to enable participants to adjust their investments in this pool at fair value. The Bank of New York and the State of Utah separately determine each security's fair value in accordance with GASB 31 (i.e. for almost all pool investments the quoted market price as of June 30, 2013) and then compare those values to come up with an agreed upon fair value of the securities.

As of June 30, 2013, the City had $31,013,438 invested in the PTIF which had a fair value of $31,169,178 for an unrealized gain of $155,740. Due to the insignificance of this amount in relation to the funds affected by the unrealized gain, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

The following table shows statistical information about this investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	93.36 %
Money Market Accounts and Certificates of Deposit	6.64 %
U.S. Government Securities	0.00 %
Total	100.00 %

Zions Bank Institutional Liquidity Management Fund (ILM)
The City invests in this external investment pool which is administered by the Investment Management and Capital Markets Division of Zions Bancorporation. The required minimum balance is $5,000,000. There are no minimum/maximum transaction requirements.

The ILM is not registered with the SEC as an investment company. The ILM is a registered investment advisor and is certified by the Utah Money Management Council. The Utah Money Management Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the ILM are not insured or otherwise guaranteed by Zions Bank. The ILM issues statements on a monthly basis. It operates and reports on an amortized cost basis. The ILM balance is the City's investment plus income and gains less losses and administration fees.

As of June 30, 2013, the City had $11,649,314 invested in the ILM which had a fair value of $11,639,764 for an unrealized loss of $9,550. Due to the insignificance of this amount in relation to the funds affected by the unrealized loss, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Zions Bank Institutional Liquidity Management Fund (ILM) (continued)

The following table shows statistical information about the Zions Bank ILM investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	29.25 %
Money Market Accounts and Certificates of Deposit	55.29 %
U.S. Government Securities	15.46 %
Total	100.00 %

Moreton Asset Management Fund

The City invests in this external investment pool which is administered by the Moreton Advisors group. The required minimum balance is $5,000,000. There are no minimum/maximum transaction requirements.

The Moreton Asset Management Fund is not registered with the SEC as an investment company. The Moreton Asset Management Fund is a registered investment advisor and is certified by the Utah Money Management Council. The Utah Money Management Act details the investments that are authorized, which are high-grade securities, and therefore, there is very little credit risk except in the most unusual and unforeseen circumstances.

Deposits in the Moreton Asset Management Fund are not insured or otherwise guaranteed by Moreton. The Moreton Asset Management Fund issues statements on a monthly basis. It operates and reports on an amortized cost basis. The Moreton Asset Management Fund balance is the City's investment plus income and gains less losses and administration fees.

As of June 30, 2013, the City had $5,002,340 invested in the Moreton Asset Management Fund which had a fair value of $4,988,561 for an unrealized loss of $13,779. Due to the insignificance of this amount in relation to the funds affected by the unrealized loss, the fair value of investments in this external investment pool is deemed to be the amortized cost of the investment.

4. Detailed Notes for all Funds (continued)

B. External Investment Pools (continued)

Moreton Asset Management Fund (continued)

The following table shows statistical information about the Moreton Asset Management Fund investment pool:

Investment Type	Investment Percentage
Corporate Bonds and Notes	57.35 %
Money Market Accounts and Certificates of Deposit	32.65 %
U.S. Government Securities	10.00 %
Total	100.00 %

C. Customer Deposits

Enterprise fund deposits are deposits the City requires from residential or business customers who are receiving a utility connection but have a bankruptcy on record or have had their water turned off (or about to be turned off) for a third time in a twelve month period of time. The deposit is refundable after one year of satisfactory payment history.

D. Loans Receivable - CDBG and EDA Loans

The City uses monies from the Community Development Block Grant (CDBG) program to create housing rehabilitation and business development loans. Additional funds from the Economic Development Agency (EDA) and the Utah Revolving Loan Fund are used to supplement the business development loan program. The principal balance of the loans at June 30, 2013, as summarized below, has been shown in the government-wide statement of net assets as follows:

Housing Rehabilitation Loans	$ 356,228
Business Development Loans	290,660
Total	$ 646,888

E. Receivables

Receivables as of June 30, 2013 for the government's individual major funds, as well as nonmajor funds in the aggregate, including the applicable allowances for uncollectible accounts, are as follows:

4. Detailed Notes for all Funds (continued)

E. Receivables (continued)

	Receivables	Allowance for Uncollectibles	Net Total Receivables
General:			
Property Taxes	$ 4,684,702	$ -	$ 4,684,702
Other Taxes	4,722,974	-	4,722,974
Special Assessments	5,000,876	-	5,000,876
Intergovernmental	193,952	-	193,952
Accounts	376,351	(1,496)	374,855
Due from Other Funds	150,995	-	150,995
Subtotal - General	15,129,850	(1,496)	15,128,354
Debt Service:			
Property Taxes	1,933,950	-	1,933,950
Notes Receivable	9,258,140	(6,784,608)	2,473,532
Redevelopment:			
Property Taxes	4,045,000	-	4,045,000
Water:			
Accounts	1,495,817	(14,545)	1,481,272
Water Reclamation:			
Accounts	741,871	(6,459)	735,412
Storm Sewer:			
Accounts	291,419	(2,914)	288,505
Nonmajor Funds:			
Other Taxes	306,921	-	306,921
Intergovernmental	94,771	-	94,771
Accounts	486,604	(4,744)	481,860
Notes Receivable	1,620,995	(239,291)	1,381,704
Subtotal - Nonmajor	2,509,291	(244,035)	2,265,256
Totals	$ 35,405,338	$ (7,054,057)	$ 28,351,281

All receivables are expected to be collected within one year except for $3,974,342 of special assessments in the General Fund, $2,473,532 of notes receivable in the Debt Service Fund, $17,907 of receivables in the Water Reclamation Fund, and $1,231,781 of notes receivable in the nonmajor funds.

Governmental funds report *unearned revenues* in connection with receivables for revenues that are not considered to be available to liquidate liabilities of the current period. Governmental funds also delay revenue recognition in connection with resources that have been received, but not yet earned.

At the end of the current fiscal year, the various components of *unearned revenue* reported in the governmental funds were as follows:

4. Detailed Notes for all Funds (continued)

E. Receivables (continued)

	Unavailable	Unearned
Property Taxes Receivable	$ 10,663,652	$ 10,663,652
Donations and Other Funds to be Used for Specific Programs	-	1,174,660
Grant Money Used in Revolving Loan Programs	-	646,888
Special Assessments not yet Due	5,000,877	177,255
Total Unearned Revenue for Governmental Funds	$ 15,664,529	$ 12,662,455

F. Capital Assets

Governmental activities capital asset activity for the year ended June 30, 2013 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Governmental Activities:				
Capital Assets, not being depreciated:				
Land	$ 59,028,414	$ -	$ -	$ 59,028,414
Construction in Progress	260,971	568,256	(589,923)	239,304
Total Capital Assets, not being depreciated	59,289,385	568,256	(589,923)	59,267,718
Capital Assets, being depreciated:				
Buildings and Systems	29,020,212	-	-	29,020,212
Improvements other than Buildings	28,623,392	126,960	(109,553)	28,640,799
Machinery and Equipment	17,925,682	294,431	(196,027)	18,024,086
Infrastructure	111,188,498	509,987	(2,965)	111,695,520
Total Capital Assets, being depreciated	186,757,784	931,378	(308,545)	187,380,617
Less Accumulated Depreciation for:				
Buildings and Systems	(14,396,695)	(1,039,705)	-	(15,436,400)
Improvements other than Buildings	(15,046,584)	(1,222,749)	109,537	(16,159,796)
Machinery and Equipment	(12,584,386)	(1,211,932)	176,374	(13,619,944)
Infrastructure	(51,649,559)	(3,088,686)	2,965	(54,735,280)
Total Accumulated Depreciation	(93,677,224)	(6,563,072)	288,876	(99,951,420)
Total Capital Assets, being depreciated, net	93,080,560	(5,631,694)	(19,669)	87,429,197
Governmental Activities Capital Assets, net	$ 152,369,945	$ (5,063,438)	$ (609,592)	$ 146,696,915

4. Detailed Notes for all Funds (continued)

F. Capital Assets (continued)

Business-type activities capital asset activity for the year ended June 30, 2013 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Business-type Activities:				
Capital Assets, not being depreciated:				
Land	$ 1,786,065	$ 854,184	$ (131,775)	$ 2,508,474
Intangibles	20,000	-	-	20,000
Construction in Progress	13,231,587	2,026,411	(13,715,737)	1,542,261
Total Capital Assets, not being depreciated	15,037,652	2,880,595	(13,847,512)	4,070,735
Capital Assets, being depreciated:				
Buildings and Systems	9,911,584	-	(328,336)	9,583,248
Improvements other than Buildings	11,967,380	208,711	(21,741)	12,154,350
Machinery and Equipment	7,790,972	294,469	(319,925)	7,765,516
Infrastructure	111,975,503	13,843,800	(5,124,201)	120,695,102
Total Capital Assets, being depreciated	141,645,439	14,346,980	(5,794,203)	150,198,216
Less Accumulated Depreciation for:				
Buildings and Systems	(6,774,573)	(195,242)	205,396	(6,764,419)
Improvements other than Buildings	(3,827,487)	(565,706)	21,741	(4,371,452)
Machinery and Equipment	(5,529,241)	(511,420)	319,925	(5,720,736)
Infrastructure	(55,467,845)	(2,521,930)	5,124,201	(52,865,574)
Total Accumulated Depreciation	(71,599,146)	(3,794,298)	5,671,263	(69,722,181)
Total Capital Assets, being depreciated, net	70,046,293	10,552,682	(122,940)	80,476,035
Business-type Activities Capital Assets, net	$ 85,083,945	$ 13,433,277	$ (13,970,452)	$ 84,546,770

4. Detailed Notes for all Funds (continued)

F. Capital Assets (continued)

Depreciation expense was charged to functions/programs of the primary government as follows:

Governmental Activities:		
General Government	$	274,959
Public Safety		1,089,520
Highway and Streets		3,596,415
Parks, Recreation and Arts		1,416,076
Redevelopment		89,429
Economic and Physical Development		76,838
Capital assets held by the government's internal service funds are charged to various functions based on their usage of the assets		19,835
Total Depreciation Expense - Governmental Activities	$	6,563,072
Business-type Activities:		
Water	$	1,934,845
Water Reclamation		1,069,685
Storm Sewer		644,005
Recreation		106,022
Street Lighting		39,741
Total Depreciation Expense - Business-type Activities	$	3,794,298

Construction Commitments

The City has active construction projects as of June 30, 2013. The projects include street construction in areas with newly developed housing, widening and construction of existing streets and sidewalks, water, water reclamation, and storm sewer system improvements, and new construction and improvements to various public facilities. At year-end, the City's commitments with contractors and others are as follows:

Project	Spent-to-Date	Remaining Commitment
Water Systems Improvements	$ 859,591	$ 2,359,002
Street Construction and Improvements	107,040	1,515,769
Public Facility Construction & Improvements	-	42,636
Water Reclamation Improvements	84,012	189,188
Storm Sewer Improvements	373,843	842,608
Park and Recreation Improvements	1,165	326,409
Total	$ 1,425,651	$ 5,275,612

4. Detailed Notes for all Funds (continued)

G. Interfund Receivable, Payables and Transfers

The composition of interfund balances as of June 30, 2013 is as follows:

Due to/from Other Funds

Loans made between funds are reflected as "due to, due from" on the respective funds' Balance Sheet (governmental funds) and/or Statement of Net Position (business-type funds). They are as follows:

Receivable Fund	Payable Fund	Amount
General	Nonmajor Governmental Funds	$ 92,459
General	Nonmajor Enterprise Funds	58,536
Total		$ 150,995

The outstanding balances between funds are primarily due to the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made.

Interfund Transfers

Transfers between funds occur primarily to finance programs accounted for in one fund with resources collected in other funds in accordance with budgetary authorizations. Interfund transfers for the year ended June 30, 2013 are as follows:

	In	Out
Major Funds:		
General	$ 2,077,155	$ 6,008,519
Debt Service Fund	4,540,171	200,000
Redevelopment Fund	-	1,332,682
Water Fund	96,017	64,425
Water Reclamation Fund	-	130,942
Storm Sewer Fund	-	129,619
Nonmajor Governmental Funds	582,654	247,620
Nonmajor Enterprise Funds	964,809	146,999
	$ 8,260,806	$ 8,260,806

4. Detailed Notes for all Funds (continued)

H. Jointly Governed Organizations

The City in conjunction with other governmental entities, jointly governs several organizations. Each organization's board is comprised of one member from each participating entity. A brief description of the City's relationship with each organization follows:

Utah Risk Management Mutual Association (URMMA) - The City provides for its general liability risks and worker's compensation through a joint protection agreement with URMMA. During the year ended June 30, 2013, the City paid premiums of approximately $255,000 to URMMA.

North Pointe Solid Waste Special Service District (NPSWSSD) - The district is a component unit of Utah County and represents thirteen cities in the northern part of the county. NPSWSSD was created to process and dispose of municipal solid waste. The City disposes of its solid waste through an agreement with NPSWSSD, which operates a solid waste transfer station. The City is represented on the NPSWSSD board and has voting rights related to the operations and financing of NPSWSSD. NPSWSSD has a service contract for the ultimate disposal of waste at a landfill located in an adjacent county. During the year ended June 30, 2013, the City paid solid waste tipping fees of approximately $819,000 to NPSWSSD. The City's waste, by weight, represents approximately 25% of all of the solid waste processed by NPSWSSD.

North Utah Valley Animal Services Special Service District (NUVAS) - The Utah County Board of Commissioners ("The Commission) created the district. The Commission delegated all powers to manage the district to an Administrative Control Board which has three members appointed by the Commission and a member from each of the fourteen participating cities. Each participating city delivers stray, homeless, endangered, injured or other animals to the district's shelter facility. NUVAS is charged with identifying and/or locating the animal's rightful owner. Personnel of the district also evaluate, house, treat and/or humanely dispose of any animal brought to them by the City. NUVAS also handles all licensing and licensing renewals. During the year ended June 30, 2013, the City paid participation fees of approximately $80,000 to NUVAS.

Utah Telecommunication Open Infrastructure Agency (UTOPIA) – UTOPIA was formed under the Utah Interlocal Cooperation Act by its eighteen founding cities, of which, the City of Orem is a member. This agency has the assignment to design, finance, build, operate and maintain a fiber-to-home and fiber-to-business fiber optic communication network. UTOPIA will build the infrastructure but private companies will deliver the services over the network. During the year ended June 30, 2013, the City paid UTOPIA approximately $8,000 in customer service fees. The City also paid $2,807,596 in pledge funds into a debt service reserve fund which was used to pay UTOPIA debt obligations for the fiscal year. A corresponding long-term note

4. Detailed Notes for all Funds (continued)

H. Jointly Governed Organizations (continued)

receivable was also increased by this amount. See footnote 5.B. (Other information, contingent liabilities) for additional information.

Utah Infrastructure Agency (UIA) – UIA was formed under the Utah Interlocal Cooperation Act by its nine member cities, of which, the City of Orem is a member. This agency was organized to provide for the acquisition, construction, and installation of telecommunication and cable television lines to a customer's premises using a demand utility model. During the year ended June 30, 2013, the City forwarded Contract Utility Enhancement (CUE) agreement receipts of approximately $53,000 to UIA.

I. Capital Leases

The City has entered into certain lease agreements under which the related equipment will become the property of the City when the terms of the lease agreement are met. All City lease contracts contain a fiscal non-funding clause that allows the City Council the option of terminating the lease agreement at the end of any fiscal year. In the opinion of City management, the likelihood of this clause being exercised is remote.

The following is a schedule, by year, of future minimum lease payments of all capital leases as well as the present value of the net minimum lease payments as of June 30, 2013:

Year ending June 30,	Governmental Activities
2014	$ 113,228
2015	91,877
2016	90,007
2017	88,138
2018	84,281
2019-2020	41,456
Total minimuim lease payments	508,987
Less: Amount representing interest	(30,688)
Present value of net minimum lease payments	$ 478,299

Equipment and related accumulated depreciation under capital leases is as follows:

	Governmental Activities
Cost of Equipment	$ 641,116
Accumulated Depreciation	(92,099)
Difference	$ 549,017

4. Detailed Notes for all Funds (continued)

J. Long-term Debt

General Obligation Bonds
The City issues general obligation bonds to provide funds for the acquisition and construction of major capital projects. All general obligation bonds issued are for governmental activities. The original amount of general obligation bonds issued in prior years was $21,340,000.

General obligation bonds are direct obligations and pledge the full faith and credit of the government.

General obligation bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental activities:		
2004 Road Construction-Refunding	3.00% to 4.00%	$ 1,740,000
2005 Road Construction	3.50% to 5.00%	6,320,000
2006 Road Construction	3.63% to 5.00%	3,995,000
2009 Road Construction-Refunding	2.75% to 5.00%	1,845,000
Total		$ 13,900,000

Annual debt service requirements to maturity for the above reflected general obligation debt is as follows:

Year Ended June 30,	Governmental Activities Principal	Interest	Totals
2014	$ 1,350,000	$ 582,250	$ 1,932,250
2015	1,410,000	526,850	1,936,850
2016	1,475,000	469,229	1,944,229
2017	1,535,000	407,648	1,942,648
2018	1,115,000	351,551	1,466,551
2019-2023	4,875,000	1,075,839	5,950,839
2024-2028	2,140,000	108,250	2,248,250
Totals	$ 13,900,000	$ 3,521,617	$ 17,421,617

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Special Assessment Bonds
Special assessment bonds are generally issued to provide funds for the construction of streets, sidewalks, parking structures, water lines, sewer lines, and other infrastructure in new commercial or residential construction developments.

These bonds will be repaid from amounts levied against the property owners benefitted by the construction. In the event a deficiency exists because of unpaid or delinquent special assessments at the time a debt service payment is due, the government must provide resources to cover the deficiency until other resources, for example, foreclosure proceeds, are received. The City has a first lien priority in all of these projects.

The City has the following special assessment bonds outstanding at June 30, 2013:

Canyon River SID Bonds – Series 2001
In October of 2001, the City issued Canyon River special improvement district bonds of $3,680,000 through private placement for property improvements. The terms of the bond contract require principal and interest payable annually commencing March 2002 and continuing through March 2016. The interest rate varies between 4.59% and 5.00%. Outstanding principal at June 30, 2013, is $605,000.

Midtown Village SID Bonds – Series 2009
In March of 2009, the City issued Midtown Village special improvement district bonds of $3,943,000 through private placement for property improvements. The terms of the bond contract require principal and interest payable annually commencing December 2009 and continuing through December 2028. The interest rate is 4.35%. Outstanding principal at June 30, 2013, is $3,074,000.

Northgate Village SID Bonds – Series 2010
In November of 2010, the City issued Northgate Village special improvement district bonds of $1,915,000 through private placement for the improvement of property. The terms of the bond contract require principal and interest payable annually commencing November 2011 and continuing through November 2025. The interest rate is fixed at 7.75%. Outstanding principal at June 30, 2013, is $1,765,000.

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Special Assessment Bonds (continued)

Special assessment bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
Property Improvement - Infrastructure	4.59% - 5.00%	$ 605,000
Property Improvement - Parking Structure	4.35%	3,074,000
Property Improvement - Infrastructure	7.75%	1,765,000
Total		$ 5,444,000

Annual debt service requirements to maturity for the above reflected special assessment bonds is as follows:

Year Ended June 30,	Governmental Activities Principal	Interest	Totals
2014	$ 468,000	$ 293,072	$ 761,072
2015	445,000	270,875	715,875
2016	471,000	247,545	718,545
2017	274,000	222,831	496,831
2018	291,000	207,765	498,765
2019-2023	1,708,000	778,672	2,486,672
2024-2028	1,787,000	251,682	2,038,682
Totals	$ 5,444,000	$ 2,272,442	$ 7,716,442

Revenue Bonds

All of the City's water and storm sewer, water quality, franchise tax, and sales tax revenue bonds are payable solely by a pledge and assignment of their associated revenue sources. For additional information regarding the City's pledged-revenue coverage, see the table on pages 150-151. The City has the following revenue bonds outstanding at June 30, 2013:

Water Quality Revenue Bonds

In April of 1994, the City entered into an agreement to issue revenue bonds through the Utah State Department of Water Quality of $3,500,000. The proceeds of the bonds were used to construct facilities at the Water Reclamation Plant. The bond contract terms require principal and interest payable annually beginning in February 1995 and continuing through February

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)

Water Quality Revenue Bonds (continued)
2015. Payments on the bonds are paid by sewer charges to customers. The interest rate is fixed at 3.50%. Outstanding principal at June 30, 2013, is $467,757.

Water and Storm Sewer Revenue Bonds – Series 2005 A
In March of 2005, the City issued revenue bonds of $17,390,000 through private placement for completion of improvements to the City's water and storm sewer systems. Bond contract terms require principal payable annually commencing in July of 2006 with interest payable semi-annually in January and July through July 2025. The interest rate varies between 3.50% and 5.25%. Outstanding principal at June 30, 2013, is $12,985,000.

