LODI CITY COUNCIL

Carnegie Forum
305 West Pine Street, Lodi

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AGENDA – SPECIAL MEETING

Date: August 30, 2006

Time: 6:30 p.m.

For information regarding this agenda please contact:
Jennifer M. Perrin
Interim City Clerk
Telephone: (209) 333-6702

NOTE: All staff reports or other written documentation relating to each item of business referred to on the agenda are on file in the Office of the City Clerk and are available for public inspection. If requested, the agenda shall be made available in appropriate alternative formats to persons with a disability, as required by Section 202 of the Americans with Disabilities Act of 1990 (42 U.S.C. Sec. 12132), and the federal rules and regulations adopted in implementation thereof. To make a request for disability-related modification or accommodation contact the City Clerk's Office as soon as possible and at least 24 hours prior to the meeting date.

A. Roll call

B. Public Hearings

Res. B-1
Res.
Res.
Ord.
(Introduce)
Ord.
(Introduce)

Public hearing to consider certifying an Environmental Impact Report and approving General Plan amendment, zone change, development agreement, and annexation to allow development of a single tenant office building (approximately 200,000 square feet) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch project) on a total of 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad to the west ***AND*** to concurrently consider appeal filed by San Joaquin Valley Land Company regarding the Planning Commission's "non-action" on the above actions (Applicant: San Joaquin Valley Land Company, File #s 06-GM-01, 06-EIR-01, 06-AX-01) (CD)

NOTE: The action pertaining to the certification of the Environmental Impact Report is a quasi-judicial hearing and requires disclosure of ex parte communications as set forth in Resolution No. 2006-31

C. Adjournment

Pursuant to Section 54956.2(a) of the Government Code of the State of California, this agenda was posted at a place freely accessible to the public 24 hours in advance of the scheduled meeting.

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Jennifer M. Perrin
Interim City Clerk

NOTICE: Pursuant to Government Code §54954.3(a), public comments may be directed to the legislative body concerning any item contained on the agenda for this meeting* <u>*before*</u> (in the case of a Closed Session item) *or* <u>*during*</u> *consideration of the item.

AGENDA ITEM B-1

CITY OF LODI
COUNCIL COMMUNICATION

AGENDA TITLE: Conduct a public hearing to consider an Environmental Impact Report (EIR), Annexation, General Plan Amendment, a Zone Change, and Development Agreement (DA) to allow general development plan approval for development of an office building on 20 acres, retail commercial uses on 40 acres, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west.

MEETING DATE: August 30, 2006

PREPARED BY: Peter Pirnejad, Planning Manager, Community Development Department

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RECOMMENDED ACTION: 1) Staff recommends that the City Council certify the Environmental Impact Report (06-EIR-01) and adopt findings, the statement of overriding considerations, and mitigation monitoring program.

2) Staff recommends that the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Valley Land Company LLC, to approve a General Plan Amendment (06-GPA-LU-02) establishing the Planned Residential (PR) General Plan designations as modified.

3) Staff recommends that the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Valley Land Company LLC, to approve a Zone Change (06-Z-02) to Planned Development (PD) across the project site (220 acres). Said Zone Change includes as part of the EIR Certification, the approval of a Development Plan for 60 +/- Acres of which 40+/- Acres is designated for General Retail and 20+/- Acres is designated for the Blue Shield Office site.

4) Staff recommends that the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Valley Land Company LLC, to approve a request for Annexation (06-AX-01), incorporating the Reynolds Ranch Project area (220 acres) within the corporate limits of the City of Lodi.

5) Staff recommends that the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Valley Land Company, LLC, for a Development Agreement (06-GM-01), setting forth the mutual entitlement obligations entered into between the City and the project applicants for the Reynolds Ranch Project.

APPROVED: _____

, City Manager

BACKGROUND INFORMATION

At their meeting of August 9, 2006, the Lodi Planning Commission held a public Hearing to consider the request of Dale Gillespie, on behalf of San Joaquin Valley Land Company, LLC, to allow general development plan approval for a development of an office building, retail commercial uses, 1,084 dwelling units and associated public facilities on 220 acres located on the south side of Harney lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west. Following extensive public testimony and discussion, the Planning Commission rendered a 3-3-tie vote on the requested entitlements and associated development-related approvals (EIR, Annexation, Development Agreement). (See attached August 9, 2006 Planning Commission Staff Report and Minutes). Therefore, this item comes to the City Council as a matter of course without a recommendation from the Planning Commission.

Project Summary

The proposed project would permit the development of a mixed-use project at the intersection of Harney Lane and State Route 99. A total of 350,000 square feet of commercial uses on 40 acres are proposed along with a 200,000 square foot office building on 20 acres. Additional development on the project site includes residential uses (1,084 dwelling units), Public Park, K-8 public school, a fire station, self-storage facility, detention basins, trails and an open space network. To implement the proposed project, the applicant has submitted applications for a General Plan amendment and zone change. Additional approvals required include annexation of the project site into the City of Lodi, certification of an environmental impact report (EIR) and approval of a Development Agreement (DA) for the project.

Conditions of approval for the project will require the developer to return to the Planning Commission, Site Plan and Architectural Review Committee, and City Council for the review of development plans subdivision maps, site and architectural plan, and related improvements. In some instances, new project traffic studies will have to be performed (Phase 2 commercial/retail component of the project) and supplemental environmental analysis will have to be prepared (further cultural/historical evaluation of buildings proposed to be demolished or altered and further site testing for hazardous materials, for example).

General Plan & Zoning Designations

General Plan Designations	**Reynolds Ranch Project**: Existing PRR (Planned Residential Reserve); Proposed: Planned Residential (PR), as amended, Neighborhood Community Commercial (GC), Office (O).
Zoning Designation.	**Reynolds Ranch Project**: Existing San Joaquin County Zoning: AU-20 (Agriculture, Urban Reserve, Minimum 20 Acres); Proposed City of Lodi Zone: PD (Planned Development) which includes designations specific to housing, commercial, office, and public/quasi-Public
Project Size.	**Reynolds Ranch Project**: Approximately 220 acres

The adjacent zoning designations and land uses are as follows:

GENERAL PLAN LAND USE AND ZONING DESIGNATIONS OF SURROUNDING LAND USES		
Location In Relation To Project Site	**Current Use**	**Zoning and General Plan Land Use Designation**
North	Single-Family Residential (North of Harney between Stockton Street and SR 99), Industrial/Manufacturing (North of Harney between Stockton Street and UPRR)	Low Density Residential (LDR), Medium Density Residential (MDR), Neighborhood/Community Commercial (NCC), Heavy Industrial (HI)
South (across Scottsdale Road)	Agriculture	City of Lodi Planned Residential Reserve (PRR); San Joaquin County Zoning AG-40; San Joaquin County General Plan GA (General Agriculture)
East (across SR 99)	Agriculture	San Joaquin County Zoning AG-40; San Joaquin County General Plan GA (General Agriculture)
West(across SR UPRR)	Agriculture	City of Lodi Planned Residential Reserve (PRR); San Joaquin County Zoning AG-40; San Joaquin County General Plan GA (General Agriculture)

Project Site Characteristics

The project site is located within the southeast quadrant of the City's southern boundary (along Harney Lane) and west of State Route 99. At present, the project site is located outside and contiguous to the City of Lodi corporate boundary but within the General Plan and Sphere of Influence of the City of Lodi in the County of San Joaquin. Specifically, the project is bounded by Harney Lane to the north, State Route 99 to the east, UPRR to the west and Scottsdale Road approximately 650 feet to the south.

The project site is 220 acres in size and is made up of twenty-two (22) parcels. The project area primarily consists of vineyards, mostly along the southern half of the site and scattered parcels in the northern half. The remaining existing agricultural uses in the northern portion of the site include fallow agricultural land and a small area dedicated to an almond orchard. A total of eighteen (18) addresses including residences currently occupy the site.

Project Description

The proposed project is located on a 220-acre site. The project includes a Development Plan (Project Level in scope) for a total of 60-acre, 40 acres of which are designated for retail use and 20 acres designated for the Blue Shield Call Center. The remaining 160 acres includes, a Concept Plan (Program Level in scope) which includes various dwelling unit densities, a dedicated park, a detention basin/park, a fire station, a K-8 public school, and a mini-storage facility. An Infrastructure Master Plan has been prepared for the entire 220-acres which includes a Water Supply Assessment as prescribed by Senate Bill 610 to guide the overall development of the entire site.

The Development Plan encompasses only the office and retail uses totaling 60± acres along the eastern portion of the proposed site. The retail portion will border along Harney Lane and occupy approximately 40 acres, whereas, the office site will be located south of the retail uses on approximately 20 acres. Both sites will be accessible from the future construction of "A" Street, which will result in the realignment of Frontage Road-West and connect to Harney Lane approximately 1,000 feet west of Cherokee Lane.

The office building is anticipated to be an approximately 200,000 square foot multistory building to be occupied by Blue Shield of California. This proposed Blue Shield facility is expected to provide expansion for their back office services and a large call center. At full capacity, the proposed office facility will employ a maximum of 1,600 employees on two shifts with an expected parking demand of 900± spaces.

The retail site will potentially accommodate a total building area of approximately 350,000 square feet of retail space. A schematic project site plan shows that overall development of the retail site may include two major retail tenants, two junior tenants, and small retail establishments each under 15,000 square feet. Additionally, the Morse/Skinner Ranch House, near the southeast corner of the retail site will remain an identified historic resource. It is anticipated that this historic resource will be preserved in place as part of the overall retail development of this site. Further discussion on this historic resource and other cultural resource issues are provided in Section 1C of this document.

The Concept Plan will accommodate future planned residential development, a K-8 school, a fire station, park, park/drainage basin, open space, and a mini-storage facility. These planned uses are further described below.

Proposed Residential Uses

If approved, the Concept Plan will allow up to a total of 1,084 residential units. These units consist of 734 Planned Residential Low Density, 200 High Density Residential units, and 150 High Density Senior Residential units. These future residential land uses have not undergone a project level analysis as part of this document, because architectural styles, layouts/configurations, and lot sizes are undetermined at this time. When such development is ready to proceed through the entitlement process, additional environmental review will need to be conducted and a development plan submitted for review to both the Planning Commission and the City Council.

Proposed K-8 School

The Concept Plan includes a school site for the Lodi Unified School District (LUSD). The proposed school site is 14-acres, which the LUSD proposes to develop with a K-8 school sometime in the future as additional new developments in the vicinity create the demand to warrant its construction. The LUSD will be the lead agency for the proposed elementary school, as they are a separate and independent entity from both the City of Lodi and the current project applicant. Once completed, the proposed school is anticipated to serve approximately 500 K-6 grade students and 500 7-8 grade students.

Fire Station

A fire station has been proposed on a one-acre parcel as part of overall development of the site. This facility is intended to accommodate the project related demand for emergency services as well as to increase efficiency and response to neighboring areas within the surrounding community. The accompanying Development Agreement, if approved, will provide the land plus $2,500,000 towards construction and equipment costs for the new fire station.

Proposed Open Space and Recreational Use

The proposed Concept Plan includes 12.7 acres of open space for recreational use and 8 acres for a detention basin. A majority of this open space, 7.3 acres, is a proposed linear park that would run primarily along the western and southern boundary of the site. This linear park would provide passive recreational opportunities as well as a trail network throughout its length. In addition, a 5.5-acre park would be constructed as part of the overall planned development. This future neighborhood park would likely provide active recreational uses for residents of the project and surrounding community. Such future park amenities would be provided in conjunction with the proposed school facility located just south of the proposed park site. It is expected that any school recreational facilities would also be accessible to the public during non-school hours. Other recreational opportunities provided under the Concept Plan development include a separate network of off-street trails proposed throughout the Concept Plan area to accommodate convenient and safe pedestrian access throughout the various uses proposed for future development. This comprehensive trail system will allow for non-vehicular access throughout the project to the school, parks, shopping, and the Blue Shields Call Center. The 8 acre detention basin provides opportunity for additional open space during the dry months of the year as well as functions as an area separation between the residential uses and UPRR and agricultural uses to the west and south respectively.

Mini-Storage Facility

A mini-storage facility is proposed along a narrow 5.3-acre strip of land on the western boundary of the site. This use is intended to accommodate future and existing storage needs of local residents and surrounding businesses in the community as well as provide buffering of noise and vibration impacts associated with the adjacent UPRR rail corridor and its current and future operations. It is anticipated that access to the facility will be provided from Harney Lane via the proposed on-site street system.

Infrastructure Master Plan

The Infrastructure Master Plan focuses on the infrastructure needed to serve land uses proposed in the entire 220-acre project site. The Infrastructure Master Plan includes plans for improvements to the Circulation System, Water Supply System, Wastewater Collection System, and Drainage System.

"Big Box" Retail Uses

Excluded from the project are so-called "big box" retail uses. Big box retail uses are defined as, "a use that involves a building in excess of 99,000 square feet where at least five percent of gross floor area is devoted to goods that are not subject of state sales tax." Big box retail uses contemplated by this definition could include uses such as a Wal-Mart retail center, a super Wal-Mart retail center or a super Target retail center, if these uses meet this definition. Excluded from this definition are retail stores that historically and customarily require patrons to purchase an annual or lifetime membership fee. It should be noted that if a big box retail use, such as that defined herein, is proposed for the project site, a new environmental impact report will be required to be prepared to address the environmental impacts of such a use.

Agricultural Buffers and linear parks/trails

The project, as currently designed, incorporates a series of agricultural buffers along the periphery of the project as well as a network of linear parks and trails that are incorporated throughout the project area. These linear parks and trails serve a variety of purposes, including establishing pedestrian oriented walking, hiking and bicycle transportation linkages through the project site and among its various components. The agricultural buffers located around the projects western and southern boundaries also provide a buffer to adjacent agricultural uses and the UPRR. For example, the agricultural buffer area proposed along the southern boundary of the site (minimum 75-feet wide) will act as a multi-use trail and buffer area.

Greenbelt

The City has established a Greenbelt Task Force whose mission is to work with the land owners within a designated Greenbelt Target Area to promote a agricultural and open space buffer between the Cities of Stockton and Lodi. The area identified as the "Greenbelt Target Area" is one half mile north and south of Armstrong Road. The northern boundary of this target area boarders the southern boundary of the project area. Although the proposed project is outside the study area it has incorporated into its design elements that promote and advance the creation of such a greenbelt. Project design elements include a physical open space buffer on the southern boundary of the project and designing a circulation system that intentionally does not terminate any streets into the southern boundary of the project.

The proposed project is also consistent with recent City Council direction to amend and extend the City's current general plan and sphere of influence. The general plan and Sphere of Influence would be extended from Armstrong Road south to meet the furthest northern extent of the City of Stockton's 2035 General Plan update boundary. In addition, the City Council directed staff to amend the General Plan to redesigned the existing Planned Residential Reserve (PRR) section that extends from 650 feet north of Scottsdale Road to Armstrong Road as well as the proposed General Plan addition further to the south to meet the northern extent of the City of Stockton's 2035 General Plan update boundary as Agricultural/Greenbelt. Said designation which would

essentially mirror the permitted uses of the underlying San Joaquin County General Plan designation of General Agriculture. As proposed the Reynolds Ranch Project is consistent with the objectives of this policy direction of the City Council.

The following table summarizes the major components of the Reynolds Ranch Project:

REYNOLDS RANCH PROJECT				
	Density (DU/AC)	**Square Feet (SF)**	**Acres (AC)**	**Dwelling Unit (DU)**
COMMERCIAL/RETAIL		350,000	40.5	
OFFICE (BSC)		200,000	20.1	
MINI-STORAGE			5.3	
RESIDENTIAL				
- Planned Residential LDR	7[1]		84.5	734
- HDR	22		9.1	200
- HDR (Senior)	50		3.0	150
Subtotal			96.6	1,084
PARKS/OPEN SPACE				
- Neighborhood Park			5.4	
- Open Space			7.3	
Subtotal			12.7	
PUBLIC FACILITIES				
- Fire			1.0	
- School			14.0	
Subtotal			15.0	
DETENTION BASIN			8.0	
INTERCHANGE/ON-RAMP			4.5	
INTERNAL STREETS			17.3	
TOTAL		**550,000**	**220.0**	**1,084**

[1] As defined in the Planned Residential category and Planned Development Low Density Zoning. Through this general plan designation and zoning, the project will be developed with 103 residential units with an average of approximately five units or less per gross acre and 631 units with an average density of 10.3 units or less per gross acre with the total density for the gross acreage within the Planned Residential category at 7 units per gross acre or less.

Related Background Information

The Community Development Department has been working over the past year to facilitate the relocation of a major employer (Blue Shield of California) within close proximity to the corporate limits of the City of Lodi. This facilitation has resulted in the initiation and processing of land use entitlements and environmental documentation to locate the facility on property commonly referred to as the Reynolds Ranch. The genesis of the project is the preservation and expansion of jobs associated with Blue Shield of California. In order to accomplish this goal a project was developed that would include major retail uses (totaling approximately 350,000 square feet), residential uses (1,084 dwelling units), public/quasi public uses (fire station, parks/basin/open space, elementary school) and other uses and features which, taken together, comprise a balanced, mixed-use project for the entire Reynolds Ranch project area (220 acres). Concurrent with these entitlement efforts has been the processing of an annexation application through the Local Area Formation Commission (LAFCo) to include the project area (currently within the City's General Plan and Sphere of Influence) into the corporate limits of Lodi.

When Blue Shield decided to move out of their existing leased space east of SR 99 in Lodi's Industrial area, City Officials worked with Blue Shield to identify a feasible site within the City Limits that could accommodate their needs. Four alternatives were discussed with Blue Shield. They included continuing the lease at their current site; however Blue Shield was clear in their intent to own and occupy their next facility as well as potentially expand their operation. A 13 acre site was identified within the city limits on the north east corner of Guild Avenue and Victor Road. However, that site is owned by Archer Daniels Midland Company (ADM) who has plans of locating a sweetener plant at that location. A third option was the site located on the north east corner of Guild Avenue and Auto Center Drive. However, Blue Shield was not able to agree upon an asking price given the drawbacks of the site such as the industrial nature of the surrounding area and the lack of nearby amenities and services for their employees. The fourth option was a site located outside and adjacent to the city limits east of Lodi on Kettleman Lane. Again, Blue Shield could not come to terms with the existing property owner. An alternative explored by Blue Shield in the region outside of Lodi was an Arch Road site in the County of San Joaquin. In addition to lacking any nearby amenities and services for their employees, the Arch Road site was proposed in an undeveloped area of the County which would attract nuisances identified with Urban Sprawl, such as air pollution, urban decay, traffic congestion, and redirect growth from Urban areas and promote leapfrog development. The location lacked any convenient housing opportunities, lacked any defined infrastructure, and would require a reported 40% of their existing workforce to travel an additional 20 miles south from their existing location thereby taxing an already impacted air basin and further consuming non-renewable energy sources.

Through the efforts of the San Joaquin Valley Land Company the proposed Reynolds Ranch site was acquired and offered to BSC that was contiguous to the existing City limits and current urban development. The site could easily be tied into existing utilities. The site not only offered amenities and services within walking distance but included proximity to walking trails and other open space elements. The site provided easy access to SR99 and is only 1.5 miles from Blue Shield's existing leased space.

ANALYSIS

I. Environmental Impact Report

On June 9, 2006, the City, as the lead agency, published a Notice of Availability (NOA) announcing that the Lodi Reynolds Ranch Annexation DEIR had been completed and is available to the public. The NOA provides locations and a description of the project areas, lists anticipated significant impacts, and invites the public to review the document at City Hall, Lodi

Public Library or on the City's website. The NOA was submitted to the State Clearinghouse; distributed to state and local agencies; sent to City Council members, Planning Commission members and interested persons; recorded with the County Clerk; mailed to all property owner within and 300 feet around the project site; Posted around the site; and published in the Lodi News Sentinel. The 45-day window for persons to review and comment on the DEIR began on June 9, 2006 and ended on July 24, 2006. During the public review period, and at a meeting of the Planning Commission on June 28, 2006, comments were received on the DEIR. All of the comments received (both oral and written), and responses to these comments, are included in the Final EIR (FEIR).

On the basis of the analysis contained in the EIR, and after considering and responding to comments on the DEIR, City staff has determined that the incorporation of Mitigation Measures would reduce environmental impacts to a less than significant level, except for impacts related to air quality and agricultural land conversion. (Issues associated with land conversion are discussed beginning with page 19). The EIR determined that project-specific and cumulative air quality impacts create a significant and unavoidable impact. Therefore, the staff is recommending that a Statement of Overriding Considerations (SOC) be adopted in conjunction with the certification of the FEIR. Staff is of the opinion that the benefits derived from the project out weigh the significance of the air quality impacts disclosed in the EIR. Staff is also recommending Council adopt a SOC for Agricultural impacts as discussed in Section VII. A Statement of Overriding Considerations (SOC), along with additional findings related to the EIR, has been prepared (see Attachment 4).

In its analysis of the environmental impacts of the project, the EIR touched on various issues pertaining to the development of the project site. Several selected issues are discussed below:

A. Air Quality Impacts

The project's EIR identifies significant and unavoidable impacts on air quality due to the project's long-term emission of ozone precursors, contributing to elevated ozone levels within an airshed that currently exceeds air quality standards for ozone. The project's construction-induced air pollutants were also considered and determined to be significant but mitigatable.

The air pollution reduction/mitigation strategy for the project, as identified in the project's EIR and outlined in Section 3.1 of the Final EIR attached this Council Communication report, includes numerous best available control measures for construction activities; a variety of site design features, such as energy-efficient buildings, transit stops, and an overall walkable community with proximate jobs, housing, service/destination retail, and community facilities connected by a series of trails and pedestrian-friendly streets; operational programs to reduce vehicle trips, such as ridesharing; and funding for the San Joaquin Valley Air Pollution Control District's (APCD or District) programs to improve the quality of the airshed by retiring "clunkers", upgrading transit fleets and school busses, and improving agricultural equipment. In accordance with APCD Rule 9510, the project must reduce its pollution emissions by the following percentages:

Construction Emissions

a. PM-10 emissions of all construction equipment of 50 horsepower or greater must be reduced by 45%.

b. NOx emissions of all construction equipment of 50 horsepower or greater must be reduced by 20%.

Operational Emissions

- Long-term PM-10 emissions must be reduced by 50% for a period of 10 years.

- Long-term NOx emissions must be reduced by 33.3% for a period of 10 years.

The methodology used to assess and mitigate air quality impacts in the EIR followed the APCD's "Guide for Assessing and Mitigating Air Quality Impacts" (GAMAQI). Section 4.3.1 of the GAMAQI explains that the District's approach to assessing construction impacts is qualitative not quantitative. The District has determined that compliance with Regulation VIII and implementation of all other control measures identified in Tables 6-2 and 6-3 of the GAMAQI constitutes sufficient mitigation to reduce construction PM-10 emissions to a less-than-significant level. The District may recommend quantifying construction emissions for specific projects; however, in this case, the District did not make that recommendation. Rather, in their response to the project's NOP, the District reiterated and recommended the methodology identified in the GAMAQI. Furthermore, the District states in their comment letter on the Draft EIR that, the Draft EIR "adequately describes the regulatory environment and existing air quality conditions, addresses short-term, long-term and cumulative effects on air quality, discusses applicable District regulations, and identifies mitigation measures to reduce air emissions."

B. Ground Water Contamination

The EIR includes a Water Supply Assessment that identifies that the City will have an adequate supply of water to serve the proposed project. A portion of the available water includes the City's downtown aquifer, which requires treatment prior to delivery. Regardless, after treatment this water will be available to serve the proposed project and other portions of the City of Lodi.

C. Historic/Cultural Resources

The project site includes the Morse-Skinner Ranch House and water tower, a significant historic resources listed on the National Register of Historic Places (NRHP) and eligible for listing on the California Register of Historical Resources (CRHR). The project's EIR includes a mitigation measure that requires the Morse-Skinner Ranch House and water tower to be handled in accordance with the Secretary of the Interior's standards for the treatment of historic resources.

No other structures onsite were determined to be eligible for listing on either the NRHP or the CRHR. Regardless, the project's EIR includes mitigation measures that require evaluation of all the structures onsite by an architectural historian prior to demolition or modification.

