

Tuesday, November 2, 2021, 7:00 P.M.

Tracy City Hall, 333 Civic Center Plaza, Tracy

Web Site: www.cityoftracy.org

THIS MEETING WILL BE OPEN TO THE PUBLIC FOR IN-PERSON AND REMOTE PARTICIPATION PURSUANT TO GOVERNMENT CODE SECTION 54953(e).

IN ACCORDANCE WITH THE CALIFORNIA DEPARTMENT OF PUBLIC HEALTH GUIDELINES, UNIVERSAL MASKING INDOORS IS RECOMMENDED. MASKS ARE REQUIRED FOR UNVACCINATED INDIVIDUALS IN INDOOR PUBLIC SETTINGS. MEMBERS OF THE PUBLIC MAY PARTICIPATE REMOTELY IN THE MEETING VIA THE FOLLOWING METHOD:

As always, the public may view the City Council meetings live on the City of Tracy's website at CityofTracy.org or on Comcast Channel 26/AT&T U-verse Channel 99. To view from the City's website, open the "Government" menu at the top of the City's homepage and select "[City Council Meeting Videos](#)" under the "City Council" section.

If you only wish to watch the meeting and do not wish to address the Council, the City requests that you stream the meeting through the City's website or watch on Channel 26.

Remote Public Comment:

During the upcoming City Council meeting public comment will be accepted via the options listed below. If you would like to comment remotely, please follow the protocols below:

- *Comments via:*
 - o **Online by visiting** <https://cityoftracyevents.webex.com> and using the following **Event Number:** 2558 378 0765 and **Event Password:** TracyCC
 - o ***If you would like to participate in the public comment anonymously***, you may submit your comment in WebEx by typing "Anonymous" when prompted to provide a First and Last Name and inserting Anonymous@example.com when prompted to provide an email address.
 - o **Join by phone by dialing** +1-408-418-9388, enter 25583780765#8722922#
- *Protocols for commenting via WebEx:*
 - o *If you wish to comment on the "Consent Calendar", "Items from the Audience/Public Comment" or "Regular Agenda" portions of the agenda:*
 - *Listen for the Mayor to open that portion of the agenda for discussion, then raise your hand to speak by clicking on the Hand icon on the Participants panel to the right of your screen.*
 - *If you no longer wish to comment, you may lower your hand by clicking on the Hand icon again.*
 - o *Comments for the "Consent Calendar" "Items from the Agenda/Public Comment" or "Regular Agenda" portions of the agenda will be accepted until the public comment for that item is closed.*

Comments received on Webex outside of the comment periods outlined above will not be included in the record.

Americans With Disabilities Act - The City of Tracy complies with the Americans with Disabilities Act and makes all reasonable accommodations for the disabled to participate in Council meetings. Persons requiring assistance or auxiliary aids should call City Hall (209/831-6105) 24 hours prior to the meeting.

Addressing the Council on Items on the Agenda - The Brown Act provides that every regular Council meeting shall provide an opportunity for the public to address the Council on any item within its jurisdiction before or during the Council's consideration of the item, provided no action shall be taken on any item not on the agenda. To facilitate the orderly process of public comment and to assist the Council to conduct its business as efficiently as possible, members of the public wishing to address the Council are requested to, but not required to, hand a speaker card, which includes the speaker's name or other identifying designation and address to the City Clerk prior to the agenda item being called. Generally, once the City Council begins its consideration of an item, no more speaker cards will be accepted. An individual's failure to present a speaker card or state their name shall not preclude the individual from addressing the Council. Each citizen will be allowed a maximum of five minutes for input or testimony. In the event there are 15 or more individuals wishing to speak regarding any agenda item including the "Items from the Audience/Public Comment" portion of the agenda and regular items, the maximum amount of time allowed per speaker will be three minutes. When speaking under a specific agenda item, each speaker should avoid repetition of the remarks of the prior speakers. To promote time efficiency and an orderly meeting, the Presiding Officer may request that a spokesperson be designated to represent similar views. A designated spokesperson shall have 10 minutes to speak. At the Presiding Officer's discretion, additional time may be granted. The City Clerk shall be the timekeeper.

Consent Calendar - All items listed on the Consent Calendar are considered routine and/or consistent with previous City Council direction. One motion, a second, and a roll call vote may enact the items listed on the Consent Calendar. No separate discussion of Consent Calendar items shall take place unless a member of the City Council, City staff or the public request discussion on a specific item.

Addressing the Council on Items not on the Agenda – The Brown Act prohibits discussion or action on items not on the posted agenda. The City Council's Meeting Protocols and Rules of Procedure provide that in the interest of allowing Council to have adequate time to address the agenda items of business, "Items from the Audience/Public Comment" following the Consent Calendar will be limited to 15-minutes maximum period. "Items from the Audience/Public Comment" listed near the end of the agenda will not have a maximum time limit. A five-minute maximum time limit per speaker will apply to all individuals speaking during "Items from the Audience/Public Comment". For non-agendized items, Council Members may briefly respond to statements made or questions posed by individuals during public comment; ask questions for clarification; direct the individual to the appropriate staff member; or request that the matter be placed on a future agenda or that staff provide additional information to Council. When members of the public address the Council, they should be as specific as possible about their concerns. If several members of the public comment on the same issue an effort should be made to avoid repetition of views already expressed.

Notice - A 90 day limit is set by law for filing challenges in the Superior Court to certain City administrative decisions and orders when those decisions or orders require: (1) a hearing by law, (2) the receipt of evidence, and (3) the exercise of discretion. The 90 day limit begins on the date the decision is final (Code of Civil Procedure Section 1094.6). Further, if you challenge a City Council action in court, you may be limited, by California law, including but not limited to Government Code Section 65009, to raising only those issues you or someone else raised during the public hearing, or raised in written correspondence delivered to the City Council prior to or at the public hearing.

Full copies of the agenda are available on the City's website: www.cityoftracy.org

CALL TO ORDER

PLEDGE OF ALLEGIANCE

INVOCATION

ROLL CALL

PRESENTATIONS:

1. Employee of the Month
2. Proclamation - Sikh American Awareness Month
3. Proclamation – National Native American Awareness Month
4. Life Saving Awards
5. Police Swearing In Ceremony

1. CONSENT CALENDAR

- 1.A. ADOPTION OF OCTOBER 15, 2021 CLOSED SESSION MINUTES, OCTOBER 19, 2021 CLOSED SESSION AND REGULAR MEETING MINUTES, AND OCTOBER 26, 2021 CLOSED SESSION MINUTES
- 1.B. DECLARE CERTAIN VEHICLES AND EQUIPMENT AS SURPLUS AND APPROVE THEIR SALE
- 1.C. WAIVE SECOND READING AND ADOPT ORDINANCE 1319, AN ORDINANCE OF THE CITY OF TRACY APPROVING AN AMENDMENT TO THE TRACY HILLS SPECIFIC PLAN FOR THE TRACY HILLS PHASE 2 PROJECT APPLICATION NUMBER SPA21-0003
- 1.D. AUTHORIZE AMENDMENTS TO THE CITY'S CLASSIFICATION AND COMPENSATION PLANS AND MASTER SALARY SCHEDULE RELATING TO THE SUPERVISING BUILDING INSPECTOR

2. ITEMS FROM THE AUDIENCE

3. REGULAR AGENDA

- 3.A. PUBLIC HEARING TO CONSIDER AMENDMENT TO THE SAN JOAQUIN COUNTY MULTI-SPECIES HABITAT CONSERVATION AND OPEN SPACE PLAN DEVELOPMENT FEE TO APPROVE UPDATED FEES FOR 2022
- 3.B. ADOPTION OF A RESOLUTION OF INTENTION TO ESTABLISH COMMUNITY FACILITIES (CFD) DISTRICT NO. 2021-2 (MAINTENANCE AND PUBLIC SERVICES) AND A RELATED FUTURE ANNEXATION AREA; SETTING THE PUBLIC HEARING DATE FOR DECEMBER 7, 2021 TO CONSIDER QUESTIONS OF ESTABLISHING THE CFD AND LEVYING THE SPECIAL TAX; AND DIRECTING PREPARATION OF A CFD REPORT

- 3.C. APPROVAL OF ACTIONS NECESSARY TO FORM COMMUNITY FACILITIES DISTRICT NO. 2021-1 (HILLVIEW): CONDUCT PUBLIC HEARINGS TO CONSIDER THE FORMATION OF THE DISTRICT AND THE ISSUANCE OF BONDS AND OTHER DEBT; APPROVE THE FORM OF AN ACQUISITION AGREEMENT AND AUTHORIZE EXECUTION OF SUCH AGREEMENT; ACCEPT THE COMMUNITY FACILITIES DISTRICT REPORT; CONDUCT PROPERTY OWNER ELECTION; AND INTRODUCE ORDINANCE LEVYING SPECIAL TAXES
 - 3.D. INTRODUCE ORDINANCES TO AMEND THE CITY'S SIGN REGULATIONS AND I-205 SPECIFIC PLAN TO ADD DEFINITIONS AND REGULATIONS FOR DIGITAL FREEWAY SIGNS AND TO AMEND THE CITY'S SIGN REGULATIONS TO REFLECT NEW CONTENT NEUTRAL INDUSTRY STANDARDS AND ADOPT A MITIGATED NEGATIVE DECLARATION FOR THE PROPOSED AMENDMENTS. APPLICATION NUMBERS ZA20-0001 AND SPA20-0006
 - 3.E. PROVIDE DIRECTION TO PROCEED WITH LEASE REVENUE BOND FINANCING FOR LEGACY FIELDS
 - 3.F. AMEND THE CANNABIS GUIDELINES REGARDING COMMUNITY BENEFIT PROPOSALS FOR RETAIL STOREFRONT DISPENSARIES AND PROVIDE DIRECTION ON PERMIT REQUIREMENTS FOR NON-COMPETITIVE CANNABIS BUSINESS TYPES
 - 3.G. CONSIDER AUTHORIZING STAFF TO NEGOTIATE A THIRD AMENDMENT TO THE SURLAND DEVELOPMENT AGREEMENT WITH SURLAND COMMUNITIES, LLC RELATED TO THE ELLIS SPECIFIC PLAN AND PROVIDE DIRECTION TO STAFF ON PROPOSED TERMS
- 4. ITEMS FROM THE AUDIENCE
 - 5. STAFF ITEMS
 - 6. COUNCIL ITEMS
 - 7. ADJOURNMENT

TRACY CITY COUNCIL - SPECIAL MEETING MINUTES

October 15, 2021, 4:00 p.m.

Tracy City Hall, 333 Civic Center Plaza, Tracy

1. CALL TO ORDER – Mayor Young called the meeting to order at 4:24 p.m. for the purpose of a closed session to discuss the items outlined below.
2. ROLL CALL – Roll call found Council Members Arriola, Bedolla, Davis, Mayor Pro Tem Vargas and Mayor Young present.
3. ITEMS FROM THE AUDIENCE – None
4. CLOSED SESSION

a) Personnel Matter (Gov. Code § 54957)

Public Employee Appointment, Employment, Evaluation of Performance, Discipline, or Dismissal

Position Title: City Attorney

There was no public comment.

5. MOTION TO RECESS TO CLOSED SESSION – Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Davis to recess to closed session at 4:26 p.m. Roll call found all in favor; passed and so ordered.

Council reconvened to open session at 5:11 p.m.

6. REPORT OF FINAL ACTION – Council unanimously accepted the resignation of Leticia Ramirez, City Attorney.

7. COUNCIL ITEMS AND COMMENTS – Council Member Davis stated she reluctantly accepted the City Attorney's resignation, and stated it is a loss for the City of Tracy.

Mayor Pro Tem Vargas stated she was sorry to see Ms. Ramirez go and wished her luck in her new endeavors.

Council Member Arriola thanked Ms. Ramirez for the work she has done, wished her the best of luck and stated it is a loss to the City.

Mayor Young wished Ms. Ramirez all the best, stated she worked excellently, and was sad to see her go.

8. ADJOURNMENT – Time: 5:14 p.m.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Davis to adjourn. Roll call found all in favor; passed and so ordered.

The agenda was posted at City Hall on October 14, 2021. The above are action minutes.

ATTEST:

Mayor

City Clerk

TRACY CITY COUNCIL - SPECIAL MEETING MINUTES

October 19, 2021, 5:30 p.m.

Tracy City Hall, 333 Civic Center Plaza, Tracy

1. CALL TO ORDER – Mayor Young called the meeting to order at 5:30 p.m. for the purpose of a closed session to discuss the items outlined below.
2. ROLL CALL – Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young present. Council Member Bedolla absent from roll call.
3. ITEMS FROM THE AUDIENCE – None
4. CLOSED SESSION

There was no public comment regarding the items.

- a) Personnel Matter (Gov. Code § 54957)

Public Employee Appointment and Employment

Position Title: City Manager

5. MOTION TO RECESS TO CLOSED SESSION – Motion was made by Council Member Davis and seconded by Council Member Arriola to recess to closed session at 5:33 p.m. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla absent.

Council Member Bedolla arrived at 5:41 p.m.

Council reconvened to open session at 7:02 p.m.

6. REPORT OF FINAL ACTION – None
7. COUNCIL ITEMS AND COMMENTS – None
8. ADJOURNMENT – Time: 7:03 p.m.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Davis to adjourn. Roll call found all in favor; passed and so ordered.

The agenda was posted at City Hall on October 14, 2021. The above are action minutes.

Mayor

ATTEST:

City Clerk

October 19, 2021, 7:00 p.m.

City Hall, 333 Civic Center Plaza, Tracy

Web Site: www.cityoftracy.org

Mayor Young called the meeting to order at 7:12 p.m.

Roll call found Council Members Arriola, Bedolla, Davis, Mayor Pro Tem Vargas and Mayor Young present.

Mayor Young led the Pledge of Allegiance.

Pastor Kevin James, New Creation Bible Fellowship offered the invocation.

1. CONSENT CALENDAR – Following the removal of consent item 1.C by Robert Tanner motion was made by Mayor Pro Tem Vargas and seconded by Council Member Arriola to adopt the consent calendar. Roll call found all in favor; passed and so ordered.
 - 1.A. ADOPTION OF OCTOBER 5, 2021 CLOSED SESSION, SPECIAL MEETING AND REGULAR MEETING MINUTES – **Minutes were adopted.**
 - 1.B. APPROVE AN AMENDMENT TO THE AGREEMENT WITH TYLER TECHNOLOGIES, INC. TO EXTEND THE TERM FOR THREE YEARS, WITH AUTOMATIC ONE-YEAR RENEWAL PERIODS THEREAFTER AND FIND THAT IT IS IN THE BEST INTEREST OF THE CITY TO FOREGO THE REQUEST FOR PROPOSALS PROCESS FOR THESE SERVICES– **Resolution 2021-143** approved an amendment to the agreement with Tyler Technologies, Inc.
 - 1.D. AUTHORIZE THE CITY OF TRACY TO BECOME AN ADDITIONAL MEMBER OF THE CALIFORNIA COMMUNITY HOUSING AGENCY (CalCHA); SUPPORTING CalCHA'S ISSUANCE OF TAX-EXEMPT BONDS FOR THE PRODUCTION, PRESERVATION, AND PROTECTION OF ESSENTIAL MIDDLE-INCOME HOUSING, AND AUTHORIZE THE CITY MANAGER TO ENTER INTO PUBLIC BENEFIT AGREEMENTS WITH CalCHA FOR MIDDLE-INCOME RENTAL HOUSING CREATED WITHIN CITY LIMITS– **Resolution 2021-144** authorized the City of Tracy becoming an additional member of the California Community Housing Agency.
 - 1.E AUTHORIZE THE ACCEPTANCE OF \$20,000 FROM THE 2021 STATE OF CALIFORNIA DEPARTMENT OF ALCOHOLIC BEVERAGE CONTROL FOR FUNDING ALCOHOL RELATED PROGRAMS TO REDUCE YOUTH ACCESS TO ALCOHOL AND INCREASE SAFETY IN THE COMMUNITY AND APPROVE THE APPROPRIATION TO THE POLICE DEPARTMENT BUDGET FOR FISCAL YEAR 21/22 - **Resolution 2021-145** authorized the acceptance of \$20,000 from the 2021 State of California Department of Alcoholic Beverage Control.

- 1.F. AMEND CITY COUNCIL CODE OF CONDUCT TO ADD LANGUAGE REQUIRING COUNCIL REPRESENTATIVES ON EXTERNAL BOARDS TO RECEIVE POLICY DIRECTION PRIOR TO FISCALLY OBLIGATING THE CITY VIA BOARD ACTION – **Resolution 2021-146** approved the amendment to the City Council Code of Conduct.
- 1.G. APPROVE THE SUBMITTAL OF A COMMENT LETTER FOR THE I-205 MANAGED LANES PROJECT EXPRESSING SUPPORT FOR THE PROJECT AND RECOMMENDING LOCATIONS ALONG THE I-205 CORRIDOR TO BE CONSIDERED FOR THE FUTURE MOBILITY HUB FOR THE CITY OF TRACY – Council approved the submittal of a comment letter for the I-205 Managed Lanes Project.
- 1.H. ADOPT A RESOLUTION MAKING FINDINGS AND AUTHORIZING REMOTE TELECONFERENCE MEETINGS OF THE CITY COUNCIL AND ALL BOARDS AND COMMISSIONS OF THE CITY OF TRACY FOR THE PERIOD FROM OCTOBER 19, 2021 THROUGH NOVEMBER 19, 2021 PURSUANT TO ASSEMBLY BILL 361 – **Resolution 2021-147** approved making findings and authorized remote teleconference meetings of the City Council and Boards and Commissions for the period of October 19, 2021 through November 19, 2021.
- 1.I. APPROVE THE FINAL SUBDIVISION MAP AND SUBDIVISION IMPROVEMENT AGREEMENT FOR TRACT 4083 - TRACY HILLS VILLAGE 9A, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2021-148** approved the Final Subdivision Map and Subdivision Improvement Agreement for Tract 4083 – Tracy Hills Village 9A.
- 1.J. APPROVE THE FINAL SUBDIVISION MAP AND SUBDIVISION IMPROVEMENT AGREEMENT FOR TRACT 4084 - TRACY HILLS VILLAGE 9B, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2021-149** approved the Final Subdivision Map and Subdivision Improvement Agreement for Tract 4084 – Tracy Hills Village 9B.
- 1.K. APPROVE THE FINAL SUBDIVISION MAP AND SUBDIVISION IMPROVEMENT AGREEMENT FOR TRACT 4037 - KT PROPERTY II, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2021-150** approved the Final Subdivision Map and Subdivision Improvement Agreement for Tract 4037 – KT Property II.
- 1.L. APPROVE THE DEFERRED IMPROVEMENT AGREEMENT FOR TRACY HILLS - PHASE 1B, AND AUTHORIZE THE CITY CLERK TO FILE THE DEFERRED IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2021-151** approved the Deferred Improvement Agreement for Tracy Hills – Phase 1B.

- 1.M. APPROVE THE DEFERRED IMPROVEMENT AGREEMENT FOR TRACY HILLS - KT, TRACT 4037, AND AUTHORIZE THE CITY CLERK TO FILE THE DEFERRED IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2021-152** approved the Deferred Improvement Agreement for Tracy Hills – KT, Tract 4037.
- 1.C. WAIVE SECOND READING AND ADOPT ORDINANCE 1318, AN ORDINANCE OF THE CITY OF TRACY AMENDING TRACY MUNICIPAL CODE SECTION 6.36 TO INCREASE THE NUMBER OF CANNABIS BUSINESS PERMITS FOR RETAILERS-STOREFRONT (DISPENSARIES) TO ONE DISPENSARY PER 10,000 RESIDENTS EXCEPT FOR PERMITS AWARDED AS PART OF THE 2020/2021 COHORT

Robert Tanner pulled the item to state Council is more concerned with the number of applicants for cannabis stores and the City does not need to go beyond four stores.

There were no comments from Council.

ACTION: Motion was made by Council Arriola and seconded by Mayor Pro Tem Vargas to adopt **Ordinance 1318**, an ordinance of the City of Tracy amending Chapter 6.36, Commercial Cannabis Activity, of the Tracy Municipal Code regarding retailer – storefront permits. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla opposed.

2. ITEMS FROM THE AUDIENCE – Wes Huffman suggested Council give \$20,000 to Tracy Tree from Measure V money and have them start planting as soon as they receive it.

Alex Monceaux asked if the non-competitive cannabis licenses process is still being looked at or is over.

Bill Dean, Interim Development Services Director responded an item will be coming back on November 2, 2021, to look at guidelines and present questions to Council on non-competitive.

Alice English spoke about the October 5, 2021 Economic Development workshop and staff was not forthcoming on some information, but overall it was good information. Ms. English shared concerns regarding Mayor Pro Tem Vargas having a personal vendetta with the Fire Department.

Mayor Pro Tem Vargas disagreed with the comments made and misinformation.

Robert Tanner shared concerns regarding pot holes in front of Tracy Hospital, Tracy Blvd caving in from Lowell to Eaton, and encouraged Council to have staff fix these issues and stop worrying about cannabis.

Dan Evans shared concerns about Department Heads resigning, old legacy governance, Mayor Young and Mayor Pro Tem Vargas supporting commercial development outside of our City, and the City needing leadership.

Mayor Young responded to Mr. Evan's comments and shared why she supported Mayor Pro Tem Vargas at the AMPM grand opening in Modesto, and stated the owner of that station was a supporter of the Tracy Mayor's Benefit.

3. REGULAR AGENDA

Bob Adams, Interim City Manager announced item 3.C. will be pulled and will come back to Council at a later date.

3.A PUBLIC HEARING TO CONSIDER APPROVING THE TRACY HILLS PHASE 2 PROJECT, WHICH INCLUDES APPROVING A GENERAL PLAN AMENDMENT, INTRODUCING AN ORDINANCE APPROVING A TRACY HILLS SPECIFIC PLAN AMENDMENT, AND APPROVING A VESTING TENTATIVE SUBDIVISION MAP TO CREATE 1,470 SINGLE-FAMILY RESIDENTIAL LOTS AND VARIOUS OTHER PARCELS ON APPROXIMATELY 1,143 ACRES LOCATED SOUTH OF I-580, WEST OF CORRAL HOLLOW ROAD. THE APPLICANT IS JOHN PALMER. APPLICATION NUMBERS GPA21-0001, SPA21-0003, AND TSM20-0003

Scott Claar, Senior Planner provided the staff report.

Robert Armijo, Senior Engineer introduced Frederik Venter, Kimley-Horn and responded to Council's questions.

Frederik Venter, Kimley-Horn provided information regarding the Tracy Hills Phase 2 traffic study and responded to questions.

City Council questions followed.

John Palmer, Tracy Hills Project Manager provided a presentation on Tracy Hills Phase 2 and introduced the speakers on behalf of Tracy Hills.

Mike Souza, Project Manager, Tracy Hills provided information on phasing of traffic improvements along Corral Hollow and Lammers Road.

Michael Shrock, Urban Arena spoke about Tracy Hills open space and trails.

City Council comments and questions followed.

Gail, member of Tri Valley Cares shared concerns regarding how close Tracy Hills is to the Lawrence Livermore Laboratory Test Site 300. Tracy Hills and residents need to be proactive in stopping bomb blasts and provided a website address for information: TriValleyCares.org.

Alice English shared concerns about the use of roundabouts, heavy traffic, trucks using overpass for staging, could have got grants to widen the overpass, a Police substation in south Tracy, and the length of time it takes to go from one end of Tracy to another.

City Council questions and comments followed.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Arriola to adopt **Resolution 2021-153** approving a General Plan Amendment for Tracy Hills Specific Plan Area Application Number GPA21-0001. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla opposed.

Adrienne Richardson, City Clerk read the title of the proposed ordinance.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Arriola to waive the reading of the full text and introduce **Ordinance 1319**, an ordinance of the City of Tracy approving an amendment to the Tracy Hills Specific Plan for the Tracy Hills Phase 2 project – Application Number SPA21-0003. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla opposed.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Arriola to adopt **Resolution 2021-154** approving a Vesting Tentative Subdivision Map for the Tracy Hills Phase 2 Project to create 1,470 single-family residential lots and various other parcels on approximately 1,143 acres located south of I-580, west of Corral Hollow Road, Application Number TSM20-0003. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla opposed.

3.B AUTHORIZE STAFF TO NEGOTIATE A DEVELOPMENT AGREEMENT WITH RIDGE CAPITAL RELATED TO PROPERTY AT THE SOUTHWEST CORNER OF I-205 AND PARADISE ROAD

Bill Dean, Interim Development Services Director provided the staff report and responded to questions.

Trevor Smith, Ridge Capital provided a presentation and responded to questions.

Council comments and questions followed.

Alice English stated no roundabouts because of all the trucks. Trucks and commute traffic are dangerous.

City Council comments followed.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Arriola to authorize staff to negotiate a Development Agreement with Ridge Capital. Roll call found Council Members Arriola, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Bedolla opposed.

- 3.C RECEIVE A PRESENTATION AND ACCEPT THE CITY-WIDE URBAN FOREST MANAGEMENT PLAN (UFMP) – Bob Adams, Interim City Manager pulled the item to return at a later date.

3.D RECEIVE AN UPDATE ON DOWNTOWN PARKLET DESIGN STANDARDS

Michael Nimon, Economic Development Manager provided the staff report, presentation and responded to questions.

Karen Moore asked if they were still going to have tents or awnings in the downtown area.

Council questions and comments followed.

Council accepted the update on Downtown Parklet Design Standards.

4. ITEMS FROM THE AUDIENCE – Karen Moore expressed concerns regarding a Council Member and staff attending Brews with Government Crews and stated the City needs to use Section 3 of the Code of Conduct and commence an investigation.

Bob Adams, Interim City Manager clarified staff's involvement and stated it was not advertised as a fundraiser, rally or support of a particular candidate, was strictly to talk to government officials about issues in the community and did not have a definition of political event.

Alice English stated last Saturday Southside, United Sikhs and DARE got together to support the DARE program, shared comments regarding the Economic Development meeting held on October 5, 2021, Mr. Sandhu bringing a college to south Tracy but in outside of Tracy city limits, and Council breaking Code of Conduct and Ethics.

5. STAFF ITEMS – Bob Adams, Interim City Manager provided an update on the following actions taken by the Interim City Manager during the COVID emergency:

- Accepted improvements for Tracy Hills Neighborhood Park 2 within the dedicated park site in Village 7A, Tract 3955, constructed by Tracy Phase 1, LLC.

6. COUNCIL ITEMS – Council Member Bedolla announced the Scouting for Food Drive. Until November 13, 2021, Troop 525 will have a donation container at City Hall for donations of non-perishable items especially canned food. Donations will stay local in Tracy so please donate as resources go to families in need.

Mayor Pro Tem Vargas requested support to see if land uses around industrial areas are being designated for truck staging, truck fueling and a discussion about assigning areas for the development of truck stops and truck uses. Council Member Arriola seconded the request.

Mayor Pro Tem Vargas addressed comments made by the public about Council not being forward thinking or planning ahead. It is not that this Council does not have a vision, sometimes initiatives do not pass, and it is up to us to go back to the drawing board. The public is being misinformed. Mayor Pro Tem Vargas spoke about her dedication to the community, concern about budget increases, public shaming elected

officials, and shared her appreciation of the Mayor and Council's leadership and working as a team.

Council Member Arriola wished everyone a happy Halloween and shared his concerns regarding redistricting. The Sacramento Bee did an article about the City of Tracy and the potential of being redistricted, the possibility for our Congressional, Assembly and State Senate seats to be redistricted more into the Bay Area. As elected officials we work with our regional partners and lobby in Washington D.C. to fight for things for this community and encouraged the community to get involved with the redistricting project. More information is available on the following website: www.wedrawtheline

Council Member Davis requested support for a discussion to consider creating and implementing a critical resources and infrastructural strategic plan to prioritize support for public safety, hospitals, libraries and things of that nature. Developers are our community partners but not necessarily the saving grace for every single infrastructural need the City has, and the City should be able to do some of those things without relying on the development of housing. Council Member Arriola supported the request.

Council Member Davis mentioned there are hearts all over the City, and she had attending the unveiling of the hearts and artists were there from the region, and encouraged the public to get out and view the public art, which will be auctioned on November 4, 2021, at the Grand Theatre.

Council Member Davis reported on the League of California Cities Annual Conference.

Council Member Davis congratulated Jordan Martinez who just graduated as an Army Infantryman and thanked him for serving the USA.

Mayor Young announced the Candy Crawl downtown on October 23, 2021, and a Halloween event at the Tracy Municipal Airport on October 30, 2021. Mayor Young reported on meetings and events she has attended.

7. ADJOURNMENT – Time: 10:30 p.m.

ACTION: Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Davis to adjourn. Roll call found all in favor; passed and so ordered.

The above agenda was posted at the Tracy City Hall on October 14, 2021. The above are action minutes. A recording is available at the office of the City Clerk.

Mayor

ATTEST:

City Clerk

TRACY CITY COUNCIL - SPECIAL MEETING MINUTES

October 26, 2021, 1:00 p.m.

Tracy City Hall, 333 Civic Center Plaza, Tracy

1. CALL TO ORDER – Mayor Pro Tem Vargas called the meeting to order at 1:03 p.m. for the purpose of a closed session to discuss the items outlined below.
2. ROLL CALL – Roll call found Council Members Bedolla, Davis, and Mayor Pro Tem Vargas present. Council Member Arriola and Mayor Young absent from roll call.

Mayor Young arrived at 1:05 p.m.

3. ITEMS FROM THE AUDIENCE – None
4. CLOSED SESSION

There was no public comment regarding the items.

A. Personnel Matter (Gov. Code § 54957)

Public Employee Appointment and Employment

Position Title: City Manager

5. MOTION TO RECESS TO CLOSED SESSION – Motion was made by Mayor Pro Tem Vargas and seconded by Council Member Davis to recess to closed session at 1:06 p.m. Roll call found Council Members Bedolla, Davis, Mayor Pro Tem Vargas and Mayor Young in favor; passed and so ordered. Council Member Arriola absent.

Council Member Arriola arrived at 1:08 p.m.

Council reconvened to open session at 6:42 p.m.

6. REPORT OF FINAL ACTION – There was no reportable action.
7. COUNCIL ITEMS AND COMMENTS – Mayor Pro Tem Vargas requested to bring a Valley Link update at the November 16, 2021 Council meeting and have Valley Link staff provide the brief presentation. Council Member Arriola seconded the request.

Council Member Bedolla announced that the Tracy Scout Troop 525 and their brother troop will have a bin to collect nonperishable items at Tracy City Hall, and donations can be dropped off until November 13, 2021.

8. ADJOURNMENT – Time: 6:46 p.m.

ACTION: Motion was made by Council Member Arriola and seconded by Council Member Davis to adjourn. Roll call found all in favor; passed and so ordered.

The agenda was posted at City Hall on October 21, 2021. The above are action minutes.

ATTEST:

Mayor

City Clerk

AGENDA ITEM 1.B

REQUEST

DECLARE CERTAIN VEHICLES AND EQUIPMENT AS SURPLUS AND APPROVE THEIR SALE

EXECUTIVE SUMMARY

The City periodically declares equipment and commodities that have been used beyond their economical and/or useful life as surplus for sale at public auction. This request seeks authorization to declare and approve the list of surplus equipment and commodities, and authorize the sale of these items at public auction to the highest bidder.

DISCUSSION

The Public Works Department is responsible for managing most of the City's vehicle and equipment fleet. This includes the responsibility of determining items that have been used beyond their economical and/or useful life and are no longer needed by the City. These items are removed from service and are declared as surplus property.

The disposal of surplus equipment and commodities, or other property no longer needed by any department of the City, is governed by Section 2.20.310 of the Tracy Municipal Code which identifies the method of disposition of surplus property. Per T.M.C., surplus items are sold at public auction to the highest bidder. Items which are not sold during public auction will be reviewed for value, and if appropriate, sold for scrap value.

STRATEGIC PLAN

This agenda item supports the City Council's Governance Strategic Priority, which is to enhance fiscal stability, retain and attract new talent, improve the use of technology, and enhance transparency for the betterment of the Tracy community.

FISCAL IMPACT

Proceeds from the sale of surplus property will be deposited in the appropriate City fund from which the property was originally purchased. The total estimated value of the items included in attached list is approximately \$65,000.

RECOMMENDATION

That City Council, by resolution, declare and approve the list of surplus equipment and commodities, authorize the sale of said items at public auction to the highest bidder.

Prepared by: Frank Desousa, Fleet Supervisor
Nancy Chapman, Management Analyst

Reviewed by: Robert Gravelle, Public Works Superintendent
Don Scholl, Public Works Director
Karin Schnaider, Finance Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

Attachment A – Surplus Vehicles and Equipment List

ATTACHMENT "A"

SURPLUS VEHICLES AND EQUIPMENT 11/02/2021

<u>ASSET ID</u>	<u>REPLACED BY ASSET</u>	<u>EQUIPMENT DESCRIPTION</u>	<u>VIN/SERIAL NUMBER</u>
2002	2625	2000 CARSON UTILITY TRAILER	4HXLS0819YC017295
2109	5437	2004 FORD RANGER	1FTYR14U04PA22900
2161	2495	2005 FORD ECONOLINE	1FCLE49S25HB13192
2200	2613	2007 FORD F-350	1FDWF37P37EA48114
2227	2636	2006 ELDORADO BUS	4UZAACB236CW89987
2265	2653	2008 FORD F-550	1FDAF56R18ED13297
2266	2662	2008 FORD F-550	1FDAF56R38ED13298
2285	2615	2008 FORD F-250	1FTSX20YX8ED96832
2311	2663	2009 FORD F-550	1FDAF56R69EA21517
2337	2640	2010 BRAUN ENTERVAN	2D4RN4DE0AR296766
2338	2641	2010 BRAUN ENTERVAN	2D4RN4DE1AR296761
2408	5448	2014 CHEVY TAHOE PPV	1GNLC2E01ER193102
2418	5449	2014 CHEVY TAHOE PPV	6G3NS5U28EL944923
2419	5453	2015 CHEVY TAHOE PPV	1GNLC2KC9FR712932
2629	2661	2018 WANCO MESSAGE BOARD (TOTALLED)	5F12S1017L1006120
5422	5463	2018 FORD EXPLORER PI (TOTALLED)	1FM5K8AR4JGB12607
9932	2505	2000 FORD RANGER	1FTYR10C5YPA41915

Miscellaneous Items

<u>EQ DESCRIPTION</u>	<u>VIN/SERIAL NUMBER</u>
One (1) COMPACTOR BS60Y	654406110
One (1) GENERATOR 4000XL	4478353

RESOLUTION _____

DECLARING CERTAIN VEHICLES AND EQUIPMENT AS SURPLUS AND APPROVING
THEIR SALE

WHEREAS, The City periodically declares equipment and commodities that have been used beyond their economical and/or useful life as surplus property, and

WHEREAS, The disposal of surplus equipment and commodities or other property no longer needed by a department in the City is governed by Section 2.20.310 of the Tracy Municipal Code which identifies the method of disposition of surplus property, and

WHEREAS, The listed surplus items will be sold at public auction to the highest bidder. Items which are not sold during public auction will be reviewed for value, and if appropriate, sold for scrap value, and

WHEREAS, The proceeds from the sale of the surplus property will be deposited in the appropriate City fund from which the property was originally purchased;

NOW, THEREFORE, BE IT RESOLVED, That the City Council declares and approves the list of vehicles and equipment attached to the staff report accompanying this resolution as surplus, and authorizes the sale of said items at public auction to the highest bidder and the remaining items to be sold for scrap value, if appropriate.

The foregoing Resolution _____ was passed and adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES: COUNCIL MEMBERS

NOES: COUNCIL MEMBERS

ABSENT: COUNCIL MEMBERS

ABSTAIN: COUNCIL MEMBERS

MAYOR

ATTEST:

CITY CLERK

AGENDA ITEM 1.C

REQUEST

WAIVE SECOND READING AND ADOPT ORDINANCE 1319, AN ORDINANCE OF THE CITY OF TRACY APPROVING AN AMENDMENT TO THE TRACY HILLS SPECIFIC PLAN FOR THE TRACY HILLS PHASE 2 PROJECT APPLICATION NUMBER SPA21-0003

EXECUTIVE SUMMARY

Ordinance 1319 was introduced at the regular Council meeting held on October 19, 2021. Ordinance 1319 is before Council for adoption.

DISCUSSION

The Tracy Hills Specific Plan Area consists of approximately 2,767 acres located in the vicinity of the existing Corral Hollow Road interchange and the proposed Lammers Road interchange on Interstate 580. On March 2, 2021, an application was submitted for a proposed amendment to the Tracy Hills Specific Plan for the Tracy Hills Phase 2 Project, which consists of approximately 1,143 acres located south of I-580, west of Corral Hollow Road, Application Number SPA21-0003. The proposed Tracy Hills Specific Plan Amendment (SPA) includes rezoning land in a manner consistent with the proposed General Plan Amendment, including the following changes:

Tracy Hills Phase 2 Area – rezoning approximately 42 acres from Medium Density Residential (MDR-TH) to Low Density Residential (LDR-TH), rezoning approximately 8 acres from Residential Estate (RE-TH) to Low Density Residential (LDR-TH), and relocating and reducing the size of an area zoned General Highway Commercial (GHC-TH) from approximately 6.8 acres to 3.7 acres.

Tracy Hills Phase 1B Area - rezoning approximately 71 acres from Low Density Residential (LDR-TH) to Medium Density Residential (MDR-TH) to allow this portion of Phase 1B to develop in accordance with the Tracy Hills Specific Plan's zoning setback standards for the Medium Density Residential (MDR-TH) zone, while not changing the approved Tracy Hills Phase 1B Vesting Tentative Map, which is consistent with the density range of the Medium Density Residential (MDR-TH) zone for this portion of Phase 1B.

Tracy Hills KT Project Area - rezoning approximately 10 acres from General Highway Commercial (GHC-TH) with a Medium Density Residential Overlay to Medium Density Residential (MDR-TH) zone for clarification purposes and to be consistent with the approved Tracy Hills KT Project Vesting Tentative Subdivision Map, which was approved in accordance with the Tracy Hills Specific Plan's Medium Density Residential (MDR-TH) Zone.

The proposed SPA also includes minor revisions to the acreages in various zone districts to reflect more precise mapping and boundary information. Additionally, the

proposed SPA includes minor clarifications and corrections related to implementation of the project.

Proposed Ordinance 1319 was introduced at the regular Council meeting held on October 19, 2021, to amend the Tracy Hills Specific Plan for the Tracy Hills Phase 2 Project. Proposed Ordinance 1319 is before Council for adoption.

STRATEGIC PLAN

This agenda item is not related to the City Council's Strategic Plans.

FISCAL IMPACT

The costs of these development applications were funded by a Cost Recovery Agreement with the applicant.

RECOMMENDATION

Staff recommends that Council waive the full reading of the text and adopt Ordinance 1319, approving an amendment to the Tracy Hills Specific Plan for the Tracy Hills Phase 2 Project Application Number SPA21-0003.

Prepared by: Adrienne Richardson, City Clerk

Reviewed by: Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS:

Attachment A: Ordinance 1319

ORDINANCE 1319

AN ORDINANCE OF THE CITY OF TRACY APPROVING AN AMENDMENT TO THE TRACY
HILLS SPECIFIC PLAN FOR THE TRACY HILLS PHASE 2 PROJECT
APPLICATION NUMBER SPA21-0003

WHEREAS, The Tracy Hills Specific Plan Area consists of approximately 2,767 acres located in the vicinity of the existing Corral Hollow Road interchange and the proposed Lammers Road interchange on Interstate 580; and

WHEREAS, On April 5, 2016, City Council certified an Environmental Impact Report and approved a General Plan Amendment and a comprehensive update to the Tracy Hills Specific Plan; and

WHEREAS, On March 2, 2021, an application was submitted for a proposed amendment to the Tracy Hills Specific Plan for the Tracy Hills Phase 2 Project, which consists of approximately 1,143 acres located south of I-580, west of Corral Hollow Road, Application Number SPA21-0003; and

WHEREAS, The proposed Tracy Hills Specific Plan Amendment (SPA) includes rezoning land within the Tracy Hills Specific Plan Area; and

WHEREAS, Within the Tracy Hills Phase 2 Area, the proposed SPA includes rezoning approximately 42 acres from Medium Density Residential (MDR-TH) to Low Density Residential (LDR-TH), rezoning approximately 8 acres from Residential Estate (RE-TH) to Low Density Residential (LDR-TH), and relocating and reducing the size of an area zoned General Highway Commercial (GHC-TH) from approximately 6.8 acres to 3.7 acres; and

WHEREAS, Within the Tracy Hills Phase 1B Area, the proposed SPA includes rezoning approximately 71 acres from Low Density Residential (LDR-TH) to Medium Density Residential (MDR-TH) to allow this portion of Phase 1B to develop in accordance with the Tracy Hills Specific Plan's zoning setback standards for the Medium Density Residential (MDR-TH) zone, while not changing the approved Tracy Hills Phase 1B Vesting Tentative Map, which is consistent with the density range of the Medium Density Residential (MDR-TH) zone for this portion of Phase 1B; and

WHEREAS, Within the Tracy Hills KT Project Area, the proposed SPA includes rezoning approximately 10 acres from General Highway Commercial (GHC-TH) zone with a Medium Density Residential Overlay to the Medium Density Residential (MDR-TH) zone for clarification purposes and to be consistent with the approved Tracy Hills KT Project Vesting Tentative Subdivision Map, which was approved in accordance with the Tracy Hills Specific Plan's Medium Density Residential (MDR-TH) Zone; and

WHEREAS, The proposed SPA also includes minor revisions to the acreages in various zone districts to reflect more precise mapping and boundary information; and

WHEREAS, Additionally, the proposed SPA includes minor clarifications and corrections throughout various portions of the document; and

WHEREAS, The proposed SPA also includes the addition of Appendix D, the Phase 2 Design Guidelines; and

WHEREAS, The proposed SPA is consistent with the General Plan, as amended; and

WHEREAS, An Environmental Impact Report (EIR) was certified by the City Council on April 5, 2016 for the Tracy Hills Specific Plan. An Addendum to the EIR has been prepared in accordance with the provisions of California Environmental Quality Act (CEQA) Guidelines Sections 15162 and 15164 to address the proposed amendment to the Tracy Hills Specific Plan for the Tracy Hills Phase 2 Project. No new significant environmental impacts were identified for the project and therefore, no further environmental review is necessary; and

WHEREAS, The Planning Commission considered this matter at a duly noticed public hearing held on October 6, 2021 and recommended that the City Council introduce and adopt this ordinance to approve the proposed Tracy Hills Specific Plan Amendment for the Tracy Hills Phase 2 Project, Application Number SPA21-0003; and

WHEREAS, The City Council considered this matter at a duly noticed public hearing held on October 19, 2021;

The City Council of the City of Tracy does ordain as follows:

SECTION 1. The foregoing recitals are true and correct and are incorporated herein as findings.

SECTION 2. The City Council hereby approves the Tracy Hills Specific Plan Amendment for the Tracy Hills Phase 2 Project, Application Number SPA21-0003, as attached to the October 19, 2021 City Council staff report as Attachment "B".

SECTION 3. This Ordinance shall take effect 30 days after its final passage and adoption.

SECTION 4. This Ordinance shall either (1) be published once in a newspaper of general circulation, within 15 days after its final adoption, or (2) be published in summary form and posted in the City Clerk's office at least five days before the ordinance is adopted and within 15 days after adoption, with the names of the Council Members voting for and against the ordinance. (Gov't. Code §36933.)

* * * * *

This Ordinance 1319 was introduced at a regular meeting of the Tracy City Council on the 19th day of October 2021, and finally adopted on the 2nd day of November, 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK

AGENDA ITEM 1.D

REQUEST

AUTHORIZE AMENDMENTS TO THE CITY'S CLASSIFICATION AND COMPENSATION PLANS AND MASTER SALARY SCHEDULE RELATING TO THE SUPERVISING BUILDING INSPECTOR

EXECUTIVE SUMMARY

The City's Classification and Compensation Plans and Master Salary Schedule contain the job descriptions and classifications of all City personnel, as well as salary ranges. This report recommends amending the City's Classification and Compensation Plan and Master Salary Schedule to amend the classification specification and salary range for the Supervising Building Inspector.

DISCUSSION

Periodically, the Human Resources Department receives requests to review existing classification specifications to allow for changes that have occurred in areas such as job responsibilities, organizational structure, education, and experience, and/or service needs when a position becomes vacant. Following the resignation of a long-term staff member, the position was reviewed to determine if updates were necessary. Staff reviewed the existing classification and recommend a modification to the classification specification and salary range. Currently, the Supervising Building Inspector's salary is .06% below their next level subordinate in the position of Building Inspector II due to certification pay up to 9% in addition to base salary.

Staff recommends minor updates to the classification specification and an increase in the monthly salary range for Supervising Building Inspector to \$8,347 - \$10,146 per month, which results in a 7% increase. This salary range creates a spread of 7% between the supervisory and Building Inspector II subordinate with 9% certification pay. The salary range recommendation was determined by a survey of comparable agencies with consideration of internal equities of similar classifications.

The bargaining unit that represents the classification agreed with the recommended changes.

Under the City's Personnel Rules (Section 3.1.6), the City Council must approve the Classification and Compensation Plans and any amendments to said plans. Section 570.5 of Title 2 of the California Code of Regulations requires that City Council approve a Master Salary Schedule reflecting the salaries of all personnel who are members of CalPERS.

STRATEGIC PLAN

This agenda item supports the City's Governance Strategy and Business Plan, and specifically implements the following goals and objectives:

Governance Strategy

Goal 1: Further develop an organization to attract, motivate, develop, and retain a high-quality, engaged, high-performing, and informed workforce.

Objective 1b: Affirm organizational values.

FISCAL IMPACT

The salary change will be absorbed within the department budget.

RECOMMENDATION

That the City Council, by resolution, authorize the Director of Human Resources to amend the City's Classification and Compensation Plans and Master Salary Schedule to reflect the changes described for the Supervising Building Inspector.

Prepared by: JoAnn Weberg, Human Resources Manager

Reviewed by: Kimberly Murdaugh, Director of Human Resources
Karin Schnaider, Director of Finance

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS:

- A – Master Salary Schedule Effective 11/07/21
- B – Supervising Building Inspector Job Description

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
4112	Account Clerk	TTSSEA	A		2,113.20	4,578.60	54,943.20	26.4150
			B		2,218.87	4,807.55	57,690.62	27.7359
			C		2,329.81	5,047.92	60,575.06	29.1226
			D		2,446.30	5,300.32	63,603.80	30.5788
			E		2,568.62	5,565.34	66,784.12	32.1078
3106	Accountant*	TMMBU	A		3,322.47	7,198.69	86,384.22	41.5309
			B		3,488.59	7,558.61	90,703.34	43.6074
			C		3,663.02	7,936.54	95,238.52	45.7878
			D		3,846.16	8,333.35	100,000.16	48.0770
			E		4,038.47	8,750.02	105,000.22	50.4809
2520	Accounting Manager*	CONF	A		4,803.16	10,406.85	124,882.16	60.0395
			B		5,043.31	10,927.17	131,126.06	63.0414
			C		5,295.49	11,473.56	137,682.74	66.1936
			D		5,560.26	12,047.23	144,566.76	69.5033
			E		5,838.29	12,649.63	151,795.54	72.9786
4201	Accounting Technician	TTSSEA	A		2,598.83	5,630.80	67,569.58	32.4854
			B		2,728.79	5,912.38	70,948.54	34.1099
			C		2,865.21	6,207.96	74,495.46	35.8151
			D		3,008.49	6,518.40	78,220.74	37.6061
			E		3,158.92	6,844.33	82,131.92	39.4865
4102	Administrative Assistant	TTSSEA	A		2,103.86	4,558.36	54,700.36	26.2983
			B		2,209.04	4,786.25	57,435.04	27.6130
			C		2,319.50	5,025.58	60,307.00	28.9938
			D		2,435.47	5,276.85	63,322.22	30.4434
			E		2,557.23	5,540.67	66,487.98	31.9654
8102	Administrative Assistant - Confidential	CONF	A		2,156.03	4,671.40	56,056.78	26.9504
			B		2,263.82	4,904.94	58,859.32	28.2978
			C		2,377.01	5,150.19	61,802.26	29.7126
			D		2,495.87	5,407.72	64,892.62	31.1984
			E		2,620.66	5,678.10	68,137.16	32.7583
4107	Administrative Technician	TTSSEA	A		2,598.83	5,630.80	67,569.58	32.4854
			B		2,728.79	5,912.38	70,948.54	34.1099
			C		2,865.21	6,207.96	74,495.46	35.8151
			D		3,008.49	6,518.40	78,220.74	37.6061
			E		3,158.92	6,844.33	82,131.92	39.4865
3510	Airport Manager*	TMMBU	A		3,372.56	7,307.21	87,686.56	42.1570
			B		3,541.17	7,672.54	92,070.42	44.2646
			C		3,718.23	8,056.17	96,673.98	46.4779
			D		3,904.14	8,458.97	101,507.64	48.8018
			E		4,099.34	8,881.90	106,582.84	51.2418
5522	Animal Services Aide	TEAMSTERS	A		1,442.09	3,124.53	37,494.34	18.0261
			B		1,514.19	3,280.75	39,368.94	18.9274
			C		1,589.92	3,444.83	41,337.92	19.8740
			D		1,669.41	3,617.06	43,404.66	20.8676
			E		1,752.87	3,797.89	45,574.62	21.9109

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3620	Animal Services Manager*	TMMBU	A		3,622.85	7,849.51	94,194.10	45.2856
			B		3,804.00	8,242.00	98,904.00	47.5500
			C		3,994.20	8,654.10	103,849.20	49.9275
			D		4,193.90	9,086.78	109,041.40	52.4238
			E		4,403.60	9,541.13	114,493.60	55.0450
5521	Animal Services Officer I	TEAMSTERS	A		2,007.11	4,348.74	52,184.86	25.0889
			B		2,107.44	4,566.12	54,793.44	26.3430
			C		2,212.80	4,794.40	57,532.80	27.6600
			D		2,323.44	5,034.12	60,409.44	29.0430
			E		2,439.63	5,285.87	63,430.38	30.4954
5523	Animal Services Officer II	TEAMSTERS	A		2,203.63	4,774.53	57,294.38	27.5454
			B		2,313.81	5,013.26	60,159.06	28.9226
			C		2,429.51	5,263.94	63,167.26	30.3689
			D		2,550.98	5,527.12	66,325.48	31.8873
			E		2,678.55	5,803.53	69,642.30	33.4819
3621	Animal Services Supervisor	TMMBU	A		2,684.44	5,816.29	69,795.44	33.5555
		NON EXEMPT	B		2,818.66	6,107.10	73,285.16	35.2333
			C		2,959.58	6,412.42	76,949.08	36.9948
			D		3,107.56	6,733.05	80,796.56	38.8445
			E		3,262.94	7,069.70	84,836.44	40.7868
2573	Assistant City Attorney*	CONF	A		6,114.64	13,248.39	158,980.64	76.4330
			B		6,420.36	13,910.78	166,929.36	80.2545
			C		6,741.38	14,606.32	175,275.88	84.2673
			D		7,078.45	15,336.64	184,039.70	88.4806
			E		7,432.36	16,103.45	193,241.36	92.9045
1502	Assistant City Manager*	DH	Min		8,906.68	19,297.81	231,573.68	111.3335
			Max		9,552.29	20,696.63	248,359.56	119.4036
2682	Assistant Director DES*	CONF	A		5,839.85	12,653.01	151,836.10	72.9981
			B		6,131.84	13,285.65	159,427.84	76.6480
			C		6,438.43	13,949.93	167,399.18	80.4804
			D		6,760.34	14,647.40	175,768.84	84.5043
			E		7,098.36	15,379.78	184,557.36	88.7295
2681	Assistant Director DES/City Engineer*	CONF	A		6,118.28	13,256.27	159,075.28	76.4785
			B		6,424.19	13,919.08	167,028.94	80.3024
			C		6,745.41	14,615.06	175,380.66	84.3176
			D		7,082.67	15,345.79	184,149.42	88.5334
			E		7,436.83	16,113.13	193,357.58	92.9604
3302	Assistant Engineer*	TMMBU	A		3,473.35	7,525.59	90,307.10	43.4169
			B		3,646.99	7,901.81	94,821.74	45.5874
			C		3,829.35	8,296.93	99,563.10	47.8669
			D		4,020.82	8,711.78	104,541.32	50.2603
			E		4,221.86	9,147.36	109,768.36	52.7733
5232	Assistant Planner	TEAMSTERS	A		2,883.29	6,247.13	74,965.54	36.0411
			B		3,027.46	6,559.50	78,713.96	37.8433
			C		3,178.83	6,887.47	82,649.58	39.7354
			D		3,337.77	7,231.84	86,782.02	41.7221
			E		3,504.66	7,593.43	91,121.16	43.8083

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
2580	Assistant to the City Manager*	CONF	A		4,803.16	10,406.85	124,882.16	60.0395
			B		5,043.31	10,927.17	131,126.06	63.0414
			C		5,295.49	11,473.56	137,682.74	66.1936
			D		5,560.26	12,047.23	144,566.76	69.5033
			E		5,838.29	12,649.63	151,795.54	72.9786
3333	Associate Engineer*	TMMBU	A		3,901.95	8,454.23	101,450.70	48.7744
			B		4,097.03	8,876.90	106,522.78	51.2129
			C		4,301.90	9,320.78	111,849.40	53.7738
			D		4,516.98	9,786.79	117,441.48	56.4623
			E		4,742.83	10,276.13	123,313.58	59.2854
3303	Associate Civil Engineer*	TMMBU	A		3,901.95	8,454.23	101,450.70	48.7744
			B		4,097.03	8,876.90	106,522.78	51.2129
			C		4,301.90	9,320.78	111,849.40	53.7738
			D		4,516.98	9,786.79	117,441.48	56.4623
			E		4,742.83	10,276.13	123,313.58	59.2854
3202	Associate Planner*	TMMBU	A		3,302.14	7,154.64	85,855.64	41.2768
			B		3,467.24	7,512.35	90,148.24	43.3405
			C		3,640.60	7,887.97	94,655.60	45.5075
			D		3,822.63	8,282.37	99,388.38	47.7829
			E		4,013.78	8,696.52	104,358.28	50.1723
4451	Box Office Assistant	TTSSEA	A		1,894.94	4,105.70	49,268.44	23.6868
			B		1,989.70	4,311.02	51,732.20	24.8713
			C		2,089.18	4,526.56	54,318.68	26.1148
			D		2,193.63	4,752.87	57,034.38	27.4204
			E		2,303.34	4,990.57	59,886.84	28.7918
4455	Box Office Coordinator	TTSSEA	A		2,505.31	5,428.17	65,138.06	31.3164
			B		2,630.59	5,699.61	68,395.34	32.8824
			C		2,762.11	5,984.57	71,814.86	34.5264
			D		2,900.21	6,283.79	75,405.46	36.2526
			E		3,045.22	6,597.98	79,175.72	38.0653
3104	Budget Officer*	CONF	A		4,436.85	9,613.18	115,358.10	55.4606
			B		4,658.69	10,093.83	121,125.94	58.2336
			C		4,891.62	10,598.51	127,182.12	61.1453
			D		5,136.21	11,128.46	133,541.46	64.2026
			E		5,393.03	11,684.90	140,218.78	67.4129
5211	Building Inspector I	TEAMSTERS	A		2,587.46	5,606.16	67,273.96	32.3433
			B		2,716.83	5,886.47	70,637.58	33.9604
			C		2,852.67	6,180.79	74,169.42	35.6584
			D		2,995.31	6,489.84	77,878.06	37.4414
			E		3,145.07	6,814.32	81,771.82	39.3134
5212	Building Inspector II	TEAMSTERS	A		3,304.61	7,159.99	85,919.86	41.3076
			B		3,469.85	7,518.01	90,216.10	43.3731
			C		3,643.33	7,893.88	94,726.58	45.5416
			D		3,825.50	8,288.58	99,463.00	47.8188
			E		4,016.76	8,702.98	104,435.76	50.2095

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
5320	Building Maintenance Worker I	TEAMSTERS	A		2,196.09	4,758.20	57,098.34	27.4511
			B		2,305.90	4,996.12	59,953.40	28.8238
			C		2,421.20	5,245.93	62,951.20	30.2650
			D		2,542.26	5,508.23	66,098.76	31.7783
			E		2,669.38	5,783.66	69,403.88	33.3673
5321	Building Maintenance Worker II	TEAMSTERS	A		2,311.68	5,008.64	60,103.68	28.8960
			B		2,427.27	5,259.09	63,109.02	30.3409
			C		2,548.63	5,522.03	66,264.38	31.8579
			D		2,676.06	5,798.13	69,577.56	33.4508
			E		2,809.87	6,088.05	73,056.62	35.1234
3341	Building Official*	TMMBU	A		5,005.29	10,844.80	130,137.54	62.5661
			B		5,255.54	11,387.00	136,644.04	65.6943
			C		5,518.33	11,956.38	143,476.58	68.9791
			D		5,794.24	12,554.19	150,650.24	72.4280
			E		6,083.96	13,181.91	158,182.96	76.0495
4501	Building Permit Technician I	TTSSEA	A		2,399.55	5,199.03	62,388.30	29.9944
			B		2,519.54	5,459.00	65,508.04	31.4943
			C		2,645.50	5,731.92	68,783.00	33.0688
			D		2,777.79	6,018.55	72,222.54	34.7224
			E		2,916.68	6,319.47	75,833.68	36.4585
4502	Building Permit Technician II	TTSSEA	A		2,525.84	5,472.65	65,671.84	31.5730
			B		2,652.15	5,746.33	68,955.90	33.1519
			C		2,784.75	6,033.63	72,403.50	34.8094
			D		2,923.99	6,335.31	76,023.74	36.5499
			E		3,070.19	6,652.08	79,824.94	38.3774
1506	City Attorney*	CONTRACT			9,270.00	20,085.00	241,020.00	115.8750
3110	City Clerk*	TMMBU	A		4,447.17	9,635.54	115,626.42	55.5896
			B		4,669.54	10,117.34	121,408.04	58.3693
			C		4,903.01	10,623.19	127,478.26	61.2876
			D		5,148.16	11,154.35	133,852.16	64.3520
			E		5,405.56	11,712.05	140,544.56	67.5695
1102	City Council Member*				432.00	936.00	11,232.00	
1501	City Manager*	CONTRACT			10,094.00	21,870.33	262,444.00	126.1750
1112	City Treasurer*				496.16	1,075.01	12,900.16	
9107	Clerical	LS	A					14.0000
			B					14.7000
			C					15.4300
			D					16.2100
			E					17.0200
3155	Code Compliance Analyst*	TMMBU	A		3,502.59	7,588.95	91,067.34	43.7824
			B		3,677.72	7,968.39	95,620.72	45.9715
			C		3,861.60	8,366.80	100,401.60	48.2700
			D		4,054.69	8,785.16	105,421.94	50.6836
			E		4,257.43	9,224.43	110,693.18	53.2179

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
5202	Code Enforcement Officer	TEAMSTERS	A		2,672.81	5,791.09	69,493.06	33.4101
			B		2,806.44	6,080.62	72,967.44	35.0805
			C		2,946.77	6,384.67	76,616.02	36.8346
			D		3,094.10	6,703.88	80,446.60	38.6763
			E		3,248.81	7,039.09	84,469.06	40.6101
3315	Community Preservation Manager*	TMMBU	A		3,901.95	8,454.23	101,450.70	48.7744
			B		4,097.03	8,876.90	106,522.78	51.2129
			C		4,301.90	9,320.78	111,849.40	53.7738
			D		4,516.98	9,786.79	117,441.48	56.4623
			E		4,742.83	10,276.13	123,313.58	59.2854
5513	Community Services Officer	TEAMSTERS	A		2,333.87	5,056.72	60,680.62	29.1734
			B		2,450.57	5,309.57	63,714.82	30.6321
			C		2,573.07	5,574.99	66,899.82	32.1634
			D		2,701.74	5,853.77	70,245.24	33.7718
			E		2,836.84	6,146.49	73,757.84	35.4605
5222	Construction Inspector I	TEAMSTERS	A		2,999.35	6,498.59	77,983.10	37.4919
			B		3,149.34	6,823.57	81,882.84	39.3668
			C		3,306.79	7,164.71	85,976.54	41.3349
			D		3,472.13	7,522.95	90,275.38	43.4016
			E		3,645.76	7,899.15	94,789.76	45.5720
5223	Construction Inspector II	TEAMSTERS	A		3,149.15	6,823.16	81,877.90	39.3644
			B		3,306.60	7,164.30	85,971.60	41.3325
			C		3,471.93	7,522.52	90,270.18	43.3991
			D		3,645.55	7,898.69	94,784.30	45.5694
			E		3,827.82	8,293.61	99,523.32	47.8478
4605	Crime Analyst	TTSSEA	A		2,835.37	6,143.30	73,719.62	35.4421
			B		2,977.14	6,450.47	77,405.64	37.2143
			C		3,126.01	6,773.02	81,276.26	39.0751
			D		3,282.31	7,111.67	85,340.06	41.0289
			E		3,446.41	7,467.22	89,606.66	43.0801
5514	Crime Prevention Specialist	TEAMSTERS	A		2,417.53	5,237.98	62,855.78	30.2191
			B		2,538.44	5,499.95	65,999.44	31.7305
			C		2,665.36	5,774.95	69,299.36	33.3170
			D		2,798.60	6,063.63	72,763.60	34.9825
			E		2,938.53	6,366.82	76,401.78	36.7316
3622	Crime Scene Property Unit Supervisor	TMMBU	A		2,746.55	5,950.86	71,410.30	34.3319
		Non-Exempt	B		2,883.87	6,248.39	74,980.62	36.0484
			C		3,028.05	6,560.78	78,729.30	37.8506
			D		3,179.45	6,888.81	82,665.70	39.7431
			E		3,338.42	7,233.24	86,798.92	41.7303
5517	Crime Scene Technician	TEAMSTERS	A		2,618.18	5,672.72	68,072.68	32.7273
			B		2,749.07	5,956.32	71,475.82	34.3634
			C		2,886.53	6,254.15	75,049.78	36.0816
			D		3,030.86	6,566.86	78,802.36	37.8858
			E		3,182.41	6,895.22	82,742.66	39.7801
1108	Cultural Arts Commissioner				Stipend \$50.00 per meeting			

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3162	Cultural Arts Division Manager*	TMMBU	A		4,686.93	10,155.02	121,860.18	58.5866
			B		4,921.28	10,662.77	127,953.28	61.5160
			C		5,167.35	11,195.93	134,351.10	64.5919
			D		5,425.70	11,755.68	141,068.20	67.8213
			E		5,696.98	12,343.46	148,121.48	71.2123
4459	Cultural Arts Program Coordinator	TTSSEA	A		2,505.31	5,428.17	65,138.06	31.3164
			B		2,630.59	5,699.61	68,395.34	32.8824
			C		2,762.11	5,984.57	71,814.86	34.5264
			D		2,900.21	6,283.79	75,405.46	36.2526
			E		3,045.22	6,597.98	79,175.72	38.0653
3524	Cultural Arts Supervisor*	TMMBU	A		3,622.85	7,849.51	94,194.10	45.2856
			B		3,804.00	8,242.00	98,904.00	47.5500
			C		3,994.20	8,654.10	103,849.20	49.9275
			D		4,193.90	9,086.78	109,041.40	52.4238
			E		4,403.60	9,541.13	114,493.60	55.0450
4461	Cultural Arts Technical Coordinator	TTSSEA	A		2,103.86	4,558.36	54,700.36	26.2983
			B		2,209.04	4,786.25	57,435.04	27.6130
			C		2,319.50	5,025.58	60,307.00	28.9938
			D		2,435.47	5,276.85	63,322.22	30.4434
			E		2,557.23	5,540.67	66,487.98	31.9654
3523	Cultural Arts Technical Supervisor*	TMMBU	A		3,007.51	6,516.27	78,195.26	37.5939
			B		3,157.90	6,842.12	82,105.40	39.4738
			C		3,315.79	7,184.21	86,210.54	41.4474
			D		3,481.58	7,543.42	90,521.08	43.5198
			E		3,655.67	7,920.62	95,047.42	45.6959
9552	D.A.R.E Officer	LS	A					35.3100
			B					37.0700
			C					38.9300
			D					40.8800
			E					42.9200
2571	Deputy City Attorney I*	CONF	A		4,800.76	10,401.65	124,819.76	60.0095
			B		5,040.80	10,921.73	131,060.80	63.0100
			C		5,292.84	11,467.82	137,613.84	66.1605
			D		5,557.49	12,041.23	144,494.74	69.4686
			E		5,835.35	12,643.26	151,719.10	72.9419
2572	Deputy City Attorney II*	CONF	A		5,280.84	11,441.82	137,301.84	66.0105
			B		5,544.89	12,013.93	144,167.14	69.3111
			C		5,822.14	12,614.64	151,375.64	72.7768
			D		6,113.25	13,245.38	158,944.50	76.4156
			E		6,418.90	13,907.62	166,891.40	80.2363
4116	Deputy City Clerk	TTSSEA	A		2,791.45	6,048.14	72,577.70	34.8931
			B		2,931.03	6,350.57	76,206.78	36.6379
			C		3,077.57	6,668.07	80,016.82	38.4696
			D		3,231.47	7,001.52	84,018.22	40.3934
			E		3,393.03	7,351.57	88,218.78	42.4129
1515	Director of Development Services *	DH	Min		7,145.51	15,481.95	185,783.36	89.3189
			Max		8,683.90	18,815.12	225,781.42	108.5488

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit	Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
1522	Director of Finance*	DH	Min	6,666.78	14,444.69	173,336.23	83.3348
			Max	8,096.98	17,543.47	210,521.59	101.2123
1518	Director of Human Resources*	DH	Min	6,666.78	14,444.69	173,336.23	83.3348
			Max	8,096.98	17,543.46	210,521.54	101.2123
1516	Director of Parks and Recreation*	DH	Min	6,666.78	14,444.69	173,336.23	83.3348
			Max	8,096.98	17,543.46	210,521.54	101.2123
1512	Director of Public Works*	DH	Min	6,666.78	14,444.69	173,336.23	83.3348
			Max	8,096.98	17,543.46	210,521.54	101.2123
1520	Director of Utilities*	DH	Min	7,145.51	15,481.95	185,783.36	89.3189
			Max	8,683.90	18,815.12	225,781.42	108.5488
2751	Division Fire Chief*	CONF	A	5,839.70	12,652.68	151,832.20	72.9963
			B	6,131.67	13,285.29	159,423.42	76.6459
			C	6,438.27	13,949.59	167,395.02	80.4784
			D	6,760.19	14,647.08	175,764.94	84.5024
			E	7,098.20	15,379.43	184,553.20	88.7275
3208	Economic Development Mgmt Analyst I*	TMMBU	A	3,045.81	6,599.26	79,191.06	38.0726
			B	3,198.09	6,929.20	83,150.34	39.9761
			C	3,358.00	7,275.67	87,308.00	41.9750
			D	3,525.89	7,639.43	91,673.14	44.0736
			E	3,702.19	8,021.41	96,256.94	46.2774
3209	Economic Development Mgmt Analyst II*	TMMBU	A	3,502.59	7,588.95	91,067.34	43.7824
			B	3,677.72	7,968.39	95,620.72	45.9715
			C	3,861.60	8,366.80	100,401.60	48.2700
			D	4,054.69	8,785.16	105,421.94	50.6836
			E	4,257.43	9,224.43	110,693.18	53.2179
3207	Economic Development Manager*	TMMBU	A	4,329.49	9,380.56	112,566.74	54.1186
			B	4,545.96	9,849.58	118,194.96	56.8245
			C	4,773.26	10,342.06	124,104.76	59.6658
			D	5,011.92	10,859.16	130,309.92	62.6490
			E	5,262.51	11,402.11	136,825.26	65.7814
5325	Electrician	TEAMSTERS	A	3,317.38	7,187.66	86,251.88	41.4673
			B	3,483.26	7,547.06	90,564.76	43.5408
			C	3,657.44	7,924.45	95,093.44	45.7180
			D	3,840.29	8,320.63	99,847.54	48.0036
			E	4,032.31	8,736.67	104,840.06	50.4039
3711	Emergency Medical Services Manager*	TMMBU	A	3,901.19	8,452.58	101,430.94	48.7649
			B	4,096.24	8,875.19	106,502.24	51.2030
			C	4,301.05	9,318.94	111,827.30	53.7631
			D	4,516.12	9,784.93	117,419.12	56.4515
			E	4,741.90	10,274.12	123,289.40	59.2738
5221	Engineering Technician I	TEAMSTERS	A	2,640.32	5,720.69	68,648.32	33.0040
			B	2,772.33	6,006.72	72,080.58	34.6541
			C	2,910.94	6,307.04	75,684.44	36.3868
			D	3,056.49	6,622.40	79,468.74	38.2061
			E	3,209.33	6,953.55	83,442.58	40.1166

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
5225	Engineering Technician II	TEAMSTERS	A		2,772.34	6,006.74	72,080.84	34.6543
			B		2,910.96	6,307.08	75,684.96	36.3870
			C		3,056.51	6,622.44	79,469.26	38.2064
			D		3,209.36	6,953.61	83,443.36	40.1170
			E		3,369.79	7,301.21	87,614.54	42.1224
3412	Environmental Compliance Analyst	TMMBU	A		3,045.81	6,599.26	79,191.06	38.0726
		Non-Exempt	B		3,198.09	6,929.20	83,150.34	39.9761
			C		3,358.00	7,275.67	87,308.00	41.9750
			D		3,525.89	7,639.43	91,673.14	44.0736
			E		3,702.19	8,021.41	96,256.94	46.2774
5424	Environmental Compliance Technician	TEAMSTERS	A		2,197.75	4,761.79	57,141.50	27.4719
			B		2,307.65	4,999.91	59,998.90	28.8456
			C		2,423.01	5,249.86	62,998.26	30.2876
			D		2,544.16	5,512.35	66,148.16	31.8020
			E		2,671.40	5,788.03	69,456.40	33.3925
5313	Equipment Mechanic I	TEAMSTERS	A		2,426.53	5,257.48	63,089.78	30.3316
			B		2,547.85	5,520.34	66,244.10	31.8481
			C		2,675.24	5,796.35	69,556.24	33.4405
			D		2,809.00	6,086.17	73,034.00	35.1125
			E		2,949.45	6,390.48	76,685.70	36.8681
5314	Equipment Mechanic II	TEAMSTERS	A		2,547.84	5,520.32	66,243.84	31.8480
			B		2,675.24	5,796.35	69,556.24	33.4405
			C		2,808.99	6,086.15	73,033.74	35.1124
			D		2,949.45	6,390.48	76,685.70	36.8681
			E		3,096.91	6,709.97	80,519.66	38.7114
4108	Executive Assistant	TTSSEA	A		2,559.25	5,545.04	66,540.50	31.9906
			B		2,687.21	5,822.29	69,867.46	33.5901
			C		2,821.57	6,113.40	73,360.82	35.2696
			D		2,962.66	6,419.10	77,029.16	37.0333
			E		3,110.79	6,740.05	80,880.54	38.8849
8108	Executive Assistant - Confidential	CONF	A		2,622.72	5,682.56	68,190.72	32.7840
			B		2,753.86	5,966.70	71,600.36	34.4233
			C		2,891.55	6,265.03	75,180.30	36.1444
			D		3,036.12	6,578.26	78,939.12	37.9515
			E		3,187.93	6,907.18	82,886.18	39.8491
2581	Executive Assistant to City Manager	CONF	A		2,995.32	6,489.86	77,878.32	37.4415
			B		3,145.08	6,814.34	81,772.08	39.3135
			C		3,302.33	7,155.05	85,860.58	41.2791
			D		3,467.46	7,512.83	90,153.96	43.3433
			E		3,640.82	7,888.44	94,661.32	45.5103
9635	Facility Attendant	LS	A					18.4800
			B					19.4000
			C					20.3700
			D					21.3900
			E					22.4600

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit	Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3715	Fire Battalion Chief*	SCFCOA	A	4,985.41	10,801.72	129,620.66	44.5126
			B	5,234.66	11,341.76	136,101.16	46.7380
			C	5,496.39	11,908.85	142,906.14	49.0749
			D	5,771.21	12,504.29	150,051.46	51.5287
			E	6,059.78	13,129.52	157,554.28	54.1052
7105	Fire Captain	TFFA	A	3,793.74	8,219.77	98,637.24	33.8727
			B	3,983.56	8,631.05	103,572.56	35.5675
			C	4,182.61	9,062.32	108,747.86	37.3447
			D	4,391.74	9,515.44	114,185.24	39.2120
			E	4,611.33	9,991.22	119,894.58	41.1726
1514	Fire Chief*	DH	Min	7,145.51	15,481.95	185,783.36	89.3189
			Max	8,683.90	18,815.12	225,781.42	108.5488
7103	Fire Engineer	TFFA	A	3,338.92	7,234.33	86,811.92	29.8118
			B	3,505.84	7,595.99	91,151.84	31.3021
			C	3,681.15	7,975.83	95,709.90	32.8674
			D	3,865.21	8,374.62	100,495.46	34.5108
			E	4,058.48	8,793.37	105,520.48	36.2364
5213	Fire Inspector	TEAMSTERS	A	3,147.24	6,819.02	81,828.24	39.3405
			B	3,304.61	7,159.99	85,919.86	41.3076
			C	3,469.85	7,518.01	90,216.10	43.3731
			D	3,643.33	7,893.88	94,726.58	45.5416
			E	3,825.50	8,288.58	99,463.00	47.8188
2752	Fire Marshal*	CONF	A	5,129.43	11,113.77	133,365.18	64.1179
			B	5,385.89	11,669.43	140,033.14	67.3236
			C	5,655.19	12,252.91	147,034.94	70.6899
			D	5,937.96	12,865.58	154,386.96	74.2245
			E	6,234.85	13,508.84	162,106.10	77.9356
9563	Fire Reserve	LS	A				14.0000
							14.7000
							15.4300
							16.2100
							17.0200
7102	Firefighter	TFFA	A	2,958.04	6,409.09	76,909.04	26.4111
			B	3,105.91	6,729.47	80,753.66	27.7313
			C	3,261.22	7,065.98	84,791.72	29.1180
			D	3,424.27	7,419.25	89,031.02	30.5738
			E	3,595.49	7,790.23	93,482.74	32.1026
				449.44	Paramedic Pay (per pay period)		
9565	Firefighter Trainee	LS	A				24.5600
					(70% OF STEP A, FIREFIGHTER)		
7108	Firefighter/Paramedic	TFFA	A	3,327.95	7,210.56	86,526.70	29.7138
			B	3,494.35	7,571.09	90,853.10	31.1996
			C	3,669.07	7,949.65	95,395.82	32.7596
			D	3,852.53	8,347.15	100,165.78	34.3976
			E	4,045.16	8,764.51	105,174.16	36.1175

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3404	Fleet Supervisor*	TMMBU	A		3,372.56	7,307.21	87,686.56	42.1570
			B		3,541.17	7,672.54	92,070.42	44.2646
			C		3,718.23	8,056.17	96,673.98	46.4779
			D		3,904.14	8,458.97	101,507.64	48.8018
			E		4,099.34	8,881.90	106,582.84	51.2418
3120	GIS Analyst *	TMMBU	A		3,502.59	7,588.95	91,067.34	43.7824
			B		3,677.72	7,968.39	95,620.72	45.9715
			C		3,861.60	8,366.80	100,401.60	48.2700
			D		4,054.69	8,785.16	105,421.94	50.6836
			E		4,257.43	9,224.43	110,693.18	53.2179
4206	GIS Technician	TTSSEA	A		2,835.37	6,143.30	73,719.62	35.4421
			B		2,977.14	6,450.47	77,405.64	37.2143
			C		3,126.01	6,773.02	81,276.26	39.0751
			D		3,282.31	7,111.67	85,340.06	41.0289
			E		3,446.41	7,467.22	89,606.66	43.0801
2511	Human Resources Analyst I*	CONF	A		3,121.35	6,762.93	81,155.10	39.0169
			B		3,277.42	7,101.08	85,212.92	40.9678
			C		3,441.27	7,456.09	89,473.02	43.0159
			D		3,613.34	7,828.90	93,946.84	45.1668
			E		3,794.01	8,220.36	98,644.26	47.4251
2512	Human Resources Analyst II*	CONF	A		3,589.45	7,777.14	93,325.70	44.8681
			B		3,768.92	8,165.99	97,991.92	47.1115
			C		3,957.36	8,574.28	102,891.36	49.4670
			D		4,155.24	9,003.02	108,036.24	51.9405
			E		4,363.01	9,453.19	113,438.26	54.5376
2562	Human Resources Manager*	CONF	A		4,803.16	10,406.85	124,882.16	60.0395
			B		5,043.31	10,927.17	131,126.06	63.0414
			C		5,295.49	11,473.56	137,682.74	66.1936
			D		5,560.26	12,047.23	144,566.76	69.5033
			E		5,838.29	12,649.63	151,795.54	72.9786
4301	Human Resources Technician	CONF	A		2,663.29	5,770.46	69,245.54	33.2911
			B		2,796.46	6,059.00	72,707.96	34.9558
			C		2,936.28	6,361.94	76,343.28	36.7035
			D		3,083.10	6,680.05	80,160.60	38.5388
			E		3,237.25	7,014.04	84,168.50	40.4656
4204	Information Systems Technician I	TTSSEA	A		2,465.55	5,342.03	64,104.30	30.8194
			B		2,588.83	5,609.13	67,309.58	32.3604
			C		2,718.28	5,889.61	70,675.28	33.9785
			D		2,854.19	6,184.08	74,208.94	35.6774
			E		2,996.90	6,493.28	77,919.40	37.4613
4205	Information Systems Technician II	TTSSEA	A		2,835.37	6,143.30	73,719.62	35.4421
			B		2,977.14	6,450.47	77,405.64	37.2143
			C		3,126.01	6,773.02	81,276.26	39.0751
			D		3,282.31	7,111.67	85,340.06	41.0289
			E		3,446.41	7,467.22	89,606.66	43.0801

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
2553	Information Technology Manager*	CONF	A		4,803.16	10,406.85	124,882.16	60.0395
			B		5,043.31	10,927.17	131,126.06	63.0414
			C		5,295.49	11,473.56	137,682.74	66.1936
			D		5,560.26	12,047.23	144,566.76	69.5033
			E		5,838.29	12,649.63	151,795.54	72.9786
3111	Information Technology Specialist*	TMMBU	A		3,402.46	7,372.00	88,463.96	42.5308
			B		3,572.60	7,740.63	92,887.60	44.6575
			C		3,751.22	8,127.64	97,531.72	46.8903
			D		3,938.77	8,534.00	102,408.02	49.2346
			E		4,135.71	8,960.71	107,528.46	51.6964
5413	Instrumentation Technician	TEAMSTERS	A		3,080.01	6,673.36	80,080.26	38.5001
			B		3,234.01	7,007.02	84,084.26	40.4251
			C		3,395.72	7,357.39	88,288.72	42.4465
			D		3,565.49	7,725.23	92,702.74	44.5686
			E		3,743.77	8,111.50	97,338.02	46.7971
9108	Intern-Generalist	LS	A					19.1800
			B					20.1400
			C					21.1500
			D					22.2000
			E					23.3100
5224	Junior Engineer	TEAMSTERS	A		3,049.14	6,606.47	79,277.64	38.1143
			B		3,201.59	6,936.78	83,241.34	40.0199
			C		3,361.66	7,283.60	87,403.16	42.0208
			D		3,529.75	7,647.79	91,773.50	44.1219
			E		3,706.24	8,030.19	96,362.24	46.3280
5423	Laboratory Quality Assurance Officer*	TMMBU	A		2,829.70	6,131.02	73,572.20	35.3713
			B		2,971.20	6,437.60	77,251.20	37.1400
			C		3,119.76	6,759.48	81,113.76	38.9970
			D		3,275.74	7,097.43	85,169.24	40.9468
			E		3,439.53	7,452.32	89,427.78	42.9941
5421	Laboratory Technician I	TEAMSTERS	A		2,395.98	5,191.29	62,295.48	29.9498
			B		2,515.76	5,450.81	65,409.76	31.4470
			C		2,641.57	5,723.40	68,680.82	33.0196
			D		2,773.64	6,009.55	72,114.64	34.6705
			E		2,912.31	6,310.01	75,720.06	36.4039
5422	Laboratory Technician II	TEAMSTERS	A		2,504.04	5,425.42	65,105.04	31.3005
			B		2,629.24	5,696.69	68,360.24	32.8655
			C		2,760.71	5,981.54	71,778.46	34.5089
			D		2,898.74	6,280.60	75,367.24	36.2343
			E		3,043.67	6,594.62	79,135.42	38.0459
3508	Landscape Architect*	TMMBU	A		3,852.85	8,347.84	100,174.10	48.1606
			B		4,045.49	8,765.23	105,182.74	50.5686
			C		4,247.76	9,203.48	110,441.76	53.0970
			D		4,460.15	9,663.66	115,963.90	55.7519
			E		4,683.17	10,146.87	121,762.42	58.5396

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
4109	Legal Secretary	CONF	A		2,860.68	6,198.14	74,377.68	35.7585
			B		3,003.71	6,508.04	78,096.46	37.5464
			C		3,153.90	6,833.45	82,001.40	39.4238
			D		3,311.60	7,175.13	86,101.60	41.3950
			E		3,477.18	7,533.89	90,406.68	43.4648
9636	Lifeguard	LS	A					14.0000
			B					14.7000
			C					15.4300
			D					16.2100
			E					17.0200
9303	Maintenance Aide	LS	A					15.6800
			B					16.4600
			C					17.2900
			D					18.1500
			E					19.0600
5301	Maintenance Worker I	TEAMSTERS	A		1,786.00	3,869.67	46,436.00	22.3250
			B		1,875.31	4,063.17	48,758.06	23.4414
			C		1,969.07	4,266.32	51,195.82	24.6134
			D		2,067.52	4,479.63	53,755.52	25.8440
			E		2,170.90	4,703.62	56,443.40	27.1363
5303	Maintenance Worker II	TEAMSTERS	A		2,268.56	4,915.21	58,982.56	28.3570
			B		2,381.99	5,160.98	61,931.74	29.7749
			C		2,501.08	5,419.01	65,028.08	31.2635
			D		2,626.13	5,689.95	68,279.38	32.8266
			E		2,757.43	5,974.43	71,693.18	34.4679
3151	Management Analyst I*	TMMBU	A		3,045.81	6,599.26	79,191.06	38.0726
			B		3,198.09	6,929.20	83,150.34	39.9761
			C		3,358.00	7,275.67	87,308.00	41.9750
			D		3,525.89	7,639.43	91,673.14	44.0736
			E		3,702.19	8,021.41	96,256.94	46.2774
3152	Management Analyst II*	TMMBU	A		3,502.59	7,588.95	91,067.34	43.7824
			B		3,677.72	7,968.39	95,620.72	45.9715
			C		3,861.60	8,366.80	100,401.60	48.2700
			D		4,054.69	8,785.16	105,421.94	50.6836
			E		4,257.43	9,224.43	110,693.18	53.2179
1101	Mayor*				478.15	1,036.00	12,432.00	
3527	Media Services Supervisor	TMMBU	A		3,007.51	6,516.27	78,195.26	37.5939
		Non-Exempt	B		3,157.90	6,842.12	82,105.40	39.4738
			C		3,315.79	7,184.21	86,210.54	41.4474
			D		3,481.58	7,543.42	90,521.08	43.5198
			E		3,655.67	7,920.62	95,047.42	45.6959
5531	Meter Reader	TEAMSTERS	A		1,547.54	3,353.00	40,236.04	19.3443
			B		1,624.91	3,520.64	42,247.66	20.3114
			C		1,706.16	3,696.68	44,360.16	21.3270
			D		1,791.46	3,881.50	46,577.96	22.3933
			E		1,881.04	4,075.59	48,907.04	23.5130

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
4212	Multimedia Communications Assistant	TTSSEA	A		2,103.86	4,558.36	54,700.36	26.2983
			B		2,209.04	4,786.25	57,435.04	27.6130
			C		2,319.50	5,025.58	60,307.00	28.9938
			D		2,435.47	5,276.85	63,322.22	30.4434
			E		2,557.23	5,540.67	66,487.98	31.9654
4210	Multimedia Communications Coordinator	TTSSEA	A		2,505.31	5,428.17	65,138.06	31.3164
			B		2,630.59	5,699.61	68,395.34	32.8824
			C		2,762.11	5,984.57	71,814.86	34.5264
			D		2,900.21	6,283.79	75,405.46	36.2526
			E		3,045.22	6,597.98	79,175.72	38.0653
4105	Office Assistant	TTSSEA	A		1,722.68	3,732.47	44,789.68	21.5335
			B		1,808.80	3,919.07	47,028.80	22.6100
			C		1,899.25	4,115.04	49,380.50	23.7406
			D		1,994.22	4,320.81	51,849.72	24.9278
			E		2,093.93	4,536.85	54,442.18	26.1741
1107	Parks Commissioner			Stipend of \$50.00 per meeting				
3509	Parks Planning & Development Manager*	TMMBU	A		3,852.85	8,347.84	100,174.10	48.1606
			B		4,045.49	8,765.23	105,182.74	50.5686
			C		4,247.76	9,203.48	110,441.76	53.0970
			D		4,460.15	9,663.66	115,963.90	55.7519
			E		4,683.17	10,146.87	121,762.42	58.5396
3306	Plan Check Engineer*	TMMBU	A		4,690.57	10,162.90	121,954.82	58.6321
			B		4,925.10	10,671.05	128,052.60	61.5638
			C		5,171.36	11,204.61	134,455.36	64.6420
			D		5,429.93	11,764.85	141,178.18	67.8741
			E		5,701.43	12,353.10	148,237.18	71.2679
5214	Plan Examiner I	TEAMSTERS	A		3,225.31	6,988.17	83,858.06	40.3164
			B		3,386.61	7,337.66	88,051.86	42.3326
			C		3,555.93	7,704.52	92,454.18	44.4491
			D		3,733.71	8,089.71	97,076.46	46.6714
			E		3,920.42	8,494.24	101,930.92	49.0053
5215	Plan Examiner II	TEAMSTERS	A		3,395.07	7,355.99	88,271.82	42.4384
			B		3,564.85	7,723.84	92,686.10	44.5606
			C		3,743.08	8,110.01	97,320.08	46.7885
			D		3,930.22	8,515.48	102,185.72	49.1278
			E		4,126.76	8,941.31	107,295.76	51.5845
1106	Planning Commissioner			Stipend of \$50.00 per meeting				
4506	Planning Technician	TTSSEA	A		2,598.83	5,630.80	67,569.58	32.4854
			B		2,728.79	5,912.38	70,948.54	34.1099
			C		2,865.21	6,207.96	74,495.46	35.8151
			D		3,008.49	6,518.40	78,220.74	37.6061
			E		3,158.92	6,844.33	82,131.92	39.4865

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
6212	Police Captain*	TPMA	A		5,903.58	12,791.09	153,493.08	73.7948
			B		6,198.77	13,430.67	161,168.02	77.4846
			C		6,508.69	14,102.16	169,225.94	81.3586
			D		6,834.13	14,807.28	177,687.38	85.4266
			E		7,175.87	15,547.72	186,572.62	89.6984
1513	Police Chief*	DH	Min		7,591.04	16,447.26	197,367.07	94.8880
			Max		9,226.99	19,991.81	239,901.77	115.3374
4603	Police Community Relations Coordinator	TTSSEA	A		2,505.31	5,428.17	65,138.06	31.3164
			B		2,630.59	5,699.61	68,395.34	32.8824
			C		2,762.11	5,984.57	71,814.86	34.5264
			D		2,900.21	6,283.79	75,405.46	36.2526
			E		3,045.22	6,597.98	79,175.72	38.0653
6103	Police Corporal	TPOA	A	4,064.87		8,129.74	97,556.88	46.9005
			B	4,268.13		8,536.26	102,435.12	49.2458
			C	4,481.54		8,963.08	107,556.96	51.7081
			D	4,705.63		9,411.26	112,935.12	54.2936
			E	4,940.90		9,881.80	118,581.60	57.0082
9501	Police Intern/Parking Enforcement Officer	LS	A					18.2000
			B					19.1100
			C					20.0700
			D					21.0700
			E					22.1200
6211	Police Lieutenant*	TPMA	A		5,109.41	11,070.39	132,844.66	63.8676
			B		5,364.87	11,623.89	139,486.62	67.0609
			C		5,633.13	12,205.12	146,461.38	70.4141
			D		5,914.78	12,815.36	153,784.28	73.9348
			E		6,210.51	13,456.11	161,473.26	77.6314
6102	Police Officer	TPOA	A	3,695.34		7,390.68	88,688.16	42.6369
			B	3,880.11		7,760.22	93,122.64	44.7688
			C	4,074.12		8,148.24	97,778.88	47.0073
			D	4,277.85		8,555.70	102,668.40	49.3579
			E	4,491.73		8,983.46	107,801.52	51.8257
9517	Police Range Master	LS	A					30.2600
			B					31.7700
			C					33.3600
			D					35.0300
			E					36.7800

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
4103	Police Records Assistant I	TTSSEA	A		2,135.53	4,626.98	55,523.78	26.6941
			B		2,242.32	4,858.36	58,300.32	28.0290
			C		2,354.45	5,101.31	61,215.70	29.4306
			D		2,472.15	5,356.33	64,275.90	30.9019
			E		2,595.76	5,624.15	67,489.76	32.4470
4104	Police Records Assistant II	TTSSEA	A		2,242.29	4,858.30	58,299.54	28.0286
			B		2,354.43	5,101.27	61,215.18	29.4304
			C		2,472.12	5,356.26	64,275.12	30.9015
			D		2,595.73	5,624.08	67,488.98	32.4466
			E		2,725.52	5,905.29	70,863.52	34.0690
3626	Police Records Supervisor*	TMMBU	A		3,060.95	6,632.06	79,584.70	38.2619
			B		3,214.01	6,963.69	83,564.26	40.1751
			C		3,374.70	7,311.85	87,742.20	42.1838
			D		3,543.45	7,677.48	92,129.70	44.2931
			E		3,720.60	8,061.30	96,735.60	46.5075
9551	Police Reserve	LS	A					39.3700
6105	Police Sergeant	TPOA	A	4,453.10		8,906.20	106,874.40	51.3799
			B	4,675.78		9,351.56	112,218.72	53.9492
			C	4,909.58		9,819.16	117,829.92	56.6468
			D	5,155.05		10,310.10	123,721.20	59.4791
			E	5,412.81		10,825.62	129,907.44	62.4531
2712	Police Support Operations Manager*	CONF	A		5,436.48	11,779.04	141,348.48	67.9560
			B		5,708.31	12,368.01	148,416.06	71.3539
			C		5,993.71	12,986.37	155,836.46	74.9214
			D		6,293.39	13,635.68	163,628.14	78.6674
			E		6,608.07	14,317.49	171,809.82	82.6009
4701	Police Support Services Technician	TTSSEA	A		2,598.83	5,630.80	67,569.58	32.4854
			B		2,728.79	5,912.38	70,948.54	34.1099
			C		2,865.21	6,207.96	74,495.46	35.8151
			D		3,008.49	6,518.40	78,220.74	37.6061
			E		3,158.92	6,844.33	82,131.92	39.4865
6101	Police Trainee (Non-Sworn)	TPOA	A	3,213.24		6,426.48	77,117.76	37.0744
9638	Pool Manager	LS	A					19.8900
			B					20.8900
			C					21.9300
			D					23.0300
			E					24.1800
9533	Professional Standards Officer	LS	A					50.4400
			B					52.9600
			C					55.6100
			D					58.3900
			E					61.3100

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit	Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
9110	Program Assistant	LS	Min				14.0000
			Max				24.1000
9231	Project Specialist I	LS	Min				14.0000
			Max				46.6800
9232	Project Specialist II	LS	Min				46.6900
			Max				131.5900
5518	Property and Evidence Technician	TEAMSTERS	A	2,303.09	4,990.03	59,880.34	28.7886
			B	2,418.23	5,239.50	62,873.98	30.2279
			C	2,539.16	5,501.51	66,018.16	31.7395
			D	2,666.12	5,776.59	69,319.12	33.3265
			E	2,799.41	6,065.39	72,784.66	34.9926
2585	Public Information Officer*	CONF	A	3,589.45	7,777.14	93,325.70	44.8681
			B	3,768.92	8,165.99	97,991.92	47.1115
			C	3,957.36	8,574.28	102,891.36	49.4670
			D	4,155.24	9,003.02	108,036.24	51.9405
			E	4,363.01	9,453.19	113,438.26	54.5376
3623	Public Safety Dispatch Supervisor*	TMMBU	A	3,248.37	7,038.14	84,457.62	40.6046
			B	3,410.78	7,390.02	88,680.28	42.6348
			C	3,581.33	7,759.55	93,114.58	44.7666
			D	3,760.39	8,147.51	97,770.14	47.0049
			E	3,948.42	8,554.91	102,658.92	49.3553
5502	Public Safety Dispatcher I	TEAMSTERS	A	2,660.74	5,764.94	69,179.24	33.2593
			B	2,793.76	6,053.15	72,637.76	34.9220
			C	2,933.45	6,355.81	76,269.70	36.6681
			D	3,080.12	6,673.59	80,083.12	38.5015
			E	3,234.15	7,007.33	84,087.90	40.4269
5503	Public Safety Dispatcher II	TEAMSTERS	A	2,919.04	6,324.59	75,895.04	36.4880
			B	3,064.98	6,640.79	79,689.48	38.3123
			C	3,218.24	6,972.85	83,674.24	40.2280
			D	3,379.15	7,321.49	87,857.90	42.2394
			E	3,548.11	7,687.57	92,250.86	44.3514
9512	Public Safety Dispatcher II - Per Diem	LS	A				32.1500
			B				33.7600
			C				35.4400
			D				37.2200
			E				39.0800
3401	Public Works Superintendent*	TMMBU	A	4,047.63	8,769.87	105,238.38	50.5954
			B	4,250.02	9,208.38	110,500.52	53.1253
			C	4,462.52	9,668.79	116,025.52	55.7815
			D	4,685.65	10,152.24	121,826.90	58.5706
			E	4,919.92	10,659.83	127,917.92	61.4990

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3405	Public Works Supervisor*	TMMBU	A		3,372.56	7,307.21	87,686.56	42.1570
			B		3,541.17	7,672.54	92,070.42	44.2646
			C		3,718.23	8,056.17	96,673.98	46.4779
			D		3,904.14	8,458.97	101,507.64	48.8018
			E		4,099.34	8,881.90	106,582.84	51.2418
9631	Recreation Leader I	LS	A					14.0000
			B					14.7000
			C					15.4400
			D					16.2000
			E					17.0200
9632	Recreation Leader II	LS	A					17.5400
			B					18.4100
			C					19.3300
			D					20.3000
			E					21.3200
9633	Recreation Leader III	LS	A					19.8900
			B					20.8900
			C					21.9300
			D					23.0300
			E					24.1800
4401	Recreation Program Coordinator	TTSSEA	A		2,505.31	5,428.17	65,138.06	31.3164
			B		2,630.59	5,699.61	68,395.34	32.8824
			C		2,762.11	5,984.57	71,814.86	34.5264
			D		2,900.21	6,283.79	75,405.46	36.2526
			E		3,045.22	6,597.98	79,175.72	38.0653
3513	Recreation Services Manager*	TMMBU	A		3,985.11	8,634.41	103,612.86	49.8139
			B		4,184.38	9,066.16	108,793.88	52.3048
			C		4,393.59	9,519.45	114,233.34	54.9199
			D		4,613.28	9,995.44	119,945.28	57.6660
			E		4,843.94	10,495.20	125,942.44	60.5493
3505	Recreation Services Supervisor*	TMMBU	A		3,622.84	7,849.49	94,193.84	45.2855
			B		3,803.99	8,241.98	98,903.74	47.5499
			C		3,994.19	8,654.08	103,848.94	49.9274
			D		4,193.89	9,086.76	109,041.14	52.4236
			E		4,403.58	9,541.09	114,493.08	55.0448
9626	Recreation Specialized Instructor	LS	Min					14.0000
			Max					49.6600
4113	Senior Account Clerk	TTSSEA	A		2,329.23	5,046.67	60,559.98	29.1154
			B		2,445.69	5,299.00	63,587.94	30.5711
			C		2,567.98	5,563.96	66,767.48	32.0998
			D		2,696.39	5,842.18	70,106.14	33.7049
			E		2,831.19	6,134.25	73,610.94	35.3899

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3105	Senior Accountant*	TMMBU	A		3,764.80	8,157.07	97,884.80	47.0600
			B		3,953.05	8,564.94	102,779.30	49.4131
			C		4,150.70	8,993.18	107,918.20	51.8838
			D		4,358.24	9,442.85	113,314.24	54.4780
			E		4,576.16	9,915.01	118,980.16	57.2020
4202	Senior Accounting Technician	TTSSEA	A		3,020.32	6,544.03	78,528.32	37.7540
			B		3,171.34	6,871.24	82,454.84	39.6418
			C		3,329.92	7,214.83	86,577.92	41.6240
			D		3,496.42	7,575.58	90,906.92	43.7053
			E		3,671.25	7,954.38	95,452.50	45.8906
5323	Senior Building Maintenance Worker	TEAMSTERS	A		2,560.67	5,548.12	66,577.42	32.0084
			B		2,688.69	5,825.50	69,905.94	33.6086
			C		2,823.12	6,116.76	73,401.12	35.2890
			D		2,964.29	6,422.63	77,071.54	37.0536
			E		3,112.52	6,743.79	80,925.52	38.9065
3304	Senior Civil Engineer*	TMMBU	A		4,690.70	10,163.18	121,958.20	58.6338
			B		4,925.23	10,671.33	128,055.98	61.5654
			C		5,171.50	11,204.92	134,459.00	64.6438
			D		5,430.08	11,765.17	141,182.08	67.8760
			E		5,701.58	12,353.42	148,241.08	71.2698
5315	Senior Equipment Mechanic	TEAMSTERS	A		2,675.25	5,796.38	69,556.50	33.4406
			B		2,809.00	6,086.17	73,034.00	35.1125
			C		2,949.46	6,390.50	76,685.96	36.8683
			D		3,096.92	6,709.99	80,519.92	38.7115
			E		3,251.77	7,045.50	84,546.02	40.6471
4208	Senior Information Systems Technician	TTSSEA	A		3,118.90	6,757.62	81,091.40	38.9863
			B		3,274.85	7,095.51	85,146.10	40.9356
			C		3,438.60	7,450.30	89,403.60	42.9825
			D		3,610.53	7,822.82	93,873.78	45.1316
			E		3,791.05	8,213.94	98,567.30	47.3881
9637	Senior Lifeguard	LS	A					17.5400
			B					18.4100
			C					19.3300
			D					20.3000
			E					21.3200
5305	Senior Maintenance Worker	TEAMSTERS	A		2,497.45	5,411.14	64,933.70	31.2181
			B		2,622.30	5,681.65	68,179.80	32.7788
			C		2,753.42	5,965.74	71,588.92	34.4178
			D		2,891.10	6,264.05	75,168.60	36.1388
			E		3,035.64	6,577.22	78,926.64	37.9455

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
3203	Senior Planner*	TMMBU	A		4,021.02	8,712.21	104,546.52	50.2628
			B		4,222.07	9,147.82	109,773.82	52.7759
			C		4,433.18	9,605.22	115,262.68	55.4148
			D		4,654.84	10,085.49	121,025.84	58.1855
			E		4,887.58	10,589.76	127,077.08	61.0948
4410	Senior Police Records Assistant	TTSSEA	A		2,466.52	5,344.13	64,129.52	30.8315
			B		2,589.87	5,611.39	67,336.62	32.3734
			C		2,719.33	5,891.88	70,702.58	33.9916
			D		2,855.30	6,186.48	74,237.80	35.6913
			E		2,998.07	6,495.82	77,949.82	37.4759
5504	Senior Public Safety Dispatcher	TEAMSTERS	A		3,064.98	6,640.79	79,689.48	38.3123
			B		3,218.24	6,972.85	83,674.24	40.2280
			C		3,379.15	7,321.49	87,857.90	42.2394
			D		3,548.11	7,687.57	92,250.86	44.3514
			E		3,725.53	8,071.98	96,863.78	46.5691
5356	Senior Utilities Worker	TEAMSTERS	A		2,622.79	5,682.71	68,192.54	32.7849
			B		2,753.81	5,966.59	71,599.06	34.4226
			C		2,891.42	6,264.74	75,176.92	36.1428
			D		3,036.44	6,578.95	78,947.44	37.9555
			E		3,187.23	6,905.67	82,867.98	39.8404
3343	Supervising Building Inspector*	TMMBU	A		3,852.85	8,347.84	100,174.10	48.1606
			B		4,045.49	8,765.23	105,182.74	50.5686
			C		4,247.76	9,203.48	110,441.76	53.0970
			D		4,460.15	9,663.66	115,963.90	55.7519
			E		4,683.17	10,146.87	121,762.42	58.5396
3345	Supervising Construction Inspector	TMMBU Non-Exempt	A		3,752.51	8,130.44	97,565.26	46.9064
			B		3,940.14	8,536.97	102,443.64	49.2518
			C		4,137.15	8,963.83	107,565.90	51.7144
			D		4,343.99	9,411.98	112,943.74	54.2999
			E		4,561.19	9,882.58	118,590.94	57.0149
3117	System Administrator*	TMMBU	A		3,502.59	7,588.95	91,067.34	43.7824
			B		3,677.72	7,968.39	95,620.72	45.9715
			C		3,861.60	8,366.80	100,401.60	48.2700
			D		4,054.69	8,785.16	105,421.94	50.6836
			E		4,257.43	9,224.43	110,693.18	53.2179
9361	Theatre Technician	LS	A					28.8400
			B					30.2800
			C					31.8000
			D					33.3900
			E					35.0600

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit	Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
4420	Transit Coordinator	TTSSEA	A	2,505.31	5,428.17	65,138.06	31.3164
			B	2,630.59	5,699.61	68,395.34	32.8824
			C	2,762.11	5,984.57	71,814.86	34.5264
			D	2,900.21	6,283.79	75,405.46	36.2526
			E	3,045.22	6,597.98	79,175.72	38.0653
3515	Transit Manager*	TMMBU	A	3,901.95	8,454.23	101,450.70	48.7744
			B	4,097.03	8,876.90	106,522.78	51.2129
			C	4,301.90	9,320.78	111,849.40	53.7738
			D	4,516.98	9,786.79	117,441.48	56.4623
			E	4,742.83	10,276.13	123,313.58	59.2854
1109	Transportation Commissioner		Stipend \$50.00 per meeting				
3424	Utilities Laboratory Superintendent*	TMMBU	A	4,047.63	8,769.87	105,238.38	50.5954
			B	4,250.02	9,208.38	110,500.52	53.1253
			C	4,462.52	9,668.79	116,025.52	55.7815
			D	4,685.65	10,152.24	121,826.90	58.5706
			E	4,919.92	10,659.83	127,917.92	61.4990
5350	Utilities Worker I	TEAMSTERS	A	1,874.60	4,061.63	48,739.60	23.4325
			B	1,968.54	4,265.17	51,182.04	24.6068
			C	2,066.59	4,477.61	53,731.34	25.8324
			D	2,170.42	4,702.58	56,430.92	27.1303
			E	2,280.01	4,940.02	59,280.26	28.5001
5353	Utilities Worker II	TEAMSTERS	A	2,381.36	5,159.61	61,915.36	29.7670
			B	2,500.84	5,418.49	65,021.84	31.2605
			C	2,625.26	5,688.06	68,256.76	32.8158
			D	2,757.10	5,973.72	71,684.60	34.4638
			E	2,894.71	6,271.87	75,262.46	36.1839
3403	Utility Line Maintenance Superintendent*	TMMBU	A	4,124.00	8,935.33	107,224.00	51.5500
			B	4,330.18	9,382.06	112,584.68	54.1273
			C	4,546.70	9,851.18	118,214.20	56.8338
			D	4,774.03	10,343.73	124,124.78	59.6754
			E	5,012.73	10,860.92	130,330.98	62.6591
3423	Utility Maintenance Superintendent*	TMMBU	A	4,200.33	9,100.72	109,208.58	52.5041
			B	4,410.34	9,555.74	114,668.84	55.1293
			C	4,630.85	10,033.51	120,402.10	57.8856
			D	4,862.40	10,535.20	126,422.40	60.7800
			E	5,105.51	11,061.94	132,743.26	63.8189
3410	Utility Maintenance Supervisor*	TMMBU	A	3,500.26	7,583.90	91,006.76	43.7533
			B	3,675.28	7,963.11	95,557.28	45.9410
			C	3,859.04	8,361.25	100,335.04	48.2380
			D	4,052.00	8,779.33	105,352.00	50.6500
			E	4,254.60	9,218.30	110,619.60	53.1825

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
5411	Utility Mechanic I	TEAMSTERS	A		2,805.51	6,078.61	72,943.26	35.0689
			B		2,945.79	6,382.55	76,590.54	36.8224
			C		3,093.07	6,701.65	80,419.82	38.6634
			D		3,247.73	7,036.75	84,440.98	40.5966
			E		3,410.11	7,388.57	88,662.86	42.6264
5412	Utility Mechanic II	TEAMSTERS	A		2,875.63	6,230.53	74,766.38	35.9454
			B		3,019.42	6,542.08	78,504.92	37.7428
			C		3,170.39	6,869.18	82,430.14	39.6299
			D		3,328.90	7,212.62	86,551.40	41.6113
			E		3,495.35	7,573.26	90,879.10	43.6919
5404	Utility Operator	TEAMSTERS	A		3,362.14	7,284.64	87,415.64	42.0268
			B		3,530.21	7,648.79	91,785.46	44.1276
			C		3,706.74	8,031.27	96,375.24	46.3343
			D		3,892.08	8,432.84	101,194.08	48.6510
			E		4,086.68	8,854.47	106,253.68	51.0835
3422	Wastewater Operations Superintendent*	TMMBU	A		4,200.33	9,100.72	109,208.58	52.5041
			B		4,410.34	9,555.74	114,668.84	55.1293
			C		4,630.85	10,033.51	120,402.10	57.8856
			D		4,862.40	10,535.20	126,422.40	60.7800
			E		5,105.51	11,061.94	132,743.26	63.8189
5405	Wastewater Treatment Plant Operator I	TEAMSTERS	A		2,658.93	5,761.02	69,132.18	33.2366
			B		2,791.86	6,049.03	72,588.36	34.8983
			C		2,931.46	6,351.50	76,217.96	36.6433
			D		3,078.04	6,669.09	80,029.04	38.4755
			E		3,231.95	7,002.56	84,030.70	40.3994
5406	Wastewater Treatment Plant Operator II	TEAMSTERS	A		2,798.88	6,064.24	72,770.88	34.9860
			B		2,938.80	6,367.40	76,408.80	36.7350
			C		3,085.75	6,685.79	80,229.50	38.5719
			D		3,240.05	7,020.11	84,241.30	40.5006
			E		3,402.06	7,371.13	88,453.56	42.5258
5407	Wastewater Treatment Plant Operator III	TEAMSTERS	A		2,946.19	6,383.41	76,600.94	36.8274
			B		3,093.47	6,702.52	80,430.22	38.6684
			C		3,248.16	7,037.68	84,452.16	40.6020
			D		3,410.58	7,389.59	88,675.08	42.6323
			E		3,581.11	7,759.07	93,108.86	44.7639
3421	Water Operations Superintendent*	TMMBU	A		4,124.00	8,935.33	107,224.00	51.5500
			B		4,330.18	9,382.06	112,584.68	54.1273
			C		4,546.70	9,851.18	118,214.20	56.8338
			D		4,774.03	10,343.73	124,124.78	59.6754
			E		5,012.73	10,860.92	130,330.98	62.6591

City of Tracy
Master Salary Schedule

Effective 11-07-2021

Class Code	Position Title	Unit		Semi-Mon Salary	Bi-Weekly Salary	Monthly Salary	Annual Salary	Hourly Rate
9351	Water Patrol Aide	LS	A					16.5200
			B					17.3500
			C					18.2100
			D					19.1200
			E					20.0800
3415	Water Resources and Compliance Manager*	TMMBU	A		3,901.95	8,454.23	101,450.70	48.7744
			B		4,097.03	8,876.90	106,522.78	51.2129
			C		4,301.90	9,320.78	111,849.40	53.7738
			D		4,516.98	9,786.79	117,441.48	56.4623
			E		4,742.83	10,276.13	123,313.58	59.2854
5401	Water Treatment Plant Operator I	TEAMSTERS	A		2,832.88	6,137.91	73,654.88	35.4110
			B		2,974.53	6,444.82	77,337.78	37.1816
			C		3,123.26	6,767.06	81,204.76	39.0408
			D		3,279.42	7,105.41	85,264.92	40.9928
			E		3,443.38	7,460.66	89,527.88	43.0423
5402	Water Treatment Plant Operator II	TEAMSTERS	A		2,981.98	6,460.96	77,531.48	37.2748
			B		3,131.09	6,784.03	81,408.34	39.1386
			C		3,287.65	7,123.24	85,478.90	41.0956
			D		3,452.02	7,479.38	89,752.52	43.1503
			E		3,624.62	7,853.34	94,240.12	45.3078
5403	Water Treatment Plant Operator III	TEAMSTERS	A		3,138.93	6,801.02	81,612.18	39.2366
			B		3,295.88	7,141.07	85,692.88	41.1985
			C		3,460.68	7,498.14	89,977.68	43.2585
			D		3,633.71	7,873.04	94,476.46	45.4214
			E		3,815.39	8,266.68	99,200.14	47.6924



SUPERVISING BUILDING INSPECTOR

DEFINITION

Under general direction, plans, schedules, assigns, and reviews the work of building inspection staff within the Development Services Department; supervises, plans, and coordinates a comprehensive building inspection program, combination inspections of residential, commercial, and industrial building sites to enforce building, plumbing, mechanical, electrical, housing, and environmental codes, and other governing laws and ordinances, including zoning, grading, fire, and safety regulations; ensures conformance with approved plans, specifications, standards, permits, and licensing; provides complex staff assistance to departmental management staff in areas of expertise; and performs related work as required.

SUPERVISION RECEIVED AND EXERCISED

Receives general direction from assigned supervisory or management staff. Exercises direct and general supervision over assigned staff.

CLASS CHARACTERISTICS

This is the full supervisory-level class in the Building Inspector series. Incumbents are responsible for planning, organizing, supervising, evaluating, and participating in the work of staff performing comprehensive building inspection work. Performance of the work requires the use of considerable independence, initiative, and discretion within established guidelines. This class is distinguished from Building Official in that the latter has assume overall administrative responsibility for the City's building inspection programs, serves as the City's Building Official of record, and had management responsibility for all plans examination, building inspections, permitting, and related programs, functions, and activities.

EXAMPLES OF TYPICAL JOB FUNCTIONS (Illustrative Only)

Management reserves the right to add, modify, change, or rescind the work assignments of different positions and to make reasonable accommodations so that qualified employees can perform the essential functions of the job.

- Plans, organizes, assigns, supervises, and reviews the work of building inspection staff in the Building Division; trains staff in work procedures.
- Participates in the development and implementation of goals, objectives, policies, and priorities for assigned services and programs; identifies resource needs; recommends and implements policies and procedures, including standard operating procedures for assigned work units.
- Evaluates employee performance, counsels employees, and effectively recommends initial disciplinary action; assists in selection and promotion.
- Trains staff in work, technical applications of the codes and safety procedures and in the operation and use of equipment and supplies; implements procedures and standards.
- Monitors activities of the building inspection work unit; recommends improvements and modifications and prepares various reports on activities and projects; recommends and assists in the implementation of goals and objectives; assists with the administration of the divisional budget; implements policies and procedures.
- Determines and recommends staffing needs for assigned activities and projects; participates in the annual budget preparation; prepares detailed cost estimates with appropriate justifications, as required; maintains a variety of records and prepares routine reports of work performance.

- Answers questions and provides information to the public; investigates complaints; recommends corrective actions to resolve issues.
- Supervises and performs field inspections of new and existing residential, commercial, and industrial properties for conformance to codes, regulations, plans, specifications, and standards related to foundations, framing, electrical, mechanical, plumbing, housing, access, life safety, and other functional elements.
- Confers with and provides information to developers, engineers, architects, property owners, contractors, and others regarding code requirements and alternatives; attends and/or conducts pre-construction meetings.
- Oversees and participates in investigating complaints regarding substandard housing, existing buildings, and new construction to determine if code violations or problem conditions exist.
- Oversees the preparation of notices of violation or noncompliance and citations according to applicable codes and regulations; issues letters to property owners notifying them of violations.
- Writes “stop work” orders for work being performed without permits or in an unsafe manner.
- Supervises and conducts follow-up investigations to ensure compliance with applicable codes and ordinances; establishes and maintains accurate and complete case files; prepares documents and evidence for court proceedings and testifies in hearings and court proceedings, as necessary.
- Prepares and maintains a variety of correspondence, reports, correction notices, and other written materials.
- Represents the City in meetings with members of other public and private organizations, community groups, contractors, developers, and the public.
- Provides technical and administrative assistance to the Chief Building Official; develops, prepares, and presents reports, surveys, and performs other administrative activities; recommends and assists in drafting building and related code changes within City guidelines.
- Performs other duties as assigned.

QUALIFICATIONS

Knowledge of:

- Principles and practices of employee supervision, including work planning, assignment, review and evaluation, discipline, and the training of staff in work procedures.
- Principles and practices of building inspection program development and administration.
- Basic principles and practices of budget development, administration, and accountability.
- Principles, practices, methods, materials, techniques, and safety standards of building construction, building inspection, and structural design for commercial, industrial, and residential buildings.
- Building, plumbing, electrical, mechanical, life safety, energy, and related codes.
- Concepts and practices of non-structural plan review.
- Applicable Federal, State, and local laws, rules, regulations, ordinances, and organizational policies and procedures pertinent to the assigned areas of responsibility.
- Occupational hazards and standard safety practices necessary in the area of building inspection and construction.
- Mathematical principles including algebra, geometry, and trigonometry.
- Principles and procedures of record keeping.
- Techniques for providing a high level of customer service by effectively dealing with the public, vendors, contractors, and City staff.
- The structure and content of the English language, including the meaning and spelling of words, rules of composition, and grammar.
- Modern equipment and communication tools used for business functions and program, project, and task coordination.
- Computers and software programs (e.g., Microsoft software packages) to conduct, compile, and/or generate documentation.

Ability to:

- Assist in developing and implementing goals, objectives, practices, policies, procedures, and work standards for assigned area of responsibility.
- Select and supervise staff, provide training and development opportunities, ensure work is performed effectively, and evaluate performance in an objective and positive manner.
- Interpret, apply, explain, and ensure compliance with applicable Federal, State, and local laws, rules, regulations, policies, and procedures and departmental policies governing the construction and inspection of buildings, as well as code enforcement of housing codes.
- Identify problems, research and analyze relevant information, and develop and present recommendations and justification for solutions.
- Perform the most complex building inspection duties.
- Research, analyze, and evaluate new service delivery methods, procedures, and techniques.
- Review and analyze construction plans, specifications, and maps for conformance with City standards and policies.
- Detect faulty materials and workmanship and determine the stage of construction during which defects are most easily found and remedied.
- Coordinate with contractors, engineers, and property owners, as well as investigate code violations and respond to inquiries and complaints in a fair, tactful, and timely manner.
- Respond to complaints or inquiries from citizens, staff, and outside organizations.
- Read, understand, and interpret construction blueprints, plans, and specifications.
- Prepare clear, effective, and accurate reports, correspondence, change orders, specifications, and other written materials.
- Effectively represent the department and the City in meetings with other departments, public and private organizations, and individuals.
- Maintain accurate logs, records, and basic written records of work performed.
- Make accurate mathematic computations.
- Understand, interpret, and apply all pertinent laws, codes, regulations, policies and procedures, and standards relevant to work performed.
- Effectively represent the department and the City in meetings with governmental agencies; community groups; various business, professional, and regulatory organizations; and in meetings with individuals.
- Understand the organization and operation of the City and of outside agencies as necessary to assume assigned responsibilities.
- Independently organize work, set priorities, meet critical deadlines, and follow-up on assignments.
- Effectively use computer systems, software applications, and modern business equipment to perform a variety of work tasks.
- Communicate clearly and concisely, both orally and in writing, using appropriate English grammar and syntax.
- Use tact, initiative, prudence, and independent judgment within general policy, procedural, and legal guidelines.
- Establish, maintain, and foster positive and effective working relationships with those contacted in the course of work.

Education and Experience:

Any combination of training and experience that would provide the required knowledge, skills, and abilities is qualifying. A typical way to obtain the required qualifications would be:

Equivalent to an Associate's Degree in Construction Technology or a related field, and three (3) years of responsible experience inspecting residential, commercial, or industrial buildings at a level equivalent to a Building Inspector II with the City of Tracy.

Licenses and Certifications:

- Possession of, or ability to obtain, a valid Class C California Driver's License upon appointment.
- Possession of a valid International Code Council (I.C.C.) Commercial Combination Building Inspector Certificate at the time of appointment.
- May be required to complete National Incident Management System (NIMS) Training.

PHYSICAL DEMANDS

Must possess mobility to work in a standard office setting and use standard office equipment, including a computer; mobility to work in the field to inspect various commercial and residential development sites, including traversing uneven terrain, climbing ladders, stairs, and other temporary or construction access points; to attend meetings and to operate a motor vehicle; vision to read printed materials and a computer screen, and make inspections; color vision to identify materials, structures, wires, and pipes; and hearing and speech to communicate in person, before groups, and over the telephone. Finger dexterity is needed to access, enter, and retrieve data using a computer keyboard or calculator and to operate standard office equipment. Positions in this classification occasionally bend, stoop, kneel, reach, push, and pull drawers open and closed to retrieve and file information. Employees must possess the ability to lift, carry, push, and pull materials and objects weighing up to 50 pounds or heavier weights with the use of proper equipment and assistance from other staff.

ENVIRONMENTAL CONDITIONS

Employees work partially in an office environment with moderate noise levels and controlled temperature conditions, and partially in the field and are occasionally exposed to loud noise levels, cold and hot temperatures, inclement weather conditions, road hazards, vibration, confining workspace, chemicals, mechanical and/or electrical hazards, and hazardous physical substances and fumes. Employees may interact with upset staff and/or public and private representatives and contractors in interpreting and enforcing departmental policies and procedures.

DISASTER SERVICE WORKER

All City of Tracy employees are, by State and Federal law, Disaster Service Workers. The roles and responsibilities for Disaster Service Workers are authorized by the California Emergency Services Act and are defined in the California Labor Code. In the event of a declaration of emergency, any employee of the City may be assigned to perform activities which promote the protection of public health and safety or the preservation of lives and property. Such assignments may require service at locations, times, and under conditions that are significantly different than the normal work assignments and may continue into the recovery phase of the emergency. If a "Local Emergency" is declared during the employee's shift, employees will be expected to remain at work to respond to the emergency needs of the community. If a "Local Emergency" is declared outside of the employee's shift, employees must make every effort to contact their direct supervisor or department head to obtain reporting instructions as Disaster Service Workers.

RESOLUTION 2021 - _____

AUTHORIZING AMENDMENTS TO THE CITY'S CLASSIFICATION AND COMPENSATION
PLANS AND MASTER SALARY SCHEDULE RELATING TO THE SUPERVISING BUILDING
INSPECTOR

WHEREAS, The City has established Classification and Compensation Plans and Master Salary Schedule detailing all job classifications and salary ranges, and

WHEREAS, The City has completed classification reviews to amend the class specification and salary range, and

WHEREAS, It is necessary to amend the City's Classification and Compensation Plans, and Master Salary Schedule effective November 7, 2021, as follows:

- Supervising Building Inspector: \$8,347 - \$10,146 per month.

WHEREAS, The City's Position Control Roster reflects the funded positions approved in the FY 2021-22 budget and may be amended by a resolution of the City Council.

NOW, THEREFORE, BE IT RESOLVED, That the City Council of the City of Tracy hereby authorizes the Director of Human Resources to amend the City's Classification, Compensation Plan and Master Salary Schedule to amend one classification specification and salary range for Supervising Building Inspector.

* * * * *

The foregoing Resolution 2021-_____ was adopted by the Tracy City Council on the 2nd day of November, 2021 by the following votes:

AYES: COUNCIL MEMBERS:

NOES: COUNCIL MEMBERS:

ABSENT: COUNCIL MEMBERS:

ABSTAIN: COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK

AGENDA ITEM 3.A

REQUEST

**PUBLIC HEARING TO CONSIDER AMENDMENT TO THE SAN JOAQUIN COUNTY
MULTI-SPECIES HABITAT CONSERVATION AND OPEN SPACE PLAN
DEVELOPMENT FEE TO APPROVE UPDATED FEES FOR 2022**

EXECUTIVE SUMMARY

In 2001, the City began participating in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP) established by the San Joaquin Council of Governments (SJCOG, Inc.). The fees for participation in the plan were established in 2001 and have been updated annually since 2006. Each participating local agency must adopt the SJMSCP and updated fees. Based on SJMSCP's five-year financial analysis, land sales comparables, and the Consumer Price Index, the fees are being updated for 2022. The revised fees represent an overall 12.7 percent increase from the fees collected in 2021 as further described in Tables 1 and 2 below.

DISCUSSION

The San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP) acts as a mechanism to streamline compliance with federal and state endangered species laws. The City adopted the SJMSCP in 2001 as a means to streamline the development process for projects constructed in Tracy. While participation is voluntary on behalf of developers, paying a fee to SJCOG, Inc. and having them administer the SJMSCP (e.g. procure easements, maintain preserves) enables developers and the City to avoid costly and lengthy negotiations with the US and California Fish and Wildlife Service agencies.

In 2001, the City Council approved a resolution authorizing the collection of a development fee for participation in the SJMSCP. The fee is based on classification of habitat type (Attachment A – City of Tracy Land Category / Pay Zones Map). The methodology for determining the fee is based upon a Financial Analysis Model approved by the SJCOG, Inc., and it was subsequently updated in 2006, 2011, 2016, and 2020. The formula for updating the fee is categorized into three distinct components to better calculate an accurate fee per acre [FEE = Category A (acquisition) + Category B (assessment & enhancement) + Category C (management & admin)]. The final mitigation fees reflect true costs in each category and other real costs associated to fulfill the goals of the plan.

The proposed 2022 SJMSCP development fees were adjusted using the recommended 2020 SJMSCP 5-Year Financial Analysis Model Update for the respective categories. The development fees for year 2022 (Table 1, below) represent an overall 35.4 percent increase from the fees established for 2020. Each participating local agency must adopt the updated fees to continue participation in the SJMSCP. All of the land within and adjacent to the current City limits are classified as Open Space or AG/Natural, as there are no vernal pools near the City of Tracy.

Table 1 – SJMSCP Development Fees to Be Adopted for 2022

Habitat Type	Category A	Category B	Category C	Total Fee	Rounded Fee
Other Open Space	\$6,797.00	\$2,628.00	\$356.00	\$9,781.00	\$9,781
Natural/Ag Lands	\$13,594.00	\$5,256.00	\$710.96	\$19,560.96	\$19,561
Vernal Pool Grasslands	\$65,307.00	\$13,390.00	\$1,756.01	\$80,453.01	\$80,453
Vernal Pool Wetted	\$64,182.00	\$108,136.00	\$1,721.56	\$174,039.56	\$174,040

Table 2 illustrates the history of the SJMSCP development fees over the years since the funding shortfall was noted by the permitting agencies in 2006. The fees can fluctuate primarily based on the Category A – acquisition component of the fee formula over time.

Fee Category	2007 Financial Update#	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022
Multi-Purpose Open Space	\$6,511	\$6,165	\$7,052	\$7,307	\$6,631	\$7,195	\$6,364	\$6,656	\$7,281	\$7,807	\$8,905	\$9,701	\$6,700	\$6,412	\$8,682	\$9,781
Agriculture/Natural	\$13,022	\$12,329	\$14,104	\$14,615	\$13,262	\$14,372	\$12,711	\$13,295	\$14,543	\$15,596	\$17,808	\$19,400	\$13,399	\$12,822	\$17,363	\$19,561
Vernal Pools	\$69,858 (wetted)	\$71,125 (wetted)	\$78,353 (wetted)	\$80,760 (wetted)	\$77,720 (wetted)	\$81,989 (wetted)	\$78,311 (wetted)	\$80,972 (wetted)	\$85,631 (wetted)	\$90,273 (wetted)	\$109,737 (wetted)	\$116,871 (wetted)	\$101,033 (wetted)	\$100,788 (wetted)	\$161,286 (wetted)	\$174,040 (wetted)
	\$34,958 (upland)	\$35,143 (upland)	\$40,565 (upland)	\$42,071 (upland)	\$38,328 (upland)	\$41,534 (upland)	\$37,087 (upland)	\$39,047 (upland)	\$42,784 (upland)	\$46,869 (upland)	\$66,437 (upland)	\$72,523 (upland)	\$54,576 (upland)	\$52,833 (upland)	\$71,544 (upland)	\$80,453 (upland)
Percentage of Change Yearly		-5.3%	14.4%	3.6%	-9.3%	8.4%	-11.6%	4.6%	9.4%	7.2%	14.2%	8.9%	-30.9%	-4.3%	35.4%	12.7%

Category A (acquisition) – Comparable Land Sales

This category is directly related to land valuation based on comparable land sales in San Joaquin County in specific zones of the plan area (Central Zone, Central Southwest Transition Zone and Delta Zone) over an established 2-year period meeting the established criteria used for comparable land sales. Cost estimates for this category will continue to be evaluated on a yearly basis by taking all qualified fee title comparable sales in each zone to set a weighted cost per acre.

The model update results in a 15.8% increase in the Agricultural/Natural Habitat types of Category A (Acquisition) component to be \$13,594. The reason for the increase is the rise in comparable fee title land sale values.

Category B (assessment & enhancement) - Consumer Price Index w/ Model Data Update

The Category B component of the fee is adjusted using several factors including the California Consumer Price Index (CPI), as reported by the California Department of Finance for the preceding 12-month fiscal year (June 2020 – June 2021) and from the updated model numbers completed annually based on the SJMSCP Annual Report.

The unit cost factors (per acre or per year for some items) are adjusted only by the CPI (the California CPI calculation was an increase of 4.4%). The total cost for Category B is also a function of the SJMSCP Annual Report data updated annually (acres remaining to be acquired and the number of years remaining in the permit term; the fee per acre is a function of those total calculated costs and the land conversion acres remaining). These parts all feed into the fee model.

The model update results in a 6.4% increase in the Agricultural/Natural Habitat types of Category B (Assessment and Enhancement) component to be \$5,256.

Category C (management & administration) - Consumer Price Index

Annual cost updates use the California Consumer Price Index (CPI), as reported by the California Department of Finance, for the preceding 12-month fiscal year (June 2020 – June 2021) to keep up with inflation on an annual basis.

The model update results in a 4.4% increase in the Agricultural/Natural Habitat types of Category C (Management, Monitoring and Administration) component from prior years to be \$710.96.

As previously mentioned, participation in the SJMSCP is voluntary. Projects participating under the SJMSCP benefit from a pre-determined streamlined processing of the project rather than navigating through a potentially lengthy, cumbersome and expensive regulatory process outside the habitat plan. By opting for participation, the project can choose any number of ways to provide mitigation for the impacts of the project through the plan and even control much of the mitigation costs, if desired. The options are:

1. Pay a fee;
2. Redesign the project to avoid/minimize impacts;
3. Provide land in lieu of the SJMSCP fee which the project will negotiate the easement/fee title costs (Category A component); or
4. Any combination of the above options.

Alternatively, the project proponent can choose to not participate in the plan (opt out) and fulfill mitigation requirements on their own with state and federal permitting agencies independently.

FISCAL IMPACT

This agenda item will not require any specific expenditure of funds. All of the fees collected with each project will be applied toward the SJMSCP.

STRATEGIC PLAN

This agenda item does not relate to any of the Council's Strategic Plans.

RECOMMENDATION

Staff recommends that the City Council conduct a public hearing and approve, by adoption of a resolution, the updated development fees for the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan, as shown in the City Council resolution dated November 2, 2021.

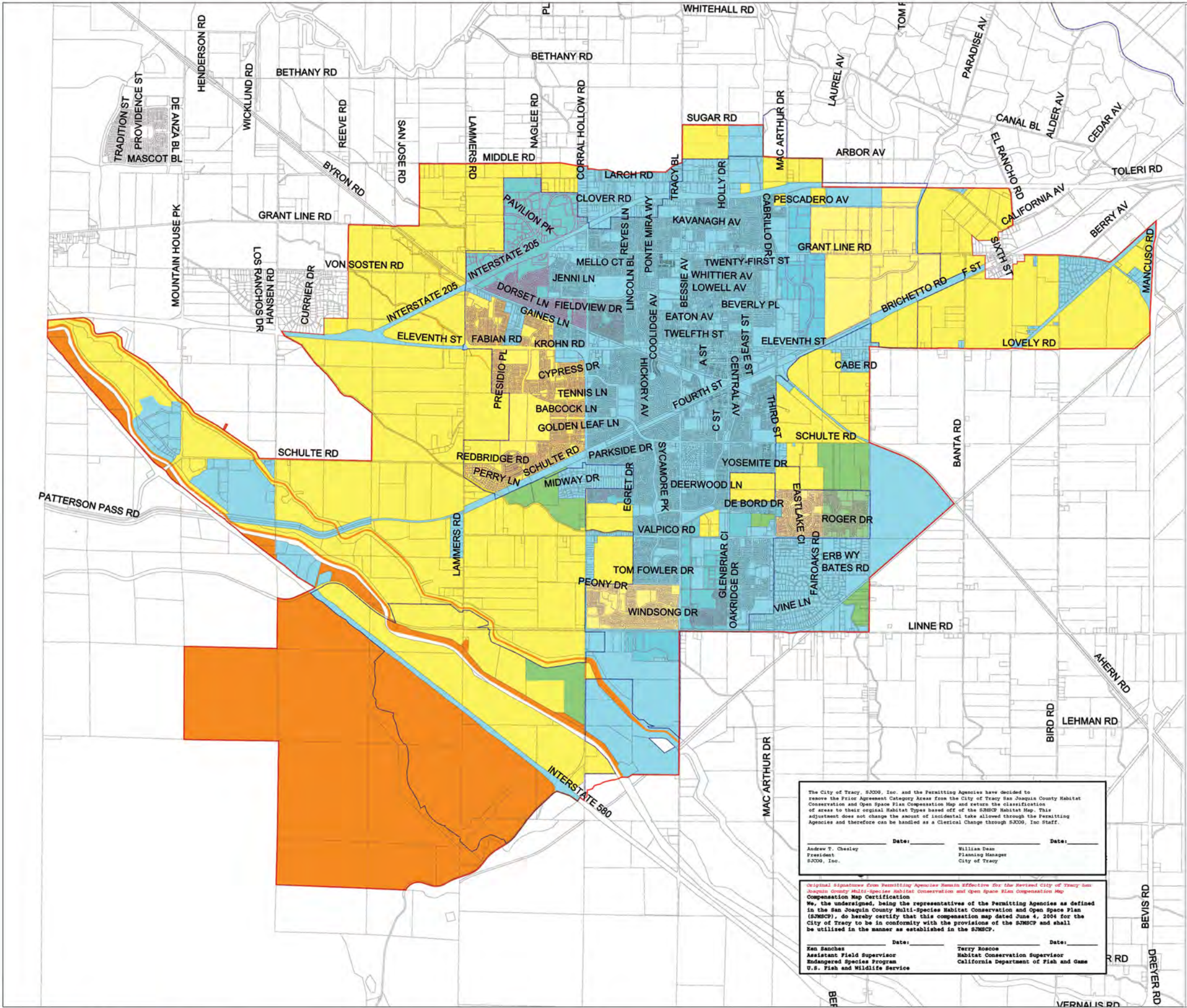
Prepared by: Kimberly Matlock, Associate Planner
Steve Mayo, Senior Regional Planner, SJCOG, Inc.

Reviewed by: Bill Dean, Interim Development Services Director
Karin Schnaider, Finance Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

Attachment A – City of Tracy Land Category / Pay Zones Map



- LAND CATEGORY / PAY ZONES**
- CATEGORY A
EXEMPT
NO PAY ZONE
 - CATEGORY B
OTHER OPEN SPACES
PAY ZONE A
 - CATEGORY C
AG. HABITAT OPEN SPACES
PAY ZONE B (Agricultural)
 - CATEGORY D
NATURAL LANDS HABITAT
PAY ZONE B (Natural)
 - CATEGORY E
VERNAL POOLS
PAY ZONE C
- PLANNING AREA BOUNDARY**
- URBAN EXPANSION AREA
 - CITY LIMITS
 - PARCEL LINE

**San Joaquin County Multi-Species Habitat
Conservation and Open Space Plan**

The City of Tracy, 2009, Inc. and the Permitting Agencies have decided to remove the Prior Agreement Category Areas from the City of Tracy San Joaquin County Habitat Conservation and Open Space Plan Compensation Map and return the classification of areas to their original Habitat Types based off of the SJMSCP Habitat Map. This adjustment does not change the amount of incidental take allowed through the Permitting Agencies and therefore can be handled as a Clerical Change through 2009, Inc. Staff.

Andrew T. Chealey
President
2009, Inc.

Date: _____

William Dean
Planning Manager
City of Tracy

Date: _____

Original Signatures from Permitting Agencies Remain Effective for the Revised City of Tracy San Joaquin County Multi-Species Habitat Conservation and Open Space Plan Compensation Map

We, the undersigned, being the representatives of the Permitting Agencies as defined in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP), do hereby certify that this compensation map dated June 4, 2004 for the City of Tracy to be in conformity with the provisions of the SJMSCP and shall be utilized in the manner as established in the SJMSCP.

Ken Sanchez
Assistant Field Supervisor
Endangered Species Program
U.S. Fish and Wildlife Service

Date: _____

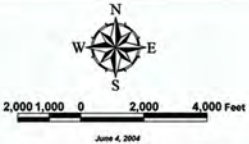
Terry Roscoe
Habitat Conservation Supervisor
California Department of Fish and Game

Date: _____



CITY OF TRACY COMPENSATION MAP (REVISED MARCH 2006)

San Joaquin Council of Governments
555 East Weber Avenue
Stockton, CA 95202



RESOLUTION 2021-_____

ADOPTING AMENDED DEVELOPMENT FEES FOR THE SAN JOAQUIN COUNTY MULTI-SPECIES HABITAT CONSERVATION AND OPEN SPACE PLAN FOR 2022

WHEREAS, In 2001, the City Council of the City of Tracy adopted Resolution No. 2001-398 to establish the authority for collection of a Development Fee for the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP) for all new developments pursuant to the SJMSCP within the City of Tracy, and

WHEREAS, A “Fee Study” dated July 16, 2001 was prepared, which analyzed and identified the costs, funding, and cost-benefit of the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan, and

WHEREAS, The purpose of the SJMSCP Development Fee is to finance the goals and objectives of the SJMSCP that include, but are not limited to, preserve land acquisition, preserve enhancement, land management, and administration that compensate for such lands lost as a result of future development in the City of Tracy and in San Joaquin County, and

WHEREAS, After considering the Fee Study and the testimony received at the public hearing, the Tracy City Council approved said report; and further found that the future development in the City of Tracy will need to compensate cumulative impacts to threatened, endangered, rare and unlisted SJMSCP Covered Species and other wildlife and compensation for some non-wildlife related impacts to recreation, agriculture, scenic values and other beneficial Open Space uses, and

WHEREAS, An “Updated Fee Study” was prepared in 2006, 2011, 2016 and 2020 which analyzed and identified the costs and funding of the SJMSCP, and

WHEREAS, The SJMSCP Development Fees are divided into three categories: Category A – Acquisition; Category B – Enhancement; and Category C – Land Management/Administration, and

WHEREAS, To ensure that the SJMSCP development fees keep pace with inflation, annual adjustments are made to the fees based on the method previously adopted by the City Council, and

WHEREAS, The method of annual adjustments was modified in 2011, 2016 and again in 2020, and

WHEREAS, The 2020 adjustment resulted in a minor change to category “A” with an adjustment to the easement to fee title percentage used in the fee model and category “C” with pivoting to a more robust diversified endowment investment for higher return on investment, and

WHEREAS, The City Council conducted a Public Hearing on November 2, 2021 to consider an amendment to the SJMSCP development fees, and

WHEREAS, The updated fees were available for public inspection and review in the office of the City Clerk for more than 10 days prior to the date of this Public Hearing;

NOW, THEREFORE, BE IT RESOLVED, That:

1. The City Council finds and declares that the purposes and uses of the Development Fee, and the determination of the reasonable relationship between the fees' uses and the type of development project on which the fees are imposed, are all established in Resolutions No. 2001-050 and No. 2020-197, and remain valid, and the City Council therefore adopts such determinations.
2. The City Council finds and declares that since adoption of Resolution No. 2001-050 and No. 2007-021, the cost of land has changed in San Joaquin County and that in order to maintain the reasonable relationship established by Resolution No. 2001-050 and No. 2020-197, it is necessary to adjust the Development Fee for the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan.
3. The City Council adopts a 2022 Development Fee for open space in the amount of \$9,781 an acre, as adjusted pursuant to land sale comparables and the Consumer Price Index, as shown in Exhibit 1 attached hereto.
4. The City Council adopts a 2022 Development Fee for natural lands and agricultural land in the amount of \$19,561 an acre as adjusted pursuant to land sale comparables and the Consumer Price Index, as shown in Exhibit 1 attached hereto.
5. The City Council adopts a 2022 Development Fee for vernal pool habitat and multi-purpose open space conversion in an amount consistent with the table identified in Exhibit 1 and attached hereto.
6. The Fee provided in this resolution shall be effective on January 1, 2022, which is at least sixty days after the adoption of this resolution, for the effective dates of January 1, 2022 – December 31, 2022.

* * * * *

The foregoing Resolution 2021-_____ was adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK



SJCOG, Inc.

555 East Weber Avenue • Stockton, CA 95202 • (209) 235-0600 • FAX (209) 235-0438

San Joaquin County Multi-Species Habitat Conservation & Open Space Plan (SJMSCP)

Leo Zauber
CHAIR

Robert Rickman
VICE CHAIR

Diane Nguyen
PRESIDENT

Member Agencies
CITIES OF
ESCALON,
LATHROP,
LODI,
MANTECA,
RIPON,
STOCKTON,
TRACY,
AND
THE COUNTY OF
SAN JOAQUIN

2022 Updated Habitat Fees*

Habitat Type	Fee Per Acre
Multi-Purpose Open Space	\$9,781
Natural	\$19,561
Agriculture	\$19,561
Vernal Pool - uplands	\$80,453
Vernal Pool - wetted	\$174,040

* Effective January 1, 2022 – December 31, 2022

2022 Endowment Fees with In-lieu Land**

Type of Preserve	Enhancement Cost/acre	Land Management Cost/acre	TOTAL PER ACRE ENDOWMENT
Agricultural Habitat Lands	\$5,256.00	\$710.96	\$5,966.96
Natural Lands	\$5,256.00	\$710.96	\$5,966.96
Vernal Pool Habitat			
Vernal Pool Grasslands	\$13,390.00	\$1,756.01	\$15,146.01
Vernal Pool Wetted	\$108,136.00	\$1,721.56	\$109,857.56

** Effective January 1, 2022 – December 31, 2022 in lieu of fees to be used as the endowment for the dedicated land preserves (Category B + C) based on impacted acres.

VELB Mitigation

A special fee category shall apply when removal of the Valley Elderberry Long-horned Beetle (VELB) habitat of elderberry shrubs occurs. The fee shall be paid to SJCOG, Inc. or a VELB mitigation bank approved by the Permitting Agencies. The current fee, as established in the VELB Conservation Fund Account managed by the Center for Natural Lands Management, and approved by the USFWS, is \$1,800 per VELB Unit (one unit= one stem over 1" in diameter at ground level which is removed). Fees shall be established by the JPA during preconstruction surveys (i.e., counts of stems to be removed with and without exit holes shall be completed during preconstruction surveys) and shall be paid to the JPA prior to ground disturbance or stem removal, whichever comes first.

AGENDA ITEM 3.B

REQUEST

ADOPTION OF A RESOLUTION OF INTENTION TO ESTABLISH COMMUNITY FACILITIES (CFD) DISTRICT NO. 2021-2 (MAINTENANCE AND PUBLIC SERVICES) AND A RELATED FUTURE ANNEXATION AREA; SETTING THE PUBLIC HEARING DATE FOR DECEMBER 7, 2021 TO CONSIDER QUESTIONS OF ESTABLISHING THE CFD AND LEVYING THE SPECIAL TAX; AND DIRECTING PREPARATION OF A CFD REPORT

EXECUTIVE SUMMARY

AG Essential Housing CA 1, L.P., a Delaware limited partnership ("AGEH") is the owner of certain land in the Tracy Hills Specific Plan area. Lennar Homes of California, Inc., a California corporation (the "Developer") has an option to acquire the land and intends to develop the land with 214 single-family detached homes and commercial uses (the "Project"). The land is described in the proposed boundary map for the CFD (Attachment B).

Council has approved development agreements and/or entitlement conditions for various development projects in the City that require the projects to provide funding for certain public services, including operation and maintenance of public landscaping, drainage facilities, streets and bridges, and public safety. One of the ways that developers can meet their funding obligation is participation in a community facilities district (a "CFD") established under the Mello-Roos Community Facilities Act of 1982 (the "Mello-Roos Act").

AGEH has petitioned the City (Attachment A) to form a CFD under the Mello-Roos Act in order to finance certain public services. The Project will also pay special taxes levied in Community Facilities District No. 2021-1 (Hillview) to finance the infrastructure required to develop the Project and certain other public services.

Staff has formed a new CFD 2021-2 in replacement of CFD 2018-1. During the initial stages of annexing the Project into CFD 2018-1 and the drafting of standard condition of approvals for services for residential developments, staff determined that the services that can be financed by CFD 2018-1 do not clearly include all of the services that the City intends new development to finance. Consequently, staff is recommending that the City Council establish the proposed CFD to expressly provide funding for a broader universe of services. Staff is also recommending that the Council establish a future annexation area ("Future Annexation Area") for the CFD to allow other development projects to join the CFD to satisfy their obligation to fund public services.

The formation process will require three City Council meetings, including tonight's meeting.

DISCUSSION

For this agenda item, the City Council will be asked to consider the following actions:

- adoption of a Resolution of Intention to Establish a Community Facilities District for “City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services)” and the related Future Annexation Area;
- setting a public hearing date of December 7, 2021 to consider questions of establishing the CFD and levying the special tax; and
- directing the preparation of a CFD Report.

BRIEF PROJECT HISTORY

The land proposed to be included in the CFD is located in the Tracy Hills Specific Plan Area, east of Phase 1A and Corral Hollow Road, north of Interstate 580 (I-580) and south of the California Aqueduct.

The land is owned by AGEH. The Developer has an option to acquire the land and intends to develop the Project with 214 single-family detached homes and commercial uses.

On November 10, 2020, Council approved the Project and required the project to provide funding for (a) the maintenance of public landscaping, (b) the operation and maintenance of roadways, parks and retention basins and (c) public safety services.

The Developer has elected to participate in the CFD to meet its funding obligation.

Replacement of Services of CFD 2018-1 with CFD 2021-2 for all future Citywide CFDs.

On February 20, 2018, the City formed a CFD entitled City of Tracy Community Facilities District No. 2018-1 (Maintenance and Public Services) (“CFD 2018-1”); commonly referred to as the “Citywide Services CFD”. Although CFD 2018-1 initially included only the first phase of the Tracy Hills project, the City Council also established a citywide Future Annexation Area for CFD 2018-1 to accommodate streamlined annexation into CFD 2018-1 of the remainder of the Tracy Hills project and other new development projects that are required to provide funding for public services as a condition of development. Since 2018, the City has annexed eight development projects into CFD 2018-1.

During the initial stages of annexing the Project into CFD 2018-1 and the drafting of standard condition of approvals for services for residential developments, staff determined that the services that can be financed by CFD 2018-1 do not clearly include all of the services that the City intends new development to finance. Consequently, staff is recommending that the City Council establish the proposed CFD to expressly provide funding for a broader universe of services. More specifically, (i) the services that can be funded by the CFD more explicitly include **“maintenance, operation, repair and replacement and lighting”** of a broad range of improvements and (ii) the departmental services that can be financed include the services provided by the departments of **“Public Works, Utilities, and/or Park”**; and not just the Department of Public Works.

Overall, the authorized services in the proposed CFD better reflect the City's original intent for funding public services. Going forward, the City will stop annexing developments into CFD 2018-1 and all future development projects will be annexed into the new CFD 2021-2. (For continuity, it will also be referred to as the "Citywide Services CFD.") The Hillview Project is the initial property in the proposed CFD, and all future residential development with five or more units and commercial developments that choose to meet their services funding obligation by participating in a CFD will be annexed into the proposed CFD; which is consistent with prior City Council direction for developments within the City. Formation of the proposed CFD will have no impact on the parcels in CFD 2018-1.

