



7505 South Holden Street
Midvale, UT 84047
801- 567-7200
Midvale.Utah.gov

**REDEVELOPMENT AGENCY OF MIDVALE CITY
MEETING AGENDA
APRIL 16, 2024**

PUBLIC NOTICE IS HEREBY GIVEN that the **Redevelopment Agency of Midvale City** will hold an electronic and in-person meeting on the **16th day of April 2024** as follows:

Electronic & In-Person City Council Meeting

This meeting will be held electronically and in-person. **Public comments may be submitted electronically to the Board consideration at www.Midvalecity.org/government/contact-us by 5:00pm on April 15th and will be included in the meeting record.**

The meeting will be broadcast on the following: **You Tube: Midvale.Utah.gov/YouTube**

7:00 PM OR IMMEDIATELY FOLLOWING THE CITY COUNCIL MEETING

I. GENERAL BUSINESS

A. WELCOME AND ROLL CALL

II. PUBLIC COMMENTS

Any person wishing to comment on any item not otherwise scheduled for public hearing on the agenda may address the Redevelopment Agency of Midvale City Board at this point by stepping to the microphone and giving his or her name for the record. **Comments should be limited to not more than three (3) minutes unless additional time is authorized by the Redevelopment Agency of Midvale City Board.** Citizen groups will be asked to appoint a spokesperson. This is the time and place for any person who wishes to comment on non-hearing items. Items brought forward to the attention of the Redevelopment Agency of Midvale City will be turned over to staff to provide a response outside of the Redevelopment Agency meeting.

III. CONSENT AGENDA

A. Consider Minutes of March 26, 2024 [*Rori Andreason, HR Director/City Recorder*]

IV. ACTION ITEM

A. Consider **Resolution No. 2024-13RDA** adopting the Second Amendment to The Purchase Agreement or the Development of Land (the "Second Amendment") with the Court Partners LLC [*Cody Hill, Economic Development Manager*]

V. POSSIBLE CLOSED SESSION

The Board may, by motion, enter into a Closed Session for:

- A. Discussion of the Character, Professional Competence or Physical or Mental Health of an Individual;
- B. Strategy sessions to discuss pending or reasonably imminent litigation;
- C. Strategy sessions to discuss the purchase, exchange, or lease of real property;
- D. Discussion regarding deployment of security personnel, devices, or systems; and
- E. Investigative proceedings regarding allegations of criminal misconduct.

Redevelopment Agency Board Meeting
April 16, 2024

VI. ADJOURN

In accordance with the Americans with Disabilities Act, Midvale City will make reasonable accommodations for participation in the meeting. Request assistance by contacting the City Recorder at 801-567-7207, providing at least three working days' notice of the meeting. TTY 711

A copy of the foregoing agenda was provided to the news media by email and/or fax. The agenda was also posted at the following locations on the date and time as posted above: City Hall Lobby, on the City's website at Midvale.Utah.gov and the State Public Notice Website at <http://pmn.utah.gov>. Board Members may participate in the meeting via electronic communications. Board Members' participation via electronic communication will be broadcast and amplified so other Board Members and all other persons present in the Council Chambers will be able to hear or see the communication.

DATE POSTED: APRIL 11, 2024

**RORI L. ANDREASON, MMC
City Recorder**

REDEVELOPMENT AGENCY MEETING

Minutes

Tuesday March 26, 2024



Council Chambers
7505 S Holden Street
Midvale, Utah 84047

CHAIR: Marcus Stevenson

BOARD MEMBERS: Board Member Paul Glover
Board Member Bonnie Billings
Board Member Dustin Gettel
Board Member Bryant Brown
Board Member Heidi Robinson

STAFF: Matt Dahl, City Manager; Nate Rockwood, Assistant City Manager; Rori Andreason, City Recorder; Garrett Wilcox, City Attorney; Mariah Hill, Administrative Services Director; Adam Olsen, Community Development Director; Laura Magness, Communications Director; Jerimie Thorne, Deputy Public Works Director; Meggie Troili, RDA Project Manager; Cody Hill, Economic Development Director; Wendelin Knobloch, Planning Director; Chief Randy Thomas, UPD; and Juan Rosario, Systems Administrator.

