



# TOWN OF JACKSON PLANNING & BUILDING DEPARTMENT

## TRANSMITTAL MEMO

### Town of Jackson

- ☒ Public Works/Engineering
- ☒ Building
- ☐ Title Company
- ☒ Town Attorney
- ☒ Police

### Joint Town/County

- ☒ Parks and Recreation
- ☒ Pathways
- ☒ Joint Housing Dept

### Teton County

- ☐ Planning Division

- ☐ Engineer
- ☐ Surveyor- *Nelson*
- ☐ Assessor
- ☐ Clerk and Recorder
- ☐ Road and Levee

### State of Wyoming

- ☐ Teton Conservation
- ☐ WYDOT
- ☐ TC School District #1
- ☐ Game and Fish
- ☐ DEQ

### Federal Agencies

- ☐ Army Corp of Engineers

### Utility Providers

- ☐ Qwest
- ☐ Lower Valley Energy
- ☐ Bresnan Communications

### Special Districts

- ☒ START
- ☒ Jackson Hole Fire/EMS
- ☐ Irrigation Company

<p>Date: October 20, 2023</p> <p>Item #: P23-187</p> <p>Planner: Katelyn Page</p> <p>Phone: 733-0440 ext. 1302</p> <p>Email: <a href="mailto:kpage@jacksonwy.gov">kpage@jacksonwy.gov</a></p> <p><b>Owner</b> 260 N. Millward St , LLC 850 Ridge Like Blvd., Suite 401 Memphis, TN 38120</p> <p><b>Applicant</b> SJ Planning Solutions PO Box 523 Jackson, WY 83001</p>	<p style="text-align: center;">REQUESTS:</p> <p>The applicant is submitting a request for a Basic Use Permit for Lodging use at the property located at 260 N. Millward St. PIDN: 22-41-16-28-4-24-001</p> <p>For questions, please call Katelyn Page at 733-0440, x1302 or email to the address shown below. Thank you.</p>
<p><b>Please respond by: November 10, 2023 (with Comments)</b></p>	

**RESPONSE:** For Departments not using SmartGov, please send responses via email to:  
[planning@jacksonwy.gov](mailto:planning@jacksonwy.gov)



**PLANNING PERMIT APPLICATION**  
**Planning & Building Department**

150 E Pearl Ave. | ph: (307) 733-0440  
P.O. Box 1687 | [www.townofjackson.com](http://www.townofjackson.com)  
Jackson, WY 83001

**For Office Use Only**

Fees Paid \_\_\_\_\_ Date & Time Received \_\_\_\_\_  
Application #s \_\_\_\_\_

**Please note:** Applications received after 3 PM will be processed the next business day.

**PROJECT.**

Name/Description: \_\_\_\_\_  
Physical Address: \_\_\_\_\_  
Lot, Subdivision: \_\_\_\_\_ PIDN: \_\_\_\_\_

**PROPERTY OWNER.**

Name: \_\_\_\_\_ Phone: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_ ZIP: \_\_\_\_\_  
E-mail: \_\_\_\_\_

**APPLICANT/AGENT.**

Name: \_\_\_\_\_ Phone: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_ ZIP: \_\_\_\_\_  
E-mail: \_\_\_\_\_

**DESIGNATED PRIMARY CONTACT.**

\_\_\_\_\_ Property Owner \_\_\_\_\_ Applicant/Agent

**TYPE OF APPLICATION.** Please check all that apply; review the type of application at [www.townofjackson/200/Planning](http://www.townofjackson/200/Planning)

**Use Permit**

\_\_\_\_\_ Basic Use  
\_\_\_\_\_ Conditional Use  
\_\_\_\_\_ Special Use

**Relief from the LDRs**

\_\_\_\_\_ Administrative Adjustment  
\_\_\_\_\_ Variance  
\_\_\_\_\_ Beneficial Use Determination  
\_\_\_\_\_ Appeal of an Admin. Decision

**Physical Development**

\_\_\_\_\_ Sketch Plan  
\_\_\_\_\_ Development Plan  
\_\_\_\_\_ Design Review

**Subdivision/Development Option**

\_\_\_\_\_ Subdivision Plat  
\_\_\_\_\_ Boundary Adjustment (replat)  
\_\_\_\_\_ Boundary Adjustment (no plat)  
\_\_\_\_\_ Development Option Plan

**Interpretations**

\_\_\_\_\_ Formal Interpretation  
\_\_\_\_\_ Zoning Compliance Verification

**Amendments to the LDRs**

\_\_\_\_\_ LDR Text Amendment  
\_\_\_\_\_ Map Amendment

**Miscellaneous**

\_\_\_\_\_ Other: \_\_\_\_\_  
\_\_\_\_\_ Environmental Analysis

**PRE-SUBMITTAL STEPS.** To see if pre-submittal steps apply to you, go to [www.townofjackson.com/200/Planning](http://www.townofjackson.com/200/Planning) and select the relevant application type for requirements. Please submit all required pre-submittal steps with application.

