



**NOTICE OF A VINEYARD REDEVELOPMENT
AGENCY BOARD MEETING
May 25, 2022, at 6:00 PM**

Public Notice is hereby given that the Vineyard Redevelopment Agency Board will hold a meeting on Wednesday, May 25, 2022, starting at 6:00 PM or as soon thereafter as possible, following the City Council Meeting, in the City Council Chambers at 125 South Main Street, Vineyard, Utah. This meeting can also be viewed on our [live stream page](#).

AGENDA

1. CALL TO ORDER

2. CONSENT AGENDA

2.1 [Approval of the May 11, 2022, RDA Meeting Minutes](#)

3. BUSINESS ITEMS

3.1 PUBLIC HEARING – [Fiscal Year 2022-2023 Budget](#)

The RDA Board will hear public comment concerning the adopted Tentative Fiscal Year 2022-2023 RDA Budget. The RDA Board may review any items that were the proper subject of consideration in the Public Hearing. Approval of the final budget is tentatively scheduled for June 22, 2022.

3.2 DISCUSSION AND ACTION – [X Development Funding Request Application](#)

(15 minutes)

City Manager Ezra Nair will present an application from X Development requesting assistance from the RDA to help pay for site enhancements. The RDA Board will take appropriate action. *(This item was continued from the May 11, 2022 RDA Board meeting.)*

4. ADJOURNMENT

RDA meetings are scheduled as necessary.

The Public is invited to participate in all Vineyard Redevelopment Agency meetings. In compliance with the Americans with Disabilities Act, individuals needing special accommodations during this meeting should notify the Deputy Recorder at least 24 hours before the meeting by calling (801) 226-1929.

I the undersigned duly appointed City Recorder for Vineyard, Utah, hereby certify that the foregoing notice and agenda was emailed to the Salt Lake Tribune, posted at the Vineyard City offices, the Vineyard City website, the Utah Public Notice website, delivered electronically to city staff and to each member of the Governing Body.

AGENDA NOTICING COMPLETED ON: May 24, 2022

CERTIFIED (NOTICED) BY: /s/Pamela Spencer

PAMELA SPENCER, CITY RECORDER



**MINUTES OF A VINEYARD REDEVELOPMENT
AGENCY BOARD MEETING**

City Council Chambers
125 South Main Street, Vineyard, Utah
May 11, 2022, at 7:08 PM

Present

Absent

Chair Julie Fullmer
Boardmember Tyce Flake
Boardmember Amber Rasmussen
Boardmember Mardi Sifuentes
Boardmember Cristy Welsh

Staff Present: City Manager Ezra Nair, City Attorney Jayme Blakesley, Public Works Director Chris Wilson, Finance Director David Mortensen, City Engineer Naseem Ghandour, Community Development Director Morgan Brim, Water Manager Sullivan Love, City Recorder Pamela Spencer, RDA Director Jacob McHargue

Others Speaking: Eric Towner with X Development

1. CALL TO ORDER

Chair Fullmer opened the meeting at 7:08 PM.

2. CONSENT AGENDA

2.1 Approval of the April 27, 2022, RDA Meeting Minutes

 Chair Fullmer called for a motion.

 **Motion:** BOARDMEMBER SIFUENTES MOVED TO APPROVE THE CONSENT ITEM AS PRESENTED. BOARDMEMBER WELSH SECONDED THE MOTION. CHAIR FULLMER, BOARDMEMBERS FLAKE, RASMUSSEN, SIFUENTES, AND WELSH VOTED YES. THE MOTION CARRIED UNANIMOUSLY.

3. BUSINESS ITEMS

3.1 DISCUSSION AND ACTION – Tentative Fiscal Year 2022-2023 Budget

Finance Director David Mortensen will present the proposed Tentative Fiscal Year 2022-2023 RDA Budget. The Board will review and possibly act to approve the proposed Tentative Fiscal Year 2022-2023 RDA budget and set a public hearing for May 25, 2022.

 Mr. Mortensen presented the tentative budget.

 Chair Fullmer called for questions or comments. Hearing none, she called for a motion.