Water and Storm Sewer Revenue Bonds – Series 2005 B
In March of 2005, the City entered into an agreement to issue revenue bonds through the Utah State Department of Drinking Water of $3,000,000. The proceeds of the bonds were used for the completion of improvements to the city's water and storm sewer systems. The terms of the bond contract require principal payable annually commencing in July 2006 with interest payable semi-annually in January and July through July 2025. The interest rate is fixed at 1.48%. Outstanding principal at June 30, 2013, is $2,048,000.

Sales Tax Revenue Refunding Bonds – Series 2007
In October of 2007, the City issued sales tax revenue refunding bonds of $5,720,000 through private placement. The proceeds were placed in an irrevocable trust for the purpose of generating resources for all future debt service payments of the Series 2002 sales tax revenue bonds. The bond contract requires principal payable annually commencing in April 2009 with interest payable semi-annually in April and October through April 2023. The interest rate varies between 3.80% and 5.00%. Outstanding principal at June 30, 2013, is $5,595,000.

Water and Storm Sewer Revenue Bonds – Series 2008
In March of 2008, the City issued revenue bonds of $5,590,000 through private placement for improvements to the City's water and storm sewer systems. The bond contract requires principal payable annually commencing in July 2009 and interest payable semi-annually in January and July through July 2028. The interest rate varies between 3.25% and 5.25%. Outstanding principal at June 30, 2013, is $5,350,000.

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)

Water Quality Revenue Bonds – Series 2010
In February of 2010, the City entered into an agreement to issue $11,889,000 in revenue bonds through the State of Utah's Department of Environmental Quality. The proceeds of the bonds were used to construct and expand facilities at the Water Reclamation Plant. The bond contract terms require principal payable annually beginning in February 2013 and continuing through February 2032. Payments on the bonds are paid from sewer charges to customers. The interest rate is fixed at 0.00%. Outstanding principal at June 30, 2013, is $11,295,000.

Franchise Tax Revenue Refunding Bonds – Series 2010
In March of 2010, the City issued franchise tax revenue refunding bonds of $4,375,000 through private placement. The proceeds were used to pay the remaining outstanding principal balances of the Series 2000 and Series 2007 lease revenue bonds. The bond contract requires principal payable annually commencing in March 2011 with interest payable semi-annually in March and September through March 2018. The interest rate varies between 2.13% and 5.13%. Outstanding principal at June 30, 2013, is $2,850,000.

Sales Tax Revenue Refunding Bonds – Series 2012
In April of 2012, the City issued sales tax revenue refunding bonds of $1,814,000 through private placement. The bond contract requires principal payable annually commencing in April 2013 with interest payable semi-annually in April and October through April 2015. The interest rate is fixed at 1.50%. Outstanding principal at June 30, 2013, is $1,093,000.

Revenue bonds currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
Recreation Projects	1.50%-5.50%	$ 6,688,000
Street Lighting	2.13%-5.13%	2,850,000
Business-type Activities:		
Water and Storm Sewer	1.48%-5.25%	20,383,000
Wastewater Treatment	0.00%-3.50%	11,762,757
Total		$ 41,683,757

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Revenue Bonds (continued)

Annual debt service requirements to maturity for the above reflected revenue bond debt is as follows:

Year Ended	Governmental Activities		Business-type Activities		
June 30,	Principal	Interest	Principal	Interest	Totals
2014	$ 1,390,000	$ 389,888	$ 1,768,000	$ 923,603	$ 4,471,491
2015	1,403,000	354,662	1,802,757	881,203	4,441,622
2016	1,665,000	299,305	1,597,000	837,206	4,398,511
2017	1,750,000	216,055	1,660,000	797,516	4,423,571
2018	1,715,000	133,399	1,702,000	753,487	4,303,886
2019-2023	1,615,000	173,893	9,288,000	2,951,364	14,028,257
2024-2028	-	-	10,408,000	1,327,786	11,735,786
2029-2033	-	-	3,920,000	40,425	3,960,425
Totals	$ 9,538,000	$ 1,567,202	$ 32,145,757	$ 8,512,590	$ 51,763,549

Notes Payable

Notes payable currently outstanding at June 30, 2013 are as follows:

Purpose	Interest Rates	Amount
Governmental Activities:		
HUD Section 108 Loan -		
Economic Development	Variable	$ 989,930
Land Purchase - Park	6.00%	209,669
Total		$ 1,199,599

Annual debt service requirements to maturity for the above reflected notes payable is as follows:

Year Ended	Governmental Activities		
June 30,	Principal	Interest	Totals
2014	$ 76,622	$ 62,525	$ 139,147
2015	77,955	58,304	136,259
2016	84,370	53,870	138,240
2017	90,873	49,086	139,959
2018	97,469	43,946	141,415
2019-2023	482,380	137,144	619,524
2024-2028	289,930	23,100	313,030
Totals	$ 1,199,599	$ 427,975	$ 1,627,574

4. Detailed Notes for all Funds (continued)

J. Long-term Debt (continued)

Changes in Long-term Liabilities (continued)
Changes in bonds payable, deferred items, capital leases, and compensated absences during the fiscal year ended June 30, 2013 are as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
Governmental Activities:					
Bonds Payable:					
General Obligation Bonds	$ 15,210,000	$ -	$ (1,310,000)	$ 13,900,000	$ 1,350,000
Special Assessment Bonds	5,925,000	-	(481,000)	5,444,000	468,000
Revenue Bonds	10,809,000	-	(1,271,000)	9,538,000	1,390,000
Plus Issuance Premiums	716,424	-	(95,757)	620,667	95,757
Less Deferred Amounts:					
On Refunding	(486,045)	-	72,187	(413,858)	(72,188)
Total Bonds Payable	32,174,379	-	(3,085,570)	29,088,809	3,231,569
Notes Payable	1,268,313	-	(68,714)	1,199,599	68,714
Capital Leases	576,512	-	(98,213)	478,299	103,299
Compensated Absences	2,000,269	314,282	(561,170)	1,753,381	1,655,371
Other Long-term Liabilites	1,345,044	835,643	(374,077)	1,806,610	453,890
Governmental Activities Long-term Liabilities	$ 37,364,517	$ 1,149,925	$ (4,187,744)	$ 34,326,698	$ 5,512,843
Business-type Activities:					
Bonds Payable:					
Revenue Bonds	$ 33,878,757	$ -	$ (1,733,000)	$ 32,145,757	$ 1,768,000
Plus Issuance Premiums	560,200	-	(41,809)	518,391	41,808
Total Bonds Payable	34,438,957	-	(1,774,809)	32,664,148	1,809,808
Compensated Absences	246,785	48,254	(64,497)	230,542	219,015
Business-type Activities Long-term Liabilities	$ 34,685,742	$ 48,254	$ (1,839,306)	$ 32,894,690	$ 2,028,823

Compensated Absences
City employees earn vacation based upon the employee's years of service. Employees, upon termination, may be paid up to 336 hours of earned vacation. Amounts of vacation vested and not paid have been accrued as a liability at June 30, 2013. The General Fund has typically been used in prior years to liquidate this liability for governmental funds.

While an employee may accumulate an unlimited number of sick hours, these hours are not paid out upon termination.

4. Detailed Notes for all Funds (continued)

K. Equity Classification

Government-wide and Proprietary Fund Financial Statements
Equity is classified in the government-wide and proprietary fund financial statements as net position and is displayed in three components:

1) Invested in Capital Assets, Net of Related Debt – consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those capital assets.

2) Restricted Net Position – resources with constraints placed on their use either by (a) external groups such as creditors, grantors, contributors, or laws or regulations of other governments, or (b) are imposed by law through constitutional provisions or enabling legislation.

3) Unrestricted Net Position – consists of all other resources that do not meet the definition of "restricted" or "invested in capital assets, net of related debt" as defined above.

Governmental Fund Financial Statements
Equity is classified in the governmental fund financial statements as fund balance. Governmental fund balances are further classified as Nonspendable, Restricted, Committed, Assigned, or Unassigned.

1) Nonspendable Fund Balance – this classification includes amounts that cannot be spent because they are either (a) not in spendable form, or (b) are legally or contractually required to be maintained intact.

2) Restricted Fund Balance – this classification includes amounts that are restricted by enabling legislation. Other amounts are also reported in this classification if they are (a) externally imposed by creditors, grantors, contributors, or laws or regulations of other governments, or (b) are imposed by law through constitutional provisions or enabling legislation.

3) Committed Fund Balance – this classification includes amounts that can only be used for specific purposes pursuant to constraints imposed by formal action (ordinance) of the City Council, which is the City's highest level of decision making authority. It also includes contractual obligations to the extent that existing resources are specifically committed for use in satisfying those contractual requirements.

4. Detailed Notes for all Funds (continued)

K. Equity Classification (continued)

Governmental Fund Financial Statements (continued)

4) Assigned Fund Balance – this classification includes amounts that are constrained by the City's intent to use the funds for specific purposes, but are neither restricted nor committed, as established by the City Manager. The City Manager received the authority to place constraints on city funds through an ordinance created by the City Council. It also includes all remaining amounts that are reported in governmental funds (other than the General Fund) which have specific purposes and that are not classified in one of the previous classifications.

5) Unassigned Fund Balance – this classification is generally the residual classification for the General Fund. However, it may be necessary to report a negative unassigned fund balance for other governmental funds if expenditures incurred for specific purposes exceeds the amounts restricted, committed, or assigned for those purposes. Thus, this classification is normally a positive amount within the General Fund and represents fund balance that has not been restricted, committed, or assigned for any specific purposes.

When restricted and unrestricted resources are available, it is the City's accounting policy to use restricted resources first.

When committed, assigned, or unassigned resources are available for use, it is the City's accounting policy to use committed resources first, followed by assigned resources, and then unassigned resources as they are needed.

The City has not formally adopted any minimum fund balance policy. However, the State of Utah does require the City to maintain 5% of the following year's budgeted revenues as a minimum fund balance. The City is cognizant of and adheres to this requirement.

The following page provides greater detail of the fund balance classifications and categories for all governmental funds for the fiscal year ended June 30, 2013. The governmental fund balance classifications and categories at the end of the current fiscal year are as follows:

4. Detailed Notes for all Funds (continued)

K. Equity Classification (continued)

Governmental Fund Financial Statements (continued)

	General Fund	Debt Service Fund	Redevelop-ment Fund	Nonmajor Governmental Funds [1]	Total Governmental Funds
Fund Balances:					
Nonspendable:					
Prepaids	$ 183,807	$ -	$ -	$ -	$ 183,807
Notes Receivable-Debt Service	-	2,473,532	-	-	2,473,532
	183,807	2,473,532	-	-	2,657,339
Restricted:					
Class "C" Roads	2,847,619	-	-	-	2,847,619
Utopia Pledge	2,863,752	-	-	-	2,863,752
Task Force	10,145	-	-	-	10,145
Econ. Dev. Reimb. Agreements	-	-	551,000	-	551,000
Parks, Recreation, & Arts	-	-	-	1,150,881	1,150,881
Land Acquisition	-	-	-	3,407,615	3,407,615
Civic Auditorium	-	-	-	1,361,142	1,361,142
Debt Service	-	848,045	-	-	848,045
Capital Improvements	-	-	7,286,034	36,844	7,322,878
Other Purposes	-	-	-	478,785	478,785
	5,721,516	848,045	7,837,034	6,435,267	20,841,862
Committed:					
Econ. Dev. Reimb. Agreements	75,000	-	-	-	75,000
	75,000	-	-	-	75,000
Assigned:					
Vehicles & Equip.	125,000	-	-	-	125,000
IT Upgrades	276,350	-	-	-	276,350
Library Media Funds	102,220	-	-	-	102,220
City Center Improvements	-	-	-	40,328	40,328
Community Promotion	-	-	-	809,333	809,333
Street Light Improvements	-	-	-	31,547	31,547
Debt Service	-	1,654,406	-	-	1,654,406
Capital Improvements	329,063	-	-	802,972	1,132,035
Other Purposes	667,741	-	-	179,976	847,717
	1,500,374	1,654,406	-	1,864,156	5,018,936
Unassigned	6,092,838	-	-	-	6,092,838
Total Fund Balances	$ 13,573,535	$ 4,975,983	$ 7,837,034	$ 8,299,423	$ 34,685,975

[1] See pages 92-93 for a breakdown by individual fund

5. Other Information

A. Risk Management

The City is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City maintains a Self-insurance Fund to account for and finance its uninsured risks of loss. Under this program, the Self-insurance Fund provides coverage up to $400,000 for each worker's compensation claim. Third party insurance provides coverage for claims above $400,000. The Self-insurance fund also provides coverage up to $15,000 for general liability and $10,000 for property damage. The City is insured through the Utah Risk Management Mutual Association (URMMA) for liability and claims in excess of coverage provided by the Self-insurance Fund for liability and property claims. While URMMA pays for any liability and property claims exceeding the deductible amount, these claims are repaid by the City through a five year recapture program. Thus, each year the City pays its annual premium plus a recapture component. As of June 30, 2013, the outstanding recapture program liability is $797,672. This liability is presented in the changes in long-term liabilities table (previous page) as part of the "other long-term liability" amount.

The City is insured by Safety National Insurance Company for worker's compensation claims in excess of coverage provided by the Self-insurance Fund. One settled claim exceeded this coverage in the prior fiscal year, but no claims exceeded this coverage in any of the previous three fiscal years or the current fiscal year. All funds of the City participate in the program and make payments to the Self-insurance Fund based on estimates of the amounts needed to pay prior and current year claims. As of June 30, 2013, the estimated reserves liability is $183,312. This liability is presented in the changes in long-term liabilities table (see page 77) as an "other long-term liability". The activity in worker's compensation claims (all retained risk) for the years ended June 30, 2012 and 2013 is as follows:

Year ended June 30,	2012	2013
Claim liability, beginning of year	$ 158,484	$ 209,077
Claims incurred during the year	506,590	93,163
Changes in estimates of claims of prior periods	213,467	11,281
Payments on claims during the year	(669,464)	(130,209)
Claim liability, end of year	$ 209,077	$ 183,312

B. Contingent Liabilities

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims including amounts already collected, may constitute a liability of the applicable fund. The amount, if any, of expenditures that may be disallowed by the grantor cannot be determined at this time, although the City expects such amounts, if any, to be immaterial.

5. Other Information (continued)

B. Contingent Liabilities (continued)

The City is a defendant in various lawsuits. Although the outcome of these lawsuits is not presently determinable, in the opinion of the City's counsel the resolution of these matters will not have a material adverse effect on the financial condition of the City.

Utah Telecommunication Open Infrastructure Agency (UTOPIA)
The City is a member of UTOPIA, an interlocal, nonprofit agency. UTOPIA was formed under the Utah Interlocal Cooperation Act by its eighteen founding cities, of which the City is one of the eleven pledged members. This agency has the assignment to design, finance, build, operate and maintain a fiber-to-home and fiber-to-business fiber optic communication network. UTOPIA will build the infrastructure but private companies will deliver the services over the network. UTOPIA acts as the wholesaler, not the retailer.

In July 2004, UTOPIA issued an $85,000,000 revenue bond. In June 2008, UTOPIA issued $185,000,000 in new revenue bonds to pay and cancel the 2004 revenue bonds, pay and cancel other related debt, pay outstanding unfunded construction commitments, provide two years of capitalized interest and LOC payments, provide approximately $10,000,000 in operational and construction funds, and to pay the costs of issuing the 2008 bonds.

In December 2011, UTOPIA refinanced the existing 2008 variable rate bonds and replaced them with a long-term relatively fixed rate debt structure (SWAP arrangement). The new debt structure eliminated the letter of credit fee and will result in an estimated savings of $117 million over the life of the bonds. The new 2011 revenue bonds still have principal payments due quarterly commencing in December 2013 and continuing through June 2040 with interest payments due monthly commencing in January 2012 and continuing through June 2040.

Net revenues from the communication network will reimburse a debt service reserve fund for payments on the bond debt. To the extent that there are insufficient net revenues to pay the debt service, the eleven pledged members are required to reimburse the UTOPIA debt service reserve fund of any shortfall by their respective percentages up to a specific dollar amount. Each member city has pledged sales tax revenues to pay their respective percentage of any shortfall amount. None of the pledge requirements were modified by the 2011 bond refinancing. The City's liability limit (pledge) for the current fiscal year was set at a maximum of $2,802,924. The pledge limit has an annual increase which is not to exceed 2%. The City's total remaining maximum pledge amount for all fiscal years through 2040 (end of the bond term) is $101,048,804.

The current estimated cost to construct the fiber optic network in all member cities is approximately $410,000,000.

5. Other Information (continued)

B. Contingent Liabilities (continued)

Utah Infrastructure Agency (UIA)
The City is a member of UIA, an interlocal, nonprofit agency. UIA was formed under the Utah Interlocal Cooperation Act by its nine member cities, of which the City is one of the eight contracting members. This agency was organized to provide for the acquisition, construction, and installation of telecommunication and cable television lines to a customer's premises using a demand utility model.

The UIA network will be connected to the fiber optic network of UTOPIA (see above) pursuant to an Indefeasible Right of Use (IRU) agreement which provides UIA access to certain facilities of and capacity in the UTOPIA network. Construction of the UIA network began in May of 2011 and will be undertaken in phases and will be paid for by issuing up to $65,000,000 in revenue bonds.

In May 2011, UIA issued $29,390,000 in revenue bonds ($20,275,000 tax exempt and $9,115,000 taxable). Under the bond indenture, certain conditions must be satisfied by UIA in order to issue any additional bonds. The 2011 revenue bonds have principal payments due annually commencing in April 2012 and continuing through April 2036 with interest payments due semiannually in April and October beginning in October 2011.

Service fee revenues from the UIA network will be used to make the debt service payments. To the extent there are insufficient service fee revenues to pay a debt service payment, the eight contracting members are required to pay to UIA any shortfall by their respective percentages up to a specific dollar amount. Each contracting city has pledged franchise tax revenues to pay their respective percentage of any shortfall amount. The City's liability limit (pledge) is set at $1,223,786. The City did not have to make any pledge payments in Fiscal Year 2013.

C. Employee Retirement Systems and Pension Plans

Plan Description
The City contributes to the Local Governmental Contributory Retirement System, Local Governmental Noncontributory Retirement System, Public Safety Contributory Retirement System, Public Safety Noncontributory Retirement System, and the Fire Fighters Retirement System, (hereafter referred to cumulatively as the Systems) which are cost-sharing multiple-employer defined benefit pension plans administered by the Utah Retirement Systems (URS). The Systems provide retirement benefits, annual cost of living adjustments, death benefits, and refunds to plan members and beneficiaries in accordance with retirement statutes.

The Systems are established and governed by the respective sections of Chapter 49 of the Utah Code Annotated 1953, as amended. The Utah State

5. Other Information (continued)

C. Employee Retirement Systems and Pension Plans (continued)

Plan Description (continued)
Retirement Office Act in Chapter 49 provides for the administration of the Systems under the direction of the Utah State Retirement Board (Board) whose members are appointed by the Governor. URS issues a publicly available financial report that includes financial statements and required supplementary information for the Systems.

A report copy may be obtained by writing to the Utah Retirement Systems, 540 East 200 South, Salt Lake City, UT 84102 or by calling 1-800-365-8772.

Funding Policy
The City currently pays all employer and employee required contributions to the Systems. The contribution rates are the actuarially determined rates. The contribution requirements of the Systems are based on each employee's annual covered salary and are authorized by statute and specified by the Board.

Retirement System	Employer Contribution Rate	Employee Contribution Rate
Local Governmental Contributory - Tier 1	12.03 %	6.00 %
Local Governmental Contributory - Tier 2	12.74	-
Local Governmental Noncontributory - Tier 1	16.04	-
Public Safety Contributory - Tier 1	25.05	12.74
Public Safety Noncontributory - Tier 1	32.20	-
Firefighters - Tier 1	2.08	16.71
Firefighters - Tier 2	11.10	-

The City's contributions in dollars to each of the Systems for the years ending June 30, 2013, 2012 and 2011, were equal to the required contributions for each year. The contribution amounts are as follows:

	Fiscal Year Ending June 30,		
Retirement System	2013	2012	2011
Local Governmental Contributory - Tier 1 & Tier 2	$ 301,782	$ 295,803	$ 275,686
Local Governmental Noncontributory - Tier 1	1,762,247	1,587,027	1,567,605
Public Safety Contributory - Tier 1	131,988	117,465	127,817
Public Safety Noncontributory - Tier 1	1,574,020	1,473,007	1,451,128
Firefighters - Tier 1 & Tier 2	720,501	650,642	637,574
Total Contributions	$ 4,490,538	$ 4,123,944	$ 4,059,810

5. Other Information (continued)

C. Employee Retirement Systems and Pension Plans (continued)

401(k) Defined Contribution Plan
The City's 401(k) defined contribution plan is administered by ICMA Retirement Corporation (ICMA-RC). The payroll covered by the defined contribution plan for the year ended June 30, 2013 was $26,156,805. The City's expense for this plan for the year ended June 30, 2013 was approximately $419,000 or 1.60% of the total participants' salary.

The contribution rates were previously fixed by the City Council and the contributions were remitted on a timely basis. All employees are fully vested for the contributions made by the City.

In the early 1980's, the City elected to withdraw from the Utah Retirement Systems (URS) pension plan and contribute these funds to each employee's 401(k) account. However, State lawmakers soon mandated that all employees were required to join the URS except certain classes of employees. The City Council was allowed to identify which employees qualified. They elected to allow department heads, the City Manager, and City Council members the option of whether or not to participate in the URS. There is currently one employee and all seven City Council members who have elected to not participate in the URS.

