

TOWN OF TUSAYAN

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ZONE CHANGE APPLICATION

APPLICANT

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PROPERTY INFORMATION

Assessor's Parcel # 502-16-006

Subdivision NA

Unit # NA Lot # NA

Address/Location Approximately one-tenth of a mile
from Tusayan's developed western boundary

Existing Zoning General

Existing Land Use Undeveloped and vacant

Parcel Size Approximately 160 acres

ZONE CHANGE REQUEST

Proposed Zoning Planned Community

Please provide a brief description of the request.

Zone change to allow a mixed-use development
with residential housing, education, civic, retail
and commercial facilities

SUBMITTAL CHECKLIST

Pre-application meeting with a staff planner of the Town of Tusayan.

A citizen participation plan. (*See reverse*)

A non-refundable filing fee. (*See reverse*)

A *typewritten* narrative describing the request and conformance to the findings for a zone change. (*See reverse*)

A *typewritten* list of names and addresses of all property owners within 300 feet of subject property.

Fifteen copies of the proposed site plan--*scaled and dimensioned*--detailing property boundaries; existing improvements and uses; and proposed improvements and uses.

All materials must be folded to fit in a legal-size file (8"x13") and labeled so that the applicant's name and project location are visible.

CERTIFICATION & SIGNATURE

Submittal of this application constitutes consent of the applicant in granting the Town of Tusayan staff access to the subject property during the course of project review. No further consent or notice shall be required.

I hereby certify that the information in this application is correct and agree to abide by the regulations of this jurisdiction.

Signature of Applicant

See enclosed property owner authorization letter _____ Date 08/01/2011

Signature of Property Owner (if not the applicant)

See enclosed property owner authorization letter _____ Date 08/01/2011

OFFICE USE ONLY

Received By _____ Date _____

Receipt # _____ Fee _____

Case # _____

Related Cases _____

COMMISSION ACTION

Approved with Conditions (*see attachments*) Denied

Resolution # _____ Date _____

COUNCIL ACTION

Approved with Conditions (*see attachments*) Denied

Ordinance # _____ Date _____

KOTZIN RANCH

APPLICANT'S NARRATIVE REPORT

PLANNED COMMUNITY DISTRICT ZONING SUBMITTAL

**TOWN OF TUSAYAN, ARIZONA
ORIGINAL SUBMITTAL: AUGUST 1, 2011**

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EXHIBITS

- EXHIBIT 1: Property Owner Authorization Letter
- EXHIBIT 2: Regional Vicinity Map
- EXHIBIT 3: Local Vicinity Map
- EXHIBIT 4: Aerial Photograph of Site and Property Ownership Map
- EXHIBIT 5: Infrastructure Study
- EXHIBIT 6: Conceptual Land Use Plan and Land Use Data Table
- EXHIBIT 7: Conceptual Development Reference Images
- EXHIBIT 8: Conceptual Open Space and Trails
- EXHIBIT 9: Kotzin Ranch Access Road Options
- EXHIBIT 10: Citizen Participation Plan
- EXHIBIT 11: Preliminary Citizen Participation Report
- EXHIBIT 12: Site Analysis

TABLES

- TABLE 1: Kotzin Ranch Permitted Uses
- TABLE 2: Kotzin Ranch Dev. Standards – Residential Land Use District – Parcel R2*
- TABLE 3: Kotzin Ranch Dev. Standards – CNV, CP, LC and RC Land Use Districts

Note: Plans and sections are conceptual illustrations reflecting the intent of the development plan rather than the final design.

PART ONE

A. Introduction

1. Stilo's Development Proposal

Stilo Development Group USA, LP (the "Applicant") currently owns or is a partner in the ownership of three properties within and around the Town of Tusayan. Each of these properties has unique characteristics and a distinct land plan which when viewed together complement and complete the area's vision as a world-class gateway community to the Grand Canyon National Park. The Town is surrounded by the public lands of the Kaibab National Forest and has very limited available property within its 143-acre "developed" border. The Tusayan Area Plan stresses the need for the acquisition of additional private lands to help the community realize its goals and objectives

The development proposals for the three properties contain necessary resident services including for-sale or rental residential housing, multi family apartments, condominiums, townhouses, neighborhood and village retail facilities and services. In addition, the proposal includes exceptional visitor amenities that will help grow and sustain the Town of Tusayan with a strong retail tax base by extending the length of stay and helping to offset the seasonality of visitation patterns. Amenities include a Native American Cultural Center and interpretative campus, a broader range of overnight accommodations, dude ranch, spa, conference center, neighborhood and visitor retail shops and services and office space for both medical and administrative uses. While each property within this development proposal has its own unique uses and characteristics, the intent of these applications is that the properties taken together form a complete master development plan with uses that are intended to complement and serve each other.

The three properties which form this master plan of development are:

- Camper Village – located within the Town's municipal boundaries, approximately 19.3 acres located at the southeast corner of Coyote Lane and Highway 64;
- Kotzin Ranch – located within the Town's municipal boundaries, approximately 160 acres located approximately one-tenth of a mile from Tusayan's developed western boundary; and,
- TenX Ranch – located in Coconino County, outside of the Town's municipal boundaries, approximately 194.6 acres located approximately 2.8 miles from Tusayan's developed eastern boundary

Camper Village, located in the heart of Tusayan, will be a mixed-use, convenient and active world class destination development that strengthens the image of Tusayan as a gateway to Grand Canyon National Park. It is envisioned as a lively, dynamic and interesting place to live, work, stay, shop, eat and play that will meet the needs of both area residents and visitors coming to the Grand Canyon for shorter duration stays. In essence, it is the downtown district of Tusayan. Proposed uses for Camper Village include, among others, lodging, professional and administrative offices, apartments, condominiums, live-work units, timeshares, grocery and drug stores, an assortment of food, beverage and entertainment options, postal services and salons

Camper Village will serve as a location for some of the Town's public and community services, such as a potential town hall, police station, library and other public services.

Integral to the design of Camper Village, will be a pedestrian based layout developed around a strong central core of functions which seeks to create linkages to existing community entities. The proposed architectural design will include a mix of local vernacular architectural styles, the incorporation of native materials and landscaping, and the use of reclaimed water as an organizing element of the development plan. Cues and traces of natural, historical, and cultural indigenous elements and symbols will serve to inform, educate and enhance the experience at Camper Village. While an architectural theme for Camper Village has not yet been selected, the following themes are being considered: Grand Canyon architecture; Arizona's early mining history; frontier architecture; and, combinations or variations of the noted themes.

Kotzin Ranch is envisioned as a mixed-use development consisting of commercial, cultural, entertainment and residential uses intended to appeal to both local residents and visitors. The property is ideally located for facilities intended to attract and extend the length of stay for the millions of visitors who come to Grand Canyon National Park each year. Uses envisioned for Kotzin Ranch include a Native American cultural campus and cultural park, a unique and pedestrian-oriented retail village, a broad mix of lodging units, a neighborhood commercial shopping center and an expansive range of housing choices, including detached houses, townhouses, apartments and condominiums, within walking distance of nearby employment uses, shops, restaurants and the surrounding Kaibab National Forest.

The educational campus will interpret the natural sciences of the area and will be an innovative and thoughtful venue utilizing modern technologies to introduce and immerse the visitor to the regions unique geology, hydrology, flora, fauna, night sky and other natural sciences of the Plateau.

TenX Ranch ("TenX") is envisioned primarily as a residential community offering a range of ownership and rental housing opportunities. Ten X is a peaceful and rustic mountain environment ideal for a primary residence, place of retirement or vacation home. Home sites at TenX will be designed to maintain privacy and to showcase nature's own natural splendor with bold views of the surrounding mountains, forest and meadows. TenX will provide the perfect environment for endless afternoons of hiking, hunting and exploration. Commercial services oriented towards residents and limited lodging opportunities for visitors desiring a secluded resort environment are also envisioned for TenX.

2. Kotzin Ranch Zoning Application

The Applicant is proposing to develop an approximately 160 acre parcel located less than one-tenth of a mile from the Town of Tusayan's developed western boundary (the "Site"). The Applicant is submitting this zoning application as part of the Applicant's application for the development of the Site (the "Application"). Specifically, the zoning amendment request is to rezone the Site from the General to the Planned Community zoning district ("PCD"). The PCD allows multiple land uses through a coordinated and comprehensive planning effort that offers flexibility for creating unique and high-quality developments.

The project, known as Kotzin Ranch, is a mixed use development with residential housing, educational, civic, retail and commercial facilities which will serve the needs of Tusayan residents and park visitors. The development will include a Native American cultural campus and cultural park to provide Northern Arizona tribes an opportunity to share their culture with visitors in a meaningful way. In addition, the Applicant will dedicate a combined total of 40 acres of either the Kotzin Ranch and/or TenX Ranch sites to the Town of Tusayan to assist with the Town's housing needs or other public uses. Based on the Town's preference, the Applicant will either dedicate all 40 acres at one of the noted project sites or will dedicate 20 acres at each of the noted project sites. In addition to the Town's housing, the Applicant intends to develop its own residential housing at Kotzin Ranch. The Applicant's housing will provide housing options in proximity to Kotzin Ranch's commercial, retail and employment uses. Kotzin Ranch will also provide additional lodging, dining and retail opportunities for park visitors and Tusayan residents.

Kotzin Ranch will be designed to address the vision established by the planning efforts that have preceded it. These planning efforts include the Tusayan Area Plan, Tusayan Design Review Overlay, the Grand Canyon National Park General Management Plan and the U.S. Forest Service's Kaibab National Forest Plan and the Tusayan Growth Environmental Impact Study. As detailed in this document, the Kotzin Ranch development plan is in conformance with both the Tusayan Area Plan and Tusayan Design Review Overlay.

As a high-quality mixed use development, Kotzin Ranch will emphasize aesthetic quality, environmental sustainability and site design requirements. For Tusayan, Kotzin Ranch represents a unique opportunity to provide a mix use community where housing, commercial services, cultural and recreational amenities come together to foster a greater sense of community and enhance quality of life.

B. Ownership and Legal Description

Stilo Development Group USA is the owner of the Site. See **Exhibit 1** for a letter authorizing the processing of this zoning application and a legal description of the property.

C. Applicant and Development Team

The applicant for the Kotzin Ranch development proposal and zoning application is Stilo Development Group USA. Stilo's legal representative is Gammage & Burnham P.L.C., including but not limited to the following individuals: Grady Gammage, Jr., Manjula M. Vaz and Rob Lane. Design Workshop, including but not limited to the following individuals, is providing site and landscape architectural design services for Kotzin Ranch: Kurt Culbertson and Suzanne Richman. Vantage Resources, including but not limited to the following individuals: Troy Peterson and Shawn Whitmer, has provided preliminary costs and alternatives for the installation of water, wastewater, roadway and dry utility infrastructure to serve Kotzin Ranch. Montgomery Associates, including, but not limited to the following individuals: Errol Montgomery and William Victor, provided hydro-

geological services; and Garry Hayes, Esq. provided legal advice related to water law and infrastructure.

D. Location Context

The Grand Canyon is a spectacular and unique natural treasure. In recognition of the Canyon's value to humanity, the Grand Canyon (the "Canyon") has been formally proclaimed by the United Nations as a World Heritage site. As the crown jewel of the U.S. National Park System, Grand Canyon National Park ("GCNP") attracts millions of visitors on an annual basis. Located just south of the South Entrance Station to the Canyon's South Rim, Tusayan is the principal gateway to the Canyon. As the principal gateway to the Canyon, Tusayan serves a vital role in providing goods, services and information to tourists and visitors. The Kotzin Ranch site is approximately 160 acres in size and is located less than one-tenth of a mile from Tusayan's developed western boundary. See **Exhibits 2 and 3** for regional and local vicinity maps.

E. Vision Statement

To provide a high-quality mixed-use development consisting of housing, cultural facilities, lodging, commercial services and recreational opportunities to allow families to permanently reside in Tusayan and firmly establish the Town as the major orientation and staging center for Grand Canyon visitors and Kaibab National Forest users.

F. Planned Community District Goals

In general, the goal for Kotzin Ranch is to provide housing, educational, lodging, commercial service and recreational facilities to serve the needs of Tusayan residents, as well as the needs of the Grand Canyon visitors and Kaibab National Forest users. Specifically, Kotzin Ranch's goals are:

- To provide quality housing, commercial services and recreational amenities in proximity to one another that will foster a strong sense of community;
- To provide an orientation, interpretive and staging center for visitors to Grand Canyon National Park and users of Kaibab National Forest;
- To provide diverse tourist services related to the natural, cultural, and historic aspects of the region;
- To provide an aesthetically pleasing development that will blend into the natural environment through the use of appropriate architectural styles and native landscaping; and,
- To create a model mixed-use development that will protect existing natural resources by encouraging the use of responsible technology to manage water, wastewater and solid waste and by encouraging the use of active and passive solar power.

G. Tusayan Area Plan & Design Review Overlay Conformance Analysis

The Kotzin Ranch development proposal has been prepared in careful consideration of the Tusayan Area Plan (the “TAP”).

The TAP establishes goals and policies pertaining to infrastructure, housing, community, public safety, transportation, tourism, natural resources and environmental quality, land use, and regional planning / intergovernmental cooperation. The TAP also includes a Design Review Overlay (the “DRO”) to ensure that the Town’s desired aesthetic quality is achieved.

The Kotzin Ranch development proposal embraces the vision and goals of the TAP. The conformance of the development proposal with each TAP section and the DRO is addressed below.

Infrastructure Section

The TAP infrastructure section establishes goals and polices related to water, wastewater, utilities and solid waste. As discussed below, the development proposal is in conformance with the goals and policies of the infrastructure section.

Water

To ensure an adequate water supply at Kotzin Ranch:

- On-site community water systems for sourcing, storage and distribution will be developed and/or water will be delivered from external sources;
- Water resources will be developed in a manner that ensures sufficient supply is available for domestic use and fire protection at all times; and,
- Water conservation measures, such as the use of reclaimed water for non-potable uses, low flow plumbing fixtures and drought-tolerant landscaping, will be incorporated into the development, minimally, in accordance with the requirements of the Tusayan Area Plan.

Wastewater

To ensure Kotzin Ranch has access to adequate wastewater facilities:

- A community wastewater facility, including reclaimed water storage facilities, and/or wastewater infrastructure connecting to the South Grand Canyon Sanitary District (SGCSD) wastewater treatment plant is the first priority, but if a community wastewater treatment facility is not possible, on-site facilities will be developed;
- Where practicable all land uses will utilize reclaimed wastewater for nonpotable uses, such as toilet flushing, landscape irrigation and fire protection minimally, in accordance with the requirements of the Tusayan Area Plan
- All applicable local, state and federal policies, rules and regulations will be satisfied.

Utilities

Infrastructure improvements required to accommodate utility services (e.g. electric, telephone, internet) at Kotzin Ranch will be developed in a manner that minimizes impact to either the environment or existing utility services. The use of energy conservation measures will be encouraged throughout the development.

Solid Waste

While solid waste policies specified by the TAP are not generally applicable to individual development proposals, recycling will be strongly encouraged at Kotzin Ranch to reduce the flow of solid waste into regional landfills.

Housing Section

Housing is the top priority for the Town and for this Application. The TAP housing section prioritizes the provision of adequate and affordable housing opportunities for existing and future residents and employees in Tusayan. This section encourages new development to provide employee housing in proximity to employment uses. As discussed below, the development proposal is in conformance with the priorities and policies set forth by the housing section.

The Kotzin Ranch development proposal includes an extensive range of residential dwelling types, including, but not limited to: single-family detached homes, townhomes, apartments, dormitories manufactured homes and modular homes, including park models. The Applicant intends to potentially dedicate up to 40 acres of the Site for public housing or other community uses as the Town may elect. This public housing will provide new housing opportunities for the current residents of Tusayan in proximity to employment uses.

All housing product types at Kotzin Ranch will be designed to reflect the unique character and natural setting of the surrounding area and, where applicable, to provide buffers from nearby retail and employment uses.

Community Section

The TAP community section establishes goals for retaining a sense of community, setting aside land for future community uses, and encouraging a sense of community between the Town and new development. The development proposal is in conformance with all goals of the community section. The development proposal includes a Native American cultural center, educational campus, overnight accommodations, retail, food and beverage establishments, recreational amenities (e.g. trails, open space, parks, etc) and multiple residential neighborhoods. The noted development features will foster a strong sense of community. In addition, recreational amenities will include bike paths along roadways extending to the Kotzin Ranch site to encourage interaction amongst the development sites within the property. The Applicant will also work with the National Park Service (NPS) and the United States Forest Service (USFS) to

link the proposed trail system at Kotzin Ranch with the NPS trail system intended to link Tusayan and the Grand Canyon National Park (GCNP).

Public Safety Section

The development proposal is designed with the protection of the public health, safety and welfare strongly in mind. For example, multiple access routes are provided to Kotzin Ranch. On-site and off-site roadways will be designed to accommodate emergency vehicle access. Non-residential buildings will be sprinklered for fire protection. As we proceed through the site plan process, the Applicant intends to incorporate Crime Prevention through Environmental Design (CPTED) principles into the project's design to ensure that a safe environment will be provided.

Transportation Section

The development proposal's transportation system will be designed with safety, efficiency, convenience and environmental sensitivity in mind. The multi-modal transportation system will be designed to promote reduced energy consumption.

The development proposal will include the construction of new roadways extending to Kotzin Ranch from Highway 64. Prior to the first phase of development, the Applicant will submit a traffic impact study, to determine vehicular traffic impacts resulting from the development of Kotzin Ranch on existing and planned roadways. The traffic study will outline recommend measures for mitigating any traffic impacts.

These improvements will be constructed at the expense of the developer. All roadway improvements will occur in an environmentally sensitive manner to ensure the impact on the surrounding forest is minimized. All off-site roadway improvements require the approval of the United States Forest Service.

To promote multi-modal transportation, roadway improvements extending to and within the Kotzin Ranch site include the provision of bike lanes. The development of the Site will include improvements (e.g. designated pedestrian crossings and walking trails) to allow safe pedestrian movements. Where walking trails are not provided, sidewalks will be provided along arterial and collector streets. Depending on the Town's requirements, a staging area for public transit systems may also be provided.

To ensure ample parking, multiple surface parking lots will be provided at the Kotzin Ranch site. The parking infrastructure will be designed to provide accessible spaces, as well as environmentally appropriate landscaping.

Tourism Section

Because of the proximity of GCNP and Kaibab National Forest ("Forest"), both Tusayan businesses and residents are heavily reliant on tourism. For this reason, the tourism section establishes goals and policies for providing high-level support services and educational related facilities for tourists.

The development proposal will help promote a healthy tourist economy in Tusayan by providing high-level support services to accommodate both GCNP and Forest visitors. These services include lodging, shops and restaurants that will provide employment opportunities for Tusayan residents, while, at the same time, significantly enhancing the Town's tax revenues.

The limited amount of private property and present built environment limits the interactive opportunities and interactive experiences for visitors to the area. The overall layout of the Site will be pedestrian based and developed around a strong central core function which seeks to create linkages with other community amenities.

The development proposal also includes an educational-related facility for tourists and Town residents. The Native American cultural campus at Kotzin Ranch will be patterned after the enormously successfully Polynesian Cultural Center on the island of Oahu in Hawaii. The cultural campus is envisioned as a Colorado Plateau (the "Plateau") living museum featuring replicated villages, artisans and performers demonstrating various arts, crafts and dance from throughout the Plateau. Each village will be an authentic recreation of the indigenous housing, food, craft, song, dance and other traditions of the Tribes of the Plateau.

The educational campus will interpret the natural sciences of the area and will be an innovative and thoughtful venue utilizing modern technologies to introduce and immerse the visitor to the regional unique geology, hydrology, flora, fauna, night sky and other natural science of the Plateau.

Natural Resources and Environmental Quality Section

The TAP specifies goals and policies related to the preservation of natural resources and environmental quality. These goals and policies generally pertain to water and air quality, vegetation and wildlife, GCNP, Forest, aesthetics, noise and lighting issues.

The preservation of the unique natural setting and quality of the environment in the Tusayan area is essential for both the Town's economic future and the development proposal's future success. To ensure that the unique natural environment is preserved, the proposed development will be designed to:

- preserve as much native vegetation and trees as reasonably feasible and where practical (where existing vegetation and trees cannot be preserved, indigenous plants and trees and/or low-water consuming plants will be utilized in landscaped areas);
- reduce water usage by using runoff water for reuse;
- reduce vehicular trips and preserve air quality by providing multi-modal transportation infrastructure and a walkable mix of uses;
- reduce impacts on natural environment aesthetics by placing electric and utility lines underground where feasible; and,
- preserve dark skies by utilizing downward facing lighting fixtures on site areas designated for commercial, lodging and cultural amenity development.

Land Use Section

The goals and policies of the land use section are designed to create a true residential community. As discussed below, the development proposal is in conformance with the goals and policies of this section.

One of the goals of the land use section is to provide diverse housing opportunities. The Application provides several different types of single family and multi-family product types which will help satisfy the Town's current and future housing needs. In addition, the Kotzin Ranch development proposal contributes to the Town's housing by dedicating up to 40 acres in the north portion of the Site to the Town for public housing or a public purpose.

The land use section establishes new commercial uses to serve the needs of tourists and/or local residents. The proposed commercial uses for Kotzin Ranch are specifically intended to serve local residents and Town visitors. In contrast to strip commercial development, which is strongly discouraged by the TAP, Kotzin Ranch proposes destination commercial centers which will be designed to encourage pedestrian traffic between shops and restaurants and to create a strong sense-of-place.

The TAP land use section also encourages the provision of open space and recreational amenities. As shown by the land use and open space plans, Kotzin Ranch includes significant amounts of open space, especially in the Coconino Wash, and will provide recreational hiking trails.

Regional Planning / Intergovernmental Cooperation

The goals and policies of the regional planning / intergovernmental cooperation section are generally not applicable to individual development proposals. As part of the Applicant's community outreach efforts, the Applicant intends to notify the following agencies about its development proposal:

- Town of Tusayan Planning Department
- Grand Canyon School District
- South Grand Canyon Sanitary District
- Grand Canyon Chamber of Commerce
- Arizona Department of Transportation
- Arizona Public Service
- National Park Service – Grand Canyon National Park
- Kaibab National Forest – Tusayan Ranger District
- Tusayan Fire Department

Tusayan Design Review Overlay

In order to achieve desired aesthetic quality, the TAP DRO establishes architectural, building material and color, site layout, signage, lighting, and environmentally sensitive design

guidelines for new development. The development proposal, which has been prepared in careful consideration of these guidelines, will fully comply with the TAP DRO.

In general, the design for Kotzin Ranch will strive to integrate the built and natural environments. The project will incorporate design standards developed by the Park Service for the South Rim area in effort to promote a harmonious aesthetic transition between the Town and GCNP. The design of the building form and building mass will be sensitive to the unique natural setting of the Tusayan area and will respect indigenous cultures.

Specifically, the DRO discusses the Town's characteristics of an environmentally sensitive development. The DRO expresses the need to integrate energy efficient designs, such as solar power applications. The DRO suggests the application of water harvesting, water reuse and material recycling. As noted above, it is the intent of the Applicant that the development of Kotzin Ranch will comply with the TAP DRO.

H. Existing Site Conditions

1. Existing Zoning

As mentioned above, the Site is currently located in the General zoning district. The General zoning district is a rural land use category that permits uses that are complementary and compatible with a rural environment. Because the General district is intended to be applied to unincorporated areas of Coconino County, this district is not appropriate for Kotzin Ranch.

2. Existing Land Use and Adjacent uses

As shown by the aerial photograph and property ownership map provided in **Exhibit 4**, the Site is currently undeveloped and vacant and is completely surrounded by the unique natural setting of the Kaibab National Forest. The Site is located approximately less than one-tenth of a mile from Tusayan's developed western boundary.

3. Existing Utilities

Arizona Public Service is the provider of electricity for the Kotzin Ranch site. An existing 12 kv power lines run along the south perimeter of the Site.

Water and wastewater services are not currently provided. The provision of water and wastewater services at Kotzin Ranch is discussed in Part Two of this narrative report.

4. Schools

Tusayan is located in the Grand Canyon Unified School District. Tusayan residents attend the elementary, middle and high school at the Grand Canyon Schools located at Grand Canyon Village. The Town and the Grand Canyon Unified School District are currently planning an 80 acre community park/school site. The School Site is located in near the airport.

Based on the Grand Canyon School District Master Plan the site will incorporate a high school, an aquatics facility, the Unified School District Offices, an athletic complex and dorm facilities.

5. Other Community Services (Law Enforcement, Fire Protection, Emergency Services)

The following agencies currently provide law enforcement, fire protection, and emergency services in the Tusayan area:

- Arizona Department of Public Safety, whose primary responsibility is Highway 64;
- National Park Service, whose primary responsibility lies within GCNP;
- Coconino County Sheriff's Office; and,
- Tusayan Fire District, who provides fire protection and emergency services in the Tusayan area.

6. Inventory of Existing Vegetation

Kotzin Ranch is located in a transitional zone between Great Basin conifer woodland and Rocky Mountain montane conifer woodland. Vegetation types in the this transition zone include pinon-juniper woodland, grassland, sagebrush flats, occasional homogenous stands of ponderosa pine, and mixtures of the above with other vegetation, such as Gambel Oak and rabbit bush.

7. Wildlife

Wildlife species that use U.S. Forest Service land or undeveloped private land in the Tusayan area include mule deer, elk, pronghorn antelope, turkey and a variety of non-game species. The lack of a sustained water source significantly reduces the carry capacity of wildlife. Neither ephemeral stock tanks nor permanent surface water exists on or near the Site. However, the development of the Site will include several detention ponds that may result in wildlife enhancement.

One sensitive wildlife species (Northern Goshawk) is known to occur in the Tusayan area. Two other sensitive wildlife species (Flammulated Owl and Navajo Mountain Mexican Vole) may occur occasionally or seasonally in the area.

8. Topography

In general, the Site gently slopes from the northeast to the southwest. (need general description of the Coconino Wash)

9. Regional Drainage

Tusayan is located within the Colorado River Basin. This means that all surface runoff ultimately runs into the Colorado River. The Coconino Wash, which bisects Tusayan in an east-west direction and generally runs through the south end of the Site, is the major drainage affecting the Tusayan area and the Site. Coconino Wash is designated as Zone A floodplain. The

Federal Emergency Management Agency defines Zone A floodplains as “areas subject to inundation by the 1-percent-annual-chance flood event generally determined using approximate methodologies.”