PROPOSED CFD 2021-2

What the CFD Does

The CFD is a mechanism for the Developer and other new development projects to mitigate project impacts on the City's General Fund on operation and maintenance of public facilities and public services, to the extent that they are required to do so as a condition of development. As homes are sold, the new property owners assume the responsibility to pay special taxes in an amount sufficient to pay for the services.

Description of Services of CFD 2021-2

The CFD will be authorized to finance each of the following services ("services" and "maintenance" shall have the meaning given those terms in the Mello-Roos Act) within the boundaries of, or in the vicinity of the boundaries of, the CFD:

1. Maintenance, operation, repair and replacement of publicly-owned landscaping within and around public arterial roadways and landscaped medians. "Public landscaping" includes but is not limited to the following: public walls, special public amenities, ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, and channel-ways. "Public landscaping" does not include public streets, street lights or street sweeping.
2. Maintenance, operation, repair and replacement, and lighting of public parks and public open space areas.
3. Maintenance, operation, repair and replacement of public retention basins.
4. Police protection services.
5. Maintenance, operation, repair and replacement, and lighting services provided by the City's Departments of Public Works, Utilities or Parks.
6. Maintenance, operation, repair and replacement, and lighting of roads, bridges and other infrastructure with a useful life of five years or longer for which the project is conditioned to fund services. For the avoidance of doubt, the costs of operating roads

and bridges include but are not limited to the electric utility costs of operating streetlights and traffic signals and the costs of street sweeping.

7. “Contingent Service Costs,” as that term is used in the Rate and Method of Apportionment of Special Tax (the “RMA”) for the CFD, which will be paid with the Contingent Component (as defined in the RMA) upon the occurrence of a Trigger Event (as defined in the RMA). Contingent Service Costs consist of the costs of maintenance, operation, lighting, repair and replacement of the following public real property or improvements (for this purpose, “public” means publicly-owned or subject to a dedication or easement for any public purpose) that were formerly operated or maintained by a Homeowners Association or Property Owners Association (as those terms are defined in the RMA):

- Landscaping as described in paragraph #1 above
- Parks and open space areas
- Roads (including road signage)
- Drainage facilities
- Utility easements
- Clubhouse and Pool

~continue to next page~

Maximum Tax Components for Tax Zone 1 of CFD 2021-2 for Fiscal Year 2021-22

The RMA for the CFD identifies six components that collectively make up the maximum special tax for property in Tax Zone 1 of the CFD, which includes, at the time of CFD formation, only the Project. Parcels in the Future Annexation Area will annex into the CFD, either as part of Tax Zone 1 or as a separate tax zone, depending on the amount that needs to be collected for each services component.

Maximum Tax Components
Fiscal Year 2021-22*

<i>Special Tax Categories</i>	<i>Maximum Administration Component*</i>	<i>Maximum Arterial Landscape Maintenance Component*</i>	<i>Maximum Basin Maintenance Component*</i>	<i>Maximum Project-Specific Maintenance Component*</i>	<i>Maximum Public Safety and Public Works Component*</i>	<i>Maximum Contingent Component*</i>
Single Family Detached Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Single Family Attached Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Multi-Family Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Non-Residential Property	\$108 per Acre	\$110 per Acre	\$825 per Acre	\$3,123 per Acre	\$0 per Acre	\$650 per Acre
Undeveloped Property	\$108 per Acre	\$110 per Acre	\$825 per Acre	\$3,123 per Acre	\$0 per Acre	\$650 per Acre

* On July 1, 2022 and on each July 1 thereafter, all figures shown above shall be increased by the lesser of (i) the increase from the prior fiscal year, if any, in the Local Consumer Price Index (CPI) for the San Francisco-Oakland-Hayward Area for All Urban Consumers, or (ii) four percent (4%).

The Boundaries of CFD 2021-2

The proposed CFD will initially include only the Project. However, the City Council is also being asked to establish a Future Annexation Area for the proposed CFD which would allow streamlined annexation of other new developments into the CFD. The Future Annexation Area will include all property within the current City boundary and sphere-of-influence so as to enable any property with a condition of development to mitigate its service impacts by easily annexing into the CFD (if a CFD is the selected funding mechanism). See Attachment “B” – Proposed boundaries of the CFD and Future Annexation Area.

The Financing Team

The financing team for the CFD has been selected and used by the City in other CFD formations and administration and includes Jones Hall as legal counsel, CSG Advisors Incorporated, as municipal advisor to the City and Goodwin Consulting Group as Special Tax Consultant and CFD Administrator.

REQUIRED CFD LEGISLATIVE ACTIONS

First Legislative Action (first Council meeting)

Under the Mello-Roos Act, the City Council will start the process for forming the CFD and the Future Annexation Area by adopting a resolution of intention that describes the work to be financed, proposes a special tax formula and sets a public hearing on the questions of establishing the CFD and the Future Annexation Area and levying the special tax. This resolution also directs the preparation of a CFD Report which must contain, among other things, a brief description of the public services by type which will be "required to adequately meet the needs of the district" and the estimated cost of providing those services.

Second Legislative Action (second Council meeting)

A public hearing is proposed for December 7, 2021. Protests against the establishment of the CFD, the extent of the CFD or the proposed services may be made orally or in writing by any interested persons or taxpayers. If 50% or more of the registered voters residing in the CFD or 6 registered voters residing in the CFD, whichever is greater, or the owners of 50% or more of the non-exempt land in the CFD, file written protests against establishment of the CFD, the proceedings must stop for at least one year. Staff has determined that there are no registered voters in the boundaries of the CFD.

With respect to the Future Annexation Area, protests may be made orally by any interested person. Protests regarding the regularity or sufficiency of the proceedings must be in writing and filed with the Clerk prior to the time of the hearing. The annexation must stop for one year as a result of written protests by (A) 50 percent or more of the registered voters residing in the CFD (there are no registered voters residing in the CFD) or 6 registered voters residing in the CFD, whichever is greater, (B) 50 percent or more of the registered voters residing in the Future Annexation Area or 6 registered voters residing in the Future Annexation Area, whichever is greater, (C) the owners of 50 percent or more of the area of land in the CFD, or (D) the owners of 50 percent or more of the area of land in the Future Annexation Area.

On December 7, 2021, after completion of the public hearing, the City Council will be asked to adopt the following resolutions:

1. Resolution of Formation of the CFD and the Future Annexation Area. Adoption of this resolution forms the CFD and the Future Annexation Area, establishes the scope of the services to be financed and adopts the special tax formula for the CFD. Any changes to the boundaries of the CFD or the Future Annexation Area must be done at this step and if there are any changes, the amended boundary map must be recorded after adoption of this resolution.

2. Resolution Calling Special Election. This resolution calls for the required vote by the qualified electors in the CFD on (i) the levy of the special taxes and (ii) an appropriations limit for the CFD.

Under the Mello-Roos Act, if the CFD, at the end of the public hearing, contains fewer than 12 registered voters (this includes any registered voters living in the CFD, including renters), the vote is by landowners with each owner having one vote for each acre or portion of acre owned.

Staff has confirmed that there are no registered voters living on the property to be included in the CFD, and AGEH is expected to be the only qualified elector for the proposed election in the CFD. Because, as permitted by the Mello-Roos Act, AGEH has waived the waiting period otherwise required by the Mello-Roos Act between adoption of the Resolution of Formation and the election, the election will be held at the same meeting as the hearing and after the adoption of the Resolution Calling Special Election.

Following a successful election, the following actions will need to be taken:

1. The City Council will be asked to adopt a "Resolution Confirming Results and Directing Recording of Notice of Special Tax Lien", which determines the outcome of the election and provides for the required recording of the special tax lien notice (statutory form). Recordation of the notice of special tax lien (which is not recorded against property in the Future Annexation Area) gives constructive notice of the City Council's ability to levy special taxes to pay for the services.

2. Introduction (First Reading) of the Ordinance Ordering Levy of Special Taxes. This ordinance orders levy of the special taxes to pay the services on an ongoing basis. The levy conforms to the rate and method of apportionment of special tax approved after the hearing and provides for the taxes to be collected each year on the general tax rolls of the County.

Third Legislative Action (third Council meeting)

At a third Council meeting, proposed for December 21, 2021, the second reading will be performed of the Ordinance Ordering the Levy of Special Taxes.

STRATEGIC PLAN

This action to initiate formation of the CFD to finance services for the Project and a Future Annexation Area is related to Council's Governance Strategic Plan, Goal 2: "Ensure continued fiscal sustainability through financial and budgetary stewardship."

FISCAL IMPACT

There is no cost to the General Fund associated with this request. CFD legal counsel, municipal advisor and Tax Consultant/CFD Administrator expenses will be paid through an existing Cost Recovery Agreement with the developer.

RECOMMENDATION

That Council:

- adopt a Resolution of Intention to Establish Community Facilities District;
- set a Public Hearing date of December 7, 2021 to consider questions of establishing the CFD and levying the special tax; and
- direct the preparation of a CFD Report.

Prepared by: Karin Schnaider, Finance Director
Susan Goodwin, Goodwin Consulting Group
Chris Lynch, Jones Hall

Reviewed by: Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

- A: Petition
B: Proposed Boundary Map for CFD 2021-2

**CITY OF TRACY
Community Facilities District No. 2021-2
(Maintenance and Public Services)**

**PETITION
(With Waivers)**

**To Create a Community Facilities District
and Related Matters**

October 9, 2021

The Honorable City Council
City of Tracy
333 Civic Center Plaza
Tracy, CA 95376

Members of the City Council:

This is a petition to create a community facilities district and related matters (the "Petition") submitted pursuant to the Mello-Roos Community Facilities Act of 1982 (Section 53311 and following of the California Government Code) (the "Act").

1. Petitioner. This Petition is submitted pursuant to the Act to the City of Tracy (the "City") by the owner (the "Property Owner") of 100% of the fee simple interest in the parcels of land identified by Assessor Parcel Numbers shown below (the "Property"). The Property Owner warrants to the City with respect to the Property that the signatories are authorized to execute this Petition and that the submission of this Petition and participation in the City's proceedings under the Act will not constitute a violation or event of default under any existing financing arrangement in any way affecting the Property Owner and such Property, including any "due-on-encumbrance" clauses under any existing deeds of trust secured by the Property.

2. Proceedings Requested. The City Council is hereby requested to do all of the following:

- a. Undertake proceedings under the Act to create a community facilities district to be designated "City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services)" (the "CFD"), which CFD shall initially include only the Property; and
- b. Conduct a landowner-voter election in accordance with the Act to obtain authorization to levy a special tax for services (the "Services Special Tax") on the non-exempt property located within the CFD.

3. Boundaries. This Petition asks that the territory to be included in the boundaries of the CFD consist of the Property. The Property Owner acknowledges that the City intends to establish a future annexation area for the CFD.

4. Purpose. This Petition asks that the CFD be created and that the special taxes be levied to finance all or a part of the public services (the "Services") shown in Exhibit A attached hereto and made a part hereof.

5. Special Tax. The Property Owner agrees that the City will, subject to the approval of the Property Owner in the proceedings for the formation of the CFD, be authorized to levy a special tax in the CFD to pay for the Services, subject to the completion of all proceedings by the City under the Act.

6. Election. The Property Owner hereby asks that the special election to be held under the Act to authorize the special taxes and to establish an appropriations limit for the CFD be consolidated into a single election and that the election be conducted by the City and its officials, using mailed or hand-delivered ballots, and that such ballots be opened and canvassed and the results certified at the same meeting of the City Council as the public hearings on the CFD under the Act or as soon thereafter as possible.

7. Waivers. To expedite the completion of the proceedings for the CFD, all notices of hearings and all notices of election, applicable waiting periods under the Act for the election and all ballot analyses and arguments for the election are hereby waived. The Property Owner also waives any requirement as to the specific form of the ballot to be used for the election, whether under the Act, the California Elections Code or otherwise.

8. Due-Diligence and Disclosures. The Petitioners agree to cooperate with the City, its attorneys and consultants and to provide all information and disclosures required by the City about the special taxes to purchasers of the Property or any part of it.

9. Agreements. The Petitioners further agree to execute such additional or supplemental agreements as may be required by the City to provide for any of the actions and conditions under this Petition, including any amount of cash deposit required to pay for the City's costs in establishing the CFD. Petitioners agree that this Petition shall not be considered as filed with the City for purposes of commencing proceedings for the CFD under the Act unless and until deemed filed by the City in its absolute discretion.

10. Counterparts. This Petition may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

The property that is the subject of this
Petition is identified as Assessor Parcel
Nos. 253-100-15, 253-100-23
(26.14 acres)

The name of the owner of record of such
property and the petitioner and its mailing
address is:

AG ESSENTIAL HOUSING CA 1, L.P.,
a Delaware limited partnership

By: _____
Steven S. Benson, the manager of
AGWIP Asset Management LLC, an
Arizona limited liability company, the
Authorized Agent of AG Essential
Housing CA 1, L.P.

Mailing Address:

8585 East Hartford Drive
Suite 118
Scottsdale, AZ. 85255
Attn: Steve Benson

EXHIBIT A

CITY OF TRACY Community Facilities District No. 2021-2 (Maintenance and Public Services)

DESCRIPTION OF SERVICES

Special taxes (the "Services Special Tax") levied in the captioned Community Facilities District (the "CFD") shall be used to finance each of the following services ("services" and "maintenance" shall have the meaning given those terms in the Mello-Roos Community Facilities Act of 1982, as amended) within the boundaries of, or in the vicinity of the boundaries of, the CFD:

1. Maintenance, operation, repair and replacement of publicly-owned landscaping within and around public arterial roadways and landscaped medians. "Public landscaping" includes but is not limited to the following: public walls, special public amenities, ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, and channel-ways. "Public landscaping" does not include public streets, street lights or street sweeping.
2. Maintenance, operation, repair and replacement, and lighting of public parks and public open space areas
3. Maintenance, operation, repair and replacement of public retention basins
4. Police protection services.
5. Maintenance, operation, repair and replacement, and lighting services provided by the City's Departments of Public Works, Utilities or Parks.
6. Maintenance, operation, repair and replacement, and lighting of roads, bridges and other infrastructure with a useful life of five years or longer for which the project is conditioned to fund services. For the avoidance of doubt, the costs of operating roads and bridges include but are not limited to the electric utility costs of operating streetlights and traffic signals and the costs of street sweeping.
7. "Contingent Service Costs," as that term is used in the Rate and Method of Apportionment of Special Tax (the "RMA") for the captioned Community Facilities District, which will be paid with the Contingent Component (as defined in the RMA) upon the occurrence of a Trigger Event (as defined in the RMA). Contingent Service Costs consist of the costs of maintenance, operation, lighting, repair and replacement of the following public real property or improvements (for this purpose, "public" means publicly-owned or subject to a dedication or easement for any public purpose) that were formerly operated or maintained by a Homeowners Association or Property Owners Association (as those terms are defined in the RMA):

- Landscaping as described in paragraph #1 above
- Parks and open space areas
- Roads (including road signage)
- Drainage facilities
- Utility easements
- Clubhouse and Pool

CITY OF TRACY
COMMUNITY FACILITIES DISTRICT NO. 2021-2
(MAINTENANCE AND PUBLIC SERVICES)

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

A Special Tax applicable to each Assessor's Parcel in the City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services) shall be levied and collected according to the tax liability determined by the City or its designee, through the application of the appropriate amount or rate for Taxable Property, as described below. All of the property in the CFD, unless exempted by law or by the provisions of Section F below, shall be taxed for the purposes, to the extent, and in the manner herein provided, including property subsequently annexed to the CFD unless a separate rate and method of apportionment of Special Tax is adopted for the annexation area.

A. DEFINITIONS

The terms hereinafter set forth have the following meanings:

"Accessory Unit" means a second residential unit of limited size (e.g., granny cottage, second unit) that shares a Parcel with a single-family detached unit.

"Acre" or "Acreage" means the land area of an Assessor's Parcel as shown on an Assessor's Parcel Map, or if the land area is not shown on an Assessor's Parcel Map, the land area shown on the applicable Final Map or other parcel map recorded at the County Recorder's Office.

"Act" means the Mello-Roos Community Facilities Act of 1982, as amended, being Chapter 2.5, (commencing with Section 53311), Division 2 of Title 5 of the California Government Code.

"Administration Component" means the component of the Maximum Special Tax that is designated to pay for Administrative Expenses.

"Administrative Expenses" means any or all of the following: expenses of the City in carrying out its duties with respect to the CFD, including, but not limited to, the levy and collection of the Special Tax, the fees and expenses of its legal counsel, costs related to annexing property into the CFD, charges levied by the County in connection with the levy and collection of Special Taxes, costs related to property owner inquiries regarding the Special Tax, costs associated with appeals or requests for interpretation associated with the Special Tax and this RMA, costs associated with foreclosure and collection of delinquent Special Taxes and all other costs and expenses of the City and County in any way related to the establishment or administration of the CFD.

"Administrator" means the person or firm designated by the City to administer the Special Taxes according to this RMA.

"Arterial Landscape Maintenance Component" means the component of the Maximum Special Tax that is designated to pay for Arterial Landscape Maintenance Costs.

“Arterial Landscape Maintenance Costs” means the cost of Authorized Services associated with the maintenance, operation, repair and replacement, and lighting of landscaped areas within and around public arterial roadways and landscaped medians.

“Assessor’s Parcel” or **“Parcel”** means a lot or parcel shown on a County Assessor’s Parcel map with an assigned County Assessor’s Parcel number.

“Assessor’s Parcel Map” means an official map of the County Assessor designating Parcels by Assessor’s Parcel number.

“Association Property” means, within a particular Tax Zone, any property that is owned in fee or by easement by a Homeowners Association or Property Owners Association that provides services within that Tax Zone, not including any such property that is located directly under a residential structure.

“Authorized Services” means the public services authorized to be funded, in whole or in part, by the CFD.

“Basin Maintenance Component” means the component of the Maximum Special Tax that is designated to pay for Basin Maintenance Costs.

“Basin Maintenance Costs” means the cost of Authorized Services associated with maintenance, operation, repair and replacement of storm drainage basin(s) that serve properties within the project.

“Building Permit” means a single permit or set of permits required to construct a residential or non-residential structure. If a permit is issued for a foundation, parking, landscaping or other related facility or amenity, but a building permit has not yet been issued for the structure served by these facilities or amenities, such permit shall not be considered a “Building Permit” for purposes of application of the Special Tax herein.

“CFD” means the City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services).

“CFD Formation” means the date on which the Resolution of Formation to form the CFD was adopted by the City Council.

“City” means the City of Tracy.

“City Council” means the City Council of the City of Tracy.

“Contingent Component” means the component of the Maximum Special Tax for a Tax Zone that is designated to pay for Contingent Service Costs for that Tax Zone in any Fiscal Year after the Administrator determines that a Trigger Event for such Tax Zone has occurred. Property in a Tax Zone shall not be taxed for Trigger Events that occur in other Tax Zones.

“Contingent Service Costs” means, for a particular Tax Zone, costs that were funded by dues, charges, or fees that had been levied and collected by the Homeowners Association or Property

Owners Association formed for the property in such Tax Zone until a Trigger Event for such Tax Zone occurred.

“County” means the County of San Joaquin.

“Developed Property” means, in any Fiscal Year, all Parcels of Taxable Property for which a Building Permit was issued prior to June 30 of the preceding Fiscal Year.

“Escalation Factor” means, in any Fiscal Year, the lesser of (i) the increase from the prior Fiscal Year, if any, in the Local Consumer Price Index (CPI) for the San Francisco-Oakland-Hayward Area for All Urban Consumers, or (ii) four percent (4%). The CPI used shall be as determined by the Bureau of Labor Statistics from April to April beginning with the period from April 2021 to April 2022.

“Final Map” means a final map, or portion thereof, recorded by the County pursuant to the Subdivision Map Act (California Government Code Section 66410 et seq.) that creates lots that do not need to be further subdivided prior to issuance of a Building Permit for a residential structure. The term “Final Map” shall not include any Assessor’s Parcel map or subdivision map, or portion thereof, that does not create lots that are in their final configuration, including Assessor’s Parcels that are designated as remainder parcels.

“Fiscal Year” means the period starting July 1 and ending on the following June 30.

“Homeowners Association” or **“HOA”** means, for a particular Tax Zone, the homeowners association that provides services to, and collects dues, fees, or charges from, property within such Tax Zone.

“Maximum Administration Component” means the greatest amount that can be levied on a Parcel in any Fiscal Year to pay for Administrative Expenses, as set forth in Section C below.

“Maximum Arterial Landscape Maintenance Component” means the greatest amount that can be levied on a Parcel in any Fiscal Year to pay for Arterial Landscape Maintenance Costs, as set forth in Section C below.

“Maximum Basin Maintenance Component” means the greatest amount that can be levied on a Parcel in any Fiscal Year to pay for Basin Maintenance Costs, as set forth in Section C below.

“Maximum Contingent Component” means, within a particular Tax Zone, the greatest amount of Contingent Component that can be levied on a Parcel in any Fiscal Year to pay for Contingent Service Costs after a Trigger Event in that Tax Zone, as set forth in Section C below.

“Maximum Project-Specific Maintenance Component” means the greatest amount that can be levied on a Parcel in any Fiscal Year to pay for Project-Specific Maintenance Costs, as set forth in Section C below.

“Maximum Public Safety and Public Works Component” means the greatest amount that can be levied on a Parcel in any Fiscal Year to pay for Public Safety and Public Works Costs, as set forth in Section C below.

“Maximum Special Tax” means, collectively for a Parcel, the Maximum Administration Component, Maximum Arterial Landscape Maintenance Component, Maximum Basin Maintenance Component, Maximum Contingent Component, Maximum Project-Specific Maintenance Component, and Maximum Public Safety and Public Works Component for such Parcel.

“Maximum Tax Component” means, for a Parcel, any one of the following components of the Maximum Special Tax for such Parcel: Administration Component, Arterial Landscape Maintenance Component, Basin Maintenance Component, Contingent Component, Project-Specific Maintenance Component, or Public Safety and Public Works Component.

“Multi-Family Property” means, in any Fiscal Year, all Parcels of Developed Property for which a Building Permit has been issued for construction of a residential structure with five or more Residential Units that share a single Assessor’s Parcel number, are offered for rent to the general public, and cannot be purchased by individual homebuyers.

“Non-Residential Project” means an entire development project that, at the time of annexation into the CFD, is expected to be exclusively Non-Residential Property, as determined by the City. Tax Zone 1 is not a Non-Residential Project.

“Non-Residential Property” means, in any Fiscal Year, any Parcel of Developed Property for which a Building Permit was issued for a building that is, or is expected to be, an office, commercial, retail, or industrial use and is not Rezoned Non-Residential Property.

“Non-Residential Public Safety and Public Works Budget” means, for a particular Non-Residential Project in any Fiscal Year, the City’s estimate of Public Safety and Public Works Costs that will be funded by the Public Safety and Public Works Component collected from Developed Property and Undeveloped Property (if needed) within that Non-Residential Project.

“Project-Specific Maintenance Component” means the component of the Maximum Special Tax that is designated to pay for Project-Specific Maintenance Costs.

“Project-Specific Maintenance Costs” means, for an individual development project, the cost of Authorized Services associated with maintenance, operation, repair and replacement, and lighting of landscaped medians, parks, and public open space areas for which the project is conditioned to fund services, as well as roads, bridges, and any other infrastructure with a useful life of five years or longer for which the project is conditioned to fund services. For the avoidance of doubt, the costs of operating roads and bridges include but are not limited to the electric utility costs of operating streetlights and traffic signals and the costs of street sweeping.

“Property Owners Association” or “POA” means, for a particular Tax Zone, the property owners association that provides services to, and collects dues, fees, or charges from, property within such Tax Zone.

“Public Property” means any property within the boundaries of the CFD that is owned by or irrevocably offered for dedication to the federal government, State of California, County, City, or other local governments or public agencies.

“Public Safety and Public Works Component” means, in any Fiscal Year, the component of the Maximum Special Tax that is designated to pay for Public Safety and Public Works Costs.

“Public Safety and Public Works Costs” means the cost of Authorized Services associated with police protection, and maintenance, operation, repair and replacement, and lighting services provided by the City’s Department of Public Works, Utilities, or Parks.

“Residential Property” means, collectively, Single Family Detached Property, Single Family Attached Property, and Multi-Family Property. If a building includes both Residential Units and commercial land uses, the Residential Units within the building shall be categorized as Single Family Attached Property or Multi-Family Property, as applicable, and the acreage to be taxed as Non-Residential Property for purposes of this RMA shall be calculated by dividing the net leasable or net saleable square footage of non-residential uses within the building (as determined by the Administrator) by 43,560.

“Residential Public Safety and Public Works Budget” means, in any Fiscal Year, the City’s estimate of Public Safety and Public Works Costs that will be funded by the Public Safety and Public Works Component collected from Developed Property, not including Developed Property within Non-Residential Projects, in that Fiscal Year.

“Residential Unit” means a single family detached unit or an individual unit within a duplex, triplex, halfplex, fourplex, condominium, townhome, live/work, or apartment structure.

“Rezoned Non-Residential Property” means, in any Fiscal Year, any Parcel of Developed Property that had previously been taxed as Residential Property and is subsequently rezoned for an office, commercial, retail, or industrial use.

“RMA” means this Rate and Method of Apportionment of Special Tax.

“Single Family Attached Property” means, in any Fiscal Year, all Parcels of Developed Property for which a Building Permit has been issued for construction of a residential structure consisting of two or more Residential Units that share common walls, have separate Assessor’s Parcel numbers assigned to them (except for a duplex unit, which may share an Assessor’s Parcel with another duplex unit), and may be purchased by individual homebuyers (which shall still be the case even if the Residential Units are purchased and subsequently offered for rent by the owner of the unit), including such residential structures that meet the statutory definition of a condominium contained in Civil Code Section 1351.

“Single Family Detached Property” means, in any Fiscal Year, all Parcels of Developed Property for which a Building Permit has been issued for construction of a Residential Unit that does not share a common wall with another Residential Unit. An Accessory Unit that shares a Parcel with a single-family detached unit shall not be considered a separate Residential Unit for purposes of this RMA.

“Special Tax” means a special tax levied in any Fiscal Year to pay for Authorized Services.

“Special Tax Categories” means, for Tax Zone 1, Single Family Detached Property, Single Family Attached Property, Multi-Family Property, Non-Residential Property, Rezoned Non-Residential Property, and Undeveloped Property. Different Special Tax Categories may be designated for other Tax Zones upon annexation of property into the CFD.

“Taxable Property” means all of the Assessor’s Parcels within the boundaries of the CFD which are not exempt from the Special Tax pursuant to law or Section F below.

“Tax Zone” means a mutually exclusive geographic area within which Special Taxes may be levied pursuant to this RMA. ***All of the property within the CFD at CFD Formation is within Tax Zone 1.*** Additional Tax Zones may be created when property is annexed into the CFD, and separate Maximum Special Taxes and, if applicable, different Special Tax Categories, may be identified for property within the new Tax Zone at the time of such annexation. The Assessor’s Parcels included within a new Tax Zone established when such Parcels are annexed to the CFD shall be identified by Assessor’s Parcel number in the Unanimous Approval Form that is signed by the owner(s) of the Parcels at the time of annexation. Property annexed to an existing Tax Zone must be part of the same development project and share a common HOA or POA (if one exists).

“Tax Zone 1” means the property included in the CFD at CFD Formation and any property that is part of the same development project that is subsequently annexed into Tax Zone 1.

“Tax Zone Budget” means, in any Fiscal Year while there is still Undeveloped Property within a particular Tax Zone, the sum of the City’s estimate of the following items specific to that Tax Zone: (i) Administrative Expenses, (ii) Arterial Landscape Maintenance Costs, (iii) Project-Specific Maintenance Costs, (iv) Basin Maintenance Costs, and (v) if a Trigger Event has occurred in that Tax Zone, the Contingent Service Costs. The amounts included in the Tax Zone Budget for each Tax Zone in which there is still Undeveloped Property shall include a credit for any Special Taxes collected from such Tax Zone that were not needed or are not expected to be needed to pay for Authorized Services in such Tax Zone in the prior Fiscal Year. Because the Public Safety and Public Works Component does not apply to Undeveloped Property except for within Non-Residential Projects, a separate Residential Public Safety and Public Works Budget will be determined each Fiscal Year for the entire CFD, excluding any Non-Residential Projects, and the Public Safety and Public Works Component will be levied in equal amounts on all Residential Units in all Tax Zones. A separate Non-Residential Public Safety and Public Works Budget will be determined for each Non-Residential Project within the CFD. Once all Parcels within a particular Tax Zone are Developed Property, the City no longer needs to determine a Tax Zone Budget specific to that Tax Zone and will instead determine a cost to be paid by each Maximum Tax Component that is a combined cost for all Tax Zones within which there are no longer Parcels of Undeveloped Property.

“Trigger Event” means, determined separately for each Tax Zone, any of the following events: (i) the applicable Homeowners Association or Property Owners Association is no longer a functioning association; (ii) the levy and collection of dues, charges, fees, or other exactions levied by the applicable HOA or POA to pay maintenance costs are overturned by a vote of such HOA or POA

members, or such dues, charges, fees, or other exactions are no longer levied and collected by the applicable HOA or POA; or (iii) the City determines that services being managed by the applicable HOA or POA are no longer being provided at a satisfactory level.

“Unanimous Approval Form” means that form executed by the record owner of fee title to a Parcel or Parcels annexed into the CFD that constitutes the property owner’s approval and unanimous vote in favor of annexing into the CFD and the levy of the Special Tax against his/her Parcel or Parcels pursuant to this RMA.

“Undeveloped Property” means, in any Fiscal Year, all Parcels of Taxable Property that are not yet Developed Property.

B. DATA FOR ADMINISTRATION OF SPECIAL TAX

On or about July 1 of each Fiscal Year, the Administrator shall identify the current Assessor’s Parcel numbers for all Parcels of Developed Property and Undeveloped Property within the CFD. The Administrator shall also determine: (i) within which Tax Zone each Parcel is located; (ii) which Parcels of Developed Property are Residential Property, Non-Residential Property, and Rezoned Non-Residential Property; (iii) by reference to the condominium plan, site plan, or other document, the number of Residential Units on each Parcel of Single Family Attached Property and Multi-Family Property; (iv) whether the Trigger Event has occurred for a particular Tax Zone; (v) the Residential Public Safety and Public Works Budget and any Non-Residential Public Safety and Public Works Budgets for the Fiscal Year, and (vi) for Tax Zones within which there are still Parcels of Undeveloped Property, the Tax Zone Budget for the Fiscal Year.

In any Fiscal Year, if it is determined that: (i) a parcel map for property in the CFD was recorded after January 1 of the prior Fiscal Year (or any other date after which the Assessor will not incorporate the newly-created parcels into the then current tax roll), (ii) because of the date the parcel map was recorded, the Assessor does not yet recognize the new parcels created by the parcel map, and (iii) a building permit was issued on or prior to June 30 of the prior Fiscal Year for development on one or more of the newly-created parcels, the Administrator shall calculate the Special Tax for Residential Units, Non-Residential Property, and/or Rezoned Non-Residential Property within the subdivided area and levy such Special Tax on the master Parcel that was subdivided by recordation of the parcel map.

C. MAXIMUM SPECIAL TAX

In any Fiscal Year, the Maximum Special Tax for a Parcel of Taxable Property in the CFD shall be the sum of the Maximum Administration Component, Maximum Arterial Landscape Maintenance Component, Maximum Basin Maintenance Component, Maximum Contingent Component, Maximum Project-Specific Maintenance Component, and Maximum Public Safety and Public Works Component. For Tax Zone 1, such amounts shall be determined by reference to Table 1 below. For property that annexes into the CFD, different maximum rates for each Maximum Tax Component and/or different Special Tax Categories may be established by creating a separate Tax Zone for such annexed property. Alternatively, property may be annexed into Tax Zone 1 or other

Tax Zone that was established prior to the annexation, and such property shall be subject to the Maximum Special Tax applicable to that Tax Zone.

For any Parcel of Rezoned Non-Residential Property in any Tax Zone, the Maximum Special Tax for such Parcel in the first Fiscal Year in which the Parcel is designated as Rezoned Non-Residential Property shall be equal to the Maximum Special Tax that would have applied to the Parcel in such Fiscal Year before it was rezoned to a non-residential use, as determined by the Administrator. Such Maximum Special Tax shall, on the following July 1 and each July 1 thereafter, be increased by the Escalation Factor.

TABLE 1
MAXIMUM TAX COMPONENTS FOR TAX ZONE 1
FISCAL YEAR 2021-22*

<i>Special Tax Categories</i>	<i>Maximum Administration Component*</i>	<i>Maximum Arterial Landscape Maintenance Component*</i>	<i>Maximum Basin Maintenance Component*</i>	<i>Maximum Project-Specific Maintenance Component*</i>	<i>Maximum Public Safety and Public Works Component*</i>	<i>Maximum Contingent Component*</i>
Single Family Detached Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Single Family Attached Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Multi-Family Property	\$10.94 per Residential Unit	\$11.22 per Residential Unit	\$83.48 per Residential Unit	\$316.42 per Residential Unit	\$69.66 per Residential Unit	\$65.66 per Residential Unit
Non-Residential Property	\$108 per Acre	\$110 per Acre	\$825 per Acre	\$3,123 per Acre	\$0 per Acre	\$650 per Acre
Undeveloped Property	\$108 per Acre	\$110 per Acre	\$825 per Acre	\$3,123 per Acre	\$0 per Acre	\$650 per Acre

*** On July 1, 2022 and on each July 1 thereafter, all figures shown in Table 1 above shall be increased by the Escalation Factor.**

D. METHOD OF LEVY OF THE SPECIAL TAXES

Each Fiscal Year, the Administrator shall coordinate with the City to determine the following: (i) the Tax Zone Budget for each Tax Zone within which there are still Parcels of Undeveloped Property, and (ii) the Residential Public Safety and Public Works Budget and any Non-Residential Public Safety and Public Works Budgets. The Administrator shall then apply the steps below to determine the Special Tax levy for each Parcel of Taxable Property:

Step 1: For Parcels of Developed Property that are not within a Non-Residential Project, the Administrator shall levy up to 100% of the Maximum Public Safety and Public Works Component on each Parcel of Developed Property in the CFD that is Single

Family Detached Property, Single Family Attached Property, or Multi-Family Property until the amount levied is equal to the Residential Public Safety and Public Works Budget. For Parcels of Developed Property within Non-Residential Projects, the Administrator shall levy up to 100% of the Maximum Public Safety and Public Works Component on each Parcel of Developed Property in the Non-Residential Project until the amount levied is equal to the Non-Residential Public Safety and Public Works Budget for that Non-Residential Project.

Step 2: *In each Tax Zone within which there are still Parcels of Undeveloped Property*, the Administrator shall levy up to 100% of the applicable Maximum Administration Component, Maximum Arterial Landscape Maintenance Component, Maximum Basin Maintenance Component, Maximum Project-Specific Maintenance Component, and, if a Trigger Event has occurred within that Tax Zone, Maximum Contingent Component on each Parcel of Developed Property in that Tax Zone until the amount levied for a particular Maximum Tax Component is equal to the costs included in the Tax Zone Budget for that Maximum Tax Component for that Tax Zone.

In each Tax Zone within which there are no longer any Parcels of Undeveloped Property, the Administrator shall levy up to 100% of the applicable Maximum Administration Component, Maximum Arterial Landscape Maintenance Component, Maximum Basin Maintenance Component, and Maximum Project-Specific Maintenance Component on all Parcels of Developed Property for a Tax Zone within which there are no Parcels of Undeveloped Property until the amount levied for a particular Maximum Tax Component across all Tax Zones within which there are no longer any Parcels of Undeveloped Property is equal to the costs to be paid by that Maximum Tax Component. In addition, if a Trigger Event has occurred in a Tax Zone, the Administrator shall, in addition to the amounts described in the preceding sentence, levy up to 100% of the Maximum Contingent Component for that Tax Zone on Developed Property in that Tax Zone until the amount levied is equal to the Contingent Service Costs for that Tax Zone.

Step 3: If additional revenue is needed after Step 2, in each Tax Zone within which there are still Parcels of Undeveloped Property, the Administrator shall levy up to 100% of the applicable Maximum Administration Component, Maximum Arterial Landscape Maintenance Component, Maximum Basin Maintenance Component, Maximum Project-Specific Maintenance Component, and, if a Trigger Event has occurred within that Tax Zone, Maximum Contingent Component on each Parcel of Undeveloped Property within the Tax Zone until the amount levied for each Maximum Tax Component within the Tax Zone is equal to the costs included in the Tax Zone Budget for that Maximum Tax Component for that Tax Zone. If additional revenue is needed from any Non-Residential Project after Step 1 to pay the Non-Residential Public Safety and Public Works Budget for that Non-Residential Project, the Administrator shall levy up to 100% of the Maximum Public Safety and Public Works Component on each Parcel of Undeveloped Property within that Non-Residential Project until the amount levied is equal to the Non-Residential Public Safety and Public Works Budget for that Non-Residential Project.

E. MANNER OF COLLECTION OF SPECIAL TAXES

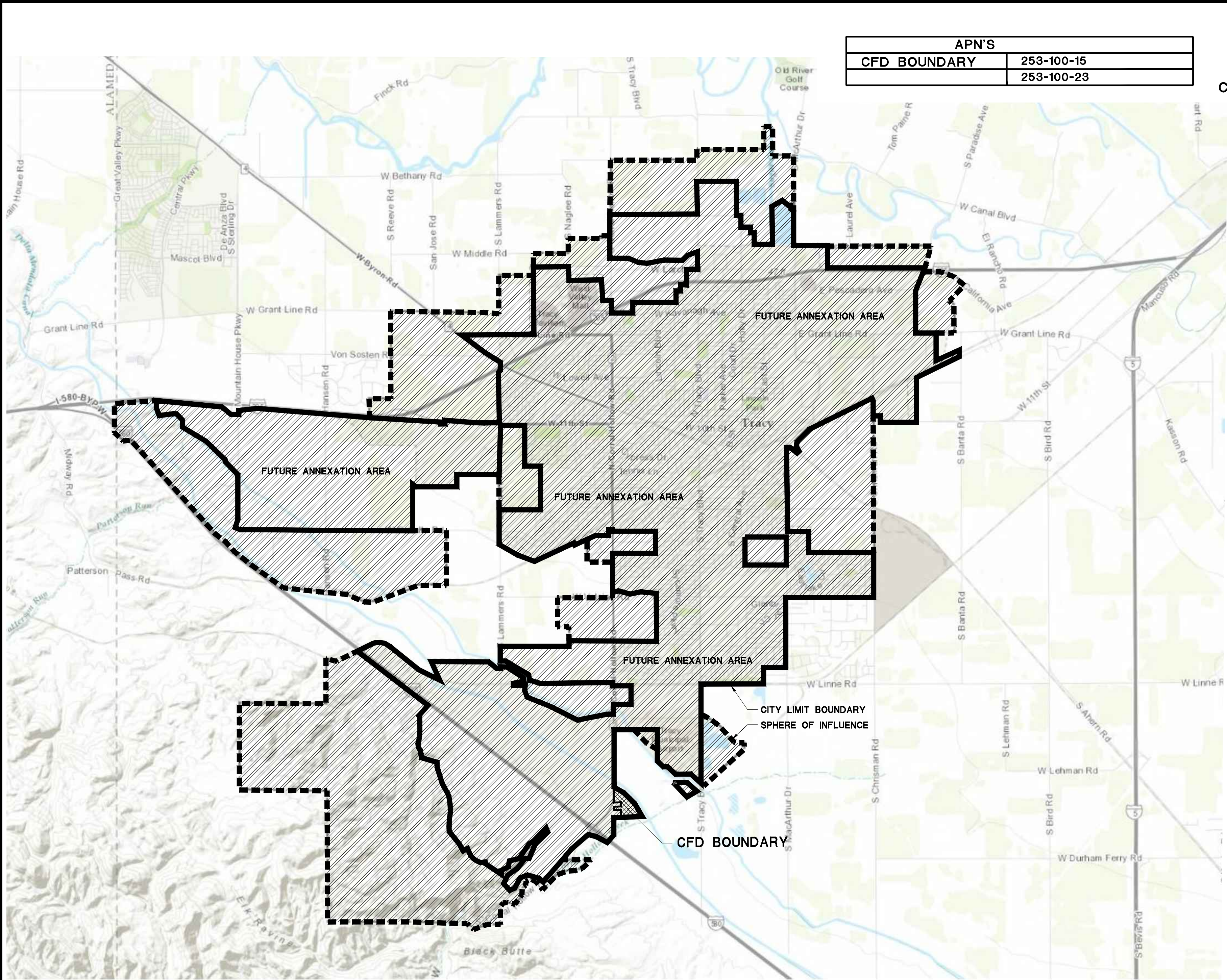
The Special Tax shall be collected in the same manner and at the same time as ordinary ad valorem property taxes, provided, however, that the City may directly bill, collect at a different time or in a different manner, and/or collect delinquent Special Taxes through foreclosure or other available methods. The Contingent Component shall be levied within a Tax Zone beginning in the first Fiscal Year following the Fiscal Year in which the Trigger Event occurred for that Tax Zone. The Special Tax may be levied and collected in perpetuity.

F. EXEMPTIONS

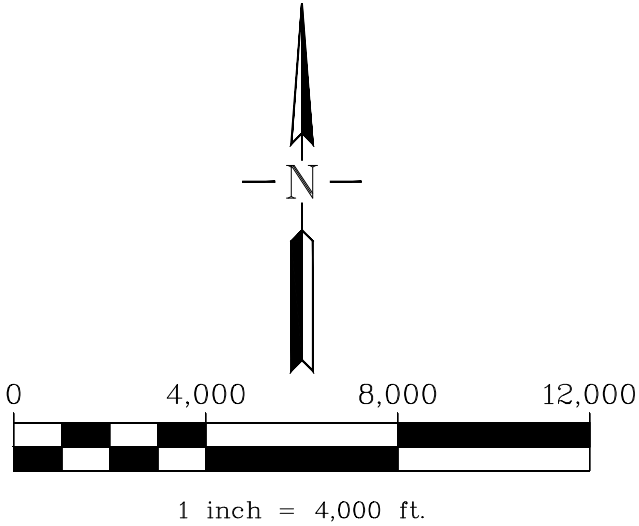
No Special Tax shall be levied on: (i) Parcels of Public Property, (ii) Parcels of Association Property, (iii) Parcels that are designated as permanent open space or common space on which no structure is permitted to be constructed, (iv) Parcels owned by a public utility for an unmanned facility, or (v) Parcels subject to an easement that precludes any use on the Parcel other than that permitted by the easement.

G. INTERPRETATION OF SPECIAL TAX FORMULA

The City may interpret, clarify, and revise this RMA to correct any inconsistency, vagueness, or ambiguity, by resolution and/or ordinance, that does not create a material adverse effect on the levy and collection of the Special Tax.



PROPOSED BOUNDARIES OF
CITY OF TRACY
COMMUNITY FACILITIES DISTRICT No. 2021-2
(MAINTENANCE AND PUBLIC SERVICES)
CITY OF TRACY
COUNTY OF SAN JOAQUIN
STATE OF CALIFORNIA



Filed in the office of the City Clerk of the City of Tracy
this _____ day of _____, 2021.

City Clerk

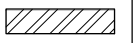
I hereby certify that the within map showing proposed
boundaries of City of Tracy Community Facilities District
No. 2021-2 (Maintenance and Public Services), City of
Tracy, County of San Joaquin, State of California, was
approved by the City Council of the City of Tracy, at a
meeting thereof, held on the ____ day of _____,
2021, by its Resolution No. _____.

City Clerk

Filed this _____ day of _____, 2021 at the hour
of ____ o'clock ____m., in Book _____ of Maps of
Assessment and Community Facilities Districts at Page
____ in the office of the County Recorder in the
County of San Joaquin, State of California.

County Recorder, County of San Joaquin

LEGEND

-  CFD BOUNDARY
-  FUTURE ANNEXATION AREA
-  CITY LIMIT BOUNDARY
-  SPHERE OF INFLUENCE



RUGGERI-JENSEN-AZAR
ENGINEERS ■ PLANNERS ■ SURVEYORS
2541 WARREN DRIVE, SUITE 100 ROCKLIN, CA 95677
PHONE: (916) 630-8900 FAX: (916) 630-8909

RESOLUTION NO. 2021-XX

**RESOLUTION OF INTENTION TO ESTABLISH A COMMUNITY FACILITIES
DISTRICT**

**CITY OF TRACY
COMMUNITY FACILITIES DISTRICT NO. 2021-2
(Maintenance and Public Services)**

RESOLVED, by the City Council (the "Council") of the City of Tracy (the "City"), State of California that:

WHEREAS, under the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing at Section 53311, of the California Government Code (the "Act"), this Council is authorized to establish a community facilities district and to act as its legislative body;

WHEREAS, this Council, having received a petition from the owners of not less than 10% of the area of land proposed to be included in the proposed community facilities district, now desires to proceed with the establishment of such community facilities district to finance costs of maintenance and public services required to meet the demands of development of lands in the City; and

WHEREAS, pursuant to Section 53339.2 of the Act, this Council further desires and hereby determines that it is in the public convenience and necessity to undertake proceedings to provide for future annexation of territory to the proposed community facilities district.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. **Authority.** This Council proposes to conduct proceedings to establish a community facilities district pursuant to the Act.

2. **Name of CFD; Name of Future Annexation Area.** The name proposed for the community facilities district is "City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services)" (the "CFD").

The name proposed for the territory proposed to be annexed into the CFD in the future is "City of Tracy Community Facilities District No. 2021-2 (Maintenance and Public Services) (Future Annexation Area)" (the "Future Annexation Area").

3. Boundaries Described. The proposed boundaries of the CFD and the Future Annexation Area are as shown on the map of them on file with the City Clerk, which boundaries are hereby preliminarily approved and to which map reference is hereby made for further particulars. The City Clerk is hereby directed to record, or cause to be recorded, the map of the boundaries of the CFD and the Future Annexation Area in the office of the County Recorder within 15 days of the date of adoption of this Resolution.

Parcels within the Future Annexation Area shall be annexed to the CFD only with the unanimous approval (each, a "Unanimous Approval") of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, without any requirement for further public hearings or additional proceedings.

4. Services. The type of services proposed to be financed by the CFD and the Future Annexation Area pursuant to the Act shall consist of those listed in Exhibit A hereto and hereby incorporated herein (the "Services"). The Council hereby determines that the Services are necessary to meet increased demands for such services placed upon local agencies as the result of development occurring within the area of the CFD and the Future Annexation Area. The Services are in addition to those provided in the territory of the CFD and the Future Annexation Area as of the date hereof and will not supplant services already available within the territory of the CFD and the Future Annexation Area as of the date hereof. The City intends to provide the Services on an equal basis in the original territory of the CFD and, as parcels in the Future Annexation Area are annexed to the CFD, to those annexed parcels.

5. Special Tax. Except to the extent that funds are otherwise available to the CFD to pay for the Services, a special tax (the "Special Tax") sufficient to pay the costs thereof, secured by recordation of a continuing lien against all non-exempt real property in the CFD, will be levied annually within the CFD, and collected in the same manner as ordinary ad valorem property taxes, or in such other manner as this Council or its designee shall determine, including direct billing of the affected property owners. The proposed rate and method of apportionment of the Special Tax among the parcels of real property within the CFD in sufficient detail to allow each landowner within the proposed CFD to estimate the maximum amount such

owner will have to pay, are described in Exhibit B attached hereto and hereby incorporated herein (the "Rate and Method"). This Council hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to ad valorem property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD.

As required by Section 53339.3(d) of the Act, the Council hereby determines that the special tax proposed to pay for Services to be supplied within the Future Annexation Area shall be equal to any special tax levied to pay for the same Services in the existing CFD, except that a higher or lower tax may be levied within the Future Annexation Area to the extent that the actual cost of providing the Services in the Future Annexation Area is higher or lower than the cost of providing those Services in the existing CFD. In so finding, the Council does not intend to limit its ability to levy a special tax within the Future Annexation Area to provide new or additional services beyond those supplied within the existing CFD.

6. Exempt Property. Except as may otherwise be provided by law or by the rate and method of apportionment of the Special Tax for the CFD, all lands owned by any public entity, including the United States, the State of California, the County and/or the City, or any departments or political subdivisions thereof, shall be omitted from the levy of the Special Tax to be made to cover the costs and expenses of the Services and the CFD.

In addition, property in the CFD shall be exempt from the levy of the Special Tax as set forth in the Rate and Method and in the Act.

In the event that a portion of the property within the CFD shall become for any reason exempt, wholly or in part, from the levy of the Special Tax, this Council will, on behalf of the CFD, increase the levy to the extent necessary upon the remaining property within the CFD which is not exempt in order to yield the annual expenses of the CFD, if any, subject to the provisions of the rate and method of apportionment of the Special Tax.

7. Election and Unanimous Approval. The levy of the Special Tax in the CFD shall be subject to the approval of the qualified electors of the CFD at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the proposed CFD, with each owner having one vote for each acre or portion of an acre such owner owns in the CFD.

A special tax shall be levied on a parcel in the Future Annexation Area only with the Unanimous Approval of the owner or owners of such parcel at the time that such parcel is annexed, without any requirement for further public hearings or additional proceedings. The designation of any territory annexing to the CFD, the rate and method of apportionment of special tax for such area and the appropriations limit for the CFD shall be identified and approved in the Unanimous Approval executed by property owners in connection with their annexation to the CFD.

8. CFD Report. The Finance Director (or deputy or designee thereof) is hereby directed to study the proposed Services and to make, or cause to be made, and file with the City Clerk a report in writing (the "CFD Report"), which shall be a part of the record of the public hearing hereinafter specified and which report shall present the following:

(a) A description of the Services that will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Services and incidental expenses in connection therewith, and all other related costs.

9. Public Hearing. Will be held on Tuesday, December 7, 2021, at 7:00 p.m. or as soon as possible thereafter, in the City Hall, 333 Civic Center Plaza, Tracy, California, and the same are hereby appointed and fixed as the time and place when and where this Council, as legislative body for the CFD, will conduct a public hearing on the establishment of the CFD and the Future Annexation Area and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD, the designation of the Future Annexation Area and the levy of the Special Tax in the CFD.

10. Notice of Hearing. The City Clerk is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the CFD and the Future Annexation Area. The publication shall be completed at least 7 days before the date of the public hearing specified above.

The notice of the public hearing shall be substantially in the form specified in Section 53322 of the Act, with the form summarizing the provisions hereof hereby specifically approved.

11. Joint Community Facilities Agreement. Section 53316.2 of the Act provides that a community facilities district may finance services to be provided by a public agency other than the agency that created the district only pursuant to a joint community facilities agreement. The City Manager (or designee) is authorized to execute and deliver a joint community facilities agreement with other public agencies to the extent they will provide services to be financed by the CFD.

12. Appointment of Legal Counsel; Municipal Advisor; Special Tax Consultant. In connection with the formation of the CFD, the City Council hereby appoints (i) Jones Hall, A Professional Law Corporation, as legal counsel to the City in connection with formation of the CFD, (ii) Goodwin Consulting Group, Inc., as special tax consultant to the City and (iii) CSG Advisors Incorporated, as municipal advisor to the City. The Finance Director is hereby authorized to execute a retainer agreement with each of these firms in substantially the form and substance of the agreement on file with the City Clerk.

13. Further Action. The Clerk of the Board of Supervisors and all other identified officers and agents of the County are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

14. Effective Date. This resolution shall take effect upon its adoption.

* * * * *

The foregoing Resolution _____ was adopted by the Tracy City Council on the
2nd day of November, 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

ATTEST:

MAYOR

CITY CLERK

EXHIBIT A
CITY OF TRACY
Community Facilities District No. 2021-2
(Maintenance and Public Services)

DESCRIPTION OF SERVICES

Special taxes (the "Services Special Tax") levied in the captioned Community Facilities District (the "CFD") shall be used to finance each of the following services ("services" and "maintenance" shall have the meaning given those terms in the Mello-Roos Community Facilities Act of 1982, as amended) within the boundaries of, or in the vicinity of the boundaries of, the CFD:

1. Maintenance, operation, repair and replacement of publicly-owned landscaping within and around public arterial roadways and landscaped medians. "Public landscaping" includes but is not limited to the following: public walls, special public amenities, ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, and channel-ways. "Public landscaping" does not include public streets, street lights or street sweeping.
2. Maintenance, operation, repair and replacement, and lighting of public parks and public open space areas
3. Maintenance, operation, repair and replacement of public retention basins
4. Police protection services.
5. Maintenance, operation, repair and replacement, and lighting services provided by the City's Departments of Public Works, Utilities or Parks.
6. Maintenance, operation, repair and replacement, and lighting of roads, bridges and other infrastructure with a useful life of five years or longer for which the project is conditioned to fund services. For the avoidance of doubt, the costs of operating roads and bridges include but are not limited to the electric utility costs of operating streetlights and traffic signals and the costs of street sweeping.
7. "Contingent Service Costs," as that term is used in the Rate and Method of Apportionment of Special Tax (the "RMA") for the captioned Community Facilities District, which will be paid with the Contingent Component (as defined in the RMA) upon the occurrence of a Trigger Event (as defined in the RMA). Contingent Service Costs consist of the costs of maintenance, operation, lighting, repair and replacement of the following public real property or improvements (for this purpose, "public" means publicly-owned or subject to a dedication or easement for any public purpose) that were formerly operated or maintained by a Homeowners Association or Property Owners Association (as those terms are defined in the RMA):
 - Landscaping as described in paragraph #1 above
 - Parks and open space areas

- Roads (including road signage)
- Drainage facilities
- Utility easements
- Clubhouse and Pool

EXHIBIT B

**CITY OF TRACY
Community Facilities District No. 2021-2
(Maintenance and Public Services)**

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

November 2, 2021

AGENDA ITEM 3.C

REQUEST

APPROVAL OF ACTIONS NECESSARY TO FORM COMMUNITY FACILITIES DISTRICT NO. 2021-1 (HILLVIEW): CONDUCT PUBLIC HEARINGS TO CONSIDER THE FORMATION OF THE DISTRICT AND THE ISSUANCE OF BONDS AND OTHER DEBT; APPROVE THE FORM OF AN ACQUISITION AGREEMENT AND AUTHORIZE EXECUTION OF SUCH AGREEMENT; ACCEPT THE COMMUNITY FACILITIES DISTRICT REPORT; CONDUCT PROPERTY OWNER ELECTION; AND INTRODUCE ORDINANCE LEVYING SPECIAL TAXES

EXECUTIVE SUMMARY

AG Essential Housing CA 4, L.P., a Delaware limited partnership ("AGEH") is the owner of certain land in the Tracy Hills Specific Plan area. Lennar Homes of California, Inc., a California corporation (the "Developer") has an option to acquire the land and intends to develop the land with 214 single-family detached homes and commercial uses (the "Project").

On September 7, 2021, in response to a petition from AGEH, the Council adopted resolutions pursuant to the Mello-Roos Act Community Facilities Act of 1982 (the "Mello-Roos Act"), declaring its intent to form Community Facilities District No. 2021-1 (Hillview) (the "CFD") to finance public infrastructure and public services and to issue bonded indebtedness and other debt for the CFD.

Tonight's continuation of the CFD formation process will include (1) public hearings on establishing the CFD, levying special taxes in the CFD and issuing bonded indebtedness and other debt for the CFD, (2) approval of an Acquisition Agreement and acceptance of a Community Facilities District Report, (3) a landowner election and related actions and (4) introduction of an ordinance levying special taxes in the CFD.

DISCUSSION

BRIEF PROJECT HISTORY

The land proposed to be included in the CFD is located in the Tracy Hills Specific Plan Area, east of Phase 1A and Corral Hollow Road, north of Interstate 580 and south of the California Aqueduct.

The land is owned by AGEH. The Developer has an option to acquire the land and intends to develop the Project with 214 single-family detached homes and commercial uses.

CFD FORMATION PROCESS

On September 7, 2021, pursuant to the Mello-Roos Act, Council adopted two resolutions of intention in which it:

1. Declared the intent to establish the CFD and to levy a "Facilities Special Tax" to finance certain capital facilities ("Facilities") and a "Services Special Tax" to finance the costs of operating and maintaining the Facilities ("Services");
2. Declared the intent to incur bonded indebtedness for the CFD in an amount not to exceed \$12,000,000 and other debt (as defined in the Mello-Roos Act);
3. Set a Public Hearing date of November 2, 2021 to consider questions of establishing the CFD, levying the Facilities Special Tax and the Services Special Tax and issuing bonded indebtedness and other debt; and
4. Directed the preparation of a CFD Report.

Tonight Council will be asked to do the following:

1. **Public Hearings**. Conduct public hearings to consider questions of: (1) establishing the CFD and levying the Facilities Special Tax and the Services Special Tax in the CFD, and (2) issuing bonded indebtedness and other debt of the City on behalf of the CFD.

Protests against the establishment of the CFD, the extent of the CFD or the proposed facilities or services may be made orally or in writing by any interested persons or taxpayers. If 50 percent or more of the registered voters residing in the CFD, or 6 registered voters residing in the CFD, whichever is greater, or the owners of 50% or more of the non-exempt land in the CFD, file written protests against establishment of the CFD, the proceedings must stop for at least one year. The City has confirmed with County staff that there are no registered voters in the boundaries of the CFD.

2. **CFD Report**. Accept the CFD Report (**Attachment "B"**) which contains a brief description of the public facilities and services by type which will be "required to adequately meet the needs of the district" and the estimated cost (including estimated bonding and administrative costs) of constructing, acquiring, and providing those facilities and services.
3. **Resolution of Formation; Resolution Determining Necessity to Incur Debt**. Following the public hearings, the City Council will be asked to consider and adopt:
 - a. **Resolution of Formation**. Pursuant to this Resolution, the City Council will be asked to establish the CFD; approve the Facilities and Services that may be financed by the CFD; approve an Acquisition Agreement (**Attachment "A"**); and approve the rate and method of apportionment of the special tax for the CFD and an appropriations limit for the CFD, subject to an approving (2/3) vote by the qualified elector in the CFD.

- b. **Resolution Determining Necessity to Incur Bonded Indebtedness and Other Debt.** Pursuant to this Resolution, the City Council will declare the necessity to incur bonded indebtedness in the amount of \$12,000,000 and other debt for the CFD, subject to an approving (2/3) vote by the qualified elector in the CFD.
4. **Election and Related Actions.** Following the adoption of the resolutions described in the previous paragraphs, the City Council will consider the ***Resolution Calling Special Election***, which will call an election in the CFD. The qualified elector for the election is AGEH, which is the sole landowner of property in the CFD. Thereafter, the mayor will ask the City Clerk to open the ballot of the property owner in the CFD and announce the results. If the results are in favor of the CFD formation, Council will then be asked to adopt a ***Resolution Confirming Results of Election and Directing Recording of Notice of Special Tax Lien*** and perform the first reading of an ***Ordinance Levying Special Taxes***. As permitted by the Mello-Roos Act, the election may take place in this accelerated fashion because the property owner in the CFD waived otherwise-applicable requirements of the California law.

ACQUISITION AGREEMENT

What is the Acquisition Agreement? The CFD is structured as an “acquisition district,” in which the Developer will construct the public infrastructure required for the Project and the City will acquire the infrastructure using CFD bond proceeds and Facilities Special Tax revenues.

The City’s acquisition of the improvements will be governed by an Acquisition Agreement.

Remainder Taxes. A component of the Acquisition Agreement is the use of “Remainder Taxes” which are the Facilities Special Taxes that remain after debt service and administrative costs have been paid and the bond debt service reserve fund has been replenished.

Through the 15th fiscal year in which the Facilities Special Tax is first levied in the CFD, the Facilities Special Tax will be levied on Developed Property in the amount of the Maximum Facilities Special Tax and any Remainder Taxes will be used to acquire the Facilities from the Developer. After the 15th fiscal year, the City may direct the use of the Remainder Taxes.

FACILITIES AND SERVICES TO BE FINANCED BY THE CFD

Facilities to be Acquired by the City with CFD Proceeds

CFD bond funds can be used to finance all or a portion of the costs of acquisition, construction, and improvement of facilities permitted under the Mello-Roos Community Facilities Act of 1982 and that are required as conditions of development of the property within the CFD, including those listed in Exhibit A of the Resolution of Formation:

1. Roadway Improvements (and all curb and gutter, sidewalks, lighting, signalization, landscaping, monumentation, and dry and wet utilities) - including, but not limited to:

- Arterial roadways
 - Collector roadways
2. Wastewater Facilities - including, but not limited to, a wastewater treatment facility and/or expansion, pump stations, life stations, force main and gravity lines.
 3. Water Facilities - including, but not limited to, a water treatment facility, pump stations, new water transmission lines, additional storage reservoirs or tanks with booster pumps, production wells, backup generators at existing wells, and pressure reducing valves.
 4. Reclaimed Water Facilities - including, but not limited to, reclaimed water treatment facilities, pump stations, new reclaimed water transmission lines, and additional storage reservoirs or tanks with booster bumps.
 5. Drainage Improvements - including, but not limited to, pipes, culverts, retention basins, drop inlets, and filtration areas.
 6. Landscaping - including, but not limited to, entryways, streets, buffers, and slopes.
 7. Open Space Improvements
 8. Parks and Park Equipment - including, but not limited to, construction of parks, park equipment and structures.
 9. Improvements Financed by City Master Plan and Public Benefit Payments - including, but not limited to:
 - Public Benefit payments.
 - Transportation Master Plan Fee.
 - Wastewater Master Plan Fee.
 - Wastewater Conveyance Master Plan Fee.
 - Water Treatment Master Plan Fee.
 - Water Conveyance Master Plan Fee.
 - Water Supply Master Plan Fee.
 - Water Treatment Master Plan Fee.
 - Recycled Water Master Plan Fee.
 - Public Safety Master Plan Fee (including, but not limited to, Fire, Police, Communication and Program Fees).
 - Public Facilities Master Plan Fee.
 - Parks Master Plan Fee.
 10. Any other real or other tangible property with an estimated useful life of five years or longer.

The Resolution of Formation also provides that any facility authorized to be financed by the CFD may be financed through the construction and acquisition of the facility or through the payment of fees for such facility.

Services to be Financed by the CFD

In addition to bond financing, the proposed CFD will also finance maintenance and operation of the Facilities.¹ The CFD will not provide funding for Services until after the “Transition Event” described in the RMA, which will occur when (i) all bonds and other debt secured by the levy and collection of Facilities Special Taxes in the CFD have been fully repaid, (ii) all CFD administrative expenses from prior Fiscal Years have been paid or reimbursed to the City, and (iii) there are no other Facilities that the City intends to fund with the Facilities Special Tax.

FACILITIES SPECIAL TAXES AND SERVICES SPECIAL TAXES

Facilities Special Taxes. The maximum Facilities Special Tax in the CFD for fiscal year 2021-22 is established by the RMA, as follows:

TABLE 1
Maximum Facilities Special Tax

Land Use	Maximum Facilities Special Tax Before Transition Year (in Fiscal Year 2021-22 \$)*	Maximum Facilities Special Tax In and After Transition Year
Single Family Residential Property	\$1,969 per Residential Unit	\$0 per Residential Unit
Other Property	\$33,087 per Acre	\$0 per Acre
Taxable Public Property Taxable HOA Property Taxable Welfare Exemption Property	\$33,087 per Acre	\$0 per Acre
Undeveloped Property	\$33,087 per Acre	\$0 per Acre

* On July 1, 2022 and on each July 1 thereafter, all figures shown in Table 1 above shall be increased by an amount equal to 2.0% of the amount in effect for the prior Fiscal Year.

¹ These tax levies are for services and do not go toward payment of Bond-debt incurred for infrastructure improvements. The City is authorized to levy the Services Special Tax in perpetuity.

Services Special Taxes. The maximum Services Special Tax in the CFD is established by the RMA, as follows:

TABLE 2
Maximum Services Special Tax

Land Use	Maximum Services Special Tax Before Transition Year	Maximum Services Special Tax In and After Transition Year (in Fiscal Year 2021-22 \$)*
Single Family Residential Property	\$0 per Residential Unit	\$394 per Residential Unit
Taxable Public Property Taxable HOA Property	\$0 per Acre	\$1,127 per Acre
Undeveloped Property	\$0 per Acre	\$1,127 per Acre

* Beginning July 1, 2022 and each July 1 thereafter until the Transition Year, the Services Special Taxes in Table 2 shall be increased by 2.0% of the amount in effect in the prior Fiscal Year. On July 1 of the Transition Year and each July 1 thereafter, the Services Special Taxes and the Maximum Services Special Tax assigned to each Parcel shall be adjusted by the Escalation Factor.

As described above, the RMA establishes a two-phase structure for Services Special Taxes, in which the Services Special Tax will be \$0 until the occurrence of the Transition Event described above.

STRATEGIC PLAN

The actions to form the CFD to finance the Facilities and Services described in this Report relate to the Council's Governance Strategic Plan, Goal 2 "Ensure continued fiscal sustainability through financial and budgetary stewardship", and Objective No. 3 "Identify new revenue opportunities".

FISCAL IMPACT

There is no cost to the General Fund associated with this request. The costs of forming the CFD are being paid by the Developer.

Bonds and other debt issued by the City for the CFD will be paid only by Facilities Special Taxes.

After the Trigger Event, the Facilities Special Tax will cease to be levied, and the Services Special Tax will thereafter be levied.

RECOMMENDATION

That Council:

1. Hold the public hearings, and after closing the hearings, consider the following actions
 - a. **“Resolution of Formation of Community Facilities District,”** which will establish the CFD;
 - b. **“Resolution Determining Necessity to Incur Bonded Indebtedness and Other Debt,”** which will determine the need to issue bonds to finance the Facilities; and the
 - c. **“Resolution Calling Special Election,”** which will call for the property owner vote to approve the Facilities Special Tax and the Services Special Tax, the proposed bonded indebtedness and other debt and the appropriations limit for the CFD.
2. Upon the City Clerk and Mayor’s announcement of the election results, perform the following actions:
 - a. Consider and adopt **“Resolution Declaring Results of Special Election and Directing Recording of Notice of Special Tax Lien.”**
 - b. Consider and introduce Ordinance entitled **“An Ordinance of the City Council of the City of Tracy Levying Special Taxes Within City of Tracy Community Facilities District No. 2021-1 (Hillview).”**

Prepared by: Karin Schnaider, Finance Director
Chris Lynch, Jones Hall
Susan Goodwin, Goodwin Consulting Group

Reviewed by: Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

- A: Acquisition Agreement
B: Community Facilities District Report

ACQUISITION AGREEMENT

Relating to:

**City of Tracy
Community Facilities District No. 2021-1
(Hillview)**

THIS ACQUISITION AGREEMENT (this "Agreement"), dated as of _____, 2021, is by and between the City of Tracy, a municipal corporation and general law city (the "City"), for itself and on behalf of City of Tracy Community Facilities District No. 2021-1 (Hillview) (the "CFD"), and Lennar Homes of California, Inc., a California corporation (the "Developer").

RECITALS

A. The City Council of the City has established the CFD under the Mello-Roos Community Facilities Act of 1982, as amended, Chapter 2.5 of Part 1 (commencing with Section 53311) of Division 2 of Title 5 of the California Government Code (the "Act") for the financing of the facilities described in the City's Resolution No. _____ (the "Resolution of Formation") adopted by the City Council on _____, 2021, certain capital facility fees, and certain public services described in the Resolution of Formation.

B. The CFD was created to assist in financing facilities and capital facility fees required to be constructed or paid as a condition of developing the Hillview Project (as defined herein). The Developer is the developer of the Hillview Project, and this Agreement applies solely to the Facilities as described in Exhibit A.1 attached hereto and the Authorized Fees necessary to develop the Hillview Project as described in Exhibit A.2 attached hereto. The Facilities and Authorized Fees are authorized to be financed by the CFD under the Resolution of Formation.

C. The Hillview Project is located in the CFD. The Rate and Method of Apportion of Special Tax for the CFD (the "Rate and Method") provides for a facilities special tax (the "Facilities Special Tax") and a services special tax (the "Services Special Tax"). The maximum Services Special Tax will initially be \$0. Upon the occurrence of a Transition Event (as defined and set forth in the Rate and Method), the maximum Facilities Special Tax will be reduced to \$0 and the maximum amount of the Services Special Tax will increase to the amounts set forth in the Rate and Method.

D. The Facilities are necessary to mitigate impacts arising from development occurring from the Hillview Project, and the City will benefit from a coordinated plan of design, engineering and construction of the Facilities and the development of the Hillview Project.

E. The City has determined that it will obtain no advantage from undertaking the construction of the Facilities and that the Facilities may be constructed by the Developer as if they had been constructed under the direction and supervision, or under the authority of, the City (as such direction, supervision, and authority is set forth in this Agreement).

F. The City is proceeding with the authorization and issuance of bonds and other debt (as defined in the Act) for and on behalf of the CFD (collectively, the "Bonds") under the Act.

DEFINITIONS

Capitalized terms used in this Agreement, in addition to those defined in the Recitals to this Agreement, shall have the following meanings:

“Accept,” “Accepted,” and “Acceptance” mean, with respect to a Facility or Land Interest, acceptance by resolution of the City Council of the City of Tracy of the proffered Facility or Land Interest.

“Act” is defined in Recital A.

“Actual Cost” means, with respect to a Facility, an amount equal to the sum of (a) the Developer’s actual, reasonable cost of constructing such Facility, including labor, material and equipment costs, (b) the Developer’s actual, reasonable cost of preparing the Plans for such Facility, (c) the Developer’s actual, reasonable cost of environmental evaluations required in the City’s reasonable determination specifically for such Facility, (d) the amount of the fees actually paid by the Developer to governmental agencies in order to obtain permits, licenses or other necessary governmental approvals for such Facility, (e) the Developer’s actual, reasonable cost for professional services directly related to the construction of such Facility, including engineering, inspection, construction staking, materials testing and similar professional services, (f) the costs incurred by the Developer for construction management and supervision, which cost shall not exceed 5% of the cost of constructing such Facility, as determined pursuant to clause (a) of this definition, (g) the Developer’s actual, reasonable cost of any title insurance required hereby for such Facility, (h) the Developer’s actual cost of any payment and performance bonds required to construct the Facility, (i) any construction management and program management fees charged by the City for the construction of a Facility, (j) any administration and oversight charges paid to the City for the implementation of this Agreement, and (k) the Developer’s actual, reasonable cost of any real property or interest therein acquired from a party other than the Developer, which real property or interest therein is either necessary for the construction of such Facility (*e.g.*, temporary construction easements, haul roads, etc.) or is required to be conveyed with such Facility in order to convey title thereto to the City; *provided, however*, that no item of cost relating to a Facility shall be included in more than one category of cost under this definition; and *provided further, however*, that each item of cost shall be chargeable to the capital account for the Facility under generally accepted accounting principles.

“Agreed-Upon Allocation” has the meaning given such term in Section 5(f) herein.

“Authorize” or “Authorization” means either of the following, as the context requires: (i) where payment of a requisition is to be made from Sources held and maintained by the Fiscal Agent, the terms mean that the City provides whatever documentation and written authorization under the Fiscal Agent Agreement as is necessary for the Fiscal Agent to make payment on the requisition from the applicable Sources; and (ii) where payment of a requisition is to be made from Sources held and maintained by the City, the terms mean that the City authorizes and pays the applicable amount to the Developer pursuant to the requisition.

“Authorized Fees” means the capital facilities fees that are authorized to be financed by the CFD and that are used to construct or acquire facilities, as further described in Exhibit A.2 attached hereto. Exhibit A may be modified at any time by the Developer for the purpose of identifying Authorized Fees, subject to the written approval of the City Engineer, without City Council approval.

"Bonds" is defined in Recital F.

"CFD Goals" means the City of Tracy Local Goals and Policies for Community Facilities Districts adopted by the City Council of the City of Tracy on February 4, 2014 by Resolution No. 2014-19.

"City Engineer" means the City Engineer of the City or such other official of the City acting in such capacity, or the designee of such official.

"City Facilities" means the Facilities (and Discrete Components thereof) that are to be acquired by the City.

"Conditions of Approval" means any and all conditions of approvals and mitigation measures imposed in connection with the granting of the land use entitlements, permits and approvals for the development of the Hillview Project, including but not limited to any subdivision improvement agreement, owner participation agreement, development agreement, or other agreement with the City relating to the development of the Hillview Project or the installation of the Facilities.

"Deposit" has the meaning given such term in Section 8(f) herein.

"Developer Allocation" has the meaning given such term in Section 5(f) herein.

"Discrete Components" means the components of each Facility, as described in Exhibit A.3 attached hereto. Discrete Components may, as provided herein, be the subject of a payment request under Section 5.b of this Agreement. Exhibit A may be modified at any time by the Developer for the purpose of identifying Discrete Components of a Facility, subject to the written approval of the City Engineer, without City Council approval.

"Facilities" means, collectively, each and every Facility.

"Facilities Special Tax" is defined in Recital C.

"Facility" means (A) for a City Facility, an infrastructure facility (i) that is the subject of a subdivision improvement agreement or an offsite improvement agreement with the City and (ii) that is described in Exhibit A.1 hereto, and (B) for other than a City Facility, an infrastructure facility that is described in Exhibit A.1 hereto. Exhibit A may be modified at any time by the Developer for the purpose of identifying Facilities, subject to the written approval of the City Engineer, without City Council approval.

"Fiscal Agent" means the fiscal agent, trustee, or other paying agent under the Fiscal Agent Agreement.

"Fiscal Agent Agreement" means the indenture, fiscal agent agreement, resolution or other agreement under which the Bonds are issued, as such Fiscal Agent Agreement may be supplemented from time to time to accommodate additional bond issuances or as it may be amended from time to time.

"Hillview Project" means the project known as the KT Project or the Hillview Project, located in the City of Tracy.

“Improvement Fund” has the meaning given such term in Section 3(b) herein.

“Land Interest” has the meaning given such term in Section 6(a) herein.

“Plans” means the plans, specifications, schedules and related construction contracts for the Facilities and/or any Discrete Components thereof approved by, and pursuant to the applicable standards of, the City or other entity that will own, operate or maintain the Facilities when completed and acquired.

“Prepayment Fund” has the meaning given such term in Section 3(a) herein.

“Principal Payment Date” shall mean, with respect to Bonds issued for the CFD, the semi-annual payment date on which principal or sinking fund payments on such Bonds are, in any year, payable. For example, if the principal amount of Bonds are payable on September 1, the Principal Payment Date shall be September 1, regardless of whether principal payments are actually due in any particular year.

“Purchase Price” means the amount paid by the City for a Facility and/or any Discrete Components thereof determined in accordance with this Agreement.

“Rate and Method” means the rate and method of apportionment of the special tax for the CFD.

“Remainder Taxes” shall mean, for the CFD, the special taxes collected during the Remainder Taxes Period for the CFD, calculated and payable as follows: (i) if Bonds have been issued for the CFD, then in each year as of the day following the Principal Payment Date, any special taxes collected from property within the CFD in excess of: (a) debt service on such outstanding Bonds for the CFD due in the current calendar year, if any; (b) administrative costs for the CFD (including any priority administrative costs); and (c) amounts required to replenish the reserve fund as of the previous Principal Payment Date; and (ii) if Bonds have not been issued on behalf of the CFD, then as of May 1 and November 1 of each year, any special taxes collected from property within the CFD during the prior six month period in excess of any administrative costs for the CFD payable in the preceding six month period. Remainder Taxes shall no longer be collected for the CFD once the Transition Event occurs.

“Remainder Taxes Fund” has the meaning given such term in Section 3(c)(iii) herein.

“Remainder Taxes Period” means a period of 15 Fiscal Years, commencing from the fiscal year in which the first levy of special taxes in the CFD occurs, in which Remainder Taxes are collected and applied as further described in Section 3.c. herein.

“Resolution of Formation” is defined in Recital A.

“Services Special Tax” is defined in Recital C.

“Sources” shall mean, collectively, (i) the proceeds of Bonds for the CFD, (ii) Remainder Taxes for the CFD, (iii) prepayments of special taxes under the Rate and Method prior to the issuance of the first series of Bonds for the CFD, and (iv) prepayments of special taxes under the Rate and Method after the issuance of the first series of Bonds in the CFD to the extent that

such prepayments are allocated to the costs of Facilities and Authorized Fees pursuant to the Rate and Method, all as further described in Section 3 herein.

“Transition Event” is defined in the Rate and Method.

AGREEMENTS

In consideration of the mutual promises and covenants set forth herein, and for other valuable consideration, the sufficiency of which is hereby acknowledged, the City and the Developer agree as follows:

1. Recitals; Applicability.

a. Recitals. The City and the Developer represent and warrant, each to the other, that the above recitals, as applicable to each, are true and correct.

b. Applicability. This Agreement is applicable to the acquisition of the Facilities and the funding of the Authorized Fees from the Sources generated from the CFD.

2. Sale of Bonds.

a. City Proceedings. The City intends to issue one or more series of Bonds for and on behalf of the CFD to carry out the purposes of the CFD as set forth in the Resolution of Formation. Developer may submit written requests that City issue Bonds, specifying requested issuance dates, amounts, and main financing terms. Following Developer's request, Developer and City will meet with City's public financing consultants to determine reasonable and appropriate issuance dates, amounts, and main financing terms that are consistent with this Agreement and the CFD Goals. Nothing herein shall be construed as requiring the City to issue Bonds for the CFD or as requiring the Developer to construct the Facilities, except as specifically provided in this Agreement.

3. Sources of Funds.

a. Prepayments. To the extent authorized under the Rate and Method, any prepayments of special tax obligations CFD before the issuance of the first series of Bonds for the CFD shall be placed in a special fund to be held by the City (the “Prepayment Fund”), separate and apart from the proceeds of the Bonds and Remainder Taxes. After the issuance of the first series of Bonds for the CFD, prepayments of special tax obligations shall be deposited in the Prepayment Fund only to the extent that portions of such prepayments are required by the Rate and Method to be allocated to the costs of Facilities and Authorized Fees. Moneys in the Prepayment Fund shall be a source for the payment of the costs of the acquisition of the Facilities and the Discrete Components thereof and the payment of Authorized Fees, and shall be applied in the same manner as the proceeds of Bonds and Remainder Taxes.

b. Bond Proceeds.

(i) The proceeds of each series of Bonds shall be deposited, held, invested, reinvested and disbursed as provided in the Fiscal Agent Agreement. The net proceeds of the Bonds shall be set aside under the Fiscal Agent Agreement in a separate improvement fund (the “Improvement Fund”). Moneys in the Improvement Fund shall be withdrawn therefrom, in accordance with the provisions of the Fiscal Agent Agreement,

for payment of all or a portion of the costs of acquisition of the Facilities and the payment for Discrete Components thereof and the payment of Authorized Fees, all as herein provided.

(ii) The Developer agrees that the City shall direct the investment of the funds on deposit in the funds and accounts established by or pursuant to the Fiscal Agent Agreement, including the Improvement Fund, and that the Developer has no right whatsoever to direct investments under the Fiscal Agent Agreement.

(iii) The City shall have no responsibility whatsoever to the Developer with respect to any investment of funds under the Fiscal Agent Agreement, including any loss of all or a portion of the principal invested or any penalty for liquidation of an investment. Any such loss may diminish the amounts available in the Improvement Fund to pay the Purchase Price of Facilities and Discrete Components hereunder and to pay Authorized Fees. The Developer further acknowledges that the obligation of any owner of real property in the CFD, including the Developer to the extent it owns any real property in the CFD, to pay special taxes levied in the CFD is not in any way dependent on (i) the availability of amounts in the Improvement Fund to pay for all or any portion of the Facilities or Discrete Components thereof hereunder or to pay any Authorized Fees, or (ii) the alleged or actual misconduct of the City in the performance of its obligations under this Agreement, the Fiscal Agent Agreement, any subdivision agreement or amendment thereto or any other agreement to which the Developer and the City are signatories.

(iv) Under the Rate and Method, the Facilities Special Tax will be used, among other things, to pay the debt service on any Bonds. The City and the Developer understand and agree that Bonds shall be issued in one or more series over time as necessary to finance the acquisition of the Facilities and the payment of the Authorized Fees, and that the Transition Event cannot occur until all series of Bonds within the CFD have been issued and fully repaid.

c. Remainder Taxes.

(i) As set forth in the Rate and Method, for the CFD, through the 15th fiscal year in which the special tax is levied in the CFD, the Facilities Special Tax will be levied on Developed Property (as defined in the Rate and Method) in the amount of the Maximum Facilities Special Tax (as defined in the Rate and Method), and any Remainder Taxes will be used on a pay-go basis to pay the Purchase Price of the Facilities, Discrete Components, and the Authorized Fees, at the direction of the Developer. Through the 15th fiscal year in which the Facilities Special Tax is levied in the CFD, once all of the Facilities, Discrete Components, and Authorized Fees for the CFD are paid for, the City may direct the use of the Remainder Taxes.

(ii) Commencing in the 16th fiscal year of the levy of the Facilities Special Tax in the CFD, the City may direct the use of the Remainder Taxes in its sole direction in accordance with the Resolution of Formation and the Rate and Method.

(iii) All Remainder Taxes shall be placed in a special fund to be held by the City (the "Remainder Taxes Fund"), separate and apart from the proceeds of the Bonds and prepayments of special taxes. Moneys in the Remainder Taxes Fund shall be a source for the payment of the costs of the acquisition of the Facilities and the Discrete

Components thereof and the payment of the Authorized Fees and shall be applied in the same manner as the proceeds of Bonds and prepayments of special taxes.

d. Limitation. The City shall not be obligated to pay the Purchase Price of the Facilities or any Discrete Components thereof or the Authorized Fees except from the Sources. The City makes no warranty, express or implied, that the Sources will be sufficient for payment of the Purchase Price of the Facilities or any Discrete Components thereof or the Authorized Fees. The Developer acknowledges that any lack of availability of the Sources to pay the Purchase Price of Facilities or any Discrete Components thereof and the Authorized Fees shall in no way diminish any obligation of the Developer with respect to the construction of or contributions for public facilities or the payment of fees required by the Conditions of Approval to the extent that the Developer is so obligated.

e. Compliance with Applicable Law. Notwithstanding any other provision of this Agreement, the City shall not be obligated to make any payment to the Developer under this Agreement to the extent it would cause the City to violate applicable law, including but not limited to federal tax law with respect to any tax-exempt Bonds, and the Act.

4. Construction of the Facilities. Except as provided in the next sentence, tThe provisions of this Section 4 apply to both the City Facilities and the Facilities to be acquired by a utility or other local agency (other than the City). The provisions of subsections (c), (e), (f), (g), and (h) apply only to the City Facilities.

a. Plans and Specifications. The Developer represents that it has obtained or will obtain approval of the Plans from all appropriate departments of the City and from any other public entity or public utility from which such approval must be obtained. The Developer further represents that the Facilities have been or will be constructed in full compliance with such Plans and any change orders thereto, as approved in the same manner. Copies of all Plans for City Facilities shall be provided by the Developer to the City Engineer.

b. Construction of Facilities. All Facilities to be acquired hereunder shall be constructed by or at the direction of the Developer in accordance with the approved Plans and the Conditions of Approval. The Developer shall perform all of its obligations hereunder and shall conduct all operations with respect to the construction of the Facilities in a good, workmanlike and commercially reasonable manner, with the standard of diligence and care normally employed by duly qualified persons utilizing their best efforts in the performance of comparable work and in accordance with generally accepted practices appropriate to the activities undertaken. The Developer shall employ at all times adequate staff or consultants with the requisite experience necessary to administer and coordinate all work related to the design, engineering, acquisition, construction and installation of the Facilities to be acquired by the City from the Developer hereunder.

The Developer shall be obligated: (i) to construct and cause conveyance to the City all City Facilities (including Discrete Components thereof) in accordance with the Conditions of Approval and the Developer's timing of development of the Hillview Project, and subject to acquisition by the City and other local agencies pursuant to this Agreement, (ii) to use its own funds to pay all costs associated with such construction and conveyance(s), except as may be otherwise expressly provided in the Conditions of Approval, and (iii) to assign to the City all warranties and guarantees provided to Developer in connection with the construction of such Facilities (including Discrete Components thereof).

The Developer shall not be relieved of its obligation to construct each City Facility (including Discrete Components thereof) and convey each such Facility to the City in accordance with the Conditions of Approval, even if the total Sources available over time is insufficient to pay the Purchase Price thereof. This Agreement shall not affect any obligation of any owner of land in the Hillview Project relating to the public improvements required in connection with the development of land within the Hillview Project, whether such obligation is imposed as a Condition of Approval or arises under any other law, regulation, government approval, or for any other reason.

c. Bid Procedures. The following bid procedures shall apply to all work to be performed by Developer under this Agreement.

(i) Developer shall prepare a bid package and the form of the required notices for review and comment by the City Engineer. The City Engineer shall respond with any comments within ten (10) calendar days. The failure to respond shall be deemed approval.

(ii) Developer shall mail notices inviting formal bids. The notices shall be distributed (by mail or electronic mail) no more than thirty (30) calendar days before the opening date of the bids. The notices shall distinctly describe the project and state the time and place for submission of bids and may disclose the Developer's right to elect to perform the work under Section 53329.5 of the Act.

(iii) Bids shall be submitted to the Developer either via hard copy or email. The bids shall be received and opened by the Developer and there shall be no requirement for a public bid opening. After the bids are received and opened by the Developer, the Developer may contact one or more of the bidders and request clarification of any bid or adjustments to the bid to comply with the specifications of the proposed project so that all bids may be evaluated on a comparable basis.

(iv) Developer shall submit to the City written evidence of compliance with the competitive bidding procedures set forth herein, including evidence of the required noticing, a listing of all responsive bids and their amounts (as adjusted pursuant to subsection (iii), if applicable), and the name or names of the contractor or contractors to whom Developer proposed to award the contracts for such construction.

(v) The contract for the construction of a Facility shall be awarded to the responsible bidder submitting the lowest responsive bid (as adjusted pursuant to subsection (iii), if applicable) for the construction of such Facility or, if the Developer elects to perform the work pursuant to Section 53329.5 of the Act, the Developer shall perform the work at the prices specified in the bid of the lowest responsible bidder.

d. Prevailing Wages. The Developer covenants that, with respect to any contracts or subcontracts for the construction of the Facilities, it will assure complete compliance with any applicable law or regulation for the payment of prevailing wages for such construction.

e. Relationship to Public Works. This Agreement is for the acquisition of the Facilities or Discrete Components thereof by the City from the Developer and is not intended to be a public works contract. The City and the Developer agree that the provisions of the California Public Contracts Code do not apply to the construction of the Facilities. The City and the Developer agree that this Agreement is necessary to assure the timely and satisfactory completion of the Facilities and establishes the terms under which the Facilities shall be

constructed as if they were constructed under the direction and supervision, or under the authority of, the City, as required by the Act.

f. Contracts and Change Orders. The Developer shall be responsible for entering into all contracts and any change orders required for the construction of the Facilities. Except as provided in the next sentence, all such contracts and change orders shall be submitted to the City Engineer for review and approval. Change orders shall not be required to be submitted to the City Engineer for review or approval provided both of the following are satisfied: (i) the amount of such change order is the lesser of 10% of the contract price or \$100,000, and (ii) the cumulative dollar amount of change orders for the applicable Discrete Component or Facility implemented without the review and approval of the City Engineer does not exceed the lesser of 10% of the total contract value for the Discrete Component or Facility or \$250,000.

g. Independent Contractor. In performing this Agreement, the Developer is an independent contractor and not the agent or employee of the City or the CFD. Neither the City nor the CFD shall be responsible for making any payments to any contractor, subcontractor, agent, employee or supplier of the Developer.

h. Periodic Meetings. From time to time at the request of the City Engineer, representatives of the Developer shall meet and confer with City staff, consultants and contractors regarding matters arising hereunder with respect to the Facilities and the progress in constructing and acquiring the same, and as to any other matter related to the Facilities or this Agreement. The Developer shall advise the City Engineer in advance of any coordination and scheduling meetings to be held with contractors relating to the Facilities, in the ordinary course of performance of an individual contract. The City Engineer or its designated representative shall have the right to be present at such meetings, and to meet and confer with individual contractors if deemed advisable by the City Engineer to resolve disputes and/or ensure the proper completion of the Facilities.

i. Non-City Facilities. Any Facilities (and any Discrete Components thereof) to be owned by a utility or a local agency other than the City shall be bid and constructed in accordance with an agreement between the Developer and the utility or agency.

i. Reimbursement for Costs of Facilities on Property Not Owned by Developer. In some cases, the Developer may purchase land through an affiliated entity and use that affiliated entity to construct Facilities on such land. For purposes of this Agreement, Facilities constructed by Developer's affiliate on the affiliate's property are referred to as "Affiliate Facilities." The City agrees that so long as the Affiliate Facilities are constructed in accordance with the provisions of this Agreement, the Affiliate Facilities may be financed by available Sources notwithstanding that the land and Affiliate Facilities being acquired hereunder will be purchased from an affiliated entity and that the affiliated entity bid and entered into, and paid the costs under, the contracts for the constructed Affiliate Facilities. Developer agrees that, notwithstanding its use of an affiliate for the described purposes, Developer shall remain liable to the City for all aspects of the Affiliate Facilities' compliance with the terms of this Agreement, in the same manner and to the same extent as if the Affiliate Facilities were constructed on Developer's property.

5. Payment for the Facilities. The Developer hereby agrees to sell the Facilities to the City, and the City hereby agrees to use the Sources to pay the Purchase Price thereof to the Developer, subject to the terms and conditions hereof.

a. Inspection. No payment hereunder shall be made by the City to the Developer for a Facility or Discrete Component thereof until the Facility or Discrete Component thereof has been inspected by the City or other applicable public entity or utility and found to be constructed in accordance with the Plans approved by the City or other applicable public entity or utility. For Facilities to be acquired by the City, the Developer shall request inspection using applicable City procedures. For Facilities to be acquired by other public entities or utilities, the Developer shall be responsible for obtaining such inspections and providing written evidence thereof, to the reasonable satisfaction of the City Engineer. The Developer agrees to pay all inspection, permit and other fees of the City applicable to construction of the Facilities, which fees may be subject to reimbursement under this Agreement as part of the Actual Cost of the Facilities.

b. Request for Payment. Any request for payment hereunder by the Developer shall be in a form acceptable to the City and shall include such supporting documentation to substantiate such request as the City may require. For any request for payment, the following shall apply:

(i) Substantiation of Costs. The Developer shall provide any documentation substantiating the Actual Cost of the Facilities reasonably requested by the City Engineer. There shall be a presumption of reasonableness as to the Actual Costs incurred under a construction contract (or change order) entered into as a result of a call for bids by the Developer in accordance with this Agreement (or similar procedure approved by the City Engineer), provided that no extraordinary limitations or requirements (such as a short time frame) are imposed by the Developer on the performance of such contracts. For any Facility to be acquired by a public entity or utility other than the City, the Developer shall, at the City's request, provide written evidence, to the reasonable satisfaction of the City Engineer, of the approval of such Actual Cost substantiation and approval of such Facility from such entity or utility when requesting payment.

(ii) Payment Request and Supporting Materials. In order to receive the Purchase Price for a completed Facility or Discrete Component, inspection thereof under Section 5(a) shall have been made and the Developer shall deliver to the City Engineer: (i) a payment request for such Facility or Discrete Component, together with all supporting documentation required by this Agreement to be included therewith, and (ii) if payment is requested for a completed Facility, (a) if the property on which the Facility is located is not owned by the City (or other applicable public agency that will own the Facility) at the time of the request, a copy of the recorded documents conveying to the City (or other applicable public agency that will own the Facility) title to the real property on, in or over which such Facility is located, as described in Section 6 hereof, (b) a copy of the unconditional lien release for such Facility (for a Facility or the final Discrete Component only, if applicable), (c) to the extent paid for with the proceeds of the Bonds, an assignment to the City of any reimbursements that may be payable with respect to the Facility, such as public or private utility reimbursements, and (d) an assignment of the warranties and guaranties for such Facility, as described in Section 6 hereof, in a form acceptable to the City.

c. Conditions for Payment. The City shall not be obligated to pay the Purchase Price of any Facility or Discrete Component until the Facility or Discrete Component is constructed and the processing requirements of this Section 5 for such Facility or Discrete Component have occurred. In any event, the City shall not be obligated to pay the Purchase Price for any Facility or Discrete Component except from the Sources.

d. Purchase Price. The Purchase Price shall be determined by the City Engineer as described in paragraph (e) below and the criteria of Section 5(a)-(c) above. The Purchase Price paid hereunder for any Facility or Discrete Component thereof may be paid in any number of installments as Sources become available.

e. Payments to the Developer. The Developer may request in writing a payment of the Purchase Price of any Facility or Discrete Component thereof as described in Exhibits A.1 and A.3 hereto subject to the following:

(i) Compliance with Conditions. The Developer shall first comply with Subsections 5 (a) through (c) above and shall have demonstrated the ability to comply with Section 6 below, all to the satisfaction of the City Engineer.

(ii) Amounts of Payments. The Purchase Price shall be determined to fairly reflect the Actual Cost of the Facility or Discrete Component thereof to be acquired, and specified in a cost certificate therefor prepared by the City Engineer. The Purchase Price shall in no event exceed Actual Costs of the Facility or Discrete Component thereof.

(iii) Retainage.

(A) If the Developer is requesting the Purchase Price for a completed Facility, the City shall pay 95% (the "First Installment") of the Purchase Price of a Facility prior to Acceptance of the Facility and the Sources will be earmarked for the remaining 5% (the "Second Installment") of the Purchase Price of a Facility. The Second Installment will be payable when the Facility is Accepted. The City and the Developer acknowledge that a completed Facility does not have to be Accepted by the City as a condition precedent to the payment of the First Installment of the Purchase Price for such Facility, but any First Installment shall not be made until the Facility has been constructed in accordance with the Plans therefor, as determined by the City Engineer.

(B) If the Developer is requesting the Purchase Price for a Discrete Component of a Facility, the City shall pay the First Installment of the Purchase Price of the Discrete Component prior to Acceptance of the Facility of which the Discrete Component is a part and the Sources will be earmarked for the remaining 5% of the Purchase Price of the Discrete Component. The Second Installment will be payable when the Facility of which the Discrete Component is a part is Accepted. The City and the Developer acknowledge that a Discrete Component (or the Facility of which it is a part) has been identified for payment purposes only and that the City shall not Accept a Facility of which a Discrete Component is a part until the Facility has been completed. Accordingly, neither the Discrete Component nor the Facility for which the Discrete Component is a part has to be Accepted by the City as a condition precedent to the payment of the First Installment of the Purchase Price for such Discrete Component, but any such First Installment shall not be made until the Discrete Component has been constructed in accordance with the Plans therefor, as determined by the City Engineer and, for Facilities, the Developer shall provide for maintenance of the Discrete Component, in a manner acceptable to the City, until the Discrete Component is Accepted by the City.

(iv) City Response to Requests for Payment. Any request for payment by the Developer for a Discrete Component or Facility shall be made to the City Engineer in a form acceptable to the City and include the supporting documentation herein specified. The request for payment shall be for the entirety of the Purchase Price of the Facility or Discrete Component (i.e., both the First Installment and the Second Installment). Within fourteen (14) calendar days of receipt of any request, or such longer period to which the City and the Developer may agree, the City Engineer shall review such request to: (i) determine that it is complete; or (ii) determine that the request is incomplete and to request in writing additional information and documentation reasonably necessary for the City Engineer to complete the review. If the City Engineer notifies Developer that the request is incomplete, the time period for the City Engineer to determine whether or not the request is complete shall be extended until fourteen (14) calendar days following the date that Developer provides the additional information and documentation requested by the City. If the City Engineer fails to notify Developer within the applicable 14-day review period that a request is incomplete, the request will be deemed complete. Within eighteen (18) calendar days after the date a request is determined or deemed to be complete, the City Engineer will review the request to confirm that all conditions in this Agreement have been satisfied, to the extent applicable, and provide notice to Developer that: (i) the request is approved (which will be confirmed by counter-signing the request); (ii) the request is disapproved in whole, specifying in the notice the reason(s) for disapproval; or (iii) subject to the last sentence of Section 5.e.(vi) below, the request is disapproved in part, specifying in the notice the reason(s) for disapproval. If the request is disapproved in part and meets the requirements of the last sentence of Section 5.e.(vi) below, the City Engineer will process the portion of the request that was not disapproved for payment under subsection (e)(v) below. Developer may resubmit any request disapproved in whole or in part with additional supporting documentation, which resubmission shall be processed by the City in the same manner as an original request for payment under this Section 5.e.(iv). If, at the end of the 18-day review period, the City Engineer fails to approve or disapprove a request for payment, the Developer may send a written notice to the City Engineer notifying the City Engineer of such failure and informing the City Engineer that it has ten (10) calendar days to approve or disapprove the request for payment or the request shall be deemed approved. The foregoing request shall not be deemed a default notice under Section 11(c) herein. The process for review of all payment requests made pursuant to this Section 5 are subject to subsection (e)(vi) below.

(v) Payment by the City from the Sources. Within seven (7) calendar days after approving a request (in whole or in part) or after the deemed approval of a request, the City shall Authorize payment of the First Installment to be made to the Developer exclusively from one or more of the Sources pursuant to the applicable provisions of the Fiscal Agent Agreement or otherwise. The City may Authorize any payment jointly to the Developer and any mortgagee or trust deed beneficiary, contractor or supplier of materials, as their interests may appear, or solely to any such third party, if the Developer so requests the same in writing or as the City otherwise determines such joint or third party payment is necessary to obtain lien releases. If there are insufficient Sources to pay the full amount of the First Installment or Second Installment, as applicable, of a payment request, then the City shall Authorize payment of as much of the amount on the First Installment or Second Installment, as applicable, of the payment request as there are Sources available, and the payment of the balance of the First Installment or Second Installment of a payment request shall be deferred until there are sufficient Sources available to pay the remaining balance of the First Installment or

Second Installment, as applicable, of the payment request. Promptly following the availability of Sources, the City shall, from time to time and in as many installments as necessary, Authorize payment of the remaining balance of the payment request. Any provision in this Agreement to the contrary notwithstanding, in response to any request for payment under this Section 5, the City shall not be required to make any payments of the First Installment or Second Installment, as applicable, from Sources held and maintained by the City unless, at the time payment is required under this Agreement, (i) there are insufficient funds available in the Sources held and maintained by the Fiscal Agent to fully satisfy the request or (ii) the Sources held and maintained by the Fiscal Agent may not be applied to pay for the Facilities that are the subject of the payment request under federal tax law or otherwise. Payment requests may be paid (i) in any number of installments as Sources become available and (ii) irrespective of the length of time of such deferral of payment. In no event shall the City be required to Authorize or make payments for Facilities or Discrete Components from any funding sources other than the Sources.

(vi) General Cooperation. In connection with processing any payment request under this Agreement, the City and the City Engineer will use good faith efforts to request any additional information required to process the request as soon as practicable following the submission of the original materials, and to make each additional information request comprehensive and thorough to minimize the number of requests delivered, and Developer will use its good faith efforts to provide a thorough, organized, and complete response to each request. Developer is authorized to communicate directly with the City, the City Engineer, and their designees, agents, and contractors to facilitate any additional information request, to facilitate the prompt resolution of any technical issues, and to minimize the amount of time it takes to resolve outstanding issues. In addition to the foregoing, and except as otherwise is provided for herein, the Parties agree that: (1) if a payment request includes more than one Discrete Component or Facility, it will not withhold payment Authorization on any Discrete Component or Facility that has been approved and will withhold payment Authorization only on such Discrete Components and Facilities that have not been approved; and (2) in no event will the City make a partial payment for a single Discrete Component or Facility (except in cases where the Facility is comprised of more than one Discrete Component, in which case the City will make separate payments for each Discrete Component of such Facility otherwise eligible for payment hereunder).

f. Allocation of Costs. If Developer incurs costs that (1) apply to more than one Facility or Discrete Component (e.g., soft costs (which shall not exceed forty percent (40%) of the construction costs of the Facility or Discrete Component)) or (2) apply to both Facilities or Discrete Components and improvements other than the Facilities or Discrete Components (e.g., grading), Developer shall allocate, or cause the contractor to reasonably allocate, such costs between the Facilities or Discrete Components (in the case of clause (1)) or between the Facilities or Discrete Components and the improvements other than the Facilities or Discrete Components (in the case of clause (2)) (the "Developer Allocation"). The Developer Allocation shall be presumed to be reasonable and shall be accepted for all purposes of this Agreement unless the City notifies Developer of its good-faith reasonable disapproval of the allocation as part of the City's written response to the applicable payment request under Section 5.e.(iv) above. If the City has properly disapproved the Developer Allocation, then the City and Developer shall promptly allocate such costs, on a reasonable basis, between the Facilities or Discrete Components (in the case of clause (1)) or between the Facilities or Discrete Components and the improvements other than the Facilities or Discrete Components (in the

case of clause (2)) (the “Agreed-Upon Allocation”). Based on the Developer Allocation or the Agreed-Upon Allocation, as applicable, the City shall include the costs allocated to a specific Facility or Discrete Component as part of the Actual Costs of such Facility or Discrete Component when such Facility or Discrete Component is subject to a payment request.

g. Expectations of the Parties. The City understands and agrees that (i) Developer will be constructing Facilities or Discrete Components prior to the availability of Sources that will be used to pay for such Facilities or Discrete Components, (ii) the City or the other public agencies that will own and operate such Facilities or Discrete Components may be inspecting such Facilities or Discrete Components and processing and completing payment requests for the payment on such Facilities or Discrete Components with knowledge that there may be insufficient Sources available at such time, (iii) the Facilities or Discrete Components may be conveyed to and Accepted by the City or other local agency that will own and operate such Facilities or Discrete Components when there are insufficient Sources to pay the Purchase Prices of such Facilities or Discrete Components, and (iv) in any such case, the payment of any approved payment requests for the Purchase Prices of such Facilities or Discrete Components will be deferred until there are sufficient Sources available to pay the Purchase Prices of such Facilities or Discrete Components, at which time the City will make such payments in accordance with this Agreement. At all times, Developer will be constructing such Facilities or Discrete Components with the expectation that the Purchase Prices for such Facilities or Discrete Components will be paid solely from the Sources. The conveyance of Facilities or Discrete Components to the City or a local agency that will own and operate such Facilities or Discrete Components prior to receipt of the Purchase Prices for such Facilities or Discrete Components shall not be construed as a dedication or gift, or a waiver of the payment of the Purchase Prices, or any part thereof, for such Facilities or Discrete Components.

6. Ownership and Transfer of the Facilities; Maintenance; Warranties. Any of the Facilities to be owned by public entities or utilities other than the City shall be conveyed in accordance with the entity’s or utility’s policies and procedures. For the Facilities to be owned by the City, the following applies:

a. Land. For purposes of this Agreement, the term “Land Interest” includes fee simple title or such lesser interests (including easement and/or rights of way) as are required and approved by the City and are included in the description of the Facilities to be acquired. The Developer agrees to cause the owners of real property required for the operation and maintenance of the Facilities to execute and deliver to the City such documents as are required to complete the transfer, free and clear of all liens, taxes, assessments, easements, leases, or other encumbrances (whether recorded or not), except for those which the City Engineer determines in writing will not interfere with the intended use of the land or related Facilities, of all Land Interests necessary for the operation and maintenance of the Facilities. If any real property required for the operation and maintenance of the Facilities is within the boundaries of any existing community facilities district (including the CFD), an assessment district, or other financing district, then the lien of the special taxes or assessments shall be a permitted exception to the Land Interests conveyed to the City or other public agency, so long as the City or other public agency is exempt from the special tax or assessments to be levied by the community facilities district, assessment district, or other financing district. Completion of the transfer of the Land Interests required under this Agreement shall be evidenced by recordation of the Acceptance thereof by the City Council or the legislative body of the other public agency (as applicable), or the designee thereof. An offer of dedication on a recorded map shall be considered recorded evidence of the transfer of Land Interests.

b. Facilities Constructed on Private Lands. If any Facility to be acquired is located on privately-owned land, the owner thereof shall retain title to the land and the completed Facility until Acceptance of the Facility and all associated Land Interests under Subsection 6(a) above. Pending the completion of such transfer, the Developer shall be responsible for maintaining the land and any Facilities in good and safe condition.

c. Facilities Constructed on City Land. If the Facilities to be acquired are on land owned by the City, the City hereby grants to the Developer a license to enter upon such land for purposes related to the construction (and maintenance pending acquisition) of the Facilities. The provisions for inspection and Acceptance of such Facilities otherwise provided herein shall apply.

d. Warranties; Maintenance. The Developer shall maintain each Discrete Component in good and safe condition until the date of Acceptance of the Facility of which such Discrete Component is a part. Prior to the Acceptance date, the Developer shall be responsible for performing any required maintenance on any completed Discrete Component or Facility.

On or before the Acceptance Date, the Developer shall assign to the City all of the Developer's rights in any warranties, guarantees, maintenance obligations or other evidence of contingent obligations of third persons with respect to such Facility. The Developer shall maintain or cause to be maintained each Facility to be owned by the City (including the repair or replacement thereof) for a period of one year from the Acceptance date thereof, or, alternatively, shall provide a bond reasonably acceptable in form and substance to the City Engineer for such period and for such purpose, to insure that defects, which appear within said period will be repaired, replaced, or corrected by the Developer, at its own cost and expense, to the satisfaction of the City Engineer. During any such one-year period, the Developer shall commence to repair, replace or correct any such defects within 10 days after written notice thereof by the City to the Developer, or at such later time as the City and Developer mutually agree, and shall complete such repairs, replacement or correction as soon as practicable. After such one-year period, the City shall be responsible for maintaining such Facility. Any warranties, guarantees or other evidences of contingent obligations of third persons with respect to the Facilities to be acquired by the City shall be delivered to the City Engineer as part of the transfer of the Facility and associated Land Interests.

For purposes of this Section 6, after the City has Accepted a Facility, the terms "maintain" and "maintenance" mean the repair, replacement, or correction of any defects in the Facility or Discrete Component, and shall not mean the day-to-day upkeep or correction of normal wear and tear of the Facility or Discrete Component (such as watering or weeding for landscape improvements, painting, graffiti removal, etc.).

7. Limitation of Liability. The Developer agrees that any and all obligations of the City arising out of or related to this Agreement are special and limited obligations of the City and the City's obligations to make any payments hereunder are restricted entirely to the Sources and from no other source. The Developer agrees to pay all costs of the Facilities in excess of the Sources available therefor from time to time. No City Council member, City staff member, employee or agent shall incur any liability hereunder to the Developer or any other party in their individual capacities by reason of their actions hereunder or execution hereof.

If the construction and acquisition of all the Facilities has been completed and the Purchase Price with respect thereto has been paid, and all Authorized Fees have been paid, and funds remain on deposit in the Improvement Fund or become available through the

issuance of additional Bonds, the City and the Developer may designate in a supplement hereto, Facilities (and/or Discrete Components thereof) to be constructed and acquired with such remaining or additional funds to be selected from the list of Facilities authorized by the CFD; provided, however, the City shall determine the use of such funds consistent with the terms of the CFD Goals and the Fiscal Agent Agreement.

8. Payment of Authorized Fees.

a. Authorization. The Act allows for the financing of Authorized Fees without an acquisition agreement or joint community facilities agreement. Accordingly, the Sources may be used to pay for the Authorized Fees at any time.

b. Request for Payment of Authorized Fees. The Developer may request payment of Authorized Fees from the Sources by executing and submitting to the City Engineer a request for payment in a form acceptable to the City and shall include such supporting documentation to substantiate such request as the City may require. Upon receipt of such payment request, the City shall pay, or cause to be paid, the Authorized Fees requested in such payment request in accordance with this Agreement and to the extent of such Sources.

c. City Response to Request for Payment of Authorized Fees. Any request for payment by the Developer for Authorized Fees shall be made to the City Engineer in a form acceptable to the City and include the supporting documentation herein specified. Within fourteen (14) calendar days of receipt of any request, or such longer period to which the City and the Developer may agree, the City Engineer shall review such request to: (i) determine that it is complete; or (ii) determine that the request is incomplete and to request in writing additional information and documentation reasonably necessary for the City Engineer to complete the review. If the City Engineer notifies Developer that the request is incomplete, the time period for the City Engineer to determine whether or not the request is complete shall be extended until fourteen (14) calendar days following the date that Developer provides the additional information and documentation requested by the City. If the City Engineer fails to notify Developer within the applicable 14-calendar day review period that a request is incomplete, the request will be deemed complete. Within eighteen (18) calendar days after the date a request is determined or deemed to be complete, the City Engineer will review the request to confirm that all conditions in this Agreement for the payment of Authorized Fees have been satisfied, to the extent applicable, and provide notice to Developer either that: (i) the request is approved (which will be confirmed by counter-signing the request); or (ii) the request is disapproved in whole or in part, specifying in the notice the portion of the request that is disapproved and the reason(s) for disapproval. If the request is disapproved in part, the City Engineer will process the request for partial payment under subsection (d) below. Developer may resubmit any request disapproved in whole or in part with additional supporting documentation, which resubmission shall be processed by the City in the same manner as an original request for payment under this Section 8.c. If, at the end of the 18-day review period, the City Engineer fails to approve or disapprove a request for payment, the Developer may send a written notice to the City Engineer notifying the City Engineer of such failure and informing the City Engineer that it has ten (10) calendar days to approve or disapprove the request for payment or the request shall be deemed approved. The foregoing request shall not be deemed a default notice under Section 11(c) herein. The process for review of all payment requests made pursuant to this Section 8 are subject to subsection (e) below.

d. Payment of Authorized Fees. Within seven (7) calendar days after approving a request for Authorized Fees (in whole or in part) or after the deemed approval of a request for the payment of Authorized Fees, the City shall Authorize payment of such Authorized Fees to

be made exclusively from one or more of the Sources pursuant to the applicable provisions of the Fiscal Agent Agreement or otherwise. If there are insufficient Sources to pay the full amount of a payment request, then the City shall Authorize payment of as much of the amount on the payment request for Authorized Fees as there are Sources available, and the payment of the balance of the payment request for such Authorized Fees shall be deferred until there are sufficient Sources available to pay the remaining balance of the payment request. Promptly following the availability of Sources, the City shall, from time to time and in as many installments as necessary, Authorize payment of the remaining balance of the payment request for Authorized Fees. Any provision in this Agreement to the contrary notwithstanding, in response to any request for payment under this Section 8, the City shall not be required to make any payments from Sources held and maintained by the City unless, at the time payment is required under this Agreement, (i) there are insufficient funds available in the Sources held and maintained by the Fiscal Agent to fully satisfy the request or (ii) the Sources held and maintained by the Fiscal Agent may not be applied to pay for the Authorized Fees that is the subject of the payment request under federal tax law or otherwise. Payment requests may be paid (i) in any number of installments as Sources become available and (ii) irrespective of the length of time of such deferral of payment. In no event shall the City be required to Authorize or make payments for Authorized Fees from any funding sources other than the Sources. For purposes of clarity, the entirety of Authorized Fees shall be payable pursuant to a requisition, and the concepts of First Installment and Second Installment do not apply to Authorized Fees.

e. General Cooperation. In connection with processing any payment request for Authorized Fees under this Agreement, the City and the City Engineer will use good faith efforts to request any additional information required to process the request as soon as practicable following the submission of the original materials, and to make each additional information request comprehensive and thorough to minimize the number of requests delivered, and Developer will use its good faith efforts to provide a thorough, organized, and complete response to each request. Developer is authorized to communicate directly with the City, the City Engineer, and their designees, agents, and contractors to facilitate any additional information request, to facilitate the prompt resolution of any technical issues, and to minimize the amount of time it takes to resolve outstanding issues. In addition to the foregoing, and except as otherwise is provided for herein, the City agrees that if a payment request includes more than one Authorized Fee, it will not withhold payment Authorization on any Authorized Fee that has been approved and will withhold payment Authorization only on such Authorized Fee that has not been approved.

f. Payment of Authorized Fees in Advance of Availability of Sources. The Developer or a merchant builder may be required pursuant to the Conditions of Approval or the fee ordinance to pay the Authorized Fees prior to the availability of the Sources to pay such Authorized Fees. In the event such Authorized Fees are paid prior to the availability of the Sources, the amounts paid to the City shall be deemed to be deposits (each a "Deposit") subject to refund by the City to Developer (and the Developer only, regardless of the entity that paid the Deposits) in the manner set forth in subsection (g) of this Section 8. Any Deposits made to the City shall be deposited in the appropriate capital facilities account and may be expended by the City in the ordinary course of business. The Developer acknowledges that the City may finance Authorized Fees with proceeds of tax-exempt bonds only if the City can meet certain requirements of federal tax law.

g. Return of Deposits. If the Developer or a merchant builder has made any Deposits, then, at the written request of the Developer, following deposit of Sources with the City for the corresponding Authorized Fees, the City shall return to the Developer (and the

Developer only, regardless of the entity that paid the Deposit) from the capital account in which the Deposits were deposited an amount equal to the Deposits paid by the Developer or merchant builder, without interest or other earnings thereon. The City shall be so obligated to return an amount equal to such Deposits to the Developer only to the extent that an amount equivalent to the amount of the Deposits made by the Developer or merchant builder is deposited with the City from the Sources. An amount equal to such Deposits may be returned to the Developer from time to time as additional Sources become available.

h. Deposits Allocated First. Sources used to pay Authorized Fees shall be allocated first for return of all Deposits prior to being allocated to the payment of Authorized Fees not previously deposited by the Developer or a merchant builder. For example, if the Developer has paid \$10,000 in Deposits, and Sources become available in the amount of \$15,000, the City shall apply the first \$10,000 of the Sources to the payment of the Authorized Fees that were paid by the Deposits (and, thereafter, return the Deposits to the Developer) and use the remaining \$5,000 of the Sources to the payment of Authorized Fees not previously paid by the Deposits and identified in the payment request.

i. Application of Deposits. Any Deposits that have not been returned to the Developer at the time it is determined that there will be no further Sources available (now or in the future) shall be retained by the City and may be used (to the extent it has not already been so used) for the purposes for which the Authorized Fee was required, and the unrefunded Deposits shall constitute full and final payment for such Authorized Fees, without any increase of any kind.

j. Expectations. The Developer or merchant builder may pay Authorized Fees (as Deposits) prior to the availability of Sources to pay such Authorized Fees. Any Authorized Fees paid (as Deposits) by the Developer or a merchant builder shall be made with the understanding that such Deposits will be returned from the Sources if, and when, such Sources become available. The payment of Deposits prior to the availability of the Sources shall not be construed as a dedication or gift of the Authorized Fees, or a waiver of the return of the Deposits, it being the intention that the Authorized Fees be paid by the Sources to the extent of the Sources.

9. Indemnification and Hold Harmless. The Developer shall take and assume all responsibility for the work performed as part of the Facilities constructed pursuant to this Agreement until the Acceptance by the City of the respective Facilities occurs.

The Developer shall, to the fullest extent permitted by law, assume the defense of and indemnify and save harmless the City, the CFD and the City's consultants, Councilmembers, officers, employees and agents (the "Indemnified Parties"), from and against (i) any claims by a third party against an Indemnified Party regarding the preparation, adoption, execution and performance of this Agreement, and (ii) any and all claims, losses, damage, expenses and liability of every kind, nature, and description, arising or resulting from the nature and performance of the work covered by this Agreement, from the Developer's or any other entity's negligent design, engineering and/or construction of any of the Facilities acquired from the Developer hereunder, the Developer's non-payment under contracts between the Developer and its consultants, engineer's, advisors, contractors, subcontractors and suppliers in the provision of the Facilities, or any claims of persons employed by the Developer or its agents to construct the Facilities. In accordance with Civil Code section 2782, nothing in this Section shall require defense or indemnification for death, bodily injury, injury to property, or any other loss, damage or expense arising from the active or sole negligence or willful misconduct of any

Indemnified Parties, or for defects in design, engineering, and/or construction furnished by any Indemnified Party, or for a default hereunder by the City or the CFD. Moreover, nothing in this Section shall apply to impose on the Developer, or to relieve the City from, liability for active negligence of the Indemnified Parties as delineated in Civil Code Section 2782. Any relief for determining the City's sole or active negligence shall be determined by a court of law.

The City does not, and shall not, waive any rights against the Developer which it may have by reason of the aforesaid hold harmless agreements because of the acceptance by the City, or deposit with the City by the Developer of any insurance policies required by the City. The hold harmless agreement by the Developer set forth in this Section 9 shall apply to all damages and claims for damages of every kind suffered, or alleged to have been suffered by reasons of any of the aforesaid operations of the Developer, or any subcontractor, regardless of whether or not such insurance policies are determined to be applicable to any of such damages or claims for damages.

No act by the City, or its representatives in processing or accepting any plans, in releasing any bond, in inspecting or accepting any work, or of any other nature, shall in any respect relieve the Developer or anyone else from any legal responsibility, obligation or liability it might otherwise have.

10. Representations and Covenants of the Developer.

a. Representations of the Developer. The Developer represents and warrants for the benefit of the City and the CFD as follows:

(i) Organization. The Developer is a corporation duly organized and validly existing under the laws of the State of California, is in compliance with all applicable laws of the State of California, and has the power and authority to own its properties and assets and to carry on its business as now being conducted and as now contemplated.

(ii) Authority. The Developer has the power and authority to enter into this Agreement, and has taken all action necessary to cause this Agreement to be executed and delivered, and this Agreement has been duly and validly executed and delivered by the Developer.

(iii) Binding Obligation. This Agreement is a legal, valid and binding obligation of the Developer, enforceable against the Developer in accordance with its terms, subject to bankruptcy and other equitable principles.

(iv) Requests for Payment. The Developer represents and warrants that: (i) it will not request payment from the City for the acquisition of any improvements that are not part of the Facilities; and (ii) it will diligently follow all procedures set forth in this Agreement with respect to the payment requests. In addition, the Developer shall not request payment for any portion of the cost of a Facility that may be reimbursed to the Developer pursuant to a utility agreement, an oversizing agreement, or any other method of reimbursement that would result in Developer being reimbursed more than once for the same Facility or portion of a Facility.

(v) Plans. The Developer represents that it has obtained or will obtain approval of the Plans for the Facilities to be acquired from the Developer hereunder from all appropriate departments of the City. The Developer further agrees that the Facilities to

be acquired from the Developer hereunder have been or will be constructed in full compliance with such approved plans and specifications and any supplemental agreements (change orders) thereto, as approved in the same manner.

b. Covenants of the Developer. The Developer covenants for the benefit of the City and the CFD as follows:

(i) Financial Records. Until all Bonds issued to finance the Facilities have been fully redeemed, the Developer covenants to maintain proper books of record and account for the construction of the Facilities and all costs related thereto. Such accounting books shall be maintained in accordance with generally accepted accounting principles, and shall be available for inspection by the City or its agent at any reasonable time during regular business hours on reasonable notice.

(ii) Prevailing Wages. The Developer covenants that, with respect to any contracts or subcontracts for the construction of the Facilities (including Discrete Components) to be acquired from the Developer hereunder, it will assure complete compliance with any applicable law or regulation for the payment of prevailing wages under the California Labor Code.

(iii) Compliance with Laws. The Developer shall not with knowledge commit, suffer or permit any act to be done in, upon or to the lands of the Developer in the CFD or the Facilities in violation of any law, ordinance, rule, regulation or order of any governmental authority or any covenant, condition or restriction now or hereafter affecting the lands in the CFD or the Facilities.

(iv) Land Owners. The City acknowledges that the property in the CFD was, at the time of formation, owned by AG Essential Housing CA 1, L.P. ("AG Essential") and that the Developer is currently under option to acquire lots from AG Essential pursuant to a takedown schedule. The transfer of property from AG Essential to the Developer shall not require any consent from the City or any form of assignment or assumption. In addition, the Developer agrees that in the event that it sells any land owned by it within the boundaries of the CFD (other than to homeowners), the Developer will (i) notify the City within 30 days of the sale, in writing, identifying the legal name of and mailing address for the purchaser, the applicable County Assessor's parcel number or numbers for the land sold and the acreage of the land sold, (ii) notify the purchaser in writing prior to the closing of any such sale of the existence of this Agreement and, in general, the Developer's rights and obligations hereunder with respect to the construction of and payment for the Facilities, and (iii) notify the purchaser in writing of the existence of the CFD and the special tax lien in connection therewith, and otherwise comply with any applicable provision of Section 53341.5 of the Act.

(v) Initial Disclosure; Continuing Disclosure. The Developer agrees to provide such information about its development and its financing plan as may reasonably be requested by the City, the City's bond counsel or disclosure counsel or a bond underwriter. The Developer agrees to comply with all of its obligations, if any, under any continuing disclosure agreement or certificate executed by it in connection with the offering and sale of any of the Bonds.

(vi) Compliance With Applicable Law. The Developer accepts responsibility for and shall be responsible for identification of and compliance with all applicable laws

pertaining to the construction and installation of the Facilities and the contract or contracts pertaining thereto, including but not limited to such applicable laws as may be contained in the California Labor Code, the California Public Contract Code, and the California Government Code. The Developer will neither seek to hold or hold the City liable for, and will hold the City harmless with respect to, any consequences of any failure by the Developer to correctly determine the applicability of any such requirements to any contract it enters into. This paragraph shall apply with respect to any enforcement action, whether public or private, and whether brought by a public enforcement agency or by private civil litigation, against the Developer, the City or the CFD, or any of them, with respect to the matters addressed by this paragraph.

11. Events of Default.

a. Grounds for Termination. Subject to the notice and opportunity to cure as set forth in subsection (b), the following events shall constitute grounds for the City, at its option, to terminate this Agreement, without the consent of Developer:

(i) Developer voluntarily files for reorganization or other relief under any Federal or State bankruptcy or insolvency law.

(ii) Developer has any involuntary bankruptcy or insolvency action filed against it, or suffers a trustee in bankruptcy or insolvency or receiver to take possession of the assets of Developer, or suffers an attachment or levy of execution made against the property it owns within the CFD unless, in any of such cases, such circumstance shall have been terminated or released within ninety (90) days thereafter.

(iii) Developer at any time challenges the validity of the CFD, or any Bonds issued by or for the CFD, or the levy of special taxes within the CFD, other than on the grounds that (A) such special tax levy was not made in accordance with the terms of the Rate and Method, or (B) the special taxes were not applied pursuant to the Rate and Method, this Agreement, or any other agreement between the Developer and the City or another public agency relating to the CFD, or any agreement relating to the CFD for which the Developer is a third party beneficiary.

(iv) Breach by the Developer of any obligations under this Agreement.

b. Notice and Opportunity to Cure. If any such event described in Section 11(a) occurs, the City shall give notice of its knowledge thereof to Developer, and Developer shall agree to meet and confer with the City Engineer and other appropriate City staff and consultants as to options available to assure timely completion of the Facilities not yet constructed. Such options may include, but not be limited to the termination of this Agreement by the City. If the City elects to terminate this Agreement, the City shall first notify Developer (and any mortgagee or trust deed beneficiary specified in writing by Developer to the City to receive such notice) of the grounds for such termination and allow Developer thirty (30) days to eliminate or mitigate to the satisfaction of the City Engineer the grounds for such termination. Such period may be extended, at the sole discretion of the City, if Developer, to the satisfaction of the City, is proceeding with diligence to eliminate or mitigate such grounds for termination. If at the end of such period (and any extension thereof), as determined reasonably by the City, Developer has not eliminated or completely mitigated such grounds, to the reasonable satisfaction of the City, the City may then terminate this Agreement.

c. Breach by the City. In the event that the City breaches its obligations under this Agreement, Developer shall give notice of its knowledge thereof to the City. For defaults other than the failure to Authorize payment of a requisition, the City shall have, from the date of Developer's notice, the greater of (i) the same number of days for which the City has an obligation to complete the defaulted obligation under this Agreement or (ii) thirty (30) calendar days, to eliminate or mitigate the breach to the satisfaction of Developer. For a default for the failure to Authorize payment of a requisition, the City shall have, from the date of Developer's notice, the greater of (i) the same number of days for which the City has an obligation to complete the defaulted obligation under this Agreement or (ii) ten (10) calendar days, to eliminate or mitigate the breach to the satisfaction of Developer. Such period may be extended, at the sole discretion of Developer, if the City, to the satisfaction of Developer, is proceeding with diligence to eliminate or mitigate such breach. If at the end of such period (and any extension thereof), as determined reasonably by Developer, the City has not eliminated or completely mitigated such breach, to the reasonable satisfaction of Developer, Developer may exercise its remedies under law.

d. Unapproved Payment Requests. Notwithstanding the foregoing, so long as any event listed in Section 11(a) has occurred, notice of which has been given by the City to Developer, and such event has not been cured or otherwise eliminated by Developer, the City may in its discretion cease approval of any previously submitted but unapproved payment requests; provided that Developer shall receive payment of the Purchase Price (both the First Installment and the Second Installment) of any Facility or Discrete Component or the payment of Authorized Fees that the City previously determined was completed at the time of the occurrence of an event listed in Section 11(a) upon submission of the documents and compliance with the other applicable requirements of this Agreement and that all such payment requests shall continue to be paid in the manner set forth in this Agreement.

e. Force Majeure. No party shall be deemed to be in default where failure or delay in the performance of any of its obligations under this Agreement is caused by floods, earthquakes, other acts of God, fires, wars, terrorism, riots or similar hostilities, strikes and other labor difficulties beyond a party's control, shortage of materials (exclusive of prefab/modular building products), prohibitory court actions (such as restraining orders or injunctions) or other causes beyond a party's control. If any such events shall occur, the time for performance by any party of its obligations hereunder shall be extended for the period of time that such events prevented such performance.

12. Audit. The City Engineer and the City's chief financial officer shall have the right, during normal business hours and upon the giving of ten days written notice to the Developer, to review all books and records of the Developer pertaining to costs and expenses incurred by the Developer in constructing any of the Facilities and any bids taken or received for the construction thereof or materials therefor.

13. Attorney's Fees. In the event of the bringing of any action or suit by either party against the other arising out of this Agreement, the party in whose favor final judgment shall be entered shall be entitled to recover from the other party all costs and expenses of suit, including reasonable attorneys' fees.

14. Notices. Any notice, payment or instrument required or permitted by this Agreement to be given or delivered to either party shall be deemed to have been received when personally delivered or one week following deposit of the same in any United States Post Office, registered or certified mail, postage prepaid, addressed as follows:

Developer: Lennar Homes of California, Inc.
2603 Camino Ramon, Ste 525
San Ramon, CA 94583
Attention: Hillview Project Manager - Bridgit Koller

With a copy to: Robert M. Haight, Jr., Esq.
Holland & Knight LLP
50 California Street, Suite 2800
San Francisco, CA 94111

City or CFD: City of Tracy
333 Civic Center Plaza
Tracy, CA 95376
Attn: Administrative Services Director

Each party may change its address or addresses for delivery of notice by delivering written notice of such change of address to the other party.

15. Severability. If any part of this Agreement is held to be illegal or unenforceable by a court of competent jurisdiction, the remainder of this Agreement shall be given effect to the fullest extent reasonably possible.

16. Successors and Assigns. This Agreement shall be binding upon and inure to the benefit of the successors and assigns of the parties hereto. This Agreement may be assigned in whole or in part by the Developer, subject to the prior written consent of the City.

17. Waiver. Failure by a party to insist upon the strict performance of any of the provisions of this Agreement by the other party, or the failure by a party to exercise its rights upon the default of the other party, shall not constitute a waiver of such party's right to insist and demand strict compliance by the other party with the terms of this Agreement thereafter.

18. Merger. No other agreement, statement or promise made by any party or any employee, officer or agent of any party with respect to any matters covered hereby that is not in writing and signed by all the parties to this Agreement shall be binding.

19. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original.

20. Amendments. Amendments to this Agreement shall be made only by written instrument executed by each of the parties hereto.

21. Governing Law. The provisions of this Agreement shall be governed by the laws of the State of California applicable to contracts made and performed in the State of California.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first-above written.

CITY OF TRACY, for itself and on behalf of
CITY OF TRACY COMMUNITY
FACILITIES DISTRICT NO. 2021-1
(Hillview)

By: _____
City Manager

LENNAR HOMES OF CALIFORNIA, INC.,
a California corporation

By: _____

Name: _____

Title: _____

EXHIBIT A.1

FACILITIES

Attached is a list of the Facilities that may be financed by the CFD under this Agreement:

<u>Facility</u>	<u>Estimated Cost*</u>
Roadway Improvements	\$1,891,442
Wastewater Facilities	\$1,327,694
Water Facilities	\$1,484,476
Sidewalks	\$1,436,880
Sewer Lift Station	\$ 979,000
Detention Basin	\$ 123,261
Signage/Striping	\$ 340,922
Drainage Improvements	\$1,664,673
Landscaping	\$1,588,114
Open Space Improvements	
Parks and Park Equipment	\$1,395,638
Share of Specific Plan Improvements	<u>\$1,545,454</u>
 Total	 \$13,777,554

* The costs shown above are estimates only. The Purchase Price of a Facility is its Actual Cost.

Note: This Exhibit A.1 may be modified at any time by the Developer for the purpose of identifying additional Facilities that are authorized by the CFD, subject to the written approval of the City Engineer, without City Council approval.

EXHIBIT A.2

AUTHORIZED FEES

Attached is a description of the water, sewer, or other capacity or connection fees authorized to be financed by the CFD under this Agreement:

<u>Impact Fees</u>	<u>Estimated Cost*</u>
Transportation Master Plan Fee	\$1,370,456
Wastewater Master Plan Fee (treatment plant)	\$1,777,270
Wastewater Conveyance Master Plan Fee (west)	\$ 425,218
Water Treatment Master Plan Fee	\$ 870,766
Water Supply Master Plan Fee	\$ 478,932
Recycled Water Master Plan Fee	\$ 701,278
Public Safety Master Plan Fee – Fire	\$ 149,372
Public Safety Master Plan Fee – Police	\$ 180,830
Public Safety Master Plan Fee – Communication	\$ 60,990
Public Safety Master Plan Fee – Program	\$ 19,688
Public Facilities Master Plan Fee	\$ 780,244
Community Park Fee	<u>\$ 479,574</u>
Total	\$ 7,033,110

* The costs shown above are estimates only. The Authorized Fees may be financed at their actual cost.

Note: This Exhibit A.2 may be modified at any time by the Developer for the purpose of identifying additional Authorized Fees that are authorized by the CFD, subject to the written approval of the City Engineer, without City Council approval.

EXHIBIT A.3

DISCRETE COMPONENTS

Attached is a list of the components of Facilities that are deemed to be Discrete Components under this Agreement:

None

Note: This Exhibit A.3 may be modified at any time by the Developer for the purpose of identifying additional Discrete Components that are authorized by the CFD, subject to the written approval of the City Engineer, without City Council approval.

CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)

COMMUNITY FACILITIES DISTRICT REPORT

CONTENTS

Introduction

- A. Description of Facilities and Services
- B. Proposed Boundaries of the Community Facilities District
- C. Cost Estimate

EXHIBIT A - Description of the Proposed Facilities and the Proposed Services

EXHIBIT B - Cost Estimate

CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)

INTRODUCTION

The City Council (the "City Council") of the City of Tracy (the "City") did, pursuant to the provisions of the Mello-Roos Community Facilities Act of 1982, as amended (the "Act"), on September 7, 2021, adopt a resolution entitled "Resolution of Intention to Establish Community Facilities District" (the "Resolution of Intention"). In the Resolution of Intention, the City Council expressly ordered the preparation of a written Community Facilities District Report (the "Report"), for the proposed "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD").

The Resolution of Intention ordering the Report directed that the Report generally contain the following:

(a) A description of the Facilities and the Services by type which will be required to adequately meet the needs of the CFD.

(b) An estimate of the fair and reasonable cost of the Facilities including the cost of acquisition of lands, rights-of-way and easements, any physical facilities required in conjunction therewith and incidental expenses in connection therewith, including the costs of the proposed bond financing and all other related costs as provided in Section 53345.3 of the Act.

(c) An estimate of the fair and reasonable cost of the Services and incidental expenses in connection therewith, and all other related costs.

For particulars, reference is made to the Resolution of Intention for the CFD, as previously approved and adopted by the City Council.

NOW, THEREFORE, I, the City's City Engineer, do hereby submit the following data:

A. **DESCRIPTION OF FACILITIES AND SERVICES.** A general description of the proposed Facilities and Services is as shown in Exhibit "A" attached hereto and hereby made a part hereof.

B. **PROPOSED BOUNDARIES OF THE COMMUNITY FACILITIES DISTRICT.** The proposed boundaries of the CFD are those properties and parcels in which special taxes may be levied to pay for the costs and expenses of the Facilities and Services. The proposed boundaries of the CFD are described on the map of the CFD on file with the City Council, to which reference is hereby made.

C. **COST ESTIMATE.** The cost estimate for the Facilities and the Services for the CFD is set forth in Exhibit "B" attached hereto and hereby made a part hereof.

Dated as of October 25, 2021

By: _____
City Engineer

EXHIBIT A

City of Tracy Community Facilities District No. 2021-1 (Hillview)

Description of Facilities to be Financed by the CFD

FACILITIES

The CFD shall be authorized to finance all, or a portion of the costs of the acquisition, construction and improvement of facilities permitted under the Mello-Roos Act and that are required as conditions of development of the property within the CFD, including, but not limited to, the following:

1. Roadway Improvements (and all curb and gutter, sidewalks, lighting, signalization, landscaping, monumentation, and dry and wet utilities) - including, but not limited to:
 - o Arterial roadways
 - o Collector roadways
2. Wastewater Facilities - including, but not limited to, a wastewater treatment facility and/or expansion, pump stations, lift stations, force main and gravity lines.
3. Water Facilities - including, but not limited to, a water treatment facility, pump stations, new water transmission lines, additional storage reservoirs or tanks with booster pumps, production wells, backup generators at existing wells, and pressure reducing valves.
4. Reclaimed Water Facilities - including, but not limited to, reclaimed water treatment facilities, pump stations, new reclaimed water transmission lines, and additional storage reservoirs or tanks with booster pumps.
5. Drainage Improvements - including, but not limited to, pipes, culverts, retention basins, drop inlets, and filtration areas.
6. Landscaping - including, but not limited to, entryways, streets, buffers, and slopes.
7. Open Space Improvements
8. Parks and Park Equipment - including, but not limited to, construction of parks, park equipment and structures.
9. Improvements Financed by City Master Plan and Public Benefit Payments - including, but not limited to:
 - o Public Benefit payments.
 - o Transportation Master Plan Fee.
 - o Wastewater Master Plan Fee.
 - o Wastewater Conveyance Master Plan Fee.
 - o Water Treatment Master Plan Fee.
 - o Water Conveyance Master Plan Fee.

- o Water Supply Master Plan Fee.
- o Water Treatment Master Plan Fee.
- o Recycled Water Master Plan Fee.
- o Public Safety Master Plan Fee (including, but not limited to, Fire, Police, Communication and Program Fees).
- o Public Facilities Master Plan Fee.
- o Parks Master Plan Fee.

10. Any other real or other tangible property with an estimated useful life of five years or longer.

Any facility authorized to be financed by the CFD may be financed through the construction and acquisition of the facility or through the payment of fees for such facility.

The facilities constructed or acquired may be located within or outside the CFD.

The facilities to be financed shall include all hard and soft costs associated with the facilities, including the costs of the acquisition of land and rights-of-way, the costs of design, engineering and planning, the costs of any environmental or traffic studies, surveys or other reports, costs related to landscaping and irrigation, soils testing, permits, plan check, and inspection fees, insurance, legal and related overhead costs, coordination and supervision and any other costs or appurtenances related to any of the foregoing as further defined in one or more acquisition agreements with the developer of the Property in the CFD.

SERVICES

Special taxes collected in the CFD may finance, in whole or in part, the following services ("services" and "maintenance" shall have the meaning given those terms in the Mello-Roos Community Facilities Act of 1982):

Maintenance and operation of the Facilities.

OTHER

The CFD may also finance any of the following:

1. Bond related expenses, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, bond and disclosure counsel fees and expenses, bond remarketing costs, and all other incidental expenses.
2. Administrative fees of the City and the bond trustee or fiscal agent related to the CFD and the Bonds.
3. Reimbursement of costs related to the formation of the CFD advanced by the City, the landowner(s) in the CFD, or any party related to any of the foregoing, as well as reimbursement of any costs advanced by the City, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.

Special Taxes may be collected and set-aside in designated funds and collected over several years and used to fund Facilities or Services authorized to be financed by the CFD.

EXHIBIT B

CITY OF TRACY Community Facilities District No. 2021-1 (Hillview)

The following is a summary of the estimated costs of acquisition and construction of the Facilities, including Facilities to be financed by impact fees financed by the CFD. In addition to the acquisition and construction costs of the Facilities, the City will finance bond issuance costs, capitalized interest, a debt service reserve fund and other costs associated with the sale of bonds and annual administration of the CFD.

<u>Facility</u>	<u>Estimated Cost</u>
Roadway Improvements	\$1,891,442
Wastewater Facilities	\$1,327,694
Water Facilities	\$1,484,476
Sidewalks	\$1,436,880
Sewer Lift Station	\$ 979,000
Detention Basin	\$ 123,261
Roadway Signage/Striping	\$ 340,922
Drainage Improvements	\$1,664,673
Landscaping	\$1,588,114
Open Space Improvements	
Parks and Park Equipment	\$1,395,638
Share of Specific Plan Improvements	<u>\$1,545,454</u>
Total	<u>\$13,777,554</u>
<u>Impact Fees</u>	
Transportation Master Plan Fee	\$1,370,456
Wastewater Master Plan Fee (treatment plant)	\$1,777,270
Wastewater Conveyance Master Plan Fee (west)	\$ 425,218
Water Treatment Master Plan Fee	\$ 870,766
Water Supply Master Plan Fee	\$ 478,932
Recycled Water Master Plan Fee	\$ 701,278
Public Safety Master Plan Fee – Fire	\$ 149,372
Public Safety Master Plan Fee – Police	\$ 180,830
Public Safety Master Plan Fee – Communication	\$ 60,990
Public Safety Master Plan Fee – Program	\$ 19,688
Public Facilities Master Plan Fee	\$ 780,244
Community Park Fee	<u>\$ 479,574</u>
Total	<u>\$ 7,033,110</u>

Services

It is estimated that the cost of providing the Services to the territory in the CFD will be \$84,273, in 2021-22 dollars, with the cost escalating annually thereafter.

Other

The City estimates the cost of incidental expenses to be paid by the CFD include the following

Administrative fees of the City and the bond trustee or fiscal agent related to the CFD and the Bonds. These *annual* costs are estimated to be:

<u>Item</u>	<u>Estimated Cost</u>
CFD Administrator/Tax Consultant	\$20,000
Fiscal Agent	5,000
Project Management (Consultant)	35,000
City Engineering	15,000
City Administration (Finance)	10,000
San Joaquin Tax Assessor	<u>5,000</u>
Total	\$90,000

Bond related expenses, including underwriter's discount, reserve fund, capitalized interest, letter of credit fees and expenses, bond and disclosure counsel fees and expenses, and bond remarketing costs.

In addition to incidental costs, these costs are based upon percentages of the principal amount of each series of bond issue (e.g., ranging from 1/8% - 2% for Bond Counsel and \$1 per \$1,000 bond for Underwriter).

CITY OF TRACY
COMMUNITY FACILITIES DISTRICT NO. 2021-1
(HILLVIEW)

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAXES

Special Taxes applicable to each Assessor's Parcel in the City of Tracy Community Facilities District No. 2021-1 (Hillview) shall be levied and collected according to the tax liability determined by the City through the application of the appropriate amount or rate for Taxable Property, as described below. All of the property in the CFD, unless exempted by law or by the provisions of Section G below, shall be taxed for the purposes, to the extent, and in the manner herein provided.

A. DEFINITIONS

The terms hereinafter set forth have the following meanings:

"Accessory Unit" means a second residential unit of limited size (e.g., granny cottage, second unit) that shares a Parcel with a single-family detached unit.

"Acre" or "Acreage" means the land area of an Assessor's Parcel as shown on an Assessor's Parcel Map, or if the land area is not shown on an Assessor's Parcel Map, the land area shown on the applicable Final Map or other parcel map recorded at the County Recorder's Office.

"Act" means the Mello-Roos Community Facilities Act of 1982, as amended, being Chapter 2.5, (commencing with Section 53311), Division 2 of Title 5 of the Government Code of the State of California.

"Administrative Expenses" means any or all of the following: the fees and expenses of any fiscal agent or trustee (including any fees or expenses of its counsel) employed in connection with any Bonds, and the expenses of the City in carrying out its duties with respect to the CFD and the Bonds, including, but not limited to, the levy and collection of Special Taxes, the fees and expenses of its legal counsel, charges levied by the County in connection with the levy and collection of Special Taxes, costs related to property owner inquiries regarding the Special Taxes, costs associated with appeals or requests for interpretation associated with the Special Taxes and this RMA, costs of the dissemination agent, whether for the City or another party that has undertaken to provide continuing disclosure, amounts needed to pay rebate to the federal government with respect to the Bonds, costs associated with complying with any continuing disclosure requirements with respect to the Bonds and the Special Taxes, costs associated with foreclosure and collection of delinquent Special Taxes and all other costs and expenses of the City and County in any way related to the establishment or administration of the CFD.

"Administrator" means the person or firm designated by the City to administer the Special Taxes according to this RMA.

"Assessor's Parcel" or "Parcel" means a lot or parcel shown on an Assessor's Parcel Map with an assigned Assessor's parcel number.

“Assessor’s Parcel Map” means an official map of the County Assessor designating Parcels by Assessor’s Parcel number.

“Authorized Facilities” means the public facilities authorized to be financed, in whole or in part, by the CFD.

“Authorized Services” means the public services authorized to be funded, in whole or in part, by the CFD.

“Bonds” means bonds or other debt (as defined in the Act), whether in one or more series, issued or assumed by the CFD to fund Authorized Facilities.

“Building Permit” means a single permit or set of permits required to construct a residential or non-residential structure. If a permit is issued for a foundation, parking, landscaping or other related facility or amenity, but a building permit has not yet been issued for the structure served by these facilities or amenities, such permit shall not be considered a “Building Permit” for purposes of application of the Special Taxes herein.

“Capitalized Interest” means funds in any capitalized interest account available to pay interest on Bonds.

“CFD” means the City of Tracy Community Facilities District No. 2021-1 (Hillview).

“CFD Formation” means the date on which the Resolution of Formation to form the CFD was adopted by the City Council.

“City” means the City of Tracy.

“City Council” means the City Council of the City of Tracy.

“County” means the County of San Joaquin.

“Developed Property” means, in any Fiscal Year, all Parcels of Taxable Property that are not Taxable HOA Property, Taxable Public Property, or Taxable Welfare Exemption Property for which a Building Permit for new construction was issued prior to June 30 of the preceding Fiscal Year.

“Development Class” means, individually, Developed Property, Undeveloped Property, Taxable HOA Property, Taxable Welfare Exemption Property, and Taxable Public Property.

“Escalation Factor” means, in any Fiscal Year, the lesser of (i) the percentage increase from the prior Fiscal Year, if any, in the Index, or (ii) four percent (4%). The Index used shall be as determined by the Bureau of Labor Statistics from April to April beginning with the period from April 2021 to April 2022.

“Expected Land Uses” means the number of Residential Units and the acreage of Other Property expected within the CFD at CFD Formation, as identified in Attachments 1 and 2 of

this RMA. Pursuant to Section D of this RMA, the Administrator shall update Attachment 2 each time there is a Land Use Change. Such update shall be maintained internally by the Administrator and shall not require recordation of an amended RMA.

“Expected Maximum Facilities Special Tax Revenues” means the amount of annual revenue that would be available in the CFD if the Maximum Facilities Special Tax was levied on the Expected Land Uses. The Expected Maximum Facilities Special Tax Revenues are shown in Attachment 2 of this RMA and may be revised pursuant to Section D and H below.

“Facilities Special Tax” means a special tax levied in any Fiscal Year to pay the Facilities Special Tax Requirement.

“Facilities Special Tax Requirement” means the amount necessary in any Fiscal Year (i) to pay principal and interest on Bonds which are due in the calendar year which begins in such Fiscal Year, (ii) to create or replenish reserve funds to the extent such replenishment has not been included in a computation of Facilities Special Tax Requirement in a previous Fiscal Year, (iii) to cure any delinquencies in the payment of principal or interest on Bonds which have occurred in the prior Fiscal Year, (iv) to pay Administrative Expenses, and (v) to pay the costs of Authorized Facilities to be funded directly from Facilities Special Tax proceeds to the extent that paying directly for such costs does not increase the Special Taxes levied on Undeveloped Property. The amounts referred to in clauses (i) and (ii) of the preceding sentence may be reduced in any Fiscal Year by (i) interest earnings on or surplus balances in funds and accounts for Bonds to the extent that such earnings or balances are available to apply against debt service pursuant to the Indenture, (ii) proceeds from the collection of penalties associated with delinquent Facilities Special Taxes, and (iii) any other revenues available to pay debt service on the Bonds as determined by the Administrator.