457 Deferred Compensation Plan
The deferred compensation plan was created in 1981 as a Social Security replacement program for the employees of the City. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The City participates in four plans. The assets associated with these plans are not included in the basic financial statements, as they are not legal assets of the City.

All elected officials and permanent employees may also elect to participate in the City's deferred compensation plan and all temporary employees are required to participate in a deferred compensation plan. Under this plan, participants defer a percentage of their compensation up to 7.5% for executive management personnel and up to 5.5% for all other employees (except for the City Manager, whose participation in the plan is determined through negotiation with the City Council, and employees required to pay Medicare insurance premiums) for employees hired prior to March 1986. For those hired after March 1986 the percentage is 6.0% and 4.0% respectively. The City matches the amount deferred by the participants, not to exceed the maximums listed previously or the IRS legal limit. The payroll covered by the deferred compensation plan for the year ended June 30, 2013 was $26,156,805. The City's expense for this plan for the year ended June 30, 2013 was approximately $1,022,000 or 3.91% of the total participants' salary. The contribution rates were determined by the City Council and the contributions were remitted on a timely basis.

5. Other Information (continued)

D. Other Postemployment Benefits

Effective July 1, 2008, the City implemented GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions (OPEB).*

Plan Description
The City provides postemployment healthcare benefits through a single-employer defined benefit plan to all employees who retired from the City prior to January 1, 2007, and who were qualified to retire from any of the Utah State Retirement Systems. The benefit, benefit level, employee contributions and employer contributions are governed by City policy and can be amended at any time. The plan is not accounted for as a trust fund, as an irrevocable trust has not been established to account for the plan. The plan does not issue a separate financial report. The activity of the plan is reported in the City's General Fund.

Employees who retire(d) on or after January 1, 2007, are not eligible to participate in this plan unless retiree health insurance is offered as an option to an employee under a voluntary separation plan which are unusual and infrequent. Otherwise, no new entrants to the plan will occur.

Funding Policy
The City currently pays for postemployment benefits other than pensions on a "pay-as-you-go" basis. Contribution amounts for the City and the plan members may be amended at any time and for any reason. For the fiscal year ended June 30, 2013, total plan premiums paid were $142,909. The City contributed $84,557 (59% of total premiums) and retiree plan members receiving benefits contributed $58,352 (41% of total premiums).

Annual OPEB and Net OPEB Obligation
The City's annual OPEB cost (expense) is calculated based on the City's annual required contribution (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize unfunded actuarial liabilities over a period not to exceed thirty years.

Annual OPEB and Net OPEB Obligation (continued)
For the fiscal year ended June 30, 2013, the City's OPEB cost (expense) and annual required contribution (ARC) were $783,688 and $785,150, respectively.

The following table shows the components of the City's annual OPEB cost for the year, amount actually contributed to the plan, and changes in the City's net OPEB obligation:

5. Other Information (continued)

D. Other Postemployment Benefits (continued)

OPEB	
Annual Required Contribution (ARC)	$ 785,150
Interest on Net OPEB Obligation	1,462
Adjustments to ARC	(0)
Annual OPEB Cost (Expense)	783,688
Contributions	(84,557)
Increase in Net OPEB Obligation	699,131
Net OPEB Obligation – Beginning of Year	126,495
Net OPEB Obligation – End of Year	$ 825,626

The City's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for the fiscal year ended June 30, 2013 and the two preceding fiscal years is as follows:

Fiscal Year Ended	Annual OPEB Cost	City Contributions	% of Annual OPEB Cost Contributed	Net OPEB Obligation For Fiscal Yr
June 30, 2013	$ 783,688	$ 84,557	10.79%	$ 825,626
June 30, 2012	$ 130,173	$ 58,005	44.56%	$ 126,495
June 30, 2011	$ 114,401	$ 168,728	147.49%	$ 54,327
June 30, 2010	$ 455,503	$ 607,218	133.31%	$ 108,654

The Net OPEB Obligation of $825,626 has been accrued and is presented in the changes in long-term liabilities table on page 77 as an "other long-term liability".

Funded Status and Funding Progress
As of January 1, 2012, the most recent actuarial valuation date, the plan was not funded. The actuarial accrued liability for benefits was $379,486, and the actuarial value of assets was $0, resulting in an unfunded actuarial accrued liability (UAAL) of $379,486. The covered payroll (annual payroll of active employees covered by the plan) was $2,865,218, and the ratio of the UAAL to the covered payroll was 1.41%.

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about mortality

5. Other Information (continued)

D. Other Postemployment Benefits (continued)

Funded Status and Funding Progress (continued)
and healthcare cost trends. Amounts determined regarding the funded status of the plan and the annual required contributions (ARC) of the City are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statements (see page 90), presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions
Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the City and the plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the January 1, 2012, actuarial valuation, the entry age actuarial cost method was used. The actuarial assumptions included a 4.0% investment rate of return (net of administrative expenses) and an annual healthcare cost trend rate of 7.8% for FY 2013 and 7.3% for FY 2014. The assumed rate of inflation was 2.75%. The actuarial value of plan assets was not determined as the City has not advance funded (nor does it intend to) its obligation. The unfunded actuarial accrued liability (UAAL) is being amortized as a level percentage of projected payroll over a closed ten year and six month period. The remaining amortization period at January 1, 2012, was ten years and six months.

E. Segment Information for Enterprise Funds

The City has issued revenue bonds to finance certain improvements to its culinary water distribution system, water reclamation plant, and storm sewer system. Because each of these activities is accounted for in separate funds and all of those funds are reported as major funds in the fund financial statements, segment disclosures herein are not required.

5. Other Information (continued)

F. Redevelopment Agency of the City of Orem

For the year ended June 30, 2013, the following activity occurred in the City's Redevelopment Agency:

Tax Increment Collected From Other Taxing Agencies For The Project Area	Total
Orem 85-01: Orem Tek Development	$ 1,028,002
Orem 85-02: Timpanogos Technological Center	514,856
Orem 85-03A: University Parkway Development	600,899
Orem 85-03B: University Parkway Development	925,644
Orem 85-04: Economic Zone in Central Orem	235,660
Orem 87-10: Boyer Project on Center and State Street	621,664
Orem 90-08: 800 North and State Street Economic Zone	210,658
Total	$ 4,137,383
Outstanding Loans to Finance RDA Projects	$ -

During the year ending June 30, 2013, the RDA expended monies in the categories below as follows:

Economic Development	$ 1,128,457
Total	$ 1,128,457

G. Subsequent Events

Long-term Liabilities
On July 2, 2013, the 2005A Water and Storm Sewer Revenue Bonds were partially refunded by issuing $12,801,000 in 2013 Water and Storm Revenue Refunding Bonds. All of the new bonds have an interest rate of 2.18% while the original bonds had rates between 4.00% and 5.25%. The estimated savings of this refunding transaction is $1,034,101 over the life of the bonds. The new bonds maintain the same final maturity date as the original bonds of July 2025.

REQUIRED
SUPPLEMENTARY INFORMATION

City of Orem
Schedule of Funding Progress
Other Postemployment Benefits
For The Year Ended June 30, 2013

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Accrued Actuarial Liability (UAAL)	Funded Ratio	Covered Payroll	UAAL as a % of Covered Payroll
January 1, 2012	$ -	$ 379,486	$ 379,486	0.00%	$ 26,865,218	1.41%
January 1, 2011	$ -	$ 218,692	$ 218,692	0.00%	$ 27,467,617	0.80%
January 1, 2009	$ -	$ 1,555,352	$ 1,555,352	0.00%	$ 27,216,217	5.71%
	(a)	(b)	(b - a)	(a / b)		

Combining Financial Statements
Nonmajor Governmental Funds

Capital Projects Funds

Capital projects funds are used to account for the acquisition and construction of major capital facilities and equipment other than those financed by proprietary funds.

Capital Projects Fund – This fund is used to account for the acquisition or construction of major capital facilities and equipment of the City (other than those financed by proprietary funds) as well as the use of resources for the improvement, rehabilitation, or construction of new roads.

Special Revenue Funds

Special revenue funds are used to account for specific revenues that are legally restricted to expenditures for particular purposes.

CARE Tax Fund – This fund is used to account for the preparation and implementation of plans to improve, rehabilitate and/or develop cultural arts and recreation facilities within the City.

Telecommunication Billing Fund – This fund is used to account for billing activities related to the Utopia Infrastructure Agency (UIA) contract utility enhancement agreements.

Community Development & Rehabilitation Fund – This fund is used to account for a variety of efforts to assist development. It is financed principally by federal entitlements from the U.S. Department of Housing and Urban Development, Community Development Block Grants. Grants and loans are made from this fund to assist housing rehabilitation, business development, and equipment and services that aid the indigent, handicapped, elderly, etc.

Friends of the Library Fund – This fund is used to account for the financial transactions of the Friends of the Orem Public Library, a volunteer group which supports the Library's collections, services, and programs. The group may also help with other various community oriented programs as it sees a need. One of the largest programs funded by this group is the Timpanogos Storytelling Festival.

Orem Foundation Trust Fund – This fund is used to account for the financial transactions of the Orem Foundation Trust, an approved IRS Section 501(c)3 charitable organization. All funds received are used to support and enhance services and programs provided by the City.

Senior Citizens Fund – This fund is used to account for the financial transactions of those activities related to the Senior Citizen Friendship Center and its senior citizen patrons.

City of Orem
Combining Balance Sheet
Nonmajor Governmental Funds
June 30, 2013

	Capital Projects Funds		Special Revenue Funds		
	Capital Projects	Total	CARE Tax Fund	Tele-Communication Billing Fund	Community Development & Rehabilitation Fund
ASSETS					
Cash and Cash Equivalents	$ 978,434	$ 978,434	$ -	$ 5,171	$ -
Intergovernmental Receivables	-	-	-	-	94,771
Notes Receivable	-	-	-	-	356,229
Restricted Cash and Cash Equivalents:					
Capital Improvement Projects	68,414	68,414	1,691,833	-	36,844
Other Purposes	-	-	3,920,884	-	481,125
Restricted Receivables:					
Other Purposes	-	-	306,921	734,815	290,660
Total Assets	$ 1,046,848	$ 1,046,848	$ 5,919,638	$ 739,986	$ 1,259,629
LIABILITIES					
Accounts Payable	$ 1,802	$ 1,802	$ -	$ 695,737	$ 1,522
Accrued Liabilities	-	-	-	-	3,130
Unearned Revenues	170,199	170,199	-	36,818	646,889
Due to Other Funds	-	-	-	-	92,459
Total Liabilities	172,001	172,001	-	732,555	744,000
FUND BALANCES					
Restricted:					
Parks, Recreation, & Arts	-	-	1,150,881	-	-
Land Acquisition	-	-	3,407,615	-	-
Civic Auditorium	-	-	1,361,142	-	-
Capital Improvements	-	-	-	-	36,844
Other Purposes	-	-	-	-	478,785
Assigned:					
Capital Improvements	802,972	802,972	-	-	-
Street Light Improvements	31,547	31,547	-	-	-
City Center Improvements	40,328	40,328	-	-	-
Community Promotion	-	-	-	-	-
Other Purposes	-	-	-	7,431	-
Total Fund Balances	874,847	874,847	5,919,638	7,431	515,629
Total Liabilities and Fund Balances	$ 1,046,848	$ 1,046,848	$ 5,919,638	$ 739,986	$ 1,259,629

Special Revenue Funds				
Friends of the Library Fund	Orem Foundation Trust Fund	Senior Citizens Fund	Total	Total Nonmajor Governmental Funds
$ 805,255	$ 7,500	$ 173,708	$ 991,634	$ 1,970,068
-	-	-	94,771	94,771
-	-	-	356,229	356,229
-	-	-	1,728,677	1,797,091
-	-	-	4,402,009	4,402,009
-	-	-	1,332,396	1,332,396
$ 805,255	$ 7,500	$ 173,708	$ 8,905,716	$ 9,952,564
$ 3,422	$ -	$ 1,163	$ 701,844	$ 703,646
-	-	-	3,130	3,130
-	-	-	683,707	853,906
-	-	-	92,459	92,459
3,422	-	1,163	1,481,140	1,653,141
-	-	-	1,150,881	1,150,881
-	-	-	3,407,615	3,407,615
-	-	-	1,361,142	1,361,142
-	-	-	36,844	36,844
-	-	-	478,785	478,785
-	-	-	-	802,972
-	-	-	-	31,547
-	-	-	-	40,328
801,833	7,500	-	809,333	809,333
-	-	172,545	179,976	179,976
801,833	7,500	172,545	7,424,576	8,299,423
$ 805,255	$ 7,500	$ 173,708	$ 8,905,716	$ 9,952,564

City of Orem
Combining Statement of Revenues, Expenditures, and Changes in Fund Balances
Nonmajor Governmental Funds
For The Year Ended June 30, 2013

	Capital Projects Funds		Special Revenue Funds		
	Capital Projects	Total	CARE Tax Fund	Tele-Communication Billing Fund	Community Development & Rehabilitation Fund
REVENUES					
Sales Taxes	$ -	$ -	$ 1,711,475	$ -	$ -
Intergovernmental	-	-	-	-	464,446
Charges for Services	-	-	-	-	163,099
Interest Revenues	-	-	29,982	52,748	1,396
Miscellaneous Revenues	254,879	254,879	-	5,098	240
Total Revenues	254,879	254,879	1,741,457	57,846	629,181
EXPENDITURES					
Current:					
Economic and Physical Development	9,339	9,339	-	53,496	373,558
Parks, Recreation and Arts	-	-	1,169,802	-	-
Debt Service:					
Principal Retirement	-	-	-	-	50,000
Interest and Fiscal Charges	-	-	-	-	56,205
Capital Outlay	174,250	174,250	26,863	-	29,260
Total Expenditures	183,589	183,589	1,196,665	53,496	509,023
Excess (Deficiency) of Revenues over (under) Expenditures	71,290	71,290	544,792	4,350	120,158
OTHER FINANCING SOURCES (USES)					
Gain (Loss) on Asset Disposal	48,275	48,275	-	-	-
Transfers In	530,000	530,000	-	-	47,154
Transfers Out	(33,615)	(33,615)	(42,805)	-	(145,000)
Total Other Financing Sources and (Uses)	544,660	544,660	(42,805)	-	(97,846)
Net Change in Fund Balances	615,950	615,950	501,987	4,350	22,312
Fund Balances - Beginning	258,897	258,897	5,417,651	3,081	493,317
Fund Balances - Ending	$ 874,847	$ 874,847	$ 5,919,638	$ 7,431	$ 515,629

Special Revenue Funds				
Friends of the Library Fund	Orem Foundation Trust Fund	Senior Citizens Fund	Total	Total Nonmajor Governmental Funds
$ -	$ -	$ -	$ 1,711,475	$ 1,711,475
-	-	-	464,446	464,446
170,095	-	35,937	369,131	369,131
5,159	-	1,194	90,479	90,479
133,604	31,200	11,045	181,187	436,066
308,858	31,200	48,176	2,816,718	3,071,597
-	-	-	427,054	436,393
294,664	-	33,866	1,498,332	1,498,332
-	-	-	50,000	50,000
-	-	-	56,205	56,205
-	-	-	56,123	230,373
294,664	-	33,866	2,087,714	2,271,303
14,194	31,200	14,310	729,004	800,294
-	-	-	-	48,275
5,500	-	-	52,654	582,654
-	(26,200)	-	(214,005)	(247,620)
5,500	(26,200)	-	(161,351)	383,309
19,694	5,000	14,310	567,653	1,183,603
782,139	2,500	158,235	6,856,923	7,115,820
$ 801,833	$ 7,500	$ 172,545	$ 7,424,576	$ 8,299,423

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Combining Financial Statements
Nonmajor Proprietary Funds

Recreation Fund – This fund is to account for the services provided by the City's Fitness Center. The Fitness Center complex includes an indoor swimming pool, indoor track, basketball court, handball courts, racquetball courts, an outdoor swimming pool/water park (Scera Park), and other facilities. A variety of classes and open play are made available to residents and non-residents on a fee basis.

Solid Waste Fund – This fund is to account for the collection of residential garbage within the City. Residential garbage collection services are provided by a private contractor through a contract with the City. Businesses and commercial concerns within the City are not serviced, but may contract with private firms for these same services.

Street Lighting Fund – This fund is to account for providing the residents and businesses of the City with a new street lighting system. Lease Revenue Bonds were issued to cover the purchase and installation of the system. Payment and costs of these bonds are not accounted for here, but are in the Debt Service Fund.

City of Orem
Combining Statement of Net Position
Nonmajor Proprietary Funds
June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year	Solid Waste Fund Prior Year
ASSETS				
Current Assets:				
Cash and Cash Equivalents	$ 1,212,845	$ 1,307,433	$ 132,826	$ -
Accounts Receivable (Net of Allowance for Doubtful Accounts)	12,224	21,757	374,011	359,643
Prepaids	-	-	-	-
Restricted Cash and Cash Equivalents:				
Capital Improvement Projects	-	-	-	-
Total Current Assets	1,225,069	1,329,190	506,837	359,643
Noncurrent Assets:				
Capital Assets:				
Land	39,822	39,822	-	-
Buildings and Systems	4,125,955	4,131,130	-	-
Improvements other than Buildings	1,895,601	1,798,197	-	-
Machinery and Equipment	11,139	22,048	-	-
Infrastructure	-	-	-	-
Construction in Progress	-	129	-	-
Less Accumulated Depreciation	(4,818,917)	(4,734,759)	-	-
Total Capital Assets (Net of Accumulated Depreciation)	1,253,600	1,256,567	-	-
Total Assets	$ 2,478,669	$ 2,585,757	$ 506,837	$ 359,643
LIABILITIES				
Current Liabilites:				
Accounts Payable	$ 37,984	$ 37,104	$ 234,820	$ 247,709
Accrued Liabilities	44,886	47,063	-	-
Accrued Vacation and Sick Leave	41,262	37,992	-	-
Due to Other Funds	-	-	-	38,886
Unearned Revenues	349,855	361,540	-	-
Total Current Liabilites	473,987	483,699	234,820	286,595
Noncurrent Liabilities:				
Accrued Vacation and Sick Leave	2,172	2,000	-	-
Total Noncurrent Liabilities	2,172	2,000	-	-
Total Liabilities	476,159	485,699	234,820	286,595
NET POSITION				
Net Investment in Capital Assets	1,253,600	1,256,567	-	-
Restricted for Capital Improvements	-	-	-	-
Unrestricted	748,910	843,491	272,017	73,048
Total Net Position	$ 2,002,510	$ 2,100,058	$ 272,017	$ 73,048

Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ -	$ -	$ 1,345,671	$ 1,307,433
95,625	95,408	481,860	476,808
-	680	-	680
43,200	-	43,200	-
138,825	96,088	1,870,731	1,784,921
-	-	39,822	39,822
-	-	4,125,955	4,131,130
-	-	1,895,601	1,798,197
94,609	94,609	105,748	116,657
1,263,915	1,246,991	1,263,915	1,246,991
-	-	-	129
(270,894)	(231,153)	(5,089,811)	(4,965,912)
1,087,630	1,110,447	2,341,230	2,367,014
$ 1,226,455	$ 1,206,535	$ 4,211,961	$ 4,151,935
$ 36,422	$ 1,086	$ 309,226	$ 285,899
1,403	3,099	46,289	50,162
252	12,180	41,514	50,172
58,536	409,578	58,536	448,464
43,200	-	393,055	361,540
139,813	425,943	848,620	1,196,237
13	642	2,185	2,642
13	642	2,185	2,642
139,826	426,585	850,805	1,198,879
1,087,630	1,110,447	2,341,230	2,367,014
-	-	-	-
(1,001)	(330,497)	1,019,926	586,042
$ 1,086,629	$ 779,950	$ 3,361,156	$ 2,953,056

City of Orem
Combining Statement of Revenues, Expenses, and Change in Net Position
Nonmajor Proprietary Funds
For The Year Ended June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year
OPERATING REVENUES			
Charges for Services	$ 1,650,269	$ 1,704,594	$ 3,237,559
Other Revenues	376	253	-
Total Operating Revenues	1,650,645	1,704,847	3,237,559
OPERATING EXPENSES			
Personnel Services	1,172,964	1,212,003	-
Supplies and Maintenance	207,763	227,259	27,602
Administrative Fee	-	-	375,354
Utilities	251,881	256,654	-
Contract Services	15,660	13,505	2,539,900
Equipment Lease and Rentals	-	-	-
Depreciation	106,022	104,862	-
Miscellaneous	3,736	4,652	56,776
Total Operating Expenses	1,758,026	1,818,935	2,999,632
Operating Income (Loss)	(107,381)	(114,088)	237,927
NONOPERATING REVENUES AND EXPENSES			
Interest Revenue	8,698	13,741	-
Gain (Loss) on Sale of Capital Assets	1,135	-	-
Total Nonoperating Revenues	9,833	13,741	-
Income (Loss) before Transfers	(97,548)	(100,347)	237,927
Transfers In	-	-	-
Transfers Out	-	-	(38,958)
Change in Net Position	(97,548)	(100,347)	198,969
Total Net Position - Beginning	2,100,058	2,200,405	73,048
Total Net Position - Ending	$ 2,002,510	$ 2,100,058	$ 272,017