10. Hydrology and Groundwater

The Tusayan area has historically relied on groundwater supplies from the Redwall-Muav aquifer and hauled or piped water from Williams, Belmont and the Grand Canyon. The Redwall-Muav formation is an aerially extensive formation of heavily saturated limestone rock extending across Utah, Colorado and Arizona. The yield of groundwater to wells is strongly dependent on the amount of fracturing of the source rocks by geologic studies, such as folds. There are no mapped geologic structures on Kotzin Ranch. Further site reconnaissance will determine the appropriateness of the suitability of the property for water sourcing on-site. Subject to this determination, water sourcing will either occur at Kotzin Ranch or from a source located on Camper Village and extended via pipeline to Kotzin Ranch.

There are no visible structural vaults observable from surface examination of the site that would indicate desirable sites for sub-surface water withdrawal. Further testing may reveal fractured zones that suggest otherwise. Current evaluation of the Site indicates that water will be brought to the Site.

Potential options for providing water service to the Site are detailed in Vantage Resources’ infrastructure study dated December 22, 2010. See **Exhibit 5** for the referenced infrastructure study.

11. Soils

In general, soils in the Tusayan area are primarily derived from surface strata, including Kaibab and Toroweap limestone and Coconino sandstone. The Kotzin Ranch development proposal does not contemplate the removal of any other soils. However, existing soils may be supplemented with composted organic matter composted at the Site. A geotechnical plan for the Site will be provided prior to the first phase of development at Kotzin Ranch.

12. Archaeology

The following American Indian tribes are known to have ancestral claims in the area: Havasupai, Hopi, Hualapai, Navajo and Zuni. The identification of sacred sites and consultation is governed by the National Historic Preservation Act as amended in 1992, the American Indian Religious Freedom Act of 1978, the Native American Graves Protection and Repatriation Act of 1990 and Executive Order 13007 of 1996. A cultural resources survey and report identifying cultural resources to be preserved or recovered on the Site will be provided prior to the first phase of development at Kotzin Ranch.

13. Regional and Local Access / Circulation

Primary access to the Tusayan area is provided by Arizona State Highway 64 (also designated as U.S. Highway 180). Highway 64 serves as the major transportation corridor

between Williams and I-40 to the south and GCNP to the north. In Tusayan, between Shimmy and Coyote Lanes, Highway 64 is generally 64 feet in width with curb, gutter and sidewalks along both sides of the roadway and is configured to provide two lanes in each direction and a two-way left turn lane. The roadway tapers down to a two-lane cross section south of Shimmy Land and north of Coyote Lane.

14. Airport

The Grand Canyon Airport (“GCA”) in Tusayan is the nearest airport to the Grand Canyon. GCA is serviced by multiple carriers and offers daily service to a Las Vegas area Airport. Shuttle buses provide regular service between GCA and Grand Canyon Village. Kotzin Ranch is located approximately 1.08 miles northwest of the north end of GCA’s runway.

PART TWO – PLANNED COMMUNITY DISTRICT

I. Framework for the Planned Community District

A. Planning Framework for the Planned Community District

1. Purpose and Applicability of Adopted Planned Community District

The PCD has two general purposes. The first is to allow a mix of uses by right that will foster a strong sense of community and provide needed housing and services for residents and visitors. The second is to establish site specific and unique development standards that will ensure the development of high-quality mixed use project that integrates the built and natural environments. Once adopted, the regulations and provisions of this PCD shall apply to development at the Kotzin Ranch site.

2. Planned Community District’s Relationship to the Tusayan Zoning Ordinance

Unless noted otherwise by the PCD, the regulations and provisions for land use and property development standards set forth by the PCD take precedence over regulations covering land use and property development standards in the Zoning Ordinance. Regulations and provisions for land use and property development standards, as well as administrative procedures, contained in the Zoning Ordinance but not covered by the PCD remain applicable to development within Kotzin Ranch. In the event of a conflict between the provisions of the PCD and the Zoning Ordinance, the provisions of the PCD shall prevail.

3. Planned Community District’s Relationship to the Tusayan Area Plan & Design Review Overlay

The Tusayan Area Plan (“TAP”) & Design Review Overlay (“DRO”) is a policy document that specifies goals and policies pertaining to infrastructure, housing, community, public safety, transportation, tourism, natural resources and environmental quality, land use, regional planning / intergovernmental cooperation, and design. The PCD has been prepared in

Careful consideration of this policy document. The development of Kotzin Ranch will comply with the TAP DRO. As outlined in Part One of this document, the Kotzin Ranch development proposal is in conformance with the goals and policies specified by the TAP and DRO.

4. Planned Community District's Relationship to the Zoning / Land Use District Map

The PCD's Conceptual Land Use Plan and Data Table takes precedence over the Town's Zoning/Land Use District Map. See **Exhibit 6** for the Conceptual Land Use Plan and Data Table.

B. Administrative Framework for the Planned Community District

1. Definitions

Definitions provided in the Zoning Ordinance shall be utilized when interpreting the PCD unless an alternative definition is provided below or elsewhere in the PCD, in which case the definitions contained in the PCD shall apply. In the event of a conflict between the definitions provided in the PCD and those provided in the Zoning Ordinance, the definitions in the PCD shall prevail.

Administrative Office means a place where functions, such as consulting, record keeping or clerical work are performed.

Animal Boarding means an establishment in which household pets or animals are kept for a limited time for the benefit of persons who do not reside on the premises. Facilities may provide shelter, feeding, grooming and retail sales. Does not include breeding or raising of household pets or animals.

Bar / Cocktail Lounge means an establishment where the main use is to serve spirituous liquors to be consumed on the premises. Food may or may not be served.

Beauty Shop means an establishment that provides a variety of beauty and personal care services such as hair cutting, styling and treatment, manicures, pedicures, facials, body waxing, nail sculpturing, body wraps, eyebrow and eyelash tinting, makeup application, massage, permanent hair removal, other similar services and retail sales of hair and beauty products.

Bed and Breakfast means a residential development which provides food service and rooms for rent to guests on an overnight basis.

Bedroom means a room that can be used for sleeping, has closets and adjacent access to bath facilities.

Building Height means the vertical distance from the average line of the highest and lowest points of the finished grade of that portion of the lot covered by the building to the level of the roof surface of flat roofs or to the mean height between the eaves and the ridge of peaked roofs, including but not limited to gable, gambrel, or hip roofs.

Building Permit means a permit required for the erection, construction, modification, addition to or moving of any building, structure or use.

Buildable Area is the area within a legally created parcel, greater than 50 square feet, on which all construction will occur.

Building Site means a legally created parcel or contiguous parcels of land in single or joint ownership, which provides the area required by this Planned Community Ordinance on which construction can occur. A building site accommodating single-family detached and townhome development may be subdivided in accordance with development site and interior lot standards specified by this Planned Community Ordinance.

Character means the density, height, coverage, setback, massing, fenestration, materials, and scale of materials.

Conference Center means specialized hotel designed and built primarily to host conferences, exhibitions, meetings, seminars, training sessions, etc. Conference centers emphasize: focus flexibility, specialized conference room design, conference and business services, flexible food and beverage, modern conference technology, guest rooms with works space and all inclusive complete meeting packages.

Daycare means any child care arrangement that provides care and/or supervision for children for compensation.

Density means the total number of permitted dwelling units divided by the gross area.

Developer means any person or entity, including a governmental agency, undertaking any development.

Dwelling, Multi-Family means a building or buildings attached to each other and containing two or more residential dwelling units. The term “Multi-Family Dwelling” is intended to only apply to the following dwelling product types: apartments, condominiums, condominium conversions, dormitories, live-work units, timeshares and townhomes. For purposes of the Kotzin Ranch PCD, dormitory, live-work unit and townhome shall mean the following:

Dormitory means a building, under single management, intended or used principally for sleeping accommodations, where such building is related to an educational or religious institution or for employee housing associated with a commercial enterprise.

Live-Work Unit means a single unit (e.g., studio, loft, or one bedroom) consisting of both a commercial/office and a residential component that is occupied by the same resident.

Townhome means an attached privately owned residential dwelling unit which is a part of and adjacent to other similar dwelling units that are connected to but separated

from one another by a common party wall having no doors, windows, or other provisions for human passage or visibility.

Dwelling, Single-Family, Alternative means housing titled as a vehicle by the State containing only one residential dwelling unit on an individual platted lot. The term “Single-Family Alternative Dwelling” is intended to only apply to manufactured, mobile and park model homes that are built in a factory on a non-removable steel chassis and that conform to applicable building codes and requirements specified by the United States Department of Housing and Urban Development.

Dwelling, Single-Family, Traditional means conventional deeded housing within a building containing only one residential dwelling unit on an individual platted lot. The term “Single-Family Traditional Dwelling” is intended to only apply to site-built and modular homes that are built to conform to all state, local or regional building codes.

Dwelling Unit means one or more rooms within a building arranged, designed or used for residential purposes for one family and containing independent sanitary and cooking facilities. The intent for use for residential purposes is established by the presence of cooking facilities.

Financial Institution means a State or Federally chartered bank, credit union, mortgage lender, savings and loans association, or automated teller machine.

Floodplain means the channel and the area adjoining the channel or a natural stream or river that is susceptible to being inundated by floodwater from a 100 year frequency storm.

Floodway means the channel of a river or other watercourse and the adjacent land areas that must be reserved in order to discharge the base flood without cumulatively increasing the water surface elevation more than a designated height.

Floor Area means the sum of the horizontal area of each floor of a building or structure, measured from the exterior face of an exterior wall of a freestanding structure or from the center of common walls of attached buildings, exclusive of attics, basements, interior courtyards, carports, parking garages, elevator shafts and stairwells.

Floor Area Ratio means the ratio of the total floor area (defined above) on a site to the gross area of the site.

Grade, Finished means the average level of the ground adjoining an erected structure or building.

Grade, Natural means the elevation through any undisturbed or disturbed portion of the Site at the time of adoption of this PCD Ordinance by Town Council.

Gross Area means the area of a lot or parcel including all dedicated streets, alleys, private accessways, roadways, and/or alley easements. Such boundaries shall extend to the center of an existing and abutting street or alley right-of-way.

Hostel means a building or group of buildings containing shared or private rooming units designed for occupancy by an individual or group of individuals for compensation for periods of 90 days or less. Hostels provide sociable accommodations where guests can rent a bed and share a bathroom, lounge and kitchen.

Hotel means a building or group of buildings containing rooming units designed for occupancy by any one individual or group of individuals for compensation for periods of 180 days or less. A hotel shall contain rooming units and shall customarily provide housekeeping, and may include on-site recreation services. Restaurant, bar, sundry retail, entertainment and meeting facilities may also be available.

Lodge means the same as hotel.

Lot Coverage means that portion of a lot or building site which is occupied by any building or structure, excepting paved areas, uncovered parking areas, driveways, walks, lanais, terraces, swimming pools and landscaped areas.

Motel means a building or group of buildings containing rooming units designed for occupancy by any one individual or group of individuals for compensation for periods of 180 days or less..

Office means a use where administrative, business, professional, or governmental services are made available to the public.

Open Space means land within or related to a development that is designated and intended for the common use or enjoyment of residents, visitors and/or employees and may include complementary structures and improvements as are necessary and appropriate. Open space includes:

- Tracts of land which include active recreational facilities, such as swimming pools, play equipment, ball fields, game courts and picnic tables;
- Tracts of land which include passive elements, such as gardens, benches, fountains or the preservation of natural vegetation;
- Perimeter landscape setbacks;
- Easements not exceeding 20 feet in width which include a trail that is a minimum of six feet in width and that is surfaced with quarter minus size decomposed granite or other material deemed appropriate for a trail by the Town Manager or his/her designee;
- Retention basins finished with turf where a minimum 1,000 square foot level bottom is provided; and,
- Pedestrian amenity areas, including plazas, courtyards and walkways.

Pedestrian Plaza means a square, plaza, or similar open area featuring walkways, trees and shrubs, and places to sit that is reserved for pedestrian use only. The Pedestrian plaza is a public square reserved for pedestrians. Within the public square, the plaza may contain retail, a town square or other similar uses associated with a public space reserved

for pedestrians. All automobile traffic is prohibited.

Professional Office means a place where the rendering of service of a professional nature occurs, such as offices for the following: architects, engineers and surveyor; doctors of medicine, osteopathy, dentistry and optometry; lawyers; accountants; consultants and practitioners who are recognized by licensed professions; chiropractors, chiroprudists, and naturopaths; and, dispensing opticians.

Restaurant means an establishment which serves food or beverages to persons within a building or associated outdoor seating area, including cafes, coffee shops and ice cream shops. The restaurant may have an associated carry out service.

Retail Sales means a business which sells goods available for immediate purchase and removal from the premises to the consumer or other businesses at retail prices. Retail sales may include antique, bicycle and camera shops, bookstores, pet stores etc.er.

Retention Basin means a facility for the temporary or permanent storage of stormwater runoff.

Spa, Destination, also referred to Health and Wellness Spas, means facilities where the prime draw is the spa and the focus on wellness, the art of well-being and the promotion of activities and educational sessions design to help development skills for a healthy lifestyle. Primary amenities include spa facilities, workshops and fitness facilities.

Timeshare means the right, shared with others, to occupy an accommodation within an organized system for a period of time on a regular or irregular basis for a number of years. Timeshares also include Vacation Ownership, Holiday Ownership and Group Ownership.

Wireless Communication Tower or Antenna means a facility that sends and/or receives wireless communication signals, including, but not limited to antennas, microwave dishes, antenna structures, towers and equipment enclosures. Such facilities may be concealed, disguised or visible.

2. Exhibits and Appendices

Each exhibit or appendix referenced in the PCD is incorporated by this reference as if fully set forth herein.

3. Amendments

Amendments to the PCD may necessary from time to time to reflect changes in market conditions and development financing, and/or to meet new requirements of one or more potential users or builders. As changes or adjustments become necessary, such changes shall, unless otherwise required by applicable law, be effectuated as a minor change to the PCD through the administrative approval of the Town Manager or his/her designee. Any administrative approval shall be attached to the PCD and become a part hereof. Minor changes shall not require notice or

public hearings. Major changes shall be reviewed by the Planning Commission and shall require the approval of the Town Council, subject to applicable notice and hearing requirements.

The following shall be considered major changes:

- Substantial alterations to the list of permitted uses for Kotzin Ranch set forth in this PCD, as deemed to be substantial by the Town Manager or his/her designee;
- Alterations to the boundaries of the land use districts within the Site, where the area of land within the land use district is increased or decreased by more than 10 percent; and,
- An increase in maximum dwelling unit density, an increase in floor area ratio, or the addition of non-residential uses where not contemplated by the Kotzin Ranch development plan.

The following are examples of minor changes:

- A change in the type of residential uses provided that the maximum dwelling unit density does not increase; and
- Alterations to the boundaries of the land use districts within the Site, where the area of land is increased or decreased by less than 10 percent; and,
- minor alterations to the list of permitted uses for Kotzin Ranch set forth in this PCD, as deemed to be minor by the Town Manager or his/her designee.

II. Community Land Use Plan

A. Community Description

Kotzin Ranch is a high-quality and integrated development consisting of a mix of uses. Specifically, the development proposal consists of residential, lodging, cultural and neighborhood commercial uses. As shown by the Conceptual Land Use Plan, the Kotzin Ranch development proposal provides 45.36 acres of open space, which includes hiking trails and other recreational amenities. See **Exhibit 6** for the Conceptual Land Use Plan and Data Table. All elements of the development proposal are critical to fulfilling Kotzin Ranch's goal of providing needed housing opportunities, services, and amenities for residents of Tusayan, GCNP visitors and Kaibab National Forest users.

The Kotzin Ranch development proposal ensures the provision of needed housing opportunities for Tusayan residents and employees by potentially dedicating up to 40 acres in the north portion of the Site to the Town for public housing or a public purpose. In the event that the Town chooses to only have 20 acres of the Town's public housing at Kotzin Ranch, the Town shall determine which 20 acre residential parcel the Town would like for its residential use. In the event that there is only 20 acres of Town public housing at Kotzin, the Applicant intends to develop the other Town option 20 acres as residential use.

To provide future residents of the Site with commercial services that are within walking distance, 7.2 acres of the Site will be designated for the purpose of accommodating the development of a shopping center consisting of local-oriented service businesses, such as offices, grocery stores, restaurants and retail shops. Consistent with the local service intent of the shopping center, live/work spaces may also be provided on this portion of the Site.

Kotzin Ranch will offer a variety of lodging opportunities, a Native American cultural center and cultural park and supporting commercial uses for visitors to GCNP and Kaibab National Forest users. The conceptual land use plan for the Site dedicates 93.3 acres for these purposes. Approximately 30 acres is envisioned as an active visitor environment consisting of a mix of uses, including restaurants and shops, at the ground level with lodging or apartments above. The cultural campus will occupy 25 to 30 acres and the cultural park will occupy 11 acres. In addition, there will be 10 acres dedicated to providing coordinated and harmonious lodging within a creative and imaginative resort environment.

The Native American cultural center mentioned above will provide the Tribes of the Plateau an opportunity to share their cultures with visitors in a meaningful way. The cultural center's main campus is intended to be developed near the center of the Site. In addition, an approximate 11 acre cultural park is planned for the south side of Coconino Wash. The educational campus will interpret the natural sciences of the area and will be an innovative and thoughtful venue utilizing modern technologies to introduce and immerse the visitor to the regions unique geology, hydrology, flora fauna, night sky and other science of the Colorado Plateau.

To ensure that ample parking is provided for Kotzin Ranch's lodging, commercial and cultural uses, large combined parking lots will be provided in proximity to the cultural center's main campus and areas of the Site planned for lodging and commercial uses. Conceptual plans for Kotzin Ranch show up to nine acres of the Site being utilized for combined parking purposes.

To encourage residents, employees and visitors to enjoy the Site's unique and spectacular natural setting, 19.5 acres of the Site along the Coconino wash will be preserved as open space. Active but environmentally appropriate recreational amenities, such as hiking trails, will be provided to encourage use of the open space area. Additional open space areas and amenities will be distributed throughout remaining areas of the Site.

B. Proposed Land Use Districts & Existing Zoning Overlay

The requested PCD will serve as the primary zoning district for the Site. The PCD zoning district allows for the classification and development of land use districts as a coordinated and comprehensive project in order to:

- take advantage of the superior environment that can result from large-scale community planning;
- allow diversification of land uses as they relate to each other in a physical and environmental arrangement, while ensuring substantial compliance with

- provisions of the Tusayan Zoning Ordinance; and,
- provide a zone encompassing various types of commercial, cultural, lodging, open space and residential uses or combination of uses through adoption of a development plan and text materials that set forth land use relationships and development standards.

As a mixed-use development, the Kotzin Ranch PCD includes residential, lodging, commercial, cultural, resort and open space use districts. A summary description for each Kotzin Ranch PCD land use district is provided below. A comprehensive list of permitted uses and general development standards for each land use district are provided in Sections II.C and II.D of this narrative report.

1. Residential District

The Residential (R) use district is a proposed land use category intended to allow for the classification and development of parcels of land as coordinated and comprehensive projects that will accommodate a mix of residential product types. This district is intended for detached houses and apartments, condominiums, dormitories and townhouses with provisions for adequate light, air, open space and landscaped areas at a maximum density of 28.75 dwelling units per acre. Densities within Kotzin Ranch range from up to 15 dwelling units per acre to a potential of a portion of the high density residential may be up to a 40 dwelling units per acre. Home occupations and additional uses complementary with residential neighborhoods are allowed in the residential districts. If the Town chooses not to have all 40 acres of the Town housing within the residential portion of the Site, this Applicant intends to develop the residential housing in the Kotzin residential district.

2. Lodging and Commercial District

The Lodging and Commercial (LC) district is a proposed land use category intended to allow for the classification and development of parcels of land as coordinated and comprehensive projects that encompass various types of commercial, lodging and resort facilities or combination of uses intended:

- to serve residents of local neighborhoods;
- for establishments catering to travelers and visitors;
- for creating a dense and active visitor environment with a mix of uses, including lodging and restaurants and shops on the ground level;
- for cultural and institutional uses to be developed for educational and resort related uses in a campus setting that complements the National Park environment; and,
- to provide areas reserved exclusively for public or private off-street parking.

3. Commercial Neighborhood Visitor District

The Commercial Neighborhood Visitor (CNV) district is a proposed land use category intended to primarily provide commercial services to residents of local neighborhoods. The

district is intended to accommodate the development of a neighborhood shopping center that will be designed to be compatible with a residential environment. The center will accommodate local serving businesses, such as offices, grocery stores, retail shops and restaurants. When designed as a live-work product, residential use may also be allowed above the ground level.

4. Resort Conference District

The Resort Conference (RC) district is a proposed land use category intended to accommodate the development of creative and imaginative spa resort and/or conference center hotel consisting of various styles of resort uses that are designed for limited duration occupancies and that can be established with associated commercial and recreational uses in a coordinated, comprehensive and harmonious design.

5. Cultural Park District

The Cultural Park (CP) district is a proposed land use category intended for a cultural campus consisting of a living museum featuring villages, artisans, and performers demonstrating various arts, crafts, and dance from throughout the Colorado Plateau. Each village will be an authentic recreation of the indigenous housing, food, craft, song, dance and other tradition of the Tribes of the Plateau.

The education campus will interpret the natural sciences of the area and will be a innovative and thoughtful venue utilizing modern technologies to introduce and immerse the visitor to the regionsl unique geology, hydrology, flora, fauna, night sky and other natural science. The cultural campus will create a dense and active visitor environment providing a mix of uses, including:

- cultural and institutional uses to be developed for educational and resort related uses in a campus setting that complements the National Park environment; and,
- restaurants and retail shops on the ground level with lodging located above.

The cultural park will be an aesthetic and educational amenity for both Kotzin Ranch and the Town. An easement including a paved trail designed to accommodate pedestrians and golf carts extending across Kotzin Ranch's Open Space Conservation district will provide access to the park from the planned cultural center's main campus located near the center of the Site.

6. Open Space Conservation District

The Open Space Conservation (OSC) district is a modified Tusayan zoning category intended for areas where it is desirable and/or necessary to provide permanent open space. This district will provide for the preservation of a scenic area and the creation of active and passive recreation areas, such as walking trails and picnic areas.

7. Floodplain Management Overlay District

The Floodplain Management (FPM) district is an existing Tusayan zoning overlay

district applicable to designated special flood hazard zones within the Town. The intent of the FPM is to protect the public from health and safety hazards associated with major flood events. The FPM is generally applicable to Kotzin Ranch where the Coconino Wash runs through the Site. All regulations specified by the FPM are applicable to designated flood hazard zones on the Site.

C. **Permitted Uses**

The uses specified by the below table are permitted as noted in Kotzin Ranch land use districts.

Table 1: Kotzin Ranch Permitted Uses

KOTZIN RANCH - PERMITTED USES						
	Land Use District					
	CNV	CP		LC	R	RC
		CP1	CP2			
Accessory buildings	P	P	P	P	P	P
Accessory uses	P	P	P	P	P	P
Administrative and professional offices	P	P		P		
Animal boarding	CUP			CUP		
Antique shops	P			P		
Appliance and hardware stores	C1					
Ancillary food and beverage and retail service associated with cultural, entertainment attraction and leisure attraction uses		P	P	P		
Art galleries and studios	P	P	P	P		
Art supplies, retail sales	P			P		
Automotive service stations	CUP					
Bakery, retail sales	P			P		
Barber and beauty shops	P			P		
Bed and breakfasts				P		P
Bicycle shops, new and used, retail sales and repairs	P			P		
Bookstores	P			P		
Camera shops	P			P		
Candy stores	P			P		
Cigar stores	P			P		
Clothing, retail sales	P			P		
Coffee shops	P			P		
Comedy clubs				P		
Conference centers				P		P
Construction staging	C2	C2	C2	C2	C2	C2
Convenience markets	P			P		
Craft studios, retail sales and handcrafting of textiles, pottery, glass blowing, jewelry, wood and leather	P	P	P	P		
Customary food and beverage service and sundry retail associated with bed and breakfasts, hostels, hotels or motels		P		P		P
Daycare facilities	P			P	C3	
Destination spas associated with a hotel		P		P		P
Dry cleaners	P			P		
Educational and interpretive exhibits, including but not limited to libraries, museums and archives, theaters and auditoriums, interactive exhibits and arboretums or botanical gardens		P	C4	P		
Entertainment or leisure attractions		P		P		
Financial institution	C5			C5		
Fine art, instruction		P	P	P		
Florist, retail sales	P			P		
Furniture, retail sales	P			P		
Fire stations	CUP			CUP		

KOTZIN RANCH - PERMITTED USES CONTD.

	Land Use District					
	CNV	CP		LC	R	RC
		CP1	CP2			
Grocery stores	P			P		
Hobby and craft products, retail sales	P	P	P	P		
Home occupations					C6	
Hospitals and helipad facilities	CUP	CUP		CUP		
Hostels, hotels and/or motels, including hotels with conference centers		P		P		P
Ice cream shops	P			P		
Jeweler, retail sales and repair	P	P	P	P		
Model homes and/or subdivision sales offices				C7		
Multi-family dwellings						
Condominiums					P	
Condominium conversions					P	
Dormitories					C8	
Live-work units	P	P		P		
Townhomes					P	
Music instruction, musical instrument repair and retail sales	P	P	P	P		
Native American marketplace		P	P			
Outdoor amphitheaters		C9	C9	C9		
Parking garages		C10		C10		
Pet stores	C11					
Pharmacies	P			P		
Photographic developing and printing and retail sales of photographic equipment and supplies	P			P		
Pre-schools	P			P		
Public or community utility buildings, facilities or infrastructure necessary for the provision of electric, gas, water, wastewater, cable or telecommunication service	P	P	P	P	P	P
Public buildings, including but not limited to community centers, police stations or police substations	P	P	P	P		
Public or private schools or colleges	CUP	CUP		CUP		
Public storage facilities (mini-storage)	CUP			CUP		
Religious institutions	P	P	P	P	P	P
Restaurants, bars and cocktail lounges	C12	C12		C12		C12
Retail sales and food and beverage service related to cultural and/or natural science presentations and/or exhibits		P	P			
Self-service laundries	P			P		
Single-family alternative dwellings						
Manufactured homes					P	
Mobile homes						
Park model homes					P	
Single-family traditional dwellings						
Site-built homes					P	
Modular homes					P	
Stable or commercial stables, including boarding and instruction			C13			C13

KOTZIN RANCH - PERMITTED USES CONTD.						
	Land Use District					
	CNV	CP		LC	R	RC
		CP1	CP2			
Timeshares		P		P		
Wireless telecommunication towers or antennas	CUP	CUP	CUP	CUP		CUP
Other uses deemed analogous to permitted uses in the respective land use district by the Town Manager or his or her designee	P	P	P	P	P	P

C# (e.g. C1) = Permitted use, subject to conditions noted below

CNV = Commercial neighborhood visitor land use district

CP = Cultural park land use district

CP1 = Cultural park land use district parcel number one

CP2 = Cultural park land use district parcel number two

CUP = Permitted subject to approval of conditional use permit

LC = Lodging and commercial land use district

P = Permitted by right

RC = Resort conference land use district

C1

- Not to exceed 10,000 square feet of gross floor area.

