



Zoning Review Memorandum

Date: May 27, 2020

To: Bruce Erickson, Planning Director

From: Alexandra Ananth, Senior Planner
Laura Kuhrmeyer, Planner

Re: Request to Amend the 1998 Park City Mountain Resort Development Agreement and to Replace Exhibit D, the *1998 PCMR Base Area Master Plan Study/Concept Master Plan*, with a new Master Plan to construct a mixed-use resort development on the base area parking lots

Applicant: PEG	
Site: 1493-1498 Lowell Avenue, surface parking lots for PCMR	Parcels: SA-402-E, SA-402-A-1-A, SA-402-A-2, SA-253-B, SA-253-B-2-A, and SA-253-C
Zoning: Recreation Commercial (RC)	Total Lot Area: 10.62 Acres or 462,607 square feet
Current Use: Surface parking for PCMR	Proposed Use: Mixed use resort development including support commercial, residential, parking and public open space

Background:

The applicant is proposing to Amend the 1998 Development Agreement (DA) by replacing the 1997 Master Plan (Exhibit D of the 1998 DA) with a new Master Plan to develop the existing surface parking lots and construct a mixed-use resort development consisting of for sale condominiums, affordable housing, employee housing, day skier parking stalls, a hotel, retail and restaurant uses, a ski club, public ski lockers, skier services, wayfinding and open space plazas.

The zoning of the six (6) parcels included in the project area are all Recreation Commercial (RC). The applicants are not proposing any changes to the zoning. For the purposes of this Memorandum the RC and MPD provisions of the Land Management Code (LMC) will be applied unless superseded by the Development Agreement or other controlling documents.

Existing documents that govern the site include the following:

- The June 25, 1997 Conditions of Planning Commission approval of the PCMR Large Scale Mater Plan (MPD)
- The August 21, 1997 Conditions of City Council approval
- The April 1, 1998 Conditional Use permit for the Marriott (Parcel A)
- 1998 Development Agreement including Exhibits A-M.
- The 2007 Annexation Agreement
- The March 25, 2015 Development Agreement Amendments to the Mountain

Upgrade Plan and MPD Amendments to add the Upper Mountain Ski Terrain to the MPD

- The First Amendment to the Development Agreement, December 2019.

Relevant Conditions of the 1998 Development Agreement

- A. The 1998 Development Agreement is tied to the *Park City Mountain Resort Base Area Master Plan Study*, Exhibit D of the Development Agreement, and is subject to all conditions of approval described in Exhibits E and F of the Development Agreement, the 1997 Conditions of Planning Commission Approval and the Conditions of City Council approval.
- B. The 1998 Development Agreement notes that “the City granted development rights and height variations contained in the PCMR Concept Master Plan in exchange for, inter alia, development restrictions on both the Open Space designations within the 1997 Master Planned Area and within the Park City Alpine Terrain.” In effect, the DA transfers base or underlying density from the Exclusion Area or Alpine Terrain to the base area parcels, Parcels A-E, in order to limit future development on the Mountain Open Space/Alpine Terrain area, as the clustering of development preserves open space and view corridors and was preferable to spreading density on or up the mountain.

Although neither the 1997 MPD nor the DA specifies the amount of density taken off of the Alpine Terrain Exclusion Area, both documents credit the Base Area Master Planned Area with 491.78 Unit Equivalents of permitted density, excluding support commercial, underground public convention and meeting space. Unit Equivalents are defined in the DA and differ from the way the current version of the LMC calculates them, particularly for units greater than 2,000 square feet.

- C. Residential Accessory Use, Residential Support Commercial Use, Resort Accessory Use, are defined in the Development Agreement and do not require the use of Unit Equivalents. *This is consistent with the current Land Management Code.*
- D. Unit Equivalents are also defined in the 1998 Development Agreement. *The current Land Management Code utilizes the same calculation for Unit Equivalents with the exception of condominiums greater than 2,000 square feet. The applicant should clarify how they have calculated US's for condos greater than 2,000 square feet, utilizing the UE formula in the 1998 Development Agreement or the current Land Management Code.*
- E. Section 2 of the Development Agreement lists the Obligations of the Developer including Conditions of Approval such as:
- The approval incorporated the *PCMR Base Area Master Plan Study*, Exhibit D of the DA, which details volumetrics, horizontal and vertical articulation, maximum square footage of each building, streetscapes, and architectural and design guidelines, etc., into the Development Agreement. It notes that Large Scale Master Plan approval is conceptual in nature, that each Parcel is subject to conditional use (Small Scale MPD) review by the Planning Commission, and that site specific proposals must substantially conform to the approved PCMR Concept Master Plan. The square footages, volumetrics and unit equivalents are maximums permitted for each development Parcel. It notes that if the Planning