Chair Stevenson called the meeting to order at 10:06 p.m.

I. GENERAL BUSINESS

A. Roll Call - Board Members Dustin Gettel, Bonnie Billings, Bryant Brown, Heidi Robinson, and Paul Glover were present at roll call.

II. PUBLIC COMMENTS

There was no one who desired to speak.

III. CONSENT AGENDA

A. CONSIDER MINUTES OF March 12, 2024

MOTION: Board Member Paul Glover **MOVED** to approve the consent agenda. The motion was **SECONDED** by Board Member Dustin Gettel. Chair Stevenson called for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown **Aye**
Board Member Dustin Gettel **Aye**
Board Member Paul Glover **Aye**
Board Member Bonnie Billings **Aye**

Board Member Heidi Robinson Aye
The motion passed unanimously.

IV. ACTION ITEMS

A. CONSIDER RESOLUTION NO. 2024-08RDA APPROVING THE TERM SHEET BETWEEN THE REDEVELOPMENT AGENCY OF MIDVALE CITY AND MIDVALE MAIN PARTNERSII, LLC FOR PARTICIPATION ON THE MAINSTREET FAÇADE IMPROVEMENT PROGRAM

Kate Andrus said the agency staff received an application from Midvale Main Partners II LLC for funding through the Façade Improvement Program for the building located at 7696 Main Street. The proposed improvements include the installation of a new sign, brick repair, painting, new entry ways, new windows, lighting and finishing work. Agency staff assessed the application for completion and presented it to the Main Street Façade Improvement Advisory Board ("Advisory Board") for review and recommendations. The Advisory Board's recommendations are now presented to the RDA Board for approval.

The Advisory Board's review of the Midvale Main Partners II LLC proposal determined that the project meets the basic eligibility requirements of the Program. Given the impact of the improvements and the budget required, the Advisory Board recommends funding the maximum award amount of \$50,000, not to exceed 50% of the total project cost. Additionally, the Advisory Board recommends conveying an easement to the Redevelopment Agency of Midvale City for a term of 10 years for the façade improvements, except for the "Vincent Park" sign. Due to the historical significance of the sign, the Advisory Board recommends an easement term of 30 years for the sign.

Agency staff are now seeking authorization from the RDA Board to execute the agreement based upon the terms outlined in the attached term sheet.

FISCAL IMPACT:

The overall program budget allocated for funding grants under the Main Street Façade Improvement Grant Program stands at \$100,000. If approved, the RDA will provide funds up to \$50,000 as reimbursement to Midvale Main Partners II LLC. If this grant and the façade grant for RS St. George LLC are approved, the program budget will need to be increased by \$25,000. This is due to the success of the project and the number of applications with corner lots. This adjustment can be done administratively, as the current Main Street CDA budget can accommodate this increase without going over budget.

[03.26.2024 RDA Board PPT.pptx](#)

MOTION: Board Member Dustin Gettel MOVED to approve Resolution No. 2024-08RDA Approving the term sheet between the Redevelopment Agency of Midvale City and Midvale Main Partners II, LLC for participation on the Main Street Façade Improvement Program. The motion was SECONDED by Board Member Bryant Brown. Chair Stevenson called

for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

B. CONSIDER RESOLUTION NO. 2024-09RDA APPROVING THE TERM SHEET BETWEEN THE REDEVELOPMENT AGENCY OF MIDVALE CITY AND RS ST. GEORGE LLC FOR PARTICIPATION ON THE MAINSTREET FAÇADE IMPROVEMENT PROGRAM

Kate Andrus said that the agency staff received an application for funding through the Façade Improvement Grant Program from RS St. George LLC for the building located at 7584 Main Street. Agency staff assessed the application for completion and presented it to the Main Street Façade Improvement Advisory Board ("Advisory Board") for review and recommendations. The Advisory Board's recommendations are now presented to the RDA Board for approval.