C2

- Construction staging areas shall be identified at the time of site plan submittal and shall be subject to site plan approval.
- Construction staging areas shall be removed within 10 days of the completion of the associated construction.
- If applicable, construction staging areas shall be re-vegetated within 30 days of the completion of the associated construction with landscape materials listed on the plant palette to be submitted

C3

- Daycare facilities for up to six dependent are allowed in single-family alternative and single-family traditional dwellings, subject to the following conditions:
 - Resident dependent under the age of 12 years shall not be counted when they are present on the premises.
 - Outdoor play areas shall be screened from adjacent properties by a six-foot-high landscape hedge, solid fence, or solid wall.
 - Unless required by the Arizona Department of Health Services, there shall be no employees who do reside at the site.
 - No on-site swimming pool.

C4

- Theaters and auditoriums are not permitted.

C5

- Drive-up or drive-through facilities associated with financial institutions are allowed in a free-standing or “kiosk” type service building of no more than 250 feet in size.
- Drive-up or drive through facilities associated with financial institutions shall be located a minimum of 100 feet from the residential district.

C6

- Home occupations include but are not limited to accountant, architect, lawyer, off-site sales business, psychologist, real estate agent, and telemarketing sales. For home occupations, sales shall mean the processing of orders by mail, facsimile, phone or internet.

- No one outside the family residing in the dwelling unit shall be employed in the home occupation.
- No exterior display or storage of materials.
- No exterior indication of the home occupation or variation from the residential character of the principal or accessory building.
- Activity shall be limited to the hours between 7:00 a.m. and 10:00 p.m.
- No mechanical equipment shall be used except that normally used for domestic, hobby, standard office or household purposes.
- No more than 25 percent of the total area under roof on the site shall be used for any home occupation.
- Any parking incidental to the home occupation shall be provided on the site.
- Any home occupation where traffic (other than trips by occupants of the household) is generated must provide adequate parking, as determined by the Town.
- Any home occupation conducted in an accessory building or as an outside use shall require conditional use permit approval

C7

- Subject to site plan approval.

C8

- Development of a dormitory is restricted to portions of the residential land use district located immediately adjacent to, and within 500 feet of the commercial neighborhood visitor or cultural park land use districts

C9

- Not to be located within 500 feet of the residential land use district.
- Activity hours within amphitheater shall generally be limited to the hours of 10:00 a.m. to 10:00 p.m. Activity hours may be extended to 12:30 a.m. up to four times per calendar year.

C10

- Parking garage shall not exceed 40 feet in height.
- For any parking garage exceeding 20 feet in height and located within 50 feet of the residential land use district, any elevation oriented towards the residential land use district shall provide architectural detailing and/or “greenscape” for the purpose of providing visual interest.
- Lighting located within and on top of the parking garage shall be oriented to ensure that light sources are not visible from the residential land use district.

C11

- Not to exceed 7,500 square feet in gross floor area.

C12

- Restaurants, bars and cocktail lounges in the RC district shall only be permitted in direct association with a hotel.
- Outdoor dining, outdoor alcoholic beverage consumption and associated lighting shall be permitted as an accessory use. Such accessory use within 300 feet of the residential land use district shall be subject to the approval a conditional use permit.
- Music, entertainment and patron dancing are restricted to indoor areas. The dance floor shall close at the time alcohol is no longer served or sold for the evening.
- For restaurants, bars and cocktail lounges located entirely or partially within 300 feet of the residential land use district, music, entertainment and patron dancing shall be limited to recorded music or one entertainer unless a conditional use permit is obtained.
- Restaurant drive-through facilities as an accessory use in the commercial neighborhood visitor land use district, subject to the drive-through not being located within 300 feet of the residential land use district and a conditional use permit being secured.

- Restaurant drive-through facilities are prohibited in the lodging and commercial and resort commercial land use districts
- Entrance to and exit from a restaurant, bar or cocktail lounge that is located within 300 feet of the residential land use district and that is oriented towards the noted district shall require a conditional use permit.
- Any bar or cocktail lounge exceeding 5,000 square feet in gross floor area located within 300 feet of the residential district shall be permitted only upon securing a conditional use permit.

C13

- Minimum lot size of five acres.
- Minimum perimeter setback of one hundred feet for all animal sheltering buildings.
- Restricted to parcel CP2 in the cultural park land use district.

D. Development Standards

1. Residential District

The development standards specified by the below table apply to the Kotzin Ranch Residential land use district.

TABLE 2: R District Development Standards

KOTZIN RANCH DEV. STANDARDS - RESIDENTIAL LAND USE DISTRICT - PARCEL R2*					
	Single-Family Detached	Townhome	Apartment or Condominium	Dormitory	Non-Residential Use
Dev. Site Standards					
Min. subdivision area	5 or more lots required				
Min. bldg. site area		1.0 acre	1.0 acre	1.0 acre	0.5 acre
Max. dwelling unit density (units/gross acre)	6.0	15.0	22.0	40.0	
Max. bldg. height	35 feet	35 feet	50 feet	50 feet	35 feet
Max. site coverage		45%	50%	50%	50%
Min. open space	15% of gross area	15% of gross area	15% of gross area	15% of gross area	15% of gross area
Min. perimeter setbacks					
Arterial or collector street	20 ft. avg.; 15 ft. min.	20 ft. avg.; 15 ft. min.	25 ft. avg.; 15 ft. min.	25 ft. avg.; 15 ft. min.	25 ft. avg.; 15 ft. min.
Local street	15 ft. avg.; 10 ft. min. (Does not apply where an interior lot fronts onto a local perimeter street)	15 ft. avg.; 10 ft. min. (Does not apply where an interior lot fronts onto a local perimeter street)	20 ft. avg.; 15 ft. min.	20 ft. avg.; 15 ft. min.	20 ft. avg.; 15 ft. min.
Property line	10 feet	10 feet	15 feet	15 feet	15 feet
Common landscape setback adjacent to perimeter street	Consistent w/ required perimeter setback (Not applicable where an interior lot fronts onto a local perimeter street)	Consistent w/ required perimeter setback (Not applicable where an interior lot fronts onto a local perimeter street)	Consistent w/ required perimeter setback	Consistent w/ required perimeter setback	Consistent w/ required perimeter setback
Min. bldg. separation	10 feet	15 feet	20 feet	20 feet	15 feet
Interior Lot Standards					
Min. lot area	5,000 sq. ft.				
Avg. lot area		2,900 sq. ft. (Based on gross area of development site and inclusive of common areas)			
Min. lot width	50 ft.	20 ft.			
Max. lot coverage	45% - primary structure; 55% - total				
Min. bldg. setbacks					
Front	10 feet	10 feet			
Rear	10 feet	5 feet			
Combined front and rear	25 feet	20 feet			
Street side	10 feet	10 feet			
Sides	13 ft. total; 3 ft. min.	None			
Min. garage setback	Front loaded - 18 ft. Side loaded - 15 ft.	Front loaded - 15 ft. Side loaded - 10 ft.			
Max. garage width	60% of front or side façade; no restriction for rear façade	60% of front or side façade; no restriction for rear façade			

*In the event that 40 acres at the TenX Ranch development site is dedicated to the Town, the development standards specified in the above table shall also apply to Parcel R1

The following development standards regarding projections and accessory structures shall apply to Parcel R2*:

Open Projections

- An awning, open porch, open carport, or open balcony may encroach into any required front yard up to five feet.
- An attached open porch, open carport, or open balcony may encroach into any side yard other than the street side of a corner lot, as long as a five-foot setback from the side property line is maintained.
- An attached open porch, open carport, or open balcony may encroach into a rear yard other, as long as a five-foot setback from the rear property line is maintained. Where a rear alley exists, the projection may extend to the rear property line.
- Awning, cornices, roof overhangs, and eaves may encroach up to three feet into any required yard, provided they come no closer than two feet to a property line and maintain minimum building separation requirement.

Closed Projections

- The primary structure may encroach up to five feet into the required front and rear yards for no more than 50 percent of the maximum width of the structure.
- A bay, window, oriel, entrance or vestibule, 10 feet or less in width, may encroach up to three feet into any required front or rear yard.
- A chimney, measuring 6 feet or less in a direction parallel to the nearest property line, may encroach up to three feet into any required yard, provided it comes no closer than two feet to a property line and maintain minimum building separation requirement.

Accessory Structures

- Detached accessory structures or swimming pools are not permitted within the required front yard
- Detached accessory structures located within the required rear yard shall not exceed a building height of 15 feet. Detached accessory structures exceeding a building height of 15 shall require conditional use permit approval.
- Detached accessory structures located within the required side yard shall not exceed a building height of eight feet. Detached accessory structures exceeding a building height of eight feet shall require conditional use permit approval.
- Detached accessory structures within the required side and rear yards shall maintain minimum setback of three feet from property lines.
- On a corner lot, no detached accessory structure over eight feet in height shall be located within 10 feet of the side street property line.
- A detached accessory structure may be located on the property line where the rear property line is adjacent to an alley.
- Swimming pools shall maintain a minimum setback of three feet from all property lines.

*In the event that 40 acres at the TenX Ranch development site is dedicated to the Town, the above development standards regarding projections and accessory structures shall also apply to Parcel R1.

2. Commercial Neighborhood Visitor, Lodging and Commercial, Cultural Park and Resort Conference Districts

The development standards specified by the below table apply to the Kotzin Ranch Commercial Neighborhood Visitor, Lodging and Commercial, Cultural Park and Resort Conference land use districts.

TABLE 3: CNV, CP, LC and RC Districts Development Standards

KOTZIN RANCH DEV. STANDARDS - CNV, CP, LC AND RC LAND USE DISTRICTS					
	Land Use Districts				
	Commercial Neighborhood Visitor	Cultural Park		Lodging and Commercial	Resort Conference
		CP1	CP2		
Max. floor area ratio	0.25	0.45	0.15	0.65	0.55
Max. building height	35 ft.	50 ft.	25 ft.; 50 ft. for architectural elements (e.g. look-out towers)	50 ft.	35 ft.
Max. floor area for individual buildings			5,000 sq. ft. of non-habitable gross floor area		
Building setbacks					
Adjacent to collector or arterial street	Average 25 ft.; minimum 20 ft. for up to 50% of structure, including projections	Average 20 ft.; minimum 15 ft. for up to 50% of structure, including projections		Average 20 ft.; minimum 15 ft. for up to 50% of structure, including projections	
Adjacent to local street	Average 20 ft.; minimum 15 ft. for up to 50% of structure, including projections			Average 15 ft.; minimum 10 ft. for up to 50% of structure, including projections	Average 15 ft.; minimum 10 ft. for up to 50% of structure, including projections
Property line adjacent to residential land use district	Min. 15 ft. setback for bldg. 20 ft. or less in height; addtl. one foot setback required for each additional one foot of height over 20 ft.			Min. 15 ft. setback for bldg. 20 ft. or less in height; addtl. one foot setback required for each additional one foot of height over 20 ft.	
Property line not adjacent to street or residential land use district	Min. 10 ft.	Min. 10 ft.	Min. 10 ft.	Min. 10 ft.	Min. 10 ft.
Landscaping requirements					
Streetscape	Consistent w/ required bldg. setback	Consistent w/ required bldg. setback		Consistent w/ required bldg. setback	Consistent w/ required bldg. setback
Perimeter property line adjacent to residential land use district	Min. 15 ft.			Min. 15 ft.	
Perimeter property line adjacent to national forest	None		None	None	None

The following development standards regarding accessory structures shall apply to the Commercial Neighborhood Visitor, Cultural Park, Lodging and Commercial and Resort Conference land use districts:

- Detached accessory structures and swimming pools are not allowed within the required front yard.
- Detached accessory structures and swimming pools located within the required side and rear yards are to maintain a minimum setback of three feet from property lines.
- Detached accessory structures located within the required rear yard are not to exceed 20 feet in building height. Detached accessory structures exceeding eight feet in building height are to be setback a minimum of 10 feet from all property lines. Detached accessory structures exceeding 20 feet in building height shall require the approval of a conditional use permit.
- Detached accessory structures located within the required side yard are not to exceed 10 feet in height. Detached accessory structures exceeding 10 feet in building height shall require the approval of a conditional use permit.
- Detached accessory structures may be constructed on the property line where the rear yard is adjacent to a fully dedicated alley.
- Parking structures shall comply with building height and setback standards specified for primary structures.

3. Town of Tusayan Zoning Ordinance Development Standards

At this time, unless applicable development standards are noted otherwise within this PCD, the regulations and provisions of the development of Kotzin Ranch will comply with the following Town of Tusayan Zoning Ordinance sections. Applicant reserves the right to submit additional modifications to sections described below at the time of site plan submittal. Any changes to these development standards not otherwise noted in this Application will be subject to review and approval by the Town:

Section 11.3: Performance Standards: Commercial Zones

Section 13.6: Floodplain Management Overlay Zone for the OSC land use district

Section 13.10: Design Review Overlay (Tusayan)

Section 15: Off-Street Parking

Section 16: Signs

Section 17: Lighting

Section 18: Landscaping

In the event of a conflict between the provisions of the PCD and the Zoning Ordinance Sections noted above, the provisions of the PCD shall prevail. Off-street parking, signage and/or landscaping requirements may be modified prior to the first phase of development at Kotzin Ranch. Modifications to these sections are subject to the Town Council.

E. Design Guidelines

The general intent of the Kotzin Ranch design will be to integrate the built and natural environments through building forms and masses that are sensitive to the unique natural setting of the Tusayan area and respect indigenous cultures. See **Exhibit 7** for conceptual development reference images for Kotzin Ranch. In order to accomplish this, the Project will incorporate

design standards developed by the Park Service for the South Rim area in effort to promote a harmonious aesthetic transition between the Town and Grand Canyon National Park.

As noted elsewhere in this narrative report, the Design Review Overlay (the “DRO”) of the Tusayan Area Plan establishes architectural, building material and color, site layout, signage, lighting, and environmentally sensitive design guidelines for new development. The DRO also recommends that the Grand Canyon National Park’s Architectural Guidelines of 1994 serve as the basis for the design of structures in Tusayan. It is the Applicant’s intent that the design guidelines for Kotzin Ranch will comply with the DRO. At the time of site plan submittal, the Applicant reserves the right to submit design modifications to the DRO. Proposed modifications to the DRO will be subject to the review and approval of the Town Manager or the Town Council.

In order to ensure that the design guidelines of the DRO are embraced, architectural standards and guidelines for Kotzin Ranch will be provided prior to the first phase of development at Kotzin Ranch.

F. Landscape Architecture

Kotzin Ranch’s landscape architectural ethic will be premised on minimizing initial disturbances as practical, carefully establishing landscaping for all structures prior to construction, reliance on native plants for vegetation, and minimal irrigation of landscaping. While it is not practical to provide a landscape plan for a phased development, such as Kotzin Ranch, at this time, a detailed landscape plan for the Site will be provided prior to the first phase of development at Kotzin Ranch. The intent of the below information is to provide further detail regarding the landscape ethic of Kotzin Ranch.

Landscaping standards for Kotzin Ranch will emphasize the preservation, integration and re-vegetation of native vegetation and materials throughout the Site. All landscaping will include a mix of landscape materials, including deciduous and evergreen trees and shrubs, of varying sizes. Although cut and fill activities are not contemplated to a significant degree for Kotzin Ranch, any substantial construction scars will be re-vegetated.

Site impacts to existing vegetation will be minimized where practical. Tree removal will be reduced to the greatest extent feasible and, where practical, mature trees will be relocated on the Site. Re-vegetation will include the planting of one tree per one thousand square feet of impermeable surface, to the extent that such planting can be accomplished in a manner that is consistent with fire management plans. A plant inventory and salvage plan for the Site will be provided prior to the first phase of development at Kotzin Ranch.

The plant palette to be provided in conjunction with the landscape plan submittal for Kotzin Ranch will ensure that landscapes within the Site are consistent with natural landscapes on adjoining public lands. Native plants, such as ponderosa pine, woods rose, pinion, juniper and other species native to the Colorado Plateau, that occur on the adjoining National Forest lands will be used. New landscape will include plants known for drought tolerance, cold hardiness and overall compatibility with the high altitude desert environment. There will be a mix of landscape

materials including deciduous and evergreen plant materials, succulents, cacti, rocks and various decorative types of groundcovers.

To conserve water, a drip irrigation system with emitters located only where water is required to irrigate plants and trees will be used. Following an establishment period of up to five years, landscape material will not be irrigated. Additional water conservation measures, such as the use of treated wastewater for irrigation purposes will also be considered.

G. Conceptual Open Space and Trails Plan

As shown by the Conceptual Land Use Plan and Data Table, 45.36 acres of open space will be provided throughout the Site. As shown by the Conceptual Open Space and Trails Plan, 19.5 acres of the Site along the Coconino Wash will be preserved as open space. See **Exhibit 8** for the referenced plan. Active but environmentally appropriate recreational amenities, such as hiking trails, will be provided to encourage use of this open space area. In addition, open space area amenities, such as walking trails, will be provided throughout the Site and bike trails will be located within roadway easements at Kotzin Ranch to encourage residents, employees and visitors to enjoy the unique and spectacular natural setting offered by the Site and adjoining forest lands. It is the Applicant's intent that the walking trails within Kotzin will connect with the proposed National Park Service trails which are intended to connect Grand Canyon National Park to the Town.

H. Access and Circulation

As previously noted, primary access to the Tusayan area is provided by Arizona State Highway 64 (also designated as U.S. Highway 180). While improved access to the Site does not exist at this time, preferred roadway alignments for providing access to the Site from Highway 64 are shown on **Exhibit 9**.

The proposed roadway improvements, which are to be constructed at the developer's expense, are intended to directly and efficiently connect the Site to Tusayan's built environment. The intent of providing direct connections between the Site and the existing built environment is to ensure that Kotzin Ranch becomes a neighborhood which is truly integrated into the Tusayan community. All roadways will be constructed with safety, efficiency, convenience and environmental sensitivity in mind.

Multiple access points are provided along the Site's eastern perimeter. The provision of multiple access points and roadways will ensure that vehicular traffic flows efficiently between the Site and Highway 64, as well as on the Site itself, at all times. The southern access point is intended to primarily accommodate visitor traffic, while the northern access point and roadway is intended to primarily accommodate local traffic. Two points of access will ensure that Kotzin Ranch remains accessible to emergency vehicles.

On-site circulation at Kotzin Ranch will be accommodated by two roadways. A single loop road will provide direct access to the Site's planned lodging, commercial and cultural use. A roadway extending off the loop road to the north will provide direct access to the Kotzin

Ranch residential use area. It is anticipated that these roadways will be classified as collector streets.

Both off-site and on-site circulation improvements are intended to promote the use of multiple modes of transportation and reduced energy consumption. Roadway improvements extending to and within the Kotzin Ranch site will include the provision of bike lanes. The development of the Site includes improvements (e.g. designated pedestrian crossings and walking trails) to allow safe pedestrian movements. As previously mentioned in this narrative report, the provision of a staging area for public transit systems may also be considered on the Site if desired by the Town.

I. Drainage / Storm Water Management

Prior to any construction occurring at Kotzin Ranch, a drainage report will be prepared to determine estimated peak flows for existing and post development site conditions. To manage run-off resulting from storm events, detention basins will be constructed on areas of the Site that have historically handled storm water. Where practical, the basins will be constructed and sited in a manner that does not detract from the Site's natural beauty. In addition, a storm water harvesting system may be constructed to collect water from rooftops during storm events. This system would collect run-off through a system of gutters, downspouts and cisterns. The collected run-off would then be pumped into a raw water storage tank or retention basin to be used for as reclaimed water for landscaping and non-potable uses. A grading and drainage plan for the Site will be provided prior to the first phase of development for Kotzin Ranch.

III. Water and Wastewater

A. Water

The Tusayan Water Development Association (TWDA) holds a Certificate of Necessity and Need (CC&N) for most of the land area within the present incorporated boundary of the community. Three wells in Tusayan provide much of the water for the community withdrawn from the Redwall-Muav aquifer and additional water is either hauled water from Williams, Belmont or seasonally supplied from the Grand Canyon National Park. The Redwall-Muav formation is an aerially extensive formation of heavily saturated limestone rock extending across Utah, Colorado and Arizona. The yield of groundwater to wells is strongly dependent on the amount of fracturing of the source rocks by geologic studies, such as folds.

The Arizona Corporation Commission (ACC) has responsibility for CC&N oversight and is presently undertaking a comprehensive review of TWDA and the private water companies serving the area. Preliminary findings of the ACC suggest that one or more of the water-distribution and management entities in the area have been out of compliance with the ACC Rules and Regulations and it is highly likely that the nature and character of domestic water supply and distribution will be reorganized over the next 6 to 12 months.

The Town of Tusayan is contemplating the acquisition of a part or all of the community's present water supply network, one of the existing private water companies may apply for a CC&N, Stilo Development Group USA may apply for a CC&N serving two of its private lands in the area if not the entire community and other possible scenarios may evolve in the coming months.

As the ACC has the ultimate decision-making responsibility for how and by whom water will be provided in the area, it is premature to precisely describe exactly what entity will ultimately have the responsibility for serving the Stilo property (s). Under any ACC decision, however, additional supply will be necessary to meet the planned needs of the community not only for the proposed Stilo developments but also for the new Grand Canyon School, the airport expansion and other planned developments in Tusayan. Until a regional water supply is available to the area, and several possibilities are being evaluated by the Grand Canyon National Park, NACOG and other regional agencies, water will continue to be supplied from wells in the region.

There are no mapped geologic structures on Kotzin Ranch. Further site reconnaissance will determine the appropriateness of the suitability of the property for water sourcing on-site. Subject to this determination, water sourcing will either occur at Kotzin Ranch, from a source located on the Stilo owned Parcel 5 of Camper Village and extended via pipeline to Kotzin Ranch or from wells outside of Tusayan's boundary limits and either piped or hauled by train or combination thereof to the site (s).

Parcel 5 is located in a structural graben (a downthrown block of rock between two high angle faults). Grabens provide excellent drilling targets as the downthrown rock is highly fractured at depth providing abundant pathways and permeability for groundwater movement, storage and withdrawal.

Potential options for providing water service to the Site are detailed in Vantage Resources' infrastructure study dated December 22, 2010. See **Exhibit 5** for the referenced infrastructure study.

B. Wastewater

The existing Tusayan waste reclamation facility (the "WRF") may be able to service Kotzin Ranch. If this is possible, an on-site lift station and force main will be required to lift wastewater from the Site into the WRF. Reclaimed water may then be pumped back from the WRF to Kotzin Ranch for on-site use. For additional information regarding planned wastewater infrastructure, see **Exhibit 5** for Vantage Resources' infrastructure study.

IV. Law Enforcement and Fire Protection

A. Law Enforcement

As previously mentioned in this narrative report, the Department of Public Safety, the National Park Service and the Coconino County's Sheriff's Office currently provide law enforcement services to the Tusayan area. At this time, the Applicant anticipates the Coconino County Sheriff's Office providing law enforcement services to Kotzin Ranch. If the Town decides to form its own law enforcement agency, the Applicant anticipates that Kotzin Ranch will be served by whatever law enforcement service is available in the Town.

The Applicant is dedicating up to 40 acres of the Site to the Town of Tusayan. This land is to be used by the Town for addressing housing needs and/or other needed public uses, such as a police station. The increased tax revenue to the Town resulting from the development of Kotzin Ranch will also allow for additional law enforcement services in Tusayan.

B. Fire Protection

The Applicant anticipates Kotzin Ranch being served by the Tusayan Fire District (the "District"). The Applicant intends to apply for an expansion of the District's service boundary in order to include the Site in the District. Prior to the issuance of building permits, all construction at Kotzin Ranch shall demonstrate compliance with the Uniform Building Code and the Uniform Fire Code. In addition, all on-site and off-site roadways will be designed to accommodate emergency vehicle access and fire equipment maneuvering. Non-residential buildings will also be sprinklered for fire protection.

While Kotzin Ranch will increase the interface between the natural and built environments, the planning for and development of the Site will provide an opportunity to coordinate fire management efforts with GCNP, Kaibab National Forest and the Tusayan Fire District. Every effort will be made to use a team based approach for managing both the Site and adjoining forest lands.

The Applicant, in conjunction with the USFS and the District jointly engaged in a forest restoration and safety program in 2010 whereby the entire Kotzin Ranch property was rehabilitated for forest health and fire suppression. The project included tree-thinning, prescribed burning of underbrush and other measures to reduce the risk of fire and disease.

V. Phasing

As with any large master development, the Applicant intends to develop this Site in phases. Construction within Kotzin will ultimately depend on market conditions, absorption rates and the Town's plans for Kotzin Ranch's residential use section. The Applicant will dedicate the Town's public housing parcel prior to the the development of any commercial at Kotzin Ranch.

VI. Citizen Participation Plan

A citizen participation plan and a preliminary citizen participation report are included as part of this Application. See **Exhibits 10** and **11** for the noted plan and report.

VII. Conclusion

Kotzin Ranch is a high-quality mixed-use design that will provide substantial benefits to Tusayan residents and employees, as well as Grand Canyon National Park visitors and Kaibab Forest uses. Specifically, the development proposal will provide needed housing and employment opportunities, desired cultural, dining, educational, entertainment, lodging, and retail facilities. The intent of Kotzin Ranch's design will be to integrate the built and natural environments and to minimize impacts on the natural environment. The Kotzin Ranch development proposal is consistent with the goals and policies of the Tusayan Area Plan (the "TAP"). The development of Kotzin Ranch will comply with the TAP's Design Review Overlay.

