

RESOLUTION NO. 2019-2009

A RESOLUTION OF THE MAYOR AND COUNCIL OF THE CITY OF GOODYEAR, MARICOPA COUNTY, ARIZONA, APPROVING THE FIRST AMENDMENT TO DEVELOPMENT AGREEMENT FOR RAINBOW VALLEY; DIRECTING THE CITY MANAGER TO EXECUTE THE FIRST AMENDMENT TO DEVELOPMENT AGREEMENT FOR RAINBOW VALLEY; AUTHORIZING AND DIRECTING THE CITY MANAGER OR HER DESIGNEE TO TAKE ALL ACTIONS AND EXECUTE ALL DOCUMENTS NECESSARY TO CARRY OUT THE INTENT OF THE RESOLUTION AND THE FIRST AMENDMENT TO DEVELOPMENT AGREEMENT FOR RAINBOW VALLEY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Rainbow Valley 2011, LLC, an Arizona limited liability company owns approximately 1,000 acres of land generally located at the northwest corner of the W. Queen Creek Road alignment and Rainbow Valley Road commonly known as Rainbow Valley and as more particularly described in Exhibit 1 attached hereto and incorporated herein by this reference (the "Property"); and

WHEREAS, on October 22, 2018 the Mayor and Council of the City of Goodyear adopted Ordinance 2018-1409, rezoning the Property from the Agricultural and Agricultural Urban zoning districts to the Final Planned Area Development zoning district for the development of a mixed-use project known as "Rainbow Valley," which at full build out is expected to result in the development of approximately 2900 residential dwelling units, commercial uses and non-residential uses (the "Project"); and

WHEREAS, on the same day that the Mayor and Council of the City of Goodyear adopted Ordinance 2018-1409, the Mayor and Council of the City of Goodyear adopted Resolution No. 2018-1908, approving that certain Development Agreement for Rainbow Valley entered into by and between Rainbow Valley 2011, LLC, an Arizona limited liability company, and the City of Goodyear, an Arizona municipal corporation and recorded as Instrument No. 2018-0796627 in the official records of Maricopa County, State of Arizona (the "Rainbow Valley Development Agreement"); and

WHEREAS, compliance with the Rainbow Valley Development Agreement is a condition of approval of Ordinance 2018-1409; and

WHEREAS, the City's longstanding policy is that "growth pays for growth" and, in furtherance of this policy, the Rainbow Valley Development Agreement set forth the Owner's general obligations and certain specific obligations regarding the purchase of capital equipment, the dedication of rights-of-way, and the construction of public infrastructure required for the City to provide City services to the Property; and

WHEREAS, the Parties anticipated that there would be numerous amendments or separate agreements that will provide more detail during the development process, and this First Amendment is the first of these documents; and

WHEREAS, the Property is currently not being served by City water or wastewater facilities and is not located within the City's current Designation of Assured Water Supply service area; and

WHEREAS, when the Rainbow Valley Development Agreement was finalized, the City had not committed to providing water and wastewater service to the Property, and the Rainbow Valley Development Agreement expressly provided that the decision as to whether the City would provide water and wastewater service to the Property was to be made at the City's sole discretion; and

WHEREAS, the Rainbow Valley Development Agreement included terms for the provision of water service to the Property that would apply if the City were to provide water, which involved water service being provided within a new City water service area that was not within the City's current Designation of Assured Water Supply service area; and

WHEREAS the Rainbow Valley Development Agreement included provisions that would allow for the City to provide water service under the City's current Designation of Assured Water Supply subject to the Parties reaching a separate written agreement setting forth the terms of such service; and

WHEREAS, the City was not able to secure the regulatory approvals needed for the City to provide water services to the Property within a new City water service area that was not within the City's current Designation of Assured Water Supply; and

WHEREAS, the City wants to provide water and wastewater services to the Property; and

WHEREAS, Owner and the City have met and conferred and reached an agreement as to the terms for the City providing water service under its current Designation of Assured Water Supply; and

WHEREAS, this First Amendment amends the Rainbow Valley Development Agreement to set forth the terms under which the City will be providing water service to the Property and amends terms as needed to clarify that the City will be providing wastewater to the service to the Property; and

WHEREAS, Rainbow Valley 2011, LLC, an Arizona limited liability company, and the City intend this document to be a Development Agreement within the meaning of A.R.S. § 9-500.05;

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE CITY OF GOODYEAR, MARICOPA COUNTY, ARIZONA, AS FOLLOWS:

SECTION 1. The Mayor and Council of the City of Goodyear find the approval of the First Amendment to Development Agreement for Rainbow Valley to be in the best interests of the City of Goodyear and hereby approve the First Amendment to Development Agreement for Rainbow Valley attached hereto as Exhibit 1 and incorporated herein by this reference; and

SECTION 2. The City Manager or his designee is hereby authorized and directed to execute the First Amendment to Development Agreement for Rainbow Valley; and

SECTION 3. The City Manager or his designee is hereby authorized and directed to take any and all actions and to execute all documents necessary to carry out the intent of this Resolution, the terms of the First Amendment to Development Agreement for Rainbow Valley; and

SECTION 4. This Resolution shall become effective as provided by law.

PASSED AND ADOPTED by the Mayor and Council of the city of Goodyear, Maricopa County, Arizona, this _____ day of _____, 20____.

Georgia Lord, Mayor

Date: _____

ATTEST:

APPROVED AS TO FORM:

Darcie McCracken, City Clerk

Roric Massey, City Attorney

EXHIBIT 1

LEGAL DESCRIPTION

THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER AND THE SOUTH HALF OF SECTION 3 AND ALL OF SECTION 10, IN TOWNSHIP 2 SOUTH, RANGE 2 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

EXHIBIT 2

FIRST AMENDMENT TO DEVELOPMENT AGREEMENT FOR RAINBOW VALLEY