D. Project Alternatives

In accordance with Section 15126.6 of CEQA, the EIR has presented several alternatives to the proposed project that would potentially reduce air quality impacts in contrast to the proposed project. The three alternatives include a required 1) no project/no development alternative, 2) a reduced scale residential alternative and 3) a reduced scale retail/park-n-ride alternative. Alternative 2 and 3 were presented and analyzed to specifically address the potential air quality implications to reduce vehicle emissions and, therefore, to reduce the potential air quality impacts associated with the proposed project as the preferred alternative. Despite the potential air quality benefits of Alternative 2 and 3, the air quality impacts of both alternatives would remain significant.

Furthermore, the reduced marketability and economic potential of either project alternative would have proved to be unsatisfactory to recoup the necessary investment for both short and long term improvements and operational costs associated with the overall development of the site.

E. Agricultural Resources

Agricultural Resources are discussed below in Section VII of this Council Communication report.

II. Annexation

An annexation application for the project area is currently pending before the Local Area Formation Commission (LAFCo). The proposed annexation area is located within the City of Lodi Sphere of Influence adopted by LAFCo and is within the PRR (Planned Residential Reserve) designated by the City of Lodi General Plan. The Reynolds Ranch project is a logical extension of development from the north as extensions of the single-family neighborhood. The eastern boundary is State Route 99, and the Union Pacific Railroad line is on the west. The property to the south is proposed to remain in agriculture and be buffered through project design elements.

The annexation application before the LAFCo provides evidence showing how the proposed annexation is consistent with City policies and objectives that provide for contiguous urban growth and extension of public services within areas in the City of Lodi General Plan. Additionally, the City of Lodi General Plan has previously designated the project area for residential uses. The project area will be pre-zoned Planned Development with underlying uses as indicated on the Reynolds Ranch Land Use Plan. Upon annexation, the City of Lodi designation of Planned Development will supercede the County designations, and development will occur under City jurisdiction, and will operate under the City jurisdiction.

III. General Plan Amendment/Zone Change and Development Plan

The General Plan amendment request is to change the current General Plan land use map designation of the property from PRR (Planned Residential Reserve) to Planned Residential (PR), Neighborhood/Community Commercial (NCC), and Office (O). As part of this General Plan Amendment the PR designation is proposed by staff to be modified as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: *65* percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household.

The NCC (Neighborhood Community Commercial) General Plan designation has been chosen for the retail/commercial component of the project to foster the location of community-serving retail and service uses in close proximity to proposed residential uses. This designation allows for a wider variety of commercial uses to be established within the project area and also fosters a greater variety in design of the retail component, including mixed use. Furthermore, this designation parallels past practice as seen in the recent Lowes Shopping Center and proposed Super-Wal Mart Shopping Center both of which carrying the NCC General Plan Designation.

The zone change request includes a zone change of the project site from GA-40, General Agriculture zone – 40- Acre Minimum (San Joaquin County) to a PD (Planned Development) zone (City of Lodi) with the required development plans prior to issuance of building permit. The proposed PD Zone would be consistent with the existing General Plan designation of Planned Residential Reserve (PRR) and the proposed General Plan designation of Planned Residential, Office and Neighborhood Community Commercial.

The following provides a brief description of the PD Zone and the components of the Development Plan:

A. Intent and Requirements for a PD Zone

A PD zone is intended to allow deviations from standard zoning requirements in an effort to create a development pattern specifically designed for a project site that allows a more desirable and efficient use of land. In accordance with Municipal Code Section 17.33, a PD zone is intended to accommodate various types of development, including residential developments, public, quasi-public, commercial, retail, office, schools, and open space.

B. Discussion of Proposed PD Zone

As discussed above, a PD zone allows flexibility from the standard zoning regulations. The Reynolds Ranch Project will include a variety of land uses, including commercial/retail, office, mini-storage, residential, public/quasi public areas, and parks/open space. Each increment of development will be subject to the review and approval of a Development Plan (see discussion below) that sets forth the proposed development standards for each increment of development. It is expected that these precise plans will incorporate development standards and design features common to previously approved projects of a similar nature in nearby or adjoining areas.

C. Discussion of Proposed Development Plan

Prior to the approval of any PD zone, a Program/Project Level Development Plan must be reviewed and recommended for approval by the Planning Commission and approved by the City Council. Once approved, the project site must be developed in accordance with the general policies of said development plan. Thus far, the applicant has submitted a 60-acre Project Level Development Plan depicting the proposed layout and design for the 200,000 square foot Blue Shield Call Center on approximately 20 acres and 350,000 square feet of retail on approximately 40 acres component of the project. This increment of development is known as the Development Plan. It is a part of a larger project (Reynolds Ranch Project) that includes additional land uses.

According to the Development Plan, the commercial retail site will occupy approximately 40+/- acres along the frontage of Harney Lane with the Blue Shield Call Center to be located on a 20+/-acre site south of the proposed retail location. The retail site, (consisting of majors, junior majors, shops, and restaurant pads are comprised of a total

of 350,000 square feet of retail. The two major retail tenants - one within a proposed 70,000 square foot building and another within a proposed 150,000 square foot building are located toward SR 99. The remaining retail uses will consist mostly of smaller retail establishments ranging in size from 2,000 to 16,000 square feet designed to appeal to and accommodate the pedestrian by being oriented toward the residential and office uses. The remaining two medium size retail tenants at 20,000 and 30,000 square feet each are adjacent to more parking and the main entrances of the complex accommodating both pedestrian and motorist alike. Among the retail uses, an existing historic ranch house located within the southeastern corner of the retail site has been proposed to be restored and operated as a future use to help preserve and retain Lodi's early architectural history.

The Blue Shield Call Center, located south of and adjacent to the retail site, is ultimately at full build out anticipated to be approximately a 200,000 square foot two-story building on a 20+/-acre site. Blue Shield is anticipated to own and occupy the building operating back office services and a large call center employing a total of 1,600 employees at full recruitment. Blue Shield will also provide an expected parking demand of 900+ spaces to accommodate a two-shift office operation.

The proposed Reynolds Ranch Project has four (4) planned new collector streets to accommodate access to future land uses on-site. "A" Street is a realignment of Frontage Road that will bisect the retail and office use and connect to Harney Lane approximately 1,000 feet west of its current location, opposite Cherokee Lane. "B" Street is a north-south collector street connecting to the Loop Street at its termini. Stockton Street, an existing private road that extends south of Harney Lane, shall be reconstructed to connect Harney Lane to the new Loop Street. Loop Street is configured principally as two east-west trending collector streets connected by a north-south segment in the western most portion of the site. Figure 2.4.3 of the EIR illustrates the circulation system in the proposed Master Plan. A separate facility improvement within Caltrans right-of-way will include construction of a new southbound on-ramp in the present location of Frontage Road, south of Harney Lane.

IV. Development Phasing and Future Project Reviews

A two-phase program for the development of the Reynolds Ranch Project has been developed. The 220-acre site has been divided into two areas that will be developed under separate timetables. Approximately 23 acres consisting of 150 dwelling units with the 20-acre office parcel in the first phase. The second phase of the project consists of the buildout of the remainder of the entire Reynolds Ranch Project which includes the retail, commercial, open space, school, and public/quasi-public spaces.

Within Phase 1, the Blue Shield office site is expected to be operational by June 2008. Although construction of the residential and retail uses will begin during Phase 1 development, it is undetermined when completion of these uses will likely occur. Construction of Phase 2 will occur as facilities and services become available to support and service future project development between 2008 and 2030.

Conditions of approval for the project will require the developer to return to the Planning Commission, Site Plan and Architectural Review Committee, and City Council for the review of approval of development plans, including the approval of subdivision maps and related improvements. In some instances, new project traffic studies will have to be performed (Phase 2 commercial/retail component of the project) and supplemental environmental analysis will have to be prepared (further cultural/historical evaluation of buildings proposed to be demolished or altered and further site testing for hazardous materials, for example).

V. Responsible Growth and New Urbanism

THE REYNOLDS RANCH PROJECT AND NEW URBANISM

As noted within the 'Project Objectives' section of the FEIR, the principal project objective has been to provide "…a high quality mixed-use development that would satisfy demand for a variety of residential product types in combination with new commercial and office developments to facilitate greater jobs to housing balance within the region as well as incorporate New Urbanist principles to promote a more sustainable and pedestrian oriented community."

During the early stages of the project formulation process, it was clear that the overall project would accommodate a mixed-use development of residential and commercial uses in conjunction with a Blue Shield office site. Since these initial planning efforts, the City has encouraged the San Joaquin Valley Land Company (project applicant) to formulate a concept land use plan to incorporate a pedestrian friendly environment that would promote New Urbanist principles as part of the overall site development. This approach would not only enhance the living experience for future residents of the project but also create a more sustainable development that would produce more environmental benefits than a conventional suburban development (e.g., reduction in vehicle emissions, decreased demand for water resources due to increased density/intensity of uses, greater likelihood of applying sustainable design and building practices, etc.). Other intangible benefits include the increased role and importance of the public realm and how it can engender a greater degree of social interaction and, hence, provide a greater sense of community among its residents. Some of these New Urbanist principles can be illustrated by emphasizing pedestrian activities and minimizing the importance of vehicles along the streetscape, creating a neighborhood center such as park or town square and accommodating the ease and convenience for pedestrian accessibility to all uses within the surrounding neighborhood. In its essence, New Urbanism can be characterized with these core tenets[1]:

A) Rule out any project that is gated, that lacks sidewalks, or that have a tree-like street system, rather than a grid network. The project as a whole should connect well with surrounding neighborhoods, developments, or towns, while also protecting regional open space.

B) Rule out "single use" projects that are just housing, just retail, or just office. The various types of buildings should all be seamlessly integrated – from different types of housing, to workplaces, to stores. This promotes a job/housing balance.

C) The project should have a neighborhood center within that is an easy and safe walk from all dwellings in the neighborhood. Buildings should be designed to make the street feel safe and inviting, by having front doors, porches, and windows facing the street – rather than having a streetscape of garage doors.

D) The project, and particularly the neighborhood center, should include formal civic spaces and squares.

[1]*Source: Congress of New Urbanism official website, http://www.cnu.org/about/_disp_faq.html, accessed August 2006*

E) Finally, the development should pass the "popsicle test" as defined by the Congress of New Urbanism "An eight-year-old in the neighborhood should be able to bike to a store to buy a Popsicle without having to battle highway-size streets and freeway-speed traffic."

Project Characteristics of New Urbanism

To a large extent, the proposed project and its various component parts has laid the framework to achieve many, if not all of, the ideals that can be defined as "New Urbanism." Based upon the project's mix of land uses, neighborhood-scale development and pedestrian linkages, the project achieves many of these principles.

Pedestrian Friendly Environment – The project's overall concept plan provides ample opportunities for pedestrian access with its proposed network of sidewalks, multi-use trails and linear parks. This network will provide connectivity among the various proposed uses on the project site (i.e., parks, school, residences, stores, and offices) as well as provide linkage with existing and future land use development within the surrounding community. The proposed street layout will disperse traffic to all access streets within the project without creating a "bottleneck" with one major access road. To enhance the pedestrian environment, the streets will accommodate only residential two lane streets restricting vehicle speeds to 25 miles per hour with the exception of "A" Street, which will principally serve the higher density residential, commercial and office uses on the eastern portion of the project site. Additionally, it is anticipated that such pedestrian oriented design will be incorporated into the project's future residential development areas.

Neighborhood Center – A core element of New Urbanist neighborhood is the neighborhood center, which is commonly defined as a town square, a village green, or sometimes a busy or memorable street corner. For the purposes of this project, the K-8 school and the adjacent neighborhood park becomes the functional element as the neighborhood center of this community. The school and the park would serve as both recreation and open space uses (the school site is a shared facility between the City and Lodi Unified School District when school is not in session) for surrounding neighborhood residents. Most of the homes are located within a five-minute walk of the center of the project, or an average of roughly 2,000 feet, fulfilling the neighborhood center objective. In fact, the farthest path of travel would be approximately 1,000 to 1,200 feet from the southwest corner of the proposed high density residential development area (located adjacent to the proposed Blue Shield office site) to the center of the project.

Neighborhood-Serving Retail Establishments – As identified in the 'Office and Retail Schematic Plan' (Figure 2.4.2 in the FEIR), and as part of the proposed commercial site development for the project, ancillary retail and service establishments would be included as part of the overall commercial site development. Such establishments would include smaller service retail establishments and restaurants to support the needs of local residents and the future office employees of Blue Shield. An oft-quoted "acid test" for a New Urbanist neighborhood is the popsicle test where a child can bike or walk (without crossing a heavily trafficked road) to purchase a popsicle and return home before it melts. In the instance of the Reynolds Ranch project, many, if not, all of the dwellings will be within a five-minute walk, and without having to cross any highway size streets.

Mix of Housing Types – In a typical New Urbanist neighborhood, a variety of dwelling types would be provided such as houses, rowhouses (or condominiums) and apartments. When a variety of housing types are located in relative close proximity, younger and older people, singles and families, the poor and the wealthy may find places to live and interact as part of a single community. The proposed Reynolds Ranch project would be consistent with this approach as the proposed residential development would offer a variety of housing types from low and medium to high density residential units including a senior housing development for a total of 1,084 dwelling units. Additionally, the total number of housing units proposed by the project would be sufficiently offset by the total number of jobs that would be created as a result of the project. The Blue Shield office development may grow to a potential of 1,600 employees from an initial 700 employees at the completion of the office construction phase.

School – Another central element of a New Urbanist neighborhood is the inclusion of an elementary school as part of the neighborhood. Such a school would be located nearby housing so that most students could walk from their home. For the Reynolds Ranch project, the proposed K-8 school has been centrally located within the development and identified as part of the 'Neighborhood Center, and would be surrounded by housing. Construction of the proposed school would be completed as part of the Phase 2 development of the project as will most of the proposed residences.

Parks, Recreation and Open Space Amenities – A key principle of New Urbanism is promoting a healthier lifestyle that would encourage walking to conduct our daily activities rather than just as recreation. The accessibility, size, and location of parks, open space and recreational opportunities were a central theme throughout the site planning process for the Reynolds Ranch project which were meant to help achieve this "walkability" objective. The proposed land use plan reflects the importance and consideration given to this use with the allocation of the open areas within the plan, which total approximately 13 acres. The proposed 5.4 acre neighborhood park represents part of the 'Neighborhood Center' of the community and would act as a node of community activity within the neighborhood. The remaining open space areas would be distributed along the linear park or greenbelts, which borders the project's residential development along its western and southern boundaries. Additional pedestrian facilities would include sidewalks and a network of multi-use trails that would circulate throughout the project site.

Although the project at this stage has presented a general and broad based analyses of the residential and civic uses of the project and a more detailed project level analyses of the office and commercial components of the project, it is anticipated that a more detailed development plan for the residential component will be prepared and presented to the City in association with future entitlement approvals. Such development plans will address how the overall architectural design and site plan of the project's residential development will further incorporate the elements of New Urbanism as part its site development process.

Responsible Growth

The proposed Reynolds Ranch Project is considered to be responsible growth and not "urban sprawl" as the project site is contiguous to the City's existing urban area, located within the City's Sphere of Influence and is identified in the City's General Plan as "Planned Residential Reserve" land. Development of the project would accommodate planned growth and represents a natural progression of the City's southern development boundary. Further, the proposed project includes design features that discourage further growth to the south, thus allowing for an established greenbelt along the southern boundary of the project site and conserving agricultural uses to the south.

VI. Development Agreement

It is proposed a Development Agreement be approved with the project applicants. A Development Agreement is an agreement between the City and the developer pursuant to which the developer agrees to provide certain benefits to the City in exchange for a vested right to proceed with the development consistent with the development approvals. The term of this Development Agreement is 15 years. The vested right the developer obtains is the ability to proceed with the development as approved and to avoid the imposition of new regulations on the subsequent discretionary approvals (i.e. vesting tentative maps) for the development.

The Development Agreement negotiated between the City and the developer represents a "new standard" for the City by obligating the developer to fund community-serving facilities and enhancements that have not been included in past development projects in Lodi. These include such obligations as rehabilitating older dwelling units in the downtown area of Lodi and providing for public art in the interior of the proposed project. The following describes the items and the time of performance specified in the Development Agreement:

1. The payment of a downtown impact fee assessed against the commercial portion of the proposed development. The funds derived from this fee would be used to assist with rehabilitation of buildings within the "downtown area" as that area is defined in the Development Agreement. Specifically, the developer would pay a fee of $.60 per gross square foot of general commercial retail space. In addition, if the developer proposes "big box retail use" as defined in the FEIR type of retail then the fee would be $4.50 per gross square foot for that type of retail. The Development Agreement does allow the developer to satisfy this obligation through improvements to buildings it owns or rents within the specified downtown area.

2. The Development Agreement requires the developer to provide all parks and improvements thereon as specified in the proposed plans. Consistent with State law, the agreement does provide a credit for the developer for improvements and equipment that it provides to the parks. This credit would apply against any park- in-lieu fees the developer might otherwise be obligated to pay.

3. The Development Agreement also requires the developer to provide one acre of land and a total of 2,500,000 to the City to assist in the construction of a fire station and to acquire equipment for the fire station. The payment includes $2,000,000 towards construction costs and $500,000 for the purchase of fire apparatus. The payments for these two items are set forth in a payment schedule over three (3) years beginning in 2008. The apparatus payment is scheduled to be made around the time that the fire station is anticipated to open.

4. The Development Agreement requires the developer to rehabilitate fifty (50) residential units within the area bounded by the Union Pacific railroad tracks, Cherokee Lane, Kettleman Lane and Lockeford Street. The rehabilitation actions include landscaping, painting, roof repair, replacement of broken windows, sidewalk repairs, non-structural architectural improvements, and demolition and reconstruction of residential units. The developer may satisfy this obligation through improvements to properties it owns within the specified area or on property owned by others within the specified area. If the developer does not satisfy this obligation prior to December 31, 2010, the developer is obligated to pay the City $25,000 per residential unit for each unit of the fifty (50) that has not yet been rehabilitated up to a maximum payment of one million two hundred fifty dollars $1,250,000.

5. The Development Agreement requires the developer to pay any exit fee that may be charged by PG&E as a result of the provision of service to the development by Lodi Electric Utility.

6. The Development Agreement requires that the developer pay $50,000 towards the rehabilitation or reconstruction of the animal shelter or towards animal shelter programs as determined by the City.

7. The Development Agreement requires the developer to agree to the creation of a community facilities district that would provide the City with up to six hundred dollars ($600) per year per residential unit for the payment of police and fire services, maintenance services, park services, library services, flood and storm protection services and construction costs for certain public improvements that will serve the project.

8. The developer is obligated to pay $60,000 towards the installation of a public art on the retail portion of the development site. The agreement does recognize the developer's right to apply to the City's Art Grant Fund for up to forty thousand dollars ($40,000) to bring the total value of the public art installed to one hundred thousand dollars ($100,000).

9. The developer agrees to the application of three potential City fees, notwithstanding the vesting provided in the agreement, for an agricultural land mitigation fee, an electric Capital Improvement fee, and for a Transportation Improvement fee to partially fund an interchange improvement at Highway 99 and Harney Lane. In addition, the developer agrees to pay a fee related to its proportionate cost of a water treatment system or percolation system related to water obtained from Woodbridge Irrigation District and used for the project.

10. The Development Agreement obligates the developer to pay for or provide maintenance for certain public areas such as parks and landscaped medians for two (2) years after acceptance by the City.

In exchange for these enhancements and for satisfying all of the conditions of approval and mitigation measures associated with the development project, the developer is obtaining a vested right to build up to 1,084 residential units, 200,000 square feet of office space for the Blue Shield facility, and 350,000 square feet of commercial development on the overall parcel of 220 acres.

The developer is also obtaining a total of 350 growth management ordinance allocations from the reserve account to be allocated to the 200 high density units and 150 planned residential low density units. The developer is also obtaining a vested right to receive up to 73 planned residential low density growth allocations per year for the next eight years. The growth allocations provided through the Development Agreement are within the existing reserve of growth allocations and the projected future growth allocations issued on an annual basis. Notwithstanding the issuances of these growth allocations, there will still be sufficient growth allocations available for other developments within Lodi, and the 2% growth cap shall be strictly adhered to.

The Development Agreement also incorporates the terms of a potential settlement agreement between the City, the Citizens for Open Government and the developer ("Settlement Agreement"). That Settlement Agreement is referred to as potential because it will only become fully effective if its terms are incorporated into the Development Agreement as adopted by the City Council and is attached as Exhibit I to the Development Agreement for Council review. The

Development Agreement as amended by the Settlement Agreement provides:1) that the developer will provide agricultural conservation easements on 200 acres of farm land within a 15 mile radius of the project. The land must be in current agricultural production and not be in the Primary Delta Protection Zone; 2) that residential entitlements may not be granted to developer until a financing district has been formed or developer's share of the costs paid to construct the infrastructure necessary to serve WID water to the project; 3) several other mitigations for project impacts and 4) that the amendments will become ineffective or partially ineffective if a legal or electoral challenge is filed against the project.

VII. Agricultural Land Conversion Mitigation

The project includes the conversion of Prime Farmland to non-agricultural uses. The project proposes to mitigate the loss of this Prime Farmland through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained for a period of time as agricultural use; or (b) through the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The EIR establishes the City's Council's intent, as a matter of development policy, to accept agricultural land mitigation fees as an acceptable mitigation for the conversion of prime farmland. In addition, the City Council, within its legislative capacity and as a matter of policy, will also determine the sufficiency of fees paid to mitigate the loss of Prime Farmland. This obligation would be satisfied if the developer provides the agricultural mitigations called for in Settlement Agreement, if those provisions remain in full force.

Staff, in addition to the mitigation proposed in the settlement Agreement, recommends that Council determine that the impacts on agriculture are significant and unavoidable and therefore adopt a statement of overriding consideration. Staff agrees that the agricultural conservation easement mitigation measure would substantially reduce the Project's impact to conversion of Prime Farmland to non-agricultural uses by requiring preservation of agricultural land offsite; however, the City Council may find that even with the implementation of the mitigation measure, the impact would not be reduced to a less than significant level. As noted above, satisfaction of the Settlement Agreement mitigation condition if fully implemented would also satisfy the mitigation measure discussed here.

As a supplement to substantial mitigation identified above and the City Council's determination that full mitigation is not possible, staff also recommends that the City Council find that pursuant to CEQA section 21083.3 and CEQA Guidelines section 15183, the issue of conversion of the prime agricultural farmland converted as part of this project was already addressed and analyzed in the EIR certified for the City's General Plan.

VIII. Alternative Blue Shield (BSC) Office Locations

Several potential alternative locations were considered and rejected by Blue Shield of California in conjunction with and/or independent of the developer (San Joaquin Valley Land Company) and the City of Lodi for the proposed Blue Shield Call Center because the alternative locations either did not attain the objectives of the project or were infeasible. In accordance with Section 15126.6 of the State CEQA Guidelines, the draft EIR contains a reasonable range of potentially feasible alternatives that contributes to informed decision-making and public participation and, accordingly, additional alternatives did not need to be included in the EIR analysis.

The alternative site locations considered and rejected by Blue Shield include the following:

1. Retain Existing Lease at Current Location. - This alternative was rejected because BSC decided (for various business reasons) that they would prefer to own and operate their own site and, therefore, continued leasing was not a viable option for them.

2. The Northeast corner of Guild Avenue and Victor Road (Hwy. 12) Site. (13-acre Parcel located on the northeast corner of Guild Avenue and Victor Road (Hwy. 12)). This site is currently owned by Archer Daniels Midland Corporation (ADM). ADM is in the process of trying to establish a sweetener plant at the site and, therefore, the site was not available to BSC for development.

3. The Northeast corner of Auto Center Drive/Guild Avenue Site. This site could not be secured because an agreement could not be reached between the property owner and BSC. In addition, the site is located in an area of industrial uses, does not have easy access to Highway 99, and lacks amenities for future BSC employees.

4. Arch Road Site (County of San Joaquin). – This alternative location was rejected because it did not meet the needs of BSC on various levels: (a) the site did not accommodate BSC's need to be within close proximity to convenience retail establishments such as restaurants, dry cleaners, and coffee shops; (b) the site did not incorporate a network of walkable trails future employees could use during their lunch and other breaks; (c) the site was not located within reasonable proximity to needed infrastructure utilities such as water, sewer, storm drain, gas, and other public utilities, (d) provide their employees with a range of housing opportunities and amenities within close proximity of their employment, and (e) the site would require a reported 40% of their existing workforce to drive an additional 20 miles south to the new location.

