

**MINUTES OF THE HOLLADAY CITY
PLANNING COMMISSION MEETING**

**Tuesday, March 18, 2008
4:30 p.m.
Holladay Municipal Center
4580 South 2300 East**

ATTENDANCE

Planning Commission Members:

Paul Shupe, Chair
Gene Carr
Lori Khodadad
Richard Kimball
Cyrus McKell
Brad Scott, Vice Chair
Lynda Shields

City Staff:

Paul Allred, Community Development Director
Pat Hanson, City Planner
Clarence Kemp, City Engineer

1. Joint Field Trip and/or Discussion with the City Council – Cottonwood Mall – 4835 South Highland Drive.

The staff, the Planning Commission, and City Manager, Randy Fitts toured the existing mall site and were shown by and Kathy Olsen and Ted Didas of GGP what was happening on the site including the reuse of demolished building materials, location of proposed infrastructure for the project, improvements currently underway such as bridges, creek relocation, landscaping, etc. The applicants answered questions by the commissioners about what was being proposed later that evening at the Planning Commission meeting. The applicants explained how the site would change with the fill material that would be brought in to elevate it out of the flood plain. Other issues discussed included, traffic, the size and location of parking garages, and where the main roadways would be located. Some discussion of various types of uses and their locations were also discussed.

(18:17:00) Work Meeting at City Hall -- Traffic flow issues relating to the Cottonwood Mall project were discussed. It was noted that Main Street roughly parallels the same slope as Highland Drive and the Creek. The result is a 1.2% slope from the south end of the site to the north. Slope and elevation issues were discussed. McNeil Engineering Representative, Ted Didas, explained that the proposed plaza area will be the focal point of the project. Road width were described. Mr. Didas explained that there were a few different road section widths, depending the traffic volumes expected.

Mr. Didas clarified that Main Street will have parallel parking on both sides in addition to two lanes of traffic. Commissioner Shields compared it to Gateway with two lanes rather than one in each direction. She also compared it to Park City's Main Street. Mr. Didas agreed that they would be similar. The proposed road widths were described and traffic circulation patterns were studied. Mr. Didas stated that their traffic engineers worked very hard to slow the traffic down in the area.

Grading and drainage issues were discussed. Community Development Director, Paul Allred, confirmed with the applicants that all of the drainage would go into the Creek and there would be no detention basins on site. The storm drain plan was reviewed which involved a piping network throughout the project. Mr. Didias noted that there would be two points of discharge into the Creek for the storm drain.

The Commissioners asked about other water issues. Mr. Didas explained that water service would be provided by Salt Lake City. The existing Mall was served by Holladay Water. The intent was to have Blocks K, L, and M served by Holladay Water off of Memory and Arbor Lanes. Historically, fire protection for the Mall property had been provided by Salt Lake City. Mr. Didas explained that Salt Lake City has a 12-inch main going through Highland Drive presently with two points of connection; one at the north end of Main Street (the major thoroughfare) and the other at the south end of Main Street. They expect Salt Lake City will still provide this service.

The Commissioners asked about sewer issues. Mr. Didas stated that there would be a trunk line that would connect the various lines. There would also be included in the plumbing plans a collector line going through the back of the parking garages and the backside of the retail units. No upsizing of the sewer line was anticipated. Mr. Didas stated that any necessary off-site improvements will need to be completed by the sewer district.

The Commissioners wanted to know how ownership would be separated. Mr. Allred explained that the difference between a condominium and a town home was significant. He remarked that some subdivisions within this project will be vertical plats while others will be “wrapped”. Mr. Didas stated that the wrapped units will most likely be the PUD type and the tower elements over the vertical will be the condominium units. General Growth representative, Kathy Olsen, reported that there will be a homeowners’ association (HOA) in place with multiple layers. There will be an overall master association that will oversee consistency for the entire center. There will also be residential condominiums with each building having its own condo association. Each block of town houses will have its own association. All associations will report to the master condo association that will meet with the master retail association and the master office association. In the end, it was expected that each association will assess the homeowners fees? separately.

(18:59:58) Commissioner Shupe expected the master HOA to handle maintenance and repairs. Ms. Olsen reiterated that the overall master association, in the GGP office will likely have ultimate authority on most issues.

