

DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS

Gillette Tech Center, Phase I

I. DECLARATION OF INTENT AND PURPOSE

THIS DECLARATION, made August 5, 2002, by the City of Gillette, a duly constituted municipal corporation of the State of Wyoming and city of the first class, of 201 East Fifth Street, Gillette, Wyoming (hereinafter referred to as "City" or "Declarant"), which declares that a portion of the real property hereinafter described as "Gillette Tech Center", or alternately referred to as the "Tech Center") is and shall be held, transferred, sold, conveyed, improved, used, and occupied subject to the covenants, restrictions, easements, reservations, charges, and liens (hereinafter referred to as "Covenants, Conditions, and Restrictions", or alternatively referred to as "CC&Rs") hereinafter set forth, which "Covenants, Conditions, and Restrictions" shall run with the particularly described portion of the "Gillette Tech Center", and be binding on all parties having any right title or interest in any parcel, tract or lot within the "Gillette Tech Center", or any part thereof, their heirs, successors and assignees, and shall inure to the benefit of each owner thereof and which are not intended to be personal to any land owners but to be real covenants running with the land. The purpose of these Covenants, Conditions, and Restrictions is to establish appropriate and uniform standards of development, use, and maintenance for the business, light industrial, office, and research facility know as Gillette Tech Center.

It is the express purpose of these CC&Rs:

- to ensure proper development, use, and maintenance of all property within the Tech Center,
- to protect public and private investment against improper development of surrounding properties,
- to prevent structures built of improper design or materials,
- to encourage attractive *improvements* at appropriate locations,
- to prevent haphazard and inharmonious *improvements*, and,
- in general, to secure and maintain the scale and character of development envisioned by the "City" as developer and anticipated by the community.

II. LEGAL DESCRIPTION OF THE GILLETTE TECH CENTER

These CC&Rs shall apply to the property lying south of the northerly boundary of Sinclair Street within the Gillette Tech Center Phase I, according to the official subdivision plat thereof, recorded with the Campbell County Clerk and Ex-Officio Recorder of Deeds at page 156 of Book 7 of Plats.

III. ADMINISTRATION

These CC&Rs shall be administered by the City, or its designee.

A. Creation of Improvement Review Committee: The City shall appoint an Improvement Review Committee (IRC) consisting of five persons having the following representation:

1. One member of the professional staff of the City of Gillette Building or Planning Department.
2. One design professional (architect, engineer, urban planner . . .) in active private practice in the Gillette area.
3. One property owner or business operator (or designated representative of such person) in the Tech Center.
4. One member of the community at large.
5. One member from the Campbell County Economic Development Corporation.

B. Function of the Improvement Review Committee (IRC): No *improvement* may be erected, constructed, placed, altered (by addition or deletion) on any property in the project until plans and specifications, in such detail as the IRC deems necessary, have been submitted to and approved by the IRC and the Gillette City Council and appropriate building permits obtained from the City of Gillette. The actions of the IRC to approve, disapprove, or approve plans and specifications with conditions or modifications shall be advisory to the City Council whose authority shall be final.

C. Content of Plans and Specifications: Six sets of plans and specifications shall be submitted to the IRC and shall contain the following:

1. Site plan- a graphic representation of the proposed development showing the boundary of the site, all building locations, landscaped

areas, site access, and parking, drive and loading areas. The site plan shall be drawn to an appropriate scale (1"= 30', 1"= 40', etc.), be fully dimensionalized, and include a complete land development summary which includes gross site area, floor area and *FAR*, landscape area and *LSR*, lot coverage by principal and accessory structures, and number of parking and loading areas proposed.

2. Elevations- exterior building elevations (all sides) indicating proposed materials, colors, and textures. One sample board of proposed exterior materials and colors shall also be submitted. Preliminary floor plans may also be required by the IRC.
3. Landscape plan- concept level landscape plan to include locations and general description (deciduous, conifer, shrub, ground cover, turf, etc.). Any special use areas such as common areas and snow storage should also be shown. Names, sizes, quantities and planting plans for all proposed plant materials should be provided.
4. Grading and drainage plan- conceptual plan showing existing and proposed contours with drainage depicted by flow arrows. Quantities and calculations are not needed at this stage of review.
5. Utility plan- horizontal utility layout showing service lines and how they will be routed from mains. Any easements should be shown on this plan.