Pre-application Conference #: N/A Environmental Analysis #: N/A  
Original Permit #: 02-25.2 & 02-25.3 Date of Neighborhood Meeting: \_\_\_\_\_

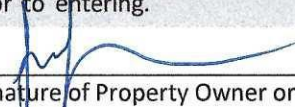
**SUBMITTAL REQUIREMENTS.** Please ensure all submittal requirements are included. The Planning Department will not hold or process incomplete applications. Partial or incomplete applications will be returned to the applicant. Go to [www.townofjackson.com/200/Planning](http://www.townofjackson.com/200/Planning) and select the relevant application type for submittal requirements.

Have you attached the following?

- ☒ **Application Fee.** Fees are cumulative. Go to [www.townofjackson.com/200/Planning](http://www.townofjackson.com/200/Planning) and select the relevant application type for the fees.
- ☒ **Notarized Letter of Authorization.** A notarized letter of consent from the landowner is required if the applicant is not the owner, or if an agent is applying on behalf of the landowner. Please see the Letter of Authorization template at <http://www.townofjackson.com/DocumentCenter/View/845/LetterOfAuthorization-PDF>.
- ☒ **Response to Submittal Requirements.** The submittal requirements can be found on the TOJ website for the specific application. If a pre-application conference is required, the submittal requirements will be provided to applicant at the conference. The submittal requirements are at [www.townofjackson.com/200/Planning](http://www.townofjackson.com/200/Planning) under the relevant application type.

**Note:** Information provided by the applicant or other review agencies during the planning process may identify other requirements that were not evident at the time of application submittal or a Pre-Application Conference, if held. Staff may request additional materials during review as needed to determine compliance with the LDRs.

Under penalty of perjury, I hereby certify that I have read this application and associated checklists and state that, to the best of my knowledge, all information submitted in this request is true and correct. I agree to comply with all county and state laws relating to the subject matter of this application, and hereby authorize representatives of Teton County to enter upon the above-mentioned property during normal business hours, after making a reasonable effort to contact the owner/applicant prior to entering.

  
\_\_\_\_\_  
Signature of Property Owner or Authorized Applicant/Agent  
Susan Johnson, SJ Planning Solutions  
\_\_\_\_\_  
Name Printed

10/16/2023  
\_\_\_\_\_  
Date  
Authorized Agent  
\_\_\_\_\_  
Title



Town of Jackson  
150 E Pearl Avenue  
PO Box 1687, Jackson, WY 83001  
P: (307)733-3932 F: (307)739-0919  
www.jacksonwy.gov

Date: 10/16/2023

## LETTER OF AUTHORIZATION

### NAMING APPLICANT AS OWNER'S AGENT

**PRINT** full name of property owner as listed on the deed when it is an individual OR print full name and title of President or Principal Officer when the owner listed on the deed is a corporation or an entity other than an individual: Larry F. Wright JR. Title: Managing Member

Being duly sworn, deposes and says that Jackson Millward 2022, LLC. is the owner in fee of the premises located at: \_\_\_\_\_  
Name of legal property owner as listed on deed

Address of Premises: 260 N. Millward St., Jackson, WY 83001

Legal Description: Homewood Suites by Hilton

Please attach additional sheet for additional addresses and legal descriptions

And, that the person named as follows: Name of Applicant/agent: Susan Johnson

Mailing address of Applicant/agent: PO Box 523

Email address of Applicant/agent: susan@sjplanning solutions.com

Phone Number of Applicant/agent: 307-413-2694

Is authorized to act as property owner's agent and be the applicant for the application(s) checked below for a permit to perform the work specified is this(these) application(s) at the premises listed above:

- ☒ Development/Subdivision Plat Permit Application    ☐ Building Permit Application  
☐ Public Right of Way Permit    ☐ Grading and Erosion Control Permit    ☐ Business License Application  
☐ Demolition Permit    ☐ Home Occupation    ☐ Other (describe) \_\_\_\_\_

Under penalty of perjury, the undersigned swears that the foregoing is true and, if signing on behalf of a corporation, partnership, limited liability company or other entity, the undersigned swears that this authorization is given with the appropriate approval of such entity, if required.

[Signature]  
Property Owner Signature  
Agent For Owner

Title if signed by officer, partner or member of corporation, LLC (secretary or corporate owner) partnership or other non-individual Owner

STATE OF Tennessee )  
 ) SS.  
COUNTY OF Shelby )

The foregoing instrument was acknowledged before me by Brandon Birkhead this 16th day of October, 2023. WITNESS my hand and official seal.

Carol D. Harman  
Notary Public

My commission expires







October 16, 2023

Town of Jackson Planning and Building Services  
PO Box 1687  
150 E. Pearl Ave  
Jackson, WY 83001

Submitted Via Email: [planning@jacksonwy.gov](mailto:planning@jacksonwy.gov)

**RE: Basic Use Permit Application for a Change of Use at 260 N. Millward (PIDN: 22-41-16-28-4-24-001)**

Dear Planning Staff,

On behalf of Jackson Millward 2022, LLC, please find the attached Basic Use Permit (BUP) application for a Change of Use at 260 N. Millward Street (Lots 16-19, Blk.1, Jackson Original Townsite). This location is the site of the Homewood Suites hotel. The request for a Basic Use Permit is to ensure all standards are met, including parking and workforce housing, prior to initiating an interior remodel. No additional square footage or changes to the exterior are proposed. A Building Permit will be submitted pending approval of this application.