“Final Map” means a final map, or portion thereof, recorded by the County pursuant to the Subdivision Map Act (California Government Code Section 66410 et seq.) that creates lots that do not need to be further subdivided prior to issuance of a Building Permit for a residential structure. The term “Final Map” shall not include any Assessor’s Parcel map or subdivision map, or portion thereof, that does not create lots that are in their final configuration, including Assessor’s Parcels that are designated as remainder parcels.

“First Bond Sale” means issuance of the first series of Bonds secured, in whole or in part, by Special Taxes levied and collected from Parcels of Taxable Property in the CFD.

“Fiscal Year” means the period starting July 1 and ending on the following June 30.

“HOA Property” means any property within the boundaries of the CFD that is owned in fee or by easement by the Homeowners Association, not including any such property that is located directly under a residential structure.

“Homeowners Association” or **“HOA”** means the homeowners association that provides services to, and collects dues, fees, or charges from, property within the CFD.

“Improvement Fund” means the account (regardless of its name) identified in the Indenture to hold funds which are available to acquire or construct Authorized Facilities.

“Indenture” means the bond indenture, fiscal agent agreement, trust agreement, resolution or other instrument pursuant to which Bonds are issued, as modified, amended, and/or supplemented from time to time, and any instrument replacing or supplementing the same.

“Index” means the Consumer Price Index of the San Francisco-Oakland-San Jose area for all urban consumers.

“Land Use Change” means a proposed or approved change to the Expected Land Uses after CFD Formation.

“Maximum Facilities Special Tax” means the greatest amount of Facilities Special Tax that can be levied on an Assessor’s Parcel in any Fiscal Year as determined in accordance with Sections C.1 and D below.

“Maximum Services Special Tax” means the greatest amount of Services Special Tax that can be levied on an Assessor’s Parcel in any Fiscal Year as determined in accordance with Section C.2 below.

“Maximum Special Taxes” means, collectively, the Maximum Facilities Special Tax and Maximum Services Special Tax.

“Other Property” means, in any Fiscal Year, all Parcels of Developed Property within the CFD that are not Single Family Residential Property, Taxable HOA Property, Taxable Public Property, or Taxable Welfare Exemption Property.

“Proportionately” means, for each Development Class, that the ratio of the actual Special Tax levied in any Fiscal Year to the Maximum Special Tax authorized to be levied in that Fiscal Year is equal for all parcels assigned to the Development Class.

“Public Property” means any property within the boundaries of the CFD that is owned by the federal government, State of California, the City, or other local governments or public agencies.

“Remainder Taxes” means, after September 1st and before December 31st of any Fiscal Year, any Facilities Special Tax revenues that were levied and collected in the prior Fiscal Year and were not needed to (i) pay debt service on the Bonds that was due in the calendar year in which the Remainder Taxes are being calculated, (ii) replenish Bond reserves, or (iii) pay Administrative Expenses that have been incurred, or are expected to be incurred, by the City prior to the receipt of additional Facilities Special Tax proceeds.

“Required Coverage” means the amount by which the Maximum Facilities Special Tax Revenues must exceed the Bond debt service and required Administrative Expenses, as set forth in the Indenture, Certificate of Special Tax Consultant, or other formation or bond document that sets forth the minimum required debt service coverage.

“Residential Unit” means an individual single-family unit that does not share a common wall with another residential unit, or an individual residential unit within a duplex, halfplex, triplex,

fourplex, townhome, live/work or condominium structure. An Accessory Unit shall not be considered a Residential Unit for purposes of this RMA.

“RMA” means this Rate and Method of Apportionment of Special Tax.

“Services Special Tax” means a special tax levied in any Fiscal Year to pay the Services Special Tax Requirement.

“Services Special Tax Requirement” means the amount of revenue needed in any Fiscal Year in and after the Transition Year to pay for: (i) Authorized Services, (ii) Administrative Expenses, and (iii) amounts needed to cure any delinquencies in the payment of Services Special Taxes which have occurred in the prior Fiscal Year. In any Fiscal Year, the Services Special Tax Requirement shall be reduced by surplus amounts available (as determined by the City) from the levy of the Services Special Tax in prior Fiscal Years, including revenues from the collection of delinquent Services Special Taxes and associated penalties and interest.

“Single Family Residential Property” means, in any Fiscal Year, all Parcels of Developed Property for which a Building Permit was issued for construction of one or more Residential Units.

“Special Taxes” means, collectively, the Facilities Special Tax and the Services Special Tax.

“Taxable HOA Property” means, in any Fiscal Year after the First Bond Sale, any Parcel of HOA Property that satisfies all three of the following conditions: (i) the Parcel had not been HOA Property on the date of the First Bond Sale; (ii) based on reference to Attachments 1 and 2 (as may be updated pursuant to Section D below), the Parcel was not anticipated to be HOA Property as determined by the Administrator; and (iii) if the Parcel were to be exempt from the Facilities Special Tax because it is HOA Property, the Expected Maximum Facilities Special Tax Revenues would be reduced to a point at which Required Coverage could not be maintained.

“Taxable Property” means all Parcels within the boundaries of the CFD that are not exempt from the Special Tax pursuant to law or Section G below.

“Taxable Public Property” means in any Fiscal Year after the First Bond Sale, any Parcel of Public Property that satisfies all three of the following conditions: (i) the Parcel had not been Public Property on the date of the First Bond Sale; (ii) based on reference to Attachments 1 and 2 (as may be updated pursuant to Section D below), the Parcel was not anticipated to be Public Property as determined by the Administrator; and (iii) if the Parcel were to be exempt from the Facilities Special Tax because it is Public Property, the Expected Maximum Facilities Special Tax Revenues would be reduced to a point at which Required Coverage could not be maintained.

“Taxable Welfare Exemption Property” means in any Fiscal Year after the First Bond Sale, any Parcel of Welfare Exemption Property that satisfies all three of the following conditions: (i) the Parcel had not been Welfare Exemption Property on the date of issuance of the First Bond Sale; (ii) based on reference to Attachments 1 and 2 (as may be updated pursuant to Section D herein), the Parcel was not anticipated to be Welfare Exemption Property based on the Expected Land Uses, as determined by the Administrator; and (iii) if the Parcel were to be exempt from the Facilities Special Tax because it has become Welfare Exemption Property, the Expected

Maximum Facilities Special Tax Revenues would be reduced to a point at which Required Coverage could not be maintained.

“Tentative Map” means a tentative map or substantial conformance exhibit for property in the CFD, including any adjustments or amendments thereto.

“Transition Event” means, in any Fiscal Year, that, on or before June 30 of the prior Fiscal Year, the Administrator made a finding that (i) all Bonds secured by the levy and collection of Facilities Special Taxes in the CFD have been fully repaid, (ii) all Administrative Expenses from prior Fiscal Years have been paid or reimbursed to the City, and (iii) there are no other Authorized Facilities that the City intends to fund with Facilities Special Taxes.

“Transition Year” means the first Fiscal Year in which the Administrator determines that the Transition Event occurred in the prior Fiscal Year.

“Undeveloped Property” means, in any Fiscal Year, all Parcels of Taxable Property that are not Developed Property, Taxable HOA Property, Taxable Public Property, or Taxable Welfare Exemption Property as defined herein.

“Welfare Exemption Property” means, in any Fiscal Year, any Parcels in the CFD that have received a welfare exemption under subdivision (g) of Section 214 of the Revenue and Taxation Code and for which such welfare exemption is still in place.

B. DATA FOR ADMINISTRATION OF SPECIAL TAX

Each Fiscal Year, the Administrator shall (i) assign each Parcel of Taxable Property to the appropriate Development Class; (ii) for Developed Property, categorize each Parcel as Single Family Residential Property or Other Property; (iii) determine if a Transition Event occurred in the prior Fiscal Year; (iv) for Other Property, determine the Acreage of each Parcel; and (v) prior to the Transition Year, determine the Facilities Special Tax Requirement for the Fiscal Year or, in and after the Transition Year, determine the Services Special Tax Requirement for the Fiscal Year. In addition, the Administrator shall, ***on an ongoing basis***, monitor Final Maps and condominium plans to determine if there are any proposed changes to the Expected Land Uses that would change the Expected Maximum Facilities Special Tax Revenues. If the Expected Maximum Facilities Special Tax Revenues will be revised pursuant to a proposed Land Use Change, the Administrator shall apply the steps set forth in Section D below.

In any Fiscal Year, if it is determined that: (i) a parcel map for property in the CFD was recorded after January 1 of the prior Fiscal Year (or any other date after which the Assessor will not incorporate the newly-created Parcels into the then current tax roll), (ii) because of the date the parcel map was recorded, the Assessor does not yet recognize the new Parcels created by the parcel map, and (iii) one or more of the newly-created Parcels is in a different Development Class than other Parcels created by the subdivision, the Administrator shall calculate the Special Taxes for the property affected by recordation of the parcel map by determining the Special Taxes that apply separately to the property within each Development Class, then applying the sum of the individual Special Taxes to the Parcel that was subdivided by recordation of the parcel map.

C. MAXIMUM SPECIAL TAXES

1. *Facilities Special Tax*

Table 1 below identifies the Maximum Facilities Special Tax for Taxable Property in the CFD, subject to potential adjustments that may occur pursuant to Section D below.

Table 1
Maximum Facilities Special Tax

Land Use	Maximum Facilities Special Tax Before Transition Year (in Fiscal Year 2021-22 \$)*	Maximum Facilities Special Tax In and After Transition Year
Single Family Residential Property	\$1,969 per Residential Unit	\$0 per Residential Unit
Other Property	\$33,087 per Acre	\$0 per Acre
Taxable Public Property Taxable HOA Property Taxable Welfare Exemption Property	\$33,087 per Acre	\$0 per Acre
Undeveloped Property	\$33,087 per Acre	\$0 per Acre

* On July 1, 2022 and on each July 1 thereafter, all figures shown in Table 1 above shall be increased by an amount equal to 2.0% of the amount in effect for the prior Fiscal Year.

2. *Services Special Tax*

Table 2 below identifies the Maximum Services Special Tax for Taxable Property in the CFD.

Table 2
Maximum Services Special Tax

Land Use	Maximum Services Special Tax Before Transition Year	Maximum Services Special Tax In and After Transition Year (in Fiscal Year 2021-22 \$)*
Single Family Residential Property	\$0 per Residential Unit	\$394 per Residential Unit
Other Property	\$0 per Acre	\$1,127 per Acre
Undeveloped Property	\$0 per Acre	\$1,127 per Acre

* Beginning July 1, 2022 and each July 1 thereafter until the Transition Year, the Services Special Taxes in Table 2 shall be increased by 2.0% of the amount in effect in the prior Fiscal Year. On July 1 of the Transition Year and each July 1 thereafter, the Services Special Taxes and the Maximum Services Special Tax assigned to each Parcel shall be adjusted by the Escalation Factor.

Once a Facilities Special Tax has been levied on a Parcel of Developed Property, the Maximum Facilities Special Tax applicable to that Parcel shall not be reduced in future Fiscal Years regardless of changes in land use on the Parcel, except (i) in the event of a partial prepayment pursuant to Section H, and (ii) pursuant to Section D. Notwithstanding the foregoing: (i) prior to the First Bond Sale, Parcels can be assigned to the appropriate Facilities Special Tax category based on a Land Use Change, and the Administrator shall recalculate the Expected Maximum Facilities Special Tax Revenues based on the corresponding change in revenues, and (ii) the actual Facilities Special Taxes levied on a Parcel of Developed Property in any Fiscal Year may be less than the Maximum Facilities Special Taxes if lower Facilities Special Taxes are calculated pursuant to Step 1 in Section E.1 below.

D. CHANGES TO MAXIMUM SPECIAL TAXES

1. *Land Use Changes*

The Expected Maximum Facilities Special Tax Revenues shown in Attachment 2 were originally calculated based on the Expected Land Uses at CFD Formation. Attachment 2 is subject to modification upon the occurrence of Land Use Changes, as described below. The Administrator shall review all Land Use Changes and compare the revised land uses to the Expected Land Uses to evaluate the impact on the Expected Maximum Facilities Special Tax Revenues.

Prior to the First Bond Sale, if a Land Use Change is proposed or identified that will result in a change in the Expected Maximum Facilities Special Tax Revenues, no action will be needed pursuant to this Section D. Upon approval of the Land Use Change, the Administrator shall update Attachment 2 to show the revised Expected Maximum Facilities Special Tax Revenues.

After the First Bond Sale, if a Land Use Change is proposed or identified, Steps 1 through 3 below must be applied:

- Step 1:** By reference to Attachment 2 (which shall be updated by the Administrator each time a Land Use Change has been processed according to this Section D or a partial prepayment has been made), the Administrator shall identify the Expected Maximum Facilities Special Tax Revenues prior to the Land Use Change.
- Step 2:** The Administrator shall calculate the Expected Maximum Facilities Special Tax Revenues that could be collected from Taxable Property in the CFD after the Land Use Change based on application of the Maximum Facilities Special Taxes from Table 1.
- Step 3:** If the revenues calculated in Step 2 are (i) higher than those determined in Step 1 or (ii) less than those calculated in Step 1, but the reduction in Expected Maximum Facilities Special Tax Revenues does not reduce debt service coverage on outstanding Bonds below Required Coverage, no further action is needed, and the Administrator shall update Attachment 2 to show the revised Expected Maximum Facilities Special Tax Revenues.

If the revenues calculated in Step 2 are less than those calculated in Step 1, and the Administrator determines that the reduction in Expected Maximum Facilities Special Tax Revenues would reduce debt service coverage on outstanding Bonds below the Required Coverage, one of the following shall occur:

3.a. The landowner requesting the Land Use Change (the “Requesting Landowner”) may make a prepayment in an amount that will ensure that the reduced Expected Maximum Facilities Special Tax Revenues are sufficient to provide Required Coverage, as determined pursuant to Section H below. If the Requesting Landowner notifies the Administrator that he/she would like to remedy the reduction by making a prepayment, such prepayment must be made by the earlier of (i) 30 days from the date of delivery of the prepayment estimate or (ii) the date of issuance of any Building Permits for any Parcel owned by the Requesting Landowner that was Undeveloped Property at the time the Administrator prepared the prepayment estimate, **or**

3.b. If a prepayment is not received by the due date specified above, the Maximum Facilities Special Tax for each Parcel of Taxable Property in the area affected by the Land Use Change shall be increased proportionately until the Expected Maximum Facilities Special Tax Revenues are sufficient to maintain Required Coverage.

Pursuant to this Section D.3, the Administrator may from time to time update Attachment 2 to reflect revised Expected Maximum Facilities Special Tax Revenues. Such update shall be maintained internally by the Administrator and shall not require recordation of an amended RMA.

If multiple Land Use Changes are proposed simultaneously by a single landowner (which may include approval of multiple Final Maps at one time), and the landowner requests that the impact of two or more of the Land Use Changes be considered together, the Administrator shall consider the combined effect of the Land Use Changes to determine if there is a reduction in Expected Maximum Facilities Special Tax Revenues. If there is a reduction that would reduce debt service coverage below the Required Coverage, and no prepayment has been received, then the Maximum Facilities Special Tax for each Parcel of Taxable Property in the areas affected by the Land Use Changes shall be increased proportionately until the aggregate amount that can be levied within such areas is equal to the amount that could have been levied prior to the proposed Land Use Changes. If Land Use Changes are proposed simultaneously by multiple landowners, or if an individual landowner proposing multiple Land Use Changes does not request that such Land Use Changes be considered together, the Administrator shall consider the proposed Land Use Changes individually.

Notwithstanding the foregoing, once a certificate of occupancy has been issued for a Residential Unit on a Parcel, the Maximum Facilities Special Tax for the Parcel cannot be increased because of subsequent Land Use Changes that may occur within the area in which the Parcel is located.

The duties imposed on the Administrator pursuant to this Section D to review Land Use Changes, and to review Final Maps and make certain calculations, are intended only to facilitate

the administration of the Facilities Special Tax and to better assure the sufficiency of tax capacity to pay debt service on Bonds. Such duties are not intended to give any developer, subdivider, or owner of property the right to receive notice of the potential impact of Land Use Changes on the Special Tax applicable to a Parcel; and each developer, subdivider, or owner of property whose property is the subject of a Land Use Change shall be responsible for understanding the impact thereof on the Facilities Special Tax applicable to such property.

2. Partial Prepayments

If a Parcel makes a partial prepayment, the Administrator shall recalculate the Maximum Facilities Special Tax for the Parcel pursuant to Section H below. In addition, the Administrator shall update Attachment 2 to reflect the prepayment and the revised Expected Maximum Facilities Special Tax Revenues. After the prepayment has been received, the application of Sections D, E, and H of this RMA shall be based on the adjusted Expected Maximum Facilities Special Tax Revenues after the prepayment.

3. Conversion of a Parcel of Public Property to Private Use

If, in any Fiscal Year, a Parcel of Public Property is converted to private use, such Parcel shall be subject to the levy of the Special Tax. The Maximum Special Tax for each such Parcel shall be determined by the Administrator.

E. METHOD OF LEVY OF THE SPECIAL TAXES

1. Facilities Special Tax

Each Fiscal Year until the Transition Year, the Administrator shall determine the Facilities Special Tax Requirement and levy the Facilities Special Tax on all Parcels of Taxable Property as follows:

Step 1: In the first fifteen (15) Fiscal Years in which a Facilities Special Tax is levied within the CFD, the Maximum Facilities Special Tax shall be levied on all Parcels of Developed Property. Any Facilities Special Tax proceeds collected that are determined by the Administrator to be Remainder Taxes shall be deposited into the Improvement Fund to pay any costs associated with the acquisition of Authorized Facilities that were not paid with Bond proceeds or Facilities Special Taxes levied in prior Fiscal Years.

Beginning in the sixteenth (16th) Fiscal Year in which a Facilities Special Tax is levied within the CFD and continuing until the Transition Year, the Facilities Special Tax shall be levied Proportionately on each Parcel of Developed Property up to 100% of the Maximum Facilities Special Tax for each Parcel of Developed Property until the amount levied is equal to the Facilities Special Tax Requirement.

Step 2: If additional revenue is needed after Step 1 and after applying Capitalized Interest to the Facilities Special Tax Requirement, the Facilities

Special Tax shall be levied Proportionately on each Parcel of Undeveloped Property up to 100% of the Maximum Facilities Special Tax for each Parcel of Undeveloped Property.

Step 3: If additional revenue is needed after Step 2, the Facilities Special Tax shall be levied Proportionately on each Parcel of Taxable Welfare Exemption Property, up to 100% of the Maximum Facilities Special Tax for each Parcel of Taxable Welfare Exemption Property.

Step 4: If additional revenue is needed after Step 3, the Facilities Special Tax shall be levied Proportionately on each Parcel of Taxable HOA Property, up to 100% of the Maximum Facilities Special Tax for each Parcel of Taxable HOA Property.

Step 5: If additional revenue is needed after Step 4, the Facilities Special Tax shall be levied Proportionately on each Parcel of Taxable Public Property, up to 100% of the Maximum Facilities Special Tax for each Parcel of Taxable Public Property.

2. *Services Special Tax*

Beginning in the Transition Year and each Fiscal Year thereafter, the Administrator shall determine the Services Special Tax Requirement and levy the Services Special Tax on all Parcels of Taxable Property as follows:

Step 1: The Services Special Tax shall be levied Proportionately on each Parcel of Developed Property up to 100% of the Maximum Services Special Tax for each Parcel of Developed Property until the amount levied is equal to the Services Special Tax Requirement.

Step 2: If additional revenue is needed after Step 1, the Services Special Tax shall be levied Proportionately on each Parcel of Undeveloped Property, up to 100% of the Maximum Services Special Tax for each Parcel of Undeveloped Property.

F. MANNER OF COLLECTION OF SPECIAL TAXES

The Special Taxes shall be collected in the same manner and at the same time as ordinary ad valorem property taxes, provided, however, that partial prepayments are permitted as set forth in Section H below and provided further that the City may directly bill the Special Taxes, may collect Special Taxes at a different time or in a different manner, and may collect delinquent Special Taxes through foreclosure or other available methods.

The Facilities Special Tax shall be levied and collected until the earlier of (i) the Transition Year, or (ii) Fiscal Year 2061-62. Under no circumstances may the Facilities Special Tax on a Parcel in residential use be increased in any Fiscal Year as a consequence of delinquency or default in payment of the Facilities Special Tax levied on another Parcel or Parcels by more than ten

percent (10%) above the amount that would have been levied in that Fiscal Year had there never been any such delinquencies or defaults. After the Transition Year, the Services Special Tax may be levied and collected in perpetuity.

G. EXEMPTIONS

Any Parcel that is or is expected to be Public Property, HOA Property, or Welfare Exemption Property prior to the First Bond Sale shall be exempt from both the Services Special Tax and the Facilities Special Tax. The Administrator shall reduce the Expected Maximum Facilities Special Tax Revenues to reflect any such exemptions that were not expected at the time of CFD Formation, and the First Bond Sale shall be sized based on the reduced Expected Maximum Facilities Special Tax Revenues. Any Parcel that becomes Public Property, HOA Property, or Welfare Exemption Property after the First Bond Sale shall be exempt from: (i) the Services Special Tax, and (ii) the Facilities Special Tax provided such Parcel is not Taxable Public Property, Taxable HOA Property, or Taxable Welfare Exemption Property.

In addition, no Special Taxes shall be levied on (i) Parcels that are designated as permanent open space or common space on which no structure is permitted to be constructed, (ii) Parcels owned by a public utility for an unmanned facility, and (iii) Parcels subject to an easement that precludes any use on the Parcel other than that permitted by the easement. Notwithstanding the foregoing, if a Facilities Special Tax has been levied on a Parcel in any Fiscal Year, and the entire Parcel subsequently meets the criteria in (i), (ii) or (iii) above, the Parcel shall remain subject to the Facilities Special Tax levy, unless the First Bond Sale hasn't occurred, in which case such property shall be categorized as Public Property, and the Administrator shall recalculate the Expected Maximum Facilities Special Tax Revenues based on the corresponding loss in revenues.

H. PARTIAL PREPAYMENT OF FACILITIES SPECIAL TAX

The following definitions apply to this Section H:

“Outstanding Bonds” means all Previously Issued Bonds which remain outstanding, with the following exception: if a Facilities Special Tax has been levied against, or already paid by, an Assessor's Parcel making a prepayment, and a portion of the Facilities Special Tax will be used to pay a portion of the next principal payment on the Bonds that remain outstanding (as determined by the Administrator), that next principal payment shall be subtracted from the total Bond principal that remains outstanding, and the difference shall be used as the amount of Outstanding Bonds for purposes of this prepayment formula.

“Previously Issued Bonds” means all Bonds that have been issued prior to the date of prepayment.

“Public Facilities Requirements” means: (i) \$7.5 million in fiscal year 2021-22 dollars, which amount shall, on July 1, 2022 and on each July 1 thereafter, be increased by an amount equal to 2.0% of the amount in effect for the prior Fiscal Year, or (ii) such other

number as shall be determined by the City to be an appropriate estimate of the net construction proceeds that will be generated from all Bonds that have been or are expected to be issued on behalf of the CFD.

“Remaining Facilities Costs” means the Public Facilities Requirements (as defined above), minus public facility costs funded by Previously Issued Bonds (as defined above), Remainder Taxes, or prepayments. Notwithstanding the foregoing, the Remaining Facilities Costs shall never be less than zero.

A property owner may prepay up to 80% of the Facilities Special Tax obligation applicable to a Parcel in the CFD, thereby reducing the Maximum Facilities Special Tax applicable to the Parcel, provided that a prepayment may be made only if there are no delinquent Special Taxes with respect to such Parcel at the time of prepayment. An owner of a Parcel intending to prepay a portion of the Facilities Special Tax obligation shall provide the City with written notice of intent to prepay, which shall identify the percentage of the Maximum Facilities Special Tax that is to be prepaid. Within 30 days of receipt of such written notice, the City or its designee shall notify such owner of the prepayment amount for such Parcel. Prepayment must be made not less than 50 days prior to any redemption date for Bonds to be redeemed with the proceeds of such prepaid Facilities Special Taxes.

The Prepayment Amount shall be calculated as follows (capitalized terms as defined below):

	Bond Redemption Amount
plus	Remaining Facilities Amount
plus	Redemption Premium
plus	Defeasance Requirement
plus	Administrative Fees and Expenses
<u>less</u>	<u>Reserve Fund Credit</u>
equals	Prepayment Amount

As of the proposed date of prepayment, the Prepayment Amount for a Parcel shall be determined by application of the following steps:

- Step 1.** Determine the Maximum Facilities Special Tax that could be levied on the Parcel based on the Expected Land Uses for the Parcel at the time the prepayment is calculated.
- Step 2.** Divide the Maximum Facilities Special Tax computed pursuant to Step 1 by the Expected Maximum Facilities Special Tax Revenues in that Fiscal Year.
- Step 3.** Multiply the quotient computed in Step 2 by the percentage of the Maximum Facilities Special Tax that the property owner wants to prepay, which percentage shall not exceed 80%.
- Step 4.** Multiply the quotient computed pursuant to Step 3 by the Outstanding Bonds to compute the amount of Outstanding Bonds to be retired and prepaid (*the “Bond Redemption Amount”*).

- Step 5.** Compute the current Remaining Facilities Costs (if any).
- Step 6.** Multiply the quotient computed pursuant to Step 3 by the amount determined pursuant to Step 5 to compute the amount of Remaining Facilities Costs to be prepaid (*the “Remaining Facilities Amount”*).
- Step 7.** Multiply the Bond Redemption Amount computed pursuant to Step 4 by the applicable redemption premium, if any, on the Outstanding Bonds to be redeemed (*the “Redemption Premium”*).
- Step 8.** Compute the amount needed to pay interest on the Bond Redemption Amount starting with the last Bond interest payment date on which interest has been or will be paid by Facilities Special Taxes already levied until the earliest redemption date for the Outstanding Bonds.
- Step 9:** Compute the amount of interest the City reasonably expects to derive from reinvestment of the Bond Redemption Amount plus the Redemption Premium from the first Bond interest payment date after which the prepayment has been received until the redemption date for the Outstanding Bonds.
- Step 10:** Subtract the amount computed pursuant to Step 9 from the amount computed pursuant to Step 8 (*the “Defeasance Requirement”*).
- Step 11.** The administrative fees and expenses associated with the prepayment will be determined by the Administrator and include the costs of computing the prepayment, redeeming Bonds, and recording any notices to evidence the prepayment and the redemption (*the “Administrative Fees and Expenses”*).
- Step 12.** If and to the extent so provided in the Indenture, a reserve fund credit shall be calculated as a reduction in the applicable reserve fund for the Outstanding Bonds to be redeemed pursuant to the prepayment (*the “Reserve Fund Credit”*).
- Step 13.** The Facilities Special Tax prepayment is equal to the sum of the amounts computed pursuant to Steps 4, 6, 7, 10, and 11, less the amount computed pursuant to Step 12 (*the “Prepayment Amount”*).
- Step 14.** From the Prepayment Amount, the amounts computed pursuant to Steps 4, 7, and 10 shall be deposited into the appropriate fund as established under the Indenture and be used to retire Outstanding Bonds or make debt service payments. The amount computed pursuant to Step 6 shall be deposited into the Improvement Fund. The amount computed pursuant to Step 11 shall be retained in the account or fund that is established to pay Administrative Expenses.

Once a partial prepayment of a Facilities Special Tax has been received, an Amendment to Special Tax Lien shall be recorded against the Parcel to reflect the reduced Facilities Special Tax lien for the Parcel, which shall be equal to the portion of the Maximum Facilities Special Tax that was not prepaid. However, an Amendment to Special Tax Lien shall not be recorded until all Facilities Special Taxes levied on the Parcel in the current or prior Fiscal Years have been collected. The prepayment of a portion of the Facilities Special Tax shall not affect the perpetual obligation to pay the Services Special Tax.

Notwithstanding the foregoing, if at any point in time the Administrator determines that the Maximum Facilities Special Tax revenue that could be collected from Taxable Property that remains subject to the Facilities Special Tax after the proposed prepayment would be less than the Required Coverage on Bonds that will remain outstanding after defeasance or redemption of Bonds from proceeds of the estimated prepayment, the amount of the prepayment shall be increased until the amount of Bonds defeased or redeemed is sufficient to reduce remaining annual debt service to a point at which Required Coverage is maintained.

I. INTERPRETATION OF SPECIAL TAX FORMULA

The City may interpret, clarify, and revise this RMA to correct any inconsistency, vagueness, or ambiguity, by resolution and/or ordinance, that does not create a material adverse effect on the levy and collection of the Special Taxes and any security for any Bonds.

ATTACHMENT 1

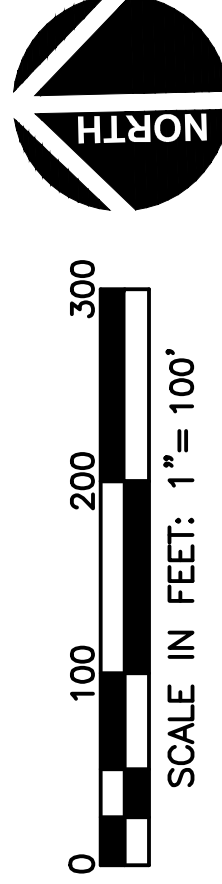
**City of Tracy
Community Facilities District No. 2021-1
(Hillview)**

Expected Lot Layout



ATTACHMENT 1
HILL VIEW
EXPECTED LOT LAYOUT

TRACY, CALIFORNIA
11/06/2021
JOB #185023



ATTACHMENT 2

City of Tracy Community Facilities District No. 2021-1 (Hillview)

Expected Land Uses and Expected Maximum Facilities Special Tax Revenues

Land Use Category	Expected Units / Acres	Maximum Facilities Special Tax (FY 2021-22) *	Expected Maximum Facilities Special Tax Revenues (FY 2021-22) *
Single Family Residential Property	214 Residential Units	\$1,969 per Residential Unit	\$421,366
Other Property	0 Acres	\$33,087 per Acre	\$0
Expected Maximum Facilities Special Tax Revenues (FY 2021-22 \$)			\$421,366

* On July 1, 2022, and each July 1 thereafter, all dollar amounts shown above shall be increased by 2% of the amount in effect in the prior Fiscal Year.

RESOLUTION NO. ____

RESOLUTION OF FORMATION OF COMMUNITY FACILITIES DISTRICT

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

RESOLVED, by the City Council (the "Council") of the City of Tracy (the "City"), State of California, that:

WHEREAS, on September 7, 2021, this City Council adopted a resolution entitled "Resolution of Intention to Establish Community Facilities District" (the "Resolution of Intention"), stating its intention to form "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD"), of the City, pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the "Act");

WHEREAS, the Resolution of Intention, incorporating a map of the proposed boundaries of the CFD and stating the facilities and services to be provided (as set forth in the list attached hereto as Exhibit A), the cost of providing such facilities and services, and the rate and method of apportionment of the special tax to be levied within the CFD to pay for the facilities and the services, and the principal and interest on bonds and other debt proposed to be issued with respect to the CFD, is on file with the City Clerk and the provisions thereof are incorporated herein by this reference as if fully set forth herein;

WHEREAS, on this date, this City Council held a noticed public hearing as required by the Act and the Resolution of Intention relative to the proposed formation of the CFD;

WHEREAS, at the hearing all interested persons desiring to be heard on all matters pertaining to the formation of the CFD, the facilities and services to be provided therein and the levy of said special tax were heard and a full and fair hearing was held;

WHEREAS, at the hearing evidence was presented to this City Council on said matters before it, including a report caused to be prepared by the City Engineer (the "Report") as to the facilities and services to be provided through the CFD and the costs thereof, a copy of which is on file with the City Clerk, and this City Council at the conclusion of said hearing is fully advised in the premises;

WHEREAS, written protests with respect to the formation of the CFD, the furnishing of specified types of facilities and services, and the rate and method of apportionment of the special taxes have not been filed with the City Clerk by fifty percent (50%) or more of the registered voters residing within the territory of the CFD or property owners of one-half (1/2) or more of the area of land within the CFD and not exempt from the proposed special tax;

WHEREAS, the special tax proposed to be levied in the CFD to pay for the proposed facilities and services to be provided therein, as set forth in Exhibit B hereto, has not been eliminated by protest by fifty percent (50%) or more of the registered voters residing within the

territory of the CFD or the owners of one-half (1/2) or more of the area of land within the CFD and not exempt from the special tax.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. Recitals Correct. The foregoing recitals are true and correct.
2. No Majority Protest. The proposed special tax to be levied within the CFD has not been precluded by majority protest pursuant to section 53324 of the Act.
3. Prior Proceedings Valid. All prior proceedings taken by this City Council in connection with the establishment of the CFD and the levy of the special tax have been duly considered and are hereby found and determined to be valid and in conformity with the Act.
4. Name of CFD. The community facilities district designated "City of Tracy Community Facilities District No. 2021-1 (Hillview)" is hereby established pursuant to the Act.
5. Boundaries of CFD. The boundaries of the CFD, as set forth in the map of the CFD heretofore recorded in the San Joaquin County Recorder's Office on September 20, 2021, at 8:24 a.m. in Book 7 at Page 039, as Document 2021-157452 of Maps of Assessment and Community Facilities Districts, are hereby approved, are incorporated herein by reference and shall be the boundaries of the CFD.

The City Council hereby authorizes the City Clerk to record an amended boundary map to reflect an error in the Assessor Parcel Numbers shown in the map.

6. Description of Facilities. The type of facilities proposed to be financed by the CFD and pursuant to the Act shall consist of those listed as facilities on Exhibit A hereto and hereby incorporated herein (the "Facilities"). The Council hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the CFD. The Council hereby finds and determines that the public interest will not be served by allowing the property owners in the CFD to enter into a contract in accordance with Section 53329.5(a) of the Act. Notwithstanding the foregoing, the Council, on behalf of CFD, may enter into one or more contracts directly with any of the property owners with respect to the construction and/or acquisition of the any portion of the Facilities.

The City Manager is hereby authorized and directed to enter into joint community facilities agreements with any entity that will own or operate any of the Facilities, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The Council hereby declares that such joint agreements will be beneficial to owners of property in the area of the CFD.

The type of services proposed to be financed by the CFD and pursuant to the Act shall consist of those listed in Exhibit A hereto and hereby incorporated herein (the "Services"). The Council hereby determines that the Services are necessary to meet increased demands for such services placed upon local agencies as the result of development occurring within the area of the CFD. The Services are in addition to those provided in the territory of the CFD as of the date hereof and will not supplant services already available within the territory of the CFD as of the date hereof.

7. Special Tax.

a. Except to the extent that funds are otherwise available to the CFD to pay for the Facilities, the Services and/or the principal and interest as it becomes due on bonds and other debt of the CFD issued to finance the Facilities, a special tax (the "Special Tax") sufficient to pay the costs thereof, secured by the recordation of a continuing lien against all non-exempt real property in the CFD, is intended to be levied annually within the CFD, and collected in the same manner as ordinary *ad valorem* property taxes or in such other manner as may be prescribed by this City Council.

b. The proposed rate and method of apportionment of the Special Tax among the parcels of real property within the CFD, in sufficient detail to allow each landowner within the proposed CFD to estimate the maximum amount such owner will have to pay, are shown in Exhibit B attached hereto and hereby incorporated herein (the "Rate and Method").

The Special Tax to finance the Facilities (the "Facilities Special Tax") shall not be levied in the CFD after fiscal year 2061-62 except that a Facilities Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Facilities Special Tax levied against any parcel in the CFD to be used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within the CFD by more than 10%.

The Special Tax to finance the Services (the "Services Special Tax") will be levied in the CFD on a perpetual basis as set forth in the Rate and Method.

8. Increased Demands. It is hereby found and determined that the Facilities and Services are necessary to meet increased demands placed upon local agencies as the result of development occurring in the CFD.

9. Responsible Official. The Finance Director of the City of Tracy, 333 Civic Center Plaza, Tracy, CA 95376, 209-831-6000, is the officer of the City who will be responsible for preparing annually a current roll of special tax levy obligations by assessor's parcel number and who will be responsible for estimating future special tax levies pursuant to the Act.

10. Tax Lien. Upon recordation of a notice of special tax lien pursuant to Section 3114.5 of the Streets and Highways Code of California, a continuing lien to secure each levy of the special tax shall attach to all nonexempt real property in the CFD and this lien shall continue in force and effect until the special tax obligation is prepaid and permanently satisfied and the lien canceled in accordance with law or until collection of the tax by the City ceases.

11. Appropriations Limit. In accordance with the Act, the annual appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, of the CFD is hereby preliminarily established at \$15,000,000, and said appropriations limit shall be submitted to the voters of the CFD as hereafter provided. The proposition establishing said annual appropriations limit shall become effective if approved by the qualified electors voting thereon and shall be adjusted in accordance with the applicable provisions of the Act.

12. Election. Pursuant to the provisions of the Act, the proposition of the levy of the special tax and the proposition of the establishment of the appropriations limit specified above

shall be submitted to the qualified electors of the CFD at an election. The time, place and conditions of the election shall be as specified by a separate resolution of this City Council.

13. Acquisition Agreement. Section 53314.9 of the Act provides that, either before or after formation of the CFD, the City may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the City Council may enter into an agreement (an "Acquisition Agreement"), by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the City Council, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the City.

The Acquisition Agreement between the City and Lennar Homes of California, Inc., a California corporation, in the form on file with the City Clerk, is hereby approved. Each of the City Manager and the Director of Finance, acting alone, is hereby authorized and directed to execute the Acquisition Agreement for and on behalf of the City, and to take all actions necessary to implement the Acquisition Agreement, including but not limited to approving non-substantive or administrative process amendments to the Agreement.

14. Tender. The City Council reserves to itself the right and authority set forth in Section 53344.1 of the Act, subject to any limitations set forth in any bond resolution or trust indenture related to the issuance of bonds.

15. Further Action. The Mayor, the City Manager, the Finance Director (the "Authorized Representatives" for purposes of this Resolution and the Resolution of Intention), the City Clerk and all other officers and agents of the City are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution.

16. Effective Date. This resolution shall take effect upon its adoption.

* * * * *

The foregoing Resolution was adopted by the Tracy City Council on the 2nd day of November, 2021, by the following vote:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS:

ABSENT: COUNCILMEMBERS:

ABSTAIN: COUNCILMEMBERS:

MAYOR

ATTEST:

CITY CLERK

EXHIBIT A

CITY OF TRACY Community Facilities District No. 2021-1 (Hillview)

DESCRIPTION OF FACILITIES AND SERVICES TO BE FINANCED BY THE CFD

FACILITIES

The CFD shall be authorized to finance all or a portion of the costs of the acquisition, construction and improvement of facilities permitted under the Mello-Roos Act and that are required as conditions of development of the property within the CFD, including, but not limited to, the following:

1. Roadway Improvements (and all curb and gutter, sidewalks, lighting, signalization, landscaping, monumentation, and dry and wet utilities) - including, but not limited to:
 - o Arterial roadways
 - o Collector roadways
2. Wastewater Facilities - including, but not limited to, a wastewater treatment facility and/or expansion, pump stations, lift stations, force main and gravity lines.
3. Water Facilities - including, but not limited to, a water treatment facility, pump stations, new water transmission lines, additional storage reservoirs or tanks with booster pumps, production wells, backup generators at existing wells, and pressure reducing valves.
4. Reclaimed Water Facilities - including, but not limited to, reclaimed water treatment facilities, pump stations, new reclaimed water transmission lines, and additional storage reservoirs or tanks with booster pumps.
5. Drainage Improvements - including, but not limited to, pipes, culverts, retention basins, drop inlets, and filtration areas.
6. Landscaping - including, but not limited to, entryways, streets, buffers, and slopes.
7. Open Space Improvements
8. Parks and Park Equipment - including, but not limited to, construction of parks, park equipment and structures.
9. Improvements Financed by City Master Plan and Public Benefit Payments - including, but not limited to:
 - o Public Benefit payments.
 - o Transportation Master Plan Fee.
 - o Wastewater Master Plan Fee.

- o Wastewater Conveyance Master Plan Fee.
- o Water Treatment Master Plan Fee.
- o Water Conveyance Master Plan Fee.
- o Water Supply Master Plan Fee.
- o Water Treatment Master Plan Fee.
- o Recycled Water Master Plan Fee.
- o Public Safety Master Plan Fee (including, but not limited to, Fire, Police, Communication and Program Fees).
- o Public Facilities Master Plan Fee.
- o Parks Master Plan Fee.

10. Any other real or other tangible property with an estimated useful life of five years or longer.

Any facility authorized to be financed by the CFD may be financed through the construction and acquisition of the facility or through the payment of fees for such facility.

The facilities constructed or acquired may be located within or outside the CFD.

The facilities to be financed shall include all hard and soft costs associated with the facilities, including the costs of the acquisition of land and rights-of-way, the costs of design, engineering and planning, the costs of any environmental or traffic studies, surveys or other reports, costs related to landscaping and irrigation, soils testing, permits, plan check, and inspection fees, insurance, legal and related overhead costs, coordination and supervision and any other costs or appurtenances related to any of the foregoing as further defined in one or more acquisition agreements with the developer of the Property in the CFD.

SERVICES

Special taxes collected in the CFD may finance, in whole or in part, the following services ("services" and "maintenance" shall have the meaning given those terms in the Mello-Roos Community Facilities Act of 1982):

Maintenance and operation of the Facilities.

OTHER

The CFD may also finance any of the following:

1. Bond related expenses, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, bond and disclosure counsel fees and expenses, bond remarketing costs, and all other incidental expenses.

2. Administrative fees of the City and the bond trustee or fiscal agent related to the CFD and the Bonds.

3. Reimbursement of costs related to the formation of the CFD advanced by the City, the landowner(s) in the CFD, or any party related to any of the foregoing, as well as reimbursement of any costs advanced by the City, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.

Special Taxes may be collected and set-aside in designated funds and collected over several years, and used to fund Facilities or Services authorized to be financed by the CFD.

EXHIBIT B

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

RESOLUTION NO. _____

**RESOLUTION DETERMINING NECESSITY TO INCUR BONDED INDEBTEDNESS
AND OTHER DEBT**

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

RESOLVED, by the City Council (the "Council") of the City of Tracy (the "City"), State of California, that:

WHEREAS, on September 7, 2021, this City Council adopted a resolution entitled "Resolution of Intention to Establish Community Facilities District" (the "Resolution of Intention") stating its intention to form "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD"), pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the "Act");

WHEREAS, on September 7, 2021, this City Council also adopted a resolution entitled "Resolution of Intention to Incur Bonded Indebtedness and Other Debt" (the "Resolution of Intention to Incur Indebtedness") stating its intention to incur bonded indebtedness and other debt (as defined in the Act) within the boundaries of the CFD for the purpose of financing the costs of certain facilities specified in the Resolution of Intention;

WHEREAS, this City Council has held a noticed public hearing as required by the Act about the determination to proceed with the formation of the CFD, the provision of certain facilities and services by the CFD and the rate and method of apportionment of the special tax to be levied within the CFD to pay the principal and interest on the proposed bonded indebtedness and other debt in the CFD and the administrative costs of the City relative to the CFD;

WHEREAS, subsequent to the public hearing, this City Council adopted a resolution entitled "Resolution of Formation of Community Facilities District" (the "Resolution of Formation");

WHEREAS, this City Council has also held a noticed public hearing as required by the Act relative to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness; and

WHEREAS, no written protests with respect to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness have been filed with the City Clerk.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. Recitals Correct. The foregoing recitals are true and correct.
2. Necessity. This City Council deems it necessary to incur bonded indebtedness in the maximum aggregate principal amount of \$12,000,000 within the boundaries of the CFD for the purpose of financing the costs of all or a portion of the facilities defined in the Resolution

of Formation (the "Facilities"), including, but not limited to, the costs of issuing and selling bonds to finance all or a portion of the Facilities and the costs of the City in establishing and administering the CFD.

This City Council further deems it necessary to incur debt (as defined in the Act) for the CFD, in one or more series, although any such debt shall not be subject to the limitations on bonded indebtedness set forth above.

3. Entire CFD Liable. The whole of the CFD shall pay for the bonded indebtedness and other debt through the levy of the special tax. The tax is to be apportioned in accordance with the formula set forth in Exhibit "B" to the Resolution of Formation.

4. Bonds and Other Debt. Bonds in the maximum amount of \$12,000,000 are hereby authorized subject to voter approval. The bonds may be issued in one or more series and mature and bear interest at such rate or rates, payable semiannually or in such other manner, all as this City Council or its designee shall determine, at the time or times of sale of such bonds; provided, however, that the interest rate or rates shall not to exceed the maximum interest rate permitted by applicable law at the time of sale of the bonds and the bonds or any series thereof shall have a maximum term of not to exceed forty years.

Debt (as defined in the Act) is hereby authorized subject to voter approval. The debt may be issued in one or more series in the amounts and bearing interest payable semi-annually or in such other manner as this Council shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such debt. Any such debt shall not be subject to the limitations on bonded indebtedness set forth above.

5. Election. The proposition of incurring the bonded indebtedness and other debt herein authorized shall be submitted to the qualified electors of the CFD and shall be consolidated with elections on the proposition of levying special taxes within the CFD and the establishment of an appropriations limit for the CFD pursuant to Section 53353.5 of the Act. The time, place and further particulars and conditions of such election shall be as specified by separate resolution of this City Council.

6. Effective Date. This Resolution shall take effect upon its adoption.

* * * * *

The foregoing Resolution was adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS:

ABSENT: COUNCILMEMBERS:

ABSTAIN: COUNCILMEMBERS:

MAYOR

ATTEST:

CITY CLERK

RESOLUTION NO. _____

RESOLUTION CALLING SPECIAL ELECTION

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

RESOLVED, by the City Council (the "Council") of the City of Tracy (the "City"), State of California that:

WHEREAS, this City Council has adopted a resolution entitled "Resolution of Formation of Community Facilities District" (the "Resolution of Formation"), ordering the formation of the "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD"), authorizing the levy of a special tax on property within the CFD and preliminarily establishing an appropriations limit for the CFD, all pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the "Act"); and

WHEREAS, this City Council has also adopted a resolution entitled "Resolution Determining the Necessity to Incur Bonded Indebtedness and Other Debt" (the "Resolution Determining Necessity"), determining the necessity to incur bonded indebtedness in the maximum aggregate principal amount of \$12,000,000 and other debt (as defined in the Act) upon the security of the special tax to be levied within the CFD pursuant to the Act; and

WHEREAS, pursuant to the provisions of the Resolution of Formation and the Resolution Determining Necessity, the propositions of the levy of the special tax, the establishment of the appropriations limit and the incurring of the bonded indebtedness and other debt shall be submitted to the qualified electors of the CFD as required by the provisions of the Act;

NOW, THEREFORE, BE IT RESOLVED, as follows:

1. Recitals Correct. The foregoing recitals are true and correct.
2. Issues Submitted. Pursuant to Sections 53326, 53351 and 53325.7 of the Act, the issues of the levy of the special tax, the incurring of bonded indebtedness and other debt and the establishment of the appropriations limit shall be submitted to the qualified electors (as defined below) of the CFD at an election called therefor as provided below.
3. Qualified Electors. This Council hereby finds that fewer than 12 persons have been registered to vote within the territory of the CFD for each of the 90 days preceding the close of the public hearings heretofore conducted and concluded by this Council for the purposes of these proceedings. Accordingly, and pursuant to Section 53326 of the Act, this Council finds that, for these proceedings, the qualified electors are the landowners within the CFD and that the vote shall be by such landowners or their authorized representatives, each having one vote for each acre or portion thereof such landowner owns in the CFD as of the close of the public hearings.

4. Conduct of Election. This Council hereby calls a special election to consider the measures described in section 1 above, which election shall be held on November 2, 2021, and the results thereof canvassed at the meeting of this Council on November 2, 2021. The City Clerk is hereby designated as the official to conduct the election and to receive all ballots until 7:00 p.m. on the election date. It is hereby acknowledged that the City Clerk has on file the Resolution of Formation, a certified map of the boundaries of the CFD, and a sufficient description to allow the City Clerk to determine the electors of the CFD. Pursuant to Section 53327 of the Act, the election shall be conducted by messenger or mail-delivered ballot pursuant to Section 4000 of the California Elections Code, except that Sections 53326 and 53327 of the Act shall govern for purposes of determining the date of election.

5. Ballot. As authorized by Section 53353.5 of the Act, the three propositions described in section 1 above shall be combined into a single ballot measure, the form of which is attached hereto as Exhibit "A" and by this reference incorporated herein and the form of ballot is hereby approved. The City Clerk is hereby authorized and directed to cause a ballot, in substantially the form of Exhibit "A," to be delivered to each of the qualified electors of the CFD. Each ballot shall indicate the number of votes to be voted by the respective landowner to which the ballot pertains. Each ballot shall be accompanied by all supplies and written instructions necessary for the use and return of the ballot. The envelope to be used to return the ballot was enclosed with the ballot, had the return postage prepaid, and contained the following: (a) the name and address of the landowner, (b) a declaration, under penalty of perjury, stating that the voter is the owner of record or authorized representative of the landowner entitled to vote and is the person whose name appears on the envelope, (c) the printed name, signature and address of the voter, (d) the date of signing and place of execution of the declaration pursuant to clause (b) above, and (e) a notice that the envelope contains an official ballot and is to be opened only by the canvassing board of the election.

6. Waivers. This Council hereby further finds that the provisions of Section 53326 of the Act requiring a minimum of 90 days following the adoption of the Resolution of Formation to elapse before the special election are for the protection of the qualified electors of the CFD. There is on file with the City Clerk a written waiver executed by all of the qualified electors of the CFD allowing for a shortening of the time for the special election to expedite the process of formation of the CFD and waiving any requirement for notice, analysis and arguments in connection with the election. Accordingly, this Council finds and determines that the qualified electors have been fully apprised of and have agreed to the shortened time for the election and waiver of analysis and arguments and have thereby been fully protected in these proceedings. This Council also finds and determines that the City Clerk has concurred in the shortened time for the election. Analysis and arguments with respect to the ballot measures are hereby waived, as provided in Section 53327 of the Act.

7. Local Bond Measure; Accountability. The City Council hereby finds that the proposed issuance of bonds and other debt for the CFD constitutes a "local bond measure" within the meaning of Sections 53410, et seq. of the California Government Code. As a result, the bond measure shall include the propositions set forth above and the following: (a) the specific purpose of the bonds and other debt shall be as set forth in the propositions; (b) any proceeds received from the sale of any bonds or other debt shall be applied only to the purposes set forth in the propositions; (c) the proceeds of any bonds or other debt shall be deposited into special accounts to be created therefor as part of the issuance of the bonds or other debt; and (d) the City shall cause a report to be prepared annually under Section 53411 of the Government Code.

Under Section 50075.1 of the Government Code, the following accountability provisions shall apply to the special taxes: (a) the provision and/or acquisition of the Facilities and the Services, the payment of debt service on the bonds and other debt and the incidental costs thereof, all as defined in the Resolution of Formation, shall constitute the specific single purpose; (b) the proceeds shall be applied only to the specific purposes identified in (a) above; (c) there shall be created special account(s) or funds(s) into which the proceeds shall be deposited; and (d) there shall be caused to be prepared an annual audit and report of the CFD.

8. Effective Date. This Resolution shall take effect upon its adoption.

* * * * *

The foregoing Resolution was adopted by the Tracy City Council on the 2nd day of November, 2021, by the following vote:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS:

ABSENT: COUNCILMEMBERS:

ABSTAIN: COUNCILMEMBERS:

MAYOR

ATTEST:

CITY CLERK

EXHIBIT A

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

**OFFICIAL BALLOT
SPECIAL TAX ELECTION**

This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the City Clerk of the City of Tracy no later than the hour of 7:00 p.m. on November 2, 2021, either by mail or in person. The City Clerk's office is located at 333 Civic Center Plaza, Tracy, California 95376.

To vote, mark a cross (X) on the voting line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the City Clerk of the City of Tracy and obtain another.

BALLOT MEASURE: Shall the following measure be adopted: authorizing the City of Tracy (the "City") to (i) levy a special tax solely on lands within the City of Tracy Community Facilities District No. 2021-1 (Hillview) ("CFD") in accordance with the rate and method contained in the resolution of the City Council establishing the CFD ("Formation Resolution"), commencing in the City's fiscal year 2022-23 (with annual escalation thereafter), to pay for the facilities and the services specified in the Formation Resolution and to pay the costs of the City in administering the CFD, which special tax, if levied at the maximum rate and assuming full build-out of the properties in the CFD at the time of formation, is anticipated to raise \$429,793 in fiscal year 2022-23 (with annual escalation thereafter); (ii) establish an annual appropriations limit for the CFD in the amount of \$15,000,000; and (iii) issue bonds in one or more series for the CFD in the maximum aggregate principal amount of \$12,000,000, and issue other debt, in each case with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such bonds or debt on behalf of the CFD, the proceeds of which bonds and other debt will be used to acquire and/or construct certain facilities, reimburse certain costs of the facilities paid prior to the date of issuance of the bonds, and pay for the costs of issuing the bonds and related expenses?

YES: _____

NO: _____

By execution in the space provided below, you also indicate your waiver of (i) the time limit pertaining to the conduct of the election, (ii) any requirement for analysis and arguments with respect to the ballot measure, and (iii) any irregularity in the proceedings that may be claimed as a result of the application of such waivers.

Number of Votes: _____

Property Owner: _____

RESOLUTION NO. _____

**RESOLUTION DECLARING RESULTS OF SPECIAL ELECTION AND DIRECTING
RECORDING OF NOTICE OF SPECIAL TAX LIEN**

**CITY OF TRACY
Community Facilities District No. 2021-1
(Hillview)**

RESOLVED, by the City Council (the "Council") of the City of Tracy (the "City"), State of California, that:

WHEREAS, this City Council has adopted a resolution entitled "Resolution of Formation of Community Facilities District" (the "Resolution of Formation"), ordering the formation of the "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD"), authorizing the levy of a special tax on property within the CFD and preliminarily establishing an appropriations limit for the CFD, all pursuant to the Mello-Roos Community Facilities Act of 1982, Chapter 2.5 of Part 1 of Division 2 of Title 5, commencing with Section 53311, of the California Government Code (the "Act"); and

WHEREAS, this City Council has also adopted a resolution entitled "Resolution Determining the Necessity to Incur Bonded Indebtedness and Other Debt" (the "Resolution of Necessity"), determining the necessity to incur bonded indebtedness in the maximum aggregate principal amount of \$12,000,000 and other debt upon the security of the special tax to be levied within the CFD pursuant to the Act; and

WHEREAS, under the provisions of the Resolution of Formation and the Resolution Necessity and pursuant to a "Resolution Calling Special Election" (the "Election Resolution") heretofore adopted by this City Council the propositions of the levy of the special tax, the establishment of the appropriations limit and the incurring of the bonded indebtedness and other debt were submitted to the qualified electors of the CFD as required by the provisions of the Act.

WHEREAS, pursuant to the terms of the Election Resolution, which are by this reference incorporated herein, the special election has been held and the City Clerk has on file a Canvass and Statement of Results of Election, (the "Canvass") a copy of which is attached hereto as Exhibit A; and

WHEREAS, this City Council has reviewed the Canvass, finds it appropriate and wishes to complete its proceedings for the CFD.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. Recitals Correct. The foregoing recitals are all true and correct.
2. Issues Presented. The issues presented at the special election were the levy of a special tax within the CFD, the incurring of a bonded indebtedness in the maximum aggregate principal amount of \$12,000,000, the incurring of other debt (as defined in the Act), and the approval of an annual appropriations limit of not to exceed \$15,000,000, all pursuant to the Resolution of Formation and the Resolution of Necessity.

3. Canvass and Issues Approved. The Council hereby approves the Canvass and finds that it shall be a permanent part of the record of its proceedings for the CFD. Pursuant to the Canvass, the issues presented at the special election were approved by the qualified electors of the CFD by more than two-thirds (2/3) of the votes cast at the special election.

4. Proceedings Approved. Pursuant to the voter approval, the CFD is hereby declared to be fully formed with the authority to levy the special taxes, to incur the approved bonded indebtedness and other debt, and to have the established appropriations limit, all as heretofore provided in these proceedings and in the Act. It is hereby found that all prior proceedings and actions taken by this City Council with respect to the CFD were valid and in conformity with the Act.

5. Notice of Tax Lien. The City Clerk is hereby directed to complete, execute and cause to be recorded in the office of the County Recorder of the County of San Joaquin a notice of special tax lien in the form required by the Act, such recording to occur no later than fifteen (15) days following adoption by the Council of this resolution.

6. Effective Date. This Resolution shall take effect upon its adoption.

* * * * *

The foregoing Resolution was adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS:

ABSENT: COUNCILMEMBERS:

ABSTAIN: COUNCILMEMBERS:

MAYOR

ATTEST:

CITY CLERK

CANVASS AND STATEMENT OF RESULT OF ELECTION

CITY OF TRACY Community Facilities District No. 2021-1 (Hillview)

I hereby certify that on November 2, 2021, I canvassed the returns of the election held on November 2, 2021, in the City of Tracy Community Facilities District No. 2021-1 (Hillview) and the total number of ballots cast in said District and the total number of votes cast for and against the measure are as follows and the totals as shown for and against the measure are full, true and correct:

	<u>Qualified Landowner Votes</u>	<u>Votes Cast</u>	<u>YES</u>	<u>NO</u>
City of Tracy Community Facilities District No. 2021-1 (Hillview), Special Tax Election, November 2, 2021	27			

BALLOT MEASURE: Shall the following measure be adopted: authorizing the City of Tracy (the "City") to (i) levy a special tax solely on lands within the City of Tracy Community Facilities District No. 2021-1 (Hillview) ("CFD") in accordance with the rate and method contained in the resolution of the City Council establishing the CFD ("Formation Resolution"), commencing in the City's fiscal year 2022-23 (with annual escalation thereafter), to pay for the facilities and the services specified in the Formation Resolution and to pay the costs of the City in administering the CFD, which special tax, if levied at the maximum rate and assuming full build-out of the properties in the CFD at the time of formation, is anticipated to raise \$429,793 in fiscal year 2022-23 (with annual escalation thereafter); (ii) establish an annual appropriations limit for the CFD in the amount of \$15,000,000; and (iii) issue bonds in one or more series for the CFD in the maximum aggregate principal amount of \$12,000,000, and issue other debt, in each case with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such bonds or debt on behalf of the CFD, the proceeds of which bonds and other debt will be used to acquire and/or construct certain facilities, reimburse certain costs of the facilities paid prior to the date of issuance of the bonds, and pay for the costs of issuing the bonds and related expenses?

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this 2nd day of November, 2021.

By: _____
City Clerk

EXHIBIT A

ORDINANCE NO. _____

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TRACY LEVYING
SPECIAL TAXES WITHIN CITY OF TRACY COMMUNITY FACILITIES DISTRICT NO.
2021-1 (HILLVIEW)**

WHEREAS, on September 7, 2021, this City Council (the "City Council") of the City of Tracy (the "City"), adopted a resolution entitled "Resolution of Intention to Establish Community Facilities District" stating its intention to establish "City of Tracy Community Facilities District No. 2021-1 (Hillview)" (the "CFD"), pursuant to the Mello-Roos Community Facilities Act of 1982, as amended, Section 53311, *et. seq.*, of the California Government Code (the "Act"), to finance the acquisition and construction of certain facilities;

WHEREAS, on September 7, 2021, this City Council also adopted a resolution entitled "Resolution of Intention to Incur Bonded Indebtedness and Other Debt" (the "Resolution of Intention to Incur Indebtedness") stating its intention to incur bonded indebtedness and other debt (as defined in the Act) within the boundaries of the CFD for the purpose of financing the costs of certain facilities specified in the Resolution of Intention;

WHEREAS, notice was published as required by the Act relative to the intention of this City Council to form the CFD, to provide for certain facilities and services, to incur bonded indebtedness for the CFD in an amount not to exceed \$12,000,000 and to incur other debt;

WHEREAS, this City Council has held noticed public hearings as required by the Act relative to (i) the determination to proceed with the formation of the CFD and the rate and method of apportionment of the special tax to be levied within the CFD to finance a portion of the costs of the facilities and the services and (ii) the issuance of not to exceed \$12,000,000 of bonded indebtedness for the CFD as well as other debt;

WHEREAS, at said hearing all persons desiring to be heard on all matters pertaining to the formation of the CFD and the levy of said special taxes were heard, substantial evidence was presented and considered by this City Council and a full and fair hearing was held;

WHEREAS, subsequent to the hearing, this City Council adopted resolutions entitled "Resolution of Formation of Community Facilities District" (the "Resolution of Formation"), "Resolution Determining Necessity to Incur Bonded Indebtedness and Other Debt" (the "Resolution of Necessity") and "Resolution Calling Special Election", which resolutions defined the public facilities to be financed by the CFD (the "Facilities"), the public services to be financed by the CFD (the "Services"), established the CFD, authorized the levy of a special tax with the CFD, determined the necessity to incur bonded indebtedness and other debt in the CFD and called an election within the CFD on the propositions of incurring indebtedness and other debt, levying a special tax, and establishing an appropriations limit within the CFD, respectively; and

WHEREAS, on November 2, 2021 a special election was held within the CFD at which the eligible landowner-electors approved such propositions by the two-thirds vote required by the Act.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TRACY, as follows:

Section 1. By the passage of this Ordinance this City Council hereby authorizes and levies special taxes within the CFD pursuant to the Act, at the rate and in accordance with the formula (the "Rate and Method") set forth in the Resolution of Formation, which Resolution of Formation is by this reference incorporated herein. The special taxes are hereby levied commencing in fiscal year 2022-23 and in each fiscal year thereafter for the period and for the purposes provided in the Rate and Method, as contemplated by the Resolution of Formation and the Resolution of Necessity.

Section 2. The Finance Director of the City is hereby authorized and directed each fiscal year to determine the specific special tax rate and amount to be levied for the next ensuing fiscal year for each parcel of real property within the CFD, in the manner and as provided in the Resolution of Formation.

Section 3. Except as provided in the Rate and Method, properties or entities of the State, federal or local governments shall be exempt from any levy of the special taxes. In addition, certain other properties shall be exempt to the extent set forth in the Rate and Method. In no event shall the special taxes be levied on any parcel within the CFD in excess of the maximum tax specified in the Resolution of Formation.

Section 4. All of the collections of the special tax shall be used as provided for in the Act and in the Resolution of Formation including, but not limited to, the payment of principal and interest on bonds and other debt, the replenishment of the reserve fund for the bonds or other debt, the payment of the costs of the Facilities and the Services, the payment of the costs of the City in administering the CFD, and the costs of collecting and administering the special tax.

Section 5. The special taxes shall be collected in the same manner as ordinary ad valorem taxes are collected and shall have the same lien priority, and be subject to the same penalties and the same procedure and sale in cases of delinquency as provided for ad valorem taxes; provided, however, that this City Council may provide for other appropriate methods of collection by resolutions of this City Council. In addition, the provisions of Section 53356.1 of the Act shall apply to delinquent special tax payments. The Finance Director of the City is hereby authorized and directed to provide all necessary information to the auditor/tax collector of the County of San Joaquin in order to effect proper billing and collection of the special tax, so that the special tax shall be included on the secured property tax roll of the County of San Joaquin.

Section 6. If for any reason any portion of this Ordinance is found to be invalid, or if the special tax is found inapplicable to any particular parcel within the CFD, by a court of competent jurisdiction, the balance of this Ordinance and the application of the special tax to the remaining parcels within the CFD shall not be affected.

Section 7. The Mayor shall sign this Ordinance and the City Clerk shall cause the same to be published within fifteen (15) days after its passage at least once in a newspaper of general circulation published and circulated in the City.

Section 8. This Ordinance shall take effect 30 days from the date of final passage.

The foregoing Ordinance was introduced at a regular meeting of the Tracy City Council on the 2nd day of November, 2021, and finally adopted on the _____ day of _____, 2021 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

MAYOR

ATTEST:

CITY CLERK

AGENDA ITEM 3.D

REQUEST

INTRODUCE ORDINANCES TO AMEND THE CITY'S SIGN REGULATIONS AND I-205 SPECIFIC PLAN TO ADD DEFINITIONS AND REGULATIONS FOR DIGITAL FREEWAY SIGNS AND TO AMEND THE CITY'S SIGN REGULATIONS TO REFLECT NEW CONTENT NEUTRAL INDUSTRY STANDARDS AND ADOPT A MITIGATED NEGATIVE DECLARATION FOR THE PROPOSED AMENDMENTS. APPLICATION NUMBERS ZA20-0001 AND SPA20-0006.

EXECUTIVE SUMMARY

If approved by Council, this agenda item will result in the creation of standards to allow for digital freeway signs to be constructed within certain areas of the I-205 Corridor Specific Plan, with the approval of a subsequent Conditional Use Permit. The item will also result in an update to the City's sign ordinance, modernizing it to meet various legal requirements.

DISCUSSION

Background

On September 3, 2019, City Council met and discussed the possibility of allowing digital billboard signs within the City limits due to an applicant interested in submitting such a sign for the Northgate Village shopping center. At that time, the sign permit application was rejected due to the fact that such signs are prohibited per the current regulations of the Tracy Municipal Code. After discussion, Council directed staff to amend the code to allow for two such signs, one to be permitted at the Northgate Village site and a second to be allowable in the vicinity of the West Valley Mall.

Sign Ordinance History

The last time the City's sign ordinance, found in Article 35 (Signs) of Chapter 10.08, Zoning Regulations, of the Tracy Municipal Code (TMC) was comprehensively updated was in 1978. There have been smaller amendments to it as needed, to add things such as civic organization and subdivision directory signs, but it is generally quite out of date in its wording. Because of this, in order to amend the sign ordinance as directed by Council, it was also necessary to comprehensively update the entirety of Article 35 (the Sign Ordinance) of Chapter 10.08 of the TMC in order to modernize it to be compliant with the requirements that stemmed from the United States Supreme Court's decision on sign regulations in *Reed vs. Town of Gilbert*, 135 S. Ct. 2218 (2015), which requires content neutrality in sign regulations. Essentially, many of the City's sign regulations are based on the content of the signs themselves which is no longer allowable. Therefore, in the effort to add the new sign type as directed, the entire sign ordinance needed to be updated as well in order to avoid any potential litigation regarding our sign regulations as a whole.

Digital Freeway Signs - Tracy Municipal Code Regulations

As directed by Council, staff has drafted a definition and development standards for the requested Digital Freeway Signs:

“Digital Freeway Sign” shall mean a sign visible from a freeway, with a static message formed by selective internal illumination, and with a display that can be changed electronically. These may contain text or images and may be programmable.

- (1) Permitted Locations: As prescribed by the I-205 Corridor Specific Plan.
- (2) Maximum height: Fifteen feet measured from the crown of the nearest freeway or 45 feet, whichever is less.
- (3) Maximum area: 300 square feet.
- (4) Number of faces: Two digital display faces are allowable, each positioned to be visible from opposing directions of traffic.
- (5) Display characteristics: The sign face display may change no more often than every eight seconds, and each message shall be static; i.e. not moving or “animated.”
- (6) Sign permit needed: No. Requires a Conditional Use Permit.
- (7) Consistency with state and federal law. In addition to the other requirements set forth herein and in the I-205 Corridor Specific Plan, the digital freeway signs shall comply with the requirements of the Outdoor Advertising Act and Regulations, California Business and Professions Code Section 5200 et seq., and other state and federal statutes. To the extent of any conflict between the provisions of this Section, the I-205 Corridor Specific Plan, and state and federal law, state and federal law shall prevail.

Digital Freeway Signs-I-205 Specific Plan Regulations

As is often the case, things like land use, design requirements, and sign regulations can be different within a specific plan area than they are in the TMC because those areas are planned and designed with specific goals in mind. For example, the City’s most recent Specific Plan, Cordes Ranch, has an overlay area restricting larger industrial buildings from being within a certain distance of the freeway, and it also allows for larger wall signs on buildings than within the rest of the City, due to the nature of the larger building sizes. The City’s I-205 Corridor Specific Plan, adopted in 1990, contains the City’s largest concentration of retail areas, with freeway visibility and access. Because of this, the new digital freeway signs will only be allowed within this Specific Plan area, per the following regulations:

Digital Freeway Signs may be permitted upon the approval of a Conditional Use Permit in accordance with Tracy Municipal Code Section 10.08.4310 and shall comply with the regulations for Digital Freeway Signs contained in the Tracy Municipal Code Section 10.08.4500(b), except as modified herein. The City may approve a Conditional Use Permit for a Digital Freeway Sign that exceeds the maximum height and area requirements established in Tracy Municipal Code Section 10.08.4500(b) if such a sign is an existing freeway sign to be replaced with a digital display and remain the same size and height.

Permitted locations and spacing: Digital Freeway Signs are permitted on non-residentially designated land within the MacArthur Planning Area and the Grant Line North Planning Area. There shall be no more than one such Digital Freeway Sign for every two miles of freeway frontage within the areas listed above.

As noted in the proposed draft standards above, a Conditional Use Permit must first be approved for a digital freeway sign to be installed, requiring Planning Commission approval of each sign, and there is a provision that allows for the conversion of an existing non-conforming sign (such as that at Northgate Village) even if its size and height exceed the newly defined standard. Any new digital freeway sign must comply with the standards as proposed above.

Other Sign Changes

As discussed above, the entirety of the City's Sign Ordinance had to be updated for compliance with current regulations (Attachment B). As staff revised the ordinance for content neutrality, it was also re-organized and re-worded for ease of use, comprehension, and enforcement. As a part of those revisions, some standards that were no longer legal were removed or re-worded for legal compliance, and some were eliminated due to the fact that they simply are no longer used, such as time and temperature signs.

In general, all of the objective standards for each sign type remain the same, with the exception of one staff-proposed revision to the height standard for Directional Signs. The current regulation allows these signs to be up to four feet tall and 24 square feet in area. Previously, these sign types were typically used to provide simple directions on a site (one way, drive-thru, etc.). In recent years, staff has received many requests for these directional signs to be taller, as they are now often also being used to direct patrons to parking spaces for curbside delivery, which has become increasingly popular during the pandemic, and will likely continue well into the future. In order to allow for the reasonable directing of customers to these spaces, staff is recommending the allowable sign height be raised from four feet to eight feet. The maximum area of 24 square feet is not proposed to change.

During the "clean-up" of the sign regulations, it should be noted that various sign regulations were placed throughout the I-205 Corridor Specific Plan, most of them repeating regulations from the City's Sign Ordinance. All references to sign regulations that are the same as in the Ordinance have been removed, and a reference to conformance with Article 35 has been added in their place. Only regulations unique to the specific plan remain and are consolidated to a single section (Attachment C).

Planning Commission Discussion

The Planning Commission held a public hearing to discuss adopting the proposed sign amendments on September 22, 2021. After some discussion regarding compliance with Caltrans and federal sign regulations, Planning Commission voted unanimously to recommend City Council approval of the proposed amendments to the City's sign regulations.

ENVIRONMENTAL REVIEW

The City contracted with an environmental consultant to prepare an Initial Study (Attachment A) for the proposed amendments. The analysis included detailed analyses of air quality and greenhouse gas impacts, biological, cultural and energy resources. Various potentially significant environmental impacts were identified in the areas of aesthetics, biological resources, and cultural resources. However, mitigation measures were identified for each of the potentially significant impacts that would, upon implementation, reduce the impacts to less than significant levels. Therefore, in accordance with California Environmental Quality Act regulations, a Mitigated Negative Declaration is proposed.

The public review period for the Mitigated Negative Declaration/Initial Study commenced on August 24th and ended on September 13, 2021. No comments regarding the environmental analysis were received during the comment period or at the Planning Commission hearing.

FISCAL IMPACT

In 2019, Council approved a budget of \$50,000 from the General Fund to be used for the Digital Freeway Sign project's CEQA analysis cost. This agenda item has been completed within that budget and no further fiscal impact will result from this agenda item.

STRATEGIC PRIORITY

This agenda item is not related to Council's Strategic Priorities.

RECOMMENDATION

Staff and the Planning Commission recommend that City Council introduce and waive the full reading of the ordinances amending Article 35 of Chapter 10.08 of the Tracy Municipal Code, and the I-205 Corridor Specific Plan Sign Regulations and adopt a Mitigated Negative Declaration, as shown in Attachments A and B and C.

Prepared by: Victoria Lombardo, Senior Planner

Reviewed by: Bill Dean, Interim Development Services Director
Karin Schnaider, Finance Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

Attachment A — Resolution Adopting Initial Study/Negative Declaration
Attachment B — Ordinance-Revised Article 35
Attachment C — Ordinance-Revised I-205 Corridor Specific Plan sign regulations

RESOLUTION 2021-_____

ADOPTING A MITIGATED NEGATIVE DECLARATION FOR A CITY-INITIATED ZONE TEXT AMENDMENT (ZA20-0001) AND I-205 SPECIFIC PLAN AMENDMENT (SPA20-0006) TO ADD DEFINITIONS AND REGULATIONS FOR DIGITAL FREEWAY SIGNS, AND TO AMEND THE CITY'S SIGN REGULATIONS TO REFLECT NEW CONTENT NEUTRAL INDUSTRY STANDARDS

WHEREAS, City Council, in September 2019 discussed the addition of Digital Freeway Signs as an allowable sign type and directed staff to draft regulations to permit up to two such signs along the I-205 corridor, and

WHEREAS, Article 35, Signs, of Chapter 10.08, Zoning Regulations is concurrently being amended in conjunction with this Specific Plan Amendment for the allowance of Digital Freeway Signs, and

WHEREAS, An Initial Study and Mitigated Negative Declaration (IS/MND) was prepared and published for public review on August 24, 2021, in accordance with the requirements of the California Environmental Quality Act (CEQA) and its implementing regulations (the CEQA Guidelines), and that public review period ended on September 13, 2021 with no comments received, and

WHEREAS, Based on the IS/MND, the City has determined that approval of the Zone Text Amendment and the I-205 Specific Plan Amendment will not result in any potentially significant environmental impacts, and the IS/MND is proposed for approval, and

WHEREAS, The Planning Commission considered this Resolution at a noticed public hearing held on September 22, 2021 and recommended City Council adopt the IS/MND, and

WHEREAS, City Council considered this Resolution at a noticed public hearing held on November 2, 2021;

NOW, THEREFORE BE IT RESOLVED, That the Tracy City Council of the City of Tracy does hereby adopt the Initial Study and Mitigated Negative Declaration for the Digital Freeway Signs project as shown in Exhibit 1, and adopt an ordinance amending Article 35, Signs as shown in Exhibit 2, and adopt an ordinance amending the I-205 Corridor Specific Plan sign regulations, as shown in Exhibit 3, attached and made part hereof.

* * * * *

The foregoing Resolution 2021-_____ was adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK

DRAFT
City of Tracy Digital Freeway Sign Project
Initial Study/Mitigated Negative Declaration
City of Tracy, San Joaquin County, California

Prepared for:
City of Tracy
300 Civic Plaza
Tracy, CA 95376
209.831.6400

Contact: Victoria Lombardo, Senior Planner

Prepared by:
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597
925.357.2562

Contact: Mary Bean, Project Director
Tsui Li, Project Manager

Report Date: August 20, 2021

THIS PAGE INTENTIONALLY LEFT BLANK

Table of Contents

Acronyms and Abbreviations	v
Section 1: Introduction	1
1.1 - Purpose	1
1.2 - Overview	1
1.3 - Project Description.....	2
1.4 - Required Discretionary Approvals	4
1.5 - Intended Uses of this Document	4
Section 2: Environmental Checklist and Environmental Evaluation	13
2.1 Aesthetics	14
2.2 Agriculture and Forestry Resources	20
2.3 Air Quality.....	23
2.4 Biological Resources	41
2.5 Cultural Resources and Tribal Cultural Resources	48
2.6 Energy.....	56
2.7 Geology and Soils.....	60
2.8 Greenhouse Gas Emissions.....	66
2.9 Hazards and Hazardous Materials.....	85
2.10 Hydrology and Water Quality	90
2.11 Land Use and Planning	95
2.12 Mineral Resources.....	97
2.13 Noise.....	99
2.14 Population and Housing	105
2.15 Public Services	107
2.16 Recreation.....	110
2.17 Transportation.....	111
2.18 Utilities and Service Systems	114
2.19 Wildfire	118
2.20 Mandatory Findings of Significance	121
Section 3: List of Preparers	125
Appendix A: Proposed Sign Ordinance Amendment	
Appendix B: Proposed Interstate 205 Corridor Specific Plan Amendment	
Appendix C: Air Quality and Greenhouse Gas Emissions Analysis Supporting Information	
Appendix D: Biological Resources Supporting Information	
Appendix E: Cultural Resources Supporting Information	
Appendix F: Energy Supporting Information	

List of Tables

Table 1: Air Quality Monitoring Summary	24

Table of Contents

Table 2: Air Quality Index and Health Effects	25
Table 3: San Joaquin Valley Air Basin Attainment Status	26
Table 4: San Joaquin Valley Air Pollution Control District Significance Thresholds	34
Table 5: Proposed Construction Schedule	37
Table 6: Mitigated Annual Construction Emissions	37
Table 7: Mitigated Annual Operational Emissions.....	38
Table 8: Construction GHG Emissions.....	82

List of Exhibits

Exhibit 1: Regional Location Map	5
Exhibit 2: Local Vicinity Map	7
Exhibit 3: I-205 Corridor Specific Plan	9
Exhibit 4: Existing Billboard at the Tracy Outlets Site	11
Exhibit 5: Designated California Scenic Highways and Entry Corridors	15

ACRONYMS AND ABBREVIATIONS

°C	degrees Celsius (Centigrade)
°F	degrees Fahrenheit
µg/m ³	micrograms per cubic meter
AB	Assembly Bill
ACM	asbestos-containing materials
Air Basin	San Joaquin Valley Air Basin
AQGGP	Air Quality Guidelines for General Plans
AQI	Air Quality Index
AQP	Air Quality Plan
ARB	California Air Resources Board
BAAQMD	Bay Area Air Quality Management District
BAU	Business as Usual
BERD	Built Environmental Research Directory
BMP	Best Management Practice
CAL FIRE	California Department of Forestry and Fire Protection
CalEEMod	California Emissions Estimator Model
CALGreen	California Green Building Standards Code
Caltrans	California Department of Transportation
CBC	California Building Standards Code
CBSC	California Building Standards Commission
CCIC	Central California Information Center
CDFW	California Department of Fish and Wildlife
CEC	California Energy Commission
CEQA	California Environmental Quality Act
CESA	California Endangered Species Act
CFL	compact fluorescent light
CNDDB	California Natural Diversity Database
CNEL	Community Noise Equivalent Level
CNPS	California Native Plant Society
CO	carbon monoxide
CO ₂	carbon dioxide
CO ₂ e	carbon dioxide equivalent
CPUC	California Public Utility Commission
CRHR	California Register of Historical Resources
dB	decibel

Acronyms and Abbreviations

dba	A-weighted decibel
DPR	California Department of Parks and Recreation
DTSC	Department of Toxic Substances Control
EIR	Environmental Impact Report
EPA	United States Environmental Protection Agency
EV	Electric Vehicle
FCS	FirstCarbon Solutions
FEMA	Federal Emergency Management Agency
FESA	Federal Endangered Species Act
FHWA	Federal Highway Administration
FIRM	Flood Insurance Rate Map
FMMP	Farmland Mapping and Monitoring Program
FTA	Federal Transit Administration
GAMAQI	Guidance for Assessing and Mitigating Air Quality Impacts
GHG	greenhouse gas
IPaC	Information for Planning and Consultation
ISO	Independent System Operator
JJWTP	John Jones Water Treatment Plant
kWh	kilowatt-hour
LCFS	Low Carbon Fuel Standard
L _{dn}	day/night sound level
LED	light-emitting diode
L _{eq}	equivalent continuous sound level
L _{max}	maximum instantaneous noise level
LRA	Local Responsibility Area
MBTA	Migratory Bird Treaty Act
MM	Mitigation Measure
MMT	million metric tons
MND	Mitigated Negative Declaration
mph	miles per hour
MRF	Material Recovery Facility
NAHC	Native American Heritage Commission
ND	Negative Declaration
NO ₂	nitrogen dioxide
NOI	Notice of Intent
NOP	Notice of Preparation
NO _x	oxides of nitrogen

NPDES	National Pollution Discharge Elimination System
NRHP	National Register of Historic Places
NSR	New Source Review
OAAA	Outdoor Advertising Association of America
PG&E	Pacific, Gas and Electric Company
PM ₁₀	particulate matter, including dust, 10 micrometers or less in diameter
PM _{2.5}	particulate matter, including dust, 2.5 micrometers or less in diameter
ppb	parts per billion
ppm	parts per million
PPV	peak particle velocity
ROG	reactive organic gases
RPS	Renewables Portfolio Standard
RWQCB	Regional Water Quality Control Board
SB	Senate Bill
SJCOG	San Joaquin Council of Governments
SJMSCP	San Joaquin County Multi-Species Habitat Conservation and Open Space Plan
SO ₂	sulfur dioxide
SOI	Sphere of Influence
SO _x	sulfur oxide
SRI	Solar Reflectance Index
TAC	toxic air contaminant
TCR	Tribal Cultural Resource
TPY	tons per year
USACE	United States Army Corps of Engineers
USDOT	United States Department of Transportation
USFWS	United States Fish and Wildlife Service
USGS	United States Geological Survey
UST	underground storage tank
Valley Air District	San Joaquin Valley Air Pollution Control District
VC	Village Center
VMT	Vehicle Miles Traveled
VOC	volatile organic compounds
WWTP	Wastewater Treatment Plant

THIS PAGE INTENTIONALLY LEFT BLANK

SECTION 1: INTRODUCTION

1.1 - Purpose

The purpose of this Draft Initial Study/Mitigated Negative Declaration (Draft IS/MND) is to identify any potential environmental impacts that would result from implementation of the City of Tracy Digital Freeway Sign Project (proposed project) located in the City of Tracy (City), in San Joaquin County, California. Pursuant to California Environmental Quality Act (CEQA) Guidelines Section 15367, the City has discretionary authority over the proposed project and is the Lead Agency for the preparation of this Draft IS/MND and any additional environmental documentation required for the proposed project. The intended use of this document is to determine the level of environmental analysis required to adequately analyze the proposed project pursuant to the requirements of CEQA and to provide the basis for input from public agencies, organizations, and interested members of the public.

The remainder of this section provides a brief description of the project location and the primary project characteristics. Section 2 includes an environmental checklist that provides an overview of the potential impacts that may result from project implementation, elaborates on the information contained in the environmental checklist, and provides justification for each checklist response. Section 3 contains the List of Preparers.

1.2 - Overview

The City proposes to amend Title 10, Chapter 10.08, Article 35 (Signs or Sign Ordinance) of the Tracy Municipal Code. The City also proposes to revise the Interstate 205 (I-205) Corridor Specific Plan to ensure consistency with the new Municipal Code provisions.

The I-205 Corridor Specific Plan area is the only part within the City in which digital freeway signs would be allowed. Based on the restrictions that would be imposed by the zoning text amendments, the City anticipates that up to two digital freeway signs could be constructed within the Specific Plan area:

- An existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 (1005 East Pescadero Avenue) south of the I-205/MacArthur Boulevard interchange, would be converted to a digital freeway sign.
- A new digital freeway sign may be built in the vicinity of West Valley Mall, which is located north of the I-205/Naglee Road/Grant Line Road interchange.

Exhibits 1, 2, and 3 depict the proposed project's regional location (Exhibit 1), the boundaries of the I-205 Corridor Specific Plan (Exhibit 2), and the two locations where digital signs could potentially be located (Exhibit 3).

1.3 - Project Description

1.3.1 - Project Background

The City's Sign Ordinance is contained in Title 10, Chapter 10.08, Article 35 of the Tracy Municipal Code. The Sign Ordinance has not been updated comprehensively since 1978; accordingly, the City has now undertaken a comprehensive review and revision effort and the proposed text would replace the existing Article 35 in its entirety. The Sign Ordinance does not currently address digital freeway signs, and no digital freeway signs currently exist within the city limits.

1.3.2 - Sign Ordinance and I-205 Corridor Specific Plan Updates

The Sign Ordinance will include new regulations (to be contained in Ordinance 10.08.4500(b)) on digital freeway signs. The City is also planning to revise the I-205 Corridor Specific Plan to ensure conformity with the updated Sign Ordinance. The proposed amendments to the Sign Ordinance and Specific Plan are contained in Appendix A and Appendix B.

1.3.3 - Digital Freeway Sign Characteristics

Under the amended Sign Ordinance, a freeway sign is defined as a freestanding sign that is designed to be viewed from vehicles traveling on a freeway and is located within 350 feet of the freeway. A digital freeway sign is defined as a freeway sign "with a static message formed by selective internal illumination, and with a display that can be changed electronically. These may contain text or images and may be programmable."

Like freeway signs in general, digital freeway signs would have a maximum height of 15 feet measured from the crown of the nearest freeway or 45 feet (whichever is less) and a maximum area of 300 square feet. Two digital display faces would be allowed, with each one positioned to be visible from opposing directions of traffic. The sign face display would not be allowed to change more often than every 8 seconds, and messages would be static (i.e., not moving or animated).

The I-205 Corridor Specific Plan amendments may allow digital freeway signs to be larger/taller than is specified in Ordinance 10.08.4500(b), pursuant to a Conditional Use Permit, but only for the conversion of an existing sign with a digital display of the same size and height.

In addition to the other requirements set forth in the amended Sign Ordinance and the I-205 Corridor Specific Plan, digital freeway signs would comply with the requirements of the Outdoor Advertising Act and Regulations, California Business and Professions Code Section 5200 *et seq.*, and other State and federal statutes. Federal and State law would prevail in the case of any conflict between those laws, the ordinance, and the Specific Plan.

1.3.4 - Potential Digital Freeway Sign Locations

The I-205 Corridor Specific Plan area would be the only area in the City in which digital freeway signs would be allowed. Digital freeway signs would be permitted on "non-residentially designated land within the MacArthur Planning Area and the Grant Line North Planning Area," and no more than one digital freeway sign would be allowed for every 2 miles of freeway frontage in those areas. Based on

these parameters, the City anticipates that no more than two signs would be constructed, as described below.

Existing Freeway Sign at APN 213-060-40

As part of the proposed project, an existing freeway sign, located at 1005 East Pescadero Avenue, south of the I-205/MacArthur Boulevard interchange (the Tracy Outlets sign) would be converted to a digital freeway sign. The display would have the same dimensions as the existing sign. Only the billboard faces would be replaced; the pole would remain in place and no ground disturbance would be required for the conversion. Exhibit 4 depicts the existing freeway sign.

Potential Digital Freeway Sign at West Valley Mall

A second sign could be placed in the vicinity of West Valley Mall. Because this would be a new sign, some ground disturbance would be required.

Collectively, these sites are described as the “project sites.” In instances where the project sites need to be analyzed separately, the individual sites are described as the “Tracy Outlets site” and the “West Valley Mall site.”

1.3.5 - Relevant Lighting Regulations and Standards

The California Department of Transportation (Caltrans) Outdoor Advertising Act and Regulations 2011 Edition (Outdoor Advertising Act) addresses illumination generated by advertising displays by stating that displays may not “interfere with the effectiveness of, or obscure any official traffic sign, device, or signal . . . nor shall any advertising display cause beams or rays of light to be directed at the traveled ways if the light is of an intensity or brilliance as to cause glare or to impair the vision of any driver, or to interfere with any driver’s operation of a motor vehicle.” Caltrans regulations prohibit images on signs from changing more than once every four seconds.¹

With respect to the brightness of signs, Business and Professions Code Section 5403(g) defines the brightness standard for changeable electronic variable message billboards in relation to Vehicle Code Section 21466.5, which provides:

No person shall place or maintain or display, upon or in view of any highway, any light of any color of such brilliance as to impair the vision of drivers upon the highway. A light source shall be considered vision impairing when its brilliance exceeds the values listed below.

The brightness reading of an objectionable light source shall be measured with a 1½-degree photoelectric brightness meter placed at the driver’s point of view. The maximum measured brightness of the light source within 10 degrees from the driver’s normal line of sight shall not be more than 1,000 times the minimum measured brightness in the driver’s field of view, except that when the minimum

¹ California Department of Transportation (Caltrans). 2011. Outdoor Advertising Act and Regulations 2011 Edition. California Business Professional Code Sections 5200–5486.

measured brightness in the field of view is 10 foot-lamberts or less, the measured brightness of the light source in foot-lambert shall not exceed 500 plus 100 times the angle, in degrees, between the driver's line of sight and the light source.

The Outdoor Advertising Association of America (OAAA), however, recommends more conservative lighting intensity standards for billboards of the proposed size. The project commits to a maximum ambient light output level of 0.3 foot-candle at a distance of 250 feet from the billboards, as recommended by the OAAA. The light levels emitted from the billboards would be set to adjust based upon ambient light conditions at any given time (i.e., nighttime versus daytime).

1.4 - Required Discretionary Approvals

As mentioned previously, the City has discretionary authority over the proposed project and is the CEQA Lead Agency for the preparation of this Draft IS/MND. To implement the proposed project, the City would need to secure the following permits/approvals:

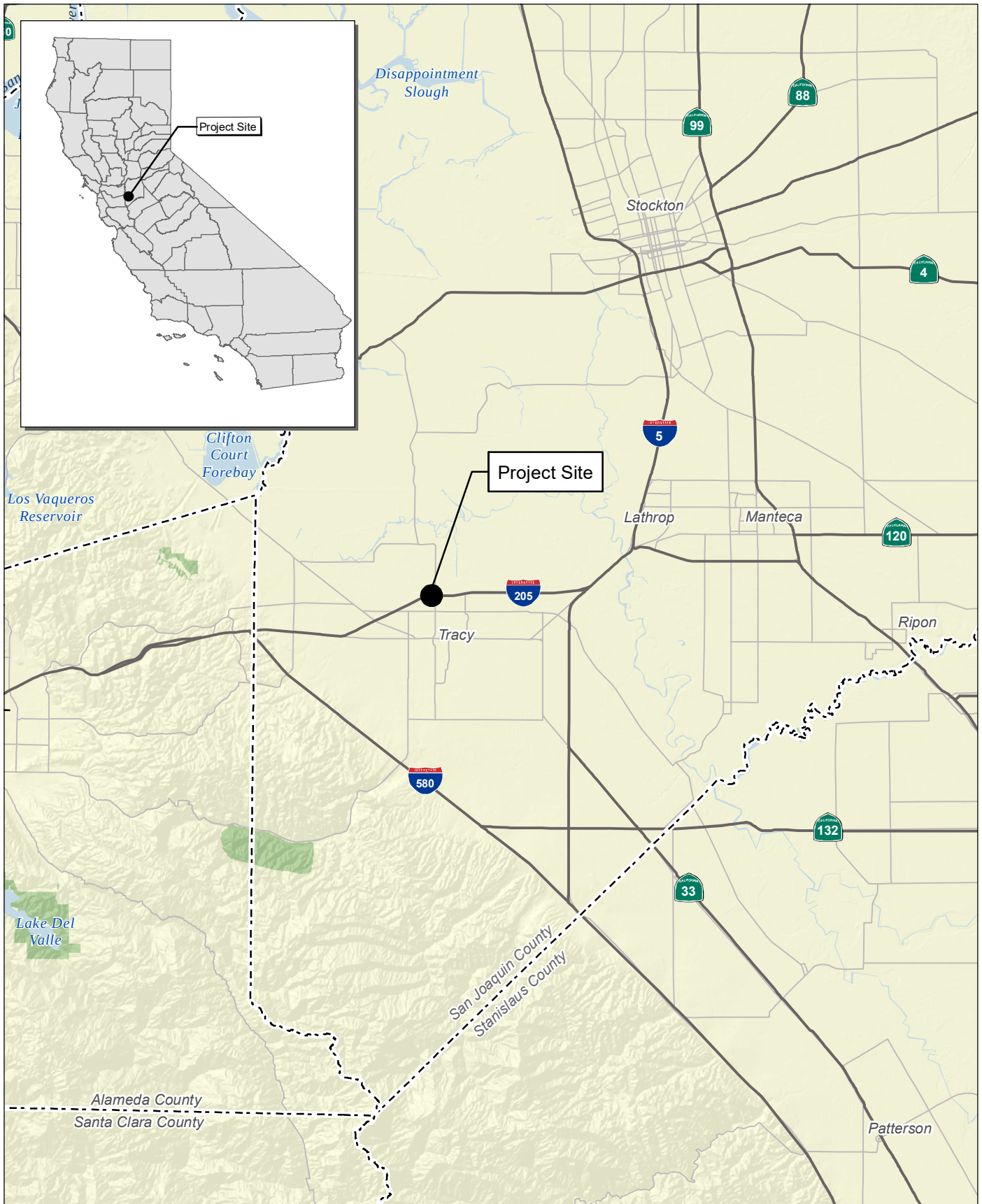
- Adoption of the Draft IS/MND
- Adoption of new Zoning Code Text for Chapter 10.08 Article 35 (Signs)
- Approval of corresponding amendments to the I-205 Specific Plan
- Encroachment Permits (if public right-of-way is used)
- Outdoor Advertising Permit/Relocation Agreement approval by Caltrans
- Conditional Use Permits
- Ministerial approvals, including building permits

Subsequent activities would be examined in light of the adopted Draft IS/MND to determine whether additional CEQA documentation would be required pursuant to Section 15162 of the CEQA Guidelines for subsequent approvals by the City and Caltrans, including the permits/approvals listed above.

1.5 - Intended Uses of this Document

This Draft IS/MND has been prepared to determine the appropriate scope and level of detail required in completing the environmental analysis for the proposed project. This document will also serve as a basis for soliciting comments and input from public agencies, organizations, and interested members of the public. The Draft IS/MND will be circulated for a minimum of 20 days, during which comments concerning the analysis contained in the Draft IS/MND should be sent to:

Victoria Lombardo, Senior Planner
City of Tracy
333 Civic Plaza
Tracy, CA 95376
Phone: 209.831.6428
Email: Victoria.Lombardo@cityoftracy.org



Source: Census 2000 Data, The California Spatial Information Library (CaSIL).

FIRSTCARBON
SOLUTIONS™



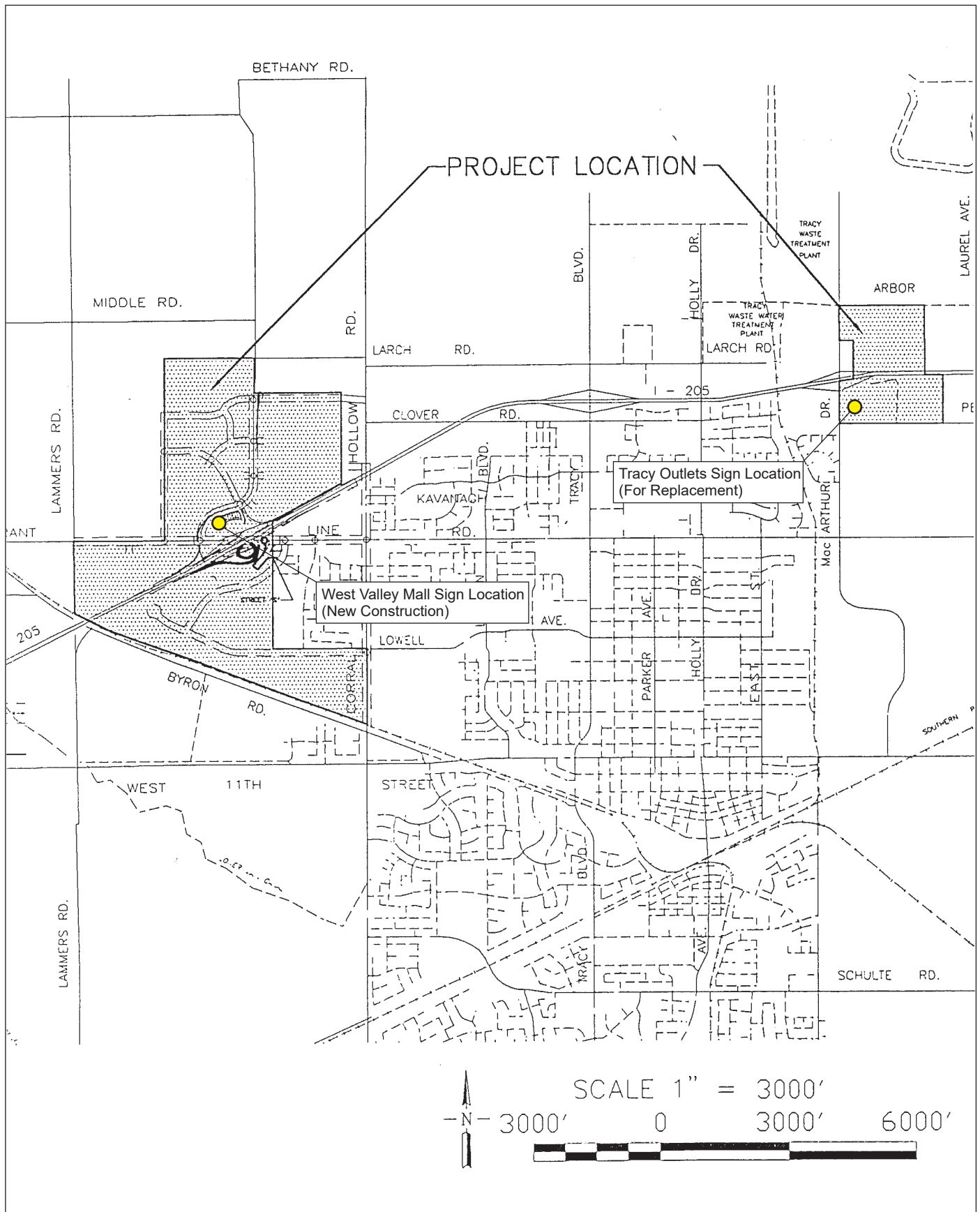
5 2.5 0 5
Miles

Exhibit 1 Regional Location Map

THIS PAGE INTENTIONALLY LEFT BLANK



THIS PAGE INTENTIONALLY LEFT BLANK



Source: City of Tracy I-205 Corridor Specific Plan Amendment.

FIRSTCARBON
SOLUTIONS™



Exhibit 3 I-205 Corridor Specific Plan

THIS PAGE INTENTIONALLY LEFT BLANK



Existing Tracy Outlets Sign.



Existing Tracy Outlets Sign Viewed from I-205 (East Bound).

THIS PAGE INTENTIONALLY LEFT BLANK

SECTION 2: ENVIRONMENTAL CHECKLIST AND ENVIRONMENTAL EVALUATION

Environmental Factors Potentially Affected			
The environmental factors checked below would be potentially affected by this project, involving at least one impact that is a "Potentially Significant Impact" as indicated by the checklist on the following pages.			
☒	Aesthetics	☐	Agriculture and Forestry Resources
☒	Biological Resources	☒	Cultural Resources
☐	Geology/Soils	☐	Greenhouse Gas Emissions
☐	Hydrology/Water Quality	☐	Land Use/Planning
☐	Noise	☐	Population/Housing
☐	Recreation	☐	Transportation
☐	Utilities/Services Systems	☐	Wildfire
☐		☐	Air Quality
☐		☐	Energy
☐		☐	Hazards/Hazardous Materials
☐		☐	Mineral Resources
☐		☐	Public Services
☐		☐	Tribal Cultural Resources
☐		☐	Mandatory Findings of Significance
Environmental Determination			

On the basis of this initial evaluation:

- ☐ I find that the proposed project COULD NOT have a significant effect on the environment, and a NEGATIVE DECLARATION will be prepared.
- ☒ I find that although the proposed project could have a significant effect on the environment, there will not be a significant effect in this case because revisions in the project have been made by or agreed to by the project proponent. A MITIGATED NEGATIVE DECLARATION will be prepared.
- ☐ I find that the proposed project MAY have a significant effect on the environment, and an ENVIRONMENTAL IMPACT REPORT is required.
- ☐ I find that the proposed project MAY have a "potentially significant impact" or "potentially significant unless mitigated" impact on the environment, but at least one effect 1) has been adequately analyzed in an earlier document pursuant to applicable legal standards, and 2) has been addressed by mitigation measure based on the earlier analysis as described on attached sheets. An ENVIRONMENTAL IMPACT REPORT is required, but it must analyze only the effects that remain to be addressed.
- ☐ I find that although the proposed project could have a significant effect on the environment, because all potentially significant effects (a) have been analyzed adequately in an earlier EIR or NEGATIVE DECLARATION pursuant to applicable standards, and (b) have been avoided or mitigated pursuant to that earlier EIR or NEGATIVE DECLARATION, including revisions or mitigation measures that are imposed upon the proposed project, nothing further is required.

Date: _____ Signed: _____

SECTION 2: ENVIRONMENTAL CHECKLIST AND ENVIRONMENTAL EVALUATION

Environmental Factors Potentially Affected			
The environmental factors checked below would be potentially affected by this project, involving at least one impact that is a "Potentially Significant Impact" as indicated by the checklist on the following pages.			
☒ Aesthetics	☐ Agriculture and Forestry Resources	☐ Air Quality	
☒ Biological Resources	☒ Cultural Resources	☐ Energy	
☐ Geology/Soils	☐ Greenhouse Gas Emissions	☐ Hazards/Hazardous Materials	
☐ Hydrology/Water Quality	☐ Land Use/Planning	☐ Mineral Resources	
☐ Noise	☐ Population/Housing	☐ Public Services	
☐ Recreation	☐ Transportation	☐ Tribal Cultural Resources	
☐ Utilities/Services Systems	☐ Wildfire	☐ Mandatory Findings of Significance	
Environmental Determination			

On the basis of this initial evaluation:

- ☐ I find that the proposed project COULD NOT have a significant effect on the environment, and a NEGATIVE DECLARATION will be prepared.
- ☒ I find that although the proposed project could have a significant effect on the environment, there will not be a significant effect in this case because revisions in the project have been made by or agreed to by the project proponent. A MITIGATED NEGATIVE DECLARATION will be prepared.
- ☐ I find that the proposed project MAY have a significant effect on the environment, and an ENVIRONMENTAL IMPACT REPORT is required.
- ☐ I find that the proposed project MAY have a "potentially significant impact" or "potentially significant unless mitigated" impact on the environment, but at least one effect 1) has been adequately analyzed in an earlier document pursuant to applicable legal standards, and 2) has been addressed by mitigation measure based on the earlier analysis as described on attached sheets. An ENVIRONMENTAL IMPACT REPORT is required, but it must analyze only the effects that remain to be addressed.
- ☐ I find that although the proposed project could have a significant effect on the environment, because all potentially significant effects (a) have been analyzed adequately in an earlier EIR or NEGATIVE DECLARATION pursuant to applicable standards, and (b) have been avoided or mitigated pursuant to that earlier EIR or NEGATIVE DECLARATION, including revisions or mitigation measures that are imposed upon the proposed project, nothing further is required.

Date: 8/24/2021

Signed: Viviana Limbach



Source: Bing Aerial Imagery.

FIRSTCARBON
SOLUTIONS™



2 1 0 2 Miles

Exhibit 5 Designated California Scenic Highways and Entry Corridors

THIS PAGE INTENTIONALLY LEFT BLANK

The I-205 Freeway is located approximately 500 feet north of the Tracy Outlet site. The segment of the I-580 that is a dedicated California Scenic Highway is located approximately 3.5 miles west of the site. The segment of the I-5 is that is a dedicated California Scenic Highway is located approximately 3.9 miles east of the site.

The I-205 is located approximately 450 feet south of the West Valley Mall site. The segment of the I-580 that is a dedicated California Scenic Highway is located approximately 4.5 mile west of the site. The segment of the I-5 is that is a dedicated California Scenic Highway is located approximately 6.6 miles east of the site.

The analysis in this section is based, in part, on the Caltrans Outdoor Advertising Act and the Business and Professions Code Section 5403(g) for construction of electronic, light-emitting diode (LED) billboards.

Would the project:

a) Have a substantial adverse effect on a scenic vista?

Less than significant impact. The proposed Sign Ordinance update would include new regulations related to digital billboards; corresponding revisions for the I-205 Corridor Specific Plan would ensure conformity to the updated Sign Ordinance. Specifically, height restrictions would be imposed as part of the Sign Ordinance and I-205 Corridor Specific Plan updates to ensure that billboards would not have an adverse impact on scenic vistas.

The proposed upgrade of the current billboard at the Tracy Outlets site would replace the existing billboard faces and therefore would not have new impacts to a scenic vista. The West Valley Mall site does not afford any views to scenic vistas. Therefore, construction of a new billboard would not have a substantial adverse impact on a scenic vista. Impacts would be less than significant.

b) Substantially damage scenic resources, including, but not limited to, trees, rock outcroppings, and historic building within a State Scenic Highway?

No impact. As previously described, under the amended I-205 Corridor Specific Plan, digital freeway signs would only be permitted on “non-residentially designated land within the MacArthur Planning Area and the Grant Line North Planning Area.” These Planning Areas are not part of a State Scenic Highway.

There are neither rock outcroppings nor historic buildings located on either of the project sites. None of the roadways located near the project sites are designated scenic highways. A segment of I-580 is a designated scenic highway and is located approximately 4.5 miles southwest of the West Valley Mall site and is approximately 3.5 miles southeast of the Tracy Outlets site. The proposed project involves an upgrade to digital faces for the existing billboard at the Tracy Outlets site and the installation of a two-faced digital billboard at the West Valley Mall site. The proposed project would not involve the removal of any trees. As a result, no impacts would occur.

- c) **In non-urbanized areas, substantially degrade the existing visual character or quality of public views of the site and its surroundings? (Public views are those that are experienced from publicly accessible vantage point). If the project is in an urbanized area, would the project conflict with applicable zoning and other regulations governing scenic quality?**

Less than significant impact. The proposed Sign Ordinance and proposed updates to the I-205 Corridor Specific Plan would require the proposed billboards to be located on “non-residentially designated land” of the I-205 Corridor Specific Plan area. Additionally, pursuant to other requirements set forth in the amended Sign Ordinance and the I-205 Corridor Specific Plan, digital freeway signs would be required to comply with the requirements of the Outdoor Advertising Act and Regulations. As such, the impacts related to degrading the existing visual character or quality of public views would be less than significant.

The project sites are located in an urbanized area and the existing visual setting of the billboard sites consist of commercial uses adjacent to heavily traveled roadways. The proposed new digital billboard would be consistent with the standards in the Caltrans Outdoor Advertising Act, the proposed project would commit to a maximum ambient light output level of 0.3 foot-candle at 250 feet from the billboards, which is a more conservative lighting intensity standard for billboards of this proposed size when compared to State standards related to illumination intensity. Because the project involves amendments to the applicable zoning provisions, it would be consistent with applicable zoning and other local regulations. Therefore, impacts would be less than significant.

- d) **Create a new source of substantial light or glare which would adversely affect day or nighttime views in the area?**

Less than significant impact with mitigation incorporated. The nearest sensitive receptors to the Tracy Outlets site are residential units located approximately 370 feet west of the site, and the nearest sensitive receptors to the West Valley Mall site are residential units located approximately 530 feet south of the site.

As noted above, the Sign Ordinance update would require billboard projects to commit to a maximum ambient light output level of 0.3 foot-candle at 250 feet from the billboards, which is a more conservative lighting intensity standard for billboards of this proposed size when compared to State standards. For a frame of reference, 0.3 foot-candle is comparable in brightness to the light emanating from a computer monitor, and the light levels emitted from the proposed billboards would be set to adjust based upon ambient light conditions at any given time (i.e., nighttime versus daytime).

At a distance of 350 feet and 530 feet, respectively, the nearest residences would not be adversely affected by the proposed digital displays.

To ensure that the proposed billboards constructed as part of the Sign Ordinance and I-205 Corridor Specific Plan updates would not have a significant impact on the nearby sensitive uses, the proposed project would be required to implement Mitigation Measure (MM) AES-1 and MM AES-2. MM AES-1 would ensure that the proposed billboards would include an operating mechanism that turns off the

display or turns it all black in the event of a malfunction. MM AES-2 would require that the digital billboard signs' operational parameters be provided to the City for review and approval prior to initial operation. With implementation of MM AES-1 and MM AES-2, the proposed project would not adversely affect day or nighttime views within the project area. Thus, impacts would be less than significant with mitigation incorporated.

Analysis of Driver Distraction

Driver distraction could occur due to the changing of electronic messages on the proposed LED billboards. Several federal and State regulations apply to the operation of electronic billboards, as discussed below. This data is provided for information purposes; it is not a CEQA threshold.

- California law allows LED billboards to operate at a minimum dwell time of no less than four seconds before the display may transition to the next image. This requirement is set forth in Business and Professions Code Section 5405(d)(1), which provides, in pertinent part, “. . . no message center display may include any illumination or message change that is in motion or appears to be in motion or that changes in intensity or exposes its message for less than four seconds.”
- OAAA likewise recommends that billboards display a message for no less than 4 seconds.
- The Federal Highway Administration (FHWA), meanwhile, has approved of a similar dwell time standard. According to a FHWA memorandum, the acceptable range for the “[d]uration of each display is generally between 4 and 10 seconds—8 seconds is recommended.”

The proposed Sign Ordinance updates require that the sign face display would not be allowed to change more often than every 8 seconds, and messages would be static (i.e., not moving or animated). The proposed Sign Ordinance updates would therefore ensure that construction of digital billboards pursuant to the Ordinance would not exceed the relevant State and federal requirements, and would therefore avoid any significant distraction drivers.

Mitigation Measures

- MM AES-1** The plans for the light-emitting diode (LED) billboard to be approved by the City shall include an operating mechanism (hardware or software controlled) that turns off the display or turns it to all black in the event of a malfunction or failure in any system or subsystem that results in the display wholly or partly appearing to flash.
- MM AES-2** The signs' operational lighting parameters shall be provided to the City of Tracy Community Development Department for review and approval prior to the regular operation of the light-emitting diode (LED) billboards, and shall be implemented by the project proponent to ensure no drivers will be adversely affected or impacted by trespass glare lighting.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.2 Agriculture and Forestry Resources <i>In determining whether impacts to agricultural resources are significant environmental effects, lead agencies may refer to the California Agricultural Land Evaluation and Site Assessment Model (1997) prepared by the California Dept. of Conservation as an optional model to use in assessing impacts on agriculture and farmland. In determining whether impacts to forest resources, including timberland, are significant environmental effects, lead agencies may refer to information compiled by the California Department of Forestry and Fire Protection regarding the State's inventory of forest land, including the Forest and Range Assessment Project and the Forest Legacy Assessment project; and forest carbon measurement methodology provided in Forest Protocols adopted by the California Air Resources Board. Would the project:</i>				
a) Convert Prime Farmland, Unique Farmland, or Farmland of Statewide Importance (Farmland), as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural use?	☐	☐	☐	☒
b) Conflict with existing zoning for agricultural use, or a Williamson Act contract?	☐	☐	☐	☒
c) Conflict with existing zoning for, or cause rezoning of, forest land (as defined in Public Resources Code Section 12220(g)), timberland (as defined by Public Resources Code Section 4526), or timberland zoned Timberland Production (as defined by Government Code Section 51104(g))?	☐	☐	☐	☒
d) Result in the loss of forest land or conversion of forest land to non-forest use?	☐	☐	☐	☒
e) Involve other changes in the existing environment which, due to their location or nature, could result in conversion of Farmland, to non-agricultural use or conversion of forest land to non-forest use?	☐	☐	☐	☒

Environmental Evaluation

In determining whether impacts to agricultural resources are significant environmental effects, lead agencies may refer to the California Agricultural Land Evaluation and Site Assessment Model (1997) prepared by the California Department of Conservation as an optional model to use in assessing impacts on agriculture and farmland. In determining whether impacts to forest resources, including timberland, are significant environmental effects, lead agencies may refer to information compiled by the California Department of Forestry and Fire Protection (CAL FIRE) regarding the State's inventory of forest land, including the Forest and Range Assessment Project and the Forest Legacy Assessment project; and

forest carbon measurement methodology provided in Forest Protocols adopted by the California Air Resources Board (ARB).

Setting

The California Department of Conservation's Farmland Mapping and Monitoring Program (FMMP) produces maps that display farmland within the State. The Department of Conservation Inventory Map confirms that the project sites are classified as Urban and Built-Up Land.⁴ The nearest farmland is located approximately 820 feet north of the Tracy Outlets site and approximately 870 feet west of the West Valley Mall site.

Would the project:

- a) **Convert Prime Farmland, Unique Farmland, or Farmland of Statewide Importance (Farmland), as shown on the maps prepared pursuant to the Farmland Mapping and Monitoring Program of the California Resources Agency, to non-agricultural use?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan include new regulations related to digital freeway signs and would have no impacts regarding the conversion of farmland.

As discussed above, the project sites are designated as "Urban and Built-Up Land." Therefore, development of the proposed project would not convert Prime Farmland, Unique Farmland, or Farmland of Statewide Importance to non-agricultural use. No impact would occur.

- b) **Conflict with existing zoning for agricultural use, or a Williamson Act contract?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan include new regulations related to digital freeway signs and would have no impacts regarding potential conflicts with agricultural zoning or a Williamson Act contract.

The project sites are not zoned for agricultural use. The West Valley Mall and the Tracy Outlets sites are both zoned for General Commercial within the I-205 Corridor Specific Plan. Neither project site is encumbered by a Williamson Act contract.⁵ No impact would occur.

- c) **Conflict with existing zoning for, or cause rezoning of, forest land (as defined in Public Resources Code Section 12220(g)), timberland (as defined by Public Resources Code Section 4526), or timberland zoned Timberland Production (as defined by Government Code Section 51104(g))?**

and

⁴ Department of Conservation. 2018. California Important Farmland Finder. Website: <https://maps.conservation.ca.gov/DLRP/CIFF/>. Accessed May 18, 2021.

⁵ Department of Conservation. 2017. State of California Williamson Act Contract Land. Website: https://www.sjgov.org/commdev/cgi-bin/cdyn.exe/file/Planning/EIR%20Schulte%20Road%20Logistics%20Center%20Draft/CDOC%202016_State%20of%20CA%20Williamson%20Act%20Map.pdf. Accessed July 15, 2021.

d) Result in the loss of forest land or conversion of forest land to non-forest use?

No impact. According to the California Public Resources Code, “forest land” is land that can support 10 percent native tree cover of any species, including hardwoods, under natural conditions, and that allows for management of one or more forest resources, including timber, aesthetics, fish and wildlife, biodiversity, water quality, recreation, and other public benefits.⁶ As discussed above, The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan include new regulations related to digital freeway signs and would have no impacts regarding the loss or conversion of forest land.

The project sites are zoned as General Commercial, and are not zone for forest use. This condition precludes the possibility of a conflict with a forest zoning designation. The project sites do not contain nor are adjacent to any forested land. Therefore, there would be no loss of forest land or conversion of forest land to non-forest use as a result of the proposed project. No impact would occur.

e) Involve other changes in the existing environment which, due to their location or nature, could result in conversion of Farmland, to non-agricultural use or conversion of forest land to non-forest use?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only include new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment which could result in conversion of farmland or forest land. As a result, no impact would occur.

The project sites do not support commercial scale cultivated agricultural activities. There is no Prime Farmland, Unique Farmland, Farmland of Statewide Importance, or Forest Land on-site. This condition precludes the possibility of conversion of farmland to non-agricultural use, or forest land to non-forest use. No impact would occur.

Mitigation Measures

None required.

⁶ Thomson Reuters Westlaw. 2019. California Code, Public Resources Code 12220.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.3 Air Quality <i>Where available, the significance criteria established by the applicable air quality management district or air pollution control district may be relied upon to make the following determinations.</i> <i>Would the project:</i>				
a) Conflict with or obstruct implementation of the applicable air quality plan?	☐	☐	☒	☐
b) Result in a cumulatively considerable net increase of any criteria pollutant for which the project region is nonattainment under an applicable federal or State ambient air quality standard?	☐	☐	☒	☐
c) Expose sensitive receptors to substantial pollutant concentrations?	☐	☐	☒	☐
d) Result in other emissions (such as those leading to odors or) adversely affecting a substantial number of people?	☐	☐	☒	☐

Environmental Evaluation

Where available, the significance criteria established by the applicable air quality management district or air pollution control district may be relied upon to make the following determinations.

Setting

The proposed project is located in the City of Tracy in San Joaquin County, within the San Joaquin Valley Air Basin (Air Basin). Regional and local air quality is impacted by topography, dominant airflows, atmospheric inversions, location, and season. The following section describes these conditions as they pertain to the Air Basin.

Existing Air Quality Conditions

The local air quality can be evaluated by reviewing relevant air pollution concentrations near the project area. Table 1 summarizes 2017 through 2019 published monitoring data, which is the most recent 3-year period available. The table displays data from the Tracy Airport monitoring station (located approximately 5 miles southeast of the West Valley Mall site) for ozone, nitrogen dioxide, and particulate matter, including dust, 10 micrometers or less in diameter (PM₁₀) concentrations. As particulate matter, including dust, 2.5 micrometers or less in diameter (PM_{2.5}) concentrations were not available at the Tracy Airport monitoring station, the next closest station with PM_{2.5} was used to provide PM_{2.5} concentrations representative of the project area. Table 1 provides PM_{2.5} concentrations from the Manteca-530 Fishback Road monitoring station, located approximately 7.5 miles northeast of the Tracy Outlets site. No CO or SO₂ concentrations were available at any nearby monitoring station. The data shows that during the past 3 years, the project area has exceeded the

national ozone and PM_{2.5} standards and the State ozone and PM₁₀ standards. The data in the table reflects the concentration of the pollutants in the air, measured using air monitoring equipment. This differs from emissions, which are calculations of a pollutant being emitted over a certain period.

Table 1: Air Quality Monitoring Summary

Air Pollutant	Averaging Time	Item	2017	2018	2019
Ozone ¹	1 Hour	Max 1 Hour (ppm)	0.093	0.099	0.095
		Days > State Standard (0.09 ppm)	0	1	1
	8 Hours	Max 8 Hours (ppm)	0.082	0.081	0.079
		Days > State Standard (0.07 ppm)	7	8	3
		Days > National Standard (0.075 ppm)	3	3	1
Carbon monoxide ³	8 Hours	Max 8 Hours (ppm)	ND	ND	ND
		Days > State Standard (9 ppm)	ND	ND	ND
		Days > National Standard (9 ppm)	ND	ND	ND
Nitrogen dioxide ¹	Annual	Annual Average (ppm)	0.004	0.005	0.004
	1 Hour	Max 1 Hour (ppm)	0.041	0.049	0.037
		Days > State Standard (0.18 ppm)	0	0	0
Sulfur dioxide ³	Annual	Annual Average (ppm)	ND	ND	ND
	24 Hours	Max 24 Hours (ppm)	ND	ND	ND
		Days > State Standard (0.04 ppm)	ND	ND	ND
Inhalable coarse particles (PM ₁₀) ¹	Annual	Annual Average (µg/m ³)	22.6	24.7	19.4
	24 Hours	24 Hours (µg/m ³)	152.0	250.2	241.4
		Days > State Standard (50 µg/m ³)	ID	ID	ID
		Days > National Standard (150 µg/m ³)	0	2	1
Fine particulate matter (PM _{2.5}) ²	Annual	Annual Average (µg/m ³)	11.1	13.4	ID
	24 Hours	24 Hours (µg/m ³)	50.0	180.0	42.4
		Days > National Standard (35 µg/m ³)	9	15	ID

Source: California Air Resources Board (ARB). 2021. Website: <https://www.arb.ca.gov/adam/trends/trends1.php>. Accessed June 2, 2021.

Notes:

> = exceed ppm = parts per million µg/m³ = micrograms per cubic meter
ND = no data max = maximum **Bold** = exceedance

State Standard = California Ambient Air Quality Standard

National Standard = National Ambient Air Quality Standard

¹ Ozone, PM₁₀, and NO₂ concentrations and exceedances were drawn from the Tracy Airport monitoring station.

² PM_{2.5} concentrations and exceedances were drawn from the Manteca-530 Fishback Rd monitoring station.

³ No concentrations of SO₂ and CO were unavailable for monitoring sites in the project area.

The health impacts of the various air pollutants of concern can be presented in a number of ways. The clearest in comparison is to the State and federal ozone standards. If concentrations are below the standard, it is safe to say that no health impact would occur to anyone. When concentrations exceed the standard, impacts will vary based on the amount the standard is exceeded. The United States Environmental Protection Agency (EPA) developed the Air Quality Index (AQI) as an easy-to-understand measure of health impacts compared with concentrations in the air. Table 2 provides a description of the health impacts ozone at different concentrations.

Table 2: Air Quality Index and Health Effects

Air Quality Index/ 8-hour Ozone Concentration	Health Effects Description
AQI—0–50 (Good) Concentration 0-54 parts per billion (ppb)	Sensitive Groups: Children and people with asthma are the groups most at risk.
	Health Effects Statements: None.
	Cautionary Statements: None.
AQI—51–100 (Moderate) Concentration 55-70 ppb	Sensitive Groups: Children and people with asthma are the groups most at risk.
	Health Effects Statements: Unusually sensitive individuals may experience respiratory symptoms.
	Cautionary Statements: Unusually sensitive people should consider limiting prolonged outdoor exertion.
AQI—101–150 (Unhealthy for Sensitive Groups) Concentration 71-85 ppb	Sensitive Groups: Children and people with asthma are the groups most at risk.
	Health Effects Statements: Increasing likelihood of respiratory symptoms and breathing discomfort in active children and adults and people with respiratory disease, such as asthma.
	Cautionary Statements: Active children and adults, and people with respiratory disease, such as asthma, should limit prolonged outdoor exertion.
AQI—151–200—(Unhealthy) Concentration 86-105 ppb	Sensitive Groups: Children and people with asthma are the groups most at risk.
	Health Effects Statements: Greater likelihood of respiratory symptoms and breathing difficulty in active children and adults and people with respiratory disease, such as asthma; possible respiratory effects in general population.
	Cautionary Statements: Active children and adults, and people with respiratory disease, such as asthma, should avoid prolonged outdoor exertion; everyone else, especially children, should limit prolonged outdoor exertion.

Air Quality Index/ 8-hour Ozone Concentration	Health Effects Description
AQI—201-300(Very Unhealthy) Concentration 106-200 ppb	Sensitive Groups: Children and people with asthma are the groups most at risk.
	Health Effects Statements: Increasingly severe symptoms and impaired breathing likely in active children and adults and people with respiratory disease, such as asthma; increasing likelihood of respiratory effects in general population.
	Cautionary Statements: Active children and adults, and people with respiratory disease, such as asthma, should avoid all outdoor exertion; everyone else, especially children, should limit outdoor exertion.
Source: airnow.gov. AQI Calculator. Website: https://www.airnow.gov/aqi/aqi-calculator/ . Accessed May 16, 2021.	

Based on the AQI scale for the 8-hour ozone standard, Tracy experienced 18 days in the last 3 years that would be categorized as unhealthful for sensitive groups (AQI 150), as measured at the Tracy Airport monitoring station.

Attainment Status

The EPA and the ARB designate air basins where ambient air quality standards are exceeded as “nonattainment” areas. If standards are met, the area is designated as an “attainment” area. If there is inadequate or inconclusive data to make a definitive attainment designation, they are considered “unclassified.” National nonattainment areas are further designated as marginal, moderate, serious, severe, or extreme as a function of deviation from standards.

Each standard has a different definition, or “form” of what constitutes attainment, based on specific air quality statistics. For example, the federal 8-hour CO standard is not to be exceeded more than once per year; therefore, an area is in attainment of the CO standard if no more than one 8-hour ambient air monitoring measurement exceeds the threshold per year. In contrast, the federal annual PM_{2.5} standard is met if the 3-year average of the annual average PM_{2.5} concentration is less than or equal to the standard.

The current attainment designations for the Air Basin are shown in Table 3. The Air Basin is designated as nonattainment for ozone, PM₁₀, and PM_{2.5}.

Table 3: San Joaquin Valley Air Basin Attainment Status

Pollutant	State Status	National Status
Ozone—1 Hour	Nonattainment/Severe	No Standard
Ozone—8 Hour	Nonattainment	Nonattainment/Extreme
Carbon monoxide	Attainment/Unclassified	Merced, Madera, and Kings Counties are unclassified; others are in Attainment
Nitrogen dioxide	Attainment	Attainment/Unclassified

Pollutant	State Status	National Status
Sulfur dioxide	Attainment	Attainment/Unclassified
PM ₁₀	Nonattainment	Attainment
PM _{2.5}	Nonattainment	Nonattainment
Lead	Attainment	No Designation/Classification
Source: California Air Resources Board (ARB). 2021. Maps of State and Federal Area Designations. Website: https://ww2.arb.ca.gov/resources/documents/maps-state-and-federal-area-designations . Accessed May 28, 2021.		

Regulatory Setting

Air pollutants are regulated primarily to protect human health and for secondary effects such as visibility and property damage from pollutant deposition. The Clean Air Act of 1970 tasks the EPA with setting air quality standards. The State of California also sets air quality standards that are in some cases more stringent than federal standards and address additional pollutants. The following section describes these State and local standards and the health effects of the regulated pollutants.

San Joaquin Valley Air Pollution Control District

Ozone Plans

The Air Basin is designated nonattainment of State and federal health-based air quality standards for ozone. To meet Clean Air Act requirements for the one-hour ozone standard, the San Joaquin Valley Air Pollution Control District (Valley Air District) adopted an Extreme Ozone Attainment Demonstration Plan in 2004, with an attainment date of 2010. Although the EPA revoked the federal 1-hour ozone standard effective June 15, 2005, and replaced it with an 8-hour standard, the requirement to submit a plan for that standard remained in effect for the San Joaquin Valley.

The planning requirements for the 1-hour plan remain in effect until replaced by a federal 8-hour ozone attainment plan. The EPA approved the 2004 Extreme Ozone Attainment Demonstration Plan, including revisions to the plan, on March 8, 2010, effective April 7, 2010. However, the Air Basin failed to attain the standard in 2010 and was subject to a \$29 million Clean Air Act penalty. The penalty is being collected through an additional \$12 motor vehicle registration surcharge for each passenger vehicle registered in the Air Basin that will be applied to pollution reduction programs in the region. The Valley Air District also instituted a more robust ozone episodic program to reduce emissions on days with the potential to exceed the ozone standards. On July 18, 2016, the EPA published in the Federal Register a final action determining that the San Joaquin Valley has attained the 1-hour ozone national ambient air quality standard. This determination is based on the most recent 3-year period (2012–2014) of sufficient, quality-assured, and certified data.⁷

The EPA originally classified the Air Basin as serious nonattainment for the 1997 federal 8-hour ozone standard with an attainment date of 2013. On April 30, 2007, the Valley Air District Governing Board adopted the 2007 Ozone Plan, which contained analysis showing a 2013 attainment target to be

⁷ California Air Resources Board (ARB). 2016. Fact Sheet, Final Rule for San Joaquin Valley Determination of Attainment of the 1-Hour Ozone National Ambient Air Quality Standards. June 30. Website: <https://www.federalregister.gov/documents/2016/07/18/2016-16792/determination-of-attainment-of-the-1-hour-ozone-national-ambient-air-quality-standard-in-the-san>. Accessed June 1, 2021.

infeasible. The 2007 Ozone Plan details the plan for achieving attainment on schedule with an “extreme nonattainment” deadline of 2024. At its adoption of the 2007 Ozone Plan, the Valley Air District also requested a reclassification to extreme nonattainment. ARB approved the plan in June 2007, and the EPA approved the request for reclassification to extreme nonattainment on April 15, 2010.

The 2007 Ozone Plan contains measures to reduce ozone and particulate matter precursor emissions to bring the Basin into attainment with the federal 8-hour ozone standard. The 2007 Ozone Plan calls for a 75 percent reduction of NO_x and a 25 percent reduction of reactive organic gases (ROG). Figure 1, below, displays the anticipated NO_x reductions attributed in the 2007 Ozone Plan.⁸ The plan, with innovative measures and a “dual path” strategy, assures expeditious attainment of the federal 8-hour ozone standard for all Air Basin residents. The Valley Air District Governing Board adopted the 2007 Ozone Plan on April 30, 2007. The ARB approved the plan on June 14, 2007. The 2007 Ozone Plan requires yet to be determined “Advanced Technology” to achieve additional reductions after 2021, in order to attain the standard at all monitoring stations in the Air Basin by 2024 as allowed for areas designated extreme nonattainment by the Clean Air Act.

The Air Basin is designated as an extreme ozone nonattainment area for the EPA’s 2008 8-hour ozone standard of 75 ppb. The plan to address this standard was developed for the region to attain EPA’s 2008 8-hour ozone standard by December 31, 2031.

State ozone standards do not have an attainment deadline but require implementation of all feasible measures to achieve attainment at the earliest date possible. This is achieved through compliance with the federal deadlines and control measure requirements.

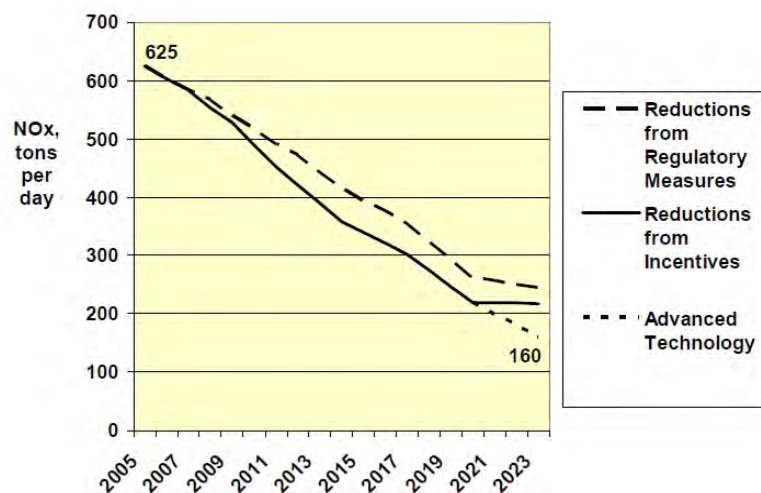


Figure 1: San Joaquin Valley NO_x Emissions Forecast⁹

⁸ San Joaquin Valley Air Pollution Control District (Valley Air District). 2007. 2007 8-Hour Ozone Plan. Website: http://www.valleyair.org/air_quality_plans/docs/AQ_Ozone_2007_Adopted/2007_8HourOzone_CompletePlan.pdf. Accessed May 27, 2021.

⁹ San Joaquin Valley Air Pollution Control District (Valley Air District). 2007. 2007 8-Hour Ozone Plan. Website: http://www.valleyair.org/air_quality_plans/docs/AQ_Ozone_2007_Adopted/2007_8HourOzone_CompletePlan.pdf. Accessed May 27, 2021.

Particulate Matter Plans

The Air Basin was designated nonattainment of State and federal health-based air quality standards for PM₁₀. The Air Basin is also designated nonattainment of State and federal standards for PM_{2.5}.

To meet Clean Air Act requirements for the PM₁₀ standard, the Valley Air District adopted a PM₁₀ Attainment Demonstration Plan (Amended 2003 PM₁₀ Plan and 2006 PM₁₀ Plan), which has an attainment date of 2010. The Valley Air District adopted the 2007 PM₁₀ Maintenance Plan in September 2007 to assure the San Joaquin Valley's continued attainment of the EPA's PM₁₀ standard. The EPA designated the Valley as an attainment/maintenance area for PM₁₀ on September 25, 2008. Although the San Joaquin Valley has exceeded the standard since then, those days were considered exceptional events that are not considered a violation of the standard for attainment purposes.

The 2008 PM_{2.5} Plan builds upon the comprehensive strategy adopted in the 2007 Ozone Plan to bring the Air Basin into attainment of the 1997 national standards for PM_{2.5}. The EPA has identified NO_x and sulfur dioxide as precursors that must be addressed in air quality plans for the 1997 PM_{2.5} standards. The 2008 PM_{2.5} Plan is a continuation of the Valley Air District's strategy to improve the air quality in the Air Basin. The EPA issued final approval of the 2008 PM_{2.5} Plan on November 9, 2011, which became effective on January 9, 2012. The EPA approved the emissions inventory, the reasonably available control measures/reasonably available control technology demonstration, reasonable further progress demonstration, attainment demonstration and associated air quality modeling, and the transportation conformity motor vehicle emissions budgets. The EPA also granted California's request to extend the attainment deadline for the San Joaquin Valley to April 5, 2015, and approved commitments to measures and reductions by the Valley Air District and the ARB. Finally, it disapproved the State Implementation Plan's contingency provisions and issued a protective finding for transportation conformity determinations.

In December 2012, the Valley Air District adopted the 2012 PM_{2.5} Plan to bring the San Joaquin Valley into attainment of the EPA's 2006 24-hour PM_{2.5} standard of 35 µg/m³. The ARB approved the Valley Air District's 2012 PM_{2.5} Plan for the 2006 standard at a public hearing on January 24, 2013.¹⁰ This plan seeks to bring the Valley into attainment with the standard by 2019, with the expectation that most areas will achieve attainment before that time.

The 2015 Plan for the 1997 PM_{2.5} Standard, approved by the Valley Air District Governing Board on April 16, 2015, will bring the Valley into attainment of EPA's 1997 PM_{2.5} standard as expeditiously as practicable, but no later than December 31, 2020. The Plan was required to request reclassification to Serious nonattainment and to extend the attainment date from 2018 to 2020.¹¹

¹⁰ San Joaquin Valley Air Pollution Control District (Valley Air District). 2012. 2012 PM_{2.5} Plan. Website: https://www.valleyair.org/Air_Quality_Plans/PM25Plan2012/CompletedPlanbookmarked.pdf. Accessed May 27, 2021.

¹¹ San Joaquin Valley Air Pollution Control District (Valley Air District). 2015. 2015 Plan for the 1997 PM_{2.5} Standard. Website: http://www.valleyair.org/air_quality_plans/docs/pm25-2015/2015-PM2.5-plan_bookmarked.pdf. Accessed May 21, 2021.

San Joaquin Valley Air Pollution Control District Rules and Regulations

The Valley Air District rules and regulations that may apply to projects that will occur during buildout of the project include, but are not limited to the following:

Rule 4102—Nuisance. The purpose of this rule is to protect the health and safety of the public and applies to any source operation that emits or may emit air contaminants or other materials.

Rule 4601—Architectural Coatings. The purpose of this rule is to limit Volatile Organic Compounds (VOC) emissions from architectural coatings. Emissions are reduced by limits on VOC content and providing requirements on coatings storage, cleanup, and labeling.

Rule 4641—Cutback, Slow Cure, and Emulsified Asphalt, Paving and Maintenance Operations. The purpose of this rule is to limit VOC emissions from asphalt paving and maintenance operations. If asphalt paving will be used, then the paving operations will be subject to Rule 4641.

Rule 4901—Wood Burning Fireplaces and Wood Burning Heaters. The purposes of this rule are to limit emissions of carbon monoxide and particulate matter from wood burning fireplaces, wood burning heaters, and outdoor wood burning devices, and to establish a public education program to reduce wood burning emissions. All development that includes woodburning devices are subject to this rule.

Regulation VIII—Fugitive PM₁₀ Prohibitions. Rules 8011-8081 are designed to reduce PM₁₀ emissions (predominantly dust/dirt) generated by human activity, including construction and demolition activities, road construction, bulk materials storage, paved and unpaved roads, carryout and trackout, etc. All development projects that involve soil disturbance are subject to at least one provision of the Regulation VIII series of rules.

Rule 9510—Indirect Source Review. This rule reduces the impact of NO_x and PM₁₀ emissions from growth within the Air Basin. The rule places application and emission reduction requirements on development projects meeting applicability criteria in order to reduce emissions through on-site mitigation, off-site Valley Air District -administered projects, or a combination of the two.

CEQA

The Valley Air District has three roles under CEQA:

1. **Lead Agency:** Responsible for preparing environmental analyses for its own projects (adoption of rules, regulations, or plans) or permit projects filed with the Valley Air District where the District has primary approval authority over the project.
2. **Responsible Agency:** The discretionary authority of a Responsible Agency is more limited than a Lead Agency; having responsibility for mitigating or avoiding only the environmental effects of those parts of the project which it decides to approve, carry out, or finance. The Valley Air District defers to the Lead Agency for preparation of environmental documents for land use projects that also have discretionary air quality permits, unless no document is prepared by the Lead Agency and potentially significant impacts related to the permit are possible. The

Valley Air District regularly submits comments on documents prepared by Lead Agencies to ensure that Valley Air District concerns are addressed.

3. *Commenting Agency:* The Valley Air District reviews and comments on air quality analyses prepared by other public agencies (such as the proposed project).

The Valley Air District also provides guidance and thresholds for CEQA air quality and greenhouse gas (GHG) emissions analyses. The result of this guidance, as well as State regulations to control air pollution, is an overall improvement in the Air Basin. In particular, the Valley Air District's 2015 Guidance for Assessing and Mitigating Air Quality Impacts (GAMAQI) states the following:

1. The Valley Air District's Air Quality Attainment Plans include measures to promote air quality elements in county and city general plans as one of the primary indirect source programs. The general plan is the primary long range planning document used by cities and counties to direct development. Since air districts have no authority over land use decisions, it is up to cities and counties to ensure that their general plans help achieve air quality goals. Section 65302.1 of the California Government Code requires cities and counties in the San Joaquin Valley to amend appropriate elements of their general plans to include data, analysis, comprehensive goals, policies, and feasible implementation strategies to improve air quality in their next housing element revisions.
2. The Air Quality Guidelines for General Plans (AQGGP), adopted by the Valley Air District in 1994 and amended in 2005, is a guidance document containing goals and policy examples that cities and counties may want to incorporate into their General Plans to satisfy Section 65302.1. When adopted in a general plan and implemented, the suggestions in the AQGGP can reduce vehicle trips and miles traveled and improve air quality. The specific suggestions in the AQGGP are voluntary. The Valley Air District strongly encourages cities and counties to use their land use and transportation planning authority to help achieve air quality goals by adopting the suggested policies and programs.

City of Tracy

The City of Tracy adopted its 2011 General Plan on February 1, 2011. The City's applicable air quality goals and policies from the Air Quality Element and Circulation Element are listed below.¹²

City of Tracy Air Quality Goals and Policies

Air Quality Element

Goal AQ-1 Improved air quality and reduced greenhouse gas emissions.

Objective AQ-1.1 Improve air quality and reduce greenhouse gas emissions through land use planning decisions.

¹² City of Tracy. 2011. City of Tracy General Plan. February 1. Website: https://www.ci.tracy.ca.us/documents/2011_General_Plan.pdf. Accessed May 27, 2021.

Objective AQ-1.2 Promote development that minimizes air pollutant and greenhouse gas emissions and their impact on sensitive receptors as a result of indirect and stationary sources.

Policies

P3 Developers shall implement best management practices to reduce air pollutant emissions associated with the construction and operation of development projects.

P4 New development projects should incorporate energy-efficient design features for HVAC, lighting systems and insulation that exceed Title 24.

P5 Use of solar water and pool heaters is encouraged.

P6 Installation of solar voltaic panels on new homes and businesses shall be encouraged.

P7 Trees should be planted on the south- and west-facing sides of new buildings or building undergoing substantial renovation in order to reduce energy usage.

P9 New developments shall follow the current requirements of the SJVAPCD [Valley Air District] with respect to wood burning fireplaces and heaters.

Objective AQ-1.3 Provide a diverse and efficient transportation system that minimizes air pollutant and greenhouse gas emissions.

Objective AQ-1.4 Support local and regional air quality improvement efforts.

Circulation Element

Goal CIR-1 A roadway system that provides access and mobility for all of Tracy's residents and businesses while maintaining the quality of life in the community.

Objective CIR-1.1 Implement a hierarchical street system in which each street serves a specific, primary function and is sensitive to the context of the land uses served.

Policies

P3 The City shall continue to apply traffic mitigation fee programs to fund transportation infrastructure, based on a fair share of facility use.

P6 The Roadway Master Plan update shall identify necessary improvements to various intersections on I-205 and I-580 based on land use designations and with particular attention to Terminal Access Routes in accordance with Surface Transportation Assistance Act of 1982 (STAA).

Objective CIR-1.2 Provide a high level of street connectivity.

Policies

P3 New development shall be designed to provide vehicular, bicycle and pedestrian connections with adjacent developments.

P5 New development shall be designed with a grid or modified grid pattern to facilitate traffic flows and to provide multiple connections to arterial streets.

Objective CIR-1.6 Maximize traffic safety for automobile, transit, bicycle users, and pedestrians.

Objective CIR-1.8 Minimize transportation-related energy use and impacts on the environment.

Goal CIR-3 **Safe and convenient bicycle and pedestrian travel as alternative modes of transportation in and around the city.**

Objective CIR-3.1 Achieve a comprehensive system of citywide bikeways and pedestrian facilities.

Policies

P6 New development shall include pedestrian and bicycle facilities internal to the development and that connect to citywide facilities, such as parks, schools, and recreational corridors, as well as adjacent development and other services.

P7 New development sites for commercial, employment, educational, recreational, and park and ride land uses shall provide bicycle parking and/or storage facilities.

Goal CIR-4 A balanced transportation system that encourages the use of public transit and high occupancy vehicles.

Objective CIR-4.1 Promote public transit as an alternative to the automobile.

Economic Development Element

Goal ED-1 A diversified and sustainable local economy.

Objective ED-1.2 Support and encourage a sustainable local economy.

Policies

P1 The City shall encourage businesses that use green practices.

P2 The City shall conduct public education and outreach to support employment opportunities that minimize the need for automobile trips, such as live/work, telecommuting, satellite work centers, and home occupations, in addition to mixed-use development strategies.

Objective ED-6.2 Support infill development of commercial and industrial properties within the City limits.

Policies

- P1** The City shall promote the development and redevelopment of City infill areas.
- P2** A balanced mix of retail, restaurant, and other services should be encouraged throughout the city.

Approach to Analysis

While the final determination of whether a project is significant is within the purview of the Lead Agency pursuant to Section 15064(b) of the CEQA Guidelines, the Valley Air District recommends that its quantitative air pollution thresholds be used to determine the significance of project emissions. If the Lead Agency finds that the project has the potential to exceed these air pollution thresholds, the proposed project should be considered to have significant air quality impacts. The applicable Valley Air District thresholds and methodologies are contained under each impact statement below.

Thresholds of Significance

This analysis was performed consistent with the guidance and methodologies provided by Valley Air District 's GAMAQI.¹³ Based on Valley Air District New Source Review (NSR) offset requirements for stationary sources, the Valley Air District has established thresholds of significance for criteria pollutant emissions, shown in Table 4.

Table 4: San Joaquin Valley Air Pollution Control District Significance Thresholds

Pollutant	Construction Thresholds (TPY)	Operational Thresholds (TPY)	
		Permitted Equipment and Activities	Non-Permitted Equipment and Activities
ROG	10	10	10
NO _x	10	10	10
CO	100	100	100
SO _x	27	27	27
PM ₁₀	15	15	15
PM _{2.5}	15	15	15

Notes:

TPY = tons per year; ROG = reactive organic gases; NO_x = oxides of nitrogen; CO = carbon monoxide;

SO_x = oxides of sulfur

PM₁₀ = particulate matter, including dust, 10 micrometers or less in diameter

PM_{2.5} = particulate matter, including dust, 2.5 micrometers or less in diameter

Source: San Joaquin Valley Air Pollution Control District (Valley Air District). 2015. Guidance for Assessing and Mitigating Air Quality Impact. Website: http://www.valleyair.org/transportation/GAMAQI_12-26-19.pdf Accessed January 28, 2021.

¹³ San Joaquin Valley Air Pollution Control District (Valley Air District). 2015. Guidance for Assessing and Mitigating Air Quality Impact. Website: http://www.valleyair.org/transportation/GAMAQI_12-26-19.pdf Accessed May 28, 2021.

Where available, the significance criteria established by the applicable air quality management or air pollution control district may be relied upon to make the following significance determinations.

Would the project:

a) Conflict with or obstruct implementation of the applicable air quality plan?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards is discussed below.

The General Plan does not provide specific guidance on analyzing conformity with the Air Quality Plan (AQP). Therefore, this document proposes the following criteria for determining project consistency with the current AQPs:

- **Criterion 1:** Does the proposed project support the primary goals of the AQP?
- **Criterion 2:** Does the proposed project include applicable control measures from the AQP?
- **Criterion 3:** Does the proposed project disrupt or hinder implementation of any AQP control measures?

AQPs are plans for reaching attainment of air quality standards. The assumptions, inputs, and control measures are analyzed to determine whether the Air Basin can reach attainment for the ambient air quality standards. To show attainment of the standards, the Valley Air District analyzes the growth projections in the Valley, contributing factors in air pollutant emissions and formations, and existing and adopted emissions controls. The Valley Air District then formulates a control strategy to reach attainment that includes both State and Valley Air District regulations and other local programs and measures.