The Applicant is excited about the opportunities that the development proposal offers to the Town of Tusayan. We look forward to working with the Town and the community to develop Kotzin Ranch and the entire master plan of development.

EXHIBIT 1

May 31, 2011

Town of Tusayan
c/o LVA Urban Design Studio
attn: Mark Reddie, Planning Team Leader
120 South Ash Avenue
Tempe, AZ 85281-2801

RE: Kotzin Ranch Authorization – Coconino County Parcel Number 502-16-006

Mr. Reddie:

The purpose of this letter is to formally authorize the firms and individuals identified below to file and process all necessary applications, including but not limited to a zone change application, that may be related to securing the entitlements for a mixed-use development on behalf of the property owner of the above referenced parcel.

- The applicant, Stilo Development Group USA, an Arizona Limited Partnership, including but not limited to its representative, Tom De Paolo;
- The law firm of Gammage & Burnham P.L.C., including but not limited to its representatives, Grady Gammage, Jr., Manjula M. Vaz and Rob Lane;
- The site and landscape architectural design firm of Design Workshop, including but not limited to its representatives, Kurt Culbertson and Suzanne Richman; and,
- The public works, water resources, site development and cost estimating firm of Vantage Resources.

Grand Canyon Exchange, an Arizona Limited Partnership, has the development rights for the parcel identified above, which is fully described in Exhibit A enclosed with this authorization.

Sincerely,

By Federico Fellneroli

Its PRESIDENT

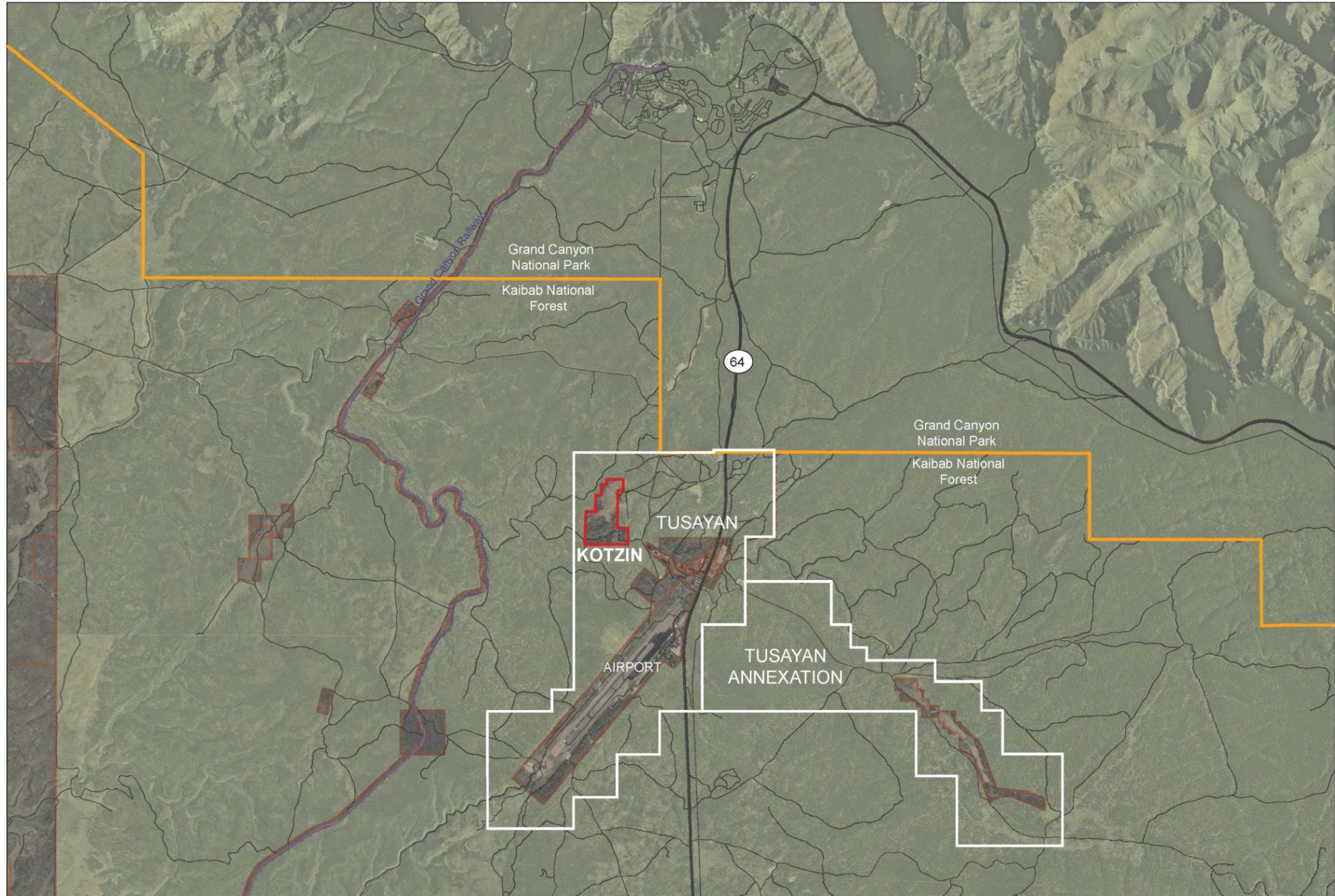
Enclosure

EXHIBIT A

KOTZIN RANCH - LEGAL DESCRIPTION

THE EAST HALF OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER, THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER, THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER, THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER, THE EAST HALF OF THE SOUTHWEST QUARTER, THE EAST HALF OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER, THE SOUTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER, AND THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION FOURTEEN (14) AND THE NORTH HALF OF THE NORTH HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER, THE NORTH HALF OF THE NORTHWEST QUARTER OF THE NORTHWEST OF THE NORTHEAST QUARTER, THE NORTH HALF OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION TWENTY-THREE (23), TOWNSHIP THIRTY (30) NORTH, RANGE TWO (2) EAST, GILA AND SALT RIVER BASE AND MERIDIAN COCONINO COUNTY, ARIZONA.

EXHIBIT 2



Kotzin Regional Vicinity Map

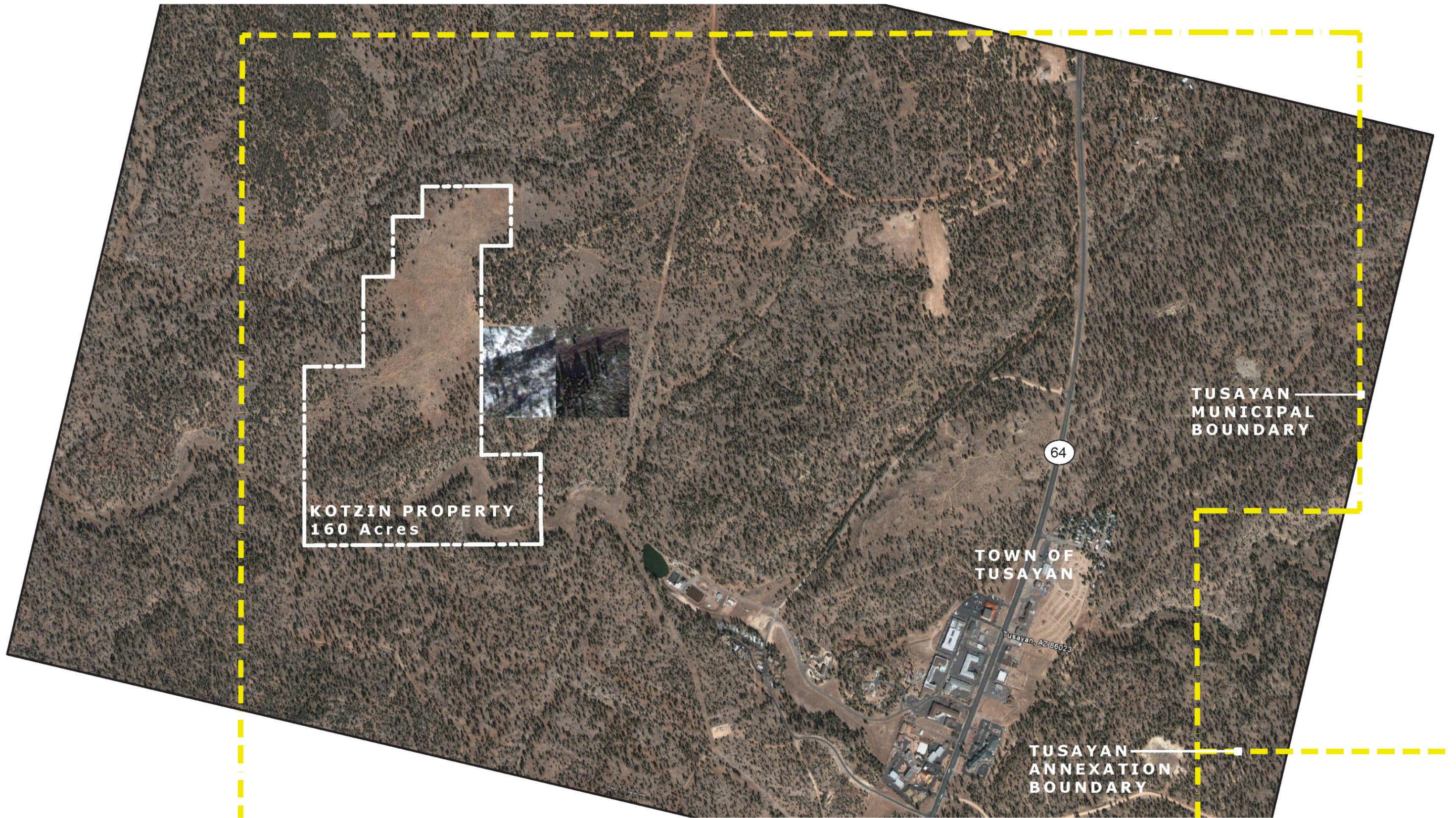
Land Use Application Revised
Coconino County, AZ

Source: Google Maps

May 27, 2011



EXHIBIT 3



Kotzin Local Vicinity Map

Land Use Application Revised
Coconino County, AZ

Source: Google Maps

May 27, 2011

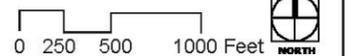
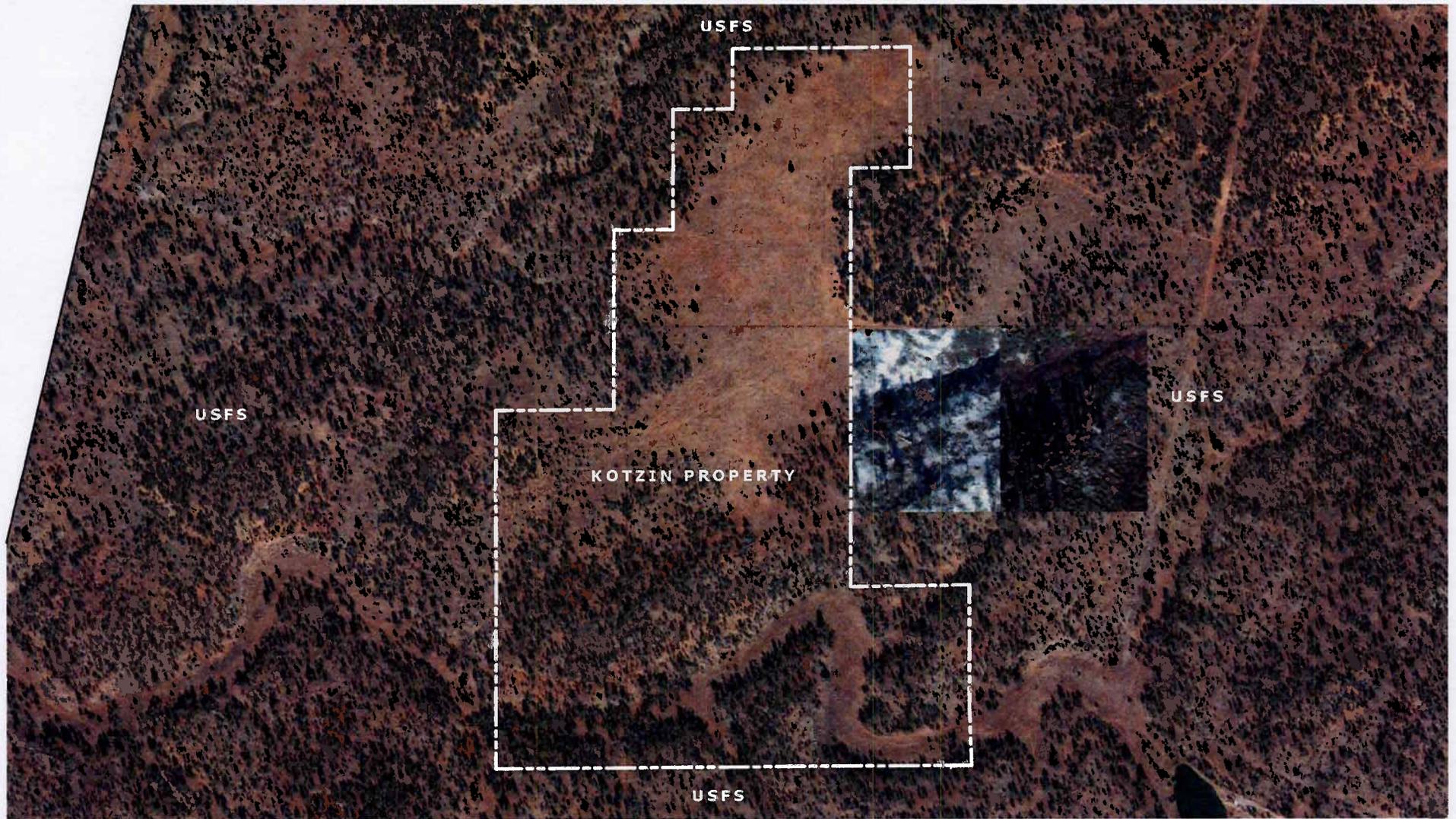


EXHIBIT 4



Kotzin Aerial & Land Ownership

Land Use Application
Coconino County, AZ

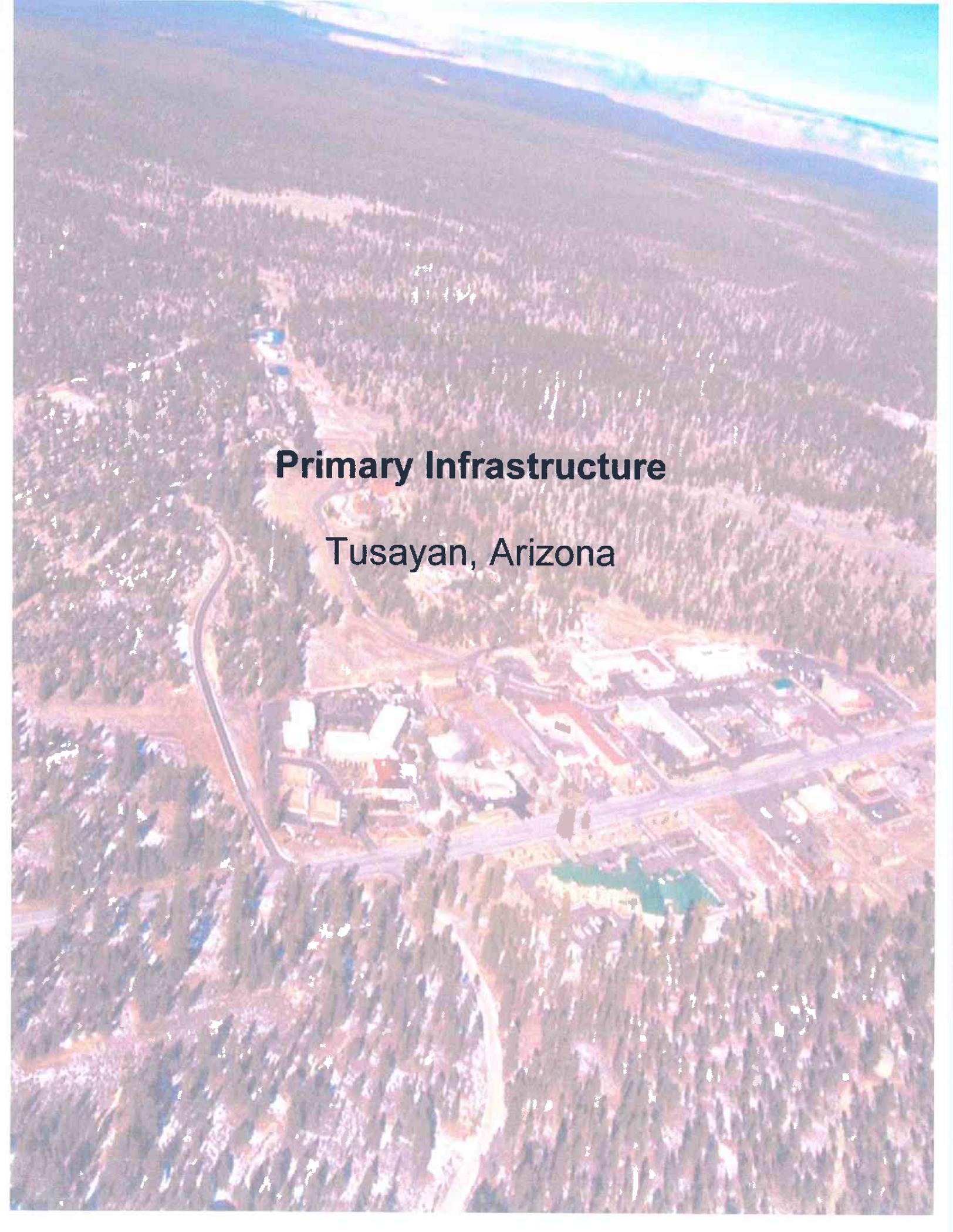
Source: Google Maps

April 8, 2011



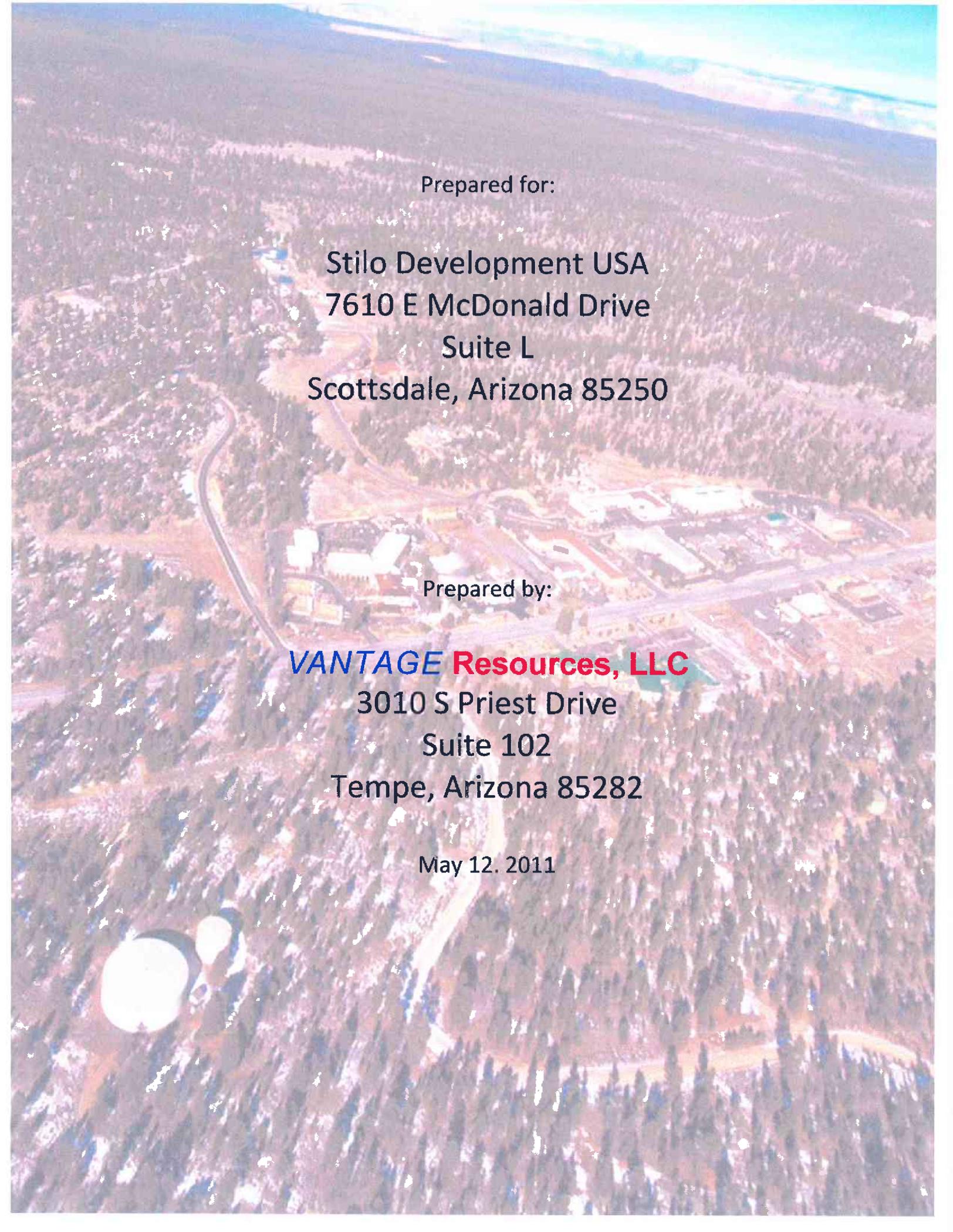
DESIGNWORKSHOP 120 East Main Street
Aspen, CO 81611
(970) 925-8354

EXHIBIT 5

An aerial photograph showing a dense forest of evergreen trees. A road winds through the forest from the left side towards the center. In the lower right quadrant, there is a small town or village with several buildings, a parking lot, and a small pond. The background shows a range of mountains under a clear blue sky.

Primary Infrastructure

Tusayan, Arizona

An aerial photograph of a forested area with a road and some buildings. The image is the background for the text.

Prepared for:

Stilo Development USA
7610 E McDonald Drive
Suite L
Scottsdale, Arizona 85250

Prepared by:

VANTAGE Resources, LLC
3010 S Priest Drive
Suite 102
Tempe, Arizona 85282

May 12, 2011

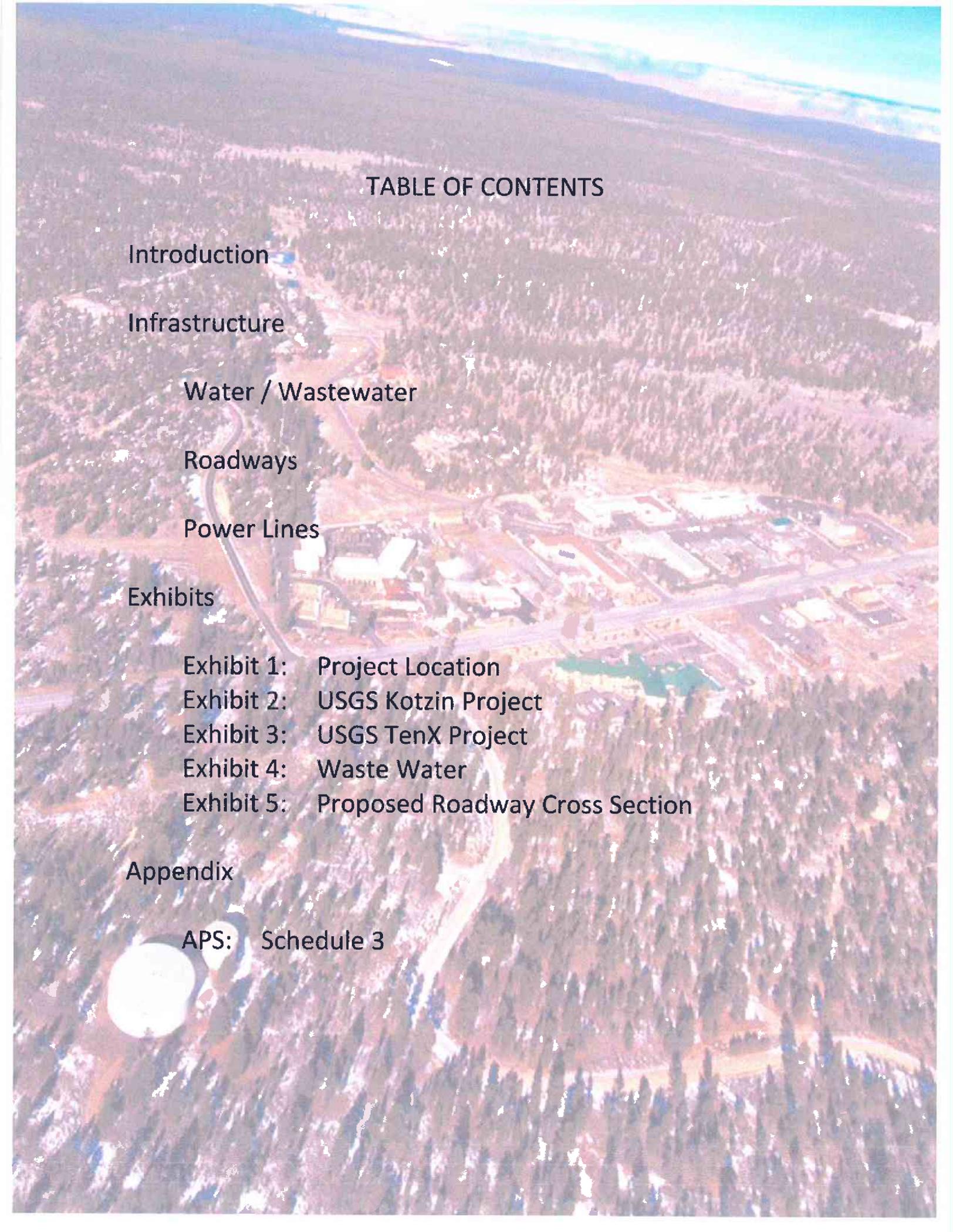
An aerial photograph of a forested area with a road and buildings. The road is a multi-lane highway that curves through the landscape. There are several buildings, including a large one with a red roof and a smaller one with a blue roof. The surrounding area is densely forested with evergreen trees. The sky is clear and blue.

