

R2021-08-05

**Resolution Authorizing Execution of a
Joint Venture Agreement with
Clearfield Station Partners, LLC for
the Clearfield Station Transit-Oriented
Development**



History

Station Area Plan – Developer Selection – Master Plan Working Group
– Master Development Plan & Agreement



History – Station Area Plan

- Clearfield Connected, Completed Q1 of 2019
- Established Guiding Principles
 - Maximize Accessibility
 - Create Destination
 - Connect Site to City & Region
 - Provide Community Assets
 - Establish a Complete Community



History – Developer Selection

Development Partners
Selected Q2 of 2019

- Stack Development
- Hamilton Partners



History – Master Plan Working Group

- Development Working Group Formed Q3 of 2019
- Clearfield City
 - Mayor
 - City Manager
 - Planning Director, Public Works Director
 - Staff
- UTA
 - Director of Real Estate
 - TOD Project Manager
- Development Partners



History – Master Development Plan & Agreement

- Adopted by Clearfield City & UTA, Q1 2021
- Contents:
 - Development Program
 - Phasing Schedule
 - Roles & Responsibilities
 - Funding Sources (Bond)

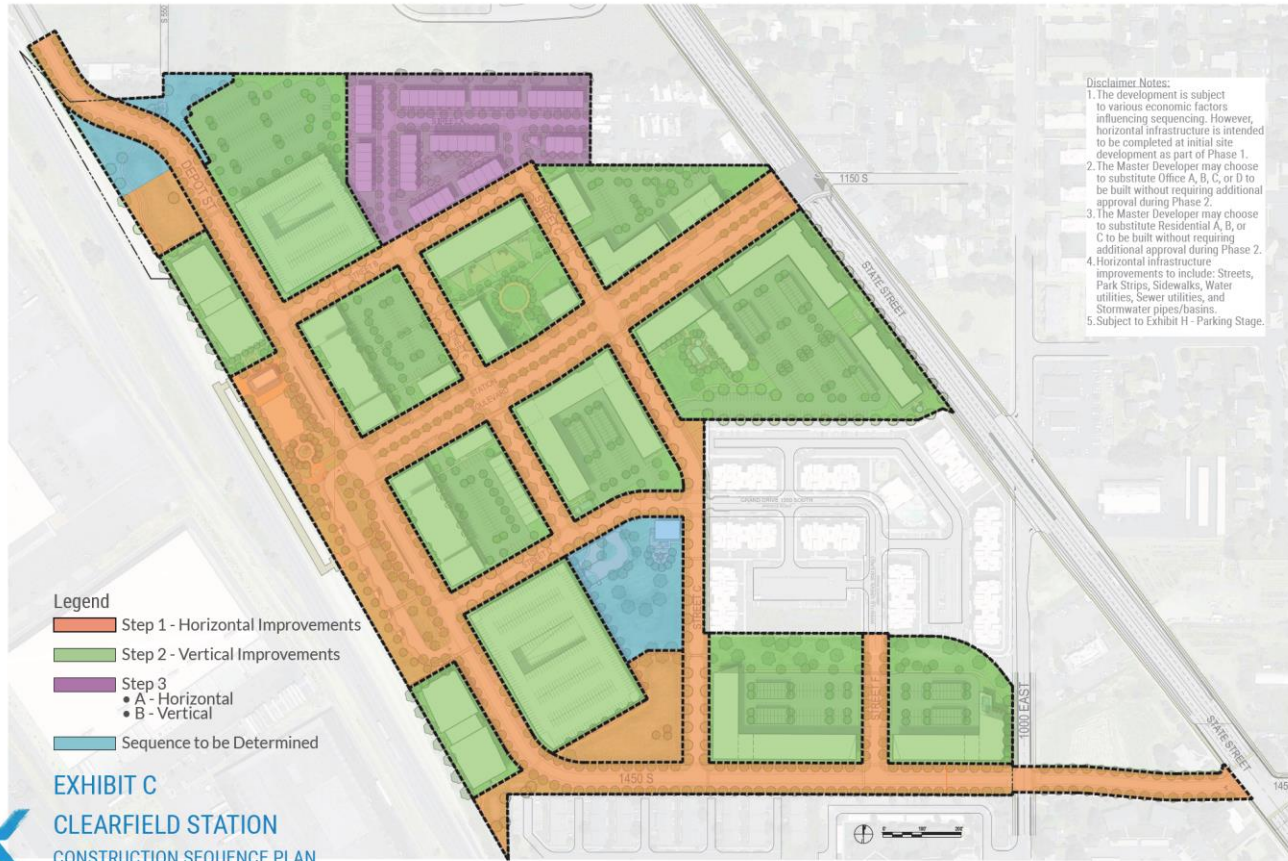


Joint Venture Agreement (JVA)

Development of Project – Duties of the Parties –
Compensation – Dispute Resolution