None of the above-listed sites, and most particularly the Arch Road site, meets basic project objectives, namely, the intent to maintain and promote high quality mixed-use development that would satisfy demand for a variety of residential product types in combination with new commercial and office developments and to facilitate greater jobs to housing balance within the region as well as incorporate New Urbanist principles to promote a more sustainable and pedestrian oriented community.

The alternative locations discussed above are also located in areas that are either too far away from City infrastructure and utility services or are in areas lacking meaningful commercial retail and commercial service uses that could serve the proposed Blue Shield facility. These sites also do not fulfill a basic project objective by providing highly desired freeway visibility and accessibility. The proposed Reynolds Ranch location meets basic project objectives and avoids urban sprawl by being in close proximity to existing City services, including ready access to existing utilities and an established transportation/circulation network.

IX. Affordable Housing

Build-out of the Reynolds Ranch Project would assist the City in meeting its regional housing needs as described in the City's Housing Element, by providing a variety of housing products available to a variety of housing income categories within an area designated in the City's General Plan as Planned Residential Reserve within the City's Sphere of Influence. Smaller dwelling unit sizes provided at higher densities (50 du's/acre), such as the proposed Senior High Density housing (150 units), will provide opportunities for market rate affordable housing within the project area. Additionally, the project applicants have indicated that the project can accommodate one, two, and three-bedroom rental units available to the low, median, and moderate-income categories as described in the City’s Housing Element.

In addition, the Development Agreement requires the developer to rehabilitate fifty (50) residential units in the downtown area. The developer may satisfy this obligation through improvements to properties it rents or owns within the specified area or on property owned by others. If the developer does not satisfy this obligation prior to December 31, 2010, the developer is obligated to pay the City $25,000 per residential unit for each unit of the 50 that has not yet been rehabilitated up to a maximum payment of one million two hundred fifty dollars ($1,250,000.)

X. Economic/Fiscal Considerations

The proposed project, if approved, provides a range of economic and fiscal benefits to the community as well as risks (in the form of opportunity loss) if it is not approved.

Positive economic benefits associated with the approval of the project include, but are not limited to, the following:

- The retention of a major employer in Lodi (Blue Shield) who has indicated that the new office facility will allow them to expand their employment from a current 700 employees to possibly 1,600 employees;
- The potential generation of approximately $1,000,000 in new City sales tax revenues;
- An opportunity to provide the City with a project that offers a job density that is higher than the averages throughout the City of Lodi offering approximately 80 jobs per acre at full recruitment. That equates to a jobs housing balance within the Reynolds Ranch project area of 2.04 jobs per residential dwelling unit;
- The provision of benefits to the community as a whole derived from obligations included in the Development Agreement including funding for the rehabilitation of residential structures in the downtown area, and funding for the construction of a new animal shelter;

If the project is not approved, the economic consequences in the form of opportunity loss for the City would likely result in the following:

- The loss of a major employer in the City along with 700 quality jobs that offer full benefits to its employees. The loss of these jobs, in turn, could result in the economic and physical dislocation of Lodi residents employed by Blue Shield;
- The loss of benefits accrued to the City through implementation of developer obligations included in the Development Agreement;
- A loss in excess of $1,000,000 of new sales tax revenues to the City;

COUNCIL OPTIONS:

- Grant approval — granting the approval would approve the Reynolds Ranch Project and associated land use approvals.
- Deny approval

FISCAL IMPACT: The City recently completed a study (EPS) assessing the fiscal impacts of new development in the City. The EPS study concludes that there is a shortfall between the amount of revenue generated through property and sales taxes by new development and the costs for the provision of City services to serve said development. However, in the case of the Reynolds Ranch project, the developer will be required (through implementation of the Development Agreement) to participate in a project-wide community facilities district (CFD). Participation in this CFD is anticipated to result in project generated revenues sufficient to offset public services costs associated with the development. Therefore, no negative fiscal impact is anticipated.

FUNDING AVAILABLE: No Funding Required.

_____

Randy Hatch
Community Development Director

Attachments:

- Planning Commission Staff Report: August 9, 2006
- Planning Commission Minutes: August 9, 2006
- Resolution No. _____ certifying EIR 06-EIR-01, and adopting findings, statement of overriding conditions, and mitigation monitoring program.
- Resolution No. _____ approving General Plan Amendment 06-GPA-LU-02 and amending the General Plan Map for of the City of Lodi for 220 acres on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west (Reynolds Ranch).
- Resolution No. _____ approving the Annexation of 220 acres on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west (Reynolds Ranch) into the corporate City limits of Lodi.
- Ordinance No. _____ Approving Zone Change 06-Z-02 and reclassifying 220 acres on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west (Reynolds Ranch) from San Joaquin County AG-40 (Agriculture, General, Minimum 40 acres) to City of Lodi PD (Planned Development) zone.
- Ordinance No. _____Adopting Development Agreement 06-GM-01 for 220 acres on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west (Reynolds Ranch).
- Mitigation Monitoring Program

CC: City Attorney

CITY OF LODI

PLANNING COMMISSION
Staff Report

MEETING DATE: August 9, 2006

APPLICATION NOS: Environmental Impact Report 06-EIR-01
Annexation 06-AX-01
General Plan Amendment 06-GPA-LU-02
Zone Change 06-Z-02
Development Agreement 06-GM-01

REQUEST: The request of Dale Gillespie on behalf of San Joaquin Valley Land Company LLC, for Environmental Impact Report (EIR), Annexation, General Plan Amendment, a Zone Change, Development Agreement (DA) to allow general development plan approval for development of an office building on 20 acres, retail commercial uses on 40 acres, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west.

LOCATION: Harney Lane, Lodi.
See Assessor's Parcel Numbers and information below

APPLICANT: Dale Gillespie, San Joaquin Land Company, LLC
1420 S. Mills Avenue, Suite K
Lodi, CA 95240

PROPERTY OWNERS: See chart below

APN	OWNER	ADDRESS	CITY	STATE	ZIP
05811004	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
05811005	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
05811041	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
05813002	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
05813003	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
05813005	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
05813006	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
05813007	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
05813008	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
05813009	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242

APN	OWNER	ADDRESS	CITY	STATE	ZIP
05813011	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
05813015	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
05813016	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
05813017	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
05813019	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
05813021	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
05813022	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
05813024	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
05813004	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
05813010	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
05813014	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
05813018	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

RECOMMENDATION

1) Staff recommends that the Planning Commission recommend the City Council certify the Environmental Impact Report (06-EIR-01) herein as Attachment 6.

2) Staff recommends that the Planning Commission recommend the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Land Company LLC, recommending that the City Council approve General Plan Amendment (06-GPA-LU-02) and Zone Change (06-Z-02), establishing the Planned Residential (PR) General Plan designations and a Planned Development (PD) zoning designation across the project site (220 acres).

3) Staff recommends that the Planning Commission recommend the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Land Company LLC, to approve request for Annexation 06-AX-01, incorporating the Reynolds Ranch Project area (220 acres) within the corporate limits of the City of Lodi.

4) Staff recommends that the Planning Commission recommend the City Council approve the request of Dale Gillespie, acting on behalf of San Joaquin Land Company, LLC, recommending that the City Council approve Development Agreement 06-GM-01, setting for the mutual entitlement obligations entered into between the City and the project applicants for the Reynolds Ranch Project.

SUMMARY

The proposed project would permit the development of a mixed-use project at the intersection of Harney Lane and State Route 99. A total of 350,000 square feet of commercial uses on 40 acres are proposed along with a 200,000 square foot office building on 20 acres. Additional development on the project site includes residential uses (1,084 dwelling units), public park, k-8 public school, a fire station, self-storage facility, detention basins, trails and open space network. To implement the proposed project, the

applicant has submitted applications for a General Plan amendment and zone change. Additional approvals required include annexation of the project site into the City of Lodi, certification of an environmental impact report (EIR) and approval of a Development Agreement (DA) for the project.

PROJECT/AREA DESCRIPTION

General Plan Designations	**Reynolds Ranch Project**: Existing PRR (Planned Residential Reserve); Proposed: Planned Residential (PR), as amended, Neighborhood Community Commercial (GC), Office (O).
Zoning Designation.	**Reynolds Ranch Project**: Existing San Joaquin County Zoning: AU-20 (Agriculture, Urban Reserve, Minimum 20 Acres); Proposed City of Lodi Zone: PD (Planned Development) which includes designations specific to housing, commercial, office, and public/quasi-Public
Project Size.	**Reynolds Ranch Project**: Approximately 220 acres

The adjacent zoning designations and land uses are as follows:

GENERAL PLAN LAND USE AND ZONING DESIGNATIONS OF SURROUNDING LAND USES		
Location In Relation To Project Site	**Current Use**	**Zoning and General Plan Land Use Designation**
North	Single-Family Residential (between Stockton Street and SR 99), Industrial/Manufacturing (between Stockton Street and UPRR)	Low Density Residential (LDR), Medium Density Residential (MDR), Neighborhood/Community Commercial (NCC), Heavy Industrial (HI)
South (across Scottsdale Road)	Agriculture	Planned Residential Reserve (PRR)
East (across SR 99)	Agriculture	San Joaquin County Zoning AG-40; San Joaquin County General Plan GA (General Agriculture)
West	Agriculture	Planned Residential Reserve (PRR)

PROJECT SITE CHARACTERISTICS

The project site is located approximately within the southeast quadrant of the City's southern boundary (along Harney Lane) and west of State Route 99. At present, the project site is located outside and contiguous to the City of Lodi corporate boundary but within the General Plan and Sphere of Influence of the City of Lodi in the County of San Joaquin. Specifically, the project is bounded by Harney Lane to the north, State Route 99 to the east, UPRR to the west and Scottsdale Road approximately 650 feet to the south.

The project site is 220 acres in size and is made up of twenty-two (22) parcels. The project area primarily consists of vineyards, mostly along the southern half of the site and scattered parcels in the northern half. The remaining existing agricultural uses in the northern portion of the site include fallow agricultural land and a small area dedicated to an almond orchard. A total of eighteen (18) addresses including residences currently occupy the site.

PROJECT DESCRIPTION

The proposed project is located on a 220-acre site and includes a Development Plan (Project Level) for a 60-acre retail (40 AC) and office (20 AC) development, a Concept Plan (Program Level) for planned residential uses, parks, a fire station, K-8 school, and a mini-storage facility on the remaining 160 acres, and an Infrastructure Master Plan (Project Level) to guide the overall development of the remaining site. A project level analysis has been provided for the Development Plan portion of the site and the Infrastructure Master Plan, whereas a program level analysis has been prepared for the future residential, parks, school, mini-storage, and various public facility uses to be built on the remaining portion of the site.

The Development Plan encompasses only the office and retail uses totaling 60± acres along the eastern portion of the proposed site. The retail portion will border along Harney Lane and occupy approximately 40 acres, whereas, the office site will be located south of the retail uses on approximately 20 acres. Both sites will be accessible from the future construction of "A" Street, which will result in the realignment of Frontage Road-West and connect to Harney Lane approximately 1,000 feet west of Cherokee Lane.

The office building is anticipated to be an approximately 200,000 square foot multistory building to be occupied by Blue Shield of California. This proposed Blue Shield facility is expected to provide expansion for their back office services and a large call center. At full capacity, the proposed office facility will employ a maximum of 1,600 employees on two shifts with an expected parking demand of 900± spaces.

The retail site will potentially accommodate a total building area of approximately 350,000 square feet of retail space. A schematic project site plan shows that overall development of the retail site may include two major retail tenants, two junior tenants, and small retail establishments each under 15,000 square feet. Additionally, the Morse/Skinner Ranch House, near the southeast corner of the retail site will remain an identified historic resource. It is anticipated that this historic resource will be preserved in place as part of the overall retail development of this site. Further discussion on this historic resource and other cultural resource issues are provided in Chapter 3.3 (Cultural Resources) of this document.

The Concept Plan will accommodate future planned residential development, a K-8 school, a fire station, parks/open space, and a mini-storage facility. These planned uses are further described below.

Proposed Residential Uses

If approved, the Concept Plan will allow up to a total of 1,084 residential units. These units consist of 734 Planned Residential Low Density, 200 High Density Residential units, and 150 High Density Senior Residential units. These future residential land uses have not undergone a project level analysis as part of this document, because architectural styles, layouts/configurations, and lot sizes are undetermined at this time. When such development is ready to proceed through the entitlement process, additional environmental review will need to be conducted.

Proposed K-8 School

The Concept Plan includes a school site for the Lodi Unified School District (LUSD). The proposed school site is a 14-acre site, which the LUSD proposes to develop with a K-8 school sometime in the future as additional new developments in the vicinity create the demand to warrant its construction. The LUSD will be the lead agency for the proposed elementary school, as they are a separate and independent entity from both the City of Lodi and the current project applicant. Once completed, the proposed school is anticipated to serve approximately 500 K-6 grade students and 500 7-8 grade students.

Fire Station

A fire station has been proposed on a one-acre parcel as part of overall development of the site. This facility is intended to accommodate the project related demand for emergency services as well as to increase efficiency and response to neighboring areas within the surrounding community. The development will provide the land plus $2,500,000 for towards construction and equipment costs for the new fire station.

Proposed Open Space and Recreational Use

The proposed Concept Plan includes 12.7 acres of open space for recreational use. A majority of this open space, 7.3 acres, is a proposed linear park that would run primarily along the western and southern boundary of the site. This linear park would provide passive recreational opportunities as well as a trail network throughout its length. In addition, a 5.5-acre park would be constructed as part of the overall planned development. This future neighborhood park would likely provide active recreational uses for residents of the project and surrounding community. Such future park amenities would be provided in conjunction with the proposed school facility located just south of the proposed park site. It is expected that any school recreational facilities would also be accessible to the public during non-school hours. Other recreational opportunities provided under the Concept Plan development include a separate network of off-street trails proposed throughout the Concept Plan area to accommodate convenient and safe pedestrian access throughout the various uses proposed for future development

Mini-Storage Facility

A mini-storage facility is proposed along a narrow 5.3-acres strip of land on the western boundary of the site. This use is intended to accommodate future and existing storage needs of local residents and surrounding businesses in the community as well as provide buffering of noise and vibration impacts associated with the adjacent UPRR rail corridor and its current and future operations. It is anticipated that access to the facility will be provided from Harney Lane via the proposed on-site street system.

Infrastructure Master Plan

The Infrastructure Master Plan focuses on the infrastructure needed to serve land uses proposed under the 60-acre Development Plan and the 160-acre Concept Plan. The Infrastructure Master Plan includes plans for improvements to the Circulation System, Water Supply System, Wastewater Collection System, and Drainage System.

The following table summarizes the major components of the Reynolds Ranch Project:

REYNOLDS RANCH PROJECT				
	Density (DU/AC)	**Square Feet (SF)**	**Acres (AC)**	**Dwelling Unit (DU)**
COMMERCIAL/RETAIL		350,000	40.5	
OFFICE (BSC)		200,000	20.1	
MINI-STORAGE			5.3	
RESIDENTIAL				
- Planned Residential LDR	7[1]		84.5	734
- HDR	22		9.1	200
- HDR (Senior)	50		3.0	150
Subtotal			96.6	1,084
PARKS/OPEN SPACE				
- Neighborhood Park			5.4	
- Open Space			7.3	
Subtotal			12.7	
PUBLIC FACILITIES				
- Fire			1.0	
- School			14.0	
Subtotal			15.0	
DETENTION BASIN			8.0	
INTERCHANGE/ON-RAMP			4.5	
INTERNAL STREETS			17.3	
TOTAL		**550,000**	**220.0**	**1,084**

[1] As defined in Planned Residential category and Planned Development Low Density Zoning. Through this general plan designation and zoning, the project will be developed with 103 residential units with an average of approximately five units or less of average units per gross acre and 631 units with an average density of 10.3 units or less per gross acre with the total density for the gross acreage within the Planned Residential category at 7 units per gross acre or less.

BACKGROUND

The Community Development Department has been working over the past year to facilitate the relocation of a major employer (Blue Shield) to within the corporate limits of Lodi. This facilitation has consisted of the initiation and processing of land use entitlements and environmental documentation to locate the facility on property commonly referred to as the Reynolds Ranch. The genesis of the project is the preservation and expansion of jobs associated with Blue Shield of California. In order to accomplish this goal a project was developed that would include major retail uses (350,000 square feet), residential uses (1,084 dwelling units), public uses (fire station, parks/open space, elementary school) and other uses and features which, taken together, comprise a balanced, mixed-use project for the entire Reynolds Ranch project area (220 acres). Concurrent with these entitlement efforts has been the processing of an annexation application through the Local Area Formation Commission (LAFCo) to include the project area (currently within the City's Sphere of Influence) into the corporate limits of Lodi.

When Blue Shield decided to move out of their existing leased space east of SR 99 in Lodi's Industrial area City Officials worked with Blue Shield to identify a feasible site within the City Limits that could accommodate their needs. Four alternatives were discussed with Blue Shield. They included continuing the lease at their current site; however Blue Shield was clear in their intent to own and occupy their next facility as well as potentially expand their operation. Another 20 acre site was identified within the city limits on the north east corner of Guild Avenue and Victor Road. However, that site was owned by Archer Daniels Midland Company (ADM) who had plans of locating a sweetener plant at that location. A third option was the site located on the north east corner of Guild Avenue and Auto Center Drive. However, Blue Shield was not able to agree upon an asking price given the negatives of the site such as the industrial nature of the surrounding area and the lack of nearby amenities and services for their employees. The fourth was a site located outside the city limits east of Lodi on Kettleman Lane. Again, Blue Shield could not come to terms with the existing property owner. An alternative explored by Blue Shield in the region outside of Lodi was the Arch Road site in the County of San Joaquin. In addition to lacking any nearby amenities and services for their employees, the site was proposed in an undeveloped area of the County would attract the nuisances identified with Urban Sprawl. The location lacked any convenient housing opportunities, lacked any defined infrastructure, and would require a reported 40% of their existing workforce to travel an additional 20 miles south from their existing location thereby taxing an already impacted air basin and further consuming non-renewable energy sources.

Through the joint efforts of the City of Lodi and the San Joaquin Land Company the current site was acquired and offered to BSC that was contiguous to the existing City limits and the current urban development. The site could easily be tied into existing utilities. The site not only offered amenities and services within walking distance but included proximity to walking trails and other open space elements. The site provided easy access to SR99 and is only 1.5 miles from Blue Shield's existing leased space.

ANALYSIS

1) Environmental Impact Report

On June 9, 2006, the City, as the lead agency, published a Notice of Availability (NOA) announcing that the Lodi Reynolds Ranch Annexation DEIR had been completed and is available to the public. The NOA provides locations and a description of the project areas, lists anticipated significant impacts, and invites the public to review the document at City Hall, Lodi Public Library or on the City's website. The NOA was submitted to the State Clearinghouse; distributed to state and local agencies; sent to City Council members, Planning Commission members and interested persons; recorded with the County Clerk; mailed to all property owner within and 300 feet around the project site; Posted around the site; and published in the Lodi News Sentinel. The 45-day window for persons to review and comment on the DEIR began on

June 9, 2006 and ended on July 24, 2006. During the public review period, and at a meeting of the Planning Commission on June 28, 2006, comments were received on the DEIR. All of the comments received (both oral and written), and responses to these comments, are included in the Final EIR (FEIR).

On the basis of the analysis contained in the EIR, and after considering and responding to comments on the DEIR, City staff has determined that the incorporation of Mitigation Measures would reduce environmental impacts to a less than significant level, except for impacts related to air quality. The EIR determined that project-specific and cumulative air quality impacts create a significant and unavoidable impact. Therefore, the staff is recommending that at Statement of Overriding Considerations (SOC) be adopted in conjunction with the certification of the FEIR. Staff is of the opinion that the benefits derived from the project out weigh the significance of the air quality impacts disclosed in the EIR. A Statement of Overriding Considerations (SOC), along with additional findings related to the EIR, has been prepared (see Attachment 4).

2) Annexation

An annexation application for the project area is currently pending before the Local Area Formation Commission (LAFCo). The proposed annexation area is located with the City of Lodi Sphere of Influence adopted by LAFCo and is within the PRR (Planned Residential Reserve) designated by the City of Lodi General Plan. The Reynolds Ranch project is a logical extension of development from the north as extensions of the single-family neighborhood. The eastern boundary is State Route 99, and the Union Pacific Railroad line is on the west. The property to the south is proposed to remain in agriculture and be buffered through project design elements.

The annexation application before the LAFCo provides evidence showing how the proposed annexation is consistent with City policies and objectives that provide for contiguous urban growth and extension of public services within areas in the City of Lodi General Plan. Additionally, the City of Lodi General Plan has previously designated the project area for residential uses. The project area will be pre-zoned Planned Development with underlying uses as indicated on the Reynolds Ranch Land Use Plan. Upon annexation, the City of Lodi designation of Planned Development will supercede the County designations, and development will occur under City jurisdiction, and will operate under the City jurisdiction.

3) General Plan Amendment/Zone Change

The General Plan amendment request is to change the current General Plan land use map designation of the property from PRR (Planned Residential Reserve) to Planned Residential (PR), Neighborhood/Community Commercial (GC), and Office (O). As part of this General Plan Amendment the PR designation is proposed by staff to be modified as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: 65 percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household.

The zone change request includes a zone change of the project site from GA-40, General Agriculture zone – 40- Acre Minimum (San Joaquin County) to a PD (Planned Development) zone (City of Lodi) with the

required development plans prior to issuance of building permit. The proposed PD Zone would be consistent with the existing General Plan designation of Planned Residential Reserve (PRR) and the proposed General Plan designation of Planned Residential.

Intent and Requirements for a PD Zone

A PD zone is intended to allow deviations from standard zoning requirements in an effort to create a development pattern specifically designed for a project site that allows a more desirable and efficient use of land. In accordance with Municipal Code Section 17.33, a PD zone is intended to accommodate various types of development, including residential developments, public, quasi-public, commercial, retail, office, schools, and open space.

Discussion of Proposed PD Zone

As discussed above, a PD zone allows flexibility from the standard zoning regulations. The Reynolds Ranch Project will include a variety of land uses, including commercial/retail, office, mini-storage, residential, and parks/open space. Each increment of development will be subject to the review and approval of a Development Plan (see discussion below) that sets forth the proposed development standards for each increment of development. It is expected that these precise plans will incorporate development standards and design features common to previously approved projects of a similar nature in nearby or adjoining areas.

Discussion of Proposed Development Plan

Prior to the approval of any PD zone, a Program/Project Level Development Plan must be reviewed and recommended for approval by the Planning Commission. Once approved, the project site must be developed in accordance with the general policies of said development plan. Thus far, the applicant has submitted a 60-acre Project Level Development Plan depicting the proposed layout and design for the 200,000 square feet of office on approximately 20 acres and 350,000 square feet of retail on approximately 40 acres component of the project. This increment of development is known as the Development Plan. It is a part of a larger project (Reynolds Ranch Project) that includes additional land uses.

According to the Development Plan, the commercial retail site will occupy approximately 40+/- acres along the frontage of Harney Lane with a proposed office building to be located on a 20+/-acre site south of the proposed retail location. The retail site, (consisting of majors, junior majors, shops, and restaurant pads is comprised of a total of 350,000 square feet of retail. The two major retail tenants - one within a proposed 70,000 square foot building and another within a proposed 150,000 square foot building. The remaining retail uses will consist mostly of smaller retail establishments ranging in size from 2,000 to 16,000 square feet and two medium size retail tenants at 20,000 and 30,000 square feet each. Among the retail uses, an existing historic ranch house located within the southeastern corner of the retail site has been proposed to be restored and operated as a future use to help preserve and retain Lodi's early architectural history.

The office site, located south of and adjacent to the retail site, is ultimately at full build out anticipated to be approximately a 200,000 square foot two-story building on a 20+/-acre site. The office user is anticipated to be a single owner-occupied corporation operating back office services and a large call center employing a total of 1,600 employees at full operation. The office use will also provide an expected parking demand of 900+ spaces to accommodate a two-shift office operation.

The proposed Reynolds Ranch Project has four (4) planned new collector streets to accommodate access to future land uses on-site. "A" Street is a realignment of Frontage Road that will bisect the retail and office use and connect to Harney Lane approximately 1,000 feet west of its current location, opposite Cherokee Lane. "B" Street is a north-south collector street connecting to the Loop Street at its termini.

