

RESOLUTION NO. 13-54

A RESOLUTION OF THE DRAPER CITY COUNCIL APPOINTING TRUSTEES TO ACT ON BEHALF OF DRAPER CITY, THE DECLARANT IN SUNCREST'S DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND RESTRICTIONS

WHEREAS, Draper City, as purchaser of property and the development rights in SunCrest is the successor-in-interest to Zions Bank and DAE Westbrook, and is now the Declarant named in the SunCrest Declaration of Covenants, Conditions, Easements and Restrictions ("Declaration"); and

WHEREAS, the Board of Trustees for SunCrest Owners Association, Inc. ("Association") is empowered to govern and administer the affairs of the Association and to establish rules and regulations from time to time, and has adopted Bylaws pursuant to its powers; and

WHEREAS, the Declaration and Association Bylaws provide that the Declarant, during the Declarant control period, has the right to appoint trustees in its sole and subjective discretion and that such trustees appointed by Declarant shall serve at its pleasure; and

WHEREAS, Declarant has determined that it would like to exercise its appointment powers to appoint members of the Association as trustees; however, such appointed trustees shall continue to serve at the sole pleasure of Declarant and may be replaced in Declarant's sole and subjective discretion; and

WHEREAS, Declarant deemed it appropriate to seek SunCrest OA member (delegate) input as to potential members of the Association to appoint as trustees and the Association utilized a variation of the voting procedures as set forth in the Bylaws, as guidance, to conduct an unofficial vote of the members to obtain the sought-after input of such members; and

WHEREAS, Declarant is under no obligation to accept those individuals the members voted as potential trustee appointees and, in other words, the vote of the members designating those individuals that the membership would like to be appointed as trustees is nothing more than a vetted suggestion to the Declarant; and

WHEREAS, Declarant has given such vote of the members due consideration; and

WHEREAS, by appointing members as trustees, Declarant is not waiving or surrendering any of its enumerated Declarant rights, including but not limited to, its rights to appoint trustees, its Class B memberships, or its rights to annex additional property; and

WHEREAS, Declarant wants to make it abundantly clear that exercising its right to appoint members as trustees shall in no way be construed as a turnover of control of the Association to the membership;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF DRAPER CITY, STATE OF UTAH, AS FOLLOWS:

Pursuant to Article III, Section 3.3 of the Association Bylaws, Declarant hereby appoints, without relinquishing any of its enumerated and retained Declarant rights as contained in the Declaration and Bylaws, the following individuals as trustees to serve on the Board of Trustees at the Declarant's sole and subjective discretion and pleasure

1. Amy Baird
2. Aimee Hudak;
3. Doyle Judd.

Declarant hereby incorporates the foregoing recitals herein by reference and acknowledges that it has accepted the recommendations of the membership of the Association in making this appointment.

The undersigned hereby certifies and attests that this appointment of trustees has been duly adopted by the Declarant and shall become effective immediately upon passage.


PASSED AND ADOPTED BY THE CITY COUNCIL OF DRAPER CITY, STATE OF UTAH, ON THE 12th DAY OF NOVEMBER, 2013.

ATTEST:

DRAPER CITY



Rachelle Conner, City Recorder



Mayor Darrell H. Smith, Authorized
Representative of Declarant