 **Motion:** BOARDMEMBER SIFUENTES MOVED TO TENTATIVELY ADOPT THE VINEYARD RDA FISCAL YEAR 2022-2023 TENTATIVE BUDGET AS PRESENTED BY STAFF AND ESTABLISH 6:00 PM ON WEDNESDAY, MAY 25, 2022, AT THE COUNCIL CHAMBERS OF THE VINEYARD CITY HALL AS THE TIME AND PLACE FOR THE RDA FISCAL YEAR 2022-2023 BUDGET PUBLIC HEARING. BOARDMEMBER FLAKE SECONDED THE MOTION. ROLL CALL WENT AS FOLLOWS: CHAIR FULLMER, BOARDMEMBERS FLAKE, RASMUSSEN, SIFUENTES, AND WELSH VOTED YES. THE MOTION CARRIED UNANIMOUSLY.

3.2 DISCUSSION AND ACTION – X Development Funding Request Application

(15 minutes)

City Manager Ezra Nair will present an application from X Development requesting assistance from the RDA to help pay for site enhancements. The RDA Board will take appropriate action.

 Mr. Nair reviewed the application and staff recommendations. He then turned the time over to X Development to present their site plans.

 Eric Towner with X Development gave a brief overview of their project. He felt that this was a public/private partnership with the city. He reviewed their funding requests. He explained that the Utah Department of Environmental Quality (DEQ) was requiring additional environmental remediation. He mentioned that X Development had asked Topgolf to add enhancements to their site if they were going to ask the RDA to help with remediation. He continued his presentation.

 Chair Fullmer called questions or comments.

 Mr. McHargue gave a brief background on the original and current RDA participation agreement with X Development. He reviewed the how this site differed from to the Topgolf site in Midvale. Mr. Towner explained that they had been required to put asphalt under the entire field. Mr. McHargue recommended that, if the board approved funding, they include a contingency that the board review the DEQ requirement on the site. He suggested that the upfront money be paid out at the issuance of Certificate of Occupancy. There was a discussion about the timeline.

 Mr. McHargue reviewed the other remediation items in the request and felt that they were consistent with other areas and were attractive to the RDA. He mentioned that there was legislation passed this year that made staff hesitant to incentivize the screens and mini golf.

 Chair Fullmer asked if the pedestrian upgrades and screens were a participation from Topgolf or were they asking the RDA to fund them. Mr. McHargue replied that he recommended the board tie its participation to environmental remediation.

 Boardmember Welsh asked if environmental remediation had been required in other developments in that same area. Mr. McHargue replied that they had approved groundwater remediation above 800 North and Mill Road. Mr. Blakesley explained that the previously mentioned legislation would be effective July 1 and felt that it should be used as a guide by the RDA Board. He mentioned that there was a provision that allowed for public infrastructure as an exception, but felt they needed to know how it would affect the public. He said that environmental mitigation fit within the exception in the statute and would require the RDA Board to access to the information provided by the DEQ.

 Chair Fullmer asked Mr. Towner if they could continue this discussion to the next meeting. Mr. Towner replied that it would depend on if they the board was going to include a completion requirement. He explained that there were several items that could cause delays in the completion of the project. They wanted to tie Topgolf to standards and site enhancements to make sure that it was built to attract as many customers as possible. The process for environmental remediation was to get a letter of assurance from the state.

 Chair Fullmer felt that there was time for X Development to clarify their funding request. Mr. Towner replied that they needed more information from the city. There was a discussion about the new legislation. Chair Fullmer suggested that they review the requests with staff and clarify the funding request.

 Mr. Brim explained that the creation of a greater pedestrian crossing would benefit the public. Chair Fullmer felt that if it were to benefit the public and multiple users then it could be considered a public benefit. The discussion continued.

 Chair Fullmer asked Mr. McHargue if staff could meet with X Development within the next two weeks. Mr. McHargue replied that they could but emphasized that he hesitated to tie the board's participation with the timing of the installation of the screens or golf. They should only tie it to environmental remediation and public infrastructure.

 Chair Fullmer called for a motion.