Solid Waste Fund Prior Year	Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ 3,180,937	$ 868,528	$ 860,097	$ 5,756,356	$ 5,745,628
-	29,144	9,215	29,520	9,468
3,180,937	897,672	869,312	5,785,876	5,755,096
-	52,220	139,395	1,225,184	1,351,398
29,024	7,697	9,162	243,062	265,445
391,980	-	-	375,354	391,980
-	437,545	291,844	689,426	548,498
2,717,043	42,708	84,329	2,598,268	2,814,877
-	679,525	665,775	679,525	665,775
-	39,741	40,351	145,763	145,213
51,091	1,073	638	61,585	56,381
3,189,138	1,260,509	1,231,494	6,018,167	6,239,567
(8,201)	(362,837)	(362,182)	(232,291)	(484,471)
-	1,983	-	10,681	13,741
-	-	-	1,135	-
-	1,983	-	11,816	13,741
(8,201)	(360,854)	(362,182)	(220,475)	(470,730)
-	764,809	300,000	764,809	300,000
(33,534)	(97,276)	-	(136,234)	(33,534)
(41,735)	306,679	(62,182)	408,100	(204,264)
114,783	779,950	842,132	2,953,056	3,157,320
$ 73,048	$ 1,086,629	$ 779,950	$ 3,361,156	$ 2,953,056

City of Orem
Combining Statement of Cash Flows
Nonmajor Propretary Funds
For The Year Ended June 30, 2013

	Recreation Fund Current Year	Recreation Fund Prior Year	Solid Waste Fund Current Year	Solid Waste Fund Prior Year
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from Customers and Users	$ 1,659,802	$ 1,691,807	$ 3,223,191	$ 3,167,501
Receipts from Interfund Services Provided	376	253	-	-
Payments to Suppliers	(489,890)	(523,696)	(2,676,053)	(2,768,474)
Payments to Employees	(1,171,654)	(1,201,371)	-	-
Payments for Interfund Services Used	-	-	(375,354)	(391,980)
Net Cash Provided (Used) by Operating Activities	(1,366)	(33,007)	171,784	7,047
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Transfers In	-	-	-	-
Transfers Out	-	-	(38,958)	(33,534)
Net Cash Provided (Used) by Noncapital Activities	-	-	(38,958)	(33,534)
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES				
Acquisition of Capital Assets	(103,055)	(129)	-	-
Proceeds from Sales of Capital Assets	1,135	-	-	-
Net Cash Provided (Used) by Capital and Related Financing Activities	(101,920)	(129)	-	-
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	8,698	13,741	-	-
Net Cash Provided (Used) by Investing Activities	8,698	13,741	-	-
Net Increase (Decrease) in Cash and Cash Equivalents	(94,588)	(19,395)	132,826	(26,487)
Cash and Cash Equivalents - Beginning of Year	1,307,433	1,326,828	-	26,487
Cash and Cash Equivalents - End of Year	$ 1,212,845	$ 1,307,433	$ 132,826	$ -
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ (107,381)	$ (114,088)	$ 237,927	$ (8,201)
Adjustments to Reconcile Operating Income to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	$ 106,022	$ 104,862	$ -	$ -
(Increase) Decrease in Receivables	9,533	(12,787)	(14,368)	(13,436)
(Increase) Decrease in Prepaids	-	-	-	-
Increase (Decrease) in Accounts Payable	880	(2,329)	(12,889)	(10,202)
Increase (Decrease) in Accrued Liabilities	(2,177)	8,038	(38,886)	38,886
Increase (Decrease) in Unearned Revenue	(11,685)	(19,252)	-	-
Increase (Decrease) in Accrued Vacation and Sick Leave	3,442	2,549	-	-
Total Adjustments	106,015	81,081	(66,143)	15,248
Net Cash Provided (Used) by Operating Activities	$ (1,366)	$ (33,007)	$ 171,784	$ 7,047

Street Lighting Fund Current Year	Street Lighting Fund Prior Year	Total Nonmajor Proprietary Funds Current Year	Total Nonmajor Proprietary Funds Prior Year
$ 868,311	$ 851,697	$ 5,751,304	$ 5,711,005
29,144	9,215	29,520	9,468
(1,440,374)	(992,230)	(4,606,317)	(4,284,400)
(66,473)	(138,678)	(1,238,127)	(1,340,049)
-	-	(375,354)	(391,980)
(609,392)	(269,996)	(438,974)	(295,956)
764,809	300,000	764,809	300,000
(97,276)	-	(136,234)	(33,534)
667,533	300,000	628,575	266,466
(16,924)	(30,004)	(119,979)	(30,133)
-	-	1,135	-
(16,924)	(30,004)	(118,844)	(30,133)
1,983	-	10,681	13,741
1,983	-	10,681	13,741
43,200	-	81,438	(45,882)
-	-	1,307,433	1,353,315
$ 43,200	$ -	$ 1,388,871	$ 1,307,433
$ (362,837)	$ (362,182)	(232,291)	(484,471)
$ 39,741	$ 40,351	145,763	145,213
(217)	(8,400)	(5,052)	(34,623)
680	(680)	680	(680)
35,336	(11,774)	23,327	(24,305)
(352,738)	72,796	(393,801)	119,720
43,200	-	31,515	(19,252)
(12,557)	(107)	(9,115)	2,442
(246,555)	92,186	(206,683)	188,515
$ (609,392)	$ (269,996)	$ (438,974)	$ (295,956)

GOVERNMENTAL FUNDS
SCHEDULES OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - BUDGET AND ACTUAL

DEBT SERVICE FUNDS
DEBT SERVICE FUND

CAPITAL PROJECTS FUNDS
CAPITAL PROJECTS FUND

SPECIAL REVENUE FUNDS
CARE TAX FUND
TELECOMMUNICATION BILLING FUND
COMMUNITY DEVELOPMENT & REHABILITATION FUND
FRIENDS OF THE LIBRARY FUND
OREM FOUNDATION TRUST FUND
SENIOR CITIZENS FUND

City of Orem
Debt Service - Debt Service Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Property Taxes	$ 1,949,245	$ 1,949,245	$ 1,946,443	$ (2,802)
Special Assessments	746,304	746,304	1,418,179	671,875
Interest Revenues	-	-	3,157	3,157
Total Revenues	2,695,549	2,695,549	3,367,779	672,230
EXPENDITURES				
Debt Service:				
Principal Retirement	3,010,366	3,083,366	3,080,714	2,652
Interest and Fiscal Charges	4,226,106	6,185,581	6,177,091	8,490
Bond Issuance Costs	-	-	-	-
Total Expenditures	7,236,472	9,268,947	9,257,805	11,142
Excess (Deficiency) of Revenues over (under) Expenditures	(4,540,923)	(6,573,398)	(5,890,026)	683,372
OTHER FINANCING SOURCES (USES)				
Transfers In	4,540,923	4,540,923	4,540,171	(752)
Transfers Out	-	(200,000)	(200,000)	-
Total Other Financing Sources (Uses)	4,540,923	4,340,923	4,340,171	(752)
Net Change in Fund Balance	-	(2,232,475)	(1,549,855)	682,620
Fund Balance - Beginning	6,525,838	6,525,838	6,525,838	-
Fund Balance - Ending	$ 6,525,838	$ 4,293,363	$ 4,975,983	$ 682,620

City of Orem
Capital Projects - Capital Projects Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Intergovernmental	$ -	$ -	$ -	$ -
Miscellaneous Revenues	230,000	230,000	254,879	24,879
Total Revenues	230,000	230,000	254,879	24,879
EXPENDITURES				
Current:				
Capital Outlay	196,385	970,850	174,250	796,600
Economic and Physical Development	-	14,432	9,339	5,093
Total Expenditures	196,385	985,282	183,589	801,693
Excess (Deficiency) of Revenues over (under) Expenditures	33,615	(755,282)	71,290	826,572
OTHER FINANCING SOURCES (USES)				
Gain (Loss) on Asset Disposal	-	-	48,275	48,275
Transfers In	-	530,000	530,000	-
Transfers Out	(33,615)	(33,615)	(33,615)	-
Total Other Financing Sources (Uses)	(33,615)	496,385	544,660	48,275
Net Change in Fund Balance	-	(258,897)	615,950	874,847
Fund Balance - Beginning	258,897	258,897	258,897	-
Fund Balance - Ending	$ 258,897	$ -	$ 874,847	$ 874,847

City of Orem
CARE Tax - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Sales Taxes	$ 1,650,000	$ 1,650,000	$ 1,711,475	$ 61,475
Interest Revenues	25,000	25,000	29,982	4,982
Total Revenues	1,675,000	1,675,000	1,741,457	66,457
EXPENDITURES				
Current:				
Arts and Recreation Development	1,675,000	1,170,154	1,169,802	352
Capital Outlay	-	5,126,311	26,863	5,099,448
Total Expenditures	1,675,000	6,296,465	1,196,665	5,099,800
Excess (Deficiency) of Revenues over (under) Expenditures	-	(4,621,465)	544,792	5,166,257
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	(42,805)	(42,805)	-
Total Other Financing Sources (Uses)	-	(42,805)	(42,805)	-
Net Change in Fund Balance	-	(4,664,270)	501,987	5,166,257
Fund Balance - Beginning	5,417,651	5,417,651	5,417,651	-
Fund Balance - Ending	$ 5,417,651	$ 753,381	$ 5,919,638	$ 5,166,257

City of Orem
Telecommunication Billing Fund - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Interest Revenues	$ -	$ 47,000	$ 52,748	$ 5,748
Miscellaneous Revenues	-	3,000	5,098	2,098
Total Revenues	-	50,000	57,846	7,846
EXPENDITURES				
Current:				
Miscellaneous Expenditures	-	50,000	53,496	(3,496)
Total Expenditures	-	50,000	53,496	(3,496)
Excess (Deficiency) of Revenues over (under) Expenditures	-	-	4,350	4,350
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	-	-	-	-
Net Change in Fund Balance	-	-	4,350	4,350
Fund Balance - Beginning	3,081	3,081	3,081	-
Fund Balance - Ending	$ 3,081	$ 3,081	$ 7,431	$ 4,350

City of Orem
Community Development and Rehabilitation - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Intergovernmental	$ 680,202	$ 740,202	$ 464,446	$ (275,756)
Charges for Services	10,000	10,000	163,099	153,099
Interest Revenues	-	-	1,396	1,396
Miscellaneous Revenues	-	-	240	240
Total Revenues	690,202	750,202	629,181	(121,021)
EXPENDITURES				
Current:				
Economic and Physical Development	417,386	548,935	373,558	175,377
Capital Outlay	69,370	126,499	29,260	97,239
Debt Service:				
Principal Retirement	50,000	50,000	50,000	-
Interest and Fiscal Charges	55,600	56,205	56,205	-
Total Expenditures	592,356	781,639	509,023	272,616
Excess (Deficiency) of Revenues over (under) Expenditures	97,846	(31,437)	120,158	151,595
OTHER FINANCING SOURCES (USES)				
Transfers In	47,154	47,154	47,154	-
Transfers Out	(145,000)	(145,000)	(145,000)	-
Total Other Financing Sources (Uses)	(97,846)	(97,846)	(97,846)	-
Net Change in Fund Balance	-	(129,283)	22,312	151,595
Fund Balance - Beginning	493,317	493,317	493,317	-
Fund Balance - Ending	$ 493,317	$ 364,034	$ 515,629	$ 151,595

City of Orem
Friends of the Library - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Charges for Services	$ 234,000	$ 190,000	$ 170,095	$ (19,905)
Interest Revenues	-	-	5,159	5,159
Miscellaneous Revenues	-	44,000	133,604	89,604
Total Revenues	234,000	234,000	308,858	74,858
EXPENDITURES				
Current:				
Library Programs	240,000	319,010	294,664	24,346
Total Expenditures	240,000	319,010	294,664	24,346
Excess (Deficiency) of Revenues over (under) Expenditures	(6,000)	(85,010)	14,194	99,204
OTHER FINANCING SOURCES (USES)				
Transfers In	6,000	7,500	5,500	(2,000)
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	6,000	7,500	5,500	(2,000)
Net Change in Fund Balance	-	(77,510)	19,694	97,204
Fund Balance - Beginning	782,139	782,139	782,139	-
Fund Balance - Ending	$ 782,139	$ 704,629	$ 801,833	$ 97,204

City of Orem
Orem Foundation Trust - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Miscellaneous Revenues	$ 6,250	$ 28,450	$ 31,200	$ 2,750
Total Revenues	6,250	28,450	31,200	2,750
EXPENDITURES				
Current:				
City Programs	-	-	-	-
Total Expenditures	-	-	-	-
Excess (Deficiency) of Revenues over (under) Expenditures	6,250	28,450	31,200	2,750
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	(6,250)	(28,450)	(26,200)	2,250
Total Other Financing Sources (Uses)	(6,250)	(28,450)	(26,200)	2,250
Net Change in Fund Balance	-	-	5,000	5,000
Fund Balance - Beginning	2,500	2,500	2,500	-
Fund Balance - Ending	$ 2,500	$ 2,500	$ 7,500	$ 5,000

City of Orem
Senior Citizens - Special Revenue Fund
Schedule of Revenues, Expenditures and Changes in Fund Balances - Budget and Actual
For The Year Ended June 30, 2013

	Budgeted Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
REVENUES				
Charges for Services	$ 26,750	$ 26,750	$ 35,937	$ 9,187
Interest Revenues	6,000	6,000	1,194	(4,806)
Miscellaneous Revenues	20,250	20,250	11,045	(9,205)
Total Revenues	53,000	53,000	48,176	(4,824)
EXPENDITURES				
Current:				
Dances	18,000	11,600	4,795	6,805
Tours	12,000	30,000	22,865	7,135
Miscellaneous Expenditures	23,000	11,400	6,206	5,194
Total Expenditures	53,000	53,000	33,866	19,134
Excess (Deficiency) of Revenues over (under) Expenditures	-	-	14,310	14,310
OTHER FINANCING SOURCES (USES)				
Transfers In	-	-	-	-
Transfers Out	-	-	-	-
Total Other Financing Sources (Uses)	-	-	-	-
Net Change in Fund Balance	-	-	14,310	14,310
Fund Balance - Beginning	158,235	158,235	158,235	-
Fund Balance - Ending	$ 158,235	$ 158,235	$ 172,545	$ 14,310

Internal Service Funds

Internal service funds are used to account for the financing of goods or services provided by one department or agency to other departments or agencies of the government and to other government units, on a cost reimbursement basis.

Fleet Maintenance Fund – This fund is to account for the repair and maintenance of vehicles and equipment for the entire City operation. It is financed by charges made to the funds it services. Supplies and materials are charged at cost to the specific fund. Personnel, administration and overhead costs are charged on an estimated basis established at the beginning of each year.

Purchasing/Warehousing Fund – This fund is to account for the central purchasing and warehousing for the City. It provides the service to all governmental and proprietary funds. It is financed by charges made to the other funds. Funds are charged for supplies and materials at cost. Personnel, administrative and overhead costs are charged on an estimated allocation basis established at the beginning of each year.

Self-Insurance Fund – This fund is to account for the costs of insurance premiums and claims made against the City. Monies are accumulated in this fund to pay premiums for liability and property damage insurance and other claims. The City participates in the Utah Risk Management Mutual Association for its liability and property damage insurance. Insurance for large vehicles and equipment is purchased from private insurers. The fund also accounts for the insurance benefits of employees (i.e., state unemployment insurance, workers compensation insurance). The fund is financed by allocated charges made to the other funds for liability and property damage insurance. It is based on an allocation established at the beginning of each year for potential risk and prior experience. Charges for employee insurance benefits are made directly to each fund as a part of the payroll system. Another function of the self-insurance fund is to accumulate resources to pay the long-term portion of the compensated absences liability of the general fund. See footnote 5.A. for additional information regarding this fund.

City of Orem
Internal Service Funds
Combining Statement of Net Position
June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
ASSETS				
Current Assets:				
Cash and Cash Equivalents	$ 84,042	$ 139,627	$ 1,960,410	$ 2,184,079
Inventories	-	406,380	-	406,380
Total Current Assets	84,042	546,007	1,960,410	2,590,459
Noncurrent Assets:				
Capital Assets:				
Buildings	-	150,000	-	150,000
Machinery and Equipment	169,996	32,248	15,000	217,244
Less Accumulated Depreciation	(141,444)	(68,748)	(14,107)	(224,299)
Total Capital Assets (Net of Accumulated Depreciation)	28,552	113,500	893	142,945
Total Assets	$ 112,594	$ 659,507	$ 1,961,303	$ 2,733,404
LIABILITIES				
Current Liabilities:				
Accounts Payable	$ 1,303	$ 1,931	$ 8,491	$ 11,725
Accrued Liabilities	7,098	5,761	-	12,859
Accrued Vacation and Sick Leave	26,551	22,944	337	49,832
Claims and Judgments	-	-	311,941	311,941
Total Current Liabilities	34,952	30,636	320,769	386,357
Noncurrent Liabilities:				
Accrued Vacation and Sick Leave	1,398	1,207	10,796	13,401
Claims and Judgments	-	-	669,043	669,043
Total Noncurrent Liabilities	1,398	1,207	679,839	682,444
Total Liabilities	36,350	31,843	1,000,608	1,068,801
NET POSITION				
Net Investment in Capital Assets	28,552	113,500	893	142,945
Restricted for Capital Improvements	-	-	-	-
Unrestricted	47,692	514,164	959,802	1,521,658
Total Net Position	$ 76,244	$ 627,664	$ 960,695	$ 1,664,603

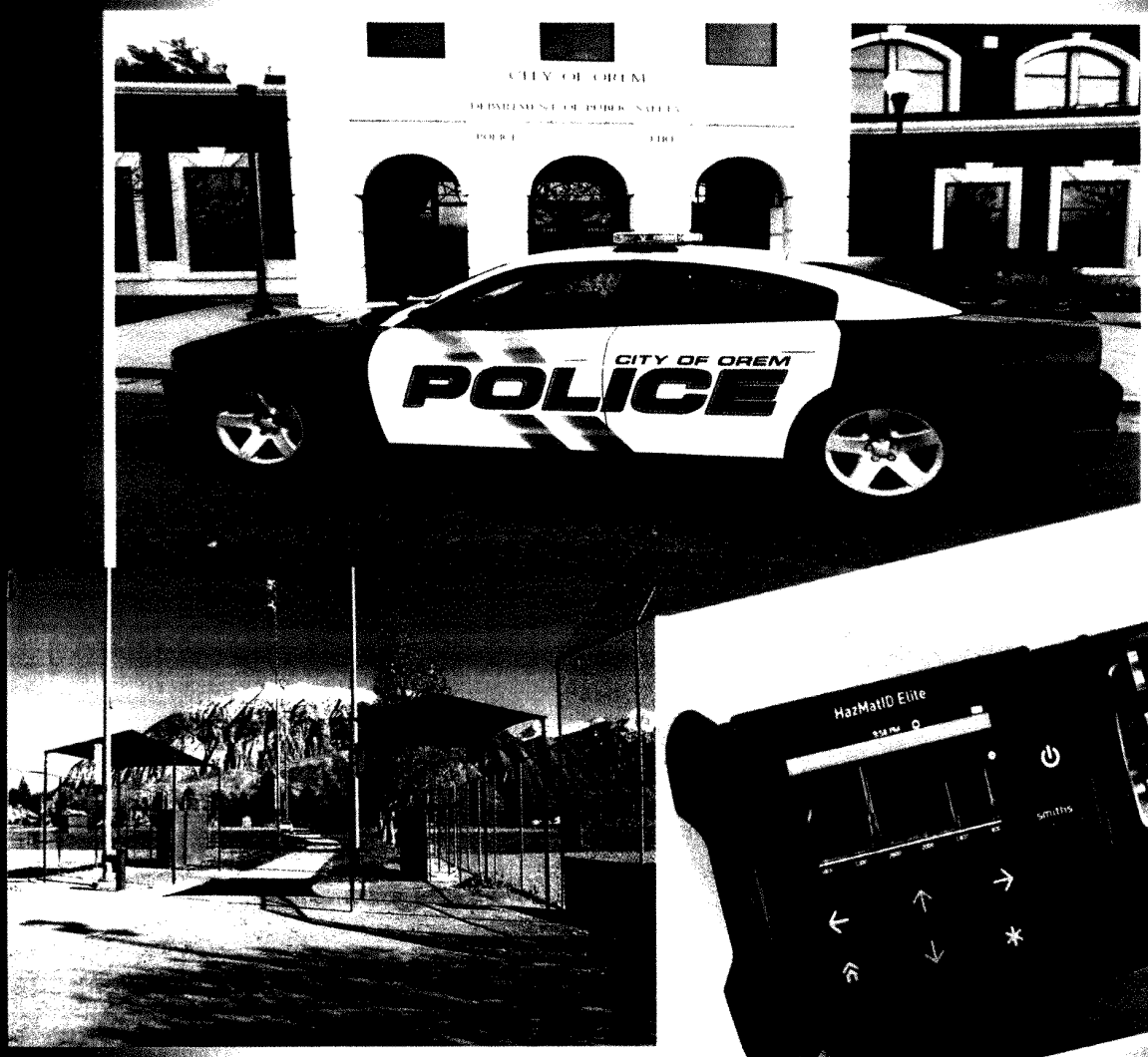
City of Orem
Internal Service Funds
Combining Statement of Revenues, Expenses, and Change in Net Position
For The Year Ended June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
OPERATING REVENUES:				
Charges for Services to Other Funds	$ 695,000	$ 360,000	$ 1,593,452	$ 2,648,452
Other Revenues	-	180	-	180
Total Operating Revenues	695,000	360,180	1,593,452	2,648,632
OPERATING EXPENSES:				
Personnel Services	459,387	241,259	80,970	781,616
Supplies, Maintenance and Claims	217,207	81,442	1,163,078	1,461,727
Depreciation Expense	11,665	6,027	2,143	19,835
Total Operating Expenses	688,259	328,728	1,246,191	2,263,178
Operating Income (Loss)	6,741	31,452	347,261	385,454
NONOPERATING REVENUES (EXPENSES):				
Gain (Loss) on Sales of Fixed Assets	-	(355)	-	(355)
Total Nonoperating Revenues (Expenses)	-	(355)	-	(355)
Income (Loss) before Operating Transfers	6,741	31,097	347,261	385,099
Transfers In	-	-	200,000	200,000
Transfers Out	-	-	(10,765)	(10,765)
Change in Net Position	6,741	31,097	536,496	574,334
Total Net Position - Beginning	69,503	596,567	424,199	1,090,269
Total Net Position - Ending	$ 76,244	$ 627,664	$ 960,695	$ 1,664,603