**Existing Conditions**

The subject property is zoned Commercial Residential-2 (CR-2) and is within the Lodging Overlay. The property includes Lots 16-19, Block 1 of the Original Townsite of the Town of Jackson, Plat No. 100, recorded on July 18, 1901. In 2003 the property was approved as a Planned Mixed-Use Development (PMUD) for a 34,700 square foot building, with 76% of the building used for Lodging. On February 7, 2005 an Amendment to the PMUD was approved by the Town Council to allow a change in use and layout of 1,600 square feet of commercial Office Use on the 2<sup>nd</sup> floor. At that time the office space on the 2<sup>nd</sup> floor was entirely converted to Lodging Uses, which increased the percentage of the Lodging Use in the building from 76% to 82%. The conversion included a relocated lodging room, meeting space, restrooms, office, and storage, all ancillary to the Lodging Use.

**Proposal**

The area that is the subject of this request is the same space that was converted to Lodging Uses in 2005, minus the relocated lodging room, which will remain as-is. It consists of 1,226 square feet, all located on the 2<sup>nd</sup> floor of the hotel. The proposal is to continue to utilize the space for Lodging Uses, but to convert 1,050 square feet of the space into two additional lodging rooms (one King Studio and one Queen Suite) and the remaining 176 square feet will be converted into storage space. Please see the plans included with this application that show the existing and proposed floor plans (Sheets A1.2 and A1.3).

**Findings**

1. *Complies with the use specific standards of Division 6.1: Allowed Uses and the zone; and Can be made.* See compliance below under **6.1.5 – Lodging Uses** and **CR-2 Zone**. Lodging is a permitted use with a Basic Use Permit in the CR-2 Zone, since the property is within the Lodging Overlay.

2. *Complies with all other relevant standards of these LDRs and all other Town Ordinances; and Can be made.* See compliance below.
3. *Is in substantial conformance with all standards or conditions of any prior applicable permits or approvals.*  
**Can Be Made.** The proposal is to continue to utilize the property as a PMUD, with 82% of the building used as Lodging Use as proposed in the Amendment to the Final Development Plan (Item 02-25.3) approved on February 7, 2005.

### **6.1.5 – Lodging Uses**

A.1. **Definition.** Convention lodging is an existing use on the property, as the Homewood Suites hotel. Aside from the employee housing units within the building, occupancy is limited to less than 31 days.

A.2. **Establishment of the Lodging Overlay.** The subject property is located within the Lodging Overlay and has been determined to be an appropriate location for lodging uses.

B. **Conventional Lodging.** The subject property operates as a hotel, which is included in the definition of conventional lodging.

C. **Short-term Rental Unit.** Not applicable. The subject property falls under the definition of Conventional Lodging.

### **CR-2 Zone**

#### **A. Intent**

The intent of the Commercial Residential-2 (CR-2) zone is to provide for a vibrant mixed-use zone consisting primarily of retail, office, lodging and residential uses. This zone will often be located on the periphery of the core of Downtown and helps to serve as a transition to lower density residential areas.

#### **B. Physical Development Standards**

The property was redeveloped as a PMUD in 2003. The PMUD allowed increased Floor Area in order to provide flexibility to encourage a mix of uses. The PMUD ordinance was repealed in 2012. While the existing floor area of 34,700 square feet (1.25 FAR) is more than the allowed 0.8 FAR (22,302 square feet), permitted within the Lodging Overlay in the CR-2 zone, the building is considered legally nonconforming. No additional floor area or exterior changes are being proposed.

#### **C. Use**

Lodging is an allowed use in the CR-2 zone, with a Basic Use Permit within the Lodging Overlay.

#### **Parking**

Currently, there are 46 parking spaces located on the property (2 of which are disability spaces). During the 2003 approval, there was a minimum parking requirement of 45 spaces, which were allowed to be shared between the uses. The proposed Change of Use in 2005 eliminated 1,600 square feet of office space, but did not add any additional lodging rooms; it only *relocated* a lodging room and converted the Office use to ancillary Lodging uses. Therefore, there was no analysis of parking and employee housing at that time.

Looking at the 2003 PMUD approval the space was entirely an Office use. The CR-2 Zone requires a parking rate for an Office Use of 2.47 spaces per 1,000 square feet, for a total requirement of 4 spaces for the 1,600 square feet of Office that was originally approved ( $1.6 \times 2.47 = 3.9$ ). In the CR-2 zone Conventional Lodging requires a parking rate of 0.75 per room, for a total requirement of 1.5 spaces ( $2 \text{ rooms} \times 0.75 = 1.5$ ), not including the relocated lodging room conversion in 2005, as that room was already approved in 2003 and

only relocated to 374 square feet previously occupied by Office uses. Because the commercial space has a higher parking rate than 3 hotel rooms, there is no additional parking required for this request, pursuant to LDR Sec. 6.2.2.A.2, below:

2. **Change of Use.** An applicant for a change of use shall only be required to additionally provide the difference between the parking requirement of the existing use and proposed use, regardless of the actual parking that exists.

#### Affordable Workforce Housing

Currently there are six workforce housing units located within the structure, all approved as part of the PMUD in 2003 (see attached Employee Housing Restriction for description of units). Although the change from an office use to lodging use occurred in 2005, there was no discussion nor consideration of any employee housing requirements at that time because there was no change in the number of lodging units, only a reduction in the Office use.