The Advisory Board's review of RS St. George LLC proposal determined that the project meets the basic eligibility requirements of the program. Given the impact of the improvements and the budget required, the Advisory Board recommends funding the maximum award amount of \$75,000, not to exceed 50% of the total project cost. Additionally, the Advisory Board recommends conveying an easement to the Redevelopment Agency of Midvale City for a term of 10 years.

Agency staff are now seeking authorization from the RDA Board to execute the agreement based upon the terms outlined in the attached term sheet.

FISCAL IMPACT:

The current program budget is \$100,000. If approved, the RDA will provide funds up to \$75,000 as a reimbursement to RS St. George LLC. This will bring the overall budget for the Main Street Façade Improvement Program to \$25,000 for FY 2024.

Board Member Bryant Brown asked who the tenant will be.

Kate Andrus explained that the owner wants to get the remodel started before he starts looking for a tenant.

Board Member Dustin Gettel asked how much funding was left in the façade fund for the fiscal year.

Kate Andrus said they have depleted the funds for this fiscal year.

MOTION: Board Member Dustin Gettel **MOVED** to approve Resolution No. 2024-09RDA Approving the term sheet between the Redevelopment Agency of Midvale City and RS St. George LLC for participation on the MainStreet Façade Improvement Program. The motion was **SECONDED** by Board Member Bonnie Billings. Chair Stevenson called for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

MOTION: Board Member Dustin Gettel **MOVED** to recess the RDA meeting to move back into the City Council meeting. The motion was **SECONDED** by Board Member Heidi Robinson. Chair Stevenson called for discussion on the motion. There being none, he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

The Board recessed at 10:14 p.m. and reconvened at 11:08 p.m.

C. CONSIDER RESOLUTION NO. 2024-10RDA AUTHORIZING THE CHIEF ADMINISTRATIVE OFFICER TO ENTER INTO AN AGREEMENT BETWEEN THE REDEVELOPMENT AGENCY OF MIDVALE CITY AND J. LYNE ROBERTS & SONS FOR THE MIDVALE MAIN PLAZA AND STREETScape PROJECT

Kate Andrus said that the Redevelopment Agency of Midvale City (“Agency”) commissioned blū line designs to develop bid documents for the Midvale City Hall Plaza and streetscape improvements project.

On January 25, 2024, a request for bids was posted on the U3P website with a February 22, 2024, submission deadline. The request reached over 4,000 vendors, and 7 attended the mandatory pre-bid meeting. Agency staff received one qualified bid from J. Lyne Roberts & Sons Inc. (“JLR”).

After reviewing the qualifications, past work, budget and schedule, Agency staff recommend entering into the attached construction agreement with JLR.

JLR, as part of the Construction agreement, will be responsible for providing the following services:

- Shall maintain an overall budget of \$2,984,820.44 for the project. This shall include all labor, materials, equipment and services provided to complete the construction of the Midvale City Hall Plaza and Streetscape Improvements.
- JLR shall have all work related to the sidewalk along the east side of 700 West, the crosswalk at the intersection of Main Street and Holden Street, and the crosswalk across Holden Street, substantially completed and ready for operation by June 1, 2024.
- JLR shall provide regular inspections and quality control checks to ensure the highest standards of workmanship.
- JLR shall have all other work completed prior to August 1, 2024.

Other key terms of the design-build agreement include:

- The Agency will compensate JLR through monthly progress payments based on project completion, not exceeding \$2,984,820.44.
- All work must comply with applicable laws, regulations, and public authority orders.

