

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED MASTER AGREEMENT
BETWEEN THE CITY OF RICHLAND AND NOR AM INVESTMENT, LLC
REGARDING THE COMMUNITY KNOWN AS BADGER MOUNTAIN SOUTH**

This **First Amendment** to the March 17, 2015 Amended and Restated Master Agreement regarding the community known as Badger Mountain South is made and entered into by and between the **City of Richland**, a chartered 1st Class City organized under the laws of the State of Washington (“City”) and **Nor Am Investment, LLC**, a Washington limited liability company (“Nor Am”). Nor Am and City are sometimes referred to individually as “Party” or collectively as “Parties.”

I. Recitals

WHEREAS, on March 17, 2015, the Parties entered into an Amended and Restated Master Agreement for the community known as Badger Mountain South (hereinafter “Original Agreement”); and

WHEREAS, Exhibit A to the Original Agreement identifies the properties considered to be located within Badger Mountain South that must be developed according to requirements of Badger Mountain South’s Land Use Designation Regulations (LUDR); and

WHEREAS, per Exhibit A, the plat of Sunshine Ridge is located within Badger Mountain South and is subject to the LUDR; and

WHEREAS, Nor Am sold all of the parcels contained within the plat of Sunshine Ridge, and is now seeking to remove the plat of Sunshine Ridge from inclusion in the Badger Mountain South Master Agreement so that it can be developed according to typical City development regulations; and

WHEREAS, Sunshine Ridge is geographically isolated from the rest of the property that comprises Badger Mountain South, and is located such that it is logical to develop the property consistent with its closest neighboring subdivision, Reata Ridge; and

WHEREAS, Nor Am has approached the City with a request that the plat of Sunshine Ridge be removed from the Badger Mountain South Master Agreement.

NOW THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

II. Agreement

1. Exhibit A is modified to replace, in its entirety, the existing legal description for “Parcel D” with the legal description provided below:

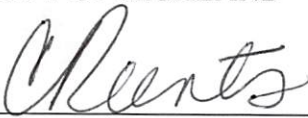
Section 4, Township 8 North, Range 28 East, W.M., Benton County, Washington;
EXCEPT That Portion Lying Within The Plat Of El Rancho Reata No. 3, According To The Plat Thereof Recorded In Volume 12 Of Plats, Page 42, Records Of Benton County, Washington;
And Except State Highway Right-Of-Way Conveyed Under Recording No. 870597, Records Of Benton County, Washington;
AND EXCEPT That Portion Lying Southerly Of Reata Road Right-Of-Way;
AND EXCEPT That Portion Lying Within The Plat Of Reata Ridge;
AND EXCEPT The South 420 Feet Of The Southeast Quarter Thereof;
AND EXCEPT That Portion Lying Within The Plat Of Sunshine Ridge, According To The Plat Thereof Recorded In Volume 15 Of Plats, Page 553, Under Auditor's File No. 2017-012195, Records Of Benton County, Washington;
AND ALSO EXCEPT That Portion Conveyed To Benton County By Deed Recorded May 1, 2007, Under Auditor's File No. 2007-013594, Records Of Benton County, Washington.

2. Except as expressly amended and modified by this Amendment, the Original Agreement is and shall continue to be in full force and effect in accordance with the terms thereof.
3. This Amendment shall be construed in accordance with, and governed by, the laws of the state of Washington.

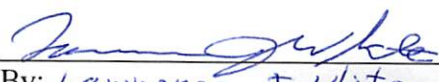
IN WITNESS WHEREOF, the Parties have executed this First Amendment on the 11 day of ~~September~~, 2017.
December

CITY OF RICHLAND

NOR AM INVESTMENT, LLC



CYNTHIA D. REENTS, ICMA-CM
City Manager



By: Lawrence J. White
Its: CEO

ATTEST:



MARCIA HOPKINS
City Clerk

APPROVED AS TO FORM:



HEATHER KINTZLEY
City Attorney

RESOLUTION NO. 179-17

A RESOLUTION of the City of Richland authorizing amendments to the Master Agreement between the City of Richland and Nor Am Investment, LLC regarding the Badger Mountain South Master Planned Community.

WHEREAS, RCW 36.70B.170-200 authorizes the City to enter into development agreements by resolution or ordinance that set forth the development standards and other provisions that shall apply to and govern and vest the development, use and mitigation of the development of the real property for the duration specified in the agreement; and

WHEREAS, the City previously entered into a Master Agreement with Nor Am Investment, LLC (Contract No. 137-10) to govern the development of Badger Mountain South, a master planned community of 1,480 acres located within the City of Richland; and

WHEREAS, Contract No. 137-10 was later amended and restated (Contract No. 143-15); and

WHEREAS, the intent of the proposed Master Agreement is to (1) further the goals and policies of the City's Comprehensive Plan; (2) provide mechanisms to assure that public health and safety are protected while having growth pay for growth; (3) provide adequate space for elementary and middle schools so that the affected school districts can place schools in the areas where the need is generated; (4) create a new tourist destination and freeway-oriented development to capture additional tax revenue for the City; (5) provide for public investment to stimulate the economy while assuring that development occurs in a financially responsible manner that does not adversely impact the City's financial integrity; (6) stimulate economic development within the City by creating areas for business development and expansion; (7) create a viable walkable community with standards designed to meet sustainability goals; (8) provide a broad range of housing types; (9) provide recreational opportunities within close proximity to housing; (10) provide for expedited permit processing while assuring adequate public input and mitigation of environmental impacts; and (11) provide flexibility in uses and timing of development to accommodate market trends and conditions; and

WHEREAS, the City Council recognizes that changes to the Master Agreement are necessary and desirable to provide additional flexibility and to reflect changed circumstances; and

WHEREAS, Lawrence White, the Badger Mountain South Master Plan Administrator, by letter dated August 19, 2017, requested removal of Sunshine Ridge from inclusion in the Badger Mountain South Master Planned Community; and

WHEREAS, the City Council finds that the proposed amendment to the Master Agreement does not detract from the overall intent or purpose of the Agreement;

WHEREAS, the Final Supplemental Environmental Impact Statement for the Badger Mountain Subarea Plan, dated August 23, 2010, has been adopted in fulfillment of the provisions of the State Environmental Policy Act; and

WHEREAS, the City and Nor Am Investment, LLC both agree that it is more logical for the Sunshine Ridge plat to be developed under common City development standards instead of the Badger Mountain South Land Use and Development Regulations (LUDR) since Sunshine Ridge is physically isolated from the Badger Mountain South Master Planned Community and has more in common with the adjacent Reata Ridge subdivision; and

WHEREAS, nothing in the proposed amendment to the Badger Mountain South Master Agreement jeopardizes the viability of the original development or the SEPA review previously performed.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Richland that the City Manager is authorized to sign and execute an amendment to the Badger Mountain South Master Agreement deleting that area known as the plat of Sunshine Ridge from the lands that are subject to the Agreement.

BE IT FURTHER RESOLVED that this resolution shall take effect immediately.

PASSED by the City Council of the City of Richland at a regular meeting on the 19th day of September, 2017.


ROBERT J. THOMPSON
Mayor

ATTEST:


MARCIA HOPKINS
City Clerk

APPROVED AS TO FORM:


HEATHER KINTZLEY
City Attorney