



- Item:** Public Hearing - Ordinance 3100 to rezone property owned by Calumet Montana Refining, LLC and General Distributing Company and approval of an Amended Plat consolidating nine lots into seven. The property is generally located south of 3rd St NW and north and south of 17th Ave NE.
- From:** Jana Cooper, RLA, Planner II, Planning and Community Development
- Initiated By:** Calumet Montana Refining, LLC & General Distributing Company, Property Owners
- Presented By:** Mike Haynes, AICP, Director of Planning and Community Development
- Action Requested:** City Commission adopt Ordinance 3100 and approve the Amended Plat.
-

Public Hearing:

1. Mayor conducts public hearing, calling three times each for opponents and proponents.
2. Mayor closes public hearing and asks the will of the Commission.

Suggested Motions: (Each motion to be separately considered)

1. Commissioner moves:

“I move that the City Commission (approve/disapprove) the Amended Plat pertaining to property owned by Calumet Montana Refining.”

and;

“I move that the City Commission (adopt/deny) Ordinance 3100.”

2. Mayor calls for a second, discussion, and calls for the vote after each motion.
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Recommendation: At the conclusion of a public hearing held November 13, 2012, the Planning Advisory Board conditionally approved an Amended Plat which relocates and aggregates nine lots into seven lots (Exhibit A – Legal Description, herein referred to as subject property) and the Zoning Commission recommended approval to rezone a portion of the subject property from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial. Public Notice for the Planning Advisory Board/Zoning Commission Public Hearing was published in the *Great Falls*

Tribune on October 28, 2012. There were 16 citizens that spoke at the public hearing; nine spoke in favor of the request, six were opposed and one had general comments.

Ordinance 3100 to rezone the subject property, was accepted by the City Commission on first reading on December 18, 2012. Notice of Public Hearing before the City Commission for the rezoning and Amended Plat was published in the *Great Falls Tribune* on December 30, 2012.

Staff recommends approval of the proposed Amended Plat and rezoning of the subject property, subject to the conditions of approval being fulfilled (Exhibit B – Conditions of Approval).

Background: Calumet Montana Refining, LLC (Calumet) is requesting approval to rezone property from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial. General Distributing Company (Gendco) is requesting approval to rezone their property from I-1 Light Industrial to I-2 Heavy Industrial. In addition, Calumet is requesting approval of an Amended Plat for a portion of their property, which relocates and aggregates nine lots into seven lots. Note that Calumet purchased Montana Refining Company (MRC) from Connacher Oil and Gas Ltd. for approximately \$120 million earlier in 2012. The subject properties are generally located south of 3rd St NW/Smelter Ave NE and north and south of 17th Ave NE (Exhibit D - Ordinance 3100 with Attachment A).

Calumet Rezoning Request

Calumet is requesting rezoning of ±17.81 acres from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial in order to utilize and potentially expand their existing operations located to the east of the subject property. A large portion of the subject property proposed for rezoning and owned by Calumet was previously the Westgate Shopping Center, which was established in the late 1960's but had been in decline for many years before being purchased by MRC in November, 2011 (Exhibit C – Aerial Photo).

Calumet is requesting the rezoning in order to fully utilize the existing building for bulk dry material warehousing which is not permitted in C-2. While they have no current plans to do so, the rezoning would allow Calumet to redevelop the subject property by expanding bulk fuel or crude oil storage or conduct other activities related to petroleum refining.

The rezoning request is related to the southern portion of the former Westgate Shopping Center site. The northerly ±300-500 feet adjacent to 3rd St NW and Smelter Ave NE, approximately ±7.577 acres will retain C-2 zoning. Calumet does not have immediate plans for the northerly portion of the site, but they are reviewing options and costs for future highway commercial development that would accommodate retail, restaurants and/or other commercial uses commonly found along C-2-zoned corridors such as 10th Avenue South. In addition, Calumet has committed to constructing a minimum 8-foot high wall with a minimum 15-foot wide planted landscape buffer where industrial uses abut non-industrial uses, at such time as development occurs, to help mitigate some of the impacts of future industrial development. This will serve to screen industrial areas from 3rd Street NW resulting in a more attractive and active commercial corridor (Exhibit G – Calumet Conceptual Site Plans and Renderings).

In order for the property requested for rezoning to I-2 to be contiguous with other I-2 zoned property, Calumet is also requesting rezoning of the property addressed as 1620 6th St NE, which is currently zoned I-1 and is partially vacant and partially used for miscellaneous heavy

industrial equipment storage. Calumet is also requesting rezoning of the property addressed as 610 Smelter Ave NE. This property is owned by Calumet and is currently being used as a maintenance warehouse, which is a legally nonconforming use. Rezoning to I-2 will bring these properties into conformance with the use chart in the Land Development Code.

Gendco Rezoning Request

Gendco is requesting rezoning of their property addressed as 430 17th Ave NE from I-1 Light Industrial to I-2 Heavy Industrial. Gendco employs a manufacturing process whereby liquids, including oxygen, argon, carbon dioxide and nitrogen, are converted to gaseous form and filled into high pressure cylinders. The gases stored at the Gendco facility are classified as hazardous materials by the U.S. Department of Transportation.

The activities being performed at the Gendco property are considered I-2 Heavy Industrial uses under the current zoning code. As the existing operations on the site are considered existing nonconforming uses, a change or expansion may be made to a nonconforming nonresidential use subject to standards listed in the Land Development Code 17.64.020 (A) (1).

The City initiated a city-wide rezoning in 2005; previously, the Gendco property was zoned 2nd Industrial, which permitted current uses on the Gendco property. The owners are requesting the rezoning in order to bring their property into conformance with the Land Development Code. Gendco has stated they do not have plans for expansion at their operations at this location. In addition, the Gendco site is close to full build-out in this location.

Zoning Analysis

The basis for decision on zoning map amendments is listed in the Land Development Code 17.16.40.030. The recommendation of the Planning Advisory Board/ Zoning Commission and the decision of City Commission shall at a minimum consider the following criteria:

The amendment is consistent with and furthers the intent of the City's growth policy.

The proposed rezoning is compatible with some portions of the 2005 Growth Policy. Plan Elements related to the proposed rezoning include:

Economic Development Goals:

- Attract new businesses and support expansion of existing businesses that tend to raise the median income level.
- Encourage businesses and industries that will utilize existing infrastructure.

Land Use Policy:

- Infill Development - The pattern of land use and development in the Great Falls area should be consolidated and focused to prevent sprawl, encourage compatible infill and redevelopment, preserve valuable open space, and promote the most cost-effective utilization of City services and infrastructure. It should be a mix of interdependent, compatible, and mutually supportive land uses. The land use pattern should contribute to self-containment, promote compact pedestrian-oriented development, and reduce the dependence on private automobiles.

The proposed rezoning meets the above stated goals and policies of the Growth Policy. In addition, the oil refinery has been located in Great Falls for 90 years. The refinery was developed in the early 1920s in an otherwise undeveloped area outside the city (Exhibit H – Historic Refinery Photo). Over time the city expanded and grew to surround the refinery.

The amendment is consistent with and furthers adopted neighborhood plans, if any.

Great Falls is separated into nine Neighborhood Councils. There are no adopted Neighborhood Plans for any of the Councils within the City. The subject property is located in Neighborhood Council 3. Calumet presented the rezoning request to the Neighborhood Council on October 4, 2012. Comments from the Council included concerns about expanding refining operations related to air quality, visual impacts and lack of a development plan for the subject property. The Council did not vote for or against being in support of the project at that meeting. At a meeting held on December 6, 2012, the proposed rezoning was further discussed by Neighborhood Council 3, the applicant was not present at the meeting. The Council made a recommendation to the City Commission that they not approve the I-2 Heavy Industrial rezoning of the Westgate Mall area. Concerns expressed included that the refinery has no stated plans for why they need the I-2 zoning, that the refinery should provide more information on their water runoff, storm drain plans, fire safety, etc., concern for increase in accidents at the refinery, pollution to the Missouri River, and a concern for the refineries lack of transparency.

The amendment is consistent with other planning documents adopted by the City Commission, including the river corridor plan, transportation plan and sub-area plans.

The amendment is generally consistent with other planning documents adopted by the City Commission given the existing development pattern and historic uses in the area.

The Transportation Plan established the following policy: “Pedestrian and bicycle facilities should be linked when...reviewing land development proposals. Developers should be required to install paths that connect to the bikeway system recommended in the Bikeway Facilities Plan.” To that end, Calumet has committed to providing a public easement and constructing a bike and pedestrian connection to River’s Edge Trail through the subject property that will connect to 4th St NE. The construction of a segment of a bike/ped path and key connections made to the trail system would be of major benefit to the bike and pedestrian network. This connection will be in lieu of the required sidewalk on one side of the proposed private roadways.

The Missouri River Urban Corridor Plan (MRUCP) adopted in 2004 focuses on protecting water quality and the natural shoreline of the Missouri River as well as promoting recreational use of the river and land uses that are sensitive to the riverfront. Creating more industrial land in the vicinity of the river is not what is envisioned in the MRUCP, but as previously mentioned, the refinery has operated in its current location for 90 years and Gendco has also been at its currently location since the early 1980s. Neither company has plans to relocate or discontinue operations in their current locations.