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Exhibit 5: Proposed Roadway Cross Section

Appendix

APS: Schedule 3

INTRODUCTION

Tusayan is a newly incorporated town located just south of the South Entrance Station to the South Rim of the Grand Canyon. VANTAGE Resources is working with Medallion Ventures LLC to update cost estimates for infrastructure improvements that will facilitate the development of the Kotzin and Ten X properties. The Kotzin property consists of approximately 160 acres and lies one-quarter mile northwest of the existing Town of Tusayan. The Ten X property consists of approximately 194 acres and lies three miles southeast of the Town of Tusayan as shown in Exhibit 1. This report summarizes estimated costs for water, wastewater, roadway and dry utility infrastructure to serve the Kotzin and Ten X properties.

INFRASTRUCTURE COST ESTIMATES

WATER / PIPELINES

Subject to a final determination of where a reliable water source may originate, we have calculated the cost of waterline from Valle assuming wells drilled at Kotzin and TenX would have onsite (not calculated within this analysis) distribution costs developed in conjunction with final site plans. If a well was drilled at Kotzin or TenX and piped from one site to the other costs are calculated using linear costs per foot. Depending on further analysis, it is likely that at least one booster pump station would be required to move water from one property to the other and that station would be eliminated if individual wells were drilled on each property. This estimate assumes that the required well(s) will produce the required quantity of water for the project (assumed 300 gallons per minute). Based on this assumption a 6-inch line is sufficient size. However we would recommend an 8 inch line for flexibility of adding additional flows to the line in the future should demand increase as well as reduce the head loss in the pipe line which improves the pump efficiency lowering operational costs at the pump stations. It is assumed that the pipeline will be constructed of ductile iron pipe due to the operating pressures of the potential line to Valle. Due to the terrain the line from Valle would need to be filled slowly allowing the air to be forced from the line and then the line shall be maintained full so air locks are not created in the line. Multiple air/vacuum valves will be required to help alleviate any entrained air along the pipeline along with isolation gates valves to facilitate repairs and maintenance on the line

PUMP STATIONS AND RESERVOIRS

It is assumed that 2 pump stations will be required from Valle to Tusayan. This will lower the operating the line to more of a standard operating pressure. require a small site approximately 20-foot x 30foot house the pumps and pressure tank and standby addition a pump station and reservoir will be each site Kotzin and Ten X to ensure standard domestic pressures and fire flow capabilities.



Pump Station

WASTEWATER / RECLAIMED WATER

TEN X

As part of our estimate it is assumed that a new treatment plant would be constructed at Ten X allowing the reclaimed water to be used at the site. However the estimates for the Solar Aquatic Systems (SAS) treatment plant are fairly higher than a traditional treatment plant. Also included is the cost for a traditional treatment facility for comparison.



SAS



Traditional

The other option is to pump the wastewater from Ten X to the existing Tusayan WRF via a Lift Station and force main and then pump the reclaimed water back to Ten X for use. The increased wastewater flows to the Tusayan WRF would trigger the plant to begin planning and possibly constructing an upgrade to the plant (based on their facilities' current 208 plan). The 208 governs the water quality of a geographical area that shall be served by a treatment plant as required by Section 208 of the Clean Water Act. It is assumed that Ten X is not within the current Tusayan WRF 208 plan

KOTZIN

Additional work will be required to determine the extent of the current Tusayan WRF 208 plan and whether Kotzin lies within the 208's planning area. If Kotzin is within the current 208 planning area then Tusayan WRF must provide service, however if it lies outside the 208 area then the WRF is not required to provide service. If Kotzin is within the 208 then a Lift Station and force main would be required to lift the wastewater into the head works of the plant (due to topographic and logistical reasons). As with Ten X, a reclaimed system would need to be developed for Kotzin with a pump station and pipe system.



Lift Station

**Water and Waste Water Major Infrastructure Costs
Tusayan - Kotzin & Ten X**

Description	Size (in)	Quantity	Unit	Unit Cost	Cost (\$)
Potable/Raw Water lines					
¹ Valle to Tusayan	6	121,440	LF	\$ 61	\$ 7,407,840
Tusayan to Ten X	6	14,520	LF	\$ 44	\$ 638,880
Tusayan to Kotzin (option 1)	6	2,640	LF	\$ 46	\$ 121,440
Tusayan to Kotzin (option 2)	6	10,000	LF	\$ 51	\$ 510,000
Tusayan to Kotzin (option 3)	6	7,000	LF	\$ 45	\$ 315,000
Booster Stations & Reservoirs					
Valle Pipeline Booster Stations		2	LS	\$ 305,000	\$ 610,000
On Site Booster Stations & Reservoirs		2	LS	\$ 1,350,000	\$ 2,700,000
Wastewater Lift Station					
Forcemain to Existing Tusayan WRF	4	22,440	LF	\$ 450,000	\$ 900,000
Forcemain from Kotzin to WRF	4	2,640	LF	\$ 37	\$ 830,280
				\$ 37	\$ 97,680
				\$ 8,550,000	\$ 8,550,000
Wastewater Treatment Plants					
3New SAS Treatment plant at Ten X	150 gpm	1	LS	\$ 5,620,000	\$ 5,620,000
New Membrane Treatment Plant	150 gpm	1	LS		
Reclaimed Water lines					
Existing Tusayan WRF to Kotzin	6	2,640	LF	\$ 52	\$ 137,280
Existing Tusayan WRF to Ten X	6	18,480	LF	\$ 54	\$ 997,920

Note:

- 1) Waterline from Valle to Tusayan includes the cost for a 10-foot wide easement for the entire distance at a cost of \$40,000 per acre.
- 2) Waterline between Kotzin and Ten X assumed easement not required. Line to be installed just outside the roadway paved area (for ease of repairs in the future). These lines would be installed prior to paving the road.
- 3) SAS Treatment plant cost ranges from \$6,900,000 to \$8,600,000 depending on the extent of use of green houses as part of the plant.

Roadways

KOTZIN PROPERTY

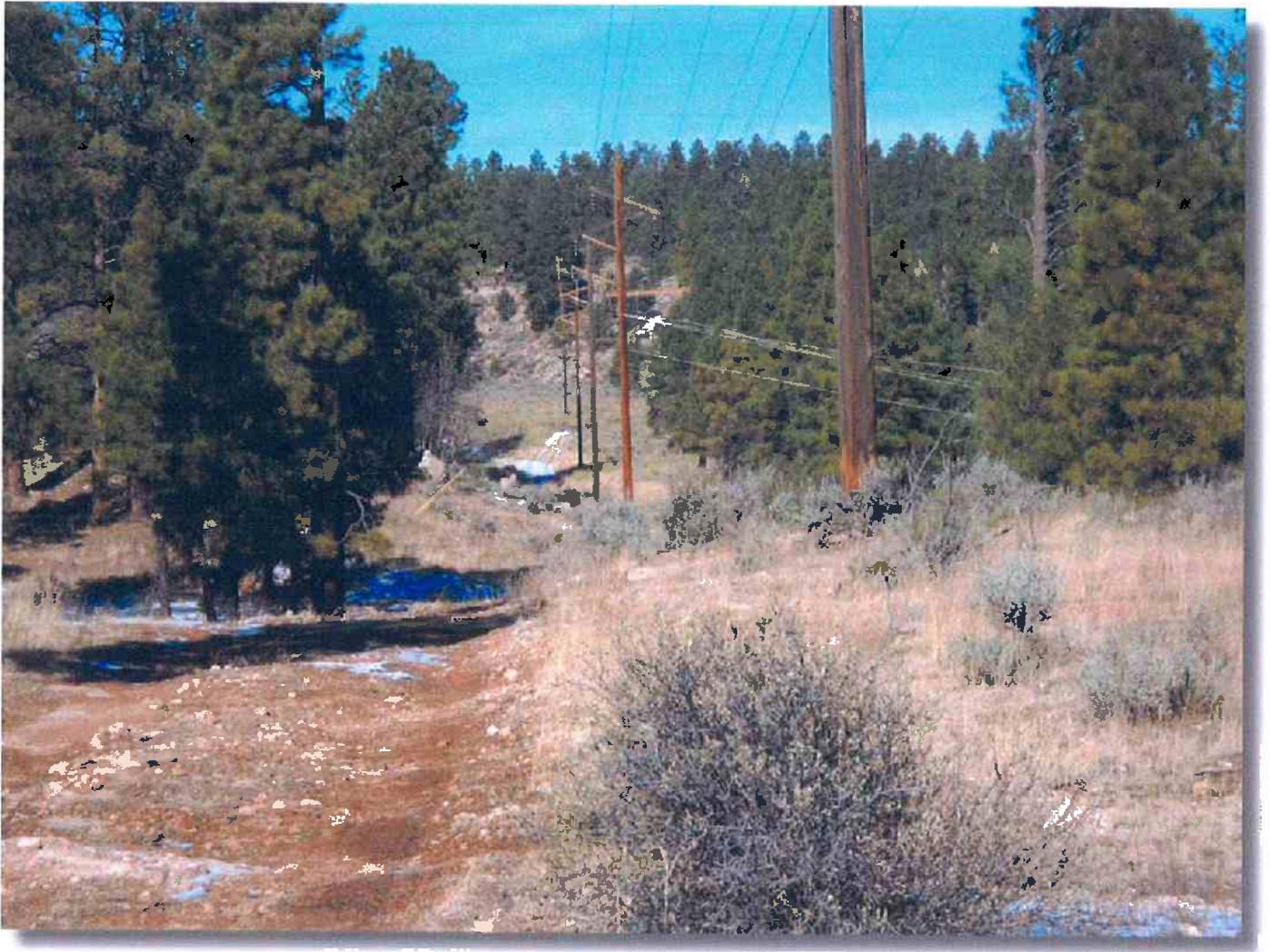
Improved access to the Kotzin property does not currently exist. As the Kotzin property develops, two access points should be improved for primary and secondary/emergency access to the property. Three possible options exist for providing roadway access to the Kotzin property.

- Option 1 – Treatment Plant Road / Fire Road 2608 – A graded dirt roadway currently provides access to the wastewater treatment plant on the western edge of the Town of Tusayan. This road ends approximately 1000 feet from the Kotzin property. A rough fire road extends to the Kotzin property. The estimated costs for widening, paving and extending the treatment plant road to access the Kotzin property are between \$490,000 and \$650,000.



Kotzin 2

- **Option 2 – North Entry –** Entry to the north side of the Kotzin property is currently achieved via Forest Service Road 328 for approximately 3000 feet and via Fire Road 2604 for an additional 4000 feet. The estimated costs for widening and paving these roads to the Kotzin property are between \$1 million and \$1.4 million.
- **Option 3 – South Entry -** An alternate access way to the south side of may be obtained via an existing paved roadway on the south side of Tusayan and then approximately 3000 feet on a very roughly graded dirt road that runs along an existing power line corridor. This option will require additional work in dealing with the steep natural terrain. The estimated costs for widening and paving this access way to the Kotzin property are between \$900,000 and \$1.3 million.



Kotzin 3

TEN X PROPERTY

Vehicular access to the Ten X property is currently available via Forest Service Road 302. The existing roadway is a well maintained graded road with a useable width of approximately 20 feet. In order to provide for increased traffic capacity with development of the Ten X property, the roadway would be widened to accommodate a paved surface with a width of 30 feet which will allow for one lane of vehicular traffic in each direction. Graded shoulders with a width of 8 feet will be constructed on each side of the road as shown on the cross section in Exhibit 5. The costs to construct these improvements to Forest Service Road 302 are estimated to be between \$220 and \$270 per linear foot of roadway or between \$1.2 million and \$1.5 million per mile. The total costs for the 2.9 miles from Tusayan to the Ten X property would be between \$2.9 million and \$3.5 million. The estimated costs to extend the improvements to Forest Service Road 302 as shown in Exhibit 5 along the 3 mile length of the Ten X property would be an additional \$3.6 million to \$4.4 million.



Ten X

POWER LINES

Arizona Public Service (APS) is the provider of electricity for both properties. The appendix to this summary includes the current APS conditions and fees for extending electrical distribution lines and service to new customers.

KOTZIN PROPERTY

Existing 12kv power lines run adjacent to the southern boundary of the Kotzin property. The estimated costs for expanding the existing facilities to serve the Kotzin property would be between \$300,000 and \$500,000.

TEN X PROPERTY

For electrical service to the Ten X property, electrical lines would need to be extended to the property. The estimated costs for the extension of a three circuit line to service the Ten X property would be between \$1.15 and \$1.35 million.

EXHIBITS

Exhibit 1

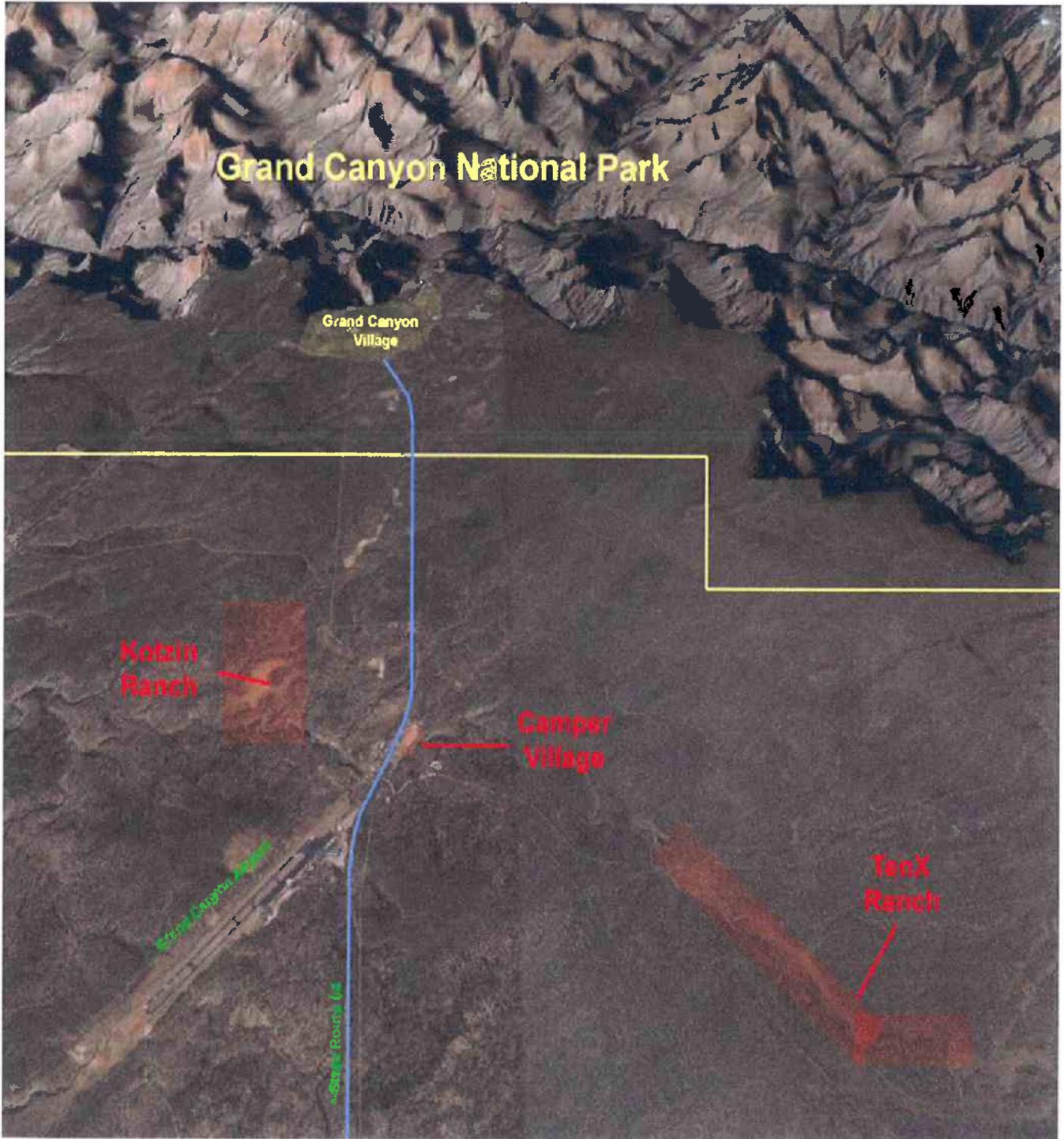
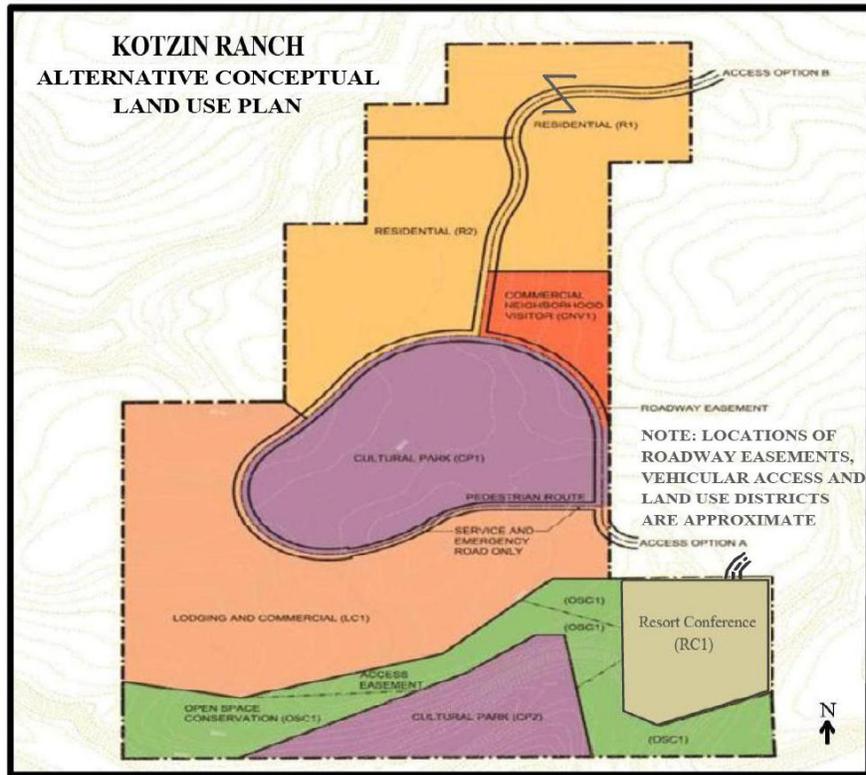
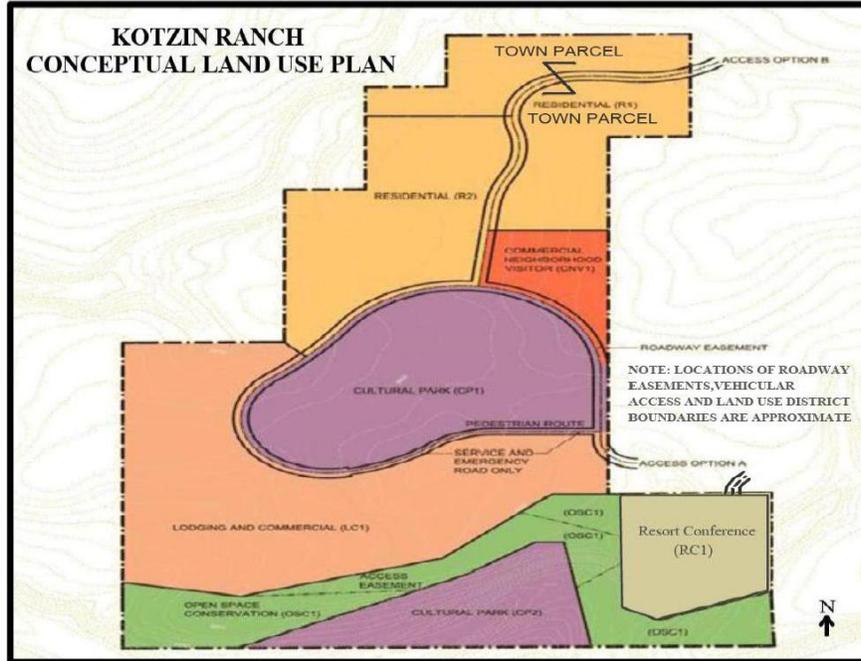


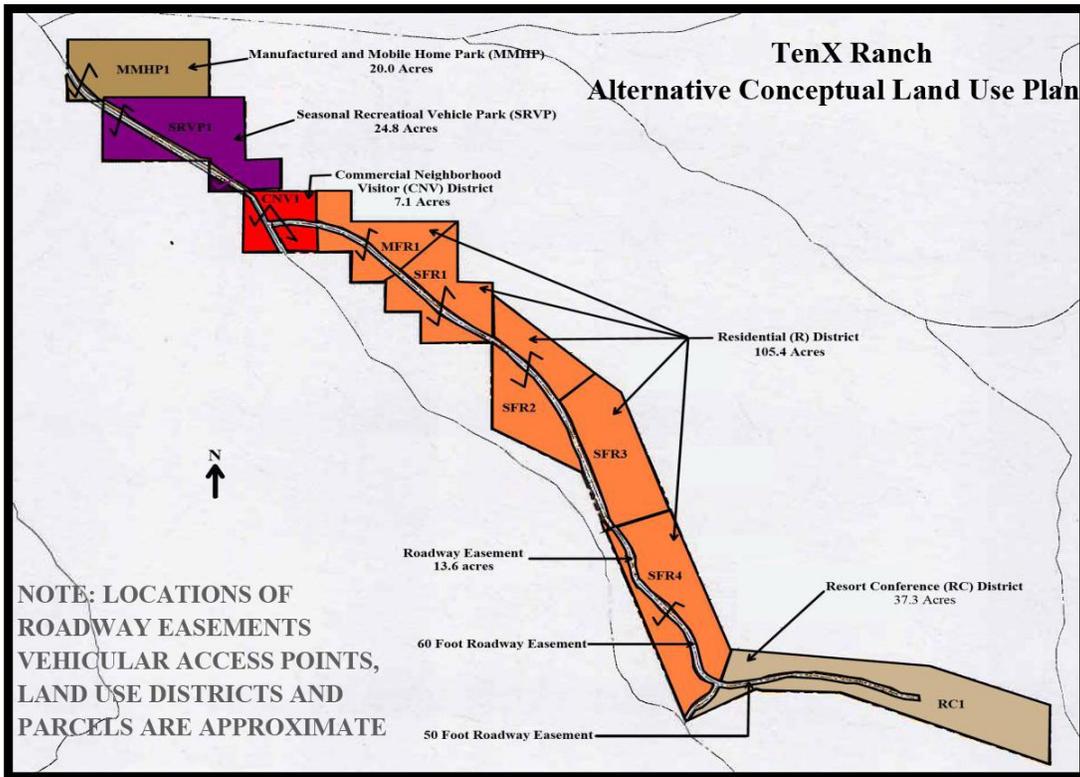
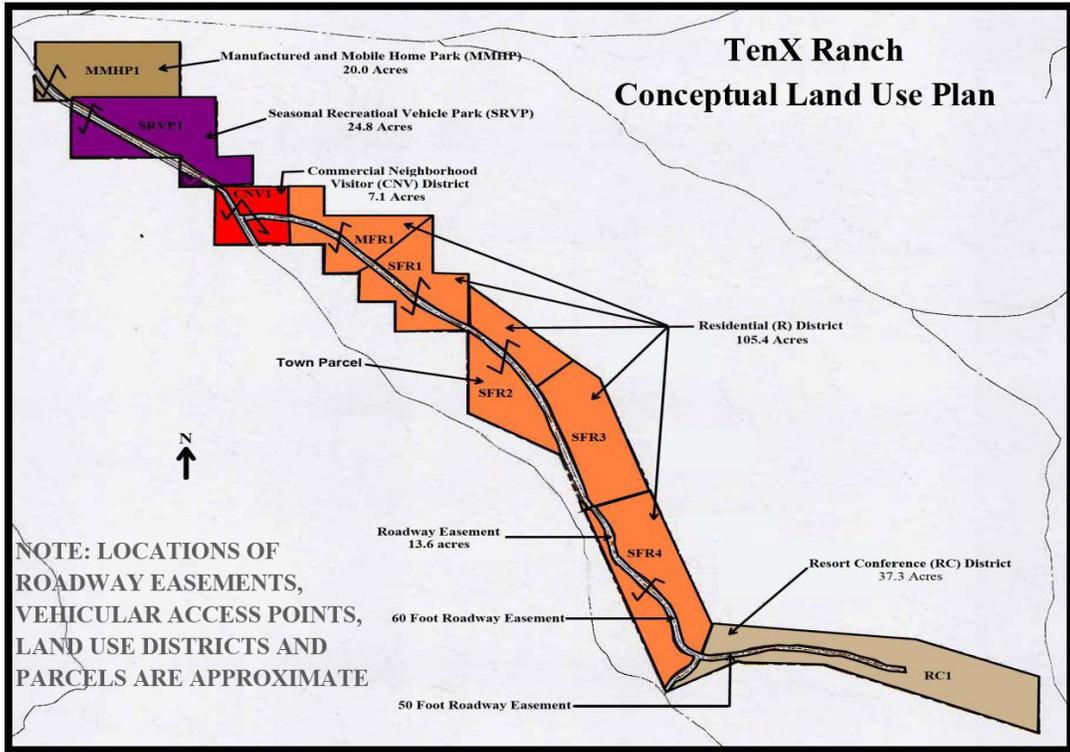
Exhibit 2



Kotzin Proposed Land Use

Land Use Application
Coconino County, AZ

Exhibit 3



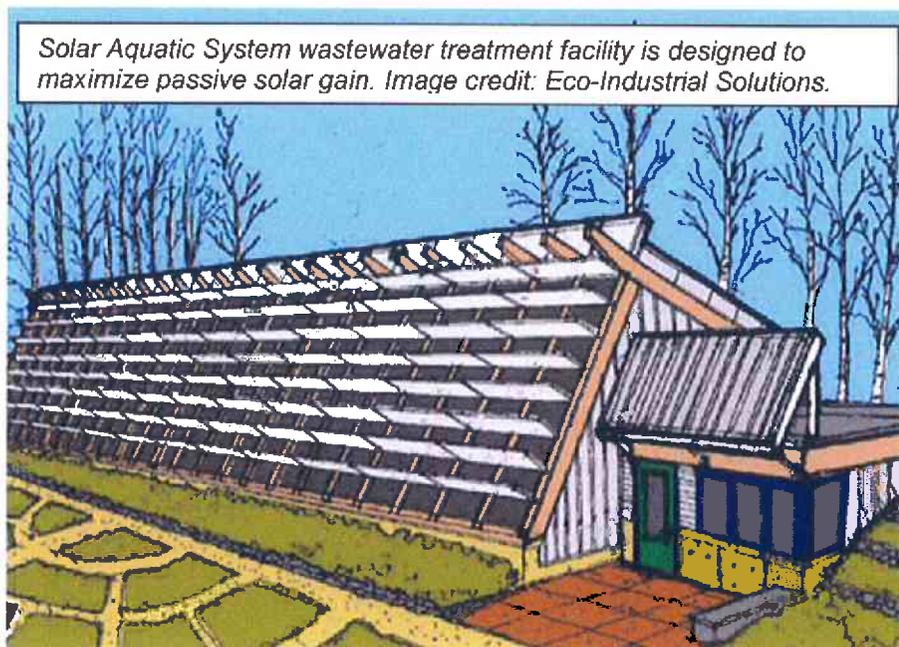
TenX Proposed Land Use

Land Use Application
Coconino County, AZ

Exhibit 4

Wastewater treatment options may include extensions to the existing facilities in Tusayan or the installation of onsite, self-contained systems. One system, the Solar Aquatics System, or SAS, treats effluent to advanced secondary and tertiary standards through a series of aerated translucent tanks that host plant communities and aerobic microorganisms.