Criterion 1

A measure for determining whether the proposed project supports the primary goals of the AQP is if the proposed project would not result in an increase in the frequency or severity of existing air quality violations, cause or contribute to new violations, or delay timely attainment of air quality standards or the interim emission reductions specified in the air quality plans. The development of the AQP is based in part on the land use general plan determinations of the various cities and counties that constitute the Air Basin. The proposed project's changes to the zoning ordinance and subsequent construction of electronic billboards would be consistent with the General Plan because the proposed project would not change existing General Plan land use designations and would be consistent with allowable uses under the zoning ordinance. Moreover, as further discussed under Impact 3(b), Impact 3(c), and Impact 3(d), the proposed project would not create a localized violation of State or federal air quality standards, significantly contribute to cumulative nonattainment pollutant violations, or expose sensitive receptors to substantial pollutant concentrations.

Criterion 2

The AQP contains a number of control measures, which are enforceable requirements through the adoption of rules and regulations. The proposed project would comply with all applicable Valley Air District rules and regulations. Therefore, the proposed project complies with this criterion and would not conflict with or obstruct implementation of the applicable air quality attainment plan.

Criterion 3

A measure of determining whether the proposed project is consistent with the AQPs is if the proposed project would not result in an increase in the frequency or severity of existing air quality violations or cause or contribute to new violations or delay timely attainment of air quality standards or the interim emission reductions specified in the AQPs. Because of the region's nonattainment status for ozone, PM_{2.5}, and PM₁₀, if project-generated emissions of either of the ozone precursor pollutants (ROG and NO_x), PM₁₀, or PM_{2.5} would exceed the Valley Air District's significance thresholds, then the proposed project would be considered to conflict with the attainment plans.

As discussed in Impact 3(b), emissions of ROG, NO_x, PM₁₀, and PM_{2.5} associated with the construction and operation of the proposed project would not exceed the Valley Air District's significance thresholds.

As discussed in Impact 3(b), the proposed project would implement all Best Management Practices (BMPs) for construction activities, which would be consistent with the assumptions in the AQP. The proposed project would not include any special features that would disrupt or hinder implementation of the AQP control measures. Therefore, the proposed project would not obstruct implementation of the 2007 Ozone Plan and the 2015 PM_{2.5} Plan. The impact would be less than significant.

b) Result in a cumulatively considerable net increase of any criteria pollutant for which the project region is nonattainment under an applicable federal or State ambient air quality standard?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards is discussed below.

If an area is in nonattainment for a criteria pollutant, then the background concentration of that pollutant has historically exceeded the ambient air quality standard. It follows that if a project exceeds the regional threshold for that nonattainment pollutant, then it would result in a cumulatively considerable net increase of that pollutant and result in a significant cumulative impact.

The Air Basin is in nonattainment for PM₁₀, PM_{2.5}, and ozone. Therefore, if the proposed project exceeds the regional thresholds for PM₁₀ or PM_{2.5}, then it would contribute to a cumulatively considerable impact for those pollutants. If the proposed project exceeds the regional threshold for NO_x or ROG, then it follows that the proposed project would contribute to a cumulatively considerable impact for ozone.

Regional emissions include those generated from all on-site and off-site activities. Regional significance thresholds have been established by the Valley Air District because emissions from projects in the Air Basin can potentially contribute to the existing emission burden and possibly affect the attainment and maintenance of ambient air quality standards. Projects within the Air Basin with regional emissions that exceed any of the thresholds presented previously are considered to have a significant regional air quality impact.

Construction Emissions

Emissions from construction-related activities are generally short-term in duration but may still cause adverse air quality impacts. Construction of the proposed project is anticipated to occur over 24 total workdays. The proposed project's 24-day construction schedule would generate emissions from construction equipment exhaust, worker vehicle travel, and earthmoving activities. Additionally, the project would result in approximately 25 square feet of ground disturbance in order to construct one new billboard structure at the West Valley Mall site. These construction emissions include criteria air pollutants and ozone precursors principally from the operation of heavy construction equipment. As shown in Table 5, the proposed construction schedule illustrates that no construction activities would overlap.

Table 5: Proposed Construction Schedule

Construction Activity	Start Date	End Date	Days per Week	Total Workdays
Demolition	9/1/2021	9/3/2021	5	2
Grading	9/4/2021	9/5/2021	5	1
Building Construction	9/6/2021	9/25/2021	5	19
Paving	9/27/2021	9/29/2021	5	2

As shown in Table 6, no criteria pollutant emissions would exceed Valley Air District thresholds of significance during mitigated construction for ROG_s and NO_x during construction of the proposed project. It should be noted that mitigated construction emissions incorporate the basic dust control measures required under District Rule 8201, which requires that vehicle speeds on unpaved roads and surfaces be reduced to no more than 15 miles per hour and exposed construction areas are watered during earthmoving activities.

Table 6: Mitigated Annual Construction Emissions

Project Phase/Year/Construction Activity	Emissions (Tons)					
	ROG	NO _x	CO	SO _x	PM ₁₀ (Total)	PM _{2.5} (Total)
2021	<0.1	0.1	0.1	<0.1	<0.1	<0.1
Valley Air District Annual Thresholds	10	10	100	27	15	15

Project Phase/Year/Construction Activity	Emissions (Tons)					
	ROG	NO _x	CO	SO _x	PM ₁₀ (Total)	PM _{2.5} (Total)
Do Construction Emissions Exceed Thresholds?	No	No	No	No	No	No
Notes: ROG = reactive organic gases, NO _x = oxides of nitrogen, CO = carbon monoxide, SO _x = oxides of sulfur PM ₁₀ = particulate matter, including dust, 10 micrometers or less in diameter PM _{2.5} = particulate matter, including dust, 2.5 micrometers or less in diameter Source: Appendix C						

Operational Emissions

The proposed project would entail the operation of two electronic billboards. The operation of electronic billboards would consume electricity to illuminate the sign and would result in regional operational emissions. It is anticipated that maintenance requirements would involve infrequent trips to the sites, usually involving only one light-duty truck occurring as frequent as once every one to two months. As a result, operational mobile emissions are not considered to be a substantial contribution to operational emission estimates and were not included in the emissions modeling for this analysis. Table 7 illustrates the proposed project's operational emissions.

Table 7: Mitigated Annual Operational Emissions

Project Phase/Year/Construction Activity	Emissions (Tons)					
	ROG	NO _x	CO	SO _x	PM ₁₀ (Total)	PM _{2.5} (Total)
Operation	< 0.1	0.1	0.1	< 0.1	< 0.1	< 0.1
Valley Air District Annual Thresholds	10	10	100	27	15	15
Do Construction Emissions Exceed Thresholds?	No	No	No	No	No	No
Notes: ROG = reactive organic gases, NO _x = oxides of nitrogen, CO = carbon monoxide, SO _x = oxides of sulfur PM ₁₀ = particulate matter, including dust, 10 micrometers or less in diameter PM _{2.5} = particulate matter, including dust, 2.5 micrometers or less in diameter Source: Appendix C						

As shown in Table 7, the proposed project would not have the potential to exceed any significant threshold adopted for this project. Therefore, proposed project operations would have a less than significant cumulative impact.

c) Expose sensitive receptors to substantial pollutant concentrations?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

The Valley Air District considers a sensitive receptor to be any facility or land use that includes members of the population who are particularly sensitive to the effects of air pollutants, such as children, the elderly, and people with illnesses. If a project is likely to be a place where people live, play, or convalesce, it should be considered a receptor. It should also be considered a receptor if sensitive individuals are likely to spend a significant amount of time there. Examples of receptors include residences, schools and school yards, parks and playgrounds, daycare centers, nursing homes, and medical facilities. Playgrounds could be play areas associated with parks or community centers. The project sites are located in the vicinity of sensitive receptors, including single-family homes. The closest sensitive receptors are existing homes located approximately 1,300 feet to where the billboard would be converted to a digital sign.

The following analysis evaluates whether the proposed project would result in construction or operational-period impacts to sensitive receptors. To result in a less than significant impact with respect to exposing sensitive receptors to a substantial concentration of pollutants, the proposed project would need to meet the following three criteria:

- **Criterion 1:** Construction of the proposed project would not result in localized emissions that, if when combined with background emissions, would result in exceedance of any health-based air quality standard.
- **Criterion 2:** Operation of the proposed project would not result in localized emissions that, if when combined with background emissions, would result in exceedance of any health-based air quality standard.
- **Criterion 3:** Construction of the proposed project would not result in an exceedance of asbestos exposure.

Criterion 1: Project Construction Localized Emissions

Emissions occurring at or near the project sites have the potential to create a localized impact also referred to as an air pollutant hotspot. Localized emissions are considered significant if when combined with background emissions, they would result in exceedance of any health-based air quality standard. As discussed in Impact 3(b), emissions during construction would not exceed the Valley Air District significance thresholds and would not be expected to result in concentrations that would exceed ambient standards or contribute substantially to an existing exceedance of an ambient air quality standard. Therefore, construction of the proposed project would not result in localized emissions that, if when combined with background emissions, would result in exceedance of any health-based air quality standard. Impacts relating to Criterion 1 would be less than significant.

Criterion 2: Project Construction Localized Emissions

The proposed project would entail the operation of electronic billboards, which have no localized emissions. Maintenance would involve irregular and infrequent vehicle trips to the sites, usually involving only one light-duty truck. As discussed under Impact 3b, emissions during operations would not exceed the Valley Air District significance thresholds and would not be expected to result in concentrations that would exceed ambient standards or contribute substantially to an existing exceedance of an ambient air quality standard. Therefore, the proposed project would not expose sensitive receptors to substantial pollutant concentrations during operation or result in localized emissions that, when combined with background emissions, would result in an exceedance of any health-based air quality standard. Impacts relating to Criterion 2 would be less than significant.

Criterion 3: Asbestos from Demolition

The proposed project does not involve demolition but would include replacement of an existing static billboard faces with electronic ones. Since the existing billboard is constructed between 1993 and 2005, it is unlikely to contain asbestos materials. However, the proposed project would still be subject to California Code of Regulations, Section 66261.24; Title 8, California Code of Regulations, Section 1532.1; and Title 40, Code of Federal Regulations, Part 745, which are intended to limit asbestos emissions from demolition or renovation of structure and the associated disturbance of asbestos-containing waste material generated or handled during these activities. The rule addresses the national emissions standards for asbestos along with some additional requirements. Therefore, projects that comply with these regulations would ensure that asbestos-containing materials would be removed and disposed of appropriately and safely. By complying with these existing regulations, thereby minimizing the release of airborne asbestos emissions, demolition activity would not result in a significant impact to air quality. Impacts relating to Criterion 3 would be less than significant.

d) Result in other emission (such as those leading to odors) adversely affecting a substantial number of people?

Less than significant impact. The proposed project would consist of updates to the City's Sign Ordinance and the I-205 Corridor Specific Plan to allow for a digital freeway sign at the West Valley Mall site and conversion of an existing billboard sign to a digital freeway sign at the Tracy Outlets site. The proposed project would not be a source of odor during operations since it generates no local emissions other than the occasional maintenance vehicle trip, which is anticipated to be gasoline-fueled. During construction, a limited number of diesel engines would be operated on the project sites for limited durations. Diesel exhaust and VOCs from these diesel engines would be emitted during construction of the proposed project, which are objectionable to some; however, emissions would disperse rapidly from the project site. Furthermore, the duration of construction activities is expected to be short (two to four weeks) and nearby single-family homes are located approximately 1,300 feet away. Considering this information, construction of the would not create objectionable odors affecting a substantial number of people; impacts would be less than significant.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.4 Biological Resources <i>Would the project:</i>				
a) Have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Wildlife or United States Fish and Wildlife Service?	☐	☒	☐	☐
b) Have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, and regulations or by the California Department of Fish and Wildlife or United States Fish and Wildlife Service?	☐	☐	☐	☒
c) Have a substantial adverse effect on State or federally protected wetlands (including, but not limited to, marsh, vernal pool, coastal, etc.) through direct removal, filling, hydrological interruption, or other means?	☐	☐	☐	☒
d) Interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of wildlife nursery sites?	☐	☐	☒	☐
e) Conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance?	☐	☐	☐	☒
f) Conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or State habitat conservation plan?	☐	☐	☒	☐

Environmental Evaluation

Setting

This section evaluates potential effects on biological resources that may result from project implementation. Prior to the field survey, a FirstCarbon Solutions (FCS) Biologist reviewed the California Department of Fish and Wildlife's (CDFW) California Natural Diversity Database (CNDDb), a special-status species and plant community account database; the United States Fish and Wildlife Service (USFWS) Information for Planning and Consultation (IPaC) system; and the California Native

Plant Society (CNPS) Electronic Inventory (CNPSEI) of Rare and Endangered Vascular Plants of California database for the Union Island, California, United States Geological Survey (USGS) 7.5-minute Topographic Quadrangle Map and the eight surrounding quadrangles (Appendix D). An on-site assessment of biological resources was completed by FCS on May 20, 2021.

Tracy Outlets Site

This location is composed of developed land with numerous retail stores and an associated parking lot that constitute the former Tracy Outlets. This location is bounded by I-205 to the north, a vacant lot and residential developments to the west, a mix of vacant land and industrial developments to the east, and industrial developments to the south. An off-site engineered drainage channel populated with cattails (*Typha* sp.) is located approximately 300 feet to the north of the billboard sign, adjacent to I-205. The billboard sign is situated within a planter on the western edge of the former Tracy Outlets development. Vegetation is limited to planted ornamental trees and shrubs.

West Valley Mall Site

This location is also composed of developed land with numerous retail stores that comprise the southwestern portion of the West Valley Mall. The proposed site is generally located between 2512 Naglee Road and 2422 Naglee Road. The proposed site includes an active traffic circle, numerous restaurants, and a City monitoring well. This site is bounded by the West Valley Mall to the north and west, a mix of vacant land and the eastern portion of West Valley Mall to the east, and Grant Line Road and I-205 to the south. Vegetation was limited to planted ornamental trees and shrubs with ruderal vegetation on the periphery.

Would the project:

- a) **Have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Wildlife or United States Fish and Wildlife Service?**

Less than significant impact with mitigation incorporated. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

Special-status plant and wildlife species typically occur in undeveloped areas. Although it is less likely, it is also possible for them to occur within developed areas. The sites are infill sites located in an area that has undergone an extensive history of development built out with industrial and commercial uses. The project site contains characteristics of land that has been developed or disturbed, including disturbed soils and large areas of impervious surfaces.

Special-status Plant Species Potentially Occurring Within the Project Site

A plant species potential to occur on the project site was based on the presence of suitable habitats, soil types, and occurrences recorded by the USFWS, CNPS, or CNDDDB within 5 miles of the project sites, and a site survey conducted by a qualified Biologist. A total of three special-status plant species were evaluated for their potential to occur within the project site. These plants include big tarplant (*Blepharizonia plumosa*), Mason's lilaeopsis (*Lilaeopsis masonii*), and caper-fruited tropidocarpum (*Tropidocarpum capparideum*). Based on the absence of suitable habitat due to past development of the sites, all special-status plant species have no potential to occur on-site. The project sites lack alkaline clay soils, grassland, marshes, and riparian scrub habitats where these special-status plant species are found. Because of the highly disturbed nature of the project site and overall lack of suitable habitat, no special-status plant species have the potential to occur within the project sites; therefore, no special-status plant species would be impacted by project construction.

Special-status Wildlife Species Potentially Occurring Within the Project Site

Based upon the types of habitat that each special-status wildlife species requires, 15 special-status wildlife species were evaluated for their potential to occur within the project sites. Because of the highly urbanized nature of the project sites and previous development efforts coupled with an overall lack of suitable habitat on-site (marshes, meadows, grasslands, etc.), special-status wildlife species with the potential to occur the project sites is limited to potential nesting birds. Potential impacts to nesting birds would be considered significant given their status under the Migratory Bird Treaty Act (MBTA) and California Fish and Game Code Section 3503.5.

The project sites and their adjacent areas contain ornamental trees and shrubs that may provide potential habitat for special-status birds. Additionally, the off-site channel at the Tracy Outlets site may provide additional nesting opportunities. These species include tricolored blackbird (*Agelaius tricolor*) as well as bird species protected by the MBTA and other special-status birds covered by Fish and Game Code Section 3503.5 and/or California Endangered Species Act (CESA).

Tricolored Blackbird (Tracy Outlets Site)

This analysis is only relevant at the Tracy Outlets site, as the West Valley Mall site lacks any potential habitat for this species.

Emergent vegetation within the off-site channel at the Tracy Outlets site represent potential nesting habitat, albeit marginal. No tricolored blackbird were observed during the site visit. The presence of a tricolored blackbird nesting colony adjacent to the Tracy Outlets site before or during construction is unlikely, but cannot be ruled out. If construction of the Tracy Outlets sign is proposed to be conducted during the nesting season, the project applicant shall implement MM BIO-1a, which requires a pre-construction survey and, if any active nests are identified, minimization measures specific to tricolored blackbird nesting colonies as defined in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMSCP) Section 5.2.4.16, which require that a setback of 500 feet from colonial nesting areas shall be established and maintained during the nesting season for the period encompassing nest building and continuing until fledglings leave the nest(s). This setback applies whenever construction or other ground-disturbing activities must begin during the nesting season in the presence of nests which are known to be occupied. Setbacks shall be

marked by nest buffer signs, environmentally sensitive area fencing, pin flags, and/or flagging tape to ensure maintenance of the buffer. Implementation of MM BIO-1a would reduce potential impacts to tricolored blackbird to a less than significant level under CEQA.

Nesting Birds (Tracy Outlets and West Valley Mall Sites)

Potential direct and indirect impacts could occur to resident and migratory species during project construction, which would render the project temporarily unsuitable for birds because of the noise, vibrations, and increased activity levels associated with various construction activities. These activities could potentially subject birds to risk of death or injury, and they are likely to avoid using the area until such construction activities have dissipated or ceased. Relocation, in turn, could cause hunger or stress among individual birds by displacing them into adjacent territories belonging to other individuals.

Construction activities that occur during the nesting season (generally February 1 to August 31) could disturb nesting sites for birds protected by the MBTA and Fish and Game Code. No action is necessary if no active nests are found or if construction occurs during the nonbreeding season (generally September 1 through January 31).

Implementation of MM BIO-1b, which requires the applicants for development on both project sites to conduct a pre-construction survey and implement further avoidance and minimization measures (if necessary and required by the survey), would reduce potential impacts to nesting birds to a less than significant level under CEQA. (Note that potential impacts to tricolored blackbird, are addressed separately above.)

b) Have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, and regulations or by the California Department of Fish and Wildlife or United States Fish and Wildlife Service?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

The project sites do not contain riparian habitat or other sensitive natural communities identified in local or regional plans, policies, and regulations or by the CDFW or USFWS. The project sites are infill site within the urbanized context of the City of Tracy and contain impervious surfaces disturbed soils, and ruderal vegetation. The proposed project would not have a substantial adverse effect on any riparian habitat; therefore, there would be no impacts from project construction.

c) Have a substantial adverse effect on State or federally protected wetlands (including, but not limited to, marsh, vernal pool, coastal, etc.) through direct removal, filling, hydrological interruption, or other means?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text

would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

The project sites do not contain jurisdictional drainages, wetlands, or hydrophytic vegetation; therefore, no United States Army Corps of Engineers (USACE), Regional Water Quality Control Board (RWQCB), or CDFW jurisdictional areas are located on either site. As such, the proposed project would not directly or indirectly remove, fill, or hydrologically interrupt State or federally protected wetlands. No impacts would result from project construction.

d) Interfere substantially with the movement of any native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of wildlife nursery sites?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

An impact to fish or wildlife movement would be considered significant if the proposed construction or operation resulted in a substantial, adverse change in any of the physical conditions (such as the interruption of a channel or terrestrial movement corridor) within the area affected by the proposed plan. Fish or wildlife movement that have the potential to be impacted are discussed in detail below.

FCS Biologists evaluated the project sites for evidence of wildlife movement corridors during the biological resources survey. The project sites are surrounded by a mix of residential, retail, and industrial developments and are situated in urban landscapes with high amounts of traffic from local industrial operations. Further, I-205 is located in close proximity to both project sites. These barriers further constrain non-volant wildlife movement. Neither project site is part of or within a wildlife movement corridor and construction-related impacts would be less than significant.

e) Conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance?

No Impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

The City of Tracy Municipal Code, Chapter 7.08, pertains to the alteration or removal of street trees, which are not present on either project site. The City does not have an adopted Tree Protection Ordinance relating to alteration or removal of trees on private property. The project sites contain planted ornamental trees and shrubs from previous developments. Therefore, the proposed project would not conflict with any local policies or ordinances protecting biological resources. As such, no impacts related to construction would occur and no mitigation is necessary.

f) Conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or State habitat conservation plan?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

The project sites are located within the SJMSCP Planning Area and the City is a signatory to the SJMSCP. Participation in the SJMSCP ensures that potential impacts are mitigated below a level of significance in compliance with CEQA as well as the Federal Endangered Species Act (FESA) and CESA. Compliance with the SJMSCP may include payment of development fees for the conversion of lands that may provide habitat for covered special-status species. The project applicant and the City shall consult with San Joaquin Council of Governments (SJCOG) and determine coverage of the project pursuant to the SJMSCP. Implementation of mitigation and minimization measures (as identified above in Impact BIO-1) would ensure the proposed project complies with the requirements of the SJMSCP, would not conflict with any applicable habitat conservations plans, and would reduce specific impacts to listed species to a less than significant level under CEQA.

Mitigation Measures

MM BIO-1a Tricolored Blackbird Mitigation (Tracy Outlets Site)

Implementation of the following avoidance and minimization measures would avoid or minimize potential effects to tricolored blackbird in and adjacent to the project site. These measures shall be implemented for construction work that occurs during the nesting season (February 1 through August 31):

- If construction or habitat removal is proposed during the breeding/nesting season (typically February 1 through August 31), a qualified Biologist shall conduct pre-construction surveys for tricolored blackbird within potential nesting habitat of the construction area, (special attention should be paid to the off-site cattail channel) including a 500-foot survey buffer for tricolored blackbird, no more than 7 days prior to the start of ground-disturbing activities in the construction area. If no active nests are detected on the project site or within the buffer survey area, then no additional measures are required.
- If an active nest is located during pre-construction surveys, the California Department of Fish and Wildlife (CDFW) shall be notified regarding the status of the nest. A setback of 500 feet shall be established and maintained during the nesting season for the period encompassing nest building and continuing until fledglings leave nests. This setback applies whenever construction or other ground-disturbing activities must begin during the nesting season in the presence of nests which are known to be occupied. Furthermore, construction activities shall be restricted as necessary to avoid disturbance of the nest until it is abandoned, or a qualified Biologist deems disturbance potential to be minimal.

Restrictions shall include consultation with a qualified Biologist to determine appropriate exclusion zones or alteration of the construction schedule.

- The project applicant shall delineate the buffer using nest buffer signs, environmentally sensitive area fencing, pin flags, and/or flagging tape. The buffer zone shall be maintained around the active nest site(s) until the young have fledged and are foraging independently.

MM BIO-1b Migratory Birds (Tracy Outlets Site and West Valley Mall Site)

- To prevent impacts to Migratory Bird Treaty Act (MBTA)-protected birds, nesting raptors, and their nests, removal of trees shall be limited to only those necessary to construct the proposed project.
- If any tree removal is necessary, then it should occur outside the nesting season between September 1 through January 31. If trees cannot be removed outside the nesting season, pre-construction surveys shall be conducted no more than 7 days prior to tree removal to verify the absence of active nests.
- If an active nest is located during pre-construction surveys, the United States Fish and Wildlife Service (USFWS) and/or the California Department of Fish and Wildlife (CDFW) (as appropriate) shall be notified regarding the status of the nest. Construction activities shall be restricted as necessary to avoid disturbance of the nest until it is abandoned, or the agencies deem disturbance potential to be minimal. Restrictions may include establishment of exclusion zones (no ingress of personnel or equipment at a minimum radius of 100 feet around an active raptor nest and an appropriate radius around an active migratory bird nest depending on the species) or alteration of the construction schedule.
- A qualified Biologist shall delineate the buffer using nest buffer signs, environmentally sensitive area fencing, pin flags, and/or flagging tape. The buffer zone shall be maintained around the active nest site(s) until the young have fledged and are foraging independently.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.5 Cultural Resources and Tribal Cultural Resources				
<i>Would the project:</i>				
a) Cause a substantial adverse change in the significance of a historical resource as pursuant to Section 15064.5?	☐	☐	☐	☒
b) Cause a substantial adverse change in the significance of an archaeological resource pursuant to Section 15064.5?	☐	☒	☐	☐
c) Disturb any human remains, including those interred outside of formal cemeteries?	☐	☒	☐	☐
<i>Would the project cause a substantial adverse change in the significance of a tribal cultural resource, defined in Public Resources Code Section 21074 as either a site, feature, place, cultural landscape that is geographically defined in terms of the size and scope of the landscape, sacred place, or object with cultural value to a California Native American tribe, and that is:</i>				
d) Listed or eligible for listing in the California Register of Historical Resources, or in a local register of historical resources as defined in Public Resources Code Section 5020.1(k), or	☐	☒	☐	☐
e) A resource determined by the lead agency, in its discretion and supported by substantial evidence, to be significant pursuant to criteria set forth in subdivision (c) of Public Resources Code Section 5024.1. In applying the criteria set forth in subdivision (c) of Public Resource Code Section 5024.1, the lead agency shall consider the significance of the resource to a California Native American tribe.	☐	☒	☐	☐

Environmental Evaluation

Setting

This section describes the existing cultural resources setting and potential effects from project implementation on the project site and its surrounding area. Descriptions and analysis in this section are based on information provided by the California Native American Heritage Commission (NAHC), Central California Information Center (CCIC), National Register of Historic Places (NRHP), California Register of Historical Resources (CRHR), California Historic Landmarks list, California Points of Historical Interest list, Built Environmental Research Directory (BERD), and the California Historical Resources Inventory. Non-confidential records search results and other correspondence is included in Appendix E.

Central California Information Center

A record search and literature review for the project sites and its 0.5-mile radius were conducted on May 28, 2021, at the CCIC, located at California State University, Turlock, California. The purpose of this review was to access existing cultural resource survey reports, archaeological site records, historic aerial photographs, and historic maps and evaluate whether any previously documented prehistoric or historic archaeological sites, architectural resources, cultural landscapes, or other resources exist within or near the project area. The results of the record searches for the two project sites are as follows:

Tracy Outlets Site

The results from the CCIC indicated that there are no known archaeological or historic resources located within the project site. There are two resources, both of which are historic, located within a 0.5-mile radius of this project area. In addition, there are eight area-specific survey reports on file with the CCIC for the 0.5-mile search radius of the project area but none within the project site. A records search map identifying the project boundaries and 0.5-mile search radius and the relevant non-confidential records search results are included in Appendix E.

West Valley Mall Site

The results from the CCIC indicated that there are no known archaeological or historic resources located within this site. There are 14 resources located within a 0.5-mile radius of this project area. All of the resources are historical. In addition, there are four area-specific survey reports on file with the CCIC for project site and another six for the 0.5-mile search radius of the project area. A records search map identifying the project boundaries and 0.5-mile search radius and the relevant non-confidential records search results are included in Appendix E.

Pedestrian Survey and Site Visit

On July 13, 2021, FCS conducted a pedestrian survey to determine the presence of any unrecorded cultural resources within the Tracy Outlets site and the West Valley Mall site. During the pedestrian survey of both sites, all areas of the exposed ground surface were examined for prehistoric artifacts (e.g., fire-affected rock, milling tools, flaked stone tools, tool-making debris, ceramics), soil discoloration and depressions that might indicate the presence of a cultural midden, faunal and human osteological remains, and features indicative of the former presence of structures or buildings (e.g., postholes, standing exterior walls, foundations) or historic debris (e.g., glass, metal, ceramics). All areas of proposed development were inspected for culturally modified soils or other indicators of potential historic or prehistoric resources.

The Tracy Outlets site was completely hardscaped with intermittent landscaping elements. Visibility of native soils was non-existent. The area is comprised of commercial properties with a parking lot, suggesting that the project site has been previously excavated. The proposed project involves replacement of the existing billboard with a digital billboard, which would not involve any earth-disturbing activities. Therefore, the possibility of inadvertent discovery of archaeological or cultural resources would be negligible.

The West Valley Mall site was surveyed using north/south transects spaced at 15-meter intervals. The survey began in the northwest corner of the project area and moved south and east using transects spaced at 15-meter intervals. Due to the high level of vegetation growth in the project area, visibility of native soils was extremely poor, approximately averaging only 10 percent across the site. Approximately 45 percent of the site was composed of soil and fill brought in from outside of the area, most likely from the construction of the West Valley Mall and I-205. Visibility of native soils showed evidence of gravel, quartz, and elements of Franciscan Chert. Examination of the Franciscan Chert showed no signs of it being previously worked into tools. In addition, the soil did not contain artifacts or any materials consistent with prehistoric midden soils. No unrecorded archaeological or cultural resources were found in the survey of the project site.

Pedestrian survey photos for both sites can be found in Appendix E.

Native American Heritage Commission

On June 20, 2021, FCS contacted the NAHC to determine whether any sacred sites were located within the site or project vicinity. A response was received on June 28, 2021, indicating that the Sacred Lands File search failed to indicate the presence of Native American cultural resources within the project site. The NAHC included a list of 12 tribal representatives available for consultation. To ensure that all Native American knowledge and concerns over potential Tribal Cultural Resources (TCRs) that may be affected by the proposed project are addressed, a letter containing project information was sent to each tribal representative on June 29, 2021. No responses have been received to date. NAHC correspondence and copies of the NAHC letters can be found in Appendix E.

Assembly Bill 52

Assembly Bill (AB) 52 specifies that a project that may cause a substantial adverse change to defined TCRs may result in a significant effect on the environment. AB 52 requires tribes interested in development projects within a traditionally and culturally affiliated geographic area to notify a lead agency of such interest and to request notification of future projects subject to CEQA prior to determining whether a Negative Declaration (ND), Mitigated Negative Declaration (MND), or Environmental Impact Report (EIR) is required for a project. The lead agency is then required to notify the tribe within 14 days of deeming a development application subject to CEQA complete to notify the requesting tribe as an invitation to consult on the proposed project. AB 52 identifies examples of mitigation measures that would avoid or minimize impacts to TCRs. AB 52 makes the above provisions applicable to projects that have a Notice of Preparation (NOP) or a Notice of Intent (NOI) to adopt an ND/MND circulated on or after July 1, 2015. AB 52 amends Public Resource Code Section 5097.94 and adds Public Resource Code Sections 21073, 21074, 2108.3.1, 21080.3.2, 21082.3, 21083.09, 21084.2, and 21084.3, relating to Native Americans.

Cultural Resources

Would the project:

a) Cause a substantial adverse change in the significance of a historical resource as pursuant to Section 15064.5?

No Impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

CEQA Guidelines Section 15064.5 defines “historical resources” as resources listed in the CRHR, a local register, determined significant by the lead agency, or determined to be eligible by the California Historical Resources Commission for listing in the CRHR. The criteria for eligibility are generally set by the National Historic Preservation Act of 1966, which established the NRHP, and which recognizes properties that are significant at the federal, State, and local levels. To be eligible for listing in the NRHP and CRHR, a district, site, building, structure, or object must possess integrity of location, design, setting, materials, workmanship, feeling, and association relative to American history, architecture, archaeology, engineering, or culture.¹⁴ In addition, unless the property possesses exceptional significance, it must be at least 50 years old to be eligible.

The records search conducted at the CCIC for the Tracy Outlets site determined that there are no historic resources within the project site. There are two historic resources located within a 0.50-mile radius of the site. Of the two resources, the closest historical resource is a road/trail or railroad grade. The proposed project would not impact these resources, or any other historical resources located within a 0.5-mile radius of the project boundaries.

The records search conducted at the CCIC for the West Valley Mall site indicated that there are no known historic resources within the site. There are 14 historical resources located within a 0.5-mile radius of the project area, none of which would be impacted by the proposed project. Therefore, there would be no impact.

b) Cause a substantial adverse change in the significance of an archaeological resource pursuant to Section 15064.5?

Less than significant impact with mitigation incorporated. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

Section 15064.5 of the CEQA Guidelines defines significant archaeological resources as resources that meet the criteria for historical resources, as discussed above, or resources that constitute unique archaeological resources. A project-related significant adverse effect could occur if a project were to affect archaeological resources that fall under either of these categories.

¹⁴ National Register of Historic Places (NRHP). 2021. Publications of the National Register of Historic Places. Website: <https://www.nps.gov/subjects/nationalregister/publications.htm>. Accessed May 1, 2021.

The proposed project includes replacing the existing billboard at the Tracy Outlets site with a digital billboard, which would not involve any earth-disturbing activities. Therefore, the impact to archaeological resources or the potential for inadvertent discovery is negligible.

Although the proposed billboard construction at the West Valley Mall site would require subsurface construction activities, the CCIC record search results indicate that there are no known archaeological resources within the site or the 0.5-mile radius of the project area. The pedestrian survey did not find any evidence of potential undiscovered resources. In addition, the location of the project site adjacent to the West Valley Mall and I-205 indicates that it and the surrounding area have been previously excavated, therefore, the potential for the project to result in a significant impact of this type is low. Nonetheless, implementation of MM CUL-1 would ensure that this potential impact is reduced to a less-than-significant level.

c) Disturb any human remains, including those interred outside of formal cemeteries?

Less than significant impact with mitigation incorporated. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

As noted above, the Tracy Outlets site has been significantly disturbed and developed. Therefore, the potential for the disturbance of any human remains is negligible given that no earth-disturbing would occur.

The proposed billboard construction at the West Valley Mall site would require subsurface construction activities. While it is highly unlikely that human remains exist within or near the project site, there is always a possibility that subsurface construction activities associated with the proposed project, such as grading or trenching, could potentially damage or destroy previously undiscovered human remains. In the event of a discovery or recognition of any human remains, CEQA Guidelines Section 15064.5, Health and Safety Code Section 7050.5, and Public Resources Code Sections 5097.94 and 5097.98 must be followed. MM CUL-2 further specifies the procedures to follow in the event human remains are uncovered. Along with compliance with required guidelines and statutes, implementation of MM CUL-2 would reduce potential impacts on human remains to a less-than-significant level.

Tribal Cultural Resources

Would the project cause a substantial adverse change in the significance of a Tribal Cultural Resource, defined in Public Resources Code Section 21074 as either a site, feature, place, cultural landscape that is geographically defined in terms of the size and scope of the landscape, sacred place, or object with cultural value to a California Native American tribe, and that is:

- d) **Listed or eligible for listing in the California Register of Historical Resources, or in a local register of historical resources as defined in Public Resources Code Section 5020.1(k), or**

Less than significant impact with mitigation incorporated. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction of the two proposed billboards are discussed below.

A review of the CRHR, local registers of historic resources, the CCIC records search results, and NAHC Sacred Lands File search results failed to identify any previously listed TCRs that may be adversely affected by both of the proposed projects. As such, no known eligible or potentially eligible TCRs would be adversely affected. Should any undiscovered TCRs be encountered during project construction, implementation of MM CUL-1 and MM CUL-2, which address the inadvertent discovery of cultural resources and human remains, would reduce potential impacts on TCRs to a less than significant level.

- e) **A resource determined by the lead agency, in its discretion and supported by substantial evidence, to be significant pursuant to criteria set forth in subdivision (c) of Public Resources Code Section 5024.1. In applying the criteria set forth in subdivision (c) of Public Resource Code Section 5024.1, the lead agency shall consider the significance of the resource to a California Native American tribe.**

Less than significant impact with mitigation incorporated. In compliance with AB 52, the City distributed letters to Native American tribes that have previously requested notification for AB 52 consultation, notifying each tribe of the opportunity to consult with the City regarding the proposed project. Consultation letters were mailed on August 10, 2021. The tribes have 30 days from receipt of the letter to respond to the City's consultation invitation. As of the date of this document, no responses had been received. Should any undiscovered TCRs be encountered during project construction, implementation of MM CUL-1 and MM CUL-2, which address the inadvertent discovery of cultural resources and human remains, would reduce potential impacts on TCRs to a less than significant level.

Mitigation Measures

MM CUL-1 Discovery of Cultural Resources. In the event that significant cultural resources are discovered during construction activities, operations shall stop within a 100-foot radius of the find and an Archaeologist who meets the Secretary of Interior's Professional Qualification Standards for archaeology shall be consulted to determine whether the resource requires further study. The Lead Agency shall require the standard inadvertent discovery clause to be included on the grading plans to inform contractors of this requirement. Potentially significant cultural resources consist of but are not limited to stone, bone, fossils, wood, or shell artifacts or features, including hearths, structural remains, or historic dumpsites. The qualified Archaeologist shall make recommendations to the Lead Agency concerning

appropriate measures that shall be implemented to protect the discovered resources, including but not limited to excavation of the finds and evaluation of the finds in accordance with CEQA Guidelines, Section 15064.5. Any previously undiscovered resources found during construction within the project area should be recorded on appropriate California Department of Parks and Recreation (DPR) forms and evaluated for significance in terms of CEQA Guidelines.

MM CUL-2

Discovery of Human Remains. In the event of the accidental discovery or recognition of any human remains, CEQA Guidelines Section 15064.5; Health and Safety Code Section 7050.5; Public Resources Code Section 5097.94 and Section 5097.98 must be followed. During the course of project development, if there is accidental discovery or recognition of any human remains, the following steps shall be taken:

1. There shall be no further excavation or disturbance within 100 feet of the remains until the County Coroner is contacted to determine whether the remains are Native American and if an investigation of the cause of death is required. If the coroner determines the remains to be Native American, the coroner shall contact the Native American Heritage Commission (NAHC) within 24 hours, and the NAHC shall identify the person or persons it believes to be the Most Likely Descendant (MLD) of the deceased Native American. The MLD may make recommendations to the landowner or the person responsible for the excavation work within 48 hours, for appropriate treatment and disposition of, with appropriate dignity, the human remains, and any associated grave goods as provided in Public Resources Code Section 5097.98.
2. Where the following conditions occur, the landowner or his or her authorized representative shall rebury the Native American human remains and associated grave goods with appropriate dignity either in accordance with the recommendations of the MLD or on the project site in a location not subject to further subsurface disturbance:
 - The NAHC is unable to identify a MLD or the MLD failed to make a recommendation within 48 hours after being notified by the commission.
 - The descendant identified fails to make a recommendation.
 - The landowner or his authorized representative rejects the recommendation of the descendant, and mediation by the NAHC fails to provide measures acceptable to the landowner.

Additionally, California Public Resources Code Section 15064.5 requires the following relative to Native American Remains:

When an initial study identifies the existence of, or the probable likelihood of, Native American Remains within a project site, a lead agency shall work with the appropriate Native Americans as identified by the NAHC as provided in Public Resources Code Section 5097.98. The applicant may develop a plan for treating or

disposing of, with appropriate dignity, the human remains, and any items associated with Native American Burials with the appropriate Native Americans as identified by the NAHC.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.6 Energy <i>Would the project:</i>				
a) Result in potentially significant environmental impact due to wasteful, inefficient, or unnecessary consumption of energy resources, during project construction or operation?	☐	☐	☒	☐
b) Conflict with or obstruct a State or local plan for renewable energy or energy efficiency?	☐	☐	☒	☐

Environmental Evaluation

Setting

Energy Basics

Energy use, especially through fossil fuel consumption and combustion, relates directly to environmental quality since it can adversely affect air quality and generate GHG emissions that contribute to climate change. Electrical power is generated through a variety of sources, including fossil fuel combustion, hydropower, wind, solar, biofuels, and others. Natural gas is widely used to heat buildings, prepare food in restaurants and residences, and fuel vehicles, among other uses. Fuel use for transportation is related to the fuel efficiency of cars, trucks, and public transportation; choice of different travel modes such as auto, carpool, and public transit; and miles traveled by these modes, and generally based on petroleum-based fuels such as diesel and gasoline. Electric vehicles may not have any direct emissions but do have indirect emissions via the source of electricity generated to power the vehicle. Construction and routine operation and maintenance of transportation infrastructure also consume energy.

2.1.1 - Regulatory Framework

Local

City of Tracy

City of Tracy Sustainability Action Plan

The City of Tracy Sustainability Action Plan was adopted in 2011 to achieve sustainability in numerous sectors including GHG emissions, energy, and transportation and land use. The Sustainability Action Plan includes specific measures to be implemented that the City estimates will reduce GHG emissions by 378,461 to 482,154 metric tons of carbon dioxide equivalent (CO₂e). These reductions would come in part from reductions in Vehicle Miles Traveled (VMT) and energy consumption. None of the measures contained in the plan would apply to the project's energy consumption.

Would the project:

- a) **Result in potentially significant environmental impact due to wasteful, inefficient, or unnecessary consumption of energy resources, during project construction or operation?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan updates would only relate to new digital billboard requirements and regulations. A discussion of the proposed project's energy use related to the construction and operation of the two proposed billboards is presented below.

Energy use consumed by the proposed project is primarily based on comparison with similar digital billboard development projects and empirical studies that are publicly available. For the purpose of this energy analysis, the anticipated operational electricity consumption relies on Digital Billboard Energy Use in California, a study prepared for San Diego Gas and Electric Company for the estimation of typical electricity demand for digital billboards in California.¹⁵ This study assumed that all data reflected electronic billboards operating at maximum brightness with an all-white display, which provided a maximum amount of energy use possible. However, any electronic billboard would not operate in this manner and as a result this analysis presents a conservative estimate. Energy calculations and supporting information are included as part of Appendix F of this Draft IS/MND.

Construction

During construction, the proposed project would result in energy consumption through the combustion of fossil fuels in construction vehicles, worker commute vehicles, and construction equipment, and the use of electricity for temporary buildings, lighting, and other sources. No natural gas would be utilized as part of construction. Fossil fuels used for construction vehicles and other energy-consuming equipment would be used during demolition, grading, paving, and building construction activities. The types of equipment could include gasoline- and diesel-powered construction and transportation equipment, including trucks, bulldozers, frontend loaders, forklifts, and cranes. Other equipment could include electrically driven equipment such as pumps and other tools.

Based on the California Emissions Estimator Model (CalEEMod) estimates for the proposed project, (see modeling output files in Appendix C), construction-related vehicle trips would consume an estimated 1,561 gallons of diesel and gasoline combined during the construction phase (Appendix F). Other equipment could include construction lighting, field services (office trailers), and electrically driven equipment such as pumps and other tools. Single-wide mobile office trailers, which are commonly used in construction staging areas, generally range in size from 160 square feet to 720 square feet. A typical 720-square-foot office trailer would consume approximately 415 kilowatt-hour (kWh) during the 24-day construction phase (Appendix F).

Limitations on idling of vehicles and equipment and requirements that equipment be properly maintained would result in fuel savings. California Code of Regulations Title 13, Sections 2449(d)(3)

¹⁵ San Diego Gas and Electric Company. 2014. Digital Billboard Energy Use in California. July. Website: https://www.etc.com/sites/default/files/reports/et14sdg8011_digitalbillboardreport_2014-7.pdf. Accessed June 3, 2021.

and 2485 limit idling from both on-road and off-road diesel-powered equipment and are enforced by the ARB. In addition, given the cost of fuel, contractors and owners have a strong financial incentive to avoid wasteful, inefficient, and unnecessary consumption of energy during construction.

Because of the temporary nature of construction and the financial incentives for developers and contractors to implement energy-efficient practices, project construction activities would not result in wasteful, inefficient, and unnecessary consumption of energy. Therefore, the construction-related impact related to fuel and electricity consumption would be less than significant.

Operation

Electricity and Natural Gas

Building operations for the proposed project would involve energy consumption for lighting and cooling fans. Based on publicly available information, the average 14-foot by 48-foot electronic billboard uses approximately 29,000 to 94,000 kWh of electricity per year.¹⁶ Therefore, the proposed project could reasonably consume up to 94,000 kWh of electricity per year. Nonetheless, the proposed project would be designed and constructed in accordance with Article 35 of the Tracy Municipal Code. The proposed project is not anticipated to result in wasteful, inefficient, or unnecessary electricity consumption as the electronic billboards would require electricity to operate and would not facilitate greater electricity consumption beyond that required for their passive operative design. Moreover, the electronic billboards would not consume natural gas. Therefore, the operational impact related to building electricity and natural gas consumption would be less than significant.

Fuel

Long-term operational energy consumption related to fuel consumption would be very minimal because the only vehicle trips would be from irregular and infrequent maintenance vehicle trips. Maintenance vehicle trips associated with the proposed project are anticipated to occur once every 1 to 2 months at most and would not result in wasteful, inefficient, or significant energy use. This impact would be less than significant.

b) Conflict with or obstruct a State or local plan for renewable energy or energy efficiency?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. A discussion of the proposed two billboards' potential to conflict with or obstruct a State or local plan for renewable energy or energy efficiency is presented below.

Construction

As described above, construction activities would involve energy consumption in various forms and would be limited by California regulations such as California Code of Regulations Title 13, Sections 2449(d)(3) and 2485 which limit idling from both on-road and off-road diesel-powered equipment

¹⁶ San Diego Gas and Electric Company. 2014. Digital Billboard Energy Use in California. Website: https://www.etcc-ca.com/sites/default/files/reports/et14sdg8011_digitalbillboardreport_2014-7.pdf. Accessed June 1, 2021.

and are enforced by the ARB. The proposed project would be required to comply with these regulations. There are no renewable energy standards applicable to construction activities for the proposed project.

Thus, it is anticipated that construction of the proposed project would not conflict with any applicable plan, policy, or regulation adopted for the purpose of reducing energy use or increasing the use of renewable energy. Therefore, impacts would be less than significant.

Operation

Additionally, California's Renewables Portfolio Standard (RPS) requires that 33 percent of electricity retail sales be served by renewable energy sources by 2020. PG&E would provide the delivery of electricity to the proposed project through the existing grid. Senate Bill (SB) 32 mandates a Statewide GHG emissions reduction goal to 40 percent below 1990 levels by the year 2030. PG&E's power mix in 2018 consisted of 38.9 percent eligible renewable sources, including 18.2 percent from solar, 10.0 percent from wind, 3.7 percent from geothermal, 4.3 percent from biomass and waste, and 2.7 percent from eligible hydroelectric.¹⁷ PG&E continues to add more renewable energy into their power mix under California's RPS and have a goal to reach 50 percent renewables by the end of 2030. Therefore, the proposed project would receive electricity from a utility company that meets California's RPS requirements as well as the State requirements for 2030.

In addition, the proposed project would be designed and constructed in accordance with the applicable State's Title 24 energy efficiency standards. Part 11, Chapter 4 and 5 of the State's Title 24 energy efficiency standards establishes mandatory measures for nonresidential buildings, including material conservation and resource efficiency. The proposed project would be required to comply with these mandatory measures and would be constructed in accordance with City standards. Thus, the proposed project would not conflict with any applicable plan, policy, or regulation adopted for the purpose of reducing energy use or increasing the use of renewable energy. This impact would be less than significant.

Mitigation Measures

None required.

¹⁷ Pacific Gas and Electric Company (PG&E). 2019. Corporate Responsibility and Sustainability Report 2019.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.7 Geology and Soils <i>Would the project:</i>				
a) Directly or indirectly cause potential substantial adverse effects, including the risk of loss, injury, or death involving:				
i) Rupture of a known earthquake fault, as delineated on the most recent Alquist-Priolo Earthquake Fault Zoning Map issued by the State Geologist for the area or based on other substantial evidence of a known fault? Refer to Division of Mines and Geology Special Publication 42.	☐	☐	☒	☐
ii) Strong seismic ground shaking?	☐	☐	☒	☐
iii) Seismic-related ground failure, including liquefaction?	☐	☐	☒	☐
iv) Landslides?	☐	☐	☒	☐
b) Result in substantial soil erosion or the loss of topsoil?	☐	☐	☒	☐
c) Be located on a geologic unit or soil that is unstable, or that would become unstable as a result of the project, and potentially result in on- or off-site landslide, lateral spreading, subsidence, liquefaction, or collapse?	☐	☐	☒	☐
d) Be located on expansive soil, as defined in Table 18-1-B of the Uniform Building Code (1994), creating substantial direct or indirect risks to life or property?	☐	☐	☒	☐
e) Have soils incapable of adequately supporting the use of septic tanks or alternative wastewater disposal systems where sewers are not available for the disposal of wastewater?	☐	☐	☐	☒
f) Directly or indirectly destroy a unique paleontological resource or site or unique geologic feature?	☐	☐	☐	☒

Environmental Evaluation

Setting

The City of Tracy is located in the southwest portion of San Joaquin County and, according to the California Geological Survey, the project sites are not located in any earthquake fault zones nor do

they border any fault lines.¹⁸ According to the Tracy General Plan, there are four major earthquake faults close to, but outside of the Tracy Planning Area: the San Andreas Fault, Calaveras Fault, Hayward Fault, and the Concord-Green Valley Fault. The nearest Alquist-Priolo Fault Zone to the City is the Calaveras Fault Zone, located approximately 25 miles west of the West Valley Mall site and more than 28 miles west of the Tracy Outlets site.¹⁹

There are four Seismic Zones in the United States, which are ranked according to their seismic hazard potential. Zone 1 has the least seismic potential and Zone 4 has the highest seismic potential. The seismic zone system is used for building codes, the closer an area to a seismic zone, the higher the seismic hazard zone.²⁰ According to the General Plan, the City lies primarily within Seismic Zone 3. The California Building Standards Code (CBC) contains special standards and regulations for each zone to ensure construction would be designed to withstand seismic activity.

Seismic-related ground failure most commonly occurs in areas underlain by loose, unconsolidated (e.g., sandy soils) and high groundwater levels. According to the California Department of Conservation, the project sites are not located within a State-designated Liquefaction Hazard Zone.²¹ According to the General Plan, there are several hazards the Tracy Planning Area is susceptible to including ground rupture, ground shaking, liquefaction, and expansive soils due to the seismic and geologic conditions of the area.²² The Tracy Planning Area is subject to moderate potential for liquefaction and a moderate to high potential for expansive soils depending on specific soil conditions and location.²³

Would the project:

- a) **Directly or indirectly cause potential substantial adverse effects, including the risk of loss, injury or death involving:**
- i) **Rupture of a known earthquake fault, as delineated on the most recent Alquist-Priolo Earthquake Fault Zoning Map issued by the State Geologist for the area or based on other substantial evidence of a known fault? Refer to Division of Mines and Geology Special Publication 42.**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Impacts specific to the construction and operation of the two proposed billboards are discussed below.

¹⁸ California Geological Survey. 2016. Earthquake Zones of Required Investigation. Website: <https://maps.conservation.ca.gov/cgs/EQZApp/>. Accessed June 03, 2021.

¹⁹ United States Geological Survey (USGS). 2021. U.S. Quaternary Faults Interactive Map. Website: <https://usgs.maps.arcgis.com/apps/webappviewer/index.html?id=5a6038b3a1684561a9b0aadf88412fcf>. Accessed July 13, 2021.

²⁰ United States Geological Survey (USGS). What is a seismic zone, or seismic hazard zone? Website: https://www.usgs.gov/faqs/what-a-seismic-zone-or-seismic-hazard-zone?qt-news_science_products=0#qt-news_science_products. Accessed July 13, 2021.

²¹ California Department of Conservation. 2020. CGS Seismic Hazards Program: Liquefaction Zones. Website: https://maps-cnra-cadoc.opendata.arcgis.com/datasets/b70a766a60ad4c0688babdd47497dbad_0/explore?location=37.811160%2C-121.982332%2C8.84. Accessed July 13, 2021.

²² City of Tracy. 2011. City of Tracy General Plan, Safety Element. Page 8-2.

²³ Ibid.

The project sites are not located within the vicinity of any Alquist-Priolo Earthquake Fault Zone. As previously stated, the nearest Alquist-Priolo Earthquake Fault Zone is the Calaveras Fault Zone, and it is approximately 25 miles west of the West Valley Mall site and more than 28 miles west of the Tracy Outlets site. To ensure the project upgrade and installation are conducted safely, construction and design would be undertaken using standard engineering and seismic safety design techniques in accordance with the 2019 CBC. Note that only the billboard faces would be replaced with digital displays on the existing Tracy Outlets sign and no ground disturbance would occur. As such, the impacts related to potential rupture of a known earthquake fault would be less than significant.

ii) Strong seismic ground shaking?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Impacts specific to the construction and operation of the two proposed billboards are discussed below.

The project sites are located within a seismically active region and strong shaking would be expected during the lifetime of the project, which could damage future improvements on the site and expose people to injury. As the City lies primarily within Seismic Zone 3 with parts of the Tracy Hills Specific Plan area in Zone 4, the four major nearby earthquake faults historically have produced the earthquakes felt in the City.²⁴ The Calaveras Fault historically has created seismic activity in the City, but activity has lessened over time, with earthquake magnitudes ranging from 5.6 to 6.9.²⁵ To avoid or minimize potential damage from seismic shaking and liquefaction, the proposed project shall be built using standard engineering and seismic safety design techniques in accordance with the 2019 CBC. As stated above, no ground disturbance would be required for the digital billboard upgrade of existing Tracy Outlets sign. Therefore, the impact would be less than significant.

iii) Seismic-related ground failure, including liquefaction?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The project sites are located in the Tracy Planning Area, which is subject to moderate potential for liquefaction. Liquefaction is the result of seismic activity and is characterized as the transformation of loosely water-saturated soils from a solid state to a liquid state after ground shaking. Variables that contribute to liquefaction include age of the soil, soil type, soil cohesion, soil density, and groundwater level. Soils most susceptible to liquefaction are loose, uniformly graded, fine-grained sands. The site is in an urbanized area. However, the proposed project would involve the construction of the West Valley Mall sign, but would not require any ground disturbance for the

²⁴ City of Tracy. 2011. City of Tracy General Plan, Safety Element. Page 8-2.

²⁵ Rogers, J and Halliday, J. Tracking the elusive Calaveras Fault from Sunol to San Ramon. Website: https://web.mst.edu/~rogersda/forensic_geology/calaveras_fault/calaveras_fault.htm. Accessed July 13, 2021.

upgrade of the existing Tracy Outlets sign. The proposed digital freeway signs would not be intended for human occupancy. With adherence to the 2019 CBC, this impact would be less than significant.

iv) Landslides?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The project sites are relatively flat and are surrounded by commercial buildings. Furthermore, the Tracy Outlets sign is an existing sign. Only the billboard faces would be replaced, and no ground disturbance would occur. Due primarily to the existing developed condition of the area and relatively flat topography, the probability of landslides occurring during a seismic event is low. Therefore, a landslide-related impact would be less than significant.

b) Result in substantial soil erosion or the loss of topsoil?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The digital billboard upgrade at the Tracy Outlets site would not consist of any earth-disturbing activities and therefore, would not result in soil erosion or the loss of topsoil. Construction of the digital billboard at the West Valley Mall site would include limited excavation for the installation and foundation of the billboard. The billboard area of the West Valley Mall sign is estimated to be approximately 300 square feet or less. Standard construction practices would be followed to minimize soil erosion during construction of the West Valley Mall sign. As a result, the impacts would be less than significant.

c) Be located on a geologic unit or soil that is unstable, or that would become unstable as a result of the project, and potentially result in on- or off-site landslide, lateral spreading, subsidence, liquefaction, or collapse?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Lateral spreading typically occurs as a form of horizontal displacement of a relatively flat-lying alluvial material toward an open or “free” face such as an open body of water, channel, or excavation. There are no creeks or open bodies of water adjacent to the proposed site area of the West Valley Mall sign, and the Tracy Outlets sign would only be an upgrade to a digital sign and no

ground disturbance would be required. Therefore, the potential for lateral spreading to affect the site is low.

As previously stated, the proposed digital billboard would be implemented using standard engineering and seismic safety design techniques in accordance with the 2019 CBC. As stated above, no ground disturbance would be required for the digital billboard upgrade of existing Tracy Outlets sign. As such, the proposed project would be compliant with all applicable State and local requirements. Therefore, the impact associated with unstable geologic unit or soil would be less than significant.

d) Be located on expansive soil, as defined in Table 18-1-B of the Uniform Building Code (1994), creating substantial direct or indirect risks to life or property?

Less than significant impact. The proposed project does not include construction of any structures intended for human occupancy, which precludes substantial risks to life or property as a result of expansive soils. According to the Web Soil Survey by United States Department of Agriculture, the project sites are not located on expansive soil.²⁶ As previously stated, the proposed project would be implemented in accordance with the 2019 CBC. As such, the proposed project would be compliant with all applicable State and local requirements. Therefore, the impact associated with expansive soils would be less than significant.

e) Have soils incapable of adequately supporting the use of septic tanks or alternative wastewater disposal systems where sewers are not available for the disposal of wastewater?

No impact. The proposed project does not require the use of any septic tanks or alternative wastewater disposal systems. Therefore, no impact would occur.

f) Directly or indirectly destroy a unique paleontological resource or site or unique geologic feature?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would not require ground disturbance for the digital billboard upgrade of the existing Tracy Outlets sign and therefore would have no potential to directly or indirectly destroy a unique paleontological resource or site or unique geologic feature at this location. For the billboard construction at the West Valley Mall site, no paleontological resources or geologic features are anticipated to be encountered during the project's construction phase due to the disturbed nature of the site and the limited amount of excavation that would be required to implement the project. Therefore, no impact would occur.

²⁶ United States Department of Agriculture. Web Soil Survey. Website: <http://websoilsurvey.sc.egov.usda.gov/App/HomePage.htm>. Accessed July 13, 2021.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.8 Greenhouse Gas Emissions <i>Would the project:</i>				
a) Generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment?	☐	☐	☒	☐
b) Conflict with any applicable plan, policy or regulation adopted for the purpose of reducing the emissions of greenhouse gases?	☐	☐	☒	☐

Environmental Evaluation

Setting

Energy Basics

Energy use, especially through fossil fuel consumption and combustion, relates directly to environmental quality since it can adversely affect air quality and generate GHG emissions that contribute to climate change. Electrical power is generated through a variety of sources, including fossil fuel combustion, hydropower, wind, solar, biofuels, and others. Natural gas is widely used to heat buildings, prepare food in restaurants and residences, and fuel vehicles, among other uses. Fuel use for transportation is related to the fuel efficiency of cars, trucks, and public transportation; choice of different travel modes such as auto, carpool, and public transit; and miles traveled by these modes, and generally based on petroleum-based fuels such as diesel and gasoline. Electric vehicles may not have any direct emissions but do have indirect emissions via the source of electricity generated to power the vehicle. Construction and routine operation and maintenance of transportation infrastructure also consume energy.

2.1.2 - Regulatory Framework

California

Legislative Actions to Reduce GHGs

The State of California legislature has enacted a series of bills that constitute the most aggressive program to reduce GHGs of any State in the nation, much of which is centered on energy efficiency and clean fuels. Legislation such as Title 24 and Title 20 energy standards were adopted for energy and water conservation, but also provide GHG reductions. This section describes the major provisions of the legislation.

AB 1493 Pavley Regulations and Fuel Efficiency Standards. California AB 1493, enacted on July 22, 2002, required the ARB to develop and adopt regulations that reduce GHGs emitted by passenger vehicles and light-duty trucks. Implementation of the regulation was delayed by lawsuits filed by automakers and by the EPA's denial of an implementation waiver. The EPA subsequently granted the

requested waiver in 2009, which was upheld by the by the United States District Court for the District of Columbia in 2011.²⁷ The standards were to be phased in during the 2009 through 2016 model years.²⁸

The second phase of the implementation for the Pavley Bill was incorporated into Amendments to the Low-emission Vehicle Program referred to as LEV III or the Advanced Clean Cars program. The Advanced Clean Car program combines the control of smog-causing pollutants and GHG emissions into a single coordinated package of requirements for model years 2017 through 2025. The regulation is anticipated to reduce GHGs from new cars by 34 percent from 2016 levels by 2025. The new rules will reduce pollutants from gasoline and diesel-powered cars, and deliver increasing numbers of zero-emission technologies, such as full battery electric cars, newly emerging plug-in hybrid electric vehicles and hydrogen fuel cell cars. The regulations will also ensure adequate fueling infrastructure is available for the increasing numbers of hydrogen fuel cell vehicles planned for deployment in California.

AB 32. The California State Legislature enacted AB 32, the California Global Warming Solutions Act of 2006. AB 32 requires that GHGs emitted in California be reduced to 1990 levels by the year 2020. “Greenhouse gases” as defined under AB 32 include CO₂, CH₄, N₂O, hydrofluorocarbons, perfluorocarbons, and sulfur hexafluoride. Since AB 32 was enacted, a seventh chemical, nitrogen trifluoride, has also been added to the list of GHGs.

The ARB is the State agency charged with monitoring and regulating sources of GHGs. The ARB approved the 1990 GHG emissions level of 427 million metric tons (MMT) CO₂e on December 6, 2007.²⁹ Therefore, to meet the State’s target, emissions generated in California in 2020 are required to be equal to or less than 427 MMT CO₂e. Emissions in 2020 in a Business as Usual (BAU) scenario were estimated to be 596 MMT CO₂e, which do not account for reductions from AB 32 regulations.³⁰ At that rate, a 28 percent reduction was required to achieve the 427 MMT CO₂e 1990 inventory. In October 2010, ARB prepared an updated 2020 forecast to account for the effects of the 2008 recession and slower forecasted growth. Under the updated forecast, a 21.7 percent reduction from BAU is required to achieve 1990 levels.³¹

ARB Scoping Plan. The ARB Climate Change Scoping Plan (Scoping Plan) contains measures designed to reduce the State’s emissions to 1990 levels by the year 2020 to comply with AB 32.³² The Scoping Plan identifies recommended measures for multiple GHG emission sectors and the associated emission reductions needed to achieve the year 2020 emissions target—each sector has a different

²⁷ California Air Resources Board (ARB). 2013. Clean Car Standards—Pavley, Assembly Bill 1493. Website: <http://www.arb.ca.gov/cc/ccms/ccms.htm>. Accessed June 14, 2021.

²⁸ California Air Resources Board (ARB). 2013. Facts About the Clean Cars Program. Website: http://www.arb.ca.gov/msprog/zevprog/factsheets/advanced_clean_cars_eng.pdf. Accessed June 14, 2021.

²⁹ California Air Resources Board (ARB). 2007. Staff Report. California 1990 Greenhouse Gas Level and 2020 Emissions Limit. November 16, 2007. Website: www.arb.ca.gov/cc/inventory/pubs/reports/staff_report_1990_level.pdf. Accessed June 14, 2021.

³⁰ California Air Resources Board (ARB). 2008. (includes edits made in 2009) Climate Change Scoping Plan, a framework for change. Website: http://www.arb.ca.gov/cc/scopingplan/document/adopted_scoping_plan.pdf. Accessed June 14, 2021.

³¹ California Air Resources Board (ARB). 2010. 2020 Greenhouse Gas Emissions Projection and BAU Scenario Emissions Estimate. Website: http://www.arb.ca.gov/cc/inventory/archive/captrade_2010_projection.pdf. Accessed June 14, 2021.

³² California Air Resources Board (ARB). 2008. (includes edits made in 2009) Climate Change Scoping Plan, a framework for change. Website: http://www.arb.ca.gov/cc/scopingplan/document/adopted_scoping_plan.pdf. Accessed June 14, 2021.

emission reduction target. Most of the measures target the transportation and electricity sectors. As stated in the Scoping Plan, the key elements of the strategy for achieving the 2020 GHG target include:

- Expanding and strengthening existing energy efficiency programs as well as building and appliance standards;
- Achieving a Statewide renewables energy mix of 33 percent;
- Developing a California cap-and-trade program that links with other Western Climate Initiative partner programs to create a regional market system;
- Establishing targets for transportation-related GHG emissions for regions throughout California and pursuing policies and incentives to achieve those targets;
- Adopting and implementing measures pursuant to existing State laws and policies, including California's clean car standards, goods movement measures, and the Low Carbon Fuel Standard (LCFS); and
- Creating targeted fees, including a public goods charge on water use, fees on high global warming potential gases, and a fee to fund the administrative costs of the State's long-term commitment to AB 32 implementation.

In addition, the Scoping Plan differentiates between "capped" and "uncapped" strategies. Capped strategies are subject to the proposed cap-and-trade program. Implementation of the capped strategies is calculated to achieve a sufficient amount of reductions by 2020 to achieve the emission target contained in AB 32. Uncapped strategies that will not be subject to the cap-and-trade emissions caps and requirements are provided as a margin of safety by accounting for additional GHG emission reductions.³³

The ARB approved the First Update to the Scoping Plan on May 22, 2014. The First Update builds upon the Initial Scoping Plan with new strategies and recommendations.

SB 375—the Sustainable Communities and Climate Protection Act of 2008. SB 375 was signed into law on September 30, 2008. According to SB 375, the transportation sector is the largest contributor of GHG emissions, which emits more than 40 percent of the total GHG emissions in California. SB 375 states, "Without improved land use and transportation policy, California will not be able to achieve the goals of AB 32." SB 375 does the following: (1) requires metropolitan planning organizations to include sustainable community strategies in their regional transportation plans for reducing GHG emissions, (2) aligns planning for transportation and housing, and (3) creates specified incentives for the implementation of the strategies.

SB 1078—Renewable Electricity Standards. On September 12, 2002, Governor Gray Davis signed SB 1078, requiring California to generate 20 percent of its electricity from renewable energy by 2017. SB 107 changed the due date to 2010 instead of 2017. On November 17, 2008, Governor Arnold

³³ California Air Resources Board (ARB). 2008 (includes edits made in 2009). Climate Change Scoping Plan, a framework for change. Website: http://www.arb.ca.gov/cc/scopingplan/document/adopted_scoping_plan.pdf. Accessed June 14, 2021

Schwarzenegger signed Executive Order S-14-08, which established a Renewable Portfolio Standard target for California requiring that all retail sellers of electricity serve 33 percent of their load with renewable energy by 2020. Governor Schwarzenegger also directed the ARB (Executive Order S-21-09) to adopt a regulation by July 31, 2010, requiring the State's load serving entities to meet a 33 percent renewable energy target by 2020. The ARB Board approved the Renewable Electricity Standard on September 23, 2010, by Resolution 10-23.

SB 350—Clean Energy and Pollution Reduction Act of 2015. The legislature recently approved, and the Governor signed SB 350, which reaffirms California's commitment to reducing its GHG emissions and addressing climate change. Key provisions include an increase in the RPS, higher energy efficiency requirements for buildings, initial strategies toward a regional electricity grid, and improved infrastructure for electric vehicle charging stations. Provisions for a 50 percent reduction in the use of petroleum Statewide were removed from the Bill due to opposition and concern that it would prevent the Bill's passage. Specifically, SB 350 requires the following to reduce Statewide GHG emissions:

- Increase the amount of electricity procured from renewable energy sources from 33 percent to 50 percent by 2030, with interim targets of 40 percent by 2024, and 25 percent by 2027.
- Double the energy efficiency in existing buildings by 2030. This target will be achieved through the California Public Utility Commission (CPUC), the California Energy Commission (CEC), and local publicly owned utilities.
- Reorganize the Independent System Operator (ISO) to develop more regional electrify transmission markets and to improve accessibility in these markets, which will facilitate the growth of renewable energy markets in the western United States.

SB 100—The 100 Percent Clean Energy Act of 2018. The legislation directs the CPUC, CEC, and ARB to plan for 100 percent of total retail sales of electricity in California to come from eligible renewable energy resources and zero-carbon resources by December 31, 2045. This act amends Sections 399.11, 399.15, and 399.30 of, and adds Section 454.53 to, the Public Utilities Code, relating to energy.

Executive Orders Related to GHG Emissions

California's Executive Branch has taken several actions to reduce energy consumption through the use of Executive Orders. Although not regulatory, they set the tone for the State and guide the actions of State agencies.

Executive Order S-01-07—Low Carbon Fuel Standard. The Governor signed Executive Order S 01-07 on January 18, 2007. The order mandates that a Statewide goal shall be established to reduce the carbon intensity of California's transportation fuels by at least 10 percent by 2020. In particular, the executive order established a LCFS and directed the Secretary for Environmental Protection to coordinate the actions of the CEC, the ARB, the University of California, and other agencies to develop and propose protocols for measuring the "life-cycle carbon intensity" of transportation fuels. The ARB adopted the LCFS on April 23, 2009.

The LCFS was subject to legal challenge in 2011. Ultimately, on August 8, 2013, the Fifth District Court of Appeal (California) ruled that ARB failed to comply with CEQA and the Administrative Procedure Act when adopting regulations for LCFS. In a partially published opinion, the Court of Appeal directed that Resolution 09-31 and two Executive Orders of ARB approving LCFS regulations promulgated to reduce GHG emissions be set aside. However, the Court tailored its remedy to protect the public interest by allowing the LCFS regulations to remain operative while ARB complies with the procedural requirements it failed to satisfy.

To address the Court ruling, the ARB was required to bring a new LCFS Regulation to the Board for consideration in February 2015. The proposed LCFS Regulation was required to contain revisions to the 2010 LCFS as well as new provisions designed to foster investments in the production of the low carbon fuels, offer additional flexibility to regulated parties, update critical technical information, simplify and streamline program operations, and enhance enforcement. The second public hearing for the new LCFS Regulation was held on September 24, 2015, and September 25, 2015, where the LCFS Regulation was adopted. The Final Rulemaking Package adopting the regulation was filed with the Office of Administrative Law on October 2, 2015. The OAL approved the regulation on November 16, 2015.

Executive Order N-79-20. On September 23, 2020, Governor Gavin Newsom issued an executive order establishing a goal that 100 percent of new passenger cars and trucks sold in California shall be zero-emission by 2035. The executive order also sets a goal that, where feasible, all operations include zero-emission medium- and heavy-duty trucks by 2045, and drayage trucks by 2035. Off-road vehicles have a goal to transition to 100 percent zero-emission vehicles by 2035, where feasible.

California Regulations and Building Codes

California has a long history of adopting regulations to improve energy efficiency in new and remodeled buildings. These regulations have kept California's energy consumption relatively flat even with rapid population growth.

Title 20 Appliance Efficiency Regulations. California Code of Regulations, Title 20: Division 2, Chapter 4, Article 4, Sections 1601-1608: Appliance Efficiency Regulations regulates the sale of appliances in California. The Appliance Efficiency Regulations include standards for both federally regulated appliances and non-federally regulated appliances. Twenty-three categories of appliances are included in the scope of these regulations. The standards within these regulations apply to appliances that are sold or offered for sale in California, except those sold wholesale in California for final retail sale outside the State and those designed and sold exclusively for use in recreational vehicles or other mobile equipment.³⁴

Title 24 Energy Efficiency Standards. California Code of Regulations Title 24 Part 6: California's Energy Efficiency Standards for Residential and Nonresidential Buildings, was first adopted in 1978 in response to a legislative mandate to reduce California's energy consumption. The standards are

³⁴ Bay Area Air Quality Management District (BAAQMD). 2017. CEQA Air Quality Guidelines. May. Website: http://www.baaqmd.gov/~media/files/planning-and-research/ceqa/ceqa_guidelines_may2017-pdf.pdf?la=en. Accessed June 1, 2021

updated periodically to allow consideration and possible incorporation of new energy-efficient technologies and methods. Energy-efficient buildings require less electricity; therefore, increased energy efficiency reduces fossil fuel consumption and decreases GHG emissions. The newest version of Title 24 adopted by the CEC went into effect on January 1, 2017.³⁵ The 2019 Building Energy Efficiency Standards are scheduled to go into effect on January 1, 2020. One of the notable changes in the 2019 Title 24 Standards includes the solar photovoltaic systems requirement for new low-rise residential homes.

Title 24 California Green Building Standards Code. California Code of Regulations, Title 24, Part 11 is a comprehensive and uniform regulatory code for all residential, commercial, and school buildings that went in effect January 1, 2011. The code is updated on a regular basis, with the most recent update consisting of the 2016 California Green Building Code Standards that became effective January 1, 2017.³⁶ Local jurisdictions are permitted to adopt more stringent requirements, as State law provides methods for local enhancements. State building code provides the minimum standard that buildings need to meet in order to be certified for occupancy, which is generally enforced by the local building official.

Local

City of Tracy

City of Tracy Sustainability Action Plan

The City of Tracy Sustainability Action Plan was adopted in 2011 to achieve sustainability in numerous sectors including GHG emissions, energy, and transportation and land use. The Sustainability Action Plan includes specific measures to be implemented that the City estimates will reduce GHG emissions by 378,461 to 482,154 metric tons of CO₂e. These reductions would come in part from reductions in VMT and energy consumption, with the relevant sustainability measures listed below.

E-1 Green Building Ordinance.

Develop an incentives-based Green Building Ordinance that promotes energy-efficient design for new buildings.

E-2 Energy Efficiency in Site Planning and Design.

Amend the Zoning Ordinance, City Standards, or Subdivision Guidelines to do the following:

- a. Establish measures that reduce energy use through solar orientation by taking advantage of landscaping and sunscreens.

³⁵ California Energy Commission (CEC). 2016. 2016 Building Energy Efficiency Standards Frequently Asked Questions. Website: http://www.energy.ca.gov/title24/2016standards/rulemaking/documents/2016_Building_Energy_Efficiency_Standards_FAQ.pdf. Accessed June 1, 2021

³⁶ California Building Standards Commission (CBSC). 2016. Green Building Standards. Website: https://www.ladbs.org/docs/default-source/publications/code-amendments/2016-calgreen_complete.pdf?sfvrsn=6. Accessed June 27, 2021

- b. Allow increased height limits and greater development flexibility in exchange for incorporating energy-efficient green building practices. Provide permitting-related and other incentives for energy-efficient building projects, for example by giving green projects priority in plan review, processing, and field inspection services.
- c. Establish guidelines for cool pavements and strategically placed shade trees.
- d. Require all new development and major rehabilitation (i.e., additions of 25,000 square feet of office/retail commercial or 100,000 square feet of industrial floor area) projects to incorporate any combination of the following strategies to reduce heat gain for 50 percent of the non-roof impervious site landscape, which includes sidewalks, courtyards, parking lots, and driveways: shaded within five years of occupancy; use of paving materials with a Solar Reflectance Index (SRI) of at least 29; open grid pavement system; or locating parking spaces under deck, under roof, or under a building.
- e. Require outdoor lighting fixtures to be energy-efficient. Require parking lot light fixtures and light fixtures on buildings to be on full cut-off fixtures, except emergency exit or safety lighting, and all permanently installed exterior lighting shall be controlled by adjustable timers. Prohibit continuous all night outdoor lighting in sports stadiums, construction sites, and rural areas unless they are required for security reasons.
- f. Where feasible, increase solar access by requiring that new streets be designed so that the blocks have one axis within plus or minus 15 degrees of geographical east/west, and the east/west length of those blocks are at least as long, or longer, as the north/south length of the block. Areas with topological constraints, among others, may be excluded from this requirement.

E-3 Green Building and Energy Efficiency Design and Education.

- a. Amend the City of Tracy Design Goals and Standards to do the following:
 - i. Integrate guidelines from the Green Building Ordinance.
 - ii. Integrate guidelines related to cool pavements in the City Standards.
 - iii. Balance tradeoffs between solar access and landscape tree shading.
- b. Conduct the following public education and outreach campaigns:
 - i. Provide information about green building, marketing, training, and technical assistance to property owners, development professionals, schools, and special districts.
 - ii. Develop an "energy efficiency challenge" campaign for community residents or businesses.
 - iii. Provide public education and publicity about renewable resources, energy efficiency and emissions reduction programs and incentives.

E-4 Energy-Efficient Products and Retrofits.

- a. Partner with PG&E to do the following, using outside funds:

- i. Promote the use of energy-efficient appliances that meet Energy Star standards when higher than Title 24.
- ii. Distribute compact fluorescent light (CFL) bulbs and/or fixtures to community members.
- iii. Offer a halogen torchiere lamp exchange to community members.
- iv. Promote energy efficiency audits of existing buildings to check, repair, and readjust heating, ventilation, air conditioning, lighting, water heating equipment, insulation, and weatherization.
- v. Encourage energy audits to be performed when residential and commercial buildings are sold. Energy audits will include information regarding the opportunities for energy efficiency improvements, and will be presented to the buyer. Commercial buildings are encouraged to be “benchmarked” using EPA’s ENERGY STAR Portfolio Manager Tool.
- vi. Encourage individualized energy management planning and related services for large energy users. vii. Fund and schedule energy efficiency retrofits or “tune-ups” of existing buildings.
- b. Support San Joaquin Valley Unified Air Pollution Control District’s lawnmower exchange program for residents to exchange conventional gas-powered lawnmowers for electric and rechargeable battery-powered lawnmowers.
- c. Encourage new development to provide exterior electrical outlets so that electric lawnmowers and other landscaping equipment can be sufficiently powered.
- d. Encourage the installation of programmable thermostat timers.
- e. Encourage the installation of energy-efficient boilers.

E-5 Weatherization Assistance.

Continue to fund weatherization projects for households that meet the income eligibility criteria by utilizing the Community Development Agency’s Downtown Rehabilitation Loan and Grant programs.

E-6 Financing for Energy Efficiency and Renewable Energy Projects.

Develop a program under AB 811 to offer innovative, low-interest financing for energy efficiency and renewable energy projects for existing and new development, including heating, ventilation, air conditioning, lighting, water heating equipment, insulation, weatherization, and solar.

E-7 Energy Efficient Retrofits for City Street Lights.

Retrofit City streetlights to LED or induction lighting.

E-8 Solar Panel Installations on Municipal Facilities.

Install solar panels on municipal facilities.

E-9 Energy Efficiency Settings for City Desktop Computers.

Change the settings for all City desktop computers to achieve the following:

- a. All monitors shall go into sleep mode after 15 minutes of inactivity.
- b. All computers shall go into sleep mode after 90 minutes of inactivity Install solar panels on municipal facilities.

T-1 Live-Work and Work-Live Uses.

Amend the Zoning Ordinance to allow live-work and work-live uses in existing and future residential development and adopt more flexible home occupation requirements.

T-2 Reduced Parking Requirements.

Amend the Zoning Ordinance to allow a reduction in parking requirements under the following circumstances:

- a. Multiple uses with staggered parking demand
- b. Actual demand lower than as required in code as demonstrated by a parking study
- c. Proximity to bus stop/transit
- d. Mixed-use project
- e. In-lieu fee in Downtown

T-3 Support for Bicycling.

Promote bicycle usage through the following:

- a. Continue to require bicycle parking for nonresidential and multi-family uses.
- b. Amend the Zoning Ordinance to require shower facilities and dressing areas for significant new or redevelopment of nonresidential uses.
- c. Create a bicycle-sharing program.
- d. Provide bicycle parking near transit.

T-4 Support for Transit.

Promote transit ridership through the following:

- a. Add to the Transportation Master Plan, where justified by ridership and funding availability, an increase transit route coverage to within ½ mile of all residents in the developed city and to within ¼ mile of 75 percent of residents within new development areas.

- b. Continue to implement the City's program to provide covered and partially enclosed shelters that are adequate to buffer wind and rain and with at least one bench at each existing public transit stop and to provide local public transit information in transit shelters.
- c. Provide information to city employees through the Human Resources Department and the City's Transit Coordinator on commute alternatives and incentives, including carpool/vanpool programs, transit service schedules, transit vouchers, alternative work week plans, telecommuting options, and incentives that can be used to increase employee use of alternative modes or work schedules.
- d. Work with the San Joaquin Regional Rail Commission to study the feasibility of creating rail service in Tracy's downtown.
- e. Continue to provide citywide door to door service for ADA customers and seniors on the City's Tracer service.
- f. Continue to run Tracer along commuter routes during peak times, providing remaining service to all the middle and high schools and high employment areas, such as the West Valley Mall.
- g. Encourage affordable housing to be located in transit-oriented development whenever feasible.

T-5 Smart Growth, Urban Design and Planning.

Promote pedestrian safety, neighborhood connectivity and walkable neighborhoods through the following:

- a. Create development standards for commercial, office, and retail zones to promote a principal functional entry that faces a public street. In the Zoning Code, evaluate more restrictive parking requirements to achieve greater pedestrian connections between streets and building entrances. Require all new buildings within the Corridor Overlay Zone and the Village Center (VC) Zone to be located an appropriate distance from the street to promote walkability, such as 10 feet. Within these zones, increase use of windows or storefronts with views into the building along a minimum of portion of the ground floor building walls fronting the primary street, depending on the building context.
- b. Amend the Municipal Code or create subdivision design standards to require all new development within applicable areas to do the following:
 - i. Include an interconnected grid of collectors and arterials within the developed city and connecting to and through new development areas with the goal of ¼-mile to ½-mile minimum spacing of two- and four-lane roadways and minimal reliance on six-lane arterials.
 - ii. Include at least one through-street and/or nonmotorized right-of-way (nonmotorized rights-of-way may count for no more than 10 percent of the total) intersecting the project boundary at least every 400 feet, or at existing abutting street intervals, whichever is less.

- iii. Have internal connectivity such that there are at least 200 intersections per square mile.
- c. Amend the Zoning Ordinance to require adequate pedestrian access through all commercial, residential, and mixed-use development.
- d. Amend the Zoning Ordinance or create new subdivision standards to require new projects to include a pedestrian or bicycle through-connection in any new cul-de-sacs, except where prohibited by topographical conditions.
- e. Add to the Transportation Master Plan a program to close sidewalk gaps on key routes within the developed city, contingent on grant funding.
- f. Establish a ½-mile walkability standard for residents to access goods, services, and recreational facilities.

T-6 Traffic Smoothing Through Congestion Management.

Add to the Transportation Master Plan a program to implement traffic smoothing and congestion reduction at intersections along Eleventh Street, Grant Line Road, Schulte Road, Lammers Road, Tracy Boulevard, MacArthur Drive, and Chrisman Road corridors.

T-7 San Joaquin County Park and Ride Lot Master Plan Implementation.

Implement the County’s Park and Ride Lot Master Plan, which identifies key locations for park and ride lots in Tracy.

T-8 Alternative Transportation Choices for Students.

Promote alternative transportation choices for students through the following:

- a. Continue to provide free or reduced bus passes for school students.
- b. Work with school districts to expand “Safe Routes to Schools” programs.
- c. Work with school districts to create ridesharing or “walking school bus” programs for students.

T-9 Comprehensive Signal Coordination Program.

Continue to implement a comprehensive signal coordination program for key routes in the developed city, connecting to and through new development areas and to the Interstate-205 interchanges. Include Intelligent Transportation System (ITS) elements to maximize effectiveness, such as adaptive traffic control, synchronized signals, transit and emergency signal priority, and other traffic flow management techniques.

T-10 Ramp Metering on Interstate 205.

Work with Caltrans and SJCOG to implement ramp metering on Interstate 205 to minimize congestion-related GHG emissions from both through trips and trips generated by Tracy that use Interstate 205.

T-11 Increased Transit to Bay Area Cities and San Joaquin Valley Employment Centers.

Work with regional transit agencies to increase the frequency and capacity of inter-city buses connecting Tracy to Bay Area cities, Stockton, and other San Joaquin Valley employment centers.

T-12 Altamont Route Approval and Transit-Oriented Development Around Rail.

Work with ACE and the High Speed Rail Authority to approve the Altamont Route and achieve successful integration of rail transit into a transit-oriented development zone, including an intra-city feeder bus system.

T-13 Reduce Commute Trips.

Support regional efforts to reduce commute trips, including the following:

- a. Support San Joaquin Valley Unified Air Pollution Control District requirements that large employers establish employee trip reduction programs such as Rule 9410.
- b. Promote the San Joaquin Council of Governments Commute Connection program, which provides information about commute options and connects commuters for carpooling, ridesharing and other activities.

T-14 Parking Cash-Out Programs for Employees.

Encourage businesses to offer parking cash-out programs and offer incentives to employees for giving up their employee provided parking space.

T-15 Reduced Commuting from Out of the Region.

Develop a program that will do the following:

- a. Encourage and support the development of satellite office space or “hoteling” space for use by employees of Bay Area firms who may be assigned to work temporarily in Tracy by offering development incentives to these types of projects. Incentives may include less restrictive height limit, setback, and parking requirements.
- b. Conduct public education and outreach to promote telecommuting and/or offices/businesses from home.

T-16 Transit Passes for Residents and Employees of New Developments.

The City shall provide transit passes valid for at least one year to each resident or employee of new development projects for a period of at least the first three years of project occupancy.

T-17 Increased Use of Low Carbon Fueled Vehicles.

Conduct the following to promote the use of low carbon fueled vehicles:

- a. Use the Zoning Ordinance to allow no/low carbon fueling stations as part of the “gas and service station” land use category.
- b. Amend the Zoning Ordinance or City Standards to require new projects to provide parking spaces reserved for hybrid or electric vehicles (EVs), carpool, or car share vehicles.
- c. Require dedicated parking spots for alternative fuel, hybrid, carpool, or car share vehicles in City parking lots and consider installing charging connections.
- d. Encourage employers to create vanpool or shuttle programs for employees.
- e. Encourage the use of hybrid and electric construction equipment and the use of alternative fuels for construction equipment.
- f. Convert the municipal automotive fleet to cleaner fuels and lower emissions. Convert the municipal nonautomotive fleet to cleaner fuels and lower emissions where technologically possible.

T-18 Carbon Sequestration on Municipal Property.

Develop a City program for maximizing carbon sequestration on municipal property through tree-planting.

T-19 Mixed-Use and Traditional Residential Development.

Continue City efforts to develop specific areas of the city as follows:

- a. Redevelop the Bowtie area with mixed-use development.
- b. Where appropriate, develop new neighborhoods based on traditional residential development patterns and mixed-use in a variety of densities with a pedestrian-friendly network of streets and parks.

T-20 Employment-Generating and High-Density Infill Projects.

Promote smart growth in Tracy through the following:

- a. Increase the development of employment-generating uses, in particular in West Tracy areas.

- b. Require mixed-use nodes surrounded by high-density development that transition to lower density development.
- c. In keeping with the City's Growth Management Ordinance Guidelines, prioritize high-density infill projects within Redevelopment Areas and Village Centers that have a high level of vehicular and pedestrian connectivity both internally and externally to the project through the allocation of Residential Growth Allotments.
- d. Develop each phase of Tracy Hills with an appropriate mix of density and uses consistent with the Tracy Hills Specific Plan.
- e. Develop each phase of new development in Tracy as close to existing development as practical and maximize the density and range of uses for each phase of development in a manner consistent with the applicable General Plan and Zoning designations.

T-21 Compressed Natural Gas Buses for the City's Fleet.

Continue to use compressed natural gas buses for the City's bus fleet and evaluate the conversion of the bus fleet to diesel-electric hybrid.

Would the project:

- a) **Generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not generate greenhouse gas emissions. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The location of the project sites is regulated by the Valley Air District jurisdiction. Projects generate GHG emissions during construction and operation (e.g., mobile emissions, emissions from generation of electricity for operations, emissions of and from the manufacturing and transport of building materials).

The City of Tracy has not adopted its own GHG thresholds or prepared a Climate Action Plan that can be used as a basis for determining project significance, although it has a Sustainability Action Plan, which is a non-qualifying GHG reduction plan for the purposes of tiered analyses under CEQA Section 15183.5. The Valley Air District's Guidance for Valley Land Use Agencies in Addressing GHG Emission Impacts for New Projects under CEQA includes thresholds based on whether the project will reduce or mitigate GHG levels by 29 percent from BAU levels compared with 2005 levels.³⁷ This level of GHG reduction is based on the target established by ARB's AB 32 Scoping Plan, approved in 2008.

³⁷ San Joaquin Valley Air Pollution Control District (Valley Air District). 2009. "Final Staff Report, Addressing Greenhouse Gas Emissions Impacts under the California Environmental Quality Act." December 2009. Website: <https://www.valleyair.org/Programs/CCAP/12-17-09/1%20CCAP%20-%20FINAL%20CEQA%20GHG%20Staff%20Report%20-%20Dec%2017%202009.pdf>. Accessed June 29, 2021.

The 2010 Cap and Trade Inventory Update provided revised inventory projections to reflect slower growth in emissions during the recession and lower future year projections. The State's 2020 BAU inventory was reduced from 596 MMT CO₂e to 545 MMT CO₂e. The new GHG reduction level for the State to reach 1990 emission levels by 2020 is 21.7 percent from BAU in 2020. The First Update to the Climate Change Scoping Plan confirmed that the State is on track to achieve the 2020 target and to maintain and continue reductions beyond 2020 as required by AB 32.³⁸ In addition, the State has reported that the 2016 GHG inventory was below the 2020 target for the first time. Furthermore, the 2017 Scoping Plan states that California was on track to achieve the 2020 target at the time of its preparation. The proposed project is expected to become operational in 2021, which is beyond the AB 32 target year. Until a new threshold is identified for projects constructed after 2020, significance is based on making continued progress toward the SB 32 2030 target.

Consistency with the SB 32 targets and the 2017 Scoping Plan Update is also addressed with an assessment of the project's reduction from BAU based on emissions in 2030 compared with the 21.7 percent reduction. This approach considers project emissions in the context of the 21.7 percent reduction in the 2030 milestone year.

Newhall Ranch

On November 30, 2015, the California Supreme Court issued its decision in *Newhall Ranch* invalidating the GHG analysis for a large master planned residential development in Los Angeles County consisting of more than 20,000 residential dwelling units and other uses. In particular, the Court upheld: (1) use of the statewide emissions reduction goal in AB 32 as a significance criterion (pp. 15–19), (2) use of the Scoping Plan's BAU model "as a comparative tool for evaluating efficiency and conservation efforts" of the Project (pp. 18–19), and (3) a comparison of the project's expected emissions to a BAU model rather than a baseline of pre-project conditions (pp. 15–19). The Court invalidated the GHG analysis on the grounds that the "administrative record discloses no substantial evidence that the Newhall Ranch's project-level reduction of 31 percent in comparison to [BAU] is consistent with achieving AB 32's statewide goal of a 29 percent reduction from [BAU]." The Court indicated that a lead agency may use a BAU comparison based on the Scoping Plan's methodology if it also substantiates the reduction a particular project must achieve to comply with statewide goals. The Court suggested a lead agency could examine the "data behind the Scoping Plan's business as usual model" to determine the necessary project-level reductions from new land use development at the proposed location (p. 25). "Second, a lead agency might assess consistency with AB 32's goal in whole or part by looking to compliance with regulatory programs designed to reduce greenhouse gas emissions from particular activities."

The substantial evidence needed to support a project BAU threshold can be derived from data used to develop the Scoping Plan inventory and control strategy and from analysis conducted by the ARB to track progress in achieving the AB 32 2020 target. The critical factor in determining the appropriate project threshold is whether the State requires additional reductions beyond that achieved by regulations to achieve its target. If no additional reductions are required from individual

³⁸ California Air Resources Board (ARB). 2014. First Update to the Climate Change Scoping Plan. May. Website: https://ww2.arb.ca.gov/sites/default/files/classic/cc/scopingplan/2013_update/first_update_climate_change_scoping_plan.pdf. Accessed June 29, 2021.

projects, no nexus exists to require a project to mitigate its emissions. In that case, the percentage reductions achieved by projects is the amount needed to reach the AB 32 target.

The State's regulatory program implementing the 2008 Scoping Plan is now fully mature. All regulations envisioned in the Scoping Plan have been adopted, and the effectiveness of those regulations has been estimated by the agencies during the adoption process and then tracked to verify their effectiveness after implementation. The combined effect of this successful effort is that the State now projects that it will meet the 2020 target and achieve continued progress toward meeting post-2020 targets. Governor Brown, in the introduction to Executive Order B-30-15, stated "California is on track to meet or exceed the current target of reducing greenhouse gas emissions to 1990 levels by 2020, as established in the California Global Warming Solutions Act of 2006 (AB 32)."

The Supreme Court was concerned that new development may need to do more than existing development to reduce GHGs to demonstrate that it is doing its fair share of reductions. As will be shown below, new development does do more than existing development and, due to the nature of the sources of GHG emissions related to development, existing development is equally responsible for reducing emissions from the most important sources of emissions. It is important to note that most of the State's regulatory program applies to new and existing development.

The Scoping Plan reduction from BAU accounts for growth projected in the State and assumes that existing development would continue to emit GHGs at the same rate that occurred in the base year (2002–2004 average). The California Department of Finance Report E-5 estimates population growth in California from 2005 to 2020 to be 13.2 percent. This means that development that existed in 2005 will produce nearly 87 percent of the State's emissions in 2020. Conversely, new development is only responsible for about 13 percent of the emissions generated during this timeframe. If measures to reduce emissions from existing development were not available, new development could not provide sufficient reductions to reach the 2020 target even if their emissions were reduced to net zero.

The State's regulatory program is able to target both new and existing development because the two most important strategies, motor vehicle fuel efficiency and emissions from electricity generation, obtain reductions equally from existing sources and new sources. This is because all vehicle operators use cleaner low carbon fuels and buy vehicles subject to the fuel efficiency regulations and all building owners or operators purchase cleaner energy from the grid that is produced by increasing percentages of renewable fuels. This includes regulations on mobile sources such as the Pavley standards that apply to all vehicles purchased in California, the LCFS that applies to all fuel sold in California, and the Renewable Portfolio Standard and Renewable Energy Standard under SB 100 that apply to utilities providing electricity to all California end users. The reduction strategy where new development is required to do more than existing development is building energy efficiency and energy use related to water conservation regulations. For example, new projects are subject to Title 24 Energy Efficiency standards and CALGreen Code requirements. Buildings constructed to the 2013 Title 24 standards use 30 percent less energy than buildings complying with the 2008 standards, with continued improvement expected under the new 2016 standards. New buildings are much more energy-efficient than the development that has been built over the past decades and will require much less energy.

In summary, as previously discussed, the State requires an average reduction from all sources of the emission inventory of about 22 percent. The Scoping Plan strategy will achieve more than average reductions from energy and mobile source sectors that are the primary sources related to development projects and lower than average reductions from other sources such as agriculture.

Construction GHG Emissions

During project construction, GHGs would be generated by construction activities such as site clearing, the operation of heavy-duty construction vehicles, materials and debris hauling, paving, and construction worker vehicle trips. These emissions would be considered short-term in duration. The Bay Area Air Quality Management District (BAAQMD) does not have an adopted threshold of significance for construction-related GHG emissions; however, the Valley Air District does not recommend assessing the significance of construction-related emissions.

Nonetheless, construction emissions were estimated using CalEEMod (Version 2016.3.2) and displayed in Table 8 for informational purposes. As shown in Table 8, the proposed project is estimated to generate approximately 15 metric ton (MT) CO₂e. As the Valley Air District does not have construction-related thresholds and the BAU analysis approach is principally intended to measure operational GHG emissions, construction-related GHG impacts would be less than significant.

Table 8: Construction GHG Emissions

Construction Year	MT CO ₂ e per year ^{1,2}
Project Construction—2021	15
Total Construction Emissions	15
Notes: MT CO ₂ e = metric tons of carbon dioxide equivalent ¹ Emissions are rounded to the nearest whole number. ² Emissions were estimated assuming diesel fuel to represent a reasonably worse-case scenario in the absence of project-specific information that would be needed to override the CalEEMod default assumptions. Source: CalEEMod Output (Appendix C).	

Operational GHG Emissions

Operational or long-term GHG emissions occur over the life of the project. Sources for operational emissions include:

- **Motor Vehicles:** These emissions refer to GHG emissions contained in the exhaust from the cars and trucks that would travel to and from the project site for sporadic maintenance.
- **Indirect Electricity:** These emissions refer to those generated by off-site power plants to supply electricity required for the project.

As previously discussed, the proposed project would develop and operate LED digital billboards. LED digital billboards (programmable electronic signs) are subject to energy efficiency requirements under Title 24 of the California Code of Regulations. The billboard is required to be dimmable, which would reduce energy use and GHG emissions associated with the generation of electricity. The proposed LED digital billboard would be illuminated 24 hours per day, 365 days per year. The light levels emitted from the billboard would be set to adjust based upon ambient light conditions at any given time (i.e., nighttime versus daytime). PG&E would supply the electrical energy needed to illuminate each billboard. It is unclear how much electricity currently is used to power the one illuminated, traditional billboard face that the proposed project would be removing; therefore, this existing energy usage is not factored into the environmental baseline. Based on publicly available information, the average 14' by 48' electronic billboard uses approximately 29,000 to 94,000 kWh of electricity per year.³⁹

Billboards require occasional upkeep and maintenance activities, which generate vehicle trips and resulting GHG emissions. The updates to the Specific Plan allow for up to two billboards to exist in the plan area, one of which would be the existing billboard that would be converted to a digital freeway sign. GHG emissions related to the maintenance and upkeep of the new billboard would not increase.

As previously discussed, the State's regulatory program is able to target both new and existing development because the two most important strategies, motor vehicle fuel efficiency and emissions from electricity generation, obtain reductions equally from existing sources and new sources. This is because all vehicle operators use cleaner low carbon fuels and buy vehicles subject to the fuel efficiency regulations and all building owners or operators purchase cleaner energy from the grid that is produced by increasing percentages of renewable fuels. This includes regulations on mobile sources such as the Pavley standards that apply to all vehicles purchased in California, the LCFS that applies to all fuel sold in California, and the Renewable Portfolio Standard and Renewable Energy Standard under SB 100 that apply to utilities providing electricity to all California end users.

Moreover, the Scoping Plan strategy will achieve more than average reductions from energy and mobile source sectors that are the primary sources related to development projects and lower than average reductions from other sources such as agriculture. Because the proposed project's operational GHG emissions would principally be generated from electricity consumption and vehicle use, which both activities are directly under the purview of the Scoping Plan strategy and have experienced reductions above the State average reduction, the proposed project would be consistent with the State's AB 32 and SB 32 GHG reduction goals. Nonetheless, operational emissions were estimated using CalEEMod (Version 2016.3.2) for informational purposes. As modeled, the proposed project is expected to generate 24 MT CO₂e per year.

As the proposed project's GHG-generating activities would experience the necessary reductions through fuel efficiency and electricity procurement from increased fuel standards and SB 100 RPS

³⁹ San Diego Gas and Electric Company. 2014. Digital Billboard Energy Use in California. July. Website: https://www.etc.com/sites/default/files/reports/et14sdg8011_digitalbillboardreport_2014-7.pdf. Accessed June 3, 2021.

requirements, respectively, GHG impacts related to the operation of the proposed project would be less than significant.

b) Conflict with any applicable plan, policy or regulation adopted for the purpose of reducing the emissions of greenhouse gases?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not conflict with any applicant GHG reduction plans. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

As previously discussed, the proposed project's operational GHG emissions would be consistent with the reduction goals established by AB 32 and SB 32. The proposed electronic billboards would comply with Goal E-4 of the Sustainability Action Plan by including LED or similar energy-efficient products to reduce energy use and associated greenhouse gas emissions. As a result, the proposed project would not conflict with the policies, regulations or guidelines in the City of Tracy Sustainability Action Plan or any other applicable plan and/or regulations adopted for the purposes of reducing GHG emissions. Furthermore, as discussed in Impact 7(a), the proposed project would not generate substantial GHG emissions during either construction or operations. Considering this information, this impact would be less than significant.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.9 Hazards and Hazardous Materials <i>Would the project:</i>				
a) Create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials?	☐	☐	☒	☐
b) Create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment?	☐	☐	☒	☐
c) Emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school?	☐	☐	☐	☒
d) Be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5 and, as a result, would it create a significant hazard to the public or the environment?	☐	☐	☐	☒
e) For a project located within an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project result in a safety hazard or excessive noise for people residing or working in the project area?	☐	☐	☐	☒
f) Impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan?	☐	☐	☒	☐
g) Expose people or structures, either directly or indirectly to a significant risk of loss, injury or death involving wildland fires?	☐	☐	☐	☒

Environmental Evaluation

Setting

The area surrounding the project sites contain commercial and residential land uses as well as transportation corridors. The surrounding land uses utilize some hazardous materials such as cleaning products, paints, and pesticides. Trucks could also transport hazardous materials along the I-205 and adjacent roadways to the project sites. The Tracy Outlets existing billboard was constructed between 1993 and 2005, which was after the date when the use of asbestos-containing materials (ACM) and/or lead-based paint was generally banned.

According to the Hazardous Waste and Substances Site List from the Department of Toxic Substances Control (DTSC), there are no known Cortese List (Section 65962.5(a)), sites located in the City of Tracy.⁴⁰

The nearest potential hazardous site to the Tracy Outlets site is a gas station approximately 400 feet southwest of the site at 8715 Grant Line Road – its cleanup status is complete as of December 1991.⁴¹ The nearest potential hazardous site to the West Valley Mall site is also a gas station approximately 530 feet east of the site at 2375 Grant Line Road—its cleanup status is complete as of January 2011.⁴² The closest airport to the project sites is the Tracy Municipal Airport, a private airport located approximately 4.2 miles south of the West Valley Mall site and approximately 4.8 miles south of the Tracy Outlets site. Finally, the project sites are in urban environments and are not located near wildlands.

Would the project:

- a) **Create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would have no impacts regarding the creation of significant hazards through transport, use or disposal of hazardous materials. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The digital billboard upgrade of the existing Tracy Outlets billboard and the addition of a new billboard at the West Valley Mall site may involve the use, transport, and disposal of hazardous materials such as gasoline, diesel fuel, lubricating oil, hydraulic oil, lubricating grease, automatic transmission fluid, paints, solvents, glues, and other substances used during construction. Construction of the West Valley Mall sign would also require the use of gasoline- and diesel-powered heavy equipment, such as bulldozers, backhoes, water pumps, and air compressors. If not appropriately managed, accidental spills of these hazardous materials could result in a significant impact. No ground disturbance would be required for the digital billboard upgrade of the Tracy Outlets billboard.

Any handling of hazardous materials would be limited in both quantity and concentrations. Furthermore, the digital board upgrade at the Tracy Outlets site, and the addition of a new billboard

⁴⁰ EnviroStor. 2021. DTSC Hazardous Waste and Substances Site List. Website: https://www.envirostor.dtsc.ca.gov/public/search.asp?page=1&cmd=search&business_name=&main_street_name=&city=&zip=&county=&status=ACT%2CBKLG%2CCOM&branch=&site_type=CSITES%2COPEN%2CFUDS%2CCLOSE&npl=&funding=&reporttitle=HAZARDOUS+WASTE+AND+SUBSTANCES+SITE+LIST&reporttype=CORTESE&federal_superfund=&state_response=&voluntary_cleanup=&school_cleanup=&operating=&post_closure=&non_operating=&corrective_action=&tiered_permit=&evaluation=&spec_prog=&national_priority_list=&senate=&congress=&assembly=&critical_pol=&business_type=&case_type=&searchtype=&hwmp_site_type=&cleanup_type=&ocierp=&hwmp=False&permitted=&pc_permitted=&inspections=&complaints=&censustract=&cesdecile=&school_district=&orderby=upper%28business%5Fname%29. Accessed June 15, 2021.

⁴¹ California State Water Resources Control Board (State Water Board). 2021. GeoTracker – Interland Corp (T0607700404). Website: https://geotracker.waterboards.ca.gov/profile_report.asp?global_id=T0607700404. Accessed July 13, 2021.

⁴² California State Water Resources Control Board (State Water Board). 2021. GeoTracker – Shell Service Station (T0607724298). Website: https://geotracker.waterboards.ca.gov/profile_report.asp?global_id=T0607724298. Accessed July 13, 2021.

at the West Valley Mall site would be required to conform to Title 49 of the Code of Federal Regulations, United States Department of Transportation (USDOT), State of California, and local laws, ordinances, and procedures.

Finally, operation of the project would require sporadic maintenance, but would not involve the use of any hazardous materials with the potential to significantly impact the public. Therefore, with adherence to applicable State, local, and federal requirements, impacts would be less than significant.

b) Create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would have no impacts related to the release of hazardous materials into the environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

As described prior, construction activities would require the use and transport of potentially hazardous materials including oils and combustible fuels, but would not be stored in large quantities on-site at either project site. The applicant and its contractors are required to implement and comply with all relevant local, State, and federal regulations related to the handling, transport, and storage of hazardous materials.

Disturbance of on-site soils at the West Valley Mall site would be limited to soil removal in the immediate area required to install a foundation for the billboard. There would be no ground disturbance required for the digital billboard upgrade of the existing Tracy Outlets sign. The faces of the existing sign would be dismantled, transported, and disposed of in compliance with applicable regulations.

Finally, operation of the proposed project, which entails the changing of messages on electronic billboard faces and sporadic maintenance, but would not involve the use of any hazardous materials with the potential to significantly impact the public. Impacts from operation of the signs would be less than significant.

Based on the above, impacts associated with the release of hazards materials into the environment through reasonably foreseeable upset and accident conditions would be less than significant.

c) Emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

There are no schools within one-quarter mile of the project sites. The distance to the nearest schools are as follows:

Tracy Outlets site:

- North Elementary School is approximately 0.78 mile southwest of the project site.
- Duncan Russell Community Day School is approximately 0.97 mile southwest of the project site.

West Valley Mall site:

- Art Freiler School is approximately 0.46 mile south of the project site.
- Merrill F. West High School is approximately 0.87 mile southeast of the project site.
- Jacobson Elementary School is approximately 0.96 mile east of the project site.

Therefore, the proposed project would not emit hazardous emissions or handle hazardous or acutely hazardous materials, substance, or waste within 0.25 mile of an existing or proposed school, and no impact would occur.

- d) **Be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5 and, as a result, would it create a significant hazard to the public or the environment?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Government Code Section 65962.5 refers to the Hazardous Waste and Substances Site List, commonly known as the Cortese List, maintained by the DTSC. As discussed under the Setting section, the results of a database search determined that there are no Cortese sites located on or in the vicinity of the project sites. The Cortese List contains hazardous waste and substance sites including public drinking water wells with detectable levels of contamination, sites with known underground storage tanks (USTs) having a reportable release, solid waste disposal facilities from which there is a known migration, hazardous substance sites selected for remedial action, historic Cortese sites, and sites with known toxic material identified through the abandoned site assessment program. The Envirostor database indicated that there are no known Cortese sites located within the City.⁴³ As a result, no impacts would occur.

⁴³ California State Water Resources Control Board (State Water Board). 2021. GeoTracker – Shell Service Station (T0607724298) Website: https://geotracker.waterboards.ca.gov/profile_report.asp?global_id=T0607724298. Accessed July 13, 2021.

- e) **For a project located within an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project result in a safety hazard or excessive noise for people residing or working in the project area?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. Both project sites are located further than 2 miles from the closest airport. Both project sites are located more than 4 miles north of the Tracy Municipal Airport. This condition precludes the possibility of the project resulting in a safety hazard. There would be no impact.

- f) **Impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations,, and would not interfere with any adopted emergency response plan or emergency evacuation plan. At no time would the surrounding roadways of the Tracy Outlets site be closed to traffic as it does not involve the construction of a new sign, only upgrade of the billboard faces, therefore construction activities would be limited to the West Valley Mall site.

Though project plans are unknown at this time, it is anticipated that the potential digital billboard at the West Valley Mall site could, as a worse-case scenario, involve a temporary roadway closure in the roundabout of the project site. A construction plan would be prepared which would identify specific provisions for the regulation of construction vehicle ingress and egress to the site during billboard installation. As a result, impacts would be less than significant.

- g) **Expose people or structures, either directly or indirectly, to a significant risk of loss, injury or death involving wildland fires?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would not expose people or structures either directly or indirectly, to a significant risk of loss, injury, or death involving wildland fires, because there are no wildlands on or surrounding the project sites. The project area has an extensive history of development, including residential and commercial buildings with minimal landscaping. No impact would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.10 Hydrology and Water Quality <i>Would the project:</i>				
a) Violate any water quality standards or waste discharge requirements or otherwise substantially degrade surface or groundwater quality?	☐	☐	☒	☐
b) Substantially decrease groundwater supplies or interfere substantially with groundwater recharge such that the project may impede sustainable groundwater management of the basin?	☐	☐	☐	☒
c) Substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river or through the addition of impervious surfaces, in a manner which would:	☐	☐	☐	☐
(i) result in substantial erosion or siltation on- or off-site;	☐	☐	☒	☐
(ii) substantially increase the rate or amount of surface runoff in a manner which would result in flooding on- or off-site;	☐	☐	☒	☐
(iii) create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff; or	☐	☐	☒	☐
(iv) impede or redirect flood flows?	☐	☐	☐	☒
d) In flood hazard, tsunami, or seiche zones, risk release of pollutants due to project inundation?	☐	☐	☒	☐
e) Conflict with or obstruct implementation of a water quality control plan or sustainable groundwater management plan?	☐	☐	☐	☒

Environmental Evaluation

Setting

Within the City, rainfall totals can vary widely over a distance with windward mountain areas west of the City averaging more than 24 inches of rain annually, and shadow areas, such as the City proper, averaging about 10 inches annually.⁴⁴ The existing local stormwater network collects precipitation and drainage in the project area. The only surface bodies of water that exists in the surrounding

⁴⁴ City of Tracy. 2011. Sustainability Action Plan. February 1. Website: https://www.ci.tracy.ca.us/documents/Sustainability_Action_Plan.pdf. Accessed July 15, 2021.

project area is the Old River and the San Joaquin River. The Tracy Outlets site is approximately 1.1 miles south of the Old River and approximately 5.6 miles east of the San Joaquin River. The West Valley Mall site is approximately 2.1 miles south of the Old River and approximately 8.5 miles east of the San Joaquin River. No surface bodies of water traverse the project sites.

Would the project:

- a) **Violate any water quality standards or waste discharge requirements or otherwise substantially degrade surface or groundwater quality?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment and therefore would not violate any water quality standards or waste discharge requirements. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

No ground disturbance would be required for the Tracy Outlets site, while minimal ground disturbance would be involved at the West Valley Mall site. Construction activities at the West Valley Mall site could allow surface water to carry small quantities of pollutants (e.g., oil or fuel used in construction equipment) off-site, thereby potentially affecting local waterways by degrading water quality, however, the proposed project would only include construction activities for short durations and would not substantially affect water quality standards. Excavated soils would be hauled to a landfill and no exposed soils would remain on-site. As such, a limited amount of soil would be exposed during the brief construction period associated with excavation activities. Construction of the proposed project would result in less than significant impacts related to water quality standards.

Furthermore, the proposed project would not change the amount of impervious surfaces compared with current conditions at the Tracy Outlets site since this site is already paved and developed with an existing billboard sign. Once the West Valley Mall site billboard is constructed, the proposed project would not affect water quality or result in a violation of waste discharge requirements thereafter. Proper operation and maintenance of the digital billboards would continue to ensure that such structures do not contribute pollutants to stormwater runoff. Therefore, impacts would be less than significant.

- b) **Substantially decrease groundwater supplies or interfere substantially with groundwater recharge such that the project may impede sustainable groundwater management of the basin?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would not utilize groundwater sources, and there would be no need to drill wells to supply water for the proposed project. Since both sites are currently paved and would be

paved post construction, operation of the proposed project would not impact groundwater supplies or interfere with groundwater recharge. Therefore, no impact would occur.

c) Substantially alter the existing drainage pattern of area, including through the alteration of the course of a stream or river or through the addition of impervious surfaces, in a manner which would:

(i) result in substantial erosion or siltation on- or off-site;

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not have erosion, surface runoff, or flood flow impacts. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed upgrade at the Tracy Outlets site would occur using the pole structure that already exists and would not require ground disturbance. As such, the proposed upgrade would not alter existing drainage patterns of the site or area, including through the alteration of the course of a stream or river, in a manner which would result in substantial erosion or siltation on- or off-site.

The West Valley Mall site is mostly paved and consists of impervious surfaces. Construction of the billboard's foundation structure would result in a small footprint that would not result in substantial erosion or siltation on- or off-site. Therefore, the impact would be less than significant.

(ii) substantially increase the rate or amount of surface runoff in a manner which would result in flooding on- or off-site;

Less than significant impact. As discussed in Impact 2.10(a), the proposed upgrade at the Tracy Outlets site would only upgrade the existing billboard faces and would not affect the ground surface.

At the West Valley Mall site, construction of the billboard's foundation structure would result in a small footprint that would not substantially impact the amount of runoff from the site, nor would it increase the amount of impervious surfaces compared to existing conditions. Therefore, the proposed project would not substantially increase the rate of runoff water that would result in flooding on- or off-site. The impact would be less than significant.

(iii) create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff; or

Less than significant impact. The Tracy Outlets site would upgrade the traditional billboard faces to digital faces on the existing billboard structure. The upgrade would utilize the pole structure that already exists and would not increase the amount of impervious surfaces on the project site. Therefore, the upgrade would not create or contribute runoff water that would exceed the capacity of existing or planned drainage systems or provide additional sources of polluted runoff. Therefore, impacts would be less than significant.

The West Valley Mall site is mostly paved. Construction of the billboard's foundation structure would result in a small footprint that would not substantially impact the amount of runoff from the site, nor would it increase the amount of impervious surfaces compared to existing conditions. Therefore, development of the West Valley Mall site would not substantially contribute to runoff water that could exceed the capacity of existing drainage systems or provide sources of polluted runoff. Impacts would be less than significant.

(iv) impede or redirect flood flows?

No impact. The Federal Emergency Management Agency (FEMA) flood maps identify areas that are prone to flooding. According to the FEMA Flood Insurance Rate Map (FIRM), 06077C0595F,⁴⁵ the Tracy Outlets site is designated as Zone AE—Areas subject to inundation by the 1 percent annual-chance flood. The potential location at the West Valley Mall site corresponds to FIRM 06077C05950F, is designated as Zone X—areas of 0.2 percent annual chance of flood.⁴⁶ Although the Tracy Outlets site is located within a flood hazard zone, the proposed project would not alter existing ground condition since only the billboard faces would be upgraded at that location. Therefore, there would be no impact related to flood flows.

d) In flood hazard, tsunami, or seiche zones, risk release of pollutants due to project inundation?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

A seiche is a seismically or wind-induced wave on an enclosed body of water such as a lake or reservoir. The nearest lake is Oakwood Lake located approximately 6.4 miles east of the Tracy Outlets site. There are no lakes in the vicinity of the West Valley Mall site, so there would be no seiche hazard. The nearest reservoirs are the Bethany Reservoir, located approximately 7.4 miles west of the West Valley Mall site, and the Clifton Court Forebay located approximately 7.1 miles northwest of the West Valley Mall site. Both reservoirs are more than ten miles west of the Tracy Outlets site. Due to the distance of the project sites the identified lake and reservoirs, impacts from seiches would be less than significant.

Tsunami inundation would not occur because the project sites are more than 11 miles from the Pacific Ocean. The project sites are located in a relatively flat area, so mudflows are unlikely to occur. Therefore, no impacts related to tsunami inundation or mudflows would occur.

As discussed above, although the Tracy Outlets site is located within Flood Zone AE, the proposed project would only include upgrade of the existing billboard faces at that location. There would not

⁴⁵ Federal Emergency Management Agency (FEMA). 2020. FEMA Flood Map Service Center. Website: <https://msc.fema.gov/portal/search#searchresultsanchor>. Accessed July 22, 2021.

⁴⁶ Ibid.

be any ground disturbance and the site would remain paved. Therefore, there would not be a risk of release of pollutants due to project inundation. Impacts would be less than significant.

e) Conflict with or obstruct implementation of a water quality control plan or sustainable groundwater management plan?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not conflict with or obstruct implementation of a water quality control plan or sustainable groundwater management plan. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would result in minimal ground disturbance at the West Valley Mall site and none at the Tracy Outlets site. Development of the West Valley Mall site would not substantially change the amount of impervious surface area, and the digital billboards would not utilize any materials or equipment that could lead to surface water pollution. Therefore, the proposed project would not conflict with or obstruct implementation of a water quality control plan or sustainable groundwater management plan. No impact would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.11 Land Use and Planning <i>Would the project:</i>				
a) Physically divide an established community?	☐	☐	☐	☒
b) Cause a significant environmental impact due to a conflict with any land use plan, policy, or regulation adopted for the purpose of avoiding or mitigating an environmental effect?	☐	☐	☒	☐

Environmental Evaluation

Setting

The project sites are within an established urban community that has a history of development. The West Valley Mall site is approximately 355 feet west of the I-205 Freeway. The Tracy Outlets site is approximately 60 feet east of the Tracy Outlets building and approximately 400 feet south of the I-205 Freeway.

Would the project:

a) Physically divide an established community?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The physical division of an established community typically refers to the construction of a physical feature, such as an interstate highway or railroad tracks, or removal of a means of access, such as a local road or bridge that would impair mobility within an existing community or between a community and outlying area. The proposed new digital freeway sign at the West Valley Mall site is surrounded by Naglee Road and Grant Line Road, in an established urban area. The Tracy Outlets sign is an existing freeway sign located next to Tracy Outlets. The construction of digital billboards would not result in the division of an established community. Thus, no impact would occur.

b) Cause a significant environmental impact due to a conflict with any land use plan, policy, or regulation adopted for the purpose of avoiding or mitigating an environmental effect?

Less than significant impact. The City of Tracy Municipal Code Sign Ordinance, (Article 35, Signs, Title 10, Chapter 10.08) does not currently address digital freeway signs, and no digital freeway signs currently exist within the city limits. As part of the proposed project, Article 35, Section 10.084500(b)

would include new regulations to address the location, height, area, number of faces, display characteristics and other requirements for digital freeway signs. The I-205 Corridor Specific Plan would also be revised to address the location and other design standards governing digital freeway signs in conformity with the updated Sign Ordinance. The I-205 Corridor Specific Plan area would be the only area in the City where digital freeway signs would be allowed. (See Appendix A and B for the proposed amendments to the Sign Ordinance and I-205 Corridor Specific Plan.)

Digital freeway signs would be permitted on “non-residentially designated land within the MacArthur Planning Area and Grant Line North Planning Area,” and no more than one digital freeway sign would be allowed for every two miles of freeway frontage. Based on these parameters, it is anticipated that only two digital freeway signs would be allowed with the City: one at the Tracy Outlets site and one at the West Valley Mall site. The operation of the digital freeway signs would also require a Conditional Use Permit. The two digital signs would conform to the requirements of the amended Sign Ordinance and all other local regulations.

In addition, the proposed project would be subject to the Caltrans Outdoor Advertising Act, Section 5403(g) of the Business and Professions Code, and OAAA regulations and standards, which govern the illumination and brightness of electronic message billboards. The project’s compatibility with these regulations and standards is discussed further in the Project Description and in Impact 1(d) of this Draft IS/MND. Therefore, impacts regarding conflict with an existing land use plan, policy, or regulation adopted for the purpose of avoiding or would be less than significant.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.12 Mineral Resources <i>Would the project:</i>				
a) Result in the loss of availability of a known mineral resource that would be of value to the region and the residents of the State?	☐	☐	☐	☒
b) Result in the loss of availability of a locally important mineral resource recovery site delineated on a local general plan, specific plan, or other land use plan?	☐	☐	☐	☒

Environmental Evaluation

Setting

According to the City of Tracy General Plan, the project sites do not contain nor are they adjacent to any mineral deposits.⁴⁷

Would the project:

- a) **Result in the loss of availability of a known mineral resource that would be of value to the region and the residents of the State?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

According to the Tracy General Plan, known mineral resources in the County of San Joaquin are sand and gravel deposits located in the southern portion of the Tracy Planning Area, along the Corral Hollow alluvial fan.⁴⁸ The mineral deposits along the alluvial fan are not in the vicinity of either project site. Therefore, the proposed project would not result in the loss of a known mineral resource that would be of value to the region and the residents of the State. Thus, no impact would occur.

- b) **Result in the loss of availability of a locally important mineral resource recovery site delineated on a local general plan, specific plan, or other land use plan?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text

⁴⁷ City of Tracy. 2011. General Plan, Open Space and Conservation Element. Page 6-7.

⁴⁸ Ibid.

would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

As discussed above, known mineral resources in the Planning Area are in the most southern portion of the Tracy Planning Area while the project sites are located in the northern portion of the Planning Area. The project sites are also not zoned for mineral resources extraction or recovery. Therefore, the proposed upgrade at the Tracy Outlets site and the addition of a billboard at the West Valley Mall site would not result in the loss of availability of a locally important mineral resource recovery site delineated on a local general plan, specific plan, or other land use plan. No impact would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.13 Noise <i>Would the project result in:</i>				
a) Generation of a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance, or applicable standards of other agencies?	☐	☐	☒	☐
b) Generation of excessive groundborne vibration or groundborne noise levels?	☐	☐	☒	☐
c) For a project located within the vicinity of a private airstrip or an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project expose people residing or working in the project area to excessive noise levels?	☐	☐	☐	☒

Environmental Evaluation

Setting

The project areas contain major highways and other roadways. The consistent use of these roadways by vehicles results in steady ambient noise levels. The proposed new digital billboard sites are located adjacent to I-205 and associated on- and off-ramps, where there is ambient noise from regular vehicle trips.

Characteristics of Noise

Noise is defined as unwanted sound. Sound levels are usually measured and expressed in decibels (dB), with 0 dB corresponding roughly to the threshold of hearing. Most of the sounds that we hear in the environment do not consist of a single frequency, but rather a broad band of frequencies, with each frequency differing in sound level. The intensities of each frequency add together to generate a sound. Noise is typically generated by transportation, specific land uses, and ongoing human activity.

The standard unit of measurement of the loudness of sound is the dB. The 0 point on the dB scale is based on the lowest sound level that the healthy, unimpaired human ear can detect. Changes of 3 dB or less are only perceptible in laboratory environments. A change of 3 dB is the lowest change that can be perceptible to the human ear in outdoor environments. While a change of 5 dBA is considered to be the minimum readily perceptible change to the human ear in outdoor environments.

Since the human ear is not equally sensitive to sound at all frequencies, the A-weighted decibel scale (dBA) was derived to relate noise to the sensitivity of humans, it gives greater weight to the

frequencies of sound to which the human ear is most sensitive. The A-weighted sound level is the basis for a number of various sound level metrics, including the day/night sound level (L_{dn}) and the Community Noise Equivalent Level (CNEL), both of which represent how humans are more sensitive to sound at night. In addition, the equivalent continuous sound level (L_{eq}) is the average sound energy of time-varying noise over a sample period and L_{max} is the maximum instantaneous noise level occurring over a sample period.

Regulatory Framework

The project sites are located within the City of Tracy. The City of Tracy addresses noise in the Noise Element of the General Plan⁴⁹ and in the Municipal Code.⁵⁰

City of Tracy General Plan

The Noise Element establishes standards to provide compatible noise environments for new development or redevelopment projects and to control excessive noise exposure of existing developments. Goals, policies, actions, and standards provided in the Noise Element provide the basis for decision-making on determining land use compatibility with noise sources associated with the proposed project, as well as mitigation requirements.

The Noise Element policies that address noise include the requirement that mitigation measures shall be required for new development projects that exceed the following criteria:

- Cause the L_{dn} at noise-sensitive uses to increase by 3 dB or more and exceed the “normally acceptable” level.
- Cause the L_{dn} at noise-sensitive uses to increase 5 dB or more and remain “normally acceptable.”
- Cause new noise levels to exceed the City of Tracy Noise Ordinance limits.

Furthermore, all construction in the vicinity of noise-sensitive land uses, such as residences, hospitals, or convalescent homes, shall be limited to daylight hours or 7:00 a.m. to 7:00 p.m. In addition, the following construction noise control measures shall be included as requirements at construction sites to minimize construction noise impacts:

- Equip all internal combustion engine-driven equipment with intake and exhaust mufflers that are in good condition and appropriate for the equipment.
- Locate stationary noise-generating construction equipment as far as possible from sensitive receptors when sensitive receptors adjoin or are near a construction area.
- Utilize “quiet” air compressors and other construction-related stationary noise sources where such technology exists.

⁴⁹ City of Tracy. 2011. City of Tracy General Plan. February 1. Website: https://www.ci.tracy.ca.us/documents/2011_General_Plan.pdf. Accessed July 9, 2021.

⁵⁰ City of Tracy. 2019. City of Tracy Municipal Code. December 16. Website: https://library.municode.com/ca/tracy/codes/code_of_ordinances?nodeId=TIT4PUWEMOCO_CH4.12MIRE_ART9NOCO. Accessed July 9, 2021.

Tracy Municipal Code

Title 4, Chapter 12, Article 9 of the Tracy Municipal Code also contains guidance with the intent to control noise and vibration to promote and maintain the health, safety, and welfare of its residents. The Municipal Code generally prohibits certain activities that have the potential to result in loud, excessive, or unreasonable noise levels. According to Section 4.12.750, the general sound level limits for industrial districts, no person shall cause or allow the creation of any noise to the extent that the 1-hour average sound level, at any point on or beyond the boundaries of the property on which the sound is produced to exceed 75 dBA $L_{eq(h)}$.

Noise Ordinance Section 4.12.820 prohibits the operation of any pneumatic or air hammer, pile driver, steam shovel, derrick, steam, or electric hoist, parking lot cleaning equipment or other appliance, the use of which is attended by loud or unusual noise between the hours of 10:00 p.m. and 7:00 a.m. Section 4.12.830 requires that all equipment and machinery powered by internal combustion engines shall be equipped with a proper muffler and air intake silencer in good working order.

Would the project result in:

- a) **Generation of a substantial temporary or permanent increase in ambient noise levels in the vicinity of the project in excess of standards established in the local general plan or noise ordinance, or applicable standards of other agencies?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Short-term Construction Noise Impacts. For purposes of this analysis, a significant impact would occur if construction activities would result in a substantial temporary increase in ambient noise levels outside of the permissible hours for construction (7:00 a.m. to 7:00 p.m.) that would result in annoyance or sleep disturbance of nearby sensitive receptors.

Tracy Outlet Site

The existing billboard sign at this location would be converted to a digital sign. The display would have the same dimensions as the existing sign. Only the billboard faces would be replaced; the pole would remain in place and no ground disturbance would be required for the conversion.

The heaviest types of construction equipment expected to be used to replace the billboard display would be a crane. According to the FHWA Highway Construction Noise Handbook,⁵¹ the typical maximum noise level generated by a crane is approximately 85 dBA L_{max} at 50 feet.

The nearest off-site residential receptor to the proposed construction footprint are the single-family residences located more than 380 feet west of the existing sign location. At this distance,

⁵¹ Federal Highway Administration (FHWA) 2006. Highway Construction Noise Handbook. August.

construction noise levels from operation of the crane as measured at the nearest residential property line would attenuate to below 73 dBA $L_{\max}$ intermittently when the crane equipment is operating at maximum power.

West Valley Mall Site

This location does not currently contain an existing sign, so as part of the project a new sign would be constructed which would result in ground disturbance within the project boundaries.

The site preparation phase, which includes excavation and foundation construction activities, would generate the highest noise levels, because that is the phase in which the noisiest construction equipment would operate at the site. The heaviest types of construction equipment expected to be used in construction of this project include an auger drill rig, a backhoe, and a crane. The use of impact equipment, such as pile drivers, is not expected to be used during construction of the project. According to the FHWA Highway Construction Noise Handbook, the typical maximum noise level generated by an auger drill rig is assumed to be 85 dBA $L_{\max}$ at 50 feet from this equipment. Each backhoe would generate 80 dBA $L_{\max}$ at 50 feet. The maximum noise level generated by cranes is approximately 85 dBA $L_{\max}$ at 50 feet.

Due to the size of the construction footprint and the methods for installation, it is expected that only one of these heaviest pieces of construction would operate at a single time during the construction process (i.e., simultaneous operation of multiple pieces of these pieces of construction equipment would not occur). Therefore, a reasonable worst-case noise level during construction would be 85 dBA $L_{\max}$ at a distance of 50 feet from the construction footprint.

The nearest residential receptors to the proposed construction boundaries are the single-family residence located more than 570 feet south of the project's boundaries, across I-205 (the elevation of which blocks the line of sight). At this distance and assuming minimal noise reduction due to the terrain shielding of I-205, reasonable worst-case construction noise levels from operation of the crane as measured at the nearest residential property line would attenuate to below 60 dBA $L_{\max}$ intermittently when the crane equipment is operating at maximum power. These noise levels would not result in annoyance or sleep disturbance of these residential sensitive receptors.

All of these reasonable worst-case construction noise levels would be intermittent as the equipment would typically only operate at full power for 2- to 3-minutes at a time. Furthermore, the proposed project shall comply with Noise Ordinance Section 4.12.820 which prohibits the operation of any pneumatic or air hammer, pile driver, steam shovel, derrick, steam, or electric hoist, parking lot cleaning equipment or other appliance, the use of which is attended by loud or unusual noise between the hours of 10:00 p.m. and 7:00 a.m. Therefore, the effect of construction activity on hourly or daily ambient noise levels, as measured at the nearest sensitive receptors, would not result in a substantial increase in ambient noise levels in excess of established standards, and impacts would be less than significant.

Long-term Operational Noise Impacts The proposed new digital billboards are not designed to emit any sound, and the proposed project would not generate any regular vehicle trips. Therefore, the

proposed project would not generate a substantial permanent increase in ambient noise levels in the vicinity of the project. No impact would occur.

b) Generation of excessive groundborne vibration or groundborne noise levels?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

A significant impact would occur if the proposed project would generate groundborne vibration or groundborne noise levels in excess of applicable standards. The City of Tracy has not adopted criteria for construction groundborne vibration impacts or for operational groundborne vibration impacts that would be applicable to this project. Therefore, for purposes of this analysis, the Federal Transit Administration's (FTA's) construction vibration impact criteria are utilized.⁵² For operational impacts, a significant impact would occur if proposed project ongoing activities would produce groundborne vibrations that are perceptible without instruments by a reasonable person at the property lines of the site.

Short-term Construction Vibration Impacts. For purposes of this analysis, a significant impact would occur if the project would generate groundborne vibration or groundborne noise levels in excess of the FTA impact assessment criteria for construction (0.2 in/sec peak particle velocity [PPV] for non-engineer timber and masonry buildings).

Of the variety of equipment that would be used during construction, cranes would produce the greatest groundborne vibration levels. Cranes can produce groundborne vibration levels ranging up to 0.051 in/sec PPV at 25 feet from the operating equipment.⁵³ Impact equipment (e.g., pile drivers) is not expected to be used during construction of the proposed project.

Tracy Outlet Site

The existing billboard sign at this location would be converted to a digital sign. The display would have the same dimensions as the existing sign. Only the billboard faces would be replaced; the pole would remain in place and no ground disturbance would be required for the conversion.

The crane used to replace the billboard faces could operate as close as 15 feet from the nearest façade of the adjacent commercial building. At this distance, groundborne vibration levels from operation of the crane would attenuate to less than 0.11 in/sec PPV. This is below the FTA's damage threshold criteria of 0.2 in/sec PPV for the adjacent type of structure, a building of non-engineered timber and masonry construction. Therefore, impacts resulting from construction-related groundborne vibration levels would be less than significant.

⁵² Federal Transit Administration (FTA). 2018. Transit Noise and Vibration Impact Assessment Manual. September.

⁵³ Federal Highway Administration (FHWA). 2006. Highway Construction Noise Handbook. August.

West Valley Mall Site

This location does not currently contain an existing sign, so as part of the project a new sign would be constructed which would result in ground disturbance within the project boundaries.

The crane used to install the new billboard could operate as close as 35 feet from the nearest façade of any existing structure within or adjacent to the project boundaries. At this distance, groundborne vibration levels from operation of the crane would attenuate to less than 0.07 in/sec PPV. This is well below the FTA's damage threshold criteria of 0.2 in/sec PPV for adjacent structures, buildings of non-engineered timber and masonry construction. Therefore, impacts resulting from construction-related groundborne vibration levels would be less than significant.

Operational Vibration Impacts. Implementation of the project would not include any permanent sources of vibration that would expose persons in the project vicinity to groundborne vibration levels that could be perceptible without instruments at any existing sensitive land use in the vicinity of the project site. Therefore, operational groundborne vibration impacts would be less than significant.

- c) **For a project located within the vicinity of a private airstrip or an airport land use plan or, where such a plan has not been adopted, within two miles of a public airport or public use airport, would the project expose people residing or working in the project area to excessive noise levels?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

A significant impact would occur if the proposed project would expose people residing or working in the project area to excessive noise levels for a project located in the vicinity of a private airstrip or an airport land use plan or, where such a plan has not been adopted, within 2 miles of a public airport or public use airport.

Neither the Tracy Outlet nor the West Valley Mall project site is located within the vicinity of a private airstrip. Additionally, there is not a private airstrip located within a 5-mile radius of the project sites. The closest public airport is the Tracy Municipal Airport located more than 4 miles south of the proposed project sites. The project sites are also not located within the 65 dBA CNEL airport noise contours of any public or public use airport. As such, operation of the project would not expose people working at the project site to excessive noise levels associated with public airport or public use airport noise. Therefore, no impact related to exposure of persons residing or working at the project site to excessive noise levels associated with airport activity would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.14 Population and Housing <i>Would the project:</i>				
a) Induce substantial unplanned population growth in an area, either directly (for example, by proposing new homes and businesses) or indirectly (for example, through extension of roads or other infrastructure)?	☐	☐	☐	☒
b) Displace substantial numbers of existing people or housing, necessitating the construction of replacement housing elsewhere?	☐	☐	☐	☒

Environmental Evaluation

Setting

According to the California Department of Finance, the City of Tracy's estimated population for 2021 is approximately 98,601.⁵⁴

Would the project:

- a) **Induce substantial unplanned population growth in an area, either directly (for example, by proposing new homes and businesses) or indirectly (for example, through extension of roads or other infrastructure)?**

No impact. The proposed project involves updates to the Sign Ordinance and the I-205 Corridor Specific Plan and construction of two billboards, and therefore would not involve the construction of homes or the extension of infrastructure. Therefore, the proposed project would not induce population growth directly or indirectly. No impact would occur.

- b) **Displace substantial numbers of existing people or housing, necessitating the construction of replacement housing elsewhere?**

No impact. The proposed project involves updates to the Sign Ordinance and the I-205 Corridor Specific Plan and construction of two billboards, and therefore would not displace any existing housing. Therefore, project implementation would not necessitate the construction of replacement housing. No impact would occur.

⁵⁴ Department of Finance. 2021. E-1 Population Estimates for Cities, Counties, and the State — January 1, 2020 and 2021. Website: <https://dof.ca.gov/Forecasting/Demographics/Estimates/e-1/>. Accessed May 18, 2021.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.15 Public Services <i>Would the project result in substantial adverse physical impacts associated with the provision of new or physically altered governmental facilities, need for new or physically altered governmental facilities, the construction of which could cause significant environmental impacts, in order to maintain acceptable service ratios, response times or other performance objectives for any of the public services:</i>				
a) Fire protection?	☐	☐	☒	☐
b) Police protection?	☐	☐	☒	☐
c) Schools?	☐	☐	☐	☒
d) Parks?	☐	☐	☐	☒
e) Other public facilities?	☐	☐	☐	☒

Environmental Evaluation

Setting

Fire service for the City of Tracy is provided by the Tracy Fire Department and law enforcement services are provided by the Tracy Police Department.⁵⁵ The project area is served by the Tracy Unified School District. There are no fire, police, schools, or other public facilities located on the Tracy Outlets site or West Valley Mall site.

Would the project result in substantial adverse physical impacts associated with the provision of new or physically altered governmental facilities, need for new or physically altered governmental facilities, the construction of which could cause significant environmental impacts, in order to maintain acceptable service ratios, response times or other performance objectives for any of the public services:

a) Fire protection?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Tracy Fire Department Station No. 92 is the closest station to the Tracey Outlets site, located approximately 0.9 mile south of the site. Station No. 96 is the closest station to the West Valley Mall site, located approximately 1.1 miles southeast of the site. The proposed project may increase the need for fire protection at the project sites, since LED billboards (or digital message signs) present a

⁵⁵ City of Tracy General Plan. 2011. https://www.ci.tracy.ca.us/documents/2011_General_Plan.pdf. Accessed on May 19, 2021.

potential fire hazard due to the thermal heat that accumulates in the screen system.⁵⁶ The danger is relatively low, because although outdoor LED displays generate a great amount of heat, the LED lights maintain a relatively low temperature and produce much less heat than traditional bulbs (i.e., compact fluorescent lamp or incandescent bulbs).⁵⁷ Furthermore, the upgraded billboard faces for the Tracy Outlets site and the new billboard for the West Valley Mall site would be constructed in conformance with the current codes (i.e., CBC, California Electrical Code, and the California Fire Code) that would reduce potential fire hazards. The proposed billboards would not involve the construction of homes or the extension of infrastructure. As such, the project would not increase the population and thus would not result in the need for new or expanded fire protection facilities. This impact would be less than significant.

b) Police protection?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The Tracy Police Department North Annex Substation is located closest to the Tracy Outlets site, at 1325 North MacArthur Drive, approximately 1.8 miles south of the site. The main Tracy Police Department is located closest to the West Valley Mall site, at 1000 Civic Center Drive, approximately 3.9 miles southeast of the site. The proposed project, which would allow for a billboard upgrade to a digital freeway sign (Tracy Outlets site) and the construction of a new digital freeway sign (West Valley Mall site), would not result in an increase in population, although the new digital freeway sign could create a potential target for graffiti, which could incrementally increase the need for service. This impact would be less than significant.

c) Schools?

No impact. The project sites are served by the Tracy Unified School District. The proposed project would not result in an increase in population, and thus would not result in an increased demand for school facilities. No impact would occur.

d) Parks?

No impact. The proposed project would not result in an increase in population, and thus would not result in an increased demand for existing parks and recreational facilities. Therefore, this project would not necessitate the construction of new parks and recreational facilities. No impact would occur.

⁵⁶ Viewpointec Blogs. 2021. LED Screen Fire Analysis. <https://www.viewpointec.com/analyze-fireproof-led-display/>. Accessed on May 19, 2021.

⁵⁷ Viewpointec Blogs. 2021. LED Screen Fire Analysis. <https://www.viewpointec.com/analyze-fireproof-led-display/>. Accessed on May 19, 2021.

e) Other public facilities?

No impact. The proposed project would not result in an increase in population, and thus would not result in an increased demand for other public facilities. Therefore, this project would not necessitate the construction of new public facilities. No impact would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.16 Recreation				
a) Would the project increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facility would occur or be accelerated?	☐	☐	☐	☒
b) Does the project include recreational facilities or require the construction or expansion of recreational facilities, which might have an adverse physical effect on the environment?	☐	☐	☐	☒

Environmental Evaluation

Setting

The project sites are located in urbanized environments that are adjacent to the I-205.

- a) **Would the project increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facility would occur or be accelerated?**

No impact. The proposed project would not generate new residents that could increase the demand and use of nearby parks or recreational facilities. Therefore, the proposed project would not result in any physical deterioration of recreational facilities.

- b) **Does the project include recreational facilities or require the construction or expansion of recreational facilities, which might have an adverse physical effect on the environment?**

No impact. As discussed above, the proposed project would not generate new residents that could increase the demand and use of nearby parks or recreational facilities. Therefore, construction or expansion of recreational facilities would not be required.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.17 Transportation <i>Would the project:</i>				
a) Conflict with a program plan, ordinance, or policy of the circulation system, including transit, roadway, bicycle, and pedestrian facilities?	☐	☐	☐	☒
b) Would the project conflict or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b)?	☐	☐	☐	☒
c) Substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment)?	☐	☐	☒	☐
d) Result in inadequate emergency access?	☐	☐	☐	☒

Environmental Evaluation

Setting

The Tracy Outlets site is traversed by the I-205 and the MacArthur Boulevard interchange. The West Valley Mall site is along the I-205, Naglee Road, and the Grant Line Road interchange.

Would the project:

- a) **Conflict with a program plan, ordinance, or policy addressing the circulation system, including transit, roadway, bicycle, and pedestrian facilities?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Construction-related traffic, including truck and construction worker trips, would be minimal and would not substantially affect traffic conditions during the short duration of project construction required for the upgrade of the existing freeway sign and the construction of the new digital freeway sign. The crane used for the upgrade of the existing freeway sign and construction of a new digital freeway sign and other construction activities would be staged on the respective project sites and would not occur within public right-of-way, nor require the need for street closures. Because the digital freeway signs would not require manual change of images like the static billboards require, it is anticipated these maintenance trips would be less frequent and of shorter duration than the trips necessary to service the existing Tracy Outlets sign. These trips would occur only as needed (less than once per month and likely only one vehicle). Therefore, the proposed project would not

increase traffic congestion on the surrounding roadways or freeways or affect level of service standards at nearby intersections and would not conflict with a program plan, ordinance, or policy addressing the circulation system. Thus, no impact would occur.

b) Would the project conflict or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b)?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not conflict or be inconsistent with CEQA Guidelines Section 15064.3, subdivision (b). Analysis specific to the construction and operation of the two proposed billboards is discussed below.

According to CEQA Guidelines Section 15064.3, subdivision (b)(1), VMT exceeding an applicable threshold of significance may indicate a significant impact. Generally, projects within 0.5 mile of either an existing major transit stop or a stop along an existing high quality transit corridor should be presumed to cause a less than significant transportation impact. Projects that decrease VMT in the project area compared to existing conditions should be considered to have a less than significant transportation impact. Due to the nature of the proposed project, there would not be any change in the traffic distribution over existing conditions. CEQA Guidelines Section 15064.3 subdivision (b)(2) focuses on impacts that result from certain transportation projects. The proposed project is not a transportation project. Therefore, no impact would occur.

CEQA Guidelines Section 15064.3 subdivision (b)(3) and (b)(4) focuses on the evaluation of a project's VMT. The only vehicle trips that would be generated would be those during the upgraded of the existing Tracy Outlets sign and the construction of the new West Valley Mall sign, which would involve negligible traffic, generated largely during off peak-hours. In terms of project operation, periodic maintenance would be required at the project sites, which would also generate negligible traffic. As a result, the proposed project would not result in a conflict or be inconsistent with Section 15064.3 subdivision (b) of the CEQA Guidelines and no impact would occur.

c) Substantially increase hazards due to a geometric design feature (e.g., sharp curves or dangerous intersections) or incompatible uses (e.g., farm equipment)?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations, and would include design criteria to ensure public safety. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project involves the construction of one new digital freeway sign and the replacement of an existing freeway sign with a digital freeway sign. Therefore, the proposed project would not require the alteration or construction of roadways, therefore no impact would occur, related to sharp curves or dangerous intersections. The digital billboards would be required to adhere to Caltrans Outdoor Advertising Act requirements and OAAA recommendations that govern illumination so as not to interfere with drivers' visibility. Furthermore, in accordance with the Sign Ordinance and I-205 Corridor Specific Plan, no more than one digital freeway sign would be allowed

for every 2 miles of freeway frontage. These requirements are designed to reduce hazards from digital freeway signs to the drivers on the surrounding roadways at both project sites, thus, the impacts would be less than significant.

d) Result in inadequate emergency access?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment and therefore would not result in inadequate emergency access. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project involves the construction of one new digital freeway sign and the replacement of an existing freeway sign with a digital freeway sign. The existing freeway sign at Tracy Outlets does not interfere with emergency access, and the new digital freeway sign at West Valley Mall would not block or impede emergency access. The crane used for the upgrade of the existing freeway sign and construction of the new digital freeway sign would be staged on the respective project sites and would not occur within public right-of-way. Once operational, due to the nature of the proposed project, the digital freeway signs would not have impacts related to emergency access. Therefore, no impacts would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.18 Utilities and Service Systems <i>Would the project:</i>				
a) Require or result in the relocation or construction of new or expanded water, wastewater treatment or stormwater drainage, electric power, natural gas, or telecommunications facilities, the construction or relocation of which could cause significant environmental effects?	☐	☐	☐	☒
b) Have sufficient water supplies available to serve the project and reasonably foreseeable future development during normal, dry, and multiple dry years?	☐	☐	☐	☒
c) Result in a determination by the wastewater treatment provider which serves or may serve the project that it has adequate capacity to serve the project's projected demand in addition to the provider's existing commitments?	☐	☐	☐	☒
d) Generate solid waste in excess of State or local standards, or in excess of the capacity of local infrastructure, or otherwise impair the attainment of solid waste reduction goals?	☐	☐	☒	☐
e) Comply with federal, State, and local management and reduction statutes and regulations related to solid waste?	☐	☐	☒	☐

Environmental Evaluation

Setting

According to the General Plan, the City of Tracy Utilities Department provides wastewater services within the Tracy Planning Area. The City uses the Tracy Wastewater Treatment Plant (WWTP) to treat and dispose of sewage collected from within the City. In addition, the John Jones Water Treatment Plant (JJWTP) operates the City's Water Treatment Plant and well system to provide a water supply from the Delta-Mendota Canal and distributes it to the City.

In addition, the Tracy Material Recovery Facility (MRF) and the Foothill Landfill serve the project area. The City of Tracy contracts with Tracy Disposal Service for solid waste collection a disposal and these services are under the supervision of the Parks and Community Services Department.⁵⁸

⁵⁸ City of Tracy. 2011. General Plan, Public Facilities and Services Element, page 7-17.

The proposed new digital billboard site does not contain water or wastewater infrastructure and does not generate a demand for water supply, wastewater collection, or solid waste disposal. The existing freeway sign at the Tracy Outlets site does not generate demand for water supply, wastewater collection, or solid disposal.