 **Motion:** BOARDMEMBER FLAKE MOVED TO CONTINUE THIS ITEM TO MAY 25, 2022. BOARDMEMBER RASMUSSEN SECONDED THE MOTION. CHAIR FULLMER, BOARDMEMBERS FLAKE, RASMUSSEN, SIFUENTES, AND WELSH VOTED YES. THE MOTION CARRIED UNANIMOUSLY.

4. ADJOURNMENT

Chair Fullmer called for a motion to adjourn the meeting.

 **Motion:** BOARDMEMBER FLAKE MOVED TO ADJOURN THE MEETING AT 7:41 PM. BOARDMEMBER WELSH SECONDED THE MOTION. CHAIR FULLMER, BOARDMEMBERS FLAKE, RASMUSSEN, SIFUENTES, AND WELSH VOTED YES. THE MOTION CARRIED UNANIMOUSLY.

MINUTES APPROVED ON: _____

CERTIFIED CORRECT BY: /s/ Pamela Spencer
PAMELA SPENCER, CITY RECORDER



VINEYARD RDA BOARD STAFF REPORT

Meeting Date: May 25, 2022

Agenda Item: 3.1 Vineyard RDA Fiscal Year 2022-2023 Tentative Budget Public Hearing

Department: Finance

Presenter: David Mortensen, Finance Director

Background/Discussion:

Utah Code Section 17C-5-302 requires that a community reinvestment agency hold a public hearing for and adopt an annual budget. The Vineyard RDA has typically adopted a tentative RDA budget on the same night that the Vineyard Municipal Council tentatively adopts the city tentative budget and sets a public hearing regarding the RDA budget for the next scheduled meeting.

Fiscal Impact:

RDA Fund - \$13,997,989 Total Revenues; \$7,000,000 Developer Contribution; \$22,012,387 Fund Balance Appropriation; \$43,010,376 Total Expenditures & Transfers Out

Recommendation:

No action required

Sample Motion:

No motion needed

Attachments:

Vineyard RDA Fiscal Year 2022-2023 Tentative Budget detail

REDEVELOPMENT AGENCY**FUND 25**

				ADOPTED	PROPOSED
				BUDGET	BUDGET
FUND	ORG	ACCT	DESCRIPTION	FY 21-22	FY 22-23
Revenue					
25	2501	3xxx	Property Tax Increment	10,240,864	10,270,069
25	2501	3xxx	RDA Admin	409,635	427,920
25	2501	3xxx	Interest Income	300,000	300,000
25	2501	3xxx	Bond Proceeds	50,400,000	-
25	2501	3xxx	Grant Revenue	3,000,000	3,000,000
25	2501	3xxx	Developer Contribution		7,000,000
			Beginning Fund Balance Appropriation	7,499,701	22,012,387
			Total Revenue	71,850,200	43,010,376
RDA					
25	2501	4001	Full Time Regular	349,778	395,362
25	2501	4002	Part Time Regular	7,581	4,817
25	2501	4003	Seasonal Employee		3,707
25	2501	4004	Contract Employee		
25	2501	4005	Overtime		
25	2501	4006	Other Compensation	2,472	-
25	2501	4051	Retirement & Taxes	79,761	96,107
25	2501	4053	Insurance	62,292	72,295
25	2501	4103	Public Notices	2,000	2,000
25	2501	4301	Contract Services	127,700	587,700
25	2501	4355	Miscellaneous		
25	2501	4651	Capital Expense	18,328,200	33,225,000
25	2501	4xxx	TIFF Payments	26,890,300	1,887,124
25	2501	4802	Principal on Debt	22,541,400	4,060,000
25	2501	4803	Interest on Debt	2,037,100	2,604,478
25	2501	4xxx	Bond Issuance Costs	1,400,000	
25	2501	6061	Transfer To Internal Service Fund	65,000	71,786
			Total RDA	71,893,584	43,010,376
			Surplus (Deficit)	(43,384)	0



VINEYARD REDEVELOPMENT AGENCY STAFF REPORT

Meeting Date: May 25, 2022

Agenda Item: 3.2 RDA Application: X-Development

Department: Redevelopment Agency

Presenter: Jacob McHargue

Background/Discussion:

X-Development is working with TopGolf for enhancement efforts on their site located south of the Megaplex. The owner is requesting RDA assistance to help pay for site enhancements. Environmental remediation of the site totals \$902,997. Additional pedestrian/gathering enhancements total \$453,413. Their application is attached.