D. Plan and Specifications Review Procedure: All proposed plans and specifications meeting the requirements set forth herein shall be submitted to the City Director of Public Works, who shall distribute copies of plans and specifications to City Staff. Upon receiving staff comments, City Director of Public Works shall distribute the plans and comments to the IRC, and shall schedule a plan review meeting. The IRC shall review the proposed plans, and by majority vote of its members, make a recommendation to the City Council for approval, disapproval, or approval with conditions or modifications. The IRC shall make its recommendation in writing and shall base its recommendation upon findings that:

1. The proposed plans comply with the Design Guides contained in these CC&Rs, and;
2. The proposed plans generally reflect the stated project objectives of the Gillette Tech Center.

The IRC shall then forward their recommendation to the Gillette City

Council for final action. The IRC shall act on plans and specifications within 30 days but may at its discretion postpone action on proposed plans for further study and/or additional information or analysis from the applicant. The IRC may also withhold action on plans and specifications that are incomplete or inadequate as to content and/or presentation, and may at its discretion allow the applicant to revise or modify proposed plans prior any recommendation to the Council. (See Flow Chart - Appendix C)

- E. **Amendments to CC&Rs:** Any property owner in a portion of the Gillette Tech Center which is subject to these CC&Rs may propose an amendment to these CC&Rs. Proposed amendments must be made in writing to the IRC, and may be accompanied by surveys, drawings, or other documentation to support the proposed amendment. The IRC shall investigate the proposed amendment, and shall issue a written recommendation to the City. Until such time as at least 50% of the lots representing at least 50% of the net lot area of the Tech Center is owned by parties other than the City, the City and only the City may amend these CC&Rs. Once at least 50% of the lots representing at least 50% of the net lot area is owned by parties other than the City, the following amendment procedure shall apply:

Upon receipt of a request for amendment to these CC&Rs, the IRC shall assemble all available information relative to the request, provide analyses and a recommendation, and arrange a vote of all owners of real property within the Tech Center. The vote shall be conducted by written ballot distributed by the City. Ballots are to be returned in person or via U.S. Mail to the City or its designated management contractor. Each owner of 5,000 square feet of net lot area in the Tech Center, or portion thereof, shall be entitled to one vote. (Example: An owner of one lot of 80,000 square feet in net area shall be entitled to 16 votes. An owner of one lot of 4,000 square feet in net area shall be entitled to 1 vote and an owner of one lot of 6,000 square feet in net area shall be entitled to 1 vote) At least 66% of all votes shall be required to approve any proposed amendment to these CC&Rs. The results of the vote shall be certified by the City Clerk who shall notify all owners in writing of the results. Should any proposed amendment be approved through the process described herein, the City Clerk shall cause the amended CC&Rs to be recorded with the Clerk of Campbell County, Wyoming.

IV. DEFINITION OF TERMS

- A. *Accessory use*- a use that is clearly incidental and subordinate to a permitted use of a building or lot. Such accessory use(s) shall not exceed 30 % of the gross floor area of any building.
- B. *Condominium*- an ownership configuration in which only air and use rights are sold and deeded, along with an undivided interest in all common areas, such as parking and drive areas, open space, and building structure.
- C. *Cross access*- an easement which permits two or more adjoining properties the right to access certain described property owned by another, and prohibits one property owner from denying access to another; most often applies to parking and drive areas, walkways, and open space.
- D. *Floor area ratio (FAR)*- a ratio which describes the spatial relationship between structure(s) and lot; calculated by dividing the *gross floor area* of all structures thereon by the lot area (Example: a building of 10,000 square feet on a 40,000 square foot lot has an *FAR* of .25).
- E. *Flex space*- a type of building, or space within a building, in which leaseable space is flexible to meet the needs of the tenant, and is determined by moveable interior walls.
- F. *Gross floor area*- describes the total floor area of a building, including all leaseable space and common areas such as hallways, restrooms, lobbies, and foyers; for purposes of computing the *FAR*, the *gross floor area* shall only include those areas that are completely or partially at or above grade.
- G. *Improvements* - any and all buildings, structures and appurtenances thereto, private utilities and connections, parking and loading areas, fencing, walls, landscaping of any kind, and terrain alterations to facilitate drainage. This term shall include the remodeling, refurbishment, or reinstallation of *improvements*, but shall not include routine maintenance of said *improvements*.
- H. *Landscape ratio (LSR)*- a ratio which describes the relationship between the landscaped area of a lot and the total lot area, calculated by dividing

the landscaped area by the total lot area; (Example: 30,000 square feet of landscaped area on a 100,000 square foot lot yields an *LSR* of .30).