Commission approves less than the maximum square footages outlined for any Parcel, that square footage cannot be transferred to another Parcel. *It appears that the current application is proposing to shift density and square footage to Parcel C even though this is expressly prohibited as noted above.*

- Final site planning to the satisfaction of the Planning Commission is required for each Small Scale MPD and shall include landscaping, streetscape details and finalization of the design guidelines for the buildings. Lighting standards shall be consistent with the standards in effect at the time of application for building permits. If the architectural design guidelines for Park City become more restrictive in the future the more restrictive guidelines shall apply. Final site planning shall orient delivery, service and trash access away from existing residential uses whenever possible.
- Developer has rezoned and partially re-subdivided the 1997 Master Planned Area. Additional re-subdivision will follow.
- Neither the City nor the Developer owns the current Bus Drop Off Area at the Resort Center. The Bus Drop Off Area must be improved, and the Bus Drop Off Easement must be executed, prior to any building permits.
- The Developer has submitted and the City has approved, a detailed phasing plan Exhibit H. *The current applicant will be required to modify Exhibit H.*
- The Developer has formed a Master Owners' Association responsible for recycling, snow removal, landscaping, streetscape and plaza improvements, pedestrian pathways and trails and other public amenities. *The current applicant has stated that no records of the formation of a Master Owners Association have been found.*
- The Developer shall upgrade utilities, as the City Engineer deems reasonably necessary for the development of the Concept Master Plan.
- Concurrent with the review of the Small Scale MPD CUP's for each building the Developer shall satisfy fire protection requirements Exhibit I. *The current applicant will be required to modify Exhibit I.*
- The Developer shall comply with the traffic mitigation plan Exhibit J. *The current applicant will be required to modify Exhibit J.*
- The Developer shall comply with the parking mitigation plan Exhibit K. If the parking mitigation plan fails to adequately mitigate peak day parking requirements, the City shall have the authority to require the Resort to limit ticket sales until the parking mitigation plan is revised to address the issues. *The current applicant will be required to modify Exhibit K and a new parking management plan will be required, as will upgrades to roads and intersections to meet the increased traffic demands of the application.*
- The Developer shall not promote, encourage, nor allow, in the Shadow Lake Lease Area, the Thaynes Mining Reservation Area, or the Development Exclusion Area depicted within Exhibit C, residential development of any kind, nor any

commercial nor industrial development which customers will primarily access by rubber tired vehicles.

- The Developer has chosen to mitigate additional impacts associated with developing the PCMR Concept Master Plan by paying impact fees in lieu of off-site improvements.
- Employee Housing. The 1998 Development Agreement contains a requirement for employee housing and requires the developer to construct or provide deed restricted off-site housing for 80 PCMR employees on or before October 1, 2003. Employee housing is triggered by the receipt and approval of Conditional Use Permits (Small Scale MPD's of the base area Parcels A-E proportionally).

There is a footnote on page 11 of the DA that states if the "Developer fails to obtain approval for 60% of the Small Scale MPDs before 10/1/03 the Developer shall, at a minimum, acquire its proportionate obligation to produce employee housing. For example, if only 40% Small Scale MPDs have been approved by 10/1/03, Developer shall provide housing for 32 (40% of 80) PCMR employees. Once Developer achieves 60% Small Scale MPD approval, it must provide deed restricted housing for all 80 employees." *See the 2015 CUP for additional information on this obligation.*

- Ski Operations Improvements. The Developer submitted a Mountain Upgrade Plan Exhibit L. This includes Vegetation management and Parking, noting that at all times the Developer shall assure that it has adequate parking or has implemented such other assurances, as provided in the Parking Mitigation Plan, to mitigate the impact of any proposed expansion of lift capacity. *The Mountain Upgrade Plan was amended by the March 25, 2015 Conditional Use Permit. As the applicant is proposing to bifurcate their development from the mountain operations any mountain upgrades that impact traffic, parking, runoff, and views within Park City will be limited without a corresponding plan to mitigate such issues.*

F. Section 3 of the Development Agreement, Development of the 1997 Master Planned Area, memorializes that the Developer has a vested right to develop the 1997 Master Planned Area in accordance with the PCMR Concept Master Plan and that the overall project shall not exceed the permitted density of 491.78 Unit Equivalents, excluding support commercial, underground public convention and meeting space. It reiterates that approved square footages are maximums and that square footage will not be allowed to be transferred from one Parcel to another. *After the development of Parcel A only 353 UE's remain.*

G. The 1998 DA lists permitted uses of the Property, the density and intensity of use, the maximum height, bulk and size of proposed structures, provisions for reservation or dedication of land for public purposes and location of public improvements, location of public utilities, etc. It also includes a Parcel Square Footage Allowance Table. It notes that if there are retail/commercial uses other than Support Commercial or Accessory uses they will require a proportionate reduction in the square footage that is allocated for the other uses in this table. Building square footage does not include Resort Accessory Uses, mechanical, maintenance or storage space that is located below grade or underground parking as shown in the Concept Master Plan.