FISCAL IMPACT:

The total project budget is \$2,984,820.44. The Shelter Mitigation Fund will contribute \$398,074.04 towards the North Holden Street sidewalk improvements. The Bingham Junction Project Area will fund the remaining project costs. Any additional unallocated Shelter Mitigation funds will be directed towards the North Holden improvements.

Board Member Bryant Brown asked when the project would be finished and if that seems reasonable. He said he would like to see the food truck night come back.

Kate Andrus said August 1st, 2024, and the plaza can be used for the food trucks.

MOTION: Board Member Dustin Gettel **MOVED** to suspend the rules and approve Resolution No. 2024-10RDA Authorizing the Chief Administrative Officer to enter into an agreement between the Redevelopment Agency of Midvale City and J. Lyne Roberts & Sons for the Midvale Main Plaza and Streetscape Project. The motion was **SECONDED** by Board Member Heidi Robinson. Chair Stevenson called for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

D. CONSIDER RESOLUTION NO. 2024-11RDA AUTHORIZING THE CHIEF ADMINISTRATIVE OFFICER TO EXECUTE THE FESTIVAL OF LIGHTING AND CITY HALL IMPROVEMENT CONSTRUCTION ACCESS AND TRANSFER AGREEMENT WITH MIDVALE CITY

Kate Andrus said that this spring, the Redevelopment Agency of Midvale City (“Agency”) is initiating two significant construction projects within the Main Street Community Development Area (CDA): the City Hall Plaza and the Festival Lighting Project. Although funding for both projects come from the Agency's budget, they provide improvements to property owned and maintained by Midvale City. Therefore, Agency staff are requesting RDA Board approval to enter into the attached agreement with Midvale City. This agreement will grant the Agency access to improve the designated City-owned properties. Furthermore, it outlines the transfer of ownership and maintenance responsibility for the improvements back to the City upon completion of construction and the warranty period.

MOTION: **Board Member Dustin Gettel MOVED to suspend the rules and approve Resolution No. 2024-11RDA Authorizing the Chief Administrative Officer to Execute The Festival Lighting and City Hall Improvement Construction Access and Transfer Agreement with Midvale City. The motion was SECONDED by Board Member Heidi Robinson. Chair Stevenson called for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:**

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

E. CONSIDER RESOLUTION NO. 2024-12RDA APPROVING AN AFFORDABLE HOUSING GRANT TERM SHEET WITH THE ROAD HOME

Cody Hill said that The Road Home (grantee), a non-profit homeless service provider which operates the Midvale Family Resource Center (MFRC), has requested a \$35,200

grant from the Redevelopment Agency of Midvale City (Agency) to partially finance facility improvements of MFRC. The shelter is located at 529 9th Ave, Midvale, UT 84047.

On January 16, the Midvale City Council authorized Midvale City to disburse \$205,000 of the City's Homeless Shelter Cities Mitigation (HSCM) funds to pursue property improvements at MFRC. These property improvements had the goals of increasing the functionality and safety of the shelter for its residents, reducing the need for shelter residents to look for basic needs outside of the shelter, and support The Road Home in getting families into stable housing faster. These projects included: kitchen improvements, security cameras and power, parking lot resurfacing, landscaping, fence improvements, new washers and dryers, ice machines and flexible housing funds.

In March, Midvale City became aware of The Road Home's urgent need to find temporary housing solutions for families at the MFRC. Due to federal restrictions limiting the use of certain funds, The Road Home requested authorization to utilize HSCM funds, which according to Utah State Code 35A16-401(4), can cover the costs of temporary housing for these families. On March 26, the Midvale City Council approved Resolution 2024-R-18 authorizing The Road Home to use up to \$100,000 of Midvale's HSCM funds toward temporary housing needs.

Although the need to partially divert HSCM funds is urgent, the initial property improvements would benefit the shelter residents, current and future, and the surrounding community. The Road Home is committed to completing as many of the property improvements as possible. The grantee's request for \$35,200 in assistance from the Agency is intended to fill the funding gap in the HSCM funding, allowing them to achieve the planned improvements.