Commissioner McKell asked about earthquake preparedness. Ms. Olsen responded that a fault study was conducted. Their geologist didn’t find anything unusual. The City’s consultant requested they do another trench across the site and they will do this prior to submitting any building permits.

Mr. Allred referred to the LEED/ND certification the applicants were applying for and explained that they will be required to show that they are being environmentally sensitive. He stated that this was the first project he had seen that was so completely environmentally sensitive and involved the reuse of building materials within the site. Mr. Didas remarked that significant cost was involved in recycling, which is more expensive than bringing in new materials. Mr. Allred supports a LEED/ND certification. He feels that the corner has been turned environmentally

worldwide and business cannot continue as it has any longer. Mr. Allred explained that the resources were not available to continue to always build new without using a bit of the old. He expected that it would be seen more and more as years go by. He expected to see innovations in building materials, solar, wind design, and heating and cooling.

(19:19:06) Chairman Paul Shupe called the meeting to order at 7:19 p.m.

Commissioner Shupe moved to next address approval of the minutes and bylaws. The motion passed with the unanimous consent of the Commission.

2. **Public Hearing/Discussion/Decision – Gates Offices – 5160 South Highland Drive – Conditional Use Amendment and Preliminary Plat Approval for Condominium Conversion.**

The above item was postponed indefinitely at the request of the applicant. City Planner, Pat Hanson, reported that the applicant originally asked to develop the condominium with the understanding that it will satisfy their lenders. Subsequently, the lender refused and was unsure how to appraise it because it is a mixed use. The applicants spoke to City Planner, Rick Whiting, the previous Friday and thought they might have to physically subdivide the property. Ms. Hanson was unsure if there was enough area in the lot to meet the lot area requirements for the zone. The applicants' preference was to postpone the request indefinitely. A second notice was sent out to the neighborhood. The matter would be renoticed if and when it comes back on the agenda.

(19:37:36) Commissioners asked if this would affect what is going on at the site now. Ms. Hanson explained that the applicants have the right to complete their approved conditional use since the necessary approvals are in place. The applicants are simply trying to meet financial criteria to obtain funding.

Mr. Allred commented that the matter came up recently at Councilwoman Piganelli's District meeting. Some of the neighbors were present from her district and asked about the project. They expressed concern with the height and what was proposed. The neighbors were told that the project meets the current conditional use requirements and the applicants can proceed as long as they are following the conditional use permit they have been granted. Mr. Allred stressed that no change to the site was proposed other than how the property is owned. The applicants might request it be condominiumized so ownership can be divided up. Currently, the property is owned by one individual who might want to be able to sell off parcels. There was a potential for three owners with the two units and the commercial building.

3. **Courtesy Hearing/Discussion/Decision – Cottonwood Mall, Phase 1, Utility and Infrastructure Plan – 4835 S Highland Drive – Review and Approval for Compliance to the Adopted Site Development Master Plan.**

(19:43:10) Mr. Allred presented the staff report and stated that the project was for Phase 1 approval of the Cottonwood Redevelopment Project. He explained that this phase sets the stage for future subdivisions and the platting of different blocks within the project. Before the developer can present subdivisions they must get all of the above and below ground infrastructure installed. They were in the process of demolishing the Mall and rerouting the stream. They were looking to bury power lines, put in the storm drains, build bridges over the creek, and set out where the utilities will go underground. The Planning Commission spent about one hour on the site previous to the meeting being briefed by General Growth looking at all aspects of the project.

Tonight the Commission was to be presented with the first phase of the work prior to dividing the property into different plats and subdivisions. Staff reviewed the proposal and compared it to the Site Development Master Plan (SDMP). Mr. Allred reported that notice of tonight's meeting was provided to the surrounding neighborhood. Public input was welcomed with regard to the project infrastructure. Staff wanted to make sure the utility infrastructure plan meets the SDMP before moving forward with granting a permit for grading/filling and installation of utilities. Mr. Allred clarified that the applicants cannot move forward until this is done.