Stockton Street, an existing private road that extends south of Harney Lane, shall be reconstructed to connect Harney Lane to the new Loop Street. Loop Street is configured principally as two east-west trending collector streets connected by a north-south segment in the western most portion of the site. Figure 2.4.3 of the EIR illustrates the circulation system in the proposed Master Plan. A separate facility improvement within Caltrans right-of-way will include construction of a new southbound on-ramp in the present location of Frontage Road, south of Harney Lane.

Discussion of Development Phasing

A two-phase program for the development of the Reynolds Ranch Project has been developed. The 220-acre site has been divided into two areas that will be developed under separate timetables. Approximately 23 acres consisting of 150 dwelling units with the 20-acre office parcel in the first phase. The second phase of the project consists of the buildout of the remainder of the entire Reynolds Ranch Project which includes the retail, commercial, open space, school, and public/quasi-public spaces.

Within Phase 1, it is anticipated that the Blue Shield office site will be completed by June 2008. Although construction of the residential and retail uses will begin during Phase 1 development, it is undetermined when completion of these uses will likely occur. Construction of Phase 2 will occur as facilities and services become available to support and service future project development but between 2008 and 2030.

Discussion of Development Agreement

The City of Lodi has entered into a development agreement with the project applicants. A development agreement is an agreement between the City and the developer pursuant to which the developer agrees to provide certain benefits to the City in exchange for a vested right to proceed with the development consistent with the development approvals. The term of the development agreement is 15 years. The vested right the developer obtains is the ability to proceed with the development as approved and to avoid the imposition of new regulations on the subsequent discretionary approvals (i.e. vesting tentative maps) for the development.

The proposed development agreement requires that the developer provide the following items at the times for performance specified in the development agreement. These items include:

1. The payment of a downtown impact fee assessed against the commercial portion of the proposed development. The funds derived from this fee would be used to assist with rehabilitation of buildings within the “downtown area” as that area is defined in the development agreement. Specifically, the developer would pay a fee of $.60 per gross square foot of general commercial retail space. In addition, if the developer proposes superstore type of retail then the fee would be $4.50 per gross square foot for that type of retail. The development agreement does allow the developer to satisfy this obligation through improvements to buildings it owns or rents within the specified downtown area.
2. The development agreement requires the developer to provide all parks and improvements thereon as specified in the proposed plans. Consistent with State law, the agreement does provide a credit for the developer for improvements and equipment that it provides to the parks. This credit would apply against any park- in-lieu fees the developer might otherwise be obligated to pay.
3. The development agreement also requires the developer to provide one acre of land and a total of 2,500,000 to the City to assist in the construction of a fire station and to acquire equipment for the fire station. The payment includes $2,000,000 towards construction costs and $500,000 for the purchase of fire apparatus. The payments for these two items are set forth in a payment schedule over three (3) years beginning in 2008. The apparatus payment is scheduled to be made around the time that the fire station is anticipated to open.

4. The development agreement requires the developer to rehabilitate fifty (50) residential units within the area bounded by the Union Pacific railroad tracks, Cherokee Lane, Kettleman Lane and Lockeford Street. The rehabilitation actions include landscaping, painting, roof repair, replacement of broken windows, sidewalk repairs, non-structural architectural improvements, and demolition and reconstruction of residential units. The developer may satisfy this obligation through improvements to properties it owns within the specified area or on property owned by others within the specified area. If the developer does not satisfy this obligation prior to December 31, 2010, the developer is obligated to pay the City $25,000 per residential unit for each unit of the fifty (50) that has not yet been rehabilitated up to a maximum payment of one million two hundred fifty dollars $1,250,000.
5. The development agreement requires the developer to pay any exit fee that may be charged by PG&E as a result of the provision of service to the development by Lodi Electric Utility.
6. The development agreement requires that the developer pay $50,000 towards the rehabilitation or reconstruction of the animal shelter or towards animal shelter programs as determined by the City.
7. The development agreement requires the developer to agree to the creation of a community facilities district that would provide the City with up to six hundred dollars ($600) per year per residential unit for the payment of police and fire services, maintenance services, park services, library services, flood and storm protection services and construction costs for certain public improvements that will serve the project.
8. The developer is obligated to pay $60,000 towards the installation of a public art on the retail portion of the development site. The agreement does recognize the developer's right to apply to the City's Art Grant Fund for up to forty thousand dollars ($40,000) to bring the total value of the public art installed to one hundred thousand dollars ($100,000).
9. The developer agrees to the application of three potential City fees, notwithstanding the vesting provided in the agreement, for an agricultural land mitigation fee, an electric Capital Improvement fee, and for a Transportation Improvement fee to partially fund an interchange improvement at Highway 99 and Harney Lane. In addition, the developer agrees to pay a fee related to its proportionate cost of a water treatment system or percolation system related to water obtained from Woodbridge Irrigation District and used for the project.
10. The development agreement obligates the developer to pay for or provide maintenance for certain public areas such as parks and landscaped medians for two years after acceptance by the City.

In exchange for these enhancements and for satisfying all of the conditions of approval and mitigation measures associated with the development project, the developer is obtaining a vested right to build up to 1,084 residential units, 200,000 square feet of office space for the Blue Shield facility, and 350,000 square feet of commercial development on the overall parcel of 220 acres.

The developer is also obtaining a total of 350 growth management ordinance allocations from the reserve account to be allocated to the 200 high density units and 150 planned residential low density units. The developer is also obtaining a vested right to receive up to 73 planned residential low density growth allocations per year for the next eight years. The growth allocations provided through the development agreement are within the existing reserve of growth allocations and the projected future growth allocations issued on an annual basis. Notwithstanding the issuances of these growth allocations, there will still be sufficient growth allocations available for other developments within Lodi.

Discussion of Agricultural Land Conversion Mitigation

The project includes the conversion of Prime Farmland to non-agricultural uses. The project proposes to mitigate the loss of this Prime Farmland through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained for a period of time as agricultural use; or (b) through the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central

Valley Land Trust (Central Valley Program) or other equivalent entity. Staff recommends that the City Council, within its legislative capacity and as a matter of policy, determine the sufficiency of fees paid to mitigate the loss of Prime Farmland.

The payment of fees to offset the specific environmental impacts of a project, including the conversion of agricultural land to urban uses, is a common form of mitigation. For example, an Open Space conversion fee program is included in the San Joaquin County Multi Species Habitat Conservation and Open Space Program (SJMHCP), which this project will participate in to offset impacts to biological resources on the project site. In addition, precedents have been previously established for the payment of fees to offset the loss of agricultural land. These include nexus studies conducted and agricultural land mitigation fee programs established for other public agencies such as Stockton and South Jan Joaquin County (Manteca, Lathrop, and Tracy). All of these studies confirm that the payment of fees for the purpose of purchasing agricultural easements is sufficient to mitigate the loss of agricultural land to urban development.

Discussion of Alternative Blue Shield (BSC) Office Locations

Several potential alternative locations were considered and rejected for the Blue Shield (BSC) operations building because the alternative locations either did not attain the objectives of the project or were infeasible. In accordance with Section 15126.6 of the State CEQA Guidelines, the draft EIR contains a reasonable range of potentially feasible alternatives that contributes to informed decision-making and public participation and, accordingly, additional alternatives did not need to be included in the analysis.

The alternative site locations considered and rejected include the following:

1. Retain Existing Lease at Current Location. - This alternative was rejected because BSC decided (for various business reasons) that they would prefer to own and operate their own site and, therefore, continued leasing was not a viable option for them.

2. The Northeast corner of Guild Avenue and Victor Road (Hwy. 12) Site. (13-acre Parcel located on the northeast corner of Guild Avenue and Victor Road (Hwy. 12)). This site is currently owned by Archer Daniels Midland Corporation (ADM). ADM is in the process of trying to establish a sweetener plant at the site and, therefore, the site was not available to BSC for development.

3. The Northeast corner of Auto Center Drive/Guild Avenue Site.. This site could not be secured because an agreement could not be reached between the property owner and BSC. In addition, the site is located in an area of industrial uses, does not have easy access to Highway 99, and lacks amenities for future BSC employees.

4. Arch Road Site (County of San Joaquin). – This alternative location was rejected because it did not meet the needs of BSC on various levels: (a) the site did not accommodate BSC's need to be within close proximity to convenience retail establishments such as restaurants, dry cleaners, and coffee shops; (b) the site did not incorporate a network of walkable trails future employees could use during their lunch and other breaks; (c) the site did not provide any housing options within a reasonable proximity; (d) the site was not located within reasonable proximity to needed infrastructure utilities such as water, sewer, storm drain, gas, and other public utilities, (e) provide their employees with a range of housing opportunities and amenities within close proximity of their employment, and (f) the site would require a reported 40% of their existing workforce to drive an additional 20 miles south to the new location.

None of the above-listed sites, and most particularly the Arch Road site, meets basic project objectives, namely, the intent to maintain and promote high quality mixed-use development that would satisfy

demand for a variety of residential product types in combination with new commercial and office developments and to facilitate greater jobs to housing balance within the region as well as incorporate New Urbanist principles to promote a more sustainable and pedestrian oriented community.

The alternative locations discussed above are also located in areas that are either too far away from City infrastructure and utility services or are in areas lacking meaningful commercial retail and commercial service uses that could serve the proposed Blue Shield facility. These sites also do not fulfill a basic project objective by providing highly desired freeway visibility and accessibility. The proposed Reynolds Ranch location meets basic project objectives and avoids urban sprawl by being in close proximity to existing City services, including ready access to existing utilities and an established transportation/circulation network.

Discussion of Affordable Housing

Build-out of the Reynolds Ranch Project would assist the City in meeting its regional housing needs as described in the City's Housing Element, by providing a variety of housing products available to a variety of housing income categories within an area designated in the City's General Plan as Planned Residential Reserve within the City's Sphere of Influence. Smaller dwelling unit sizes provided at higher densities (50 du's/acre), such as the proposed Senior High Density housing (150 units), will provide opportunities for affordable housing within the project area. Additionally, the project applicants have indicated that the project can accommodate one, two, and three-bedroom rental units available to the low, median, and moderate-income categories as described in the City’s Housing Element.

In addition, the development agreement requires the developer to rehabilitate fifty (50) residential units in the downtown area. The developer may satisfy this obligation through improvements to properties it rents or owns within the specified area or on property owned by others. If the developer does not satisfy this obligation prior to December 31, 2010, the developer is obligated to pay the City $25,000 per residential unit for each unit of the 50 that has not yet been rehabilitated up to a maximum payment of one million two hundred fifty dollars $1,250,000.

Zone Change Recommendation

The proposed PD zone would allow for the development of the 60+/- acre Project Level Development Plan discussed above, as well as the remaining 160 acres of new development that comprise the remainder of the Reynolds Ranch Project identified as a Program Level Development Plan . As indicated above, each increment of development of the Reynolds Ranch Project will require the review and approval of a Development Plan by the Planning Commission. The PD designation will allow for flexible development and design standards to be applied to each increment with the resulting development being consistent with standards established for surrounding development. For these reasons, staff recommends approval of the proposed zone change to Planned Development with the implementation of the Reynolds Ranch Project.

ENVIRONMENTAL ASSESMENT

Based on the Draft EIR, circulated for public review between June 9, 2006 and July 24, 2006, and after considering and responding to comments on the DEIR, it was determined that the implementation of Mitigation Measures would reduce environmental impacts of the project to a less than significant level, except for impacts related to air quality. The EIR determined that project-specific and cumulative air quality impacts create a significant and unavoidable impact. Based on these findings, the staff is recommending that at Statement of Overriding Considerations (SOC) be adopted in conjunction with the certification of the Final EIR (FEIR).

The Final Environmental Impact Report has been prepared pursuant to the California Environmental Quality Act. Staff believes that this document identifies the project, potential impacts and, where appropriate, mitigation for the project. As well, the document identifies significant unavoidable impacts and alternatives. As outlined in the Findings of Fact and Statement of Overriding Considerations attached to the Council Resolution, all required proceeding have occurred.

PUBLIC HEARING NOTICE

Seventy-four (74) public hearing notices were sent to all property owners of record within a 300-foot radius of the subject property. Additionally, a newspaper notice of this hearing was published in the Lodi News Sentinel and was posted at City Hall on July 29, 2006.

CONCLUSION

The City Council has final action on the requests for Zone Change, General Plan Amendment, Annexation, Development Agreement (DA) and the associated Final Environmental Impact Report (FEIR); however, the Planning Commission must first review these requests with a recommendation forwarded to the City Council. Therefore, staff recommends that unless additional or contrary information is received during the public hearing and, based upon its review and consideration of the Draft EIR and comments received and responded to in the FEIR, and the evidence submitted to the Commission, including the evidence presented in this staff report, and oral and written evidence presented at the public hearing, the Planning Commission take the following actions: recommend certification of the Final Environmental Impact Report (06-EIR-01); recommend approval of General Plan Amendment 06-GPA-LU-02 , Development Agreement 06-GM-01, and Annexation 06-AX-01 ; and recommend approval of the Zone Change application 06-Z-02 to establish a Planned Development Zone designation with the implementation of the Development Plan subject to the conditions and mitigation measures found in the attached draft resolutions (Attachments 4 and 5).

ALTERNATIVE PLANNING COMMISSION ACTIONS

- Recommend Approval of the Request with Alternate Conditions
- Recommend Denial of the Request
- Continue the Request

Respectfully Submitted,

Peter Pirenjad
Planning Manager

Concurred by:

Randy Hatch
Community Development Director

Attachments

1. Vicinity Map
2. Reynolds Ranch Land Use Plan
3. 60-Acre Development Plan
4. Draft Resolution for EIR PC 06-30
5. Draft Resolutions for General Plan Amendment PC 06-31; Zone Change PC 06-32; Development Agreement PC 06-33; Annexation PC 06-34
6. Final EIR with Response to Comment Document and subsequent Technical Appendices. (Draft EIR subject to certification by City Council)

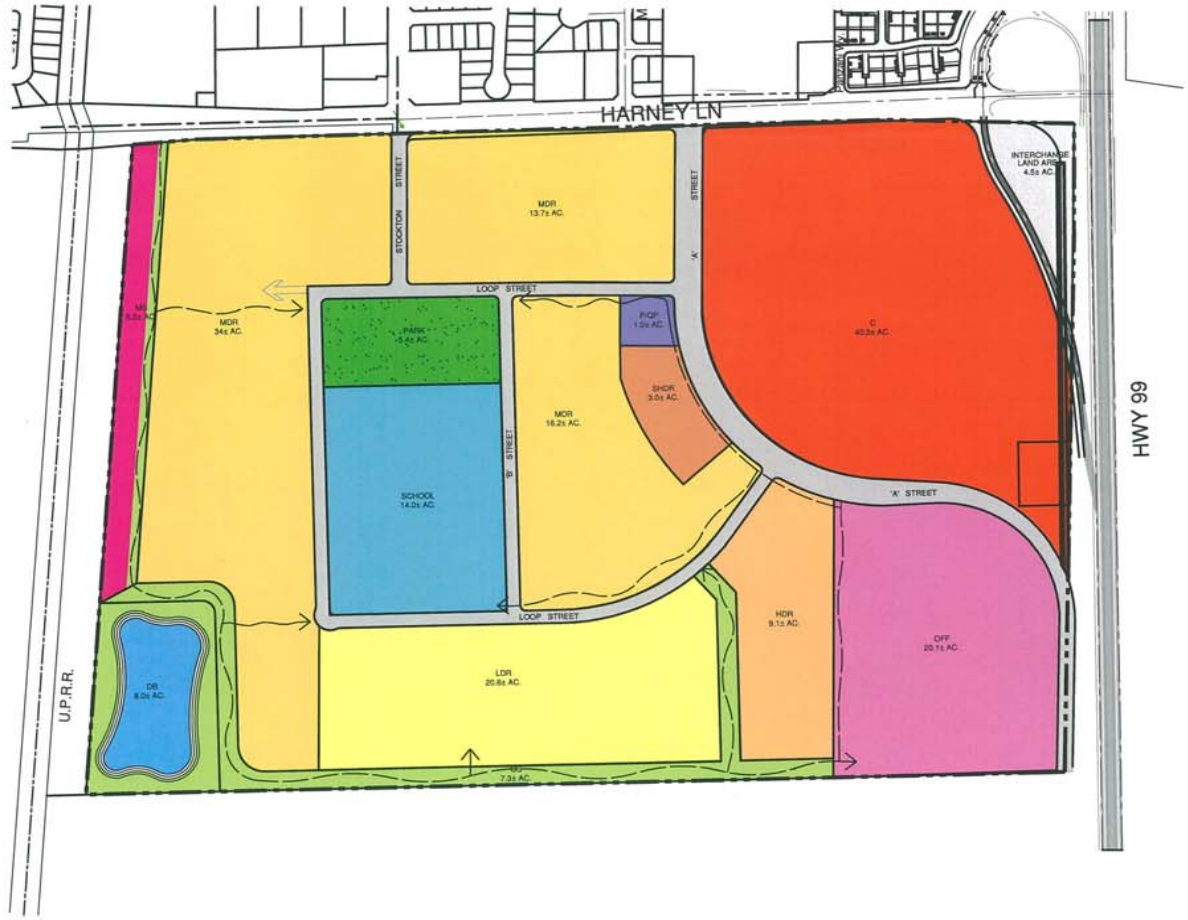
cc: City Attorney

FIGURE 2.4.1: LAND USE PLAN

LAND USE

REYNOLDS RANCH

CITY OF LODI, CALIFORNIA



LAND USE SUMMARY

	LAND USE	ACRES	FIXED COUNT	UNITS	BLDG AREA (S.F.)
LDR	LOW DENSITY RESIDENTIAL	20.6	5 DU/AC	103	
MDR	MEDIUM DENSITY RESIDENTIAL	63.9	10.3 DU/AC	631	
HDR	HIGH DENSITY RESIDENTIAL	9.1	22 DU/AC	200	
SHDR	HIGH DENSITY RESIDENTIAL- SENIOR	3.0	50 DU/AC	150	
C	RETAIL COMMERCIAL	40.5			350,000
OFF	OFFICE	20.1			200,000
MS	MINI STORAGE	5.3			
P/QP/I/HE	PUBLIC / QUASI PUBLIC	1.0			
S	SCHOOL	14.0			
PARK	NEIGHBORHOOD PARK	5.4			
OS	OPEN SPACE	7.3			
DB	DETENTION BASIN	8.0			
I/OR	INTERCHANGE/ON-RAMP	4.5			
IS	INTERNAL STREETS	17.3			
TOTAL		220.0		1,084	550,000