Under Utah State Code 17C-1-411(3), The Agency is granted the authority to lend, grant, or contribute housing funds to a person, public entity, housing authority, private entity or business, or nonprofit corporation for homeless assistance. This authority makes the property improvements at MFRC eligible for the City-Wide Housing Funds allocated by the Agency. The Agency does not have a history of attributing City-Wide Housing Funds to homeless assistance. The approval of this grant should be looked at as a solitary decision and not as the creation of a new program. Any future requests for funding that are submitted prior to the creation of new policies or programs will be evaluated on an individual basis considering the RDA Boards then current objectives and available funds. Agency staff recommends providing the proposed grant to The Road Home for the Midvale Family Resource Center. A term sheet has been compiled to demonstrate the proposed terms of the agreement.

FISCAL IMPACT:

The Midvale Family Resource Center Improvements Grant Agreement will be funded out of the Affordable Housing Incentives budget within the restricted City-wide Housing Fund. The \$35,200 requested would utilize approximately 5% of the unallotted Affordable Housing Incentive budget for the 2024 fiscal year.

Board Member Bryant Brown asked why the State of Utah isn't paying for these improvements.

Cody Hill said the State and County should be paying for it.

MOTION: Board Member Dustin Gettel **MOVED** to suspend the rules and approve Resolution No. 2024-12RDA Approving an Affordable Housing Grant Term Sheet with The Road Home. The motion was **SECONDED** by Board Member Heidi Robinson. Chair Stevenson called for discussion on the motion. There being none he called for a roll call vote. The voting was as follows:

Board Member Bryant Brown Aye
Board Member Dustin Gettel Aye
Board Member Paul Glover Aye
Board Member Bonnie Billings Aye
Board Member Heidi Robinson Aye

The motion passed unanimously.

VI. ADJOURN

MOTION: Board Member Paul Glover **MOVED** to adjourn the meeting. The motion was **SECONDED** by Board Member Dustin Gettel. Chair Stevenson called for discussion on the motion. There being none he called for a vote. The motion passed unanimously.

The meeting adjourned at 11:17 p.m.

Rori L. Andreason, MMC
City Recorder

Approved this 16th day of April, 2024.



REDEVELOPMENT AGENCY OF MIDVALE CITY

Meeting Date: April 16, 2024

ITEM TYPE: Action

SUBJECT: Consider **Resolution No. 2024-13RDA** approving and adopting the Second Amendment to The Purchase Agreement for the Development of Land (the “Second Amendment”) with The Court Partners, LLC.

SUBMITTED BY: Cody Hill, Economic Development Manager

SUMMARY:

The Redevelopment Agency of Midvale City (the “Agency”) entered into The Purchase Agreement for the Development of Land (“Court Agreement”) on March 28, 2023 with The Court Partners, LLC. The Court Agreement facilitated the sale of the basketball court property (located at 695 W 5th Avenue and 7555 South Main) by the RDA to The Court Partners, LLC, who then agreed to develop the property with a mixed-use product. The Agency and Court Partners, LLC then agreed to and adopted the First Amendment to The Purchase Agreement for the Development of Land on September 20, 2023. The purposes of this first amendment were to tie in the benefits and obligations associated with the Upper-Floor Housing Incentive Agreement, obligate the Agency to assume the Court Partners, LLC’s loan with Altabank if they default, additional definitions and protections for the Agency, and specifications for how the Agency will provide the Upper-floor Housing Incentive to support the development.

With the basketball court development nearing completion, a few necessary amendments have become clear. The proposed changes within the Second Amendment to Purchase Agreement include:

1. Making the green energy and building requirements align with the requirements outlined in the original RFP;
2. Providing a means whereby the Agency can support the development of a bulb-out to allow for outdoor dining; and
3. Defining “Material Changes” includes allowing, with the chief administrative officer’s approval, variations of the building’s permitted development plan that would reduce the project’s total value if they improve or do not impact the final product.