Underground public convention and meeting space is allowed in addition to the total Parcel square footage allowance.

Parcel	Gross Resi. Sq. Ft.	Res. Support Comm. & Acc. Use @ 10%	Acc. Use to Resort Operation	Retail/Comm.	Total (2)
A	287,000	28,700	35,000	(1)	350,810
B	294,000	29,400		(1)	323,519
C	159,000	15,900	18,000	(1)	192,963
D	93,000	9,300		(1)	102,338
E	141,000	14,100	32,000	(1)	187,157
Total	974,000	97,400	85,000		1,156,787

- (1) If there are retail/commercial uses other than Support Commercial or Accessory uses they will require a proportionate reduction in the square footage that is allocated for the other uses in this table.
- (2) Building square footage does not include Resort Accessory Uses, mechanical maintenance or storage space that may be located below grade or parking as shown in the Concept Master Plan.
- (3) Underground public convention and meeting space is allowed in addition to the total Parcel square footage allowance.

The Planning Department notes that in contrast to the 1997 Concept Master Plan, a significant amount of parking in PEG's proposal is not located below grade but is not counted in the total square footage. PEG must disclose how much parking is located above grade and thus contributing to the mass of the proposed project.

- H. The DA notes the specific volumetrics, including Design Intent, Approval Criteria and Assumptions for Parcels A, B, C, D, E, and the Arcade are set forth in detail, and incorporated herein by reference, on pages 122-148 of the Park City Mountain Resort Base Area Master Plan Study. *The applicant must submit a Volumetric Analysis consistent with LMC Section [15-5-8](#), Façade Lengths and Variations.*

The current applicant is proposing to amend the MPD with a new Base Area Master Plan. The City's Land Management Code Section 15-6-4.1., MPD MODIFICATIONS, states that "Changes in a Master Planned Development, which constitute a change in concept, Density, unit type or configuration of any portion or phase of the MPD will justify review of the entire master plan and Development Agreement by the Planning Commission, unless otherwise specified in the Development Agreement. If the modifications are determined to be substantive, the project will be required to go through the pre-Application public hearing and determination of compliance as outlined in Section 15-6-4(B) herein." It is the Planning Department's recommendation that the Planning Commission determine that the submitted application is substantively different than the 1997 Large Scale Master Plan (MPD) and requires a new MPD, not an amendment to the existing MPD.

- I. Section 6.2, Transfer of Property notes that the Developer shall have the right to assign or transfer all or any portion of its interests, rights or obligations under the Agreement to third parties but that the Developer's obligations shall not relieve the Developer of any responsibility to the expressly assumed obligations.

- J. The Development Agreement contains 13 Exhibits including:
- Exhibit A – Legal Description of 1997 Master Planned Area (*Must be replaced*)
 - Exhibit B – Legal Description of Park City Alpine Terrain (*Must be replaced*)
 - Exhibit C - Depiction of Park City Alpine Terrain, with Development Exclusion Areas
 - Exhibit D – Park City Mountain Resort Area Master Plan Study (*Expired and must be replaced*)
 - Exhibit E – June 25, 1997 Conditions of Planning Commission Approval
 - Exhibit F – August 21, 1997 Conditions of City Council Approval
 - Exhibit G – Bus Drop Off Easement
 - Exhibit H – Phasing Plan (*Must be replaced*)
 - Exhibit I – Fire Protection Requirements (*Must be replaced*)
 - Exhibit J – Traffic Mitigation Plan (*Must be replaced*)
 - Exhibit K – Parking Mitigation Plan (*Must be replaced*)
 - Exhibit L – Mountain Upgrade Plan (*Amended in 2015*)
 - Exhibit M – Viewshed Area Map (*Must be replaced*)
- K. One important issue to note is that the 1998 Development Agreement assumes that the base area developer is the ski operations operator and does not distinguish between the obligations of each respective party. *The current application is from a developer that does not control Resort operations and is thus in effect requesting a bifurcation of obligations of the Development Agreement with this application. As the applicant is proposing to bifurcate their development from the mountain operations any mountain upgrades that impact traffic, parking, runoff, and views within Park City will be limited without a corresponding plan to mitigate such issues. Any upgrades made since this approval and not included in the Upgrade Plan must be made known to the City so that impacts can be mitigated.*
- L. See also *The 2019 First Amendment to the Development Agreement*, which notes that approval for the PCMR Concept Master Plan component of the Development Agreement has lapsed in accordance with Section 7.9 of the Development Agreement. Therefore Exhibit D, the Park City Mountain Resort Area Master Plan Study and any Site Specific approvals including height variations are no longer valid.