Mr. Allred stated that no changes were proposed to the overall site plan from the master site plan. No new subdivisions, blocks, or roads were proposed. On the grading plan, the applicants would be filling the property anywhere from one to eight feet in depth to get it out of the 100-year flood plain. With regard to the utility plan, all of the utilities will run under the streets. Mr. Allred explained that all of the storm drainage will be filtered before it enters Big Cottonwood Creek. The flow amounts into the Creek will be limited to the same rate of discharge as the current Mall configuration. To staff's knowledge all of the utility companies have provided the necessary documentation to the City verifying that there is sufficient capacity to support the project. He explained that before any development is approved, the Commission must make sure there are ample utilities to the site that can support what is being proposed. In terms of fire protection, there was still some review left to do with the Unified Fire Authority. Mr. Allred noted that certain modifications could be necessary to street cross sections to allow the proper turning radius for emergency vehicles.

(19:49:00) Mr. Allred explained that there were different street widths within the project. The proposed roads are expected to adequately handle the expected traffic. One of staff's previous expressed concerns had to do with bridge crossings into the project from Highland Drive. They wanted to make sure there were ample walking paths along those entrances and that the project is pedestrian-friendly.

Mr. Allred stated that previously the City asked that there be additional trenching for geotechnical investigation done on the site. General Growth was somewhat resistant as they had already done significant investigation on the site. The City's geotechnical consultant, however, strongly recommended that additional studies be done based on her own professional experience as well as that of other professionals in the field who suggested that the site historically has been problematic. General Growth graciously agreed to perform the additional studies, which would give a certain level of comfort to staff and the City as a whole that if there is a major event in the area, the site will be built safely. The additional expenditure for these studies is expected to be significant. Because of the size of the buildings and the extent of the work to be done on the site, Mr. Allred believed it was better to err on the side of caution. He expressed appreciation to the developer for agreeing to move ahead with the proposed studies. He commented that that was one of the very few areas where staff did not agree with General Growth during this entire approval process. Mr. Didas commented that the study would involve a six-foot excavated depth. The intent was to identify any displacement of soil types that would typically indicate a fault. It was noted that the City requested trenching be done the entire width of the site running east to west.

(19:54:00) Commissioner Shupe asked about the liquefaction classification of the area. Mr. Allred responded that it was high because there is water and an escarpment, which was staff's specific concern. The City's consultant had an even greater concern. As planners and

engineers, they realized that the site had always been soft and wet and ground water had been pumped from below the Mall for 45 years. Commissioner Shupe's understanding was that the State charts considered liquefaction in the area to be moderate or high. Mr. Allred agreed and stated that that was true and the area was within the flood plain, which posed a significant risk. Mr. Didas commented that he was not sure that was true. Staff's opinion was that the area needed some additional review particularly since there were buildings on the site previously that prevented trenching in those areas.

(19:55:58) Mr. Allred stated that General Growth would like some consideration on whether or not they can have an additional story. The intent was not to raise the overall height of the buildings. Without raising the cap on the height of 90 feet, there may be some buildings where the developers may want to have six or more floors. They would still be bound by the square footage and height caps within the SDMP. Mr. Allred considered it to be a minor detail. Staff did not have concern with this concept since their concerns pertained to the overall height of buildings and staying within the SDMP approved square footage limitations.

Ms. Olsen remarked that the reason they agreed to the limit of five stories was because they expected to include two retail stories in the buildings. These stories are generally 20 to 24 feet high. They now plan some buildings to have only one story of retail. As a result, they would only have 24 feet of retail, which would allow them to have another six stories of 13-foot floor to floor. Their highest ceiling heights in the luxury product were expected to be nine feet. 13 feet was more than was necessary to put the extra stories in. Mr. Allred stated that it would not involve a "significant" change to the SDMP and suspected that the City Council would work through it with General Growth and make the necessary change in the development agreement. He commented that it was something the Commission ought to voice its opinion on. Staff, however, had no objection to one story of retail and five stories of residential with 10-foot ceilings as long as the overall maximum height and the square footage allowed within the project remains unchanged.

With regard to noise, dust, and erosion control, Mr. Allred stated that the plan contains notes covering requirements for minimizing disturbance to the surrounding neighborhoods and limitations on construction noise and site watering. Staff had been to the site repeatedly and met with various contractors working on the site. Staff was very impressed with GGP's project managers. Additionally, very few complaints had been received from the surrounding neighborhood. Staff had found the contractors to be frank, open, and responsive to their concerns.