Fiscal Impact:

\$677,247.75 (75% of the environmental costs)

Recommendation & Additional Options:

Recommendation:

Staff recommends the RDA Board approve the RDA Application for \$677,246 in proposed environmental remediation costs with \$500,000 in “upfront” costs (reimbursed upon certificate of occupancy) and the remaining \$177,246 paid out over three years as a reimbursement with annual payment of \$59,082. with two stipulations

1. The available increment is sufficient to cover the annual payments each year, if it is not, any remaining amount due will roll over to the following year.
2. The first year of increment is only paid out if the facility is open in 2022. If the facility is not open in 2022 the first annual payment will not be made and the total reimbursement due to developers will be reduced by that annual payment amount.

Option 1:

Approve the RDA application with a total amount of \$677,246 including \$500,000 in “upfront” costs and the remaining paid out over 3 years. with the stipulations as presented.

Option 2:

Approve the RDA application per applicants request at \$902,997 with \$500,000 in “upfront” costs and the remaining paid out over 7 years with the stipulations as presented

Sample Motion: I move to approve the RDA application at (proposed dollar amount) with \$500,000 in “upfront” costs to be paid out upon developer receiving the certificate of occupancy and (remaining costs) over (3 or 10) years, with the stipulations as presented.



Vineyard RDA Development Incentive Application

Use this application to request assistance with backbone infrastructure improvements, environmental remediation, and other necessary projects associated with the Geneva URA project area. ***Applicants are strongly encouraged to attach documentation which supports their proposal.***

1. **Applicant Organization:** X Development

Address: 9537 S. 700 E.

City/State/Zip: Sandy UT 84070

Contact Person: Eric Towner: 801-598-5250 eric@xdevco.com

Is the Applicant the Property Owner? ☒ Yes ☐ No

2. **Describe the type of project being proposed**

☒ Infrastructure ☒ Environmental Remediation

☒ Other: Pedestrian Connectivity, Public Gathering Space

Provide a summary description of the proposed project here and attach a detailed scope of the proposed work.

Owner is requesting RDA assistance to increase pedestrian connectivity, maintain environmental standards, increase public gathering space and improve other infrastructure at The Yard. Owner also seeks to add additional entertainment experiences with TopGolf. The additional experience will include a high-end destination Putting Course and two 30-foot by 50-foot outdoor HD-LED display screens.

About the Putting Course

This fast-growing use, initially only seen at fine resorts will complement the golf entertainment experience at The Yard to further transform this site as the premier entertainment hub of Utah County. The Putting Course is desired by TopGolf and will offer an even more diverse options menu while visiting The Yard. Visitors can play the Putting Course as a primary event, while waiting for restaurant seats, a TopGolf hitting bay, or before or after attending a movie. The Putting Course will encompass approximately 25,000 square feet, have outdoor dining and seating for day and night use.

3. **Contribution of the Applicant.**

Total Estimated Cost of the project (must attach documentation): \$ 3,464,000

Contribution /Investment of the Applicant: \$ 2,164,000

Other sources of funding (specify and attach supporting documentation): TBD

Assistance requested from the RDA: \$ 1,300,000

Total Funding \$ 3,464,000

4. **Describe the ability of the site to be developed without assistance.**

Just as before, the site would not be able to be developed to its maximum potential without the assistance of the RDA. With the requirements placed on Topgolf by the Department of Environmental Quality to take "reasonable steps" with respect to stopping continuing releases, preventing threatened future releases, and preventing or limiting human, environmental, or natural resources exposure to earlier releases, the costs to develop to site have severely superseded original budgets that were put in place prior to obtaining environmental reports and instructions from the Department of Environmental Quality. Topgolf has proposed that with assistance from the RDA for environmental and infrastructure costs as well participation in costs associated with better pedestrian connectivity, Topgolf can commit to providing a higher end experience which will include a high end Putting Course that will be a destination amenity on its own and will expand the customer base to larger number of visitors. Because of the increased costs associated with infrastructure and environmental requirements, high end experiences the Putting Course and Large HD Screens will not be able to be included at this location without RDA assistance.