Relevant Findings and Conditions of the June 25, 1997 Conditions of Planning Commission approval

1. Finding 2 lists this Maximum Parcel Square Footage Allowance and notes that if there are retail/commercial uses other than Support Commercial or Accessory Uses they will require a proportional reduction in the square footage that is allocated for the other uses in the table. Building square footage does not include mechanical or storage space that may be located below grade. The square footage numbers that are shown in the Parcel Square Footage Allowance Table are the maximums that can be built within each category. Three separate factors control the size of the individual buildings, and in each case the most restrictive of these factors will control the size of the building. The size and configuration of each building is limited by the gross square footage listed in the Parcel Square Footage Table, and the overall building envelope as set out in the Volumetrics, neither of which can be exceeded. In addition the entire project is limited by the total Unit Equivalents that are available within the MPD. The project is entitled to a total of 492 unit equivalents and *353 unit equivalents remain after the development of Parcel A.*

2. Finding 12 notes that the Resort provides an employee shuttle from Salt Lake City, Provo, and Heber and that they commit to continue this service. *The applicant has stated that the Resort does not currently run such a shuttle service which decreased the parking demand in 1997.*
3. Finding 13 notes that 1200 skier parking stalls exist in the surface parking lots and that these 1200 surface stalls will be replaced by 1800 underground stalls for the exclusive use of the Resort. Parking for the Resort's Accessory Uses and or Support Commercial to the Resort are included in the 600 additional parking stalls that will be built for the Resort uses. *The current application does not discuss the additional 600 parking stalls included under the 1998 Concept Plan or employee shuttles/parking. The Planning Department notes that the Resort utilizes a significant amount of parking at the High School on weekends and this is not mentioned in the applicant's Parking and Traffic Study. Additionally, the Resort does not run an Employee bussing program as mentioned in the 1997 MPD approval. Any expansion to skier capacity will be greatly limited in the future due to a lack of additional parking.*

Relevant Findings and Conditions of the August 21, 1997 Conditions of City Council approval

1. The heights, massing, stepping, volumetrics, articulation and design of the proposed structures as defined by the 1997 Concept Master Plan are integral components of the plan, are incorporated by reference to , and a condition of, this approval.

Relevant Findings and Conditions of the April 1, 1998 Conditional Use Permit/Small Scale MPD for Building A

Not Applicable.

2007 Annexation Agreement

1. The 2007 Annexation Agreement annexed 2,800 acres of PCMR property located in unincorporated Summit County into the City limits, amended the City Zoning Map to zone the 2,800 acres to Recreation Open Space (ROS).
2. The applicants volunteered to Deed Restrict all residential and commercial lodging by transferring all potential density to an existing development area within the Flagstaff Mountain annexation area. A Conservation Easement was applied to the annexed lands. (Although not explicitly stated in the Annexation Agreement density was transferred to Pod B-2, Empire Pass, to a project known as the Montage Resort and Spa, which was planned to include 192 hotel rooms and suites, with spa, restaurant and conference facilities, and a residential component that consists of resort condominiums. This transfer totaled 80 Unit Equivalents, as stated in the Pod B2, Empire Pass MPD, approved on March 14, 2007, as well as the Montage Resort Hotel CUP also approved on March 14, 2007).
3. The annexed land was included within the Sensitive Lands Overlay District (SLO).
4. The Annexation notes that "The next Development Activity application or amendment under the PCMR MPD must add the PCMR lease land annexed to the PCMR MPD."
5. The Annexation notes that trail will be available for public use and that "existing and any newly required trails shall be added to the Park City Master Trails and as

necessary dedicated to the City. *This remains an outstanding obligation.*

6. The applicant agreed to implement a fire protection and emergency access plan to be reviewed and approved by the Fire Marshall and Chief Building Official for compliance with applicable building and fire codes.

