The Retreat at Black Desert ("Retreat")

Narrative for Proposed Zone Change

EWD, LLC ("Applicant") has a co-venture development agreement with the School Institutional Trust Lands Administration (SITLA) of approximately 113 acres of land immediately west of the lava flow viewable from Snow Canyon Parkway to the west. The applicant has worked with the city to amend the city's Land Use plan and General Plan to be consistent with this zone change request.

The principles of the development company are working closely with the neighboring development "Black Desert Resort at Entrada - (BDR)" and have recently amended the operating agreement naming Patrick Manning (principal of BDR) the manager of the development of the subject parcel. The primary entry to the Retreat is from the "horses" roundabout with both residents and guests also having use rights to the BDR golf course.

The (BDR) development plan includes the construction of a new Tom Weiskopf designed 18-hole golf course, a luxury hotel component, world-class spa, pedestrian-only retail, and multiple restaurants. The BDR site plan intends to secure large areas of lava features from vertical development while also serving to protect views for existing homes outside the development property. These preserved areas directly benefit the subject property as well as other existing neighborhoods within Ivins. The vision for the subject property is to become the "quiet side" of the lava preserve. Featuring single-family homes along the perimeter of the property to serve as appropriate transitional zones to buffer existing neighborhoods while complimentary land-uses to BDR project further south and east. The single-family homes immediately adjacent to existing neighborhoods will be deed-restricted to disallow overnight rental activity.

The zone change request includes RE-37, RE-1-7.5, OS, RC, and RM (see attached map). Medium density and larger estate lots/homes along the perimeter of the property adjacent to existing neighborhoods and then central and to the south a world-class destination spa complex featuring quiet pools, treatment facilities, and spa villas. (Note: Both C-1 and RMU were eliminated from the

The applicant is now bringing the proposed zone change that is consistent with the land-use plan described above. The applicant has made application, paid the appropriate fees, and is providing this project narrative and attached surveyed map outlining the proposed zoning areas.

There are three main components to the planned development;

1) Open-space
2) Areas of low and medium density single-family around perimeter of the property to buffer existing neighborhoods (areas 1 and 2 on the attached map). The single-family homes will be flat-roof, single-story homes to be evidenced through design guidelines and memorialized within this zone change narrative and Project Plan.

3) Areas of clustering toward the interior and more southern portion of the property (SPA complex). Area 3 in the attached map will contain no commercial/retail buildings. Area 4 is the single area that contains resort-specific commercial (does not allow gas stations, grocery stores, storage units, etc.).

The overall density proposed by the applicant is within the range generally considered on the low end of the range for medium density by neighboring municipalities. The total desired density is 5.5 du/acre with the higher density (clustered) portion to the center and southeast, furthest from existing neighborhoods.

Traffic concerns on 400 south and Puerto Drive – In looking at what would appear to be desired routes of ingress and egress of the property's owners and guests, the following would seem to be reasonable;

Owners:

> Fastest way to St. George is Snow Canyon Parkway connection at the "horses" roundabout. Fastest way to groceries (without heading to St. George) is Red Mountain Drive to Harmon's. Only reason I could see heading onto 400 south and Puerto would be to; a) visit neighbor friends, b) go to church, or c) go to school.

Guests:

> Main arrival and departure: The main entry and fastest access to/from St. George activities is from Snow Canyon Parkway at Ivins roundabout. The few that will be coming from the south and arriving from Old Hwy 91 should be directed with signage to arrive via Pioneer Parkway to Red Mountain Drive. There is no reason a guest would have to use 400 south or Puerto Drive except to attend church.

The above does not consider the Western Corridor as the date is unknown for its completion. The addition of this roadway would further eliminate potential arrivals coming through Beaver Dam (though those numbers are believed will be very low).

The attached map contains the legal descriptions, labeling, and total acreage of each zone within the total acreage.