V. PERMITTED AND PROHIBITED LAND USES

A. **Principal Permitted Uses.** Permitted uses in the Gillette Tech Center are limited to the following:

1. Offices, including corporate offices, processing and claim centers, customer service call centers, multi-tenant/executive suites, and governmental and non-governmental administrative centers. Professional and agency offices, such as medical, dental, attorneys, accountants, brokerage, real estate, and insurance are also permitted provided they are tenants in multi-tenant buildings and do not constitute more than 50% of the leasable floor area in the building.
2. Research and development, including product testing and development, medical research, legal/academic research, computer or telecommunications laboratories, and related uses.
3. Light manufacturing and component assembly, including medical products, electronic components, product service centers, and related uses.
4. Higher educational facilities whether public or private, including community college, technical schools, and related training facilities.
5. Restaurants in compliance with these covenants.
6. Retail and wholesale sales only as accessory uses to a principal permitted use specified herein.

B. **Prohibited Uses.** There are many land uses that are permitted by the City of Gillette Zoning Ordinance which are neither consistent nor compatible with the desired character and quality of the Tech Center. The following uses are expressly prohibited:

1. Automobile dealerships, auto and truck sales lots, trailer, boat and RV sales, sale of mobile, manufactured, and modular homes, and related or similar uses.
2. Vehicle repair or service of any kind, including body and paint shops, performance shops, gasoline/diesel service stations, auto parts, and related uses.
3. Heavy industry and manufacturing, including asphalt and concrete

plants, smelting or refining, sawmill/kiln, power generation, or similar operations.

4. Warehousing, trucking, moving and storage, and similar operations.
5. Retail or wholesale businesses except as allowed herein.
6. Residential use of any kind.

C. Performance Standards. All land uses permitted in the Tech Center shall meet the following standards:

1. No use shall present hazards of explosion, vibration, radioactivity, ionization, nor shall any use emit noxious fumes, gases, chemicals, or compounds of any kind.
2. There shall be no objectionable emission of smoke or odors beyond immediate property boundaries.
3. No use shall cause or emit a continuous noise greater than 80 db at any property line.
4. No solid or liquid waste that does not meet federal, state or local requirements shall be discharged from any site.
5. No livestock or other animals shall be kept outside of a building or structure.
6. There shall be no unnecessary emissions of dust or other particulates from any site, and dust and siltation associated with construction shall be controlled to the extent required by local, state and federal requirements.
7. No outdoor storage of products, supplies, materials, or equipment associated with the business is permitted, nor shall any manufacturing, fabrication, or assembly activities be conducted outside of a building.
8. No bulk storage of fuels, hazardous materials, construction materials (except during actual construction on the same site), and heavy equipment is permitted.
9. Loading docks shall be limited to rear or side yards. The number of loading docks shall not be more than double the minimum amount required in Section Nine of the City of Gillette Zoning Ordinance.

VI. SITE DESIGN STANDARDS

A. Minimum Lot Area: For site development purposes, the minimum lot area in the Tech Center shall be 17,500 sf. However, this standard shall

not be applied so as to prohibit *condominium* ownership configurations and further subdivision of original Tech Center lots, provided *cross access* and parking easements are properly established in the plat or *condominium* declaration. Each building or each multi-structure complex shall function as a unified development regardless of ownership configuration.

- B. **Setbacks:** The minimum front setback shall be 30 feet from the front property line to the foundation wall of the building. For corner lots, a 30-foot minimum setback shall be required from both street frontages. The minimum side yard setback shall be 15 feet and the minimum rear yard shall be 30 feet. Accessory structures, including trash and dumpster enclosures, that do not exceed 120 sf in area must be set back a minimum of 10 feet from side and rear lot lines, and are not permitted forward of the primary foundation wall of any building. Any accessory structures which exceed 120 sf must meet the same setbacks as primary structures. Utility boxes, vaults, pedestals, traffic control boxes, and similar appurtenances are not considered structures for setback purposes. The location of such devices is generally a function of utility layout, but they should be kept out of boulevard landscaped areas and front setbacks, and located to the sides and rear of structures wherever possible.
- C. **Encroachments.** Covered entries, walkways, decks, balconies, and other building appurtenances that are intended to relate the building to the street are encouraged by these CC&Rs, and are allowed to encroach into the front setback by up to 20 feet, and into a side or rear setback up to 10 feet. Loading docks and appurtenances thereto are required to meet applicable setbacks.
- D. **Landscape ratio (LSR):** The minimum *LSR* shall be .25. Only landscaping on private property may be counted toward fulfilling the landscape requirement. Parkway or other landscaping in a street right-of-way does not count toward meeting this standard.
- E. **Floor area ratio (FAR):** Variable maximum *FARs* are allowed depending upon the number of levels in the principal structure. A level is considered to be any occupied level or story of a structure whether above or below grade.