City of Orem
Internal Service Funds
Combining Statement of Cash Flows
For The Year Ended June 30, 2013

	Fleet Maintenance	Purchasing / Warehousing	Self-Insurance	Total
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from Customers and Users	$ 695,000	$ 360,180	$ 1,593,452	$ 2,648,632
Payments to Suppliers	(225,913)	(83,513)	(1,425,743)	(1,735,169)
Payments to Employees	(475,615)	(239,671)	(105,696)	(820,982)
Net Cash Provided (Used) by Operating Activities	(6,528)	36,996	62,013	92,481
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:				
Transfers In	-	-	200,000	200,000
Transfers Out	-	-	(10,765)	(10,765)
Net Cash Provided (Used) by Noncapital Financing Activities	-	-	189,235	189,235
CASH FLOWS FROM CAPITAL & RELATED FINANCING ACTIVITIES:				
Proceeds from the Sale of Capital Assets	-	-	-	-
Net Cash Provided (Used) in Capital Financing Activities	-	-	-	-
CASH FLOW FROM INVESTING ACTIVITIES				
Interest Revenue	-	-	-	-
Net Cash Provided (Used) by Investing Activities	-	-	-	-
Net Increase (Decrease) in Cash and Cash Equivalents	(6,528)	36,996	251,248	281,716
Cash and Cash Equivalents - Beginning of Year	90,570	102,631	1,709,162	1,902,363
Cash and Cash Equivalents - End of Year	$ 84,042	$ 139,627	$ 1,960,410	$ 2,184,079
Reconciliation of Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Operating Income (Loss)	$ 6,741	$ 31,452	$ 347,261	$ 385,454
Adjustments to Reconcile Operating Income (Loss) to Net Cash Provided (Used) by Operating Activities:				
Depreciation Expense	11,665	6,027	2,143	19,835
(Increase) Decrease in Inventory	-	(3,338)	-	(3,338)
Increase (Decrease) in Accounts Payable	(5,605)	1,211	(23,286)	(27,680)
Increase (Decrease) in Accrued Liabilities	(3,101)	56	(1,813)	(4,858)
Increase (Decrease) in Accrued Vacation and Sick Leave	(16,228)	1,588	(24,726)	(39,366)
Increase (Decrease) in Claims and Judgments	-	-	(237,566)	(237,566)
Total Adjustments	(13,269)	5,544	(285,248)	(292,973)
Net Cash Provided (Used) by Operating Activities	$ (6,528)	$ 36,996	$ 62,013	$ 92,481

SCHEDULES OF CAPITAL ASSETS USED IN THE OPERATION OF GOVERNMENTAL FUNDS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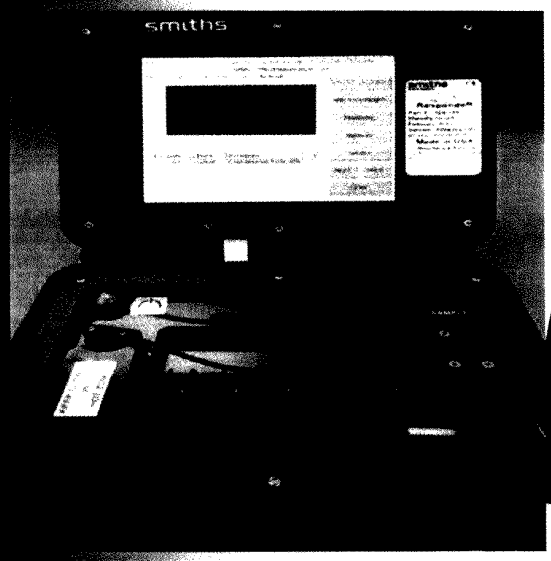
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City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedules By Source - Comparative[1]
June 30, 2013 and 2012

	2013	2012
Governmental Funds Capital Assets:		
Land	$ 59,028,414	$ 59,028,414
Buildings	28,870,213	28,870,213
Improvements other than Buildings	28,640,799	28,606,499
Machinery and Equipment	17,806,841	17,705,567
Infrastructure	111,695,520	111,188,497
Construction in Progress	239,304	260,970
Total Governmental Funds Capital Assets	$ 246,281,091	$ 245,660,160
Investments in Governmental Funds Capital Assets by Source:		
General Fund	$ 215,343,312	$ 215,310,799
Capital Projects Fund	14,042,249	13,961,941
Federal Grants	682,431	672,847
State Road Funds	10,863,313	10,356,194
Redevelopment	2,099,191	2,099,191
Community Development	3,250,595	3,259,188
Total Governmental Funds Capital Assets	$ 246,281,091	$ 245,660,160

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedule By Function and Activity[1]
June 30, 2013

Function and Activity	Land	Buildings	Improvements Other Than Buildings
General Government:			
Executive	$ -	$ -	$ 30,689
Administrative Services	-	2,075	71,762
Legal	-	-	10,100
Development Services	-	-	-
General Government	1,601,415	4,025,198	1,569,375
Engineering	-	-	-
Redevelopment	-	-	85,080
Community Development	-	8,105	1,475,818
Total General Government	1,601,415	4,035,378	3,242,824
Public Safety:			
Administration	-	5,377,906	9,407
Police Protection	-	-	87,345
Fire Protection	190,596	2,529,507	820,972
Emergency Services	-	1,580	-
Total Public Safety	190,596	7,908,993	917,724
Highways and Streets:			
Administration & Engineering	33,550	7,874,114	363,324
Street System	51,049,920	-	3,357,491
Street Lighting	-	-	1,421,854
Total Highways and Streets	51,083,470	7,874,114	5,142,669
Parks and Recreation	5,930,588	4,232,958	18,179,057
Library	222,345	4,818,770	1,158,525
Total Governmental Funds Capital Assets	$ 59,028,414	$ 28,870,213	$ 28,640,799

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

Machinery and Equipment	Infrastructure	Construction in Progress	Total
$ 12,154	$ -	$ -	$ 42,843
1,267,936	-	-	1,341,773
10,590	-	-	20,690
161,790	-	-	161,790
82,630	291,428	-	7,570,046
388,553	-	-	388,553
7,800	2,006,310	-	2,099,190
-	1,766,672	-	3,250,595
1,931,453	4,064,410	-	14,875,480
1,249,012	-	-	6,636,325
4,820,596	-	-	4,907,941
4,575,758	-	-	8,116,833
67,544	-	-	69,124
10,712,910	-	-	19,730,223
436,639	-	-	8,707,627
2,246,251	105,846,064	(47,363)	162,452,363
-	1,136,155	-	2,558,009
2,682,890	106,982,219	(47,363)	173,717,999
1,968,742	648,891	22,809	30,983,045
510,846	-	263,858	6,974,344
$ 17,806,841	$ 111,695,520	$ 239,304	$ 246,281,091

City of Orem
Schedules of Capital Assets Used in The Operations of Governmental Funds
Schedule of Changes By Function and Activity[1]
For The Year Ended June 30, 2013

Function and Activity	Governmental Funds Capital Assets June 30, 2012	Additions	Deductions	Governmental Funds Capital Assets June 30, 2013
General Government:				
Executive	$ 42,843	$ -	$ -	$ 42,843
Administrative Services	1,360,338	6,300	(24,865)	1,341,773
Legal	27,692	-	(7,002)	20,690
Development Services	161,790	-	-	161,790
General Government	7,631,409	-	(71,554)	7,559,855
Engineering	392,867	5,877	-	398,744
Redevelopment	2,099,190	-	-	2,099,190
Community Development	3,259,187	-	(8,592)	3,250,595
Total General Government	14,975,316	12,177	(112,013)	14,875,480
Public Safety:				
Administration	6,636,325	-	-	6,636,325
Police Protection	4,849,770	98,382	(40,211)	4,907,941
Fire Protection	8,008,181	111,311	(2,659)	8,116,833
Emergency Services	62,315	6,809	-	69,124
Total Public Safety	19,556,591	216,502	(42,870)	19,730,223
Highways and Streets:				
Administration & Engineering	8,707,627	-	-	8,707,627
Street System	161,886,153	654,171	(87,961)	162,452,363
Street Lighting	2,558,009	-	-	2,558,009
Total Highways and Streets	173,151,789	654,171	(87,961)	173,717,999
Parks and Recreation	30,980,638	22,809	(20,402)	30,983,045
Library	6,995,826	4,054	(25,536)	6,974,344
Total Governmental Funds Capital Assets	$ 245,660,160	$ 909,713	$ (288,782)	$ 246,281,091

[1] This schedule presents only the capital asset balances related to governmental funds. Accordingly, the capital assets reported in internal service funds are excluded from the above amounts. Generally, the capital assets of internal service funds are included as governmental activities in the statement of net assets.

STATISTICAL SECTION

(Unaudited)

This section of the City of Orem's comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the City's overall financial health.

Contents | Page

Financial Trends 124

These schedules contain trend information to help the reader understand how the city's financial performance and well-being have changed over time.

Revenue Capacity 132

These schedules contain information to help the reader assess the factors affecting the City's ability to generate its property and sales taxes.

Debt Capacity and Other Debt Information 144

These schedules present information to help the reader assess the affordability of the City's current levels of outstanding debt and the City's ability to issue additional debt in the future.

Demographic and Economic Information 155

These schedules offer demographic and economic indicators to help the reader understand the environment within which the City's financial activities take place and to help make comparisons over time and with other governments.

Operating and Other Information 160

These schedules contain information about the City's operations and resources to help the reader understand how the City's financial information relates to the services the city provides and the activities it performs.

Sources: Unless otherwise noted, the information in these schedules is derived from the comprehensive annual financial reports for the relevant year. Information related to any new GASB pronouncements required to be included within these statements is shown prospectively except in those cases in which prior year information was readily available.

City of Orem
Net Position by Component
Last Ten Fiscal Years
(Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year			
	2004	**2005**	**2006**	**2007**
Governmental Activities:				
Invested in Capital Assets,				
Net of Related Debt	$ 102,275,533	$ 102,793,522	$ 106,186,394	$ 114,171,270
Restricted	2,828,490	2,018,812	2,177,533	4,388,201
Unrestricted	21,269,937	25,146,428	28,835,694	26,880,967
Total Governmental Activities Net Position	126,373,960	129,958,762	137,199,621	145,440,438
Business-type Activities:				
Invested in Capital Assets,				
Net of Related Debt	41,914,527	42,361,442	44,153,834	52,823,374
Restricted	849,578	1,446,437	190,283	-
Unrestricted	6,324,578	6,005,168	8,248,979	4,255,124
Total Business-type Activities Net Position	49,088,683	49,813,047	52,593,096	57,078,498
Primary Government:				
Net Investment in Capital Assets	144,190,060	145,154,964	150,340,228	166,994,644
Restricted	3,678,068	3,465,249	2,367,816	4,388,201
Unrestricted	27,594,515	31,151,596	37,084,673	31,136,091
Total Primary Government Net Position	$ 175,462,643	$ 179,771,809	$ 189,792,717	$ 202,518,936

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 117,130,313	$ 120,836,719	$ 117,860,004	$ 120,200,518	$ 118,628,873	$ 116,156,331
4,701,465	4,921,721	4,538,256	21,068,271	22,727,294	23,499,201
27,564,080	24,022,927	28,287,115	11,301,287	12,619,271	15,467,624
149,395,858	149,781,367	150,685,375	152,570,076	153,975,438	155,123,156
51,848,628	51,508,253	51,418,176	50,282,917	51,205,188	52,401,013
-	-	4,281,613	4,069,158	2,244,480	2,035,413
8,709,036	10,772,961	6,880,529	8,249,952	11,483,226	13,503,553
60,557,664	62,281,214	62,580,318	62,602,027	64,932,894	67,939,979
168,978,941	172,344,972	169,278,180	170,483,435	169,834,061	168,557,344
4,701,465	4,921,721	8,819,869	25,137,429	24,971,774	25,534,614
36,273,116	34,795,888	35,167,644	19,551,239	24,102,497	28,971,177
$ 209,953,522	$ 212,062,581	$ 213,265,693	$ 215,172,103	$ 218,908,332	$ 223,063,135

City of Orem
Changes in Net Position
Last Ten Fiscal Years
(Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year					
	2004	2005	2006	2007	2008	2009
Expenses						
Governmental Activities:						
General Government	$ 10,984,241	$ 10,415,773	$ 10,975,627	$ 13,206,656	$ 14,062,762	$ 12,836,604
Public Safety	14,598,906	15,346,389	16,234,941	17,855,927	19,491,191	20,352,956
Highways and Public Improvements	5,731,034	7,100,065	6,485,972	6,574,954	8,646,549	8,299,238
Parks, Recreation and Arts	6,333,042	6,662,804	6,866,860	7,904,959	9,416,719	9,474,718
Economic and Physical Development	2,008,877	1,978,787	4,555,829	4,134,244	3,221,573	1,886,214
Redevelopment	1,053,395	542,663	846,212	1,189,544	593,283	1,026,908
Interest on Long-term Debt	2,038,946	1,882,277	2,083,152	2,263,478	2,217,525	2,171,793
Total Governmental Activities Expenses	42,748,441	43,928,758	48,048,593	53,129,762	57,649,602	56,048,431
Business-type Activities:						
Water	6,442,662	6,804,176	7,503,542	7,431,471	8,388,236	8,849,126
Water Reclamation	5,865,945	5,826,744	5,975,572	5,894,276	5,982,610	5,996,131
Storm Sewer	1,268,541	1,539,806	1,814,312	1,734,893	2,004,281	2,250,279
Recreation	2,203,195	2,047,026	1,989,045	1,567,468	1,617,587	1,695,721
Solid Waste	2,652,512	2,708,103	2,774,492	2,955,318	3,014,707	3,128,564
Street Lighting	910,969	1,133,368	1,131,094	1,166,820	1,244,305	1,250,380
Total Business-type Activities Expenses	19,343,824	20,059,223	21,188,057	20,750,246	22,251,726	23,170,201
Total Primary Government Expenses	62,092,265	63,987,981	69,236,650	73,880,008	79,901,328	79,218,632
Program Revenues						
Governmental Activities:						
Charges for Services:						
General Government	10,000,133	9,725,813	10,282,461	11,054,187	11,697,008	9,687,642
Public Safety	2,404,343	2,779,134	2,765,785	3,156,406	3,339,720	4,928,986
Parks, Recreation and Arts	8,910	12,559	19,717	301,383	545,132	621,115
Economic and Physical Development	308,367	286,904	289,476	273,279	277,113	306,039
Operating Grants and Contributions	1,407,736	1,546,029	1,597,103	852,452	1,438,884	1,369,082
Capital Grants and Contributions	8,309,689	3,178,409	4,168,784	5,800,844	4,127,289	2,881,835
Total Governmental Activities Program Revenues	22,439,178	17,528,848	19,123,326	21,438,551	21,425,146	19,794,699
Business-type Activities:						
Charges for Services:						
Water	6,128,218	6,166,137	6,952,156	7,741,810	9,331,098	9,402,862
Water Reclamation	4,968,507	4,824,003	5,800,558	6,154,501	6,073,791	6,060,235
Storm Sewer	2,402,202	2,470,225	2,510,331	2,523,425	2,549,082	2,688,822
Recreation	1,600,892	1,761,167	1,648,619	1,452,458	1,588,894	1,610,947
Solid Waste	2,755,344	2,853,586	2,900,873	2,893,052	2,961,104	2,999,129
Street Lighting	468,672	628,449	672,033	684,250	689,343	742,629
Operating Grants and Contributions	-	-	-	248,000	-	-
Capital Grants and Contributions	1,003,250	1,123,170	1,763,440	2,677,880	926,500	-
Total Business-type Activities Program Revenues	19,327,085	19,826,737	22,248,010	24,375,376	24,119,812	23,504,624
Total Primary Government Program Revenues	41,766,263	37,355,585	41,371,336	45,813,927	45,544,958	43,299,323
Net (Expense) Revenue						
Governmental Activities	(20,309,263)	(26,399,910)	(28,925,267)	(31,691,211)	(36,224,456)	(36,253,732)
Business-type Activities	(16,739)	(232,486)	1,059,953	3,625,130	1,868,086	334,423
Total Primary Government Net (Expense) Revenue	$ (20,326,002)	$ (26,632,396)	$ (27,865,314)	$ (28,066,081)	$ (34,356,370)	$ (35,919,309)
General Revenues and Other Changes in Net Position						
Governmental Activities:						
Taxes:						
Sales Taxes	14,092,331	15,373,690	18,008,143	21,330,290	20,616,891	17,989,571
Property Taxes	7,168,114	7,710,867	8,741,450	9,558,706	9,082,992	10,243,876
Franchise Taxes	4,819,932	5,970,311	6,888,934	6,804,907	7,291,044	7,342,725
Vehicle and Other Taxes	1,015,120	1,011,729	1,079,912	1,288,386	1,114,817	1,038,934
Unrestricted Investment Earnings	292,972	452,157	1,424,846	1,735,589	1,468,514	1,017,692
Gain on Sale of Capital Assets	28,579	78,726	774,740	3,567,621	666,063	8,591
Transfers	(1,225,304)	(612,768)	(751,899)	(153,471)	(1,036,106)	(1,002,148)
Total Governmental Activities	26,191,744	29,984,712	36,166,126	44,132,028	39,204,215	36,639,241
Business-type Activities:						
Unrestricted Investment Earnings	68,044	312,582	968,197	699,801	443,870	307,064
Gain on Sale of Capital Assets	-	31,500	-	7,000	131,104	79,915
Transfers	1,225,304	612,768	751,899	153,471	1,036,106	1,002,148
Total Business-type Activities	1,293,348	956,850	1,720,096	860,272	1,611,080	1,389,127
Total Primary Government	27,485,092	30,941,562	37,886,222	44,992,300	40,815,295	38,028,368
Change in Net Position						
Governmental Activities	5,882,481	3,584,802	7,240,859	12,440,817	2,979,759	385,509
Business-type Activities	1,276,609	724,364	2,780,049	4,485,402	3,479,166	1,723,550
Total Primary Government	$ 7,159,090	$ 4,309,166	$ 10,020,908	$ 16,926,219	$ 6,458,925	$ 2,109,059

Fiscal Year			
2010	2011	2012	2013
$ 10,173,033	$ 10,878,275	$ 11,154,305	$ 11,534,649
20,987,542	21,030,800	21,611,770	21,305,592
7,677,709	8,445,665	7,987,142	7,485,469
9,291,122	9,018,719	9,266,216	8,961,377
1,868,880	1,831,623	1,664,674	778,954
1,030,308	1,039,965	1,651,667	1,217,886
2,130,686	1,857,526	3,654,187	6,151,718
53,159,280	54,102,573	56,989,961	57,435,645
9,790,583	9,726,003	9,939,501	10,405,264
5,963,812	5,924,058	6,173,983	6,164,406
2,312,019	2,272,163	2,335,612	2,338,213
1,766,296	1,765,355	1,818,935	1,758,026
3,211,021	3,180,547	3,189,138	2,999,632
1,275,827	1,282,288	1,231,494	1,260,509
24,319,558	24,150,414	24,688,663	24,926,050
77,478,838	78,252,987	81,678,624	82,361,695
7,689,108	8,778,383	9,943,923	9,624,404
4,603,279	4,246,902	4,116,110	4,306,443
554,474	818,010	833,489	820,453
33,632	9,571	78,199	163,099
1,595,959	2,254,533	2,077,014	1,273,162
3,074,396	2,966,474	2,565,504	2,613,082
17,550,848	19,073,873	19,614,239	18,800,643
8,468,089	9,237,211	11,040,897	11,021,745
6,448,057	6,597,342	6,811,766	7,146,508
2,819,306	2,639,270	2,944,351	3,091,807
1,590,568	1,656,084	1,704,847	1,650,645
3,084,768	3,102,999	3,180,937	3,237,559
866,134	864,928	869,312	897,672
-	-	-	-
313,622	112,480	73,400	394,507
23,590,544	24,210,314	26,625,510	27,440,443
41,141,392	43,284,187	46,239,749	46,241,086
(35,608,432)	(35,028,700)	(37,375,722)	(38,635,002)
(729,014)	59,900	1,936,847	2,514,393
$ (36,337,446)	$ (34,968,800)	$ (35,438,875)	$ (36,120,609)
16,779,178	17,096,224	18,106,273	18,944,647
10,320,412	10,893,480	11,008,739	11,517,710
7,643,257	7,301,384	7,437,757	7,816,921
1,505,864	1,332,635	1,963,732	1,585,215
212,169	180,340	288,930	274,462
74,794	17,405	73,693	43,371
(68,020)	91,933	(98,040)	(399,606)
36,467,654	36,913,401	38,781,084	39,782,720
92,554	80,038	125,167	90,651
10,156	(26,296)	170,813	2,435
68,020	(91,933)	98,040	399,606
170,730	(38,191)	394,020	492,692
36,638,384	36,875,210	39,175,104	40,275,412
859,222	1,884,701	1,405,362	1,147,718
(558,284)	21,709	2,330,867	3,007,085
$ 300,938	$ 1,906,410	$ 3,736,229	$ 4,154,803