Would the project:

- a) **Require or result in the relocation or construction of new or expanded water, wastewater treatment or stormwater drainage, electric power, natural gas, or telecommunications facilities, the construction or relocation of which could cause significant environmental effects?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not require or result in relocation or construction of new or expanded water, wastewater treatment or stormwater drainage. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The City of Tracy provides water and wastewater services and utilizes the WWTP to treat and dispose of sewage within the project area. Stormwater runoff sheet flows to the street where it is collected by the local storm drain system. The existing Tracy Outlets sign, and new West Valley Mall sign would use electrical power service that is currently provided by PG&E. The proposed project would not construct habitable structures. In addition, it would not generate significant employment, as no additional employees are anticipated to be required to maintain the new digital freeway signs above the current level of maintenance workers required for the existing Tracy Outlets sign. Furthermore, construction of the digital freeway signs would require minimal demand on water, wastewater, stormwater, and other facilities due to the nature of the project, short-term duration of construction activities, and small area of the project sites. No ground disturbance would be required for the Tracy Outlets sign. The proposed digital billboard would be installed pursuant to current electrical codes, including Title 24 of the State Building Code. These standards would ensure that electrical energy would be used efficiently. Operation of the proposed project would not generate any wastewater, nor would the project require a supply of potable water. No new or expanded electrical, natural gas, or telecommunications facilities would be required as a result of the proposed project. Thus, no impact would occur.

- b) **Have sufficient water supplies available to serve the project and reasonably foreseeable future development during normal, dry and multiple dry years?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would not result in the construction of any habitable structures. In addition, the project would not generate significant employment, as no additional employees are anticipated to be required to maintain the new digital freeway signs above the current level of maintenance

workers required for the existing Tracy Outlets sign. Therefore, the proposed project would not generate demand for water. Construction and operation of the proposed project would not result in existing water systems exceeding capacity during normal, dry, or multiple dry years, or require the construction of new facilities or expansion of existing facilities. Therefore, there would be no impact.

- c) **Result in a determination by the wastewater treatment provider which serves or may serve the project that it has adequate capacity to serve the project's projected demand in addition to the provider's existing commitments?**

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would not result in the construction of habitable structures. In addition, the proposed project would not generate significant employment, as no additional employees are anticipated to be required to maintain the new digital freeway signs the current level of maintenance workers required for the existing Tracy Outlets sign. Therefore, the proposed project would not generate demand for wastewater services, and would not require the construction of new wastewater treatment facilities or expansion of existing facilities. Thus, no impact would occur.

- d) **Generate solid waste in excess of State or local standards, or in excess of the capacity of local infrastructure, or otherwise impair the attainment of solid waste reduction goals?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The upgrade of the billboard faces at the Tracy Outlets site and the construction of a new digital billboard sign at the West Valley Mall site would generate some construction and demolition debris. The MRF and Foothill Landfill both accept construction and demolition debris. Minimal solid waste generation would occur during operation at both sites. AB 939, the Integrated Waste Management Act, requires a 50 percent of diversion of solid waste from landfills. San Joaquin County also requires all applicable projects to divert 50 percent of all construction and demolition debris in accordance with the Construction, Demolition and Landscaping Debris Recycling and Diversion Ordinance.⁵⁹ There is sufficient capacity at the Foothill Landfill to receive solid waste materials that have not been diverted for resource recovery. Therefore, through compliance of AB 939 and the Ordinance, the proposed project would not generate excess solid waste or impair the attainment of solid waste reduction goals during construction and operation. The project would have a less than significant impact.

⁵⁹ County of San Joaquin. 2009. Ordinance No. 4310.

e) Comply with federal, State, and local management and reduction statutes and regulations related to solid waste?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

Solid waste disposal would follow the requirements of the franchised waste hauler (Tracy Disposal Service), which must adhere to federal, State, and local statutes and regulations related to the collection of solid waste. As discussed above, the proposed project would comply with all State and local waste diversion requirements. The proposed project would be consistent with policies and actions stated in the City of Tracy General Plan Public Facilities and Services Element regarding solid waste collection and disposal. As such, impacts would be less than significant.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.19 Wildfire <i>If located in or near State Responsibility Areas or lands classified as very high fire hazard severity zones, would the project:</i>				
a) Substantially impair an adopted emergency response plan or emergency evacuation plan?	☐	☐	☒	☐
b) Due to slope, prevailing winds, and other factors, exacerbate wildfire risks, and thereby expose project occupants to, pollutant concentrations from a wildfire or the uncontrolled spread of a wildfire?	☐	☐	☒	☐
c) Require the installation or maintenance of associated infrastructure (such as roads, fuel breaks, emergency water sources, power lines or other utilities) that may exacerbate fire risk or that may result in temporary or ongoing impacts to the environment?	☐	☐	☒	☐
d) Expose people or structures to significant risks, including downslope or downstream flooding or landslides, as a result of runoff, post-fire slope instability, or drainage changes?	☐	☐	☐	☒

Environmental Evaluation

Setting

According to California Department of Forestry and Fire Protection (CAL FIRE), the proposed sites are not located in a State Responsibility Area.⁶⁰ There are no very high or high fire hazard severity zones in the City of Tracy. Only some areas in the southern portion of the City of Tracy are listed as moderate fire hazard severity zones. The project sites are not located in any fire hazard severity zones.⁶¹

Would the project:

a) Substantially impair an adopted emergency response plan or emergency evacuation plan?

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment and would not impair any

⁶⁰ California Department of Forestry and Fire Protection (CAL FIRE). State Responsibility Area Viewer. Website: <https://calfire-forestry.maps.arcgis.com/apps/webappviewer/index.html?id=468717e399fa4238ad86861638765ce1>. Accessed July 16, 2021.

⁶¹ California Department of Forestry and Fire Protection (CAL FIRE). San Joaquin County Fire Hazard Severity Zones in LRA. 2007. Website: https://osfm.fire.ca.gov/media/6794/fhszl06_1_map39.pdf. Accessed May 19, 2021.

adopted emergency response plans or emergency evacuation plans. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

According to CAL FIRE's Fire Hazard Severity Zones map, the proposed project is not located near any Local Responsibility Areas in the City of Tracy. Neither the San Joaquin County Local Hazard Mitigation Plan nor the City of Tracy Local Hazard Mitigation Plan include evacuation routes. However, I-205 would serve as an evacuation route in case of emergency. Given there are several alternate routes that provide access to I-205, construction of the proposed project would not impede the evacuation route. With adherence to the procedures of the San Joaquin County Local Hazard Mitigation Plan and the City of Tracy Local Hazard Mitigation Plan, the proposed project would not conflict with the General Plan safety policies. During operation, the proposed billboards would not impair an adopted emergency response plan or emergency evacuation plan. Therefore, impacts related to emergency response and evacuation would be less than significant.

- b) Due to slope, prevailing winds, and other factors, exacerbate wildfire risks, and thereby expose project occupants to, pollutant concentrations from a wildfire or the uncontrolled spread of a wildfire?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The project sites are not located in or near any State Responsibility Areas or very high fire hazard severity zones. The area surrounding the project sites are characterized by urban development, and the sites are relatively flat, without steep terrain or unmanaged open space areas that would be prone to wildfires.

The ARB monitors air quality in the San Joaquin Valley at a number of stations. The closest station to the project sites is located at the Tracy Airport Station, at 5749 South Tracy Boulevard, approximately 5 miles southeast of the West Valley Mall site and approximately 5.2 miles southwest of the Tracy Outlets site. According to the ARB, the maximum wind speed ranged from approximately 6 to 33 miles per hour (mph) in 2020.⁶² In addition, the project sites have not previously experienced wildfire. Given that the project sites do not experience consistent high winds and they are not located in or near an area of steep terrain or an area experiencing historical wildfire, the project site would not be prone to greater wildfire risk. Therefore, impacts would be less than significant.

- c) Require the installation or maintenance of associated infrastructure (such as roads, fuel breaks, emergency water sources, power lines or other utilities) that may exacerbate fire risk or that may result in temporary or ongoing impacts to the environment?**

Less than significant impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The

⁶² California Air Resources Board (ARB). 2021. Quality Assurance Air Monitoring Site Information. Website: https://ww3.arb.ca.gov/qaweb/site.php?s_arb_code=39271. Accessed June 9, 2021.

updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The proposed project would not involve the installation of new roads or power lines. The proposed project would include the installation of new electric utility lines to power the LED displays. The lines would be located below ground, which would reduce the likelihood of fire. Impacts would be less than significant.

d) Expose people or structures to significant risks, including downslope or downstream flooding or landslides, as a result of runoff, post-fire slope instability, or drainage changes?

No impact. The proposed Sign Ordinance and the proposed updates to the I-205 Corridor Specific Plan would only relate to new digital billboard requirements and regulations. The updated text would not involve changes in the existing environment. Analysis specific to the construction and operation of the two proposed billboards is discussed below.

The project sites are located within a completely urbanized area and are not located in a landslide zone. Therefore, the proposed project would not expose people or structures to significant risks as a result of runoff, post-fire slope instability, or drainage changes. No impact would occur.

Mitigation Measures

None required.

Environmental Issues	Potentially Significant Impact	Less than Significant Impact with Mitigation Incorporated	Less than Significant Impact	No Impact
2.20 Mandatory Findings of Significance				
a) Does the project have the potential to substantially degrade the quality of the environment, substantially reduce the habitat of a fish or wildlife species, cause a fish or wildlife population to drop below self-sustaining levels, threaten to eliminate a plant or animal community, substantially reduce the number or restrict the range of a rare or endangered plant or animal, or eliminate important examples of the major periods of California history or prehistory?	☐	☒	☐	☐
b) Does the project have impacts that are individually limited, but cumulatively considerable? ("Cumulatively considerable" means that the incremental effects of a project are considerable when viewed in connection with the effects of past projects, the effects of other current projects, and the effects of probable future projects)?	☐	☐	☒	☐
c) Does the project have environmental effects, which will cause substantial adverse effects on human beings, either directly or indirectly?	☐	☒	☐	☐

Environmental Evaluation

- a) Does the project have the potential to substantially degrade the quality of the environment, substantially reduce the habitat of a fish or wildlife species, cause a fish or wildlife population to drop below self-sustaining levels, threaten to eliminate a plant or animal community, substantially reduce the number or restrict the range of a rare or endangered plant or animal, or eliminate important examples of the major periods of California history or prehistory?

Less than significant impact with mitigation incorporated. As described in Section 2.4, Biological Resources, the proposed project would not result in significant environmental impacts to wildlife or plant species. The proposed project would not affect any riparian habitat or other sensitive natural community, nor would it impact any State or federally protected wetlands or interfere with wildlife movement, wildlife corridors, or wildlife nursery sites. Though this analysis provides for mitigation in the event any nests are encountered, MM BIO-1a, regarding tricolored blackbird mitigation, is only relevant to the Tracy Outlets site, as the West Valley Mall site lacks any potential nesting habitat. MM BIO-1b regarding migratory birds applies to both project sites. With the implementation of mitigation, the proposed project would not eliminate a plant or animal community, nor would it substantially reduce the number or restrict the range of a rare or endangered plant or animal. Therefore, potential impacts to biological resources would be less than significant with mitigation incorporated.

Based on the discussion provided in Section 2.5, Cultural Resources, the proposed project would not cause a substantial adverse impact to historical or archaeological resources. MM CUL-1 and MM CUL-2 specify the procedures to follow in the event archaeological, historical, or human remains are uncovered. Along with compliance with required guidelines and statutes, implementation of MM CUL-1 and CUL-2 would reduce potential impacts on cultural resources to a less-than-significant level.

In addition, the proposed project would not adversely affect geology and soils or hydrology and water quality in any significant matter. The proposed project includes mitigation and avoidance measures to reduce construction-related impacts related to archaeological and paleontological resources. Therefore, with implementation of MM BIO-1a, MM BIO-1b, MM CUL-1, and MM CUL-2, the proposed project would not substantially degrade the quality of the environment at a project- or cumulative-level in terms of biological resources, geology and soils, hydrology and water quality, or cultural resources.

- b) Does the project have impacts that are individually limited, but cumulatively considerable? (“Cumulatively considerable” means that the incremental effects of a project are considerable when viewed in connection with the effects of past projects, the effects of other current projects, and the effects of probable future projects)?**

Less than significant impact The combined effects of past, current, and future projects in the project area in combination with the proposed project—installation of a new electronic billboard and the upgrade of an existing billboard in an urban area of the City of Tracy—would not result in significant cumulative impacts.

Operation of the proposed project would involve the display of messages on two electronic billboards near I-205. Operation entails no noise production, minimal maintenance traffic, and no emissions. The project’s lighting would have the potential to cumulate with other reasonably foreseeable projects, but the proposed project’s lighting specifications (limiting operation to a maximum of 0.3 foot-candle at 250 feet) takes account of existing ambient lighting. Separately, there are no reasonably foreseeable development projects in the immediate vicinities of the project site that would have lighting impacts that could cumulate with the proposed project’s lighting. With respect to electricity usage, the LED lighting used in the proposed billboard would meet Title 24 requirements for energy efficiency. While the signs electricity usage is associated with off-site emissions where power is generated, the Draft IS/MNDs analysis of GHG emissions demonstrates the proposed project falls well below applicable BAAQMD thresholds, which account for cumulative impacts of climate change. Therefore, the proposed project, because of its size and utilization of energy-efficient lighting, would not make a cumulatively considerable contribution to cumulative GHG emissions or result in an overall impact to local and regional levels of GHG emissions.

With respect to construction, the construction activities necessary to construct one new LED sign at the West Valley Mall site and upgrade the existing billboard at the Tracy Outlets site, require very little equipment and occur within a short timeframe. The proposed project would have less than significant impacts related to air quality, GHG emissions, and noise. The proposed project,

individually, would not have a significant impact, and it would not make a considerable contribution to any cumulative impact. Meanwhile, the proposed project does not contemplate activities within close proximity of any reasonably foreseeable construction projects (i.e., at least 1,000 feet), and so the potential for cumulative impacts to occur is low to non-existent. Therefore, with implementation of the foregoing mitigation measures, the proposed project would not result in adverse impacts at a project- or cumulative-level in terms of air quality or GHG emissions. See analyses under Impact 18(a) and Impact 18(c) for further discussions with regard to cumulative impacts.

c) Does the project have environmental effects, which will cause substantial adverse effects on human beings, either directly or indirectly?

Less than significant impact with mitigation incorporated. The proposed project would be consistent with the City's goals set forth in the I-205 Corridor Specific Plan and would ensure consistency with revisions made to the Sign Ordinance of the Tracy Municipal Code.

The proposed project would include mitigation measures (MM AES-1 and MM AES-2) to minimize light and glare and traffic hazards for vehicle drivers along I-205. The proposed project would not make sizable contributions to traffic or noise or substantially change land uses. In addition, the proposed project would not affect public services, utilities, recreation, mineral resources, agriculture and forestry resources, or population and housing balance. The proposed project would not cause direct or indirect substantial adverse effects on human beings at a project- or cumulative-level in terms of aesthetics, light, and glare, traffic and traffic safety, noise, land use, public services, utilities, recreation, mineral resources, agriculture and forestry resources, population and housing, or hazards and hazardous materials. See analyses under Impact 18(a) and 18(b) for further discussions with regard to geology and soils, hydrology and water quality, air quality, biological resources, cultural resources, and GHG emissions that can result in indirect substantial adverse effects on human beings.

Mitigation Measures

See MM AES-1, MM BIO-1a, MM BIO-1b, MM CUL-1, and MM CUL-2.

THIS PAGE INTENTIONALLY LEFT BLANK

SECTION 3: LIST OF PREPARERS

FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597
Phone: 925.357.2562

Project Director	Mary Bean
Project Manager	Tsui Li
Environmental Services Analyst	Regan Del Rosario
Senior Air Quality and Noise Scientist	Phillip Ault
Air Quality Specialist	Lance Park
Air Quality Scientist	Kimberly Johnson
Air Quality Analyst	Spencer Pignotti
Director of Cultural Resources	Dana DePietro
Archaeologist	Stefanie Griffin
Archaeologist	Ti Ngo
Senior Biologist	Kevin Derby
Biologist	Robert Carroll
Publications Manager	Susie Harris
Word Processor	Melissa Ramirez
GIS/Graphics	Karlee McCracken

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix A: Proposed Sign Ordinance Amendment

THIS PAGE INTENTIONALLY LEFT BLANK

Article 35. - Signs

10.08.4430 - Purpose.

The purpose of this article is to provide standards to safeguard the health, safety and welfare of the community by regulating and controlling the type, number, area, height, structural design, quality of materials, construction, illumination, location and maintenance of all signs and sign structures. The sign regulations of this article are intended to accomplish the following results:

- A. Implement the purposes, policies and programs of the General and Specific Plans.
- B. Make the city attractive to residents, visitors, and commercial, industrial and professional businesses while maintaining economic stability through attractive and effective signage.
- C. Protect and enhance the character of residential neighborhoods, commercial areas, and property values by preventing visual clutter caused by excessive and obtrusive signage.
- D. Provide a reasonable system of sign control throughout the city consisting of sign type, number, area, height, structural design, quality of materials, construction, illumination, location and maintenance of signs.
- E. Attract and direct the public to available activities, goods and services.
- F. Encourage a desirable community character, which has a minimum of visual clutter.
- G. To not subject citizens of the City to excessive competition for their visual attention.
- H. Reduce and, to the extent permissible and practicable, eliminate traffic and safety hazards posed to motorists and pedestrians by outdoor advertising structures and other signs that may distract motorists and pedestrians.
- I. Ensuring that the constitutionally guaranteed right of free speech is protected.

10.08.4440 - Definitions.

As used in this article:

"Billboard" shall mean a freestanding sign providing advertising in the manner provided by an off-site sign with a display with an easy change of copy but is not digital. A billboard is located along a freeway, highway, or major street and is of a large size typically ranging from ten feet by 25 feet to 14 feet by 48 feet.

"Building face" shall mean the exterior surface of any building, regardless of frontage.

"Building frontage" shall mean the building elevations facing a street, plaza, or mall. Where the building contains multiple uses, "building frontage" shall mean the linear frontage of that portion of the building between the occupancy separation walls.

"Business" shall mean any non-residential use.

"Change of copy" shall mean the changing of a message on a lawfully erected sign. A change of copy does not include the following (all of which acts shall be considered as the placing of a new sign): any alteration or reconfiguration of the outside dimensions of a sign, any structural modifications of a sign and/or relocation of all or any portion of a sign.

"Changeable copy sign" shall mean a sign on which message copy can be changed manually through use of attachable letters and numerals.

"City civic organization sign" shall mean a sign owned by the City that displays the name, logo, and meeting time and location of one or more civic or nonprofit organizations located in the city.

"Digital freeway sign" shall mean a sign visible from a freeway, with a static message formed by selective internal illumination, and with a display that can be changed electronically. These may contain text or images and may be programmable.

"Directional sign" shall mean a sign to facilitate or control pedestrian or vehicular traffic and is placed on the premises to which the public is directed.

"Director" shall have the same meaning as provided in section 10.08.257 of this Code.

"Directory sign" shall mean a sign to facilitate locating residential, business, or industrial uses within a building, subdivision, center, or complex.

"Electronic readerboard sign" shall mean a changeable, moving message sign consisting of a matrix of lamps, light emitting diodes (LEDs), or similar devices.

"Flag" shall mean a non-rigid piece of material, such as cloth, vinyl or nylon, varying in size, shape and color and design attached at one edge to a pole or staff.

"Flags for new residential developments" shall mean flags used as signs located on new residential subdivisions.

"Freeway sign" shall mean a freestanding sign designed to be viewed from vehicles travelling upon a freeway and located within 350 feet of the freeway.

"Height" shall mean the distance from the grade at the base of the sign to the top of its highest element, including any structural element.

"Illumination" shall mean a source of light is used in order to make the message readable. Signs that have illumination shall include internally and externally lighted signs and reflectorized, glowing, or radiating signs.

"Marquee sign" shall mean a sign attached to, and projecting from, the wall of a building.

"Memorial sign or tablet" shall mean a sign or tablet when cut into masonry surfaces or constructed of bronze or other incombustible materials.

"Monument sign" or "Freestanding sign" shall mean any sign that is not attached to a building or fence, or a wall attached to a building, and supported by a solid base, one or more uprights, braces, columns, poles, or other similar structural components placed on or into the ground, and not attached to a building. Monument or Freestanding signs shall not have more than two (2) faces.

"Mural" means a hand-painted or hand-tiled or digitally printed work of visual art temporarily or permanently affixed to a building wall, freestanding wall, or fence, distinguished from signage in that it does not advertise a business, goods, products or services sold, manufactured, distributed or offered on or off the premises or facilities on which the visual art is located.

"Off-site" and "Off-site sign" shall mean a sign which advertises the business, goods, products or services which are not located, sold, manufactured or distributed on or from the premises or facilities or site on which the sign is located.

"Off-site directional subdivision signs" shall mean signs allowed on a temporary basis off of the property or site in which the new subdivision is located.

"On-site," and "On-site sign" shall mean a sign which advertises the business, goods, products or services which are located, sold, manufactured or distributed on or from the premises or facilities or site on which the sign is located.

"Pitch" (or peak) shall mean the highest point as in the highest point of a roof.

"Portable sign" shall mean any sign not permanently attached to the ground or other permanent structure, or a sign designed to be transported. Portable signs include, but are not limited to, signs designed to be transported by means of wheels; signs configured as A-frame or T-frame; and menu and sandwich board signs.

"Roof sign" shall mean a sign erected upon a roof, or parapet wall of a building, and which is wholly or partially supported by such building.

"Sign" shall mean any medium, including its structure and component parts, which is used, or intended to be used, to attract attention to the subject matter for advertising purposes, announcement, declaration, demonstration, display, projected image, illustration, insignia, surface, object, or space when erected, or background including painted in contrasting colors, or maintained in view of the general public for identification, advertisement, or the promotion of the interests of any person, entity, product, or service. Signs located completely within an enclosed building, and not exposed to view from a street, shall not be considered a sign under this article.

"Sign area" shall mean the entire surface area, excluding support structures, of a sign.

"Sign structure" shall mean a structure which supports a sign.

"Temporary sign" shall mean a sign not permanently attached to the ground, a wall, fence, or a building, and not designed or intended for permanent display.

"Temporary signs on property with development project" shall mean signs allowed on a temporary basis on property undergoing development.

"Under canopy sign" shall mean a sign attached to the underside of a canopy, protruding over public or private sidewalks or rights-of-way.

"Wall sign" shall mean a sign which is attached directly to, and parallel with, the building face or painted upon the wall of a building or structural part thereof.

"Window sign" shall mean a sign painted, printed, attached, glued, or otherwise affixed to the exterior side of a window.

10.08.4450 - Administration.

All signs require a sign permit to be approved by the Director, unless otherwise exempted or requiring the approval of a Conditional Use Permit as described in this article. In addition, building permits shall be required for the erection of signs, as determined by the Building Official, following the issuance of written approval by the Director or designee.

10.08.4460 - Scope of responsibilities.

The Director or designee shall be responsible for the following functions:

- (1) Interpretations of this article; and
- (2) The review of sign permit applications for conformance with this article.

10.08.4470 - Sign approval.

- (a) Applications: Form. Applications for sign approval shall be made upon forms provided by the Department in the manner thereon ascribed.

- (b) Review of sign applications. Permission for signs shall be issued only after review by, and the approval of, the Director, or designee. The Director, or designee, shall approve or disapprove the sign application on the basis that it conforms to the purpose and the requirements of this article, any applicable specific plan, or sign guidelines.
- (c) Appeals.
 - (1) In the event the applicant is not satisfied with the decision of the Director, the applicant, within ten working days after the decision is rendered, may file an appeal with the Commission. The appeal shall be filed in writing with the City Clerk.
 - (2) In the event the applicant is not satisfied with the decision of the Commission, within ten working days after the decision is rendered, the applicant may file an appeal with the Council. The appeal shall be filed in writing with the City Clerk. The Council shall render a decision within 45 days after the filing of such appeal.

10.08.4480 - General requirements.

The general requirements and limitations shall be as follows:

- (a) Construction materials. All permanent signs shall be constructed of wood, metal, plastic, glass, or like material (except wall signs or murals painted upon the building) as approved by the Director; however, a building permit may also be required by the Building Division.
- (b) Area.
 - (1) A double-faced sign with parallel planes, back-to-back, not more than 24 inches apart, shall count as a single sign, and only one side shall be counted for the total area.
 - (2) In cases of multi-face signs, add the outer dimensions of all the faces capable of presenting a sign. The sign area shall be the total area of all the faces.
 - (3) In the event a sign falls under more than one sign definition, the more restrictive sign regulations found in this article shall apply.
 - (4) Sign face changes which do not structurally alter the sign (including sign area and configuration) shall not require a sign permit, unless the sign is a nonconforming sign, whereupon the sign face change shall comply with this article.
 - (5) The total sign area on a parcel shall be calculated as the sum of the sign areas of all types of signs on the parcel, except directional and temporary signs. The total sign area shall not exceed one-half square foot for each lineal foot of building frontage to which the signs pertain, except that individually-lettered wall signs shall be permitted a ratio of one square foot of sign area for each lineal foot of building frontage of business being advertised when individually-lettered wall signs comprise over 50 percent of the sign area of all sign types at such business being advertised.
 - (6) Standard sign area. For all businesses with lineal building frontages which total less than 20 feet, the maximum sign area shall be 20 square feet, unless otherwise limited by sign type. All other provisions of this article shall apply to signs with a standard sign area.
- (c) Location. All signs, except those so stated by this article, shall be on-site signs.

- (1) Any sign shall not be erected at an intersection so as to intrude into a triangle formed by the projection of the curb line (if none, the property line) and an imaginary line 25 feet from the intersection of such projecting lines, unless less than two feet or more than eight feet above the curb grade and the support is no more than 18 inches in diameter.
- (2) Any sign shall not be located so that it interferes with visibility at an intersection, public right-of-way, driveway, or other ingress/egress.
- (3) Any sign shall not be located so that it adversely affects traffic control or safety.
- (d) Illumination. Illumination shall be allowed on all signs upon the approval of the Director, unless otherwise set forth in this article.
- (e) Installation. Prior to installation of the sign, any appropriate construction permit(s) as may be required by the Building Official, shall be obtained.
- (f) Message Substitution. The message of any type of existing sign may be substituted with a noncommercial message, in whole or in part, without consideration of the message content; provided, that the sign structure or mounting device is legal without consideration of message content. This substitution of message may be made without any additional approval or permitting. The purposes of this subsection is to prevent any inadvertent favoring of commercial speech over noncommercial speech or favoring any particular noncommercial message over any other noncommercial message. In addition, any on-site commercial message may be substituted, in whole or in part, for any other on-site commercial message; provided, that the sign structure or mounting device is legal without consideration of message content. This subsection does not create a right to increase the total amount of signage on a parcel, lot, or land use; does not affect the requirement that a sign structure or mounting device be properly permitted; does not allow a change in the physical structure of a sign or its mounting device; and does not allow the substitution of an off-site commercial message in place of an on-site commercial message or a noncommercial message. This subsection prevails over any more specific section or subsection to the contrary within this article.

10.08.4490 - Prohibited signs and locations.

The following signs shall be prohibited:

- (a) Any sign that emits sound;
- (b) Any sign mounted or attached to a vehicle parked for the purpose of calling attention to or advertising a special business establishment;
- (c) Any sign or sign structure which has become a public nuisance due to inadequate maintenance, dilapidation, or abandonment;
- (d) Any sign which obstructs in any manner the ingress to, or egress from, a required door, window, fire escape, or other required accessway;
- (e) Any sign containing any matter that is obscene as that term is defined in Penal Code Section 311;
- (f) Any sign unlawfully installed, erected, or maintained;
- (g) Any sign now or hereafter existing which no longer advertises a bona fide business conducted or a product sold as prescribed in this article;

- (h) Any sign within or over the public right-of-way or upon City property, including, but not limited to any notice, placard, bill, card, poster, sticker, banner, advertising, or other device affixed or attached to or upon any public street, walkway, crosswalk, or other right-of-way, curb, lamp post, hydrant, tree, telephone booth or pole, lighting system or any fixture of the police or fire alarm system, except:

(1) Official sign. The City has a compelling interest in facilitating traffic safety for pedestrians and motorists. This interest is directly advanced by having official signs that help direct pedestrians and motorists away from roadway hazards, toward public services, and informs those persons of the applicability of certain regulations. To accomplish this compelling purpose, the City finds it must allow for such signs to be erected, moved and changed by governmental officials. Official traffic, fire and police related signs, temporary traffic-control signs used during construction, utility facilities and substructure location and identification signs and markers required to protect said facilities, and other signs and markers required by the City, the State Department of Transportation, or any other public agency; and

(2) Under canopy sign; and

(3) Temporary activity signs on public property, as provided for under section 10.08.4500(j)(4); and

(4) Civic organization signs, as provided for under section 10.08.4500(a); and

(5) Banner signs on City property, as provided for under section 10.08.4510.

(6) Any sign in conjunction with an event permitted on City property through an approved Special Event Permit in accordance with Chapter 4.40.

(7) Off-site downtown directional signs. The City has a compelling interest in directing pedestrians, motorists and visitors to the downtown. Downtown is the singular cultural and historic City center functioning as the sole governmental administrative hub and primary city-wide gathering space. This interest is directly advanced by having signs that help direct pedestrians, motorists and visitors to the downtown. Up to 16 City-owned off-site directional signs for downtown Tracy shall be permitted at the locations indicated below. Said signs shall be installed in City of Tracy public right-of-way and maintained by the City. The specific siting in the public right-of-way at each location will be determined by normal City standards for traffic control signs regarding visibility, safety, and installation considerations. The design of said signs will be standard City of Tracy green and white street signs, approximately six inches tall by 30 inches wide, mounted approximately seven feet above sidewalk grade, containing the word "DOWNTOWN" with an arrow indicating the direction from the sign to the intersection of Tenth Street and Central Avenue. The 16 locations at which signs will be permitted include the following:

- (1) On the westbound off-ramp of I-205 at Grant Line Road, pointing east;
- (2) On the eastbound off-ramp of I-205 at Grant Line Road, pointing east;
- (3) On the westbound off-ramp of I-205 at Tracy Boulevard, pointing south;
- (4) On the eastbound off-ramp of I-205 at Tracy Boulevard, pointing south;
- (5) On the westbound off-ramp of I-205 at MacArthur Drive, pointing south;
- (6) On the eastbound off-ramp of I-205 at MacArthur Drive, pointing south;
- (7) On westbound Pescadero Avenue at MacArthur Drive, pointing south;

- (8) On eastbound Grant Line Road at Tracy Boulevard, pointing south;
- (9) On eastbound Eleventh Street at Corral Hollow Road, pointing east;
- (10) On southbound Tracy Boulevard at Eleventh Street, pointing east;
- (11) On southbound MacArthur Drive at Eleventh Street, pointing west;
- (12) On westbound Eleventh Street at Holly Drive, pointing south;
- (13) On eastbound Eleventh Street at Central Avenue, pointing south;
- (14) On southbound East Street at Tenth Street, pointing west;
- (15) On Tracy Boulevard at the Tracy Municipal Airport directing traffic north;
- (16) On northbound Tracy Boulevard at Eleventh Street, pointing east.
- (i) Any sign which flashes, blinks, moves, changes color, appears to change color, changes intensity, or contains any part of an attachment which does the same except for as provided for under section 10.08.4500 (e);
- (j) Any sign not expressly permitted;
- (k) Any sign attached to a tree;
- (l) Any sign erected or maintained which has less horizontal or vertical clearance from communication lines or energized electrical power lines than that prescribed by the State or rules and regulations duly promulgated by agencies thereof;
- (m) Any sign serving as a billboard.

10.08.4500 - Standards by sign type.

- (a) *City civic organization sign.*
 - (1) Maximum height: Eight feet.
 - (2) Maximum area: 68 square feet.
 - (3) Ground clearance: Not more than two feet.
 - (4) Permitted locations: City-owned property.
 - (5) Permitted sites: One civic organization sign is allowed within one-half mile of each of the following four locations:
 - (i) West Eleventh Street at Lammers Road.
 - (ii) East Eleventh Street at Mac Arthur Drive.
 - (iii) North Tracy Boulevard at I-205.
 - (iv) South Corral Hollow Road at I-580.
- (b) *Digital freeway sign.*
 - (1) Permitted Locations: As prescribed by the I-205 Corridor Specific Plan
 - (2) Maximum height: Fifteen feet measured from the crown of the nearest freeway or 45 feet, whichever is less.
 - (3) Maximum area: 300 square feet
 - (4) Number of faces: Two digital display faces are allowable, each positioned to be visible from opposing directions of traffic.

(5) Display characteristics: The sign face display may change no more often than every eight seconds, and each message shall be static; i.e. not moving or “animated”.

(6) Sign permit needed: No. Requires a conditional use permit.

(7) Consistency with state and federal law. In addition to the other requirements set forth herein and in the I-205 Corridor Specific Plan, the digital freeway signs shall comply with the requirements of the Outdoor Advertising Act and Regulations, California Business and Professions Code Section 5200 et seq., and other state and federal statutes. To the extent of any conflict between the provisions of this Section, the I-205 Corridor Specific Plan, and state and federal law, state and federal law shall prevail.

(c) *Directional signs.*

The City has a compelling interest in ensuring traffic safety, and to directly advance that interest, the City will allow on-site directional signage in accordance with the following standards so as to assist and direct traffic circulation into, out of, and through, parking lots on private property.

(1) Maximum height: Eight feet.

(2) Maximum area: 24 square feet.

(3) Calculation of permitted number and area: Permitted by site plan review to give functional information on directions.

(4) Permitted zones: All zones.

(5) Sign permit needed: Yes.

(d) *Directory signs.*

(1) Maximum height: Eight feet.

(2) Maximum area: 50 square feet.

(3) Calculation of area: One-half foot of sign area for each lineal foot of building frontage to which the directory sign pertains.

(4) Permitted zones: All zones with the exception of agriculture.

(5) Sign permit needed: Yes.

(6) Sign location: No directory sign which is a freestanding sign may be erected closer than fifteen (15') feet to any neighboring property line or to any driveway or other point of ingress/egress.

(e) *Electronic readerboard sign*

Upon issuance of a conditional use permit, one electronic readerboard sign on the property of a public or private school if the site is one-half acre or more and the school contains any of grades one (1) through twelve (12), to advertise only noncommercial, on-site activities and events. In evaluating the conditional use permit (TMC section 10.08.4250 and following), the Commission shall consider appropriate hours of illumination, brightness, size, height, and other sign characteristics as they relate to the sign's location and surrounding land uses. Any electronic readerboard sign or other sign that flashes, blinks, moves, changes color, appears to change color, changes intensity, or contains any part of an attachment which does the same shall be removed within ninety (90) days after the site is no longer used as a qualifying school.

(f) *Freeway signs.*

- (1) Maximum height: 15 feet measured from the crown of the nearest freeway or 45 feet, whichever is less.
 - (2) Maximum area: 300 square feet per sign face.
 - (3) Minimum ground clearance: Eight feet from the bottom of the sign.
 - (4) Permitted sites: The sign and the site(s) being advertised must be within 350 feet of a freeway.
 - (5) Permitted zones: GHC, CS, M-1, M-2, HS, and as permitted in a PUD or Specific Plan zone, subject to first securing a conditional use permit.
 - (6) Sign permit needed: No. Requires a conditional use permit.
 - (7) Maximum number of signs permitted: One sign per parcel, advertising a business on the parcel or immediately adjacent to the parcel. No business may be advertised on more than one freeway sign.
- (g) *Monument signs.*
- (1) Standard Monument Signs.
 - (i) Maximum height: Six feet in the MO, NS, CS, and GHC Zones and in Use Group 30 in the RE, LDR, MDC, MDR, HDR, POM, M-1 and M-2 Zones and four feet for all other land uses and use groups in the RE, LDR, MDR, HDR, and POM Zones, or as established in a PUD or Specific Plan zone.
 - (ii) Maximum area: 24 square feet in the MO, NS, CS, and GHC Zones and in Use Group 30 in the RE, LDR, MDC, MDR, HDR, and POM Zones; 36 square feet in the M-1 and M-2 zones, or as established in a PUD or Specific Plan zone.
 - (iii) Calculation of permitted area: One-half square foot of sign area for each lineal foot of building frontage for which the sign pertains.
 - (iv) Ground clearance: Monument signs will not have a ground clearance exceeding two feet.
 - (v) Permitted zones: All zones with the exception of agricultural.
 - (vi) Sign permit needed: Yes.
 - (vii) Maximum number of signs permitted: Two per parcel.
 - (2) Freestanding Monument Sign.
 - (i) Maximum height: 15 feet.
 - (ii) Maximum area: 100 square feet.
 - (iii) Calculation of permitted area: One-half square foot of sign area for each lineal foot of parcel frontage.
 - (iv) Permitted locations: Zones CS, CBD, GHC, M-1, M-2, and HS; and school sites as described in subsection (vii)D below.
 - (v) Sign permit needed: Yes.
 - (vi) Sign location: No freestanding sign may be erected closer than 15 feet to any property line or closer than 14 feet to any driveway, alley, or vehicular access.
 - (vii) Freestanding signs may only be permitted on the following sites or conditions:

- A. Shopping centers with four or more individual establishments;
- B. Office complexes including eight or more suites or exceeding 15,000 square feet of floor area;
- C. Any parcel with 200 or more feet of street frontage;
- D. Upon issuance of a conditional use permit, a school containing any of grades one through 12, where the school site is one-half acre or more, and advertising is only for on-site, noncommercial activities or events.

(3) Off-site monument sign.

- (i) Any business may construct and maintain one off-site monument sign, if, and only if, all of the following requirements are met:

- A. The business does not have a freeway sign or a freestanding monument sign; and
- B. The parcel on which the business is located (the "business parcel") has a recorded easement, or other real property interest recorded against the parcel on which the sign is located (the "sign parcel"), which provides: (1) access from the business to the public right-of-way across the sign parcel; and (2) the continued maintenance of the off-site monument sign in accordance with all City standards, including this article;
- C. The off-site monument sign is located within the access easement referenced in subsection (i)(B), above;
- D. The business has no more than one monument sign on the business parcel, and no more than one off-site monument sign;
- E. The sign parcel shall have no more than two total monument signs;
- F. The off-site monument sign is designed in accordance with all City standards, including subsection 10.08.4500(g)(1).

(h) *Murals*

- (1) Maximum Height: None
- (2) Maximum Area: None
- (3) Allowable Locations: Not above the roofline
- (4) Sign permit needed: No.

(i) *Roof signs.*

- (1) Maximum height: Four feet above the eaves of the roof, but in no case higher than the pitch of the roof.
- (2) Maximum area: 40 square feet.
- (3) Calculation of permitted area: One-half square foot of sign area for each lineal foot of building frontage of business being advertised.
- (4) Permitted zones: MO, POM, CS, NS, CBD, GHC, M-I, M-2, HS and any non-residential specific plan or PUD.
- (5) Sign permit needed: Yes.

(j) *Temporary signs.*

The City has a compelling interest in making the City attractive to residents, visitors and business owners. To accomplish this interest, the City finds it necessary to establish standards for temporary signs and to regulate their duration. All temporary signs in the City shall be subject to the following requirements unless otherwise provided for in this subsection (j):

- (i) Maximum height: Not to exceed the roof line of the nearest building or the building affixed to, but in no case higher than 30 feet.
- (ii) Maximum area: 300 square feet.
- (iii) Calculation of area for businesses: One-half square foot of sign area for each lineal foot of building frontage of business to which the sign pertains.
- (iv) Permitted zones: All zones.
- (v) Sign permit needed: No.
- (vii) Permitted time: Temporary signs may not be utilized for more than 30 days.
- (viii) Temporary signs shall not be illuminated nor use reflective paint or fluorescent colors.
- (ix) Temporary signs may be placed on private property with the owner's permission. Nothing in this subsection shall prohibit the owner of a piece of property, or his or her authorized representative, from removing a temporary sign from his or her property when the sign has been erected without his or her consent.
- (x) Temporary signs shall be maintained in good condition, with no indications of wear and tear.

(1) Construction project sign.

- (i) Allowed to be erected on a site in conjunction with a construction project with a building permit.
- (ii) Sign standards:
 - A. Maximum area: 100 square feet
 - B. Maximum height: Eight feet, unless legally required by governmental contract to be larger.
- (iii) Permitted time: Must be removed within 30 days of final inspection of certificate of occupancy.

(2) Flags for new residential developments

- (i) Maximum height: Pole height is limited to 20 feet.
- (ii) Maximum area: Flag area to be no more than 24 square feet per flag.
- (iii) Calculation of area: New subdivisions are permitted a cumulative total of ten flags and are to be located on the model home lots or sales office lot or clustered at the entryway on private property.
- (iv) Flags are to be replaced when the fabric is torn or otherwise determined by the City to be in a state of disrepair.
- (v) Sign permit needed: No.

(3) Off-site directional subdivision signs.

- (i) One off-site directional subdivision sign may be constructed per site located on private property only. A second off-site directional subdivision sign may be approved by the Planning Commission through the conditional use permit process. The following ten sites (within one-quarter mile radius) are hereby approved as sign locations and have their center at the intersections of:
 - A. Corral Hollow Road and Grant Line Road;
 - B. Tracy Boulevard and Grant Line Road;
 - C. Tracy Boulevard and I-205;
 - D. I-205 and MacArthur Drive;
 - E. MacArthur Drive and Grant Line Road;
 - F. Tracy Boulevard and Eleventh Street;
 - G. Eleventh Street and MacArthur Drive;
 - H. Corral Hollow Road and Cypress Drive;
 - I. Tracy Boulevard and Schulte Road; and
 - J. Schulte Road and MacArthur Drive.
 - K. Any site approved through a Conditional Use Permit by Planning Commission.
 - (ii) Maximum of six panels per subdivision, phase, tract or tentative map throughout the City and four panels total per structure.
 - (iii) Seven-inch minimum letter height, and twelve-inch maximum letter height. Height of structure not to exceed 14 feet. Sign must have a minimum ground clearance of three feet. Sign area of each panel not to exceed 16 square feet and no panel is to be greater than eight feet in length.
 - (iv) A panel shall be removed from the sign structure(s) following close of the on-site sales office.
 - (v) Copy change or new panels not required to go before the Planning Commission.
 - (vi) Sign permit needed: yes.
 - (vii) Sign structure to be removed within 60 days after sign advertises no subdivisions.
- (4) Temporary activity signs on public property. A sign placed by the organizer of a temporary activity may be placed in the public right-of-way if the owner complies with all of the following:
- (i) Activity. Applies to temporary activity signs for an activity that is permitted within the residential zone.
 - (ii) Temporary. With respect to subsection 4(ii), “temporary activity signs” means a sign placed during daylight hours on a weekend and legal holiday.
 - (iii) Location. The temporary activity sign may only be located within one mile of the property to which the temporary activity is taking place, and within the public right-of-way in any residential zoning district in the following locations:

- A. Along a major arterial street where there is a public soundwall, landscaping and pedestrian walkway separating the adjacent private property from the roadway.
- B. Where the frontage is improved with a monolithic curb, gutter and sidewalk, behind the sidewalk on residential and collector streets.
- C. Where the frontage is improved with vertical face curb, parkway and sidewalk, within the parkway between the curb and sidewalk on residential and collector streets.

The sign shall not be located:

- In a median;
- In a city park;
- On a sidewalk or pedestrian walkway;
- In the vehicular travel lane, bicycle lane, parking lane or red zone of the street;
- Within one foot of the curb;
- On a utility pole or fixture;
- On street signs or other public signs.

(iv.) Material. Portable sign. Signs shall be of sufficient weight in order to keep upright and in place. Signs shall not include balloons, ribbons, pennants, streamers, or other attachments.

(v) Number of signs. For each activity, there shall be no more than a total of four signs displayed in the public right of way, and no more than one sign at an intersection. There shall be no more than a total of four signs at any intersection or one sign on each corner.

(vi) Size. The sign may not exceed six square feet in area or three feet in height.

(5) Temporary non-commercial signs.

(i) Maximum height: Six feet.

(ii) Maximum area: 32 square feet.

(iii) Calculation of area: One-half square foot of sign area for each lineal foot of parcel frontage.

(iv) Permitted zones: All zones.

(v) Sign permit needed: No.

(vi) Installation: Signs may not be erected sooner than 45 days preceding an event (such as an election, community event, or cultural event).

(vii) Removal: Signs shall be removed within five days following an event (such as an election, community or cultural event).

(6) Temporary on-site commercial signs. May be displayed as follows:

(i) During the period when the property is for sale, lease or rent.

(ii) Residential property. Sign standards:

A. On residential property of less than one acre, one temporary on-site commercial sign not to exceed six square feet in area is permitted.

B. On residential property of more than one acre, one temporary on-site commercial sign not to exceed 32 square feet in area per street frontage is permitted. In cases of properties with more than one frontage, not more than one temporary on-site commercial sign may be placed along each frontage, no closer than 200 feet apart.

C. One temporary on-site commercial sign may be permitted on each arterial or collector street within a subdivision. When there are no arterial or collector streets within the subdivision, one such sign may be permitted on a local street within the subdivision. Temporary on-site commercial signs shall meet the minimum front yard setback requirements, and shall not exceed 100 square feet in area, or be more than 15 feet in height. Notwithstanding subsection (4)(i), above, such signs shall be removed immediately after the completion of the sales activity of the property or subdivision by the builder. A sign permit shall be obtained before the placement of such signs.

(iii) Commercial or industrial property. Sign standards:

A. On a commercial or industrial parcel of less than one acre, one temporary on-site commercial sign of 12 square feet in area plus one square foot of additional sign area for every ten linear feet of street frontage up to, but not exceeding 32 square feet in total sign area shall be permitted.

B. On a commercial or industrial parcel of one acre or more, one sign per frontage, not to exceed 32 square feet in area per sign, is permitted.

(iv). Temporary signs on property with development project. May be permitted on the site only under the following:

A. The site shall be at least 35 acres.

B. The site shall have an approved commercial project by the City for the entire site.

C. Sign standards:

1. Maximum area: 100 square feet;

2. Maximum height: 15 feet;

3. Two signs per project or parcel whichever is less.

D. The temporary sign shall be removed prior to the issuance of the first final inspection or certificate of occupancy for any structure in the project, or after one year from the date of sign permit approval, whichever occurs first. The owner may receive up to a one-year extension of the permit if a final inspection or certificate of occupancy has not been granted for any structure in the project and the owner provides written justification for the extension, to the satisfaction of the Director.

E. No temporary sign may be permitted on a site longer than two years after original approval unless a new sign permit application, submitted with appropriate fee, is approved by the Director pursuant to this article.

F. Sign permit needed: Yes.

(7) Temporary window signs. Temporary window signs not exceeding 25% of the window area provided visibility into the building is maintained.

(k) *Under canopy signs.*

- (1) Height: Minimum eight foot clearance under the sign.
- (2) Maximum area: Four square feet.
- (3) Permitted zones: All non-residential zones.
- (4) Maximum number of signs: One per parcel or business.
- (5) Sign permit needed: Yes

(l) *Wall signs.*

- (1) Maximum height: Not to exceed the pitch of the roof.
- (2) Maximum area: 100 square feet.
- (3) Calculation of area: One-half square foot of sign area per lineal foot of building frontage of business being advertised.
- (4) Permitted zones: MO, POM, CS, NS, CBD, GHC, M-I, M-2, HS, PUD, Specific Plan zones and applicable residential zones.
- (5) Sign permit needed: Yes.

(m) *Window signs.* One permanent window sign not exceeding four square feet in area.

10.08.4510 - Banner signs on public property.

(a) *Purpose.* The purpose of this section is to establish the manner by which City banners may be displayed on City property to promote the City of Tracy, to promote co-sponsored, community-wide public events, and for beautification of the City.

(b) *Definitions.* For the purpose of this section:

"Banner" means either of the following two (2) types:

- (1) *"Street light banner"* means a City banner on a City street light pole, including a light pole on any City-owned property, and which is affixed by brackets.
- (2) *"Over-the-street banner"* means a City banner traversing the public right-of-way at one of three (3) locations as set forth in subsection (d)(2) below.

"City-sponsored" means the City alone (including a City Board or Commission) is sponsoring the public event.

"Co-sponsor" means the City is co-sponsoring a public event in one of the following ways:

- (1) The City has entered into a memorandum of understanding (MOU) with an organization to cooperate in putting on the event (pursuant to Council Resolution No. 2005-076, or the successor co-sponsorship guidelines); or
- (2) The City has made a substantial contribution of money and or City services toward the event.

(c) *City banners to promote or beautify the City.* The City may install street light banners throughout the City to promote the City or for beautification of the City. No sign permit is necessary.

- (d) *Banners for City-sponsored or co-sponsored events.* The City may install banners to advertise an upcoming community-wide event for which the City is a sponsor or co-sponsor. No sign permit is necessary. However, the applicant must obtain a special events permit from the Parks and Community Services Department, and the Parks and Community Services Director is authorized to approve the placement of banners and their conformance to the banner guidelines.
- (1) Street light banners for City-sponsored or co-sponsored, community-wide events may be placed in any one or more of the following zones:
 - (A) *Zone 1:* Eleventh Street between Lammers Road and Corral Hollow Road;
 - (B) *Zone 2:* Tenth Street between A and East Streets;
 - (C) *Zone 3:* Central Avenue between Eleventh and Sixth Streets.

These three (3) zones do not include the four (4) street corners at Tenth Street and Central Avenue, which are reserved for City banners.
 - (2) Over-the-street banners for City-sponsored or co-sponsored, community-wide events may be placed in any one or more of the following locations, once the City has installed appropriate pole structures:
 - (A) In the center median of Eleventh Street between Lammers Road and Crossroads Drive;
 - (B) On Central Avenue between Eleventh Street and Tenth Street; and
 - (C) At Sixth Street and Central Avenue, upon completion of the Downtown Plaza.
 - (3) The Director shall establish banner guidelines, including banner specifications, length of time banners may be displayed, scheduling and utilization of the special event permit process. The Director may revise the banner guidelines as necessary, as long as they conform to this section.
 - (4) Banners shall be installed and removed by City staff.

10.08.4520 - Nonconforming signs.

The lawful use of signs existing prior to the adoption, or subsequent amendments of this article, although such use does not conform with the provisions of this article, may be continued; provided, however, a nonconforming sign which has been abandoned, or the use for which it is advertised has ceased to function for a period of 90 days or more, shall be brought into conformity with the provisions of this article.

- (a) No nonconforming sign shall be, in any manner, structurally altered, reconstructed, or moved without being made to comply in all respects with the provisions of this article; however, nothing in this subsection shall prohibit the painting, maintenance, or repairing of such sign, including the face and changing of copy, except that such repairs shall not exceed 50 percent of the value of such sign within any consecutive five year period.
- (b) If at any time any sign in existence or maintained prior to the adoption, or subsequent amendments of this article, which sign does not conform with the provisions of this article, is destroyed by fire, accident, explosion, or act of God to the extent of more than 50 percent of the value thereof, then, without further action of the City, such sign, from and after the date of such destruction, shall be subject to all the provisions of this

article. For the purposes of this article, the value of any sign shall be the estimated cost and replacement of the sign in kind as determined by the Building Official.

10.08.4530 - Removal of signs.

A sign shall be removed under any of the following conditions:

- (a) The sign no longer qualifies as an on-site or off-site sign, and the sign exists 90 days after the cessation of such business;
- (b) The sign was installed or painted illegally;
- (c) The sign is a nonconforming sign and was destroyed in a manner reducing the value of such sign by 50 percent or more;
- (d) The sign is in violation of any part of this article;
- (e) The sign endangers the safety or welfare of citizens; and
- (f) The sign is dilapidated, decayed, or otherwise neglected.

10.08.4540 - Nature of removal.

- (a) A sign subject to removal shall be removed in a safe manner.
- (b) Any accessory structures or foundations or mounting materials which are unsightly or a danger to the safety and welfare of citizens shall be removed at the time of the sign removal.

10.08.4550 - Enforcement.

In the event a sign is found to not conform with this article, and such sign does not place citizens in immediate danger or peril, the City shall serve the business owner (or property owner if the business has ceased) a written certified notice explaining the nature of such violation and demand compliance with this article (by the modification or removal of such sign) within 30 days after the receipt of such notice. Should the business owner fail to comply with this article in the prescribed time, the City shall issue a citation to the business owner and the owner shall pay a fine prescribed by resolution, except when during the 30 day notice period the business owner or designee files a variance application with the Development Services Department.

In the absence of substantial evidence to the contrary, the person who is featured on a sign or who otherwise benefits from its display shall be presumed to be the person who both owns the sign and was responsible for the placement of the sign: (i) the real estate agent, broker, brokerage firm or other person whose name or telephone number appears on the sign is the person responsible for posting the sign promoting a property for sale, lease, or rent; (ii) the candidate seeking office is the person responsible for posting a sign promoting the candidate for public office; (iii) the owner, or lessee, if the property is leased, of property used for a yard or garage sale is the person responsible for posting a sign promoting a yard or garage sale; (iv) the person whose name, telephone number, or address appears as the person to contact on any sign posted is the person responsible for posting the same.

10.08.4560 - Signs placing citizens in immediate peril or signs in public rights-of-way and/or easements.

The City shall immediately cause the removal of any sign which is found to be within the public right-of-way and/or easements or found to place citizens in immediate peril by any or a combination of the following methods, using sound judgment under the circumstances:

- (a) The removal or modification of such sign by City staff with the business owner or party responsible for the sign to be billed for time and materials;
- (b) Notification in writing to the business owner or party responsible for the sign causing the removal of such sign within a 24 hour period or a lesser period of time, as prescribed by the Building Official or designee; or
- (c) The immediate citation of the business owner or party responsible for such sign.

Proposed Interstate 205 Corridor Specific Plan Amendment

THIS PAGE INTENTIONALLY LEFT BLANK

G. Signs

Signs must conform to minimum requirements of Signs, Article 35 of the Tracy Municipal Code as modified herein.

1. Wall Signs:

No wall sign shall extend above the dominant roofline of the building, except as approved by a Conditional Use Permit.

Size: The total sign area of all sign types shall not exceed one half square foot per lineal foot of building frontage. Where individually lettered wall signs comprise over 50 percent of the total signage, the total sign area shall not exceed 1.2 square feet per lineal foot of building frontage. The area of any single wall sign shall not exceed 100 square feet; however, a wall sign of up to 250 square feet may be allowed upon Conditional Use Permit approval which demonstrates that the size of the sign is appropriate in scale with the building face on which it is proposed.

Length: The length of any single sign shall not exceed 75 percent of the width of the building face on which the sign is proposed.

2. Monument signs: Monument signs shall be set back a minimum of five feet from the public right-of-way. Sign area shall not exceed 32 square feet and shall not exceed six feet in height.

3. Freeway Signs: The I-205 Specific Plan shall have no more than four freeway signs. A freeway sign may identify any tenant(s) located within the I-205 Specific Plan area.

4. Digital Freeway Signs:

Digital Freeway signs may be permitted upon the approval of a Conditional Use Permit in accordance with Tracy Municipal Code Section 10.08.4310 and shall comply with the regulations for Digital Freeway Signs contained in the Tracy Municipal Code Section 10.08.4500(b), except as modified herein. The City may approve a Conditional Use Permit for a Digital Freeway Sign that exceeds the maximum height and area requirements established in Tracy Municipal Code Section 10.08.4500(b) if such a sign is an existing freeway sign to be replaced with a digital display and remain the same size and height.

Permitted locations and spacing: Digital Freeway Signs are permitted on non-residentially designated land within the Mac Arthur Planning Area and the Grant Line North Planning Area. There shall be no more than one such Digital Freeway Sign for every two miles of freeway frontage within the areas listed above.

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix C: Air Quality and Greenhouse Gas Emissions Analysis Supporting Information

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix C

Table of Contents

CalEEMod Notes	1
Annual Construction Output.....	2
Construction Trailer Output.....	28
Emissions Summary.....	42

City of Tracy Digital Freeway Sign Project CalEEMod Notes

- Note 1. Land uses and sizes associated with development of the proposed project are drawn from the Project Description, dated June 2021. Land uses utilized in the model represent the following:
- Proposed Land Use: 1 new electronic billboard structure and 1 converted static billboard to an electronic billboard
Modeled Land Use: User defined Industrial – 1 – 0.01 acres – 50 square feet
- Note 2. Construction schedule and equipment list based on the Outfront Media LED Billboards Project located in Alameda County prepared in May 2018.
- Note 3. According to email correspondence with the City on May 18, 2021, any ground disturbance would balance cut and fill of soils across the disturbed area.
- Note 4. According to City-provided information dated May 18, 2021, the existing billboard located at 1005 East Pescadero Avenue, south of the I-205/MacArthur Boulevard interchange (the Tracy Outlets sign) would be converted to a digital freeway sign. The display would have the same dimensions as the existing sign. Only the billboard face would be replaced; the pole would remain in place and no ground disturbance would be required for the conversion.
- Note 5. The only operational emissions represented in the model are generated from electricity use while all other operational emissions were reduced to zero.
- Note 6. District Rule 403: Fugitive Dust Prohibitions was applied to project construction. This was represented in the model by selecting options for watering exposed areas at minimum twice per day and limiting construction vehicle speeds to 15 miles per hour on unpaved roads.

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

City of Tracy Digital Freeway Sign Project - Combined

San Joaquin County, Annual

1.0 Project Characteristics

1.1 Land Usage

Land Uses	Size	Metric	Lot Acreage	Floor Surface Area	Population
User Defined Industrial	1.00	User Defined Unit	0.01	50.00	0

1.2 Other Project Characteristics

Urbanization	Urban	Wind Speed (m/s)	2.7	Precipitation Freq (Days)	51
Climate Zone	2			Operational Year	2021
Utility Company	Pacific Gas & Electric Company				
CO2 Intensity (lb/MWhr)	641.35	CH4 Intensity (lb/MWhr)	0.029	N2O Intensity (lb/MWhr)	0.006

1.3 User Entered Comments & Non-Default Data

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Project Characteristics - See CalEEMod Note #1

Land Use - See CalEEMod Note #1

Construction Phase - Note #2

Off-road Equipment - Note #2

Off-road Equipment - Note #3

Off-road Equipment - Note #3

Off-road Equipment - Note #3

Off-road Equipment - Note #3

Demolition - Note 2 and 4

Grading - Note #3

Architectural Coating - Note 2

Vehicle Trips - Note #5

Area Coating - Note 5

Energy Use - Note #5

Water And Wastewater - Note #5

Construction Off-road Equipment Mitigation - Note 6

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Table Name	Column Name	Default Value	New Value
tblAreaCoating	Area_Nonresidential_Exterior	25	0
tblAreaCoating	Area_Nonresidential_Interior	75	0
tblConstDustMitigation	WaterUnpavedRoadVehicleSpeed	0	15
tblConstructionPhase	NumDays	100.00	19.00
tblConstructionPhase	NumDays	10.00	2.00
tblConstructionPhase	NumDays	2.00	1.00
tblConstructionPhase	NumDays	5.00	2.00
tblEnergyUse	LightingElect	0.00	1,880.00
tblLandUse	LandUseSquareFeet	0.00	50.00
tblLandUse	LotAcreage	0.00	0.01
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	0.00	1.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	0.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	2.00	1.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	0.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	2.00	1.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	2.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	4.00	1.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	0.00
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	0.00
tblOffRoadEquipment	PhaseName		Demolition
tblWater	ElectricityIntensityFactorForWastewaterTreatment	1,911.00	0.00
tblWater	ElectricityIntensityFactorToDistribute	1,272.00	0.00
tblWater	ElectricityIntensityFactorToSupply	2,117.00	0.00
tblWater	ElectricityIntensityFactorToTreat	111.00	0.00

2.0 Emissions Summary

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

2.1 Overall Construction**Unmitigated Construction**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Year	tons/yr										MT/yr					
2021	0.0106	0.1103	0.0907	1.6000e-004	1.5000e-004	5.7800e-003	5.9200e-003	4.0000e-005	5.3400e-003	5.3700e-003	0.0000	13.9583	13.9583	4.2600e-003	0.0000	14.0647
Maximum	0.0106	0.1103	0.0907	1.6000e-004	1.5000e-004	5.7800e-003	5.9200e-003	4.0000e-005	5.3400e-003	5.3700e-003	0.0000	13.9583	13.9583	4.2600e-003	0.0000	14.0647

Mitigated Construction

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Year	tons/yr										MT/yr					
2021	0.0106	0.1103	0.0907	1.6000e-004	1.4000e-004	5.7800e-003	5.9200e-003	4.0000e-005	5.3400e-003	5.3700e-003	0.0000	13.9582	13.9582	4.2600e-003	0.0000	14.0647
Maximum	0.0106	0.1103	0.0907	1.6000e-004	1.4000e-004	5.7800e-003	5.9200e-003	4.0000e-005	5.3400e-003	5.3700e-003	0.0000	13.9582	13.9582	4.2600e-003	0.0000	14.0647

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Percent Reduction	0.00	0.00	0.00	0.00	6.67	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Quarter	Start Date	End Date	Maximum Unmitigated ROG + NOX (tons/quarter)	Maximum Mitigated ROG + NOX (tons/quarter)
1	9-1-2021	9-30-2021	0.1092	0.1092
		Highest	0.1092	0.1092

2.2 Overall Operational**Unmitigated Operational**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Area	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005
Energy	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4528
Mobile	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Waste						0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Water						0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	2.0000e-004	0.0000	1.0000e-005	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4529

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

2.2 Overall Operational**Mitigated Operational**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Area	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005
Energy	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4528
Mobile	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Waste						0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Water						0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	2.0000e-004	0.0000	1.0000e-005	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4529

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio-CO2	Total CO2	CH4	N2O	CO2e
Percent Reduction	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

3.0 Construction Detail**Construction Phase**

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Phase Number	Phase Name	Phase Type	Start Date	End Date	Num Days Week	Num Days	Phase Description
1	Demolition	Demolition	9/1/2021	9/2/2021	5	2	
2	Grading	Grading	9/3/2021	9/3/2021	5	1	
3	Building Construction	Building Construction	9/6/2021	9/30/2021	5	19	
4	Paving	Paving	10/1/2021	10/4/2021	5	2	

Acres of Grading (Site Preparation Phase): 0

Acres of Grading (Grading Phase): 0

Acres of Paving: 0

Residential Indoor: 0; Residential Outdoor: 0; Non-Residential Indoor: 0; Non-Residential Outdoor: 0; Striped Parking Area: 0 (Architectural Coating – sqft)

OffRoad Equipment

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Phase Name	Offroad Equipment Type	Amount	Usage Hours	Horse Power	Load Factor
Demolition	Concrete/Industrial Saws	1	8.00	81	0.73
Demolition	Cranes	1	2.00	231	0.29
Demolition	Rubber Tired Dozers	0	1.00	247	0.40
Demolition	Tractors/Loaders/Backhoes	1	6.00	97	0.37
Grading	Bore/Drill Rigs	1	8.00	221	0.50
Grading	Concrete/Industrial Saws	1	8.00	81	0.73
Grading	Rubber Tired Dozers	0	1.00	247	0.40
Grading	Tractors/Loaders/Backhoes	1	6.00	97	0.37
Building Construction	Cranes	2	4.00	231	0.29
Building Construction	Forklifts	2	6.00	89	0.20
Building Construction	Tractors/Loaders/Backhoes	2	8.00	97	0.37
Paving	Cement and Mortar Mixers	1	6.00	9	0.56
Paving	Pavers	0	7.00	130	0.42
Paving	Rollers	0	7.00	80	0.38
Paving	Tractors/Loaders/Backhoes	1	7.00	97	0.37

Trips and VMT

Phase Name	Offroad Equipment Count	Worker Trip Number	Vendor Trip Number	Hauling Trip Number	Worker Trip Length	Vendor Trip Length	Hauling Trip Length	Worker Vehicle Class	Vendor Vehicle Class	Hauling Vehicle Class
Demolition	3	8.00	0.00	0.00	10.80	7.30	20.00	LD_Mix	HDT_Mix	HHDT
Grading	3	8.00	0.00	0.00	10.80	7.30	20.00	LD_Mix	HDT_Mix	HHDT
Building Construction	6	0.00	0.00	0.00	10.80	7.30	20.00	LD_Mix	HDT_Mix	HHDT
Paving	2	5.00	0.00	0.00	10.80	7.30	20.00	LD_Mix	HDT_Mix	HHDT

3.1 Mitigation Measures Construction

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

Water Exposed Area

Reduce Vehicle Speed on Unpaved Roads

3.2 Demolition - 2021**Unmitigated Construction On-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Fugitive Dust					1.0000e-005	0.0000	1.0000e-005	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	6.3000e-004	5.6700e-003	5.8600e-003	1.0000e-005		3.1000e-004	3.1000e-004		3.0000e-004	3.0000e-004	0.0000	0.8691	0.8691	1.4000e-004	0.0000	0.8726
Total	6.3000e-004	5.6700e-003	5.8600e-003	1.0000e-005	1.0000e-005	3.1000e-004	3.2000e-004	0.0000	3.0000e-004	3.0000e-004	0.0000	0.8691	0.8691	1.4000e-004	0.0000	0.8726

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.2 Demolition - 2021**Unmitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	3.0000e-005	2.0000e-005	2.1000e-004	0.0000	6.0000e-005	0.0000	6.0000e-005	2.0000e-005	0.0000	2.0000e-005	0.0000	0.0544	0.0544	0.0000	0.0000	0.0544
Total	3.0000e-005	2.0000e-005	2.1000e-004	0.0000	6.0000e-005	0.0000	6.0000e-005	2.0000e-005	0.0000	2.0000e-005	0.0000	0.0544	0.0544	0.0000	0.0000	0.0544

Mitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Fugitive Dust					1.0000e-005	0.0000	1.0000e-005	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	6.3000e-004	5.6700e-003	5.8600e-003	1.0000e-005		3.1000e-004	3.1000e-004		3.0000e-004	3.0000e-004	0.0000	0.8691	0.8691	1.4000e-004	0.0000	0.8726
Total	6.3000e-004	5.6700e-003	5.8600e-003	1.0000e-005	1.0000e-005	3.1000e-004	3.2000e-004	0.0000	3.0000e-004	3.0000e-004	0.0000	0.8691	0.8691	1.4000e-004	0.0000	0.8726

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.2 Demolition - 2021**Mitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	3.0000e-005	2.0000e-005	2.1000e-004	0.0000	6.0000e-005	0.0000	6.0000e-005	2.0000e-005	0.0000	2.0000e-005	0.0000	0.0544	0.0544	0.0000	0.0000	0.0544
Total	3.0000e-005	2.0000e-005	2.1000e-004	0.0000	6.0000e-005	0.0000	6.0000e-005	2.0000e-005	0.0000	2.0000e-005	0.0000	0.0544	0.0544	0.0000	0.0000	0.0544

3.3 Grading - 2021**Unmitigated Construction On-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Fugitive Dust					0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	3.9000e-004	3.7400e-003	3.7200e-003	1.0000e-005		1.7000e-004	1.7000e-004		1.7000e-004	1.7000e-004	0.0000	0.7849	0.7849	1.8000e-004	0.0000	0.7895
Total	3.9000e-004	3.7400e-003	3.7200e-003	1.0000e-005	0.0000	1.7000e-004	1.7000e-004	0.0000	1.7000e-004	1.7000e-004	0.0000	0.7849	0.7849	1.8000e-004	0.0000	0.7895

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.3 Grading - 2021**Unmitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	1.0000e-005	1.0000e-005	1.0000e-004	0.0000	3.0000e-005	0.0000	3.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0272	0.0272	0.0000	0.0000	0.0272
Total	1.0000e-005	1.0000e-005	1.0000e-004	0.0000	3.0000e-005	0.0000	3.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0272	0.0272	0.0000	0.0000	0.0272

Mitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Fugitive Dust					0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	3.9000e-004	3.7400e-003	3.7200e-003	1.0000e-005		1.7000e-004	1.7000e-004		1.7000e-004	1.7000e-004	0.0000	0.7849	0.7849	1.8000e-004	0.0000	0.7895
Total	3.9000e-004	3.7400e-003	3.7200e-003	1.0000e-005	0.0000	1.7000e-004	1.7000e-004	0.0000	1.7000e-004	1.7000e-004	0.0000	0.7849	0.7849	1.8000e-004	0.0000	0.7895

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.3 Grading - 2021**Mitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	1.0000e-005	1.0000e-005	1.0000e-004	0.0000	3.0000e-005	0.0000	3.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0272	0.0272	0.0000	0.0000	0.0272
Total	1.0000e-005	1.0000e-005	1.0000e-004	0.0000	3.0000e-005	0.0000	3.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0272	0.0272	0.0000	0.0000	0.0272

3.4 Building Construction - 2021**Unmitigated Construction On-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Off-Road	9.3200e-003	0.0989	0.0784	1.4000e-004		5.1900e-003	5.1900e-003		4.7700e-003	4.7700e-003	0.0000	11.9155	11.9155	3.8500e-003	0.0000	12.0118
Total	9.3200e-003	0.0989	0.0784	1.4000e-004		5.1900e-003	5.1900e-003		4.7700e-003	4.7700e-003	0.0000	11.9155	11.9155	3.8500e-003	0.0000	12.0118

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.4 Building Construction - 2021**Unmitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

Mitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Off-Road	9.3200e-003	0.0989	0.0784	1.4000e-004		5.1900e-003	5.1900e-003		4.7700e-003	4.7700e-003	0.0000	11.9155	11.9155	3.8500e-003	0.0000	12.0118
Total	9.3200e-003	0.0989	0.0784	1.4000e-004		5.1900e-003	5.1900e-003		4.7700e-003	4.7700e-003	0.0000	11.9155	11.9155	3.8500e-003	0.0000	12.0118

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.4 Building Construction - 2021**Mitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

3.5 Paving - 2021**Unmitigated Construction On-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Off-Road	2.1000e-004	1.9300e-003	2.2100e-003	0.0000		1.1000e-004	1.1000e-004		1.0000e-004	1.0000e-004	0.0000	0.2732	0.2732	8.0000e-005	0.0000	0.2752
Paving	0.0000					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	2.1000e-004	1.9300e-003	2.2100e-003	0.0000		1.1000e-004	1.1000e-004		1.0000e-004	1.0000e-004	0.0000	0.2732	0.2732	8.0000e-005	0.0000	0.2752

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.5 Paving - 2021**Unmitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	2.0000e-005	1.0000e-005	1.3000e-004	0.0000	4.0000e-005	0.0000	4.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0340	0.0340	0.0000	0.0000	0.0340
Total	2.0000e-005	1.0000e-005	1.3000e-004	0.0000	4.0000e-005	0.0000	4.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0340	0.0340	0.0000	0.0000	0.0340

Mitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Off-Road	2.1000e-004	1.9300e-003	2.2100e-003	0.0000		1.1000e-004	1.1000e-004		1.0000e-004	1.0000e-004	0.0000	0.2732	0.2732	8.0000e-005	0.0000	0.2752
Paving	0.0000					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	2.1000e-004	1.9300e-003	2.2100e-003	0.0000		1.1000e-004	1.1000e-004		1.0000e-004	1.0000e-004	0.0000	0.2732	0.2732	8.0000e-005	0.0000	0.2752

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

3.5 Paving - 2021**Mitigated Construction Off-Site**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	2.0000e-005	1.0000e-005	1.3000e-004	0.0000	4.0000e-005	0.0000	4.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0340	0.0340	0.0000	0.0000	0.0340
Total	2.0000e-005	1.0000e-005	1.3000e-004	0.0000	4.0000e-005	0.0000	4.0000e-005	1.0000e-005	0.0000	1.0000e-005	0.0000	0.0340	0.0340	0.0000	0.0000	0.0340

4.0 Operational Detail - Mobile**4.1 Mitigation Measures Mobile**

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Mitigated	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Unmitigated	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

4.2 Trip Summary Information

Land Use	Average Daily Trip Rate			Unmitigated	Mitigated
	Weekday	Saturday	Sunday	Annual VMT	Annual VMT
User Defined Industrial	0.00	0.00	0.00		
Total	0.00	0.00	0.00		

4.3 Trip Type Information

Land Use	Miles			Trip %			Trip Purpose %		
	H-W or C-W	H-S or C-C	H-O or C-NW	H-W or C-W	H-S or C-C	H-O or C-NW	Primary	Diverted	Pass-by
User Defined Industrial	9.50	7.30	7.30	0.00	0.00	0.00	0	0	0

4.4 Fleet Mix

Land Use	LDA	LDT1	LDT2	MDV	LHD1	LHD2	MHD	HHD	OBUS	UBUS	MCY	SBUS	MH
User Defined Industrial	0.552050	0.036079	0.182449	0.124563	0.019215	0.004844	0.016098	0.055414	0.001187	0.001496	0.005121	0.000613	0.000871

5.0 Energy Detail

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

5.1 Mitigation Measures Energy

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Electricity Mitigated						0.0000	0.0000		0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4528
Electricity Unmitigated						0.0000	0.0000		0.0000	0.0000	0.0000	27.3457	27.3457	1.2400e-003	2.6000e-004	27.4528
NaturalGas Mitigated	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
NaturalGas Unmitigated	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

5.2 Energy by Land Use - NaturalGas

Unmitigated

	NaturalGas Use	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Land Use	kBTU/yr	tons/yr										MT/yr					
User Defined Industrial	0	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

5.2 Energy by Land Use - NaturalGas**Mitigated**

	NaturalGas Use	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Land Use	kBTU/yr	tons/yr										MT/yr					
User Defined Industrial	0	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

5.3 Energy by Land Use - Electricity**Unmitigated**

	Electricity Use	Total CO2	CH4	N2O	CO2e
Land Use	kWh/yr	MT/yr			
User Defined Industrial	94000	27.3457	1.2400e-003	2.6000e-004	27.4528
Total		27.3457	1.2400e-003	2.6000e-004	27.4528

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

5.3 Energy by Land Use - Electricity**Mitigated**

	Electricity Use	Total CO2	CH4	N2O	CO2e
Land Use	kWh/yr	MT/yr			
User Defined Industrial	94000	27.3457	1.2400e-003	2.6000e-004	27.4528
Total		27.3457	1.2400e-003	2.6000e-004	27.4528

6.0 Area Detail**6.1 Mitigation Measures Area**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Mitigated	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005
Unmitigated	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

6.2 Area by SubCategory**Unmitigated**

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
SubCategory	tons/yr										MT/yr					
Architectural Coating	0.0000					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Consumer Products	2.0000e-004					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Landscaping	0.0000	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005
Total	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005

Mitigated

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
SubCategory	tons/yr										MT/yr					
Architectural Coating	0.0000					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Consumer Products	2.0000e-004					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Landscaping	0.0000	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005
Total	2.0000e-004	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	2.0000e-005	2.0000e-005	0.0000	0.0000	2.0000e-005

7.0 Water Detail

Appendix C

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

7.1 Mitigation Measures Water

	Total CO2	CH4	N2O	CO2e
Category	MT/yr			
Mitigated	0.0000	0.0000	0.0000	0.0000
Unmitigated	0.0000	0.0000	0.0000	0.0000

7.2 Water by Land Use**Unmitigated**

	Indoor/Outdoor Use	Total CO2	CH4	N2O	CO2e
Land Use	Mgal	MT/yr			
User Defined Industrial	0 / 0	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

7.2 Water by Land Use**Mitigated**

	Indoor/Outdoor Use	Total CO2	CH4	N2O	CO2e
Land Use	Mgal	MT/yr			
User Defined Industrial	0 / 0	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000

8.0 Waste Detail**8.1 Mitigation Measures Waste****Category/Year**

	Total CO2	CH4	N2O	CO2e
	MT/yr			
Mitigated	0.0000	0.0000	0.0000	0.0000
Unmitigated	0.0000	0.0000	0.0000	0.0000

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

8.2 Waste by Land Use**Unmitigated**

	Waste Disposed	Total CO2	CH4	N2O	CO2e
Land Use	tons	MT/yr			
User Defined Industrial	0	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000

Mitigated

	Waste Disposed	Total CO2	CH4	N2O	CO2e
Land Use	tons	MT/yr			
User Defined Industrial	0	0.0000	0.0000	0.0000	0.0000
Total		0.0000	0.0000	0.0000	0.0000

9.0 Operational Offroad

Equipment Type	Number	Hours/Day	Days/Year	Horse Power	Load Factor	Fuel Type

City of Tracy Digital Freeway Sign Project - Combined - San Joaquin County, Annual

10.0 Stationary Equipment

Fire Pumps and Emergency Generators

Equipment Type	Number	Hours/Day	Hours/Year	Horse Power	Load Factor	Fuel Type

Boilers

Equipment Type	Number	Heat Input/Day	Heat Input/Year	Boiler Rating	Fuel Type

User Defined Equipment

Equipment Type	Number

11.0 Vegetation

Typical Construction Trailer - San Joaquin County, Annual

Typical Construction Trailer San Joaquin County, Annual

1.0 Project Characteristics

1.1 Land Usage

Land Uses	Size	Metric	Lot Acreage	Floor Surface Area	Population
General Office Building	0.72	1000sqft	0.02	720.00	0

1.2 Other Project Characteristics

Urbanization	Urban	Wind Speed (m/s)	2.7	Precipitation Freq (Days)	51
Climate Zone	2			Operational Year	2021
Utility Company	Pacific Gas & Electric Company				
CO2 Intensity (lb/MWahr)	641.35	CH4 Intensity (lb/MWahr)	0.029	N2O Intensity (lb/MWahr)	0.006

1.3 User Entered Comments & Non-Default Data

Project Characteristics -

Land Use - Upper range of typical single-wide mobile office trailer = 720 square feet.

Construction Phase - Operational energy only

Off-road Equipment - Zeroed out construction equipment

Off-road Equipment - Zeroed out construction equipment

Vehicle Trips - Run for energy estimation only

Vehicle Emission Factors -

Vehicle Emission Factors -

Vehicle Emission Factors -

Energy Use -

Fleet Mix -

Table Name	Column Name	Default Value	New Value
tblOffRoadEquipment	OffRoadEquipmentUnitAmount	1.00	0.00

2.0 Emissions Summary

2.1 Overall Construction

Unmitigated Construction

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Year	tons/yr										MT/yr					
2021	5.0100e-003	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Maximum	5.0100e-003	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

Mitigated Construction

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Year	tons/yr										MT/yr					
2021	5.0100e-003	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Maximum	5.0100e-003	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio-CO2	Total CO2	CH4	N2O	CO2e

Percent Reduction	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Quarter	Start Date	End Date	Maximum Unmitigated ROG + NOX (tons/quarter)	Maximum Mitigated ROG + NOX (tons/quarter)
1	9-1-2021	9-30-2021	0.0050	0.0050
		Highest	0.0050	0.0050

2.2 Overall Operational

Unmitigated Operational

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Area	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005
Energy	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	2.7291	2.7291	1.1000e-004	3.0000e-005	2.7411
Mobile	1.8900e-003	0.0130	0.0200	7.0000e-005	5.4200e-003	7.0000e-005	5.4900e-003	1.4500e-003	6.0000e-005	1.5200e-003	0.0000	6.8808	6.8808	3.6000e-004	0.0000	6.8897
Waste						0.0000	0.0000		0.0000	0.0000	0.1360	0.0000	0.1360	8.0400e-003	0.0000	0.3369
Water						0.0000	0.0000		0.0000	0.0000	0.0406	0.2813	0.3219	4.1800e-003	1.0000e-004	0.4566
Total	5.2600e-003	0.0136	0.0205	7.0000e-005	5.4200e-003	1.1000e-004	5.5300e-003	1.4500e-003	1.0000e-004	1.5600e-003	0.1766	9.8912	10.0678	0.0127	1.3000e-004	10.4243

Mitigated Operational

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Area	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005
Energy	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	2.7291	2.7291	1.1000e-004	3.0000e-005	2.7411

Mobile	1.8900e-003	0.0130	0.0200	7.0000e-005	5.4200e-003	7.0000e-005	5.4900e-003	1.4500e-003	6.0000e-005	1.5200e-003	0.0000	6.8808	6.8808	3.6000e-004	0.0000	6.8897
Waste						0.0000	0.0000		0.0000	0.0000	0.1360	0.0000	0.1360	8.0400e-003	0.0000	0.3369
Water						0.0000	0.0000		0.0000	0.0000	0.0406	0.2813	0.3219	4.1800e-003	1.0000e-004	0.4566
Total	5.2600e-003	0.0136	0.0205	7.0000e-005	5.4200e-003	1.1000e-004	5.5300e-003	1.4500e-003	1.0000e-004	1.5600e-003	0.1766	9.8912	10.0678	0.0127	1.3000e-004	10.4243

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio-CO2	Total CO2	CH4	N2O	CO2e
Percent Reduction	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

3.0 Construction Detail

Construction Phase

Phase Number	Phase Name	Phase Type	Start Date	End Date	Num Days Week	Num Days	Phase Description
1	Architectural Coating	Architectural Coating	9/1/2021	9/7/2021	5	5	

Acres of Grading (Site Preparation Phase): 0

Acres of Grading (Grading Phase): 0

Acres of Paving: 0

Residential Indoor: 0; Residential Outdoor: 0; Non-Residential Indoor: 1,080; Non-Residential Outdoor: 360; Striped Parking Area: 0

OffRoad Equipment

Phase Name	Offroad Equipment Type	Amount	Usage Hours	Horse Power	Load Factor
Architectural Coating	Air Compressors	0	6.00	78	0.48

Trips and VMT

Phase Name	Offroad Equipment Count	Worker Trip Number	Vendor Trip Number	Hauling Trip Number	Worker Trip Length	Vendor Trip Length	Hauling Trip Length	Worker Vehicle Class	Vendor Vehicle Class	Hauling Vehicle Class
Architectural Coating	0	0.00	0.00	0.00	10.80	7.30	20.00	LD_Mix	HDT_Mix	HHDT

3.1 Mitigation Measures Construction

3.2 Architectural Coating - 2021

Unmitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Archit. Coating	5.0100e-003					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	5.0100e-003	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

Unmitigated Construction Off-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

Mitigated Construction On-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Archit. Coating	5.0100e-003					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Off-Road	0.0000	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	5.0100e-003	0.0000	0.0000	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

Mitigated Construction Off-Site

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Hauling	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Vendor	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Worker	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Total	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000

4.0 Operational Detail - Mobile

4.1 Mitigation Measures Mobile

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e

Category	tons/yr										MT/yr					
Mitigated	1.8900e-003	0.0130	0.0200	7.0000e-005	5.4200e-003	7.0000e-005	5.4900e-003	1.4500e-003	6.0000e-005	1.5200e-003	0.0000	6.8808	6.8808	3.6000e-004	0.0000	6.8897
Unmitigated	1.8900e-003	0.0130	0.0200	7.0000e-005	5.4200e-003	7.0000e-005	5.4900e-003	1.4500e-003	6.0000e-005	1.5200e-003	0.0000	6.8808	6.8808	3.6000e-004	0.0000	6.8897

4.2 Trip Summary Information

Land Use	Average Daily Trip Rate			Unmitigated	Mitigated
	Weekday	Saturday	Sunday	Annual VMT	Annual VMT
General Office Building	7.94	1.77	0.76	14,419	14,419
Total	7.94	1.77	0.76	14,419	14,419

4.3 Trip Type Information

Land Use	Miles			Trip %			Trip Purpose %		
	H-W or C-W	H-S or C-C	H-O or C-NW	H-W or C-	H-S or C-C	H-O or C-NW	Primary	Diverted	Pass-by
General Office Building	9.50	7.30	7.30	33.00	48.00	19.00	77	19	4

4.4 Fleet Mix

Land Use	LDA	LDT1	LDT2	MDV	LHD1	LHD2	MHD	HHD	OBUS	UBUS	MCY	SBUS	MH
General Office Building	0.552050	0.036079	0.182449	0.124563	0.019215	0.004844	0.016098	0.055414	0.001187	0.001496	0.005121	0.000613	0.000871

5.0 Energy Detail

Historical Energy Use: N

5.1 Mitigation Measures Energy

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e

Category	tons/yr										MT/yr					
Electricity Mitigated						0.0000	0.0000		0.0000	0.0000	0.0000	2.0967	2.0967	9.0000e-005	2.0000e-005	2.1049
Electricity Unmitigated						0.0000	0.0000		0.0000	0.0000	0.0000	2.0967	2.0967	9.0000e-005	2.0000e-005	2.1049
NaturalGas Mitigated	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362
NaturalGas Unmitigated	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362

5.2 Energy by Land Use - NaturalGas

Unmitigated

	NaturalGas Use	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Land Use	kBTU/yr	tons/yr										MT/yr					
General Office Building	11851.2	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362
Total		6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362

Mitigated

	NaturalGas Use	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Land Use	kBTU/yr	tons/yr										MT/yr					
General Office Building	11851.2	6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362
Total		6.0000e-005	5.8000e-004	4.9000e-004	0.0000		4.0000e-005	4.0000e-005		4.0000e-005	4.0000e-005	0.0000	0.6324	0.6324	1.0000e-005	1.0000e-005	0.6362

5.3 Energy by Land Use - Electricity

Unmitigated

	Electricity Use	Total CO2	CH4	N2O	CO2e
Land Use	kWh/yr	MT/yr			
General Office Building	7207.2	2.0967	9.0000e-005	2.0000e-005	2.1049
Total		2.0967	9.0000e-005	2.0000e-005	2.1049

Mitigated

	Electricity Use	Total CO2	CH4	N2O	CO2e
Land Use	kWh/yr	MT/yr			
General Office Building	7207.2	2.0967	9.0000e-005	2.0000e-005	2.1049
Total		2.0967	9.0000e-005	2.0000e-005	2.1049

6.0 Area Detail

6.1 Mitigation Measures Area

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
Category	tons/yr										MT/yr					
Mitigated	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005
Unmitigated	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005

6.2 Area by SubCategory

Unmitigated

	ROG	NOx	CO	SO2	Fugitive PM10	Exhaust PM10	PM10 Total	Fugitive PM2.5	Exhaust PM2.5	PM2.5 Total	Bio- CO2	NBio- CO2	Total CO2	CH4	N2O	CO2e
SubCategory	tons/yr										MT/yr					
Architectural Coating	5.0000e-004					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Consumer Products	2.8100e-003					0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Landscaping	0.0000	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005
Total	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005

Mitigated

[illegible]

Landscaping	0.0000	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005
Total	3.3100e-003	0.0000	1.0000e-005	0.0000		0.0000	0.0000		0.0000	0.0000	0.0000	1.0000e-005	1.0000e-005	0.0000	0.0000	1.0000e-005

7.0 Water Detail

7.1 Mitigation Measures Water

	Total CO2	CH4	N2O	CO2e
Category	MT/yr			
Mitigated	0.3219	4.1800e-003	1.0000e-004	0.4566
Unmitigated	0.3219	4.1800e-003	1.0000e-004	0.4566

7.2 Water by Land Use

Unmitigated

	Indoor/Outdoor Use	Total CO2	CH4	N2O	CO2e
Land Use	Mgal	MT/yr			
General Office Building	0.127968 / 0.0784322	0.3219	4.1800e-003	1.0000e-004	0.4566
Total		0.3219	4.1800e-003	1.0000e-004	0.4566

Mitigated

	Indoor/Outdoor Use	Total CO2	CH4	N2O	CO2e
Land Use	Mgal	MT/yr			
General Office Building	0.127968 / 0.0784322	0.3219	4.1800e-003	1.0000e-004	0.4566
Total		0.3219	4.1800e-003	1.0000e-004	0.4566

8.0 Waste Detail

8.1 Mitigation Measures Waste

Category/Year

	Total CO2	CH4	N2O	CO2e
	MT/yr			
Mitigated	0.1360	8.0400e-003	0.0000	0.3369
Unmitigated	0.1360	8.0400e-003	0.0000	0.3369

8.2 Waste by Land Use

Unmitigated

	Waste Disposed	Total CO2	CH4	N2O	CO2e

Land Use	tons	MT/yr			
General Office Building	0.67	0.1360	8.0400e-003	0.0000	0.3369
Total		0.1360	8.0400e-003	0.0000	0.3369

Mitigated

	Waste Disposed	Total CO2	CH4	N2O	CO2e
Land Use	tons	MT/yr			
General Office Building	0.67	0.1360	8.0400e-003	0.0000	0.3369
Total		0.1360	8.0400e-003	0.0000	0.3369

9.0 Operational Offroad

Equipment Type	Number	Hours/Day	Days/Year	Horse Power	Load Factor	Fuel Type

10.0 Stationary Equipment

Fire Pumps and Emergency Generators

Equipment Type	Number	Hours/Day	Hours/Year	Horse Power	Load Factor	Fuel Type

Boilers

Equipment Type	Number	Heat Input/Day	Heat Input/Year	Boiler Rating	Fuel Type

User Defined Equipment

Equipment Type	Number

11.0 Vegetation

Updated for 1726.0014

Construction-MITIGATED

	ROG	NOx	CO	SO ₂	PM ₁₀ (Exhaust)	PM _{2.5} (Exhaust)	PM ₁₀ (Total)	PM _{2.5} (Total)	MTCO ₂ e/year
2021	0.0106	0.1103	0.0907	0.00016	0.00578	0.00534	0.00592	0.00537	14.06470

Operational - Mitigated

	ROG	NOx	CO	SO ₂	PM ₁₀ (Exhaust)	PM _{2.5} (Exhaust)	PM ₁₀ (Total)	PM _{2.5} (Total)	MTCO ₂ e/year
2021	0.0002	0.0000	0.00001	0.0000	0.000	0.000	0.000	0.000	27.45290

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix D: Biological Resources Supporting Information

THIS PAGE INTENTIONALLY LEFT BLANK



Selected Elements by Scientific Name

California Department of Fish and Wildlife

California Natural Diversity Database



Query Criteria: Quad IS (Union Island (3712174) OR Tracy (3712164) OR Vernalis (3712163) OR Lathrop (3712173) OR Holt (3712184) OR Woodward Island (3712185) OR Clifton Court Forebay (3712175) OR Midway (3712165) OR Stockton West (3712183))

Species	Element Code	Federal Status	State Status	Global Rank	State Rank	Rare Plant Rank/CDFW SSC or FP
<i>Agelaius tricolor</i> tricolored blackbird	ABPBXB0020	None	Threatened	G1G2	S1S2	SSC
<i>Alkali Meadow</i> Alkali Meadow	CTT45310CA	None	None	G3	S2.1	
<i>Ambystoma californiense</i> California tiger salamander	AAAAA01180	Threatened	Threatened	G2G3	S2S3	WL
<i>Amsinckia grandiflora</i> large-flowered fiddleneck	PDBOR01050	Endangered	Endangered	G1	S1	1B.1
<i>Anniella pulchra</i> Northern California legless lizard	ARACC01020	None	None	G3	S3	SSC
<i>Anthicus sacramento</i> Sacramento anthicid beetle	IICOL49010	None	None	G1	S1	
<i>Antrozous pallidus</i> pallid bat	AMACC10010	None	None	G4	S3	SSC
<i>Aquila chrysaetos</i> golden eagle	ABNKC22010	None	None	G5	S3	FP
<i>Ardea herodias</i> great blue heron	ABNGA04010	None	None	G5	S4	
<i>Arizona elegans occidentalis</i> California glossy snake	ARADB01017	None	None	G5T2	S2	SSC
<i>Asio flammeus</i> short-eared owl	ABNSB13040	None	None	G5	S3	SSC
<i>Astragalus tener var. tener</i> alkali milk-vetch	PDFAB0F8R1	None	None	G2T1	S1	1B.2
<i>Athene cunicularia</i> burrowing owl	ABNSB10010	None	None	G4	S3	SSC
<i>Atriplex cordulata var. cordulata</i> heartscale	PDCHE040B0	None	None	G3T2	S2	1B.2
<i>Blepharizonia plumosa</i> big tarplant	PDAST1C011	None	None	G1G2	S1S2	1B.1
<i>Bombus crotchii</i> Crotch bumble bee	IIHYM24480	None	Candidate Endangered	G3G4	S1S2	
<i>Bombus occidentalis</i> western bumble bee	IIHYM24250	None	Candidate Endangered	G2G3	S1	
<i>Branchinecta lynchi</i> vernal pool fairy shrimp	ICBRA03030	Threatened	None	G3	S3	
<i>Branchinecta mesoallensis</i> midvalley fairy shrimp	ICBRA03150	None	None	G2	S2S3	



Selected Elements by Scientific Name

California Department of Fish and Wildlife

California Natural Diversity Database



Species	Element Code	Federal Status	State Status	Global Rank	State Rank	Rare Plant Rank/CDFW SSC or FP
<i>Brasenia schreberi</i> watershield	PDCAB01010	None	None	G5	S3	2B.3
<i>Buteo regalis</i> ferruginous hawk	ABNKC19120	None	None	G4	S3S4	WL
<i>Buteo swainsoni</i> Swainson's hawk	ABNKC19070	None	Threatened	G5	S3	
<i>Campanula exigua</i> chaparral harebell	PDCAM020A0	None	None	G2	S2	1B.2
<i>Carex comosa</i> bristly sedge	PMCYP032Y0	None	None	G5	S2	2B.1
<i>Caulanthus lemmonii</i> Lemmon's jewelflower	PDBRA0M0E0	None	None	G3	S3	1B.2
<i>Chloropyron palmatum</i> palmate-bracted bird's-beak	PDSCR0J0J0	Endangered	Endangered	G1	S1	1B.1
<i>Circus hudsonius</i> northern harrier	ABNKC11011	None	None	G5	S3	SSC
<i>Cirsium crassicaule</i> slough thistle	PDAST2E0U0	None	None	G1	S1	1B.1
<i>Coastal and Valley Freshwater Marsh</i> Coastal and Valley Freshwater Marsh	CTT52410CA	None	None	G3	S2.1	
<i>Coccyzus americanus occidentalis</i> western yellow-billed cuckoo	ABNRB02022	Threatened	Endangered	G5T2T3	S1	
<i>Corynorhinus townsendii</i> Townsend's big-eared bat	AMACC08010	None	None	G4	S2	SSC
<i>Delphinium californicum ssp. interius</i> Hospital Canyon larkspur	PDRAN0B0A2	None	None	G3T3	S3	1B.2
<i>Delphinium recurvatum</i> recurved larkspur	PDRAN0B1J0	None	None	G2?	S2?	1B.2
<i>Desmocerus californicus dimorphus</i> valley elderberry longhorn beetle	IICOL48011	Threatened	None	G3T2	S3	
<i>Elanus leucurus</i> white-tailed kite	ABNKC06010	None	None	G5	S3S4	FP
<i>Emys marmorata</i> western pond turtle	ARAAD02030	None	None	G3G4	S3	SSC
<i>Eremophila alpestris actia</i> California horned lark	ABPAT02011	None	None	G5T4Q	S4	WL
<i>Eryngium racemosum</i> Delta button-celery	PDAP10Z0S0	None	Endangered	G1	S1	1B.1
<i>Eryngium spinosepalum</i> spiny-sepaled button-celery	PDAP10Z0Y0	None	None	G2	S2	1B.2
<i>Eschscholzia rhombipetala</i> diamond-petaled California poppy	PDPAP0A0D0	None	None	G1	S1	1B.1



Selected Elements by Scientific Name

California Department of Fish and Wildlife

California Natural Diversity Database



Species	Element Code	Federal Status	State Status	Global Rank	State Rank	Rare Plant Rank/CDFW SSC or FP
<i>Eumops perotis californicus</i> western mastiff bat	AMACD02011	None	None	G4G5T4	S3S4	SSC
<i>Extriplex joaquinana</i> San Joaquin spearscale	PDCHE041F3	None	None	G2	S2	1B.2
<i>Falco columbarius</i> merlin	ABNKD06030	None	None	G5	S3S4	WL
<i>Gonidea angulata</i> western ridged mussel	IMBIV19010	None	None	G3	S1S2	
<i>Great Valley Cottonwood Riparian Forest</i> Great Valley Cottonwood Riparian Forest	CTT61410CA	None	None	G2	S2.1	
<i>Great Valley Valley Oak Riparian Forest</i> Great Valley Valley Oak Riparian Forest	CTT61430CA	None	None	G1	S1.1	
<i>Hesperolinon breweri</i> Brewer's western flax	PDLIN01030	None	None	G2	S2	1B.2
<i>Hibiscus lasiocarpus var. occidentalis</i> woolly rose-mallow	PDMAL0H0R3	None	None	G5T3	S3	1B.2
<i>Hygrotus curvipes</i> curved-foot hygrotus diving beetle	IICOL38030	None	None	G1	S1	
<i>Hypomesus transpacificus</i> Delta smelt	AFCHB01040	Threatened	Endangered	G1	S1	
<i>Lanius ludovicianus</i> loggerhead shrike	ABPBR01030	None	None	G4	S4	SSC
<i>Laterallus jamaicensis coturniculus</i> California black rail	ABNME03041	None	Threatened	G3G4T1	S1	FP
<i>Lathyrus jepsonii var. jepsonii</i> Delta tule pea	PDFAB250D2	None	None	G5T2	S2	1B.2
<i>Lilaeopsis masonii</i> Mason's lilaeopsis	PDAP19030	None	Rare	G2	S2	1B.1
<i>Limosella australis</i> Delta mudwort	PDSCR10030	None	None	G4G5	S2	2B.1
<i>Linderiella occidentalis</i> California linderiella	ICBRA06010	None	None	G2G3	S2S3	
<i>Madia radiata</i> showy golden madia	PDAST650E0	None	None	G3	S3	1B.1
<i>Masticophis flagellum ruddocki</i> San Joaquin coachwhip	ARADB21021	None	None	G5T2T3	S2?	SSC
<i>Masticophis lateralis euryxanthus</i> Alameda whipsnake	ARADB21031	Threatened	Threatened	G4T2	S2	
<i>Melospiza melodia</i> song sparrow ("Modesto" population)	ABPBXA3010	None	None	G5	S3?	SSC
<i>Navarretia nigelliformis ssp. radians</i> shining navarretia	PDPLM0C0J2	None	None	G4T2	S2	1B.2



Selected Elements by Scientific Name

California Department of Fish and Wildlife

California Natural Diversity Database



Species	Element Code	Federal Status	State Status	Global Rank	State Rank	Rare Plant Rank/CDFW SSC or FP
<i>Neotoma fuscipes riparia</i> riparian (=San Joaquin Valley) woodrat	AMAFF08081	Endangered	None	G5T1Q	S1	SSC
<i>Northern Claypan Vernal Pool</i> Northern Claypan Vernal Pool	CTT44120CA	None	None	G1	S1.1	
<i>Oncorhynchus mykiss irideus pop. 11</i> steelhead - Central Valley DPS	AFCHA0209K	Threatened	None	G5T2Q	S2	
<i>Perognathus inornatus</i> San Joaquin pocket mouse	AMAFD01060	None	None	G2G3	S2S3	
<i>Phrynosoma blainvillii</i> coast horned lizard	ARACF12100	None	None	G3G4	S3S4	SSC
<i>Puccinellia simplex</i> California alkali grass	PMPOA53110	None	None	G3	S2	1B.2
<i>Rana boylei</i> foothill yellow-legged frog	AAABH01050	None	Endangered	G3	S3	SSC
<i>Rana draytonii</i> California red-legged frog	AAABH01022	Threatened	None	G2G3	S2S3	SSC
<i>Sagittaria sanfordii</i> Sanford's arrowhead	PMALI040Q0	None	None	G3	S3	1B.2
<i>Scutellaria galericulata</i> marsh skullcap	PDLAM1U0J0	None	None	G5	S2	2B.2
<i>Senecio aphanactis</i> chaparral ragwort	PDAST8H060	None	None	G3	S2	2B.2
<i>Spea hammondi</i> western spadefoot	AAABF02020	None	None	G2G3	S3	SSC
<i>Spergularia macrotheca var. longistyla</i> long-styled sand-spurrey	PDCAR0W062	None	None	G5T2	S2	1B.2
<i>Spirinchus thaleichthys</i> longfin smelt	AFCHB03010	Candidate	Threatened	G5	S1	
<i>Sylvilagus bachmani riparius</i> riparian brush rabbit	AMAEB01021	Endangered	Endangered	G5T1	S1	
<i>Symphyotrichum lentum</i> Suisun Marsh aster	PDASTE8470	None	None	G2	S2	1B.2
<i>Taxidea taxus</i> American badger	AMAJF04010	None	None	G5	S3	SSC
<i>Thaleichthys pacificus</i> eulachon	AFCHB04010	Threatened	None	G5	S2	
<i>Thamnophis gigas</i> giant gartersnake	ARADB36150	Threatened	Threatened	G2	S2	
<i>Trichocoronis wrightii var. wrightii</i> Wright's trichocoronis	PDAST9F031	None	None	G4T3	S1	2B.1
<i>Trifolium hydrophilum</i> saline clover	PDFAB400R5	None	None	G2	S2	1B.2



Selected Elements by Scientific Name
California Department of Fish and Wildlife
California Natural Diversity Database



Species	Element Code	Federal Status	State Status	Global Rank	State Rank	Rare Plant Rank/CDFW SSC or FP
<i>Tropidocarpum capparideum</i> caper-fruited tropidocarpum	PDBRA2R010	None	None	G1	S1	1B.1
Valley Sink Scrub Valley Sink Scrub	CTT36210CA	None	None	G1	S1.1	
<i>Vireo bellii pusillus</i> least Bell's vireo	ABPBW01114	Endangered	Endangered	G5T2	S2	
<i>Vulpes macrotis mutica</i> San Joaquin kit fox	AMAJA03041	Endangered	Threatened	G4T2	S2	
<i>Xanthocephalus xanthocephalus</i> yellow-headed blackbird	ABPBXB3010	None	None	G5	S3	SSC

Record Count: 87

*The database used to provide updates to the Online Inventory is under construction. [View updates and changes made since May 2019 here.](#)

Plant List

40 matches found. [Click on scientific name for details](#)

Search Criteria

Found in Quads 3712185, 3712184, 3712183, 3712175, 3712174, 3712173, 3712165 3712164 and 3712163;

[Modify Search Criteria](#) [Export to Excel](#) [Modify Columns](#) [Modify Sort](#) [Remove Photos](#)

Scientific Name	Common Name	Family	Lifeform	Blooming Period	CA Rare Plant Rank	State Rank	Global Rank	Photo

[Acanthomintha lanceolata](#)

Santa Clara thorn-mint

Lamiaceae

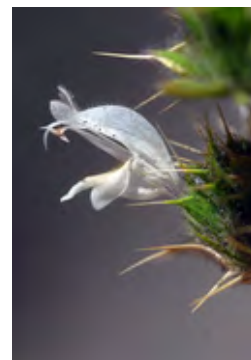
annual herb

Mar-Jun

4.2

S4

G4



2012 Chris Winchell

[Amsinckia grandiflora](#)

large-flowered fiddleneck

Boraginaceae

annual herb

(Mar)Apr-May

1B.1

S1

G1



J. E.(Jed) and Bonnie McClellan 2007
California Academy of Sciences

[Androsace elongata ssp. acuta](#)

California androsace

Primulaceae

annual herb

Mar-Jun

4.2

S3S4

G5?
T3T4



1998 John Game



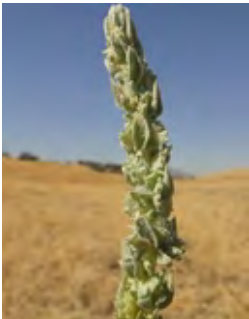
1991 Dean Wm. Taylor

Astragalus tener
var. tener alkali milk-
vetch Fabaceae annual herb Mar-Jun 1B.2 S1 G2T1

Atriplex
cordulata var.
cordulata heartscale Chenopodiaceae annual herb Apr-Oct 1B.2 S2 G3T2

no photo available

Atriplex
coronata var.
coronata crownscale Chenopodiaceae annual herb Mar-Oct 4.2 S3 G4T3



2010 Neal Kramer

Atriplex
coronata var.
vallicola Lost Hills
crownscale Chenopodiaceae annual herb Apr-Sep 1B.2 S2 G4T2



2004 Robert E.
Preston, Ph.D.

Atriplex
depressa brittlescale Chenopodiaceae annual herb Apr-Oct 1B.2 S2 G2



2009 Zoya Akulova

big tarplant Asteraceae annual herb Jul-Oct 1B.1 S1S2 G1G2

Blepharizonia
plumosa



2014 John Doyen

Brasenia
schreberi

watershield

Cabombaceae

perennial
rhizomatous
herb (aquatic)

Jun-Sep

2B.3 S3

G5



2008 Dean Kelch

Campanula
exigua

chaparral
harebell

Campanulaceae

annual herb

May-Jun

1B.2 S2

G2



2009 Vernon Smith

Carex comosa

bristly sedge

Cyperaceae

perennial
rhizomatous
herb

May-Sep

2B.1 S2

G5



2009 Kerry Heise

Caulanthus
lemmonii

Lemmon's
jewelflower

Brassicaceae

annual herb

Feb-May

1B.2 S3

G3



Beatrice F. Howitt 1999
California Academy of
Sciences

Centromadia
parryi ssp. rudis

Parry's rough
tarplant

Asteraceae

annual herb

May-Oct

4.2 S3

G3T3



2003 George W. Hartwell

Chloropyron
palmatum

palmate-
bracted bird's-
beak

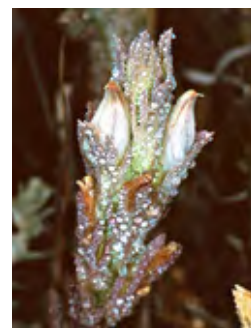
Orobanchaceae

annual herb
(hemiparasitic)

May-Oct

1B.1 S1

G1



2007 John Game

[Cirsium](#)
[crassicaule](#)

slough thistle

Asteraceae

annual /
perennial herb

May-Aug

1B.1 S1

G1

no photo available

[Delphinium](#)
[californicum](#) ssp.
[interius](#)

Hospital
Canyon
larkspur

Ranunculaceae

perennial herb

Apr-Jun

1B.2 S3

G3T3



2004 Keir Morse

[Delphinium](#)
[recurvatum](#)

recurved
larkspur

Ranunculaceae

perennial herb

Mar-Jun

1B.2 S2?

G2?



2015 Debra L. Cook

[Eryngium](#)
[racemosum](#)

Delta button-
celery

Apiaceae

annual /
perennial herb

Jun-Oct

1B.1 S1

G1



2010 Chris Winchell

[Eryngium](#)
[spinosepalum](#)

spiny-sepaled
button-celery

Apiaceae

annual /
perennial herb

Apr-Jun

1B.2 S2

G2



2009 Cristian Singer

[Eschscholzia](#)
[rhombipetala](#)

diamond-
petaled
California
poppy

Papaveraceae

annual herb

Mar-Apr

1B.1 S1

G1

no photo available

[Extriplex](#)
[joaquinana](#)

San Joaquin
spearscale

Chenopodiaceae

annual herb

Apr-Oct

1B.2 S2

G2

no photo available

[Hesperolinon
breweri](#)

Brewer's
western flax

Linaceae

annual herb

May-Jul

1B.2 S2

G2



2007 Aaron Schusteff

[Hibiscus
lasiocarpus var.
occidentalis](#)

woolly rose-
mallow

Malvaceae

perennial
rhizomatous
herb
(emergent)

Jun-Sep

1B.2 S3

G5T3



2012 Steven Perry

[Lasthenia
ferrisiae](#)

Ferris'
goldfields

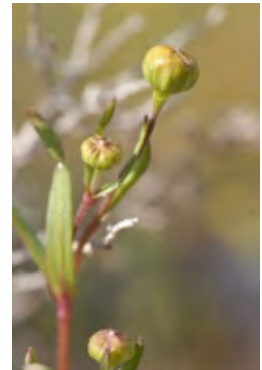
Asteraceae

annual herb

Feb-May

4.2 S3

G3



2010 Chris Winchell

[Lathyrus
jepsonii var.
jepsonii](#)

Delta tule pea

Fabaceae

perennial herb

May-
Jul(Aug-
Sep)

1B.2 S2

G5T2



2003 Mark Fogiel

[Lilaeopsis
masonii](#)

Mason's
lilaeopsis

Apiaceae

perennial
rhizomatous
herb

Apr-Nov

1B.1 S2

G2



2005 Timothy Milliken 2005

[Limosella
australis](#)

Delta
mudwort

Scrophulariaceae

perennial
stoloniferous
herb

May-Aug

2B.1 S2

G4G5

<u>Madia radiata</u>	showy golden madia	Asteraceae	annual herb	Mar-May	1B.1	S3	G3	
<u>Myosurus minimus ssp. apus</u>	little mousetail	Ranunculaceae	annual herb	Mar-Jun	3.1	S2	G5T2Q	
<u>Navarretia nigelliformis ssp. radians</u>	shining navarretia	Polemoniaceae	annual herb	(Mar)Apr- Jul	1B.2	S2	G4T2	
<u>Puccinellia simplex</u>	California alkali grass	Poaceae	annual herb	Mar-May	1B.2	S2	G3	
<u>Sagittaria sanfordii</u>	Sanford's arrowhead	Alismataceae	perennial rhizomatous herb (emergent)	May- Oct(Nov)	1B.2	S3	G3	
<u>Scutellaria galericulata</u>	marsh skullcap	Lamiaceae	perennial rhizomatous herb	Jun-Sep	2B.2	S2	G5	
<u>Senecio aphanactis</u>	chaparral ragwort	Asteraceae	annual herb	Jan- Apr(May)	2B.2	S2	G3	



2008 Louis-M. Landry



2010 Neal Kramer

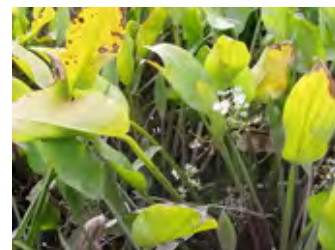


2005 Russell Huddleston



2008 Steve Matson

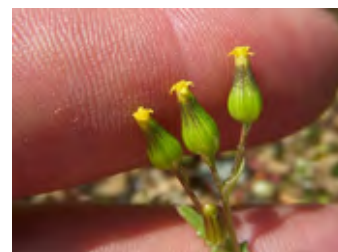
no photo available



2007 Wendy Fisher



2005 Louis-M. Landry



2010 Neal Kramer

[Spergularia macrotheca var. longistyla](#)

long-styled
sand-spurrey

Caryophyllaceae

perennial herb

Feb-
May(Jun)

1B.2 S2

G5T2

no photo available

[Symphyotrichum lentum](#)

Suisun Marsh
aster

Asteraceae

perennial
rhizomatous
herb

(Apr)May-
Nov

1B.2 S2

G2



2015 John Doyen

[Trichocoronis wrightii var. wrightii](#)

Wright's
trichocoronis

Asteraceae

annual herb

May-Sep

2B.1 S1

G4T3



2011 Karyn Lea Drennen

[Trifolium hydrophilum](#)

saline clover

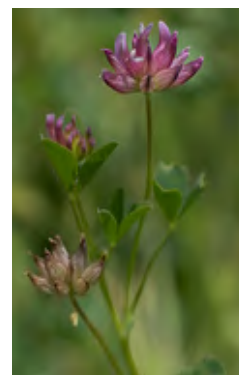
Fabaceae

annual herb

Apr-Jun

1B.2 S2

G2



2005 Aaron Schusteff

[Tropidocarpum capparideum](#)

caper-fruited
tropidocarpum

Brassicaceae

annual herb

Mar-Apr

1B.1 S1

G1



2004 Laura Ann Eliassen

Suggested Citation

California Native Plant Society, Rare Plant Program. 2021. Inventory of Rare and Endangered Plants of California (online edition, v8-03 0.39). Website <http://www.rareplants.cnps.org> [accessed 25 May 2021].

Search the Inventory[Simple Search](#)[Advanced Search](#)[Glossary](#)**Information**[About the Inventory](#)[About the Rare Plant Program](#)[CNPS Home Page](#)[About CNPS](#)[Join CNPS](#)**Contributors**[The Calflora Database](#)[The California Lichen Society](#)[California Natural Diversity Database](#)[The Jepson Flora Project](#)[The Consortium of California Herbaria](#)[CalPhotos](#)**Questions and Comments**rareplants@cnps.org

© Copyright 2010-2018 California Native Plant Society. All rights reserved.

This report is an automatically generated list of species and other resources such as critical habitat (collectively referred to as *trust resources*) under the U.S. Fish and Wildlife Service's (USFWS) jurisdiction that are known or expected to be on or near the project area referenced below. The list may also include trust resources that occur outside of the project area, but that could potentially be directly or indirectly affected by activities in the project area. However, determining the likelihood and extent of effects a project may have on trust resources typically requires gathering additional site-specific (e.g., vegetation/species surveys) and project-specific (e.g., magnitude and timing of proposed activities) information.

Below is a summary of the project information you provided and contact information for the USFWS office(s) with jurisdiction in the defined project area. Please read the introduction to each section that follows (Endangered Species, Migratory Birds, USFWS Facilities, and NWI Wetlands) for additional information applicable to the trust resources addressed in that section.

San Joaquin County, California



Sacramento Fish And Wildlife Office

☎ (916) 414-6600

 (916) 414-6713

Federal Building
2800 Cottage Way, Room W-2605
Sacramento, CA 95825-1846

Endangered species

This resource list is for informational purposes only and does not constitute an analysis of project level impacts.

The primary information used to generate this list is the known or expected range of each species. Additional areas of influence (AOI) for species are also considered. An AOI includes areas outside of the species range if the species could be indirectly affected by activities in that area (e.g., placing a dam upstream of a fish population even if that fish does not occur at the dam site, may indirectly impact the species by reducing or eliminating water flow downstream). Because species can move, and site conditions can change, the species on this list are not guaranteed to be found on or near the project area. To fully determine any potential effects to species, additional site-specific and project-specific information is often required.

Section 7 of the Endangered Species Act **requires** Federal agencies to "request of the Secretary information whether any species which is listed or proposed to be listed may be present in the area of such proposed action" for any project that is conducted, permitted, funded, or licensed by any Federal agency. A letter from the local office and a species list which fulfills this requirement can **only** be obtained by requesting an official species list from either the Regulatory Review section in IPaC (see directions below) or from the local field office directly.

For project evaluations that require USFWS concurrence/review, please return to the IPaC website and request an official species list by doing the following:

1. Draw the project location and click CONTINUE.
2. Click DEFINE PROJECT.
3. Log in (if directed to do so).
4. Provide a name and description for your project.
5. Click REQUEST SPECIES LIST.

Listed species¹ and their critical habitats are managed by the [Ecological Services Program](#) of the U.S. Fish and Wildlife Service (USFWS) and the fisheries division of the National Oceanic and Atmospheric Administration (NOAA Fisheries²).

Species and critical habitats under the sole responsibility of NOAA Fisheries are **not** shown on this list. Please contact [NOAA Fisheries](#) for [species under their jurisdiction](#).

1. Species listed under the [Endangered Species Act](#) are threatened or endangered; IPaC also shows species that are candidates, or proposed, for listing. See the [listing status page](#) for more information. IPaC only shows species that are regulated by USFWS (see FAQ).
2. [NOAA Fisheries](#), also known as the National Marine Fisheries Service (NMFS), is an office of the National Oceanic and Atmospheric Administration within the Department of Commerce.

The following species are potentially affected by activities in this location:

Mammals

NAME

STATUS

Riparian Brush Rabbit *Sylvilagus bachmani riparius*

Endangered

Wherever found

No critical habitat has been designated for this species.

<https://ecos.fws.gov/ecp/species/6189>

Reptiles

NAME

STATUS

Giant Garter Snake *Thamnophis gigas*

Threatened

Wherever found

No critical habitat has been designated for this species.

<https://ecos.fws.gov/ecp/species/4482>

Amphibians

NAME

STATUS

California Red-legged Frog *Rana draytonii*

Threatened

Wherever found

There is **final** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/2891>

California Tiger Salamander *Ambystoma californiense*

Threatened

There is **final** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/2076>

Fishes

NAME

STATUS

Delta Smelt *Hypomesus transpacificus*

Threatened

Wherever found

There is **final** critical habitat for this species. Your location overlaps the critical habitat.
<https://ecos.fws.gov/ecp/species/321>

Insects

NAME

STATUS

San Bruno Elfin Butterfly *Callophrys mossii bayensis*

Endangered

Wherever found

There is **proposed** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/3394>

Valley Elderberry Longhorn Beetle *Desmocerus californicus dimorphus* Threatened
 Wherever found
 There is **final** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/7850>

Crustaceans

NAME	STATUS
Vernal Pool Fairy Shrimp <i>Branchinecta lynchi</i> Wherever found There is final critical habitat for this species. The location of the critical habitat is not available. https://ecos.fws.gov/ecp/species/498	Threatened
Vernal Pool Tadpole Shrimp <i>Lepidurus packardii</i> Wherever found There is final critical habitat for this species. The location of the critical habitat is not available. https://ecos.fws.gov/ecp/species/2246	Endangered

Critical habitats

Potential effects to critical habitat(s) in this location must be analyzed along with the endangered species themselves.

This location overlaps the critical habitat for the following species:

NAME	TYPE
Delta Smelt <i>Hypomesus transpacificus</i> https://ecos.fws.gov/ecp/species/321#crithab	Final

Migratory birds

Certain birds are protected under the Migratory Bird Treaty Act¹ and the Bald and Golden Eagle Protection Act².

Any person or organization who plans or conducts activities that may result in impacts to migratory birds, eagles, and their habitats should follow appropriate regulations and consider implementing appropriate conservation measures, as described [below](#).

1. The [Migratory Birds Treaty Act](#) of 1918.
2. The [Bald and Golden Eagle Protection Act](#) of 1940.

Additional information can be found using the following links:

- Birds of Conservation Concern <http://www.fws.gov/birds/management/managed-species/birds-of-conservation-concern.php>
- Measures for avoiding and minimizing impacts to birds <http://www.fws.gov/birds/management/project-assessment-tools-and-guidance/conservation-measures.php>
- Nationwide conservation measures for birds <http://www.fws.gov/migratorybirds/pdf/management/nationwidestandardconservationmeasures.pdf>

The birds listed below are birds of particular concern either because they occur on the [USFWS Birds of Conservation Concern](#) (BCC) list or warrant special attention in your project location. To learn more about the levels of concern for birds on your list and how this list is generated, see the FAQ [below](#). This is not a list of every bird you may find in this location, nor a guarantee that every bird on this list will be found in your project area. To see exact locations of where birders and the general public have sighted birds in and around your project area, visit the [E-bird data mapping tool](#) (Tip: enter your location, desired date range and a species on your list). For projects that occur off the Atlantic Coast, additional maps and models detailing the relative occurrence and abundance of bird species on your list are available. Links to additional information about Atlantic Coast birds, and other important information about your migratory bird list, including how to properly interpret and use your migratory bird report, can be found [below](#).

For guidance on when to schedule activities or implement avoidance and minimization measures to reduce impacts to migratory birds on your list, click on the PROBABILITY OF PRESENCE SUMMARY at the top of your list to see when these birds are most likely to be present and breeding in your project area.

NAME

BREEDING SEASON (IF A BREEDING SEASON IS INDICATED FOR A BIRD ON YOUR LIST, THE BIRD MAY BREED IN YOUR PROJECT AREA SOMETIME WITHIN THE TIMEFRAME SPECIFIED, WHICH IS A VERY LIBERAL ESTIMATE OF THE DATES INSIDE WHICH THE BIRD BREEDS ACROSS ITS ENTIRE RANGE. "BREEDS ELSEWHERE" INDICATES THAT THE BIRD DOES NOT LIKELY BREED IN YOUR PROJECT AREA.)

Burrowing Owl *Athene cunicularia*

Breeds Mar 15 to Aug 31

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/9737>

Common Yellowthroat <i>Geothlypis trichas sinuosa</i> This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA https://ecos.fws.gov/ecp/species/2084	Breeds May 20 to Jul 31
Golden Eagle <i>Aquila chrysaetos</i> This is not a Bird of Conservation Concern (BCC) in this area, but warrants attention because of the Eagle Act or for potential susceptibilities in offshore areas from certain types of development or activities. https://ecos.fws.gov/ecp/species/1680	Breeds Jan 1 to Aug 31
Lawrence's Goldfinch <i>Carduelis lawrencei</i> This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska. https://ecos.fws.gov/ecp/species/9464	Breeds Mar 20 to Sep 20
Long-billed Curlew <i>Numenius americanus</i> This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska. https://ecos.fws.gov/ecp/species/5511	Breeds elsewhere
Marbled Godwit <i>Limosa fedoa</i> This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska. https://ecos.fws.gov/ecp/species/9481	Breeds elsewhere
Nuttall's Woodpecker <i>Picoides nuttallii</i> This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA https://ecos.fws.gov/ecp/species/9410	Breeds Apr 1 to Jul 20
Oak Titmouse <i>Baeolophus inornatus</i> This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska. https://ecos.fws.gov/ecp/species/9656	Breeds Mar 15 to Jul 15
Short-billed Dowitcher <i>Limnodromus griseus</i> This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska. https://ecos.fws.gov/ecp/species/9480	Breeds elsewhere
Song Sparrow <i>Melospiza melodia</i> This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA	Breeds Feb 20 to Sep 5

Spotted Towhee *Pipilo maculatus clementae*

Breeds Apr 15 to Jul 20

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/4243>

Tricolored Blackbird *Agelaius tricolor*

Breeds Mar 15 to Aug 10

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/3910>

Whimbrel *Numenius phaeopus*

Breeds elsewhere

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/9483>

Willet *Tringa semipalmata*

Breeds elsewhere

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

Wrentit *Chamaea fasciata*

Breeds Mar 15 to Aug 10

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

Yellow-billed Magpie *Pica nuttalli*

Breeds Apr 1 to Jul 31

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/9726>

Probability of Presence Summary

The graphs below provide our best understanding of when birds of concern are most likely to be present in your project area. This information can be used to tailor and schedule your project activities to avoid or minimize impacts to birds. Please make sure you read and understand the FAQ "Proper Interpretation and Use of Your Migratory Bird Report" before using or attempting to interpret this report.

Probability of Presence (■)

Each green bar represents the bird's relative probability of presence in the 10km grid cell(s) your project overlaps during a particular week of the year. (A year is represented as 12 4-week months.) A taller bar indicates a higher probability of species presence. The survey effort (see below) can be used to establish a level of confidence in the presence score. One can have higher confidence in the presence score if the corresponding survey effort is also high.

How is the probability of presence score calculated? The calculation is done in three steps:

1. The probability of presence for each week is calculated as the number of survey events in the week where the species was detected divided by the total number of survey events for that

- week. For example, if in week 12 there were 20 survey events and the Spotted Towhee was found in 5 of them, the probability of presence of the Spotted Towhee in week 12 is 0.25.
- To properly present the pattern of presence across the year, the relative probability of presence is calculated. This is the probability of presence divided by the maximum probability of presence across all weeks. For example, imagine the probability of presence in week 20 for the Spotted Towhee is 0.05, and that the probability of presence at week 12 (0.25) is the maximum of any week of the year. The relative probability of presence on week 12 is $0.25/0.25 = 1$; at week 20 it is $0.05/0.25 = 0.2$.
 - The relative probability of presence calculated in the previous step undergoes a statistical conversion so that all possible values fall between 0 and 10, inclusive. This is the probability of presence score.

To see a bar's probability of presence score, simply hover your mouse cursor over the bar.

Breeding Season (■)

Yellow bars denote a very liberal estimate of the time-frame inside which the bird breeds across its entire range. If there are no yellow bars shown for a bird, it does not breed in your project area.

Survey Effort (|)

Vertical black lines superimposed on probability of presence bars indicate the number of surveys performed for that species in the 10km grid cell(s) your project area overlaps. The number of surveys is expressed as a range, for example, 33 to 64 surveys.

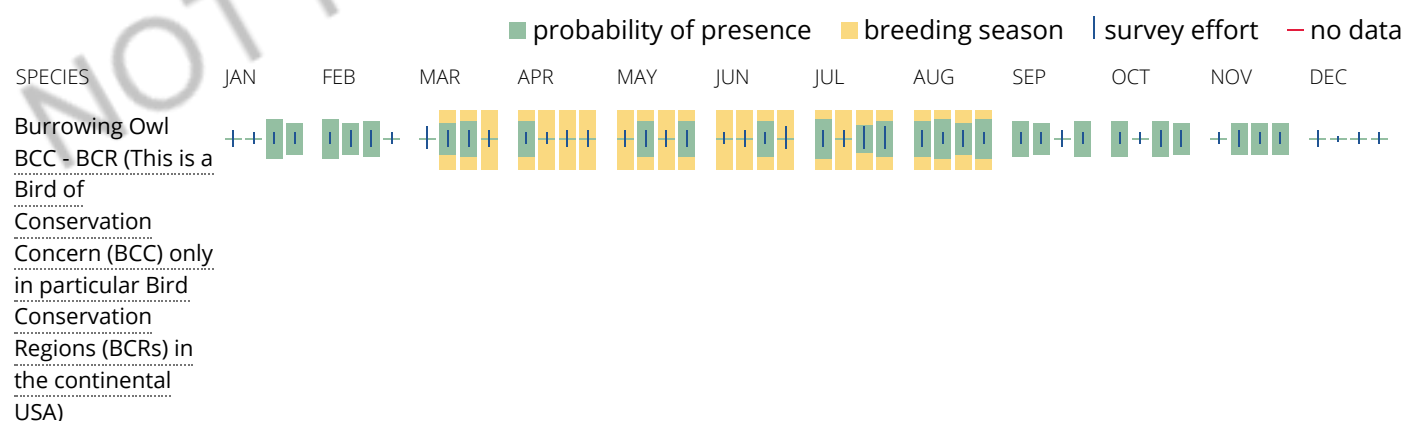
To see a bar's survey effort range, simply hover your mouse cursor over the bar.

No Data (—)

A week is marked as having no data if there were no survey events for that week.

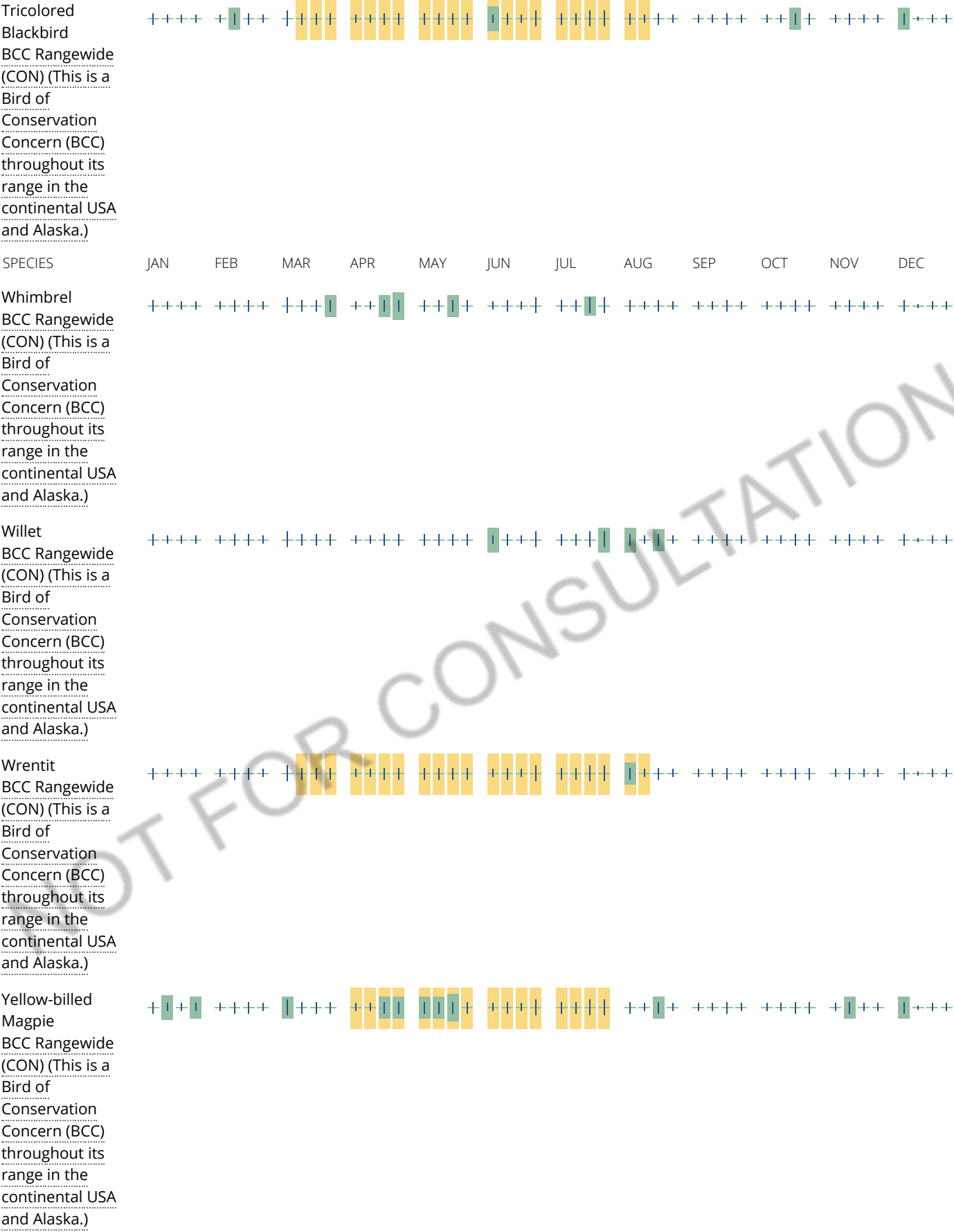
Survey Timeframe

Surveys from only the last 10 years are used in order to ensure delivery of currently relevant information. The exception to this is areas off the Atlantic coast, where bird returns are based on all years of available data, since data in these areas is currently much more sparse.



Common Yellowthroat BCC - BCR (This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA)	
Golden Eagle Non-BCC Vulnerable (This is not a Bird of Conservation Concern (BCC) in this area, but warrants attention because of the Eagle Act or for potential susceptibilities in offshore areas from certain types of development or activities.)	
Lawrence's Goldfinch BCC Rangewide (CON) (This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.)	
Long-billed Curlew BCC Rangewide (CON) (This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.)	
Marbled Godwit BCC Rangewide (CON) (This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.)	





Tell me more about conservation measures I can implement to avoid or minimize impacts to migratory birds.

[Nationwide Conservation Measures](#) describes measures that can help avoid and minimize impacts to all birds at any location year round. Implementation of these measures is particularly important when birds are most likely to occur in the project area. When birds may be breeding in the area, identifying the locations of any active nests and avoiding their destruction is a very helpful impact minimization measure. To see when birds are most likely to occur and be breeding in your project area, view the Probability of Presence Summary. [Additional measures](#) or [permits](#) may be advisable depending on the type of activity you are conducting and the type of infrastructure or bird species present on your project site.

What does IPaC use to generate the migratory birds potentially occurring in my specified location?

The Migratory Bird Resource List is comprised of USFWS [Birds of Conservation Concern \(BCC\)](#) and other species that may warrant special attention in your project location.

The migratory bird list generated for your project is derived from data provided by the [Avian Knowledge Network \(AKN\)](#). The AKN data is based on a growing collection of [survey, banding, and citizen science datasets](#) and is queried and filtered to return a list of those birds reported as occurring in the 10km grid cell(s) which your project intersects, and that have been identified as warranting special attention because they are a BCC species in that area, an eagle ([Eagle Act](#) requirements may apply), or a species that has a particular vulnerability to offshore activities or development.

Again, the Migratory Bird Resource list includes only a subset of birds that may occur in your project area. It is not representative of all birds that may occur in your project area. To get a list of all birds potentially present in your project area, please visit the [AKN Phenology Tool](#).

What does IPaC use to generate the probability of presence graphs for the migratory birds potentially occurring in my specified location?

The probability of presence graphs associated with your migratory bird list are based on data provided by the [Avian Knowledge Network \(AKN\)](#). This data is derived from a growing collection of [survey, banding, and citizen science datasets](#).

Probability of presence data is continuously being updated as new and better information becomes available. To learn more about how the probability of presence graphs are produced and how to interpret them, go the Probability of Presence Summary and then click on the "Tell me about these graphs" link.

How do I know if a bird is breeding, wintering, migrating or present year-round in my project area?

To see what part of a particular bird's range your project area falls within (i.e. breeding, wintering, migrating or year-round), you may refer to the following resources: [The Cornell Lab of Ornithology All About Birds Bird Guide](#), or (if you are unsuccessful in locating the bird of interest there), the [Cornell Lab of Ornithology Neotropical Birds guide](#). If a bird on your migratory bird species list has a breeding season associated with it, if that bird does occur in your project area, there may be nests present at some point within the timeframe specified. If "Breeds elsewhere" is indicated, then the bird likely does not breed in your project area.

What are the levels of concern for migratory birds?

Migratory birds delivered through IPaC fall into the following distinct categories of concern:

1. "BCC Rangewide" birds are [Birds of Conservation Concern](#) (BCC) that are of concern throughout their range anywhere within the USA (including Hawaii, the Pacific Islands, Puerto Rico, and the Virgin Islands);
2. "BCC - BCR" birds are BCCs that are of concern only in particular Bird Conservation Regions (BCRs) in the continental USA; and
3. "Non-BCC - Vulnerable" birds are not BCC species in your project area, but appear on your list either because of the [Eagle Act](#) requirements (for eagles) or (for non-eagles) potential susceptibilities in offshore areas from certain types of development or activities (e.g. offshore energy development or longline fishing).

Although it is important to try to avoid and minimize impacts to all birds, efforts should be made, in particular, to avoid and minimize impacts to the birds on this list, especially eagles and BCC species of rangewide concern. For more information on conservation measures you can implement to help avoid and minimize migratory bird impacts and requirements for eagles, please see the FAQs for these topics.

Details about birds that are potentially affected by offshore projects

For additional details about the relative occurrence and abundance of both individual bird species and groups of bird species within your project area off the Atlantic Coast, please visit the [Northeast Ocean Data Portal](#). The Portal also offers data and information about other taxa besides birds that may be helpful to you in your project review. Alternately, you may download the bird model results files underlying the portal maps through the [NOAA NCCOS Integrative Statistical Modeling and Predictive Mapping of Marine Bird Distributions and Abundance on the Atlantic Outer Continental Shelf](#) project webpage.

Bird tracking data can also provide additional details about occurrence and habitat use throughout the year, including migration. Models relying on survey data may not include this information. For additional information on marine bird tracking data, see the [Diving Bird Study](#) and the [nanotag studies](#) or contact [Caleb Spiegel](#) or [Pam Loring](#).

What if I have eagles on my list?

If your project has the potential to disturb or kill eagles, you may need to [obtain a permit](#) to avoid violating the Eagle Act should such impacts occur.

Proper Interpretation and Use of Your Migratory Bird Report

The migratory bird list generated is not a list of all birds in your project area, only a subset of birds of priority concern. To learn more about how your list is generated, and see options for identifying what other birds may be in your project area, please see the FAQ "What does IPaC use to generate the migratory birds potentially occurring in my specified location". Please be aware this report provides the "probability of presence" of birds within the 10 km grid cell(s) that overlap your project; not your exact project footprint. On the graphs provided, please also look carefully at the survey effort (indicated by the black vertical bar) and for the existence of the "no data" indicator (a red horizontal bar). A high survey effort is the key component. If the survey effort is high, then the probability of presence score can be viewed as more dependable. In contrast, a low survey effort bar or no data bar means a lack of data and, therefore, a lack of certainty about presence of the species. This list is not perfect; it is simply a starting point for identifying what birds of concern have the potential to be in your project area, when they might be there, and if they might be breeding (which means nests might be present). The list helps you know what to look for to confirm presence, and helps guide you in knowing when to implement conservation measures to avoid or minimize potential impacts from your project activities, should presence be confirmed. To learn more about conservation measures, visit the FAQ "Tell me about conservation measures I can implement to avoid or minimize impacts to migratory birds" at the bottom of your migratory bird trust resources page.

Facilities

National Wildlife Refuge lands

Any activity proposed on lands managed by the [National Wildlife Refuge](#) system must undergo a 'Compatibility Determination' conducted by the Refuge. Please contact the individual Refuges to discuss any questions or concerns.

THERE ARE NO REFUGE LANDS AT THIS LOCATION.

Fish hatcheries

THERE ARE NO FISH HATCHERIES AT THIS LOCATION.

Wetlands in the National Wetlands Inventory

Impacts to [NWI wetlands](#) and other aquatic habitats may be subject to regulation under Section 404 of the Clean Water Act, or other State/Federal statutes.

For more information please contact the Regulatory Program of the local [U.S. Army Corps of Engineers District](#).

WETLAND INFORMATION IS NOT AVAILABLE AT THIS TIME

This can happen when the National Wetlands Inventory (NWI) map service is unavailable, or for very large projects that intersect many wetland areas. Try again, or visit the [NWI map](#) to view wetlands at this location.

Data limitations

The Service's objective of mapping wetlands and deepwater habitats is to produce reconnaissance level information on the location, type and size of these resources. The maps are prepared from the analysis of high altitude imagery. Wetlands are identified based on vegetation, visible hydrology and geography. A margin of error is inherent in the use of imagery; thus, detailed on-the-ground inspection of any particular site may result in revision of the wetland boundaries or classification established through image analysis.

The accuracy of image interpretation depends on the quality of the imagery, the experience of the image analysts, the amount and quality of the collateral data and the amount of ground truth verification work conducted. Metadata should be consulted to determine the date of the source imagery used and any mapping problems.

Wetlands or other mapped features may have changed since the date of the imagery or field work. There may be occasional differences in polygon boundaries or classifications between the information depicted on the map and the actual conditions on site.

Data exclusions

Certain wetland habitats are excluded from the National mapping program because of the limitations of aerial imagery as the primary data source used to detect wetlands. These habitats include seagrasses or submerged aquatic vegetation that are found in the intertidal and subtidal zones of estuaries and nearshore coastal waters. Some deepwater reef communities (coral or tubercid worm reefs) have also been excluded from the inventory. These habitats, because of their depth, go undetected by aerial imagery.

Data precautions

Federal, state, and local regulatory agencies with jurisdiction over wetlands may define and describe wetlands in a different manner than that used in this inventory. There is no attempt, in either the design or products of this

inventory, to define the limits of proprietary jurisdiction of any Federal, state, or local government or to establish the geographical scope of the regulatory programs of government agencies. Persons intending to engage in activities involving modifications within or adjacent to wetland areas should seek the advice of appropriate federal, state, or local agencies concerning specified agency regulatory programs and proprietary jurisdictions that may affect such activities.

NOT FOR CONSULTATION

IPaC resource list

This report is an automatically generated list of species and other resources such as critical habitat (collectively referred to as *trust resources*) under the U.S. Fish and Wildlife Service's (USFWS) jurisdiction that are known or expected to be on or near the project area referenced below. The list may also include trust resources that occur outside of the project area, but that could potentially be directly or indirectly affected by activities in the project area. However, determining the likelihood and extent of effects a project may have on trust resources typically requires gathering additional site-specific (e.g., vegetation/species surveys) and project-specific (e.g., magnitude and timing of proposed activities) information.

Below is a summary of the project information you provided and contact information for the USFWS office(s) with jurisdiction in the defined project area. Please read the introduction to each section that follows (Endangered Species, Migratory Birds, USFWS Facilities, and NWI Wetlands) for additional information applicable to the trust resources addressed in that section.

Location

San Joaquin County, California



Local office

Sacramento Fish And Wildlife Office

☎ (916) 414-6600

📠 (916) 414-6713

Federal Building
2800 Cottage Way, Room W-2605
Sacramento, CA 95825-1846

Endangered species

This resource list is for informational purposes only and does not constitute an analysis of project level impacts.

The primary information used to generate this list is the known or expected range of each species. Additional areas of influence (AOI) for species are also considered. An AOI includes areas outside of the species range if the species could be indirectly affected by activities in that area (e.g., placing a dam upstream of a fish population even if that fish does not occur at the dam site, may indirectly impact the species by reducing or eliminating water flow downstream). Because species can move, and site conditions can change, the species on this list are not guaranteed to be found on or near the project area. To fully determine any potential effects to species, additional site-specific and project-specific information is often required.

Section 7 of the Endangered Species Act **requires** Federal agencies to "request of the Secretary information whether any species which is listed or proposed to be listed may be present in the area of such proposed action" for any project that is conducted, permitted, funded, or licensed by any Federal agency. A letter from the local office and a species list which fulfills this requirement can **only** be obtained by requesting an official species list from either the Regulatory Review section in IPaC (see directions below) or from the local field office directly.

For project evaluations that require USFWS concurrence/review, please return to the IPaC website and request an official species list by doing the following:

1. Draw the project location and click CONTINUE.
2. Click DEFINE PROJECT.
3. Log in (if directed to do so).
4. Provide a name and description for your project.
5. Click REQUEST SPECIES LIST.

Listed species¹ and their critical habitats are managed by the [Ecological Services Program](#) of the U.S. Fish and Wildlife Service (USFWS) and the fisheries division of the National Oceanic and Atmospheric Administration (NOAA Fisheries²).

Species and critical habitats under the sole responsibility of NOAA Fisheries are **not** shown on this list. Please contact [NOAA Fisheries](#) for [species under their jurisdiction](#).

1. Species listed under the [Endangered Species Act](#) are threatened or endangered; IPaC also shows species that are candidates, or proposed, for listing. See the [listing status page](#) for more information. IPaC only shows species that are regulated by USFWS (see FAQ).
2. [NOAA Fisheries](#), also known as the National Marine Fisheries Service (NMFS), is an office of the National Oceanic and Atmospheric Administration within the Department of Commerce.

The following species are potentially affected by activities in this location:

Mammals

NAME	STATUS

Riparian Brush Rabbit *Sylvilagus bachmani riparius*

Endangered

Wherever found

No critical habitat has been designated for this species.

<https://ecos.fws.gov/ecp/species/6189>

Reptiles

NAME

STATUS

Giant Garter Snake *Thamnophis gigas*

Threatened

Wherever found

No critical habitat has been designated for this species.

<https://ecos.fws.gov/ecp/species/4482>

Amphibians

NAME

STATUS

California Red-legged Frog *Rana draytonii*

Threatened

Wherever found

There is **final** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/2891>

California Tiger Salamander *Ambystoma californiense*

Threatened

There is **final** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/2076>

Fishes

NAME

STATUS

Delta Smelt *Hypomesus transpacificus*

Threatened

Wherever found

There is **final** critical habitat for this species. Your location overlaps the critical habitat.
<https://ecos.fws.gov/ecp/species/321>

Insects

NAME

STATUS

San Bruno Elfin Butterfly *Callophrys mossii bayensis*

Endangered

Wherever found

There is **proposed** critical habitat for this species. The location of the critical habitat is not available.
<https://ecos.fws.gov/ecp/species/3394>

Valley Elderberry Longhorn Beetle *Desmocerus californicus dimorphus* Threatened
Wherever found

There is **final** critical habitat for this species. The location of the critical habitat is not available.

<https://ecos.fws.gov/ecp/species/7850>

Crustaceans

NAME	STATUS
Vernal Pool Fairy Shrimp <i>Branchinecta lynchi</i> Wherever found There is final critical habitat for this species. The location of the critical habitat is not available. https://ecos.fws.gov/ecp/species/498	Threatened
Vernal Pool Tadpole Shrimp <i>Lepidurus packardii</i> Wherever found There is final critical habitat for this species. The location of the critical habitat is not available. https://ecos.fws.gov/ecp/species/2246	Endangered

Critical habitats

Potential effects to critical habitat(s) in this location must be analyzed along with the endangered species themselves.

This location overlaps the critical habitat for the following species:

NAME	TYPE
Delta Smelt <i>Hypomesus transpacificus</i> https://ecos.fws.gov/ecp/species/321#crithab	Final

Migratory birds

Certain birds are protected under the Migratory Bird Treaty Act¹ and the Bald and Golden Eagle Protection Act².

Any person or organization who plans or conducts activities that may result in impacts to migratory birds, eagles, and their habitats should follow appropriate regulations and consider implementing appropriate conservation measures, as described [below](#).

1. The [Migratory Birds Treaty Act](#) of 1918.
2. The [Bald and Golden Eagle Protection Act](#) of 1940.

Additional information can be found using the following links:

- Birds of Conservation Concern <http://www.fws.gov/birds/management/managed-species/birds-of-conservation-concern.php>
- Measures for avoiding and minimizing impacts to birds <http://www.fws.gov/birds/management/project-assessment-tools-and-guidance/conservation-measures.php>
- Nationwide conservation measures for birds <http://www.fws.gov/migratorybirds/pdf/management/nationwidestandardconservationmeasures.pdf>

The birds listed below are birds of particular concern either because they occur on the [USFWS Birds of Conservation Concern](#) (BCC) list or warrant special attention in your project location. To learn more about the levels of concern for birds on your list and how this list is generated, see the FAQ [below](#). This is not a list of every bird you may find in this location, nor a guarantee that every bird on this list will be found in your project area. To see exact locations of where birders and the general public have sighted birds in and around your project area, visit the [E-bird data mapping tool](#) (Tip: enter your location, desired date range and a species on your list). For projects that occur off the Atlantic Coast, additional maps and models detailing the relative occurrence and abundance of bird species on your list are available. Links to additional information about Atlantic Coast birds, and other important information about your migratory bird list, including how to properly interpret and use your migratory bird report, can be found [below](#).