Number of Levels

Maximum FAR

| | |
|----------------------|------|
| One Level | .35 |
| Two Levels | .50 |
| Three Levels | .55 |
| Four to Seven Levels | .60* |

* No structure may exceed seven levels without the express approval of the IRC. Also, for structures of four or more levels, the IRC may allow .60 FAR to be exceeded provided that the *LSR (landscape ratio)* is increased by the same value. For example, if a building is allowed an FAR of 0.65, the minimum *LSR* must be increased from 0.25 to 0.30.

E. Structural Height: For any lots bordering 4-J Road and Southern Drive, no building shall exceed two stories (approximately 30 feet) in height. Generally, structural height may increase toward the interior of the Tech Center, but no structure may exceed seven stories without IRC approval.

VII. DESIGN GUIDELINES

A. Exterior Building Materials: The primary structural materials used in the Tech Center shall be masonry. This includes natural stone (such as field stone), brick, split-faced block, Dryvit, stucco, and exposed aggregate. Wood logs or beams are allowed as an accent. Buildings must have at least two of these materials, but not more than three, plus wood when used as an accent. Large expanses of homogeneous exterior walls must be avoided and in no case shall there be more than 100 lineal feet of exterior wall without use of design features described in this section. Architectural features such as columns, reveals, and offsets should be used, along with clusters of mature landscaping. Structural glass is an acceptable exterior material, provided it does not exceed 50% of the wall surface area of the building. Glass exteriors should be grounded to a substantial masonry element of the building.

B. Exterior Colors: The palette of primary earth tone colors will help establish a unifying theme in the Gillette Tech Center. These colors include, but may not be limited to terra cotta, mocha, tans, browns, and gray-browns. Very light colors such as yellow, white, off-white (including blond brick), and very dark finish colors such as black (including black brick) and heavy warm grays are not acceptable. Bright

colored accents and trim such as horizontal bands, window moldings, cornice caps, awnings, and downspouts are encouraged. Trim colors include reds, blues, greens (kelly, forest, and teal), and purple/lavender/violets.

- C. Roof Lines and Materials:** Many different types of roof structures are permitted in the Tech Center. "Flat" roofs (which are actually slightly pitched to effect positive drainage) are allowed provided they are screened with parapets. Cornices and pitches in the parapet are encouraged where appropriate. Pitched roofs are also allowed and are encouraged for smaller structures of 5,000 sf or less, provided the minimum pitch is 3:12. Pitched roof materials may be architectural grade shingles, standing seam metal, or wood shakes. Metal roofs may not be white, off-white, galvanized, or any similar light color that will reflect glare.
- D. Landscaping:** Generally, landscaping in the Tech Center should reflect the natural terrain and native vegetation of Northeastern Wyoming. Landscaping should consist primarily of indigenous species and should be arranged in informal clusters. Straight rows of trees and shrubs are to be avoided. Landscape boulders, berming, and terracing are encouraged where appropriate. Landscaping should be used to address a number of specific design issues, including:
1. Softening structural mass- Expansive exterior building surfaces should be screened and visually softened with mature specimen trees and/or clusters of different types and heights of plant materials as specified in Appendix A.
 2. Focusing entry ways and walkways- Landscaping should draw the eye to building entries and walkways leading to entries. Landscaping should never obscure building entries from driveway entrances or parking areas.
 3. Screening parking and loading areas- Landscape areas should provide separation and visual car-height screening of parking areas. Loading and service areas should be heavily screened from view of adjacent properties, streets, and other public ways.
 4. Providing visual contrast to paved areas- Landscaping strips or islands should be used to organize parking areas and to provide visual relief from vast expanses of paved area. Landscaped areas should comprise a minimum of 10% of the total interior parking and loading area.

Landscape strips or islands should be a minimum of nine feet in width.