FISCAL IMPACT:

Potentially \$61,763 for reimbursement for a bulb-out in front of the Court development, which would come from the Main Street CDA’s Developer Reimbursements fund.

RECOMMENDED MOTION:

“I move that we suspend the rules and adopt Resolution No. 2024-13RDA authorizing the adoption of Second Amendment to The Purchase Agreement for the Development of Land with The Court Partners, LLC.”

ATTACHMENTS:

Resolution No. 2024-13RDA

Midvale City Public Art Guidelines

THE REDEVELOPMENT AGENCY OF MIDVALE CITY UTAH
RESOLUTION NO. 2024-13RDA

A RESOLUTION ADOPTING SECOND AMENDMENT TO THE PURCHASE AGREEMENT FOR THE DEVELOPMENT OF LAND BETWEEN THE REDEVELOPMENT AGENCY OF MIDVALE CITY AND THE COURT PARTNERS, LLC. FOR PROPERTY LOCATED AT 695 W FIFTH AVE AND 7555 S MAIN ST, KNOWN AS THE BASKETBALL COURT SITE

WHEREAS, The Redevelopment Agency of Midvale City (the "Agency") was created to transact the business and exercise the powers provided for in the Utah Redevelopment Agencies Act; and

WHEREAS, the Agency created the Main Street Community Development Area with a Plan and Budget and intends to support, guide, and catalyze development within the Main Street Area; and

WHEREAS, the Agency owns two parcels located at 695 W Fifth Avenue and 7555 S Main Street, Midvale, Utah 84047, also known as the basketball court site (parcel numbers 212530700 I 0000 and 21253070020000), and wished to sell the parcels to a qualified developer and guide the redevelopment of the site; and

WHEREAS, Utah State Code Annotated 17C-1-202 (d) permits the Agency to hold, sell, convey, grant, gift, or otherwise dispose of any interest in real or personal property; and

WHEREAS, the Agency went through the proper RFP process, received three qualified proposals for the purchase and development of the site, and organized a selection committee that ranked the received proposals and awarded a winner; and

WHEREAS, the Agency and the awarded developer, The Court Partners, LLC, entered into a purchase agreement for the purchase and development of the property; and

WHEREAS, the Agency and Developer amended the original purchase agreement with changes outlined in First Amendment to Purchase Agreement for Development of Land Between Redevelopment Agency of Midvale City and The Court Partners, LLC.

WHEREAS, the Agency and Developer wish to again amend the purchase agreement with changes outlined in Exhibit A: Second Amendment to Purchase Agreement for Development of Land Between Redevelopment Agency of Midvale City and The Court Partners, LLC.

NOW THEREFORE BE IT RESOLVED BY THE REDEVELOPMENT AGENCY OF MIDVALE CITY, that the Redevelopment Agency of Midvale City approves and adopts Second Amendments to Purchase Agreement for Development of Land Between Redevelopment Agency of Midvale City and The Court Partners, LLC., attached here as Exhibit A with The Court Partners, LLC. and authorizes Agency staff to carry out and enforce the amended terms of the Agreement.

Passed and approved this 16th day of April 2024.

Marcus Stevenson
Chief Administrative Officer

Matt Dahl
Executive Director

ATTEST:

Rori L. Andreason, MMC
Secretary

Voting by the Board:	“Aye”	“Nay”
Bonnie Billings	_____	_____
Paul Glover	_____	_____
Heidi Robinson	_____	_____
Bryant Brown	_____	_____
Dustin Gettel	_____	_____

**Exhibit A: Second Amendment to Purchase Agreement for Development of Land Between
Redevelopment Agency of Midvale City and The Court Partners, LLC.**

**SECOND AMENDMENT TO PURCHASE AGREEMENT FOR DEVELOPMENT OF LAND
BETWEEN
REDEVELOPMENT AGENCY OF MIDVALE CITY
AND
THE COURT PARTNERS, LLC**

This Second Amendment to Purchase Agreement for Development of Land (“Second Amendment”) is made and entered into as of the ____ day of _____, 2024, by and between the **REDEVELOPMENT AGENCY OF MIDVALE CITY**, a public body (the “RDA”) and **THE COURT PARTNERS, LLC**, a Utah limited liability company (the “Developer”), both of whom are collectively referred to herein as the “Parties” and individually as a “Party.”