Pursuant to LDR Section 6.3.3.A.4, in the case of a change of use, the amount of affordable workforce housing required shall be the difference between the requirement for the proposed use and the requirement for the existing use. Under current regulations for an Office Use Affordable Workforce Housing is required at a rate of 0.000247 \* Office square footage (0.000247 X 1600), which results in an existing housing credit of 0.395. The proposed addition of 2 more lodging rooms above and beyond what was approved under the 2003 PMUD creates an Affordable Workforce Housing requirement of 0.204 (0.102 \* bedrooms or 0.102 X 2 bedrooms), which is 0.191 housing units less than what was provided under the Office Use originally approved in 2003. Because the prior use was mitigated at a higher rate than the proposed use, there is no Affordable Workforce Housing requirement.

Housing is only required for new development. Please describe the existing use of the site so that it can be credited from the housing requirement. The definition of existing use is Section 6.3.2.A.1 of the LDRs. Generally, the existing use to enter is the use with the highest housing requirement that either existed in 1995, or has been permitted since 1995. Please attach proof of

Existing Use (Sec. 6.3.2.A)	Housing Requirement (Sec. 6.3.3.A)	Use Size: bedrooms	Use Size: habitable sf	Use Quantity	Housing Required
Office	0.000247*sf		1600	1	0.395
Existing Workforce Housing Credit					0.395

#### Step 3: Proposed Development

Please describe the proposed use of the site to determine if affordable workforce housing is required as part of the development. Describe the end result of the proposed development. (For example: in the case of an addition do not enter the square footage of the addition, enter the size of the unit upon completion of the addition.)

Proposed Use	Housing Requirement (Sec. 6.3.3.A)	Use Size: bedrooms	Use Size: habitable sf	Use Quantity	Housing Required
Conventional Lodging	0.102*bedrooms	1		2	0.204

Affordable Workforce Housing Required: 0.000 units Fee-in-Lieu Amount: \$ -

#### D. Development Options

Not Applicable.

#### E. Zone-specific Standards

1. **Provision of Nonresidential, Nonlodging Parking.** Not applicable, as all parking is provided on-site in an existing parking lot, as discussed above.
2. **Loading Requirement.** Existing loading is provided in the approved designated loading area accessed from Millward Street.
3. **Existing Floor Area Allowed.** *Where the existing floor area on a site exceeds the allowed floor area ratio (FAR), the maximum allowed floor area shall be the lawfully existing floor area. The burden of establishing the amount of lawfully existing floor area shall be the responsibility of the landowner.* Per the July 7, 2003 approval of The PMUD Master Plan (Item # 02-25.2), the existing floor area was lawfully permitted.

Thank you for your review of this application. Please don't hesitate to contact me with any questions or concerns. We look forward to your response.

Best Regards,



Susan Johnson  
SJ Planning Solutions  
[susan@SJplanningsolutions.com](mailto:susan@SJplanningsolutions.com)  
307-413-2694

Attachments: Floor Plan  
Employee Housing Restriction



## Housing Mitigation Plan

updated 1/8/21

Development of a new house, hotel, or commercial space generates the need for employees. The construction workforce builds the space, the commercial workforce or residential service workforce works in the space, and first responders are needed to protect the space. Only about 27% of the employees generated by development can afford housing in the community, but the community's "community first" character goal is that 65% of employees live locally. To bridge this affordability gap, each development is required to include affordable workforce housing proportional to the employees it generates.

These housing mitigation requirements are established in Division 6.3 of the Land Development Regulations. This worksheet is intended to assist in meeting the requirements for a project. However, an error in the worksheet does not amend the actual standard; if you find an error please notify the Planning Department. Fill in the highlighted cells, all the other cells will

### Calculating the Requirement (Sec. 6.3.2 & 6.3.3)

#### Step 1: Location

Town of Jackson

The applicable regulations vary by jurisdiction please identify the location of your project using the above dropdown options.

The required housing is based on the existing and proposed use of the site. Step 2 is to enter the existing use and Step 3 is to enter the proposed use. Section 6.3.2 of the LDRs establishes the applicability of the affordable workforce housing standards and Section 6.3.3 establishes the specifics on calculation of the requirement. Enter each use in its own row, add rows if needed. If a building has multiple units with the same use, describe each unit in its own row. (For example: if a duplex is composed of a 2,300 sf attached unit and a 1,700 sf attached unit, put each unit in its own row do not put in 4,000 sf of attached single-family.) If a unit type (e.g. apartment floor plan, or commercial tenant space) is replicated exactly multiple times, you may use the "Use Quantity"

#### Step 2: Existing Development

Housing is only required for new development. Please describe the existing use of the site so that it can be credited from the housing requirement. The definition of existing use is Section 6.3.2.A.1 of the LDRs. Generally, the existing use to enter is the use with the highest housing requirement that either existed in 1995, or has been permitted since 1995. Please attach proof of

Existing Use (Sec. 6.3.2.A)	Housing Requirement (Sec. 6.3.3.A)	Use Size: bedrooms	Use Size: habitable sf	Use Quantity	Housing Required
Amusement	0.000216*sf		13847	1	2.987
Restaurant/Bar	0.000599*sf		2245	1	1.344