5. **Describe the reasonable justification for the need of public investment in this project.**

The value in participating in infrastructure assistance, better pedestrian connectivity, and environmental mitigation measures placed on Topgolf will create a better customer experience while also increasing safety. The commitment from Topgolf to include the high end experiences of a destination putting course and large HD screens will increase revenue at this location and further solidify Topgolf as the premier gathering and events space in Utah County. Patrons can remain in The Yard longer, recreate in multiple ways, enjoy many dining options, and extend their outing. The Putting Course attracts a different demographic than TopGolf alone, while both sets of demographics utilize and enjoy both golf amenities. This addition is another means of securing Vineyard as a power center for entertainment and office space. The public investment will also ensure timely completion of the TopGolf.

6. **Describe the land area which will be benefitted from the proposed project and the impact to future development.**

The whole of The Yard, as well as surrounding restaurants will benefit from this project. As with TopGolf, this project will help in leasing out the rest of the commercial sites around The Yard. Interest in our commercial pads continues to increase with the announcement of the TopGolf project.

7. **Describe the impact this project will have on new jobs, or the quality of existing jobs (number and average salary).**

Jobs created - The Yard (B)

Golf Facility - 300 + Jobs

Retail - 341 Jobs

Office - 909 Jobs

Construction – 500 Jobs

8. **Attach a chart which describes the proposed timeline of the project, including expected dates for start and completion.**

TopGolf has broken ground. With the requested participation from the RDA the Owner can confidently guarantee completion of all Lot 2 improvements, including parking, pedestrian, TopGolf, and Putting Course on or before December 31, 2022.

Lot 1 construction is nearly complete for the office building. Construction of the office buildings on Lots 4 and 5 are complete. Lots 3 & 9 retail are in the design stage.

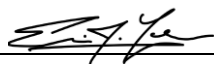
9. Will the RDA own any of the infrastructure related to this project? If so, describe/elaborate.

No

10. How much taxable value will your project add to the tax rolls? (Indicate whether your estimate is above the existing taxable value or total including the existing value. Also, provide supporting detail for how the estimate was derived.)

Unsure of taxable value. Total project on Lot 2 will exceed \$30,000,000

The RDA may require additional information related to this application before a decision is made.

Signature of Applicant:  Date: 5-4-2022

Printed Name: Eric Towner Title: Manager - X Golf Yard, LLC

Topgolf - Add. Expenses - Vineyard UT

<u>Description</u>	<u>Cost</u>
Environmental	
Contaminants Barrier - 90% of site	669,300
Building Vapor Barrier	10,597
Storm Water Management	223,100
Pedestrian/Gathering	
Traffic Control	19,521
Sidewalks	93,663
Outdoor Stairs	55,775
Outdoor Handrails	16,733
Outdoor Gathering Patio, Benches etc.	145,015
Fencing	39,043
Lighting	83,663
Upgrades	
High End Mini Golf Course	807,750
HD Screens	1,300,000



State of Utah

SPENCER J. COX
Governor

DEIDRE HENDERSON
Lieutenant Governor

Department of
Environmental Quality

Kimberly D. Shelley
Executive Director

DIVISION OF WASTE MANAGEMENT
AND RADIATION CONTROL

Douglas J. Hansen
Director

January 12, 2022

Elizabeth Noakes
Principal Consultant
Intertek Professional Service Industries, Inc.
1070 West 124th Avenue, Suite 800
Westminster, CO 80234

RE: Response to Request for Enforceable Written Assurance for Topgolf USA VY, LLC
Regarding Real Property Owned by Fifty Mill LLC/Dynamic Equity LLC in Vineyard, Utah

Dear Ms. Noakes:

This letter is written in response to your letter of December 21, 2021 applying for an enforceable written assurance for Topgolf USA VY, LLC (Topgolf), pursuant to Utah Code Annotated § 19-6-108.3. I understand that Topgolf intends to lease a parcel of real property subject to the Utah Hazardous Waste Post-Closure Permit for Post-Closure Care of Three Closed Hazardous Waste Surface Impoundments and Facility-Wide Corrective Action (Permit) that I issued on May 14, 2004. That Permit is an "operation plan" under Utah Code Ann. 19-6-102 (16). I understand from your letter that the property Topgolf intends to lease is owned by Fifty Mill LLC/Dynamic Equity LLC (Fifty Mill).