For guidance on when to schedule activities or implement avoidance and minimization measures to reduce impacts to migratory birds on your list, click on the PROBABILITY OF PRESENCE SUMMARY at the top of your list to see when these birds are most likely to be present and breeding in your project area.

NAME

BREEDING SEASON (IF A BREEDING SEASON IS INDICATED FOR A BIRD ON YOUR LIST, THE BIRD MAY BREED IN YOUR PROJECT AREA SOMETIME WITHIN THE TIMEFRAME SPECIFIED, WHICH IS A VERY LIBERAL ESTIMATE OF THE DATES INSIDE WHICH THE BIRD BREEDS ACROSS ITS ENTIRE RANGE. "BREEDS ELSEWHERE" INDICATES THAT THE BIRD DOES NOT LIKELY BREED IN YOUR PROJECT AREA.)

Burrowing Owl *Athene cunicularia*

Breeds Mar 15 to Aug 31

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/9737>

Common Yellowthroat *Geothlypis trichas sinuosa*

Breeds May 20 to Jul 31

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/2084>

Golden Eagle *Aquila chrysaetos*

Breeds Jan 1 to Aug 31

This is not a Bird of Conservation Concern (BCC) in this area, but warrants attention because of the Eagle Act or for potential susceptibilities in offshore areas from certain types of development or activities.

<https://ecos.fws.gov/ecp/species/1680>

Long-billed Curlew *Numenius americanus*

Breeds elsewhere

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/5511>

Nuttall's Woodpecker *Picoides nuttallii*

Breeds Apr 1 to Jul 20

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/9410>

Rufous Hummingbird *selasphorus rufus*

Breeds elsewhere

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/8002>

Spotted Towhee *Pipilo maculatus clementae*

Breeds Apr 15 to Jul 20

This is a Bird of Conservation Concern (BCC) only in particular Bird Conservation Regions (BCRs) in the continental USA

<https://ecos.fws.gov/ecp/species/4243>

Tricolored Blackbird *Agelaius tricolor*

Breeds Mar 15 to Aug 10

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/3910>

Yellow-billed Magpie *Pica nuttalli*

Breeds Apr 1 to Jul 31

This is a Bird of Conservation Concern (BCC) throughout its range in the continental USA and Alaska.

<https://ecos.fws.gov/ecp/species/9726>

Probability of Presence Summary

The graphs below provide our best understanding of when birds of concern are most likely to be present in your project area. This information can be used to tailor and schedule your project activities to avoid or minimize impacts to birds. Please make sure you read and understand the FAQ

"Proper Interpretation and Use of Your Migratory Bird Report" before using or attempting to interpret this report.

Probability of Presence (■)

Each green bar represents the bird's relative probability of presence in the 10km grid cell(s) your project overlaps during a particular week of the year. (A year is represented as 12 4-week months.) A taller bar indicates a higher probability of species presence. The survey effort (see below) can be used to establish a level of confidence in the presence score. One can have higher confidence in the presence score if the corresponding survey effort is also high.

How is the probability of presence score calculated? The calculation is done in three steps:

1. The probability of presence for each week is calculated as the number of survey events in the week where the species was detected divided by the total number of survey events for that week. For example, if in week 12 there were 20 survey events and the Spotted Towhee was found in 5 of them, the probability of presence of the Spotted Towhee in week 12 is 0.25.
2. To properly present the pattern of presence across the year, the relative probability of presence is calculated. This is the probability of presence divided by the maximum probability of presence across all weeks. For example, imagine the probability of presence in week 20 for the Spotted Towhee is 0.05, and that the probability of presence at week 12 (0.25) is the maximum of any week of the year. The relative probability of presence on week 12 is $0.25/0.25 = 1$; at week 20 it is $0.05/0.25 = 0.2$.
3. The relative probability of presence calculated in the previous step undergoes a statistical conversion so that all possible values fall between 0 and 10, inclusive. This is the probability of presence score.

To see a bar's probability of presence score, simply hover your mouse cursor over the bar.

Breeding Season (■)

Yellow bars denote a very liberal estimate of the time-frame inside which the bird breeds across its entire range. If there are no yellow bars shown for a bird, it does not breed in your project area.

Survey Effort (|)

Vertical black lines superimposed on probability of presence bars indicate the number of surveys performed for that species in the 10km grid cell(s) your project area overlaps. The number of surveys is expressed as a range, for example, 33 to 64 surveys.

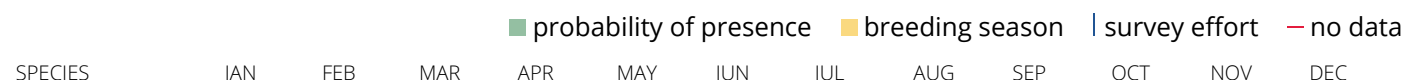
To see a bar's survey effort range, simply hover your mouse cursor over the bar.

No Data (—)

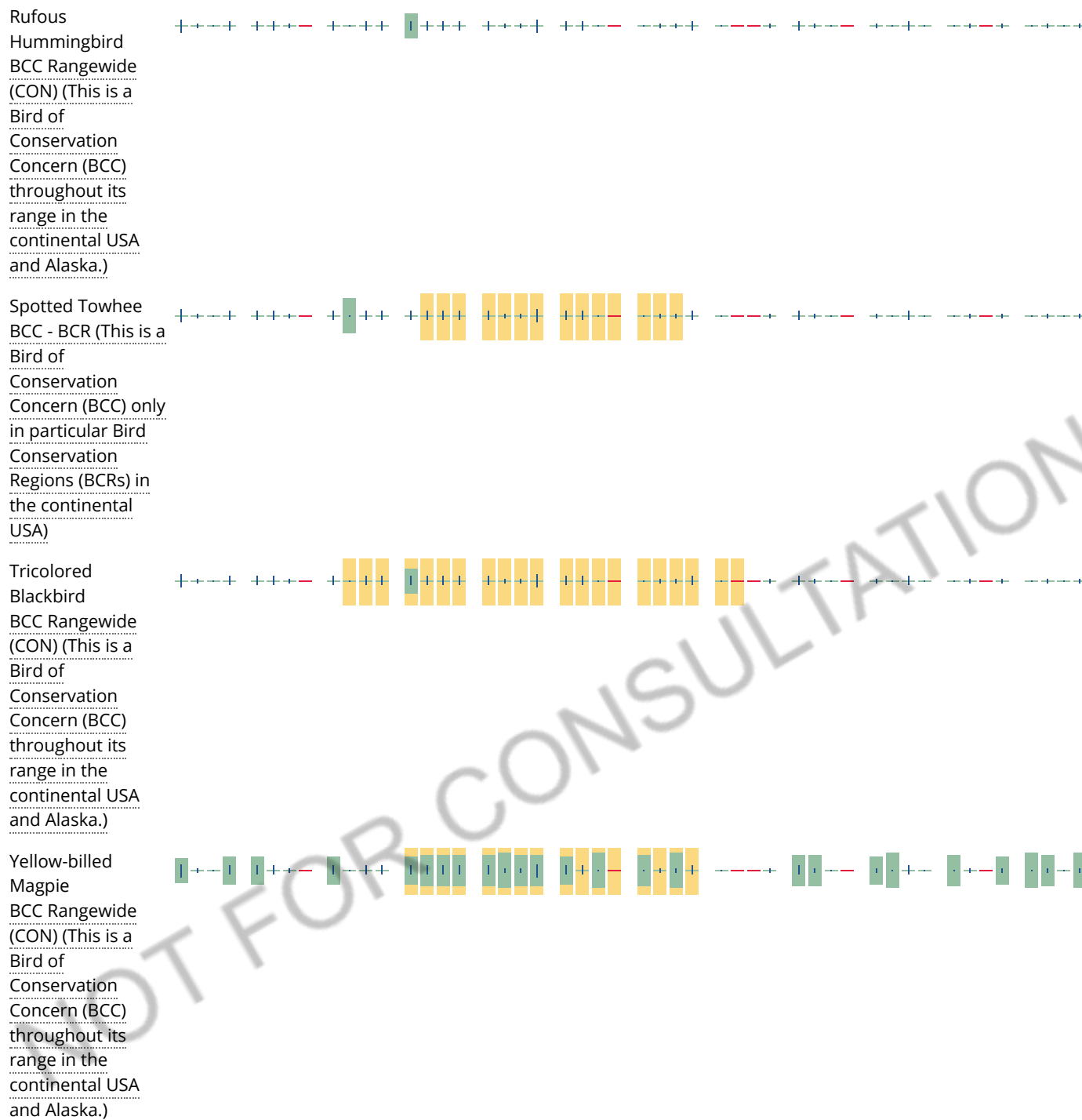
A week is marked as having no data if there were no survey events for that week.

Survey Timeframe

Surveys from only the last 10 years are used in order to ensure delivery of currently relevant information. The exception to this is areas off the Atlantic coast, where bird returns are based on all years of available data, since data in these areas is currently much more sparse.







Tell me more about conservation measures I can implement to avoid or minimize impacts to migratory birds.

[Nationwide Conservation Measures](#) describes measures that can help avoid and minimize impacts to all birds at any location year round. Implementation of these measures is particularly important when birds are most likely to occur in the project area. When birds may be breeding in the area, identifying the locations of any active nests and avoiding their destruction is a very helpful impact minimization measure. To see when birds are most likely to occur and be breeding in your project area, view the Probability of Presence Summary. [Additional measures](#) or [permits](#) may be advisable depending on the type of activity you are conducting and the type of infrastructure or bird species present on your project site.

What does IPaC use to generate the migratory birds potentially occurring in my specified location?

The Migratory Bird Resource List is comprised of USFWS [Birds of Conservation Concern \(BCC\)](#) and other species that may warrant special attention in your project location.

The migratory bird list generated for your project is derived from data provided by the [Avian Knowledge Network \(AKN\)](#). The AKN data is based on a growing collection of [survey, banding, and citizen science datasets](#) and is queried and filtered to return a list of those birds reported as occurring in the 10km grid cell(s) which your project intersects, and that have been identified as warranting special attention because they are a BCC species in that area, an eagle ([Eagle Act](#) requirements may apply), or a species that has a particular vulnerability to offshore activities or development.

Again, the Migratory Bird Resource list includes only a subset of birds that may occur in your project area. It is not representative of all birds that may occur in your project area. To get a list of all birds potentially present in your project area, please visit the [AKN Phenology Tool](#).

What does IPaC use to generate the probability of presence graphs for the migratory birds potentially occurring in my specified location?

The probability of presence graphs associated with your migratory bird list are based on data provided by the [Avian Knowledge Network \(AKN\)](#). This data is derived from a growing collection of [survey, banding, and citizen science datasets](#).

Probability of presence data is continuously being updated as new and better information becomes available. To learn more about how the probability of presence graphs are produced and how to interpret them, go to the Probability of Presence Summary and then click on the "Tell me about these graphs" link.

How do I know if a bird is breeding, wintering, migrating or present year-round in my project area?

To see what part of a particular bird's range your project area falls within (i.e. breeding, wintering, migrating or year-round), you may refer to the following resources: [The Cornell Lab of Ornithology All About Birds Bird Guide](#), or (if you are unsuccessful in locating the bird of interest there), the [Cornell Lab of Ornithology Neotropical Birds guide](#). If a bird on your migratory bird species list has a breeding season associated with it, if that bird does occur in your project area, there may be nests present at some point within the timeframe specified. If "Breeds elsewhere" is indicated, then the bird likely does not breed in your project area.

What are the levels of concern for migratory birds?

Migratory birds delivered through IPaC fall into the following distinct categories of concern:

1. "BCC Rangewide" birds are [Birds of Conservation Concern](#) (BCC) that are of concern throughout their range anywhere within the USA (including Hawaii, the Pacific Islands, Puerto Rico, and the Virgin Islands);
2. "BCC - BCR" birds are BCCs that are of concern only in particular Bird Conservation Regions (BCRs) in the continental USA; and
3. "Non-BCC - Vulnerable" birds are not BCC species in your project area, but appear on your list either because of the [Eagle Act](#) requirements (for eagles) or (for non-eagles) potential susceptibilities in offshore areas from certain types of development or activities (e.g. offshore energy development or longline fishing).

Although it is important to try to avoid and minimize impacts to all birds, efforts should be made, in particular, to avoid and minimize impacts to the birds on this list, especially eagles and BCC species of rangewide concern. For more information on conservation measures you can implement to help avoid and minimize migratory bird impacts and requirements for eagles, please see the FAQs for these topics.

Details about birds that are potentially affected by offshore projects

For additional details about the relative occurrence and abundance of both individual bird species and groups of bird species within your project area off the Atlantic Coast, please visit the [Northeast Ocean Data Portal](#). The Portal also offers data and information about other taxa besides birds that may be helpful to you in your project review.

Alternately, you may download the bird model results files underlying the portal maps through the [NOAA NCCOS Integrative Statistical Modeling and Predictive Mapping of Marine Bird Distributions and Abundance on the Atlantic Outer Continental Shelf](#) project webpage.

Bird tracking data can also provide additional details about occurrence and habitat use throughout the year, including migration. Models relying on survey data may not include this information. For additional information on marine bird tracking data, see the [Diving Bird Study](#) and the [nanotag studies](#) or contact [Caleb Spiegel](#) or [Pam Loring](#).

What if I have eagles on my list?

If your project has the potential to disturb or kill eagles, you may need to [obtain a permit](#) to avoid violating the Eagle Act should such impacts occur.

Proper Interpretation and Use of Your Migratory Bird Report

The migratory bird list generated is not a list of all birds in your project area, only a subset of birds of priority concern. To learn more about how your list is generated, and see options for identifying what other birds may be in your project area, please see the FAQ "What does IPaC use to generate the migratory birds potentially occurring in my specified location". Please be aware this report provides the "probability of presence" of birds within the 10 km grid cell(s) that overlap your project; not your exact project footprint. On the graphs provided, please also look carefully at the survey effort (indicated by the black vertical bar) and for the existence of the "no data" indicator (a red horizontal bar). A high survey effort is the key component. If the survey effort is high, then the probability of presence score can be viewed as more dependable. In contrast, a low survey effort bar or no data bar means a lack of data and, therefore, a lack of certainty about presence of the species. This list is not perfect; it is simply a starting point for identifying what birds of concern have the potential to be in your project area, when they might be there, and if they might be breeding (which means nests might be present). The list helps you know what to look for to confirm presence, and helps guide you in knowing when to implement conservation measures to avoid or minimize potential impacts from your project activities, should presence be confirmed. To learn more about conservation measures, visit the FAQ "Tell me about conservation measures I can implement to avoid or minimize impacts to migratory birds" at the bottom of your migratory bird trust resources page.

Facilities

National Wildlife Refuge lands

Any activity proposed on lands managed by the [National Wildlife Refuge](#) system must undergo a 'Compatibility Determination' conducted by the Refuge. Please contact the individual Refuges to discuss any questions or concerns.

THERE ARE NO REFUGE LANDS AT THIS LOCATION.

Fish hatcheries

THERE ARE NO FISH HATCHERIES AT THIS LOCATION.

Wetlands in the National Wetlands Inventory

Impacts to [NWI wetlands](#) and other aquatic habitats may be subject to regulation under Section 404 of the Clean Water Act, or other State/Federal statutes.

For more information please contact the Regulatory Program of the local [U.S. Army Corps of Engineers District](#).

WETLAND INFORMATION IS NOT AVAILABLE AT THIS TIME

This can happen when the National Wetlands Inventory (NWI) map service is unavailable, or for very large projects that intersect many wetland areas. Try again, or visit the [NWI map](#) to view wetlands at this location.

Data limitations

The Service's objective of mapping wetlands and deepwater habitats is to produce reconnaissance level information on the location, type and size of these resources. The maps are prepared from the analysis of high altitude imagery. Wetlands are identified based on vegetation, visible hydrology and geography. A margin of error is inherent in the use of imagery; thus, detailed on-the-ground inspection of any particular site may result in revision of the wetland boundaries or classification established through image analysis.

The accuracy of image interpretation depends on the quality of the imagery, the experience of the image analysts, the amount and quality of the collateral data and the amount of ground truth verification work conducted. Metadata should be consulted to determine the date of the source imagery used and any mapping problems.

Wetlands or other mapped features may have changed since the date of the imagery or field work. There may be occasional differences in polygon boundaries or classifications between the information depicted on the map and the actual conditions on site.

Data exclusions

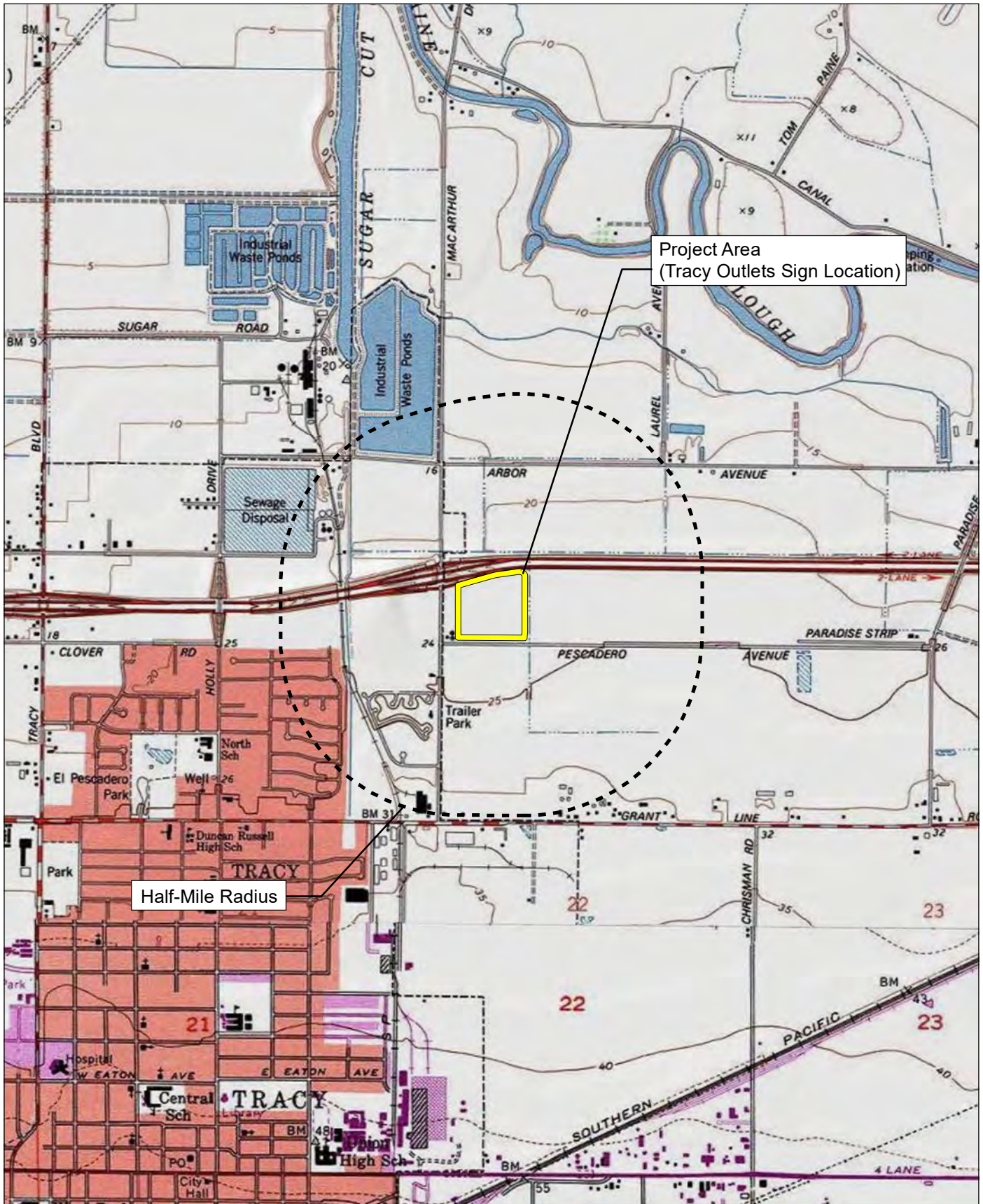
Certain wetland habitats are excluded from the National mapping program because of the limitations of aerial imagery as the primary data source used to detect wetlands. These habitats include seagrasses or submerged aquatic vegetation that are found in the intertidal and subtidal zones of estuaries and nearshore coastal waters. Some deepwater reef communities (coral or tubercid worm reefs) have also been excluded from the inventory. These habitats, because of their depth, go undetected by aerial imagery.

Data precautions

Federal, state, and local regulatory agencies with jurisdiction over wetlands may define and describe wetlands in a different manner than that used in this inventory. There is no attempt, in either the design or products of this inventory, to define the limits of proprietary jurisdiction of any Federal, state, or local government or to establish the geographical scope of the regulatory programs of government agencies. Persons intending to engage in activities involving modifications within or adjacent to wetland areas should seek the advice of appropriate federal, state, or local agencies concerning specified agency regulatory programs and proprietary jurisdictions that may affect such activities.

Appendix E: Cultural Resources Supporting Information

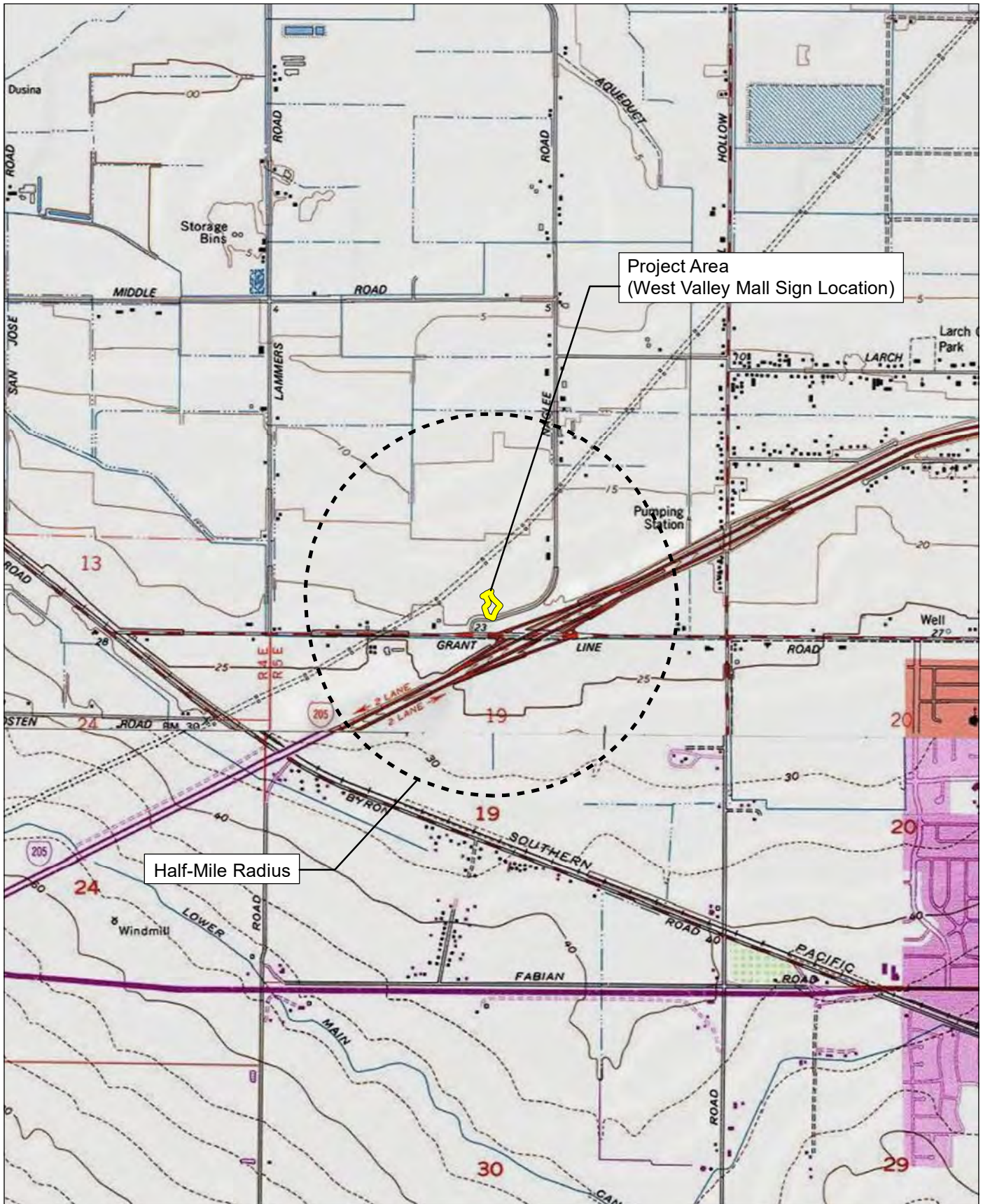
THIS PAGE INTENTIONALLY LEFT BLANK



Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

2,000 1,000 0 2,000
Feet

Record Search Map Tracy Outlets Sign Location





CENTRAL CALIFORNIA INFORMATION CENTER

California Historical Resources Information System
Department of Anthropology – California State University, Stanislaus
One University Circle, Turlock, California 95382
(209) 667-3307

Alpine, Calaveras, Mariposa, Merced, San Joaquin, Stanislaus & Tuolumne Counties

Date: 5/28/2021

Records Search File No.: 11798L

Access Agreement: #37

Project: City of Tracy Digital Freeway Sign

Project: Tracy Outlets and West Valley
Mall

Dr. Dana DePietro

First Carbon Solutions

1350 Treat Boulevard, Suite 380

Walnut Creek, CA 94597

530-219-1432

ddepietro@fcs-intl.com, mdolan@fcs-intl.com

Invoice email: ap@fcs-intl.com

Dear Dr. DePietro:

The Central California Information Center received your record search request for the project areas referenced above, located on the Tracy and Union Island 7.5' quadrangles in San Joaquin County. The following reflects the results of the records search for the project study area and radius:

As per data currently available at the CCalC, the locations of resources/reports are provided in the following format: ☒ custom GIS maps ☐ GIS Data/shape files ☐ hand-drawn maps

Summary Data: Tracy Outlets

Resources within the project area:	None formally reported to the Information Center.
Resources within the 1/2-mile radius:	2: P-39-000002 (Southern Pacific RR not mapped in GIS-recorded elsewhere in SJO County) and P-39-000071
Reports within the project area:	None formally reported to the Information Center.
Reports within the 1/2-mile radius:	8: SJ-00656*, 822, 1733*, 2748, 2759, 3340, 4142, 4182* PDF copy in West Valley Mall folder

Summary Data: West Valley Mall

Resources within the project area:	None formally reported to the Information Center.
Resources within the 1/2-mile radius:	14: P-39-000062, 63, 470, 5361, 5362, 5363, 5364, 5365, 5366, 5367, 5368, 5369, 5370, 5371
Reports within the project area:	4: SJ-01837, 2563, 2564, 2565
Reports within the 1/2-mile radius:	6: SJ-00656, 1733, 3860, 4182, 6735, 8434

Resource Database Printout (list): ☒ enclosed ☐ not requested ☐ nothing listed
Resource Database Printout (details): ☒ enclosed ☐ not requested ☐ nothing listed
Resource Digital Database Records: ☐ enclosed ☒ not requested ☐ nothing listed
Report Database Printout (list): ☒ enclosed ☐ not requested ☐ nothing listed
Report Database Printout (details): ☒ enclosed ☐ not requested ☐ nothing listed
Report Digital Database Records: ☐ enclosed ☒ not requested ☐ nothing listed
Resource Record Copies: ☒ enclosed ☐ not requested ☐ nothing listed
Report Copies: ☒ enclosed ☐ not requested ☐ nothing listed
OHP Historic Properties Directory: New Excel File: Built Environment Resource Directory (BERD)
Dated 12/17/2019 ☐ enclosed ☐ not requested ☒ nothing listed
Archaeological Determinations of Eligibility: ☐ enclosed ☐ not requested ☒ nothing listed
CA Inventory of Historic Resources (1976): ☐ enclosed ☐ not requested ☒ nothing listed
Caltrans Bridge Survey: ☐ enclosed ☐ not requested ☒ nothing listed on project

Ethnographic Information: ☐ enclosed ☒ not requested ☐ nothing listed
Historical Literature: ☐ enclosed ☒ not requested ☐ nothing listed
Historical Maps: ☒ enclosed ☐ not requested ☐ nothing listed
Map Number Three in *Historic of San Joaquin County, California with Illustrations* (1879; 1968)
Map of the County of San Joaquin (1883)
Tracy 15' (1916)
Tracy 7.5' (1954)
Union Island 15' (1914)
Union Island 7.5' (1952)
Local Inventories: ☐ enclosed ☐ not requested ☒ nothing listed
GLO and/or Rancho Plat Maps: ☒ enclosed ☐ not requested ☐ nothing listed
T2S R5E 1862
Shipwreck Inventory: ☒ not available at CCIC; please go to
http://shipwrecks.slc.ca.gov/ShipwrecksDatabase/Shipwrecks_Database.asp
Soil Survey Maps: ☒ not available at CCIC; please go to
<http://websoilsurvey.nrcs.usda.gov/app/WebSoilSurvey.aspx>

Please forward a copy of any resulting reports from this project to the office as soon as possible. Due to the sensitive nature of archaeological site location data, we ask that you do not include resource location maps and resource location descriptions in your report if the report is for public distribution. If you have any questions regarding the results presented herein, please contact the office at the phone number listed above.

The provision of CHRIS Data via this records search response does not in any way constitute

public disclosure of records otherwise exempt from disclosure under the California Public Records Act or any other law, including, but not limited to, records related to archeological site information maintained by or on behalf of, or in the possession of, the State of California, Department of Parks and Recreation, State Historic Preservation Officer, Office of Historic Preservation, or the State Historical Resources Commission.

Due to processing delays and other factors, not all of the historical resource reports and resource records that have been submitted to the Office of Historic Preservation are available via this records search. Additional information may be available through the federal, state, and local agencies that produced or paid for historical resource management work in the search area. Additionally, Native American tribes have historical resource information not in the CHRIS Inventory, and you should contact the California Native American Heritage Commission for information on local/regional tribal contacts.

Should you require any additional information for the above referenced project, reference the record search number listed above when making inquiries. Requests made after initial invoicing will result in the preparation of a separate invoice.

Thank you for using the California Historical Resources Information System (CHRIS).

Note: Billing will be transmitted separately via email by our Financial Services office *(\$601.65), payable within 60 days of receipt of the invoice.

If you wish to include payment by Credit Card, you must wait to receive the official invoice from Financial Services so that you can reference the CMP # (Invoice Number), and then contact the link below:

<https://commerce.cashnet.com/ANTHROPOLOGY>

Sincerely,

E. A. Greathouse

E. A. Greathouse, Coordinator
Central California Information Center
California Historical Resources Information System

* Invoice Request sent to: ARBilling@csustan.edu, CSU Stanislaus Financial Services

Resource List

Primary No.	Trinomial	Other IDs	Type	Age	Attribute codes	Recorded by	Reports
P-39-000002	CA-SJO-000250H	Other - Western Pacific Railroad; Other - Central Pacific Railroad; Other - Stockton & Visalia RR; Other - San Pablo & Tulare Extension RR; Other - San Joaquin & Sierra Nevada RR; Other - Kentucky House Branch (Calaveras Branch); Other - S.P. RR San Joaquin Valley Mainline; Resource Name - Southern Pacific Railroad in San Joaquin County; Other - Southern Pacific Railroad West Side line; Other - Southern Pacific Railroad Altamont Pass Route; Other - Southern Pacific Railroad Lodi to Valley Springs	Structure, Site	Historic	AH02; AH04; AH07; AH11; HP11	; 1993 (JRP Historical Consulting, Woodward-Clyde); 1993 (J. Costello and J. Marvin, Foothill Resources, Ltd.); 1994 (JRP Historical Consulting, Woodward-Clyde); 1994 (JRP Historical Consulting, Woodward-Clyde); 1994 (JRP Historical Consulting, Woodward-Clyde); 1994 (JRP Historical Consulting, Woodward-Clyde); 1994 (JRP Historical Consulting, Woodward-Clyde); 1997 (Christopher Dore, W. L. Norton, Jones & Stokes Associates); 2001 (R. Eggherman, URS Corporation); 2001 (R. Eggherman, URS Corporation); 2001 (T. Bakic et al., PAR Environmental Services); 2002 (C. Gross, EDAW); 2002 (D. Byrd, Jones & Stokes); 2002 (R. Windmiller, Consulting Archaeologist); 2002 (R. Reno, MACTEC); 2002 (R. Reno, MACTEC); 2003 (Jon Brady, Caltrans); 2003 (Schmidt et al., PAR Environmental Services); 2005 (M. R. Bowen, Jones & Stokes); 2006 (E. T. Jones, LSA Associates); 2007 (D. Jurich and J. Martinez, PBS & J); 2008 (M. Hibma, LSA Associates); 2008 (J. Martinez, PBS & J); 2010 (G. Rainka, JRP Historical Consulting); 2011 (Pappas et al., ECORP); 2012 (Ford, HDR Engineering, Inc); 2018 (Wisely, Far Western)	AP-05501, CA-03379, CA-05342, CA-05498, ME-03995, SJ-02824, SJ-03379, SJ-03995, SJ-04376, SJ-04386, SJ-04509, SJ-04786, SJ-04943, SJ-05033, SJ-05047, SJ-05138, SJ-05159, SJ-05309, SJ-05342, SJ-05498, SJ-05501, SJ-05503, SJ-05622, SJ-05626, SJ-05734, SJ-05746, SJ-06330, SJ-06345, SJ-06447, SJ-06625, SJ-06878, SJ-06993, SJ-07048, SJ-07063, SJ-07230, SJ-07231, SJ-07232, SJ-07293, SJ-07465, SJ-07539, SJ-07719, SJ-07956, SJ-08015, SJ-08016, SJ-08299, SJ-08642, SJ-08988, ST-03995, ST-06625, ST-06878, TO-06878

Resource List

Primary No.	Trinomial	Other IDs	Type	Age	Attribute codes	Recorded by	Reports
P-39-000071		Other - NEI #2; Resource Name - Pimentel's Dairy, 8291 Grant Line Rd., Tracy	Building	Historic	HP33	1996 (John. W. Foster, Foothill Archaeological Services)	SJ-02748

Report List

Report No.	Other IDs	Year	Author(s)	Title	Affiliation	Resources
SJ-00656	NADB-R - 1361458	1983	Bureau of Reclamation, Office of Environmental Quality	Class II Archaeological Survey of San Luis Drain and Alternatives, Central Valley Project, San Luis Unit, California	Bureau of Reclamation Office of Environmental Quality	
SJ-00822	NADB-R - 1361633	1980	Peak, A.	Cultural Resource Assessment of Plant Improvement Alternatives for the Tracy Wastewater Treatment Plant, San Joaquin County, California.	Peak and Associates; for City of Tracy	
SJ-01733	NADB-R - 1367236	1981	True, D. L., P. Bouey, and M. Basgall	Archaeological Survey of the Proposed San Luis Drain Project: Kesterson Reservoir to the Sacramento-San Joaquin Delta, California.	Consultants; for USDI Bureau of Reclamation	24-000202, 24-000203, 24-000204, 24-000205, 24-000206, 24-000207, 24-000208, 24-000209, 24-000210, 24-000211, 24-000212, 24-000213, 24-000214, 24-000215, 24-000216, 24-000235, 24-000236, 24-000237, 24-000238
SJ-02748	NADB-R - 1362241	1996	Foster, John W.	A Cultural Resource Survey of the Northeast Industrial Property, Tracy, California.	Foothill Archaeological Services; for Pacific Municipal Consultants	39-000070, 39-000071, 39-000072
SJ-02759	NADB-R - 1362256	1995	Hatoff, Brian, Barb Voss, Sharon Waechter, Stephen Wee, and Vance Bente	Cultural Resources Inventory Report for the Proposed Mojave Northward Expansion Project, Final.	Woodward Clyde Consultants, prepared for Mojave Pipeline Company	24-000085, 24-000086, 24-000087, 24-000088, 24-000089, 24-000090, 24-000091, 24-000092, 24-000093, 24-000094, 24-000096, 24-000097, 39-000015, 39-000064, 39-000065, 39-000074, 39-000075, 39-000076, 39-000077, 39-000078, 39-000079, 39-000080, 39-000081, 39-000082, 39-000083, 39-000084, 39-000085, 39-000086, 39-000087, 39-000088, 39-000089, 39-000090, 39-000091, 39-000092, 39-000093, 39-000094, 39-000095, 39-000096, 39-000097, 39-000098, 39-000099, 39-000100, 39-000101, 39-000102, 39-000103, 39-000104, 39-000105, 39-000106, 39-000107, 39-000108, 39-000109, 39-000112, 50-000063, 50-000070, 50-000071, 50-000072, 50-000073, 50-000074, 50-000075, 50-000076, 50-000077, 50-000078, 50-000079, 50-000080, 50-000083
SJ-03340	NADB-R - 1363705	1998	Werner, R. H.	Cultural Resources Survey of the Larch Road Industrial Park, Tracy, San Joaquin County, California.	ASI Archaeology and Cultural Resource Management; for Western RC Consolidated, Inc.	39-000435

Report List

Report No.	Other IDs	Year	Author(s)	Title	Affiliation	Resources
SJ-04142	NADB-R - 1363883	2001	Windmiller, R.	A Cultural Resource Survey and Assessment of the Wastewater Treatment Plant Expansion, City of Tracy, San Joaquin County, California.	Foothill Archaeological ; for Pacific Municipal Consultants	
SJ-04182	NADB-R - 1364073	2001	Wickstrom, B.	Historic Property Survey Report- Negative Findings, Tracy Widening Stage II & III, 10-SJ-205, P.M. R3.0/R13.6, EA 300160. [includes Neg. ASR & Neg. First Supplemental ASR]	California Department of Transportation District 10	
SJ-04182		2000	Wickstrom, B.	Department of Transportation Negative Archaeological Survey Report 10-SJO-205 P.M. R3.0 / R13.6 EA 300160.	Caltrans District 10	
SJ-04182		2000	Wickstrom, B.	Department of Transportation First Supplemental Archaeological Survey Report- Negative 10-SJO-205 R3.0 / R13.6 EA 300160.	Caltrans District 10	

Resource List

Primary No.	Trinomial	Other IDs	Type	Age	Attribute codes	Recorded by	Reports
P-39-000062		Resource Name - Wood Frame Barn at 2905 N. Naglee Dr., Tracy; Other - Red Barn Complex	Building	Historic	HP33	1993 (Derr, Cultural Resources Unlimited); 1993 (W. Minor, Caltrans); 1994 (W. Minor, Caltrans)	SJ-01837, SJ-02564, SJ-02565
P-39-000063		Resource Name - House, Barn, Shed at 2785 W. Grant Line Rd., Tracy; Other - Yellow House on Grant Line Road	Building	Historic	HP02; HP04	1993 (W. Minor, Caltrans); 1993 (Derr, Cultural Resources Unlimited); 1994 (W. Minor, Caltrans)	SJ-01837, SJ-02564, SJ-02565
P-39-000470		Resource Name - West Side Irrigation District Main Drain; Resource Name - WSID-1	Structure	Historic	AH06	2000 (D. Osanna, Ric Windmiller, Consulting Archaeologist)	SJ-03860, SJ-05047
P-39-005361	CA-SJO-000371H	Resource Name - Van Ness Rach Former Location; CRU-93-Sjo-1H	Structure, Site	Historic	AH03; AH05; AH06; AH15	1993 (Derr & Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005362	CA-SJO-000372H	Resource Name - Naglee/Fremont Road; Other - CRU-93-Sjo-2H	Structure	Historic	AH07	1993 (Derr & Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005363		Resource Name - Pombo House	Building	Historic	HP33	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005364		Resource Name - Orchard Restaurant	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005365		Resource Name - Tracy Marine Boat Sales	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005366		Resource Name - Toste Home	Building	Historic	HP02	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005367		Resource Name - Tracy Space Storage Facility	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005368		Resource Name - Tracy Pontiac, Cadillac, GMC Truck	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005369		Resource Name - Dik Tracy- Gas Station/Store	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565
P-39-005370		Resource Name - Carl's Jr. Restaurant	Building	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-02564, SJ-02565
P-39-005371		Resource Name - Shell Service Station	Building, Structure	Historic	HP06	1993 (Derr, Cultural Resources Unlimited)	SJ-01837, SJ-02564, SJ-02565

Report List

Report No.	Other IDs	Year	Author(s)	Title	Affiliation	Resources
SJ-00656	NADB-R - 1361458	1983	Bureau of Reclamation, Office of Environmental Quality	Class II Archaeological Survey of San Luis Drain and Alternatives, Central Valley Project, San Luis Unit, California	Bureau of Reclamation Office of Environmental Quality	
SJ-01733	NADB-R - 1367236	1981	True, D. L., P. Bouey, and M. Basgall	Archaeological Survey of the Proposed San Luis Drain Project: Kesterson Reservoir to the Sacramento-San Joaquin Delta, California.	Consultants; for USDI Bureau of Reclamation	24-000202, 24-000203, 24-000204, 24-000205, 24-000206, 24-000207, 24-000208, 24-000209, 24-000210, 24-000211, 24-000212, 24-000213, 24-000214, 24-000215, 24-000216, 24-000235, 24-000236, 24-000237, 24-000238
SJ-01837	NADB-R - 1360472	1992	Derr, E. H.	A Preliminary Cultural Resources Overview for The Grantline Road/I-205 Interchange Project; San Joaquin County, California.	Cultural Resources Unlimited; for EIP Associates	39-000062, 39-000063, 39-005361, 39-005362, 39-005363, 39-005364, 39-005365, 39-005366, 39-005367, 39-005368, 39-005369, 39-005371
SJ-01837A		1993	Derr, E.	An Archaeological Survey Report for The Grant Line Road/I-205 Interchange Project (Cal Trans Project, District 10: SJO-205, P.M. R.5.1/R.5.6, E.A. 43380K, San Joaquin County, California	Cultural Resources Unlimited for E I P Associates	
SJ-01837B		1994	Derr, E.	Historic Resource Evaluation Report for The Grant Line Road/I-205 Interchange Project (Cal Trans Project, District 10: SJO-205, P.M. R.5.1/R.5.6, E.A. 43380K, San Joaquin County, California	Cultural Resources Unlimited for E I P Associates	
SJ-02563	NADB-R - 1361838	1994	Busby, Colin I.	Archaeological Survey Report Grant Line Road/I-205 Interchange Project California Department of Transportation District 10, SJO-205, P.M. 4.7/5.9,EA 433800, San Joaquin County, California.	Basin Research Associates; for CH2M HILL, Inc.	
SJ-02564	NADB-R - 1362155	1994	Wishman, George S.	Historic Property Survey Report - Negative Findings, Grant Line Road, I-205 Interchange Project, City of Tracy, California.	Caltrans District 10	39-000062, 39-000063, 39-005361, 39-005362, 39-005363, 39-005364, 39-005365, 39-005366, 39-005367, 39-005368, 39-005369, 39-005370, 39-005371
SJ-02565	NADB-R - 1362035	1994	Minor, Woodruff C.	Historical Architectural Survey Report, Grant Line Road/I-205 Interchange Project, California Department of Transportation District 10, SJO-205, P.M. 4.7/5.9, EA433800, San Joaquin County, California.	Woodruff C. Minor, Architectural Historian; for Basin Research Associates, Inc. and CH2M HILL, Inc.	39-000062, 39-000063, 39-005361, 39-005362, 39-005363, 39-005364, 39-005365, 39-005366, 39-005367, 39-005368, 39-005369, 39-005370, 39-005371

Report List

Report No.	Other IDs	Year	Author(s)	Title	Affiliation	Resources
SJ-03860	NADB-R - 1364065	2000	Windmiller, Ric and Dan Osanna	Cultural Resources Inventory of the Storm Drainage Master Plan Supplement No. 1, City of Tracy, San Joaquin County, California.	Ric Windmiller, Consulting Archaeologist; for Pacific Municipal Consultants	39-000470, 39-000471
SJ-04182	NADB-R - 1364073	2001	Wickstrom, B.	Historic Property Survey Report- Negative Findings, Tracy Widening Stage II & III, 10-SJ-205, P.M. R3.0/R13.6, EA 300160. [includes Neg. ASR & Neg. First Supplemental ASR]	California Department of Transportation District 10	
SJ-04182		2000	Wickstrom, B.	Department of Transportation Negative Archaeological Survey Report 10-SJO-205 P.M. R3.0 / R13.6 EA 300160.	Caltrans District 10	
SJ-04182		2000	Wickstrom, B.	Department of Transportation First Supplemental Archaeological Survey Report- Negative 10-SJO-205 R3.0 / R13.6 EA 300160.	Caltrans District 10	
SJ-06735	NADB-R - 1366985	2008	Goetter, K.	Historic Property Survey Report for The Interstate 205 Auxiliary Lanes Improvements Project Tracy, California, EA 10-0Q2700, 10-SJ-205, P.M. 1.9-6.8.	LSA Associates, Inc.; for Caltrans District 10	
SJ-08434		2016	Sikes, N.E., Stapleton, D., and Arrington, C.J.	Cultural and Paleontological Resources Inventory for the Harvest at Tracy Project, City of Tracy, San Joaquin County, California.	Natural Investigations Company for Ascent Environmental, Inc.	

Local Government Tribal Consultation List Request

Native American Heritage Commission

1550 Harbor Blvd, Suite 100
West Sacramento, CA 95691
916-373-3710
916-373-5471 – Fax
nahc@nahc.ca.gov

Type of List Requested

☒ CEQA Tribal Consultation List (AB 52) – *Per Public Resources Code § 21080.3.1, subs. (b), (d), (e) and 21080.3.2*

☐ General Plan (SB 18) - *Per Government Code § 65352.3.*

Local Action Type:

☐

General Plan

☐

General Plan Element

☐

General Plan Amendment

☐

Specific Plan

☐

Specific Plan Amendment

☐

Pre-planning Outreach Activity

Required Information

Project Title: City of Tracy Digital Freeway Sign Project

Local Government/Lead Agency: City of Tracy

Contact Person: Dr. Dana DePietro

Street Address: 1350 Treat Blvd. Ste. 380

City: Walnut Creek Zip: 94597

Phone: 530.219.1432

Fax: _____

Email: ddepietro@fcs-intl.com; mdolan@fcs-intl.com

Specific Area Subject to Proposed Action

County: San Joaquin County

City/Community: City of Tracy

Project Description:

An existing freeway sign, located at 1005 East Pescadero Avenue, south of the I-205/MacArthur Boulevard interchange (the Tracy Outlets sign) would be converted to a digital freeway sign. The display would have the same dimensions as the existing sign. Only the billboard face would be replaced; the pole would remain in place and no ground disturbance would be required for the conversion. A second sign could be placed in the vicinity of West Valley Mall. Because this would be a new sign, some ground disturbance would be required. The location of the signs are depicted in two separate record search maps below.

Additional Request



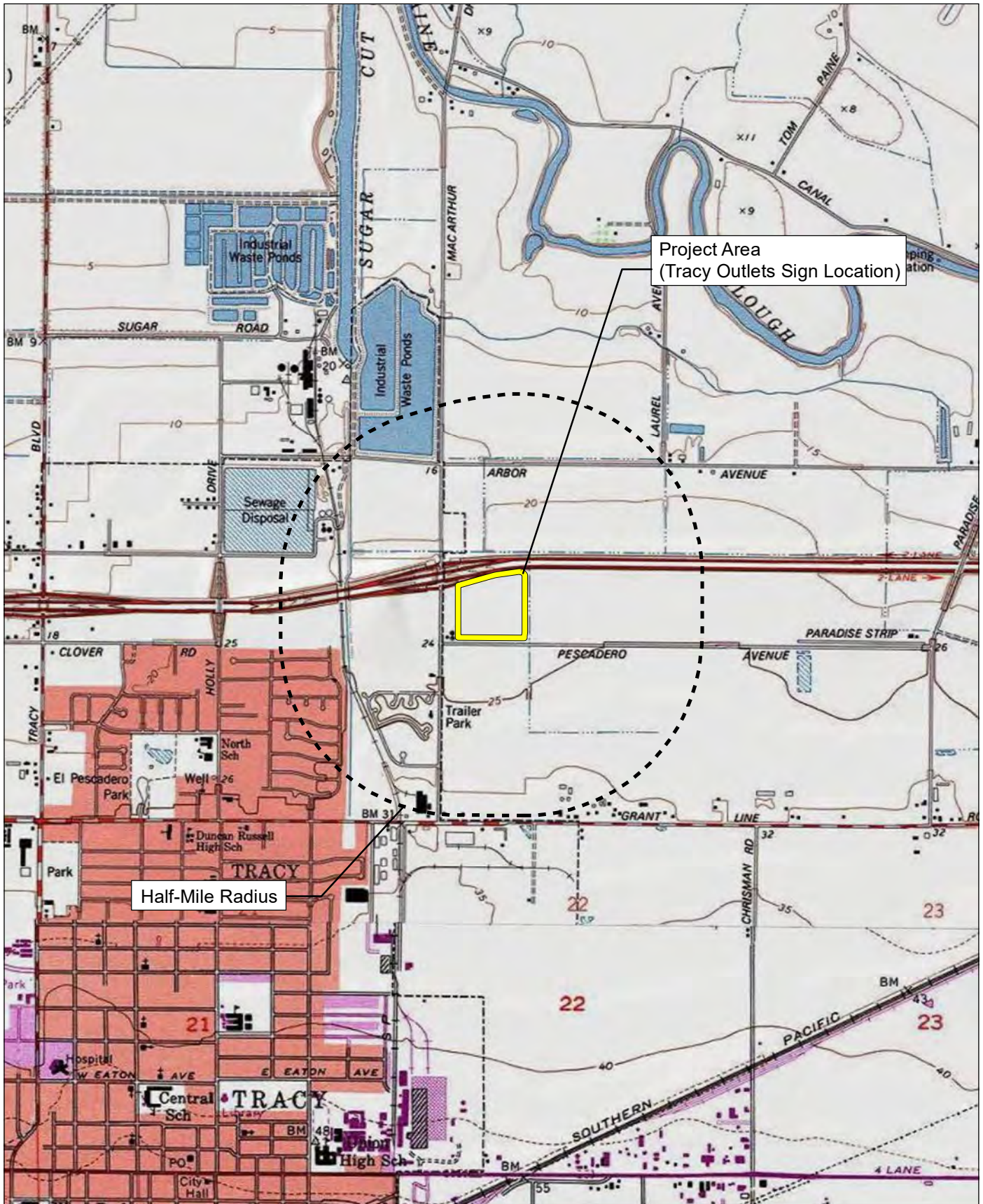
Sacred Lands File Search - *Required Information:*

USGS Quadrangle Name(s): Union Island and Tracy / Land Grant: El Pescadero;

Township: 02S

Range: 05E

Section(s): 19



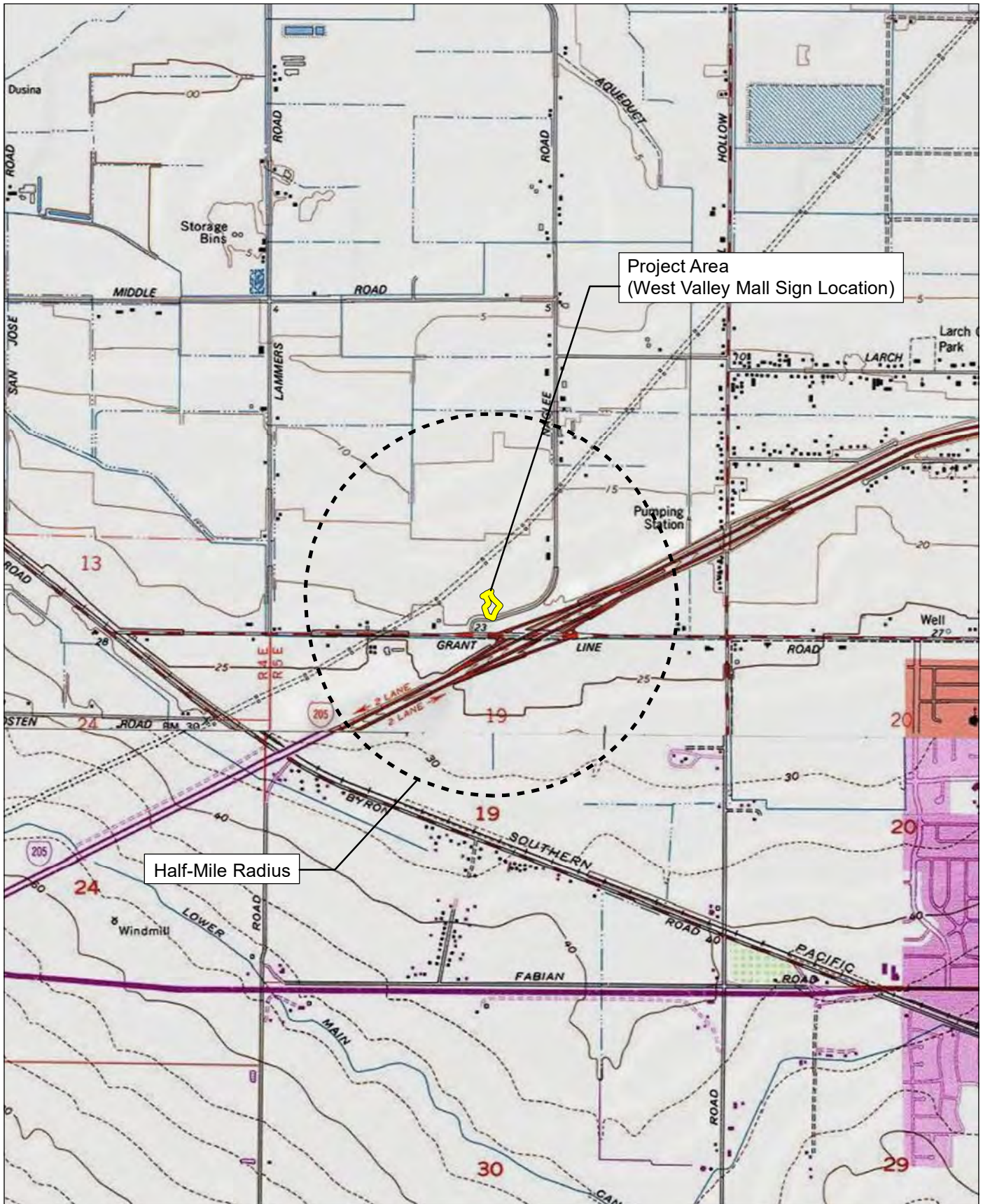
Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

**NATIVE AMERICAN HERITAGE COMMISSION**

June 28, 2021

Dana DePietro, PhD
FirstCarbon SolutionsVia Email to: ddepietro@fcs-intl.com
Cc to: mdolan@fcs-intl.comCHAIRPERSON
Laura Miranda
LuiseñoVICE CHAIRPERSON
Reginald Pagaling
ChumashSECRETARY
Merri Lopez-Keifer
LuiseñoPARLIAMENTARIAN
Russell Attebery
KarukCOMMISSIONER
William Mungary
Paiute/White Mountain
ApacheCOMMISSIONER
Julie Tumamait-Stenslie
ChumashCOMMISSIONER
[Vacant]COMMISSIONER
[Vacant]COMMISSIONER
[Vacant]EXECUTIVE SECRETARY
Christina Snider
Pomo**NAHC HEADQUARTERS**
1550 Harbor Boulevard
Suite 100
West Sacramento,
California 95691
(916) 373-3710
nahc@nahc.ca.gov
NAHC.ca.gov**Re: Native American Tribal Consultation, Pursuant to the Assembly Bill 52 (AB 52), Amendments to the California Environmental Quality Act (CEQA) (Chapter 532, Statutes of 2014), Public Resources Code Sections 5097.94 (m), 21073, 21074, 21080.3.1, 21080.3.2, 21082.3, 21083.09, 21084.2 and 21084.3, City of Tracy Digital Freeway Sign Project, Sn Joaquin County**

To Dr. DePietro:

Pursuant to Public Resources Code section 21080.3.1 (c), attached is a consultation list of tribes that are traditionally and culturally affiliated with the geographic area of the above-listed project. Please note that the intent of the AB 52 amendments to CEQA is to avoid and/or mitigate impacts to tribal cultural resources, (Pub. Resources Code §21084.3 (a)) ("Public agencies shall, when feasible, avoid damaging effects to any tribal cultural resource.")

Public Resources Code sections 21080.3.1 and 21084.3(c) require CEQA lead agencies to consult with California Native American tribes that have requested notice from such agencies of proposed projects in the geographic area that are traditionally and culturally affiliated with the tribes on projects for which a Notice of Preparation or Notice of Negative Declaration or Mitigated Negative Declaration has been filed on or after July 1, 2015. Specifically, Public Resources Code section 21080.3.1 (d) provides:

Within 14 days of determining that an application for a project is complete or a decision by a public agency to undertake a project, the lead agency shall provide formal notification to the designated contact of, or a tribal representative of, traditionally and culturally affiliated California Native American tribes that have requested notice, which shall be accomplished by means of at least one written notification that includes a brief description of the proposed project and its location, the lead agency contact information, and a notification that the California Native American tribe has 30 days to request consultation pursuant to this section.

The AB 52 amendments to CEQA law does not preclude initiating consultation with the tribes that are culturally and traditionally affiliated within your jurisdiction prior to receiving requests for notification of projects in the tribe's areas of traditional and cultural affiliation. The Native American Heritage Commission (NAHC) recommends, but does not require, early consultation as a best practice to ensure that lead agencies receive sufficient information about cultural resources in a project area to avoid damaging effects to tribal cultural resources.

The NAHC also recommends, but does not require that agencies should also include with their notification letters, information regarding any cultural resources assessment that has been completed on the area of potential effect (APE), such as:

1. The results of any record search that may have been conducted at an Information Center of the California Historical Resources Information System (CHRIS), including, but not limited to:

- A listing of any and all known cultural resources that have already been recorded on or adjacent to the APE, such as known archaeological sites;
- Copies of any and all cultural resource records and study reports that may have been provided by the Information Center as part of the records search response;
- Whether the records search indicates a low, moderate, or high probability that unrecorded cultural resources are located in the APE; and
- If a survey is recommended by the Information Center to determine whether previously unrecorded cultural resources are present.

2. The results of any archaeological inventory survey that was conducted, including:

- Any report that may contain site forms, site significance, and suggested mitigation measures.

All information regarding site locations, Native American human remains, and associated funerary objects should be in a separate confidential addendum, and not be made available for public disclosure in accordance with Government Code section 6254.10.

3. The result of any Sacred Lands File (SLF) check conducted through the Native American Heritage Commission was negative.

4. Any ethnographic studies conducted for any area including all or part of the APE; and

5. Any geotechnical reports regarding all or part of the APE.

Lead agencies should be aware that records maintained by the NAHC and CHRIS are not exhaustive and a negative response to these searches does not preclude the existence of a tribal cultural resource. A tribe may be the only source of information regarding the existence of a tribal cultural resource.

This information will aid tribes in determining whether to request formal consultation. In the event that they do, having the information beforehand will help to facilitate the consultation process.

If you receive notification of change of addresses and phone numbers from tribes, please notify the NAHC. With your assistance, we can assure that our consultation list remains current.

If you have any questions, please contact me at my email address: Sarah.Fonseca@nahc.ac.gov.

Sincerely,



Sarah Fonseca
Cultural Resources Analyst

Attachment

**Native American Heritage Commission
Tribal Consultation List
San Joaquin County
6/28/2021**

**Buena Vista Rancheria of Me-
Wuk Indians**

Rhonda Morningstar Pope,
Chairperson
1418 20th Street, Suite 200 Me-Wuk
Sacramento, CA, 95811
Phone: (916) 491 - 0011
Fax: (916) 491-0012
rhonda@buenavistatribe.com

Ione Band of Miwok Indians

Sara Dutschke, Chairperson
9252 Bush Street Miwok
Plymouth, CA, 95669
Phone: (209) 245 - 5800
consultation@ionemiwok.net

**Muwekma Ohlone Indian Tribe
of the SF Bay Area**

Charlene Nijmeh, Chairperson
20885 Redwood Road, Suite 232 Costanoan
Castro Valley, CA, 94546
Phone: (408) 464 - 2892
cnijmeh@muwekma.org

**Muwekma Ohlone Indian Tribe
of the SF Bay Area**

Monica Arellano, Vice
Chairwoman
20885 Redwood Road, Suite 232 Costanoan
Castro Valley, CA, 94546
Phone: (408) 205 - 9714
marellano@muwekma.org

North Valley Yokuts Tribe

Katherine Perez, Chairperson
P.O. Box 717 Costanoan
Linden, CA, 95236 Northern Valley
Phone: (209) 887 - 3415 Yokut
canutes@verizon.net

North Valley Yokuts Tribe

Timothy Perez,
P.O. Box 717 Costanoan
Linden, CA, 95236 Northern Valley
Phone: (209) 662 - 2788 Yokut
huskanam@gmail.com

Tule River Indian Tribe

Neil Peyron, Chairperson
P.O. Box 589 Yokut
Porterville, CA, 93258
Phone: (559) 781 - 4271
Fax: (559) 781-4610
neil.peyron@tulerivertribe-nsn.gov

Wilton Rancheria

Dahlton Brown, Director of
Administration
9728 Kent Street Miwok
Elk Grove, CA, 95624
Phone: (916) 683 - 6000
dbrown@wiltonrancheria-nsn.gov

Wilton Rancheria

Steven Hutchason, THPO
9728 Kent Street Miwok
Elk Grove, CA, 95624
Phone: (916) 683 - 6000
Fax: (916) 863-6015
shutchason@wiltonrancheria-
nsn.gov

Wilton Rancheria

Jesus Tarango, Chairperson
9728 Kent Street Miwok
Elk Grove, CA, 95624
Phone: (916) 683 - 6000
Fax: (916) 683-6015
jtarango@wiltonrancheria-nsn.gov

**Wuksache Indian Tribe/Eshom
Valley Band**

Kenneth Woodrow, Chairperson
1179 Rock Haven Ct. Foothill Yokut
Salinas, CA, 93906 Mono
Phone: (831) 443 - 9702
kwood8934@aol.com

**The Confederated Villages of
Lisjan**

Corrina Gould, Chairperson
10926 Edes Avenue Bay Miwok
Oakland, CA, 94603 Ohlone
Phone: (510) 575 - 8408 Delta Yokut
cvltribe@gmail.com

This list is current only as of the date of this document. Distribution of this list does not relieve any person of statutory responsibility as defined in Section 7050.5 of the Health and Safety Code, Section 5097.94 of the Public Resources Code and section 5097.98 of the Public Resources Code.

This list is only applicable for consultation with Native American tribes under Public Resources Code Sections 21080.3.1 for the proposed City of Tracy Digital Freeway Sign Project, San Joaquin County.

June 29, 2021

Muwekma Ohlone Indian Tribe of the SF Bay Area
Monica Arellano, Vice Chairwoman
20885 Redwood Road, Suite 232
Castro Valley, CA, 94546

Subject: Proposed Electronic Readerboard Sign Project

Dear Vice Chairwoman Arellano:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



Stefanie Estelle Griffin, MA, Archaeologist

FirstCarbon Solutions

1350 Treat Boulevard, Suite 380

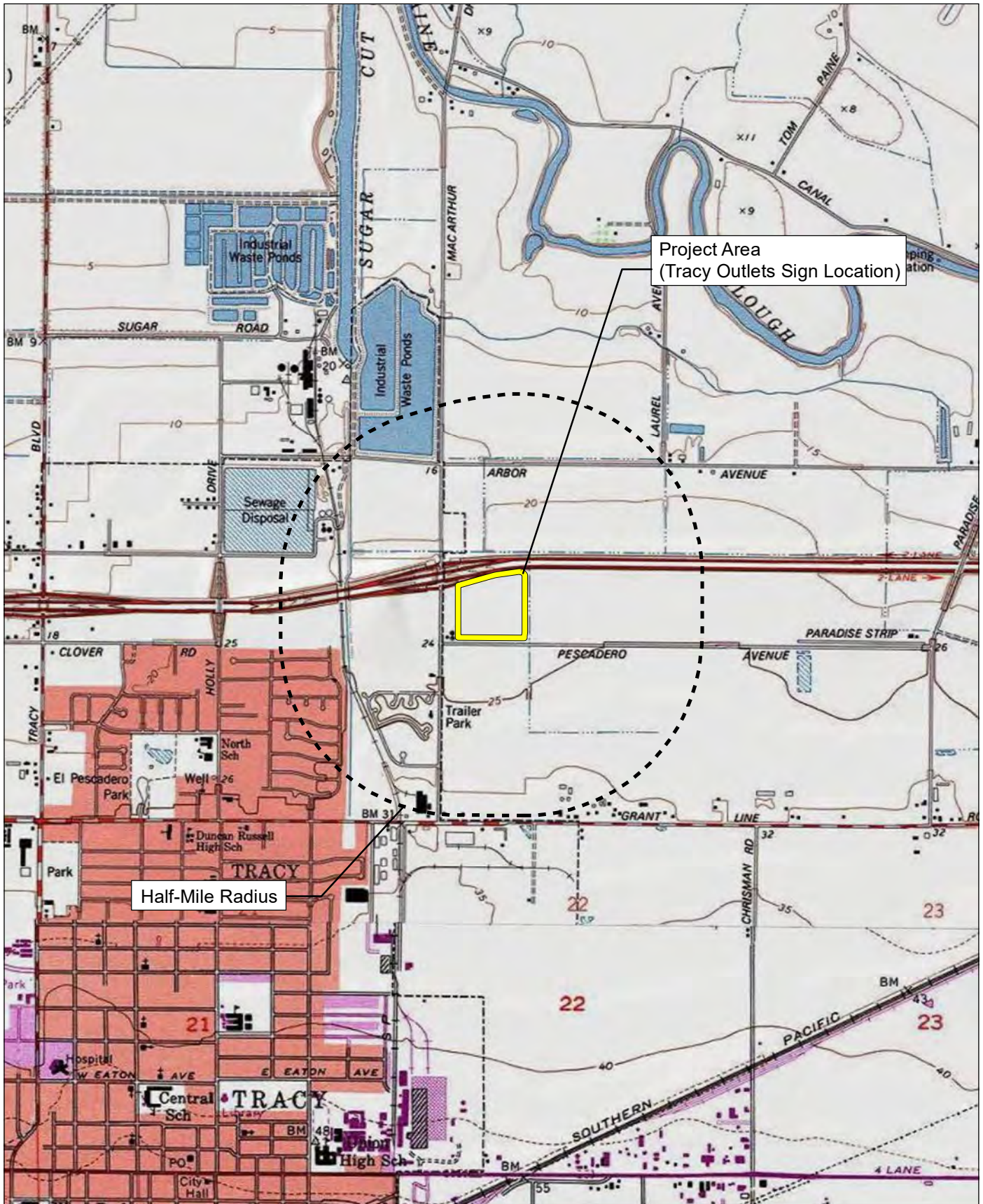
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



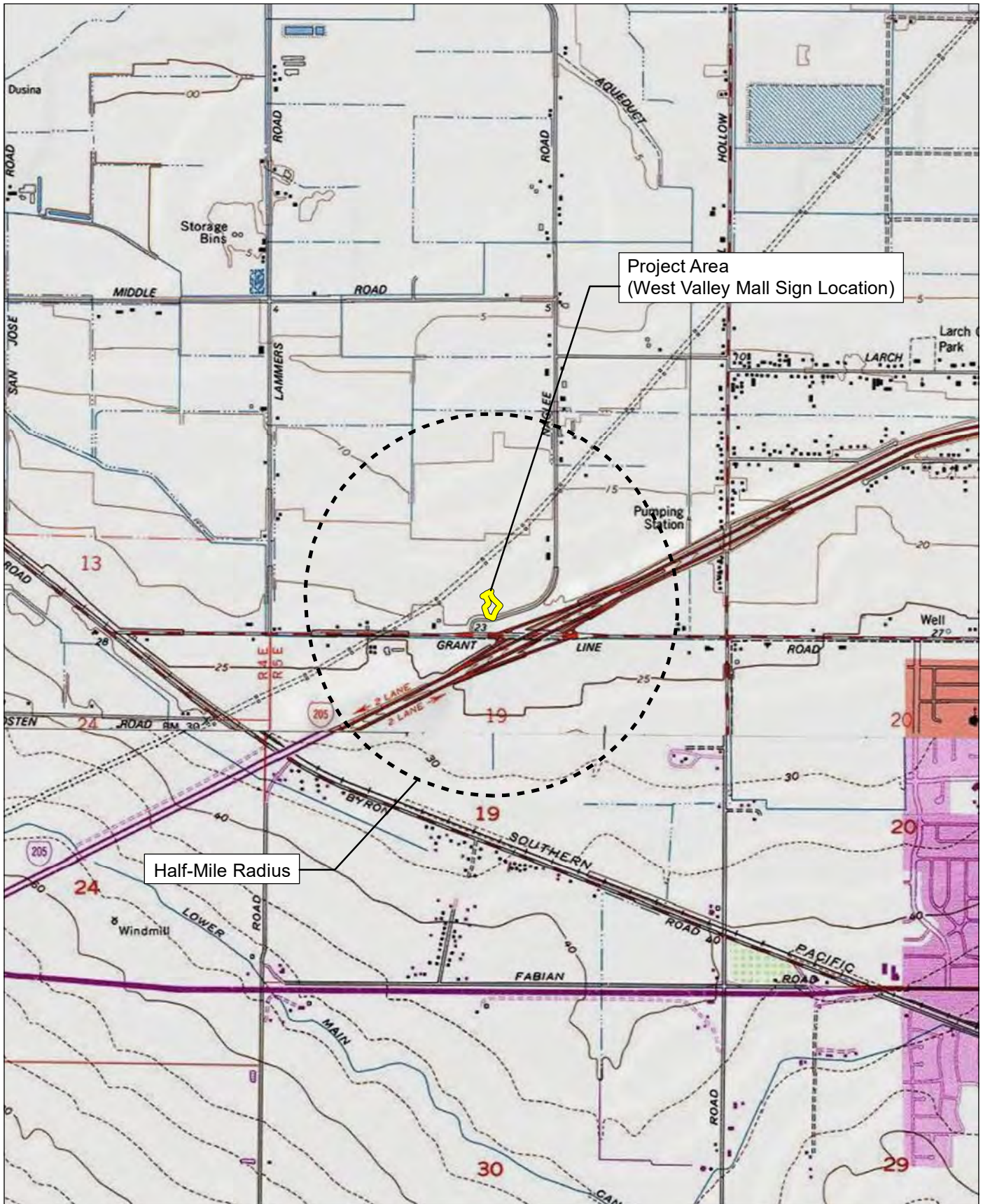


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Wilton Rancheria
Dahlton Brown, Director of Administration
9728 Kent Street,
Elk Grove, CA, 95624

Subject: Proposed Electronic Readerboard Sign Project

Dear Director Brown:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



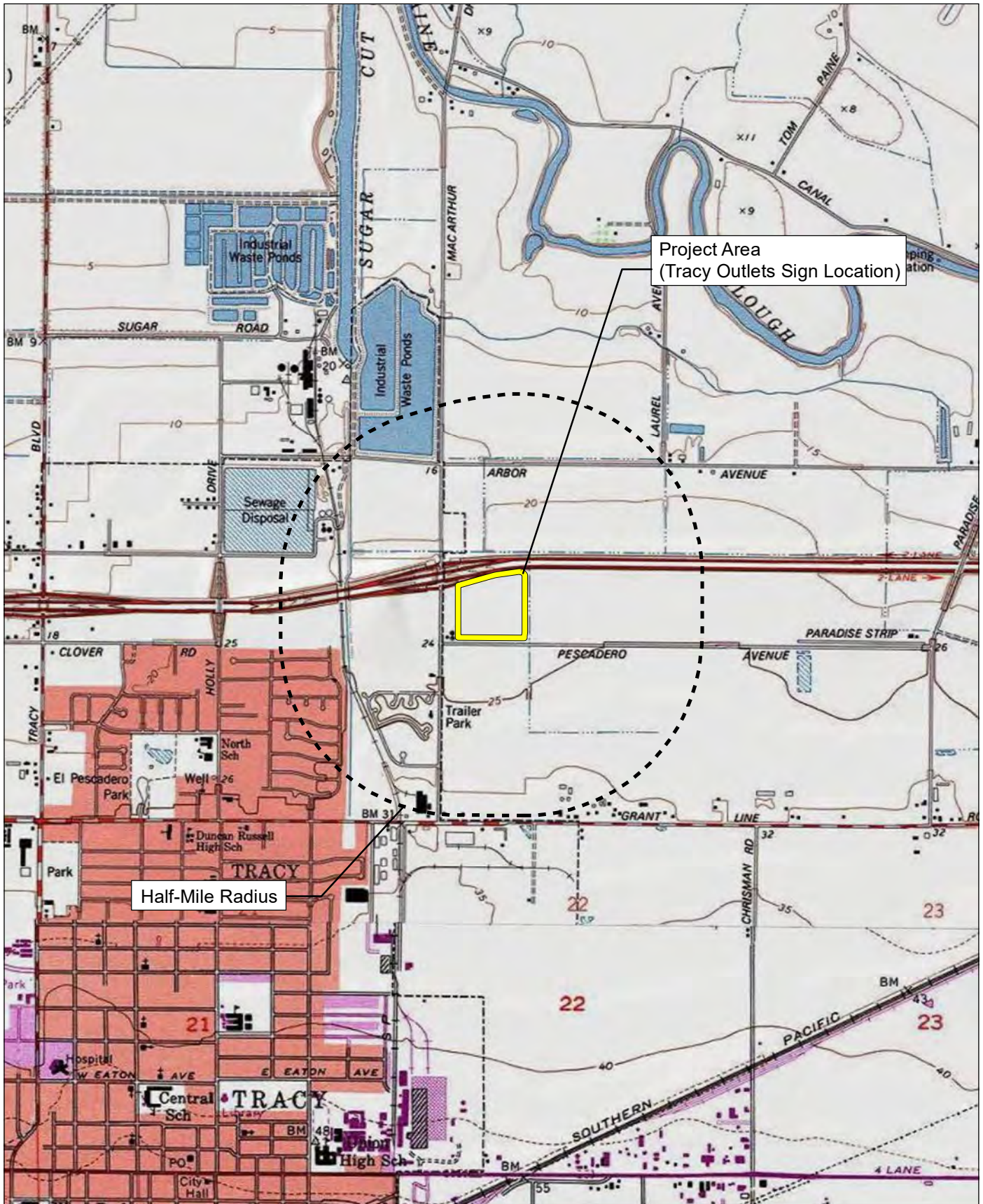
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



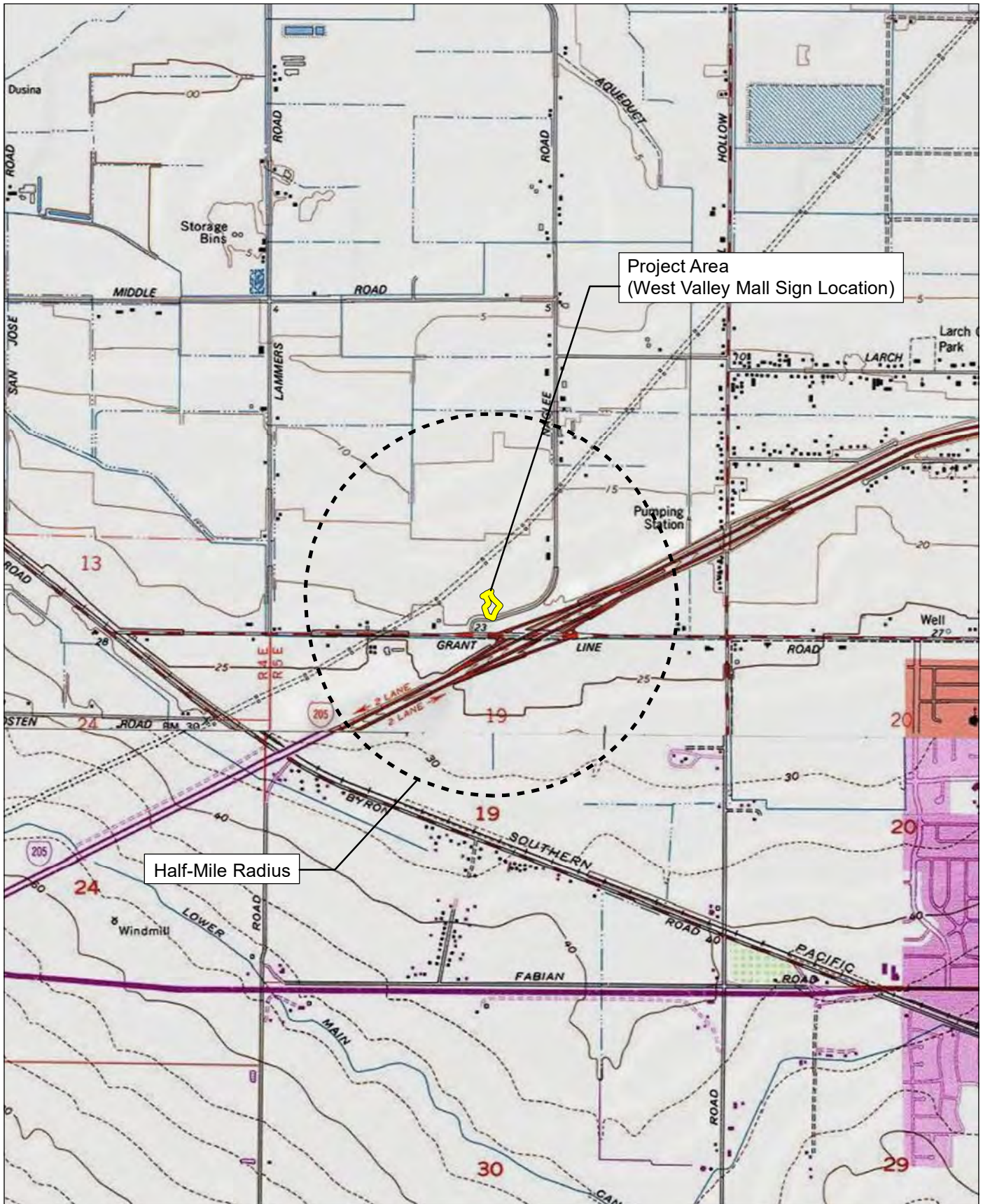
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Ione Band of Miwok Indians
Sara Dutschke, Chairperson
9252 Bush Street,
Plymouth, CA 95669

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Dutschke:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



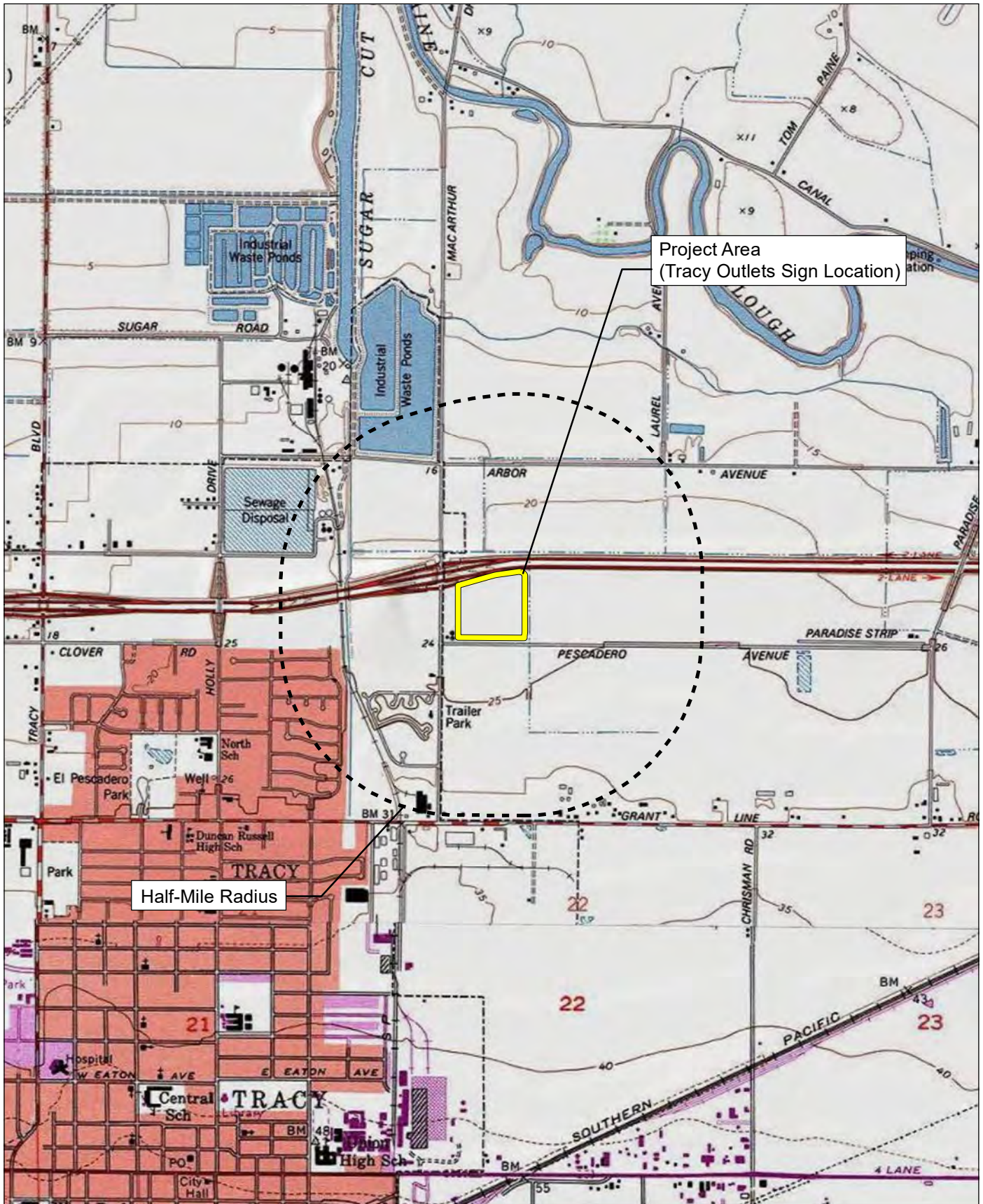
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



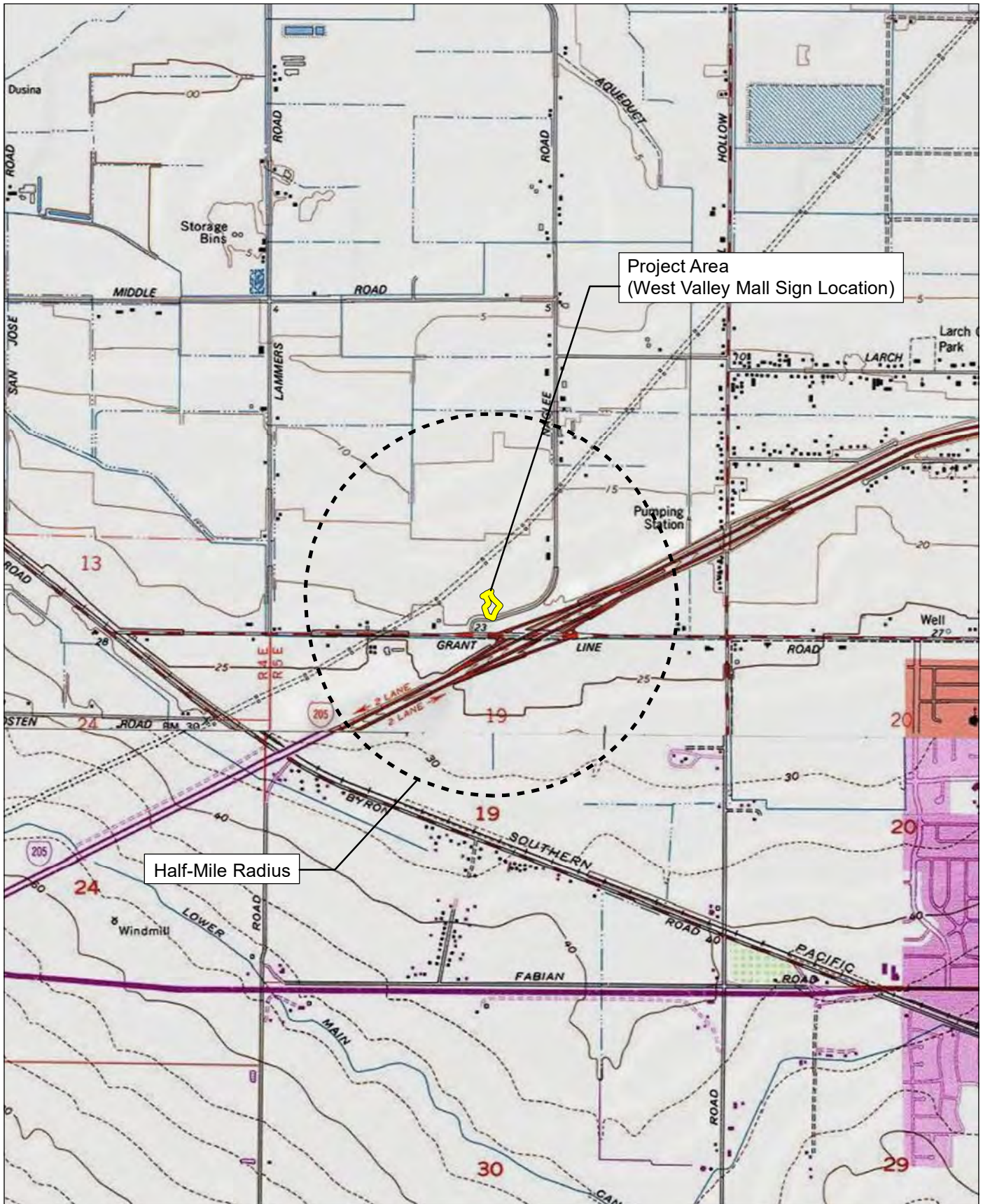
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

The Confederated Villages of Lisjan
Corrina Gould, Chairperson
10926 Edes Avenue
Oakland, CA, 94603

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Gould:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



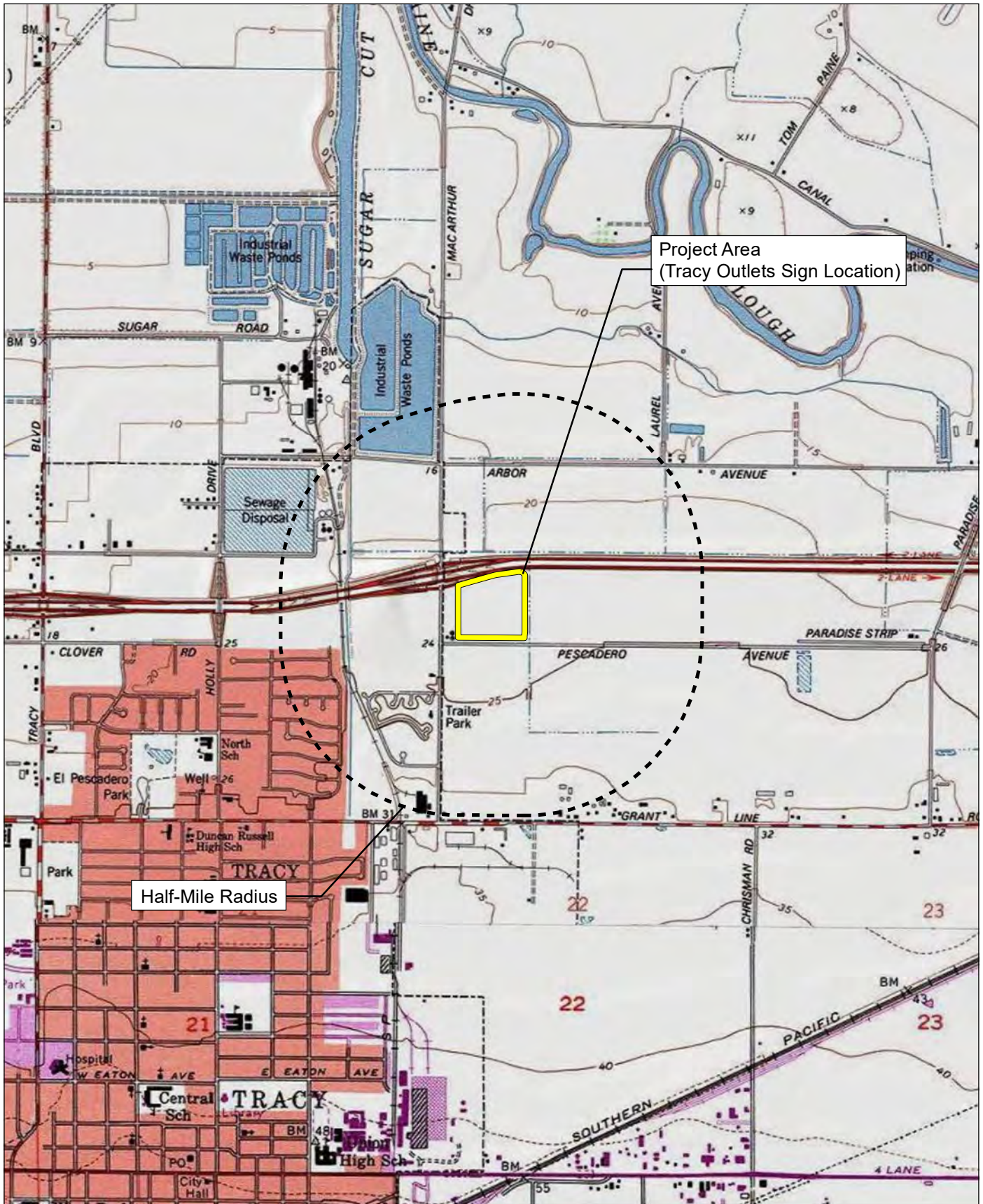
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



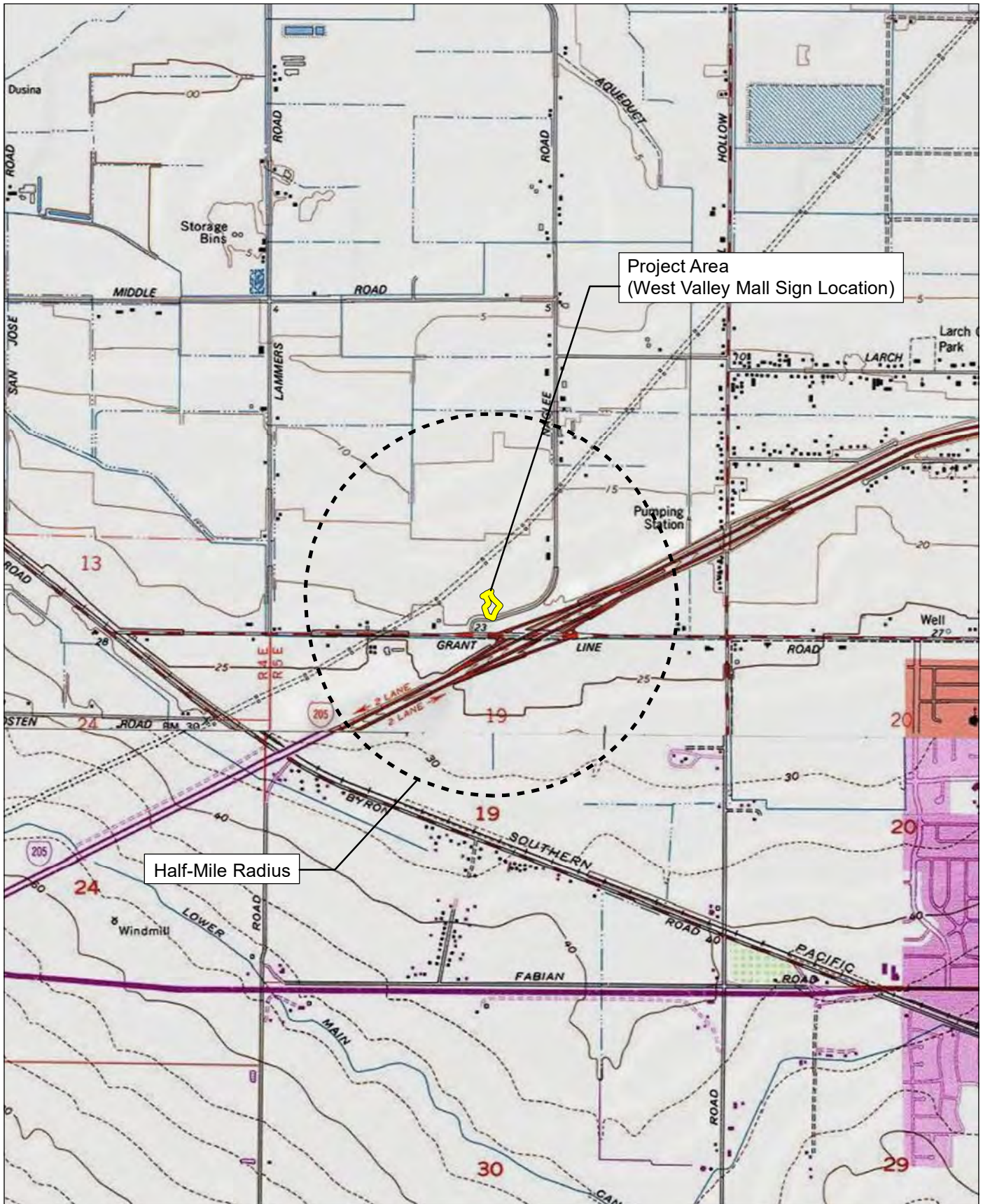


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Wilton Rancheria
Steven Hutchason, THPO
9728 Kent Street
Elk Grove, CA, 95624

Subject: Proposed Electronic Readerboard Sign Project

Dear THPO Hutchason:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



Stefanie Estelle Griffin, MA, Archaeologist

FirstCarbon Solutions

1350 Treat Boulevard, Suite 380

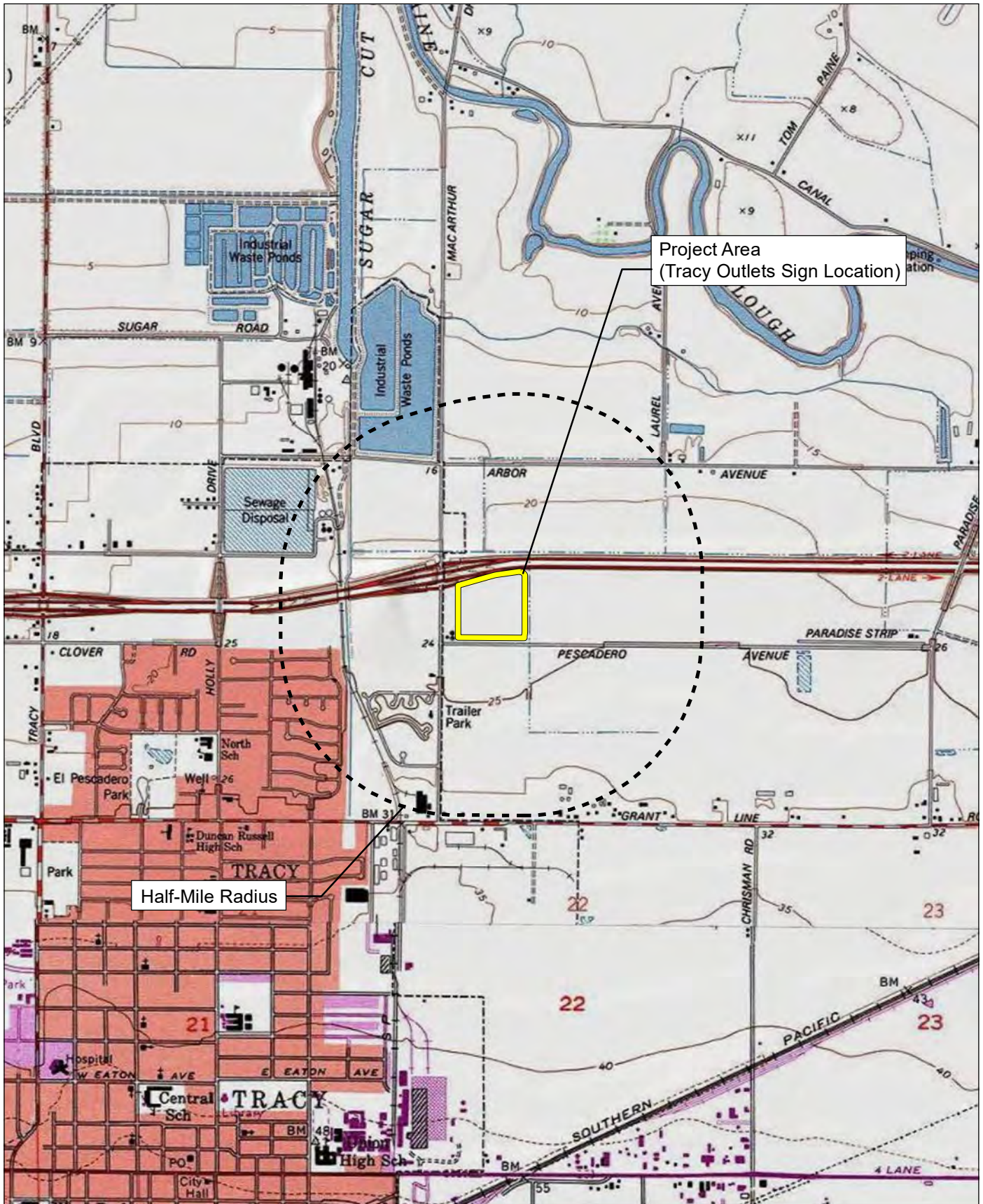
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



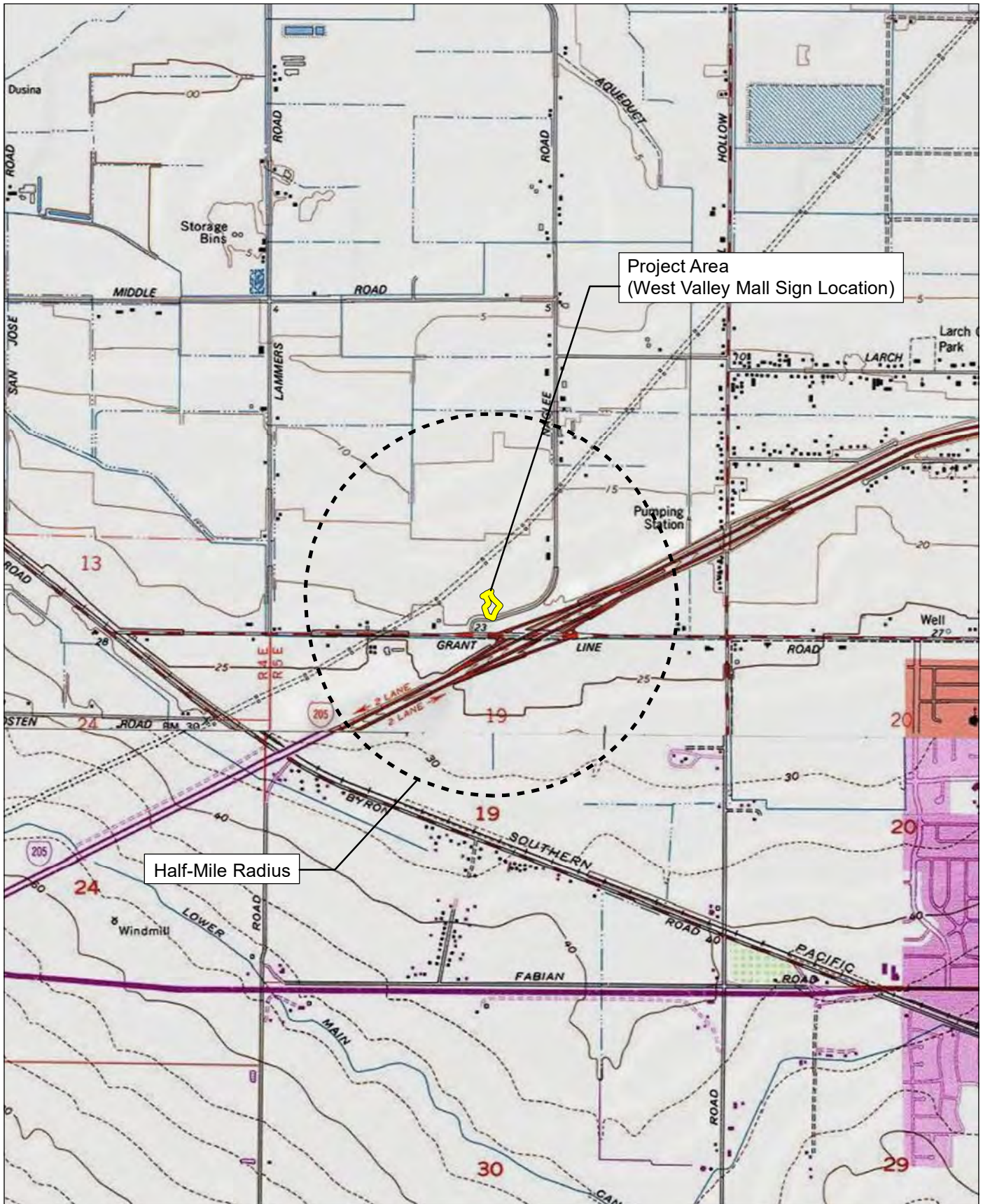


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Muwekma Ohlone Indian Tribe of the SF Bay Area
Charlene Nijmeh, Chairperson
20885 Redwood Road, Suite 232
Castro Valley, CA, 94546

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Nijmeh:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



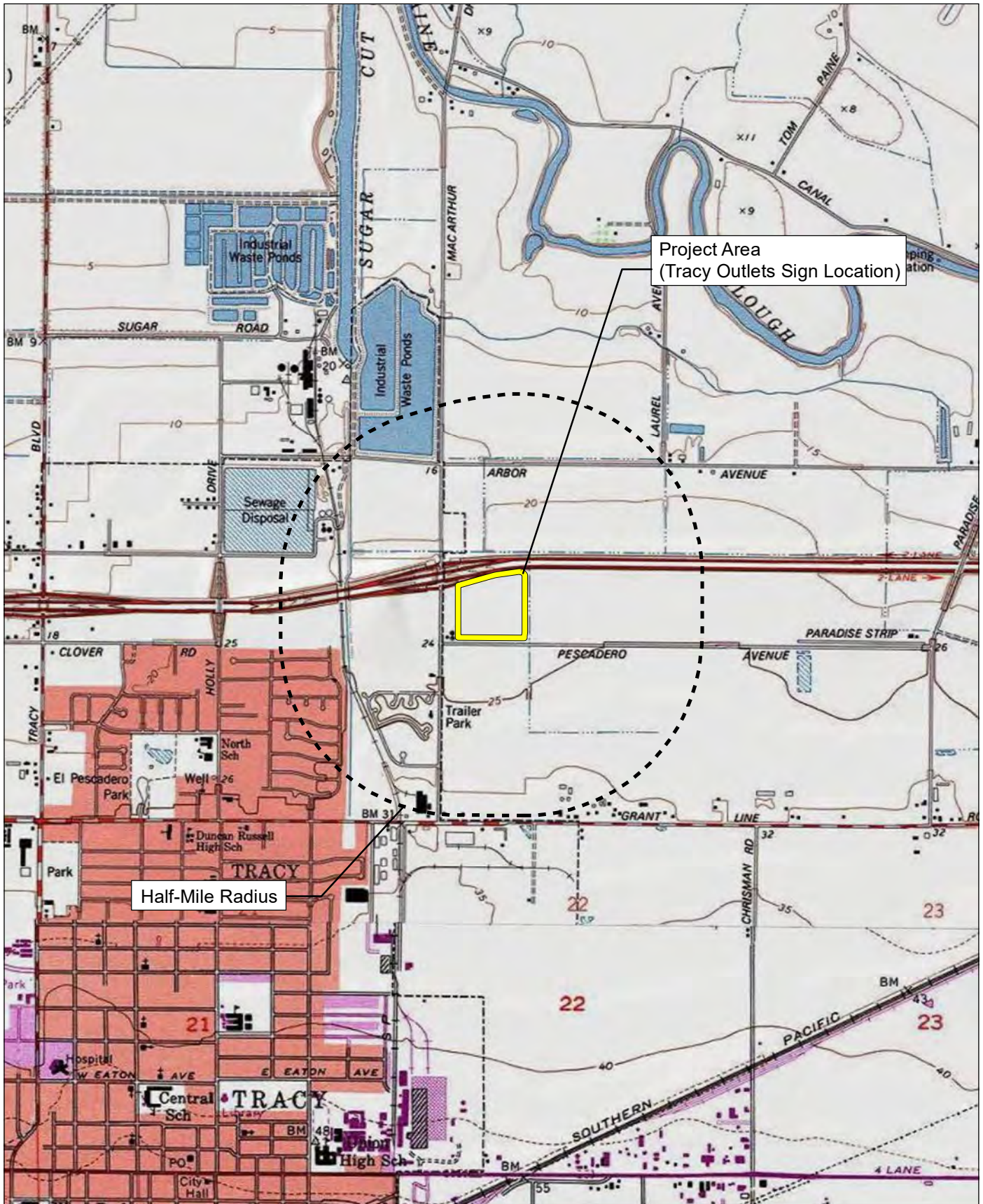
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



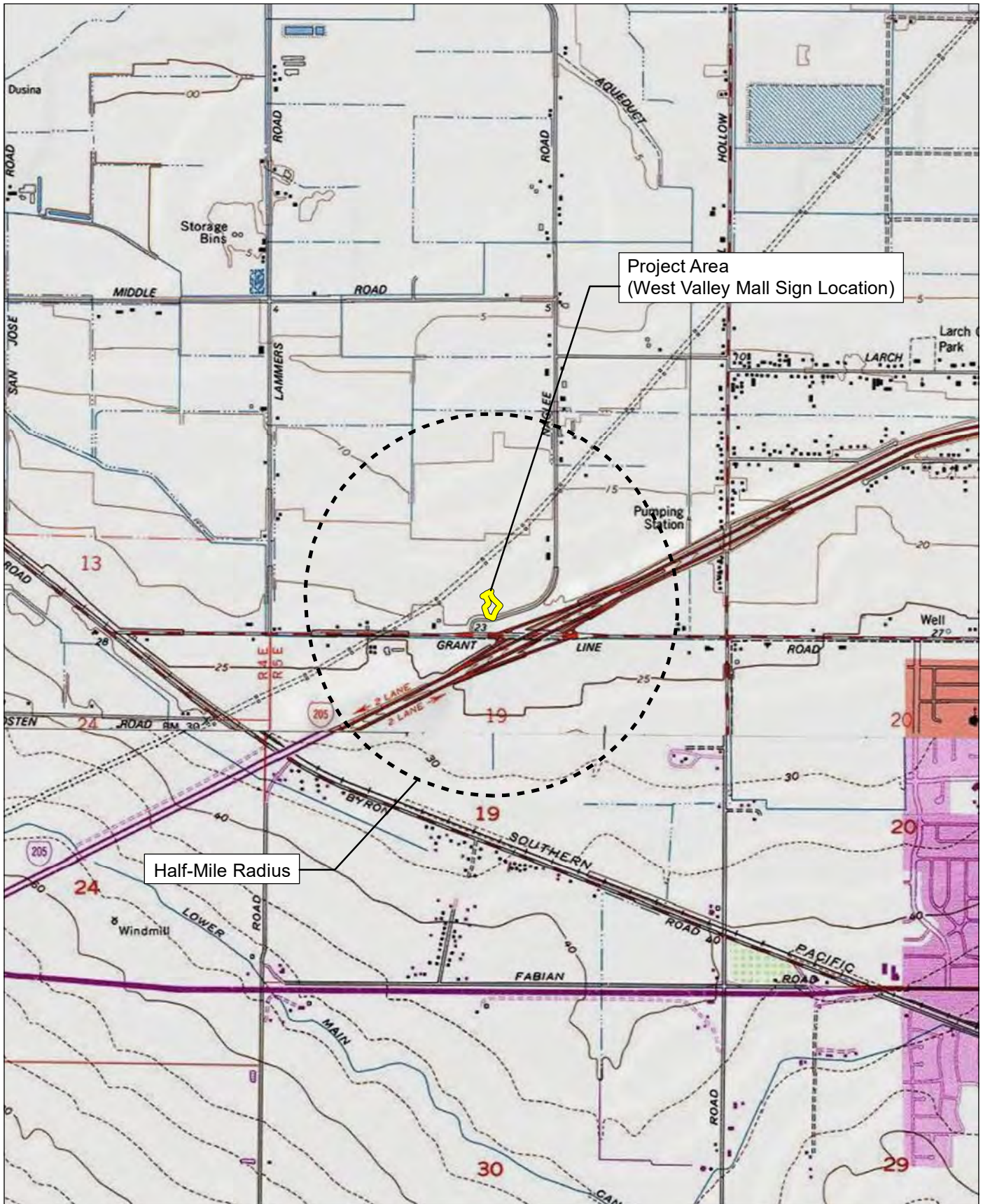
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2





June 29, 2021

North Valley Yokuts Tribe
Katherine Perez, Chairperson
P.O. Box 717
Linden, CA, 95236

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Perez:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



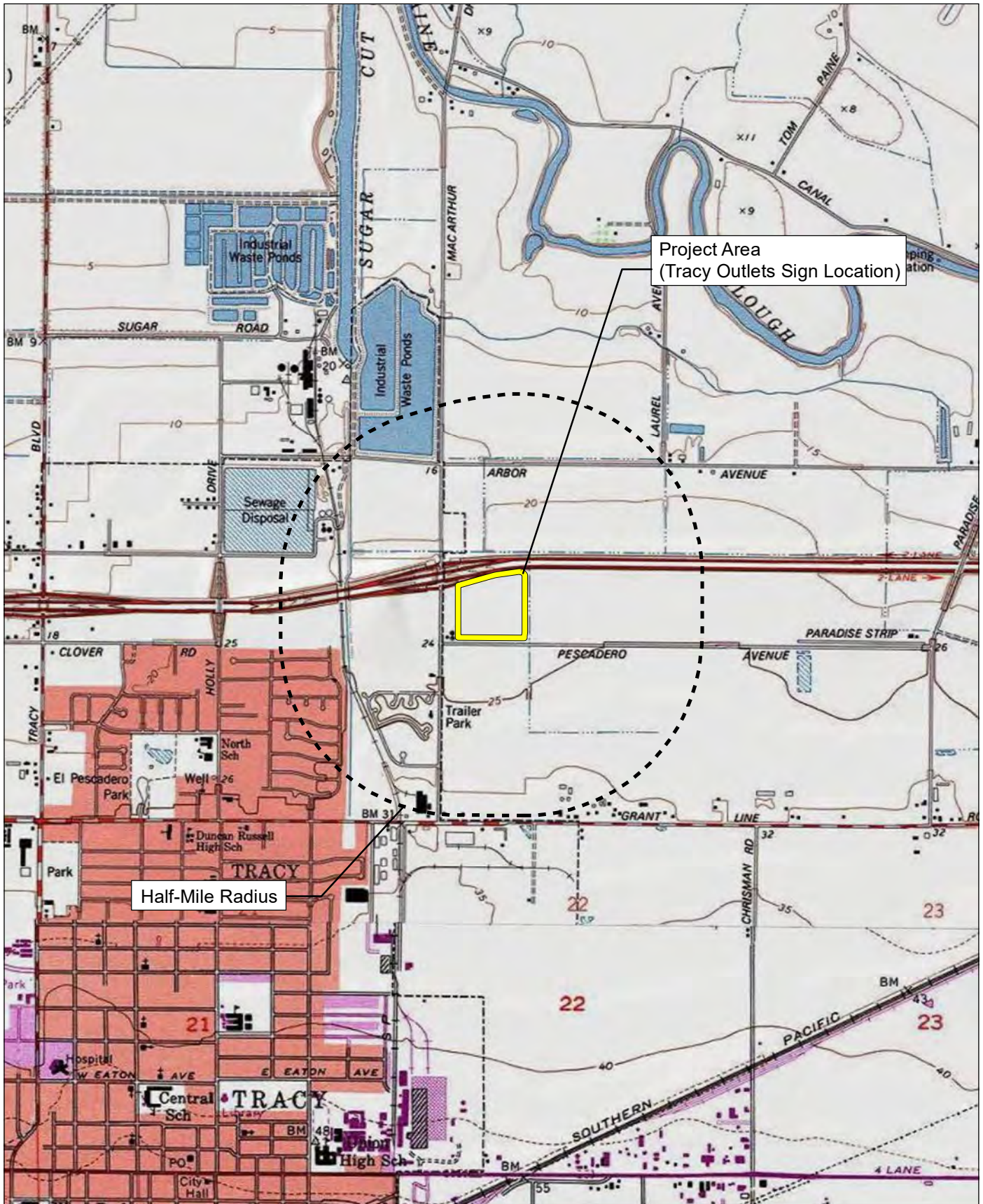
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



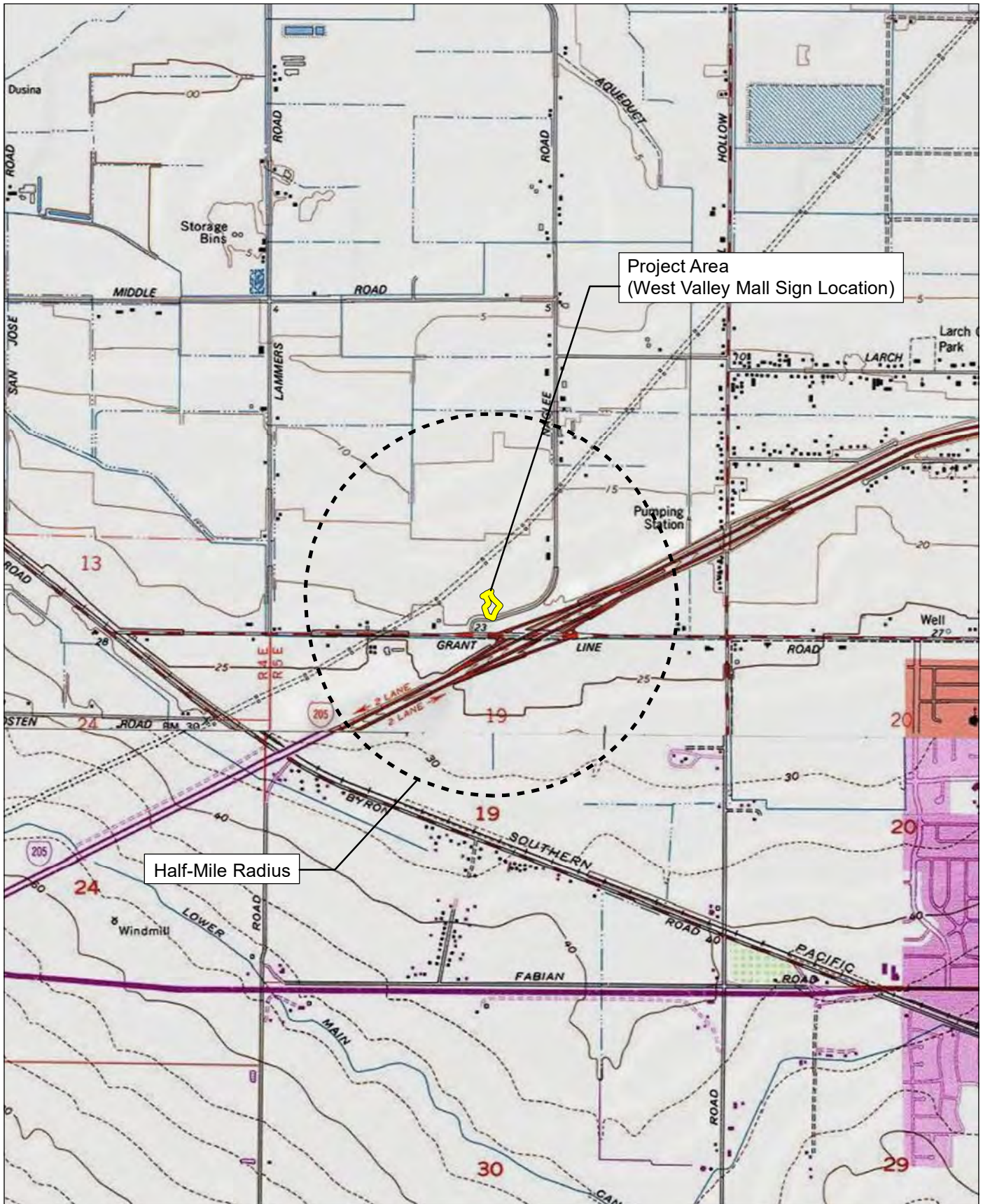


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Tule River Indian Tribe
Neil Peyron, Chairperson
P.O. Box 589
Porterville, CA, 93258

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Peyron:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



Stefanie Estelle Griffin, MA, Archaeologist

FirstCarbon Solutions

1350 Treat Boulevard, Suite 380

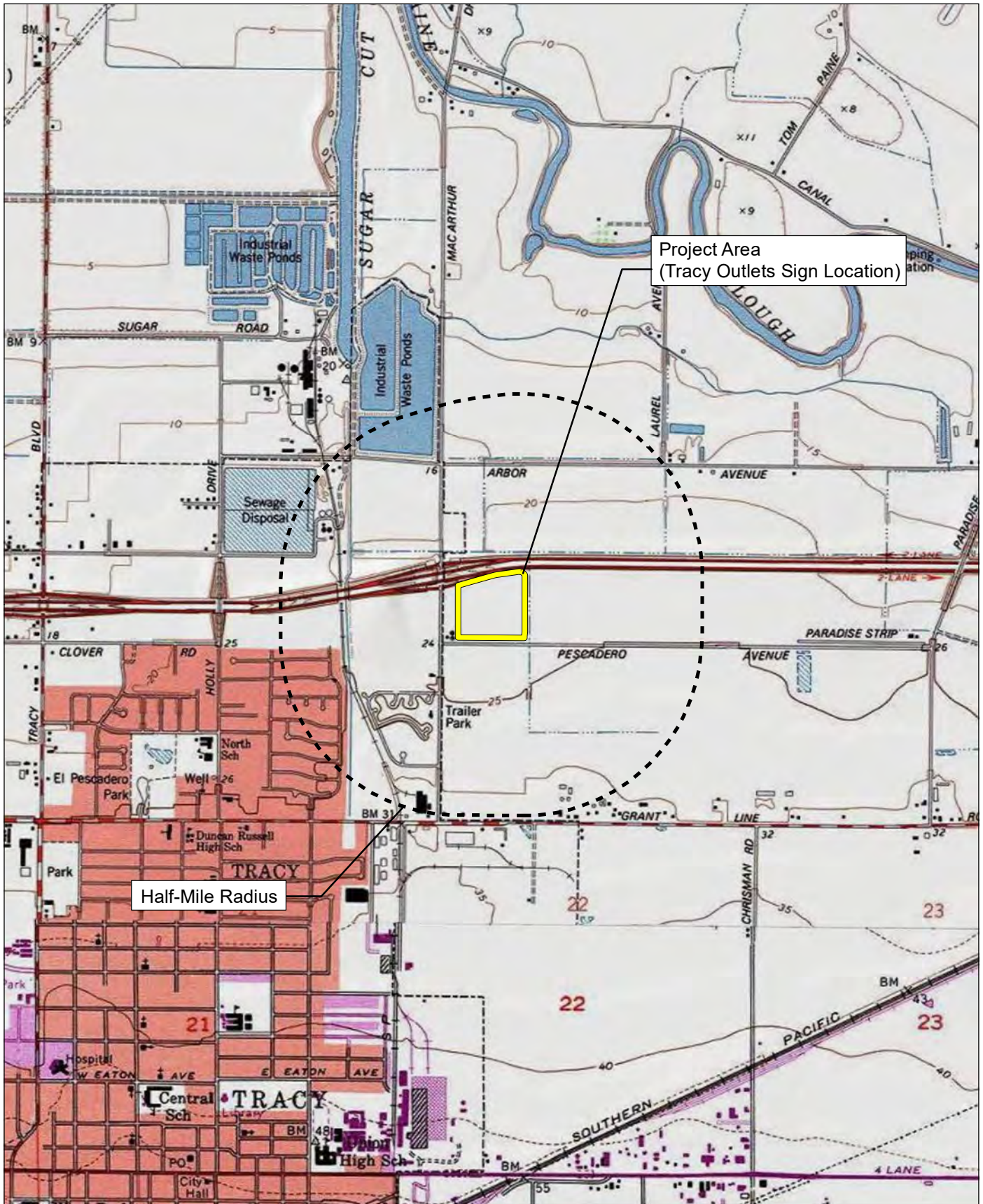
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



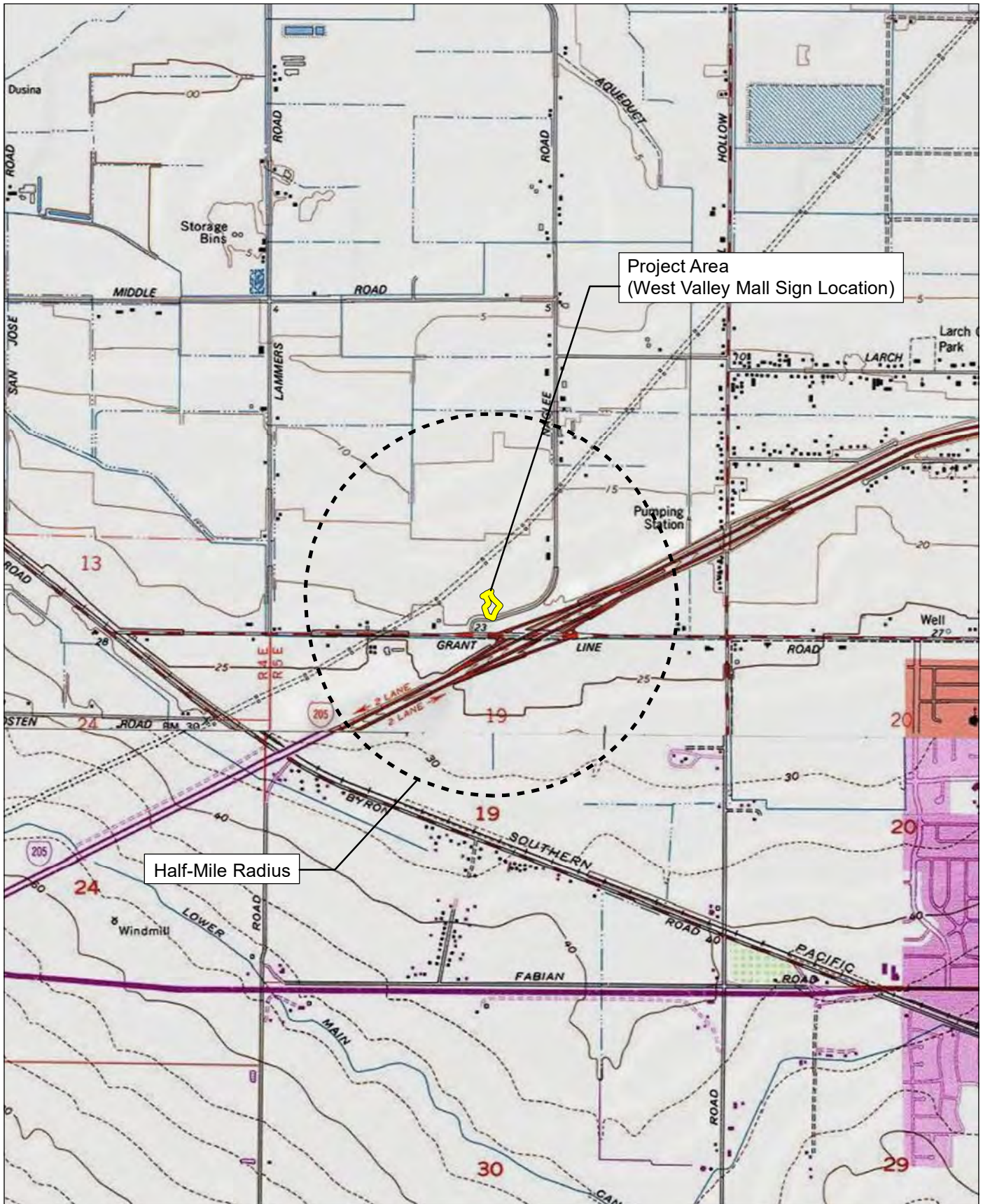
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2





June 29, 2021

Buena Vista Rancheria of Me-Wuk Indians
Rhonda Morningstar Pope, Chairperson
1418 20th Street, Suite 200
Sacramento, CA 95811

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Pope:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



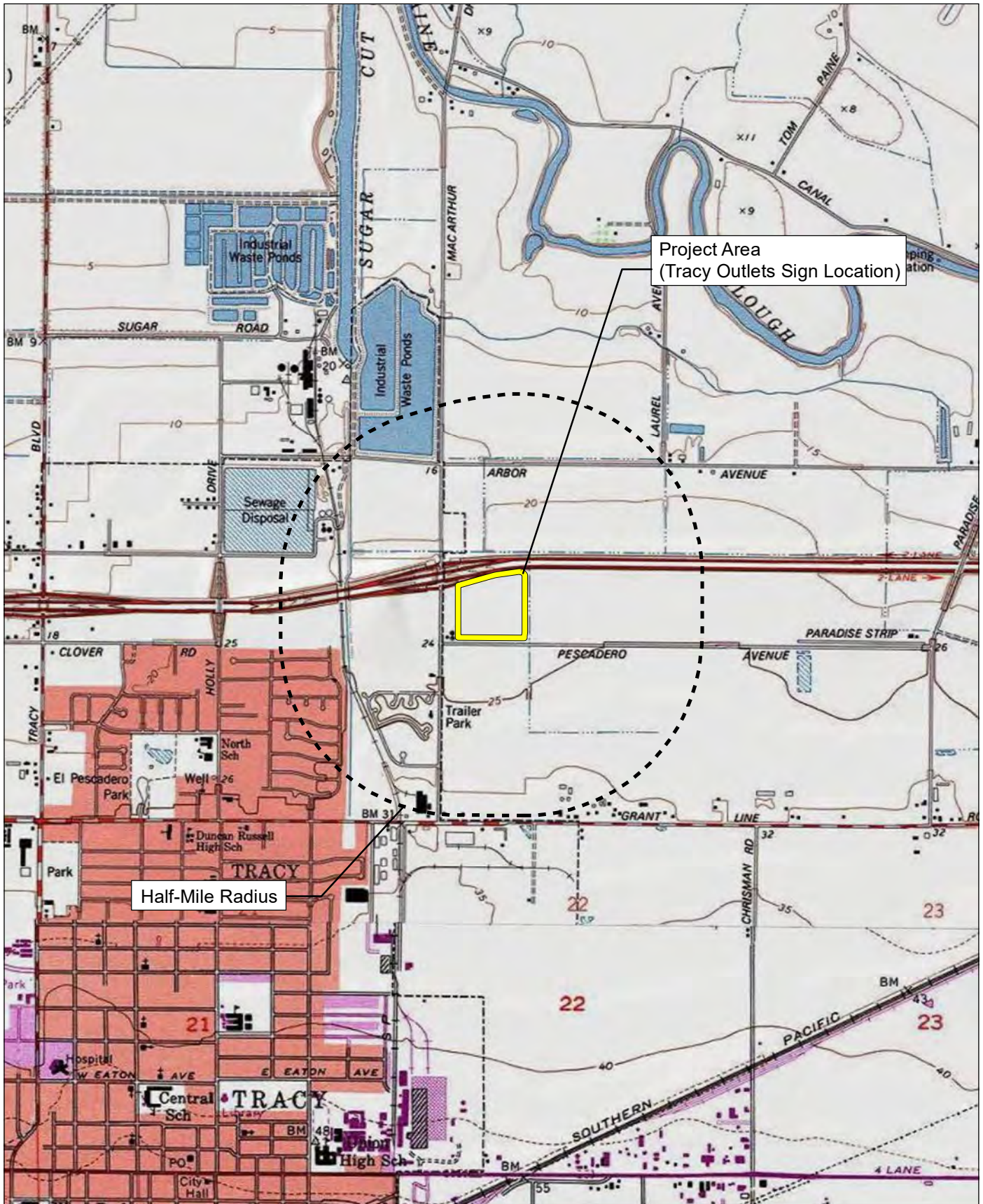
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



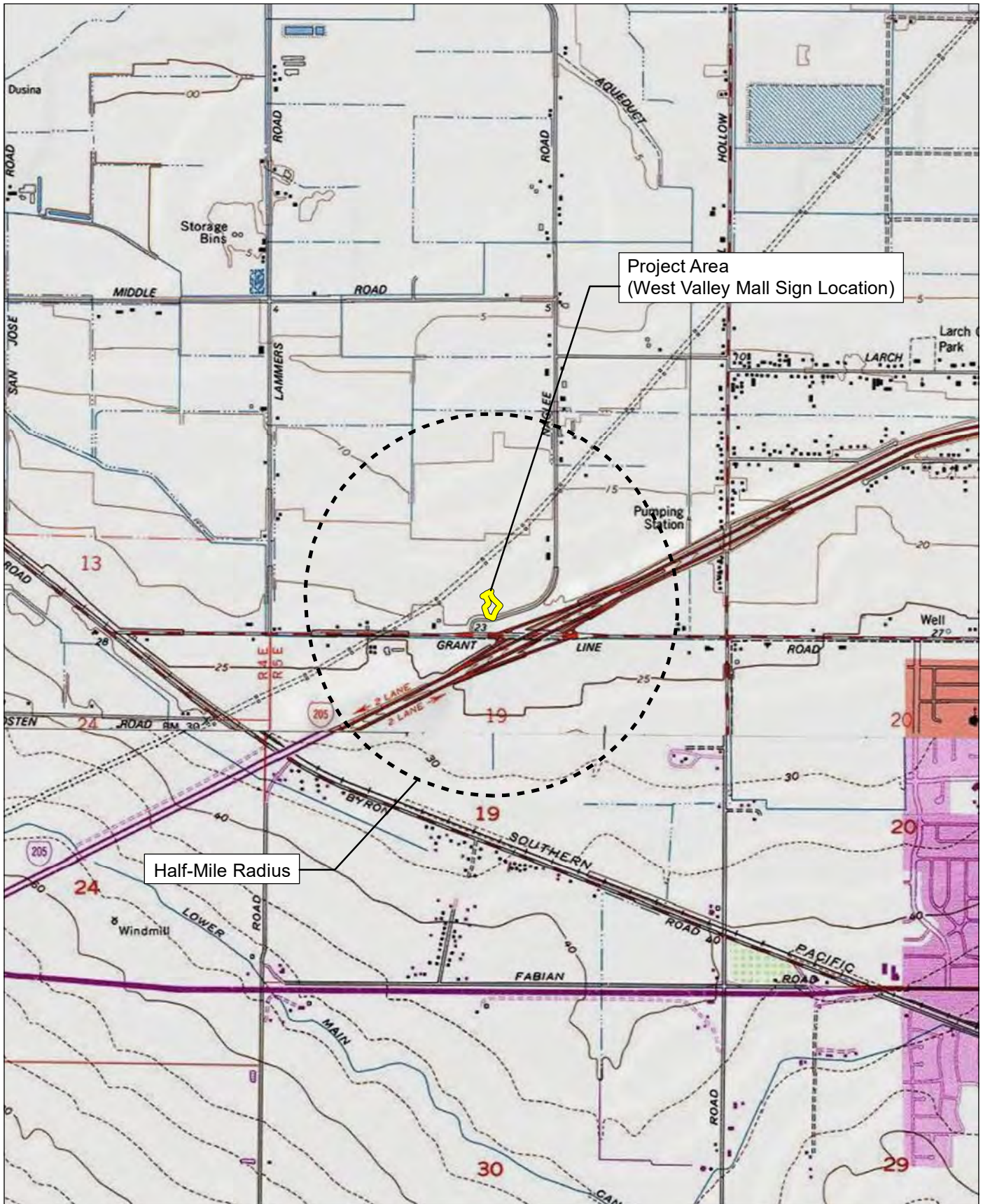
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

North Valley Yokuts Tribe
Timothy Perez
P.O. Box 717
Linden, CA, 95236

Subject: Proposed Electronic Readerboard Sign Project

Dear Timothy Perez:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



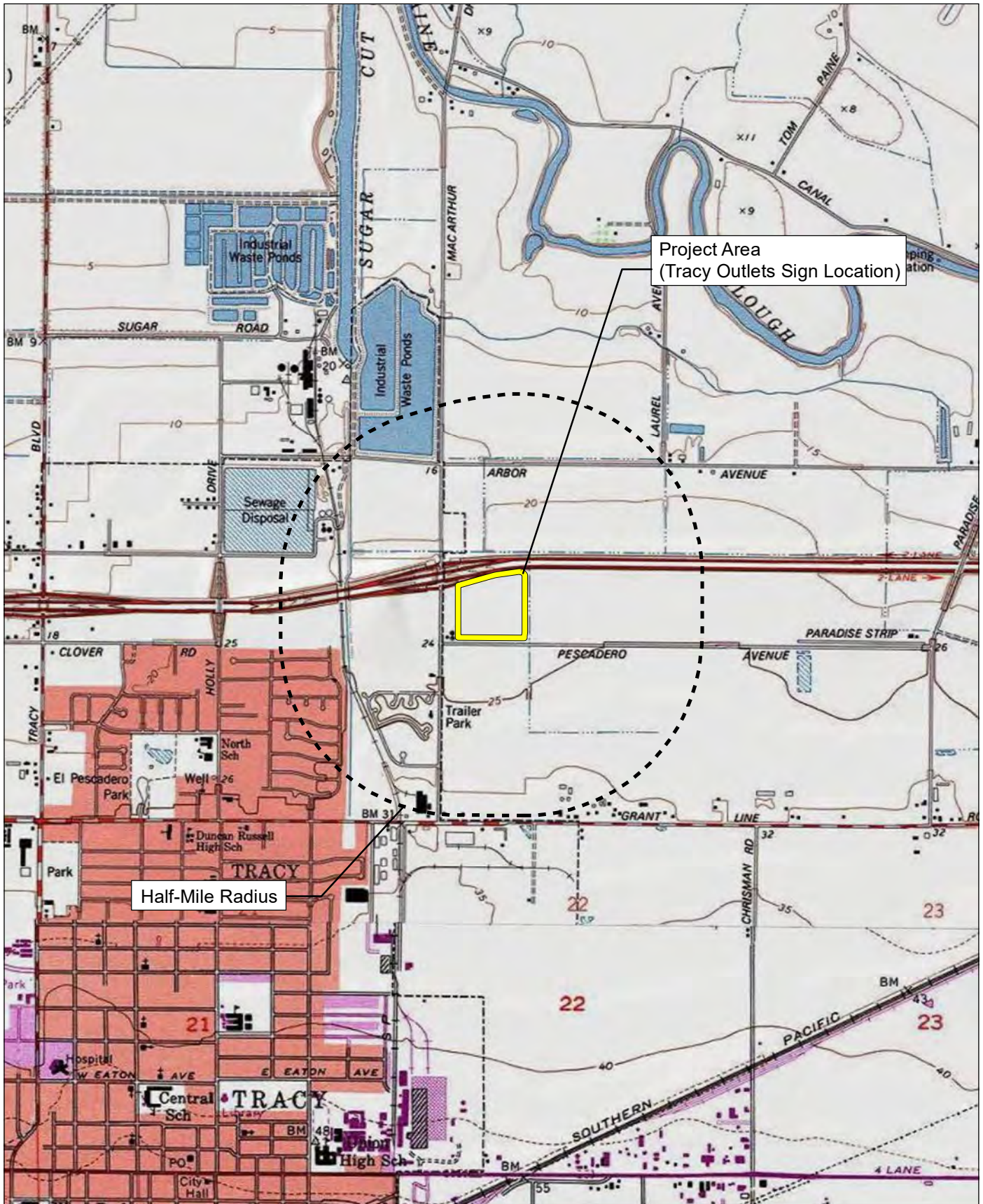
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



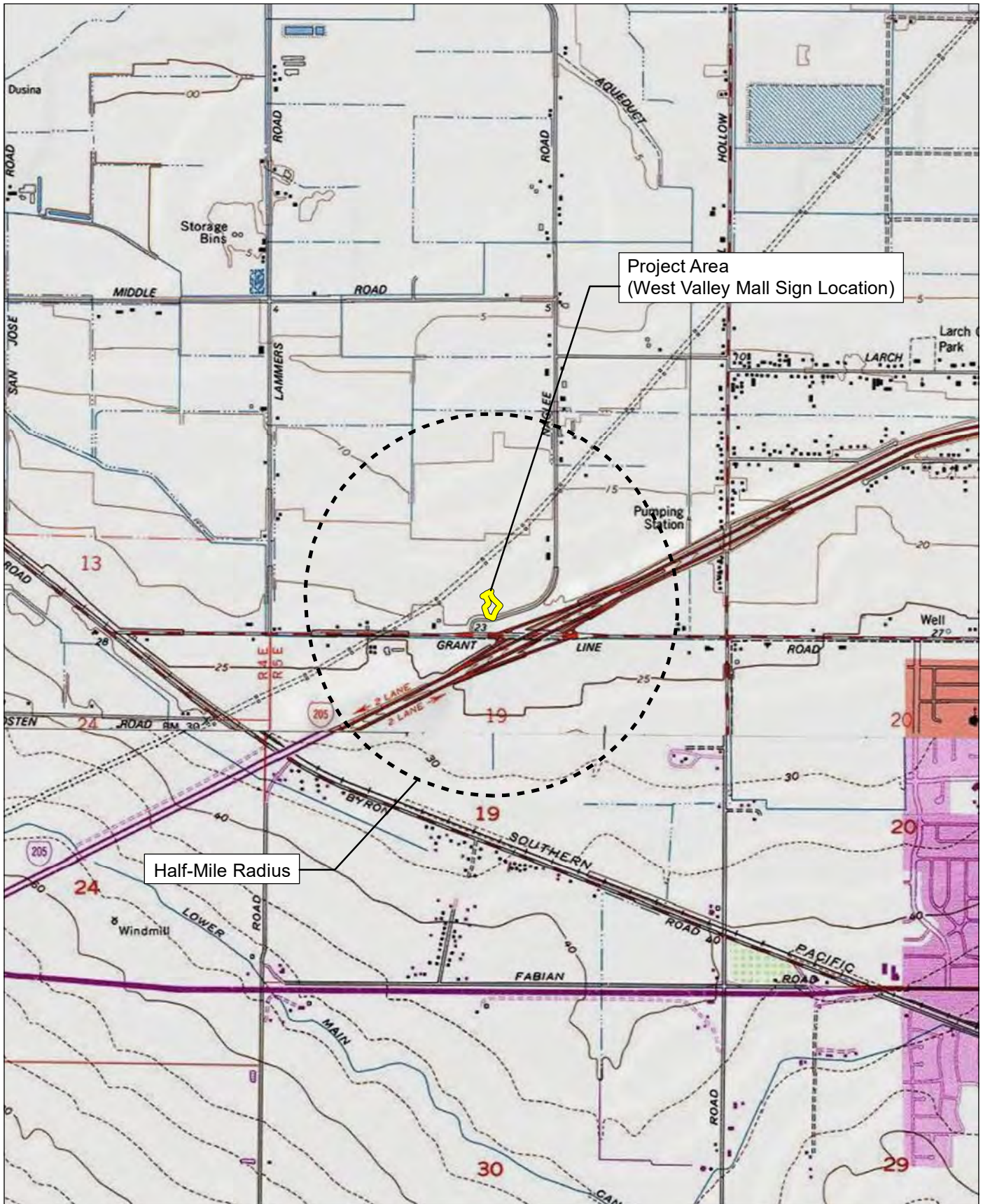


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





Source: USGS Union Island and Tracy 7.5' Quadrangles / Land Grant: El Pescadero; T02S R05E Sec 19.

FIRSTCARBON
SOLUTIONS™



2,000 1,000 0 2,000
Feet

Record Search Map
West Valley Mall Sign Location

June 29, 2021

Wilton Rancheria
Jesus Tarango, Chairperson
9728 Kent Street
Elk Grove, CA, 95624

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Tarango:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



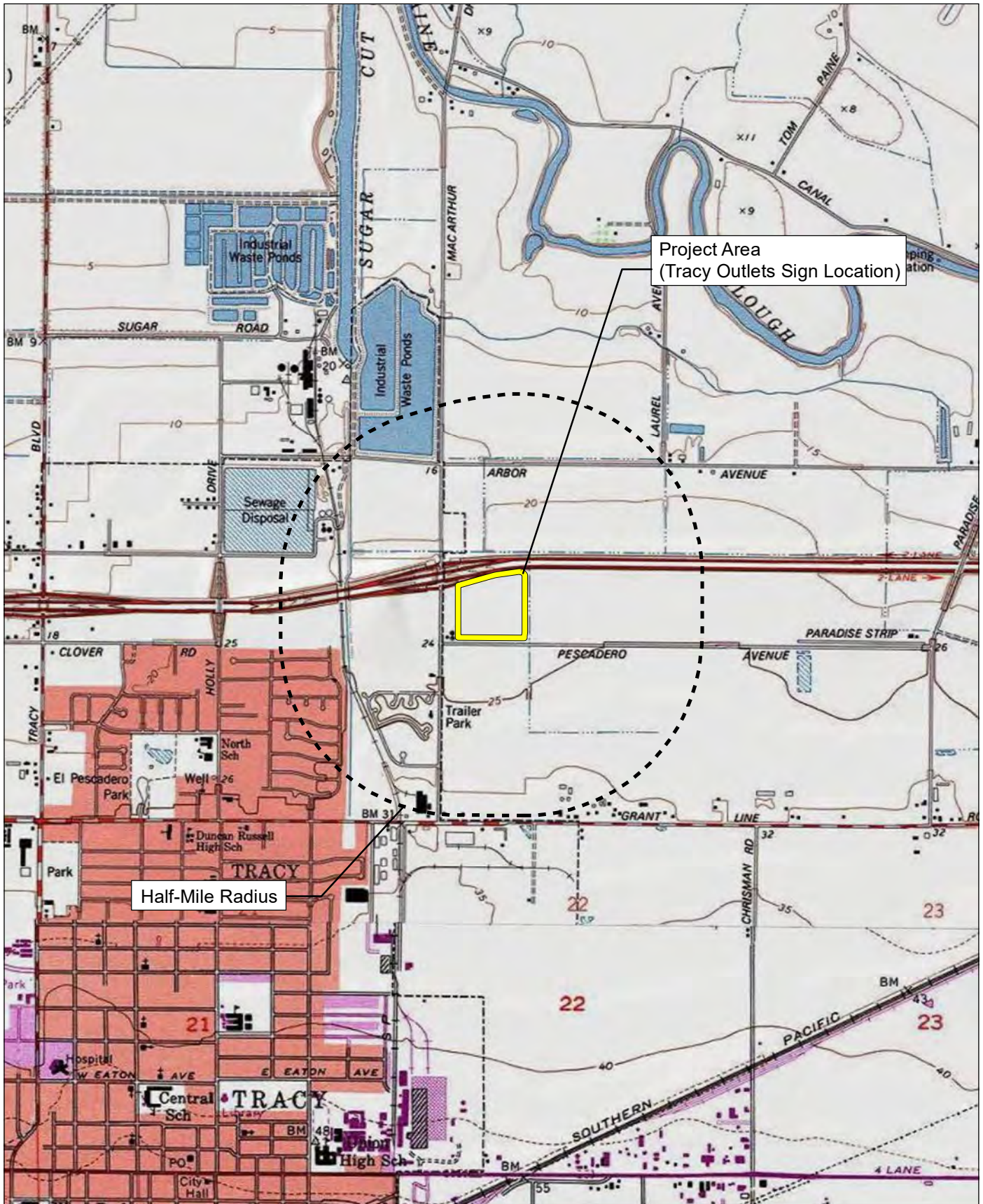
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1



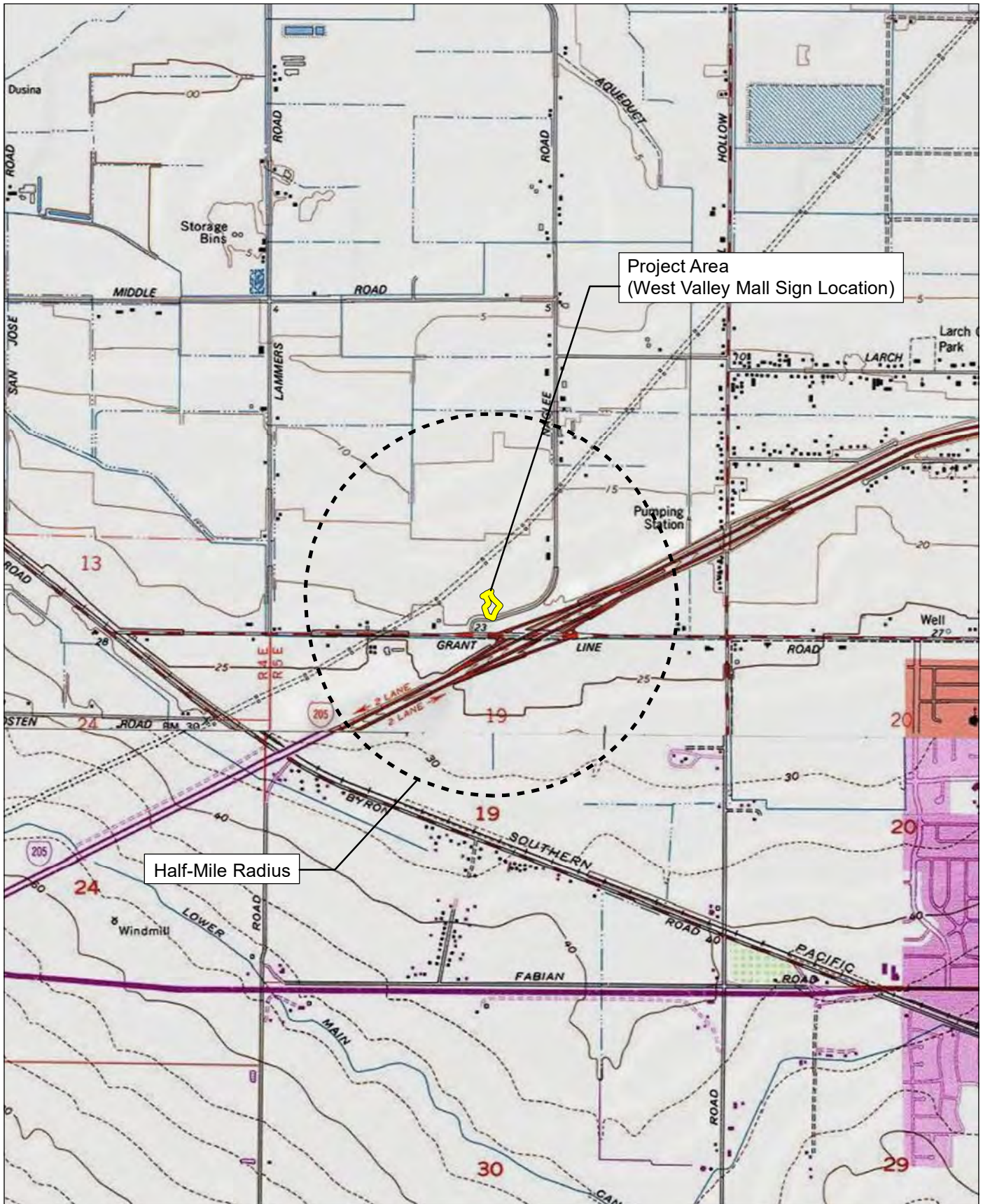


Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero



Attachment B:
Records Search Map 2





June 29, 2021

Wuksache Indian Tribe/Eshom Valley Band
Kenneth Woodrow, Chairperson
1179 Rock Haven Ct.
Salinas, CA, 93906

Subject: Proposed Electronic Readerboard Sign Project

Dear Chairperson Woodrow:

FirstCarbon Solutions (FCS) is preparing a cultural resources assessment for the proposed Electronic Readerboard Sign Project on behalf of the City of Tracy. As part of the environmental review process, we are searching for records pertaining to cultural resources in the area surrounding the project sites described below. Attached are the two Records Search maps with a 0.5-mile buffer around the sites for your reference.