The MRUCP lists the refinery site as a medium priority superfund site and concludes that such sites will be deterrents to future development and redevelopment until they are remediated. The MRUCP also states that industrial uses tend to discourage major investment in other, more sustainable and economically beneficial land uses like commercial, residential, and office that would otherwise be attracted to the riverfront. In addition, the MRUCP envisions a transition of the river corridor from a center of heavy industry to a mix of land uses more relevant to the Great Falls of today and more sustainable for the future.

While the expansion of industrial zoning to include the former Westgate Shopping Center may be seen as inconsistent with the MRUCP, the proposal to redevelop the northern portion of the former Westgate Shopping Center site along 3rd Street NW with commercial/retail uses does meet the purpose and intent of the MRUCP in that it will improve the view corridor from the 3rd Street NW and Smelter Avenue rights-of-way and promote a mix of land uses more relevant to the Great Falls of today and more sustainable for the future. As viewed from across the river, the former Westgate Shopping Center site lies behind other buildings that are closer to the riverfront and is at a lower elevation than the surrounding properties. The site also lies behind Sacajawea Island as viewed from many perspectives, including downtown. However, while the applicant has stated that the site is not conducive to development of processing units and there are no current plans to expand production or redevelop the site, if storage tanks or any other tall structures were built on the site, that development would be visible from some areas across the river as well as from higher elevations north of the site.

While the MRUCP envisions different development patterns in the future for the Missouri River corridor, both Calumet and Gendco are existing industrial business that have been in operation at their current location for many years and have no plans to relocate. The properties proposed for rezoning are not technically riverfront, but, should redevelopment occur in the future, an expansion of heavy industrial uses could have significant impacts.

The code with the amendment is internally consistent.

The proposed rezonings are map amendments that are consistent with the applicable code. The rezoned properties would be contiguous with other I-2-zoned property and therefore would not be spot-zoning. The rezonings would bring the Zoning Map into conformity with existing uses.

The amendment is the least restrictive approach to address issues of public health, safety, and welfare.

The Gendco property is an existing nonconforming heavy industrial use. Any future expansion or changes are permitted, but require City review. Rezoning the property would be less restrictive and have little effect on the public health, safety and welfare.

The previous use of the Calumet property as a shopping center was a legal conforming use, but the building and site have deteriorated over time and contain a variety of nuisances. Calumet has begun cleanup on the site including removing asbestos (a project that is only about 40% complete), securing the buildings, electrical distribution and installing lighting, correcting the deficiencies in the fire protection system, removing walls and converting about 40% of the building into useful warehouse space and removing a derelict building on the site. Calumet has also done routine weed removal and removed several truck loads of junk from the site. The derelict building was infested with vermin and the basement had approximately 4 feet of stagnant water that has been remediated. All of these improvements have been to the benefit of the public health, safety and welfare.

The City has or will have the financial and staffing capability to administer and enforce the amendment.

The rezoning will not have a financial impact and there is adequate staffing to administer and enforce the amendment.

Amended Plat Request

As a part of the rezoning, Calumet is also requesting approval of an Amended Plat that relocates and consolidates nine lots into seven lots (see Exhibit E - Draft Amended Plat). The Amended Plat consists of ±22.627 acres and establishes the rezoning boundary for the project. The decision on a subdivision (Amended Plat) is based on whether the subdivision demonstrates that the proposed subdivision meets the standards of the City's Land Development Code and the Montana Subdivision and Platting Act (Title 76, Chapter 3, MCA); is consistent with the City's zoning regulations and covenants, if any; and is in the public interest (17.16.26.040 (A) OCCGF). The City of Great Falls is required to establish a written "findings of fact" that weigh the criteria listed in MCA (Exhibit F – Findings of Fact).

Mitigation of Negative Effects of Subdivision

The Land Development Code 17.16.26.040 (D) states that the City Commission may, as a condition of approval of a subdivision, require the applicant to reasonably mitigate potentially significant adverse impact, if possible. Such means to minimize the identified impacts may include the following:

1. *Reduce the number of lots to allow an acceptable amount of impact,*
2. *Relocate or redesign a road(s),*
3. *Reconfigure a lot line(s),*
4. *Relocate or redesign an access point(s) to a private, county, or State road(s),*
5. *Require fencing to mitigate effects on neighboring properties,*
6. *Redesign other elements as appropriate,*
7. *Require appropriate infrastructure (on- and off-site) to support the development, and*
8. *Other actions as appropriate (see: 76-3-608 (4), MCA).*

Calumet has been working with the City to come to agreement on reasonable conditions of approval that will mitigate some of the potential negative and unknown impacts of the proposed subdivision (Exhibit B – Conditions of Approval).

Gendco Improvement Requirements

The Gendco property is located adjacent to 17th Ave NE and 4th St NE. These streets are built to City standard with paving curb and gutter. There is a 12-inch sanitary sewer main, 8-inch water main and 36-inch storm sewer main located in 17th Ave NE that serve the Gendco property. No improvements to these facilities will be required a part of this request.

Calumet Improvement Requirements

The Calumet property is generally located adjacent to 3rd St NW and 17th Ave NE. These streets are built to City standard with paving curb and gutter and sidewalk on 3rd St NW. There are sanitary sewer mains, water mains and storm sewer mains located in both of these roadways which serve the Calumet property. No improvements to these facilities will be required a part of this request. Public Works is requesting a storm drain easement be provided in order to accommodate a new storm sewer main through the subject property. The proposed easement and main will serve to relieve a greater stormwater problem in the surrounding area.

The roadways within the Calumet Amended Plat area shall be private roadways, maintained by the property owner. Internal, private roadways shall be approved by the Public Works Department prior to installation. Calumet shall create a property owners association, before any lot is sold within the Amended Plat, which is responsible for installation and maintenance of all

private roadways, shared pedestrian facilities, shared landscaping, shared stormwater management improvements and related traffic control within the area of the Amended Plat.

Stormwater Management:

There are no development plans at this time for the Calumet property. At such time as development occurs on the site, Calumet shall provide plans to the City's Public Works Department to determine if a stormwater management plan is necessary. Calumet shall provide a plan in compliance with the City of Great Falls Storm Design Manual and City standards. The plan will be reviewed and approved by the Public Works Department prior to development of the site.

River's Edge Trail Connection

Calumet has committed to providing a public easement and construction of a bike/pedestrian path through the subject property that will connect to 4th St NE (Exhibit I - Proposed River's Edge Trail Connection). The construction of a connection to River's Edge Trail would be of benefit to the bike and pedestrian network.

Traffic Analysis

The property proposed for rezoning and the properties to be included in the Amended Plat are currently served by public roadways. 17th Avenue NE currently carries little traffic, and has sufficient capacity to accommodate the traffic anticipated to be generated by industrial uses that may be developed on the property proposed for I-2 zoning. In addition, an overall reduction in traffic can be expected, since the change in use would go from a high-traffic retail shopping complex to a low-traffic industrial site.

Building Safety

It should be noted that non-public buildings or structures built within the existing and proposed Calumet site are not subject to permits or review by the City.

Concurrences: Representatives from the City's Public Works, Park and Recreation and Fire Departments have been involved throughout the review and approval process for this project.

Fiscal Impact: Providing services is expected to be an increased cost to the City (Exhibit J – Fire Memo). The City could see a slight increase in tax revenues from if improvements are made to the property.

Alternatives: If there are justifiable reasons to do so, the City Commission could deny the requested action to the extent allowed in City Code and State Statute.

Attachments/Exhibits:

- Exhibit A – Legal Description
- Exhibit B – Conditions of Approval
- Exhibit C – Aerial Photo
- Exhibit D – Ordinance 3100 with Attachment A
- Exhibit E – Draft Amended Plat
- Exhibit F – Findings of Fact
- Exhibit G – Calumet Conceptual Site Plans and Renderings
- Exhibit H – Historic Refinery Photo
- Exhibit I – Proposed River's Edge Trail Connection

Exhibit J – Fire Memo
Exhibit K – Development Agreement

Cc: Jim Rearden, Public Works Director
Dave Dobbs, City Engineer
Patty Cadwell, Neighborhood Council Coordinator
Randy McCamley, Fire Chief
Dexter Busby, Calumet Montana Refining, dbusby@montanarefining.com
Anthony Houtz, CTA, anthonyh@ctagroup.com
John Juras, TD&H Engineering, 1200 25th Street South, Great Falls, Mt 59405
Monte Rudd, General Distributing Company, mrudd@gendco.com

Exhibit A - Legal Description & Property Areas

1807 3rd St NW (Westgate Shopping Center Area) (Calumet Montana Refining)

Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview Tracts Addition. A Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls, Cascade County, Montana.