Relevant Findings and Conditions of the March 25, 2015 Conditional Use permit for an amendment to the Mountain Upgrade Plan

1. Findings 33 and 42 note that the Interconnect Gondola has no skier capacity increase associated with it and does not require more parking.
2. Finding 34 notes that no additional parking is required by the Snow Hut on-mountain restaurant expansion.
3. Finding 118 and Condition 3 reiterates the Employee Housing Obligation under Section 2.2 of the Development Agreement and calculates that Parcel A accounted for approximately 334,000 square feet of the total Concept Master Plan's 1,156,787 square feet, or 28.8%. 28.8% of 80 is 23. This equates to housing for 23 PCMR employees that was required after October 1, 2003, as a result of Legacy Lodge/Marriott Parcel A, but has not been completed as of the date of this Memorandum. *Therefore the Developer is in arrears housing for 23 employees.*

Condition of Approval #3 of the March 25, 2015 MPD states that "the Developer shall include as part of the next application for a Small Scale MPD/CUP approved after March 25, 2015 under the Development Agreement for Parcels A-E (the "next Small Scale MPD Application") an affordable housing plan subject to Park City Housing Authority approval per the Housing Resolution in effect at the time of application for the Required Employee Housing and the employee housing required for the Next Small Scale MPD/CUP Application as determined by such resolution. Unless otherwise approved in the housing plan or previously satisfied, a completion bond or letter of credit in a form approved by the City Attorney will be required for the Required Housing as a condition of building permit issues for the Next Small Scale MPD." *This remains an outstanding obligation and the City Attorney/Planning Staff and the applicant disagree on the timing of the necessary Housing Authority approval and application of the current resolution.*

The applicant has included a Housing Mitigation Plan as part of their submittal and intends to fulfill the outstanding obligation for 23 employees in three 8 bed dorms located within Parcel B. The Housing Mitigation Plan proposes that the 57 remaining beds required by 1998 DA meet current Park City Affordable Housing Guidelines including sf requirement for commercial uses and 15% of market rate housing units at 900 SF. Table 1 shows Employee Generation Calculations for Commercial SF, 93,172 SF of commercial uses = 59 units of deed restricted housing or 53,148 SF. Residential Generation Calculations show 143 for sale units or 297,053 SF = 21.5 units or 19,305 SF. Total proposed 53,148 sf + 19,305 sf = 72,453 sf. PEG is equating this to 59 units (141 br) to be provided in a mix of 1, 2, & 3 br unit configurations/sizes + 24 dorm beds = 164-165 total beds. *The Housing Mitigation Plan will be analyzed in more detail as this application progresses.*

4. Condition 4 lists Historic Preservation obligations including: (a) identify historically significant structures within the PCMR Development Agreement Property by October

1, 2015, (b) complete the inventory of historically significant structures and the preservation and restoration plan for such structures, as located within the PCMR Development Agreement Property (provided such sites are confirmed to be located within the property either owned by VR CPC Holdings, Inc. or held by VR CPC Holdings, Inc. pursuant to its ground lease from TCFC LeaseCo LLC) by March 25, 2016; (upon completion of the staff approval of the preservation and restoration plan, the applicant shall come back to the Planning Commission to report on the prioritization, annual check-in schedule and progress report on work complete to date) and (c) no later than March 25, 2016, dedicate and/or secure preservation easements for the historically significant structures (or reasonably equivalent long-term rights satisfactory to the City if easements are unavailable) for the City with respect to the identified sites within the PCMR Development Agreement Property. In addition, by October 1, 2015, the Developer under the PCMR Development Agreement shall contribute a total of \$50,000 towards the preservation of the prioritized historically significant structures on the PCMR Development Agreement Property as approved by the Planning Department/Preservation Planner, and propose a five (5) year capital fundraising plan dedicated towards restoration/stabilization of the historically significant structures. Nothing herein shall release the original Flagstaff Mountain Developer (e.g., United Park City Mines) or current property owner from any existing obligation under the Ordinance 07-10, and all related agreements including the Amended and Restated Development Agreement for Flagstaff Mountain dated March 2, 2007.

Since 2015, the following has been completed:

- a) SWCA completed a Historic Preservation Plan identifying and inventorying historically significant structures within the PCMR Development Agreement Property.
- b) The Historic Preservation Plan includes both an existing conditions analysis and recommended preservation and restoration methods for each site.
- c) The City has secured Preservation Licenses for all historically significant sites within the leasable boundary. The Developer contributed \$50,000 towards the historic preservation of California Comstock in 2015. The City has executed an MOU with Vail which outlines a five year plan for monetary contributions and work plan requirements for the restoration/stabilization of the historically significant structures.

The City has created a framework including monetary contributions and a priority list for PCMR to come into compliance with the Flagstaff Mountain Amended and Restated Development Agreement. Vail and Staff continue to work with preservation stakeholders within that framework.