5. Providing visually pleasing streetscapes- Boulevard areas and landscaped setbacks should combine to form high-quality streetscapes for motorists and pedestrians.
6. Affording filtered views into and through developed sites- Total screening from off-site is neither possible nor desirable. Motorists must be able to see into a site to make key decisions about where and when to enter. Filtered views, both of the site and from the site, allow broad vistas which enhance the value and enjoyment of Tech Center property.

The City of Gillette maintains a list of native and non-native specimen trees, ornamentals, shrubs, and ground cover that are well suited to the High Plains climate. That list has been modified for use in the Tech Center and is included as Appendix A to these CC&Rs. The City also has standard planting and irrigation details that should provide a starting point for landscape working drawings and contract documents. All landscaping must conform to City requirements for planting in and near easements for utility lines and in corner visibility areas.

In order to control water use and reduce maintenance requirements, xeriscaping is permitted for up to 50% of the landscaped area according to the guidelines included as Appendix B to these CC&Rs.

VIII. PROPERTY MAINTENANCE

- A. **General Responsibility.** Maintenance of private property is the responsibility of the property owner, but may be assigned to a tenant through the specific provisions of a building or property lease. All private property in the Tech Center shall be maintained to a high standard of function and appearance. Exterior building finishes shall be kept clean. Masonry shall be maintained as close as possible to its original intended color and texture. Painted surfaces shall not be permitted to fade, crack, warp, or peel. All wood surfaces, including wood shake roofs, shall be maintained in a freshly finished appearance and shall not be allowed to deteriorate to a weathered appearance. Glass surfaces shall be cleaned regularly to avoid streaks, water spots, dirt, or debris.

- B. Emergency Equipment and Utility Access.** It is the responsibility of each owner/tenant to maintain emergency equipment (fire extinguishers, smoke detectors, exit signs, lights, automatic fire suppression systems, standpipes, etc.), emergency exits and egress, and fire lanes. Each structure shall be maintained in compliance with applicable local building codes and the Americans with Disabilities Act (ADA). Perpetual access to utility facilities (vaults, valves, manholes, etc.) shall be provided for and maintained by the owner/tenant.
- C. Parking and Loading Areas.** Parking, loading, and drive areas shall be maintained free of potholes and excessive cracking and heaving. No dirt or debris shall be allowed to accumulate in these areas. All painted lines and directional signage shall be maintained so as to be visible and functional, especially markings for handicap parking and emergency vehicles.
- D. Landscaping.** All landscaping on private property and the frontage from back of sidewalk to property line must be maintained to a park like appearance. All dead or diseased plant material must be replaced as soon as practicable given the required planting season. Landscaped areas must be regularly mowed, trimmed, or pruned as appropriate, and no trash or debris shall be allowed to accumulate.

IX. SIGNAGE

Each property shall be allowed ample signage to identify the business or businesses thereon. Preference shall be given to the identifying themes, logos, colors, designs, and lettering styles of the owner or tenant, except that the background colors of white, yellow, pink and neon colors are not permitted.

- A. Freestanding Signs.** All freestanding signs shall be of the monument or ground free-standing signs. No pole signs shall be permitted. Each property is allowed one monument sign, and no such sign shall exceed six (6) feet in height. The monument sign shall identify a building and/or the tenants of the building. Actual sign faces are limited to 24 sf per side for each of the monument sign's two sides. The Improvement Review Committee may, at its option, allow no more than 48 sf of actual sign face to be distributed among three sides of an angled or triangular

monument sign.

- B. Wall Signs.** For multi-tenant buildings where each tenant has its own entry and visible building frontage (*flex space*), one wall sign per tenant not to exceed 20 sf shall be allowed. Signs should be placed on the building at uniform heights and shall be consistent (not necessarily identical) in design.

For single-tenant buildings, and for two-tenant buildings over 8,000 sf in *gross floor area*, the IRC may allow wall signs consisting of metal or plastic letters mounted directly to the building. One sign of this type for each street frontage of the subject property may be allowed, and no such sign may exceed 40 sf in area. Methods of measurement shall be consistent with the City's zoning regulations.

- C. Prohibited Signs.** The following signs are prohibited in the Tech Center:

1. Billboards and off-premise advertising
2. Internally illuminated signs
3. Window signs, except for modest hours of operation signs intended to be readable by pedestrians in the immediate vicinity of the building
4. Roof signs
5. Flashing, animated, moving and mechanical signs
6. Light beams, projections, and holograms
7. Pennants, banners, sandwich board signs, balloons, trailer mounted signs, or other temporary signs, except that one time "grand opening" banners may be displayed for no more than 14 consecutive days.
8. Exterior building perimeter and trim lighting, including neon.