This letter constitutes an enforceable written assurance that in acquiring an interest in this property, Topgolf is not a Permittee under the Permit and will not be subject to an enforcement action under the Utah Solid and Hazardous Waste Act, Utah Code Ann. 19-6-101, *et seq.* (Act) for contamination that existed or for violations under the Act that occurred before Topgolf acquires the interest in the real property covered by the Permit. I issue this assurance conditioned on my understanding that at the time Topgolf acquires an interest in this property, it will not have caused or contributed to contamination at the property, caused or contributed to a release or migration of existing contamination at the property, or violated the Act with regard to the property. My assurance is issued based on the information and representations provided in your request letter of December 21, 2021, including attached legal descriptions of the property Topgolf intends to lease from Fifty Mill. My assurance is also conditioned upon Topgolf's not causing or contributing to a future release or migration of existing contamination at the property.

(Over)

DSHW-2022-000130

195 North 1950 West • Salt Lake City, UT
Mailing Address: P.O. Box 144880 • Salt Lake City, UT 84114-4880
Telephone (801) 536-0200 • Fax (801) 536-0222 • T.D.D. (801) 536-4284
www.deq.utah.gov
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Your letter of December 21, 2021, states that Topgolf plans to lease two parcels of property located within the boundaries of the former Geneva Steel operation, Vineyard, Utah. You identified those properties by tax identifications 56:037:0002, The Yard Plat "B" Subdivision, and 56:037:0008, "Lot 8, Plat B, The Yard Sub Area 3.550 Ac." You provided legal descriptions for these parcels as attachments to your letter.

Your letter says that Topgolf plans to use this property for a commercial outdoor recreation and golf entertainment center.

Topgolf represents through your letter that it has made "all appropriate inquiries" into the previous ownership and uses of the property it is leasing pursuant to 40 C.F.R. Part 312 and that it qualifies as a bona fide prospective purchaser under 42 U.S.C. § 9601 (40). To qualify as a bona fide prospective purchaser, a person must (among other things) take "reasonable steps" with respect to stopping continuing releases, preventing threatened future releases, and preventing or limiting human, environmental, or natural resources exposure to earlier releases. I understand from your letter that Topgolf agrees to take these actions.

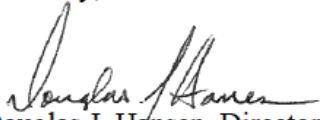
Topgolf agrees to comply with existing and future access requirements and institutional controls, including such controls as a Site Management Plan or an Environmental Covenant. You included a copy of the East Commercial Area Land Use Covenant, recorded November 22, 2010, to which the property you are planning to lease is subject, as an attachment to your letter of December 21, 2021.

This assurance is also conditioned on Topgolf's notifying the Division of Waste Management and Radiation Control within 10 days of discovery of hazardous substances, hazardous material, or suspected contamination to the soil or groundwater of the subject property. Additionally, groundwater within the shallow unconfined aquifer at this property is not to be used for potable, culinary, domestic, process irrigation, or any other purposes.

The assurances to Topgolf granted by this letter will remain in effect so long as Topgolf complies with the representations and commitments it made in your letter of December 21, 2021, and the conditions I describe in this letter. Should Topgolf violate or repudiate any of these representations and commitments, I may revoke this Assurance. This assurance applies to Topgolf only, and not to any future interest-holder in the subject property. The previous assurance I issued on December 23, 2021 is revoked.

If you have any questions, please call Jasin Olsen at (801) 536-0215

Sincerely,



Douglas J. Hansen, Director

Division of Waste Management and Radiation Control

DJH/RDW/kd

c: Eric Edwards, Health Officer, Utah County Health Department
Tyler Plewe, Deputy Director, Utah County Health Department
Jason Garrett, Environmental Health Director, Utah County Health Department