1620 6th St NE (Calumet Montana Refining)

Lot 1, Block 2, Fourth Supplement to Riverview Tracts, a Subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

610 Smelter Ave NE (Calumet Montana Refining)

Lot 2, Block 1, MCM Addition, a subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

430 17th Ave NE (General Distributing Company)

Lot 3, Block 2, Third Supplement to Riverview Tracts, a Subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

Property Area

Total Project Area: ±27.577 acres

Rezoning Area: ±20.00 acres

- Portion of 1807 3rd St NW = ±15.050 acres
- 1620 6th St NE =±2.41 acres
- 610 Smelter Ave NE =±0.35 acres
- 430 17th Ave NE (Gendco) =±2.19 acres

Amended Plat Area: ±22.627 acres

Exhibit B – Conditions of Approval

1. The Amended Plat of Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview Tracts Addition. A Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls, Cascade County, Montana, herein referred to as Amended Plat, shall incorporate corrections of any errors or omissions noted by staff.
2. Calumet shall provide a continuous decorative wall where an industrial use on Lot 5 of the Amended Plat abuts a non-industrial use, excluding necessary access points, to mitigate negative impacts to neighboring properties. The wall shall be 8-12 feet tall and be 100% opaque. The wall shall be installed at such time as any new development occurs within any area of the Amended Plat.
3. The subject property shall conform to the Land Development Code 17.44.4 Design Standards for Industrial Buildings, including buffer and screening between uses. Where an industrial use abuts a non-industrial use, a minimum 15-foot landscape buffer shall be provided along the shared property line. In addition, to help mitigate the effects of the subdivision, Calumet shall install and maintain at least one canopy or evergreen tree for each thirty-five (35) lineal feet of frontage in the 15-foot buffer adjacent to non-industrial uses. The landscaping/buffer shall be installed at such time as any new development occurs within any area of the Amended Plat.
4. Calumet shall submit all proposed development plans to the City for applicable code review (including, but not limited to zoning and landscaping) at such time as development occurs on within the Amended Plat area.
5. Calumet shall provide a 15-foot wide bicycle and pedestrian easement from Smelter Ave NE to 4th St NE (Exhibit F – Calumet Conceptual Site Plans and Renderings). Calumet shall construct a 10-foot trail on this easement at such time that development occurs within the Amended Plat area.
6. Calumet shall conform to all EPA, federal, state and local codes related to owning and operating a refinery.
7. Calumet shall provide a storm drain easement across the Amended Plat from Smelter Ave NE to 17th Ave NE. The size and location of said easement shall be approved by Public Works prior to final approval of the Amended Plat. At such time as development occurs on the site, the owner shall provide plans to the City's Public Works department to determine if a stormwater management plan is necessary. If necessary the applicant shall provide a plan in compliance with the City of Great Falls Storm Design Manual and City standards. The plan will be reviewed and approved by the Public Works Department prior to development of the site.
8. All roadways within the Amended Plat shall be private roadways, maintained by the property owner. Internal, private roadways and associated sidewalks and traffic control shall be approved by the Public Works Department prior to installation and shall include sidewalks where appropriate. Calumet shall create a property owners association, before any lot is sold within the Amended Plat, which is responsible for installation and maintenance of all private roadways, sidewalks and traffic control devices within the area of the Amended Plat.
9. Calumet shall work with Montana Department of Transportation on the number and location of private access driveways from 3rd St NW.
10. Calumet shall be responsible for any damage caused to 6th St NE and 17th Ave NE due to the movement of heavy equipment across these roadways at no cost to the City.

Exhibit C - Aerial Photo



- City Limits
- Tracts of Land
- Calumet Rezoning Area
- Calumet Amended Plat Area
- Existing Calumet Property
- Gendco Rezoning Area



Exhibit D

ORDINANCE 3100

AN ORDINANCE ASSIGNING A ZONING CLASSIFICATION OF I-2 HEAVY INDUSTRIAL TO LOT 3, BLOCK 2 THIRD SUPPLEMENT TO RIVERVIEW TRACTS, A SUBDIVISION LOCATED IN SECTION 1, T20N, R3E, P.M.M., CASCADE COUNTY, MONTANA (ADDRESSED AS 430 17TH AVE NE - GENDCO), LOT 1, BLOCK 2, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, A SUBDIVISION LOCATED IN SECTION 1, T20N, R3E, P.M.M., CASCADE COUNTY, MONTANA (ADDRESSED AS 1620 6TH ST NE – CALUMET), LOT 2, BLOCK 1, MCM ADDITION, A SUBDIVISION LOCATED IN SECTION 1, T20N, R3E, P.M.M., CASCADE COUNTY, MONTANA (ADDRESSED AS 610 SMELTER AVE NE – CALUMET) AND LOT 5 OF THE AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8, AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF THE TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1 BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION. A TRACT OF LAND LOCATED IN GOVERNMENT LOTS 3 & 4 OF SECTION 1, AND GOVERNMENT LOT 1 OF SECTION 2, T20N, R3E, P.M.M., CITY OF GREAT FALLS, CASCADE COUNTY, MONTANA. (ADDRESSED AS 1807 3rd St NW - CALUMET), HEREIN AFTER REFERRED TO AS “SUBJECT PROPERTY”.

* * * * *

WHEREAS, the subject property is legally described above and additionally described as 430 17th Avenue Northeast, owned by General Distributing Company (Gendco), 1620 6th Street Northeast, owned by Calumet Montana Refining, LLC (Calumet), 610 Smelter Avenue Northeast, owned by Calumet and a portion of 1807 3rd St NW, owned by Calumet; and,

WHEREAS, in 2005 the City of Great Falls completed a City-wide rezoning wherein the subject properties were zoned C-2 General commercial and I-1 Light industrial; and,

WHEREAS, Gendco and Calumet, have petitioned the City of Great Falls to rezone the subject property to I-2 Heavy Industrial district; and,

WHEREAS, notice of assigning said zoning classification to the subject property was published in the *Great Falls Tribune* advising that a public hearing on this zoning designation would be held on the 15th day of January, 2013, before final passage of said Ordinance herein; and,

WHEREAS, following said public hearing, it was found and decided that the said rezoning designation be made.

NOW THEREFORE, BE IT ORDAINED BY THE COMMISSION OF THE CITY OF GREAT FALLS, STATE OF MONTANA:

Section 1. It is determined that the herein requested zoning designation will meet the criteria and guidelines cited in Section 76-2-304 Montana Code Annotated, and Section 17.16.40.030 of the Unified Land Development Code of the City of Great Falls.

Section 2. That the zoning classification of the subject property be designated as I-2 Heavy Industrial district, as attached hereto as Attachment "A" and by this reference made a part hereof.

Section 3. This ordinance shall be in full force and effect thirty (30) days after its passage and adoption by the City Commission or upon filing in the office of the Cascade County Clerk and Recorder the Amended Plat of Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview Tracts Addition. A Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls, Cascade County, Montana, whichever event shall occur later.

APPROVED by the City Commission, Montana on first reading December 18, 2012.

PASSED, APPROVED AND ADOPTED by the City Commission of the city of Great Falls, Montana, on second reading January 15, 2013.

Michael J. Winters, Mayor

ATTEST:

Lisa Kunz, City Clerk

(CITY SEAL)

APPROVED FOR LEGAL CONTENT:

David L. Nielsen, Interim City Attorney

State of Montana)
County of Cascade : ss
City of Great Falls)

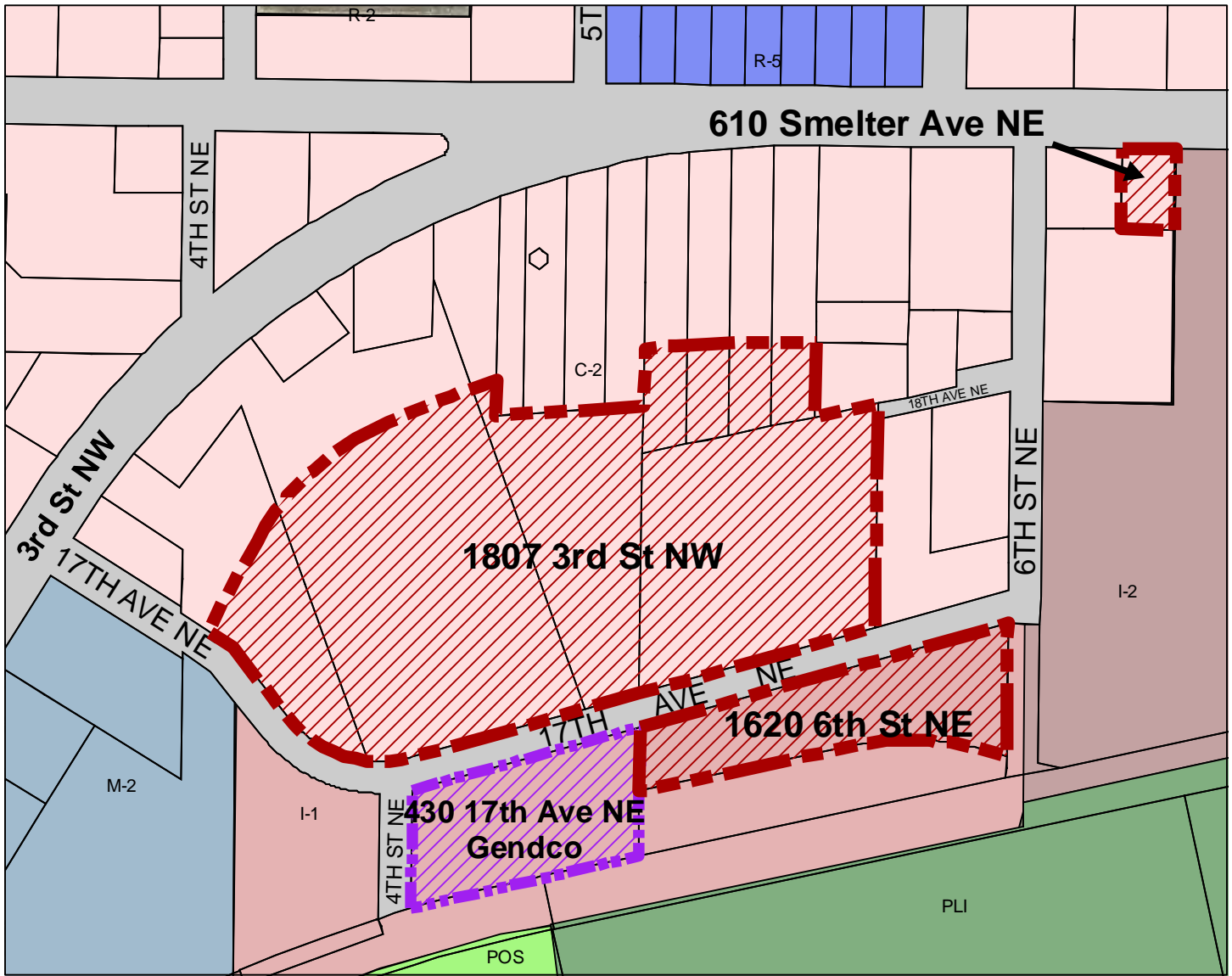
I, Lisa Kunz, City Clerk of the City of Great Falls, Montana, do certify that I did post as required by law and as prescribed and directed by the City Commission, Ordinance 3100 in three conspicuous places within the limits of said City to-wit:

On the Bulletin Board, first floor, Civic Center Building;
On the Bulletin Board, first floor, Cascade County Court House;
On the Bulletin Board, Great Falls Public Library

Lisa Kunz, City Clerk

(CITY SEAL)

Attachment A Ordinance 3100



--- City Limits

□ Tracts of Land

□ Right-of-Way

▨ Calumet Rezoning Area

▨ Calumet Amended Plat Area

▨ Existing Calumet Operations Area

▨ Gendco Rezoning Area

ZONING

□ C-2 General commercial

□ I-1 Light industrial

□ I-2 Heavy industrial

□ M-2 Mixed-use transitional

□ PLI Public lands institutional

□ POS Park Open Space

□ R-5 Multi-family medium density

160 80 0 160 Feet

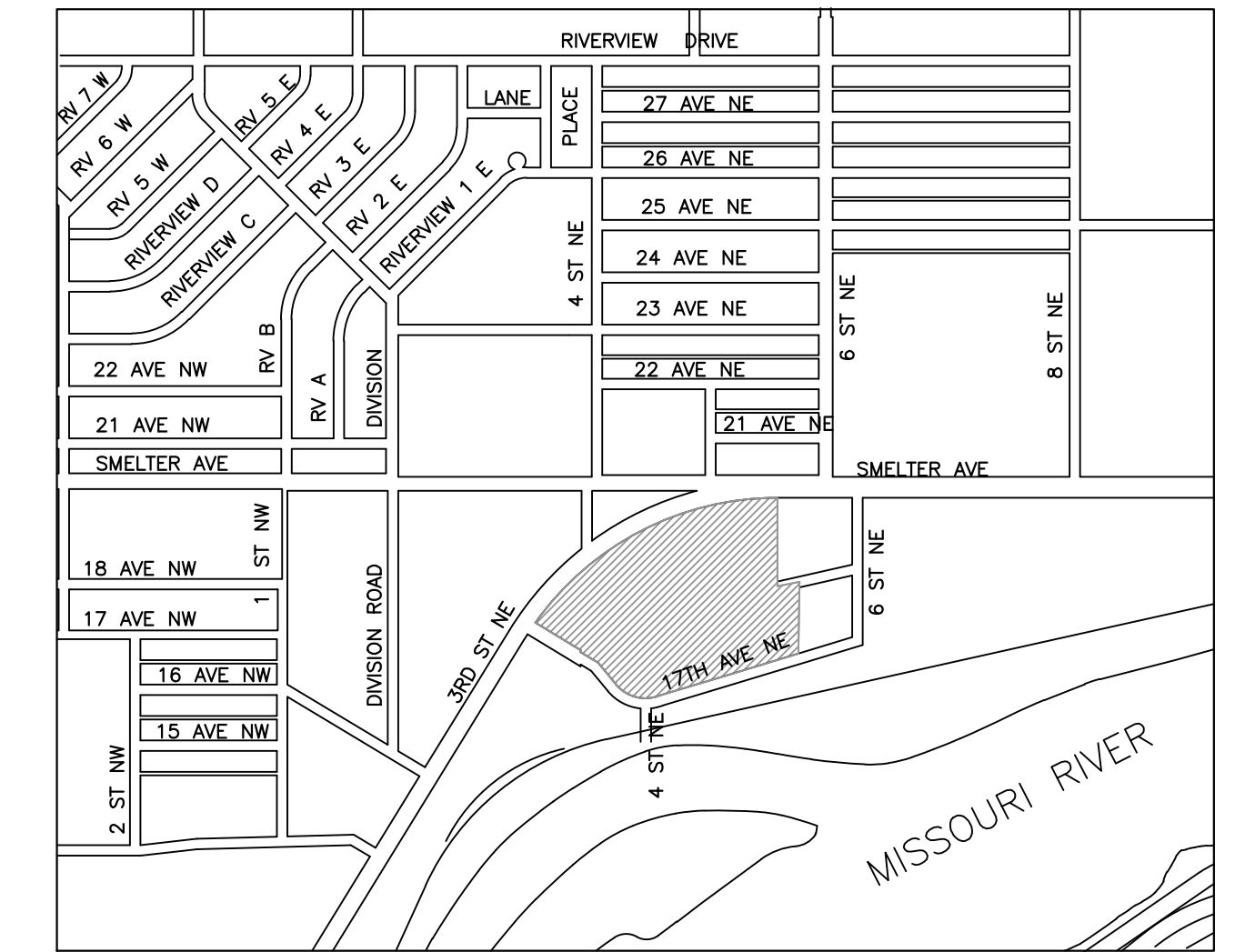


AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION.

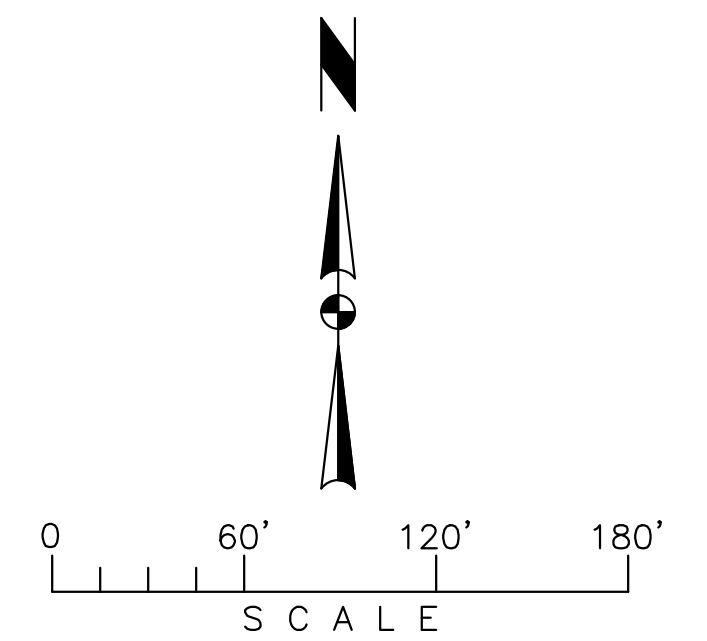
A TRACT OF LAND LOCATED IN GOVERNMENT LOTS 3 & 4 OF SECTION 1, AND GOVERNMENT LOT 1 OF SECTION 2, T20N, R3E, P.M.M., CITY OF GREAT FALLS, CASCADE COUNTY, MONTANA

LAND OWNER: MONTANA REFINING COMPANY INC.