SAS duplicates and optimizes the natural water purification processes of freshwater wetlands. Wastewater is circulated inside a greenhouse through a series of clear tanks, each with its own aquatic ecosystem, and marshes. In this treatment process, sunlight, oxygen, bacteria, algae, plants, snails and fish work together to purify the water. SAS uses aeration and mixing in the tanks to prevent sludge from settling. This enhances degradation of solids and results in fewer solids than conventional wastewater systems.



Solar Aquatic System wastewater treatment facility is designed to maximize passive solar gain. Image credit: Eco-Industrial Solutions.

The super-clean effluent from these systems can be used for irrigation or groundwater recharging or disinfected and used to flush toilets.

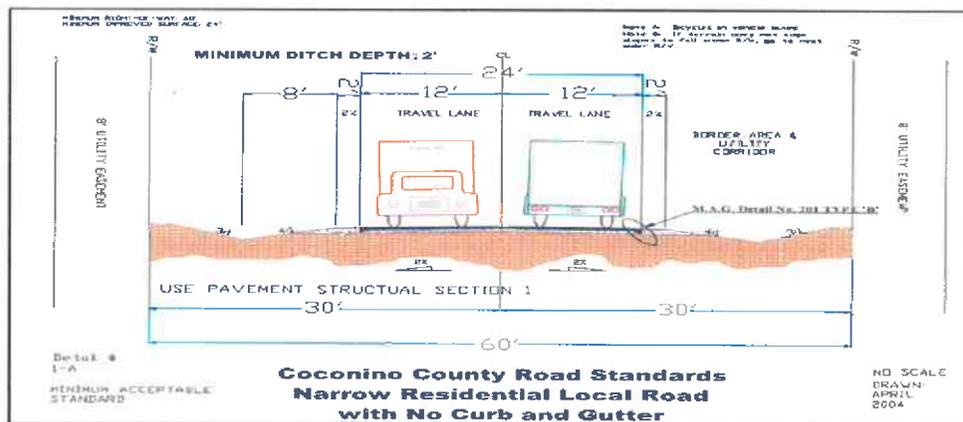
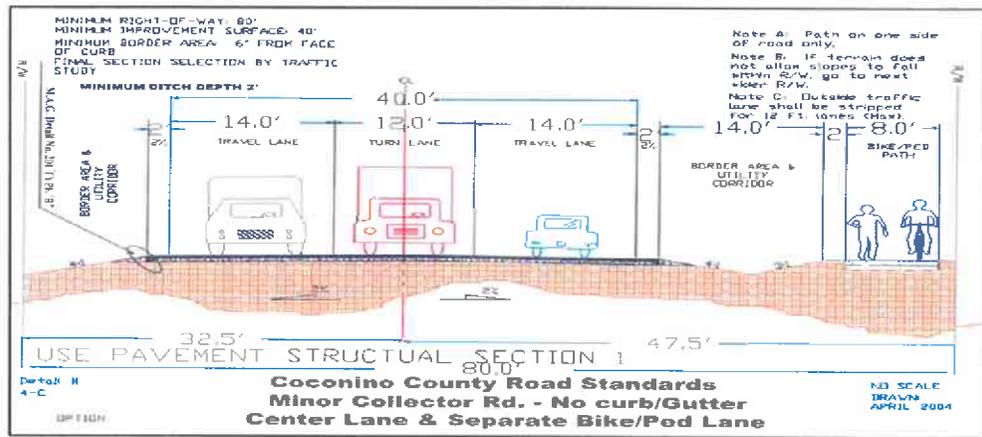
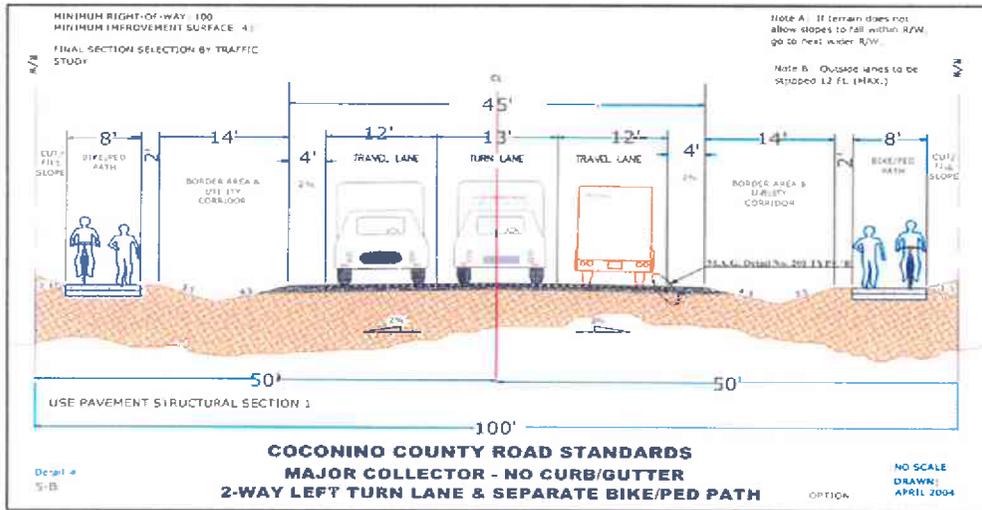
Solar Aquatics Systems are in use throughout the world, particularly for attractive super-cleaning and publicly viewable wastewater systems,

such as in tourable industrial facilities and educational institutions. Solar Aquatics Systems offer a treatment process that produces high-quality water at a low cost.

Solar Aquatics Systems replicate and optimize natural wetlands processes to treat wastewater. Unlike mechanical treatment processes, these systems are complex, dynamic, self-organizing, and resilient, so they can adapt to changing effluent quality better than mechanical/chemical systems.

Natural systems appeal to the public, because they treat waste in a way that is in keeping with the high value many cultures and communities place on ecological integrity.

Exhibit 5



Possible Roadway Cross-Sections

APPENDIX



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

Provision of electric service from Arizona Public Service Company (Company) may require construction of new facilities or the relocation and upgrade to existing facilities. Costs for construction depend on the customer's location, scope of project, load size, and load characteristics and include but not limited to project management, coordination, engineering, design, surveys, permits, construction inspection, and support services. This schedule establishes the terms and conditions under which Company will extend, relocate, or upgrade its facilities in order to provide service.

All facility installations shall be made in accordance with good utility construction practices, as determined by Company, and are subject to the availability of adequate capacity, voltage and Company facilities at the beginning point of an extension as determined by Company.

The following provisions govern the installation of overhead and underground electric facilities to customers or developers whose requirements are deemed by Company to be usual and reasonable in nature.

DEFINITIONS

- a. Conduit Only Design means the conduit layout design for the installation of underground Extension Facilities that will be required to serve a project. Extension Facilities are to be installed at a later date when service is requested.
- b. Corporate Business & Industrial Development means a tract of land which has been divided into contiguous lots in which a developer offers improved lots for sale and the purchaser of the lot is responsible for construction of buildings for commercial and/or industrial use.
- c. Extension Facilities means the electrical facilities, inclusive of conductors, cables, transformers and meters, installed solely to serve an individual customer, developer, or groups of customers. For example, the Extension Facilities to serve a Residential Subdivision would consist of the line extension required to tie the subdivision to APS existing system as well as the Electrical Facilities constructed within the subdivision which would include primary and service lines, transformers, and meters.
- d. High Rise Development means buildings built with four or more floors, usually using elevators for accessing floors that may consist of either residential or non-residential use or both, such as a high-rise building where the first level is for commercial purposes and the upper floors are residential.
- e. Irrigation means water pumping service. Agricultural pumping means water pumping for farms and farm-related pumping used to grow commercial crops or crop-related activity. Non-agricultural water pumping is pumping for purposes other than the growing of commercial crops, such as golf course irrigation or municipal water wells.
- f. Master Planned Community Development means a development that consists of a number of separately subdivided parcels for different "Residential Subdivisions". Developments may also incorporate a variety of uses including multi-family, non-residential, and public use facilities.
- g. Residential Custom Home "Lot Sale" Development means a tract of land that has been divided into four or more contiguous lots in which a developer offers improved lots for sale and the purchaser of the lot is responsible for construction of a residential home.
- h. Residential Subdivision means a tract of land which has been divided into four or more contiguous lots with an average size of one acre or less in which the developer is responsible for the construction



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

of residential homes or permanent mobile home sites.

- i. Residential Multi-family Development means a development consisting of apartments, condominiums, or townhouses.
- j. Residential Single Family means a house, or a mobile home permanently affixed to a lot or site.
- k. Statement of Charges means the list of charges that is used to determine the applicant's cost responsibility for the Extension Facilities. The Statement of Charges is attached to this Service Schedule as Attachment 1. An applicant requesting an extension will be provided a sketch showing the Extension Facilities and an itemized cost quote based on the Statement of Charges or other applicable details. The Statement of Charges is not applicable to Extension Facilities requiring the relocation, modification, or upgrade of existing facilities or for non-residential customers with estimated loads over 3 megawatts, or that require 3,000 kVA of transformer capacity or greater, or special requests involving primary metering, or specialized or additional equipment for enhanced reliability. When the Statement of Charges is not applicable, charges for Extension Facilities shall be determined by the Company based on project-specific cost estimates.

1.0 RESIDENTIAL

1.1 SINGLE FAMILY HOMES

- 1.1.1 Extension Facilities will be installed to new permanent residential customers or groups of new permanent residential customers. For purposes of this section, a "group" shall be defined as less than four homes. The cost of extending service to applicant will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.
- 1.1.2 In instances where an applicant requests service directly from a customer-funded extension constructed in accordance with Section 1.1.1 hereof, the initial applicant may be eligible for refund on a pro-rata basis for a portion of the initial extension cost related to the shared Extension Facilities. If the initial applicant no longer owns the property, the refund will be provided to the current property owner.
- 1.1.3 The first and second applicants connecting to an extension completed under the provisions of this Section will be required to pay a pro-rata share of the cost of the initial extension plus the costs attributable to the applicant's own extension.
- 1.1.4 In no event shall the total of refund payments made to the initial customer be in excess of the total amount originally paid by the initial customer.
- 1.1.5 The refund eligibility period shall be five years from the execution date of APS' line extension agreement to the initial applicant.

1.2 RESIDENTIAL SUBDIVISION DEVELOPMENTS

Extension Facilities will be installed to residential subdivision developments of four or more homes in advance of application for service by permanent customers provided the applicant signs an extension agreement. The subdivision development plat shall be approved and recorded in the county having jurisdiction. The cost of extending service to applicant will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

1.3 RESIDENTIAL CUSTOM HOME "LOT SALE" DEVELOPMENTS

- 1.3.1 Extension Facilities will be installed for residential "lot sale" custom home developments in advance of application for service by permanent customers, provided the applicant sign an extension agreement. The charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.
- 1.3.2 Extension Facilities will be installed for each permanent customer upon request for service in accordance with Section 1.1 of this service schedule.
- 1.3.3 Company will provide a "Conduit Only Design" provided applicant makes a payment in the amount equal to the estimated cost of the preparation of the design, in addition to the costs for any materials, field survey and inspections that may be required.

1.4 MASTER PLANNED COMMUNITY DEVELOPMENTS

- 1.4.1 Extension Facilities will be installed to Master Planned Community Developments in advance of application for service by permanent customers, provided the applicant signs an extension agreement. The charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.
- 1.4.2 Extension Facilities will be installed to each subdivided tract within the planned development in advance of application for service by permanent customers in accordance with the applicable sections of this Service Schedule.

1.5 RESIDENTIAL MULTI-FAMILY DEVELOPMENTS

Extension Facilities will be installed to multi-family apartment, condominium or townhouse developments in advance of application for service by permanent customers provided the applicant signs an extension agreement. The charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.

1.6 HIGH RISE DEVELOPMENTS

- 1.6.1 APS will provide service to this type of development at one point of delivery and it is the applicant's responsibility to provide and maintain the electrical facilities within the building.
- 1.6.2 Extensions will be made to High Rise Developments where the residential units are privately owned and either individually metered or master metered in accordance with Section 5.11.
- 1.6.3 Prior to the ordering of specialized materials or equipment required to provide service applicant will be required to pay the estimated cost of the material or



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

equipment.

- 1.6.4 Extension Facilities will be installed to High Rise Developments in advance of application for service by permanent customers provided the applicant signs an extension agreement. The charges for Extension Facilities will be determined based on project-specific requirements and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.

2.0 NON-RESIDENTIAL

- 2.0.1 Extension Facilities will be installed for applicants not meeting the definition of Residential or as provided for in Section 2.1, or Section 3.0 of this Schedule. For applicants with estimated loads of less than 3 megawatts or less than 3,000 kVA of transformer capacity, the charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.
- 2.0.2 The charges for Extension Facilities installed for applicants with projected loads of 3 megawatts or greater, or requiring transformer capacity of 3,000 kVA or greater or applicants requiring primary metering or specialized or additional equipment for enhanced reliability will be in accordance with a cost estimate determined by the Company based on project-specific requirements. Payment is due at the time the extension agreement is executed by the applicant.
- 2.0.3 Prior to the ordering of specialized materials or equipment required to provide service applicant will be required to pay the estimated cost of the material or equipment.
- 2.0.4 In instances where an applicant requests service directly from a customer-funded extension constructed in accordance with this Section 2.0, the initial applicant may be eligible for refund on a pro-rata basis for a portion of the initial extension cost related to the shared Extension Facilities. If the initial applicant no longer owns the property, the refund will be provided to the current property owner.
- 2.0.5 The first and second applicants connecting to an extension completed under the provisions of this Section will be required to pay a pro-rata share of the cost of the initial extension plus the costs attributable to the applicant's own extension.
- 2.0.6 In no event shall the total of refund payments made to the initial customer be in excess of the total amount originally paid by the initial customer.
- 2.0.7 The refund eligibility period shall be five years from the execution date of APS' line extension agreement to the initial applicant.

2.1 CORPORATE BUSINESS & INDUSTRIAL PARK DEVELOPMENTS

- 2.1.1 Extension Facilities will be installed for Corporate Business & Industrial Park Developments in advance of application for service by permanent customers provided the applicant signs an extension agreement. For applicants with estimated



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

loads of less than 3 megawatts or less than 3,000 kVA of transformer capacity, the charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant.

The charges for Extension Facilities installed for applicants with projected loads of 3 megawatts or greater, or requiring transformer capacity of 3,000 kVA or greater or applicants requiring primary metering or specialized or additional equipment for enhanced reliability will be in accordance with a cost estimate determined by the Company based on project-specific requirements. Payment is due at the time the extension agreement is executed by the applicant.

Prior to the ordering of specialized materials or equipment required to provide service applicant will be required to pay the estimated cost of the material or equipment.

- 2.1.2 Extension Facilities will be installed to individual lots (applicants/customers) within the Corporate and Business Park Development in accordance with the applicable sections of this Service Schedule.

3.0 OTHER CONDITIONS

3.1 IRRIGATION CUSTOMERS

Extension Facilities will be installed for Irrigation Customers provided the applicant signs an extension agreement. The charges for Extension Facilities will be determined in accordance with the Statement of Charges and shall be paid by the applicant prior to the Company installing facilities. Payment is due at the time the extension agreement is executed by the applicant. Non-agricultural irrigation pumping service to permanent customers will be extended as specified in Section 2. Non-agricultural irrigation pumping service to temporary or doubtful permanency customers will be extended as specified in Section 3.2 or 3.3 below, as applicable.

3.2 TEMPORARY CUSTOMERS

Where a temporary meter or construction is required to provide service to the applicant, the applicant shall make a payment in advance of installation or construction equal to the cost of installing and removing the facilities required to provide service, less the salvage value of such facilities. Charges will be in accordance with a cost estimate determined by the Company based on project-specific requirements. Payment is due at the time the extension agreement is executed by the applicant.

When the use of service is discontinued or agreement for service is terminated, Company may dismantle its facilities and the materials and equipment provided by Company will be salvaged and remain Company property.

3.3 MUNICIPALITIES AND OTHER GOVERNMENTAL AGENCIES

Relocation of existing facilities and/or Extension Facility installations required to serve the loads of municipalities or other governmental agencies may be constructed prior to the receipt of an executed extension agreement. However, this does not relieve the municipality or governmental agency of the responsibility for payment of the extension costs in accordance with the applicable sections of this



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

Service Schedule.

4.0 UNDERGROUND CONSTRUCTION

- 4.1 GENERAL UNDERGROUND CONSTRUCTION POLICY - With respect to all underground installations, Company may install underground facilities only if all of the following conditions are met:
- 4.1.1 The extension meets all requirements as specified in Sections 1.0, 2.0, or 3.0.
 - 4.1.2 The customer or applicant(s) provides all earthwork including, but not limited to, trenching, boring or punching, backfill, compaction, and surface restoration in accordance with Company specifications. Customer or applicant(s) may hire contractors to perform this work.
 - 4.1.3 The customer or applicant(s) provides installation of equipment pads, pull-boxes, manholes, and conduits as required in accordance with Company specifications.
 - 4.1.4 In lieu of customer or applicant(s) providing these services and equipment, the Company may provide and the customer or applicant(s) will make a payment equal to the cost of such work plus any administrative or inspection fees incurred by Company. Customers or applicants electing this option will be required to sign an agreement indemnifying and holding APS harmless against claims, liabilities, losses or damage (Claims) asserted by a person or entity other than APS' contractors, which Claims arise out of the trenching and conduit placement, provided the claims are not attributable to APS' gross negligence or intentional misconduct.

5.0 GENERAL CONDITIONS

5.1 VOLTAGE

All Extension Facility installations will be designed and constructed for operation at standard voltages used by Company in the area in which the extension is located. Company may deliver service for special applications of higher voltages with prior approval from Company's Engineering Department, applicant will be required to pay the costs of any required studies.

Extension Facilities installed at higher voltages are limited to serving an applicant operating as one integral unit under the same name and as part of the same business on adjacent and contiguous sites not separated by private property owned by another party or public property or right of way.

5.2 POINT OF DELIVERY

- 5.2.1 For overhead service, the point of delivery shall be where Company's service conductors terminate at the customer's weatherhead or bus riser.
- 5.2.2 For underground service, the point of delivery shall be where Company's service conductors terminate in the customer's or development's service equipment. The customer shall furnish, install and maintain any risers, raceways and/or termination cabinets necessary for the installation of Company's underground service conductors.



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

5.2.3 For special applications where service is provided at voltages higher than the standard voltages specified in the Electric Service Requirements Manual, APS and customer shall mutually agree upon the designated point of delivery.

5.3 EASEMENTS

All suitable easements or rights-of-way required by Company for any portion of the extension which is either on premises owned, leased or otherwise controlled by the customer or developer, or other property required for the extension, shall be conveyed to the Company in Company's name by the customer without cost to or condemnation by Company and in reasonable time to meet proposed service requirements. All easements or rights-of-way obtained on behalf of Company shall contain such terms and conditions as are acceptable to Company.

5.4 GRADE MODIFICATIONS

If subsequent to construction of electric facilities the final grade established by the customer or developer is changed in such a way as to require relocation of Company facilities or the customer's actions or those of his contractor results in damage to such facilities, the cost of relocation and/or resulting repairs shall be borne by customer or developer.

5.5 OWNERSHIP

Except for customer-owned facilities, all electric facilities installed in accordance with this Service Schedule will be owned, operated, and maintained by Company.

5.6 MEASUREMENT AND LOCATION

5.6.1 Measurement must be along the proposed route of construction.

5.6.2 Construction will be on public streets, roadways, highways, or easements acceptable to Company.

5.6.3 The extension must be a branch from, the continuation of, or an addition to, the Company's existing distribution facilities.

5.8 UNUSUAL CIRCUMSTANCES

In unusual circumstances as determined by Company, when the application and provisions of this policy appear impractical, or in case of extension of lines to be operated on voltages other than specified in the applicable rate schedule, or when customer's estimated load will exceed 3,000 kW, Company will make a special study of the conditions to determine the basis on which service may be provided. Additionally, Company may require special contract arrangements as provided for in Section 1.1 of Company's Schedule 1, Terms and Conditions for Standard Offer and Direct Access Service.

5.9 ABNORMAL LOADS

Company, at its option, may make extensions to serve certain abnormal loads (such as: transformer-type welders, x-ray machines, wind machines, excess capacity for test purposes and loads of unusual characteristics) and the costs of any distribution system modifications or enhancements required to serve the customer will be included in the payment described in previous sections of this Service Schedule.



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

5.10 UPGRADES, RELOCATIONS AND/OR CONVERSIONS

- 5.10.1 Company will upgrade, relocate or convert its facilities for the customer's convenience or aesthetics. The cost of upgrades, relocation or conversion will be as determined by the Company by a detailed estimate will be included in the payment described in previous sections of this Service Schedule.
- 5.10.2 When the relocation of Company facilities involve "prior rights" conditions, the customer will be required to make payment equal to the estimated cost of relocation as determined by the Company by a cost estimate.

5.11 MASTER METERING

- 5.11.1 Mobile Home Parks - Company shall refuse service to all new construction and/or expansion of existing permanent residential mobile home parks unless the construction and/or expansion is individually metered by Company.
- 5.11.2 Residential Apartment Complexes, Condominiums - Company shall refuse service to all new construction of apartment complexes and condominiums which are master metered unless the builder or developer can demonstrate that the installation meets the provisions of R14-2-205 of the Corporation Commission's Rules and Regulations or the requirements discussed in 5.11.3 below. This section is not applicable to Senior Care/Nursing Centers registered with the State of Arizona with independent living units which provide packaged services such as housing, food, and nursing care.
- 5.11.3 Multi-Unit Residential Developments – Company will allow master metering for residential units where the residential units are privately owned provided the building will be served by a centralized heating, ventilation and/or air conditioning system, and each residential unit shall be individually sub-metered and responsible for energy consumption of that unit.
 - 5.11.3.1 Sub-metering shall be provided and maintained by the builder or homeowners association.
 - 5.11.3.2 Responsibility and methodology for determining each unit's energy billing shall be clearly specified in the original bylaws of the homeowners association, a copy of which must be provided to Company prior to Company providing the initial extension.
- 5.11.4 Company will convert its facilities from master metered system to a permanent individually metered system at the customer's request provided the customer makes a payment equal to the residual value plus the removal costs less salvage of the master meter facilities to be removed. The new facilities to serve the individual meters will be extended on the basis specified in Section 1. Applicant is responsible for all costs related to the installation of new service entrance equipment.

5.12 CHANGE IN CUSTOMER'S SERVICE REQUIREMENTS

Company will rebuild, modify, or upgrade existing facilities to meet the customer's added load or change in service requirements. When the applicant authorizes Company to proceed with



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

construction of the extension, the payment will be credited to the cost of the extension otherwise the payment shall be non-refundable. Charges for such changes will be in accordance with a cost estimate determined by the Company based on project-specific requirements.

5.13 STUDY AND DESIGN PAYMENT

Any applicant requesting Company to prepare special studies or detailed plans, specifications, or cost estimates will be required to make a payment to Company an amount equal to the estimated cost of preparation. When the applicant authorizes Company to proceed with construction of the extension, the payment will be credited to the cost of the extension otherwise the payment shall be non-refundable. Company will prepare, without charge, a preliminary sketch and rough estimate of the cost to be paid by the applicant upon request.

5.14 SETTLEMENT OF DISPUTES

Any dispute between the customer or prospective customer and Company regarding the interpretation of these "Conditions Governing Extensions of Electric Distribution Lines and Services" may, by either party, be referred to the Arizona Corporation Commission or a designated representative or employee thereof for determination.

5.15 EXTENSION AGREEMENTS

All facility installations or equipment upgrades requiring payment by an applicant or customer shall be in writing and signed by both the applicant or customer and Company.

5.16 ADDITIONAL PRIMARY FEED

When specifically requested by an applicant or customer to provide an alternate primary feed (excluding transformation), Company will perform a special study to determine the feasibility of the request. The applicant or customer will be required to pay for the added cost as well as the applicable rate for the additional feed requested. Installation cost will be based on a cost estimate based on project-specific requirements. Payment for the installation of facilities is due at the time the facilities agreement is executed by the applicant.

5.17 POLICY EXCEPTION

The Schedule 3 as stated herein is applicable to all applicants and customers unless specific exemptions are approved by the Arizona Corporation Commission. The following exemptions have been approved:

5.17.1 Residential Homes on Native American Land

Extensions for residential homes on Native American Reservations will be made in accordance with the provisions of Service Schedule 3 that was in effect April 1, 2005 through June 30, 2007. Application of this Section 5.17.1 is limited to Native American Reservations as defined by applicable Federal law.

5.17.2 Individual Residence Extension for Residences Owned by Limited Income Owners

Extensions for residential homes where the Applicant's income is below 150 percent of the federal poverty level will be made in accordance with the provisions of Service Schedule 3



SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES

that was in effect April 1, 2005 through June 30, 2007. Application of this Section 5.17.2 is limited to instances where each of the following circumstances is present: 1) the requested extension is to land that is currently owned by the Applicant whose income is below 150% of the Federal poverty level; 2) the land was purchased by the current owner before the effective date of Decision No. 69663 (June 28, 2007); and 3) the requested extension is for the Applicant's personal residential use. Applicant must provide proof that is acceptable to the Company that the Applicant meets the eligibility criteria described in this Section.



**SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES**

**ATTACHMENT 1
SCHEDULE OF CHARGES – SINGLE PHASE**

**APS Schedule #3, Line Extension Statement of Charges
Single Phase Extension Costs, Year 2010**

Primary Single Phase	Overhead		Underground		Pad Mount Switch Gear	
	Cost per Circuit Foot	\$15.32	Cost per Circuit Foot	\$5.75		Pull Box
Transformer Single Phase	SES Size		Transformer Size		Underground Padmount	
	200 Amp		25kVA	\$3,324	\$3,393	
	200 Amp		50kVA	\$4,160	\$4,740	
	400 Amp		50kVA	\$4,160	\$4,740	
	600 Amp		75kVA	\$5,633	\$5,649	
800 Amp		100kVA	\$7,152	\$6,754		
Services Single Phase	Service Size		Service Line per Circuit Foot			
	200 Amp		Overhead	\$4.57	Underground	\$2.79
	400 Amp		Residential	\$8.58		\$3.27
	400 Amp		Non-Residential	\$8.58		\$3.27
	600 Amp		Res & Non-Res	\$17.16		\$6.54
800 Amp		Res & Non-Res	\$25.74		\$9.87	

Notes:

- 1) Extension Facilities that do not qualify for the Statement of Charges will be determined by a project specific cost estimate.
- 2) Cost per foot charges will be determined from termination at the source to the next device in the circuit. Footage for each circuit will be summed to determine charges.



**SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES**

ATTACHMENT 1
SCHEDULE OF CHARGES – THREE PHASE

APS Schedule #3 Line Extension Statement of Charges
Three Phase Extension Costs, Year 2010

Feeder Three Phase	Overhead					Underground					Pad Mount Switch Gear
	Cost per Circuit Foot	Cost per Circuit Foot (1 Circuit)	Pull Box (1 Circuit)	Manhole (1 Circuit)	Cost per Circuit Foot (2 Circuits)	Cost per Circuit Foot	Pull Box (2 Circuits)	Manhole (2 Circuits)	Cost per Circuit Foot (2 Circuits)	Pad Mount Switch Gear	
	\$34.33	\$24.73	\$3,637	\$8,447	\$47.06		\$6,284	\$12,036		\$15,519	
Primary Three Phase	Overhead					Underground					
	Cost per Circuit Foot	Cost per Circuit Foot	Pull Box	Pad Mount Switch Gear	Cost per Circuit Foot	Cost per Circuit Foot	Pull Box	Pad Mount Switch Gear	Cost per Circuit Foot	Cost per Circuit Foot	
	\$21.98	\$16.66	\$1,284	\$15,519							
Transformer Three Phase	SES Size		Overhead			Underground			Underground Padmount		
			120/208 Volts	277/480 Volts	120/208 Volts	277/480 Volts	120/208 Volts	277/480 Volts	120/208 Volts	277/480 Volts	
	200 Amp	3-25KVA	\$8,839	3-50KVA	\$9,063	112.5KVA	\$12,472	112.5KVA	\$13,277	112.5KVA	\$15,841
	400 Amp	3-50KVA	\$11,349	3-75KVA	\$11,033	112.5KVA	\$12,472	225KVA	\$15,841	300KVA	\$17,823
	600 Amp	3-50KVA	\$11,349	3-100KVA	\$11,545	150KVA	\$14,682	300KVA	\$17,823	500KVA	\$19,870
	800 Amp	3-75KVA	\$15,753			225KVA	\$15,692	500KVA	\$19,870	500KVA	\$25,391
	1000 Amp	3-75KVA	\$15,753			225KVA	\$15,692	500KVA	\$19,870	500KVA	\$25,391
	1200 Amp	3-100KVA	\$20,112			300KVA	\$18,413	750KVA	\$25,391	1000KVA	\$25,642
	1600 Amp	3-167KVA	\$23,638			500KVA	\$21,843	1000KVA	\$25,642	1000KVA	\$25,642
	2000 Amp	3-167KVA	\$23,638			500KVA	\$21,843	1000KVA	\$25,642	1500KVA	\$39,086
2500 Amp					750KVA	\$23,415	1500KVA	\$39,086			
3000 Amp					750KVA	\$23,415	1500KVA	\$39,086			
Services Three Phase	Service Line per Circuit Foot		Service Line per Circuit Foot		Service Line per Circuit Foot		Service Line per Circuit Foot		Service Line per Circuit Foot		
	Size	Overhead	Underground	Size	Overhead	Underground	Size	Overhead	Underground	Size	
	200 Amp	\$3.43	\$5.10	1200 Amp	\$29.76	\$31.65	200 Amp	\$29.76	\$31.65	1600 Amp	\$50.64
	400 Amp	\$9.40	\$10.18	1600 Amp	\$29.76	\$50.64	2000 Amp	\$29.76	\$50.64	2500 Amp	\$82.31
	600 Amp	\$14.88	\$11.42	2000 Amp	\$29.76	\$82.31	3000 Amp	\$29.76	\$88.62		
800 Amp	\$14.88	\$25.32	2500 Amp	\$29.76	\$88.62						
1000 Amp	\$29.76	\$25.32	3000 Amp	\$29.76	\$88.62						

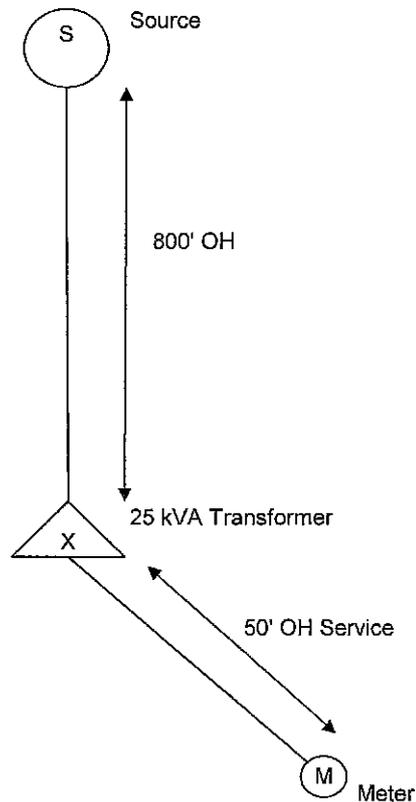
Notes:

- 1) Extension Facilities that do not qualify for the Statement of Charges will be determined by a project specific cost estimate.
- 2) Cost per foot charges will be determined from termination at the source to the next device in the circuit. Footage for each circuit will be summed to determine charges.
- 3) For Multiple services out of one three phase transformer, the service cost will be determined by each SES and the transformer cost will be determined from the combined of each SES size in amps, rounded up to the nearest SES size, limited to a combined maximum of 3,000. amps.



**SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES**

Customer A

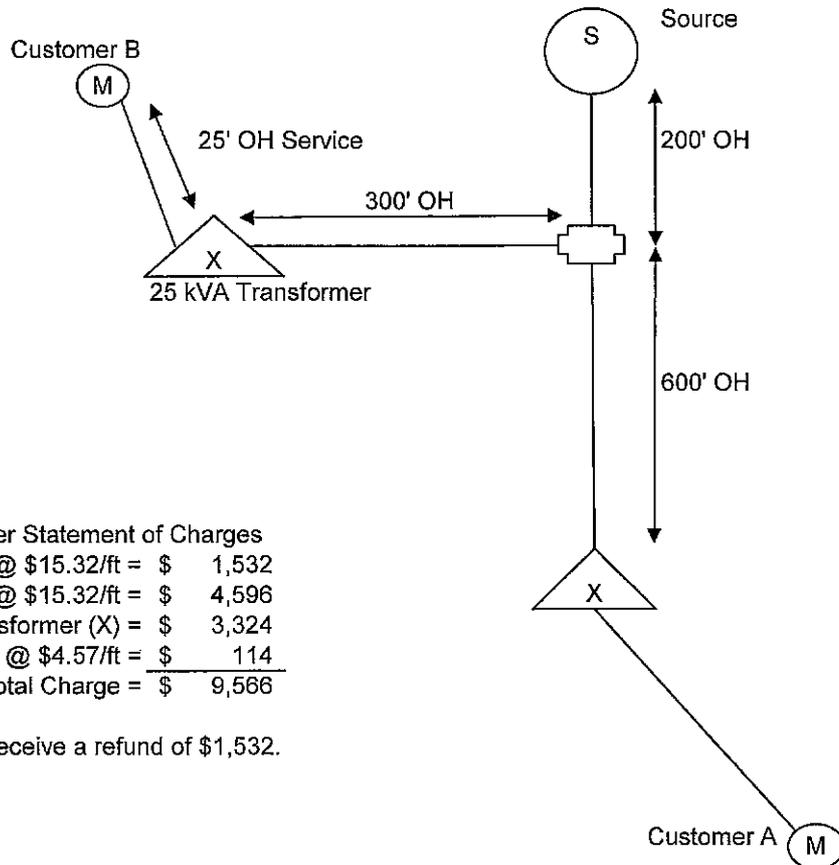


Cost per Statement of Charges	
800' OH @ \$15.32/ft =	\$ 12,256
25 kVA OH Transformer (X) =	\$ 3,324
50' OH Service @ \$4.57/ft =	\$ 229
Total Charge =	\$ 15,809



**SERVICE SCHEDULE 3
CONDITIONS GOVERNING EXTENSIONS OF
ELECTRIC DISTRIBUTION LINES AND SERVICES**

**Customer B
Added to Extension Funded by Customer A**

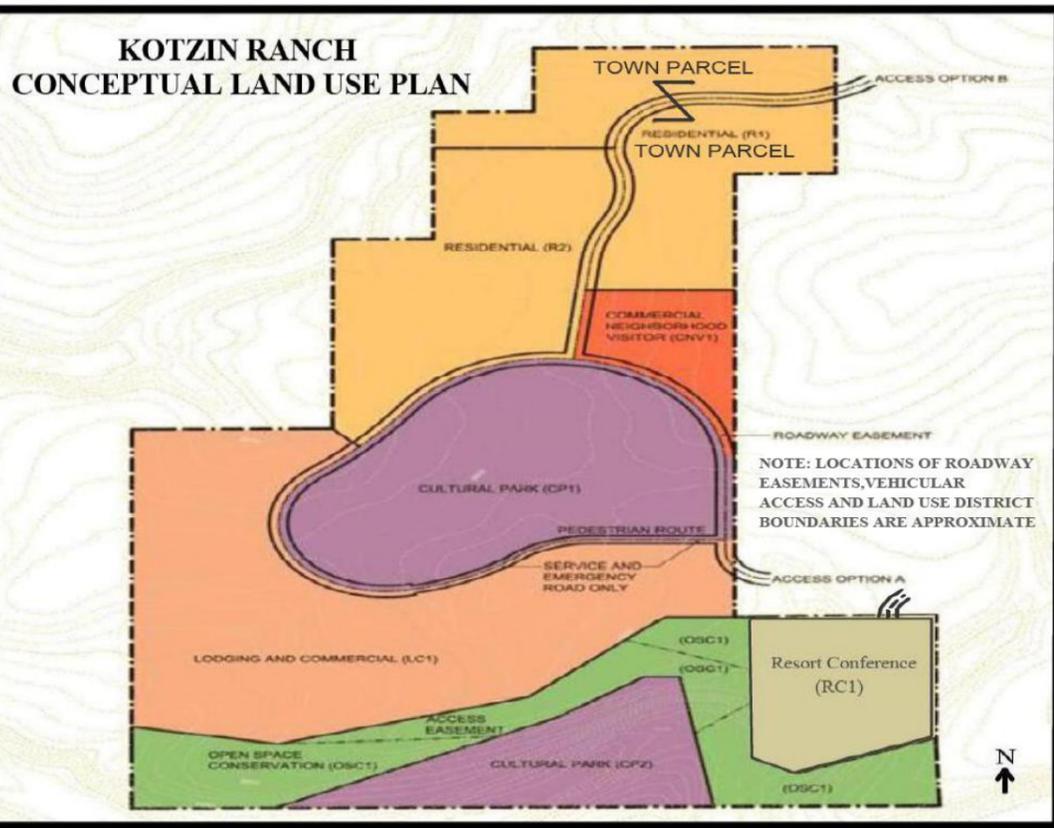


Cost per Statement of Charges

1/2 of 200' OH @ \$15.32/ft =	\$ 1,532
300' OH @ \$15.32/ft =	\$ 4,596
25 kVA OH Transformer (X) =	\$ 3,324
25' OH Service @ \$4.57/ft =	\$ 114
Total Charge =	\$ 9,566

Customer A will receive a refund of \$1,532.

EXHIBIT 6



Kotzin Ranch Land Use Plan and Data Table

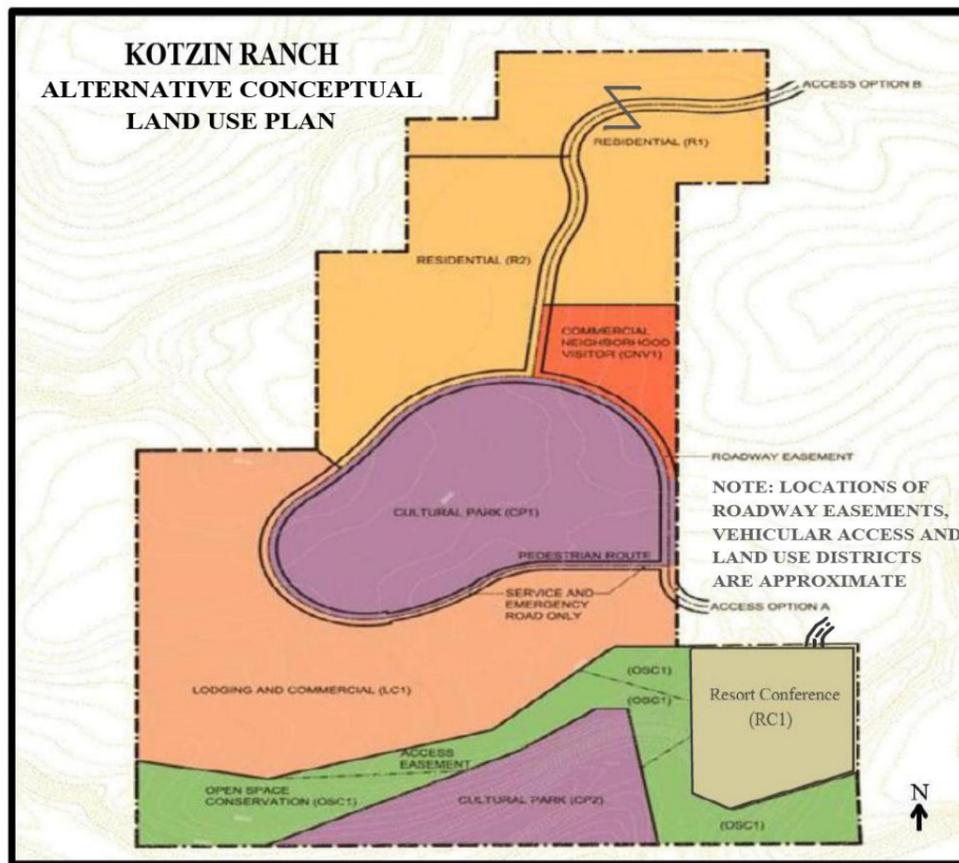


KOTZIN RANCH - CONCEPTUAL LAND USE DATA TABLE												
Parcel #	Land Use District	Gross Acres	Net Acres	SF Residential Units	MF Residential Units			Max. Dwelling Unit Count	Max. Dwelling Units Per Gross Acre	Maximum Floor Area Ratio	Open Space	
					Low	Med.	High				Acres	Min %
R1	R	20.0	18.8									
R2	R	20.0	18.8	25*	237	495	575	575	28.75		3.00	15.00%
CNV1	CNV	7.2	6.5		0	15	30	30	4.2	0.25	2.16	30.00%
CP1	CP	29.3	27.7		0	30	60	60	2.1	0.45	4.40	15.00%
CP2	CP	11.0	11.0							0.15	7.50	73.00%
LC1	LC	43.0	41.0		0	40	80	80	2.1	0.65	4.30	10.00%
RC1	RC	10.0	10.0							0.55	1.50	15.00%
OSC1	OSC	19.5	19.5								19.50	100.00%
Roadway Easement			6.7									
TOTAL		160.0	160.0	25*	237	580	745	745			42.36	30.26%

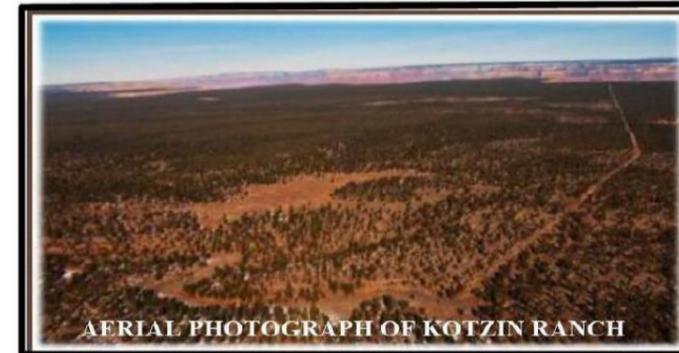
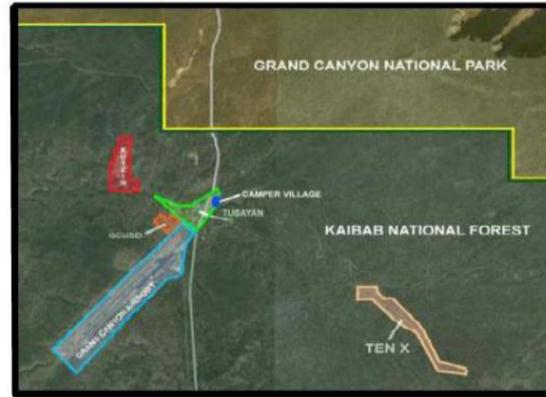
*In the event that 25 or more single-family lots are developed at TenX Ranch prior to the construction of multi-family residential or commercial uses commencing at Kotzin Ranch, the provision of single-family units at Kotzin Ranch is not required

NOTES

1. Parcel R1 is shown as the Town's parcel. Therefore, land use data is not provided for parcel R1
2. Single-family units include site-built, manufactured, modular and park model homes
3. Multi-family units in the R land use district include apartments, condominiums, townhomes and up to 300 dormitory rooms
4. Multi-family units in the CNV district are limited to live-work units
5. Multi-family units in the LC and CP land use districts are limited to live-work units
6. Low multi-family unit projection for parcel R2 based on 79% of gross area being developed at 15 units per acre, with remaining 21% of gross area being developed as single-family units
7. Medium multi-family unit projection for parcel R2 based on 25%, 50% and 25% of gross area being developed at 15, 22 and 40 units per acre, respectively
8. High multi-family unit projection for parcel R2 based on 62.5% and 37.5% gross area being developed at 22 and 40 units per acre, respectively
9. Notes five through seven are provided for informational purposes only and shall not be utilized for regulatory purposes
10. Open space includes perimeter landscape setbacks, trail easements, retention areas, common area tracts and pedestrian amenities (e.g. plazas, courtyards and walkways)
11. CNV = Commercial Neighborhood Visitor District; CP = Cultural Park District; LC = Lodging and Commercial District; OSC = Open Space Conservation District; R = Residential District; RC = Resort Conference District



KOTZIN RANCH ALTERNATIVE LAND USE PLAN & DATA TABLE (TOWN SELECTS 40 ACRES AT TenX RANCH)



KOTZIN RANCH - ALTERNATIVE CONCEPTUAL LAND USE DATA TABLE

Parcel #	Land Use District	Gross Acres	Net Acres	Multi-Family Residential Units			Maximum Dwelling Unit Count	Max. Dwelling Units Per Gross Acre	Maximum Floor Area Ratio	Open Space	
				Low	Med.	High				Acres	Min %
R1	R	20.0	18.8	237	495	575	575	28.75		3.00	15.00%
R2	R	20.0	18.8	237	495	575	575	28.75		3.00	15.00%
CNV1	CNV	7.2	6.5	0	15	30	30	4.2	0.25	2.16	30.00%
CP1	CP	29.3	27.7	0	30	60	60	2.1	0.45	4.40	15.00%
CP2	CP	11.0	11.0						0.15	7.50	73.00%
LC1	LC	43.0	41.0	0	40	80	80	1.9	0.65	4.30	10.00%
RC1	RC	10.0	10.0						0.55	1.50	15.00%
OSC1	OSC	19.5	19.5							19.50	100.00%
Roadway Easement			6.7								
TOTAL		160.0	160.0	474	1,075	1,320	1,320			45.36	28.35%

NOTES

1. Alternative conceptual land use plan and land use data table is to be utilized in the event that 40 acres at the TenX Ranch development site is dedicated to the Town
2. Multi-family units in the R land use district include apartments, condominiums, townhomes and up to 300 dormitory rooms
3. Multi-family units in the CNV district are limited to live-work units
4. Multi-family units in the LC and CP land use districts are limited to live-work units
5. Low multi-family unit projection for parcels R1 and R2 based on 79% of gross area being developed at 15 units per acre, with remaining 21% of gross area being developed as single-family units
6. Medium multi-family unit projection for parcels R1 and R2 based on 25%, 50% and 25% of gross area being developed at 15, 22 and 40 units per acre, respectively
7. High multi-family unit projection for parcels R1 and R2 based on 62.5% and 37.5% gross area being developed at 22 and 40 units per acre, respectively
8. Notes five through seven are provided for informational purposes only and shall not be utilized for regulatory purposes
9. Open space includes perimeter landscape setbacks, trail easements, retention areas, common area tracts and pedestrian amenities (e.g. plazas, courtyards and walkways)
10. CNV = Commercial Neighborhood Visitor District; CP = Cultural Park District; LC = Lodging and Commercial District; OSC = Open Space Conservation District; R = Residential District; RC = Resort Conference District

EXHIBIT 7



APARTMENTS



MODULAR AND MANUFACTURED HOMES



TOWNHOUSES

DORMITORIES



SINGLE FAMILY HOMES



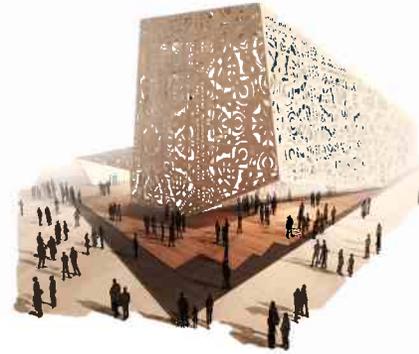


RETAIL VILLAGE



LODGING

CULTURAL CAMPUS



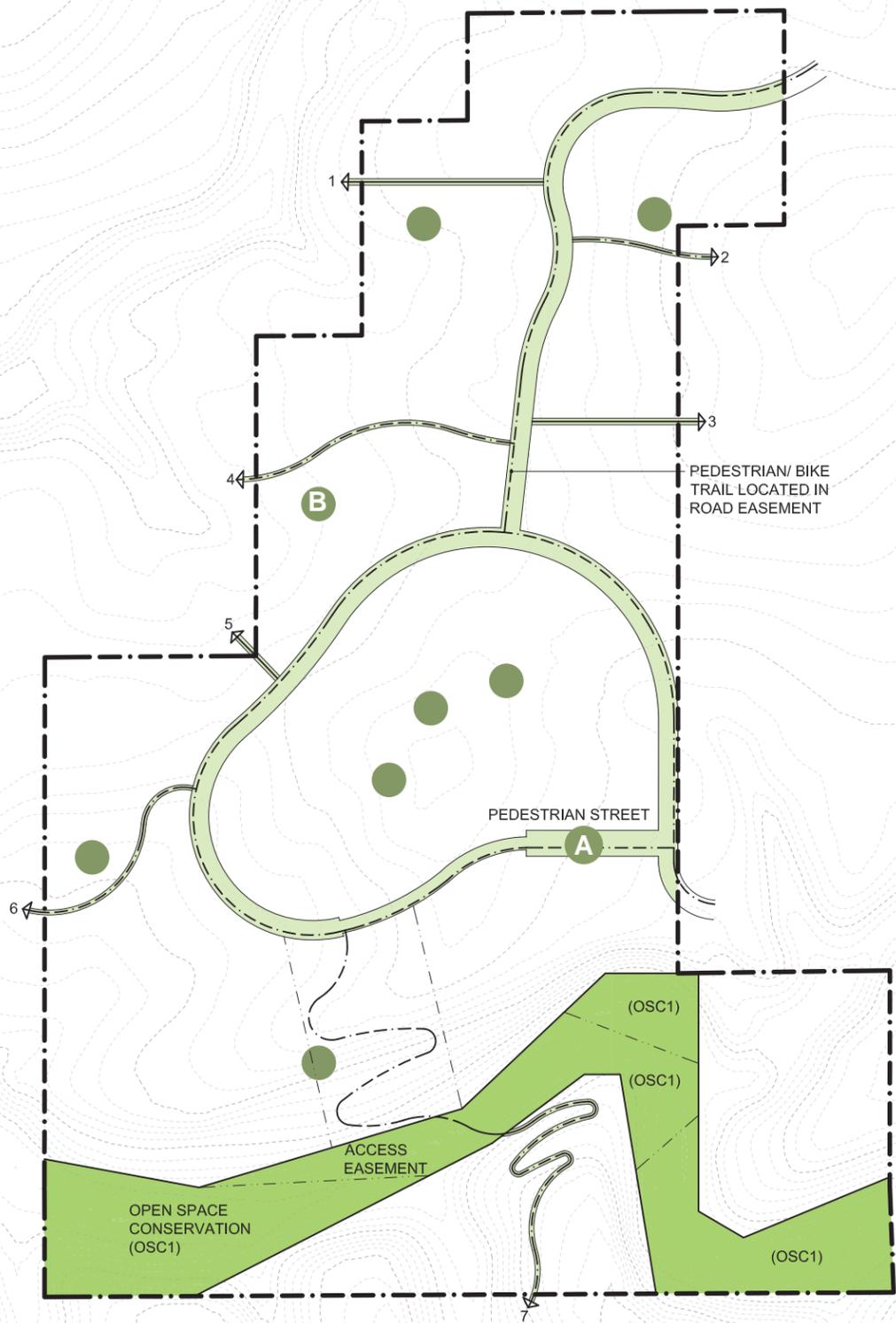
NEIGHBORHOOD SERVICES



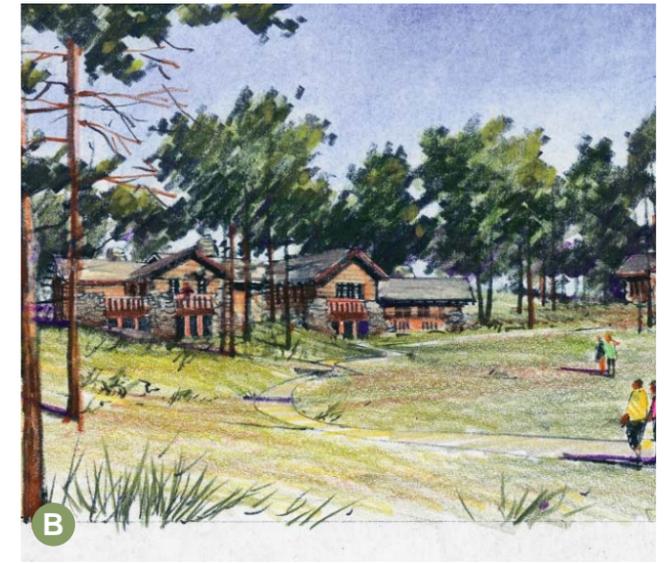
NATIVE AMERICAN CULTURAL CENTER



EXHIBIT 8



KOTZIN
160 acres



NOTE
THE GREEN DOTS, INCLUDING DOTS A AND B, SHOWN ON THE EXHIBIT ARE POTENTIAL OPEN SPACE AMENITY AREAS. THE LOCATION OF THE INDICATED AREAS WILL BE DETERMINED PRIOR TO THE FIRST PHASE OF DEVELOPMENT.