(20:01:04) Mr. Allred stated that the site was being managed well and was quite orderly for a site that is being demolished. Most of the materials were being recycled on site. He thought the developers were doing exactly what the City wanted them to. With such a huge project, the intent should be to minimize the disturbance to the neighborhood throughout the process. If everything goes as smoothly in the future as it has to this point with the demolition and rerouting of the stream, staff will be very pleased. Staff's recommendation was that the Commission approve the Phase 1 plan for utilities and infrastructure subject to any conditions the Commission might have on any individual issue. Staff currently had no major concerns about the plan as proposed. It was recommended that the Commission make a recommendation to the City Council on their feelings about the additional story.

Mr. Allred suggested the Commission make a motion encompassing the whole project. He did not suggest a separate motion be made for the overall site plan, grading plan, and utility plan because it was all one. Any concerns about a particular issue within the overall plan could be identified.

Commissioner Shupe opened the public hearing. There were no public comments. The public hearing was closed.

(20:05:22) Commissioner Scott asked about the road cross sections. It seemed to him that the streets were narrow and parking on both sides of the street would impede traffic. Commissioner Carr had a similar concern along Main Street. Commissioner Shupe clarified that there would be 17.6 feet on either side of the centerline. He questioned whether the intent was to slow traffic down. Commissioner Scott remarked that parallel parking tends to clog the street.

Commissioner McKell asked what the purpose was for having parallel parking on Main Street from a planning and architectural standpoint. Ms. Olsen responded that the intent was to make it feel like a regular town. It also tended to activate the street more than by just having through traffic.

Mr. Allred clarified that the cross section referred to a width of 17.6 feet, however, there was an additional two feet for the curb. In the end, there was an additional 1.5 feet between the face of the curb and the edge of the asphalt. The total width would be 19 feet with eight for parking and 11 for the travel lane.

Commissioner Scott suggested the Commission defer to the professionals and allow them to have parallel parking if they want. Commissioner Khodadad stated that Gateway and Park City were used as examples in the work meeting. Both areas feature parallel parking, which brings energy to their main streets. They also have a great deal of other parking and once people become familiar with the area they will not be backing up in the streets waiting to parallel park. They will educate themselves and realize there are better places to park.

(20:13:24) Commissioner Scott asked about the graduated height requirement. Mr. Allred explained that the developers were not proposing the height that they feasibly could along Highland Drive. Along Highland Drive the buildings would be around 40 feet tall. Graduated height was not expected to be an issue there. Commissioner Scott did not object to six or seven floors. He liked that the 90-foot maximum is the control, that the number of residences is already set, and that the developer is allowed to choose how it will best fit the project economically.

Ms. Olsen stated that the models are available for viewing at the General Growth office located at 2950 South Main Street and that they would welcome the Planning Commission to view them there

Commissioner McKell asked if there was any concern with the stability of a tall building and the depth of the foundation. Commissioner Carr asked about the buildings in Blocks, C, D, E, and F and whether they would have basements or be built on grade. The response from the applicant was not audible.

Commissioner Kimball asked about the areas on the west where the greatest amount of fill will be placed. He assumed those were not the tallest buildings in the project. Mr. Didas confirmed that that was the case. Mr. Allred commented that there is a ground water issue on the site. Part of the SDMP approval involved the continuation of (pumping of groundwater) that practice. The City has codes and ordinances dealing with that in residential areas. One of the issues worked out with General Growth was that they would like to be able to keep the traditional practice of pumping ground water out of subsurface areas. If a structure is sunk into the ground and they find subsurface water, the Commission will have already authorized it to be pumped since that allowance is already contained in the SDMP.

(20:23:44) Commissioner Carr's original concerns were on the basis of the illustrations that were presented. None showed any street scenes with cars on them. In fact, the streets shown in the illustrations were considerably narrower than proposed. He did not think the sketches were as enlightening as they could have been. Commissioner Carr stated that it would be helpful to see a depiction of Main Street with the two lanes of parking and traffic.

Commissioner McKell asked about the landscape trees and whether there was a plan from a landscape architect with regard to the trees and how they would prosper. Ms. Olsen responded that their landscape architects have looked at the issue in depth and are pushing to make sure that all of the landscaped areas are large enough to hold significant landscaping. She confirmed that there would be irrigation throughout the site.

The Commissioners discussed specific language to be crafted into a motion. Mr. Allred explained that staff listed the main ideas within the infrastructure and utility plan. Tonight General Growth was asking the Planning Commission to approve the utility and infrastructure plan. The plan was actually a series of several pages, some that the Commission had not seen, that were compiled into one document.