Existing Workforce Housing Credit 4.331

#### Step 3: Proposed Development

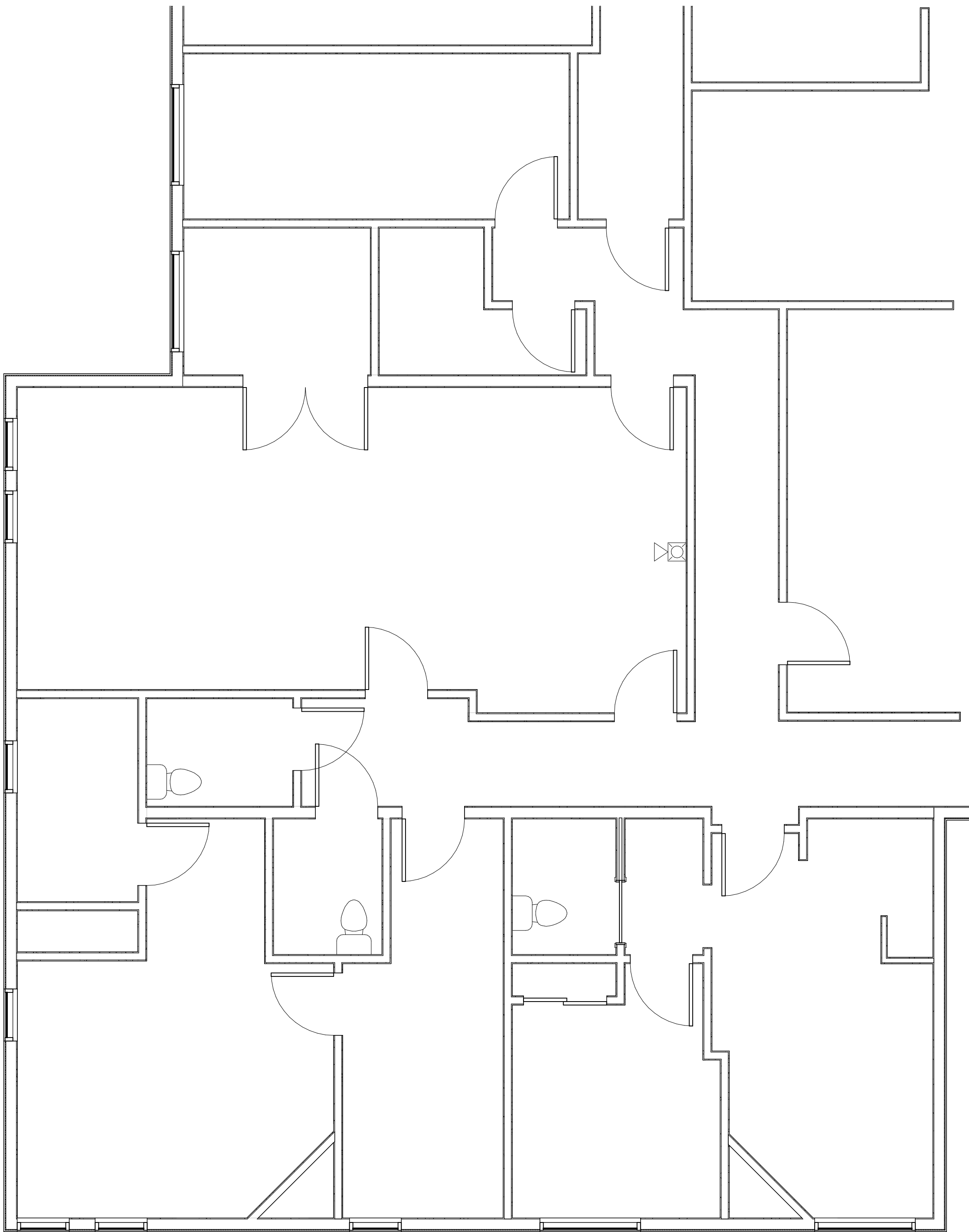
Please describe the proposed use of the site to determine if affordable workforce housing is required as part of the development. Describe the end result of the proposed development. (For example: in the case of an addition do not enter the square footage of the addition, enter the size of the unit upon completion of the addition.)

Proposed Use	Housing Requirement (Sec. 6.3.3.A)	Use Size: bedrooms	Use Size: habitable sf	Use Quantity	Housing Required
Office	0.000247*sf		16092	1	3.970