City of Orem
Fund Balances, Governmental Funds
Last Ten Fiscal Years
(Modified Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year			
	2004	**2005**	**2006**	**2007**
General Fund				
Nonspendable	$ -	$ 1,875	$ 30,351	$ 19,799
Restricted	718,380	782,669	1,322,355	1,720,950
Committed	-	-	-	-
Assigned	-	-	-	-
Unassigned	9,347,408	6,521,065	6,140,485	9,031,333
Total General Fund	10,065,788	7,305,609	7,493,191	10,772,082
All Other Governmental Funds				
Nonspendable	-	-	-	-
Restricted	2,110,110	2,761,033	3,385,254	5,883,576
Committed	327,164	9,042,061	9,713,980	1,911,824
Assigned	2,958,073	7,297,535	7,616,406	7,923,283
Total All Other Governmental Funds	5,395,347	19,100,629	20,715,640	15,718,683
Total Governmental Funds				
Nonspendable	-	1,875	30,351	19,799
Restricted	2,828,490	3,543,702	4,707,609	7,604,526
Committed	327,164	9,042,061	9,713,980	1,911,824
Assigned	2,958,073	7,297,535	7,616,406	7,923,283
Unassigned	9,347,408	6,521,065	6,140,485	9,031,333
Total Governmental Funds	$ 15,461,135	$ 26,406,238	$ 28,208,831	$ 26,490,765

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 22,636	$ 26,745	$ 51,604	$ 107,041	$ 97,590	$ 183,807
1,635,185	1,743,596	4,345,683	5,439,904	5,367,461	5,721,516
-	-	-	497,768	75,000	75,000
-	-	-	1,226,527	2,145,703	1,500,374
10,962,112	6,773,200	5,410,613	3,471,493	3,396,016	6,092,838
12,619,933	8,543,541	9,807,900	10,742,733	11,081,770	13,573,535
-	-	1,442,352	3,406,170	4,341,351	2,473,532
7,519,224	9,670,532	9,746,056	12,115,156	12,920,892	15,120,346
-	-	-	109,753	-	-
6,008,984	5,972,530	4,433,744	1,158,818	2,487,021	3,518,562
13,528,208	15,643,062	15,622,152	16,789,897	19,749,264	21,112,440
22,636	26,745	1,493,956	3,513,211	4,438,941	2,657,339
9,154,409	11,414,128	14,091,739	17,555,060	18,288,353	20,841,862
-	-	-	607,521	75,000	75,000
6,008,984	5,972,530	4,433,744	2,385,345	4,632,724	5,018,936
10,962,112	6,773,200	5,410,613	3,471,493	3,396,016	6,092,838
$ 26,148,141	$ 24,186,603	$ 25,430,052	$ 27,532,630	$ 30,831,034	$ 34,685,975

City of Orem
Changes in Fund Balances, Governmental Funds
Last Ten Fiscal Years
(Modified Accrual Basis of Accounting)
(Unaudited)

	Fiscal Year				
	2004	**2005**	**2006**	**2007**	**2008**
Revenues					
Taxes and Special Assessments	$ 27,093,824	$ 29,845,163	$ 35,035,714	$ 39,405,860	$ 38,517,744
Licenses and Permits	1,295,544	1,366,925	1,880,567	1,647,862	1,596,935
Intergovernmental	4,804,640	4,536,148	4,110,180	3,656,271	4,325,215
Charges for Services	3,544,661	3,663,844	3,865,549	4,509,999	4,832,559
Fines and Forfeitures	454,749	566,175	534,071	607,152	580,510
Charges for Services - Other Funds	3,701,855	3,654,299	3,681,670	3,821,727	3,921,154
Interest Income	350,831	477,456	1,270,386	1,619,097	1,321,190
Miscellaneous Revenue	1,643,953	3,464,193	2,335,497	5,416,232	2,311,797
Total Revenues	42,890,057	47,574,203	52,713,634	60,684,200	57,407,104
Expenditures					
General Government	9,777,288	9,942,870	10,133,159	11,243,791	11,620,136
Public Safety	15,121,260	16,293,215	15,534,673	16,593,911	17,851,249
Highways and Public Improvements	4,850,849	4,208,802	4,223,289	4,062,508	4,107,184
Parks, Recreation and Arts	5,064,150	5,130,601	5,294,410	5,974,738	7,807,327
Economic and Physical Development	944,119	1,102,607	3,354,384	3,500,924	1,998,675
Redevelopment	857,550	530,618	594,165	620,031	577,702
Debt Service:					
Principal Retirement	2,566,957	3,047,454	4,319,780	2,967,022	3,260,950
Interest and Fiscal Charges	2,043,617	1,873,517	2,226,774	2,191,810	2,146,891
Capital Lease Payments - Principal	127,123	80,627	112,590	115,378	68,361
Capital Lease Payments - Interest	15,026	10,845	18,327	11,815	5,824
Capital Outlay	4,735,354	1,764,864	12,971,979	17,514,340	10,520,814
Total Expenditures	46,103,293	43,986,020	58,783,530	64,796,268	59,965,113
Excess of Revenues over (under) Expenditures	(3,213,236)	3,588,183	(6,069,896)	(4,112,068)	(2,558,009)
Other Financing Sources (Uses)					
Issuance of Bonds & Other Debt	1,300,000	13,149,409	8,623,563	6,814,204	7,290,169
Payment to Bond Refunding Agent	-	(3,790,000)	-	(3,770,800)	(5,750,946)
Capital Leases	-	58,560	-	-	90,783
Transfers In	6,899,378	11,582,120	9,018,070	7,873,388	6,648,353
Transfers Out	(7,839,846)	(13,643,169)	(9,769,144)	(8,522,790)	(7,038,634)
Total Other Financing Sources (Uses)	359,532	7,356,920	7,872,489	2,394,002	1,239,725
Net Change in Fund Balances	$ (2,853,704)	$ 10,945,103	$ 1,802,593	$ (1,718,066)	$ (1,318,284)
Debt Service as a percentage of Noncapital Expenditures	12.3%	12.3%	14.6%	11.4%	10.8%

Fiscal Year				
2009	2010	2011	2012	2013
$ 37,312,000	$ 36,955,125	$ 36,999,164	$ 40,286,108	$ 40,595,860
1,027,151	1,080,748	1,213,994	1,093,859	1,147,855
3,836,399	4,670,355	5,221,007	4,642,518	3,886,244
5,819,384	5,621,965	5,744,989	5,789,061	6,026,996
608,103	618,992	1,073,523	1,343,329	1,358,345
4,081,747	4,347,299	4,239,346	4,478,369	4,447,898
732,409	209,311	259,815	340,125	274,439
1,540,989	2,977,428	1,917,299	2,302,321	1,937,934
54,958,182	56,481,223	56,669,137	60,275,690	59,675,571
11,433,442	10,843,565	11,562,870	10,348,586	11,093,324
19,338,116	19,729,088	20,098,983	20,371,289	20,332,951
4,188,647	5,322,963	4,285,166	3,707,727	2,974,008
8,052,037	7,785,452	7,510,159	7,730,925	7,558,171
676,049	667,883	630,073	1,588,116	707,403
939,909	940,879	950,536	1,562,238	1,128,457
6,860,871	4,200,905	4,877,352	3,834,833	3,130,714
2,436,375	2,197,450	1,983,792	3,821,259	6,233,296
87,660	37,200	34,028	31,132	98,213
4,755	2,259	1,718	1,989	12,099
5,985,800	3,606,664	4,712,497	4,435,299	1,963,153
60,003,661	55,334,308	56,647,174	57,433,393	55,231,789
(5,045,479)	1,146,915	21,963	2,842,297	4,443,782
6,926,936	4,809,811	1,915,000	1,814,000	-
(2,905,000)	(4,703,082)	-	(1,785,000)	-
34,977	-	73,078	525,147	-
6,902,301	12,735,609	4,018,147	5,933,470	7,199,980
(7,875,273)	(12,790,590)	(3,925,610)	(6,031,510)	(7,788,821)
3,083,941	51,748	2,080,615	456,107	(588,841)
$ (1,961,538)	$ 1,198,663	$ 2,102,578	$ 3,298,404	$ 3,854,941
17.1%	12.3%	13.0%	14.3%	17.4%

City of Orem
Assessed Value and Estimated Actual Value of Taxable Property
Last Ten Calendar Years
(Unaudited)

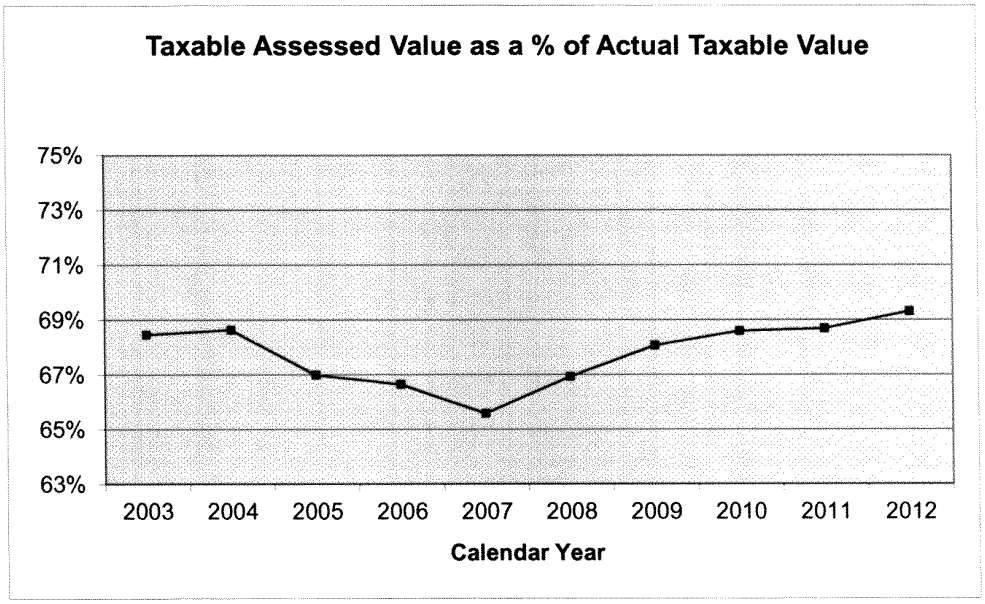
	Taxable Assessed Value				
Calendar Year[1]	Primary Residential Property	Other Residential Property	Commercial & Industrial Property	Agricultural Property	Unimproved Real Property
2003	$ 1,911,504,645	$ 361,581	$ 1,007,647,856	$ 1,455,150	$ 29,143,864
2004	1,953,411,264	362,106	1,029,051,253	1,198,488	31,784,709
2005	1,992,628,465	434,933	1,017,869,457	903,526	31,998,112
2006	2,149,974,976	2,163,884	1,076,093,714	817,809	26,283,264
2007	2,826,766,252	3,979,753	1,274,663,047	507,506	21,832,436
2008	2,843,159,747	5,025,651	1,540,471,628	505,940	19,916,072
2009	2,531,397,498	88,201,742	1,625,957,618	927,232	5,171,123
2010	2,442,893,252	69,047,883	1,665,301,399	477,597	3,173,671
2011	2,319,187,515	60,784,441	1,551,035,553	446,286	3,599,142
2012	2,284,573,816	4,073,304	1,451,256,784	544,039	136,586,644

Source: Utah State Tax Commission - Property Tax Division

Notes: Property in the City of Orem is reassessed once every five years, on average. The county assesses property at approximately 55 percent of actual value for residential property and 100 percent of actual value for all other categories. Estimated actual taxable value is calculated by dividing taxable assessed value by those percentages.

[1] Assessed values are reported by the county on a calendar year basis rather than July 1 to June 30 fiscal year.

Personal Property	Fee in Lieu Property	Total Taxable Assessed Value	Total Direct Tax Rate	Estimated Actual Taxable Value	Taxable Assessed Value as a Percentage of Actual Taxable Value
$ 214,696,514	$ 41,328,176	$ 3,206,137,786	$ 0.001698	$ 4,681,796,714	68.48%
217,460,513	41,478,607	3,274,746,940	0.001800	4,770,391,971	68.65%
213,740,087	51,946,930	3,309,521,510	0.002036	4,940,209,745	66.99%
233,802,981	30,101,214	3,519,237,842	0.002045	5,280,078,727	66.65%
253,305,890	32,014,012	4,413,068,896	0.001670	6,729,133,809	65.58%
277,909,182	29,177,534	4,716,165,754	0.001578	7,046,499,261	66.93%
292,671,778	25,501,802	4,569,828,793	0.001676	6,713,137,262	68.07%
275,721,406	33,596,021	4,490,211,229	0.001739	6,545,435,794	68.60%
294,715,129	43,727,917	4,273,495,983	0.001879	6,220,745,765	68.70%
310,397,550	43,171,491	4,230,603,628	0.001921	6,103,133,090	69.32%



City of Orem
Direct and Overlapping Property Tax Rates
Last Ten Calendar Years
(Unaudited)

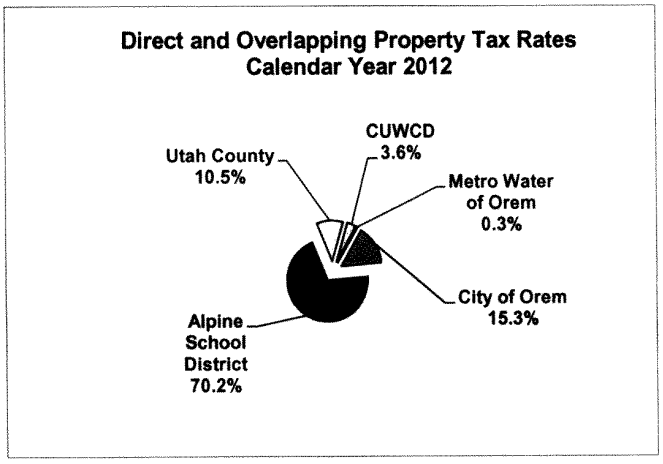
	City of Orem Direct Rates			Overlapping Rates [1]				
Calendar Year[2]	General Fund	Debt Service Fund	Total Direct Rate	Alpine School District	Utah County	Central Utah Water Conservancy District	Metropolitan Water District of Orem	Total
2003	0.001395%	0.000303%	0.001698%	0.007884%	0.001411%	0.000358%	0.000041%	0.011392%
2004	0.001479	0.000321	0.001800	0.008119	0.001425	0.000353	0.000043	0.011740
2005	0.001485	0.000551	0.002036	0.008082	0.001391	0.000400	0.000043	0.011952
2006	0.001404	0.000641	0.002045	0.006883	0.001262	0.000357	0.000042	0.010589
2007	0.001154	0.000516	0.001670	0.006937	0.001000	0.000302	0.000035	0.009944
2008	0.001091	0.000487	0.001578	0.007057	0.001105	0.000286	0.000033	0.010059
2009	0.001166	0.000510	0.001676	0.007541	0.001203	0.000400	0.000035	0.010855
2010	0.001220	0.000519	0.001739	0.008220	0.001294	0.000421	0.000036	0.011710
2011	0.001325	0.000554	0.001879	0.008812	0.001342	0.000436	0.000039	0.012508
2012	0.001355	0.000566	0.001921	0.008828	0.001324	0.000455	0.000040	0.012568

Source: Utah State Tax Commission - Property Tax Division

Notes: The City's basic property tax rate is primarily increased by: 1) a majority vote of the City Council after holding public hearings, 2) the approval of general obligation debt by a majority of the City's residents, 3) through a judgment levy due to a court ordered reduction to an entity(s) property tax, and 4) the overall assessed property values of the City's residents are reduced by the County Assessor. Rates for debt service are set based on each year's requirements. The tax rate is applied directly to the taxable value of the property.

[1] Overlapping rates are those of local and county governments. These rates apply to all property owners within the City of Orem.

[2] Taxes are collected and reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.



City of Orem
Principal Property Tax Payers
Current Year and Nine Years Ago
(Unaudited)

	Calendar Year 2012			Calendar Year 2003		
Taxpayer	Taxable Assessed Value[1]	Rank	Percentage of Total Taxable Assessed Value	Taxable Assessed Value[1]	Rank	Percentage of Total Taxable Assessed Value
University Mall	$ 114,769,075	1	2.71%	$ 71,604,041	1	2.23%
TCU Properties	56,757,000	2	1.34%	27,576,555	2	0.86%
Timpanogos Regional Hospital	42,824,700	3	1.01%	19,000,000	4	0.59%
University Crossing Shopping Ctr	17,876,300	4	0.42%	----		----
Boyer Lake Point Shopping Ctr	17,819,200	5	0.42%	13,553,359	6	0.42%
Wolverine Crossing LLC	17,791,600	6	0.42%	----		----
Retail Trust III (Walmart)	15,672,200	7	0.37%	----		----
Dickson Properties LLC	15,458,900	8	0.37%	----		----
Pinnacle Apartments (Hart)	12,738,825	9	0.30%	----		----
Security Metrics	12,444,700	10	0.29%	----		----
Price Development	----		----	20,541,802	3	0.64%
Nordstrom	----		----	14,704,355	5	0.46%
Dayton Hudson Corporation	----		----	12,600,000	7	0.39%
Lowe's (Eagle Hardware)	----		----	9,375,822	8	0.29%
BRE Property Investors LLC	----		----	9,093,088	9	0.28%
Novell, Inc.	----		----	9,070,000	10	0.28%
Total	$ 324,152,500		7.66%	$ 207,119,022		6.46%

Notes: Electric, telephone and natural gas utilities are centrally assessed by the State Tax Commission. These assessed amounts were not available in 2003 and therefore, Century Link ($14,691,739), Pacificorp ($48,425,636), and Questar Gas ($19,987,882) have been excluded from the current year since meaningful comparisons cannot be made.

[1] Assessed values are reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.

City of Orem
Property Tax Levies and Collections
Last Ten Calendar Years
(Unaudited)

Calendar Year[1]	Total Tax Levy	Current Tax Collections	Percent of Current Taxes Collected	Delinquent Tax Collections	Total Tax Collections
2003	$ 5,003,673	$ 4,655,802	93.05%	$ 280,849	$ 4,936,651
2004	5,418,232	4,992,684	92.15%	343,356	5,336,040
2005	6,184,713	5,689,452	91.99%	400,587	6,090,039
2006	6,628,909	6,136,638	92.57%	433,655	6,570,293
2007	6,797,960	6,247,920	91.91%	482,966	6,730,886
2008	6,760,841	6,077,279	89.89%	587,291	6,664,570
2009	6,953,441	6,216,940	89.41%	597,811	6,814,751
2010	7,075,315	6,381,759	90.20%	536,035	6,917,794
2011	7,301,643	6,644,493	91.00%	483,203	7,127,696
2012	7,370,522	6,788,600	92.10%	457,915	7,246,515

[1] Taxes are collected and reported by the County on a calendar year basis rather than July 1 to June 30 fiscal year.

