

RESOLUTION 2024-035

A RESOLUTION OF THE MAYOR AND CITY COUNCIL OF THE CITY OF SIERRA VISTA, COCHISE COUNTY, ARIZONA; REAFFIRMING SETTLED POLICY, TO TERMINATE DEVELOPMENT AGREEMENTS 4388, 4869, 4884, AND 4893, RELATING TO THE DEVELOPMENT OF PARCELS 105-04-122B, 105-04-253, 105-04-254A, 105-04-252E, 105-05-121, 106-46-033, 107-51-336B, AND 107-78-001, AND ACCEPTING A TERMINATION AGREEMENT AS SHOWN IN EXHIBIT A; AND DIRECTING THE CITY MANAGER, CITY CLERK, CITY ATTORNEY OR THEIR DULY AUTHORIZED OFFICERS AND AGENTS TO TAKE ALL STEPS NECESSARY TO CARRY OUT THE PURPOSES AND INTENT OF THIS RESOLUTION.

WHEREAS, the City and the Sanctuary Revocable Living Trust entered into a Development Agreement, 4388, dated on May 11, 2000 and recorded June 23, 2000 with the Cochise County Recorder's Office as Docket No. 000617521; and

WHEREAS, the City and Lawley Holdings LLC entered into a Development Agreement, 4893, dated December 12, 2002 and recorded December 19, 2002 with the Cochise County Recorder's Office as Docket No. 021240640; and

WHEREAS, the City and JD & CD LLC entered into a Development Agreement, 4884 (Lawley Holdings LLC is the successor and current owner), dated November 26, 2002 and recorded and recorded December 19, 2002 with the Cochise County Recorder's Office as Docket No. 021240635; and

WHEREAS, the City and Johnson-Shield Properties LLC entered into a Development Agreement, 4869, (Lawley Holdings LLC is the successor and current owner), dated October 24, 2002 and recorded November 1, 2002 with the Cochise County Recorder's Office as Docket No. 021135092; and

WHEREAS, Sanctuary Revocable Living Trust and Lawley Holdings LLC, known as the owners, wish to terminate the Development Agreements; and

WHEREAS, all conditions of the Agreements have been completed and are no longer applicable to the future development of the parcels identified in Exhibit A; and

WHEREAS, the City of Sierra Vista is an Agreement with the termination of the Agreement and subsequent amendments.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF SIERRA VISTA, COCHISE COUNTY, ARIZONA, AS FOLLOWS:

SECTION 1

That the termination of the Development Agreements, identified in Resolutions 4388, 4869, 4884, and 4893 is of mutual benefit to both the City of Sierra Vista and the owners of the properties identified in Exhibit A.

SECTION 2

The City hereby terminates the Development Agreements identified as Resolution 4388, 4869, 4884, and 4893, and accepts the Termination Agreement from The Sanctuary Revocable Living Trust and Lawley Holdings LLC.

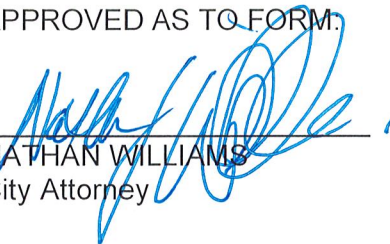
SECTION 3

That the City Manager, City Clerk, City Attorney, or their duly authorized officers and agents are hereby authorized and directed to take all steps necessary to carry out the purposes and intent of this resolution.

PASSED AND ADOPTED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF SIERRA VISTA, ARIZONA, THIS 23<sup>RD</sup> DAY OF MAY 2024.

  
CLEA MCCA II  
Mayor

APPROVED AS TO FORM:

  
NATHAN WILLIAMS  
City Attorney

ATTEST:

  
JILL ADAMS  
City Clerk

PREPARED BY:

Jeff Pregler, AICP  
Senior Planner

EXHIBIT A

## TERMINATION OF DEVELOPMENT AGREEMENTS

THIS TERMINATION OF DEVELOPMENT AGREEMENT ("Termination") is made as of May 23, 2024 (the "Effective Date") by and between the **CITY OF SIERRA VISTA**, a municipal corporation organized under the laws of the State of Arizona ("City") and **THE SANCTUARY REVOCABLE LIVING TRUST**, (Owner 1) and **LAWLEY HOLDINGS LLC** (Owner 2).