AREA OF LOTS = 22.627 ACRES
AREA OF DEDICATED R/W = 0.000 ACRES
TOTAL AREA = 22.627 ACRES

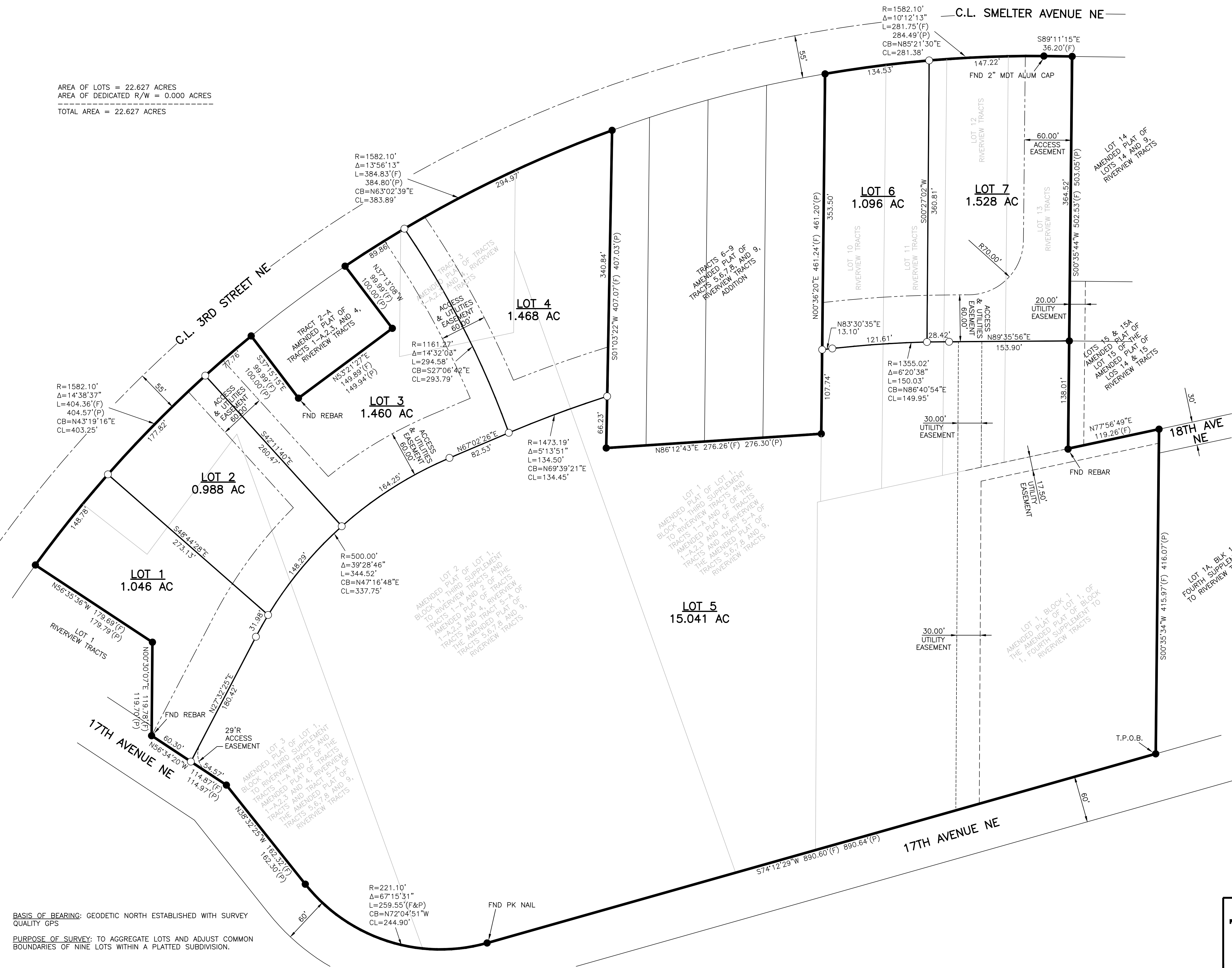


VICINITY MAP



LEGEND

- SUBDIVISION BOUNDARY ———
- FOUND PROPERTY MONUMENT — REBAR WITH YPC UNLESS NOTED OTHERWISE ●
- SET PROPERTY MONUMENT — 5/8" REBAR & 15625LS YPC ○
- EXISTING EASEMENT LINE - - - - -
- NEW EASEMENT LINE - - - - -
- PREVIOUS LOT LINE ———
- NEW LOT LINE ———
- FIELD MEASUREMENT (F)
- PLATTED MEASUREMENT (P)



BASIS OF BEARING: GEODETIC NORTH ESTABLISHED WITH SURVEY QUALITY GPS
PURPOSE OF SURVEY: TO AGGREGATE LOTS AND ADJUST COMMON BOUNDARIES OF NINE LOTS WITHIN A PLATTED SUBDIVISION.

TD&H THOMAS, DEAN & HOSKINS, INC.
ENGINEERING CONSULTANTS
GREAT FALLS-BOZEMAN-KALISPELL-HELENA
MONTANA WASHINGTON IDAHO

DRAWN BY: DRK DATE: 10/12 QUALITY CHECK: JPJ
SURVEYED BY: DRK JOB NO. 12-091 FIELDBOOK

J:\2012\12-091 MRC Weingate\SURVEY\12-091 PLAT.dwg - 12/31/2012 1:21:35 PM, MMC

AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION.

A TRACT OF LAND LOCATED IN GOVERNMENT LOTS 3 & 4 OF SECTION 1, AND GOVERNMENT LOT 1 OF SECTION 2, T20N, R3E, P.M.M., CITY OF GREAT FALLS, CASCADE COUNTY, MONTANA

LAND OWNER: MONTANA REFINING COMPANY INC.

CERTIFICATE OF OWNERSHIP

We, the undersigned property owners, do hereby certify that we have caused to be surveyed, subdivided, and platted into lots, blocks, and easements as shown by this plat hereunto included, the following described tract of land to wit:

A tract of land being Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8 and 9, Riverview Tracts, and Tract 3 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1, Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview Tracts Addition, located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, Township 20 North, Range 3 East, P.M.M., City of Great Falls, Cascade County, Montana and being more particularly described as follows:

Beginning at the Southeast Corner of Lot 1, Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, being a point on the Northerly right-of-way of 17th Avenue NE; thence South 74°12'29" West along said Northerly right-of-way, a distance of 890.60 feet; thence along said Northerly right-of-way on a non-tangent curve to the right, having a Chord Bearing of North 72°04'51" West, a Chord Length of 244.90 feet, a Radius of 221.10 feet, a Delta Angle of 67°15'31", and an Arc Length of 259.55 feet; thence North 38°32'25" West along said Northerly right-of-way, a distance of 162.32 feet; thence North 56°34'20" West along said Northerly right-of-way, a distance of 114.87 feet to the Westerly corner of Lot 3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8 AND 9, Riverview Tracts; thence North 00°30'07" East along the Westerly line of said Lot 3, a distance of 119.78 feet; thence North 56°35'36" West along said Westerly line, a distance of 179.69 feet to the Southerly right-of-way of 3rd Street NE; thence along said Southerly right-of-way on a non-tangent curve to the right, having a Chord Bearing of North 43°19'16" East, a Chord Length of 403.25 feet, a Radius of 1582.10 feet, a Delta Angle of 14°38'37", and an Arc Length of 404.36 feet to the Northwest Corner of Tract 2-A of the Amended Plat of Tracts 1-A, 2, 3, and 4, Riverview Tracts; thence South 37°15'15" East along the Westerly line of said Tract 2-A, a distance of 99.99 feet; thence North 53°21'27" East along the Southerly line of said Tract 2-A, a distance of 149.89 feet; thence North 37°13'08" West along the Easterly line of said Tract 2-A, a distance of 99.99 feet to the Southerly right-of-way of 3rd Street NE; thence along said Southerly right-of-way on a non-tangent curve to the right, having a Chord Bearing of North 63°02'39" East, a Chord Length of 383.89 feet, a Radius of 1582.10 feet, a Delta Angle of 13°56'13", and an Arc Length of 384.83 feet to the Northwest Corner of Tracts 6-9 of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts Addition; thence South 01°03'22" West along the Westerly line of said Tracts 6-9, a distance of 407.07 feet; thence North 86°12'43" East along the Southerly line of said Tracts 6-9, a distance of 276.26 feet; thence North 00°36'20" East along the Easterly line of said Tracts 6-9, a distance of 461.24 feet to the Southerly right-of-way of 3rd Street NE; thence along said Southerly right-of-way on a non-tangent curve to the right, having a Chord Bearing of North 85°21'30" East, a Chord Length of 281.38 feet, a Radius of 1582.10 feet, a Delta Angle of 10°12'13", and an Arc Length of 281.75 feet; thence South 89°11'15" East along said Southerly right-of-way, a distance of 36.20 feet to the Northeast Corner of Lot 13, Riverview Tracts; thence South 00°35'44" West along the Easterly line of said Lot 13, a distance of 502.53 feet to the Northerly line of Lot 1, Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts; thence North 77°56'49" East along said Northerly line, a distance of 119.26 feet; thence South 00°35'34" West along the Easterly line of said Lot 1, a distance of 415.97 feet to the Point of Beginning and containing 22.627 acres.

The above described tract of land is to be known and designated as AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, City of Great Falls, Cascade County, Montana. The undersigned hereby grants unto each and every person, firm or corporation, whether public or private, providing or offering to provide telephone, telegraph, electric power, gas, television, water or sewer services to the public, the right to the joint use of an easement for the construction, maintenance, repair and removal of their lines and other facilities, in, over, under, and across each as designated on this plat as "Utility Easement", to have and to hold forever.

Dated this _____ day of _____, A.D., 20_____

MONTANA REFINING COMPANY INC.

State of Montana)
: ss
County of Cascade)

On this _____ day of _____, 20_____, before me, the undersigned, a Notary Public for the State of Montana, personally appeared, known to me to be the person who executed the Certificate of Dedication. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(Notarial Seal)

Notary Public for the State of Montana
Residing at Great Falls, Montana
My commission expires _____

CERTIFICATE OF GREAT FALLS PLANNING BOARD

We, the undersigned, _____, President of the City Planning Board of the City of Great Falls, Cascade County, Montana, and _____, Secretary of said City Planning Board, do hereby certify that the accompanying plat of AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, has been submitted to the said City Planning Board for examination by them, and was found by them to conform to law, and was approved at their regular meeting held on the _____ day of _____, 20_____.

President, Great Falls Planning Board

Secretary, Great Falls Planning Board

CERTIFICATE OF CITY COMMISSION

I, Gregory T. Doyon, City Manager of the City of Great Falls, Montana, do hereby certify that the accompanying plat of AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, was duly examined and approved by the City Commission of the City of Great Falls, at its regular meeting held on the _____ day of _____, 20_____.