Ratio of Total Tax Collections to Total Tax Levy	Outstanding Delinquent Taxes	Ratio of Delinquent Taxes to Total Tax Levy
98.66%	$ 67,022	1.34%
98.48%	82,192	1.52%
98.47%	94,674	1.53%
99.12%	58,616	0.88%
99.01%	67,074	0.99%
98.58%	96,271	1.42%
98.01%	138,690	1.99%
97.77%	157,521	2.23%
97.62%	173,947	2.38%
98.32%	124,007	1.68%

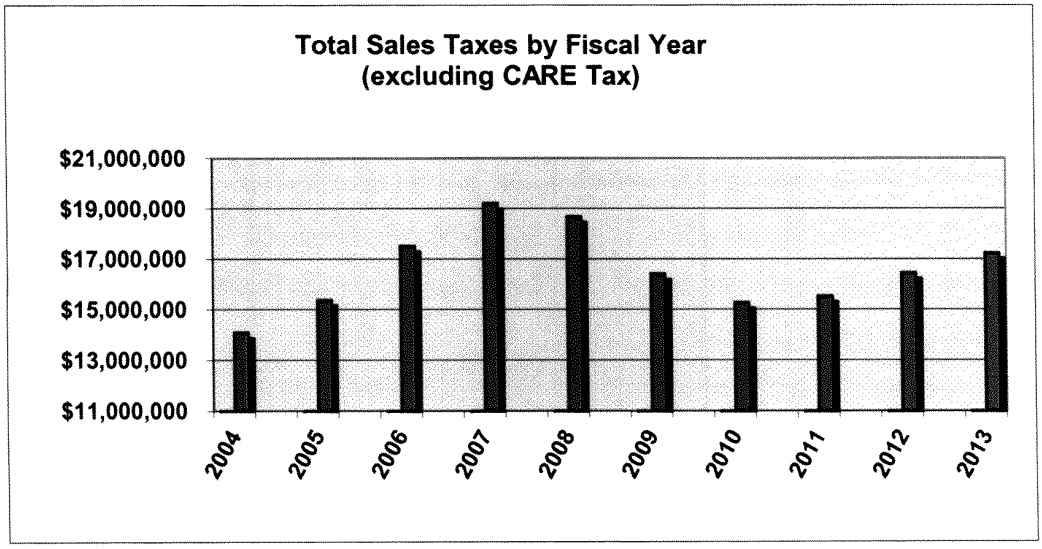
City of Orem
Sales Taxes by Category
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Merchandise and Groceries	$ 4,371,549	$ 4,326,371	$ 4,583,315	$ 4,449,949
Building Materials, Hardware, and Tools	1,925,917	2,374,234	3,113,143	3,523,720
Auto Dealers, Supplies, and Accessories	1,837,823	2,062,928	2,400,102	2,620,381
Home Furnishings, Appliances, & Electronics	1,769,511	1,983,027	2,176,207	2,085,481
Eating and Drinking Establishments	1,038,994	1,048,781	1,092,668	1,057,380
Clothing, Apparel, and Accessories	843,961	851,206	901,081	1,332,725
Professional Equipment and Supplies	711,657	782,075	838,456	904,339
Arts, Crafts, and Specialty Items	494,137	560,885	574,746	588,905
Amusement and Recreation	535,883	550,779	516,686	618,918
All Other Categories	562,899	833,404	1,313,806	2,034,389
Subtotal - City Direct	14,092,331	15,373,690	17,510,210	19,216,187
Cultural Arts & Recreation Enhancement (CARE)	-	-	497,933	2,114,103
Total City Direct Sales Taxes	$ 14,092,331	$ 15,373,690	$ 18,008,143	$ 21,330,290
Total City Direct Sales Tax Rate [1]	1.00%	1.00%	1.10%	1.10%
% Increase (Decrease) from prior year	2.80%	9.09%	17.14%	18.45%
% Increase (Decrease) from prior year, excluding CARE Tax amounts	2.80%	9.09%	13.90%	9.74%

Source: Internally generated, but based upon sales tax amounts reported to the City by the Utah State Tax Commission.

[1] See sales tax rate breakdown on page 142 for additional information regarding this rate.

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 4,598,711	$ 4,651,651	$ 4,660,428	$ 4,712,411	$ 4,959,192	$ 5,030,506
2,922,582	1,978,366	1,512,797	1,499,525	1,589,790	1,576,835
2,603,405	2,191,650	2,111,247	2,141,910	2,338,347	2,769,371
1,973,203	1,587,587	1,452,814	1,428,452	1,560,747	1,614,843
1,045,771	1,037,920	1,002,978	1,097,571	1,200,356	1,104,646
1,516,201	1,405,704	1,319,296	1,352,740	1,435,943	1,397,682
974,911	898,478	906,171	933,040	1,031,773	1,207,903
454,428	408,061	305,719	338,630	312,424	291,241
576,829	564,190	563,129	540,342	559,763	551,462
2,018,648	1,690,771	1,442,919	1,494,365	1,465,414	1,688,683
18,684,689	16,414,378	15,277,498	15,538,986	16,453,749	17,233,172
1,932,202	1,575,193	1,501,679	1,557,238	1,652,524	1,711,475
$ 20,616,891	$ 17,989,571	$ 16,779,177	$ 17,096,224	$ 18,106,273	$ 18,944,647
1.10%	1.10%	1.10%	1.10%	1.10%	1.10%
-3.34%	-12.74%	-6.73%	1.89%	5.91%	4.63%
-2.77%	-12.15%	-6.93%	1.71%	5.89%	4.74%



City of Orem
Other Sales Tax Revenue Information by Category
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			
	Number of Filers	Percentage of Total	Sales Tax Revenue	Percentage of Total
General Merchandise and Groceries	516	10.85%	$ 5,030,506	29.19%
Building Materials, Hardware, and Tools	277	5.83%	1,576,835	9.15%
Auto Dealers, Supplies, and Accessories	295	6.20%	2,769,371	16.07%
Home Furnishings, Appliances, & Electronics	235	4.94%	1,614,843	9.37%
Eating and Drinking Establishments	199	4.19%	1,104,646	6.41%
Clothing, Apparel, and Accessories	197	4.14%	1,397,682	8.11%
Professional Equipment and Supplies	843	17.73%	1,207,903	7.01%
Arts, Crafts, and Specialty Items	247	5.19%	291,241	1.69%
Amusement and Recreation	168	3.53%	551,462	3.20%
All Other Categories	1,778	37.39%	1,688,683	9.80%
Total	4,755	100.00%	$ 17,233,172	100.00%

	Fiscal Year 2004			
	Number of Filers	Percentage of Total	Sales Tax Revenue	Percentage of Total
General Merchandise and Groceries	278	10.35%	$ 4,371,549	31.02%
Building Materials, Hardware, and Tools	192	7.15%	1,925,917	13.67%
Auto Dealers, Supplies, and Accessories	285	10.61%	1,837,823	13.04%
Home Furnishings, Appliances, & Electronics	194	7.22%	1,769,511	12.56%
Eating and Drinking Establishments	198	7.37%	1,038,994	7.37%
Clothing, Apparel, and Accessories	112	4.17%	843,961	5.99%
Professional Equipment and Supplies	334	12.43%	711,657	5.05%
Arts, Crafts, and Specialty Items	255	9.49%	494,137	3.51%
Amusement and Recreation	135	5.03%	535,883	3.80%
All Other Categories	703	26.17%	562,899	3.99%
Total	2,686	100.00%	$ 14,092,331	100.00%

Source: Internally generated, but based upon sales tax amounts reported to the City by the Utah State Tax Commission.

City of Orem
Principal Sales Tax Payers
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			Fiscal Year 2004		
Taxpayer	Sales Taxes [1]	Rank	Percentage of Total Sales Taxes [1]	Sales Taxes [1]	Rank	Percentage of Total Sales Taxes [1]
Costco Wholesale Corporation	N/A	1	N/A	N/A	2	N/A
Wal-Mart Supercenter	N/A	2	N/A	N/A	1	N/A
Target	N/A	3	N/A	N/A	4	N/A
Brent Brown Toyota	N/A	4	N/A	----		----
U.S. Synthetic Corporation	N/A	5	N/A	----		----
RC Willey Home Furnishings	N/A	6	N/A	N/A	3	N/A
Garff Warner Nissan of Orem	N/A	7	N/A	----		----
Winco Foods	N/A	8	N/A	----		----
Ken Garff Honda of Orem	N/A	9	N/A	N/A	8	N/A
Doterra	N/A	10	N/A	----		----
Macey's, Inc.	----		----	N/A	5	N/A
Lowes (Eagle) Hardware	----		----	N/A	6	N/A
Mountainland Supply Company	----		----	N/A	7	N/A
Stock Building Supply	----		----	N/A	9	N/A
Macy's (Meier & Frank)	----		----	N/A	10	N/A
Total	$ 5,571,181		29.41%	$ 4,168,586		29.58%

Source: Utah State Tax Commission.

[1] Due to confidentiality issues, the amounts and percentages of the ten largest revenue payers cannot be displayed. However, the aggregate total is displayed along with the individual rankings in an effort to provide the reader with information as to where the City's sales tax base originates.

City of Orem
Direct and Overlapping Sales Tax Rates
Last Ten Fiscal Years
(Unaudited)

	City Direct Sales Tax Rates			Overlapping Sales Tax Rates					
Fiscal Year	City Direct Rate	City Cultural Arts & Rec Rate [1]	Total City Direct Rate	County Direct Rate	County Mass Transit Rate [2]	County Airport, Highway, & Public Transit Rate [3]	State Direct Rate	State Mass Transit Rate	Total Sales Tax Rate [4]
2004	1.00%	--	1.00%	0.25%	--	--	4.75%	0.25%	6.25%
2005	1.00	--	1.00	0.25	--	--	4.75	0.25	6.25
2006	1.00	0.10	1.10	0.25	--	--	4.75	0.25	6.35
2007	1.00	0.10	1.10	0.25	0.25	--	4.75	0.25	6.60
2008	1.00	0.10	1.10	0.25	0.30	--	4.65	0.25	6.55
2009	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2010	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2011	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2012	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85
2013	1.00	0.10	1.10	0.25	0.30	0.25	4.70	0.25	6.85

Source: Utah State Tax Commission

[1] This additional sales tax rate, titled CARE tax, was voted on by the citizens of Orem and went into effect on April 1, 2006.

[2] This additional sales tax rate was voted on by the citizens of Utah County and went into effect on April 1, 2007. The additional tax is to be used to fund highways, fixed guideways, or systems for public transit.

[3] This additional sales tax rate was voted on by the citizens of Utah County and went into effect on January 1, 2009. The additional tax is to be used to fund airport, highways, or public transit projects or services in the county.

[4] The total sales tax rate for non-prepared food and food ingredients was set at 3.00% statewide (1.00% City Direct Rate, 0.25% County Direct Rate, and 1.75% State Direct Rate) and went into effect on January 1, 2008.

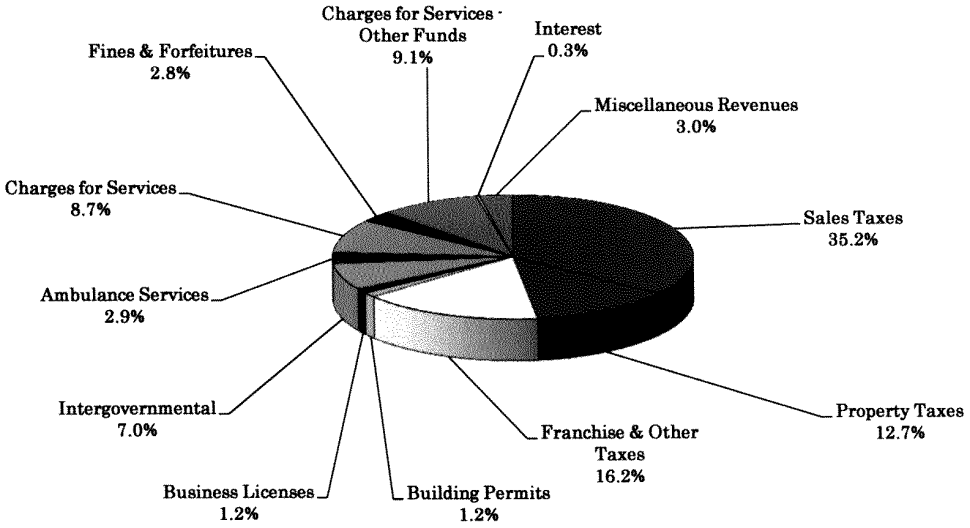
City of Orem

General Fund - Revenues and Expenditures

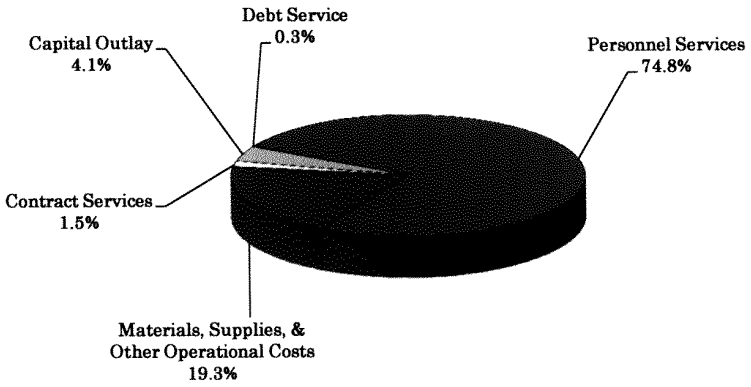
For The Year Ended June 30, 2013

(Unaudited)

GENERAL FUND - REVENUES



GENERAL FUND - EXPENDITURES



City of Orem
Ratios of Outstanding Debt by Type
Last Ten Fiscal Years
(Unaudited)

	Governmental Activities						
Fiscal Year	General Obligation Bonds	G.O. Bonds Issuance Premiums	G.O. Bonds Deferred Refunding Costs	Special Assessment Bonds	Excise Tax Revenue Bonds	Sales Tax Revenue Bonds	Franchise Tax Revenue Bonds
2004	$ 8,490,000	$ -	$ -	$ 4,965,000	$ 1,337,000	$ 11,720,000	$ -
2005	17,225,000	187,797	(177,238)	4,735,000	452,000	11,285,000	-
2006	21,995,000	314,218	(161,714)	3,195,000	-	10,810,000	-
2007	21,025,000	297,476	(146,190)	2,940,000	-	10,310,000	-
2008	19,960,000	280,734	(130,666)	2,675,000	-	9,985,000	-
2009	18,825,000	379,497	(175,926)	6,338,000	-	9,405,000	-
2010	17,665,000	349,032	(153,179)	5,806,000	-	8,790,000	4,375,000
2011	16,460,000	318,566	(130,433)	7,229,000	-	8,115,000	3,875,000
2012	15,210,000	288,101	(107,686)	5,925,000	-	7,434,000	3,375,000
2013	13,900,000	257,636	(84,940)	5,444,000	-	6,688,000	2,850,000

	Business-type Activities				
Fiscal Year	Water Quality Revenue Bonds	Water & Storm Sewer Revenue Bonds	Revenue Bonds Issuance Premiums	Capital Leases	Total Business-type Activities
2004	$ 2,217,000	$ -	$ -	$ -	$ 2,217,000
2005	2,048,000	17,440,000	762,296	-	20,250,296
2006	1,873,757	17,440,000	724,418	52,829	20,091,004
2007	1,692,757	17,950,000	686,540	39,834	20,369,131
2008	1,505,757	24,593,000	727,434	21,210	26,847,401
2009	1,311,757	23,859,000	685,626	1,556	25,857,939
2010	3,019,757	23,043,000	643,817	-	26,706,574
2011	10,312,757	22,190,000	602,009	-	33,104,766
2012	12,578,757	21,300,000	560,200	-	34,438,957
2013	11,762,757	20,383,000	518,391	-	32,664,148

Notes: Details regarding the city's outstanding debt can be found in the notes to the financial statements.

Governmental Activities					
Lease Revenue Bonds	Revenue Bonds Issuance Premiums	Revenue Bonds Deferred Refunding Costs	Notes Payable	Capital Leases	Total Governmental Activities
$ 11,075,000	$ -	$ -	$ 892,580	$ 175,066	$ 38,654,646
10,140,000	-	-	765,119	152,999	44,765,677
9,170,000	-	-	3,597,449	243,896	49,163,849
8,423,000	-	(283,636)	6,396,631	124,186	49,086,467
7,343,000	161,828	(565,191)	7,476,274	140,400	47,326,379
6,222,000	150,887	(464,297)	3,691,403	81,166	44,452,730
380,000	558,906	(432,921)	2,964,498	43,447	40,345,783
-	493,615	(392,728)	1,339,146	82,497	37,389,663
-	428,323	(378,359)	1,268,313	576,512	34,019,204
-	363,031	(328,918)	1,199,599	478,299	30,766,707

Total Primary Government		
Total Primary Government	Percentage of Personal Income	Per Capita
$ 40,871,646	2.99%	$474
65,015,973	4.70	749
69,254,853	4.64	792
69,455,598	4.25	792
74,173,780	4.50	842
70,310,669	4.39	797
67,052,357	4.51	760
70,494,429	4.71	795
68,458,161	4.39	767
63,430,855	4.01	708

City of Orem

Ratios of Net General Obligation Bonded Debt Outstanding

Last Ten Fiscal Years

(Unaudited)

Fiscal Year	Population [1]	Taxable Value	Gross Bonded Debt	Debt Service Monies Available [2]	Net Bonded Debt	Ratio of Net Bonded Debt To Assessed Value	Net Bonded Debt Per Capita
2004	86,312	$ 3,206,137,786	$ 8,490,000	$ 251,119	$ 8,238,881	0.26%	$95
2005	86,802	3,274,746,940	17,235,559	441,821	16,793,738	0.51	193
2006	87,399	3,309,521,510	22,147,504	604,104	21,543,400	0.65	246
2007	87,662	3,519,237,842	21,176,286	645,663	20,530,623	0.58	234
2008	88,073	4,413,068,896	20,110,068	655,990	19,454,078	0.44	221
2009	88,196	4,716,165,754	19,028,571	3,278,577	15,749,994	0.33	179
2010	88,256	4,569,828,793	17,860,853	2,475,955	15,384,898	0.33	174
2011	88,697	4,490,211,229	16,648,133	49,299	16,598,834	0.37	187
2012	89,279	4,273,495,983	15,390,415	1,282,169	14,108,246	0.33	158
2013	89,584	4,230,603,628	14,072,696	1,654,406	12,418,290	0.29	139

[1] Population estimates were based upon census data and building activity within the City.

[2] Debt service monies available are net of reserves dedicated to other debt issues, i.e., revenue bonds and capital leases.

City of Orem

Direct and Overlapping Governmental Activities Debt

June 30, 2013

(Unaudited)

Jurisdiction	Total Governmental Activities Debt Outstanding	Percentage Applicable to the Citizens of the City of Orem [1]	Amount Applicable to the Citizens of the City of Orem
Direct Debt:			
City of Orem	$ 30,766,707	100.0000%	$ 30,766,707
Overlapping Debt:			
Alpine School District	373,595,000	27.8027%	103,869,446
Utah County	-	17.1549%	-
Central Utah Water Conservancy District	259,970,000	4.0162%	10,440,875
Total Overlapping Debt	633,565,000		114,310,321
Total Direct and Overlapping Debt	$ 664,331,707		$ 145,077,028
Total Direct and Overlapping Debt Per Capita			$ 1,619

Sources: Assessed value data used to calculate applicable percentages was provided by the Utah State Tax Commission.

Notes: Overlapping governments are those that coincide with the geographic boundaries of the city. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and businesses of the City of Orem. This process recognizes that, when considering the City's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident (and therefore responsible for repaying the debt) of each overlapping government.

[1] This percentage uses taxable assessed property values. Applicable percentages were calculated by determining the portion of another governmental unit's taxable assessed value that is within the City's boundaries and dividing it by each unit's total taxable assessed value.

City of Orem
Legal Debt Margin Information
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Purposes (4%)				
Debt Limit	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit	(8,238,881)	(16,783,179)	(21,390,896)	(20,379,337)
Legal Debt Margin	$ 182,576,798	$ 178,148,373	$ 176,217,494	$ 191,028,990
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	4.32%	8.61%	10.82%	9.64%
Water, Sewer, & Lighting (4%)				
Debt Limit	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit	-	-	-	-
Legal Debt Margin	$ 190,815,679	$ 194,931,552	$ 197,608,390	$ 211,408,327
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	0.00%	0.00%	0.00%	0.00%
Total (8%)				
Debt Limit	$ 381,631,358	$ 389,863,104	$ 395,216,780	$ 422,816,654
Total Net Debt Applicable to Limit	(8,238,881)	(16,783,179)	(21,390,896)	(20,379,337)
Legal Debt Margin	$ 373,392,477	$ 373,079,925	$ 373,825,884	$ 402,437,317
Total Net Debt Applicable to Limit as a Percentage of Debt Limit	2.16%	4.30%	5.41%	4.82%

[1] The 8% debt limitation applies only to general obligation bonded debt. The City is limited to 4% for general purposes with the other 4% and any remaining unused general purposes portion being availabe for use for water, sewer, and lighting purposes.

[2] Debt service monies available are net of reserves dedicated to other debt issues (i.e. revenue bonds and capital leases).