**WHEREAS**, the City and the Sanctuary Revocable Living Trust entered into a Development Agreement, 4388, dated on May 11, 2000 and recorded June 23, 2000 with the Cochise County Recorder's Office as Docket No. 000617521; and

**WHEREAS**, the City and Lawley Holdings LLC entered into a Development Agreement, 4893, dated December 12, 2002 and recorded December 19, 2002 with the Cochise County Recorder's Office as Docket No. 021240640; and

**WHEREAS**, the City and JD & CD LLC entered into a Development Agreement, 4884 (Lawley Holdings LLC is the successor and current owner), dated November 26, 2002 and recorded and recorded December 19, 2002 with the Cochise County Recorder's Office as Docket No. 021240635; and

**WHEREAS**, the City and Johnson-Shield Properties LLC entered into a Development Agreement, 4869, (Lawley Holdings LLC is the successor and current owner), dated October 24, 2002 and recorded November 1, 2002 with the Cochise County Recorder's Office as Docket No. 021135092; and

**WHEREAS**, Owner 1 owns property with tax parcel number 106-46-033 and Owner 2 owns properties with tax parcel numbers 105-04-122B, 105-04-253, 105-04-254A, 105-04-252E, 105-05-121, 107-51-336B, and 107-78-001, located in Sierra Vista, Arizona (the "Property"); and

**WHEREAS**, the City and Owners 1 and 2 wish to terminate the Development Agreements.

**NOW, THEREFORE**, in consideration of the promises and conditions contained herein, the City and Owners 1 and 2 hereby agree as follows:

1. Effective as of the Effective Date, the City and Owners 1 and 2 hereby terminate the Development Agreements and agree that the Development Agreements are no further in force and effect, and each party hereby releases the other from any claims, obligations and liabilities arising under or in connection with the Development Agreements.
2. This Termination shall be binding on and inure to the benefit of the parties hereto, their heirs, executors, administrators, successors in interest and assigns.
3. This Termination shall be governed by and construed in accordance with the laws of the State of the State of Arizona.
4. This Termination may be executed in any number of counterparts, each of which shall be deemed an original, and all of which, when taken together, shall constitute one and the same instrument.

[signature page follows]

IN WITNESS WHEREOF, the City and Owners 1 and 2 have executed this Termination as of the Effective Date.

CITY:

CITY OF SIERRA VISTA, a municipal corporation organized under the laws of the State of Arizona

By: [Signature]

Name: Clea McCaa II

Title: Mayor

STATE OF Arizona )

) SS.

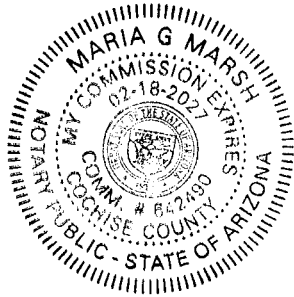
COUNTY OF Cochise )

I, the undersigned, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Clea McCaa II personally known to me or properly identified to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument in his/her capacity as Mayor of the City of Sierra Vista, and as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and seal this 23<sup>rd</sup> day of May, 2024.

[Signature]  
\_\_\_\_\_  
Notary Public

My Commission Expires 02-18-27



OWNER 1:

THE SANCTUARY REVOCABLE LIVING TRUST

By: [Signature]

Name: William Scott Nichols

Title: Authorized Signatory TTE

STATE OF New Mexico )  
 ) SS.  
COUNTY OF Grant )

I, the undersigned, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that William Scott Nichols personally known to me or properly identified to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument in his/her capacity as the Authorized Signatory of Sierra Vista Mall, LLC, a Delaware limited liability company, and as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and seal this 3rd day of May, 2024.



[Signature]  
Notary Public  
My Commission Expires 9/15/2024

OWNER 2

LAWLEY HOLDINGS LLC

By: [Signature]

Name: W Ryan Lawley

Title: Authorized Signatory

STATE OF Arizona )

) SS.