City Manager, City of Great Falls, Montana

CERTIFICATE OF PUBLIC SERVICE DIRECTOR

I, Jim Reardon, Public Service Director for City of Great Falls, Montana, do hereby certify that I have examined the accompanying plat of AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, and the survey it represents, and find the same conforms to regulations governing the platting of lands, and to presently platted adjacent land, as near as circumstances will permit, and I hereby approve the same.

Dated this _____ day of _____, A.D., _____

Public Works Director, City of Great Falls, Montana

CERTIFICATE DISPENSING WITH PARK OR PLAYGROUND

I, Gregory T. Doyon, City Manager for the City of Great Falls, Montana, do hereby certify that since the accompanying plat of AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION is a subdivision into parcels that are all nonresidential, the City Commission of the City of Great Falls, Montana, in accordance with Section 76-3-621(3)(c), M.C.A., dispensed with any park or playground requirements, during its regular meeting held on the _____ day of _____, 20_____.

Dated this _____ day of _____, A.D., 20_____

City Manager, City of Great Falls, Montana

CERTIFICATE OF AVAILABILITY OF MUNICIPAL SERVICES

I, Gregory T. Doyon, City Manager for the City of Great Falls, Montana, do hereby certify that adequate municipal facilities for the supply of water and disposal of sewage and solid waste are available to the above described property, namely, the said facilities of the City of Great Falls, Montana, and this certificate is made pursuant to Section 76-4-124, M.C.A., thereby permitting the Clerk and Recorder of Cascade County, Montana, to record the accompanying plat.

Dated this _____ day of _____, A.D., 20_____

City Manager - City of Great Falls, Montana

CERTIFICATE OF COUNTY TREASURER

I, Jamie Bailey, County Treasurer of Cascade County, Montana, do hereby certify that I have examined the records covering the areas included in the accompanying plat of AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, and find that taxes in same have been paid for the last five years.

Dated this _____ day of _____, A.D., _____

County Treasurer, Cascade County, Montana

CERTIFICATE OF SURVEYOR

I, the undersigned, Daniel R. Kenczka, Professional Land Surveyor, Montana Registration No. 15625LS, do hereby certify that I supervised the survey of this AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, and platted same as shown on the accompanying plat and as described in accordance with the provisions of the Montana Subdivision and Platting Act, Sections 76-3-101 through 76-3-614, M.C.A., and Cascade County.

Dated this _____ day of _____, A.D., _____

Daniel R. Kenczka, Montana Reg. No. 15625LS



BASIS OF BEARING: GEODETIC NORTH ESTABLISHED WITH SURVEY QUALITY GPS

PURPOSE OF SURVEY: TO AGGREGATE LOTS AND ADJUST COMMON BOUNDARIES OF NINE LOTS WITHIN A PLATTED SUBDIVISION.

TD&H THOMAS, DEAN & HOSKINS, INC. ENGINEERING CONSULTANTS. DRAWN BY: DRK DATE: 10/12 SURVEYED BY: DRK JOB NO. 12-091 QUALITY CHECK: JPJ FIELDBOOK. GREAT FALLS-BOZEMAN-KALISPELL-HELENA SPOKANE LEWISTON MONTANA WASHINGTON IDAHO

J:\2012\12-091 MRC Weingate\SURVEY\12-091 PLAT.dwg - 12/31/2012 1:36:57 PM, MMC

Exhibit F – Findings of Fact

Findings of Fact (Prepared in Response to 76-3-608(3) MCA)

PRIMARY REVIEW CRITERIA

Effect on Agriculture: The lots and tracts of land within the Amended Plat area are not currently being utilized for agricultural purposes. The proposed uses will not interfere with any irrigation system or present any interference with agricultural operations in the vicinity. The land uses that are existing in the vicinity include commercial, industrial, mixed-use and higher density residential uses.

Effect on Local Services: The area within the Amended Plat is currently annexed into the City of Great Falls and is served by City water, sewer and storm drain systems. The applicant shall provide a new storm drain utility easement on the Amended Plat per the requirements of the Public Works Department. The City should not experience an appreciable increase in maintenance and operating costs. Any development within the Amended Plat area will pay regular water and sewer charges.

The area within the Amended Plat will receive law enforcement and emergency services from the City of Great Falls. The nearest fire station is ±1.1 miles from the subject parcel. Providing these services to the subject property is expected to be a negligible cost to the City. Tax revenues from any redevelopment on the site will likely cover any share of costs. In addition, the Fire Department has provided a memo stating that future development by Calumet may result in a greater community risk related to expansion of storage of hazardous materials (see Exhibit C - Fire Memo).

Paved public roadways border the Amended Plat area. These roads will be maintained by the City of Great Falls and the Montana Department of Transportation. One additional roadway will be built at Calumet's expense, which will be a private roadway including sidewalks that will be maintained by the applicant and future property owners. It will be constructed to City roadway standards.

Effect on the Natural Environment: Approval of the Amended Plat is not expected to adversely affect soils or the quality or quantity of ground water. At this time, Calumet Montana Refining does not have development plans for the subject property, but any new refinery operations would be done under stringent quality control standards related to air quality, soils or other adverse impacts. A storm drainage plan will be prepared and submitted to the City Public Works Department, as necessary, for review and approval as development occurs within the Amended Plat area.

Effect on Wildlife and Wildlife Habitat: The area within the Amended Plat is located in an urban setting with existing streets and infrastructure. The subject property is not in an area of significant wildlife habitat and will not result in closure of public access to hunting or fishing areas, nor to public lands. Calumet has committed to providing a bike and pedestrian facility through the subject property from Smelter Ave NE to 4th St NE, which will increase public access to the Missouri River and River's Edge Trail.

Effect on Public Health and Safety: Calumet Montana Refining is a complex refinery able to process heavy crude oil that is received via pipeline and railcar. They produce a range of products including multiple grades of gasoline to ultra-low sulfur diesel, jet fuels, LPG's and polymer modified/emulsified asphalt products. These are all considered hazardous materials. Calumet Montana Refining does operate under stringent quality controls, but the City should

consider requiring mitigation of negative effects from the subdivision, which is permitted in the Land Development Code 17.16.26.040 (D). Based on available information, the area within the proposed Amended Plat is not prone to abnormal natural hazards. The proposed use for the southern portion of the Amended Plat includes extending refinery operations, which is a heavy industrial use. At this time, Calumet Montana Refining does not have any specific development plans for the site but they have indicated that they may, in the future, expand the bulk fuel or crude oil storage to this site. Since there are no proposed development plans for the City to review, it is not possible to assess impacts. Should additional storage tanks be constructed, it will affect the view corridor to and from the Missouri River.

Mitigation of Negative Effects of Subdivision

The Land Development Code 17.16.26.040 (D) states that the City Commission may as a condition of approval require the applicant to reasonably mitigate potentially significant adverse impacts, if possible. Such means to minimize the identified impacts may include the following:

1. *Reduce the number of lots to allow an acceptable amount of impact,*
2. *Relocate or redesign a road(s),*
3. *Reconfigure a lot line(s),*
4. *Relocate or redesign an access point(s) to a private, county, or State road(s),*
5. *Require fencing to mitigate effects on neighboring properties,*
6. *Redesign other elements as appropriate,*
7. *Require appropriate infrastructure (on- and off-site) to support the development, and*
8. *Other actions as appropriate (see: 76-3-608 (4), MCA).*

Calumet has been working with the City to come to agreement on reasonable conditions of approval that will mitigate some of the potential negative and unknown impacts of the proposed subdivision.

REQUIREMENTS OF MONTANA SUBDIVISION AND PLATTING ACT, UNIFORM STANDARDS FOR MONUMENTATION, AND LOCAL SUBDIVISION REGULATIONS

The Amended Plat meets the requirements of the Montana Subdivision and Platting Act and the surveying requirements specified in the Uniform Standards for Monumentation, and conforms to the design standards specified in the local subdivision regulations. The local government has complied with the subdivision review and approval procedures set forth in the local subdivision regulations.

EASEMENT FOR UTILITIES

The applicant shall provide all necessary utility easements to accommodate water, stormwater and sanitary sewer mains to serve the area within the Amended Plat.

LEGAL AND PHYSICAL ACCESS

The development is bordered by 3rd St NW/Smelter Ave NE and 17th Ave NE. All are paved public roadways that are maintained by the City of Great Falls. The proposed development will have direct access from these roadways.