5. Condition 5 lists Trails obligations including: A final trails plan shall be submitted and evaluated as part of the next application for a Small Scale MPD/CUP approved after March 25, 2015 under the Development Agreement for Parcels A-E (the "Next Small Scale MPD Application") to determine which existing trails or any newly required trails are required to be dedicated to the City. Unless such trails are previously dedicated by plat/subdivision, prior to the issuance of a Certificate of Occupancy for the Next Small Scale MPD Application, the Developer and any other necessary owner/party shall execute an irrevocable offer of dedication or easement in compliance with the requirements of Section 5 of the Annexation Agreement which remains in full force and effect, and states: Numerous trails exist on the annexation

property. These trails will be available for public use subject to reasonable restrictions due to construction, maintenance, and environmental factors including wildlife and erosion. The existing and any newly required trails shall be added to the Park City Master Trails and as necessary dedicated to the city either on the Annexation plat or at the time of PCMR MPD amendment." *This remains an outstanding obligation.*

Relevant Conditions of the First Amendment to the Development Agreement, December 2019

1. In March 2007, additional Park City Mountain Resort ski terrain was annexed into Park City Municipal Corporation known as the Annexation Agreement for the United Park City Mines Company Lands at Park City Mountain Resort. The annexation effected a change in the zoning of the lands from Summit County's Mountain Remote zone to Park City's Recreation Open Space zone. The Annexation Agreement provides that in connection with the next Development Activity Application or amendment under the PCMR MPD must add the PCMR lease land annexed to the PCMR MPD. This was done in December of 2019 and incorporates PCMR's upper terrain into the PCMR Master Planned Development and Development Agreement.
2. Section 2, Amendment to the Development Agreement, notes that the approval of the PCMR Concept Master Plan component of the Development Agreement has lapsed but that the Developer's rights under the Development Agreement are fully vested.

Compliance with Section 15-6-5, Master Planned Development Requirements

1. Density. The type of Development, number of units and Density permitted on a given Site will be determined as a result of a Site Suitability Analysis and shall not exceed the maximum Density in the zone, except as otherwise provided in this section. The Site shall be looked at in its entirety and the Density located in the most appropriate locations.

After the development of Parcel A 353 UEs remain. Under the 1997 Large Scale Master Plan this equated to a total of 805,700 square feet on Parcels B-E.

The proposed project contemplates 301 unit equivalents. The development project contemplates 663,389 square feet (excluding above grade parking). The Planning Department believes there is an error in the applicant's calculation of UE's and a revised calculation is expected. Also, as above grade parking contributes to the mass and Development Floor Area Ratio the applicant must submit calculations of this area.

Based on the RC District Development Floor Area Ratio of 1.0 the 462,607 square foot site allows for 462,607 square feet of development on the various parcels under the current LMC. However, as the 1998 DA notes, development rights were transferred to the base area based on development restrictions on both the Open Space designations within the 1997 Master Planned Area and within the Park City Alpine Terrain. Although not stated in the DA, it can be deduced that because the DA allows for 805,977 square feet of development, 343,370 square feet of development rights were transferred to the base area parcels B-E.

The 1998 DA explicitly prohibits the transfer of Density between parcels. The applicant is proposing to transfer Density to Parcel C.

Parcel Gross Square Footage Allowance and Proposed Table Summary						
	Gross Residential SF	Res Support & Accessory Use @ 10%	Accessory Use to Resort Operations	Retail Commercial	Exempt - Parking, MEP, Convention	Total
Parcel C						
Allowed	159,000	15,900	18,000	(1)	(2, 3)	192,963
Proposed	129,370	53,967	18,000	6,520	113,285	207,857

A. Setbacks. The minimum Setback around the exterior boundary of an MPD shall be twenty five feet (25') for Parcels greater than two (2) acres in size. The Planning Commission may decrease the required perimeter Setback from twenty five feet (25') for MPD applications greater than two (2) acres to the zone required Setback, twenty feet (20') in the RC zone, if it is determined necessary to provide desired architectural interest and variation. *The applicant is requesting a reduction in the required perimeter Setback from twenty five feet (25') to the zone required Setback of twenty feet (20'). The proposed twenty feet (20') perimeter setbacks are consistent with the setbacks contemplated in the 1997 approval but the Planning Commission will need to be able to support a Finding that the reduced perimeter Setbacks are necessary to provide desired architectural interest and variation.*

B. Open Space. All Master Planned Developments shall contain a minimum of sixty percent (60%) open space as defined in LMC Chapter 15-15 with the exception of the General Commercial (GC) District, Historic Residential Commercial (HRC), Historic Commercial Business (HCB), Historic Residential (HR-1 and HR-2) Zoning Districts, and wherein cases of redevelopment of existing Developments the minimum open space requirement shall be thirty percent (30%).