COUNTY OF Cochise )

I, the undersigned, a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that \_\_\_\_\_ personally known to me or properly identified to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument in his/her capacity as the Authorized Signatory of Rouse Properties TRS, Inc., a Delaware corporation, and as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and seal this 3rd day of May, 2024.

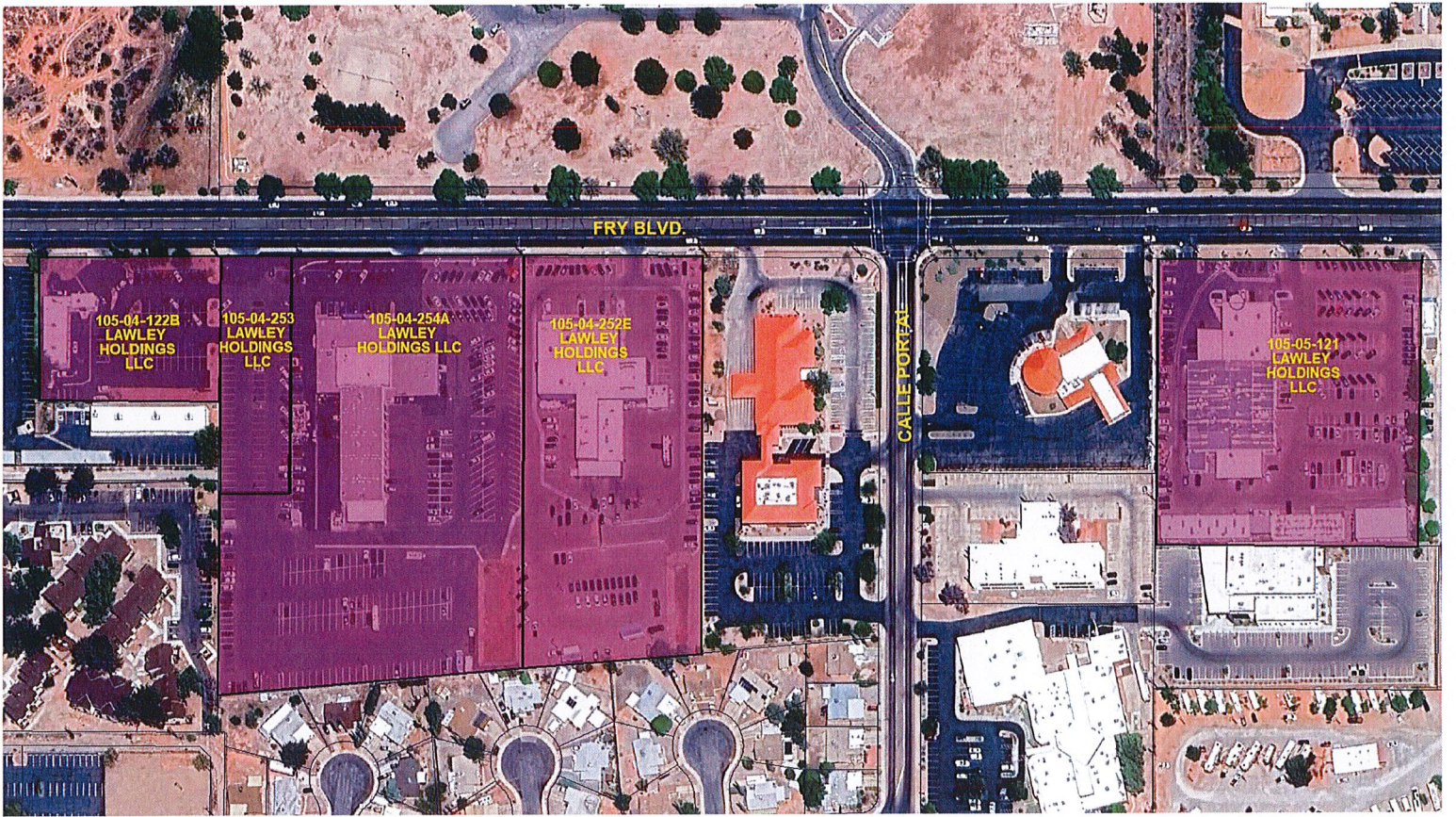
Kaylee Stewart

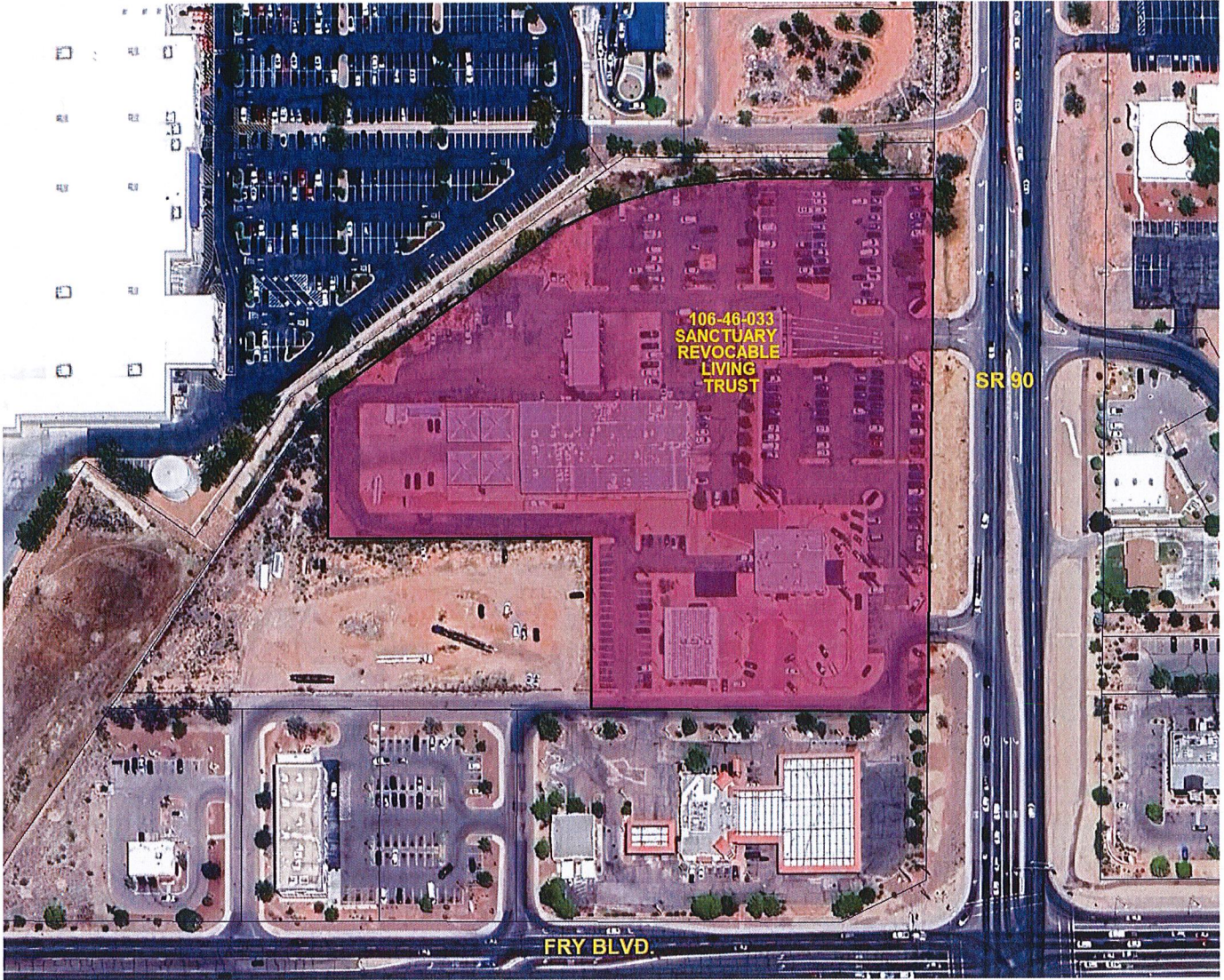
Notary Public

My Commission Expires November 26, 2027









106-46-033  
SANCTUARY  
REVOCABLE  
LIVING  
TRUST

SR 90

FRY BLVD.