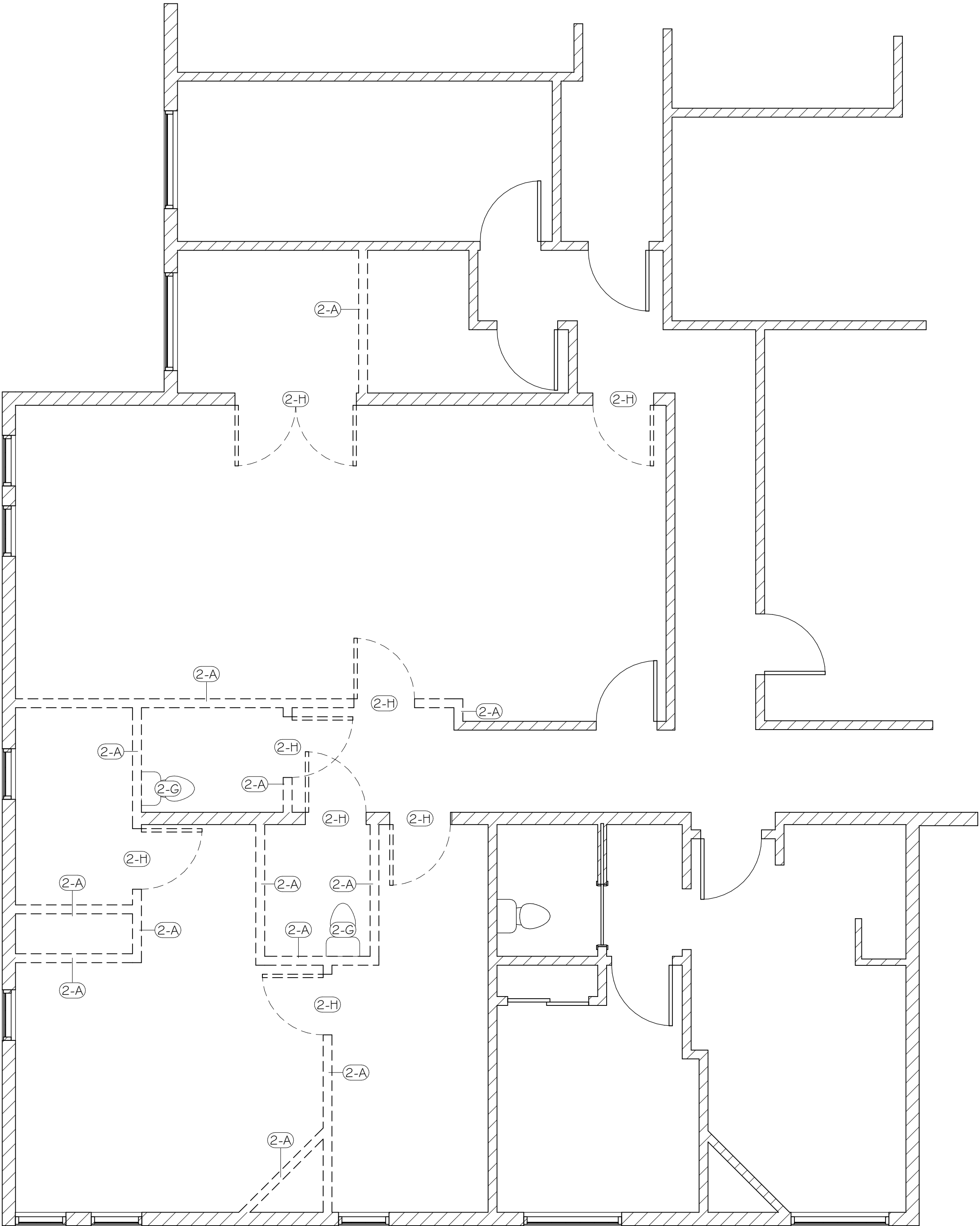
Affordable Workforce Housing Required: 0.000 units

Fee-in-Lieu Amount: \$ -

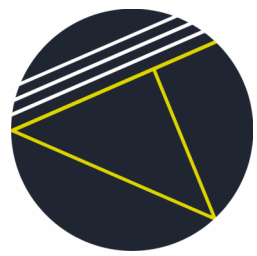
Key Value	Keynote Text
2-A	DEMO WALL
2-G	DEMO PLUMBING FIXTURES
2-H	DEMO DOOR



2 SECOND FLOOR PLAN - EXISTING  
1/4" = 1'-0"



1 SECOND FLOOR PLAN - DEMO  
1/4" = 1'-0"



Architect:  
Aeller 43, LLC  
mail PO Box 4055  
Jackson, WY 83001  
office 610 W Elm Ave #103  
Jackson, WY 83001  
phone 307.249.8650

Project:  
HOMewood SUITES REMODEL  
260 N Millward St.  
Jackson, WY 83001

Client:  
JACKSON MILLWARD 2022, LLC

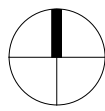
Structural:  
Nelson Engineering  
Cari Hensen, PE  
430 S. Central Ave.  
Jackson, WY 83001  
307.733.2067