The City of Tracy is proposing to amend the Sign Ordinance set forth in Title 10, Chapter 10.08, Article 35 of the Municipal Code. The proposed Sign Ordinance and Specific Plan amendments would allow for a new digital freeway sign in the vicinity of the West Valley Mall and for the conversion of one existing freeway sign on Assessor's Parcel Number (APN) 213-060-40 to a digital freeway sign.

As part of the cultural resources assessment, FCS conducted a Sacred Lands File (SLF) search and California Historical Resource Information System (CHRIS). The results of the SLF records search was negative. The CHRIS search showed that there are no recorded resources within the project site. The Native American Heritage Commission (NAHC) suggested you might be able to provide further information. If you have any additional information regarding potential historic or cultural resources in proximity or relation to the proposed project area, we would greatly appreciate your input.

Please note that this letter is a request for information pertaining to a cultural resources assessment and is not notification of a project under Senate Bill (SB) 18, Assembly Bill (AB) 52 or Section 106 of the National Historic Preservation Act. Designated lead agencies under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) are handling project notification and consultation requirements. Please feel free to contact me at 925.357.2562 or via email at sgriffin@fcs-intl.com and thank you for your valuable assistance.

UNITED STATES

T +1 888 826 5814
T +1 714 508 4100
F +1 714 508 4110
E info@fcs-intl.com

Irvine
250 Commerce
Suite 250
Irvine, CA 92602

Bay Area
1350 Treat Boulevard
Suite 380
Walnut Creek, CA 94597

Central Valley
7726 N. First Street
#413
Fresno, CA 93720

Inland Empire
967 Kendall Drive
#A-537
San Bernardino, CA 92407

Sacramento Valley
2351 Sunset Boulevard
Suite 170-301
Rocklin, CA 95765

Utah
2901 Bluegrass Boulevard
Suite 200-62
Lehi, UT 84043

Connecticut
2 Corporate Drive
Suite 450
Shelton, CT 06484

New York
10 Monument Street
Deposit, NY 13754

56 Broome Corporate Parkway
Conklin, NY 13748

CANADA

UNITED KINGDOM

PORTUGAL

FRANCE

KENYA

AUSTRALIA

PHILIPPINES

CHINA

MALAYSIA

SINGAPORE

Sincerely,



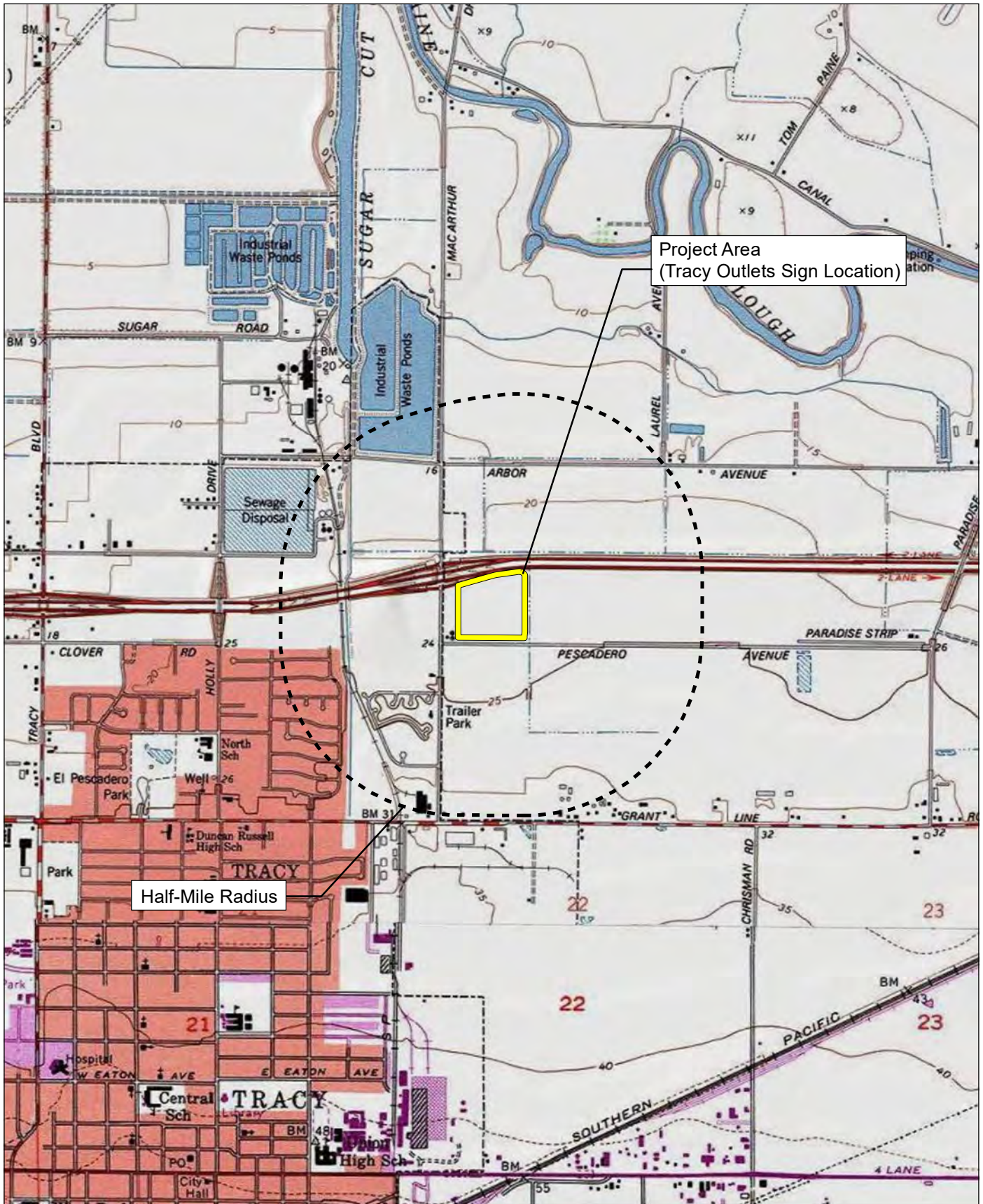
Stefanie Estelle Griffin, MA, Archaeologist
FirstCarbon Solutions
1350 Treat Boulevard, Suite 380
Walnut Creek, CA 94597

Enc: Attachment A: Records Search Map 1
and Attachment B: Records Search Map 2



Attachment A:
Records Search Map 1





Source: USGS Union Island 7.5' Quadrangle / Land Grant: El Pescadero

FIRSTCARBON
SOLUTIONS™



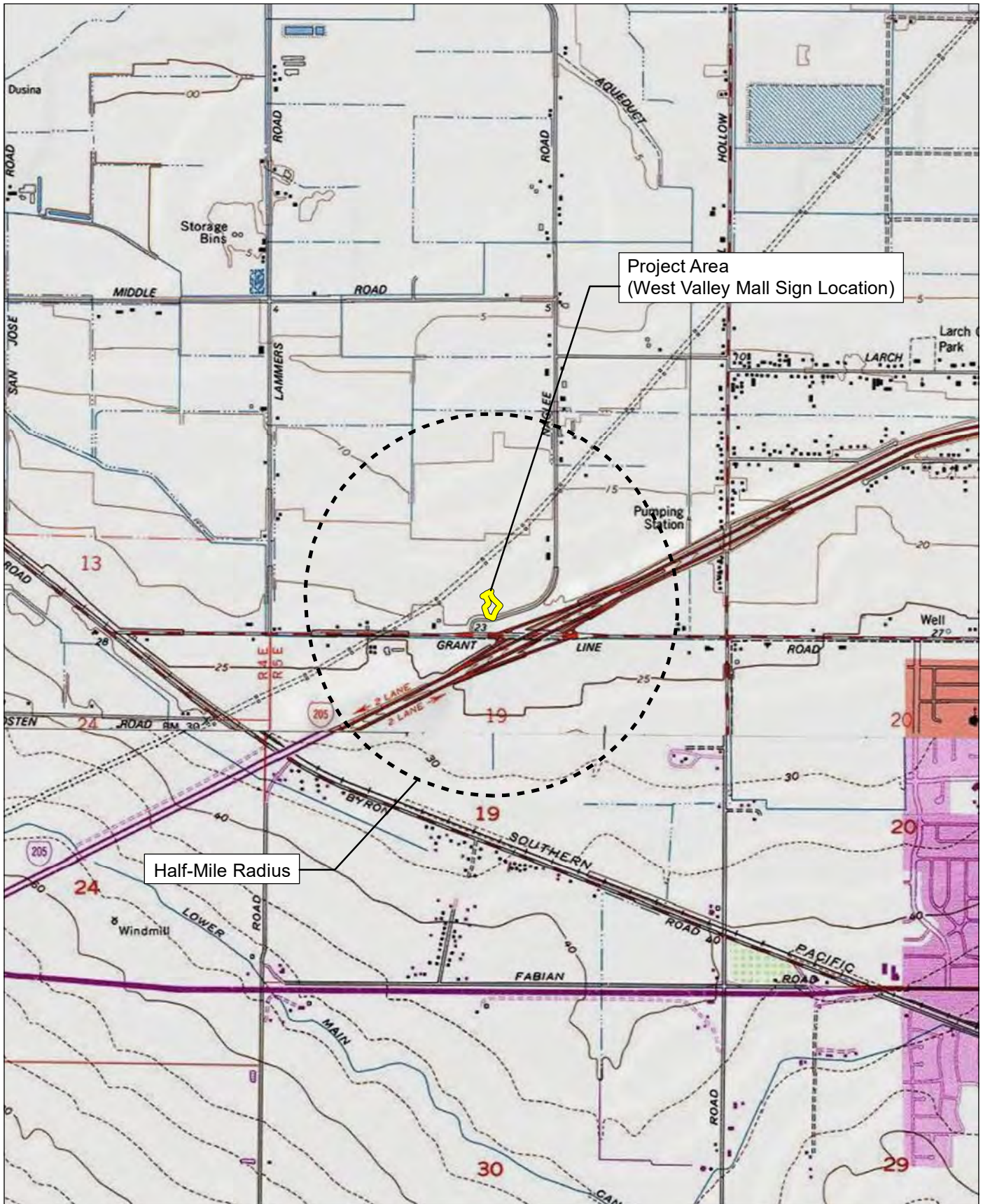
2,000 1,000 0 2,000
Feet

Record Search Map
Tracy Outlets Sign Location



Attachment B:
Records Search Map 2







Photograph 1: Overview from the southwest corner of the project site; facing northeast.



Photograph 2: Overview from the northwest corner of the project site; facing southeast.



Photograph 3: Overview from the northeast corner of the project site; facing southwest.



Photograph 4: Overview from the southeast corner the project site; facing northwest.



Photograph 5: Photograph of the billboard to be replaced..



Photograph 6: Representative landscaping elements in the project site.



Photograph 7: Representative composition of the hardscaped surface of the project site.



Photograph 1: Overview from the southwest corner of the project site; facing northeast.



Photograph 2: Overview from the northwest corner of the project site; facing southeast.



Photograph 3: Overview from the northeast corner of the project site; facing southwest.



Photograph 4: Overview from the southeast corner the project site; facing northwest.



Photograph 5: Representative soil composition of the project site.



Photograph 6: Representative soil composition of the project site.

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix F: Energy Supporting Information

THIS PAGE INTENTIONALLY LEFT BLANK

Appendix E

Table of Contents

Energy Calculations	1

Project Energy Use Summary

Summary of Energy Use During Construction

(Annually)

Construction vehicle fuel	114 gallons (gasoline, diesel)
Construction equipment fuel	1,447 gallons (diesel)
Total construction fuel	1,561 gallons (gasoline, diesel)
Construction office electricity	415 kilowatt hours

California Air Resource Board (ARB). 2020. EMFAC2014 Web Database. Website: <https://www.arb.ca.gov/emfac/2014/>. Accessed June 9, 2021.

EMFAC2014 (v1.0.7) Emissions Inventory

Region: San Joaquin

Season: Annual

Units: miles/day for VMT, trips/day for Trips, tons/day for Emissions, 1000 gallons/day for Fuel Consumption

Haul	
Sum of VMT*FE (Column BI)	7705939.492
Total VMT	1284998.223
Weighted Average FE	5.996848366

Source: AQ/GHG Appendix, CalEEMod Output

Construction Schedule	Phase Name	Phase Type	Start Date	End Date	Week	Num Days
	Demolition	Demolition	9/1/2021	9/3/2021	5	2
	Grading	Grading	9/4/2021	9/5/2021	5	1
	Building Construction	Building Construction	9/6/2021	9/25/2021	5	19
	Paving	Paving	9/27/2021	9/29/2021	5	2

Trips and VMT	Phase Name	Trips per Day		Total Trips				Trips per Phase				VMT per Phase			Fuel Consumption (gallons)			
		Worker Trip Number	Vendor Trip Number	Hauling Trip Number	Worker Trip Length	Vendor Trip Length	Hauling Trip Length	Vendor Vel	Num Days	Worker Trip Number	Vendor Trip Number	Hauling Trip Number	Worker Trips	Vendor Trips	Hauling Trips	Worker Trips	Vendor Trips	Hauling Trips
	Demolition	8	0	0	10.8	7.3	20	LD_Mix	2	16	0	0	173	0	0	6.20	0.00	0.00
	Grading	8	2	8	10.8	7.3	20	LD_Mix	1	8	2	8	86	15	160	3.10	1.75	1.33
	Building Construction	8	2	0	10.8	7.3	20	LD_Mix	19	152	38	0	1,642	277	0	58.87	33.33	0.00
	Paving	8	2	0	10.8	7.3	20	LD_Mix	2	16	4	0	173	29	0	6.20	3.51	0.00
	On-site Total Construction VMT (miles)	2,555																
	On-Site Total Fuel Consumption (gallons)	114																

Construction Equipment Fuel Calculation

Source: AQ/GHG Appendix, CalEEMod Output
Tracy Electronic Billboard Project - Construction Only
Date: June 9, 2021

Construction Schedule	Phase Name	Phase Type	Start Date	End Date	Num Days	
					Week	Num Days
	Demolition	Demolition	9/1/2021	9/3/2021	5	2
	Grading	Grading	9/4/2021	9/5/2021	5	1
	Building Construction	Building Construction	9/6/2021	9/25/2021	5	19
	Paving	Paving	9/27/2021	9/29/2021	5	2

Construction Equipment	Phase Name	Offroad Equipment Type	Amount	Usage Hours	Horse Power	Load	Number of	HP Hours	Diesel Fuel Usage
						Factor	Days		
	Demolition	Concrete/Industrial Saws	1	8	81	0.73	2	946.08	47.30
	Demolition	Rubber Tired Dozers	0	0	247	0.4	2	0.00	0.00
	Demolition	Tractors/Loaders/Backhoes	1	6	97	0.37	2	430.68	21.53
	Demolition	Cranes	1	2	231	0.29	2	267.96	13.40
	Grading	Bore/Drill Rigs	1	8	221	0.50	1	884.00	44.20
	Grading	Concrete/Industrial Saws	1	8	81	0.73	1	473.04	23.65
	Grading	Tractors/Loaders/Backhoes	1	6	97	0.37	1	215.34	10.77
	Building Construction	Cranes	2	4	231	0.29	19	10,182.48	509.12
	Building Construction	Forklifts	2	6	89	0.20	19	4,058.40	202.92
	Building Construction	Tractors/Loaders/Backhoes	2	8	97	0.37	19	10,910.56	545.53
	Paving	Cement and Mortar Mixers	1	6	9	0.56	2	60.48	3.02
	Paving	Tractors/Loaders/Backhoes	1	7	97	0.37	2	502.46	25.12

Construction Equipment Fuel Consumption 1,446.57 gallons

Notes:

Equipment assumptions are provided in the CalEEMod output files.

Fuel usage estimate of 0.05 gallons of diesel fuel per horsepower-hour is from the SCAQMD CEQA Air Quality Handbook, Table A9-3E.

South Coast Air Quality Management District. 1993. Air Quality Handbook, Table A9-3E.

Website: <http://www.aqmd.gov/home/rules-compliance/ceqa/air-quality-analysis-handbook>. Accessed May 3, 2021.

Construction Office Electricity Calculation

Energy Appendix: CalEEMod Typical Construction Trailer

Typical Construction Trailer - Alameda County, Annual

Date: June 9, 2021

Mitigated

	Electricity Use	Total CO2	CH4	N2O	CO2e
Land Use	kWh/yr	MT/yr			
General Office Building	7207.2	2.0967	9.0000e- 005	2.0000e- 005	2.1049
Total		2.0967	9.0000e- 005	2.0000e- 005	2.1049

kWh/yr = kilowatt hours per year

Energy by Land Use - Electricity

Annual

7,207 kWh/yr

Total Over Construction

415 kWh

Total Construction Schedule

Start

9/1/2021

End

9/29/2021

Total Calendar Days

21

Years

0.06

Digital Billboard Energy Use in California

July 2014

Project Manager

Nathaniel Taylor
San Diego Gas & Electric Company (SDG&E)

Prepared by

Bijit Kundu
Daniel Young
Sarah Schneider
Energy Solutions
1610 Harrison Street
Oakland, CA 94612



5.2 PER UNIT ENERGY USE

As previously stated, the energy use information provided by manufacturers often lacked specificity around display image content and display brightness. Assuming that all data listed in Table 1 reflect 100% full output displays at maximum brightness (i.e. displaying an image that is 100% white in color), and that the maximum brightness of all displays is equivalent, our research identified a range of 16 to 51 W/sq ft for a current generation DBB. In order to calculate the annual energy use of a DBB, additional assumptions around typical duty cycles and operating modes are needed. For this report, we assume that a DBB will be operating for 24 hours a day (12 hours daylight, 12 hours nighttime), that the display will operate at full brightness (which is capped at 50% of achievable

maximum brightness, due to sign color and content) during the day, and that nighttime operating power will be significantly lower than daytime operating power as reported by manufacturers. Ultimately, ambient light levels as well as customer choice play a major role in how much sign brightness is dimmed at night. For calculations in this report, a value of 40% was used. Table 2 describes the basic assumptions required for calculating the energy use of DBBs.

TABLE 2. BASIC ASSUMPTIONS FOR CALCULATING THE ENERGY USE OF DBBS

Parameter	Assumed Value
Daylight hours	12 hours
Nighttime hours	12 hours
Daylight operating brightness	100%
Nighttime operating brightness	40%
Average color of message content ¹	50%

¹ As noted in Section 5.1, designs that contain heavy whites, or light colors, use more energy than those using darker colors or primarily black

The following equation describes how the assumptions presented in Table 2 are used to calculate annual energy use for a typical 14 feet by 48 feet (598 square feet) sign:

$$AEU = \frac{W}{ft^2} * \frac{598ft^2}{sign} * 50\% * \left(\frac{12hrs}{1day} * \frac{365days}{1yr} * 100\% + \frac{12hrs}{1day} * \frac{365days}{1yr} * 40\% \right) * \frac{1kW}{1000W}$$

Using these assumptions, DBBs may consume between 29,000 and 94,000 kWh per year. More manufacturer data on actual LED efficacy by color and brightness level is needed to be able to more effectively estimate the expected energy consumption of these products when installed in the field. These calculations are summarized in Table 3.

TABLE 3. SUMMARY OF RANGE OF REPORTED DBB ENERGY USAGE METRICS, CONVERTED TO ANNUAL ENERGY USE

Reported Energy Use by Metric	Energy Use per Square Foot (W)	Energy Use for 14'x48' Sign (W)	Annual Energy Use (kWh)
0.14 – 0.2 W/pixel	46 – 51	20,000 – 30,000	85,000 – 94,000
16 – 20 W/ft ²	16 – 20	10,000 – 12,000	29,000 – 37,000
15,000 W/sign	25	15,000	46,000

It should be noted that the energy use estimates presented in this section do not include the energy use of other DBB components beyond the display, such as the computer and the cooling system, because these components contribute a relatively small fraction of total DBB energy use.

THIS PAGE INTENTIONALLY LEFT BLANK

ORDINANCE _____

AN ORDINANCE OF THE CITY OF TRACY AMENDING ARTICLE 35 (SIGNS) OF CHAPTER 10.08, ZONING REGULATIONS, OF THE TRACY MUNICIPAL CODE

WHEREAS, City Council, in September 2019 discussed the addition of Digital Freeway Signs as an allowable sign type and directed staff to draft regulations to permit up to two such signs along the I-205 corridor, and

WHEREAS, The Planning Commission considered this Ordinance at a notice public hearing held on September 22, 2021, and recommended approval, and

WHEREAS, The City Council considered this Ordinance at a noticed public hearing held on November 2, 2021, and

WHEREAS, City Council adopted a Mitigated Negative Declaration for this project, in accordance with California Environment Quality Act Guidelines, on November 2, 2021.

The City Council of the City of Tracy does ordain as follows:

SECTION 1: Article 35, Signs, of Chapter 10.08, Zoning Regulations, of the Tracy Municipal Code, is amended in its entirety to read as set forth in the attached Exhibit A.

SECTION 2: This Ordinance shall take effect thirty (30) days after its final passage and adoption.

SECTION 3: This Ordinance shall either (1) be published once in a newspaper of general circulation, within 15 days after its final adoption, or (2) be published in summary form and posted in the City Clerk's office at least five days before the Ordinance is adopted and within 15 days after adoption, with the names of the Council Members voting for and against the Ordinance. (Gov't. Code §36933.)

* * * * *

The foregoing Ordinance _____ was introduced at a regular meeting of the Tracy City Council on the 2nd day of November, 2021, and finally adopted on the _____ day of _____, 2021, by the following vote:

AYES: COUNCIL MEMBERS:
NOES: COUNCIL MEMBERS:
ABSENT: COUNCIL MEMBERS:
ABSTAIN: COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK

Exhibit A to Ordinance
“Article 35, Signs.”

10.08.4430 - Purpose.

The purpose of this article is to provide standards to safeguard the health, safety and welfare of the community by regulating and controlling the type, number, area, height, structural design, quality of materials, construction, illumination, location and maintenance of all signs and sign structures. The sign regulations of this article are intended to accomplish the following results:

- A. Implement the purposes, policies and programs of the General and Specific Plans.
- B. Make the city attractive to residents, visitors, and commercial, industrial and professional businesses while maintaining economic stability through attractive and effective signage.
- C. Protect and enhance the character of residential neighborhoods, commercial areas, and property values by preventing visual clutter caused by excessive and obtrusive signage.
- D. Provide a reasonable system of sign control throughout the city consisting of sign type, number, area, height, structural design, quality of materials, construction, illumination, location and maintenance of signs.
- E. Attract and direct the public to available activities, goods and services.
- F. Encourage a desirable community character, which has a minimum of visual clutter.
- G. To not subject citizens of the City to excessive competition for their visual attention.
- H. Reduce and, to the extent permissible and practicable, eliminate traffic and safety hazards posed to motorists and pedestrians by outdoor advertising structures and other signs that may distract motorists and pedestrians.
- I. Ensuring that the constitutionally guaranteed right of free speech is protected.

10.08.4440 - Definitions.

As used in this article:

“Billboard” shall mean a freestanding sign providing advertising in the manner provided by an off-site sign with a display with an easy change of copy but is not digital. A billboard is located along a freeway, highway, or major street and is of a large size typically ranging from ten feet by 25 feet to 14 feet by 48 feet.

“Building face” shall mean the exterior surface of any building, regardless of frontage.

“Building frontage” shall mean the building elevations facing a street, plaza, or mall. Where the building contains multiple uses, “building frontage” shall mean the linear frontage of that portion of the building between the occupancy separation walls.

“Business” shall mean any non-residential use.

“Change of copy” shall mean the changing of a message on a lawfully erected sign. A change of copy does not include the following (all of which acts shall be considered as the placing of a new sign): any alteration or reconfiguration of the outside dimensions of a sign, any structural modifications of a sign and/or relocation of all or any portion of a sign.

“Changeable copy sign” shall mean a sign on which message copy can be changed manually through use of attachable letters and numerals.

"City civic organization sign" shall mean a sign owned by the City that displays the name, logo, and meeting time and location of one or more civic or nonprofit organizations located in the city.

"Digital freeway sign" shall mean a sign visible from a freeway, with a static message formed by selective internal illumination, and with a display that can be changed electronically. These may contain text or images and may be programmable.

"Directional sign" shall mean a sign to facilitate or control pedestrian or vehicular traffic and is placed on the premises to which the public is directed.

"Director" shall have the same meaning as provided in section 10.08.257 of this Code.

"Directory sign" shall mean a sign to facilitate locating residential, business, or industrial uses within a building, subdivision, center, or complex.

"Electronic readerboard sign" shall mean a changeable, moving message sign consisting of a matrix of lamps, light emitting diodes (LEDs), or similar devices.

"Flag" shall mean a non-rigid piece of material, such as cloth, vinyl or nylon, varying in size, shape and color and design attached at one edge to a pole or staff.

"Flags for new residential developments" shall mean flags used as signs located on new residential subdivisions.

"Freeway sign" shall mean a freestanding sign designed to be viewed from vehicles travelling upon a freeway and located within 350 feet of the freeway.

"Height" shall mean the distance from the grade at the base of the sign to the top of its highest element, including any structural element.

"Illumination" shall mean a source of light is used in order to make the message readable. Signs that have illumination shall include internally and externally lighted signs and reflectorized, glowing, or radiating signs.

"Marquee sign" shall mean a sign attached to, and projecting from, the wall of a building.

"Memorial sign or tablet" shall mean a sign or tablet when cut into masonry surfaces or constructed of bronze or other incombustible materials.

"Monument sign" or "Freestanding sign" shall mean any sign that is not attached to a building or fence, or a wall attached to a building, and supported by a solid base, one or more uprights, braces, columns, poles, or other similar structural components placed on or into the ground, and not attached to a building. Monument or Freestanding signs shall not have more than two (2) faces.

"Mural" means a hand-painted or hand-tiled or digitally printed work of visual art temporarily or permanently affixed to a building wall, freestanding wall, or fence, distinguished from signage in that it does not advertise a business, goods, products or services sold, manufactured, distributed or offered on or off the premises or facilities on which the visual art is located.

"Off-site" and "Off-site sign" shall mean a sign which advertises the business, goods, products or services which are not located, sold, manufactured or distributed on or from the premises or facilities or site on which the sign is located.

"Off-site directional subdivision signs" shall mean signs allowed on a temporary basis off of the property or site in which the new subdivision is located.

"On-site," and "On-site sign" shall mean a sign which advertises the business, goods, products or services which are located, sold, manufactured or distributed on or from the premises or facilities or site on which the sign is located.

"Pitch" (or peak) shall mean the highest point as in the highest point of a roof.

"Portable sign" shall mean any sign not permanently attached to the ground or other permanent structure, or a sign designed to be transported. Portable signs include, but are not limited to, signs designed to be transported by means of wheels; signs configured as A-frame or T-frame; and menu and sandwich board signs.

"Roof sign" shall mean a sign erected upon a roof, or parapet wall of a building, and which is wholly or partially supported by such building.

"Sign" shall mean any medium, including its structure and component parts, which is used, or intended to be used, to attract attention to the subject matter for advertising purposes, announcement, declaration, demonstration, display, projected image, illustration, insignia, surface, object, or space when erected, or background including painted in contrasting colors, or maintained in view of the general public for identification, advertisement, or the promotion of the interests of any person, entity, product, or service. Signs located completely within an enclosed building, and not exposed to view from a street, shall not be considered a sign under this article.

"Sign area" shall mean the entire surface area, excluding support structures, of a sign.

"Sign structure" shall mean a structure which supports a sign.

"Temporary sign" shall mean a sign not permanently attached to the ground, a wall, fence, or a building, and not designed or intended for permanent display.

"Temporary signs on property with development project" shall mean signs allowed on a temporary basis on property undergoing development.

"Under canopy sign" shall mean a sign attached to the underside of a canopy, protruding over public or private sidewalks or rights-of-way.

"Wall sign" shall mean a sign which is attached directly to, and parallel with, the building face or painted upon the wall of a building or structural part thereof.

"Window sign" shall mean a sign painted, printed, attached, glued, or otherwise affixed to the exterior side of a window.

10.08.4450 - Administration.

All signs require a sign permit to be approved by the Director, unless otherwise exempted or requiring the approval of a Conditional Use Permit as described in this article. In addition, building permits shall be required for the erection of signs, as determined by the Building Official, following the issuance of written approval by the Director or designee.

10.08.4460 - Scope of responsibilities.

The Director or designee shall be responsible for the following functions:

- (1) Interpretations of this article; and
- (2) The review of sign permit applications for conformance with this article.

10.08.4470 - Sign approval.

- (a) Applications: Form. Applications for sign approval shall be made upon forms provided by the Department in the manner thereon ascribed.

- (b) Review of sign applications. Permission for signs shall be issued only after review by, and the approval of, the Director, or designee. The Director, or designee, shall approve or disapprove the sign application on the basis that it conforms to the purpose and the requirements of this article, any applicable specific plan, or sign guidelines.
- (c) Appeals.
 - (1) In the event the applicant is not satisfied with the decision of the Director, the applicant, within ten working days after the decision is rendered, may file an appeal with the Commission. The appeal shall be filed in writing with the City Clerk.
 - (2) In the event the applicant is not satisfied with the decision of the Commission, within ten working days after the decision is rendered, the applicant may file an appeal with the Council. The appeal shall be filed in writing with the City Clerk. The Council shall render a decision within 45 days after the filing of such appeal.

10.08.4480 - General requirements.

The general requirements and limitations shall be as follows:

- (a) Construction materials. All permanent signs shall be constructed of wood, metal, plastic, glass, or like material (except wall signs or murals painted upon the building) as approved by the Director; however, a building permit may also be required by the Building Division.
- (b) Area.
 - (1) A double-faced sign with parallel planes, back-to-back, not more than 24 inches apart, shall count as a single sign, and only one side shall be counted for the total area.
 - (2) In cases of multi-face signs, add the outer dimensions of all the faces capable of presenting a sign. The sign area shall be the total area of all the faces.
 - (3) In the event a sign falls under more than one sign definition, the more restrictive sign regulations found in this article shall apply.
 - (4) Sign face changes which do not structurally alter the sign (including sign area and configuration) shall not require a sign permit, unless the sign is a nonconforming sign, whereupon the sign face change shall comply with this article.
 - (5) The total sign area on a parcel shall be calculated as the sum of the sign areas of all types of signs on the parcel, except directional and temporary signs. The total sign area shall not exceed one-half square foot for each lineal foot of building frontage to which the signs pertain, except that individually-lettered wall signs shall be permitted a ratio of one square foot of sign area for each lineal foot of building frontage of business being advertised when individually-lettered wall signs comprise over 50 percent of the sign area of all sign types at such business being advertised.
 - (6) Standard sign area. For all businesses with lineal building frontages which total less than 20 feet, the maximum sign area shall be 20 square feet, unless otherwise limited by sign type. All other provisions of this article shall apply to signs with a standard sign area.
- (c) Location. All signs, except those so stated by this article, shall be on-site signs.
 - (1) Any sign shall not be erected at an intersection so as to intrude into a triangle formed by the projection of the curb line (if none, the property line) and an imaginary line 25 feet from the intersection of such projecting lines, unless less than two feet or more

than eight feet above the curb grade and the support is no more than 18 inches in diameter.

(2) Any sign shall not be located so that it interferes with visibility at an intersection, public right-of-way, driveway, or other ingress/egress.

(3) Any sign shall not be located so that it adversely affects traffic control or safety.

(d) Illumination. Illumination shall be allowed on all signs upon the approval of the Director, unless otherwise set forth in this article.

(e) Installation. Prior to installation of the sign, any appropriate construction permit(s) as may be required by the Building Official, shall be obtained.

(f) Message Substitution. The message of any type of existing sign may be substituted with a noncommercial message, in whole or in part, without consideration of the message content; provided, that the sign structure or mounting device is legal without consideration of message content. This substitution of message may be made without any additional approval or permitting. The purposes of this subsection is to prevent any inadvertent favoring of commercial speech over noncommercial speech or favoring any particular noncommercial message over any other noncommercial message. In addition, any on-site commercial message may be substituted, in whole or in part, for any other on-site commercial message; provided, that the sign structure or mounting device is legal without consideration of message content. This subsection does not create a right to increase the total amount of signage on a parcel, lot, or land use; does not affect the requirement that a sign structure or mounting device be properly permitted; does not allow a change in the physical structure of a sign or its mounting device; and does not allow the substitution of an off-site commercial message in place of an on-site commercial message or a noncommercial message. This subsection prevails over any more specific section or subsection to the contrary within this article.

10.08.4490 - Prohibited signs and locations.

The following signs shall be prohibited:

- (a) Any sign that emits sound;
- (b) Any sign mounted or attached to a vehicle parked for the purpose of calling attention to or advertising a special business establishment;
- (c) Any sign or sign structure which has become a public nuisance due to inadequate maintenance, dilapidation, or abandonment;
- (d) Any sign which obstructs in any manner the ingress to, or egress from, a required door, window, fire escape, or other required accessway;
- (e) Any sign containing any matter that is obscene as that term is defined in Penal Code Section 311;
- (f) Any sign unlawfully installed, erected, or maintained;
- (g) Any sign now or hereafter existing which no longer advertises a bona fide business conducted or a product sold as prescribed in this article;
- (h) Any sign within or over the public right-of-way or upon City property, including, but not limited to any notice, placard, bill, card, poster, sticker, banner, advertising, or other device affixed or attached to or upon any public street, walkway, crosswalk, or other

right-of-way, curb, lamp post, hydrant, tree, telephone booth or pole, lighting system or any fixture of the police or fire alarm system, except:

(1) Official sign. The City has a compelling interest in facilitating traffic safety for pedestrians and motorists. This interest is directly advanced by having official signs that help direct pedestrians and motorists away from roadway hazards, toward public services, and informs those persons of the applicability of certain regulations. To accomplish this compelling purpose, the City finds it must allow for such signs to be erected, moved and changed by governmental officials. Official traffic, fire and police related signs, temporary traffic-control signs used during construction, utility facilities and substructure location and identification signs and markers required to protect said facilities, and other signs and markers required by the City, the State Department of Transportation, or any other public agency; and

(2) Under canopy sign; and

(3) Temporary activity signs on public property, as provided for under section 10.08.4500(j)(4); and

(4) Civic organization signs, as provided for under section 10.08.4500(a); and

(5) Banner signs on City property, as provided for under section 10.08.4510.

(6) Any sign in conjunction with an event permitted on City property through an approved Special Event Permit in accordance with Chapter 4.40.

(7) Off-site downtown directional signs. The City has a compelling interest in directing pedestrians, motorists and visitors to the downtown. Downtown is the singular cultural and historic City center functioning as the sole governmental administrative hub and primary city-wide gathering space. This interest is directly advanced by having signs that help direct pedestrians, motorists and visitors to the downtown. Up to 16 City-owned off-site directional signs for downtown Tracy shall be permitted at the locations indicated below. Said signs shall be installed in City of Tracy public right-of-way and maintained by the City. The specific siting in the public right-of-way at each location will be determined by normal City standards for traffic control signs regarding visibility, safety, and installation considerations. The design of said signs will be standard City of Tracy green and white street signs, approximately six inches tall by 30 inches wide, mounted approximately seven feet above sidewalk grade, containing the word "DOWNTOWN" with an arrow indicating the direction from the sign to the intersection of Tenth Street and Central Avenue. The 16 locations at which signs will be permitted include the following:

- (1) On the westbound off-ramp of I-205 at Grant Line Road, pointing east;
- (2) On the eastbound off-ramp of I-205 at Grant Line Road, pointing east;
- (3) On the westbound off-ramp of I-205 at Tracy Boulevard, pointing south;
- (4) On the eastbound off-ramp of I-205 at Tracy Boulevard, pointing south;
- (5) On the westbound off-ramp of I-205 at MacArthur Drive, pointing south;
- (6) On the eastbound off-ramp of I-205 at MacArthur Drive, pointing south;
- (7) On westbound Pescadero Avenue at MacArthur Drive, pointing south;
- (8) On eastbound Grant Line Road at Tracy Boulevard, pointing south;
- (9) On eastbound Eleventh Street at Corral Hollow Road, pointing east;
- (10) On southbound Tracy Boulevard at Eleventh Street, pointing east;

- (11) On southbound MacArthur Drive at Eleventh Street, pointing west;
- (12) On westbound Eleventh Street at Holly Drive, pointing south;
- (13) On eastbound Eleventh Street at Central Avenue, pointing south;
- (14) On southbound East Street at Tenth Street, pointing west;
- (15) On Tracy Boulevard at the Tracy Municipal Airport directing traffic north;
- (16) On northbound Tracy Boulevard at Eleventh Street, pointing east.
- (i) Any sign which flashes, blinks, moves, changes color, appears to change color, changes intensity, or contains any part of an attachment which does the same except for as provided for under section 10.08.4500 (e);
- (j) Any sign not expressly permitted;
- (k) Any sign attached to a tree;
- (l) Any sign erected or maintained which has less horizontal or vertical clearance from communication lines or energized electrical power lines than that prescribed by the State or rules and regulations duly promulgated by agencies thereof;
- (m) Any sign serving as a billboard.

10.08.4500 - Standards by sign type.

- (a) *City civic organization sign.*
 - (1) Maximum height: Eight feet.
 - (2) Maximum area: 68 square feet.
 - (3) Ground clearance: Not more than two feet.
 - (4) Permitted locations: City-owned property.
 - (5) Permitted sites: One civic organization sign is allowed within one-half mile of each of the following four locations:
 - (i) West Eleventh Street at Lammers Road.
 - (ii) East Eleventh Street at Mac Arthur Drive.
 - (iii) North Tracy Boulevard at I-205.
 - (iv) South Corral Hollow Road at I-580.
- (b) *Digital freeway sign.*
 - (1) Permitted Locations: As prescribed by the I-205 Corridor Specific Plan
 - (2) Maximum height: Fifteen feet measured from the crown of the nearest freeway or 45 feet, whichever is less.
 - (3) Maximum area: 300 square feet
 - (4) Number of faces: Two digital display faces are allowable, each positioned to be visible from opposing directions of traffic.
 - (5) Display characteristics: The sign face display may change no more often than every eight seconds, and each message shall be static; i.e. not moving or “animated”.
 - (6) Sign permit needed: No. Requires a conditional use permit.

(7) Consistency with state and federal law. In addition to the other requirements set forth herein and in the I-205 Corridor Specific Plan, the digital freeway signs shall comply with the requirements of the Outdoor Advertising Act and Regulations, California Business and Professions Code Section 5200 et seq., and other state and federal statutes. To the extent of any conflict between the provisions of this Section, the I-205 Corridor Specific Plan, and state and federal law, state and federal law shall prevail.

(c) *Directional signs.*

The City has a compelling interest in ensuring traffic safety, and to directly advance that interest, the City will allow on-site directional signage in accordance with the following standards so as to assist and direct traffic circulation into, out of, and through, parking lots on private property.

- (1) Maximum height: Eight feet.
- (2) Maximum area: 24 square feet.
- (3) Calculation of permitted number and area: Permitted by site plan review to give functional information on directions.
- (4) Permitted zones: All zones.
- (5) Sign permit needed: Yes.

(d) *Directory signs.*

- (1) Maximum height: Eight feet.
- (2) Maximum area: 50 square feet.
- (3) Calculation of area: One-half foot of sign area for each lineal foot of building frontage to which the directory sign pertains.
- (4) Permitted zones: All zones with the exception of agriculture.
- (5) Sign permit needed: Yes.
- (6) Sign location: No directory sign which is a freestanding sign may be erected closer than fifteen (15') feet to any neighboring property line or to any driveway or other point of ingress/egress.

(e) *Electronic readerboard sign*

Upon issuance of a conditional use permit, one electronic readerboard sign on the property of a public or private school if the site is one-half acre or more and the school contains any of grades one (1) through twelve (12), to advertise only noncommercial, on-site activities and events. In evaluating the conditional use permit (TMC section 10.08.4250 and following), the Commission shall consider appropriate hours of illumination, brightness, size, height, and other sign characteristics as they relate to the sign's location and surrounding land uses. Any electronic readerboard sign or other sign that flashes, blinks, moves, changes color, appears to change color, changes intensity, or contains any part of an attachment which does the same shall be removed within ninety (90) days after the site is no longer used as a qualifying school.

(f) *Freeway signs.*

- (1) Maximum height: 15 feet measured from the crown of the nearest freeway or 45 feet, whichever is less.
- (2) Maximum area: 300 square feet per sign face.

- (3) Minimum ground clearance: Eight feet from the bottom of the sign.
 - (4) Permitted sites: The sign and the site(s) being advertised must be within 350 feet of a freeway.
 - (5) Permitted zones: GHC, CS, M-1, M-2, HS, and as permitted in a PUD or Specific Plan zone, subject to first securing a conditional use permit.
 - (6) Sign permit needed: No. Requires a conditional use permit.
 - (7) Maximum number of signs permitted: One sign per parcel, advertising a business on the parcel or immediately adjacent to the parcel. No business may be advertised on more than one freeway sign.
- (g) *Monument signs.*
- (1) Standard Monument Signs.
 - (i) Maximum height: Six feet in the MO, NS, CS, HS, and GHC Zones and in Use Group 30 in the RE, LDR, MDC, MDR, HDR, POM, M-1 and M-2 Zones and four feet for all other land uses and use groups in the RE, LDR, MDR, HDR, and POM Zones, or as established in a PUD or Specific Plan zone.
 - (ii) Maximum area: 24 square feet in the MO, NS, CS, HS, and GHC Zones and in Use Group 30 in the RE, LDR, MDC, MDR, HDR, and POM Zones; 36 square feet in the M-1 and M-2 zones, or as established in a PUD or Specific Plan zone.
 - (iii) Calculation of permitted area: One-half square foot of sign area for each lineal foot of building frontage for which the sign pertains.
 - (iv) Ground clearance: Monument signs will not have a ground clearance exceeding two feet.
 - (v) Permitted zones: All zones with the exception of agricultural.
 - (vi) Sign permit needed: Yes.
 - (vii) Maximum number of signs permitted: Two per parcel.
 - (2) Freestanding Monument Sign.
 - (i) Maximum height: 15 feet.
 - (ii) Maximum area: 100 square feet.
 - (iii) Calculation of permitted area: One-half square foot of sign area for each lineal foot of parcel frontage.
 - (iv) Permitted locations: Zones CS, CBD, GHC, M-1, M-2, and HS; and school sites as described in subsection (vii)D below.
 - (v) Sign permit needed: Yes.
 - (vi) Sign location: No freestanding sign may be erected closer than 15 feet to any property line or closer than 14 feet to any driveway, alley, or vehicular access.
 - (vii) Freestanding signs may only be permitted on the following sites or conditions:
 - A. Shopping centers with four or more individual establishments;
 - B. Office complexes including eight or more suites or exceeding 15,000 square feet of floor area;

C. Any parcel with 200 or more feet of street frontage;

D. Upon issuance of a conditional use permit, a school containing any of grades one through 12, where the school site is one-half acre or more, and advertising is only for on-site, noncommercial activities or events.

(3) Off-site monument sign.

(i) Any business may construct and maintain one off-site monument sign, if, and only if, all of the following requirements are met:

A. The business does not have a freeway sign or a freestanding monument sign; and

B. The parcel on which the business is located (the "business parcel") has a recorded easement, or other real property interest recorded against the parcel on which the sign is located (the "sign parcel"), which provides: (1) access from the business to the public right-of-way across the sign parcel; and (2) the continued maintenance of the off-site monument sign in accordance with all City standards, including this article;

C. The off-site monument sign is located within the access easement referenced in subsection (i)(B), above;

D. The business has no more than one monument sign on the business parcel, and no more than one off-site monument sign;

E. The sign parcel shall have no more than two total monument signs;

F. The off-site monument sign is designed in accordance with all City standards, including subsection 10.08.4500(g)(1).

(h) *Murals*

(1) Maximum Height: None

(2) Maximum Area: None

(3) Allowable Locations: Not above the roofline

(4) Sign permit needed: No.

(i) *Roof signs.*

(1) Maximum height: Four feet above the eaves of the roof, but in no case higher than the pitch of the roof.

(2) Maximum area: 40 square feet.

(3) Calculation of permitted area: One-half square foot of sign area for each lineal foot of building frontage of business being advertised.

(4) Permitted zones: MO, POM, CS, NS, CBD, GHC, M-I, M-2, HS and any non-residential specific plan or PUD.

(5) Sign permit needed: Yes.

(j) *Temporary signs.*

The City has a compelling interest in making the City attractive to residents, visitors and business owners. To accomplish this interest, the City finds it necessary to establish standards for temporary signs and to regulate their duration. All temporary signs in the

City shall be subject to the following requirements unless otherwise provided for in this subsection (j):

- (i) Maximum height: Not to exceed the roof line of the nearest building or the building affixed to, but in no case higher than 30 feet.
- (ii) Maximum area: 300 square feet.
- (iii) Calculation of area for businesses: One-half square foot of sign area for each lineal foot of building frontage of business to which the sign pertains.
- (iv) Permitted zones: All zones.
- (v) Sign permit needed: No.
- (vii) Permitted time: Temporary signs may not be utilized for more than 30 days.
- (viii) Temporary signs shall not be illuminated nor use reflective paint or fluorescent colors.
- (ix) Temporary signs may be placed on private property with the owner's permission. Nothing in this subsection shall prohibit the owner of a piece of property, or his or her authorized representative, from removing a temporary sign from his or her property when the sign has been erected without his or her consent.
- (x) Temporary signs shall be maintained in good condition, with no indications of wear and tear.

(1) Construction project sign.

- (i) Allowed to be erected on a site in conjunction with a construction project with a building permit.
- (ii) Sign standards:
 - A. Maximum area: 100 square feet
 - B. Maximum height: Eight feet, unless legally required by governmental contract to be larger.
- (iii) Permitted time: Must be removed within 30 days of final inspection of certificate of occupancy.

(2) Flags for new residential developments

- (i) Maximum height: Pole height is limited to 20 feet.
- (ii) Maximum area: Flag area to be no more than 24 square feet per flag.
- (iii) Calculation of area: New subdivisions are permitted a cumulative total of ten flags and are to be located on the model home lots or sales office lot or clustered at the entryway on private property.
- (iv) Flags are to be replaced when the fabric is torn or otherwise determined by the City to be in a state of disrepair.
- (v) Sign permit needed: No.

(3) Off-site directional subdivision signs.

- (i) One off-site directional subdivision sign may be constructed per site located on private property only. A second off-site directional subdivision sign may be approved by the Planning Commission through the conditional use permit process. The

following ten sites (within one-quarter mile radius) are hereby approved as sign locations and have their center at the intersections of:

- A. Corral Hollow Road and Grant Line Road;
 - B. Tracy Boulevard and Grant Line Road;
 - C. Tracy Boulevard and I-205;
 - D. I-205 and MacArthur Drive;
 - E. MacArthur Drive and Grant Line Road;
 - F. Tracy Boulevard and Eleventh Street;
 - G. Eleventh Street and MacArthur Drive;
 - H. Corral Hollow Road and Cypress Drive;
 - I. Tracy Boulevard and Schulte Road; and
 - J. Schulte Road and MacArthur Drive.
 - K. Any site approved through a Conditional Use Permit by Planning Commission.
- (ii) Maximum of six panels per subdivision, phase, tract or tentative map throughout the City and four panels total per structure.
 - (iii) Seven-inch minimum letter height, and twelve-inch maximum letter height. Height of structure not to exceed 14 feet. Sign must have a minimum ground clearance of three feet. Sign area of each panel not to exceed 16 square feet and no panel is to be greater than eight feet in length.
 - (iv) A panel shall be removed from the sign structure(s) following close of the on-site sales office.
 - (v) Copy change or new panels not required to go before the Planning Commission.
 - (vi) Sign permit needed: yes.
 - (vii) Sign structure to be removed within 60 days after sign advertises no subdivisions.
- (4) Temporary activity signs on public property. A sign placed by the organizer of a temporary activity may be placed in the public right-of-way if the owner complies with all of the following:
- (i) Activity. Applies to temporary activity signs for an activity that is permitted within the residential zone.
 - (ii) Temporary. With respect to subsection 4(ii), "temporary activity signs" means a sign placed during daylight hours on a weekend and legal holiday.
 - (iii) Location. The temporary activity sign may only be located within one mile of the property to which the temporary activity is taking place, and within the public right-of-way in any residential zoning district in the following locations:
 - A. Along a major arterial street where there is a public soundwall, landscaping and pedestrian walkway separating the adjacent private property from the roadway.
 - B. Where the frontage is improved with a monolithic curb, gutter and sidewalk, behind the sidewalk on residential and collector streets.

- C. Where the frontage is improved with vertical face curb, parkway and sidewalk, within the parkway between the curb and sidewalk on residential and collector streets.

The sign shall not be located:

- In a median;
- In a city park;
- On a sidewalk or pedestrian walkway;
- In the vehicular travel lane, bicycle lane, parking lane or red zone of the street;
- Within one foot of the curb;
- On a utility pole or fixture;
- On street signs or other public signs.

(iv.) Material. Portable sign. Signs shall be of sufficient weight in order to keep upright and in place. Signs shall not include balloons, ribbons, pennants, streamers, or other attachments.

(v) Number of signs. For each activity, there shall be no more than a total of four signs displayed in the public right of way, and no more than one sign at an intersection. There shall be no more than a total of four signs at any intersection or one sign on each corner.

(vi) Size. The sign may not exceed six square feet in area or three feet in height.

(5) Temporary non-commercial signs.

(i) Maximum height: Six feet.

(ii) Maximum area: 32 square feet.

(iii) Calculation of area: One-half square foot of sign area for each lineal foot of parcel frontage.

(iv) Permitted zones: All zones.

(v) Sign permit needed: No.

(vi) Installation: Signs may not be erected sooner than 45 days preceding an event (such as an election, community event, or cultural event).

(vii) Removal: Signs shall be removed within five days following an event (such as an election, community or cultural event).

(6) Temporary on-site commercial signs. May be displayed as follows:

(i) During the period when the property is for sale, lease or rent.

(ii) Residential property. Sign standards:

A. On residential property of less than one acre, one temporary on-site commercial sign not to exceed six square feet in area is permitted.

B. On residential property of more than one acre, one temporary on-site commercial sign not to exceed 32 square feet in area per street frontage is permitted. In cases of properties with more than one frontage, not more than one temporary on-

site commercial sign may be placed along each frontage, no closer than 200 feet apart.

C. One temporary on-site commercial sign may be permitted on each arterial or collector street within a subdivision. When there are no arterial or collector streets within the subdivision, one such sign may be permitted on a local street within the subdivision. Temporary on-site commercial signs shall meet the minimum front yard setback requirements, and shall not exceed 100 square feet in area, or be more than 15 feet in height. Notwithstanding subsection (4)(i), above, such signs shall be removed immediately after the completion of the sales activity of the property or subdivision by the builder. A sign permit shall be obtained before the placement of such signs.

(iii) Commercial or industrial property. Sign standards:

A. On a commercial or industrial parcel of less than one acre, one temporary on-site commercial sign of 12 square feet in area plus one square foot of additional sign area for every ten linear feet of street frontage up to, but not exceeding 32 square feet in total sign area shall be permitted.

B. On a commercial or industrial parcel of one acre or more, one sign per frontage, not to exceed 32 square feet in area per sign, is permitted.

(iv). Temporary signs on property with development project. May be permitted on the site only under the following:

A. The site shall be at least 35 acres.

B. The site shall have an approved commercial project by the City for the entire site.

C. Sign standards:

1. Maximum area: 100 square feet;

2. Maximum height: 15 feet;

3. Two signs per project or parcel whichever is less.

D. The temporary sign shall be removed prior to the issuance of the first final inspection or certificate of occupancy for any structure in the project, or after one year from the date of sign permit approval, whichever occurs first. The owner may receive up to a one-year extension of the permit if a final inspection or certificate of occupancy has not been granted for any structure in the project and the owner provides written justification for the extension, to the satisfaction of the Director.

E. No temporary sign may be permitted on a site longer than two years after original approval unless a new sign permit application, submitted with appropriate fee, is approved by the Director pursuant to this article.

F. Sign permit needed: Yes.

(7) Temporary window signs. Temporary window signs not exceeding 25% of the window area provided visibility into the building is maintained.

(k) *Under canopy signs.*

(1) Height: Minimum eight foot clearance under the sign.

(2) Maximum area: Four square feet.

(3) Permitted zones: All non-residential zones.

- (4) Maximum number of signs: One per parcel or business.
- (5) Sign permit needed: Yes

(l) *Wall signs.*

- (1) Maximum height: Not to exceed the pitch of the roof.
- (2) Maximum area: 100 square feet.
- (3) Calculation of area: One-half square foot of sign area per lineal foot of building frontage of business being advertised.
- (4) Permitted zones: MO, POM, CS, NS, CBD, GHC, M-I, M-2, HS, PUD, Specific Plan zones and applicable residential zones.
- (5) Sign permit needed: Yes.

(m) *Window signs.* One permanent window sign not exceeding four square feet in area.

10.08.4510 - Banner signs on public property.

- (a) *Purpose.* The purpose of this section is to establish the manner by which City banners may be displayed on City property to promote the City of Tracy, to promote co-sponsored, community-wide public events, and for beautification of the City.

- (b) *Definitions.* For the purpose of this section:

"Banner" means either of the following two (2) types:

- (1) "*Street light banner*" means a City banner on a City street light pole, including a light pole on any City-owned property, and which is affixed by brackets.
- (2) "*Over-the-street banner*" means a City banner traversing the public right-of-way at one of three (3) locations as set forth in subsection (d)(2) below.

"City-sponsored" means the City alone (including a City Board or Commission) is sponsoring the public event.

"Co-sponsor" means the City is co-sponsoring a public event in one of the following ways:

- (1) The City has entered into a memorandum of understanding (MOU) with an organization to cooperate in putting on the event (pursuant to Council Resolution No. 2005-076, or the successor co-sponsorship guidelines); or
- (2) The City has made a substantial contribution of money and or City services toward the event.

- (c) *City banners to promote or beautify the City.* The City may install street light banners throughout the City to promote the City or for beautification of the City. No sign permit is necessary.

- (d) *Banners for City-sponsored or co-sponsored events.* The City may install banners to advertise an upcoming community-wide event for which the City is a sponsor or co-sponsor. No sign permit is necessary. However, the applicant must obtain a special events permit from the Parks and Community Services Department, and the Parks and Community Services Director is authorized to approve the placement of banners and their conformance to the banner guidelines.

- (1) Street light banners for City-sponsored or co-sponsored, community-wide events may be placed in any one or more of the following zones:

- (A) *Zone 1*: Eleventh Street between Lammers Road and Corral Hollow Road;
- (B) *Zone 2*: Tenth Street between A and East Streets;
- (C) *Zone 3*: Central Avenue between Eleventh and Sixth Streets.

These three (3) zones do not include the four (4) street corners at Tenth Street and Central Avenue, which are reserved for City banners.

- (2) Over-the-street banners for City-sponsored or co-sponsored, community-wide events may be placed in any one or more of the following locations, once the City has installed appropriate pole structures:

- (A) In the center median of Eleventh Street between Lammers Road and Crossroads Drive;
- (B) On Central Avenue between Eleventh Street and Tenth Street; and
- (C) At Sixth Street and Central Avenue, upon completion of the Downtown Plaza.

- (3) The Director shall establish banner guidelines, including banner specifications, length of time banners may be displayed, scheduling and utilization of the special event permit process. The Director may revise the banner guidelines as necessary, as long as they conform to this section.

- (4) Banners shall be installed and removed by City staff.

10.08.4520 - Nonconforming signs.

The lawful use of signs existing prior to the adoption, or subsequent amendments of this article, although such use does not conform with the provisions of this article, may be continued; provided, however, a nonconforming sign which has been abandoned, or the use for which it is advertised has ceased to function for a period of 90 days or more, shall be brought into conformity with the provisions of this article.

- (a) No nonconforming sign shall be, in any manner, structurally altered, reconstructed, or moved without being made to comply in all respects with the provisions of this article; however, nothing in this subsection shall prohibit the painting, maintenance, or repairing of such sign, including the face and changing of copy, except that such repairs shall not exceed 50 percent of the value of such sign within any consecutive five year period.
- (b) If at any time any sign in existence or maintained prior to the adoption, or subsequent amendments of this article, which sign does not conform with the provisions of this article, is destroyed by fire, accident, explosion, or act of God to the extent of more than 50 percent of the value thereof, then, without further action of the City, such sign, from and after the date of such destruction, shall be subject to all the provisions of this article. For the purposes of this article, the value of any sign shall be the estimated cost and replacement of the sign in kind as determined by the Building Official.

10.08.4530 - Removal of signs.

A sign shall be removed under any of the following conditions:

- (a) The sign no longer qualifies as an on-site or off-site sign, and the sign exists 90 days after the cessation of such business;

- (b) The sign was installed or painted illegally;
- (c) The sign is a nonconforming sign and was destroyed in a manner reducing the value of such sign by 50 percent or more;
- (d) The sign is in violation of any part of this article;
- (e) The sign endangers the safety or welfare of citizens; and
- (f) The sign is dilapidated, decayed, or otherwise neglected.

10.08.4540 - Nature of removal.

- (a) A sign subject to removal shall be removed in a safe manner.
- (b) Any accessory structures or foundations or mounting materials which are unsightly or a danger to the safety and welfare of citizens shall be removed at the time of the sign removal.

10.08.4550 - Enforcement.

In the event a sign is found to not conform with this article, and such sign does not place citizens in immediate danger or peril, the City shall serve the business owner (or property owner if the business has ceased) a written certified notice explaining the nature of such violation and demand compliance with this article (by the modification or removal of such sign) within 30 days after the receipt of such notice. Should the business owner fail to comply with this article in the prescribed time, the City shall issue a citation to the business owner and the owner shall pay a fine prescribed by resolution, except when during the 30 day notice period the business owner or designee files a variance application with the Development Services Department.

In the absence of substantial evidence to the contrary, the person who is featured on a sign or who otherwise benefits from its display shall be presumed to be the person who both owns the sign and was responsible for the placement of the sign: (i) the real estate agent, broker, brokerage firm or other person whose name or telephone number appears on the sign is the person responsible for posting the sign promoting a property for sale, lease, or rent; (ii) the candidate seeking office is the person responsible for posting a sign promoting the candidate for public office; (iii) the owner, or lessee, if the property is leased, of property used for a yard or garage sale is the person responsible for posting a sign promoting a yard or garage sale; (iv) the person whose name, telephone number, or address appears as the person to contact on any sign posted is the person responsible for posting the same.

10.08.4560 - Signs placing citizens in immediate peril or signs in public rights-of-way and/or easements.

The City shall immediately cause the removal of any sign which is found to be within the public right-of-way and/or easements or found to place citizens in immediate peril by any or a combination of the following methods, using sound judgment under the circumstances:

- (a) The removal or modification of such sign by City staff with the business owner or party responsible for the sign to be billed for time and materials;
- (b) Notification in writing to the business owner or party responsible for the sign causing the removal of such sign within a 24 hour period or a lesser period of time, as prescribed by the Building Official or designee; or
- (c) The immediate citation of the business owner or party responsible for such sign."

ORDINANCE _____

AN ORDINANCE OF THE CITY OF TRACY AMENDING THE I-205 CORRIDOR SPECIFIC
PLAN SIGN REGULATIONS

WHEREAS, City Council, in September 2019 discussed the addition of Digital Freeway Signs as an allowable sign type and directed staff to draft regulations to permit up to two such signs along the I-205 corridor, and

WHEREAS, Article 35, Signs, of Chapter 10.08, Zoning Regulations is concurrently being amended in conjunction with this Specific Plan Amendment for the allowance of digital freeway signs, and

WHEREAS, The Planning Commission considered this Ordinance at a notice public hearing held on September 22, 2021, and recommended approval, and

WHEREAS, The City Council considered this Ordinance at a noticed public hearing held on November 2, 2021, and

WHEREAS, City Council adopted a Mitigated Negative Declaration for this project, in accordance with California Environment Quality Act Guidelines, on November 2, 2021.

The City Council of the City of Tracy does hereby ordain as follows:

SECTION 1: Chapter 4.1.2.2, Section (Signs) G, items 1 through 12 shall be removed and replaced to read as set forth in the attached Exhibit A.

SECTION 2: Chapter 4.1.2.4, Section C (Signs), shall be removed and the section reserved.

SECTION 3: This Ordinance shall take effect thirty (30) days after its final passage and adoption.

SECTION 4: This Ordinance shall either (1) be published once in a newspaper of general circulation, within 15 days after its final adoption, or (2) be published in summary form and posted in the City Clerk's office at least five days before the Ordinance is adopted and within 15 days after adoption, with the names of the Council Members voting for and against the Ordinance. (Gov't. Code §36933.)

* * * * *

The foregoing Ordinance _____ was introduced at a regular meeting of the Tracy City Council on the 2nd day of November 2021, and finally adopted on the _____ day of _____, 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

ATTEST:

MAYOR

CITY CLERK

Exhibit A
“Section 4.1.2.2

G. Signs

Signs must conform to minimum requirements of Signs, Article 35 of the Tracy Municipal Code as modified herein.

1. Wall Signs:

No wall sign shall extend above the dominant roofline of the building, except as approved by a Conditional Use Permit.

Size: The total sign area of all sign types shall not exceed one half square foot per lineal foot of building frontage. Where individually lettered wall signs comprise over 50 percent of the total signage, the total sign area shall not exceed 1.2 square feet per lineal foot of building frontage. The area of any single wall sign shall not exceed 100 square feet; however, a wall sign of up to 250 square feet may be allowed upon Conditional Use Permit approval which demonstrates that the size of the sign is appropriate in scale with the building face on which it is proposed.

Length: The length of any single sign shall not exceed 75 percent of the width of the building face on which the sign is proposed.

- 2. Monument signs:** Monument signs shall be set back a minimum of five feet from the public right-of-way. Sign area shall not exceed 32 square feet and shall not exceed six feet in height.
- 3. Freeway Signs:** The I-205 Specific Plan shall have no more than four freeway signs. A freeway sign may identify any tenant(s) located within the I-205 Specific Plan area.
- 4. Digital Freeway Signs:**

Digital Freeway signs may be permitted upon the approval of a Conditional Use Permit in accordance with Tracy Municipal Code Section 10.08.4310 and shall comply with the regulations for Digital Freeway Signs contained in the Tracy Municipal Code Section 10.08.4500(b), except as modified herein. The City may approve a Conditional Use Permit for a Digital Freeway Sign that exceeds the maximum height and area requirements established in Tracy Municipal Code Section 10.08.4500(b) if such a sign is an existing freeway sign to be replaced with a digital display and remain the same size and height.

Permitted locations and spacing: Digital Freeway Signs are permitted on non-residentially designated land within the Mac Arthur Planning Area and the Grant Line North Planning Area. There shall be no more than one such Digital Freeway Sign for every two miles of freeway frontage within the areas listed above.”

AGENDA ITEM 3.E

REQUEST

PROVIDE DIRECTION TO PROCEED WITH LEASE REVENUE BOND FINANCING FOR LEGACY FIELDS

EXECUTIVE SUMMARY

On March 23, 2021, the City Council provided direction to staff to proceed with a financing plan to fund three of the Measure V amenities: the Aquatic Center, the multi-generational recreation center, and Legacy Fields. The City Council directed staff to create a hybrid financing plan that utilized some debt financing and continued pay-go funding. This approach allowed for opportunities to complete Phase 1 Legacy Fields; and to begin design and construction plans for the multi-generational recreation center and the Aquatic Center; each with a phased approach to completing the amenities.

This report will provide an illustration of the proposed General Fund lease (bond) financing to generate funding for Legacy Fields. Staff is seeking direction from the City Council to proceed with a lease revenue bond financing for Legacy Fields and to return with related documents for City Council approval.

DISCUSSION

On March 23, 2021, the City Council held a comprehensive discussion on their current direction to fund amenities from 20-year General Fund Measure V Sales Tax revenues (the final year for collection of Measure V is fiscal year 2037). During this meeting, the City Council committed over \$90 million in capital funding over the next nine years for: Legacy Fields, the multi-generational recreation center and the Aquatic Center. The City Council identified a fourth amenity, the Nature Park, with the goal to begin pay-go funding by 2030. This plan was memorialized in the five-year Capital Improvement Plan approved by City Council on April 20, 2021 and the adopted FY 2021-22 Operating and Capital budget approved by City Council on May 18, 2021.

Below is a summary of the direction received from the City Council at the March 23, 2021 meeting:

- ✓ *Legacy Fields:* Per Council direction, staff will proceed with construction of Phase 1E including optional improvements that cost \$17.1 million using General Fund lease (bond) financing funded by Measure V. (**Note:** Construction estimates are coming in closer to \$21 million due to inflation impacts.) Bid documents will be finalized and the project will be put out to bid in Fall 2021. Construction is estimated to take 12-18 months with completion tentatively set for Fall/Winter 2022.
- ✓ *Multi-Generational Recreational Center:* Per Council direction, staff will proceed with a phased approach to constructing this project with Phase 1 completion goal of 2023. Phase 1 includes \$3.9 million of committed Measure V funding, \$4 million in public benefit money from Prologis, and another \$17 million from Measure V (estimated

budget for Phase 1 is \$24.9 million). Staff will return to the City Council with a request for policy direction on the project including site selection and scope of Phase 1. After the scope and site location are determined, staff will issue a Request for Proposals (RFP) to begin design of Phase 1. The remaining phase(s) will be on hold until additional funding is available after 2028 and the completion of the Aquatics Center; estimated total not to exceed budget of \$50 million; \$41 million from Measure V; and plus \$5 million in State grants and \$4 million in developer community benefit.

- ✓ *Aquatic Center:* Per Council direction, staff will continue to work on a phased approach to the Aquatics Center project with Surland Communities, LLC (Developer). Depending on Council direction, a phasing plan could see the Phase 1 open by 2026. Phase 2 would be completed by 2028 for the total not to exceed budget of \$65 million, including contingency and soft costs; funded from \$55 million of Measure V and \$10 million in developer contribution.
- ✓ *Nature Park:* The Nature Park is now considered a Measure V major amenity project as a “future funded” project in 2030 outside the five-year CIP Outlook.

Funding Plan for Measure V Amenities:

In order to advance some of the projects, staff recommended a hybrid of debt financing and pay-go funding for the three amenities. The hybrid financing plan proposes to use tax-exempt General Fund lease (bond) financing to fund Legacy Fields and use existing cash reserves and committed future revenues for phased funding of the MGRC and Aquatic Center.

**SUMMARY OF MEASURE V AMENITY PHASES AND
THEIR ESTIMATED FUNDING AND COMPLETION**

PROJECT PHASE	MEASURE V CASH FLOW	OTHER CONTRIBUTIONS	TOTAL PHASE COST	ESTIMATED FUNDING AND COMPLETION*
Legacy Field Phase 1E	\$17.1 M debt (Updated Cost is \$21M)		\$17.1 M debt (Updated Cost is \$21M)	Funded by 2022
Recreation Center Phase 1	\$17.1 M plus \$4 M (previously committed)	\$5 M State grant and \$4 M developer contribution	\$30 M	Funded by 2023
Aquatic Center Phase 1	\$35 M	\$10 M developer contribution \$2 M impact fees	\$47 M	Funded by 2026
Aquatic Center Phase 2	\$20 M		\$20 M	Funded by 2028
Recreation Center Phase 2	\$20 M		\$20M	Funded by 2030
Nature Park	unknown		unknown	Not funded; possibly after 2030

**Note: Dates are tentative based on assumed annual revenues and corresponding construction. Does not address new maintenance and annual debt payments that may impact cash flow.*

Consideration for General Fund Lease (Bond) Financing:

Previously, on March 5, 2019, the City Council discussed, considered, and rejected the

use of debt financing for the Measure V amenities. (See Attachment B for the prior staff report and minutes). At that time, the City Council was informed of the major factors that must be considered when evaluating bond financing as a funding source when such bond debt service would be paid from General Fund revenues. As a General Fund revenue, the City cannot directly pledge Measure V sales tax revenues to bond debt service without returning to the voters for a special tax measure that will require a 2/3rd voter approval. The City does have the legal ability, within existing Measure V voter approval, to use sales tax revenues to pay lease payments for Lease Revenue Bonds (LRBs), as long as the lease payments represent the fair rental value for the leased asset.

Key considerations promulgated by the State of California of the use of LRB financing are summarized from the “Long-Term Debt Financing Options: Understanding Best Practices” (California Debt Investment and Advisory Commission: 2013) as follows:

Lease Financing: Uses lease-leaseback structure with third-party entity (such as a public financing authority governed by the City); public agency covenants to appropriate annual lease payments from General Fund; may be structured as lease revenue bonds or “certificates of participation” (“COPs”); not subject to constitutional debt limits per lease exception

Advantages: No voter approval required

Disadvantages: Requires unencumbered leasable assets of fair rental value comparable to the lease payments; and lease payments compete with other General Fund priorities

When Used: For projects of general community benefit; may be used to indirectly leverage a General Fund revenue stream (e.g., sales tax increase); may be used to provide “credit enhancement” for less credit-worthy revenue streams for desired “risk-sharing”

Considerations: Nature of General Fund revenues (type and diversity); current and historic revenue trends; General Fund debt burden and other competing demands, including pension and health care liabilities; value and “essentiality” of unencumbered assets available to serve as security for the bonds; tax-exempt proceeds must be used for construction completed within 3 years

Capacity Constraints: Requires available assets for lease with a value that is at least equal to the financed amount; new project funded by bonds can be leased, but requires either capitalized interest during the construction period (which can be costly)

Funding of all three amenities was a major aspect of the last proposal in 2019 and the amount of debt that would have been required to fund all three projects would have exceeded the fair rental value of the City’s unencumbered essential assets and utilized nearly all of the General Fund’s debt capacity, which required limiting the funding for the amenities, or returning to the voters to dedicate the Measure V revenue to debt service payments. These options were not desirable to the City Council and consensus was that pay-go funding (saving) for the amenities was preferred. However, under a pay-go

funding model, construction timelines are tied to the annual revenue collected each year and it can take several years before construction can begin.

To expedite the delivery of Measure V amenities, some debt funding is needed. As a result, on March 23, 2021, the City Council directed staff to consider a hybrid of debt financing and pay-go funding, which would generate new cash on top of the revenues that have been accumulating and are expected to accumulate for the next fifteen years (the final year in which Measure V sunsets 2037). In response to the City Council's direction, staff has developed the proposal outlined above in the table: SUMMARY OF MEASURE V AMENITY PHASES AND THEIR ESTIMATED FUNDING AND COMPLETION.

Staff is recommending the use of LRBs to fund the final construction phase of Legacy Fields (Phase 1E CIP 78185) as it best meets the best practices summarized above and is eligible for tax-exempt financing.

The current estimated construction costs of the final phase of Legacy Fields are \$21 million. This is an increase from prior year estimates as a result of the inflationary increases prevalent in the construction industry. Staff is proposing that the initial leased asset for the financing be City Hall, whose estimated annual fair rental value is sufficient for the approximately \$23 million financing. As part of the proposed lease financing, the City will reserve the ability to substitute upon completion either the Legacy Fields or the MGRC as the leased asset, which would preserve the City Hall as the leased asset for possible future financing, and then save the City from increased borrowing costs to fund capitalized interest during the construction period.

Staff is proposing a 15-year repayment term for the lease revenue bonds because (1) it will match the repayment term to the term of the Measure V Revenues, (2) it will allow the City to advance multiple projects simultaneously (for example, it will not interfere with the timeline for design and construction of the multi-generational recreation center, which will ensure access to the \$5 million State grant) and (3) it will allow the City to avoid some of the expected future-year inflationary increases in construction costs by accelerating Legacy Fields construction. As shown in the repayment illustration attached as Attachment A, the estimated current market low interest rate for a 15-year term is less than 2%, while construction costs are currently increasing by more than 5% annually.

Financing Considerations for the other Measure V amenities:

Given the low interest rates available in the tax-exempt municipal bond market and high construction inflation, staff also considered if any additional Measure V amenities could also benefit from debt financing. However, the other projects, to date, do not meet the key factors that need to be considered for debt. First, the estimated costs of the MGRC and Aquatic Center projects, combined with the current debt considered for Legacy Fields, either maximizes or exceeds the value of available leased assets. Additionally, if the MGRC is funded through debt, the City would not be able to release City Hall as the leased asset for the Legacy Fields financing until the term of the lease expires and debt is fully repaid, which could interfere with the City's ability to meet other General Fund financing needs in the future. Second, the other projects are not substantively designed and ready for construction to begin. Finally, as it relates to the Aquatic Center, the project is unlikely to meet the requirements for tax-exempt financing. One of the major

factors is the “swim center passes” afforded to Ellis residents and other developer benefits outlined in the Ellis Development Agreement. As a result, this amenity does not benefit from the low interest rates afforded to tax-exempt bonds.

Consequently, staff is not recommending financing for the MGRC or the Aquatic Center based upon their current status. However, this issue can easily be revisited when the projects are further developed and the City Council is considering their funding options during the award of the construction contract for each amenity.

STRATEGIC PLAN

This agenda item is consistent with the City Council’s adopted Quality of Life Strategy and meets the goal of enhancing the City’s amenities.

FISCAL IMPACT

This report provides an illustration of debt financing for \$21 million of construction proceeds with a 15-year repayment term. The estimated annual lease payment of \$1.6 million dollars will be funded through General Fund Measure V Sales Tax. The estimated lease payments are based on current market rates and subject to change based on market conditions at the time of sale.

RECOMMENDATION

Staff is seeking direction from the City Council to proceed with a tax-exempt lease revenue bond financing for Legacy Fields Measure V amenity and to return for City Council approval of related documents.

Prepared by: Karin Schnaider, Finance Director

Reviewed by: Brian MacDonald, Parks and Recreation Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

Attachment A – Debt Financing Illustrations for 15 year Lease Revenue Funding
Attachment B – Staff report March 5, 2019: DISCUSS POTENTIAL FUNDING SCENARIOS
FOR MEASURE V PROJECTS AND PROVIDE DIRECTION TO STAFF

SOURCES AND USES OF FUNDS

City of Tracy
2022 Lease Revenue Bonds
Interest Rates as of 10/13/21 plus 25 bps
Assumes AA- Rating
15-Year Amortization
Preliminary - Subject to Change

Dated Date	03/17/2022
Delivery Date	03/17/2022

Sources:

Bond Proceeds:	
Par Amount	18,415,000.00
Premium	2,960,791.45
	21,375,791.45

Uses:

Project Fund Deposits:	
Project Fund	21,000,000.00
Delivery Date Expenses:	
Cost of Issuance	250,000.00
Underwriter's Discount	124,301.25
	374,301.25
Other Uses of Funds:	
Additional Proceeds	1,490.20
	21,375,791.45

BOND SUMMARY STATISTICS

City of Tracy
2022 Lease Revenue Bonds
Interest Rates as of 10/13/21 plus 25 bps
Assumes AA- Rating
15-Year Amortization
Preliminary - Subject to Change

Dated Date	03/17/2022
Delivery Date	03/17/2022
First Coupon	11/01/2022
Last Maturity	11/01/2037
Arbitrage Yield	1.783000%
True Interest Cost (TIC)	2.090578%
Net Interest Cost (NIC)	2.305847%
All-In TIC	2.243998%
Average Coupon	4.000000%
Average Life (years)	9.092
Duration of Issue (years)	7.812
Par Amount	18,415,000.00
Bond Proceeds	21,375,791.45
Total Interest	6,697,128.89
Net Interest	3,860,638.69
Total Debt Service	25,112,128.89
Maximum Annual Debt Service	1,610,000.00
Average Annual Debt Service	1,607,462.02
Underwriter's Fees (per \$1000)	
Average Takedown	
Other Fee	6.750000
Total Underwriter's Discount	6.750000
Bid Price	115.403151

<i>Bond Component</i>	<i>Par Value</i>	<i>Price</i>	<i>Average Coupon</i>	<i>Average Life</i>
Serial Bond	18,415,000.00	116.078	4.000%	9.092
	18,415,000.00			9.092

	<i>TIC</i>	<i>All-In TIC</i>	<i>Arbitrage Yield</i>
Par Value	18,415,000.00	18,415,000.00	18,415,000.00
+ Accrued Interest			
+ Premium (Discount)	2,960,791.45	2,960,791.45	2,960,791.45
- Underwriter's Discount	-124,301.25	-124,301.25	
- Cost of Issuance Expense		-250,000.00	
- Other Amounts			
Target Value	21,251,490.20	21,001,490.20	21,375,791.45
Target Date	03/17/2022	03/17/2022	03/17/2022
Yield	2.090578%	2.243998%	1.783000%

BOND PRICING

City of Tracy
2022 Lease Revenue Bonds
Interest Rates as of 10/13/21 plus 25 bps
Assumes AA- Rating
15-Year Amortization
Preliminary - Subject to Change

<i>Bond Component</i>	<i>Maturity Date</i>	<i>Amount</i>	<i>Rate</i>	<i>Yield</i>	<i>Price</i>	<i>Yield to Maturity</i>	<i>Call Date</i>	<i>Call Price</i>	<i>Premium (-Discount)</i>
Serial Bond:									
	11/01/2022	540,000	4.000%	0.480%	102.183				11,788.20
	11/01/2023	895,000	4.000%	0.580%	105.513				49,341.35
	11/01/2024	930,000	4.000%	0.710%	108.531				79,338.30
	11/01/2025	965,000	4.000%	0.890%	111.060				106,729.00
	11/01/2026	1,005,000	4.000%	1.030%	113.371				134,378.55
	11/01/2027	1,045,000	4.000%	1.230%	115.001				156,760.45
	11/01/2028	1,085,000	4.000%	1.400%	116.387				177,798.95
	11/01/2029	1,130,000	4.000%	1.560%	117.469				197,399.70
	11/01/2030	1,175,000	4.000%	1.670%	118.636				218,973.00
	11/01/2031	1,220,000	4.000%	1.770%	119.648				239,705.60
	11/01/2032	1,270,000	4.000%	1.830%	120.860				264,922.00
	11/01/2033	1,320,000	4.000%	1.910%	120.005 C	2.056%	11/01/2032	100.000	264,066.00
	11/01/2034	1,375,000	4.000%	1.990%	119.157 C	2.248%	11/01/2032	100.000	263,408.75
	11/01/2035	1,430,000	4.000%	2.060%	118.421 C	2.406%	11/01/2032	100.000	263,420.30
	11/01/2036	1,485,000	4.000%	2.120%	117.795 C	2.536%	11/01/2032	100.000	264,255.75
	11/01/2037	1,545,000	4.000%	2.160%	117.379 C	2.635%	11/01/2032	100.000	268,505.55
18,415,000									2,960,791.45

Dated Date 03/17/2022
 Delivery Date 03/17/2022
 First Coupon 11/01/2022

Par Amount 18,415,000.00
 Premium 2,960,791.45

Production 21,375,791.45 116.078151%
 Underwriter's Discount -124,301.25 -0.675000%

Purchase Price 21,251,490.20 115.403151%
 Accrued Interest

Net Proceeds 21,251,490.20

BOND DEBT SERVICE

City of Tracy
2022 Lease Revenue Bonds
Interest Rates as of 10/13/21 plus 25 bps
Assumes AA- Rating
15-Year Amortization
Preliminary - Subject to Change

<i>Period Ending</i>	<i>Principal</i>	<i>Coupon</i>	<i>Interest</i>	<i>Debt Service</i>	<i>Bond Balance</i>	<i>Total Bond Value</i>
11/01/2022	540,000	4.000%	458,328.89	998,328.89	17,875,000	17,875,000
11/01/2023	895,000	4.000%	715,000.00	1,610,000.00	16,980,000	16,980,000
11/01/2024	930,000	4.000%	679,200.00	1,609,200.00	16,050,000	16,050,000
11/01/2025	965,000	4.000%	642,000.00	1,607,000.00	15,085,000	15,085,000
11/01/2026	1,005,000	4.000%	603,400.00	1,608,400.00	14,080,000	14,080,000
11/01/2027	1,045,000	4.000%	563,200.00	1,608,200.00	13,035,000	13,035,000
11/01/2028	1,085,000	4.000%	521,400.00	1,606,400.00	11,950,000	11,950,000
11/01/2029	1,130,000	4.000%	478,000.00	1,608,000.00	10,820,000	10,820,000
11/01/2030	1,175,000	4.000%	432,800.00	1,607,800.00	9,645,000	9,645,000
11/01/2031	1,220,000	4.000%	385,800.00	1,605,800.00	8,425,000	8,425,000
11/01/2032	1,270,000	4.000%	337,000.00	1,607,000.00	7,155,000	7,155,000
11/01/2033	1,320,000	4.000%	286,200.00	1,606,200.00	5,835,000	5,835,000
11/01/2034	1,375,000	4.000%	233,400.00	1,608,400.00	4,460,000	4,460,000
11/01/2035	1,430,000	4.000%	178,400.00	1,608,400.00	3,030,000	3,030,000
11/01/2036	1,485,000	4.000%	121,200.00	1,606,200.00	1,545,000	1,545,000
11/01/2037	1,545,000	4.000%	61,800.00	1,606,800.00		
	18,415,000		6,697,128.89	25,112,128.89		

March 5, 2019

AGENDA ITEM_____

REQUEST**DISCUSS POTENTIAL FUNDING SCENARIOS FOR MEASURE V PROJECTS AND
PROVIDE DIRECTION TO STAFF**EXECUTIVE SUMMARY

Staff has compiled six financing scenarios to address the City Council's request for potential funding for the aquatic center and multi-generational recreation center using Measure V General Fund Sales Tax. Staff is seeking policy direction from the City Council which will determine whether the City will proceed as the current Sale Tax Measure is written or return to the voters for additional approval.

DISCUSSION

On October 30, 2017 staff presented the City Council with a list of community amenity projects which may potentially be funded from bonds using Measure V Sales Tax revenues. Staff provided potential funding allocations of Measure V funds and sought direction from the City Council to prioritize the list of projects based upon the availability of funds, estimated budgets, and community input. The City Council's direction was to commit 50% of Measure V revenues to debt service payments, 25% to pay-as-you go projects, and 25% to provide City staffing and maintenance for the amenities proposed. During that discussion, staff had estimated that 50% of the Measure V revenues (\$4.25M annually) could potentially generate \$80M in proceeds. The proceeds of the debt would fund \$30M for the aquatic center, \$40M for the multi-generational recreation center, and \$10M for Legacy Fields. Staff returned in March 2018 to the City Council and received further direction and funding allocations to proceed with the design and construction of Legacy Fields and the community outreach and the conceptual design for the multi-generational recreation center.

After receiving direction from the Council, staff worked to finalize the scopes of various projects, complete preliminary cost estimates, and strategize the financial plans to complete those projects in the most cost effective and efficient manner. Staff began working with the City's Bond Counsel, Financial Advisor, and Underwriter to evaluate the projects and forecast various bond financing models to meet the desired bond proceeds of \$80M. As a result of the analysis, several factors have developed that require further direction from the City Council in order for staff to proceed.

The following is a brief overview of the various debt financing options available to the City; along with specific policy and legal considerations:

Lease Revenue Bonds

Lease revenue bonds (LRBs) are a type of revenue bond that may be approved by a legislative act (resolution) of the City Council (does not require voter approval). LRBs are secured by lease payments made by the party (the City) leasing one or more of the City's facilities (e.g. city hall, public works yard, or public safety buildings – referred to as the "leased assets"), in which the lease payments are used to pay debt service on bonds. Proceeds from the LRB's may be spent on the facilities subject to the lease or on other capital projects in the City. In such case, the City would promise to budget the lease payments from General Fund revenues so long as it has use and occupancy of the leased facilities.

The size or amount of bonds that can be generated from LRBs is limited to fair rental value of the leased facilities. In order to attract bond investors, the leased facilities are typically "essential service buildings" and annual debt service on the LRB's cannot be more than the fair rental value of the assets subject to the lease. Fair rental value is the approximate annual rent that the assets would lease for, based on their approximate value. Examples of essential service assets are City Hall, public safety buildings, and public works properties. City assets that are not considered essential service buildings and properties are libraries, public theaters, community centers, and parks. Other considerations include existing debt and financial capacity of the City's general fund, including the term of revenues (like sales taxes) available for the lease payments, such as sunset dates.

The City currently has three existing Lease Revenue Bonds outstanding. On October 25, 2007, the City issued 2007 Lease Revenue Bonds Series A and Series B. The bonds funded the acquisition and construction of Fire Station 97 and are secured by lease payments for Fire Station 91. On December 16, 2008, the City issued 2008 Lease Revenue Bonds, the proceeds of which were used to refund prior bonds and construct various improvements to City facilities, secured by a lease of the Police Department Headquarters and the Fire Administration Building.

Key considerations promulgated by the State of California of the use of LRB financing are summarized from the "Long-Term Debt Financing Options: Understanding Best Practices" (California Debt Investment and Advisory Commission: 2013) as follows:

Lease Financing: Uses lease-leaseback structure with third-party entity, Issuer covenants to appropriate annual lease payments from general fund; May be structured as lease revenue bonds or "certificates of participation" ("COPs"); Not subject to constitutional debt limits per lease exception

Advantages: No voter approval required

Disadvantages: Requires unencumbered leasable assets; debt payments compete with other general fund priorities

When Used: For projects of general community benefit; To indirectly leverage a general fund revenue stream (i.e. sales tax increase); to provide “credit enhancement” for less credit-worthy borrowing for desired “risk-sharing”

Considerations: Nature of general fund revenues (type and diversity); current and historic revenue trends; general fund debt burden; pension and health care liabilities; value and “essentiality” of leased assets

Capacity Constraints: Requires available assets for lease; value of leased asset must exceed borrowing (estimated annual fair rental amount must exceed annual debt service); new project funded by bonds can be leased, but requires either capitalized interest or asset transfer

Revenue Bonds (Sales Tax)

Revenue bonds are secured by a specific revenue stream, such as revenue from a local sales tax measure. In order for tax revenues to be pledged to debt payments, a special revenue election is required. This requires the electorate to pledge the special revenue to repay the bonds, which requires 2/3rd voter approval. The term of the bonds is limited to the term of the revenue stream. Investors will require a debt service coverage from the sales tax revenue for security purposes.

Key considerations promulgated by the State of California for the use of revenue bonds such as Sales Tax Revenue Bonds are summarized from the “Long-Term Debt Financing Options: Understanding Best Practices” (California Debt Investment and Advisory Commission: 2013) as follows:

Basic Premise: Specific revenue stream pledged to bonds, often for a separate enterprise fund or separate agency supported by user fees

Limited Revenue Pledge: Used for sales tax or certain other revenue streams – with statutory authorization (2/3 voter approval required)

Debt service coverage: Relative to volatility of revenues; flow of funds, reserve funds and issuer liquidity (subject to tax sunset)

Credit considerations: Breadth and depth of revenue base; stability and predictability of revenues; essentiality of service, elasticity of demand; ability to raise rates as necessary; local economic factors; liquidity

Capacity constraints: Current and projected revenues and expenses; current or planned rate increases; cash flow for capital, reserves; debt service coverage cushion; other outstanding debt and parity debt limits

One benefit of Sales Tax Revenue Bonds is that the City would not need to lease a City asset, as it would with Lease Revenue Bonds.

Measure V Sales Tax considerations

After receiving voter approval, the City Council enacted a ½ cent local sales tax for a term of 20 years (2017-2037). Measure V was drafted as a general tax, which required a 50% plus 1 voter approval to pass.

In November 2016, the Measure V ballot questions stated, *“Measure V: To provide funding for City services/facilities, including: police (patrol, 911, command, gang/narcotics enforcement, crime investigations, other police services); fire protection, emergency, and other fire services; support services; street, median, and park repair/maintenance; senior/youth services; planning and business retention/attraction; building facilities (such as parks/sports fields); other general services; shall the City of Tracy enact a 1/2¢ sales tax for 20 years, providing \$7 million dollars annually, with citizens’ oversight, and all funds spent locally.”*

As a General Fund revenue, the City cannot pledge Measure V sales tax revenues to repay Revenue Bonds without returning to the voters for a special tax measure that will require a 2/3rd voter approval. The City does have the legal ability to use sale tax revenues to pay lease payments for LRBs, subject to the limits of the fair rental value of the essential assets it has available to lease.

Budget Considerations

In August 2018, the City Council approved a Development Agreement (DA) amendment for the Ellis properties owned by Surland Companies. The amended DA modified the City’s contribution for the aquatic center to be \$35M plus an additional \$9M for contingency for a total potential obligation of \$44M from the City. The DA reads as follows:

“Owner has agreed and shall facilitate completion of additional design improvements and construction of approved plans beyond Eight Million Dollars with funding provided by City in an amount equal to Thirty Five Million Dollars with a supplementary contingency amount of twenty percent of the total estimated costs of Forty Five Million Dollars (Swim Center Funding).” **Ordinance 1253; Exhibit 1 2. Section 1. 010 (iii)**

This amount exceeds prior direction received by staff from the City Council by \$14M. For consistency, the funding scenarios (as described below) assume \$44M for the aquatic center. However, the City Council may provide alternative direction to staff.

Additional factors impacting financing include: (1) A more volatile bond market with interest rates trending upward; and (2) in accordance with terms of the Ellis DA with Surland and understandings about the operations of the aquatic center, the City has been advised that issuance of the bonds to fund the project should be completed on a taxable basis. Taxable bonds have a higher interest rate than tax-exempt bonds.

Electoral Considerations

Special taxes imposed for a specific purpose (special taxes) require a higher voter approval threshold (67%) than taxes imposed for general governmental purposes (general taxes) (50%). Historically, both in the City of Tracy and throughout the state, special tax measures do not have a high success rate of passing; however, successful special tax measures signal a high-level support from the community for the pledged projects. The proposals below identify two possible election dates. The earliest date to return to the voters, November 2019; would be a special City election. The November 2020 election is a presidential election, which would probably see higher voter turnout than the November 2019 election. The cost to the City of holding a special election in November 2019 would probably be twice the cost of the City putting a sales tax measure on the November 2020 ballot. Under Article XIII C of the California Constitution, a general tax may only be approved by voters on regularly scheduled election dates for members of the City Council, unless there is an emergency. The next regularly scheduled election date for the City Council is November 2020.

The funding scenarios are not materially impacted if the City wants to place the measure on the ballot at the November 2020 election.

Financing Scenarios for Consideration

Staff compiled six financing scenarios for City Council discussion and consideration. A summary is provided in Attachment 1. Scenarios 1, 3, and 5 represent Lease Revenue Bond financing options. Scenarios 2, 4, and 6 represent Sales Tax Revenue Bond financing options. These scenarios are generally ordered from simplest to implement to the more complex. Each scenario was developed with conservative assumptions about taxable bond interest rates and leased asset valuations (based only on City valuations for insurance purposes for the City's most essential assets and without regard to land value), in consultation with our Bond Counsel, Bond Underwriter, and Financial Advisor.

Lease Revenue Bond Scenarios

Lease Revenue Bond-Scenario 1: 2019 Lease Revenue Bonds

Estimated Bond Proceeds	~ \$44 million
Debt Service Payments	~ \$3-3.5 million until 2038
Funding Availability	2019
Key Policy Considerations	Can proceed as Measure V is written; Limited to fair rental value limitations

The estimated proceeds would generate \$44M of bond proceeds (subject to fair rental value limitations) and the funding would be available in 2019. Measure V debt service

payments are estimated at \$3-\$3.5M annually, which is less than the assumption of 50% revenue commitment. The bond term is limited by the sunset date of Measure V, 2037.

Lease Revenue Bond-Scenario 3: 2021 Lease Revenue Bonds

Estimated Bond Proceeds	~ \$57million
Debt Service Payments	~ \$3-3.5 million until 2051
Funding Availability	2021
Key Policy Considerations	Requires voter extension of Sales Tax; Limited by fair rental value limitations

This scenario differs from Scenario 1, because it proposes to return to the voter with a request to extend the sunset date of Measure V. The City Council could choose to place a revised general tax on the November 2020 election. As a general tax, it would require 50% plus 1 voter approval. Afterwards, the City may approve Lease Revenue Bonds by legislative action (resolution) of the City Council. The estimated proceeds would generate approximately \$57M (subject to fair rental value limitations) and the funding would be available in 2021. Measure V debt service payments are estimated at \$3-\$3.5M annually during the years 2021-2037, which is less than the assumption of 50% revenue commitment. The bond term would match the sunset of the general tax measure; assumed in this scenario to be 2051.

Lease Revenue Bond-Scenario 5: 2019 Lease Revenue Bond and 2021 Lease Revenue Bond

Estimated Bond Proceeds	~ \$59 million
Debt Service Payments	~ \$3-3.5 million until 2051
Funding Availability	\$18 million in 2019; \$41 million in 2021
Key Policy Considerations	First loan can proceed as Measure V is written and second loan requires voter extension of Sales Tax; Limited by fair rental value limitations

This scenario differs from Scenario 1, because it proposes to return to the voter with a request to extend the sunset date of Measure V. The City Council could choose to place a revised general tax on the November 2020 election. As a general tax, it would require 50% plus 1 voter approval. This scenario differs from Scenario 3, because it proposes to seek a smaller Lease Revenue Bond in 2019; and after the November 2020 election, it proposes that the City will seek a second Lease Revenue Bond in 2021. The estimated proceeds would generate approximately \$18M in 2019 and potentially an additional \$41M in 2021 (subject to fair rental value limitations). Measure V debt service payments are estimated at \$3-\$3.5M annually during the years 2021-2037, which is less than the assumption of 50% revenue commitment. The 2019 bond term would match the sunset of the general tax in place today, 2037. The 2021 bond term would match the sunset of

the revised general tax on the November 2020 election; assumed in this scenario to be 2051.

Revenue Bond-Scenario 2: 2020 Revenue Bonds; same sunset date

Estimated Bond Proceeds	~ \$51 million
Debt Service Payments	~ \$4.2 million until 2038
Funding Availability	2020
Key Policy Considerations	Requires 2/3 rd voter approval; Assumes sunset not extended

This scenario proposes to ask the electorate to pledge Measure V sales tax to a Revenue Bond through a Special Revenue Tax. This scenario differs from Scenarios 1, 3, and 5, because the total amount borrowed is not limited to fair rental value of the leased assets. This scenario also differs from Scenarios 1, 3, and 5, because the action of pledging revenues requires a 2/3rd voter approval. The City Council may choose to place a Special Tax measure on the November 2019 election for voter consideration. It would request approval to pledge the revenues to bond payments. The estimated proceeds would generate approximately \$51M and the funding would be available in 2020. Measure V debt service payments are estimated at \$4.25M annually, which is consistent with the assumption of 50% revenue commitment. The bond term is limited to the current sunset of Measure V, 2037.

Revenue Bond-Scenario 4: 2020 Revenue Bonds; extended sunset

Estimated Bond Proceeds	~ \$68 million
Debt Service Payments	~ \$4.2 million until 2051
Funding Availability	2020
Key Policy Considerations	Requires 2/3 rd voter approval; Assumes sunset extended

This scenario differs from Scenario 2, because this scenario proposes to ask the electorate to pledge the Special Revenue Tax for debt financing (bonds) as well as an extension of time for sunset of the Sales Tax. The City Council may choose to place both actions on the November 2019 election for voter consideration, which will require 2/3rd voter approval. The estimated proceeds would generate approximately \$68M and the funding would be available in 2020. Measure V debt service payments are estimated at \$4.25M annually, which is consistent with the assumption of 50% revenue commitment. The 2020 bond term would match the sunset of the special revenue tax on the November 2019 election; assumed in this scenario to be 2050.

Revenue Bond-Scenario 6: 2019 Lease Revenue Bond and 2020 Revenue Bonds; extended sunset

Estimated Bond Proceeds	~ \$68.5 million
Debt Service Payments	~ \$4.2 million until 2050
Funding Availability	2020
Key Policy Considerations	Requires 2/3 rd voter approval; Assumes sunset extended

This scenario differs from Scenario 2 and 4, because it assumes two different debt issuances. Like Scenario 5 it proposes to issue a small Lease Revenue Financing in 2019 to expedite the funding for construction. It also proposes to proceed with the Special Election in November 2019 for the 2/3rd voter approval; including the extension of the Sales Tax Measure. The estimated proceeds would generate \$18M in 2019 (subject to fair rental value limitations) and potentially an additional \$50.5M from a Revenue Bond in 2020. Measure V debt service payments are estimated at \$4.25M annually, which is the assumption of 50% revenue commitment. The 2020 bond term would match the sunset of the revised general tax on the November 2019 election; assumed in this scenario to be 2050.

STRATEGIC PLAN

This agenda item addresses Goal 2 of the Governance Strategy to ensure continued fiscal sustainability through financial and budgetary stewardship.

FISCAL IMPACT

Staff will return to the City Council with potential fiscal impacts based upon City Council policy direction. Please see Attachment A for summary evaluation of debt options.

In each scenario listed, the total bond proceeds do not generate sufficient proceeds previously assumed of \$80M (\$30M for the aquatic center, \$40M for the multi-generational center, and \$10M for Legacy Fields). However, by the end of FY 2019, the City will have collected sufficient revenues to fund the \$10M assigned to Legacy Fields without the need to use debt financing. Scenario 6 could potentially generate sufficient proceeds to fund the prior City Council direction for the aquatic center and multi-generational center; however, the Ellis DA agreement includes a budget of \$44M for the aquatic center, or \$14M higher than prior assumptions.

The Lease Revenue Bonds scenarios may be approved by legislative (City Council) action for approval; but the bond sizing is limited to the fair rental value and sunset of the general tax.

The Tax Revenue Bonds require 2/3rd electorate (voter) approval to pledge the bonds, the bond sizing is limited to the pledge of revenue approved by the voters, and the sunset of the tax pledged.

The funding scenarios are presented with the earliest dates for returning to the voters when required. However, it should be noted that the cost estimate of a Special Election in November 2019 is \$350,000; or twice as much as the November 2020 general election, which is included in the City Clerk's budget. The proceeds expected to be generated by each funding scenario are not expected to alter materially between 2020 bonds and 2021 bonds should the City Council desire to place the items before the voters in November 2020.

RECOMMENDATION

Staff recommends the Council evaluate all provided information and provide staff with further direction.

Prepared by: Karin Schnaider, Finance Director

Reviewed by: Leticia Ramirez, Assistant City Attorney

Approved by: Midori Lichtwardt, Interim City Manager

ATTACHMENT

A – Summary of Funding Scenarios

B – Measure V Revenue/Committed Funds Report

Scenario Description	<u>Scenario 1 (LRB)</u> 2019 Lease Revenue Bonds (Current Voter Authority)	<u>Scenario 2 (RB)</u> 2020 Sales Tax Revenue Bonds (2019 Election to pledge sales tax to bonds)	<u>Scenario 3 (LRB)</u> 2021 Lease Revenue Bonds (2020 Election to extend sales tax term to 30 years)	<u>Scenario 4 (RB)</u> 2020 Sales Tax Revenue Bonds (2019 Election to pledge sales tax to bonds and extend sales tax term to 30 years)	<u>Scenario 5 (LRB)</u> 2019 Lease Revenue Bonds (Current Voter Authority) 2021 Lease Revenue Bonds (2020 Election to extend sales tax term to 30 years)	<u>Scenario 6 (hybrid)</u> 2019 Lease Revenue Bonds (Current Voter Authority) 2020 Sales Tax Revenue Bonds (2019 Election to pledge & extend sales taxes)
2019 Bond Funds	\$40,281,000	--	--	--	\$18,440,000	\$18,440,000
2020 Bond Funds	--	\$52,163,000	--	\$ 68,755,000	--	\$50,315,000
2021 Bond Funds	--	--	\$57,058,000	--	\$41,007,000	--
Total Bond Funds	\$40,281,000	\$52,163,000	\$57,058,000	\$68,755,000	\$59,447,000	\$68,755,000
Available Pay-Go Sales Tax Revenues						
Leased Assets Required	Yes Bond size limited by Fair Rental Value	No Bond size limited by Sales Tax Revenues	Yes Bond size limited by Fair Rental Value	No Bond size limited by Sales Tax Revenues	Yes Bond size limited by Fair Rental Value	Yes in 2019; No in 2020 if 2019 Election is successful
Voter Approval Requirement; limitation	No	Yes – 2/3 rd 's Reqt	Yes – 50%+1 Reqt	Yes – 2/3 rd 's Reqt	Series 2019 -- No Series 2021 – 50%+1 Reqt	Series 2019 -- No Series 2020 – 2/3 rd 's Reqt
Funds available	2019	2020	2021	2020	~30% 2019 ~70% 2021	~30% 2019 ~70% 2020
Final Maturity	2038	2038	2051	2050	Series 2019 – 2038 Series 2021 - 2051	Series 2019 – 2038 Series 2020 - 2050
Annual Debt Service	Sales Tax share is approx. \$3.3M (Max Debt Service = \$4.9M)	Sales Tax share is approx. \$4.3M (Max Debt Service = \$6.0M)	Sales Tax share is approx. \$3.3M thru 2038 & \$4.3M thru 2051 (Max Debt Service = \$4.9M)	Sales Tax share is approx. \$4.3M thru 2051 (Max Debt Service = \$6.0M)	Sales Tax share is approx. \$4.3M thru 2050 assuming 2020 election is successful (Max Debt Service = \$6.0M)	Sales Tax share is approx. \$4.3M thru 2050 assuming 2020 election is successful (Max Debt Service = \$6.0M)
Pros	- No further voter approval required - Shorter term bonds means less sales tax needed to fund debt service - Sufficient funds to meet Ellis DA obligation	- Can leverage more sales tax revenues than Scenario 1 - Sufficient funds for Ellis DA obligation plus some funds for another project - Not encumbering City assets	- Lower voter approval threshold - Can leverage more sales tax revenues & raise more bond funds	- Maximizes financing capacity - Not encumbering City assets	- Allows for some bonds to be issued now - Lower voter approval threshold - Can leverage more sales tax revenues & raise more bond funds	- Allows for some bonds to be issued now - Maximizes financing capacity
Cons	- Cannot maximize borrowing capacity from sales tax revenues - Need to encumber all essential City assets in lease financing (cannot leverage for future City financing needs)	Special election costly; very difficult to get 2/3rd's voter approval	- Need to wait until 2021 to issue bonds - Cannot maximize borrowing capacity from sales tax revenues in the first 15 years - Need to encumber all essential City assets in lease financing (cannot leverage for future City financing needs) - Still requires voter approval	Special election costly; very difficult to get 2/3rd's voter approval	- Need to wait until 2021 to issue all bonds - Cannot maximize borrowing capacity from sales tax revenues in the first 15 years - Need to encumber all essential City assets in lease financing (cannot leverage for future City financing needs) - Still requires voter approval	- Special election costly; very difficult to get 2/3rd's voter approval - Still need to encumber a significant number of essential City assets in lease financing (cannot then be leveraged for future City financing needs)

MEASURE V REVENUE

	Actuals - Q1 2019			Forecast	Total	Total Estimate		
	This quarter	Year to date	Cumulative *	(Q1 2019 to FY 2037)	Projected	This Period	Prior Period	Change +/-
Total Revenue	\$ 2,831,513	\$ 2,831,513	\$ 13,765,148	\$ 183,767,436	\$ 197,532,584	\$ 197,532,584	\$ 188,455,654	\$ 9,076,930

COMMITTED MEASURE V FUNDS

Amenities & Programs	Actuals - Q2 2019			Forecast	Total	Total Budget			Council Mtg	Resolution
	This quarter	Year to date	Cumulative *	(Q3 2019 to FY 2037)	Projected	This Period	Prior Period	Change +/-		
Senior Center	\$ 739,395	\$ 739,395	\$ 854,886	\$ 95,114	\$ 950,000	\$ 950,000	\$ 950,000	\$ -		
Senior Center Upgrade (71093/ 78155)	\$ 389,395	\$ 389,395	\$ 504,886	\$ 95,114	\$ 600,000	\$ 600,000	\$ 600,000	\$ -	2/6/2018	2018-021
Senior Center Construction Contract (71093/ 78155)	\$ 350,000	\$ 350,000	\$ 350,000	\$ -	\$ 350,000	\$ 350,000	\$ 350,000	\$ -	7/17/2018	2018-141
Legacy Fields	\$ 801,356	\$ 801,356	\$ 4,000,212	\$ 6,061,856	\$ 10,062,068	\$ 10,062,068	\$ 10,062,068	\$ -		
Legacy Fields 1D Planning (78164)	\$ 317,939	\$ 317,939	\$ 338,144	\$ 1,161,856	\$ 1,500,000	\$ 1,500,000	\$ 1,500,000	\$ -	3/6/2018	2018-043
Legacy Fields 1C (78163)	\$ 483,417	\$ 483,417	\$ 3,662,068	\$ -	\$ 3,662,068	\$ 3,662,068	\$ 3,662,068	\$ -	3/6/2018	2018-044
Legacy Fields 1D Construction (78164)	\$ -	\$ -	\$ -	\$ 4,900,000	\$ 4,900,000	\$ 4,900,000	\$ 4,900,000	\$ -	7/17/2018	2018-146
Aquatic Center	\$ 532,982	\$ 532,982	\$ 532,982	\$ 29,467,018	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ -		
Aquatic Center (78054)	\$ 532,982	\$ 532,982	\$ 532,982	\$ 467,018	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ -	3/6/2018	2018-043
Aquatic Park - Future	\$ -	\$ -	\$ -	\$ 29,000,000	\$ 29,000,000	\$ 29,000,000	\$ 29,000,000	\$ -		
Multigenerational Facility	\$ 31,236	\$ 31,236	\$ 141,292	\$ 39,858,708	\$ 40,000,000	\$ 40,000,000	\$ 40,000,000	\$ -		
Multigenerational Facility Planning (78178)	\$ 31,236	\$ 31,236	\$ 141,292	\$ 3,858,708	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ -	3/6/2018	2018-043
Multigenerational - Future	\$ -	\$ -	\$ -	\$ 36,000,000	\$ 36,000,000	\$ 36,000,000	\$ 36,000,000	\$ -	3/6/2018	2018-043
Other	\$ 57,037	\$ 57,037	\$ 73,208	\$ 2,988,032	\$ 3,061,240	\$ 3,061,240	\$ 3,061,240	\$ -		
1.0 Parks Planning Development Manager (20 Years)	\$ 57,037	\$ 57,037	\$ 73,208	\$ 2,988,032	\$ 3,061,240	\$ 3,061,240	\$ 3,061,240	\$ -	3/6/2018	2018-043
Total Use of Funds	\$ 2,162,006	\$ 2,162,006	\$ 5,602,580	\$ 78,470,728	\$ 84,073,308	\$ 84,073,308	\$ 84,073,308	\$ -		

MEASURE V - AVAILABLE FUTURE COMMITMENT

	Total Estimate		
	This Period	Prior Period	Change +/-
Total Available Future Commitment	\$ 113,459,276	\$ 104,382,346	\$ 9,076,930

* Since start date of Measure V

March 5, 2019, 7:00 p.m.

City Council Chambers, 333 Civic Center Plaza

Web Site: www.ci.tracy.ca.us

Mayor Rickman called the meeting to order at 7:10 p.m.

Mayor Rickman led the Pledge of Allegiance.

Pastor Kevin James, New Creation Bible Fellowship offered the invocation.

Roll call found Council Members Arriola, Ransom, Vargas, Mayor Pro Tem Young and Mayor Rickman present.

Mayor Rickman recognized D.A.R.E. graduating students from George Kelley Elementary School. Katie Jaycox, representative from Congressman Josh Harder's office, presented certificates to the D.A.R.E students who achieved one thousand points.

Mayor Rickman presented Certificates of Appointment to new Board of Appeals commissioners James Caling, and Jerry Yerian.

Mayor Rickman presented Certificates of Recognition to outgoing Measure V Residents' Oversight Committee members Amer Hammudi, Bruce Hotchkiss.

Midori Lichtwardt, Interim City Manager presented the award for March 2019 Employee of the Month to Grace Segura, Police Department.

1. CONSENT CALENDAR – Motion was made by Council Member Vargas and seconded by Council Member Arriola to adopt the Consent Calendar. Roll call vote found all in favor; passed and so ordered
 - 1.A. ADOPTION OF FEBRUARY 19, 2019, AND FEBRUARY 19, 2019 CLOSED SESSION MINUTES, FEBRUARY 19, 2019, SPECIAL MEETING MINUTES AND FEBRUARY 19, 2019 REGULAR MEETING MINUTES – **Minutes were adopted**
 - 1.B. ADOPT THE CITY OF TRACY 2017 WATER MANAGEMENT PLAN FOR 2017-2022
- **Resolution 2019-028** adopted the 2017 Water Management Plan
 - 1.C. ACCEPT THE CONSTRUCTION OF THE CITY SIDE ZONE 3 PUMP STATION ON CLEARWELL # 2 AT THE JOHN JONES WATER TREATMENT PLANT CIP 75121, COMPLETED BY PRESTON PIPELINES, INC., OF MILPITAS CALIFORNIA, AUTHORIZE AN APPROPRIATION OF \$76,330 FROM WATER TAMP FUND 365, AUTHORIZE THE CITY CLERK TO FILE THE NOTICE OF COMPLETION, AND AUTHORIZE THE CITY ENGINEER TO RELEASE THE BONDS AND RETENTION PAYMENT – **Resolution 2019-029** accepted the project and authorized the appropriation.

- 1.D. APPROVE A NEW CAPITAL IMPROVEMENT PROJECT FOR THE CONSTRUCTION OF A 20-INCH, CITY-SIDE ZONE 3 WATER LINE ALONG LAMMERS ROAD FROM ELLIS SPECIFIC PLAN AREA TO CONNECT THE EXISTING WATER LINE ON WEST SCHULTE ROAD TO BE CONVERTED TO CITY-SIDE ZONE 3 WITH A NOT TO EXCEED BUDGET OF \$2,400,000; AUTHORIZE AN APPROPRIATION OF \$2,400,000 FROM TRACY IMPROVEMENT MASTER PLAN (TIMP) WATER FUND (F365) TO THE NEW PROJECT – **Resolution 2019-030** approved the new CIP project.
- 1.E. APPROVE AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICES AGREEMENT WITH CH2M HILL INC., FOR DESIGN OF TRACY'S WASTEWATER TREATMENT PLANT EXPANSION AND OTHER PLANT IMPROVEMENT PROJECTS (CIPs 74107, 74138, 74139, 74140, 74146) AND AUTHORIZE AN APPROPRIATION OF FUNDS IN THE AMOUNT OF \$1,200,000 FROM TIMP WASTEWATER FUND – **Resolution 2019-031** – approved the Amendment to the agreement and authorized the appropriation.
- 1.F. APPROVE THE SUBDIVISION IMPROVEMENT AGREEMENT FOR PARKWAY LANDSCAPING FOR TRACT 3788, TRACY HILLS VILLAGE 1A, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2019-032** – approved the agreement.
- 1.G. APPROVE THE SUBDIVISION IMPROVEMENT AGREEMENT FOR PARKWAY LANDSCAPING FOR TRACT 3889, TRACY HILLS VILLAGE 3A, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2019-033** – approved the agreement.
- 1.H. APPROVE THE SUBDIVISION IMPROVEMENT AGREEMENT FOR PARKWAY LANDSCAPING FOR TRACT 3890, TRACY HILLS VILLAGE 4A, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2019-034** – approved the agreement.
- 1.I. APPROVE THE SUBDIVISION IMPROVEMENT AGREEMENT FOR PARKWAY LANDSCAPING FOR TRACT 3891, TRACY HILLS VILLAGE 5A, AND AUTHORIZE THE CITY CLERK TO FILE THE SUBDIVISION IMPROVEMENT AGREEMENT WITH THE OFFICE OF THE SAN JOAQUIN COUNTY RECORDER – **Resolution 2019-035** – approved the agreement.
- 1.J. AWARD A CONSTRUCTION CONTRACT TO MOUNTAIN CASCADE, INC., OF LIVERMORE, CA. WITH A CONTINGENCY AMOUNT, AND APPROVE A RESOLUTION DECLARING INTENTION TO REIMBURSE EXPENDITURES FROM THE PROCEEDS OF OBLIGATIONS TO BE ISSUED BY THE CITY AND DIRECTING CERTAIN ACTIONS – **Revised Resolution 2019-036** awarded a construction contract. **Resolution 2019-037** declared intention to reimburse expenditures from the proceeds of obligations.
- 1.K. WAIVE SECOND READING AND ADOPT ORDINANCE 1266, AN ORDINANCE OF THE CITY OF TRACY APPROVING AN AMENDMENT TO THE ELLIS SPECIFIC PLAN FENCE REGULATIONS AND MINIMUM LOT WIDTH REQUIREMENTS, APPLICATION NUMBER SPA19-0001 – **Ordinance 1266 was adopted**

- 1.L. CANCELLATION OF THE REGULAR CITY COUNCIL MEETING SCHEDULED FOR TUESDAY, MAY 7, 2019 – The May 7, 2019, regular Council meeting was canceled.
- 1.M. APPROVE A SIDE LETTER OF AGREEMENT BETWEEN THE CITY OF TRACY AND THE TRACY POLICE MANAGEMENT ASSOCIATION (TPMA), THE TRACY FIRE FIGHTERS ASSOCIATION (TFFA), SOUTH COUNTY FIRE CHIEF OFFICERS ASSOCIATION (SCFCOA), TRACY TECHNICAL AND SUPPORT SERVICES EMPLOYEE ASSOCIATION (TTSSEA), GENERAL TEAMSTERS LOCAL NO. 439, IBT (TEAMSTERS), AND THE TRACY MID-MANAGERS BARGAINING UNITS (TMMBU); APPROVE AN AMENDED COMPENSATION AND BENEFIT PLAN FOR CONFIDENTIAL EMPLOYEES UNIT (CEU) AND DEPARTMENT HEADS (DH); ADOPT A BI-WEEKLY PAYROLL SCHEDULE, AUTHORIZE THE CITY MANAGER TO INCREASE APPROPRIATIONS, AND AUTHORIZE AN AMENDMENT TO OF THE CITY MASTER SALARY SCHEDULE - The following Resolutions were adopted:
- Resolution 2019-038** approved a Side Letter of Agreement with Tracy Police Manager's Association (TPMA)
- Resolution 2019-039** approved a Side Letter of Agreement with Tracy Firefighters Association (TFFA)
- Resolution 2019-040** approved a Side Letter of Agreement with South County Fire Chief Officers Association (SCFCOA)
- Resolution 2019-041** approved a Side Letter of Agreement with Tracy Technical and Support Services Employee Association (TTSSEA)
- Resolution 2019-042** approved a Side Letter of Agreement with General Teamsters Local No. 439, IBT (Teamsters)
- Resolution 2019-043** approved a Side Letter of Agreement with Tracy Mid-Managers Bargaining Unit (TMMBU)
- Resolution 2019-044** approved an amended Compensation and Benefit Plan with Confidential Employees Unit (CEU)
- Resolution 2019-045** approved an amended Compensation and Benefit Plan with Department Heads (DH)
2. ITEMS FROM THE AUDIENCE – Gail Rieger spoke about Site 300 and invited City Council and the community to a meeting on March 13, 2019, at 6:30 p.m. at old Opera House, 902 N. Central Ave, Tracy.
3. REGULAR AGENDA
- 3.A PUBLIC HEARING TO CONSIDER CITY'S RECOMMENDATION FOR AWARD OF LOCAL PRIORITY FUNDING ALLOCATIONS FOR COMMUNITY DEVELOPMENT BLOCK GRANT (CDBG) AND HOME INVESTMENT PARTNERSHIPS PROGRAM FUNDS FOR FISCAL YEAR 2019-2020 AND AUTHORIZE THE ASSISTANT CITY MANAGER TO EXECUTE FUNDING AGREEMENTS FOR THE PROGRAM

Vanessa Carrera, Economic Development Analyst, provided the staff report.

City Council questions followed.

Mayor Rickman opened the public hearing.

Alice English requested that Mayor Pro Tem Young recuse herself from discussing or making decisions on the Tracy Senior Association. Ms. English submitted a handout to the Clerk, and recommended Council not fund the Tracy Senior Association.

Mayor Pro Tem Young responded to Ms. English's comments.

Barbara Pombo, Secretary of Tracy Community Connection Center described the role of Tracy Community Connection Center, and requested expanding on an unmet need – transportation.

Mayor Rickman called for a recess at 8:04 p.m.

Mayor Rickman reconvened the meeting at 8:12 p.m.

Cynthia Camacho, Good Samaritan Community Thrift Store stated their application came back ineligible. Ms. Camacho asked if something is not clear can the subcommittee ask the non-profit for clarification.

Council Member Ransom requested copies of the applications that were ineligible.

Kelly Wilson, Boys and Girls Club of Tracy thanked Council and staff for the funding opportunity and elaborated on the summer Boys and Girls Club program.

Mayor Rickman closed the public hearing.

City Council comments and questions followed.

Council Member Arriola requested a separate ad hoc committee to consider future priorities for grant funding. Council Member Vargas seconded the request.

Mayor Pro Tem Young announced as a non-paid board member of the Boys and Girls Club she will be recusing herself from voting on the Boys and Girls Club allocation.

ACTION: Motion was made by Council Member Ransom and seconded by Council Member Vargas to adopt **Resolution 2019-046** recommending the award of local priority funding allocations for Community Development Block Grant and Home Investment Partnerships Program Funds for Fiscal Year 2019-2020. Roll call vote found all in favor; passed and so ordered.

It was Council consensus that the future priorities and scoring for the funding allocations for the CDBG funds be discussed at the Council retreat instead of forming an ad hoc subcommittee.

3.B DISCUSS POTENTIAL FUNDING SCENARIOS FOR MEASURE V PROJECTS AND PROVIDE DIRECTION TO STAFF

Karin Schnaider, Finance Director provided the staff report. Ms. Schnaider introduced Chris Lynch, Jones Hall Bond Counsel, Dennis McGuire, Piper Jaffray, and Scott Smith, CHG Consultants.

Robert Tanner encouraged going for revenue bonds only. Mr. Tanner stated he cannot see leasing back city assets, and did not support leasing bonds.

Michel Bazinet, Chair of Measure V Residents' Oversight Committee did not support going back to the voters. Revenue bonds are not the best options.

Roger Birdsall stated Council should live within the City's means, and agreed it would be difficult to go back to voters.

Mary Mitracos thanked Council for putting the nature park in the list of priorities.

Marsha McCray asked why bond the Measure V money out and only get half of it, and added if we don't go to voters until 2020, residents will ask where are the amenities.

Roy Hawkins stated all the money is not needed up front to build the amenities, the City can pay as we go, and suggested taking time to budget money properly.

Les Serpa, Surland Companies suggested pausing, watch the revenue come in, plan for projects, and phase into cash flow that will be received.

City Council questions and discussion followed.

It was Council's consensus to not take it to the voters, or go out to bonds, and to fund projects on a pay as you go budget process. Staff to provide a list of the cost to fund the aquatic center, multi-generational center and Legacy Fields, so Council can prioritize, and also come up with a plan to get these amenities built.

3.C RECEIVE UPDATE ON THE TRACY GATEWAY SPECIFIC PLAN PROJECT AND PROVIDE DIRECTION TO STAFF

William Dean, Assistant Development Services Director provided the staff report.

Bill Wiseman, Kimley Horn & Associates, provided a Tracy Gateway Project Review Powerpoint presentation.

Robert Tanner stated the City completed the developers work for \$500,000, so let them reimburse the City immediately.

Abdul Wahid suggested building a health care city in that location.

Mike Souza, representing South Parcel Investors provided a history of the property and its ownership. Mr. Souza added a realistic repayment to the City is when development begins on property.

City Council questions and comments followed.

Mayor Rickman reopened the public comment.

Jerry Kamilos, Developer of the Ornellas and Pombo property stated their vision is to respect the agreements made with the City. Mr. Kamilos spoke about exploring a medical service community.

Mike Souza stated he did not want to give Council the impression that all residential should be age restricted, and is also considering residential to support office use.

Dotty Nygard stated she was excited to hear about moving forward with the Sutter Hospital expansion. Ms. Nygard suggested providing an educational opportunity for the expansion of health care.

The consensus of the Council included the following:

- with limited exceptions, the Owners Preferred Land Use Option is well received (support medical/institutional offices on and around Sutter site, commercial along Eleventh Street and Lammers Road is positive, introduction of residential in part of the site may be OK);
- the I-205 and Eleventh Street frontage land use(s) and design must be done carefully, such as the I-580 frontage through Dublin and Pleasanton, to create a positive "Gateway to the Valley" and to invite travelers to want to get off the freeway here (no residential near freeway; no sound walls; commercial, office, increased landscaped setbacks would be preferred);
- senior/assisted living/age-in-place-type zoning for the Mary Ornellas parcel and possibly a portion of the Pombo parcel (instead of Residential Medium);
- seek reimbursement of the \$500K from the property owners (pro-rated by size of property owned), in an approximately two- to five-year time frame, possibly at submittal or approval of discretionary applications (such as Tentative Map or Development Review).

4. ITEMS FROM THE AUDIENCE – None
5. STAFF ITEMS – Thomas Watson, City Attorney reminded Council to submit their red lines for Code of Conduct.

6. COUNCIL ITEMS

6.A APPOINT APPLICANTS TO THE MEASURE V RESIDENTS' OVERSIGHT COMMITTEE

Mayor Pro Tem Young provided a report regarding the applicant interviews and recommendation of appointment to the Measure V Residents' Oversight Committee.

No one from the audience wished to speak.

ACTION: Motion was made by Mayor Pro Tem Young and seconded by Council Member to approve the subcommittees recommendation and appoint Allan Borwick and Abdul Wahid to the Measure V Residents' Oversight Committee to serve three year terms beginning on March 1, 2019 and ending on February 28, 2022, and appoint Ameni Alexander to fill the remainder of a vacated term, which will begin on March 6, 2019, and end on February 29, 2020. Roll call found all in favor; passed and so ordered.

Council Member Arriola shared he will be participating in the California legislature LGBT summit in Sacramento next week, and announced an upcoming, Tracy Unified School District's Diversity and Bully Committee event.

Council Member Vargas announced an upcoming Valley Link event, and requested discussion on the aesthetics of what can be in the retention pond located on the north east side of 11th Street and Lammers Road. Mayor Rickman seconded the request.

Mayor Pro Tem Young announced the upcoming Tracy Art League Expression show at Community Center.

Council Member Ransom shared what she had learned at a San Joaquin Partnership meeting, and requested discussion about pursuing opportunities regarding grants for amenities, homelessness, MCYSN. Council Member Arriola seconded the request.

Council Member Ransom requested information regarding evaluation of traffic overall as a city – flows of traffic, impacts and how to better prepare the public when doing projects.

Council Member Ransom requested support of another Council member to attend the Homeless Task Force meetings to represent the City for potential funding. Mayor Pro Tem Young seconded the request to bring it back on the next agenda.

Council Member Ransom requested looking into a four year term for the Mayor's seat. Council Member Young supported Council Member Ransom's request.

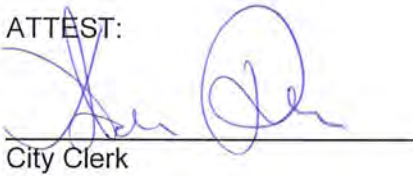
Mayor Rickman announced the State of City on March 19, 2019, and various other upcoming city events.

7. ADJOURNMENT – Time: 11:30 pm.

ACTION: Motion was made by Mayor Pro Tem Young and seconded by Council Member Vargas to adjourn. Roll call vote found all in favor; passed and so ordered.

The above agenda was posted at the Tracy City Hall on February 28, 2019. The above are action minutes. A recording is available at the office of the City Clerk.

ATTEST:


City Clerk
Mayor

AGENDA ITEM 3.F

REQUEST

AMEND THE CANNABIS GUIDELINES REGARDING COMMUNITY BENEFIT PROPOSALS FOR RETAIL STOREFRONT DISPENSARIES AND PROVIDE DIRECTION ON PERMIT REQUIREMENTS FOR NON-COMPETITIVE CANNABIS BUSINESS TYPES

EXECUTIVE SUMMARY

This agenda item responds to City Council direction on October 5, 2021 where changes to the City's cannabis program were directed. Specifically, this agenda item includes a proposed amendment to the procedures and guidelines for a Cannabis Business Permit by allowing for a Community Benefit proposal or Development Agreement to include three different options to satisfy the Community Benefit requirement. This agenda item also seeks direction from Council on permit requirements for non-competitive cannabis business types.

DISCUSSION

Changes to the Application Procedures and Guidelines

On September 21, and October 5, 2021, City Council directed modifications to the City's Cannabis Business Permit Application Procedures and Guidelines and Merit Based Evaluation Criteria (Guidelines) adopted by Resolution No. 2020-1374. City Council directed that the Guidelines regarding Community Benefits Proposals be amended to create an opportunity for uniformity among applicants due to the financial and operational impact of increasing the number of dispensaries from 4 to 11. Section 6 of the merit-based selection criteria in the Guidelines states the following:

Community Benefits Proposal (15 points)

- a) *City Council Strategic Priorities - Describe and quantify the community benefit and how it facilitates or better furthers one or more of the City Council's adopted Strategic Priorities, for example, by:*

Total Financial Contribution - Quantify the extent of the financial contribution as a component of the community benefit. The higher the contribution, the higher the points awarded; and/or by:

Total Hours of Commitment - Quantify the extent of the involvement in volunteer hours that will be dedicated to furthering one or more of the City Council's Strategic Priorities. The higher the contribution, the higher the points awarded

- b) *Describe how the Cannabis Business would implement the proposed community benefit.*

Council directed staff to amend this provision of the Guidelines to provide the top 11 applicants with the opportunity to proceed with one of the following options through either a Community Benefit Agreement or Development Agreement:

1. Retain their originally submitted Community Benefits Proposals that were previously scored.
2. Provide a “standard” community benefit of 1.5% of annual gross receipts donated to various locations that allows for a sliding scale that decreases the percentage paid by the cannabis business based on the number of cannabis businesses operating in the City.
3. Submit a new Community Benefits proposal to be reviewed by the Cannabis Application Review Committee.

Appendix B to the resolution revising the Guidelines details the options available to the top 11 applicants with regard to Community Benefits proposals.

Next Steps for 2020/2021 Retail Storefront Applicants:

The following are next steps and an anticipated timeline for the 11 applications with the highest scores:

After the City’s ordinance change is in effect, all top 11 candidates will be invited to submit a revised Community Benefits Plan (based on the new criteria Council determined) or the option of retaining the Community Benefits Plan within their scored application that was originally provided to the City, or an alternative financial contribution. Once the ordinance takes affect (30 days after the second reading), the City would then review the new information and then issue the balance of the Cannabis Business Permits to the remaining applicants with the top 11 scores.

Upon issuance of the Cannabis Business Permits, permit holders would be welcome to submit applications for Conditional Use Permits as required by Section 10.08 of the TMC.

Non-Storefront Application Scoring

Based on Council’s discussion on October 5, 2021, there was concern that none of the non-competitive (non-retail storefront) applications received a passing score during the Phase 1 scoring of all applications. The minimum passing score was set at 80 percent, or 56.8 points out of 71 in sections 1-5 of the scoring criteria. Out of 21 such applications, three were disqualified, and the remaining 18 applications fell within a range of 76.5% down to 34.3% (Attachment B). Should Council want to re-evaluate the minimum requirement to qualify for such a cannabis license, lowering the minimum percentage qualifying score to 70% would yield three successful applications, and lowering it to 60% would yield six additional qualifying businesses. Lowering the standard to the 60% number would qualify exactly half of the applicants (who were not disqualified) to move forward.

The group of three who fell between 70 and 80 percent all include delivery, and one also includes distribution and manufacturing.

The group of 6 who fell within 60 and 70 percent contain the following:

- 5 delivery
- 2 cultivation
- 3 distribution
- 3 manufacturing
- 2 microbusiness

The scoring committee noted that for most of the applications that contained both a storefront retail business paired with other non-competitive cannabis business types, that the contents of the applications were typically entirely geared primarily toward the storefront business operations, and in most cases contained little or no information on the other business types also listed on the application forms. Either way, the overall applications scored below the 80% threshold. If the application materials were to rather concentrate on the non-storefront business types the applicants may be more successful at providing the necessary information to gain higher scores. Council could provide direction to allow for the non-competitive applications to be revised and re-submitted to be re-scored by the review committee. Staff recommends a 50-page limit on such applications to prevent unnecessary time spent on said reviews (some original applications exceeded 500 pages).

Should Council direct staff to adjust the minimum qualifying score for the non-competitive cannabis business applications, or to allow re-submittal for re-scoring, staff will draft the necessary changes to the cannabis regulations and return to Council for adoption of the directed changes, to be applied to the current cohort.

STRATEGIC PLAN

This agenda item relates to Economic Development Strategy Priority Number 5: Develop policies to target new jobs in innovative industries (e.g. cannabis, green industry).

FISCAL IMPACT

Processing of Cannabis Business Permit applications is funded through the payment of permit application fees. Depending on the Community Benefit Plans submitted and the number of Retail Storefront (Dispensary) businesses open, the fiscal impacts will vary. More will be known on fiscal impacts as the City continues to process the applications.

RECOMMENDATION

City staff recommends that City Council adopt a resolution amending the Cannabis Guidelines regarding Community Benefit Proposals for Retail Storefront Dispensaries and provide direction to staff regarding direction on permit requirements for non-competitive cannabis business types.

Prepared by: Victoria Lombardo, Senior Planner

Reviewed by: Bill Dean, Interim Development Services Department Director
Karin Schnaider, Finance Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS

Attachment A – Resolution adopting Guidelines Changes to Community Benefits Proposals
Attachment B – Non-Storefront Applications Scores

RESOLUTION 2021-_____

AMENDING THE APPLICATION PROCEDURES AND GUIDELINES FOR A CITY OF TRACY
CANNABIS BUSINESS PERMIT

WHEREAS, On December 19, 2019, the City Council adopted Ordinance 1277 adding Municipal Code Chapter 6.36, Commercial Cannabis Activity, to the Tracy Municipal Code to establish regulations for commercial cannabis activity in the City of Tracy, and

WHEREAS, On July 21, 2021, the City Council adopted Ordinance 1293 amending Chapter 6.36 of the Tracy Municipal Code (TMC) to further refine the cannabis cultivation permit requirements, and

WHEREAS, On July 21, 2021, the City Council adopted Resolution No. 2020-137 establishing the Cannabis Business Permit Application Procedures and Guidelines (the "Regulations"), and

WHEREAS, Section 6.36.040 of the TMC establishes the number of each type of cannabis business that shall be permitted to operate in the City at any one given time, and

WHEREAS, Section 6.36.040 of the TMC originally allowed a maximum of four (4) cannabis business permits to be issued for Retailer - Storefront (Dispensary), and

WHEREAS, Pursuant to the Regulations, the City accepted applications from entities interested in obtaining a cannabis businesses permits, with the application period closing on October 15, 2020 (the "Current Application Process"), and

WHEREAS, The Regulations contained three (3) phases, and only applicants who achieved a minimum score during Phases One and Two advanced to Phase Three, and

WHEREAS, During Phase Three, applicants submitted a community benefits proposals that described and quantified the community benefits that would be offered by the applicant and how they facilitated or better furthered one or more of the City Council's adopted strategic priorities, and

WHEREAS, An element that some applicants included in their community benefit was a financial contribution to nonprofit community groups in the Tracy area or to the City, and

WHEREAS, On October 19, 2021, the City Council adopted Ordinance 1318 amending Chapter 6.36 of the Tracy Municipal Code to increase the maximum number of cannabis business permits for Retailer - Storefront (Dispensary) from four (4) to one (1) per ten thousand (10,000) residents of the City of Tracy, and

WHEREAS, Ordinance 1318 further amended Municipal Code Chapter 6.36 such that the limit on the number of cannabis business permits for Retailer - Storefront (Dispensary) does not apply to entities that submitted applications during the Current Application Process, and

WHEREAS, The changes to TMC Chapter 6.36 result in an increase in the number of cannabis business permits for Retailer - Storefront (Dispensary) from four (4) to eleven (11), and

WHEREAS, Given that applicants submitted their Community Benefits Proposals based on an understanding that there would only be four (4) cannabis business permits for Retailer - Storefront (Dispensary), the City Council desires to provide permittees with the opportunity to provide an alternative financial contribution rather than providing what was originally proposed in their original community benefits proposal, and

WHEREAS, Permittees will have the option to voluntarily provide a financial contribution based on an established formula, in lieu of the community benefits identified in their original community benefits proposal, and

WHEREAS, No permittee is required to provide the alternative financial contribution, and every permittee has the right to provide the community benefits identified in its original community benefits proposal, and

WHEREAS, Permittees will also have the option to submit a new community benefits proposal to replace their original community benefits proposal, and

WHEREAS, New community benefits proposals will be reviewed by the City's Cannabis Application Review Committee, which will approve a new community benefits proposal if it offers community benefits approximately similar to those provided by either the applicant's original community benefits proposal or the alternative financial contribution, and

WHEREAS, The City Council desires to adopt changes to the Regulations to reflect the recent changes to Municipal Code Chapter 6.36 regarding the number of cannabis business permits for Retailer - Storefront (Dispensary) and the option for permittees to provide alternative financial contributions, and

WHEREAS, The City Council desires the changes to the Regulations to become effective concurrently with the changes to Municipal Code Chapter 6.36;

NOW, THEREFORE, BE IT RESOLVED, That the City Council of the City of Tracy hereby makes the following findings and approves an amendment as follows:

SECTION 1. Findings

The City Council of the City of Tracy finds that all of the above Recitals are true and correct and incorporated herein by reference.

SECTION 2. Amendment to Regulations

The Cannabis Business Permit Application Procedures and Guidelines adopted by Resolution No. 2020-137 are hereby amended to include an addendum, attached hereto as Exhibit 1, and incorporated herein.

SECTION 3. CEQA. Approval of the amendment to the Cannabis Business Permit Application Procedures and Guidelines is exempt from environmental review in accordance with Business and Professions Code section 26055(h), the exemption for the adoption of a rule or regulation that requires discretionary review of permits to engage in commercial cannabis activities.

SECTION 4. Effective Date.

This Resolution shall take effect and be enforced as of November 18, 2021.

* * * * *

The foregoing Resolution 2021-_____ was adopted by the Tracy City Council on the 2nd day of November 2021, by the following vote:

AYES:	COUNCIL MEMBERS:
NOES:	COUNCIL MEMBERS:
ABSENT:	COUNCIL MEMBERS:
ABSTAIN:	COUNCIL MEMBERS:

MAYOR

ATTEST:

CITY CLERK



City of Tracy

Development Services Department
333 Civic Center Drive
Tracy, CA 95376
P: 209.831.6400

APPLICATION PROCEDURES & GUIDELINES FOR A CITY OF TRACY CANNABIS BUSINESS PERMIT

Amended by Resolution No. _____

OPENS – September 1, 2020
CLOSES – September 30, 2020 @ 3:00 PM

The City of Tracy may issue Cannabis Business Permits to individuals interested in operating a cannabis cultivation, distribution, manufacturing, testing laboratory, retail (storefront and non-storefront), or microbusiness in accordance with Chapter 6.36 of the Tracy Municipal Code (TMC). The application process to obtain a permit to operate a Cannabis Business in Tracy will open on September 1, 2020. Applications will be available from the Development Services Department located in City Hall or online on the City's website, www.cityoftracy.org.

The City's Cannabis Business Permit application process consists of three phases. Phase 1 is a merit-based evaluation/eligibility screening during which applications will be reviewed for completeness and compliance with these guidelines and applicable provisions of the TMC and California state cannabis laws and regulations, as well as evaluated against the selection criteria contained herein by the City's review committee. It is important to note that applications will be evaluated against one-another and provided an eligibility score. The applications will be reviewed and evaluated for clarity and responsiveness to the criteria in Appendix A, and the City will select the applications that best meet the City's criteria.

Phase 2 is a review of the application materials to determine if any waivers to the application requirements or procedures apply. This review is intended to address the City's interest in providing modified submittal requirements for applicants that demonstrate higher points in the review categories related to the Local Preference Plan or the Social Equity Plan. High scoring applicants (as described in Appendix A) in the Local Preference Plan or the Social Equity Plan will qualify for a waiver of the requirement to submit a form with a property owner acknowledgement that the applicant intends to use the property for cannabis related business and activities, if the applicant has been conditionally awarded a Cannabis Business Permit. High scoring applicants in the Local Preference Plan or the Social Equity Plan may have a different point system and thus may have different point totals used to determine their score.

Phase 3 is the final evaluation and final scoring by the City which precedes the award by the Chief of Police of the Cannabis Business Permits, if any. Applicants for all cannabis business types receiving a minimum score of 80% will be permitted to advance to Phase 3 during which applicants must submit to the City the extent of the proposed Community Benefit for final scoring

of the applications.

Also, at this stage, applicants must submit a form with a property owner acknowledgement that the applicant intends to use the property for cannabis related business and activities, unless this requirement is waived to a later time due to the City determining in Phase 2 that the applicant has scored high in the Local Preference Plan or the Social Equity Plan. However, in any instance, applicants do not need to have secured a physical location in order to submit an application for a Cannabis Business Permit.

Pursuant to TMC Section 6.36.040(a)(vi), the City will only issue up to a maximum of 4 Retail-Storefront (Dispensary) permits.

Multiple Applications – Applicants applying for more than one business type that are anticipated to be located at the same location may consolidate their application submittal package. For example, an applicant submitting for an indoor Cultivation permit and a Distribution permit may submit one application, however, the application materials must demonstrate that both businesses/permit types would be operated at the same facility.

If an applicant is applying for multiple Cannabis Business Permit types, and it is not anticipated that the permits will be located at the same location, then the applicant must submit a separate application package for each business.

For questions regarding the application process, please review the information on the City's website: www.cityoftracy.org, which outlines the application process, forms and other, required materials, FAQs, and other information relevant to engaging in commercial cannabis activity in Tracy. Additional information relevant to the application process can be found in California state cannabis laws, regulations and resources, and TMC Chapter 6.36 and Section 10.08.3196.

To be considered for a Cannabis Business Permit, applications **must be** submitted by September 30, 2020 to the City Development Services Department located at 333 Civic Center Plaza, Tracy, CA, 95376 by 3:00 PM. This application process is established pursuant to Section 6.36.050(a) of the TMC.

Applicants should monitor the City's website for any additional information, FAQs or updates. It is the responsibility of the applicant to stay informed of any changes or new information during the application and selection process.

CITY'S RESERVATION OF RIGHTS

The City reserves the right to reject any and/or all applications, with or without any cause or reason. The City may modify, postpone, or cancel the application submittal date for a Cannabis Business Permit application without liability, obligation, or commitment to any party, firm, or organization. Persons submitting applications assume the risk that all or any part of the program, or any particular category or permit potentially authorized under TMC Chapter 6.36, may be cancelled at any time prior to Cannabis Business Permit issuance. In addition, the City reserves the right to request and obtain additional information from any applicant submitting an application. Late applications WILL BE REJECTED. Furthermore, an application RISKS BEING REJECTED for the following reasons:

1. The Cannabis Business Permit Application is incomplete, non-responsive, or inconsistent with the application form and/or these Application Procedures & Guidelines, or the

provisions of TMC Section 6.36.070.

Furthermore, the City will be placing a Cannabis Tax Measure on the November 2020 ballot for the voters to consider which would tax the sale of cannabis. Therefore, every applicant should be mindful that this should be a component of their business plan and failure to acknowledge or comply with this requirement may disqualify them from eligibility for a Cannabis Business Permit.

COMMUNITY BENEFIT REQUIREMENT

Applicants acknowledge by signing the application form that a requirement of the Cannabis Business Permit award process includes providing community benefits. Those applicants obtaining a screening score of 80% will be eligible to compete for a final score. The final score is determined after evaluating the community benefit. These procedures are further described below.

AMENDMENTS TO APPLICATIONS

Applicants will not be permitted to make amendments to their application or to supplement their application, except as otherwise specifically permitted in these procedures, as may be amended from time to time. At the conclusion of Phase 1, all applicants will be notified as to the status of their application and eligibility to proceed to Phases 2 and 3. Those applicants proceeding to Phase 3 will be eligible to submit information pertaining to the proposed community benefit. Information regarding the applicant's proposed community benefit must be submitted to the City no later than 15 City business days from notification of eligibility to proceed to Phase 3.

Public Records Requests and Proprietary Data

All applications will become property of the City when received. Information received in the applications may become subject to disclosure under the California Public Records Act. Any sections or pages the applicant considers proprietary should be clearly marked within the application, although such marking is not determinative of whether it is proprietary under state law. The City retains the right to disclose and/or withhold any information contained therein in accordance with the law.

APPLICATION PROCESS

INSTRUCTIONS TO THE APPLICANT:

The information you provide in your application will be used to evaluate your application for a Cannabis Business Permit. Any interested applicants are advised to review the information regarding the application process and list of required documents. Review your application in its entirety to ensure that it is complete and accurate. Review the information regarding the Cannabis Business Permit application on the City website www.cityoftracy.org. The following procedures outline the application evaluation and selection process, required materials, and other information necessary to apply for a Cannabis Business Permit to operate in Tracy.

The City's application process to obtain a Cannabis Business Permit involves the following:

- 1) Application submittal to the City
- 2) Phase 1 Eligibility Review: City review of the applications for completeness and evaluation against the selection criteria. During Phase 1, all applications scoring a minimum of 80% will be deemed eligible to proceed to Phases 2 and 3. The results of Phase 1 shall be communicated in writing to each applicant and the Chief of Police.
- 3) Phase 2: Application of Waivers/City Determination of High Scoring Applicants in the Local Preference Plan or Social Equity Plan: Applications will be evaluated to determine if the Local Preference Plan has attained 75% of the points in that category or if the Social Equity Plan has attained 85% of the points in that category. Applications that have received 75% point totals in the Local Preference Plan category or 85% point totals in the Social Equity Plan category will be deemed by the City to qualify for the waiver(s) from further application requirements, as follows:
 - A) Notarized Owner's Statement of Consent form - This form would be required for submittal, only if the applicant is conditionally awarded a permit.For the purposes of establishing what constitutes a Tracy address, the following ZIP codes shall be used, whether or not such address is located within the City limits or not:
95304, 95376, and 95377
- 4) Phase 3 Final Scoring and Permit Award: Applicants for all types receiving a minimum score of 80% will be permitted to advance to Phase 3 during which applicants must submit to the City the extent of the proposed Community Benefit for final scoring of the applications.