← - - - TRAIL CONNECTION. LOCATION OF TRAILS WILL BE DETERMINED PRIOR TO THE FIRST PHASE OF DEVELOPMENT

OPEN SPACE EASEMENT

OPEN SPACE CONSERVATION ZONE

Kotzin Ranch - Conceptual Open Space and Trails

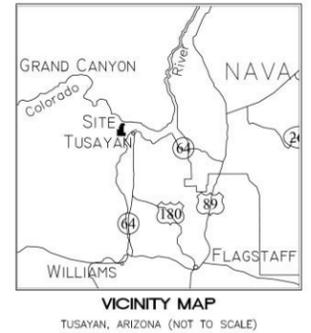
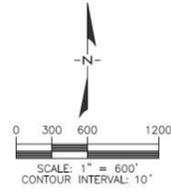
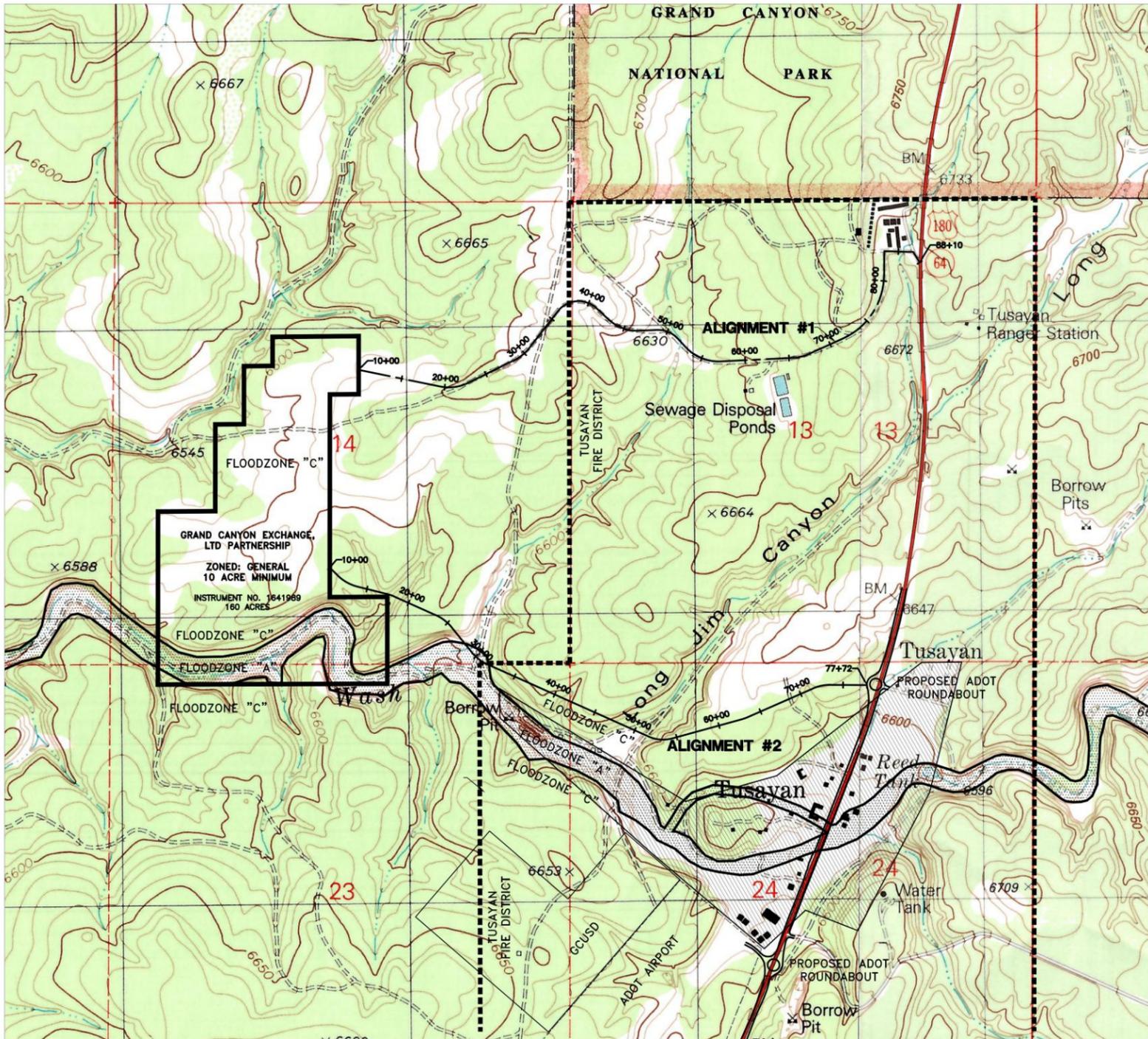
Land Use Application Revised
Coconino County, AZ

May 27, 2011 0 125 250 500 Feet NORTH

EXHIBIT 9

KOTZIN ACCESS PLAN

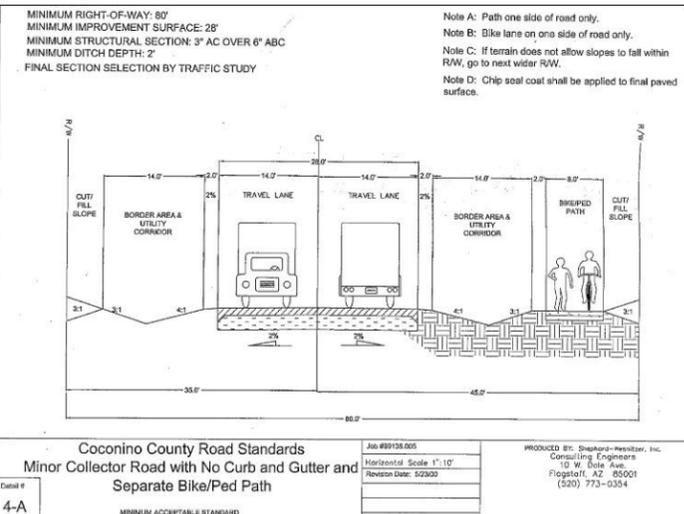
PORTION OF SECTIONS 14 AND 23 TOWNSHIP 30 NORTH, RANGE 2 EAST,
GILA AND SALT RIVER MERIDIAN,
TUSAYAN, COCONINO COUNTY, ARIZONA



*** NOTE ***
BOUNDARY LINES AND ACREAGES ARE BASED ON COCONINO COUNTY INFORMATION AND USGS TOPOGRAPHIC MAPS. THEY ARE NOT BASED ON A FIELD SURVEY.

- LEGEND**
- TUSAYAN BOUNDARY, EXISTING
PROPERTY BOUNDARY, EXISTING
FIRE DISTRICT, EXISTING
FLOODZONE BOUNDARY, EXISTING
ADOT ROUNDABOUT, EXISTING
POSSIBLE ACCESS ROAD ALIGNMENT

FLOOD ZONE NOTE
A PORTION OF THIS PARCEL LIES WITHIN FLOODZONE "A" (100 YEAR FLOOD HAZARD AREA WITH NO BASE FLOOD ELEVATIONS DETERMINED) AND FLOODZONE "C" (AREAS OF MINIMAL FLOODING).
FOR FLOOD ZONE DESIGNATIONS FOR THIS PROJECT, SEE FIRM FLOOD INSURANCE RATE MAP COMMUNITY-PANEL NUMBER 040019 1850 B, DATED NOVEMBER 16, 1983, PANEL 1850 OF 4525, COCONINO COUNTY, ARIZONA UNINCORPORATED AREAS.



Richard L. Schaller
REGISTERED PROFESSIONAL ENGINEER
34537
RICHARD L. SCHALLER
EXPIRES 3/31/2012

5/16/11
WOODSON ENGINEERING AND SURVEYING INC.
124 N. ELDEN ST., FLAGSTAFF, AZ 86001 • PHONE: (928) 774-4635 FAX: (928) 774-4646
108054
KOTZIN ACCESS PLAN
STARTED BY: AAS
START DATE: 12/29/08
PROJ. NO.: 108054
FILE: 108054_SBY.DWG

EXHIBIT 10

APPLICANT **STILO DEVELOPMENT GROUP USA, LP**

OWNER **GRAND CANYON EXCHANGE LIMITED PARTNERSHIP**

CITIZEN PARTICIPATION PLAN

PROJECT NAME Kotzin Ranch Planned Community District Zoning Application

REQUEST Stilo Development Group USA, LP, is the owner of a 160 acre parcel located within the town limits of Tusayan less than one-tenth of a mile from the Town’s western boundary. Stilo intends to submit a zoning application which requests the property be rezoned from General to Planned Community (PC) to allow a mixed use development consisting of residential, educational, retail and commercial facilities. The requested application approval is part of the larger plan of development which includes the proposed Ten X Ranch development and the future redevelopment of Camper Village.

LOCATION The 160 acre parcel is located within the town limits of Tusayan less than one-tenth (1/10th) of a mile from the Town’s developed western boundary. The property is more commonly referred to as Coconino County Assessor Parcel Number 502-16-006.

DESCRIPTION OF COMMUNITY INVOLVEMENT AREA

All Property Owners within 300 ft of the Property. In addition, notification letters were mailed to all Property Owners in the Town of Tusayan.

1. Residents, property owners, interested parties and public and private agencies that may be affected by the Application

- Town of Tusayan Planning Department
- All Tusayan property owners
- Grand Canyon School District
- South Grand Canyon Sanitary District
- Grand Canyon Chamber of Commerce
- Arizona Department of Transportation
- Arizona Public Service
- National Park Service – Grand Canyon National Park
- Kaibab National Forest – Tusayan Ranger District
- Tusayan Fire Department
- Coconino County Sheriff’s Office DPS
- Tusayan Water Development Association

Prior to the Application submittal, the Applicant will host a community meeting on Thursday, July 21, 2011 at 6:00 p.m. to show the community our plans and seek comments from the public. The community meeting will take place at the Ponderosa Room located next to Sophie's Mexican Kitchen in Tusayan. On July 12, 2011, the Applicant sent letters to stakeholders inviting them to the community meeting.

2. How those interested in and potentially affected by the Application will be notified that an application has been made

The Applicant sent a letter, via first class mail, to Tusayan property owners inviting them to attend a community meeting in which the proposed Application will be discussed in more detail. A copy of the letter was submitted to the Town of Tusayan.

The Applicant previously held two other community meetings (on March 3rd and March 31st) for interested property owners and affected stakeholders to review the overall development proposals for Kotzin Ranch, TenX Ranch and Camper Village.

The March community meetings were held in the Ponderosa Room next to Sophie's Mexican Kitchen. The July 21st community meeting will be held at the same location in Tusayan.

The Applicant intends to file the Application with the Town of Tusayan on July 27, 2011. Subsequent to the filing of the Application, the Applicant will send a letter via first class mail, to all Tusayan property owners advising of the filing.

3. How interested and potentially affected parties will be informed of the substance of the zone change and development proposed by the Application

At the July 21st community meeting, the Applicant will present and discuss the development proposal with the community. The Applicant will provide opportunity for community members and/or interested parties to provide input and ask questions regarding the development proposal during the community meeting.

4. How interested and affected parties will be provided an opportunity to discuss the Applicant's proposal with the Applicant and express any concerns, issues, or problems they may have with the proposal in advance of the public hearing

The Applicant will provide comment cards and invite stakeholders to ask questions or make comments about the proposed application during the community meeting. After the meeting, the Applicant intends to submit a Citizen Participation Plan that will provide the Town with a list of questions and comments received at the community meeting and describe how the Applicant will respond to the feedback received during the meeting.

All stakeholder feedback and recommendations, along with the Applicant's response, will be summarized in the Citizen Participation Report.

5. Applicant's schedule for completion of the citizen participation plan

The required Citizen Participation Report will be submitted to Town documenting the participation process at the time the Applicant submits the Kotzin Ranch zoning application to the Town.

The Applicant's proposed citizen participation process is as follows:

- On July 21st, the Applicant mailed Citizen Review Process Notification Letters all interested parties identified by this plan.
- Two open house/community meetings to present the concept plans were held in March and a third open/house meeting is planned for July 21, 2011 to discuss in greater detail the proposed application. The Applicant may hold additional open house/community meetings depending on community feedback. A Citizen Participation Report will be submitted with the submittal of the Application.
- Any stakeholder contact following the submittal of the Citizen Participation Report will be submitted to Planning staff as an addendum to the report prior to public hearings.

6. How the Applicant will keep the Town of Tusayan Planning and Development Department informed on the status of citizen participation efforts

The Applicant mailed the Town a copy of the initial letter sent to the affected stakeholders. The initial letter notified the Town of the time, date and location of the July 21st community meeting. The Applicant will notify the Town of any future community meetings. Any other informal and formal contacts with stakeholders will be summarized in the Citizen Participation Report.

July 20, 2011
Manjula M. Vaz
Gammage & Burnham
2 N. Central Avenue, 15th Floor
Phoenix, AZ 85004
602-256-4461
mvaz@gblaw.com

EXHIBIT 11

PRELIMINARY CITIZEN PARTICIPATION REPORT

APPLICATION NAME: KOTZIN RANCH ZONING APPLICATION

APPLICANT: STILO DEVELOPMENT GROUP USA, LP

DETAILS OF THE TECHNIQUES THE APPLICANT USED TO INVOLVE THE PUBLIC, INCLUDING:

DATES AND LOCATIONS OF ALL MEETINGS WHERE CITIZENS WERE INVITED TO DISCUSS APPLICANT'S PROPOSAL

The Applicant held an open house meeting on July 21, 2011 at 6:00 p.m. to discuss the proposed Kotzin Ranch Zoning Application (the "Application"). The open house was held at the Ponderosa Room in Tusayan, Arizona.

CONTENT, DATES MAILED AND NUMBER OF MAILINGS, INCLUDING LETTERS, MEETING NOTICES, NEWSLETTERS AND OTHER PUBLICATIONS

On July 12, 2011, the Applicant sent letters by first class mail to all Property Owners within 300 feet of the Kotzin Ranch property (the "Property"). In addition, notification letters were mailed to all Property Owners in the Town of Tusayan and all interested parties who may be affected by the Application.

WHERE RESIDENTS, PROPERTY OWNERS, AND INTERESTED PARTIES RECEIVING NOTICES, NEWSLETTERS OR OTHER WRITTEN MATERIALS ARE LOCATED

As noted above, all Property Owners within the Town of Tusayan were notified by first class mail of the July 21, 2011 open house meeting to discuss the Application. Other interested parties notified of the noted meeting included the Town of Tusayan Planning Department, Grand Canyon School District, South Grand Canyon Sanitary District, Grand Canyon Chamber of Commerce, Arizona Department of Transportation, Arizona Public Service, National Park Service – Grand Canyon National Park, Kaibab National Forest – Tusayan Ranger District, Tusayan Fire Department, Coconino County Sheriff's Office and the Tusayan Water Development Association.

THE NUMBER OF PEOPLE WHO PARTICIPATED AT THE JULY 21, 2011 OPEN HOUSE MEETING

Twenty-two people signed the Applicant's sign in sheet at the July 21, 2011 open house meeting. A copy of the sign in sheet is included as part of this report. There were several people in attendance who did not want to sign in. The Applicant estimates that approximately 30 people attended the meeting.

THE PERCENTAGE OF THOSE NOTIFIED THAT PARTICIPATED AT THE JULY 21, 2011 OPEN HOUSE MEETING

Approximately five (5) percent of those notified of the July 21, 2011 open house meeting attended the meeting.

SUMMARY OF COMMENTS, CONCERNS, ISSUES, AND PROBLEMS EXPRESSED DURING THE JULY 21, 2011 OPEN HOUSE MEETING

SUMMARY OF THE JULY 21, 2011 OPEN HOUSE MEETING

The Applicant's representatives opened the meeting with an introduction of the team and explained the upcoming process. The Applicant explained that the purpose of this meeting was to describe the proposed Zoning Application for Kotzin Ranch. The Applicant noted that the submittal of the Application was anticipated to occur during the week of July 25, 2011. Kurt Culbertson, the Applicant's land planning representative from Design Workshop, reviewed the proposed Kotzin land use plan, explained how the uses interacted with each other and outlined the vision for the Property. Then the Applicant's representative invited those in attendance to view exhibits that were on display around the room. Exhibits included the Kotzin Ranch conceptual land use plan, a board which showed examples of potential housing products at Kotzin and a board which showed examples of the proposed Kotzin environment.

The Applicant's representative informed meeting attendees that there were comment cards at the back of the room for people to submit questions or comments. A sample comment card is included as part of this report. The Applicant's representative also invited people to take comment cards and submit questions or comments at a future date.

THE SUBSTANCE OF COMMENTS, CONCERNS, ISSUES, AND PROBLEMS EXPRESSED DURING THE JULY 21, 2011 OPEN HOUSE MEETING

1. A couple of people asked very general questions about how this development will get water.
2. There were several questions about the cost of the proposed housing, as well as the potential cost of utilities.
3. There was a positive response to the proposed models and to the housing renderings in the exhibits.
4. Several people made the comment that they wished the housing at Kotzin Ranch would be available sooner. Several people also expressed interest in the interim housing proposed for the Camper Village property.
5. One person asked about the access options at Kotzin Ranch.
6. Several questions were asked regarding the location of the Town Parcel at Kotzin Ranch and the Town's plans for their parcel.

HOW THE APPLICANT ADDRESSED QUESTIONS, CONCERNS, ISSUES AND PROBLEMS EXPRESSED DURING THE JULY 21, 2011 OPEN HOUSE MEETING

1. With respect to water, the Applicant's representatives explained that the Tusayan Water Development Association (TWDA) holds a Certificate of Necessity and Need (CC&N) for most of the land area within the present incorporated boundary of the community. The Arizona Corporation Commission (ACC) has responsibility for CC&N oversight and is presently undertaking a comprehensive review of TWDA and the private water companies serving the area. Preliminary findings of the ACC suggest that one or more of the water-distribution and management entities in the area have been out of compliance with the ACC Rules and Regulations and it is highly likely that the nature and character of domestic water supply and distribution will be reorganized over the next six (6) to 12 months.

As the ACC has the ultimate decision-making responsibility for how and by whom water will be provided in the area, it is premature to precisely describe exactly what entity will ultimately have the responsibility for serving the Stilo properties. Under any ACC decision, however, additional supply will be necessary to meet the planned needs of the community not only for the proposed Stilo developments but also for the new Grand Canyon School, the airport expansion and other planned developments in Tusayan. Until a regional water supply is available to the area, and several possibilities are being evaluated by the Grand Canyon National Park, NACOG and other regional agencies, water will continue to be supplied from wells in the region.

2. The Applicant explained that it is hard to determine the future cost of housing, but that the intent is to make housing available at price below or equal to the cost of housing in Coconino County.
3. Regarding the question related to the access options at Kotzin Ranch, the Applicant's representatives showed potential access alternatives outlined on the Kotzin land use plan. However, the Applicant's representatives also explained that those alternatives were only proposed alternatives and were subject to future approval by the U.S. Forest Service.
4. Regarding the location of the Town Parcel, the applicant showed the Kotzin Ranch land use plan with the proposed Town parcel as R1. The Applicant explained that it intends to dedicate 40 acres to the Town, of which 20 acres will be at Kotzin Ranch and 20 acres will be at TenX Ranch. The Applicant's representative stated that they did not have answers with respect to the Town's plans for the Town Parcel.

CONCERNS, ISSUES AND PROBLEMS THE APPLICANT IS NOT ABLE OR WILING TO ADDRESS

There are no issues or concerns that the Applicant is unable or unwilling to address.

COMMUNITY MEETING

Stilo Development Group USA, LP
Camper Village, Kotzin Ranch and TenX Ranch Developments

Ponderosa Room (next to Sophie's Mexican Kitchen)
Tusayan, AZ 86023

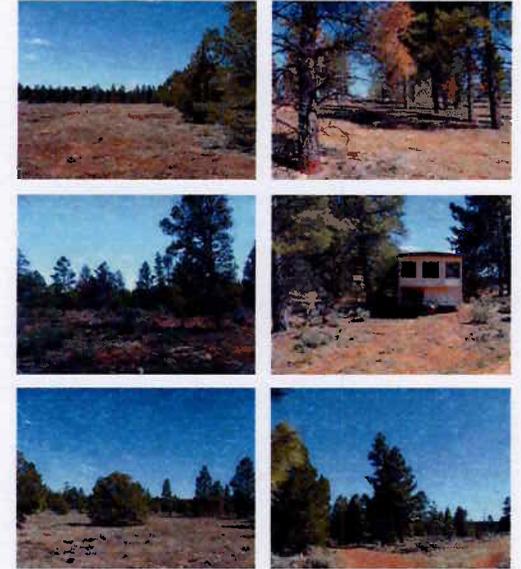
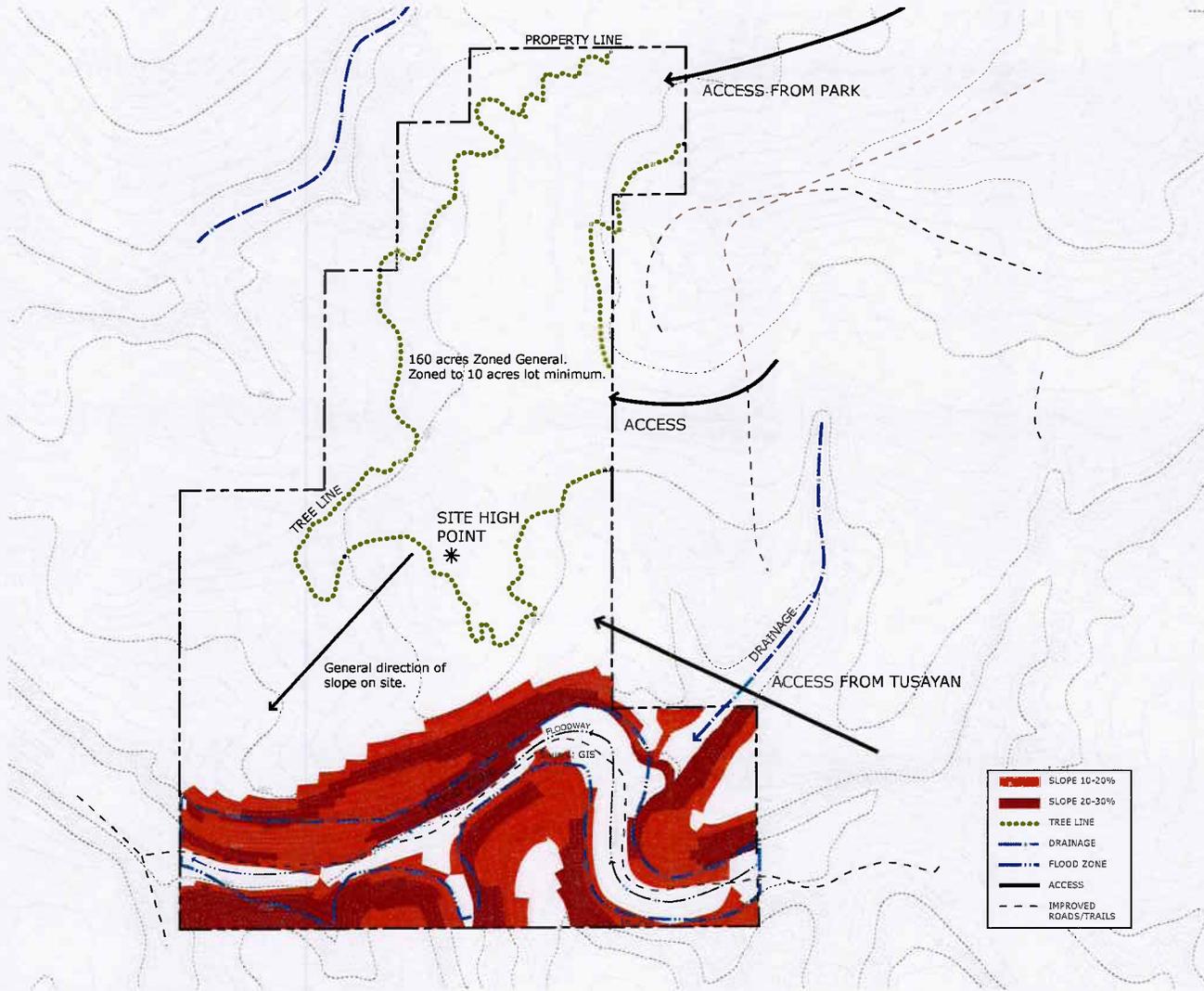
On Thursday, July 21, 2011 at 6:00 p.m.

PLEASE PRINT

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EXHIBIT 12



Kotzin Site Analysis

Land Use Application
Coconino County, AZ

April 8, 2011

0 125 250 500 Feet

 NORTH

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Aspen, CO 81611
(970) 925-8354