0 200 400 600 800

MAY 18, 2006

G.C. WALLACE OF CALIFORNIA, INC.
Engineers/Planners/Surveyors

FIGURE 3.11.1: PROPOSED WATER PLAN FOR REYNOLDS RANCH

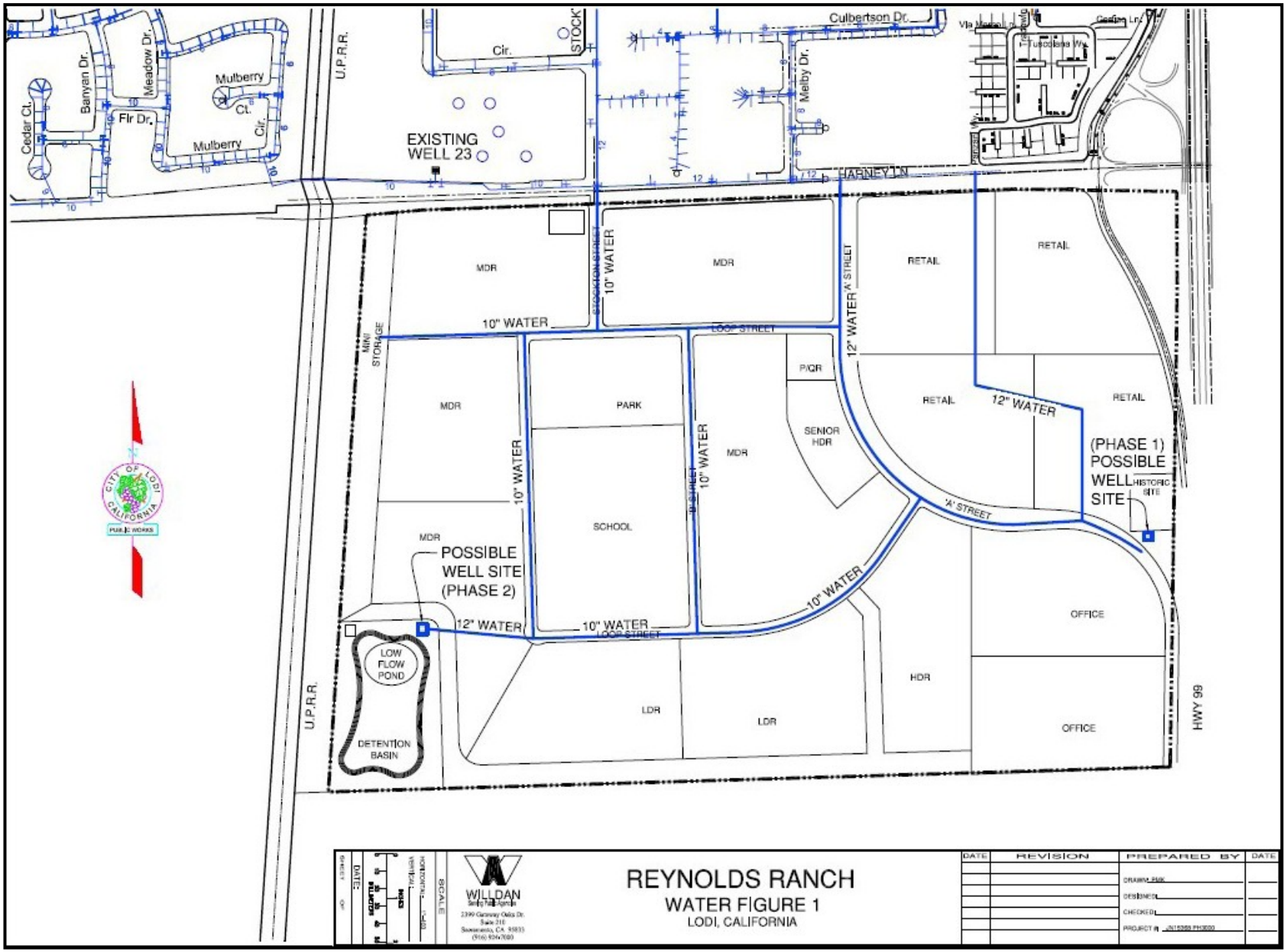


FIGURE 3.11.2: PROPOSED SEWER PLAN FOR REYNOLDS RANCH

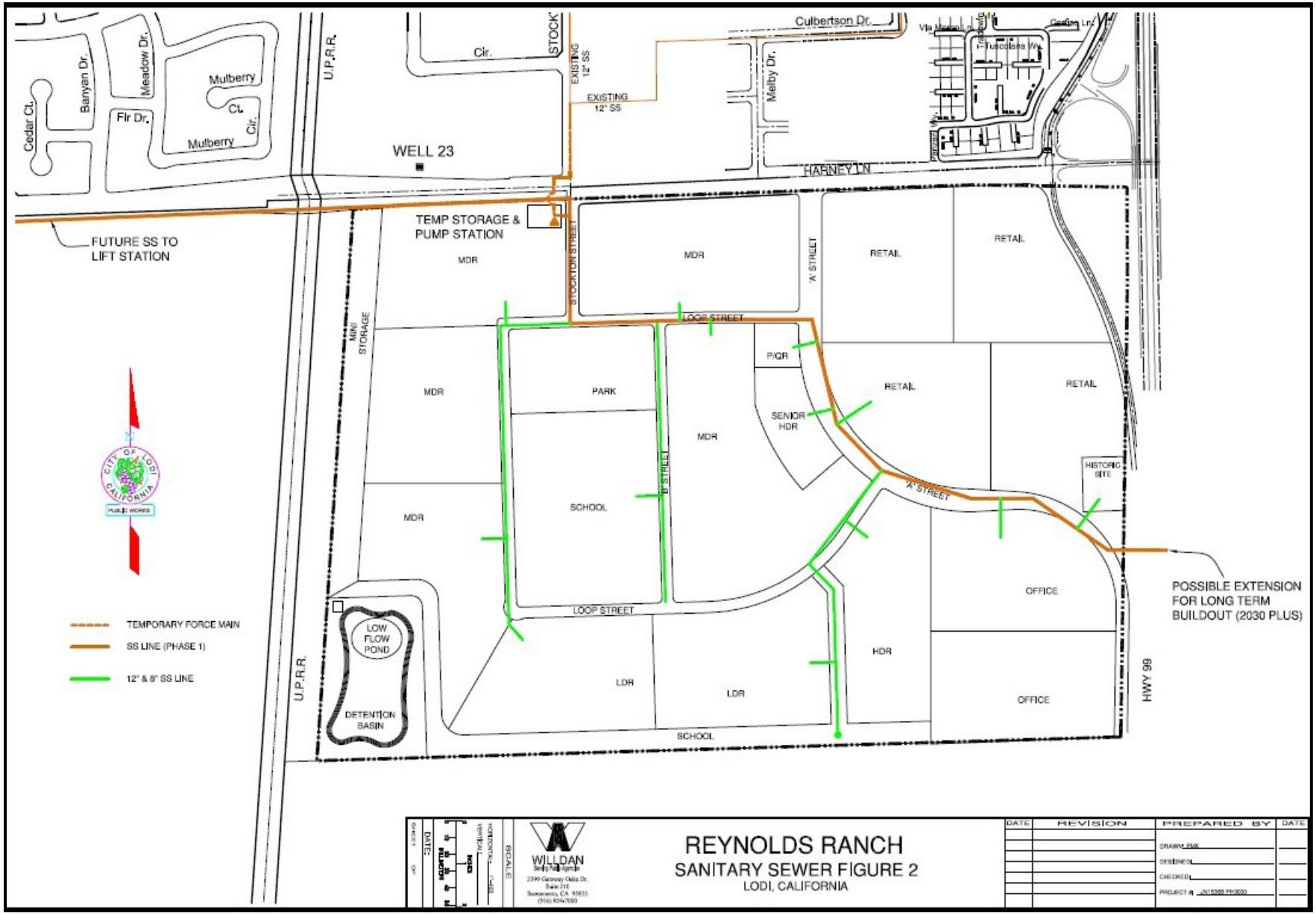
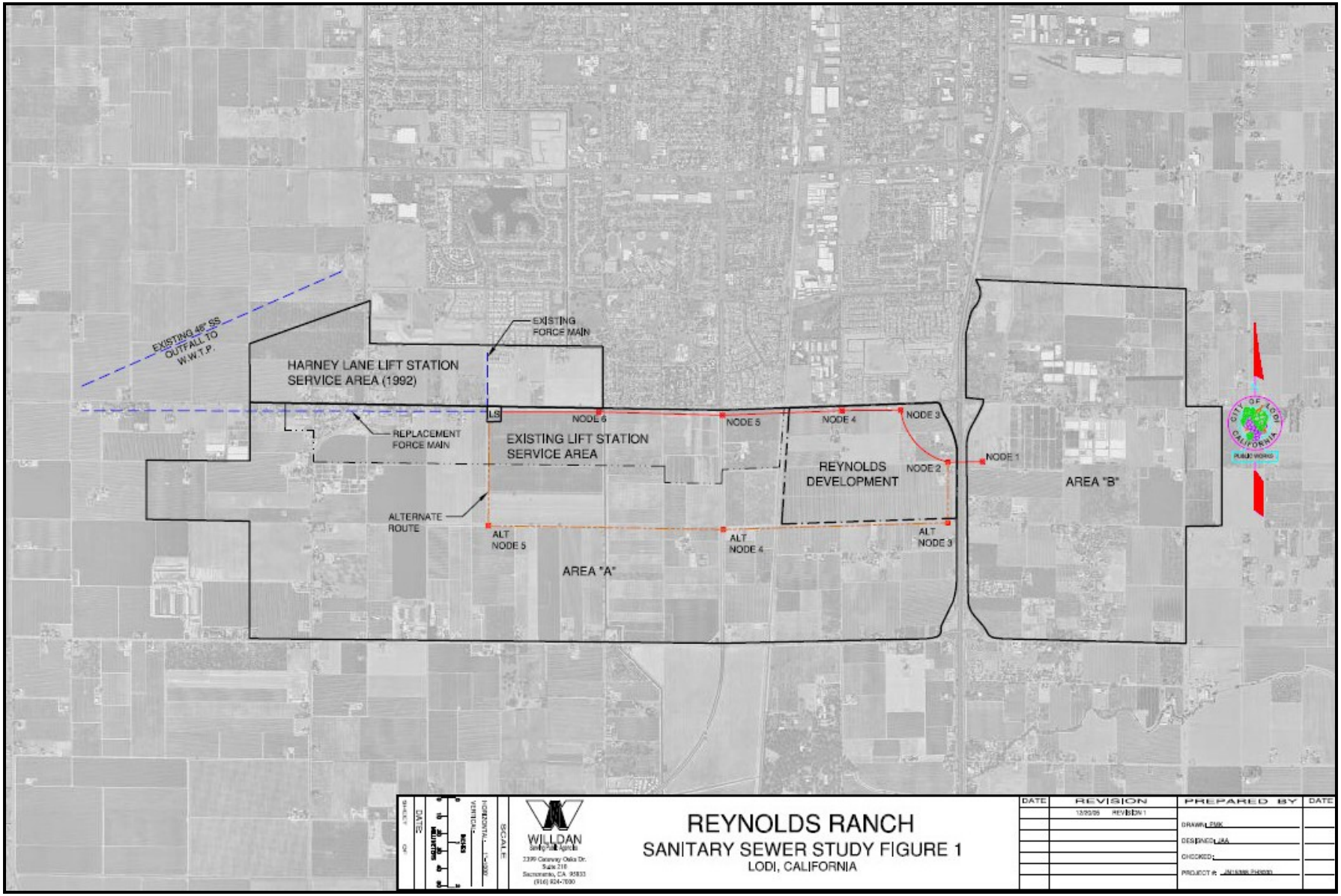


FIGURE 3.11.3: EXPANDED SEWER SERVICE AREA FOR THE PROJECT VICINITY



PLANNING COMMISSION RESOLUTION NO. P.C. 06-30

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF LODI RECOMMENDING THE LODI CITY COUNCIL CERTIFY THE FINAL EIR (06-EIR-01) AND ADOPT THE FINDINGS AND STATEMENT OF OVERRIDING CONSIDERATIONS PREPARED FOR THE REYNOLDS RANCH PROJECT

WHEREAS, the Planning Commission of the City of Lodi has heretofore held a duly noticed public meeting, as required by law, to consider the Final EIR (06-EIR-01); and

WHEREAS, the subject properties included within the Project are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, a Draft Environmental Impact Report (File No. 06-EIR-01) was prepared in compliance with the California Environmental Quality Act of 1970, as amended, and the Guidelines provided there under; and

WHEREAS, a Notice of Availability for the Draft EIR was published in the Lodi News Sentinel and was posted at City Hall on June 9, 2006 and;

WHEREAS, the Notice of Availability and copies of the Draft Environmental Impact Report were sent to responsible agencies and the State Office of Planning & Research (State Clearinghouse) on June 9, 2006 and;

WHEREAS, a copy of the Draft Environmental Impact Report was kept on file for public review within the Community Development Department at 221 West Pine Street, Lodi, CA and the public library for a 45-day comment period commencing on June 9, 2006 and ending on July 24, 2006;

WHEREAS, the City of Lodi Planning Commission received comments and testimony on the Draft EIR from the following individuals on June 28, 2006 at 7:00 pm at the Carnegie Forum, 305 West Pine Street, Lodi, CA:

- Anne Cerney
- Will Ackle;

WHEREAS, the City received six (6) comment letters in response to the Notice of Availability from the following agencies/persons:

- Public Utilities Commission (PUC) – June 21, 2006;
- California Highway Patrol (CHP) – June 21, 2006;
- Jane Lea - July 12, 2006;
- San Joaquin County Department of Public Works (email) - July 24, 2006
- San Joaquin Valley Unified Air Pollution Control District (email) – July 24, 2006
- Osha R. Meserve, Adams Broadwall Joseph & Cardozo – July 24, 2006

WHEREAS, a Final Environmental Impact report was prepared in accordance with CEQA which responds to comments received on the Draft EIR included herein as Attachment A.

WHEREAS, individual proposed responses to comments received on the Draft EIR were mailed to each commenting agency/individual prior to the certification of the Final EIR;

Based upon the evidence within the staff report and project file, the Planning Commission of the City of Lodi makes findings as described in Attachment B and recommends adoption of a Statement of Overriding Considerations, included in Exhibit A of Attachment B;

1. The Planning Commission has reviewed and considered the information contained in said Draft and Final EIR's with respect to the Reynolds Ranch Development Project.
2. The Draft and Final EIR's represent the independent judgment of the City.
3. Through the EIR review process it was determined that although the project could have a significant effect on the environment, there will not be a significant effect (with the exception of air quality impacts) in this case because Mitigation Measures have been developed and incorporated into the proposal to reduce any impacts to a less than significant level.

4. All mitigation measures for the project, identified in the Final Environmental Impact Report (FEIR), and included as Attachment C, Exhibit 1,are hereby incorporated into this recommendation of approval.

5. The specific economic, legal, social, technological, or other benefits derived from the project outweigh the project-specific and cumulative air quality impacts associated with the project.

NOW, THEREFORE, BE IT FOUND, DETERMINED AND RESOLVED that the Planning Commission of the City of Lodi hereby recommends certification of Environmental Impact Report (06-EIR-01) to the City Council of the City of Lodi.

Dated: August 9, 2006

I hereby certify that Resolution No. PC 06-30 was passed and adopted by the Planning Commission of the City of Lodi at a regular meeting held on August 9, 2006, by the following vote:

AYES: Commissioners:

NOES: Commissioners:

ABSENT: Commissioners:

ABSTAIN: Commissioners:

ATTEST: _____

Secretary, Planning Commission

ATTACHMENT A

FINAL ENVIRONMENTAL IMPACT REPORT

ATTACHMENT B

ENVIRONMENTAL IMPACT REPORT FINDINGS

REYNOLDS RANCH PROJECT

FINDINGS
REYNOLDS RANCH PROJECT
FINAL ENVIRONMENTAL IMPACT REPORT
CITY OF LODI, CALIFORNIA

INTRODUCTION

The California Environmental Quality Act (CEQA) requires that the environmental impacts of a project be examined and disclosed prior to approval of a project. CEQA Guidelines Section 15091 provides the following guidance regarding findings:

> "(a) No public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects, accompanied by a brief explanation of the rationale for each finding. The possible findings are:
>
> > (1) Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR.
> >
> > (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.
> >
> > (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR."

Having received, reviewed and considered the Final EIR for the Reynolds Ranch Project, as well as all other information in the record of proceedings on this matter, the following Findings Regarding the Final EIR for the Reynolds Ranch Project are hereby adopted by the City of Lodi for current and subsequent discretionary actions to be undertaken by the City and responsible agencies for the implementation of the Reynolds Ranch Project. These actions are collectively referred to herein as the "project".

Legal Effect of Findings

To the extent that these Findings conclude that various proposed mitigation measures outlined in the FEIR are feasible and have not been modified, superseded or withdrawn, the City hereby binds itself to implement these measures. These Findings constitute a binding set of obligations that will come into effect when City decision makers formally approve the project. The mitigation measures are referenced in the Mitigation Monitoring Program (MMP) adopted concurrently with the requested project approvals.

Custodial and Location of Records

The documents and other materials which constitute the administrative record for the City's actions regarding the project are located at the Lodi City Hall City Clerk or Community Development Department, 221 W. Pine Street, Lodi, California 95240.

PROJECT SUMMARY

The proposed project is located on a 220-acre site and includes a Development Plan (Project Level) for a 60-acre retail (40 AC) and office (20 AC) development, a Concept Plan (Program Level) for planned residential uses, parks, a fire station, K-8 school, and a mini-storage facility on the remaining 160 acres, and an Infrastructure Master Plan (Project Level) to guide the overall development of the remaining site. A project level analysis has been provided for the Development Plan portion of the site and the Infrastructure Master Plan, whereas a program level analysis has been prepared for the future residential, parks, school, mini-storage, and various public facility uses to be built on the remaining portion of the site. The level of analysis performed in the EIR is as follows:

Project Level Analysis

Development Plan

- Office Building
- Retail Buildings

Infrastructure Master Plan

- Circulation System
- Water Supply System
- Wastewater Collection System
- Drainage System
- Electricity, Gas, Telephone, and Cable Service Connection

Program Level Analysis

Concept Plan

- Residential Build-out
- K-8 School
- Fire Station
- Mini-Storage
- Open Space

Land use components for the project include:

REYNOLDS RANCH PROJECT				
	Density (DU/AC)	**Square Feet (SF)**	**Acres (AC)**	**Dwelling Unit (DU)**
COMMERCIAL/RETAIL		350,000	40.5	
OFFICE (BSC)		200,000	20.1	
MINI-STORAGE			5.3	
RESIDENTIAL				
- Planned Residential LDR	7[1]		84.5	734
- HDR	22		9.1	200
- *HDR (Senior)*	50		3.0	150
Subtotal			96.6	1,084
PARKS/OPEN SPACE				
- Neighborhood Park			5.4	
- Open Space			7.3	
Subtotal			12.7	
PUBLIC FACILITIES				
- Fire			1.0	
- School			14.0	
Subtotal			15.0	
DETENTION BASIN			8.0	
INTERCHANGE/ON-RAMP			4.5	
INTERNAL STREETS			17.3	
TOTAL		**550,000**	**220.0**	**1,084**

[1] As defined in Planned Residential category and Planned Development Low Density Zoning. Through this general plan designation and zoning, the project will be developed with 103 residential units with an average of approximately five units or less of average units per gross acre and 631 units with an average density of 10.3 units or less per gross acre with the total density for the gross acreage within the Planned Residential category at 7 units per gross acre or less.

PROJECT ANALYSIS

The detailed analysis of potentially significant environmental impacts and proposed mitigation measures for the Reynolds Ranch Project is presented in Chapter 3.0 of the EIR. Responses to comments and any clarifications or revisions to the Draft EIR are provided in the Final EIR.

The EIR evaluates 11 major environmental categories for project specific and cumulative impacts with respect to potential significant adverse impacts. The environmental categories analyzed include the following

- Air Quality
- Biological Resources
- Cultural Resources
- Energy Conservation and Sustainability
- Hazards and Hazardous Materials

- Hydrology and Water
- Land Use
- Noise and Vibrations
- Public Services
- Traffic and Circulation
- Utilities and Service Systems

FINDINGS REGARDING SIGNIFICANT AND UNAVOIDABLE ENVIRONMENTAL IMPACTS

As described in the EIR, the Project will result in significant and unavoidable impacts. For these impacts the City Council hereby adopts the "Statement of Overriding Considerations" set forth in Exhibit A attached hereto and incorporated herein by reference. The Project's significant and unavoidable impacts identified in the EIR, along with the lead agency's finding for each impact and rationale for making such finding, are described below.

Impact 3.1.1 (B): (Operational Emissions of Ozone Precursors) Operation of the proposed project would generate NOx and ROG, which are ozone precursors, in excess of the San Joaquin Valley Air Pollution Control District's (SJVAPCD's) yearly emission significance thresholds.

Findings per State CEQA Guidelines Section 15091:

☒ Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR (Subd. [a][3]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR and the Statement of Overriding Considerations in Exhibit A attached hereto. In summary, the amount of ozone precursors emitted by operation of the project annually will exceed the SJVAPCD's yearly emission significance thresholds; and while various emission reduction techniques are required to be incorporated into the project in accordance with SJVACPD Rule 9510, there are no feasible mitigation measures or alternatives available to reduce the projects emissions of ozone precursors to below the SJVAPCD's yearly emission significance thresholds.

Impact 3.1.2: (Contribution to Cumulative Criteria Air Pollutants) The project would emit ozone precursors (NOx and ROG) at levels that are significant as cumulatively considerable net increases of non-attainment criteria pollutants for the San Joaquin Valley Air Basin.

Findings per State CEQA Guidelines Section 15091:

☒ Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR (Subd. [a][3]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR and the Statement of Overriding Considerations in Exhibit A attached hereto. In summary, the amount of ozone precursors emitted by operation of the project annually will exceed the SJVAPCD's yearly emission significance thresholds and, thus, are considered cumulatively

considerable net increases of non-attainment criteria pollutants for the San Joaquin Valley Air Basin. There are no feasible mitigation measures or alternatives available to reduce the projects emissions of ozone precursors to below the SJVAPCD's yearly emission significance thresholds.

FINDINGS REGARDING POTENTIALLY SIGNIFICANT ENVIRONMENTAL IMPACTS THAT WOULD BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL WITH THE INCORPORATION OF MITIGATION MEASURES

As described in the EIR, the Project could result in significant impacts in addition to those described above; however, with the incorporation of the mitigation measures identified in the EIR those impacts would be avoided or reduced to a less-than-significant level. The Project's potentially significant impacts that are avoided or reduced to a less-than-significant level with the incorporation of mitigation measures, along with the lead agency's finding for each impact and rationale for making such finding, are described below.

A. Air Quality

Impact 3.1.1 (A): (Construction Generated Air Pollutants) Construction of the proposed project would generate air pollutants, including equipment exhaust and fugitive dust.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR. In summary, the air pollutants emitted by construction of the project will be substantially reduced due to required compliance with SJVAPD Regulation VIII, Rule 9510, and incorporation of the following mitigation measure:

> **MM 3.1.1:** In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts*. The measures identified in Table 6-3 are as follows:
>
> - Limit traffic speeds on unpaved roads to 15 mph;
> - Install sandbags or other erosion control measures to prevent silt runoff to public roadways from sites with a slope greater than one percent;
> - Install wheel washers for all exiting trucks, or wash off all trucks and equipment leaving the site;
> - Install wind breaks at windward side(s) of construction areas;

- Suspend excavation and grading activity when winds exceed 20 mph; and
- Limit area subject to excavation, grading, and other construction activity at any one time.

Impact 3.1.3: (Exposure of Sensitive Receptors to Air Pollution) The proposed project would generate air pollutants that could affect sensitive receptors and the project involves siting sensitive receptors in the vicinity of air pollution generators.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR. In summary, due to the buffers between sensitive receptors and pollutant sources designed within the project and compliance with SJVAPD Regulation VIII, Rule 9510, and Mitigation Measure 3.1.1 (as shown below), the project would not expose sensitive receptors to substantial pollutant concentrations.

> **MM 3.1.1:** In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts*. The measures identified in Table 6-3 are as follows:
>
> - Limit traffic speeds on unpaved roads to 15 mph;
> - Install sandbags or other erosion control measures to prevent silt runoff to public roadways from sites with a slope greater than one percent;
> - Install wheel washers for all exiting trucks, or wash off all trucks and equipment leaving the site;
> - Install wind breaks at windward side(s) of construction areas;
> - Suspend excavation and grading activity when winds exceed 20 mph; and
> - Limit area subject to excavation, grading, and other construction activity at any one time.

B. Biological Resources

Impact 3.2.2: (Habitat Conservation Plans) The proposed project is located within the area covered by the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP).

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by the following mitigation measure, would avoid any conflicts with the habitat conservation plan:

> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(a): (Special-Status Species – Swainson's Hawk) The proposed project has a low potential to impact the Swainson's hawk by eliminating marginal foraging habitat and marginal nesting habitat.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for Swainson's hawks and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.
>
> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(b): (Special-Status Species – Western Burrowing Owl) The proposed project would eliminate marginal habitat for the western burrowing owl, including agricultural land with ground squirrel burrows that could provide nesting opportunities for the western burrowing owl. Construction of the proposed project also has the potential to impact individual burrowing owls, if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition to providing offsite habitat banking, the SJMSCP requires a preconstruction survey be conducted onsite. If any burrowing owl individuals or active burrowing owl nests are found onsite during the preconstruction survey, the SJMSCP requires additional measures to be taken to protect all discovered individuals and nests. Mitigation Measure 3.2.1 also provides protection for western burrowing owls and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.
>
> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(c): (Special-Status Species – White-Tailed Kite) The proposed project has the potential to eliminate potential nesting and foraging habitat for the white-tailed kite.

Additionally, construction of the proposed project has the potential to impact individual white-tailed kites or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for white-tailed kites and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.
>
> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(d): (Special-Status Species – California Horned Lark) The proposed project has the potential to eliminate potential foraging and nesting habitat for the California horned lark from the site. Additionally, construction of the proposed project has the potential to impact individual California horned larks or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for California horned larks and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.
>
> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(e): (Special-Status Species – Loggerhead Shrike) The proposed project has the potential to eliminate suitable nesting and foraging habitat for the loggerhead shrike, and construction of the proposed project has the potential to impact individual loggerhead shrikes or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for loggerhead shrikes and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction

survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

MM 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.4: The project site contains one tree that is protected under San Joaquin County's tree protection ordinance. This tree is a valley oak that would be classified as a "Heritage Oak Tree" by the County's ordinance. Development of the project site has the potential to either remove this tree or damage this tree during construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential to impact the oak tree onsite:

MM 3.2.3: Regardless of whether the project develops in a manner that is subject to the San Joaquin County tree protection ordinance (San Joaquin County Code Division 15, Natural Resources Regulations; Chapter 9-1505, Trees), the proposed project shall comply with the ordinance's "Replacement" requirements (Section 9-1505.4) and "Development Constraints" (Section 9-1505.5).

C. Cultural Resources

Impact 3.3.1: (Historic Resources): The proposed project would adaptively reuse the Morse-Skinner Ranch House and water tower, a significant historic resource listed on the National Register of Historic Places (NRHP) and eligible for listing on the California Register of Historical Resources (CRHR). The proposed Development Plan and subsequent development of the balance of the 220-acre project site could result in the demolition of a

Moose Lodge facility, 12 residences, and ancillary structures. None of these structures are known or expected to be historically significant per Section 15064.5 of the State CEQA Guidelines. However, none of these structures have been evaluated by an architectural historian for historic significance. As such, it cannot be precluded that the removal, alteration, or demolition of these structures would not result in significant impacts on historical resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the Mitigation Measures 3.3.1, 3.3.2, and 3.3.3 would substantially reduce the project's potential to impact historical resources. Mitigation 3.3.1 requires any alterations to the Morse-Skinner Ranch property to be conduction in accordance with the standards set forth by the Secretary of the Interior, and Mitigation Measures 3.3.2 and 3.3.3 require alterations of any other significant historical resources discovered onsite to be conduction in accordance with the standards set forth by the Secretary of the Interior.

MM 3.3.1: The Morse-Skinner Ranch House and water tank, including the one acre parcel on which it is situated, is listed on the NRHP and it is therefore a historical resource eligible for the CRHR. Any adaptive reuse of the Morse-Skinner Ranch property shall comply with standards set forth by the Secretary of the Interior.

MM 3.3.2: The residences, barn, and Moose Lodge that are situated within the 60 acres included in the Development Plan shall be evaluated for the CRHR. Some of these resources, such as the Moose Lodge, were clearly constructed within the last 50 years and are unlikely to be eligible for the CRHR. However, some of the residences may be more than 50 years old and their architectural significance shall be evaluated by a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

MM 3.3.3: The CRHR eligibility of existing buildings and structures within the 160-acre Concept Plan shall be determined. This will require the services of a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

Impact 3.3.2: (Archaeological Resources) Although not anticipated, grading and construction activities onsite could encounter previously undiscovered archaeological resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the following mitigation measure, which requires construction activities to halt if archaeological resources are discovered onsite, would substantially reduce the project's potential to impact archaeological resources:

> **MM 3.3.4**: The Yokuts who inhabited the project area prehistorically left no apparent archaeological remains on the ground surface within the Study Area. Previous studies in the Central Valley have shown that archaeological sites are sometimes buried (Moratto 1984). If buried Native American archaeological resources are discovered during the project activities, work shall stop immediately in the vicinity of the discovery, until a qualified archaeologist that meets the satisfaction of the City of Lodi determines the significance of the discovery and develops plans to preserve the significance of any discovered CRHR eligible resources. Such archaeological resource preservation plans shall be implemented to the satisfaction of the City of Lodi.