(20:36:36) City Engineer, Clarence Kemp, sensed some discomfort on the part of the Commission with regard to the level of detail. He explained that there was great detail included with each master sheet involving issues staff was concerned about from a construction standpoint but that from a process, approval, and concept standpoint have no significance to what the Commission is doing. They were no different than the construction drawings staff deals with on other plats that the Commission never sees. With regard to the geotechnical report, Mr. Kemp stated that it was not before the Commission tonight. There had been extensive geotechnical studies performed. He clarified that the only place where liquefaction was discussed was regarding the design of the bridges. General Growth went above and beyond with regard to addressing it with the footings on the bridges to make sure that was taken care of. The depth of the trenching on the north side of the Mall was estimated over 20 feet. The reason additional geotechnical testing was being done was not an issue of depth or what they expect to find. It was instead an issue of security. The City's consultant was uncomfortable not with what had been done before, but with the spacing of the trenching. Given the history of the site, she wanted one more trench in the middle of the site to be sure of what was there. Since the mall buildings prevented trenching at the time of the SDMP process, she strongly recommended that additional trenching be performed once the buildings were gone. In terms of building foundations, there would be other opportunities to deal with it in the building permit phase. In fact, structural peer reviews would be done on all of the buildings as they go in to make sure specific issues are addressed. Seismic concerns were the major reason for the additional studies.

Commissioner Shupe wanted to ensure that the Commission has the detail necessary to make a motion but yet keep it general enough to move forward.

(20:40:20) Commissioner Kimball moved to approve the Cottonwood Mall Phase 1 Utility and Infrastructure Plan based on the fact that the staff has met with General Growth and their engineers and reviewed the plans. The City Engineer has performed a detailed review of the plans and redlined and commented on corrections and changes that need to be made upon those conditions. The purpose of this matter is to make sure the Utility and Infrastructure Plan meets the requirements of the Site Development Master Plan for the applicant to grade and excavate the site. Commissioner McKell seconded the motion. Vote on motion: Paul Shupe-Aye, Gene Carr-Aye, Lori Khodadad-Aye, Richard Kimball-Aye, Cyrus McKell-Aye, Brad Scott-Aye, Lynda Shields-Aye. The motion passed unanimously.

Commissioner Shields remarked that she is unqualified to vote on the matter but voted in favor of it given the fact that Mr. Kemp ultimately has the final say.

(20:43:48) Commissioner Scott moved that in response to the previous approvals, the Planning Commission recommend to the City Council grant the applicants an allowance for a sixth or seventh floor without changing the overall maximum building height of 90 feet. If lowering the ceilings is desired or permitted, the height, square footage, and number of units outlined in the SDMP shall not be changed without additional review by the Planning Commission and City Council? Commissioner Kimball seconded the motion. Vote on motion: Paul Shupe-Aye, Gene Carr-Aye, Lori Khodadad-Aye, Richard Kimball-Aye, Cyrus McKell-Aye, Brad Scott-Aye, Lynda Shields-Aye. The motion passed unanimously.

Commissioner Shields commented that she was the lone voice on the Commission that was unhappy with the project. She thought the proposed density far exceeded what she would want to see there. She stated, however, that what the developer had done so far was very good. Commissioner McKell agreed.

Commissioner Carr recalled that Ms. Olsen remarked that there would be new drawings and models for a shopping center. He asked that the Commission Members be provided with copies of the illustrations. Ms. Olsen agreed to provide the Commission with the three-dimensional model when it becomes available. A physical model was available in General Growth's office. All of the Commission Members were invited to stop by and see it. Ms. Olsen stated that it would help the Commissioners understand the building heights and setbacks from Highland Drive.

(20:49:08) Commissioner Khodadad was impressed with how the applicants were proceeding with the project. She drives by the Mall daily and noticed that the demolition took place seamlessly. She thought the recycling efforts were positive for the environment and the City as a whole. She viewed the model in the General Growth offices and thought it gave her a better feeling of what the project will look like. Commissioner Khodadad thought the developers were paying attention to detail and doing a great job.

Commissioner Shupe thanked General Growth for their preparation. Staff also did a great job of filling in the gaps. Staff's hard work was appreciated. Chair Shupe thanked the Commission Members for their time and effort in reviewing the information provided to them and listening to their constituents.