- D. Kiosks and Directional Signs.** Kiosks and directional signs ("Entry", "Exit", "One Way", etc.) should be of uniform design and are to be supplied by the City. Kiosks are to be located at major client entryways to buildings, and should be readily readable by pedestrians. No individual business or tenant is authorized to erect directional signs or kiosks in the Tech Center.

X. PARKING AND LOADING

- A. General.** Each property shall be required to provide adequate off-street

parking to meet the needs of employees, tenants, customers, and visitors. In order to maximize flexibility in site development, enhance appearance and landscaped area, and control storm water runoff, excess parking is discouraged. Shared parking and common parking areas among two or more buildings is encouraged. All parking, drive, and loading areas must be properly maintained by the landowner or tenant (see PROPERTY MAINTENANCE), and snow storage areas are encouraged to be incorporated into landscaping and site design.

- B. Construction.** Parking, drives, and loading areas shall be graded for positive drainage and to avoid ponding. They must be constructed with adequate sub-base for the intended traffic, and must be surfaced with asphalt or concrete. Except for construction and other temporary operations allowed by the IRC, gravel parking and drive areas, regardless of how graded or compacted, and asphalt millings are not permitted as surface materials.
- C. Standards.** Regulations and standards for quantities and dimensions of off-street parking spaces and loading areas are set forth in Section 9 of the City of Gillette Zoning Ordinance. All off-street parking in the Tech Center shall meet these requirements.
- D. Setbacks.** Except for limited handicap parking, visitor parking, and drop-offs as allowed by the IRC, no parking areas are permitted within 20 feet of the front property line. Parking areas must be set back a minimum of 8 feet from a side lot line except where parking is shared between adjacent properties through an easement or written agreement between landowners. Parking areas fronting the street side of a side lot line shall be set back a minimum of 10 feet.
- E. Landscaping.** All parking area setbacks shall be landscaped. Intermittent clusters of car height plant materials should be included for screening, along with a mix of specimen trees and ornamentals. Landscape boulders and berming are encouraged where appropriate.
- F. Trash facilities.** Trash facilities should be enclosed within buildings when and where possible, and any outdoor dumpsters should be restricted to side and rear yards to the rear of parking and service areas. Under no circumstances should dumpsters be allowed between a structure or parking area and the street. Outdoor dumpsters should be screened by

open masonry enclosures and landscaping.

XI. LIGHTING

A. Street Lighting. The City of Gillette will provide street lighting on all public streets in the Tech Center.

B. Parking and Security Lighting. Lighting in parking and loading areas and security lighting for buildings and grounds shall be the responsibility of the property owner, although maintenance and energy costs may be assigned to tenants. Lighting levels should be the minimum possible to accomplish the intended purpose. Parking area lighting should not exceed .75 foot-candles unless approved by the IRC. Security spot and/or flood lighting may be mounted directly onto buildings and shall be directed downward. All lighting shall be shielded to prevent glare impacts on other properties. Ground level and bollard lighting are encouraged to highlight buildings and to illuminate walkways, driveways, building entries, etc. Color-neutral sources are required.

The terms of this COVENANT, CONDITION AND RESTRICTION shall bind the owners of the particular portions of the "Gillette Tech Center" listed above and their successors in interest to the title to any part or portion thereof.

If any legal action is instituted to enforce any of the terms of this COVENANT, CONDITION AND RESTRICTION, the unsuccessful party shall pay the successful party's reasonable attorneys' fees and all costs of the action including court costs, expert witness fees and all other actual expenses incurred in the prosecution of the action.

Dated August 5, 2002.

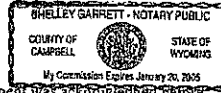
City of Gillette

Frank W. Latta
Frank W. Latta, Mayor

(SEAL) ATTEST:

Margo Rhoades
Margo Rhoades, City Clerk

STATE OF WYOMING)
) ss.
County of Campbell)



The above and foregoing instrument was acknowledged before me by Frank W. Latta & Margo Rhoades on August 5, 2002.