Impact 3.3.3: (Paleontological and Unique Geologic Features) Although not anticipated, grading and construction activities could encounter previously undiscovered paleontological resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the following mitigation measure, which requires construction activities to halt if paleontological resources are discovered onsite, would substantially reduce the project's potential to impact archaeological resources:

> **MM 3.3.5*:*** Should paleontological resources be encountered during construction excavation, the project proponent shall halt excavation in the vicinity of the discovery and contact a qualified vertebrate paleontologist to evaluate the significance of the find and make recommendations for collection and preservation of discovered paleontological resources in a written report to the City of Lodi. Said recommendations shall be implemented to the satisfaction of the City of Lodi.

D. Hazards and Hazardous Materials

Impact 3.5.1: (On-site Hazardous Materials) The Phase I Environmental Site Assessment determined that site conditions at certain locations on the project site constitute potentially significant impacts or potential impediments to future development of the project site and, therefore, require mitigation.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.5 of the EIR. In summary, implementation of the following mitigation measures would substantially lessen the potential for hazardous conditions to affect the proposed project:

MM 3.5.1: The City of Lodi shall not issue permits for construction activities on the project site unless the portion of the site involved in the requested permit has been deemed clear of recognized environmental conditions in writing by a California State Registered Environmental Assessor with HAZWOPER 40-hour OSHA Certification. Portions of the site require further hazardous material investigations to make a determination of the presence of recognized environmental conditions. Such investigations shall be conducted in accordance with the most recent American Society for Testing and Materials (ASTM) standards, such as the ASTM's "Standard Guide for Environmental Site Assessments: Phase I [or II] Environmental Site Assessment Process". In total, the updated hazardous material investigations of the site shall minimally evaluate the areas previously inaccessible to hazardous material investigators, the southern-most barn on the eastern portion of APN 058-110-41, the contents of the vault in the shed on the southern portion of APN 058-110-04, the function of the "water" basin and its previous discharges must be determined, the exact location of the 10 inch Kinder Morgan refined product pipeline, the areas adjacent to the Union Pacific Railroad right-of-way, and the onsite residential structures and buildings which were previously inaccessible.

MM 3.5.2: A Phase II Environmental Site Assessment (ESA) shall be completed prior to the approval of individual development plans within the project area. Said Phase II ESA report shall include subsurface investigations and recommended remedial actions, if required, at specific locations as recommended in the Phase I Environmental Site Assessment prepared by Kleinfelder, Inc., or any subsequent updated report. The following additional requirements shall apply:

a. Soil sampling and analysis for pesticides shall only be conducted in those areas of the site that are still agricultural; and

b. If levels of organochloride pesticides are found to be in excess of applicable residential or commercial Preliminary Remediation Goals/Maximum Contaminant Limits (PRGs/MCLs) then an evaluation shall be required to determine the depth and extent of these elevated concentrations.

MM 3.5.3: If subsurface structures are encountered during site development or excavation onsite, care should be exercised in determining whether or not the subsurface structures contain asbestos. If they contain asbestos, it shall be removed, handled, transported, and disposed of in accordance with local, state, and federal laws and regulations.

MM 3.5.4: The wells onsite should not be used as a water supply for any of the proposed land uses unless the water from said wells is tested and found to meet state and federal drinking water standards as confirmed by the City's water department.

MM 3.5.5: An asbestos and lead paint assessment survey shall be conducted for structures constructed prior to 1980, if they are to be renovated or demolished prior to future development on the project site. The following requirements apply:

a. A Certified Cal-OSHA Asbestos Consultant shall conduct said surveys. If asbestos is detected, all removal shall be completed by a licensed asbestos abatement contractor; and

b. Any lead paint that is detected and which is in poor condition shall be removed prior to building demolition.

MM 3.5.6: All locations of underground storage tanks (USTs) on the project site, where past releases are known or are suspected, shall be subject to further investigation and analysis to confirm or deny evidence of past releases (See Mitigation Measure 3.5.3). Said investigations shall be conducted in accordance with Environmental Protection Agency (EPA) guidelines and per Leaking Underground Storage Tank (LUST) guidelines.

MM 3.5.7: Septic systems which are associated with existing residences shall be removed and/or abandoned in accordance with local, state, and federal regulations. Soil samples shall be collected in the vicinity of said septic systems and leach lines to determine the potential for hazardous materials discharged from the septic systems. Any removal of septic systems shall be performed with oversight provided by the San Joaquin County Environmental Health Department.

MM 3.5.8: Miscellaneous debris located throughout the project site, and described in the Phase I ESA, shall be removed prior to development activities. Any petroleum products and/or hazardous materials encountered should be disposed of or recycled in accordance with local, state, and federal regulations.

MM 3.5.9: Various sized buckets and drums containing petroleum products were noted at several locations on the project site in the Phase I ESA. All such drums and buckets shall be inventoried and removed from the project site in accordance with local, state, and federal regulations. In addition, soil sampling shall be conducted at those bucket and drum locations where staining was noted (See Mitigation Measure 3.5.3).

MM 3.5.10: The vault located in the storage shed along the southern portion of APN 058-110-04 shall be investigated and its nature determined prior to development activity occurring on the project site.

MM 3.5.11: Limited soils samples shall be taken along the project site boundary adjacent to the Union Pacific Railroad right-of-way to determine the presence and levels of metals or hazardous materials associated with the railroad right-of-way.

E. Hydrology and Water Quality

Impact 3.6.2: (Stormwater Drainage System Capacity and Polluted Runoff): The proposed project would replace the existing informal and/or non-existent drainage system onsite with an engineered drainage system. With the proper design the proposed drainage system will have adequate stormwater capacity and would not be a substantial source of polluted runoff.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.6 of the EIR. In summary, the following mitigation measures would substantially reduce the project's potential to impact the stormwater drainage system:

MM 3.6.1: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a stormwater collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.

MM 3.6.2: To the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.

MM 3.6.3: To the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.

MM 3.6.4: To the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.

MM 3.6.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.

MM 3.6.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

Impact 3.6.5: (Alteration of the Existing Drainage Pattern of the Site or Area, Including through the Alteration of the Course of a Stream or River, or Substantially Increase the Rate or Amount of Surface Runoff in a Manner Which Would Result in Flooding On- or Off-Site) The proposed project would alter the site's drainage pattern. However, with the proper design of the proposed drainage system, the proposed drainage pattern change would not result in on- or off-site flooding.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.6 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on drainage patterns:

MM 3.6.1: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a stormwater collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.

MM 3.6.2: To the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.

MM 3.6.3: To the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.

MM 3.6.4: To the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.

MM 3.6.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.

MM 3.6.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

F. Land Use

Impact 3.7.1: (The construction of the proposed project could result in significant land use conflicts with the surrounding region) Buffer zones and other physical features have been incorporated into the design of the project to reduce potential land use conflicts; however, mitigation measures are required to lessen impacts related to surrounding agricultural uses.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.7 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impacts related to land use conflicts:

MM 3.7.1: To reduce agricultural/residential land use incompatibilities, the following shall be required:

a. The applicant shall inform and notify prospective buyers in writing, prior to purchase, about existing and on-going agricultural activities in the immediate area in the form of a disclosure statement. The notifications shall disclose that the residence is located in an agricultural area subject to ground and aerial

applications of chemical and early morning or nighttime farm operations which may create noise, dust, et cetera. The language and format of such notification shall be reviewed and approved by the City Community Development Department prior to recordation of final maps. Each disclosure statement shall be acknowledged with the signature of each prospective owner. Additionally, each prospective owner shall also be notified of the City of Lodi and the County of San Joaquin Right-to-Farm Ordinance.

b. The conditions of approval for tentative maps shall include requirements ensuring the approval of a suitable design and the installation of a landscaped open space buffer area, fences, and/or walls around the perimeter of the project site affected by the potential conflicts in land use to minimize conflicts between project residents, non-residential uses, and adjacent agricultural uses prior to occupancy of adjacent houses.

c. Prior to recordation of the final maps for homes adjacent to existing agricultural operations, the applicant shall submit a detailed wall and fencing plan for review and approval by the Community Development Department.

Impact 3.7.2: (Conversion of Prime Farmland to non-agricultural uses) Development of the proposed project would result in the conversion of approximately 110 acres of Prime Farmland to non-agricultural uses.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.7 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact to conversion of Prime Farmland to non-agricultural uses by requiring preservation of agricultural land offsite:

MM 3.7.2: Prior to issuance of a building permit, the applicant shall identify agricultural acreage in close proximity to the project area to permanently protect in perpetuity as an agricultural use or pay an Agricultural Land Mitigation fee to the City of Lodi. Said fee is to be determined by the pending adoption of an ordinance of the City establishing a fee mitigation program to offset the loss of agricultural land to future development. In the event said ordinance is not effective at the time building permits are requested, the applicant shall pay a fee to the Central Valley Land Trust (Central Valley Program) or other equivalent entity to offset the loss of the Prime Farmland.

G. Noise

Impact 3.8.1: (Temporary Noise Generation) Construction of the proposed project would temporarily generate noise above levels existing without the project. The project requires mitigation measures that will reduce the potentially significant impacts to a less than significant level.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact from the temporary noise generation:

> **MM 3.8.1:** All construction shall require a permit and shall be limited to the hours of 7 a.m. to 10 p.m. Staging areas shall be located away from existing residences, and all equipment shall use properly operating mufflers.
>
> **MM 3.8.2:** The project contractor shall place all stationary construction equipment so that emitted noise is directed away from sensitive receptors nearest the project site.

Impact 3.8.2: Increased traffic would generate noise levels above levels existing without the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impacts related to vehicular noise by requiring appropriate design and construction of the site and structures as well as requiring proper noise insulation to be installed on impacted structures:

> **MM 3.8.3**: Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) allowing for window closure.

MM 3.8.4: Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or by landscape berms or any combination of the two to achieve the desired noise attenuation.

MM 3.8.5: New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.

Impact 3.8.3: Location of residential uses in proximity to noise sources can result in exposure to noise levels in excess of standards.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact of placing sensitive receptors in the vicinity of noise sources by requiring appropriate design and construction of the site and structures as well as requiring proper noise insulation to be installed on impacted structures:

MM 3.8.3: Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) allowing for window closure.

MM 3.8.4: Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or by landscape berms or any combination of the two to achieve the desired noise attenuation.

MM 3.8.5: New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.

MM 3.8.6: Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall, landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior

noise analysis should be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.

MM 3.8.7: A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, noise levels at residences in proximity to any required basin pump system shall be attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.

MM 3.8.8: Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.

Impact 3.8.4: The proposed project would place sensitive receptors in the vicinity of train noise.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact of placing sensitive receptors in the vicinity of train noise by requiring appropriate design and construction of the site and structures, which may include installing noise insulation on impacted structures:

MM 3.8.6: Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall, landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior noise analysis should be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.

Impact 3.8.5: Detention basin pump noise could result in permanent increases in ambient noise levels above levels existing without the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's pump noise impacts by requiring appropriate design and construction of the site and structures, which may include installing noise insulation on impacted structures:

> **MM 3.8.7:** A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, noise levels at residences in proximity to any required basin pump system shall be attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.

Impact 3.8.6: Agricultural noise resulting from existing on-going agricultural operations in the vicinity of the project site could impact sensitive receptors onsite.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's noise impact of placing sensitive receptors in the vicinity of agricultural operations:

> **MM 3.8.8:** Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.

H. Public Services

Impact 3.9.3: (Fire Service) The project involves the development of an office building, retail commercial center, a mini-storage facility, residential structures, a school, and parkland and, as a result, would increase the structures and population served by the Lodi Fire Department.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.9 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact on fire service by requiring a fire station to be built onsite:

> **MM 3.9.1:** A fire station is proposed to be constructed as part of the proposed project and will be constructed during Phase II development of the site.

I. Traffic and Circulation

Impact 3.10.1: The project will require roadway improvements as part project development for an internal roadway network as well as address impacts resulting from increased travel demand on surrounding streets. As a result, identified transportation improvements are needed to mitigate the potential project traffic impacts upon project buildout.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact resulting from increased travel demand by requiring appropriate final design and construction of roadway improvements:

> **MM 3.10.1:** Prior to approval of the first tract or parcel map with the Reynolds Ranch Project, a roadway improvement plan for "A," "B," and "Loop" Streets including a detail plan for an off-street multi-use trail to be utilized within the internal network of trails and pedestrian access within the project shall be required for review and approval by the City's Public Works Department. Additionally, the roadway improvement plan shall identify all recommended intersection controls and geometrics as noted under "Proposed Improvements" in Section 3.10.7 of this document.

Impact 3.10.2: A development of this size and scope will likely be developed over a period of time and in a phased manner. To accommodate a phased development, necessary roadway improvements shall be provided to support the pace of development. A comprehensive and coordinated approach will also be needed to address concurrent development in surrounding areas adjacent to the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring a coordinated roadway phasing plan:

> **MM 3.10.2:** Prior to approval of the first tract or parcel map for Reynolds Ranch Project, the Public Works Department shall review and approve a roadway phasing and improvement plan to ensure that timing of new roadway construction and improvements will be provided as necessary to serve and support new development for "Year 2008 Pre-Project Plus Phase I Project Conditions." The phasing plan shall also note completion and timing of roadway improvements by other adjacent development to coincide with proposed improvements on the same facilities by the proposed project.

Impact 3.10.3: Because the project has not identified a specific development plan (layout) for the residential, school, mini-storage and public use facilities, an evaluation of the internal roadway network by a qualified Traffic Engineer shall be necessary once a development plan can be defined to ensure that any potential access or circulation conflicts can be addressed and minimized.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring a detailed roadway improvement plan:

> **MM 3.10.3:** As part of the subdivision review process, a roadway improvement plan shall include, but not be limited to providing, the following items: 1) identify all entry/access points for all future development within the project area to ensure proper intersection control and signage, 2) show adequate sight distance in consideration of grading and landscaping at all intersections and drive entries, and 3) identify all bikeways, off-street multi-use trails and sidewalks within the project area. Submittal of the above information is intended to address any potential for vehicle and pedestrian conflicts in the development of the project roadway plan and ensure safe and adequate access for all residents and businesses within the project site.

Impact 3.10.4: Construction traffic will occur over time during project development. Because of existing and future residential land uses located near or adjacent to the

development during construction, operation of such heavy equipment vehicles need to be considered.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring the development of a Traffic Control Plan:

> **MM 3.10.4:** Proponents of development onsite shall submit a construction Traffic Control Plan to the Public Works Department for review and approval prior to commencing construction on the project and any related off-site improvements.

Impact 3.10.5: The project serving a largely future residential population will require critical fire and police services. Emergency vehicle access is considered a vital function as part of any future roadway network to accommodate a safe and efficient access for both future residents and critical emergency services.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring review and approval of the project's circulation system by the City of Lodi Police and Fire Departments:

> **MM 3.10.5:** The design of the internal circulation system and vehicular access will be subject to review and approval by the City of Lodi's Police and Fire Departments prior to issuance any building permits for the project.

Impact 3.10.6: Future land uses for the project will be required to provide adequate off-street parking facilities. Available on-street parking on future roadways may be limited or, otherwise, prohibited.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring onsite developments to supply adequate parking:

MM 3.10.6: Prior to map approval and issuance of building permits, ensure that adequate parking demand is satisfied for all proposed uses (i.e. parks, commercial and residential development, etc.) in accordance to the City of Lodi Zoning Ordinance.

J. Utilities and Service Systems

Impact 3.11.4: (Increase in the Demand for Water Service) The proposed project would increase water demand. The increased demand could be accommodated by a water supply system that includes two new groundwater wells.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.11 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on water service by requiring appropriate final design and construction of the project's water supply and distribution system:

MM 3.11.1: To the satisfaction of the City of Lodi Public Works Department, a new well shall be added in the project to support water needs for the project area and shall be included in the first phase of development. The triangular area by the Morse-Skinner Ranch House is a recommended area, although other sites may prove acceptable. A higher fire flow can be maintained by placing the well in the east portion of the project where office and retail fire flows will be higher.

MM 3.11.2: To the satisfaction of the City of Lodi Public Works Department, a second well shall be constructed as part of the second phase of development as demands indicate the need. Alternatively, since the project only necessitates a portion of a second well, the well could be constructed offsite and the development pay its fair share of the second well.

MM 3.11.3: Prior to improvement plan approval, a looped water pipeline plan will be developed for the project that will provide for fire flows within the project, connections to the existing City system and a phasing plan for pipe installation. This plan shall be reviewed and approved by the City Engineer.

MM 3.11.4: To the satisfaction of the City of Lodi Public Works Department, the development shall be assessed its fair share of the cost of developing additional water sources, including but not limited to participation in acquiring additional water rights, development and construction of surface water treatment or recharge the groundwater

system, construction of water transmission facilities, and other related water infrastructure.

MM 3.11.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed water master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the water system for the project meets the requirements of the City water system.

MM 3.11.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required water infrastructure to serve the demands of the project. Funding of water infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

Impact 3.11.5: (Increase in the Demand for Wastewater Service) The proposed project would increase the demand for wastewater service. The increased demand could be accommodated by an onsite sewer system and improvements to wastewater infrastructure in the project vicinity.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.11 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on wastewater service by requiring appropriate final design and construction of the project's wastewater system:

MM 3.11.7: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a collection system that will serve the project area shall be prepared. Said analysis shall include sizing of the pipe network, sizing of the pump station modifications, and establishing timing for the pump station modifications.

MM 3.11.8: To reflect the investment that has been made by existing development and other potential developers, a financing mechanism shall be developed and implemented to the satisfaction of the City of Lodi to fund the modification of the pump station and the station outfall force mains. Funding of the pump station in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

MM 3.11.9: To the satisfaction of the City of Lodi Public Works Department, and as part of the design process, a detailed sewer master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the wastewater system meets the requirements of the City sewer system.

MM 3.11.10: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required sewer infrastructure to serve the demands of the project. Funding of sewer infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

FINDINGS REGARDING PROJECT ALTERNATIVES

In accordance with Section 15126.6 of State CEQA Guidelines, the EIR describes a reasonable range of alternatives to the project that could reduce environmental impacts of the project. The EIR has evaluated the comparative merits of these alternatives and rejected them in favor of the project as summarized below.

Alternative I: No Project/No Development Alternative

The No Project/No Development alternative would have less air quality, traffic, noise, and infrastructure impacts than the proposed project. This alternative would avoid the significant impacts of the project and, thus, was identified as the environmentally superior alterative. However, Alternative 1 would leave cultural resources that have been protected through mitigation measures included in the Reynolds Ranch Project EIR, unprotected, and therefore, could lead to future destruction of these notable resources. Furthermore, this alternative would eliminate potential for payment of SJMHCP mitigation fees, which would be used to purchase and collect offsite habitat and preserve land and biological resources. Finally, the No Project/No Development Alternative would not meet the basic project objective of providing an economically viable development to support a mix of commercial, residential and open space/recreational opportunities as the City grows and expands beyond its urban boundaries. Thus, this alternative would not attain the basic goals and objectives of the City. The lead agency finds this sufficient basis to reject this alternative.

Alternative 2: Reduced Scale Residential

The Reduced Scale Residential alternative would reduce the residential units by approximately 23%. Similar to the proposed project, Alternative 2 would develop the entire site and would require similar on- and off-site improvements. The EIR finds that this alternative would have marginally less environmental impacts on energy consumption, public services, traffic, and utilities. Air quality, biological resources, cultural resources, hazardous materials, hydrology, land use, and noise would produce similar, to negligible differences in environmental impacts. However, the Reduced Scale Residential alternative would provide less economical viability and would potentially impair the market and economic feasibility to accommodate development of the site. Alternative 2 would potentially attain the basic project objective of providing a mix of commercial, residential, and open space/recreational opportunities, but would not avoid or substantially reduce the significant impacts of the project. As such, this alternative is not environmentally superior. The lead agency finds that any one of these reasons would be sufficient basis to reject this alternative.

Alternative 3: Reduced Scale Retail/Park-n-Ride

The Reduced Scale Retail/Park-n-Ride alternative would reduce the proposed retail build-out by approximately 13%, to be replaced with a park-n-ride facility, including a surface parking facility of up to 75 spaces on a 5.5-acre site with the remainder of the proposed retail site development to remain the same as the proposed project. Alternative 3 would potentially attain the basic project objective of providing a mix of commercial, residential, and open space/recreational opportunities. The EIR finds that this alternative would have marginally less environmental impacts on air quality, energy consumption, noise, and traffic. Biological resources, cultural resources, hazardous materials, public services, and utilities would produce similar, to negligible differences in environmental impacts. Due to marginally less air quality impacts, the EIR identifies this alternative as environmentally superior to the project; however, Alternative 3 would not avoid or substantially reduce any of the significant impacts of the project. Further, land use and planning impacts would result in a reduction in market and economic feasibility to accommodate development of the site. The adverse impact of the economic feasibility to develop the site would thereby affect project financing, which could inhibit the ability to provide service and facilities for the entire project site. The lead agency finds that any one of these reasons would be sufficient basis to reject this alternative.

FINDINGS REGARDING THE MITIGATION MONITORING AND REPORTING PROGRAM

In accordance with the requirements of Section 21081(a) and 21081.6 of the Public Resources Code, the City of Lodi makes the following additional findings:

- That a mitigation monitoring and reporting program shall be implemented for future developments on the project site, as adopted by the lead agency;

- That through covenant and agreement, prior to the recordation of a final map, certificate of occupancy, and/or building permit for the project, the City of Lodi shall identify an appropriate licensed professional to provide certification that compliance with the required mitigation measures has been effected;

- Site plans and/or building plans, submitted for approval by the responsible monitoring agency, shall include required mitigation measures/conditions; and

- That an accountable enforcement agency and monitoring agency shall be identified for mitigation measures/conditions adopted as part of the decision-maker's final determination.

EXHIBIT A

STATEMENT OF OVERRIDING CONSIDERATIONS

Approval of the Project will result in a significant environmental effect that cannot be completely avoided even with the adoption of all feasible mitigation measures. The following statement of overriding considerations states the City Council's reasons for adopting the Project despite its significant and unavoidable impacts. The lead agency declares that any one of the reasons provided below would be sufficient to justify approval of the Project. The substantial evidence demonstrating the benefits of the Project are found in these findings, and in the documents found in the record of proceedings.

The City Council hereby declares that, pursuant to State CEQA Guidelines, section 15093, the City Council has balanced the benefits of the Project against its unavoidable environmental impacts in determining whether to approve the Project. The City Council chooses to approve the Project despite its significant and unavoidable environmental effect because, in its view, the City Council finds that the benefits of the Project outweigh its unavoidable adverse environmental impacts, and thereby make those impacts "acceptable."

The City Council has made a reasonable and good faith effort to eliminate or substantially mitigate the potential impacts resulting from the Project, and hereby binds itself to adopt the mitigation measures set forth in the Mitigation Monitoring Program.

The City Council hereby declares that to the extent any mitigation measures recommended in the EIR and/or proposed Project could not be incorporated, such mitigation measures are infeasible because they would impose restrictions on the Project that would prohibit the realization of specific economic, social, and other benefits that this City Councils finds outweigh the unmitigated impacts. The City Council further finds that except for the Project, all other alternatives set forth in the EIR are infeasible because they would prohibit the realization of Project objectives and/or of specific economic, social and other benefits that this City Council finds outweigh any environmental benefits of the alternatives.

The City Council hereby declares that, having reduced the adverse significant environmental effects of the Project to the extent feasible by adopting the proposed mitigation measures, having considered the entire administrative record on the Project, and having weighed the benefits of the Project against its unavoidable adverse impacts after mitigation, the City Council has determined that the following social, economic, and environmental benefits of the Project outweigh the potential unavoidable adverse impacts and render those potential adverse environmental impacts acceptable based upon the following overriding considerations:

- The build-out of the proposed project would assist the City in meeting its regional housing needs as described in the City's Housing Element, by providing a variety of housing products available to a variety of household income categories within an area designated in the City's General Plan as Planned Residential Reserve within the City's Sphere of Influence.

- The project incorporates New Urbanist principles to promote a more sustainable and pedestrian-oriented community.

- The project will result in the construction of an improved interchange from Highway 99 onto Harney Lane, as well as other transportation improvements adjacent to the project site prior to project build-out. The proposed transportation improvements will further promote traffic circulation in the City and its surrounding Sphere of Influence.

- The project will provide increased commercial areas, thereby increasing the employment opportunities for the City's workforce.

- The project will provide additional shopping and dining opportunities creating a valuable resource for residents and will promote a town development that can serve as a community gathering place.