Development of Project



- Legend**
- Step 1 - Horizontal Improvements
 - Step 2 - Vertical Improvements
 - Step 3
 - A - Horizontal
 - B - Vertical
 - Sequence to be Determined

EXHIBIT C
CLEARFIELD STATION
CONSTRUCTION SEQUENCE PLAN



CLEARFIELD, UTAH 08.24.2020

- Formation of separate development company for each development phase
- UTA to convey property at the time of individual development phase
- Phasing to follow Master Development Plan
- Clearfield City to design, fund, and construct master plan improvements



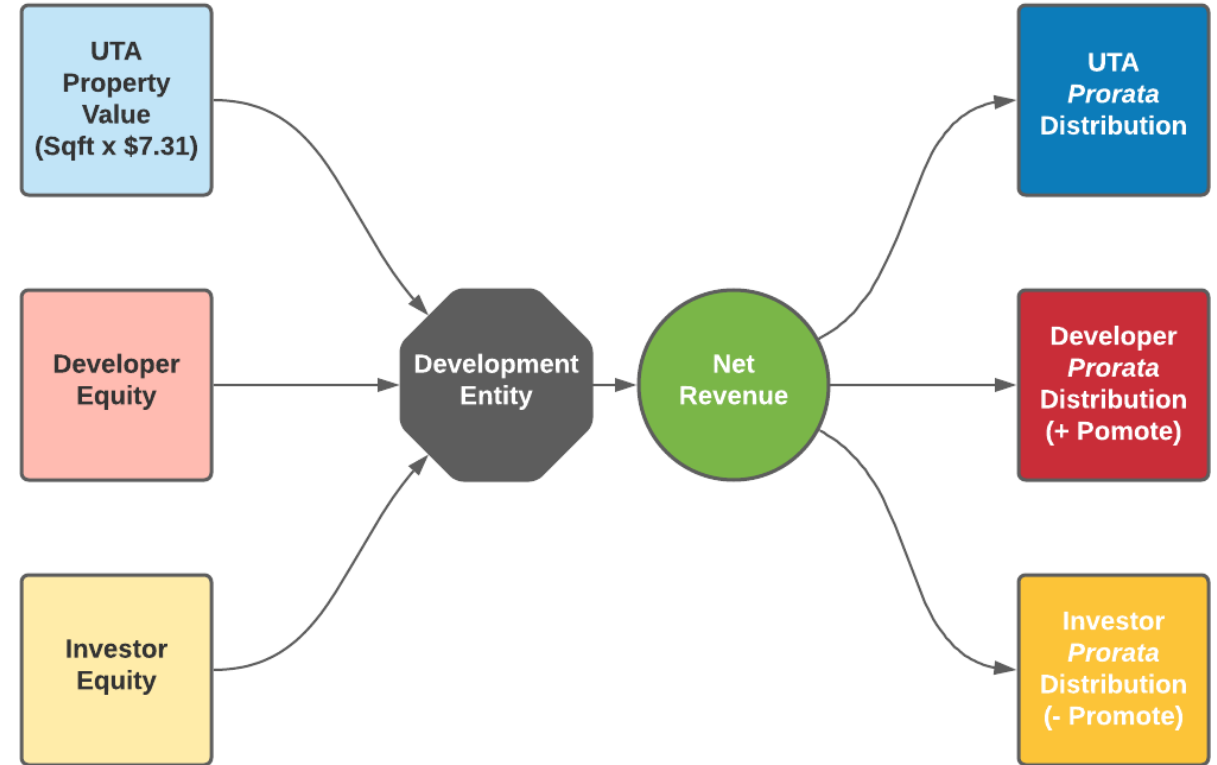
Duties of the Parties

- Master Development Duties:
 - Financing, construction, and development of each development phase
 - Master Plan improvements not completed by Clearfield City
- UTA Duties:
 - Contribute property for transit infrastructure, rights of way, and public open space
 - Provide property information
 - Review & refine master plan improvement designs & evaluate financial proposals



Compensation

- Property Value - \$7.31 / SF
- Fees (Maximums to be considered during individual development phases)
 - Development Fee – 5%
 - Property Management – 3.5%
 - Asset Management – 1.5%
 - Leasing Commission – 6%
 - Property Disposition - \$50k
- Promote
- Equity Allocation
 - UTA receives equity share in each development phase proportionate to the value of property contributed to respective phase



Termination Provisions

- If material assets of either party are acquired, merged, sold, or transferred
 - If business operations of either party stop
 - If Developer may not obtain approvals
- Lack of development / construction activities for three years or more



Third-Party Review

Terms reviewed by Benj Becker, Financial Consultant

- “Everything looks very good from a market perspective”
- “Overall – Looks really good”



Resolution

- That the UTA Board of Trustees approves the Joint Venture Agreement between the Authority and Clearfield Station Partners, LLC
- That the Executive Director is authorized to execute the Joint Venture Agreement



Questions & Discussion