Fiscal Year					
2008	2009	2010	2011	2012	2013
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
(19,304,010)	(15,546,423)	(15,189,045)	(16,410,701)	(13,927,831)	(12,418,290)
$ 249,861,342	$ 266,313,547	$ 253,336,445	$ 245,406,731	$ 234,902,000	$ 231,707,034
7.17%	5.52%	5.66%	6.27%	5.60%	5.09%
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
-	-	-	-	-	-
$ 269,165,352	$ 281,859,970	$ 268,525,490	$ 261,817,432	$ 248,829,831	$ 244,125,324
0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
$ 538,330,704	$ 563,719,940	$ 537,050,980	$ 523,634,864	$ 497,659,662	$ 488,250,648
(19,304,010)	(15,546,423)	(15,189,045)	(16,410,701)	(13,927,831)	(12,418,290)
$ 519,026,694	$ 548,173,517	$ 521,861,935	$ 507,224,163	$ 483,731,831	$ 475,832,358
3.59%	2.76%	2.83%	3.13%	2.80%	2.54%

Legal Debt Margin Calculation for Fiscal Year 2012

Assessed Valuations:		
Taxable Value		$ 4,230,603,628
Estimated Market Value		$ 6,103,133,090
Legal Debt Margin:		
Debt Limitation - 8% of Estimated Market Value [1]		$ 488,250,647
Debt Applicable to Limitation:		
Total General Obligation Bonded Debt	$ (14,072,696)	
Less:		
Assets in Debt Service Funds Available for payment of Principal [2]	1,654,406	
Total Debt Applicable to Limitation		(12,418,290)
Legal Debt Margin		$ 475,832,357

City of Orem
Pledged-Revenue Coverage
Last Ten Fiscal Years
(Unaudited)

	Sales Tax Revenue Bonds				Special Assessment Bonds			
		Debt Service				Debt Service		
Fiscal Year	Sales Taxes	Principal	Interest	Coverage	Special Assessment Collections	Principal	Interest	Coverage
2004	$ 14,092,331	$ 290,000	$ 562,047	16.54	$ 186,941	$ 5,000	$ 181,583	1.00
2005	15,373,690	435,000	552,621	15.57	1,470,871	230,000	183,250	3.56
2006	18,008,143	475,000	539,136	17.76	417,274	1,540,000	231,152	0.24
2007	21,330,290	500,000	522,986	20.85	419,611	255,000	159,750	1.01
2008	20,616,891	530,000	485,915	20.29	415,963	265,000	147,000	1.01
2009	17,989,571	580,000	449,044	17.48	136,654	280,000	133,750	0.33
2010	16,779,178	615,000	424,457	16.14	470,980	532,000	256,697	0.60
2011	17,096,224	675,000	396,907	15.95	746,111	492,000	290,109	0.95
2012	18,106,273	710,000	367,619	16.80	2,810,547	1,304,000	372,537	1.68
2013	18,944,647	746,000	268,182	18.68	1,418,179	481,000	316,172	1.78

	Franchise Tax Revenue Bonds			
		Debt Service		
Fiscal Year	Franchise Taxes	Principal	Interest	Coverage
2004	$ -	$ -	$ -	0.00
2005	-	-	-	0.00
2006	-	-	-	0.00
2007	-	-	-	0.00
2008	-	-	-	0.00
2009	-	-	-	0.00
2010	7,643,257	-	-	0.00
2011	7,301,384	500,000	178,378	10.76
2012	7,437,757	500,000	163,875	11.20
2013	7,816,920	525,000	152,625	11.54

Notes: Details regarding the city's outstanding debt can be found in the notes to the financial statements.

[1] Operating expenses do not include depreciation, interest, or amortization expenses.

Water & Storm Sewer Revenue Bonds					
Utility Service Charges	Less: Operating Expenses [1]	Net Available Revenue	Debt Service Principal	Debt Service Interest	Coverage
$ -	$ -	$ -	$ -	$ -	0.00
-	-	-	-	-	0.00
9,141,784	6,959,093	2,182,691	-	681,773	3.20
10,003,642	7,137,454	2,866,188	680,000	773,519	1.97
11,050,437	7,659,539	3,390,898	707,000	762,092	2.31
11,170,969	7,797,841	3,373,128	734,000	999,616	1.95
11,072,855	8,743,966	2,328,889	816,000	956,696	1.31
11,745,056	8,586,094	3,158,962	853,000	988,788	1.72
12,544,643	8,851,011	3,693,632	890,000	972,772	1.98
12,864,859	9,256,350	3,608,509	917,000	940,512	1.94

Water Quality Revenue Bonds					
Utility Service Charges	Less: Operating Expenses [1]	Net Available Revenue	Debt Service Principal	Debt Service Interest	Coverage
$ 4,648,383	$ 4,134,290	$ 514,093	$ 157,000	$ 88,795	2.09
4,762,198	4,272,036	490,162	163,000	83,300	1.99
4,481,980	4,264,174	217,806	169,000	77,595	0.88
5,341,595	4,415,907	925,688	174,243	71,675	3.76
5,678,134	4,572,648	1,105,486	181,000	65,590	4.48
5,682,018	4,864,370	817,648	187,000	59,247	3.32
5,773,255	4,964,995	808,260	194,000	52,702	3.28
5,857,655	4,905,989	951,666	200,000	45,912	3.87
6,201,588	4,872,165	1,329,423	207,000	35,893	5.47
6,380,841	5,014,836	1,366,005	816,000	24,142	1.63

City of Orem

Long-term Bonded Indebtedness Paid By Primary Government

Schedule of Bonded Indebtedness

June 30, 2013

(Unaudited)

	Interest Rate	Issue Date	Term of Bonds	Annual Terms of Serial Bonds
Governmental Activities:				
General Obligation Bonds:				
Series 2004 Road Bonds - Refunding	3.00% - 4.00%	12/22/04	2004-2016	Various
Series 2005 Road Bonds	3.50% - 5.00%	04/20/05	2005-2024	Various
Series 2006 Road Bonds	3.63% - 5.00%	03/07/06	2006-2024	Various
Series 2009 Road Bonds - Refunding	2.75% - 5.00%	03/24/09	2009-2018	Various
Total General Obligation Bonds				
Special Assessment Bonds:				
Canyon River - Special Improvement District Bonds - Series 2001	4.49% - 5.50%	10/02/01	2001-2016	Various
Midtown Village - Special Improvement District Bonds - Series 2009	4.35%	02/13/09	2009-2028	Various
Northgate - Special Improvement District Bonds - Series 2010	7.75%	11/02/10	2010-2025	Various
Total Special Assessment Bonds				
Revenue Bonds:				
Sales Tax Revenue Refunding Bonds - Series 2007	3.80% - 5.00%	10/17/07	2007-2023	Various
Franchise Tax Revenue Refunding Bonds - Series 2010	2.13% - 5.13%	03/16/10	2010-2018	Various
Sales Tax Revenue Refunding Bonds - Series 2012	1.50%	04/19/12	2012-2015	Various
Total Revenue Bonds				
Total Governmental Activities				
Business-type Activities:				
Revenue Bonds:				
Water Quality Revenue Bonds	3.50%	04/12/94	1994-2014	Various
2005A Water and Storm Sewer Revenue Bonds	3.50% - 5.25%	03/17/05	2005-2025	Various
2005B Water and Storm Sewer Revenue Bonds	1.48%	03/17/05	2005-2025	Various
2008 Water and Storm Sewer Revenue Bonds	3.25% - 5.25%	03/13/08	2008-2028	Various
Water Quality Revenue Bonds	0.00%	02/16/10	2010-2032	Various
Total Revenue Bonds				
Total Business-type Activities				
Total Primary Government Long-term Bonded Indebtedness				

Principal			Interest	
Original Amount	Balance 06/30/13	Retired Year Ended 06/30/13	Expense Year Ended 06/30/13	Payable In Future Years
$ 3,975,000	$ 1,740,000	$ 400,000	$ 76,450	$ 138,575
$ 8,985,000	6,320,000	385,000	307,440	2,001,585
$ 5,515,000	3,995,000	255,000	172,116	1,135,720
$ 2,865,000	1,845,000	270,000	78,738	245,737
	13,900,000	1,310,000	634,744	3,521,617
$ 3,680,000	605,000	185,000	39,500	61,750
$ 3,943,000	3,074,000	216,000	133,684	1,112,904
$ 1,915,000	1,765,000	80,000	142,988	1,097,787
	5,444,000	481,000	316,172	2,272,441
$ 5,720,000	5,595,000	25,000	241,274	1,145,136
$ 4,375,000	2,850,000	525,000	152,625	401,500
$ 1,814,000	1,093,000	721,000	26,908	20,565
	9,538,000	1,271,000	420,807	1,567,201
	28,882,000	3,062,000	1,371,723	7,361,259
$ 3,500,000	467,757	222,000	24,142	24,710
$ 17,390,000	12,985,000	725,000	634,850	4,607,624
$ 3,000,000	2,048,000	142,000	32,412	218,403
$ 5,590,000	5,350,000	50,000	273,250	3,661,849
$ 11,889,000	11,889,000	594,000	-	-
	32,739,757	1,733,000	964,654	8,512,586
	32,739,757	1,733,000	964,654	8,512,586
	$ 61,621,757	$ 4,795,000	$ 2,336,377	$ 15,873,845

City of Orem
Other Long-term Liabilities Paid by Primary Government
Last Three Fiscal Years
(Unaudited)

	Fiscal Year		
	2011	**2012**	**2013**
Governmental Activities:			
Compensated Absences	$ 1,910,902	$ 2,000,269	$ 1,753,381
Claims and Judgments	979,609	1,218,549	980,984
Other Post-employment Benefits (OPEB)	54,327	126,495	825,626
Total Governmental Activities	2,944,838	3,345,313	3,559,991
Business-type Activities:			
Compensated Absences	231,939	246,785	230,542
Total Business-type Activities	231,939	246,785	230,542
Primary Government:			
Compensated Absences	2,142,841	2,247,054	1,983,923
Claims and Judgments	979,609	1,218,549	980,984
Other Post-employment Benefits (OPEB)	54,327	126,495	825,626
Total Primary Government	$ 3,176,777	$ 3,592,098	$ 3,790,533

City of Orem
Demographic and Economic Statistics
Last Ten Fiscal Years
(Unaudited)

Fiscal Year	Population [1]	Households [2]	Personal Income	Per Capita Personal Income [2]	Per Household Personal Income
2004	86,312	23,896	$ 1,366,146,336	$ 15,828	$ 57,171
2005	86,802	24,630	1,383,537,078	15,939	56,173
2006	87,399	24,504	1,491,463,935	17,065	60,866
2007	87,662	24,026	1,634,896,300	18,650	68,047
2008	88,073	25,363	1,646,524,735	18,695	64,918
2009	88,196	25,440	1,601,021,988	18,153	62,933
2010	88,256	25,517	1,487,996,160	16,860	58,314
2011	88,697	26,970	1,495,165,329	16,857	55,438
2012	89,279	27,000	1,559,347,014	17,466	57,754
2013	89,584	27,145	1,580,320,885	17,641	58,218

Fiscal Year	Median Age	Unemployment Rate	K-12 Student Population [3]	UVU FTE Student Population [4]
2004	25.7	4.80%	17,383	16,312
2005	26.1	4.70	17,207	16,339
2006	26.4	3.10	16,630	16,081
2007	26.6	2.80	16,599	15,668
2008	26.6	3.70	16,521	16,135
2009	26.7	6.00	16,398	17,910
2010	26.7	8.00	16,112	19,670
2011	26.2	8.50	16,304	21,825
2012	26.3	6.40	16,359	22,448
2013	26.3	5.30	16,437	21,617

[1] Population estimates were based upon census data and building activity within the City.

[2] Data is based upon federal income tax return data provided by the Utah State Tax Commission. The data for the current fiscal year is estimated as the federal data is not available at the time this report is issued.

[3] Data was provided by the Alpine School District.

[4] Data represents fall semester counts based on the Utah Valley University (UVU) fact book. On July 1, 2008 the school began operating as a university instead of a state college.

City of Orem
Other Demographic Statistics
(Unaudited)

Census Population Count

Year	Population	Increase	Percent Increase
1890	435	-	-
1900	692	257	37.14%
1910	1,064	372	34.96
1920	1,664	600	36.06
1930	1,915	251	13.11
1940	2,914	999	34.28
1950	8,338	5,424	65.05
1960	18,394	10,056	54.67
1970	25,760	7,366	28.59
1980	52,399	26,639	50.84
1990	67,561	15,162	22.44
2000	84,324	16,763	19.88
2010	88,328	4,004	4.53

Age Distribution of Population [1]

	Total		Male		Female	
Age	Number	Percent	Number	Percent	Number	Percent
0 - 4	8,940	10.12%	4,822	5.46%	4,118	4.66%
5 - 9	8,314	9.41	4,685	5.30	3,629	4.11
10 - 14	6,512	7.37	3,421	3.87	3,091	3.50
15 - 19	7,145	8.09	3,457	3.91	3,688	4.18
20 - 24	10,694	12.11	5,211	5.90	5,483	6.21
25 - 29	10,485	11.87	5,106	5.78	5,379	6.09
30 - 34	5,453	6.17	2,879	3.26	2,574	2.91
35 - 39	5,360	6.07	2,702	3.06	2,658	3.01
40 - 44	3,326	3.77	1,660	1.88	1,666	1.89
45 - 49	3,771	4.27	1,893	2.14	1,878	2.13
50 - 54	3,728	4.22	1,797	2.03	1,931	2.19
55 - 59	3,884	4.40	1,697	1.92	2,187	2.48
60 - 64	3,359	3.80	1,498	1.70	1,861	2.11
65 - 69	2,332	2.64	1,097	1.24	1,235	1.40
70 - 74	2,025	2.29	1,020	1.15	1,005	1.14
75 - 79	1,269	1.44	492	0.56	777	0.88
80 - 84	1,037	1.17	298	0.34	739	0.84
85 - 89	466	0.53	264	0.30	202	0.23
90+	228	0.26	70	0.08	158	0.18
TOTAL	88,328	100.00%	44,069	49.89%	44,259	50.11%

[1] Source: 2010 Census

City of Orem
Principal Employers
Current Year and Nine Years Ago
(Unaudited)

	Fiscal Year 2013			Fiscal Year 2004		
Taxpayer	Number of Employees	Rank	Percentage of Total City Employment	Number of Employees	Rank	Percentage of Total City Employment
Utah Valley University	2,043	1	6.35%	1,979	1	6.02%
Alpine School District	1,485	2	4.61%	1,540	2	4.68%
Convergys Corporation	592	3	1.84%	900	3	2.74%
U.S. Synthetic Corporation	592	4	1.84%	----		----
City of Orem	501	5	1.56%	516	7	1.57%
Timpanogos Regional Hospital	473	6	1.47%	375	9	1.14%
Xactware Solutions, Inc.	447	7	1.39%	----		----
Dialogue Marketing West of Utah	405	8	1.26%	----		----
Security Metrics	361	9	1.12%	----		----
Wal-Mart	340	10	1.06%	660	5	2.01%
Geneva Rock Products	----		----	810	4	2.46%
Phone Directories Company	----		----	524	6	1.59%
Western Wats Center	----		----	500	8	1.52%
Target	----		----	370	10	1.12%
Total	7,239		22.49%	8,174		24.85%

Source: Orem City's business licensing database and personal communications with certain governmental entities by Orem City personnel.

City of Orem
Full-Time-Equivalent City Government Employees
by Function/Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year			
	2004	2005	2006	2007
General Government	129	138	130	119
Public Safety:				
Police Protection	127	118	134	137
Fire Protection	53	55	56	54
Highways and Public Improvements	1	4	5	2
Parks and Recreation:				
Parks and Recreation	32	33	31	34
Library	56	54	54	50
Cemetery	4	5	5	5
Economic and Physical Development	2	2	2	1
Water	23	24	23	24
Water Reclamation	30	31	29	29
Storm Sewer	10	9	9	8
Recreation	47	45	45	49
Street Lighting	2	2	2	1
Total	516	520	525	513

Source: City of Orem - Human Resource Department

Notes: A full-time employee is scheduled to work 2,080 hours per year (including vacation and sick leave). Full-time equivalent employment is calculated by dividing total labor hours by 2,080.

Fiscal Year					
2008	2009	2010	2011	2012	2013
124	115	107	115	110	102
141	143	141	140	136	131
59	71	69	70	70	65
3	2	2	1	0	0
36	39	35	36	36	29
53	54	51	50	43	45
6	6	5	5	5	5
1	2	2	2	3	4
26	30	28	26	27	26
31	31	28	30	30	29
11	11	11	10	10	10
48	50	50	56	49	53
2	3	3	3	2	2
541	557	532	544	521	501

City of Orem
Operating Indicators by Function / Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year				
	2004	**2005**	**2006**	**2007**	**2008**
General Government:					
Building Permits Issued	1,118	1,083	1,149	1,166	1,242
Public Safety:					
Police Protection:					
Physical Arrests	8,306	8,145	8,495	6,599	6,454
Traffic Citations	9,634	11,394	11,190	13,937	14,238
Fire Protection:					
Emergency Responses	2,766	2,500	2,338	5,476	4,650
Ambulance Transports	2,549	2,761	3,145	3,026	3,246
Other Public Safety Services:					
Emergency Dispatch Calls	30,533	32,078	34,433	37,081	38,043
Highways and Public Improvements:					
Asphalt Used - Streets (Tons)	6,599	4,048	4,500	4,300	4,290
Concrete Used - Sidewalks (Yards)	905	1,089	1,100	1,200	1,443
Parks and Recreation:					
Recreation Programs Participants	12,960	13,230	13,338	13,365	14,059
Library - Volumes in Collection (approx.)	275,497	280,000	284,573	289,742	297,067
Cemetery - Interments	247	250	289	290	303
Economic and Physical Development:					
Public Service Organizations Assisted	15	14	14	14	13
Housing Rehab Loans/Grants Added	12	15	8	7	7
Major Project Improvements Completed	4	1	1	0	1
Water:					
Number of Consumers	20,425	20,240	21,228	21,153	21,197
Average Daily Consumption (MGD)	20.6	21.2	23.5	23.7	25.0
Water Reclamation:					
Number of Service Connections	20,017	20,107	20,314	20,616	20,678
Average Daily Treated (MGD)	8.4	8.4	8.5	8.5	8.5
Storm Sewer:					
Number of Sumps Added	24	25	22	22	24
New Infrastructure (Feet)	6,600	4,000	4,500	6,872	12,144
Recreation:					
Fitness Center Admissions	468,009	486,022	478,630	472,168	442,281
Fitness Center Class Participants	5,760	6,348	5,403	5,988	5,515
Scera Park Pool Admissions	31,767	35,037	41,280	37,500	34,468
Scera Park Pool Class Participants	2,270	2,123	2,446	2,133	2,461
Solid Waste:					
Annual Waste Tonnage	29,993	30,209	27,193	26,586	26,566
Avg Annual Waste per Household (Tons)	1.72	1.72	1.51	1.46	1.45
Street Lighting:					
Number of Street Lights Added	1,477	233	230	171	149

Source: Various city departments

Fiscal Year				
2009	2010	2011	2012	2013
784	837	945	899	817
6,215	5,538	5,439	6,016	4,338
16,128	9,762	15,009	10,042	16,042
4,350	5,230	6,556	7,628	9,058
2,780	2,514	2,500	2,314	4,238
40,187	41,253	39,443	39,405	37,867
4,615	5,047	5,903	5,965	5,287
1,344	1,164	1,134	1,020	796
15,054	17,331	16,790	16,700	12,276
295,029	297,376	313,001	320,703	326,253
266	267	297	294	252
15	16	14	16	16
7	9	14	11	6
1	0	1	1	1
21,543	21,626	21,807	21,965	22,107
23.0	23.3	24.2	26.7	26.9
20,678	20,678	20,678	21,088	21,226
8.5	8.2	8.2	8.2	7.9
8	17	0	8	4
7,669	13,727	0	40,656	29,040
359,844	367,941	378,543	384,895	369,068
4,923	4,466	4,231	3,926	4,236
47,778	48,045	46,999	43,183	39,545
2,455	1,848	1,768	1,661	3,180
26,924	25,631	25,436	24,832	26,527
1.45	1.37	1.44	1.25	1.39
75	67	93	88	1

City of Orem
Capital Asset Statistics by Function / Program
Last Ten Fiscal Years
(Unaudited)

	Fiscal Year				
	2004	2005	2006	2007	2008
General Government:					
Vehicles	169	177	191	170	176
Public Safety:					
Police Protection:					
Stations	1	1	1	1	1
Vehicles	105	106	108	111	121
Fire Protection:					
Stations	3	3	3	3	3
Vehicles	25	25	23	24	26
Highways and Public Improvements:					
Streets (miles)	232	233	235	238	239
Traffic Signals	25	25	25	26	26
Parks and Recreation:					
Parks	20	20	20	20	22
Parks Acreage	277	277	277	287	333
Playgrounds	18	18	18	18	18
Walking/Jogging Trails (miles)	33.0	33.0	33.0	33.0	35.5
Libraries	1	1	1	1	1
Cemeteries	1	1	1	1	1
Water:					
Water Mains (miles)	345	345	345	345	349
Wells	8	8	8	8	8
Storage Capacity (thousands of gallons)	12,440	12,440	12,440	22,440	22,440
Water Reclamation:					
Sewer Lines (miles)	272	272	272	275	280
Treatment Capacity (MGD)	12.3	12.3	12.3	12.3	12.3
Storm Sewer:					
Storm Sewer Lines (miles)	64.6	64.6	64.6	65.9	68.2
Sumps	1,665	1,677	1,688	1,699	1,711
Recreation:					
Fitness Centers	1	1	1	1	1
Pools	2	2	2	2	2
Baseball / Softball Diamonds	18	18	18	18	18
Soccer / Football Fields	18	18	18	18	18
Street Lighting:					
Street Lights	4,107	4,340	4,570	4,741	4,890

Source: Various city departments

Fiscal Year				
2009	2010	2011	2012	2013
175	169	171	170	165
1	1	1	1	1
116	111	115	113	122
4	4	4	4	4
27	27	29	29	30
241	241	241	241	241
32	32	34	34	34
22	22	22	22	22
333	333	333	350	350
18	18	18	18	18
35.5	35.5	35.5	40.0	40.0
1	1	1	1	1
1	1	1	1	1
349	351	351	351	374
8	8	8	9	9
22,440	22,440	22,440	22,440	22,440
280	280	280	281	286
12.3	12.3	12.3	13.5	13.5
69.8	70.8	70.8	78.5	84.0
1,715	1,732	1,732	1,783	1,755
1	1	1	1	1
2	2	2	2	2
18	18	18	18	18
18	18	18	18	18
4,926	4,993	5,086	5,174	5,175

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