Section E of the Recitals Section of the 1998 Development Agreement states "City granted development rights and height variations contained in the PCME Concept Master Plan in exchange for, inter alia, development restrictions on both the Open Space designations within the 1997 Master Planned Area and within the Park City Alpine Terrain." *The applicant does not propose to alter Open Space restrictions but must provide Open Space calculations for the proposed project.*

C. Off street Parking. The number of Off-Street Parking Spaces in each Master Planned Development shall not be less than the requirements of this code, except that the Planning Commission may increase or decrease the required number of Off-Street Parking Spaces based upon a parking analysis submitted by the Applicant at the time of MPD submittal.

As noted earlier, Finding 13. of the 1997 approval notes that 1200 skier parking stalls exist in the surface parking lots and that these 1200 surface stalls will be replaced by 1800 underground stalls for the exclusive use of the Resort.

The current application notes that there are presently 1,186 parking stalls on the surface parking lots and the plan amendment proposes to replace those stalls with 1200 structured stalls on Parcels B and E. There is some parking on Parcels B-E for

the condo and hotel uses (488 stalls, some of which may be shared with the Resort as Managed Parking) and *the applicant is requesting approval of a shared parking arrangement*, the current application does not discuss the additional 600 parking stalls included under the 1998 Concept Plan or employee shuttles/parking. The Planning Department notes that the Resort utilizes significant amount of parking at the High School on weekends and this is not mentioned in the applicant's Parking and Traffic Study. Additionally, the Resort does not run an Employee bussing program as mentioned in the 1997 MPD approval. Any expansion to skier capacity will be greatly limited in the future due to a lack of additional parking.

- D. Building Height. The Building Height requirements of the RC zone apply except that the Planning Commission may consider an increase in Building Height based upon a Site specific analysis and determination. The Applicant is required to request a Site specific determination and shall bear the burden of proof to the Planning Commission that the necessary findings of LMC Section 15-6-5(F)(1-5) can be made. *The RC zone height is 35 feet from Existing Grade.*

The 1998 Development agreement and 1997 Planning Commission and City Council approvals granted some variation to the height limitations of the underlying Recreation Commercial zone. However, Finding 93 of the 2015 CUP notes that "When the Planning Commission grants additional Building Height due to a Site Specific analysis and determination, that additional Building Height shall only apply to the specific plans being reviewed and approved at the time. Additional Building Height for a specific project will not necessarily be considered for a different, or modified, project on the same Site." Additionally, the 2019 First Amendment to the Development Agreement notes that approval for the PCMR Concept Master Plan component of the Development Agreement has lapsed in accordance with Section 7.9 of the Development Agreement.

On April 20 the applicant submitted a letter requesting exceptions to the Building Height Requirements. *The applicant is proposing heights of 85 feet, 82 feet, 74 feet and 85 feet for Buildings B, C, D, and E respectively. All of the proposed buildings therefore require exceptions to the Building Height Requirements.*

- E. Site Planning. An MPD shall be designed to take into consideration the characteristics of the Site upon which it is proposed to be placed. The project should be designed to fit the Site, not the Site modified to fit the project. See other criteria listed under LMC Section 15-6-5(G)(1-9).

The applicant is proposing to cluster the improvements at the base area consistent with the 1998 Development Agreement and is *seeking exceptions for building height, perimeter setbacks, to transfer Density to Parcel C, for changes to pedestrian connectivity, plaza/open space, and view corridors, changes to the number of provided parking stalls, changes to the Phasing and Traffic Mitigation Plans; and the proposed bifurcation of resort operations and the base development.*

Traffic circulation is proposed in a one way direction and allows for two travel lanes around the resort with southbound travel on Lowell Avenue, to eastbound travel on Manor Way, and northbound travel on Empire Avenue. New roundabouts are proposed at the Empire Avenue/Silver King Drive, and Lowell Avenue/Silver King Drive intersections. *These roundabouts encroach onto the City's Municipal Golf*

Course and the application does not address how the applicant intends to acquire this property.

Sidewalks on one side of Empire Avenue extend along the ninth side of Silver King Drive and to the west side of Lowell Avenue with pedestrian crossings at some locations. Parcel B has a sidewalk on its perimeter. A bike lane is proposed on the east side of Lowell Avenue and extends south to Manor Way, loops around onto Empire Avenue and terminates near Shadow Ridge Road. The bike lane transitions to a sharrows between Shadow Ridge Road and Silver King Drive. *The application does not discuss compliance with bicycle parking requirements.*

A four bus saw tooth bus stop is proposed in the area of the existing bus stop. *A third party peer review of the Traffic Impact Study is expected to comment on the efficiency of the proposed traffic and circulation plan.*

Drop off areas for parents, shuttles and Uber/Lyft are provided however the Planning Department is concerned that these areas are insufficient given the transition to paid parking.