- The project will increase the City's trails, recreational facilities, and open-space areas, which will serve not only the occupants of the proposed residential areas, but also the surrounding community.

- The project includes a school site that would aid in meeting the projected educational needs of the project area and vicinity.

- The project provides for the development of a fire station that would improve fire service.

- The project will generate significant revenue for the City. The City finds that local tax revenues, such as sales tax generated by retail stores and property taxes from residential areas, are critically important to the City's revenues in order to maintain a strong revenue base to provide services to the community and also to protect against erosion of the City's revenue base due to redistribution of City revenues by the State Legislature.

The City Council hereby declares that the foregoing benefits provided to the public through approval and implementation of the Reynolds Ranch Project outweigh any significant adverse environmental impacts of the Project and that each of the Project benefits outweighs the adverse environmental effects identified in the EIR and, therefore, finds those impacts to be acceptable.

ATTACHMENT C

MITIGATION MONITORING PROGRAM

REYNOLDS RANCH PROJECT

DRAFT

PLANNING COMMISSION RESOLUTION NO. P.C. 06-31

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF LODI RECOMMENDING APPROVAL TO THE LODI CITY COUNCIL OF THE REQUEST OF DALE GILLESPIE, ON BEHALF OF SAN JOAQUIN VALLEY LAND COMPANY LLC, FOR A GENERAL PLAN AMENDMENT, TO ALLOW GENERAL DEVELOPMENT PLAN APPROVAL FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the Planning Commission of the City of Lodi has heretofore held a duly noticed public hearing, as required by law, on the requested General Plan amendment, in accordance with the Government Code and Lodi Municipal Code Chapter 17.84, amendments; and

WHEREAS, the affected properties are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240

058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, the applicant represents property owners of approximately 190 acres of the development site and these property owners have provided consent to the project proponent and applicant for this General Plan amendment request; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the Planning Commission did consider the Environmental Impact Report (06-EIR-01) and Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, the property has a General Plan designation of PRR (Planned Residential Reserve); and

WHEREAS, the request is to change the General Plan designation of the property to Planned Residential (PR) as amended, office (O), Neighborhood Community Commercial (N/CC); and

WHEREAS, The Planned Residential designation is proposed to be amended as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: *65* percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household; and

WHEREAS, all legal prerequisites to recommend the approval of this request have occurred.

Based upon the evidence within the staff report and project file the Planning Commission of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was recommended for approval by the City Council by Planning Commission Resolution No. 06-30.

2. The required public hearing by the Planning Commission was duly advertised and held in a manner prescribed by law.
3. It is found that the requested General Plan amendment does not conflict with adopted plans or policies of the General Plan and will serve sound Planning practice.
4. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
5. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.
6. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and has developed design solutions for storm water, traffic and other required infrastructure needs.
7. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.
8. The proposed amendment is consistent with the General Plan and Housing Element.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the Planning commission of the City of Lodi hereby recommends approval of the General Plan amendments to the City Council of the City of Lodi shown below:

1. The General Plan maps for the property shall be as shown on Attachment A hereto.

2. The definition of Planned Residential is hereby amended to read as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: *65* percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household.

DRAFT

I hereby certify that Resolution No. 06-31 was passed and adopted by the Planning Commission of the City of Lodi at a regular meeting held on August 9, 2006, by the following vote:

AYES: Commissioners:

NOES: Commissioners:

ABSENT: Commissioners:

ABSTAIN: Commissioners:

ATTEST:

_____

Secretary, Planning Commission

PLANNING COMMISSION RESOLUTION NO. P.C. 06-32

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF LODI RECOMMENDING APPROVAL TO THE LODI CITY COUNCIL OF THE REQUEST OF DALE GILLESPIE, ON BEHALF OF SAN JOAQUIN VALLEY LAND COMPANY LLC, FOR A ZONE CHANGE TO ALLOW GENERAL DEVELOPMENT PLAN APPROVAL FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the Planning Commission of the City of Lodi has heretofore held a duly noticed public hearing, as required by law, on the requested rezoning/development plan in accordance with the Government Code and Lodi Municipal Code Chapter 17.84, amendments; and

WHEREAS, the affected properties are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, the applicant represents the property owners for approximately 190 acres the project site and those property owners have provided consent to the project proponent and applicant for this zone change/development plan request; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the Planning Commission did consider the Environmental Impact Report (06-EIR-01) and Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, the property is currently zoned San Joaquin County Zoning: AU-20 (Agriculture, Urban Reserve, Minimum 20 Acres); and

WHEREAS, the request is to change the zoning of the property to City of Lodi Zone: PD (Planned Development); and

WHEREAS, as required by the Planned Development Zoning Designation, the Blue Shield Office Building shall be reviewed and approved by the Site Plan and Architectural Review Committee prior to the issuance of a building permit; and

WHEREAS, for the purposes of this zone change of the Reynolds Ranch project area to Planned Development (PD) from San Joaquin County AG-20 (Agriculture, Urban Reserve, Minimum 20 Acres), the Development Plan as described in the Environmental Impact Report shall satisfy the requirement of the Planned Development (PD) Zoning Designation to have said plan in place prior to designation to a PD zoning; and

WHEREAS, the Development Plan required by Lodi Municipal Code Chapter 17.33 P-D Planned Development District, consists of the development of a 60-acre area within the larger Master Plan area of 220 acres, including the layout and design for the office and retail components of the project; and

WHEREAS, all legal prerequisites to the approval of this request have occurred.

Based upon the evidence within the staff report and project file the Planning Commission of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was recommended for approval by the City Council by Planning Commission Resolution No. PC 06-30.
2. The required public hearing by the Planning Commission was duly advertised and held in a manner prescribed by law.
3. It is found that the requested rezoning does not conflict with adopted plans or policies of the General Plan and will serve sound Planning practice.
4. It is further found that the parcels of the proposed rezoning are physically suitable for the development of the proposed project.
5. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
6. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.

7. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and creates design solutions for storm water, traffic and air quality issues.
8. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.
9. The design of the proposed project and type of improvements are not likely to cause serious public health problems in that all public improvements will be built per City standards and all private improvements will be built per the Uniform Building Code.
10. The design of the proposed project and the type of improvements will not conflict with easements acquired by the public at large for access through or use of property within the proposed project in that, as conditioned, the project will provide dedication of adequate right-of-ways for Harney Lane, and other circulation and roadway improvements required to serve the project.
11. The project is conditioned to construct improvements to Harney Lane and other existing streets, create new streets, install new and upgrade existing intersections, and provide improved access to and from State Route 99, thereby insuring that an adequate Level of Service is maintained on the roadways within the area.
12. The loss of Prime Farmland located within the project area will be adequately mitigated through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained in perpetuity as agricultural use; or (b) the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The Lodi City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of any fees paid to mitigate the loss of Prime Farmland.
13. Development of the proposed project shall be consistent with the Development Plan ultimately approved by the City Council

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the Planning commission of the City of Lodi hereby recommends approval of the re-zone of the entire 220 acres to PD (Planned Development), which includes designations specific to housing, commercial, office, and public/quasi-public all as shown on the attached map, and approval of the associated Development Plan (file 06-Z-02) at the project level for the commercial and office property and at the program level for the all remaining portions of the property to the City Council of the City of Lodi subject to the following conditions of approval:

1. Prior to the issuance of a building permit the multi-family, office, and retail components of the project shall be subject to review and approval by the Site Plan and Architectural Review Committee.

2. Prior to issuance of a building permit for the Blue Shield office building the applicant shall seek to obtain LEED Certification for their office building on the 20 acre parcel.

3. Prior to the issuance of any residential building permit the applicant shall achieve a minimum of 50 points, as verified by a GreenPoint Rater, in accordance with GreenPoint Rated program procedures.

4. The conditions of approval listed below are to be accomplished prior to deeming complete the first Tentative Subdivision Map, unless noted otherwise:

A. Preparation of detailed master plans and supporting studies as listed below, including engineering calculations, for all phases of the development. The study area shall include all the area between Harney Lane, State Route 99 and Lower Sacramento Road or the Woodbridge Irrigation District canal as appropriate. (The required master plans and supporting studies are necessary to confirm the design of the proposed development and may affect the number of growth management allocations that can ultimately be utilized. The Developer agrees that the proposed project layout and number of growth management allocations approved may be subject to revision based on the results of the completed master plans and studies, the development or growth management plan and accompanying growth management allocations may be approved prior to completion and approval of the master plans and supporting studies)

1. Water master plan, including the following:
    a. Surface water transmission and distribution facilities.
    b. Identification of possible water well sites within the project area. Developer shall coordinate test well drilling for determination of actual well sites prior to mapping of adjacent lots.
2. Recycled water master plan, including the following:
    a. Identification of areas to be irrigated.
    b. Detailed summary of demand calculations. Include development south of Harney Lane demands in calculations.
    c. Detailed summary of pipe sizing calculations.
    d. Provisions for future westerly extension.
3. Wastewater master plan.
4. Storm drainage master plan, including storm drainage basin dimensions and details. Retention basins shall be designed as passive bypass systems. Identify a single-facility designate to receive low flow and first flush flows.
5. Streets/circulation plan, including the following:
    a. Dimensions of street rights-of-way, including Harney Lane, Road "A", State Route 99 Frontage, and other circulation and roadway improvements, bike/pedestrian/open space facilities and utility corridors.
    b. Traffic analysis of operations at critical intersections to determine if supplemental right-of-way is required.
    c. Typical cross-section diagrams showing proposed utility locations and demonstrating that sufficient width has been provided to meet separation requirements between pipes.
6. Transit study to identify new or modified routes to serve the area.
7. Topography and/or spot elevations for the entire study area to confirm validity of water, wastewater and storm drain master plans.
8. Composite utility diagram to facilitate review of potential utility crossing conflicts.
9. Modification of the Lodi Bicycle Transportation Master Plan to include the project area. All modifications to the bicycle master plan shall be to the approval of the Public Works Department and Parks and Recreation Department.

B. Phasing analysis to be approved by the City prior to submittal of the first tentative map. The analysis shall include the following:
1. Phase boundaries and number of units to be constructed with each phase.
2. Permanent and interim/temporary facilities required to implement each phase based on the mitigation monitoring program and the above mentioned master plans.
3. Master utility calculations for permanent and interim/temporary facilities to be constructed with each phase.

5. Finance and Implementation Plan to identify funding for the required public improvements and interim/temporary improvements for each phase of the project. The Finance and Implementation Plan is dependent on the above mentioned master plans and phasing analysis and shall be approved by the City prior to submittal of the first tentative map.

6. All mitigation measures for the project, identified in the Final Environmental Impact Report (FEIR), are hereby incorporated into this recommendation of approval.

7. Prior to the development of the Reynolds Ranch Project, the applicant/developer shall file for a tentative subdivision map. Review and approval of the tentative subdivision map is a discretionary action and additional conditions of approval may be placed on the project at that time.

8. All applicable state statutes, and local ordinances, including all applicable Building and Fire Code requirements for hazardous materials shall apply to the project.

9. Prior to submittal of building permits, the applicant shall submit construction elevations, perspective elevations, precise landscape and irrigation plans, as well as building materials for the review and approval of the Community Development Director. Said plans shall indicate that all corner lots shall have architectural treatments on both street facing elevations.

10. Prior to submittal of building permits, the applicant shall submit a walls and fencing plan. Said plan shall show all proposed walls and fencing. Fencing visible to the public right of way shall be constructed of treated wood or alternative material to prevent premature deterioration. Furthermore, all fencing within the project site shall be designed with steel posts, or a functional equivalent, to prevent premature deterioration and collapse.

11. Any proposed public lanes shall incorporate stamped concrete, pavers or an equivalent subject to approval by the Public Works Department and Community Development Department.

12. The proposed project shall be subject to the San Joaquin County Air Pollution Control District Rules.

13. The proposed project should incorporate as many energy conserving and emission reducing features as possible, as outlined in correspondence from San Joaquin County Air Pollution Control District, dated January 13, 2006 and kept on file in the Community Development Department.

14. Prior to submittal of any further plan check or within 90 days of the approval of this project, whichever occurs first, the applicant shall sign a notarized affidavit stating that "I(we), ____, the owner(s) or the owner's representative have read, understand, and agree to the conditions approving 06-Z-02." Immediately following this statement will appear a signature block for the owner or the owner's representative which shall be signed. Signature blocks for the City Community Development Director and City Engineer shall also appear on this page. The affidavit shall be approved by the City prior to any improvement plan or final map submittal.

I hereby certify that Resolution No. PC 06-32 was passed and adopted by the Planning Commission of the City of Lodi at a regular meeting held on August 9, 2006, by the following vote:

AYES: Commissioners:

NOES: Commissioners:

ABSENT: Commissioners:

ABSTAIN: Commissioners:

ATTEST:

_____

Secretary, Planning Commission

PLANNING COMMISSION RESOLUTION NO. P.C. 06-33

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF LODI RECOMMENDING APPROVAL OF A DEVELOPMENT AGREEMENT (DA) TO THE LODI CITY COUNCIL AT THE REQUEST OF DALE GILLESPIE, ON BEHALF OF SAN JOAQUIN VALLEY LAND COMPANY LLC, TO ALLOW GENERAL DEVELOPMENT PLAN APPROVAL FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the Planning Commission of the City of Lodi has heretofore held a duly noticed public hearing, as required by law, on the requested Development Agreement (DA) in accordance with the Government Code and Lodi Municipal Code Chapter 17.84, amendments; and

WHEREAS, the affected properties (both current and added parcels) are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP	Parcel Included in DA or Added Parcel
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240	Included
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241	Added
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240	Included
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240	Added
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240	Added
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205	Added
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240	Included
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240	Included
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242	Included
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242	Included
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253	Included
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240	Included
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240	Included
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240	Added
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240	Added
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240	Included
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240	Included
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240	Included
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240	Included
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253	Added

058-130-14	**HELM, SHIRLEY ANN ETAL**	**13125 N STOCKTON ST**	**LODI**	**CA**	**95240**	**Added**
058-130-18	**LODI MOOSE, LODGE 634**	**13263 N HWY 99**	**LODI**	**CA**	**95240**	**Added**

WHEREAS, the applicant represents property owners of over 190 acres of development site and these property owners (excepting those identified hereinabove as Added Parcels) have provided consent to the project proponent and applicant for approval of this Development Agreement (DA) request; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the Planning Commission did consider the Environmental Impact Report (06-EIR-01), Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, the City of Lodi has entered into a Development Agreement (DA) with the project applicants, the purpose of which is to describe the mutual entitlement obligations entered into between the City and the project applicants for the Reynolds Ranch Project; and

WHEREAS, the Development Agreement will be vest certain rights of development including issuance of growth management allocations and will impose certain obligations all as specified in the Development Agreement; and

WHEREAS, the Development Plan required by Lodi Municipal Code Chapter 17.33 P-D Planned Development District, consists of the development of a 60-acre area within the larger Master Plan area of 220 acres, including the layout and design for the office and retail components of the project; and

WHEREAS, all legal prerequisites to the approval of this request have occurred.

Based upon the evidence within the staff report and project file the Planning Commission of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was recommended for approval by the City Council by Planning Commission Resolution No. PC 06-30 .
2. The required public hearing by the Planning Commission was duly advertised and held in a manner prescribed by law.
3. It is found that the requested Development Agreement does not conflict with adopted plans or policies of the General Plan and will serve sound Planning practice.
4. It is further found that the parcels subject to the provisions of the Development Agreement are physically suitable for the development of the proposed project.
5. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
6. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.
7. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and creates design solutions for storm water, traffic and air quality issues and that reports summarized in the environmental impact report establish that there is adequate water supply for the proposed residential development...

8. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.
9. The design of the proposed project and type of improvements are not likely to cause serious public health problems in that all public improvements will be built per City standards and all private improvements will be built per the Uniform Building Code.
10. The design of the proposed project and the type of improvements will not conflict with easements acquired by the public at large for access through or use of property within the proposed project in that, as conditioned, the project will provide dedication of adequate right-of-ways for Harney Lane, and other circulation and roadway improvements required to serve the project.
11. The project is conditioned to construct improvements to Harney Lane and other existing streets, create new streets, install new and upgrade existing intersections, and provide improved access to and from State Route 99, thereby insuring that an adequate Level of Service is maintained on the roadways within the area.
12. The loss of Prime Farmland located within the project area will be adequately mitigated through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained in perpetuity as agricultural use; or (b) the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The Lodi City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of any fees paid to mitigate the loss of Prime Farmland.
13. Development of the proposed project shall be consistent with the Development Plan as submitted by Dale Gillespie Development, San Joaquin Valley Land Company LLC. Reviewed by the Planning Commission and subsequently approved by the City Council

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the Planning commission of the City of Lodi hereby recommends approval of the Development Agreement (06-GM-01) to the City Council of the City of Lodi.

I hereby certify that Resolution No. PC 06-33 was passed and adopted by the Planning Commission of the City of Lodi at a regular meeting held on August 9, 2006, by the following vote:

AYES: Commissioners:

NOES: Commissioners:

ABSENT: Commissioners:

ABSTAIN: Commissioners:

ATTEST:

_____

Secretary, Planning Commission

849511-1

PLANNING COMMISSION RESOLUTION NO. P.C. 06-34

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF LODI RECOMMENDING APPROVAL TO THE LODI CITY COUNCIL OF THE REQUEST OF DALE GILLESPIE, ON BEHALF OF SAN JOAQUIN VALLEY LAND COMPANY LLC, FOR AN ANNEXATION TO ALLOW GENERAL DEVELOPMENT PLAN APPROVAL FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the Planning Commission of the City of Lodi has heretofore held a duly noticed public hearing, as required by law, on the requested annexation in accordance with the Government Code and Lodi Municipal Code Chapter 17.84, amendments; and

WHEREAS, the affected properties are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240

058-130-18	**LODI MOOSE, LODGE 634**	**13263 N HWY 99**	**LODI**	**CA**	**95240**

WHEREAS, the applicant represents property owners of over 190 acres of development site and these property owners have provided consent to the project proponent and applicant for this annexation; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the Planning Commission did consider the Environmental Impact Report (06-EIR-01) and Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, an annexation application has been made to the Local Area Formation Commission (LAFCO) proposing to annex the Reynolds Ranch Project area into the corporate limits of the City of Lodi; and

WHEREAS, the Development Plan required by Lodi Municipal Code Chapter 17.33 P-D Planned Development District, consists of the development of a 60-acre area within the larger Master Plan area of 220 acres, including the layout and design for the office and retail components of the project; and

WHEREAS, all legal prerequisites to the approval of this request have occurred.

Based upon the evidence within the staff report and project file the Planning Commission of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was recommended for approval by the City Council by Planning Commission Resolution No. PC 06-30.
2. The required public hearing by the Planning Commission was duly advertised and held in a manner prescribed by law.
3. It is found that the requested annexation does not conflict with adopted and proposed plans or policies of the General Plan and will serve sound Planning practice.
4. It is further found that the parcels in the area proposed to be annexed are physically suitable for the development of the proposed project.
5. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
6. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.
7. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and creates design solutions for storm water, traffic and air quality issues.
8. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.

9. The design of the proposed project and type of improvements are not likely to cause serious public health problems in that all public improvements will be built per City standards and all private improvements will be built per the Uniform Building Code.

10. The design of the proposed project and the type of improvements will not conflict with easements acquired by the public at large for access through or use of property within the proposed project in that, as conditioned, the project will provide dedication of adequate right-of-ways for Harney Lane, and other circulation and roadway improvements required to serve the project.

11. The project is conditioned to construct improvements to Harney Lane and other existing streets, create new streets, install new and upgrade existing intersections, and provide improved access to and from State Route 99, thereby insuring that an adequate Level of Service is maintained on the roadways within the area.

12. The loss of Prime Farmland located within the project area will be adequately mitigated through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained in perpetuity as agricultural use; or (b) the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The Lodi City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of any fees paid to mitigate the loss of Prime Farmland.

13. Development of the proposed project shall be consistent with the Development Plan submitted by Dale Gillespie Development, San Joaquin Land Company LLC, recommended by the Planning Commission, and approved by the City Council at a subsequent meeting date.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the Planning commission of the City of Lodi hereby recommends approval of the annexation, to the City Council.

I hereby certify that Resolution No. 06-34 was passed and adopted by the Planning Commission of the City of Lodi at a regular meeting held on August 9, 2006, by the following vote:

AYES: Commissioners:

NOES: Commissioners:

ABSENT: Commissioners:

ABSTAIN: Commissioners:

ATTEST:

_____

Secretary, Planning Commission

LODI PLANNING COMMISSION
REGULAR COMMISSION MEETING
CARNEGIE FORUM, 305 WEST PINE STREET
WEDNESDAY, AUGUST 9, 2006

1. CALL TO ORDER / ROLL CALL

The Regular Planning Commission meeting of August 9, 2006, was called to order by Chair Heinitz at 7:00 p.m.

Present: Planning Commissioners – Cummins, Kiser, Kuehne, Mattheis, White, and Chair Heinitz

Absent: Planning Commissioners – Moran

Also Present: Planning Manager Peter Pirnejad, Senior Planner David Morimoto, Deputy City Attorney Janice Magdich, City Engineer Wally Sandelin, Project Consultant Willdan and Administrative Secretary Kari Chadwick

2. MINUTES

"June 28, 2006"

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kiser second, approved the minutes of June 28, 2006, as written.

3. PUBLIC HEARINGS

a) Notice thereof having been published according to law, an affidavit of which publication is on file in the Community Development Department, Chair Heinitz called for the public hearing to consider the request of the Planning Commission for approval of a Tentative Parcel Map to create two parcels from one parcel at 718 N. Church Street. (Applicant, Baumbach & Piazza on behalf of Timothy and Amber Litton; File No. 06-P-07)

David Morimoto, Senior Planner, reported that this application consists of a single parcel to be divided into two parcels. Parcel one, primarily fronting on the street, will have 4469 square feet and parcel two, primarily on alley side, will have 5350 square feet. There is a single-family dwelling and detached garage on the current parcel. The applicant is proposing to retain the house and build a new two-car garage on parcel one and tear down the garage that is on the proposed parcel two and build a new house and two-car garage in its place. The spilt will create a flag-lot configuration. The condition requiring a portion of the main part of the house on parcel two to be visible from the street has been included in the resolution.

In response to Chair Heinitz's question regarding the footprint of the property, Mr. Morimoto stated that we do not know what the footprint of the parcels will be at this point. Chair Heinitz would like to see that the garage on parcel two not be accessible from the alleyway. Mr. Pirnejad stated that the Chair is correct we can add this condition along with the other conditions that have been placed on similar Flag Lot style parcel splits regarding the placement and look of the new dwelling units as they relate to Church Street.

In response to Commissioner Mattheis's question regarding the width of the driveway access, Mr. Morimoto stated that the Fire Department has changed there requirements for the width of the access for a single family dwelling so long as that access was unimpeded.

Hearing Opened to the Public

- Eddie Greenlee with Baumbach and Piazza, agent for the applicant, came forward to answer questions. Mr. Greenlee stated that the existing garage is less than 5 years old and the applicant would like to be able to utilize it in the new dwelling. He would like to request that there not be a condition requiring the removal of the garage placed in the resolution.

In response to Vice Chair Kuehne's question to utilization of the existing garage as a living structure, Mr. Greenlee stated that the applicant would like to put a new façade on the garage and make it apart of the new dwelling and then off-set the new garage to the other side.

In response to Chair Heinitz's statement that he was not comfortable about removing the condition regarding the removal of the existing garage, Mr. Morimoto stated that there wasn't a condition in the resolution requiring the applicant to remove the garage, Staff just assumed that was what the applicant intended to do.