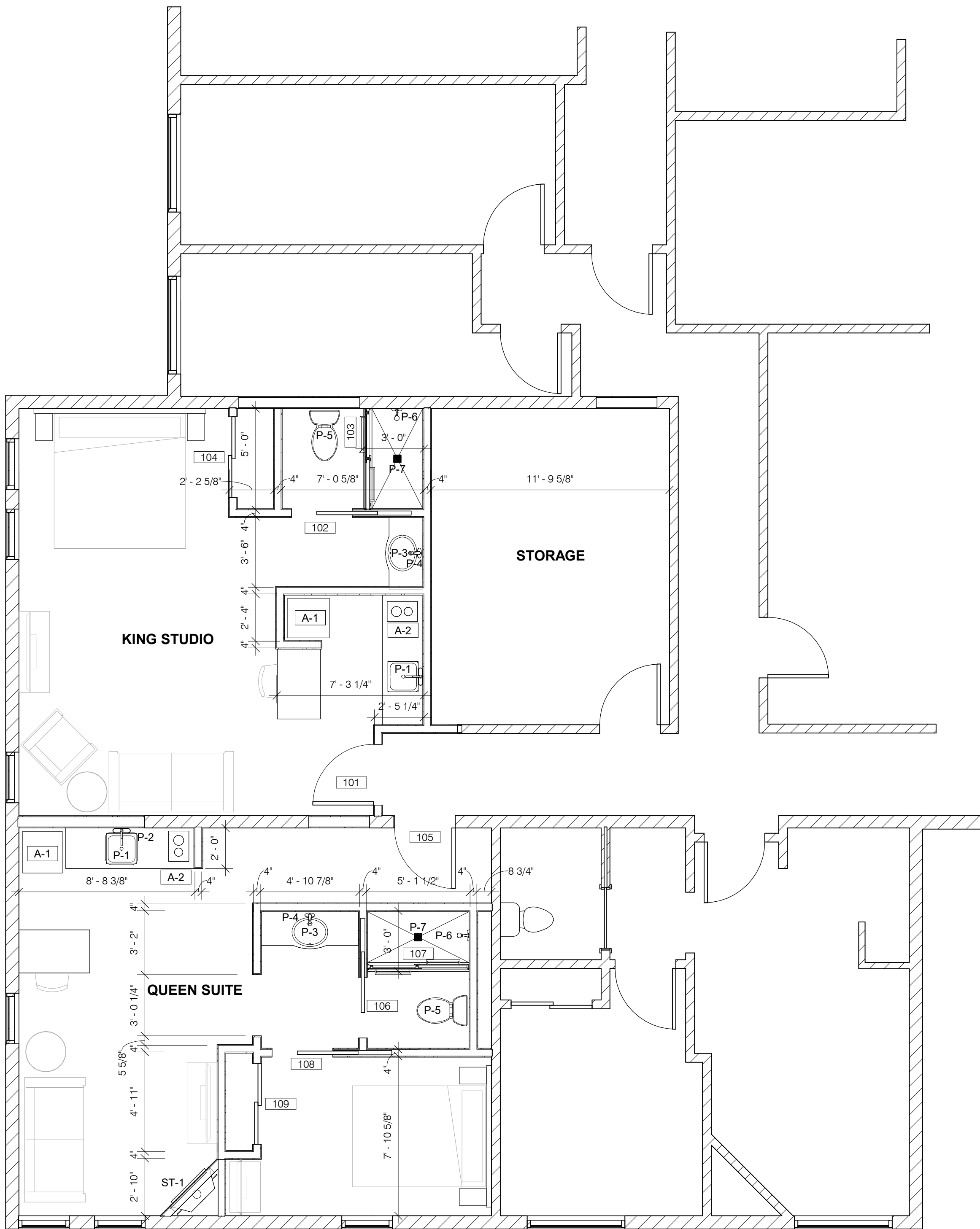
Civil:  
Nelson Engineering  
Josh Kipatnick  
430 S. Central Ave.  
Jackson, WY 83001  
307.733.2067

Mechanical:

Drawing Title  
UPPER FLOOR PLAN - DEMO  
Date  
2023.09.06

Revisions		
#	Description	Date





GENERAL PLAN NOTES:  
1. ALL DIMENSIONS ARE GIVEN TO FACE OF FRAMING UNLESS OTHERWISE NOTED. COORDINATE DISCREPANCIES WITH THE ARCHITECT.

1 SECOND FLOOR PLAN - PROPOSED  
1/4" = 1'-0"



Architect:  
Aeller 43, LLC  
mail PO Box 4055  
Jackson, WY 83001  
office 610 N Main St, Suite #103  
Jackson, WY 83001  
phone 307.249.8650

Project:  
HOMEWOOD SUITES REMODEL  
260 N Millward St, Jackson, WY  
83001

Client:  
JACKSON MILLWARD 2022, LLC

Structural:  
Nelson Engineering  
Curtis Hansen  
430 S. Central St.  
Jackson, WY 83001  
307.733.2067

Civil:  
Nelson Engineering  
Josh Kipatrick  
430 S. Central St.  
Jackson, WY 83001  
307.733.2067

Mechanical:

Drawing Title  
UPPER FLOOR PLAN  
Date  
2023.09.06

Revisions		
#	Description	Date

**OCCUPANCY DEED RESTRICTION & AGREEMENT  
FOR W & E CACH & COMPANY RESIDENTIAL UNIT  
EMPLOYEE HOUSING AT 260 NORTH MILLWARD STREET  
PURSUANT TO DIVISIONS 2370 AND 49550  
OF THE TOWN OF JACKSON  
MUNICIPAL CODE**

RELEASED	
INDEXED	
ABSTRACTED	
SCANNED	

**THIS OCCUPANCY DEED RESTRICTION & AGREEMENT** (hereinafter also referred to as "Agreement") is made and entered into this 9 day of July, 2005, by **W & E CACH & COMPANY** (hereinafter also referred to as "Owner").