4. CONSENT ITEMS – Approval of Minutes – Planning Commission Meeting – March 4, 2008.

(19:20:04) Commissioner Shields recalled that a couple of times during the discussion she mentioned that the Commission should make sure that the City takes a look at the land record to make sure there is no cloud on the title. (referring to Regency Court subdivision) She noted that she was approached by several people since the meeting who told her that it was a perpetual problem. Ms. Hanson commented that she and Mr. Whiting prepared the minutes because the March 4 meeting was not recorded. She welcomed any additions to the minutes from the Commissioners.

Commissioner Shields asked that the record note that the title should be clear. She was aware of many neighbors who want to see the land preserved as open space. Commissioner Shupe's understanding was that at least a preliminary title report was required on preliminary plats. Ms. Hanson responded that it was generally required at time of final plat.

Commissioner Carr referred to page 2, line 36, where there was a question mark after Commissioner Shupe's name. Ms. Hanson stated that staff was trying to remember who made the comment. Commissioner Shupe recalled that Commissioner Carr made the statement. Ms. Hanson clarified that horses, cows, pigs, sheep, and goats were not classified as household pets. Commissioner Shupe reminded the Commission that they had allowed the owners of the animals on the land at Regency Court to keep them until a C of O is issued for a new house.

Commissioner Shields stated that the issue of geese was never addressed and noted that they are not considered domestic animals. Ms. Hanson agreed that geese were definitely farm animals. Commissioner Shields referred to page 1, lines 43 to 46, and stated that it was mentioned twice that the lane was private and gated at both ends.

Commissioner Khodadad remarked that when the motion was made on the Woods PUD, the applicant Steve Luzak, gave the Commission the address as 2710 East. She was unsure whether that had been verified. Ms. Hanson stated that when the plat was recorded 2710 was put on it. Subsequently, staff received a letter from the County Auditor's Office saying that the County will not accept that number because the street configuration does not comply with County requirements for numbered streets. As a result, the street must be named rather than numerical. Mr. Luzak received the letter several months earlier and staff was waiting for the applicant to choose a name. The problem was that before a name can be assigned to a street, the name must be submitted to the Auditor's Office who verifies that there are no duplicates in the County. Ms. Hanson stated that it was very difficult to name streets because there were few names available. She clarified that 2710 would be the coordinate for the street but it will have to have a name.

(19:31:30) Commissioner McKell referred to page 2, line 44, and suggested it be clarified. The language was changed to read, "The lot description should not be described as starting at the back side of the curb".

Commissioner Scott referred to page 5, line 45, and clarified that he had not reviewed the minutes but was part of the discussion. That conflicted with page 6, line 4 that said he moved to approve the minutes. It was suggested that on page 5, line 45, there be a period after

“Commissioner Scott had not had a chance to look at the minutes” and strike the rest of the sentence.

(19:34:18) *Commissioner Scott moved to accept the minutes of March 4, 2008 with the corrections as noted. Commissioner McKell seconded the motion. Vote on motion: Paul Shupe-Aye, Gene Carr-Aye, Lori Khodadad-Aye, Richard Kimball-Aye, Cyrus McKell-Aye, Brad Scott-Aye, Lynda Shields-Aye. The motion passed unanimously.*

(19:34:44) Ms. Hanson stated that the bylaws discussion was not noticed. The materials included in the Commissioners’ packets were informational only. The matter would, however, be noticed on a subsequent agenda as soon as the Council adopted the ordinance amendment. Commissioner Shupe asked that the matter be noticed as soon as possible and put on the next agenda.

5. Adjourn.

(20:50:39) *Commissioner Shields moved to adjourn. Commissioner Scott seconded the motion. Vote on motion: Paul Shupe-Aye, Gene Carr-Aye, Lori Khodadad-Aye, Richard Kimball-Aye, Cyrus McKell-Aye, Brad Scott-Aye, Lynda Shields-Aye. The motion passed unanimously.*

The Planning Commission Meeting adjourned at 8:51 p.m.

I hereby certify that the foregoing represents a true, accurate and complete record of the Holladay City Planning Commission meeting held Tuesday, March 18, 2007.



Teri Forbes, T Forbes Group
Minutes Secretary

Minutes approved: 5-6-08