WESTGATE DEVELOPMENT MASTERPLAN



WESTGATE DEVELOPMENT PROPOSED ZONING

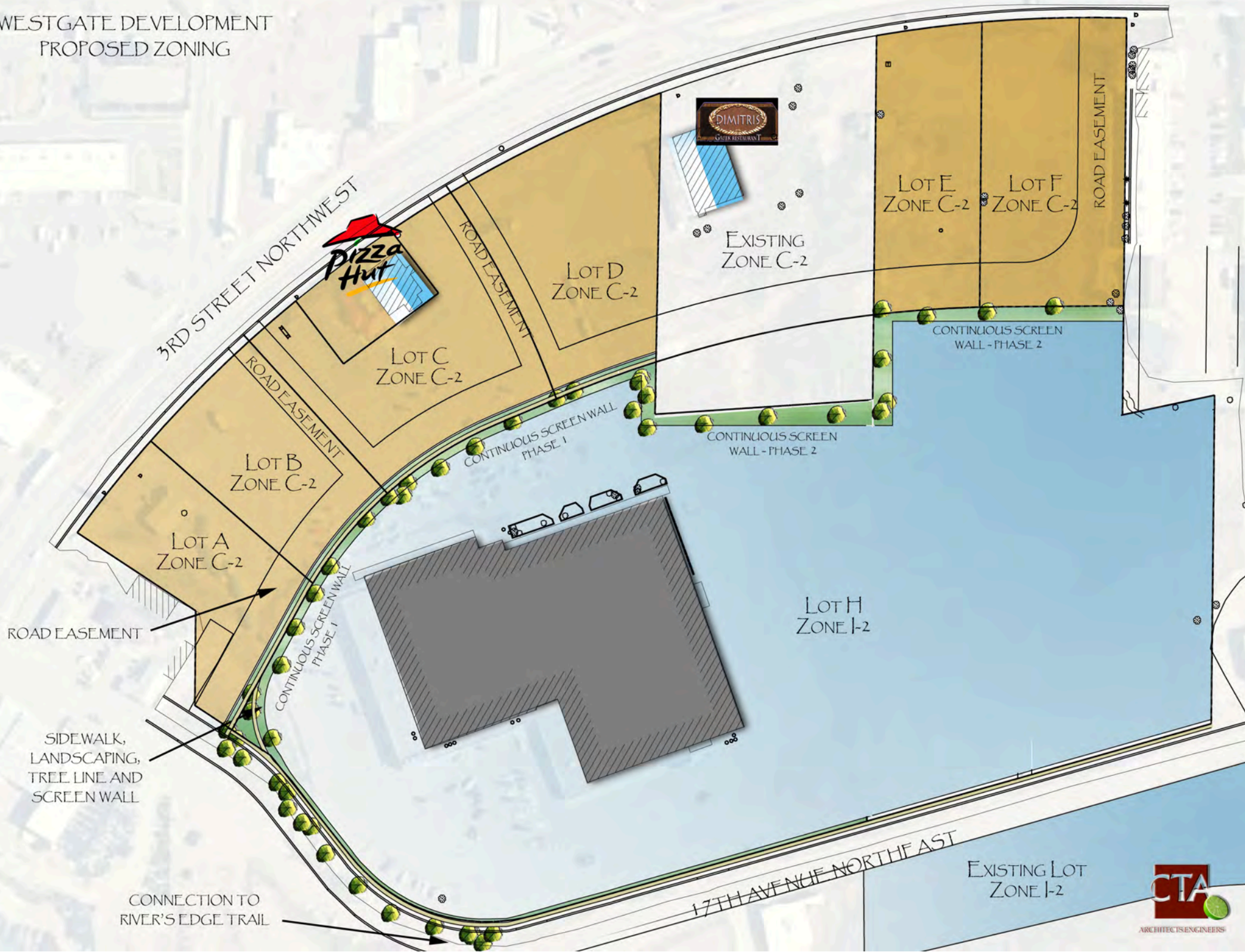
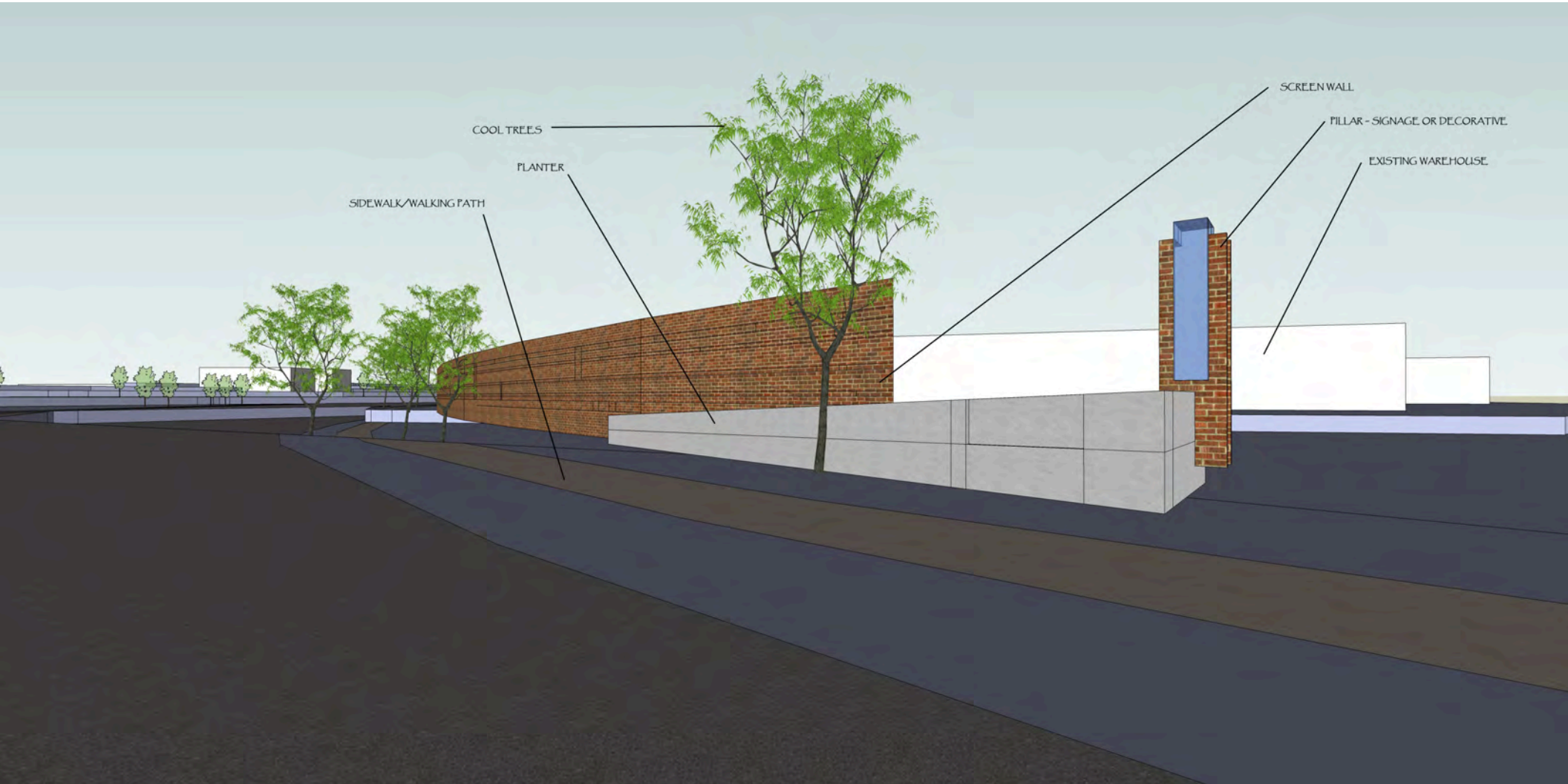




Exhibit G (4 of 4)





HOME OIL AND REFINING COMPANY PLANT AT GREAT FALLS
THE HOME OF SILVER GAS

WESTGATE DEVELOPMENT MASTERPLAN





GREAT FALLS FIRE RESCUE

Exhibit J

105 9th Street South
Great Falls, MT 59401

Phone: 406-727-8070
Fax: 406-454-2454

Date: October 4, 2012

TO: Jana Cooper, Planning and Community Development

FR: Stephen A. Hester, Assistant Fire Chief

RE: *Comments; Rezoning of Montana Refining Company Westgate property – Lots 1-3 and a portion of Tracts 10-13 Riverview Tracts and Lot 1, Block 1, Fourth Supplement to Riverview Tracts, Section 1, T20N, R3E.*

Jana;

The following comments are based in information provided in the rezoning proposal for the property owned by the Montana Refinery Company (MRC) and for consideration in any future development of this property once re-zoned.

The request states this area would be rezoned for heavy industrial for the purpose of commercial storage in the old Westgate Mall building. This change in occupancy will require a safety inspection. Additionally, if hazardous materials were to be stored in the existing building or if motor carriers transporting hazardous materials were to be stored in the outside area there may be a greater hazard to adjoining properties if a spill, release or fire were to occur.

Additionally, the Cascade County Local Emergency Planning Committee (LEPC) under the Community Right to Know and Emergency Response requirements should receive a Tier II report from MRC that would be forwarded to the fire department. Also if hazardous materials were to be stored in this area, the city would require compliance with all International Fire Code requirements for the storage, use and dispensing of hazardous chemicals. (reference IFC Chapter 50, 53, & 57)

I am not sure if any of this pertains to the re-zoning request but I thought it important that future development will lead to greater community risk and was made a part of the record.