**WITNESSETH:**

**WHEREAS, W & E CACH & COMPANY** holds the fee ownership interest in real property, located in the Town of Jackson, Teton County, Wyoming, and more specifically described as **Lots 16-19 of Block 1 of Original Townsite of the Town of Jackson** (hereinafter referred to as "Real Property"), which Real Property has been approved for a final Planned Mixed Use Development Plan (Development # 02-058) to allow the construction of lodging rooms, retail space, a restaurant, office space and 8.75 residential employee units, and

**WHEREAS, W & E CACH & COMPANY** has agreed to provide "on-site" employee housing by providing one (1) two-bedroom unit, one (1) one-bedroom unit, and four (4) studio units, collectively the "Employee Dwelling Unit", and

**WHEREAS, this Agreement** imposes certain covenants upon the Real Property which restrict the use and occupancy of the residential employee dwelling units,

**NOW, THEREFORE,** in consideration of the mutual promises and obligations contained herein, **W & E CACH & COMPANY** hereby covenants and agrees as follows:

1. The term of this Agreement shall continue until such time as it is amended or terminated by the Owner and the Town of Jackson.
2. Owner hereby covenants that the residential employee dwelling units described above shall at all times remain rental units. The Owner may transfer and convey the residential employee dwelling units provided that the restrictions contained herein concerning the occupancy of the units shall continue in compliance with this Occupancy Deed Restriction and Agreement.
3. The use and occupancy of the residential employee dwelling units shall, during the term of this Agreement, be limited exclusively for "employee housing units" as defined by the Town of Jackson Municipal Code, subject to the provisions of §5 below. "Employee housing unit" is defined as a dwelling unit that is restricted

to occupation by a person, and that person's family, employed within Teton County, Wyoming for at least thirty (30) hours per week for at least nine (9) months per year.

- 4 Rents charged by owner to a qualified employee for any residential employee dwelling may not exceed thirty (30) percent of the employee's total gross income, in accordance with Teton County Housing Authority Affordable Housing Guidelines.
- 5 The residential employee dwelling unit shall not be used as guest facilities nor occupied by the Owner or members of their immediate family ("immediate family" shall mean a person related by blood or marriage, or who is a first cousin or closer relative and his or her children). An exception for Owner occupancy may be made provided Owner shall reside in no more than one (1) employee dwelling unit as their sole residence and provided Owner is working at least thirty (30) hours per week for at least nine (9) months per year in Teton County, Wyoming.
- 6 Written verification of income and employment in Teton County, Wyoming, of Lessee proposing to rent the residential employee dwelling units is required to be obtained by the Owner of the employee dwelling units **prior** to occupancy thereof and upon each extension or renewal of the lease. Owner shall maintain these records for a period of two years and make them available for review, upon reasonable notification, by TCHA or Town of Jackson.
- 7 The residential employee dwelling units shall be offered for rent in periods of no less than three (3) consecutive months; provided, however, the lease agreement may provide that upon the termination of the employee's employment with the Owner, the employee shall be required to vacate the premises within two (2) weeks of notice to do so, unless the circumstances of the employee's termination warrant earlier vacation of the premises to protect the property, the well-being of the Owner, tenants, customers or other occupants of the property. Owner shall make available to TCHA, upon reasonable request, a signed and executed copy of all leases executed, extended or renewed, and the lessee employment verification documents. TCHA and/or the Town of Jackson may, upon reasonable advance notice to Owner and employee, physically inspect the premises to monitor compliance with the terms of this Agreement.
- 8 Owner shall make good faith efforts to cause all residential employee dwelling units to always be occupied. These units may be vacant intermittently between tenancies to allow for proper verification of lessee qualifications, advertisement for qualified employees, reasonable maintenance and repair, etc; however, they shall not be vacant for a period greater than sixty (60) days, unless authorized by



TCHA. If Owner exceeds the sixty (60) day limit without approval, which approval shall not be unreasonably withheld, then TCHA may locate qualified employee(s) for the units and provide a three-month lease, subject to the provisions of this Agreement.

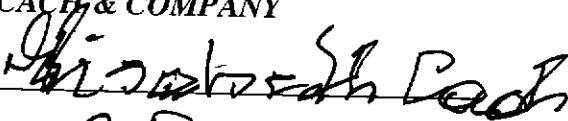

9. The residential employee dwelling units shall not be occupied by persons in excess of those permitted under Teton County Land Development Regulations, Town of Jackson Municipal Code, Teton County Affordable Housing Guidelines, TCHA, Adults with Disabilities Act and Fair Housing Act.
10. Persons employed by Owner shall be given first priority to rent the residential employee dwelling units associated with this development. In the event there are no persons directly employed by the Owner who qualify, the unit shall then be offered to other qualified persons employed in Teton County, Wyoming.
11. Owner shall be responsible for the cost and expense to keep and maintain the interior and exterior of the residential employee dwelling units and shall keep the units insured, in a state of good repair, and in a safe and clean condition, reasonable wear and tear and/or negligent or intentional damage by tenants excepted.
12. The covenants contained in this Agreement shall constitute covenants running with the Real Property as a burden thereon and for the benefit of, and shall be specifically enforceable by the Town of Jackson and TCHA, or their respective successors.

IN WITNESS WHEREOF we have executed this instrument to be effective as of the date set forth above.

W & E CACH & COMPANY

By

Its

STATE OF WYOMING

) SS

COUNTY OF TETON

On the 9 day of February, 2005, the foregoing OCCUPANCY DEED RESTRICTION & AGREEMENT FOR RESIDENTIAL UNIT EMPLOYEE HOUSING was acknowledged before me by Elisebeth Cech, as General Partner of 1111 E. Oak Street

WITNESS my hand and official seal.

~~Notary Public~~

PIDN: 22-41-16-28-4-06-003