Witness my hand and official seal,
Shelley Garrett
Notary Public
My Commission Expires: Jan. 20, 2005

APPENDIX A: Recommended Plant List for Gillette Tech Center

A. Deciduous Specimen Trees

Hackberry
Ohio Buckeye
Littleleaf Linden
Bur Oak
Blacklocust
European Birch
Green Ash
Plains Cottonwood (native only)
Boxelder
Golden Willow
Silver Maple
Quaking Aspen

B. Evergreen Specimen Trees

Scotch Pine
Austrian Pine
Ponderosa Pine
Black Hills Spruce
Colorado Blue Spruce
Norway Spruce
Douglas Fir
Rocky Mountain Juniper

C. Small Trees, Ornamentals, and Large Shrubs

Amur Maple
Lilacs
Stagehorn Sumac
American Plum
Mugo Pine
Eastern Arborvitae

Tartarian Maple
European Mountain Ash
Crabapples
Canada Red Cherry
Eastern Red Cedar
Hawthorns

D. Large Shrubs

Red Twig Dogwood
Golden Current
Caragana
Serviceberry
Spirea
Cotoneaster
Viburnum
Skunkbush
Forsythia
Buffaloberry
Burning Bush
Junipers

E. Small Shrubs

Junipers
Potentilla
Western Sand Cherry
Purple Leaf Sand Cherry
Rabbitbrush
Russian Sage
Nine Bark
Barberry
Rugosa Rose
Raseberry
Snowberry

This plant list is based upon the list of recommended plant materials maintained by the City of Gillette, but has been modified to reflect the

specific objectives of the Tech Center. The City's list contains no recommendations on groundcovers or perennials. Therefore, landscape architects and contractors are encouraged to choose groundcovers and perennials suited to the Northeast Wyoming climate and growing season, and to submit complete plant lists to the City and the IRC for approval prior to landscape design.

F: Installation Standards

The minimum installed size of plant materials is as follows:

1. Deciduous specimen trees- 2 ½ inch caliper (multi-stem aspen and golden willow are acceptable)
2. Conifer specimen trees- 40% 6 ft. in height (measured from top of ball)
40% 8 ft. in height
20% 10 ft. in height
3. Small trees, ornamentals, and large shrubs- 1 ½ inch caliper or 5-gallon container, as applicable:
Large shrubs- 5-gallon container
Small shrubs- 2-gallon container

Appendix B: Xeriscape Guidelines

1. Xeriscape Principles

These principals of xeriscape are offered as guides to provide a general overview of important considerations when xeriscaping is used in the Gillette Tech Center. Xeriscaping should only be installed with technical guidance from a landscape architect or reputable landscape contractor with xeriscape experience.

Context of the Installation- Xeriscaping should be done in relevant context to the site. The locations of buildings, walkways, and parking areas should be identified, and the type of landscape area suitable for xeriscape (screening, buffering, passive recreation, etc.) must be considered. (Note: Xeriscaping is not generally recommended for active recreational areas.) The number and types of people using the landscape (employees, customers, visitors, children, etc.) should be evaluated. Plant materials with similar water needs should be grouped together.

Soil Condition and Treatment- Organic matter must be added to natural soils in the Gillette area. Enriching the soil will help it retain moisture and nutrients.

Irrigation- Even the lowest water use xeriscape needs supplemental watering after initial installation and during extended hot and dry periods. Irrigation should be considered from the beginning of the design process. Watering should be deep and as infrequent as possible in order to develop deep plant roots. While several different types of irrigation systems are suited for xeriscape, drip irrigation generally performs the best.

Turf Areas- Turf grass should be kept to a minimum and only used in areas of high foot traffic, such as picnic areas and other passive space for people and pets. (Note: Areas of very high traffic, such as pathways, should be paved, rocked, or mulched.) Typical bluegrass requires 25 to 30 inches of water each growing season. Wildflowers and native grasses make good substitutes, and require less mowing and fertilization.

Selecting Appropriate Plant Materials- There is a wide variety of plants available for xeriscape applications. Using plants with different heights, colors, and textures creates visual interest in the installation. Plants should

be selected for their seasonal colors or distinctive berries, bark, or seedheads. Plants with similar water and sunlight needs should be grouped together. Reference the xeriscape plant list in this appendix.

Mulching- the use of mulch helps to conserve soil moisture, control weeds, and adds interest to a xeriscape. Organic mulches, such as bark and wood chips and pole peelings, will decompose over time and improve soil texture, but must be restored periodically. Inorganic mulches such as gravel, crushed stone, and river rock can be used in planting areas, but they do tend to increase heat retention and reflect the sun's glare. In most applications, two to four inches of organic mulch should be sufficient. Mulch can be applied directly to the soil surface or over a light colored breathable landscape fabric.