Signed;

Stephen A. Hester

Exhibit K

**DEVELOPMENT AGREEMENT
FOR THE AMENDED PLAT OF LOTS 1-3 OF
THE AMENDED PLAT OF LOT 1, BLOCK 1,
THIRD SUPPLEMENT TO RIVERVIEW
TRACTS AND TRACTS 1-A AND 2 OF THE
AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4,
RIVERVIEW TRACTS AND TRACT 5-A OF
THE AMENDED PLAT OF TRACTS 5, 6, 7, 8,
AND 9, RIVERVIEW TRACTS, AND TRACT 3
OF THE AMENDED PLAT OF THE TRACTS
1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND
LOT 1 BLOCK 1, OF THE AMENDED PLAT
OF LOT 1, BLOCK 1, OF THE AMENDED
PLAT OF BLOCK 1, FOURTH SUPPLEMENT
TO RIVERVIEW TRACTS, AND TRACTS 10-
13 OF THE RIVERVIEW TRACTS ADDITION.
A TRACT OF LAND LOCATED IN
GOVERNMENT LOTS 3 & 4 OF SECTION 1,
AND GOVERNMENT LOT 1 OF SECTION 2,
T20N, R3E, P.M.M., CITY OF GREAT FALLS,
CASCADE COUNTY, MONTANA.**

1. PREFACE

The following is a binding Agreement dated this _____ day of _____, 2013, between CALUMET MONTANA REFINING, LLC, hereinafter referred to as "Owner," and the CITY OF GREAT FALLS, MONTANA, a municipal corporation of the State of Montana, hereinafter referred to as "City," regarding the requirements for filing the Amended Plat of Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of

the Riverview Tracts Addition. A Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls, Cascade County, Montana, hereinafter referred to as "Subject Property."

2. PRIOR AND CURRENT ACTIONS

- A. The Planning Advisory Board, on November 13, 2012, recommended the City Commission approve the Amended Plat of the Subject Property subject to ten (10) conditions of approval being met.
- B. City Commission will hold a public hearing to approve or deny the Amended Plat on January 15, 2013.

3. SUPPORTING DOCUMENTS

Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview Tracts Addition. A Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls, Cascade County, Montana, prepared by Thomas Dean & Hoskins (TD&H), and filed of record in the Clerk and Recorder's Office of Cascade County, Montana on the _____ day of _____, 2013.

Document Number: _____

4. FEES AND CHARGES

- A. Owner has paid fees totaling \$1,300.00 for the processing the rezoning (\$700.00) and Amended Plat (\$600.00) application for the Subject Property. In addition, the Owner shall pay recording fees for the Development Agreement totaling (\$11 per page x 6 pages) \$66.00.
- B. Water tapping, water connection, sewer service tapping, and sewer connection fees will be assessed at the time of installation.
- C. The absence of any fee from this agreement lawfully charged by the City in connection with construction activity associated with Project shall not constitute a waiver by the City.

5. UNFORESEEN POTENTIALITIES

It is mutually recognized, understood and agreed by City and Owner that subsequent to the time this agreement was entered into, events may occur and actions may be taken which were unforeseen by either party or both parties hereto. In this perspective, it is, therefore, agreed that the parties may by mutual subsequent agreement modify the terms, conditions and covenants of this Agreement.

6. CONDITIONS OF APPROVAL

Owner agrees to complete, the conditions of approval associated with the Amended Plat of the Subject Property as listed below and in accordance with standards of City. For the

purposes of this agreement “development” will be considered any excavation, construction of new structures, expansion of existing structures, installation of utilities, stormwater management systems or placement of a structure upon a portion of or part of the parcel herein described.

- A. The Amended Plat of the Subject Property shall incorporate corrections of any errors or omissions noted by staff.
- B. Owner shall provide a continuous decorative wall where an industrial use on Lot 5 of the Amended Plat abuts a non-industrial use, excluding necessary access points, to mitigate negative impacts to neighboring properties. The wall shall be 8-12 feet tall and be 100% opaque. The wall shall be installed at such time as any new development occurs within any area of the Amended Plat.
- C. The Subject Property shall conform to the Land Development Code 17.44.4 Design Standards for Industrial Buildings, including buffer and screening between uses. Where an industrial use abuts a non-industrial use, a minimum 15-foot landscape buffer shall be provided along the shared property line. In addition, to help mitigate the effects of the subdivision, Owner shall install and maintain at least one canopy or evergreen tree for each thirty-five (35) lineal feet of frontage in the 15-foot buffer adjacent to non-industrial uses. The landscaping/buffer shall be installed at such time as any new development occurs within any area of the Amended Plat.
- D. Owner shall submit all proposed development plans to the City for applicable code review (including, but not limited to zoning and landscaping) at such time as development occurs on the Subject Property.
- E. Owner shall provide a 15-foot wide bicycle and pedestrian easement from Smelter Ave NE to 4th St NE per conceptual drawings on file at the Planning and Community Development Office. Owner shall construct a 10-foot paved trail on this easement at such time that development occurs on the Subject Property.
- F. Owner shall conform to all EPA, federal, state and local codes related to owning and operating a refinery.
- G. Owner shall provide a storm drain easement across the Subject Property from Smelter Ave NE to 17th Ave NE. The size and location of said easement shall be approved by Public Works prior to final approval of the Amended Plat.
- H. At such time as development occurs on the site the Owner shall provide plans to the City’s Public Works department to determine if a stormwater management plan is necessary. If necessary the Owner shall provide a plan in compliance with the City of Great Falls Storm Design Manual and City standards. The plan will be reviewed and approved by the Public Works Department prior to development of the Subject Property.
- I. All roadways within the Subject Property shall be private roadways, maintained by the Owner. Internal, private roadways and associated sidewalks and traffic control shall be approved by the Public Works Department prior to installation and shall include sidewalks where appropriate. Owner shall create a property owners association, before any lot is sold within the Subject Property, which is responsible for installation and maintenance of all private roadways, sidewalks and traffic control devices within the Subject Property.

- J. Owner shall work with Montana Department of Transportation on the number and location of private access driveways from 3rd St NW and Smelter Ave.
- K. Owner shall be responsible for any damage caused to 6th St NE and 17th Ave NE due to the movement of heavy equipment or vehicles across these roadways at no cost to the City.

7. SOIL AND/OR GROUNDWATER CONDITIONS

The Owner of the Subject Property shall indemnify, hold harmless and defend the City of Great Falls, its officers, agents, servants and employees and assigns from and against all claims, debts, liabilities, obligations and costs including reasonable attorney fees, that arise from, result from or relate to adverse soil or groundwater conditions on the Subject Property. This indemnity obligation runs with the land. Upon the transfer of ownership of the Subject Property, the prior Owner's (whether the Owner that made this development agreement or a subsequent owner) indemnity obligation for adverse soil or adverse groundwater conditions for the transferred property is released and the indemnity obligation runs to the new owner of the property. Only the owner of the parcel of property with the adverse conditions at the time the City incurs the claim, debt, liability, obligation or cost is obligated to indemnify and no owner of Subject Property is obligated to indemnify for adverse conditions on property owned by someone else.

This indemnification by the Owner of the Subject Property shall apply unless such damage or injury results from the negligence, gross negligence or willful misconduct of the City.

8. MAINTENANCE DISTRICTS

Owner waives its right to protest the lawful creation by City of maintenance districts for any proper purpose including, but not limited to, fire hydrant, street maintenance and street lighting and shall pay the proportionate share of the costs associated with said maintenance districts as they may be applied to the Subject Property.

9. FUTURE STORM DRAINAGE FACILITIES

Owner hereby agrees to waive right to protest any future area wide special improvement district for storm drainage facilities and further agrees to pay for proportionate share of any future storm drainage improvements which service Subject Property that may be installed with or without an area wide special improvement district. The term "area wide" as used herein, means any area larger than that covered by Subject Property which is a contributor to the drainage sub-basin of which Subject Property is a part.

10. FUTURE ROADWAY IMPROVEMENTS

Owner, hereby agrees to waive right to protest creation of any future special improvement district for the Subject Property and further agrees to pay when deemed necessary by the City for proportionate share of said roadway improvements, including sidewalk, that may be installed with or without a special improvement district.

11. PUBLIC ROADWAY LIGHTING

Owner, hereby agrees to waive its right to protest any future special lighting district for public roadway lighting facilities that service Subject Property, and further agrees to pay

for proportionate share of the costs associated with roadway lighting which service Subject Property that may be installed with or without a special lighting district.

12. CITY ACCEPTANCE AND ZONING

In consideration of the foregoing, City hereby accepts and approves the zoning of the Subject Property with an assigned zoning classification of C-2 General commercial to Lots 1-4, 6 and 7 and I-2 Heavy industrial to Lot 5 of the Amended Plat. It is hereby understood that the preceding language regarding zoning of lots in the Subject Property does not preclude City from reclassifying lots if an area wide reclassification is undertaken, in which event City agrees to reclassify said lots as a conforming use.

13. BINDING EFFECT

The provisions, covenants and terms of this Agreement shall run with the land and bind the present owners, their devisees, heirs, successors, and assigns; and any and all parties claiming by, through, or under them, shall be taken to agree and covenant with each of the parties to the Agreement, their devisees, heirs, successors and assigns, to conform to the provisions, covenants and terms of this Agreement.

IN WITNESS WHEREOF, the parties hereto have set their hands and seal the day, month and year first hereinabove written.

CITY OF GREAT FALLS

Party of the First Part

Gregory T. Doyon, City Manager

ATTEST:

Lisa Kunz, City Clerk

(Seal of the City)

APPROVED FOR LEGAL CONTENT:

David L. Nielsen, Interim City Attorney

OWNER

By: _____

Dexter Busby, Director, Government and Regulatory Affairs
Calumet Montana Refining, LLC

State of Montana)
County of Cascade) :ss.
City of Great Falls)

On this _____ day of _____, 2013, before me, a Notary Public in and for the State of Montana, personally appeared Dexter Busby, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year certificate first above written.

(NOTARIAL SEAL)

Notary Public for the State of Montana
Printed Name: _____
Residing at: _____
My commission Expires: _____, 20_____