- F. Landscape and Street Scope. A complete landscape plan must be submitted with the MPD application. The landscape plan shall comply with all criteria and requirements of LMC Section 15-5-5(M) Landscaping. *A landscape plan is included in the submittal, and will be discussed at a later hearing.*
 - G. Sensitive Lands Compliance. All MPD Applications containing any Area within the Sensitive Areas Overlay Zone will be required to conduct a Sensitive Lands Analysis and conform to the Sensitive Lands Provisions. *The Base Area site consists of existing surface parking lot(s) and is not within the Sensitive Areas Overlay Zone.*
 - H. Employee/Affordable Housing. MPD Applications shall include a housing mitigation plan which much address employee Affordable Housing as required by the adopted housing resolution in effect at the time of application. *The applicant has submitted a housing mitigation plan with their application that is being reviewed by the City's Housing Staff for compliance with the City's regulatory requirements.*
 - I. Child Care. *This project does not propose any child-care uses.*
 - J. Mine Hazards. *There are no known Physical Mine Hazards on the proposed development site.*
 - K. Historic Mine Waste Mitigation. The applicant states that a *Phase 1 ESA and a Geotechnical Investigation indicate that there are no hazardous soils on the site.*
 - L. General Plan Review. *Staff Reports will review the project for compliance with the goals and objectives of the Park City General Plan.*
 - M. Historic Sites. *There are no Historic Structures or Sites on the proposed development site.*
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Additional Determinations

- As noted in the Table below, the applicant is proposing to transfer Density to Parcel C. Additionally, the Planning Department is concerned that a significant amount of square footage for parking that is located above grade is not calculated in the proposed application and therefore the applicant's current numbers are misleading. *The applicant must submit information on the amount of parking located above grade.*

Parcel Gross Square Footage Allowance and Proposed Table Summary						
	Gross Residential SF	Res Support & Accessory Use @ 10%	Accessory Use to Resort Operations	Retail Commercial	Exempt - Parking, MEP, Convention	Total
Parcel B						
Allowed	294,000	29,400		(1)	(2, 3)	323,519
Proposed	226,659	13,970		3,366	314,457	243,995
Parcel C						
Allowed	159,000	15,900	18,000	(1)	(2, 3)	192,963
Proposed	129,370	53,967	18,000	6,520	113,285	207,857
Parcel D						
Allowed	93,000	9,300		(1)	(2, 3)	102,338
Proposed	71,332	1,688		21,148	35,590	94,168
Parcel E						
Allowed	141,000	14,100	32,000	(1)	(2, 3)	187,157
Proposed	87,982	12,194	7,345	12,435	215,445	119,956
Total						
Allowed	687,000	68,700	50,000	(1)	(2, 3)	805,977
Proposed	515,343	81,819	25,345	43,469	678,777	665,976

(1) Retail/Commercial uses other than Support Commercial or Accessory Uses require a proportionate reduction in the square footage that is allocated for the other uses in this table.

(2) Building square footage does not include Resort Accessory Uses, mechanical, maintenance or storage space that may be located below grade or parking.

(3) Underground public convention and meeting space is allowed in addition to the total Parcel square footage allowance.

(4) Includes exempt square footage including Resort Accessory Uses, parking, mechanical maintenance or storage space that may be located below grade.

2. Unit Equivalent Calculations are based on the 1998 DA.
3. The total proposed residential space amounts to 379,076 square feet, or 247.74 UEs (excluding affordable units which do not count towards UEs).
4. The total proposed Commercial space amounts to 53,234 square feet, or 59 UEs.
5. The applicant anticipates a multi-year phased construction process with at least 1,200 day skier parking stalls available during all operational ski seasons. The applicant submitted a Master Phasing Plan which proposed that the project be phased over five years with the earliest start date of March 2021, subject to all necessary City approvals.
6. It is assumed that all parking will comply with the City's requirements of LMC 15-3 unless variations are requested in writing by the applicant prior to any MPD approvals.
7. The project shall comply with the Façade Lengths and Variations of LMC Section [15-5-8](#).
8. The project shall comply with the Lighting Requirements of LMC Section [15-3-3\(C\)](#).
9. A Master Sign Plan will be required prior to any Sign Permit issuance and will be reviewed for compliance with the Park City Sign Code.
10. Snow Storage shall comply with LMC Section [15-3-3\(E\)](#).

Disclaimer: This memorandum cannot conflict or modify existing approvals or Development Agreements, all of which speak for themselves. In the event of conflicting summary characterization or language, the original DA, amendments and Planning Commission/City Council approvals control.