Maintenance- Initially, maintenance of xeriscape is similar to that of conventional landscaping, but xeriscape maintenance needs will decrease over time. Trees and shrubs should be checked for pruning needs at least once per year, depending on species. Flowering perennials need frequent pruning to stimulate blooming, and to keep a neat appearance once the plants have gone dormant. Xeriscape is not maintenance free by any means, but over the long term will require less maintenance, and less costly watering and fertilizing, than a conventional landscape treatment.

2. Plant Materials

The following lists of trees and shrubs are taken from the plant list maintained by the City of Gillette and are generally considered suitable for xeriscape applications. As the City's list is not intended to be used as a definitive guide to xeriscape, landscape architects and contractors are encouraged to submit complete plant lists to the City and the IRC prior to design. Groundcovers and perennials are not included in the City list. (L= low water use, V= very low water use):

Trees

Bur Oak- V
Austrian Pine- L
Ponderosa Pine- V
Colorado Blue Spruce- L
Rocky Mountain Juniper- V

Hawthorn- V

Shrubs

Rocky Mountain Sumac- V

Red Twig Dogwood- V

Serviceberry- V

Spirea- V

Cotoneaster- L

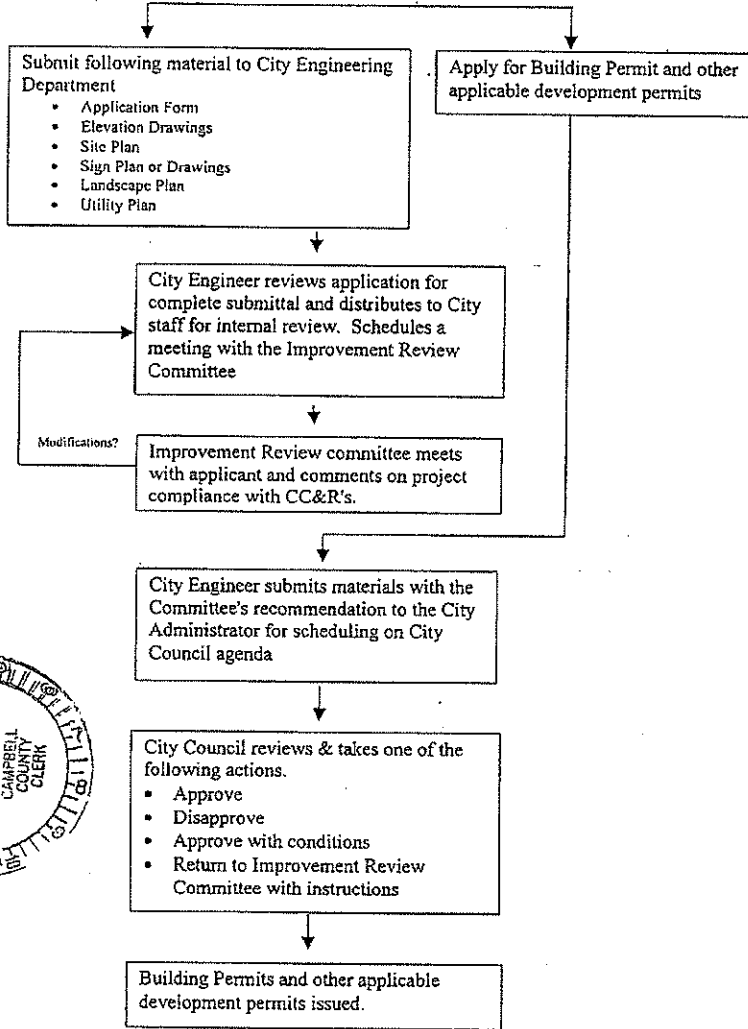
Junipers- V

Potentilla- L

Rabbitbrush- V

Snowberry- V

Appendix C: Design Review Process Gillette Tech Center



Declaration of CC&Rs Approved 8-5-2002 22

STATE OF WYOMING }
Campbell County } ss.

Filed for record this 10th day of February A.D. 2003 5:22 o'clock P. M. and recorded in Book 1839
of Photos on page 419-440 Fees \$ 71.00

Cheryl Saunders RECORDED
County Clerk and Ex-Officio Register of Deeds ABSTRACTED
CHECKED

By Deputy Sharon Archetti 10761