RECITALS:

- A. The Parties entered into a Purchase Agreement for Development of Land dated March 28, 2023 (the “Agreement”) with respect to certain Property located in Salt Lake County, State of Utah, as more particularly described in the Agreement.
- B. The Parties entered the Main Street Upper Floor Initiative Incentive Agreement dated September 19, 2023.
- C. The Parties and Altabank, Division of Glacier Bank, entered the Agreement Regarding Purchase and Financing dated September 19, 2023.
- D. The Parties approved and adopted First Amendment to Purchase Agreement for Development of Land on September 19, 2023, due to the additional agreements entered into by the Parties and their respective relationships with the Purchase Agreement for the Development of Land.
- E. There are, however, additional amendments that the Parties would like to make to the Agreement for the purposes of reflecting current conditions and clarifying provisions in the Agreement. The Parties, therefore, desire to amend the Agreement as set forth below.

AGREEMENT:

NOW, THEREFORE, in consideration of the foregoing recitals and the mutual covenants and promises of the Parties set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. The terms of this Second Amendment are hereby incorporated into the Agreement as amended. Unless otherwise provided herein, all capitalized terms in this Second Amendment shall have the same meaning as used in the Agreement as amended.
2. Section 3.3 of the Agreement: Approval of the Construction Financing Documents, is amended to include the following:

(f) Developer will verify its progress on the Project and contributions of its capital by submitting to the RDA an application for payment in a form agreed to by the Parties.

3. Section 3.5 of the Agreement: Approval of the Final Construction Documents, is amended to remove the existing language from subsection (f) and replace it with the following language:

(f) Compliance with Applicable Requirements. The Final Construction Documents shall comply with all Applicable Requirements. In addition, the Final Construction Documents shall contain provisions consistent with the Energy Efficiency Report as follows:

- Building is code compliant for all energy and insulation requirements (Per the 2018 IBC)
- Exterior walls have R23 blown-in insulation.
- Unit Demising walls are a double stud wall with R11 batt insulation in both walls.
- Corridor walls have R-19 acoustic batt Insulation.
- Floor/Ceiling assemblies between units have 12” blown-in insulation.
- Roof truss will have R-49 blown-in insulation and R-20 rigid insulation on top of the roof sheathing.
- All lighting will have LED bulbs.
- HVAC Equipment will be Energy Star Rated.
- All appliances will be Energy Star Rated.
- All windows will have a U-Factor sufficient for building to pass an energy COMcheck.
- Thermostats will be programmable.
- All HVAC equipment will be fully electric (no combustion gas) producing zero carbon emissions.

4. Development Improvements Agreement, Exhibit “G” to the Agreement, is amended as follows:

a. Section 1: Definitions, is amended to include the term Bulb-out as set forth verbatim in the Agreement:

“**Bulb-out**” means an extension to the curb resulting in a narrower curb-to-curb roadway width. It makes sidewalks more pedestrian-friendly by reducing vehicle speeds, which increases pedestrian safety. The extended area may also accommodate landscaping, outdoor dining, and other features as approved by the RDA.

b. Section 1: Definitions, is amended to include the defined term “Material Change” which definition is as follows:

“**Material Change**” means (i) with respect to any portion of commercial improvements, an increase or decrease in the square footage of such portion of commercial improvements by more than 5%; (ii) with respect to any type of housing units, an increase or decrease in the number of such type of housing units by more than 5%; (iii) with respect to parking spaces, an increase or decrease in the number of parking spaces by more than 5%; (iv) with respect to any other element of the Developer Improvements, a reduction in the size of such element by more than 5%; (v) with respect to any element of the Developer Improvements, a substitution of any materials or a change in design from that specified in the Final Construction Documents that has a lower cost other than a change that the Chief Administrative Officer of the RDA agrees in writing is not impacting or reducing the overall quality of the completed project; (vi) any other change in the Final Construction Documents, other than a change that the Chief Administrative Officer of the RDA agrees in writing is an immaterial change; (vii) any deviation from the approved final design including the rooftop amenities; or (viii) any change that would prevent the Developer from achieving the standards established in the Agency’s Request for Proposals for Development of the Property at 965 W Fifth Ave./7555 S Main Street, Exhibit B: Scope of Development, Section 4, which states:

4. The Project must be designed using green building techniques including, but not limited to:

- Efficient use of energy, water, and other resources;
- Use of non-toxic, ethical, and sustainable materials; and
- Pollution and waste reduction measures and the enabling of re-use and recycling,

All of the above shall be certified by an independent professional.

c. Section 3.2 Construction of Developer Improvements is amended to include the following language at the end of the section: Developer may construct a Bulb-out on the west side of Main Street adjacent to the Project. In the event the Bulb-out is constructed to a minimum of 80 feet in length, Developer may submit an invoice for an amount not to exceed \$61,763.00. RDA shall pay Developer the amount of the invoice provided Developer submits to RDA the following:

- i. Breakdown of actual costs for the Bulb-out from the General Contractor;
- ii. An invoice from the General Contractor for the cost of the Bulb-out;
- iii. Proof that Developer paid the General Contractor's invoice in full for the Bulb-out; and
- iv. Receipt of a certificate of compliance of the Bulb-out from the Midvale City Chief Building Official.

RDA shall pay to Developer the amount of Developer's invoice provided all requirements of Section 3.2, in RDA's sole discretion, have been satisfied.

d. Section 3.5 Certificate of Completion. Subsection (a)(ii) shall be deleted in its entirety.

5. Incorporation and Ratification. All of the terms of this Second Amendment are hereby incorporated into the Agreement. As amended by this Second Amendment, the Agreement is ratified and confirmed, and all continue in full force and effect.

6. Counterpart Execution. This Second Amendment may be executed in one or more counterparts, each of which, when taken together, shall constitute the original. Signature pages may be detached from individual counterparts and attached to a single or multiple original(s) in order to form a single or multiple original(s) of this document. Electronic and scanned signature pages will be acceptable and shall be conclusive evidence of execution.

IN WITNESS WHEREOF, the Parties have caused this Second Amendment to be duly executed as of the date first above written.

RDA:

REDEVELOPMENT AGENCY OF MIDVALE CITY, a public body

By: _____

MARCUS STEVENSON

Its: Chief Administrative Officer

By: _____

MATT DAHL

Its: Executive Director

Approved as to Legal form:

By: _____

GARRETT WILCOX

Its: RDA Attorney

DEVELOPER:

THE COURT PARTNERS, LLC, a Utah limited liability company

By: _____

GUILLAUME BELGIQUE

Its: Authorized Member

State of Utah)

County of _____)
§

On this _____ day of _____, in the year 2024, personally appeared before me Guillaume Belgique, whose identity is personally known to me (or proven on the basis of satisfactory evidence) and who by me duly sworn/affirmed, did say that he is the _____ of The Court Partners, LLC and that said document was signed by him in behalf of said Corporation by Authority of its Bylaws, or Resolution of its [Board of Directors], and said Guillaume Belgique acknowledged to me that said corporation executed the same.

Witness my hand and official seal.

Notary Signature

(Notary Seal)

Residing at: _____

Commission Expires: _____