At this stage, applicants must submit the Notarized Owner's Statement of Consent Form, unless this requirement is waived to a later time due to the City determining in Phase 2 that the applicant has attained 75% of the points in the Local Preference Plan or 85% of the points in the Social Equity Plan, as provided, above, in 3).

During this Phase, the Chief of Police awards Cannabis Business Permits, if any, to applicants identified as receiving the highest applicable cumulative score. **Pursuant to TMC Section 6.36,040(a)(vi) the City will only issue up to a maximum of eleven (11) Retail-Storefront (Dispensary) permits.**

- 5) In the event of a tie in final (Phase 3) scores for retail-storefront (dispensary) applicants,

such that there are more than eleven applications in the top eleven scoring slots, the City, at a noticed public hearing, will conduct a random drawing or multiple random drawings, if necessary, between the applicants in those top slots in order to issue a maximum of eleven permits for this business type. The random drawing would be conducted only when necessary to break a tie.

Prior to commencing cannabis business operations, Cannabis Business Permittees must obtain additional permits, including a Conditional Use Permit, Cannabis Employee Permits, and a City Business License. Information on those permits and processes can be found on page four (4) of these Procedures and Guidelines.

Background Check

As part of the application submittal requirements, each owner must undergo a criminal background check demonstrating they do not provide "good cause" for denial per TMC Section 6.36.060 and 6.36.070 and pay applicable fees and charges. The Background Check Authorization Form will be available on the City website or in the Police Department located at 1000 Civic Center Drive, Tracy, CA 95376 (adjacent to City Hall). Owners must submit the Background Check Authorization Form to the Police Department. After the Background Check Authorization Form has been processed, owners will receive a Request for Live Scan services, State of California Form BCIA 8016 from the Police Department. At that time, the owners may conduct the Live Scan at the Police Department. Documentation demonstrating that owners' background checks have been completed or are in process is required on or before 3:00 pm on September 30, 2020 in order for your application to proceed. Owners who do not meet criminal history eligibility requirements will be disqualified and their application will be deemed disqualified.

APPLICATION SUBMITTAL REQUIREMENTS

Applicants must hand-deliver five hard copy of all materials, and a complete electronic copy (PDF format) of all materials on a USB thumb drive (i.e. flashdrive), at the time of application submittal. All applicants must submit, with the exception of site or building plans, all hard copy materials single sided in a simple 3-ring binder of 8.5 x 11 inch sized paper, in size 12 font. No applications in a "Spiral" or "Comb" type of binding, or stapled documents will be accepted. For larger size hard copy materials such as site or building plans, submit sheets no greater than 30x42 inches, folded, collated, unstapled, and secured together with rubber bands.

A complete application will consist of the following:

1. Application Forms:

- a) City of Tracy Cannabis Business Permit Application Form with signatures
- b) Applicant Indemnification Form with signatures - Applicant will execute a waiver and release of liability and an agreement indemnifying the City from any liability
- c) Proof of Insurance for cannabis business, if operational
- d) Notarized Owner's Statement of Consent from property owner acknowledging that the applicant intends to use the property for cannabis related business

and activities.

Note: Applicants will be required to submit the Owner's Statement of Consent at Phase 3 to the City AFTER Phase 1 eligibility review, and AFTER Phase 2 of the City's application of waivers process. For high scoring applicants in the Local Preference Plan or the Social Equity Plan, as determined by the City in Phase 2, those applicants will be required to submit the Owner's Statement of Consent to the City within ninety (90) business days upon notification from the City of conditional award, in order for the permit to become valid.

2. Background Check Authorization Form and Proof of Live Scan payment for each owner
3. The following information, which is further described in Appendix A:
 - a) Copies of State licenses relating to cannabis activities that the applicant holds, if any
 - b) Tax Compliance documentation including copy of state tax seller's permit, and applicant's recent year's financial statement and tax returns
 - c) Business and Operations Plan
 - d) Community Relations Plan
 - e) Safety and Security Plan
 - f) Local Preference Plan
 - g) Social Equity Plan
 - h) Community Benefit proposal required for all permit types during Phase 3, described below.
4. Cannabis Business Application Fee (see below)

FEES

All applicants will be required to pay a fee of \$10,800 for costs associated with City staff and consultant(s) time for reviewing applications and administering the application process. Applicants are advised that they may be required to pay additional amounts as required for the sole purpose of the City's completion of the application review and evaluation process. Payment of the \$10,800 fee must be made by a certified check, cashier's check or money order made payable to the City of Tracy. Please note the City will not accept cash or credit cards and application fees are non-refundable.

APPLICATION EVALUATION PROCESS

THE CITY HAS A THREE PHASE APPLICATION REVIEW/EVALUATION AND SELECTION PROCESS

PHASE 1 – APPLICATION COMPLETENESS / EVALUATION AND ELIGIBILITY REVIEW

Applications received will be logged into the City's permit system, provided a permit number and will be evaluated by the City based on these Application Procedures and Guidelines, and Tracy Municipal Code Chapter 6.36. See APPENDIX A for additional descriptions of the evaluation criteria and scoring. Questions about the application

process from applicants after application submittal should be made in writing and the City will share questions and responses with applicants on the City's website, under FAQs.

For all Cannabis Business Permits, the City's Review Committee will assign points corresponding to conformance with the TMC requirements and these Application Procedures and Guidelines, as may be amended from time to time by Council resolution. It is anticipated that the City's process to review all of the applications could take 90 City business days.

For all business types, an 80% score will enable the application to proceed to Phases 2 and 3.

PHASE 2 - APPLICATION OF WAIVERS/CITY DETERMINATION OF HIGH SCORING APPLICANTS IN THE LOCAL PREFERENCE PLAN OR SOCIAL EQUITY PLAN

After Phase 1 eligibility review, in this Phase 2, the City will determine whether or not one or more filed applications are eligible for waivers from certain application/processing requirements because the applications score 75% in the Local Preference Plan or 85% in the Social Equity Plan. It is not a requirement that any application scores 75% or 85% or higher in these categories; rather, applications that score 75% or higher (of the point total for the Local Preference Plan) or 85% or higher (of the point total for the Social Equity Plan category) shall be entitled to waivers from certain application/processing requirements until after Phase 3. Such waiver(s) include the following:

A) Notarized Owner's Statement of Consent

If an applicant has been deemed by the City to score 75% or higher in the Local Preference Plan or 85% or higher in the Social Equity Plan, the Notarized Owner's Statement of Consent form (form) shall only be required in order for a City- issued Cannabis Business Permit to take effect. In order for a permit to take effect for a Social Equity Applicant, the form shall be submitted within ninety (90) business days from the date the conditional permit issuance is granted by the Chief of Police in Phase 3.

PHASE 3 - CANNABIS BUSINESS PERMIT ISSUANCE

Applications receiving the minimum points as described in Phase 1 and 2 will be eligible to submit for evaluation the proposed community benefit. The City will assign a final score based on the community benefit.

At this stage, applicants must submit the Notarized Owner's Statement of Consent form, unless this requirement is waived to a later time due to the City determining in Phase 2 that the applicant has scored 75% or higher in the Local Preference Plan or 85% or higher in the Social Equity Plan, as provided above, in Phase 2.

The Chief of Police will award Cannabis Business Permits, if any, to applicant identified as receiving the highest applicable cumulative score from all phases in accordance with TMC Section 6.36.060 for all Cannabis Business Permit types. **Pursuant to TMC Section 6.36.040(a)(vi) the City will only issue up to a maximum of eleven (11) Retail-Storefront (Dispensary) permits.**

In the event of a tie in final (Phase 3) scores, such that there are more than **eleven** applications in the top **eleven** scoring slots for the Retail-Storefront (Dispensary) permit type, the City, at a noticed public hearing, will conduct a random drawing or multiple random drawings, if necessary, between the applicants in those top slots in order to issue a maximum of **eleven** permits. The random drawing would be conducted only when necessary to break a tie.

Furthermore, the City reserves the right to award a lesser number of Cannabis Business Permits than may be deemed eligible for Phase 3, or to award no permits at all.

After the Chief of Police makes the final decision to issue a Cannabis Business Permit, any applicant wishing to appeal the Chief of Police's final decision may appeal that decision to the City Manager within ten (10) City business days from the issuance of the permit. Such appeals shall comply with the requirements of TMC Chapter 1.12.

Written notice of the results of Phase 3 shall be provided within five City business days to all applications/applicants.

Please note that being awarded a Cannabis Business Permit does not constitute a land use entitlement and does not waive or remove the requirements of applying for and receiving permits for all construction including: electrical, plumbing, fire, planning permits or reviews, and any other permits, licenses, or reviews as may be necessary by the relevant departments or governmental entities in charge of said permits. Nor does it guarantee that the plans submitted via the application process meet the standards or requirements in Chapter 6.36, Section 10.08.3196 or any other permit requirements from other City departments or agencies.

ADDITIONAL CITY APPROVALS REQUIRED PRIOR TO OPERATING A CANNABIS BUSINESS IN TRACY

Conditional Use Permit & Building Permit

Upon receiving a Cannabis Business Permit, applicants are then required to submit for a Conditional Use Permit (CUP), which will be reviewed by the Planning Commission and may require review pursuant to the California Environmental Quality Act (CEQA). After a CUP is obtained, applicants may then submit applications for building permits for any necessary renovation or construction. Information and application forms and requirements for a CUP can be found [here](#) and information and application forms for Building Permits can be found [here](#).

Please note that the CUP and the Building Permit require the payment of separate processing fees for each of those permits, in addition to the fee required for the Cannabis Business Permit.

City Business License

Prior to commencing any cannabis business operation, a City business license must be obtained. Information on obtaining a City business license may be found [here](#).

Cannabis Employee Permit

Pursuant to TMC Section 6.36.150, any person who is an employee or who otherwise works within a cannabis business must obtain a cannabis employee permit from the City prior to

performing any work at any cannabis business. Information on obtaining a City of Tracy cannabis employee permit may be found [here](#).

Community Benefit Agreement or Development Agreement

Prior to commencing any cannabis business operation, a Community Benefit Agreement or a Development Agreement must be executed between the permit holder and the City to ensure completion of the community benefit. The agreement will require the permit holder to provide community benefits in accordance with one of the options identified in Appendix B.

CONTACT INFORMATION

If you have any questions or would like an update on the status of your application, please call the Development Services Department at 209.831.6400 or by email at des@cityoftracy.org.

APPENDIX A: DESCRIPTION OF APPLICATION AND EVALUATION CRITERIA

SECTION 1: Application format and completion of required forms

This section relates to the form of the application and the thoroughness with which the application forms have been completed. Please note that if any of the required forms are not submitted, the application will be disqualified.

1. Are all of required forms included with signatures?
 - Commercial Cannabis Application Form
 - Applicant Indemnification Forms
 - Notarized Owner's Statement of Consent Form (when and if applicable, see Phase 2 information)
2. Has the application followed the required format?
3. Is there a flash drive?
4. Have the requisite number of copies been submitted?

SECTION 2: Background Check Authorization Form and Proof of Live Scan Payment

This section relates to the completion of a background check. If this process has not been initiated and documentation of proof of payment has not been completed, the application will be disqualified.

1. Has proof of the Live Scan payment been submitted?

SECTION 3: Information Pertaining to the Cannabis Business

This section relates to the Merit Based Selection Criteria (attached) for Commercial Cannabis Businesses. The detail and quality of responses will be used in scoring applications; applications will be reviewed against the criteria, the TMC, and each other. The City will review applications for clarity, responsiveness, and which applications best meet and are most responsive the City's criteria. The attached criteria establish the potential points per category, and also identifies required application components.

SECTION 4: Information Pertaining to the Community Benefit:

The community benefit should be quantified and described. The community benefit will be scored by the City. Examples of community benefit include those items identified in the merit based selection criteria.

CITY OF TRACY - MERIT BASED SELECTION CRITERIA FOR COMMERCIAL CANNABIS BUSINESS
via City Council Resolution 2020-137
PERMIT APPLICATION/ELIGIBILITY SCREENING

Revised July 21, 2020

DESCRIPTION OF CRITERIA	All Cannabis Business Types	Points Awarded
The detail and quality of responses will be used in scoring applications against one another. All criteria are required meaning that if an application fails to address a criterion, or if the application lacks sufficient detail to demonstrate how the criterion will be met, the application will be deemed ineligible to receive a permit.	86-point system: Eligibility, then Final Score	
SECTION 1: BUSINESS AND OPERATIONS PLAN (18 possible points)		
a) Finances and Budget - Describe the budget for the construction, operation, maintenance, compensation of employees, equipment, property lease, security equipment and staff, City fees, state fees, utility costs, product purchases and other anticipated contingency costs. The budget must demonstrate sufficient capital in place to pay start-up costs and at least three months of operating costs, as well as a description of the sources and uses of funds.	0-3	
b) Daily Operations - With as much detail as necessary, the Business and Operations Plan should describe the day-to-day operations that meet the industry best practices for the type of business permit sought, and how such practices have been included into the business Standard Operating Procedures (SOPs).	0-3	
c) Conformance with Local and State Laws - Describe how the Cannabis Business will conform to local and state laws.	0-3	
d) Professional Qualifications – Do the owners demonstrate bona fide business experience? List and describe special business or professional qualifications or licenses of owners that would add to the number or quality of services that the Cannabis Business would provide, especially in areas related to medicinal cannabis, such as scientific or health care fields.	0-3	
e) Cannabis Business Experience - Describe any and all commercial cannabis activity engaged in as an owner, manager, lender, employee, volunteer, or agent by the Applicant and all owners of the Commercial Cannabis Business, officers and managers including but not limited to the location of such activity and a copy of any permits, licenses, or other written forms of permission for such activity by a local or state government entity.	0-3	
f) Conformance with State Testing – Describe the SOPs for how all cannabis products on the premises have met the testing requirements as defined by the State.	0-3	

DESCRIPTION OF CRITERIA	All Cannabis Business Types	Points Awarded
SECTION 2: COMMUNITY RELATIONS PLAN (9 possible points)		
a) Customer Education - Describe the proposed process to educate customers regarding cannabis products, including the potency and effects of products, as well as variety. Describe the SOP for 24-hour minimum response time to issue cannabis recall notifications.	0-3	
b) Good Neighborliness - Describe how the Cannabis Business will proactively manage its private, semi-private, and surrounding public areas to avoid becoming a nuisance or having negative impacts on neighbors and surrounding community.	0-3	
c) Odor Control – Describe methods and plan for odor control and compliance with TMC Section 6.36.020 (d)	0-3	
SECTION 3: SAFETY AND SECURITY PLAN (18 possible points)		
a) Safety/Security Experience – Describe the security experience of the individual/firm designing the security plan. Does the firm have licensed professionals in areas of fire prevention and suppression?	0-3	
b) Employee Safety Education – Describe the employee safety education plan, including training regarding product handling, security and burglary/robbery protocols, and other potential hazards of the cannabis business.	0-3	
c) Security Guards – Describe the anticipated security guard plan for the business, including number of guards and hours.	0-3	
d) Video Camera Surveillance – Describe video camera surveillance and how they meet or exceed state requirements. Include detail on the number of cameras and resolution of cameras.	0-3	
e) Inventory Control/Visitor Access Control – Describe the visitor access control measures, and operational security related to inventory control.	0-3	
f) Alarm System – Describe the plan for alarm systems and how they are professionally monitored and how all alarms are responded to by a private security company.	0-3	
SECTION 4: LOCAL PREFERENCE PLAN (13 possible points)		
a) 51% Local Ownership – State the extent to which the Cannabis Business will be a locally managed enterprise whose owners (at least 51%) reside within Tracy, as defined by the following ZIP codes: 95304, 95376, and 95377. Applicants must show proof that at least 51% of the owners have been residents of Tracy for at least 2 years prior to June 6, 2020. Such proof shall consist of a utility bill with owners name(s), a lease, a deed, or other similar documentation.	0-5	

DESCRIPTION OF CRITERIA	All Cannabis Business Types	Points Awarded
b) Number of years of residency in Tracy of owners beyond 2 years	0-5	
c) Economic Inclusion (Production) – Describe future plans for how the Cannabis Business could incorporate products from cultivators or manufacturers located in San Joaquin County.	0-3	
SECTION 5: SOCIAL EQUITY PLAN (13 possible points)		
Describe, in detail, the extent to which the Cannabis Business would implement any of the following, such as but not limited to: a) Business practices or characteristics that emphasize women in leadership roles. b) Opportunities for seniors and individuals from underrepresented groups in the Cannabis Business ownership. c) Competitive compensation package to be offered to employees, including salary (above State minimum wage), health insurance, other insurance, retirement plan, and paid leave. d) A Cannabis Business ownership that includes either (i) individuals who, at the time of application, have annual family incomes below 80% of the Area Median Income (AMI) in San Joaquin County; or (ii) individuals who are residents or former residents of San Joaquin County that have lived in a low income household (below 80% of AMI in San Joaquin County). e) A Cannabis Business ownership that includes individuals that (i) have been arrested for or convicted of the sale, possession, use, manufacture, or cultivation of cannabis, excluding those offenses, which would be disqualifying for cannabis licensure under current State law; or (ii) have a parent, guardian, child, or sibling convicted of a crime relating to the sale, possession, use, or cultivation of cannabis, excluding those offenses, which would be disqualifying for cannabis licensure under current State law.	0-13	
SECTION 6: COMMUNITY BENEFITS PROPOSAL (15 points)	0-15	
a) City Council Strategic Priorities – Describe and quantify the community benefit and how it facilitates or better furthers one or more of the City Council’s adopted Strategic Priorities, for example, by: Total Financial Contribution – Quantify the extent of the financial contribution as a component of the community benefit. The higher the contribution, the higher the points awarded; and/or by: Total Hours of Commitment – Quantify the extent of the involvement in volunteer hours that will be dedicated to furthering one or more of the City Council’s Strategic Priorities. The higher the contribution, the higher the points awarded		

DESCRIPTION OF CRITERIA	All Cannabis Business Types	Points Awarded
b) Describe how the Cannabis Business would implement the proposed community benefit.		
Phase 1 Point Total: Points from Eligibility Screening (passing eligibility score for in all business types is 57= 80% of 71 points)		
Phase 2 Point Total: Points from Local Preference Plan or Social Equity Plan (Score required is 75% of 13 points from the Local Preference Plan or 85% of 13 points for the Social Equity Plan categories. 75% of 13=10 points required; 85% of 13 = 11 points required. Such a point total of 10 points in the Local Preference Plan category or 11 points in the Social Equity Plan category enables applicant to be eligible for waiver(s) from certain application / processing requirements as established in the Guidelines.		
Points from Community Benefit (total of 15 points)		
Total Cumulative Points from Eligibility Screening and Community Benefit Proposal Combined (71 possible points from eligibility screening + 15 possible points from community benefit = 86 total possible points)		

Applicants who are awarded a cannabis business permit will be required to sign a community benefits agreement or development agreement to ensure completion of the community benefit. The agreement will require the permit holder to provide community benefits in accordance with their submitted community benefits proposal, or one of the options identified in Appendix B.

Appendix B

Community Benefit Agreement or Development Agreement

Prior to commencing any cannabis business operation, a Community Benefit Agreement or a Development Agreement must be executed between the permit holder and the City to ensure the completion of the community benefit. The Community Benefit Agreement or Development Agreement shall require the permit holder to provide one of the following community benefits:

1. The community benefits identified in the permit holder's original community benefit proposal.
2. A financial contribution to the City equal to 1.5% of the permit holder's gross receipts to be used to further the Council's strategic priorities. The amount of the financial contribution shall be decreased by 0.25% for every additional cannabis business of similar type over four (4) that commences regular legal operations in the City. For purpose of this section, "regular legal operations" shall mean operating after the issuance of a City Cannabis Business Permit, Conditional Use Permit, City Business License, and State Cannabis License. However, in no case shall the financial contribution be less than 0.75% of the permit holder's gross receipts. For the purposes of this alternative financial contribution, the number of permits shall be established on the first day of every fiscal quarter.
3. The community benefits identified in a new community benefits proposal submitted by the permit holder. The new community benefits proposals will be reviewed by the City's Cannabis Application Review Committee, which will approve a new community benefits proposal only if it offers community benefits approximately similar to those provided by either the applicant's original community benefits proposal or the alternative financial contribution established by Option 2. The decision of the City's Cannabis Application Review Committee is final. If the City's Cannabis Application Review Committee does not approve the new community benefits proposal, the permit holder may select Option 1 or Option 2 above.

The permit holder shall have the right to choose, at their discretion, between Option 1 and Option 2 above, and may select Option 3 if approved by the City's Cannabis Application Review Committee. A permit holder is not required to provide the alternative financial contribution established as Option 2 or submit a new community benefits proposal pursuant to Option 3 and has the absolute right to provide the community benefits identified in its original community benefits proposal. Any decision by the permit holder to provide the alternative financial contribution, or submit a new community benefits proposal, shall be a voluntary decision by the permit holder.

CITY OF TRACY
CANNABIS BUSINESS PERMIT NON-STOREFRONT APPLICATIONS 2021 (21 TOTAL)
SCORING RESULTS

APPLICATION NO.	BUSINESS NAME	SECTIONS 1-5	PERCENTAGE
CBPA20-0037	CCC Tracy Team, Inc. DBA Culture Cannabis Club	54.33	76.5
CBPA20-0025	BudHub Delivery	53.00	74.6
CBPA20-0019	Think Inside the Triangle, LLC DBA 11 th Street Dispensary	50.00	70.4
CBPA20-0041	GSI Management, Inc. DBA GoTreez	47.33	66.7
CBPA20-0016	Prisa Management LLC	47.00	66.2
CBPA20-0039	Elemental Delivery of Tracy, Inc.	47.00	66.2
CBPA20-0028	Terrence Mumford and Arabella McCreary, Together, the Partnership	46.33	65.3
CBPA20-0023	UK BRAR, LLC	45.00	63.4
CBPA20-0022	Inspire Positive LLC DBA Higher Elevation	42.67	60.1
CBPA20-0033	Triangle Solutions Group, Inc. DBA Solomons Rose	42.33	59.6
CBPA20-0042	Justin Kirkpatrick, Arabella McCreary, Nicole Ibrahim	42.00	59.2
CBPA20-0015	SitnikRussell Holdings Corporation	40.67	57.3
CBPA20-0031	JONESA, LLC DBA Cookies Tracy	40.67	57.3
CBPA20-0004	BayOrganics, LLC	33.00	46.5
CBPA20-0006	Purple Star Develop, Inc./ Calcanna CC, Inc.	33.00	46.5
CBPA20-0005	420 A to Z, LLC	32.67	46.0
CBPA20-0029	PCH Retail Partners IV, LLC DBA Emjay	32.33	45.5
CBPA20-0036	Boss Distribution LLC DBA Exclusive Care	24.33	34.3
CBPA20-0007	Greenwood & Company LLC DBA The Greenwood Company	N/A (Disqualified)	N/A (Disqualified)
CBPA20-0026	Element 7	N/A (Disqualified)	N/A (Disqualified)
CBPA20-0038	GDB Investments, Inc. DBA Golden Gate Cannabis	N/A (Disqualified)	N/A (Disqualified)

AGENDA ITEM 3.G

REQUEST

CONSIDER AUTHORIZING STAFF TO NEGOTIATE A THIRD AMENDMENT TO THE SURLAND DEVELOPMENT AGREEMENT WITH SURLAND COMMUNITIES, LLC RELATED TO THE ELLIS SPECIFIC PLAN AND PROVIDE DIRECTION TO STAFF ON PROPOSED TERMS

EXECUTIVE SUMMARY

This agenda item responds to a proposal from Surland Communities, LLC (“Surland”), to amend its existing Development Agreement (“DA”). The requested amendment would be the third amendment to the Surland DA. Pursuant to the City’s DA procedures, City Council authorization is required in order to commence negotiations. If Council authorizes staff to commence negotiations, staff further requests direction on the proposed terms of such an amendment.

DISCUSSION

Development agreements are contracts negotiated between project proponents and public agencies that govern land uses that may be allowed on a particular project and provide vested rights to project proponents.

State law authorizes cities to use a development agreement (DA) under Government Code sections 65864-65869.5 which, in part, states that a DA is a means to “strengthen the public planning process, to encourage private participation in comprehensive long range planning, and to reduce the economic costs of development.” The Development Agreement Statute requires that cities establish procedures and requirements for the consideration of development agreements (Government Code § 65865(c).) The City’s current DA procedures were adopted by City Council on June 7, 2016 via Resolution No. 2016-115 (Attachment A). Staff is currently revising these procedures to be consistent with Council’s direction on October 5, 2021.

History of Surland DA:

The first DA between the City and Surland Communities was executed in 2008. The primary terms of this original DA were that Surland would give the City \$10 million and 16 acres of land for a public swim center, in exchange for which the City would freeze the development regulations and fees for Surland’s development of the Ellis Specific Plan (ESP) area and reserve enough Residential Growth Allotments (RGAs) under the City’s Growth Management Ordinance to construct Ellis, which would be available to Surland to use in the original ESP area at the rate of 225 RGAs per year. The original DA allowed “up to” 2,250 RGAs because at the time the DA was negotiated no subdivision maps had been filed and the zoning allowed a density range enabling between 1,000 and 2,250 lots, yet the DA contemplated potential future property.

The first DA was challenged in court and invalidated on the ground that it did not adequately identify the property that could become subject to its terms and conditions. While this DA identified the ESP property as the initial property that would be subject to its terms and conditions, according to the court, it would have allowed Surland to add new property to its coverage without undertaking the proper statutory procedures. The court determined that this was a fatal defect in the DA, and set it aside, directing the City to rescind its approval.

In 2013, in an effort to correct the defects in the 2008 DA, Surland applied to the City, and the City approved, the existing DA in its original form. This DA, titled the Amended and Restated Development Agreement, was limited to the lands within the ESP area; this remains the scope of the lands covered by the existing DA. The 2013 DA was to extend for a period of twenty-five (25) years and in general provided for the following:

Surland would:

1. Pay the City \$10 million (the "Swim Center Contribution"), in two installments, with such funds to be used by the City for the construction of a public swim center; and
2. Dedicate to the City approximately 16 acres of land within the ESP area to be used for the public swim center.

In exchange for these public benefits, the City would:

1. Freeze the rules and regulations applicable to development of the ESP area, including the development impact fees applicable to the ESP area, to those in effect on the effective date of the DA, thereby relinquishing its authority to adopt new rules or change the existing rules.
2. Reserve for Surland up to 2,250 Residential Growth Allotments (RGAs) under the City's Residential Growth Management Ordinance, with a maximum of up to 225 RGAs available each year;
3. Deem Surland to have fully satisfied all Community Park Fee obligations for ESP development through the 16-acre land dedication for public swim center;
4. Provide Surland's ESP development with potable water supplies for the 25-year term of the DA at no cost to Surland;
5. Provide Surland's ESP development with wastewater treatment capacity at the City's wastewater treatment plant for up to 800 single-family residential units at no cost to Surland, and grant Surland priority access to purchase additional treatment capacity (estimated value \$5.38 million); and
6. Provide Surland's ESP development with wastewater conveyance capacity in the City's existing sewer system for up to 550 single-family residential units at no cost to Surland, and grant Surland priority access to purchase additional conveyance capacity (estimated value \$885,500).

To date, the City has approved tentative subdivision maps for nearly the entire original Ellis Specific Plan area (965 lots) and issued 536 building permits at Ellis. The City also approved a General Plan amendment in 2021 to enable the Avenues area to be annexed into Ellis, and to provide the Avenues area with access to RGAs by including it within the City's growth areas, regardless of its inclusion in the Ellis DA.

In July 2014, the City and Surland executed the First Amendment to Amended and Restated Development Agreement (the "First Amendment"). The First Amendment allowed Surland to defer its installment payments for the \$10 million. In September 2014, Surland made the first installment payment of \$2 million dollars, and pursuant to the First Amendment, the second Swim Center Contribution payment of \$8 million was deferred to September 15, 2015. In November 2020, Surland provided an irrevocable offer of dedication (IOD) to the City for approximately 16 acres of land in the ESP area for use as the public swim center. The City recorded the IOD on January 28, 2021 (San Joaquin County Recorder's Document Number 2021-016679), and can now accept the dedication at any time. As a result, the City now controls the 16-acre swim center site.

Following their execution of the First Amendment, the City and Surland executed three (3) tolling agreements to further defer Surland's second Swim Center Contribution payment of \$8 million.

In July 2016, Surland submitted a request for a second amendment to DA, and on August 16, 2016, Council authorized staff to commence negotiations with Surland. The scope of the DA negotiations was subsequently expanded on July 5, 2017, and the City and Surland then executed a fourth tolling agreement to provide them with time to negotiate the expanded terms of the second amendment. The expanded scope of negotiations included having Surland consider whether it could provide design and construction services for the swim center, in lieu of making the final, \$8 million Swim Center Contribution payment. At the time, the City and Surland believed that having Surland assume responsibility for the design and construction of the swim center would be a benefit for the City by reducing its costs and by accelerating the construction and completion of the swim center.

Negotiations for the second amendment extended for over a year, and in May 2018, the City and Surland executed the Second Amendment to the Amended and Restated Development Agreement (the "Second Amendment"). (Attachment B) The Second Amendment was challenged in court and, in September 2020, the San Joaquin County Superior Court ruled that the Second Amendment suffered from the same defect as the 2008 DA and ordered the City to rescind its approval and set aside the Second Amendment. In January 2021, the City and Surland appealed the Superior Court's ruling to the Third District Court of Appeals. The appeal stayed the effect of the Superior Court's order and, as a result, the Second Amendment remains in effect while the appeal is pending. Consequently, unless and until the Court of Appeal affirms the ruling of the Superior Court, the existing DA between the City and Surland consists of the 2013 DA, as amended by the First and Second Amendments.

As a result of the Second Amendment, the existing DA provides for the following:

Surland's Rights & Obligations:

- Public Swim Center Rights & Obligations:
 1. Surland shall design and construct the public swim center, based on City-approved designs and using City funding.

2. Surland shall provide the first \$8 million in design and funding services at no cost to the City, in lieu of making \$8 million second payment of Swim Center Contribution under original DA.
 3. Surland to pay up to \$100,000 in design costs for the swim center.
 4. Surland to design, construct and fund up to \$150,000 the Aquatic Center entrance sign.
 5. Surland's initial \$2 million Swim Center contribution shall be used to refund Surland for subsequently incurred design costs.
 6. Surland shall own all studies, reports and designs for the public swim center prepared by Surland, which materials shall not be used by the City in any manner without Surland's consent, until Surland is fully reimbursed for all costs, at which time the materials shall be co-owned by Surland and the City.
 7. Surland to have expanded naming rights for the public swim center, and exclusive rights to the placement of signs, advertising, and other marketing tools (details provided in Exhibit A to the Second Amendment).
 8. ESP Residents and business to receive all-access family passes to the public swim center in exchange for annual CFD 2016-2 maintenance fee of \$110 per year; per Surland's consultants, the cost of an annual swim center pass for non-ESP families is estimated to be \$875 and are not required to join the Citywide Services CFD.
 9. Surland to have priority access to purchase tickets to all events held at the public swim center (details provided in Exhibit A to the Second Amendment).
 10. Surland to select a location within the public swim center for a private cabana reserved for Surland's exclusive use, subject to Surland's funding of the costs of the structure (details provided in Exhibit A to the Second Amendment).
 11. In exchange for 16-acre land dedication, Surland shall be deemed to have satisfied its Community Park Fee obligations for all ESP development.
- RGA Rights & Obligations:
 12. Surland no longer limited to 225 RGAs per year or 2,250 RGAs over the life of the DA for the ESP area.
 - Fee Related Rights & Obligations:
 13. Surland shall not be required to pay certain development impact fees until the close of escrow for each residential unit, and until the final inspection for each commercial project (normally due at issuance of building permit).
 14. Surland is eligible for credits or reimbursements for constructing program infrastructure immediately upon execution of an infrastructure improvement agreement (normally developer not eligible until improvements are built and City Council accepts the improvements).
 - Park Related Rights & Obligations.
 15. Surland deemed to have satisfied all Community Park Fee obligations by its 16-acre land dedication for the public swim center.

16. Planning, approval, development and maintenance of neighborhood parks shall be in according to DA instead of normal City requirements.

- Extended Building Permits.

17. The term of building permits issued for ESP development is extended to 24 months (fees normally expire after 12 months, but they can be extended with approval from the jurisdiction for up to 24 months). Fees, however, are calculated on a 12 month assumption. Offering an extension of the fee could lead to shortfall in revenues related to the fees.

City's Rights & Obligations:

- Vested Rights Obligation.

1. City shall freeze the rules and regulations applicable to ESP development, including the amounts of development impact fees, to those in effect on the original effective date of the DA;

- Public Swim Center Rights & Obligations.

2. City shall provide \$44 million in funding for the public swim center (\$35 million, plus \$9 million contingency).

3. City shall review and approve a "final conceptual plan" for the public swim center.

4. City responsible for any additional costs if the City changes design after the "final conceptual plan" is approved
City's obligation now \$55 million.

- City Services Obligations.

5. City shall not impose any additional funding requirements on the ESP area for specified City services beyond those set forth in the Ellis CFD 2016-2.

- Fee Related Obligations.

6. City shall execute an agreement with Surland to implement Surland's fee credit and reimbursement rights as set forth in the DA. The Master Program Improvements Credits and Reimbursement Agreement was entered into on November 27, 2018.

- Indemnity Obligation.

7. City shall indemnify Surland for claims arising out of City's operation of public swim center and the swim center agreement.

Summary of Key Terms in Proposed Third Amendment:

Surland's present application was received by the City on September 23, 2021, in the form of an "Amendment to Development Agreement Outline" (Attachment C). This Outline proposes numerous amendments to the existing DA grouped into two (2) broad categories: "Aquatic Center" and "Ellis/Avenues." Within the "Ellis/Avenues" category are three subcategories labeled "Ellis Specific Plan Infrastructure," "Fees & Charges," and "Program Improvements Fees and Reimbursements." Each amendment proposal is summarized below, followed by staff comments and responses in italics.

A. AQUATIC CENTER. With respect to the proposed public swim center, Surland

proposes the following:

1. Surland would relinquish, and the City would assume, control of the construction documents, project bidding, and construction of the public swim center.

In having to re-assume control of construction of the swim center, the City would be relinquishing one of the few benefits that it received from the Second Amendment to the DA. As explained above, both the City and Surland anticipated that having Surland design and construct the swim center would reduce costs and accelerate the construction of the swim center. However, since the Second Amendment was approved, staff and Surland have realized that Surland cannot publicly bid the project and the costs to construct the facility will require prevailing wages, since public funds are being used. Consequently, staff believes that centralizing the responsibility for developing design and construction as well as bidding and constructing the project will streamline the delivery of this project. Staff could recommend that Council agree to this proposal to make greater progress on the swim center, provided that (a) Surland immediately, or as soon as reasonably feasible, pay the remaining \$8 million swim center contribution required under the original DA; and (b) the City would assume control of the design process. Staff further notes that the proposed third amendment may also impact the timeline for the swim center if negotiations are protracted.

2. The following “exhibits” be added to the DA.
 - a. Aquatic Center Final Conceptual Plan
 - b. Conceptual Plan Measure V and budget of \$65 million
 - c. Aquatic Center Impact Fee Program Funds Conceptual Plan expansion area
 - d. Aquatic Center Impact Fee Program and Plan C funds previously committed to the Aquatic Center shall only fund the Final Conceptual Plan future expansion areas

Staff does not recommend that Council agree to this proposal for the following reasons:

- a. *It would bind the City to, and give Surland veto power, over any future changes to the Conceptual Plan, thereby relinquishing the City’s discretion to make changes to the Plan, with no corresponding benefit to the City.*
 - b. *Same reasons as stated above for the Plan, but also with respect to the budget (City’s contribution is \$55 million; Surland contribution to date is only \$2 million).*
 - c. *Same reasons as above with respect to the Plan and the budget; also, there is currently no such “Aquatic Center Impact Fee Program.”*
 - d. *Same as above.*
3. Surland would retain control over the design development package until it is complete, including the Council-approved conceptual plan, architectural elevations, thematic design, signage, and wayfinding, color, and materials palette for the Aquatic Center.

Staff does not recommend that the Council agree to this proposal. See responses

to A.1 & A.2 above. Staff does not recommend that the City allow a third party to control the design process for a public facility that is primarily funded by public monies. Moreover, because the City will now be responsible for preparing construction documents and improvement plans, it is important to have the same entity manage and oversee the development of both design and construction documents in order to streamline the delivery of the project.

B. ELLIS/ AVENUES

1. At City request Surland agrees to advance over twelve million dollars in funding for City infrastructure.

The City is currently processing an application for a vesting tentative map for the Avenues property. Consistent with existing state laws and City policies, funding for infrastructure for residential development will be addressed through the map approval process. Therefore, the current map application process is the appropriate venue for addressing this infrastructure funding question.

2. The Avenues neighborhood of Ellis shall be annexed into the existing and approved 2016-2 ECFD. All terms for services and facilities shall remain the same.

Staff does not recommend that the City Council accept this proposal. The City is currently processing an application for a vesting tentative map for the Avenues property. Consistent with existing state laws, City policies and consistent with the City Council's direction received on April 20, 2021, conditions for funding for Citywide Services for residential development should be addressed through the subdivision map approval process. Staff recommends that the Avenues neighborhood be treated as all other proposed residential subdivisions in the City and either (a) fund services through existing Citywide Services CFD, or (b) provide direct funding, consistent with the options provided in the City's standard conditions of approval for funding City services.

3. The ECFD shall fund, through bond sales, the following facilities:
 - a. The ECFD shall advance funding for Wastewater Phase 2A (Phase 2A and 28 previously identified as Phase 1 in the DA and the ESP) treatment plant expansion, and collection in the amount of \$4,940,160.00.
 - b. The ECFD shall advance funding for Water to fund the acquisition of new water sources and transmission in the amount of \$5,538,240.00.
 - c. The ECFD shall advance funding for Public Safety to fund construction of Fire Station #99 in the amount of \$1,750,080.00
(Amendment(s) to reimbursement and fee credit agreement(s) shall be signed identifying all relevant updates (including the above prepaid fees) prior to release of the above funding)

The City regularly works with developers to facilitate the issuance of bonds to finance public infrastructure in accordance with the Mello-Roos Community Facilities Act of 1982 ("Mello-Roos Act"; Gov. Code §53311-53368.3). Staff recommends against

including such specific financing details in a DA. In addition, this proposal would circumvent the City's ability to prioritize infrastructure needs by directing fees to specific projects, like Fire Station #99. Finally, the Ellis Financing Improvement Plan (FIP) approved by the City was approved specifically for, and limited to, the ESP area. Expanding the FIP beyond the ESP area may create a funding shortfall both in Ellis FIP and in the Master Plan Impact Fees where projects, like the Avenues, have been considered when developing the fees.

4. The Avenues neighborhood shall become subject to the development agreement except for Section 1.07 (a) to (f)(2), and the term of the development agreement shall be amended to begin on the effective date of this amendment.

Staff does not recommend that the City Council accept this proposal, as it would have significant adverse implications on the City's infrastructure funding programs and Master Plans by extending the provisions of the Ellis Development Agreement's Finance and Implementation Plan to the Avenues property and removing the Avenues from the City's infrastructure and public services Master Plans, with no corresponding benefit to the City. In addition, accepting this proposal would extend the existing term of the DA by eight (8) years, deferring the termination date from 2038 to 2047, with no corresponding benefit to the City. Finally, with respect to Surland's proposal to exclude the Avenues from the RGA benefits of the existing DA (Sections 1.07(a) to (f)(2)), Staff notes that the Avenues was made eligible for RGAs through the City's approval of the recent merger of the Avenues Specific Plan area into the ESP (April 2021), and the City received no corresponding benefit from Surland in exchange for this extension of RGA eligibility to the Avenues property.

C. Ellis Specific Plan Infrastructure

1. With respect to current and future Ellis Specific Plan Property, Public Buildings/Facilities fees collected from any Ellis Specific Plan ("ESP") Property shall be reserved and only applied to constructing a new Fire Station #99 ("Fire Station") on Valpico Road near ESP until the station is constructed and operational. Current fees paid are approximately \$1,795,164.00.

Staff does not recommend that the City Council accept this proposal, as it would strip the City of its discretion to direct the use of Public Buildings/Facilities fees to the City's priorities and require the City to divert such funds to benefit a single property owner, with no corresponding benefit to the City. (Also, see comments on B.3 and B.4)

2. Currently Ellis is designing and constructing Storm Basin 3A as a program improvement for the City.
 - a. Owner, at Owner's discretion, sole cost and expense, shall have the right to deepen or otherwise improve the basin to create additional Owner capacity. The cost of deepening and/or improving the basin to create additional capacity shall be recognized as program improvements.

Staff does not recommend that the City Council accept this proposal. Storm Basin

3A is a critical component of the City's storm drainage system that will be engineered and designed to serve a specific development area in accordance with the City's design standards and master plans. The City Engineer is solely responsible for all engineering, design and capacity determinations for critical City infrastructure. In addition, the proposal to have the basin improvements and additional capacity recognized as "program improvements" would require the City and City-wide property owners to subsidize project-specific improvements because project costs would be spread to non-benefitting properties. (See comments on B.4)

3. The Ellis Avenues neighborhood has agreed to advance certain funding and construct identified infrastructure for the Fire Station #99. Within one year after this Amendment is approved all public infrastructure constructed in Valpico Road for the benefit of the Fire Station and/or the City of Tracy, including storm, sewer, and water infrastructure, shall be identified, and included as program Improvements.

Staff does not recommend that the City Council accept this proposal, as it would have significant adverse implications on the City's infrastructure funding programs and Master Plans by shifting a significant portion of the cost burden for the above-described infrastructure from Surland (and other property owners that may develop the benefiting properties) to the City, with no corresponding benefit to the City. (Same as B.3 and B.4 and C.1)

4. Past and future Public Building and Public Safety fees, other assistance provided by ESP Properties to City to extend infrastructure to the Fire Station site, and design assistance of the Fire Station fully satisfies Owner's obligation concerning fire service and safety and neither the City nor the Fire Authority shall impose any other requirements upon Owner concerning capital or operational expenses for fire service. There shall be no other obligations for fire facilities required for the full build out of the ESP and DA Property regarding Fire.

Staff does not recommend that the City Council accept this proposal, as it would have significant adverse implications on the City's Public Building and Public Safety infrastructure funding programs and Master Plans by shifting portions of the cost burden for such facilities from Surland (and other property owners that may develop the benefiting properties) to the City, with no corresponding benefit to the City. In addition, the City does not have the power or authority to bind the South San Joaquin County Fire Authority or prevent it from imposing requirements relating to its provision of fire protection services.

D. Fees & Charges

1. The City shall charge a fee established by the City Council or charge cost recovery under an agreement between the City and the Owner or Owner's agent/affiliate for all applications, plan check, review, inspection, or other City charges for work. City shall not charge both. If a fee has been established then the City shall charge the fee, and all other charges shall not be applicable or imposed but if charged by City and paid by Developer then refunded to Owner within thirty (30) days.

Staff does not recommend that the City Council accept this proposal. The City's Master Fee schedule was duly adopted by the City Council and the City has been implementing that schedule appropriately in all respects. The City does not double charge for any application processing services.

2. City shall not charge fees for inspection or plan check that do not directly relate to the subject inspection and plan check work.

Staff does not recommend that the City Council accept this proposal. The City does not charge inspection or plan check fees that do not directly relate to the subject inspection and plan check work.

E. Program Improvements Fees and Reimbursements

1. Fee credits or infrastructure capacity may be applied to any Owner or Owner's property within the ESP, or DA property, which is expressly described and identified in the ESP or DA

Staff does not recommend that the City Council accept this proposal, as it could have significant adverse implications on the City's fee programs and its allocation of limited infrastructure capacity and would be consistent with the provisions of Title 13 of the Tracy Municipal Code as it applies to fee credits. It would also require the City to extend to the Avenues property certain existing DA benefits intended solely for the original Ellis property, without any corresponding benefit to the City.

2. Program/Public Improvement Infrastructure:
 - a. Section 1.18 shall be updated from "plan check" to "plan check and inspection".

Staff does not recommend that the City Council accept this proposal, as it would require the City to substantially subsidize processing costs for the Ellis and Avenues projects, without any corresponding benefit to the City.

3. Water
 - a. ESP Property has previously funded all water impact fees and/or constructed required water system improvements and shall not be responsible for paying any further current or future water impact fees or construction of additional program water system public infrastructure or supply. All program improvements for the ESP and Master Plan MP or Ellis Finance and Implementation Plan ("EFIP") impact fee water components are conclusively deemed to fully and completely satisfy Owners' obligation. The Owner has no additional obligations to the City concerning the provision or delivery of water and the City shall not impose any further program improvements, for the build out of the maximum ESP as authorized in the ESP and General Plan, including but not limited to pressure reducing valves or any other improvements in excess of typical in-tract neighborhood water infrastructure improvements

Staff does not recommend that the City Council accept this proposal, as it could have significant, adverse impacts on the City's fee program, result in the under-collection of impact fees, and require the City to establish and fund a new Capital Improvement Program to fund water infrastructure for a single development project. Such effects could require the City to allocate general fund revenues to subsidize a single development project, without any corresponding benefit to the City.

4. Wastewater collection system

- a. ESP Property shall pay the applicable finance plan wastewater fee. City, at City's sole cost expense, shall provide all necessary collection capacity when needed by implementing improvements infrastructure.

Staff does not recommend that the City Council accept this proposal, as it could have significant, adverse impacts on the City's fee program, result in the under-collection of impact fees, and require the City to establish and fund a new Capital Improvement Program to fund water infrastructure for a single development project. Such effects could require the City to allocate general fund revenues to subsidize a single development project, without any corresponding benefit to the City.

Environmental Review

The City Council's requested action is exempt from environmental review under the California Environmental Quality Act (CEQA) under Section 15061(b)(3) of the CEQA Guidelines (14 Cal. Code Regs. § 15061(b)(3)), because it can be seen with certainty that authorizing Staff to initiate negotiations with Surland for a third amendment to the Surland DA will not have a significant effect on the environment. If such negotiations produce a proposed DA amendment, the nature and scope of the proposed amendment will dictate whether any new environmental review is required.

FISCAL IMPACT

The fiscal impact of the proposed amendment will depend on Council's direction.

RECOMMENDATION

Staff recommends that the City Council consider authorizing staff, by motion, to negotiate a third amendment of the Surland DA and if authorizing negotiations, provide direction to staff on proposed deal terms.

Prepared by: Bob Adams, Interim City Manager
Daniel Doporto, Special Legal Counsel
Leticia Ramirez, City Attorney

Reviewed by: Bill Dean, Interim Development Services Director
Robert Armijo, City Engineer
Brian MacDonald, Parks and Recreation Director
Karin Schnaider, Finance Director
Midori Lichtwardt, Assistant City Manager

Approved by: Bob Adams, Interim City Manager

ATTACHMENTS:

- A - Procedures and Requirements for Consideration of Development Agreements
- B - Second Amendment to Amended and Restated Development Agreement By and Between the City of Tracy and Surland Communities LLC
- C - Amendment to Development Agreement Outline, The Surland Companies
September 23, 2021

RESOLUTION 2016-115

REPEALING RESOLUTION 2004-368 AND ESTABLISHING REVISED PROCEDURES
AND REQUIREMENTS FOR THE CONSIDERATION OF DEVELOPMENT
AGREEMENTS

WHEREAS, On November 16, 2004, pursuant to authorization granted in Government Code sections 65864 et seq., the City Council adopted Resolution 2004-368, establishing procedures and requirements for consideration of development agreements, and

WHEREAS, On June 16, 2015, the City Council discussed the development agreement procedures at a regular meeting and directed staff to prepare amendments to the existing procedures and requirements, including provisions related to required public benefits, and

WHEREAS, The City Council wishes to revise the procedures and requirements for future applications;

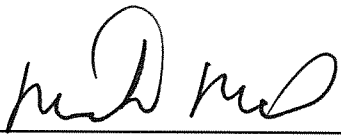
NOW, THEREFORE, the City Council of the City of Tracy resolves as follows:

1. Resolution 2004-368 is repealed in its entirety.
2. The Procedures and Requirements for Consideration of Development Agreements, set forth in the attached Exhibit "A", are adopted.

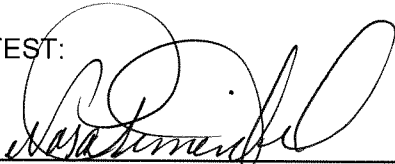
* * * * *

This Resolution 2016-115 was passed and adopted by the Tracy City Council on June 7, 2016, by the following vote:

AYES:	COUNCIL MEMBERS: MITRACOS, VARGAS, YOUNG, RICKMAN, MACIEL
NOES:	COUNCIL MEMBERS: NONE
ABSENT:	COUNCIL MEMBERS: NONE
ABSTAIN:	COUNCIL MEMBERS: NONE



MAYOR

ATTEST:


CITY CLERK

EXHIBIT "A"

**REGULATIONS AND REQUIREMENTS
FOR CONSIDERATION OF DEVELOPMENT AGREEMENTS**

PART I, APPLICATION

- A. Authority for Adoption; Purpose; consistency with State Law
- B. Application
- C. Public Benefit
- D. Qualified Applicants
- E. Qualified Property
- F. Staff Review of Application

PART II, CONTENTS, HEARINGS, AND OFFICIAL ACTIONS

- G. Contents
- H. Notice of Hearings; Environmental Review
- I. Planning Commission
- J. City Council
- K. Ordinance Approving the Development Agreement

PART III, DEVELOPMENT RIGHTS; PERIODIC REVIEW

- L. Development Rights
- M. Periodic Review

PART I – APPLICATION

A. Authority for Adoption; Purpose; Consistency with State Law

These regulations are adopted under the authority of Government Code Sections 65864 et seq. The City's consideration and approval of a development agreement is discretionary; there is no requirement to approve such an agreement. The purpose of a development agreement is to assure the developer certain vested rights to proceed with a development over time. In exchange, the developer proposes and the City accepts certain public benefits that would not otherwise be required for the project. In any conflict or interpretation issue between these provisions and requirements of state law, state law will control.

B. Application

1. An application for a development agreement must be submitted to the Development Services ("DS") Department. The minimum requirements for the application and the information and data are set forth in Section B.2 below.
2. The application shall include, for each development agreement requested:

- a. signatures of all property owner(s);
- b. the proposed duration of the agreement (Gov't. Code §65865.2.);
- c. the proposed permitted uses, density or intensity of use, the maximum height and size of proposed buildings (Gov't. Code §65865.2.);
- d. proposed public benefit offered to the city as an incentive for consideration of the application, based on the examples set forth in Section C below;
- e. a map drawn to scale showing the property and the property lines for the properties within 300 feet of the exterior boundary lines of the subject property. This includes the names of all the streets and of the assessor's parcel numbers (APNs) of each parcel shown on the map;
- f. the names and mailing addresses as listed on the latest assessment roll of the owners of the property shown on the map;
- g. the legal description, the assessor's parcel number(s), and the street address(es) of the subject property;
- h. a list of other applications filed concurrently with the development agreement application;
- i. a signed City cost recovery agreement, under which the developer agrees to pay for staff and City consultant time in reviewing and processing the application(s) (Gov't. Code §; and
- j. other information the DS Director considers necessary to process the application..

C. Additional Public Benefit

A development agreement shall obligate the developer to provide additional public benefits, beyond what is already required under existing codes and master plans, as the City may deem necessary or appropriate. The additional public benefits are in addition to any fees, exactions or conditions which the City otherwise requires of the applicant as a condition of project approval, (and may include those which otherwise would require compliance with the Mitigation Fee Act (Government code Section 66000 and following), if there were no development agreement. The additional public benefits may include, but are not limited to, the following (including monetary contributions to the City for these purposes):

1. Construction, installation, and/or ongoing maintenance of public facilities and/or public improvements (other than those required as a condition of approval of a project);

2. Construction or installation of a public facility or improvement on the CIP project list that:
 - (a) benefits other property in addition to the subject property;
 - (b) is in accordance with a schedule that requires completion of the infrastructure before it is needed for the project; and
 - (c) is a condition of final map approval or the issuance of building permits for some or all components of the project.

The developer's cost may be subject to partial reimbursement over time as other properties develop;

3. Acquisition and/or transfer or dedication of land to the City (or other public agency) for public uses (other than as required as a condition of approval of a project); and
4. Other similar public benefits not specifically designated in this Policy.

D. Qualified Applicants

Only a qualified applicant may file an application to enter into a development agreement. A qualified applicant is a person who has legal or equitable interest in the real property which is the subject of the development agreement. The DS Director shall require an applicant to submit proof of his or her interest in the real property. The City may require an applicant or agent to submit a title report or other evidence to verify the applicant's legal or equitable interests in the subject property.

E. Qualified Property

1. Within City limits. The property to be the subject of the development agreement shall be situated within the City limits and shall represent an appropriate parcel or parcels, as to ownership and parcel configuration, size and location, as determined by the DS Director, to assure the development of the property consistent with the policies, goals, standards and objectives of City's General Plan, applicable specific plan, and City ordinances and policies pertaining to the property.

2. Outside City limits. Property not within the City limits but within the City's sphere of influence may be the subject of a development agreement conditioned upon the annexation of the property to the City within a specified time.

For property not within the City limits and subject to an existing development agreement with the county, Government Code section 65863.5 will apply.

F. Preliminary Review of Application

1. The Staff will review the application and accept it for filing if it is complete and accurate.

2. For a completed application, Staff will prepare a report and recommendation to the City Council. The Council will consider the application and determine whether the proposed public benefits (beyond what is otherwise required for the project) warrant undertaking negotiations with the applicant. The Council shall either reject the request or authorize staff to negotiate and process the development agreement application.

PART II - HEARINGS AND OFFICIAL ACTIONS

G. Contents

1. General. In addition to the mandatory requirements of Government Code Section 65865.2, the development agreement must include the following:
 - a. the additional public benefit, as described in subsection C above.
 - b. a requirement that the applicant hold harmless, indemnify and defend the City from suits and actions arising in connection with the development agreement, to the satisfaction of the City Attorney.
 - c. that the City may impose a later condition if: (a) the condition is required to comply with state or federal law, or (b) a failure to do so would place the residents or the immediate community, or both, in a condition dangerous to their health or safety, or both. (Gov't. Code §66498.1.)
 - d. The development agreement may be amended, or canceled in whole or in part, by mutual consent of the parties or their successors. Notice of intention to amend or cancel any portion of the agreement shall be given in the manner provided by Government Code section 65867. An amendment is subject to Section 65867.5, Findings of consistency. (Gov't. Code §65868.)
2. Subdivision. If the development agreement includes a subdivision of 500 dwelling units or more, it may not be approved unless the agreement provides that any tentative map prepared for the subdivision comply with Government Code section 66473.7 regarding sufficient water supply. (Gov't. Code §65867.5.)

H. Notice of Hearings; Environmental Review

1. Notice of hearings before the Planning Commission and the City Council to consider a development agreement shall be given in the manner provided in Government Code Section 65864 et seq.
2. The notice and public hearing on the development agreement may be combined with the notice and public hearing for an application for rezoning, development

review permit, subdivision map or other land use entitlement pertaining to the same property.

3. If a development agreement qualifies as a project under the California Environmental Quality Act and implementing regulations, it is subject to environmental review as required by applicable law.

I. Planning Commission

The Staff will submit the proposed development agreement to the Planning Commission for a public hearing when all of the necessary reports and recommendations are complete. The development agreement may be considered concurrently with other discretionary permits or approvals for the project.

The Planning Commission shall serve as the planning agency on applications as required by Government Code Section 65867, including determining its consistency with the General Plan, any applicable specific plan, city ordinances and regulations.

After the public hearing, the Planning Commission shall render its decision in the form of a resolution with written recommendation to the City Council. The report and recommendation shall include proposed findings as required by Section J (4) below.

J. City Council

1. After its public hearing, the City Council in the exercise of its legislative discretion shall determine whether or not to approve, modify or disapprove the development agreement.
2. Approval of a development agreement is a legislative act. Even if the findings set forth in subsection (4) below can be made, the City Council, in its sole discretion, may deny approval of the development agreement on the grounds that the development agreement is not in the public interest.
3. After the Planning Commission has made a recommendation to the City Council, the City Council's action to modify the proposal may, but need not be, referred back to the Planning Commission for its review and recommendation, without the necessity for a further public hearing before the Planning Commission.
4. The Council shall not approve the development agreement unless it (a) includes all of the mandatory requirements of Government Code section 65865.2 and (b) the Council finds the agreement is consistent with the General Plan and any applicable specific plan (Gov't. Code §65867.5.).

K. Ordinance Approving the Development Agreement

1. If the City Council approves the development agreement, it shall do so by the adoption of an ordinance setting forth the required findings and authorizing the Mayor to execute the development agreement.
2. After the ordinance approving the development agreement takes effect (30 days after adoption), the Mayor shall execute the development agreement on behalf of the City. The effective date of the development agreement is the effective date of the ordinance approving the agreement.
3. Within ten days after the City enters into a development agreement, the City Clerk shall record a copy with the County Recorder. (Gov't. Code §65868.5.)

PART III- DEVELOPMENT RIGHTS; PERIODIC REVIEW

L. Development Rights.

The City's regulations and official policies governing the permitted uses of land, density, design, improvement and constructions standards and specifications applicable to development of the property shall be those regulations and official policies in effect at the time of the agreement, unless otherwise provided in the development agreement. However:

1. the development agreement may not authorize regulations not permitted under the City's zoning ordinance.
2. the City may impose a later condition if: (a) the condition is required to comply with state or federal law, or (b) a failure to do so would place the residents or the immediate community, or both, in a condition dangerous to their health or safety, or both. (Gov't. Code §66498.1.)
3. in subsequent actions applicable to the property, a development agreement does not prevent the City from applying new regulations and policies which do not conflict with those in effect at the time of the agreement. (Gov't. Code §65866.)
4. if state or federal laws or regulations enacted after a development agreement has been entered into prevent or preclude compliance with one or more provisions of the development agreement, those provisions shall be modified or suspended as may be necessary to comply with the state or federal laws or regulations. (Gov't. Code §65869.5.)

M. Periodic Review

The DS Director shall on an annual basis and at any other time that the he or she determines to be appropriate, review the extent of good faith substantial compliance by the developer with the terms and conditions of the development agreement. The periodic review shall be limited in scope to compliance with the terms and conditions of the development agreement. The costs of

notice and related costs incurred by the City for the annual review shall be borne by the developer. Failure of the City to conduct a periodic review shall not constitute a waiver by the City of its rights to enforce the provisions of a development agreement, nor shall a developer have or assert any defense to such enforcement by reason of such failure to conduct a periodic review.

Doc #: 2018-055247
05/18/2018 09:22:47 AM
Page: 1 of 59 Fee: \$0
Steve J. Bestolarides
San Joaquin County Recorders
Paid By: SHOWN ON DOCUMENT



Recording Requested By:

Adrianne Richardson
City Clerk

Return To:

City Hall
City Clerk's Office
333 Civic Center Plaza
Tracy, CA 95376

Document Title

SECOND AMENDMENT TO AMENDED AND RESTATED DEVELOPMENT
AGREEMENT BY AND BETWEEN THE CITY OF TRACY AND
SURLAND COMMUNITIES, LLC

SECOND AMENDMENT TO AMENDED AND RESTATED DEVELOPMENT
AGREEMENT BY AND BETWEEN THE CITY OF TRACY AND
SURLAND COMMUNITIES, LLC

This SECOND AMENDMENT TO AMENDED AND RESTATED DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF TRACY and SURLAND COMMUNITIES, LLC (the "Second Amendment") is made and entered into as of this 3rd day of May, 2018 (the "Effective Date") by and between the CITY OF TRACY, a municipal corporation ("City"), and SURLAND COMMUNITIES, LLC, a California limited liability company ("Owner"), pursuant to Government Code sections 65864 et seq. and City Resolution No. 2004-368 which establishes the rules, regulations and procedures for the approval, operation and modification of development agreements and the provisions of that certain Amended and Restated Development Agreements By and Between The City of Tracy and Surland Communities, LLC dated April 18, 2013 and recorded on September 17, 2013 under Recorder's Serial No. 2013-119548, Official Records of San Joaquin County, California (the "Development Agreement").

Exhibits A, B, C, D are attached.

RECITALS

A. The City and Owner entered into the Development Agreement in order to strengthen the public planning process and encourage private participation and the funding of community benefits and amenities that could not otherwise be required under controlling law. Among other things, the Development Agreement provides for Owner to (i) provide \$10,000,000 (the "Owner Swim Center Contribution") to be used to design and fund the construction of a public swim center (the "Swim Center"), and (ii) offer to dedicate approximately 16 acres of land to the City, which will be used for the proposed Swim Center (the "Land Dedication Offer"). The Development Agreement also provides that, in exchange for the Owner Swim Center Contribution and Land

Dedication Offer, the City shall reserve and Owner shall be eligible for the allocation of up to 2,250 Residential Grown Allocations (“Subsection F.3. RGAs”) to be used exclusively on the Property.

B. On October 14, 2014 (Recorders Serial # 2014-097799), Owner timely made Owner’s Land Dedication Offer. Under the Agreement to Extend (Recorder’s Serial # 2015-073934), the City had until September 15, 2016, to accept the Land Dedication Offer or the City would be deemed to have rejected the Land Dedication Offer and the land would be available for development by Owner consistent with the Ellis Specific Plan. Following Owner’s submittal of the Land Dedication Offer, the City and Owner agreed that there is an alternate location in the Ellis Specific Plan area that may be preferable as the location for the proposed Swim Center, and Owner agreed to prepare and submit to the City a revised land dedication offer (the “Revised Land Dedication Offer”) to replace the original Land Dedication Offer.

C. Under the Development Agreement, the Owner Swim Center Contribution was due in two (2) installment payments. Owner timely made Owner’s First Swim Center Payment on September 5, 2014. Owner’s second installment payment of \$8,000,000 (“Owner’s Second Swim Center Payment”) is a subject of this amendment.

D. On August 16, 2016, the City Council approved Owner’s request to negotiate a second amendment to the Development Agreement to extend the deadline for Owner’s Second Swim Center Payment and the deadline for the City’s acceptance of the Land Dedication Offer, in exchange for Owner’s providing to the City certain infrastructure improvements relating to the proposed Swim Center.

E. To give the Parties time to prepare and process Owner’s requested Development Agreement amendment, the City and Owner executed that certain Agreement To Toll And Extend

The Dedication Acceptance Period And The 60-Day Cure Period Respecting The Second Swim Center Payment Under Amended And Restated Development Agreement By And Between The City Of Tracy And Surland Communities, LLC (the “First Tolling Agreement”), by which the City and Owner agreed to: (i) extend the sixty-day cure period for Owner’s Second Swim Center Payment to September 5, 2017; (ii) extend the time period for the City’s acceptance of the Land Dedication Offer to November 24, 2017; and (iii) require Owner to deliver the Revised Land Dedication Offer not later than September 15, 2017.

F. In December of 2016, the City and Owner began discussions to expand the scope of the proposed Development Agreement amendment to provide for Owner to assume the obligation to design and construct the proposed Swim Center, and to describe a process by which other real property could become subject to the Development Agreement, subject to future Owner applications and future City approvals. The City and Owner agreed that such expanded negotiations would require additional time to prepare and process the expanded second amendment to the Development Agreement, and on August 15, 2017, the City Council approved that certain Second Agreement To Toll And Extend The Dedication Acceptance Period And The 60-Day Cure Period For The Second Swim Center Payment Under The Amended And Restated Development Agreement By And Between The City Of Tracy And Surland Communities, LLC (the “Second Tolling Agreement”), by which the City and Owner agreed to: (i) extend the sixty-day cure period for Owner’s Second Swim Center Payment to December 5, 2017; (ii) extend the time period for the City’s acceptance of the Land Dedication Offer to December 5, 2017, provided that the City shall not accept the Land Dedication Offer before November 15, 2017; and (iii) require Owner to deliver the Revised Land Dedication Offer not later than December 5, 2017. Subsequently in

November 2017 the parties entered into a third tolling agreement that extends the time for the parties to perform their obligations until April 4, 2018.

G. On February 14, 2018, the City Planning Commission, following a duly noticed public hearing, recommended approval of the Second Amendment. On April 3, 2018, the City Council following a duly noticed public hearing, adopted Ordinance No. 1253 approving this Second Amendment and authorizing its execution. That Ordinance took effect on May 3, 2018 the Effective Date of the Second Amendment.

H. Pursuant to the provisions of the Development Agreement Enabling Resolution, Government Code section 65868 and Section 1.09 of the Development Agreement, Owner has filed with the City an application for an amendment to the Development Agreement. The City found that the Owner was not in default under the Development Agreement, has considered the application and reviewed the substance of the proposed changes, modifications, and amendments contained in this Second Amendment. By entering into and executing this Second Amendment, the parties hereto agree that the Development Agreement shall hence forward be modified and amended as contained herein.

I. This Agreement is consistent with the General Plan and the 2013 Ellis Specific Plan as further amended in 2014. Owner has filed further amendments to the Ellis Specific Plan which are scheduled to be considered by the City Council in March 2018. As required by the General Plan, this Agreement envisions proper environmental analysis and a proper planning process in compliance with controlling law before any approval allowing development can take place.

J. The parties understand and agree that:

(i) In order to achieve area wide consistency in planning and design achieve General Plan goals, policies objectives to efficiently use land and public infrastructure,

and for community consistency Owner intends to annex to the Ellis Property Owners Association all real property which is subsequently subject to the Development Agreement; and, (ii) such other real property may adopt the Ellis Specific Plan design and planning standards for all infrastructure and site improvements.

K. This Development Agreement for all purposes in naming and otherwise shall be referred to as the “Surland Development Agreement”.

NOW, THEREFORE, the parties hereto agree as follows:

1. Incorporation of Recitals: The recitals set forth above are incorporated into this Second Amendment as though set forth in full herein.

2. Section 1.01(j). The Swim Center Obligations, is added as follows. Section 1.01 **The Swim Center Obligations**.

(j) (i) Owner agrees to retain and compensate consultants to design the Swim Center with input from the community and City staff and with direction from the City Council. All true and correct expenses paid by Owner concerning the design and construction of the Swim Center shall be a credit against the Owner’s contribution identified in Recital A. In anticipation of this Development Agreement amendment and at the request of City, Owner retained consultants prior to the approval and execution of this Development Agreement amendment, and funds expended by Owner during the period before the Second Amendment is executed shall be eligible for credits. The parties acknowledge that the studies, reports and designs prepared by Owner’s consultants shall be the property of Owner and shall not without prior written consent of Owner be used by City in any manner. The studies, reports and designs shall be jointly owned by

Owner and City after Owner is fully reimbursed for Owner's costs of obtaining the studies, reports and designs through reimbursements and/or credits unless City is subsequently in default under this Agreement in which case City shall not longer be treated as a co-owner. All studies, reports and designs shall be assigned to City upon Owner's transfer of ownership of the Swim Center to City.

(ii) Before Owner prepares construction improvement plans the City Council shall approve a final conceptual plan. City and Owner shall agree upon a list of design, construction and/or improvements that Owner shall design and/or construct. If, after the City Council approves a final conceptual plan, it decides to modify the plan or add additional features or amenities then the cost of changing the conceptual plan or any design or construction plans relying on the original conceptual plan shall be additive funding provided by the City above the initial Swim Center funding.

(iii) Previously Owner has provided Two Million Dollars of a Ten Million Dollar contribution to the City for the Swim Center. City, in a manner consistent with the performance, funding and construction agreement mentioned subsequently, shall cause the Two Million Dollars initial contribution to be applied to the Swim Center's design and construction activities. If the Swim Center is relocated to a location other than a location within the Ellis Specific Plan area then Owner shall pay the remaining Eight Million Dollar future contribution to the City. However, if the Swim Center continues to be sited within the Ellis Specific Plan area then, since the Two Million Dollar initial contribution has previously been paid by Owner to City, the remaining Eight Million future contribution shall be satisfied in full by Owner providing Swim Center design and construction of improvements equal to Eight Million Dollars in costs incurred by Owner. The initial contribution of Two Million Dollars shall be used to pay for Swim Center

design and construction. The parties shall enter into a design, funding and construction agreement contemporaneously with the approval of this Second Amendment. The City Council has requested Owner facilitate additional design, construction, operations, and improvements beyond the Owner contribution. Owner has agreed and shall facilitate completion of additional design improvements and construction of approved plans beyond Eight Million Dollars with funding provided by City in an amount equal to Thirty Five Million Dollars with a supplementary contingency amount of twenty percent of the total estimated costs of Forty Five Million Dollars (Swim Center Funding). The City shall have the right to review and approve the design and improvement plans and City shall not unreasonably withhold approval. This additional construction of approved plans shall represent Owner's entire obligation to facilitate design and construction improvements for the Swim Center improvements and once the additional agreed upon improvements are constructed Owner's obligation to facilitate design and construction improvements for the Swim Center under this Agreement shall terminate. If the parties agree that Owner shall construct Swim Center improvements in addition to the final conceptual plan approved by City Council and the list of design, construction and/or improvements then the parties shall meet in good faith to negotiate and execute agreements concerning the method of City paying for additional constructed improvements. All subsequent costs shall be paid by the City and not the Owner, and Owner shall have no further financial obligation toward the design, construction, development, operation or maintenance of the Swim Center.

(iv) As required by and according to the manner established by the CFD, each residential lot and Commercial parcel (as defined in subsection v) within the Ellis Property Owners Association (which is defined to mean for purposes of this Agreement a property owners association established by Owner) shall pay an annual fee of \$110 per lot/parcel toward Swim

Center maintenance, which fee shall be adjusted annually according to the applicable community facility district formula.

(v) The residents of each residential dwelling shall receive from the City an annual all access family pass administered by the EPOA, and the Ellis Commercial Association shall receive one all access family pass for each legally created lot designated village center or commercial (Commercial) located within the Ellis Property Owners Association boundary to the Swim Center at no additional cost.

(vi) Owner has made an irrevocable offer to dedicate approximately sixteen acres for a swim center and subsequently the City Council has determined that the Swim Center shall be located at the property offered for dedication, therefore, Owner's contribution of land for the Swim Center shall be equal to and be treated as the dedication of sixteen (16) acres of community park land under the City's parkland dedication ordinance and this credit of sixteen (16) acres of park land and shall be available by Owner and shall be applied at the option of Owner to the Property and/or to such other real property which is subsequently subject to the Development Agreement (DA Property). (The criteria for Owner applying this Agreement to DA Property is explained in subsection 1.07(h) of this Agreement.) After Owner's irrevocable offer of dedication and the City's determination that this land shall be used for the swim center then there shall be no more dedications and/or community park fees collected or paid by any residential or commercial real property within the Property, and any land offered for dedication or community park fees previously collected shall be reimbursed to Owner within thirty (30) days of approval of this agreement which is date of the decision to locate the Swim Center at Ellis. However, the decision of when to accept the dedication of land may be made at any time until the City accepts the Swim Center improvements constructed by Owner.

(vii) If the City elects to construct or authorize Owner to construct the Swim Center using the Owner Swim Center Contribution then the Swim Center shall be named the “Serpa Aquatic Park” for all naming and identification purposes, as further described in Exhibit A, including but not limited to digital, print and signage, the designation of “Les and Carol Serpa Aquatic Park” may also be used. If the City elects to construct or authorize the Owner to construct the Swim Center at the Ellis Swim Center Site, the site shall only be used for a public swim center with only those uses as formally agreed upon by the City and Owner or Owner’s designee. In making the dedication of the real property for the Swim Center it was the intent of the parties that the real property shall only be used for an aquatic park and no other use and the City shall not sell the real property. This term shall survive the term of this Development Agreement.

(viii) City shall promptly and immediately take reasonable actions necessary to expeditiously process all required plans, City Council approval of improvement plans, acquire all land necessary, (including by not limited to easements, real property, entitlements, project approval(s), San Joaquin County approval (s), railroad easements, any other agency approvals), and completion of all actions necessary shall be perfected without unreasonable delay whatsoever, for the approval and start of construction of Storm Basin 3A by Owner or Owner’s designee as soon as practical. Owner or Owner’s designee shall promptly and immediately take reasonable actions necessary to finalize an off-site improvement agreement with City Council approval, and following those actions expeditiously to prepare all required plans, process improvement plans for City Council approval, and commence construction once all permits, easements and other approvals have been provided by the City. The parties agree that in performing this obligation time is of the essence. Unless expressly prohibited by law or expressly required by a condition of a grant, City shall not charge any development, planning or construction fees or charge (including

overhead, plan checking, building permit, project management, or any other fee) for the Swim Center. Any and all regulatory agency fees, or actual special outside plan review costs, including but not limited to the SJCOG conservations easement costs, shall be paid by the City. If improvements are funded by a CFD and funds are available to the City of Tracy from the CFD, no bonding shall be required as part of an improvement agreement or any public improvements.

3. Section 1.07, Residential Growth Allotments, shall be deleted from the Development Agreement and the following inserted in its place:

1.07 **Residential Growth Allotments; Building Permits.**

(a) Treatment of Development Agreement Residential Growth Allocations.

(i) Through this Development Agreement City shall reserve and vest in favor of Owner, and Owner shall be eligible for, the allocation of 2,250 Development Agreement Residential Growth Allotments and building permits (Subsection F.3 RGAs) for residential development on the Property as may be revised from time to time, minus any Subsection F.3 RGAs already issued by City to Owner. As explained subsequently Owner is eligible to receive Subsection F.4 RGAs (Subsection F.4. RGAs or RGAs) and building permits from any available source of allocating RGAs or building permits other than through this Development Agreement. This amendment to the Development Agreement does not exempt building permits from being subject to plan check, building code requirements, and other permit related requirements in effect as of the Effective Date of the amendment to the Development Agreement.

(ii) At Owner's option, Subsection F.3 RGAs may be applied to a project as defined in the GMO on the Development Agreement Effective Date (Project) within the Property's

boundary and all Subsection F.3 RGAs perfected (a RGA is perfected when a residential building permit is issued according to the allocated RGA) for which a building permit is issued shall be deducted from the 2,250 DA RGAs allocated by this Agreement and to DA Property which become part of the Property in accordance with section 1.07(f)(i) through and including (iv), below. For a calendar year where Owner applies Subsection F.3 RGAs to a Project, or more than one Project in that calendar year the Project(s) may not receive more than 225 Subsection F.3 RGAs and building permits. At the end of the calendar year this limitation of receiving no more than 225 Subsection F.3 RGAs and being unable to receive RGAs from other sources for those Projects shall automatically lapse. The Subsection F.3 RGAs applied to the Project(s) and for which building permits are issued shall be deducted from the 2,250 Subsection F.3 RGA allocation derived from and vested by this Development Agreement.

(iii) Except as otherwise provided herein, in no event shall Owner be allocated more than 2,250 Subsection F.3 RGAs from this Development Agreement over the Term of this Agreement (“Overall RGA Maximum”) (the 2,250 Subsection F.3 RGAs includes any Subsection F.3 RGAs allocated by the City to Owner and perfected prior to the Effective Date of this Amendment) which may be applied to the Property.

(b) Treatment of RHNA or unused RGAs that may become available for re-issuance from subsequent rounds of RGA allocations under the GMO or other sources other than this Development Agreement.

(i) This Development Agreement vests Owner with the absolute right to obtain Subsection F.4 RGAs and building permits from any and all other sources. Thus each year Owner

shall be eligible for Subsection F.4 RGAs as provided in the GMO and the GMO Guidelines in effect on the Effective Date (“Annual RGA Eligibility”).

(ii) This amendment is designed to permit additional property to be added to and incorporated in to the Development Agreement and therefore become Property of the Development Agreement, and Owner may apply for RGAs for Projects and home builders within the Property (whether or not annexed to the ESP) area. Owner shall not apply RGAs subject to this Agreement to other real property unless this property has been added to the Development Agreement as Property pursuant to subsection 1.07(h). Owner may allocate RGAs, building permit or both, derived from any source, including the Growth Management ordinance, this Development Agreement, the RHNA or any other sources not specifically identified herein to Projects or homebuilders within the property subject to this Agreement and building permits in certain circumstances may be acquired without an RGA such as through RHNA, and as subsequently provided by this section.

(iii) RGAs secured by Owner by means of any provision of the GMO Guidelines other than subsection F.3, RHNA, subsequent rounds of the allocation of RGAs under the GMO or from any other source other than from Section F.3 RGAs through this Development Agreement shall not be deducted from the Overall RGA Maximum and shall not be subject to a limitation of 225 subsection F.3 RGAs in a single calendar year. The parties acknowledge and agree that Owner has a vested right to receive no more than 2,250 RGAs and building permits through this Development Agreement; however, this limitation of receiving 2,250 RGAs and building permits at a rate of no more than 225 Subsection F.3 RGAs and building permits during a calendar year does not operate in any manner to prevent or frustrate Owner’s efforts to obtain RGAs and building permits from all other sources and applying those RGAs and building permits

to Projects within the Property that do not receive Section F.3 RGAs and building permits during the applicable calendar year.

(c) Owner shall apply to City for Subsection F.3.RGAs and/or Subsection F.4 RGAs (“RGA Application(s)”) according to the Development Agreement and the requisite applicable requirements of the GMO Guidelines in effect on the Development Agreement Effective Date using the Application form attached hereto as Exhibit B or the form then stipulated in the GMO Guidelines then in effect, at the option of the Owner. The form shall designate the Project receiving the Subsection F.3 RGAs/Subsection F.4 RGAs and shall identify whether the application is for Subsection F.3 RGAs or Subsection F.4 RGAs.

(d) Owner shall provide a separate Application for each calendar year in which Owner seeks Subsection F.3 RGAs/Subsection F.4 RGAs. There shall be a separate application for each type of RGA applied for. Pursuant to Section F.4(c) of the GMO Guidelines, Owner shall have the first right and shall be entitled to apply for at any time during the year and obtain for the Property any RGAs not applied for, applied for but not granted, unclaimed, or unassigned to the Tracy Hills project, or granted RGAs which have been rescinded from the Tracy Hills project, according to the maximum amount of RGAs available or prioritized for Tracy Hills through the GMO in any calendar year, during any calendar year during the term of this Agreement and all RGAs obtained through this process and applied to the Project shall not be deducted from the annual Overall RGA Maximum. Owner shall have the right to apply RGAs obtained under this subsection (d) to any DA Properties and these RGAs shall not be subject to the total or annual limitation of Subsection F.3 RGA allocations or be a deduction against the Overall Subsection F.3 RGA Total.

Only Owner may apply for Subsection F.3 RGAs/Subsection F.4 RGAs for property subject to this Agreement, unless Owner notifies City in writing of an exception and designates another entity to apply for RGAs. Pursuant to Section F.4(c) of the GMO Guidelines, City shall notify Owner within ten (10) days of any RGAs not applied for, applied for but not granted, unclaimed, or unassigned to the Tracy Hills project, or granted RGAs which have been rescinded from the Tracy Hills project according to the maximum amount of RGAs available or prioritized for Tracy Hills through the GMO in any calendar year. City agrees to make RGAs available to Owner pursuant to Section F.4(c) of the GMO Guidelines at the earliest possible date such RGAs become available after the time for Tracy Hills to request a RGA has passed or at the earliest possible time to acquire an allocated RGA after the time for Tracy Hills to perfect the allocated RGA has lapsed without Tracy Hills perfecting the allocated RGA pursuant to GMO rules. If RGAs are available Owner shall have the right to apply for Tracy Hills RGAs and the Growth Management Board shall allocate Tracy Hills RGAs to the Project(s) identified by Owner within fifteen (15) days of the date the Growth Management Board received the Owner's application(s).

(e) (i) With the expressed exception of subsection F.1 "Vested Projects", in instances where all RGAs are not claimed or claimed but are not perfected (collectively unclaimed RGAs) such unclaimed RGAs shall be allocated using the following procedure, priority and percentages. RGAs shall be allocated according to each category's percentage of the total number of eligible RGAs until all RGAs are claimed or the City conducts an entire round of RGA allocations and no RGAs are claimed by any category. The priority of categories shall follow the order the subcategories are listed in subsection F of the GMO Guidelines. Hence the priority shall be Primary Growth Areas, Development Agreements, Tracy Hills and Ellis Specific Plan Projects, and then Other Projects. Since subsection F.1, Vested Projects, is not assigned a total number of

RGAs by the GMO Guidelines it does not participate in subsequent rounds of RGA allocations. Vested Project as defined in Subsection F.1 of the GMO at the time of this amendment approval shall retain all rights as provided by the GMO immediately prior to this amendment being effective.

(ii) Notwithstanding any other provision of this Amendment, Owner's right to seek RGAs allocated by the GMO Guidelines to subsections F.2, F.3, and F.5 does not extend to instances where eligible property owners within the designated subsection claim the GMO Guideline allocated RGAs. Rather Owner's right to seek RGAs allocated by the GMO Guidelines to subsections F.2, F.3, and F.5 only extends to instances where these eligible property owners within the designated subsection do not claim the GMO Guideline allocated RGAs. In addition, the parties do not intend this Amendment to the Development Agreement to change the current City practice of issuing RHNA permits on a "first come/first serve" basis nor do the parties intend for this Agreement to grant to Owner a priority to receive RHNA permits over any other applicant for RHNA permits.

(f)(1) However, after first excluding RHNA or other similar sources of building permits, Owner agrees it will not apply for Tracy Hills RGAs or other Available RGAs in a manner that is responsible for the City allocating more than the maximum possible RGAs in a given calendar year.

(f)(2) This Agreement does not intend to prohibit or prevent the City from granting RGAs in the future to any other person or entity in a manner consistent with the GMO and GMO Guidelines, so long as a future city decision does not impair Owner's right and ability to obtain RGAs as provided by this Agreement.

(g) Owner shall be eligible for building permits according this Development Agreement and to the applicable requirements of the GMO and the GMO Guidelines in effect on the Development Agreement Effective Date and the building permits issued hereunder shall be in accordance with the following:

(i) Building permits issued hereunder shall be deemed to have been secured by Owner upon the meeting of applicable plan check review requirements to issue a building permit and payment to the City of the building permit plan check inspection fee, due under the Municipal Code;

(ii) Despite any provision of the Municipal Code to the contrary, building permits issued hereunder shall continue in existence for a period of not less than twenty-four (24) months or until a certificate of occupancy for the structure is issued, whichever first occurs, and plot plans approved at the time of building permits may be adjusted or resubmitted during this period without further fees for minor modifications

(iii) If noticed by Owner to City for a Project, all development impact fees and other fees and contributions identified in the EFIP, or agreed upon by the City and Owner in other finance plans such as the City Master Plans, or any other Fee Programs, or other impact fee, agreed to by the City and Owner and attributable to a structure shall be due and payable through close of escrow for a home builder to a home buyer for a residential structure, and upon a final inspection approval for a commercial structure for the noticed Project. The process for such payment is attached hereto and incorporated herein by this reference as Exhibit C. However, if a type of fee to be collected is immediately necessary to fund infrastructure construction that is directly needed by the building being constructed by the building permit for a commercial building then a fee for

that relevant category shall be collected at the time the building permit is issued by the City, if prior to issuing the building permit City sends Owner a written justification for accelerating collection of the fee based upon the reason stated in this sentence and second meets and confers with Owner in good faith at the earliest possible time before accelerating collection of the specific category of fee for the specific building permit. However, if a type of fee to be collected is immediately necessary to fund infrastructure construction that is directly needed by the building being constructed for a residential building then the fee for that related category shall be collected at the time the building permit is issued by the City, if the determination for the need to accelerate payment is made prior to approving the final map that including the relevant building lot(s). City shall send Owner a written detailed and comprehensive justification for accelerating collection of the fee based upon the reason stated in this sentence and shall meet and confer with Owner in good faith at the earliest possible time before accelerating collection of the specific category of fee for the specific final map buildings. In no event shall the time to pay the applicable fees exceed twenty four (24) months from approval of the final inspection for a residential lot.

However, if during the twenty-four months City determines that some or all of the deferred fees are immediately needed to fund infrastructure construction that is directly needed for the future occupants of the residential unit then the City has the right to deliver written notice to the real property owner demanding payment of the applicable fee and the real property owner shall pay the demand within thirty (30) days of receipt of City's written notice.

(iv) The Ellis Specific Plan Finance and Implementation Plan ("EFIP") shall be the finance plan for ESP Property, and the amount of fees as documented is a vested element, and no other fees shall be charged without the mutually written consent of the parties. Owner may request that the ESP or a portion of the ESP join another finance district and upon approval by Owner and City

the ESP or a portion of the ESP may be included in a different finance district, including updating the EFIP as needed.

(v) For any finance district, district fee, or community facility districts to be effective Owner's prior written consent, which may be withheld for any reason, is required for any property subject to this development agreement and, the Ellis Community Facilities District (ECFD) has been approved by Owner and is in effect. The obligation to make ECFD payments to City for maintaining the Swim Center shall be considered a community wide benefit and shall take the place of, be the equivalent of participating in and shall constitute full satisfaction for any future community wide facilities district or fees, including any facility district or other funding mechanism to fund public services, public landscape, park maintenance, basin maintenance, project-specific maintenance, police, fire and/or public works. Owner agrees to include Property into the ECFD and therefore, City shall not delay, deny, or condition any application filed, or processing for any Property because any or all of the Property is not joined into a CFD, Mello Roos District, or other Financing District.

(h) Subject to Section 1.02, Owner shall have the right but not the obligation to file a request with the City to approve and if approved thereafter have recorded this development agreement against DA Property subject to the following conditions being satisfied:

(i) The DA Property has been annexed to the City of Tracy;

(ii) The Owner owns or has an enforceable right, within the meaning of "legal and equitable interest in real property" as used in current Government Code Section 65865(a) and (b), to purchase DA Property;

(iii) The Owner agrees to annex the DA Property into the Ellis Property Owners Association, the ECFD or equivalent community finance district, the Ellis Finance Plan, or other requisite finance districts; and,

(iv) The development agreement, either in the form of this Development Agreement or as may be modified by the parties, proposed for DA Property contains an amended property description that includes a property description of the DA Property.

(v) The City Council adopts a finding that amending the property description into this Development Agreement is not inconsistent with the GMO in its form as of the Effective Date of this Agreement.

For purposes of this subsection 1.07(h) the parties acknowledge and agree the term “annexed to the City of Tracy” as used in subsection 1.07(h)(i) means the City of Tracy has complied with the California Environmental Quality Act for purposes of adopting a general plan designation, a zoning or pre-zoning classification, an application to the San Joaquin Local Agency Formation Commission (LAFCo) and, at Owner’s option, a specific plan and one or more tentative parcel or subdivision maps, and LAFCo has approved the City’s annexation request and, if required a sphere of influence amendment for real property not currently subject to the Development Agreement

(i) Notwithstanding any other provision of this Agreement or any other City ordinance, rule, regulation or custom: (1) except for a tentative map receiving DA RGAs in a calendar year, the Property shall not be subject to any limitation or condition concerning the total number of RGAs or building permits from all potential sources in any year or during any RGA and/or building permit cycle; and, (2) approved plot plans and building permits shall have a term of at least two

(2) years and shall be eligible for extensions as provided by the City ordinance, rules and regulations or other applicable laws.

5. Section 1.15(c) is added as follows.

(c) The concept plan for neighborhood parks shall be first presented to the City Parks Commission, the concept plan shall then be updated in coordination with City staff, and if City Council approves the neighborhood parks as part of the Specific Plan or relevant planning and approval documents (Project Plan) then the neighborhood park concept and design shall be in accordance with the then existing Project Plan and may including approximate size, name, location site plans, structures, equipment, uses, plants, trees, signage, color palette and features. Neighborhood parks may be one acre or more, and parks of two acres or more are allowed to have adjacent mail boxes with a roof structure, lighting and other features for mail service to the neighborhood residents, adjacent mail boxes with a roof structure shall not be a credit towards neighborhood park acreage, and maintenance for such neighborhood parks shall be funded by the Ellis community facility district or similar district. The neighborhood parks shall be bonded through a park improvement agreement or other acceptable agreement, at a bonding amount determined by the applicable finance plan or Project Plan, the developer shall be responsible for building the parks and there shall be no impact fee or other fees collected for neighborhood parks. The Project Plan shall provide developed neighborhood park land of three (3) acres per thousand residents. The Project Plan shall provide regulations on the character and amenities for each park. As the park system is implemented detailed designs will be developed for the construction of each park and the final location of parks shall be identified by Owner on tentative maps(s). Modifications and refinements of individual park designs including park location will be considered a minor variation as per the approved Project Plans. The elimination of a major

amenity, or comprehensive change of a major amenity to another use shall be considered a major variation and require review by the City parks commission.

6. Section 1.15 Ellis Specific Plan Parks (b) is deleted and replaced with the following:

(b) The timing of constructing Property neighborhood park improvements shall be according to the applicable Project Plan.

7. Section 1.15(d) is added as follows.

(d) Except for neighborhood park land which shall be maintained by City with funding from the ECFD, all landscape improvements shall be maintained by the Ellis Property Owners Association (EPOA), with funding from the ECFD. The City and EPOA have or shall enter into a maintenance agreement to set forth and facilitate among other things the required maintenance obligations, standards for maintenance, and other associated obligations(s) as well as compliance with the Ellis operations and maintenance manual, to ensure the long-term maintenance of all public park and landscape areas, and other public improvements within the ECFD boundaries. The City and EPOA may amend and make changes agreed upon to the maintenance agreement and Ellis operations and maintenances manual upon mutual consent. The maintenance manual will be updated by Owner periodically to include improvements which have been installed in public parks, landscape areas, and other public improvements within the ECFD boundaries, and updated versions shall be provided to the City and EPOA. The City and EPOA may then amend and make changes to existing improvement standards or guidelines which are part of the manual upon mutual agreement.

8. A new section 1.16(e) is added as follows:

e. On August 16, 2016 the parties agreed to defer the performance of certain acts. As consideration for this deference Owner agreed to:

(i) design and construct the Swim Center monument sign at the corner of Summit Drive and Corral Hollow Road at Owner's sole expense in an amount not to exceed One Hundred and Fifty Thousand Dollars (\$150,000); and,

(ii) expand and improve the Summit Drive paved travel section to the northeast along the frontage of the Swim Center to a five-foot wider section to accommodate potential future Swim Center turn lanes; and,

(iii) construct the frontage improvements for the Swim Center on Summit Drive; and,

(iv) construct the stubbed utilities to the Swim Center site from Summit Drive; and,

(v) fund up to One Hundred Thousand Dollars (\$100,000) for the resources of Surland planners and architects to work with the City to complete a design for the Swim Center.

9. A new section 1.17 is added as follows:

Section 1.17 **Community Facilities District.**

The City and Owner shall cooperate to annex property into the ECFD and the ECFD shall authorize bond indebtedness, and authorize the special taxes, and bond proceeds from the ECFD. Property identified as a Future Annexation Area may annex into a then existing improvement area, or a new improvement area using the unanimous approval process.

Any fees paid from Property or Owner which are determined to be subject to reimbursement with ECFD proceeds or other proceeds shall be deemed “deposits” which may be returned to Owner upon payment of an equivalent amount to the City from ECFD proceeds. City and Owner shall agree on all Property which shall be subject to any other community facility district.

10. A new section 1.18 is added as follows:

Section 1.18 **Program/Public Improvements/Infrastructure**

A. Except for the process to fund, design, and/or construct the Aquatic Center which is described at section 1.01(j) of this Second Amendment, Owner or Owner’s designee may fund, design, and/or construct any program/public infrastructure upon the execution of the requisite improvement agreement, as approved by the City which approval shall not be unreasonably withheld. Owner shall notify the City in writing of the intent to design and/or construct improvements, and at the time of such notice there shall not be a construction or improvement contract in effect that provides for the construction of the specific improvement. Owner shall insure that improvement agreements have been executed and security is posted for the work of the improvement. Owner shall be eligible for credits and/or reimbursements for the work in amounts equal to the full amount of the capital improvement program plan identified in the applicable fee program, or other public improvements, in such instances City shall not charge cost recovery for the related component of the plans and improvements, plans check fees shall be fully reimbursable. For site improvements which Owner or Owner’s designee will fund, design, and/or construct public infrastructure, and a plan check fee is collected by City, Owner shall be eligible to receive reimbursements of plan check fees paid, after acceptance of the improvement by the City, the City shall then reconcile actual costs against the plan check fee paid and shall only charge based on the

actual costs, for any project work over five million dollars which is allowed by City code. City shall keep all EFIP funds in discrete accounts, including program management, and provide Owner with an annual accounting of all accounts.

B. After the parties execute a written agreement to fund, design, and/or construct program infrastructure improvements all credits and reimbursements available to Owner, including without limitation credits and reimbursements available as a result of Owner's election,, shall apply to any program expenditure. Owner shall be eligible for both a credit against fees paid, and/or against future fees to be paid, and reimbursement. Owner and City shall enter into a master reimbursement agreement to identify credits and reimbursements, which shall become part of the reimbursement agreement prior to, concurrent with, or subsequent to the improvement(s).

C. Reimbursement Agreement credits and reimbursements, approved by the City through a Reimbursement Agreement shall be allocated in such a manner determined, and in the sole discretion of Owner as Owner deems appropriate, with credits being allocated to "like-kind" fees, like-kind fees shall be fees which are in the same fund type of infrastructure, such as water, wastewater, storm, transportation/roads, public facilities, parks, etc. Owner may have balances of credits before impact fee payments are due, in such event Owner may allocate such credits to specific lots by written direction to the City indicating available credits being applied to specific lots.

D. All program infrastructure/public improvement capacity funded or constructed by Owner shall be available to accommodate the fair share capacity for Owner's Property as approved by City in the relevant agreement (for purposes of this subsection D and section 1.18. F) The City has discretion on the use of the capacity prior to when Owner needs occur, so long as the capacity is available without delay or restriction to Owner or any partial use of this capacity is required or

needed. Owner may construct on-site and off-site infrastructure necessary to provide recycled water service. Recycled Water Fees will be paid in an amount equal to the requisite finance plan, and in accordance Project Plans but no other current or future fee. All recycled water infrastructure improvements within entry, collector and community streets, and other public streets as approved by the City, and as defined by the requisite Project Plan will be recommended by staff to be program costs as part of the water master plan update. Once adopted these costs will be subject to credit and reimbursement according to the reimbursement agreement designee. Concurrent with approval of a final map for any part of Property subject to the Agreement City shall review, and if capacity not currently being used exists, shall reserve wastewater services capacity for treatment and conveyance for residential and commercial wastewater uses included in the approved final map. Through this Agreement City shall allocate and vest in favor of Owner and City shall supply Owner water supply for 2,250 residential units, including all commercial areas and uses (Including Ellis Village Center and Limited Use Area) in the Ellis Specific Plan, including the Swim Center in accordance with the Ellis FIP. Owner shall have the right to use all fair share infrastructure capacity described in the Ellis FIP, including but not limited to storm, water, wastewater, transportation (traffic), community park and public buildings. The applicable Project Plan shall identify the financial plan(s) such as the Ellis FIP, the City Master Plans, or any other Fee Programs, or other impact fee, development impact fees and other fees and contributions identified and agreed upon by the City and Owner and attributable to a structure.

E. The Reimbursement Agreement shall be approved prior to the City Council second reading of with this Agreement, and within thirty (30) days after approval of the Reimbursement Agreement for the funding and/or constructing infrastructure, the City shall immediately establish separate Reimbursement accounts for the work identified in the Reimbursement Agreement, and

the work identified in future additional work to the Reimbursement Agreement for depositing reimbursements funds due per the Reimbursement Agreement. City shall provide Owner with a written accounting of funds available for reimbursement to the party identified in the Reimbursement Agreement for the Work within sixty (60) days after executing the Reimbursement Agreement or additional work to the Reimbursement Agreement, City shall transfer to the appropriate reimbursement account all available funding necessary to reimburse Developer for any of the Work Components identified in the Reimbursement Agreement which are subject to an executed Improvement Agreement, Off-Site Improvement Agreement, or other agreement to construct the Work Components. In accordance with the Reimbursement Agreement Fee Credits, as this term is defined in the Reimbursement Agreement, credits may be applied toward impact fees due or paid, on any property with like kind infrastructure fees, by notice to the City from Reimbursement Agreement identified party, after the City Council accepts the Work component identified in the Reimbursement Agreement. The City and Owner shall cooperate to amend the Reimbursement Agreement to add additional Work components as necessary. Reimbursements and credits will be based on infrastructure category funds such as water, wastewater, roadways, parks, and storm, etc.

Sources for the Reimbursements may include monies from the South ISP, Plan C, RSP, Infill, I-205, Ellis FIP, Master Plans, benefitting properties, and/or other City Impact Fee Funds, Finance Plans, or other funding sources, as identified by the City. Credits shall apply against Impact Fees, which otherwise would be payable by properties to City, and applied as directed in writing to the City by the party identified in the Reimbursement Agreement. Payment of reimbursements by City shall be by check or by wire and payable as per the Reimbursement

Agreement. City shall provide Owner a quarterly report indicating the balance of said reimbursement accounts. Administrative costs may apply for enhanced reporting and accounting.

All reimbursements shall be made in full in accordance with the Reimbursement Agreement from funds available at least as often as each City fiscal quarter the City shall release and immediately disburse all funds in any accounts in accordance with the Reimbursement Agreement. The reimbursement agreement will not substantially impair existing reimbursement agreements, or written commitments in effect, as of the date of this amendment. The City represents, warrants and covenants that the funds deposited in infrastructure fund account(s) available for reimbursement shall not be used for any intra-fund transfer without the prior written consent in accordance with the Reimbursement Agreement. Funds in the account shall be deposited in an interest-bearing account and all interest shall be paid in accordance with the Reimbursement Agreement as additional consideration for entering into this Agreement. City shall make all reasonable efforts to provide the "Total Credit and Reimbursement" as of approval of an agreement for the improvement(s) or work, or as soon thereafter as possible. The right to Reimbursement for the improvement(s) or work shall have priority over other improvement projects, or reimbursements. The reimbursement agreement will not substantially impair existing reimbursement agreements, or written commitments in effect as of the date of this amendment.

F. Wastewater treatment capacity needed by Owner which have not yet been provided shall be made available from existing available capacity of the Tracy Waste Water Treatment Plant by determining the capacity requirements of a final map for use of available capacity during the processing of the final map. Owner may participate in additional expansions above for Owner needs by request to the City. The Ellis Initial Capacity shall be applied to the Property according to written directions from Owner to City. In addition to the Ellis Initial Capacity, all property

depicted on final maps which are approved by the City shall be served by the existing wastewater treatment capacity. The Ellis Initial Capacity credits shall be applied to the Property according to written directions from Owner to City. Owner wastewater conveyance needs which have not been met shall be included in the Corral Hollow Conveyance Expansion, or other requisite conveyance system(s) as approved by City, which approval shall not be unreasonably withheld. City shall make available a minimum capacity from the Corral Hollow Conveyance Capacity Phase 1 Expansion (referred to as a choke point at times) for five hundred and fifty (550) residential units whenever needed by Owner for project improvements and/or development until the ultimate Corral Hollow Conveyance Expansion is complete. Owner may use the Eastside sewer conveyance system via a connection through Peony on an interim basis for the first 550 residential units until the ultimate Corral Hollow Conveyance Expansion upgrades are constructed and operational, including the Corral Hollow conveyance system connection to Ellis Town Drive to serve conveyance required by Owner in the Corral Hollow Conveyance System for property subject to this Agreement.

11. Section 3.01(b).4 is deleted.

12. Section 3.01(b).9 shall be deleted from the Development Agreement and the following inserted in its place.

(9) "**Certificate of Occupancy**" shall mean a certificate issued by the City authorizing occupancy of a residential unit.

[SIGNATURES ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Parties do hereby agree to the full performance of the terms
set forth herein.

"City"

CITY OF TRACY, a municipal
corporation

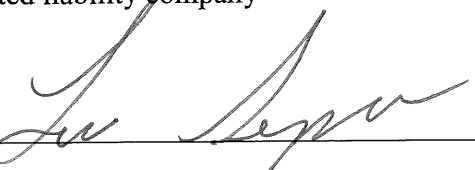

By: Robert Rickman

Title: Mayor

Date: 5-10-18

"Owner"

SURLAND COMMUNITIES, LLC, a California
limited liability company


By:

By:

Les Serpa

Title:

Date: President
May 3, 2018

Attest:


By: Adrienne Richardson

Title: CITY CLERK

Date: 5/10/2018

APPROVED AS TO FORM:


By: Thomas Watson

Title: CITY ATTORNEY

Date: 5/18/18

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of San Joaquin

On May 3, 2018 before me, Kirstie L. McKenzie, Notary Public
(insert name and title of the officer)

personally appeared Les Serpa,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

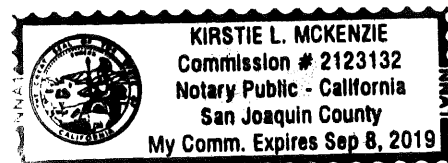
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing
paragraph is true and correct.

WITNESS my hand and official seal.

Signature



(Seal)



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

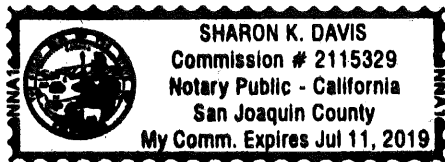
State of California

County of San Joaquin }

On 5/10/18 before me, Sharon K. Davis, Notary Public
Date Here Insert Name and Title of the Officer

personally appeared Robert Rickman
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Sharon K. Davis
Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian of Conservator

☐ Other: _____

Signer is Representing: _____

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian of Conservator

☐ Other: _____

Signer is Representing: _____

EXHIBIT A

When Recorded return to:

For Recorder's Use Only

AQUATIC PARK TERMS

- 1.1. Aquatic Park Annual Pass. Members of the EPOA, as property owners within the boundaries of the ECFD, shall receive a pass (pass for annual all access and use at no charge for utilization of all facilities and amenities located within the Aquatic Park 16-acre site for residents of a household at any time (the "Aquatic Center Pass")) for each member's household to the Aquatic Park at Ellis which is within the boundaries of the ECFD. The Commercial Property Owners Association ("CPOA") shall receive a number of Aquatic Center Passes equal to the number of commercial lots, parcels, and condominium units, within the Ellis Storage/Limited Use and Ellis Village Center area which are within the boundaries of the ECFD. The EPOA and CPOA shall, for the benefit of the City, administer the process of annually providing the Aquatic Center Pass and shall keep accurate records of property ownership, lots/parcels/units, and determine eligibility.
- 1.2. Naming Rights. Serpa Aquatic Park shall be the official and the sole and exclusive name for aquatic park at Ellis. The exclusive imaging elements and permanent signage connected to the aquatic park shall come from the design of the aquatic park which shall have the locations and dimensions generally set forth in the Surland aquatic park design which shall then become Exhibit "A" to this Document shall not change without written agreement of Rights Holder. Permanent signage is defined as any fixed signage that is present for all events, including any digital signage. The cost of the design, installation, implementation and maintenance of such signage shall be paid as a cost of the aquatic park project. Serpa Aquatic Park shall be the exclusive Aquatic Park name for the park, and shall be included in all signage, digital signage, marketing, promotion, websites, apparel, and printed material, and shall have prominence and dominance over any naming or sponsors having a presence inside or outside of the Aquatic Park. Prominence must be present in the embodiment of the park structures and each and every event at the facility. No other signage, or naming shall be placed on any structures, buildings, offsite or onsite signage, or used in digital, or fixed signage without written consent of Rights Holder. The style manual which includes approved artwork for park logos and stylized form of the park name shall be used for all signage, websites, advertising, paper products, tickets, passes, apparel, marketing, print, merchandise inventory, and other items. The Les and Carol Serpa Aquatic Park may also be prominently used throughout the Aquatic Park as generally set forth in Exhibit "A" to this Document and shall not change without written consent of Rights Holder. The Aquatic Park signage locations, size, and style as depicted

in Exhibit "A" to this Document shall not change without the consent of Rights Holder. Any signs prepared for gyms, party rooms, event areas, archways and entry gates, or any other signs for the Aquatic Park shall include the official name or logo either in or adjacent to the name of the respective arch or entry. Any apparel, wrist bands, tickets, or other items prepared, given away, used, or sold for the gym, party rooms, events, passes, or any other productions for the Aquatic Park shall include the official name or logo prominently. Aquatic Park official name or logo shall be prominently displayed in and on all design materials, images, illustrations, renderings, site plans, blueprints, animation, video or other depictions that are developed for the Aquatic Park.

- 1.3. **Exclusivity.** Other than using the official name, unless approved in writing by Rights Holder, the City will not permit any exterior signage, advertising, or promotion on the aquatic park or, on the grounds surrounding the aquatic park (including the entry, gym, parking lots, driveways and roads approaching and surrounding the aquatic park), either temporary or permanent. The City agrees to provide that any party entering into an agreement with the City to use the aquatic park for any event cannot remove, cover or otherwise obscure the view of any signage, or naming without the written consent of Rights Holder.
- 1.4. **Advertising, Marketing, Events.** All advertising, marketing, website, and any other locational information, including event advertising, and promotion by any party shall use the following for identification and naming purposes of the event "Serpa Aquatic Park at Ellis". The name shall be of the same font size as the largest font size in the print, and shall be a minimum of 10% of the total area, or 10% of the total time as applicable.
- 1.5. **Indemnification Against Claims by Third Parties.** The City shall defend, indemnify and hold harmless, to the extent permitted by law, Rights Holder from and against any and all claims, damages, causes of action, judgments, liens, losses and costs and liabilities including, without limitation, attorneys, fees and other litigation expenses arising from the City's acts, omissions or breach of this Document and/or from any litigation, arbitration, hearing, investigation or other proceeding commenced by any third party alleging or arising from claims of wrongful conduct or omission by the City, including, but not limited to, negligence, breach of warranty, and unsafe, hazardous, or defective product or service, except to the extent that such damages, claims, losses and judgments and costs incident thereto are caused by the negligence or intentional misconduct of any party seeking indemnification hereunder. The City shall at all times be insured with liability insurance and such insurance as will provide against claims which may arise from the City's operations of the aquatic park and under this Document.
- 1.6. **Copyrights, Trademarks, Service Marks, Logos and Similar Rights of Serpa Aquatic Park. Serpa Aquatic Park Marks.** The parties acknowledge that Rights Holder shall own, and have the responsibility to protect, in the United States, and elsewhere in its sole discretion, the trade name "Serpa Aquatic Park", "Serpa Aquatic Park at Ellis", and all associated trademarks, logos, designs, and service marks (the "Aquatic Park Marks"). Rights Holder hereby grants the City a non-exclusive royalty-free, worldwide license to use the Aquatic Park Marks, subject to the terms provided below, for the purpose of promoting the Aquatic Park. Rights Holder further grants the City the right to sublicense the Aquatic Park Marks as approved from time to time by Rights Holder. Further, all such uses of the Aquatic Park Marks shall be subject to the prior written consent of Rights Holder as to form, copy and content. The City agrees that it will

include the name of "Serpa Aquatic Park" and any related logo or trademark for all of the following related to the Aquatic Park, on all of its letterhead, envelopes, invoices, brochures, business cards and shall include the name of the Aquatic Park in its address. The City shall use "Serpa Aquatic Park" when making reference to the aquatic park and no other name shall be used without the written consent of Rights Holder. The City in any and all contracts, agreements, arrangements, writings and communications, entered into or amended after the date of this Document, pertaining in any manner to the Aquatic Park (such as contracts with tenants, lessors, operators, and users, suppliers, clubs, media, advertisers and others) shall refer to, and as a term of such contracts, agreements and/or arrangements shall require all other parties to such contracts, agreements and/or arrangements to refer to the Aquatic Park as, and only as, "Serpa Aquatic Park." All printed materials promulgated by the City which would normally refer to the address or site of the Aquatic Park shall refer to the Aquatic Park as "Serpa Aquatic Park at Ellis." The City agrees to use reasonable efforts to ensure that the name "Serpa Aquatic Park" is (i) used in all communications and media concerning the Aquatic Park; and (ii) used by all media and news organizations. With respect to all events that are specifically created for the Aquatic Park by the City or scheduled or hosted in the Aquatic Park by the City or its affiliates, or lessors during the Term, the City agrees that for all such events the City shall use its best efforts to require that (i) all communications and media concerning the Aquatic Park; (ii) all local media and news organizations; and (iii) all tickets issued by users of the Aquatic Park will refer to the Aquatic Park as "Serpa Aquatic Park at Ellis." In addition, the City shall use its reasonable efforts to require that all advertising by users of the Aquatic Park, including teams, leagues, business, or associations refers to the Aquatic Park as "Serpa Aquatic Park at Ellis".

- 1.7. Entire Document; Amendment; Assignment. This Document constitutes the entire agreement and understanding between Rights Holder and the City and supersedes all prior agreements, understandings and representations relating to the subject matter. This Document may only be amended, modified or supplemented by a written agreement between Rights Holder and the City. This Document may not be assigned by either party except with the prior written consent of the other party; provided, however, that Rights Holder may assign this Document as part of any planning undertaken by Rights Holder for future authorizations related to this Document.

This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective permitted successors and assigns.

EXHIBIT B

APPLICATION FOR RESIDENTIAL GROWTH ALLOTMENTS – GMO Subsection F.3

Application

Applicant Information

Name: _____ Telephone No.: _____

Company: _____

Mailing Address: _____

City/State/Zip Code: _____

Owner Information

Name: _____ Telephone No.: _____

Company: _____

Mailing Address: _____

City/State/Zip Code: _____

Tentative Map / Map / RGA Information

Tentative Map or other Map: _____

of RGA's requested: _____

Applicant's Signature

I, the undersigned, have complied with the requirements of the Development Agreement relevant to this application:

Applicant's Signature

Date

APPLICATION FOR RESIDENTIAL GROWTH ALLOTMENTS – GMO Subsection F.4

Application

Applicant Information

Name: _____ Telephone No.: _____

Company: _____

Mailing Address: _____

City/State/Zip Code: _____

Owner Information

Name: _____ Telephone No.: _____

Company: _____

Mailing Address: _____

City/State/Zip Code: _____

Tentative Map / Map / RGA Information

Tentative Map or other Map: _____

of RGA's requested: _____

Applicant's Signature

I, the undersigned, have complied with the requirements of the Development Agreement relevant to this application:

Applicant's Signature

Date

When Recorded return to:

EXHIBIT C

For Recorder's Use Only

AGREEMENT FOR DEFERRAL OF CERTAIN IMPACT FEES

THIS AGREEMENT is entered into by and between the City of Tracy ("City"), and _____, ("Applicant") on _____ to secure the payment of certain impact fees, which the City has agreed may be deferred until sometime after the filing of the Final Map for this Project and the issuance of building permits.

Recitals

- A. Applicant owns the land included on the final map entitled "_____" ("Final Map"), which is to record concurrently with this Agreement for Deferral of Certain Impact Fees ("Agreement") for the project known as _____, ("Project"). New homes will be constructed on the lots created by the Final Map.
- B. Applicant has requested a deferral of certain impact fees, which are imposed under Tracy ordinances and resolutions for said Project.
- C. City has agreed to defer the payment of such impact fees ("Deferred Impact Fee") until each new home that is constructed on a lot depicted on the Final Map is sold and conveyed to the original homebuyer as evidenced by a completed close of escrow transaction. The impact fees that shall be paid to the City are itemized on a per lot basis on the Deferred Impact Fee Schedule by Lot No. attached as Exhibit "B" ("Deferred Impact Fee"). The Deferred Impact Fee Schedule may be adjusted by mutual consent of the City and Applicant at any time prior to payment in order to account for fee credits or fee adjustments.
- D. Applicant shall cause an escrow to be opened with an escrow holder ("Escrow Holder") who is processing the escrow closings for the sale of the new homes in the Project. The Deferred Impact Fee shall be paid to City by the Escrow Holder through the escrow upon the close of escrow of each new home sale in the Project to the original homebuyer.
- E. Upon request from Applicant, City shall provide Escrow Holder with a Demand Letter that provides the Deferred Impact Fee for particular lot in the form attached as Exhibit "C" in connection with the sale of a new home to a homebuyer.

- F. Upon receipt of Deferred Impact Fee from Escrow Holder, City shall provide Escrow Holder with a Confirmation and Instruction Letter that confirms the Deferred Impact Fee for a particular lot has been received by City and paid in full, in the form attached as Exhibit "A".

NOW, THEREFORE, the parties hereto agree to the following:

1. This Agreement shall be recorded immediately after the recordation of the Final Map
2. Upon completion of the new home on any lot as shown on the Final Map in the Project, the City shall allow Applicant to obtain utility services, including water, sewer, gas and electricity, to the house; but, shall not allow occupancy until the Escrow has closed and the City has received the Deferred Impact Fee, as set forth below.
3. The Applicant shall instruct the Escrow Holder to deduct sufficient funds to pay the Deferred Impact Fee from the sale escrow of a new home to the original buyer and such Deferred Impact Fee shall be wired by the Escrow Holder to the City as a condition of the closing of such escrow and the conveyance of a lot in the Project to the original homebuyer.
4. Upon receipt of said Deferred Impact Fee by the City from the sale of a new home located on a lot shown on the Final Map that is conveyed to the original homebuyer, this Agreement shall be deemed irrevocably released on said lot in the Project without the necessity of a recorded release signed by the City, and Escrow Holder shall remove any and all exceptions or notices on the title or record related to Deferred Impact Fee for said lot. City agrees to promptly execute and record a release of the Agreement, upon request, if necessary to remove the Agreement from the title to a lot.
5. General Provisions.

- 5.1 Notices. Notices to the parties shall be in writing and delivered in person, or sent by certified mail, postage prepaid, return receipt requested, to the principal offices of the City and Applicant. Notice shall be effective on the date delivered in person or the date when the postal authorities indicate the mailing was delivered to the address of the receiving party indicated below.

To Applicant:

To City:

- 5.2 California Law. This Agreement shall be governed by, and interpreted in accordance with, the laws of the State of California.

- 5.3 Severability. If any one or more of the provisions of this Agreement is held by a court of competent jurisdiction to be invalid, illegal or unenforceable in any respect, the

validity, legality and enforceability of the remaining provisions of this Agreement shall not be affected or be impaired in any way.

5.4 Attorneys' Fees. If any party files an action or brings any proceeding against the other party arising out of this Agreement or for the declaration of any rights under this Agreement, the prevailing party shall be entitled to recover from the other parties all costs and expenses, including reasonable attorneys' fees, incurred by the prevailing party as determined by the court.

5.5 Modification. This Agreement cannot be modified in any respect except by a writing signed and entered into by the Applicant and the City.

5.6 Captions. The captions of the paragraphs of this Agreement are inserted for convenience of reference only and do not define, describe or limit the scope of the intent of the Agreement.

IN WITNESS WHEREOF, this Agreement is executed by THE CITY OF TRACY and by APPLICANT.

CITY OF TRACY

By: _____

Its: _____

APPLICANT

By: _____

Its: _____

Approved as to form and legality this
_____ day of _____, 20__ .

City Attorney

Exhibit "A"

Confirmation and Instruction Letter

To: _____ (Escrow Holder)

From: The City of Tracy

Re: Payment of Deferred Fee

Final Map _____, Lot # _____

Address _____ of _____ Property: _____

Your Escrow Number if applicable: _____

Date: _____

Regarding the above referenced escrow, Escrow Holder is directed, pursuant to the provisions of the Agreement of Deferral of Certain Impact Fees, recorded on _____, as Document Number _____ in Official Records of the San Joaquin County Recorder's Office, that the following amount has been collected from the above referenced Lot either directly by the City or from Escrow the sum of \$ _____, representing the amount of the Deferred Impact Fee ascribable to the above referenced Lot. Such Deferred Fee has been collected and received by the City of Tracy.

Upon the Escrow Holder receipt of this Confirmation and Instruction Letter, the Agreement of Deferral of Certain Impact Fees shall be deemed irrevocably released on said lot in the Project with this letter considered a release signed and authorized by the City, which may be recorded.

City of Tracy

By: _____

Its: _____

Exhibit “B”

Deferred Fee Schedule

By Lot No.

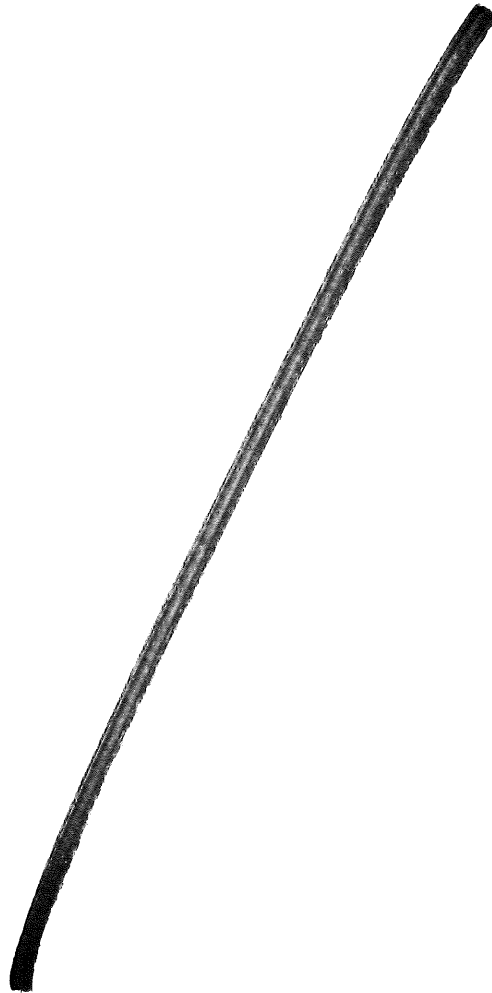


Exhibit "C"

Demand Letter

To: _____ (Escrow Holder)

From: The City of Tracy

Re: Payment of Deferred Fee

Final Map _____ Lot # _____

Address of Property: _____

Your Escrow Number: _____

Date: _____

Regarding the above referenced escrow, you are directed, pursuant to the provisions of the Agreement of Deferral of Certain Impact Fees, recorded on _____, as Document Number _____ in Official Records of the San Joaquin County Recorder's Office, to collect from the above referenced Escrow the sum of \$ _____, representing the amount of the Deferred Impact Fee allocated to the above referenced Lot. Such Deferred Fee shall be collected at the closing the escrow and wired to the City of Tracy as follows:

Wiring Instructions.

Upon the City of Tracy's receipt of such Deferred Impact Fee, the Agreement of Deferral of Certain Impact Fees shall be deemed irrevocably released on said lot in the Project without the necessity of a recorded release signed by the City.

City of Tracy

By: _____

Its: _____

EXHIBIT D

**SWIM CENTER
DESIGN, FUNDING, AND CONSTRUCTION
AGREEMENT**

By and Between the

CITY OF TRACY,
a municipal corporation and

SURLAND COMMUNITIES, LLC

Effective Date: _____, 20__



SWIM CENTER

AGREEMENT

This Swim Center Acquisition Agreement ("Agreement") is made by and between the CITY OF TRACY, a municipal corporation ("City"), and SURLAND COMMUNITIES, LLC ("Owner") (City and Owner are collectively referred to as "Parties") and is effective as of May 3, 2018.

RECITALS

- A. The Ellis Specific Plan identifies an approximately 1.6 acre (the "Property") within the plan for an Swim Center.
- B. On April 3, 2018, the City Council approved and adopted a development agreement amendment which includes the Property (the "DA").
- C. The DA obligates Owner to retain and compensate consultants, and contractors for the design and construction of a Swim Center ("Swim Center") on the Property, and requires Owner and the City to execute this Agreement to provide for and memorialize the Parties' obligations with regard to site acquisition, design, and construction of the Swim Center. This Agreement intends to provide the method by which Owner will perform this obligation but does not intend to expand or change the Owner obligation as presented in the amendment to the Development Agreement. The City acknowledges that Owner is not a licensed contractor and therefore in performing the obligations of this Agreement Owner shall retain the services of license contractor as required by law.

AGREEMENT

Based upon the foregoing Recitals, which are incorporated herein as provisions of this Agreement by this reference, and in consideration of the covenants and promises of the City and Owner contained in this Agreement, the Parties agree to perform each of their respective obligations in a timely manner.

SECTION 1 -Definitions

"Affiliate" means (i) an entity that, directly or indirectly, controls, is controlled by, or is under common control with, Owner; or (ii) an entity in which Owner directly or indirectly owns at least a twenty-five percent (25%) interest.

"City" means the City of Tracy, acting through its City Council, officers, employees, and authorized representatives.

"City Engineer" means the City Engineer for the City of Tracy or authorized delegee.

"Construction Contract" means the contract between Owner and Owner's contractor(s) for all of the Work (as defined below) required to construct the Swim Center as designed, including all

services required to be provided by or customarily provided by or under the direction of a licensed general contractor.

"Construction Contract Price" means the total amount of contractors Construction Contract(s).

"Construction Documents" means the design and construction documents, including the Construction Contract and all drawings, specifications, and schematic plans prepared pursuant to the RFP (as defined below), if Owner elects to follow the RFP process, and consistent with all applicable local, state, and federal laws, ordinances, policies, and regulations.

"Development Agreement" or "DA" is defined in Recital B.

"Final Acceptance" means that, following Final Completion, the City has received Owner's irrevocable offer of dedication for the Swim Center Site and all improvements thereon, and the City Council has formally accepted the Work by resolution.

"Final Completion" means that the City Engineer and City Building Official have determined that the Work has been fully completed in accordance with the Construction Documents and this Agreement, including all Punch List items, and title to the Swim Center Site is free and clear of all construction liens and encumbrances, unless otherwise assumed by City.

"Site" is defined as the real property selected by the City Council for this project.

"Swim Center" is defined in Recital C and in the Ellis Specific Plan.

"Swim Center Site" means the Site for the Swim Center that is owned by or under contract to purchase by Owner or Owner's affiliate until City's acquisition at Final Acceptance, and is further described in Section 3.

"Request for Proposal" or "RFP" means Owner's optional "Request for Proposals for Consultant Services" related to design, architectural, and other consultant services, including construction of the Swim Center.

"Total Cost" means all costs, including, but not limited to, costs of design, architectural, consultants, engineering, plan checking, land preparation, utilities installation, project management and overhead, applicable governmental fees, materials, labor, and construction.

"Work" means all of the design and construction services necessary or incidental to completing the Swim Center in conformance with the requirements of the DA, this Agreement, and the Construction Documents.

SECTION 2 – City Site Selection

Pursuant to the DA and Section 2 of this Agreement, the City has selected the Site for the Swim Center. The Site shall be in the location, and as described in the offer of dedication. Owner shall own or acquire the Site selected by the City, and the City shall not own the Swim Center Site until Final Acceptance.

SECTION 3 – City Approval of Plans and Construction Documents

Within sixty (60) days after the Development Agreement Amendment is Effective, the Specific Plan is approved and the Owner-Tracy Swim Center construction agreement is executed, then Owner and City representatives shall meet to establish joint timelines and milestones for event 3) and event 4): 1) Owner presenting a final conceptual plan for the Swim Center to the City for City review and approval on or before April 30, 2018; 2) a community groundbreaking ceremony on or before September 30, 2018; 3) After the City has approved all necessary design, plans and construction documents, Owner bid out and enter into a construction contract; and, 4) Owner completing the construction according to the construction documents and this document.

Before Owner starts preparing construction improvement plans the City Council shall approve a final conceptual plan, and a list of design, construction and/or improvements that Owner shall cause to be designed and/or constructed. If, after the City Council approves a final conceptual plan, it decides to modify the plan or add additional features or amenities then all direct and indirect costs of changing the conceptual plan or any design or construction plans relying on the original conceptual plan shall be additive funding provided by the City above the initial Swim Center funding and within the time periods specified herein. To insure the Swim Center is completed with available funds the project may be bid with a base bid, and with bid alternatives, depending on available funds bid alternates may or may not be awarded. City shall promptly approve the Construction Documents, including all design plans, drawings, and specifications. The Construction Documents must include an estimated Construction Contract Price, and must comply with the following:

1. California Building Code; and
2. Applicable Law

SECTION 4 – Schedule

A. General Surety Requirements

Each bond must be issued by a surety admitted in California. If an issuing surety cancels the bond or becomes insolvent, within seven days following written notice from City, Owner must substitute a surety reasonably acceptable to City.

B. Required Bonds

1. Faithful Performance Bond

To secure faithful performance of this Agreement each contractor not covered by a bond for the project shall provide a faithful performance bond in the amount of the work provided, a performance bond shall be provided to the City in the amount of the Construction Contract Price prior to commencement of

construction. The bond must be in the form required by Government Code sections 66499 through 66499.10.

2. Warranty Bond

As a condition precedent to City's Final Acceptance of the Swim Center, a warranty bond must be provided in the amount of 10% of the final Construction Contract Price of the Swim Center, as a full guarantee for one year of Work following Final Acceptance.

Bonds and insurance shall be purchased from the Owner's Contribution funds, funds contributed by the City for the project, or paid for by the contractor.

SECTION 5 – Construction

A. Owner's Obligation to Cause to Construct

Owner shall cause to be constructed the Swim Center in conformance with the Construction Documents to Final Completion.

B. Owner's Swim Center Contribution

Owner's maximum financial obligation regarding the Swim Center is Ten Million Dollars (\$10,000,000.00) ("Owner's Contribution") for the Total Cost. Previously Owner has provided Two Million Dollars of a Ten Million Dollar contribution to the City for the Swim Center. City shall cause the Two Million Dollars initial contribution to be applied to the Owner's design and construction activities in accordance with Exhibit "A", including but not limited to reimbursing Owner for all of Owner's design activity expenses undertaken prior to executing this Agreement, subject to Owner providing City true and correct copies of invoices for the work performed or, at the discretion of Owner, the City shall treat the expense of all of Owner's design activities as credits against development fees. After the Two Million Dollar initial contribution is applied to the Eight Million future contribution then the remaining obligation shall be satisfied in full by Owner facilitating Swim Center design and construction of improvements equal to Ten Million Dollars in costs incurred by Owner. In anticipation of this agreement and at the City's request, the Owner retained consultants prior to approving and executing this agreement or the amendment to the Development Agreement, and funds expended by the Owner prior to this agreement or the amendment to the Development Agreement being executed shall be eligible for reimbursement or credits.

C. City's Obligation for Costs over Owner's Contribution

The City shall provide funding for the Swim Center in an amount equal to Thirty-Five Million Dollars with a supplementary contingency amount of twenty percent of the total

estimated costs of Forty-Five Million Dollars (Swim Center Funding). This additional construction of approved plans, which shall take into account the total Swim Center Funding, shall represent Owner's entire obligation to facilitate design and construction improvements for the Swim Center improvements and once the additional agreed upon improvements are constructed the Owner's obligation to facilitate design and construction improvements for the Swim Center under this agreement automatically terminates. Owner shall have no obligation to advance funds above the Owner's Contribution to continue or complete the Swim Center and upon reaching the amount of Owner's Contribution if City fails to fund its share, Owner shall be conclusively deemed to have satisfied its obligation under this agreement and the Development Agreement. City shall pay in full all requested invoiced payments to Owner or Contractor within thirty (30) days of the portion of the Work completion from city Swim Center funding.

D. Change Orders

Change orders which include costs of more than 10% of the construction contingency shall require the City Manager's or his/her designee's approval, which shall not be unreasonably withheld or delayed. Change orders which include costs 10% or less of the construction contingency shall require the Assistant City Manager's or his/her designee's approval, which shall not be unreasonably withheld or delayed.

E. Prevailing Wages

Each worker performing Work under this Agreement that is covered under Labor Code section 1720 or 1720.9, including cleanup of the construction site, must be paid at a rate not less than the prevailing wage as defined in sections 1771 and 1774 of the Labor Code.

F. Payroll Records

At all times during performance of this Agreement, Owner's contractor must comply with the provisions of Labor Code section 1776 and 1812 and all implementing regulations, which are fully incorporated by this reference, including requirements for electronic submission of payroll records.

G. Insurance

Prior to the commencement of construction, the Owner shall furnish or cause to be furnished evidence to the City that all of the following insurance requirements have been satisfied:

1. General Requirements

The Owner shall or shall cause its agents or contractors to maintain insurance to cover Owner, its agents, representatives, contractors, subcontractors, and employees in connection with the performance of services under this Agreement at the minimum levels set forth herein.

2. Policies and Limits

- (a) Commercial General Liability Insurance ("CGL"): A CGL policy (with coverage at least as broad as ISO form CG 00 01 01 96) in an amount not less than \$3,000,000 general aggregate and \$1,000,000 per occurrence for general liability, bodily injury, personal injury, and property damage.
- (b) Automobile Liability Insurance: An automobile policy (with coverage at least as broad as ISO form CA 00 01 07 97, for "any auto") in an amount not less than \$1,000,000 per accident for bodily injury and property damage.
- (c) Workers' Compensation Insurance and Employer's Liability: As required by the State of California.

3. Required Endorsements

The automobile and commercial general liability policies shall contain endorsements with the following provisions:

- (a) The City (including its elected and appointed officials, officers, employees, agents, and volunteers) shall be named as an additional "insured."
- (b) For any claims related to this Agreement, the required coverage shall be primary insurance with respect to the City. Any insurance maintained by the City shall be excess of the Owner's (or contractor or agent, if provided by them) insurance and shall not contribute with it.

4. Notice of Cancellation

All insurance policies required hereby shall contain endorsements by which each insurer is required to provide thirty (30) days prior written notice to the City should the policy be canceled before the expiration date. For the purpose of this notice requirement, any material change in the policy prior to the expiration shall be considered a cancellation.

5. Authorized Insurers

All insurance companies providing coverage required by this Agreement shall be insurance organizations authorized by the Insurance Commissioner of the State of California to transact the business of insurance in the State of California.

6. Insurance Certificate

Owner (or its agent or contractor) shall provide evidence of compliance with the insurance requirements listed above by providing a certificate of insurance, in a form satisfactory to the City Attorney.

7. Substitution of Certificates

No later than thirty (30) days prior to the policy expiration date of any insurance policy required by this Agreement, Owner (or agent contractor) shall provide a substitute certificate of insurance.

8. Owner's Obligation

Maintenance of insurance by the Owner as specified in this Agreement shall in no way be interpreted as relieving the Owner of any responsibility whatsoever (including indemnity obligations under this Agreement), and the Owner may carry, at its own expense, such additional insurance as it deems necessary.

SECTION 6: Inspection and Final Completion

A. Inspection and Oversight

The City may perform daily field inspections of the construction in progress, during regular business hours, as required to assure that the construction is in accordance with the requirements of this Agreement. All inspections shall be coordinated with Owner's designee with at least 24 hours advance written notice and the City inspection team shall be accompanied by Owner's designee at all times when on Site. In order to permit the City to inspect the Work, the Owner shall, at all times, provide to the City proper and safe access to the site, and all portions of the Work, and to all shops wherein portions of the Work are in preparation. The City shall receive copies of materials quality tests required to assure that the quality meets the construction plans requirements, and may require inspection or any re-testing which may be necessary. The City will perform a final inspection of the Work and prepare an inspection report, setting forth any deficiencies from the Construction Documents that may exist (the "Punch List"). Prior to determining that Owner has achieved Final Completion, as described below, the City may re-inspect any corrective work performed by Owner and the as-built construction plans and records to insure the Punch List has been completed.

B. Final Completion

The City shall certify that Owner has achieved Final Completion when both the City Engineer and City Building Official have determined that the Work is fully completed in accordance with the Construction Documents and this Agreement. Final Completion cannot be achieved until Owner has completed all Punch List items and provided all required submittals, including any contractor warranty, and as-built drawings, to City's satisfaction. After Final Completion has occurred, the City Engineer will

recommend Final Acceptance to the City Council. Upon request by Owner City shall provide a Punch List within fifteen days, and once the work from the Punch List provided is complete City shall certify that Owner has achieved Final Completion.

SECTION 7: Dedication and Acceptance

Final Acceptance by the City Council will not be made unless and until a final inspection and determination of Final Completion has been made by the City Engineer and City Building Official in accordance with Section 5.B above, and Owner has submitted to the City an irrevocable offer of dedication for the Swim Center Site with improvements from Owner and evidence that the title to the Swim Center Site is free of all construction liens and encumbrances. Upon recommendation of the City Engineer, the City Council shall formally accept the Work by resolution.

SECTION 8: Warranties and Fee Credits

A. Correction of Defective Work During the Warranty Period

The Contractor(s) shall warrant the quality of the Work, in accordance with the terms of the plans and Construction Documents, for a period of one year after Final Acceptance of the Work by the City Council. In the event that (during the one-year warranty period) any portion of the Work is determined by the City Engineer, or if requested validated by a 3rd party agreed upon by Contractor and City to be defective, the City shall notify Owner of the defect and the Owner shall begin facilitation of the correction of the defect within ten (10) days of receiving notice of the defect from the City. If the defect cannot be corrected within 30 days, Owner shall have such time as is necessary to correct the defect, provided that Owner has timely caused the correction to begin and the contractor is diligently continuing the work necessary to correct the defect. If Owner fails to have the contractor begin the work to correct the defect within 60 days of receiving such notice, or fails to diligently have the contractor continue such work, as reasonably determined by the City, City may take actions as necessary to complete the Work using the Warranty Bond. Pursuant to Section 4.B.3 of this Agreement, Contractor's must provide City with a warranty bond as a condition precedent to Final Acceptance.

SECTION 9: Indemnity

To the fullest extent permitted by law, Owner must indemnify, defend, and hold harmless the City, its agents and consultants (individually, an "Indemnitee," and collectively the "Indemnitees") from and against any and all liability, loss, damage, claims, expenses (including, without limitation, attorney fees, expert witness fees, paralegal fees, and fees and costs of litigation or arbitration) (collectively, "Liability") of every nature arising out of or in connection with acts or omissions of Owner, its employees, subcontractors, representatives, or agents, in bidding or performing the Work or its failure to comply with any of its obligations under the Agreement, except such Liability caused by the active and sole negligence, or willful misconduct, of an Indemnitee. Owner's failure or refusal to timely accept a tender of defense pursuant to this provision will be deemed a material breach of this Agreement. Upon Final Acceptance to the fullest extent permitted by law, City must indemnify, defend, and hold harmless the Owner, its agents and consultants (individually, an "Indemnitee," and collectively the "Indemnitees") from and against any and all liability, loss, damage, claims, expenses (including, without limitation, attorney fees, expert witness fees, paralegal fees, and fees and costs of litigation or arbitration) (collectively, "Liability") of every nature arising out of or in connection with acts or omissions of City, its employees, subcontractors, representatives, or agents, in bidding or performing the Work or its failure to comply with any of its obligations under the Agreement, except such Liability caused by the active and sole negligence, or willful misconduct, of an Indemnitee. Cities failure or refusal to timely accept a tender of defense pursuant to this provision will be deemed a material breach of this Agreement.

SECTION 10: Miscellaneous Provisions

A. Integration; Severability

This Agreement, the DA, and the Construction Documents incorporated herein, including authorized amendments or change orders thereto, constitute the final, complete, and exclusive terms of the agreement between City and Owner. If any provision of this Agreement, or portion of a provision, is determined to be illegal, invalid, or unenforceable, the remaining provisions will remain in full force and effect.

B. Amendment

No amendment or modification of this Agreement will be binding unless it is in a writing duly authorized and signed by the parties to this Agreement, and unless any such amendment conforms to the requirements of the DA, as that document may be amended.

C. Governing Law and Venue

This Agreement will be governed by California law and venue will be in the Superior Court of San Joaquin County, and no other place.

D. Assignment and Successors

Owner may not assign its rights or obligations under this Agreement, in part or in whole, without City's written consent and without simultaneous assignment of its rights and obligations under the DA. Notwithstanding the foregoing, Owner may assign its obligations hereunder to an Affiliate, provided that any such assignment shall not release Owner from responsibility for ensuring that the assigned obligations are satisfied, and Owner shall remain liable to the City for any and all failures by any assignee to fully perform all obligations under this Agreement, such that a failure by an assignee to fully perform an obligation under this Agreement shall constitute a default by Owner.

E. Notice

Any notice given pursuant to this Agreement must be made in writing, and sent to the other party by personal delivery, U.S. Mail, a reliable overnight delivery service, facsimile, or by email. Notice shall be deemed to have been given and received on the first to occur of: (i) actual receipt at the address designated above, or (ii) two working days following the deposit in the United States Mail of registered or certified mail, sent to the address designated below. Notice for each party must be given as follows:

City:

City Manager
City of Tracy
333 Civic Center Plaza
Tracy, CA 95376
Telephone No.: (209) 831-6400

Facsimile
No.: (209)
831-6439



With copy to:

City Attorney
City of Tracy
333 Civic Center Plaza
Tracy, CA 95376
Telephone No.: (209) 831-6130
Facsimile No.: (209) 831-6137

Owner:

Surland Communities
1024 Central Avenue
Tracy, CA 95376
Attention Les Serpa
Telephone No.: (209) 832-7000
Facsimile No.: (209) 833-9700

With copy to:

Herum Crabtree
5757 Pacific Avenue, Suite 222
Stockton, California 95207
Attention: Steve Herum
Telephone: (209) 472-7700
Facsimile: (209) 472-7986

F. Default

1. General

In the event that the Owner is in a material default of this Agreement, as defined in this section, the City Engineer shall provide written notice to the Owner in which the default is described.

2. Default Defined

The Owner shall be in default of this Agreement if the City Engineer determines that any one of the following conditions exist:

- (a) The Owner is insolvent, bankrupt, or makes a general assignment for the benefit of its creditors.

(b) The Owner abandons the Work for a continuous period of thirty (30) days that is not due to weather conditions, labor disputes, acts of God, lack of city funding, or other circumstances beyond the control of Owner,

(c) The Owner fails to perform one or more requirements of this Agreement.

(d) The Owner fails to remedy any loss or damage incurred by the City caused by Owner or its agents, representatives, contractors, subcontractors, or employees in connection with performance of the Work in instance where Owner does not dispute that it is responsible for the loss or damage.

(e) The Owner violates any legal requirement related to the Work.

3. Cure

In the event that the Owner fails to cure the default within thirty (30) days, or provide adequate written assurance to the satisfaction of the City Engineer that the cure will be promptly commenced and diligently prosecuted to its completion, the City may, in the discretion of the City Engineer, take any or all of the following actions:

(a) Cure the default.

(b) Demand the Owner to complete performance of the Work.

G. Independent Contractor Status

The Owner is an independent contractor and is solely responsible for all acts of its employees, agents, or subcontractors, including any negligent acts or omissions. Owner is not City's employee and Owner shall have no authority, express or implied, to act on behalf of the City as an agent, or to bind the City to any obligation whatsoever, unless the City provides prior written authorization to Owner.

H. Attorneys' Fees

In the event any legal action is commenced to enforce this Agreement, the prevailing Party is entitled to reasonable attorney's fees, costs, and expenses incurred.

I. Waiver

Waiver of a breach or default under this Agreement shall not constitute a continuing waiver or a waiver of a subsequent breach of the same or any other provision of this Agreement.

J. Signatures

The individuals executing this Agreement represent and warrant that they have the right, power, legal capacity, and authority to enter into and to execute this Agreement on behalf of the respective legal entities of the Owner and the City. This Agreement shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

[SIGNATURE PAGE FOLLOWS]

"City"

CITY OF TRACY, a municipal
corporation

By:
Title: _____
Date: _____

Attest:

By:
Title: CITY CLERK
Date: _____

"Owner"

SURLAND COMMUNITIES, LLC, a California
limited liability company

By:
By: _____
Les Serpa
Title: _____
Date: _____



THE SURLAND COMPANIES

Amendment to Development Agreement Outline

Surland is prepared to accept certain amendments to the Development Agreement which contain City and Surland requests. Amendment objectives include updating swim center terms to conform to City Council determinations, including the type of phasing to implement for the Aquatic Center Final Concept Plan, facilitate constructing the Aquatic Center, ensure efficient use of Ellis infrastructure, achieve consistency concerning Aquatic Center improvements, planning and design, and achieve Ellis, staff, and City Council objectives. The following are proposed amendment terms:

a. AQUATIC CENTER

- i. Based upon City Staff request, Surland relinquishes, and City assume control of:
 1. Construction documents
 2. Project Bidding
 3. Construction of project
- ii. Add Exhibits, which would become elements of the Development Agreement include:
 1. Aquatic Center Final Conceptual Plan
 2. Conceptual Plan Measure V and budget of \$65 million
 3. Aquatic Center Impact Fee Program Funds Conceptual Plan expansion area
 4. Aquatic Center Impact Fee Program and Plan C funds previously committed to the Aquatic Center shall only fund the Final Concept Plan future expansion areas
- iii. Surland shall complete the design development package which includes the Council approved conceptual plan, architectural elevations, thematic design, signage, and wayfinding, color, and materials palette for the Aquatic Center.

b. ELLIS / AVENUES

- i. At City request Surland agrees to advance over twelve million dollars in funding for City infrastructure.
- ii. The Avenues neighborhood of Ellis shall be annexed into the existing and approved 2016-2 ECFD. All terms for services and facilities shall remain the same.
- iii. The ECFD shall fund, through bond sales, the following facilities:
 1. The ECFD shall advance funding for Wastewater Phase 2A (Phase 2A and 2B previously identified as Phase 1 in the DA and the ESP) treatment plant expansion, and collection in the amount of \$4,940,160.00.
 2. The ECFD shall advance funding for Water to fund the acquisition of new water sources and transmission in the amount of \$5,538,240.00.
 3. The ECFD shall advance funding for Public Safety to fund construction of Fire Station #99 in the amount of \$1,750,080.00
(Amendment(s) to reimbursement and fee credit agreement(s) shall be signed identifying all relevant updates (including the above prepaid fees) prior to release of the above funding)
- iv. The Avenues neighborhood shall become subject to the development agreement except for Section 1.07 (a) to (f)(2), and the term of the development agreement shall be amended to begin on the effective date of this amendment.

c. Ellis Specific Plan Infrastructure

- i. With respect to current and future Ellis Specific Plan Property, Public Buildings/Facilities fees collected from any Ellis Specific Plan ("ESP") Property shall be reserved and only applied to constructing a new Fire Station #99 ("Fire Station") on Valpico Road near ESP until the station is constructed and operational. Current fees paid are approximately \$1,795,164.00

- ii. Currently Ellis is designing and constructing Storm Basin 3A as a program improvement for the City.
 - 1. Owner, at Owner's discretion, sole cost and expense, shall have the right to deepen or otherwise improve the basin to create additional Owner capacity. The cost of deepening and/or improving the basin to create additional capacity shall be recognized as program improvements.
- iii. The Ellis Avenues neighborhood has agreed to advance certain funding and construct identified infrastructure for the Fire Station #99. Within one year after this Amendment is approved all public infrastructure constructed in Valpico Road for the benefit of the Fire Station and/or the City of Tracy, including storm, sewer, and water infrastructure, shall be identified, and included as program Improvements.
- iv. Past and future Public Building and Public Safety fees, other assistance provided by ESP Properties to City to extend infrastructure to the Fire Station site, and design assistance of the Fire Station fully satisfies Owner's obligation concerning fire service and safety and neither the City nor the Fire Authority shall impose any other requirements upon Owner concerning capital or operational expenses for fire service. There shall be no other obligations for fire facilities required for the full build out of the ESP and DA Property regarding Fire.

c. Fees & Charges

- i. The City shall charge a fee established by the City Council or charge cost recovery under an agreement between the City and the Owner or Owner's agent/affiliate for all applications, plan check, review, inspection, or other City charges for work. City shall not charge both. If a fee has been established then the City shall charge the fee, and all other charges shall not be applicable or imposed but if charged by City and paid by Developer then

refunded to Owner within thirty (30) days.

- ii. City shall not charge fees for inspection or plan check that do not directly relate to the subject inspection and plan check work.

d. Program improvements fees and reimbursements

- i. Fee credits or infrastructure capacity may be applied to any Owner or Owner's property within the ESP, or DA property, which is expressly described and identified in the ESP or DA.
- ii. Program/Public Improvement Infrastructure:
 - 1. Section 1.18 shall be updated from "plan check" to "plan check and inspection".
- iii. Water
 - 1. ESP Property has previously funded all water impact fees and/or constructed required water system improvements and shall not be responsible for paying any further current or future water impact fees or construction of additional program water system public infrastructure or supply. All program improvements for the ESP and Master Plan MP or Ellis Finance and Implementation Plan ("EFIP") impact fee water components are conclusively deemed to fully and completely satisfy Owners' obligation. The Owner has no additional obligations to the City concerning the provision or delivery of water and the City shall not impose any further program improvements, for the build out of the maximum ESP as authorized in the ESP and General Plan, including but not limited to pressure reducing valves or any other improvements in excess of typical in-tract neighborhood water infrastructure improvements
- iv. Wastewater collection system
 - ESP Property shall pay the applicable finance plan wastewater fee. City, at City's sole cost expense, shall provide all necessary collection capacity when needed by implementing improvements infrastructure.