Public Portion of Hearing Closed

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Kiser, White second, approved the request of Baumbach & Piazza on behalf of Timothy and Amber Litton for a Tentative Parcel Map (File #06-P-07) to create two parcels from one parcel at 718 N. Church Street subject to the attached resolution with the added conditions that there be compatible architecture with the surround community, indirect access to be provided from Church Street as to not have direct access into the garage, the front of the house shall be visible from the main public right-of-way, and access shall not be granted through the alley. The motion carried by the following vote:

Ayes: Commissioners – Cummins, Kiser, Kuehne, Mattheis, White and Chair Heinitz
Noes: Commissioners – None
Absent: Commissioners – Moran

b) Notice thereof having been published according to law, an affidavit of which publication is on file in the Community Development Department, Chair Heinitz called for the public hearing to consider the request of Baumbach & Piazza on behalf of Kenneth and Nancy Hyske for a Tentative Parcel Map (File #06-P-08) to create two parcels from one parcel at 244 S. Orange Avenue to be continued to the August 23, 2006 Planning Commission Meeting.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kiser second, voted to continue the request of Baumbach & Piazza on behalf of Kenneth and Nancy Hyske for a Tentative Parcel Map to create two parcels form one parcel at 244 S. Orange Avenue to August 23, 2006 Planning Commission Meeting. The motion carried by the following vote:

Ayes: Commissioners – Cummins, Kiser, Kuehne, Mattheis, White, and Chair Heinitz
Noes: Commissioners – None
Absent: Commissioners – Moran

c) Notice thereof having been published according to law, an affidavit of which publication is on file in the Community Development Department, Vice-Chair Kuehne called for the public hearing to consider the request of San Joaquin Valley Land Company for the recommendation of the Planning Commission for City Council Certification of an Environmental Impact Report (EIR) (File #06-EIR-01) and approval of General Plan Amendment (File #06-GPA-LU-02), Zone Change (File #06-Z-02), Development Agreement (06-GM-01), and Annexation (File #06-AX-01) to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west. Resolution #'s PC 06-30 - PC 06-34.

Steve Schwabauer recommended that the Commission give the primary proponent and the primary opponent fifteen minutes to speak and in dealing with questions from the general public of Staff tally them up and wait until the close of the public hearing to answer.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kiser second approved the request of Steve Schwabauer to hold answering questions from the general public until the close of the public hearing. The motion carried by the following vote:

Ayes: Commissioners – Cummins, Kiser, Kuehne, Mattheis, White, and Chair Heinitz
Noes: Commissioners – None
Absent: Commissioners – Moran

Peter Pirnejad reported that staff is recommending that the Planning Commission recommend to the Lodi City Council that they adopt all the resolutions as they appear in the Planning Commission packet. Mr. Pirnejad went through a PowerPoint (copy attached) highlighting the project.

In response to Chair Heinitz's question regarding the definition of the General Plan reserve vs the General Plan, Mr. Pirnejad stated that there are two different types of reserve areas. One is a residential reserve and the other is an industrial reserve area. Both reserves are identified in the General Plan and are expected to develop beyond 2007 and these areas have been designated as reserve areas. (Please refer to the map under General Plan Designation in the attached copy of the PowerPoint presentation) Mr. Pirnejad read from the general plan (also on PowerPoint copy).

In response to Chair Heinitz's question regarding the intent of the General Plan Reserve to earmark this area to be annexed when the new General Plan is established, Mr. Pirnejad stated that yes this area would have been earmarked for annexation in the new General Plan due to the fact that it was already included in the current General Plan Reserve. Mr. Pirnejad also added that because the project area is in the General Plan Reserve and has a General Plan Land Designation it allows us to do a General Plan Amendment. Staff as directed by the City Council has designated the area between the southern boundary of the Reynolds Ranch Project area and up to the northern boundary of Stockton's proposed General Plan update area as a General Plan Amendment area to be converted to Ag (see Greenbelt Separator in attached PowerPoint copy for detailed maps). The proposed Reynolds Ranch Project moves in harmony with the Greenbelt Separator because it has identified a buffer on the southern extent and has no streets that terminate on the southern boundary, creating a clear distinction and a clear message that the southern boundary of the project is the southern terminus of the City.

In response to Commissioner Kiser's question regarding the need to put an amendment into the General Plan and this projects relationship to creating the Greenbelt area south of the City, Mr. Pirnejad stated that the action that was just referred to in the answer above to Chair Heinitz's question regarding the greenbelt was an action that staff was directed by Council to take and staff will be taking that action in a subsequent ordinance that we will be working in conjunction with this project. These are to separate projects. The reason for bringing it up is to show that the project is consistent with the City Council's direction to Staff to do a General Plan Amendment to preserve the Greenbelt, to change what is Planned Residential Reserve (PRR) to Ag which re-enforces the fact that this is in the General Plan thereby we are making an amendment not an addition.

In response to Commissioner Mattheis's question to help him understand the General Plan process, Mr. Pirnejad stated that when the General Plan was adopted it had a 20 year window.

In response to Commissioner Mattheis's question regarding whether or not the General Plan needed to be updated every five year, Mr. Pirnejad stated that no, the Housing Element is required to be updated every five years. The General Plan is not required by State Law to be updated and in fact the General Plan can be modified up to 4 times a year and is a living document. It is something that can change as the whim of the Council and the Community Changes it can be modified to reflect those changing priorities.

In response to Commissioner Mattheis's question regarding the overall General Plan across the 20 year cycle it's common that you would do an economic analysis to look at the existing stock of houses, commercial and office and those kinds of things, correct? Mr. Pirnejad stated that it is common practice for staff to do a yearly General Plan Update or General Plan recap or summary on all the amendments that have been done in that year and encapsulate what's been done with the General Plan up to that point.

In response to Commissioner Mattheis's question regarding whether or not we look at the rest of the City when we go to change a General Plan Designation to see if we need the uses being proposed, Mr. Pirnejad stated that two studies were done to address something along those lines. City Staff prior to Blue Shield moving forward with this application did some site selection analysis to determine where there would be some potential areas that could suit Blue Shield's needs within the incorporated boundary. What we were looking for were criteria that would meet their needs as well as eliminating the need to do a General Plan amendment or an Annexation. The City came up with alternative areas (refer to pg 7 & 12 of the staff report). Mr. Pirnejad went through the pros and cons of the alternative sites and growth inducing impacts. This site, proposed Reynolds Ranch, is close to City limits and has all the needed infrastructure within close proximity to the site and just made more sense for them.

In response to Commissioner Mattheis's original question rephrased to make it more clear asked if an economic analysis was done to see if we need this added retail, Mr. Pirnejad stated that the EIR's intent is to focus on the Environmental impacts. The economic impacts would be difficult to relate to a physical impact which is the type of impact that would trigger an environmental review, so the need for additional retail establishments would not necessarily fall with the purview of an EIR, but the need for housing is identified through our five year house projections and the need for commercial stems from the need for the housing as the rooftops increase the need for the retail increases.

In response to Commissioner Mattheis's question regarding whether or not there is an economic analysis study showing whether or not the City needs this very large retail development compared to the overall picture of the City, Mr. Pirnejad stated that there is not a specific analysis that address that specific issue.

In response to Chair Heinitz's question regarding why there wasn't an analysis done to address this issue if it is addressed in the Development Agreement, Mr. Pirnejad stated that the intent of the Development Agreement is a contract between the City and the Developer. What we can do with that contractual agreement is get obligations from that Developer that are not set out in our fee structure. Since we are trying to move toward establishing a downtown impact fee we can either pass an Ordinance or we can make it a stipulation of the Development Agreement.

In response to Vice Chair Kuehne's question regarding the density square foot acreage of dwelling units when they are broken done on the chart under Project Description Planned Residential LDR and HDR are the only ones there. Are we missing MDR (Medium Density Residential)? Mr. Pirnejad stated that there was a blending of the medium and low density to create an average of seven units per acre.

In response to Vice Chair Kuehne's question to clarify that there are more medium density in the plan it just wasn't shown that way on the chart, Mr. Pirnejad stated that there is more affordable housing by looking at the blended rate and by looking at how it meets the General Plan.

In response to Vice Chair Kuehne's question regarding whether the five different issues being presented need to be voted on independently, Mr. Pirnejad stated that all the items (EIR, GPA, Zoning, GM agreement, and the Annexation) are linked but action will need to be taken independently.

Dean Sherer, Willdan Consultant, (Robert Sun, and Gary Hansen also present from Willdan) came forward to add to the presentation. Mr. Sherer went over the steps up to this point using a PowerPoint presentation (copy attached). On January 25, 2006 the Notice of Preparation (NOP) was mailed out and published in the local paper. On February 14, 2006, a scoping session opened to the public was held. On June 9, 2006 a Notice of Availability (NOA) was mailed to the 300 foot radius and to all the local and state agencies required by the California Environmental Quality Act (CEQA), posted both at the project site and at the regular posting sites for the City, and published in the local paper. The CEQA rules were adhered to during this entire process. Mr. Sherer also went over the main environmental topics addressed in the EIR (part of attached PowerPoint copy). Air quality is the only impact that could not be mitigated. A statement of over-riding consideration is being included for this. Three alternatives were compared to obtain the objective of the project (part of PowerPoint copy).

In response to Chair Heinitz's question regarding whether or not it is unusually for the Air quality impact not being able to be mitigated, Mr. Sherer stated that the air quality impact problems are common throughout the Valley. There is very little one can do to attain the air quality standard due to the deterioration of the air quality from regional development short of no development.

In response to Commissioner Mattheis's question regarding the process of when the public was brought in to comment on this project, Mr. Sherer deferred to Staff to answer. Mr. Pirnejad stated that the Notice of Preparation (NOP) was the first item to go out into the public and that is the first document that states that there is a project for this area. There was a public scoping meeting for the NOP and no one came but the Lodi Unified School District, who was asked to be there. The Planning Commission had an open forum on June 28th for anybody to make comments. We had two people make comments. We took copious notes and included those comments in the Final EIR. Our doors have always been open, there has been plenty of press in the newspaper, and we went above and beyond CEQA requirement as far as noticing to ensure everyone had an opportunity to know that this is being circulated for public review. The DEIR has been available at no charge at City Hall, at the Lodi Public Library, and on the City's website.

In response to Commissioner Mattheis's question regarding whether or not the public got a chance to look at the alternative sites for the project prior to the selection, Mr. Pirnejad stated that the entire process was open. The alternatives that were mentioned earlier were an internal Staff review. The three alternatives such as the no project and various other alternatives were fleshed out with the applicant and then available for anyone to make comment on that. Mr. Sherer added that those alternatives have always been in the Draft EIR.

In response to Commissioner Mattheis's question to clarify whether or not the public got to review the actual development plan itself prior to the Draft EIR, Mr. Pirnejad stated that the actual plan itself is in the hands of the developer who will be building the project.

In response to Commissioner Mattheis's question regarding what defines the project, Mr. Pirnejad stated that the project was defined by the needs of the Blue Shield project. Their needs consisted of close proximity to a major transportation corridor, being visible from that corridor, having close proximity to personal serves such as eateries, etc, and being in close proximity to utilities. Those needs were what Blue Shield considered when they were going through the site selection process. All the components would have be there for the project to pencil out.

In response to Commissioner Mattheis's question regarding the clarification of the "Project", Mr. Pirnejad stated that the retail, the housing, and Blue Shield are all a part of the project. Mr. Pirnejad also addressed Commissioner Mattheis's concerns regarding the inconsistencies of the reasons for dismissing the alternative sites based on just Blue Shield's needs by saying that

there are two parts to that answer. The first part is that the alternatives did consider the entire project (1-No project; 2-reduced scale of the residential components; 3-reduced scale of the retail components). The second part of the answer is that the entire project is predicated upon Blue Shield. They are the driving force behind this project in that it was Blue Shield that wanted the site and then the rest of the development plan came into fruition. It wasn't the only part of the project that was studied but it was a large part of the project and without that part the rest of the project would be handicapped.

In response to Commissioner Mattheis stated that he found some inconsistencies with the response letter in the EIR to the letter asking about why we didn't use an infill site for the project. The he asked whether or not Blue Shield owned the site? Mr. Pirnejad stated that the applicant owns the project site not Blue Shield. Mr. Sherer added a comment regarding the confusion regarding the inconsistencies mentioned stating that when looking at the alternatives you need to look at it from the view of whether or not they will fulfill the project objectives or not.

In response to Commissioner Mattheis's question regarding the overall goal being New Urbanism Principals is this defined in this document, Mr. Pirnejad stated that you have a project level and a program level analysis. All the residential except for the 150 units that are a part of phase one are in that project level. So what we have done is setup policy that is going to dictate the development of that residential development. The intent of that development as it comes back to the Planning Commission for review and back to SPARC for the site plan and architectural review is going to be in an effort to fulfill those New Urbanism ideals. Commissioner Mattheis asked for clarification of whether or not Mr. Pirnejad felt that the Development Plan as presented is an actual New Urbanism Plan Development, Mr. Pirnejad responded by stating that yes it is Staffs humble opinion that the Development Plan is a New Urbanism Plan, with the centrally located school, trails that bring all the residential development to the heart of the development which is the school and the park, you've got a network of trails and pedestrian corridors that take you to the retail center, and if you look at the Development Plan you will see a lifestyle center in there which is adjacent to street A. That has two major crosswalks that bring everybody from those pedestrian corridors into that retail area. The perimeter is made up of one continuous linier park which is both a buffer and an opportunity for recreational enjoyment. In Mr. Pirnejad's experience that is what you want to strive for.

In response to Commissioner Mattheis's multi part question regarding the traffic analysis regarding how we know what the cost is of the interchange at State Route 99 and Harney Lane and what the developer is going to pay, who makes up the balance and where are the funds coming from, Mr. Sandelin stated that the interchange funding will come from several different sources. One is the Regional Transportation Impact Fee (RTIF) that was recently adopted County wide. Another one is the Measure K renewal which is up for a vote in November. Then there are other State fund sources. It is anticipated that there will be enough funds to build that interchange and the timing will be driven by the development of new traffic at that location.

In response to Commissioner Mattheis's question regarding the response to and the discussion with Cal-Trans not being in the document, Mr. Pirnejad stated that Cal-Trans never responded to the DEIR. During the entire process of preparing the EIR review Staff tried to be as proactive as possible by meeting with Cal-Trans regional representatives on several occasions in Stockton to help eliminate the need for mitigation.

In response to Commissioner Mattheis's question regarding how cumulative impacts work particularly where we have a program level document without a project level document and we're trying to assess road impact and fees associated with that, what does it mean when it talks about we're studying this but without the project, Mr. Pirnejad referred the question to Gary Hansen who stated that the procedure is to establish conditions in the future without the project assuming there is no development on the project site. This is commonly referred to as background conditions (The development of existing traffic plus traffic from other projects that are under construction or have been approved or are anticipated to be constructed by that time). That basically gives you the traffic needs without this project and then the next step is to add the project in to determine the additional needs with the Traffic added in.

In response to Commissioner Mattheis's question regarding the economic analysis by EPS and the fiscal impact study that was done showing a fiscal deficit is that typical, how do we make up for that deficit and where does it come from, Mr. Pirnejad stated that the retail will create revenue to make up for the deficit that the residential will create. In a project like this when you are bring in 350,000 square feet of retail plus 1600 jobs there is offset to consider as well as the economic benefit of the retail associated with the office space. There is a second part to that answer which is a clause in the Development Agreement that will fill that gap.

In response to Commissioner Mattheis's question of where is the water analysis of the current overdraft, all of the project plus the accumulative draw minus the contaminated areas downtown, Mr. Schwabauer stated that the contaminated water wasn't included in the water assessment because the problem can be resolved by either by moving wells or by filtering them which is within the City current plan and therefore doesn't need to be deducted from the overall number.

In response to Commissioner Mattheis's question regarding air quality mitigations for construction are there any within the document, Mr. Sherer will get back to him regarding construction mitigations after referring to the document.

In response to Commissioner Mattheis's question regarding the long term mitigations for air quality where can it be found in the document, Mr. Sherer will pull out the air quality reports for Commissioner Mattheis. Mr. Pirnejad stated that that is address through the standard rules, best management practices, that are defined through the Air Pollution Control Districts standard rules.

In response to Chair Heinitz's question of whether or not we have enough water, Mr. Sherer stated that there will be adequate water to serve this project when it is developed. Chair Heinitz ask for clarification of whether or not that was with adding wells or with current wells, Mr. Sherer stated that we would have to add. Mr. Sandelin stated that the 2005 Urban Water Management Plan was adopted by Council and it shows a more than 20 year water supply for the City and it is very sound.

Mr. Pirnejad continued his PowerPoint presentation. Mr. Pirnejad read from the General Plan for Planned residential definition (found in Resolution PC 06-31).

In response to Commissioner Mattheis's question regarding the reasoning behind using the NCC designation, Mr. Pirnejad stated that the Neighborhood Community Commercial (NCC) designation was used so that the Historical site found within the project area could continue to be a single family residence. (NCC definition was read from the General Plan) Commissioner Mattheis's asked for clarification on how that differs from general commercial designation, as opposed to Lakewood Shopping Center which is a neighborhood commercial center, Mr. Pirnejad stated that this is to accommodate the lifestyle center.

Mr. Schwabauer stated that the Development Agreement is a contract that is a benefit for both sides. Each side will get something from the deal.

Mr. Pirnejad reported the benefits that the City will see from the Development Agreement with help from the PowerPoint (attached).

In response to Commissioner Mattheis's question regarding the term of the agreement and why there is a difference in the amount of time, Mr. Pirnejad stated that this is a 15 year agreement. Mr. Schwabauer stated that the agreement could have been longer but this would then lock in or out fees that could in turn be beneficial to the City. If the Developer cannot complete the project within the life of the Development Agreement then the Developer will be the one to suffer.

In response to Commissioner Mattheis's question regarding the fees being locked in place and the covering of costs that increase during that time, Mr. Schwabauer stated that the policy question for the Planning Commission and ultimately the City Council to answer is whether the

benefits in the Development Agreement out way the risks. The only fees that are locked out are future fees from programs that do not yet exist. If a Development Agreement had been entered into 6 months ago the RTIF fees would not be paid by the developer when they started building because it was not in place prior to the agreement being put into place. Mr. Sandelin added that as the current fee schedule increases the fees for the project will increase as well.

In response to Commissioner Mattheis's question regarding the reason behind not having two Development Agreements for those project that are in phase two or at the program level, Mr. Schwabauer stated that he would let the developer answer why he wanted the agreement at the program level verses at the project level.

In response to Commissioner Mattheis's question regarding the rehabilitation of existing residential where is the nexus with that and what is it for, Mr. Schwabauer stated that the case law regarding a nexus is no longer there. This could establish precedence for future development requiring that every time money was spent on developments on the outskirts of town it would require that money be spent on the center of town as well.

In response to Commissioner Mattheis's question regarding the property to be rehabilitated in the downtown/eastside area who does it belong too, Mr. Schwabauer stated that the property will be bought if not already owned by the Developer and fixed up and either re-sold or leased out. There is the chance for an economic recovery for the applicant, but from staff perspective it was something to get the ball rolling for this kind of project.

In response to Chair Heinitz's question regarding what the rehab program is and how it works, Mr. Schwabauer stated that the rehab program works by the Developer having to either rehabilitate 50 units themselves by whatever means they can, or by putting 1.25 million dollars towards a program to accomplish this task. The downtown impact fee program is a little different. It gives them the option to put money into an account to be used by the City for the rehabilitations or they can do it on their own. They are limited to a ten year time period to accomplish this or the money is forfeited to the City to do the improvements themselves. Mr. Pirnejad added that this program was to get the ball rolling and to spur the improvements on.

In response to Commissioner Kiser's question regarding White Slough's capabilities of handling the add development and do we have the fees to cover it, Mr. Sandelin stated that White Slough Water Pollution Control Facility is currently under design for a major expansion which a portion of Development Impact Fees will fund that.

In response to Vice Chair Kuehne's questions regarding how the pump station on Harney Lane will get affected and how will that impact the folks that paid for it, Mr. Schwabauer stated that the agreement for pump station on Harney Lane was styled as a re-imbursement agreement. The only right that the agreement gives to those people south of Harney Lane that are apart of the agreement is for re-imbursement of cost over time as people come online to use that infrastructure. It does not give them a contractual right to service. Mr. Sandelin added that the pumping facility does not have sufficient capacity to accommodate the additional development that is expected to go in south of Harney Lane. As the individual projects come forward the parameters will be reevaluated.

In response to Vice Chair Kuehne's question regarding the greenbelt water basin components not being a part of phase one, the developer will pay for maintenance of the park for the first two years and then fees will cover maintenance in the future what happens if the development doesn't progress fast enough so that the fees are in place, Mr. Sandelin stated that there will be a Community Facility District (CFD) established containing the entire project. The CFD will generate the fees necessary to maintain the parks.

5 min break.

The Chair called the meeting back to order.

Mr. Pirnejad continued his PowerPoint presentation starting with Growth Management. He read aloud from the Lodi Municipal Code number 15.34.110.

In response to Commissioner Mattheis's question regarding the 2% cap as it relates to this projects allocations and by pulling from the reserve allows them to stay under that cap? Mr. Pirnejad stated that if all the allocations were taken at one time it would exceed the 2% cap. The project will be given a set number of allocations per year to avoid exceeding the 2% cap. Only the land uses that would have some Synergy with the residential units were used in the calculations.
In response to Commissioner Mattheis's question regarding this project not going through the Growth Management Allocations process, Mr. Pirnejad stated that this application will not be going through the Growth Management Allocations process due to the surplus of allocations. Mr. Schwabauer added that the allocation process is only implicated when the number of applications for residential units exceeds the number of building permits to be issued in that year. The only area that would require this is the Medium Density Residential Designation.

In response to Chair Heinitz's question regarding the allotments and how they are affected when another development is being built at the same time, Mr. Schwabauer stated that both of these projects (Reynolds Ranch and FCB) are stage projects. Neither of the projects will be coming in for all of their allocations today. They will both be coming in for their allocations in three year rolling basis. They also have the option of building the High Density Senior Housing units which are not subject to the Growth Management Ordinance. Chair Heinitz asked to have it clarified that these projects will not affect other developers from coming in for allocations, Mr. Pirnejad stated that it would not.

In response to Commissioner Cummins's question regarding the number of allocations, 3400, in the reserve, Mr. Pirnejad stated that we will have a total of 3039 units in surplus at the end of the project (in the year 2010). (see table on pg 3.7-17 of the EIR)

In response to Commissioner Kiser's question regarding whether or not staying within the 2% will affect the Police and Fire, Mr. Pirnejad stated that the 2% regulates the growth speed of the City. The project will pay for its fair share of the Fire and Police infrastructure needs.

Mr. Pirnejad continued the PowerPoint presentation. Staff is asking for five motions; EIR – GPA – Zone – DA – AX this is the order in which to adopt.

Hearing Opened to the Public

- Dale Gillespie, applicant with San Joaquin Valley Land Company (SJVLC), Lodi, came forward to comment and answer questions. Mr. Gillespie stated that there is an agreement in place for the land purchase but both sides are bound by a confidentiality agreement. He stated that Blue Shield had given up on building in Lodi and it took a bit of persuasion to convince them to give this project a try. Blue Shield would like to stay in Lodi. The NCC zone designation does require a project level analysis to be done as to the economic affects the development will have on the Downtown Lodi area. SJVLC does not currently own property downtown. The first phase of the project does not show the drainage basin being included in it, but will probably be included due to the cost of creating a temporary basin and then having to build a permanent one. The New Urbanism concept has been a part of the concepts from the beginning for this project. Blue Shield is very interested in building a high energy efficient facility. The City is also very interested in the Purple Pipe Program where recycled water is used for irrigation. There are conditions on this project so that all the public areas will have to be plumbed to accept this program. A Green Building Program is also a condition of the project. The neighborhood will provide an ideal setting for people that work in the area to be able to walk to work and to stores. There will be a greenbelt buffer on the south side of the project that will have a walkway/bikeway to allow for a safe environment for pedestrians in a natural setting. This buffer and the other pubic areas will be maintained by the Community Facilities District. Mr. Gillespie added that he feels this is beneficial project for the area.

- Kathy Lucky, Blue Shield representative, came forward to make comments. Blue Shield has been in Lodi for 15 years and their lease is up in 2007. They feel that the San Joaquin Valley is an important area for Blue Shield to be located. They didn't want to have a disruption to their employees' lives, or disrupt the service they provide to their customers. They would like to retain their current very dependable employees and being able to stay in Lodi will be a plus in that area. Blue Shield currently has 700 employees, by the end of December they will have 800 and by the time they move into the new site they will have over 900 employees. The first phase of building will have a capacity for 1100 employees, and with the 20 acres at their disposal they will be able to have future expansion that will have the capacity for 1600 employees which is their ultimate goal. Blue Shield is actively going forward with the building design which they know is completely at their own risk.

In response to Commissioner Mattheis's question regarding the statement made by Mr. Gillespie stating that the retail is not in the project anaylisis, Mr. Gillespie stated that the economic impact of the retail was not done at this program level because the type of retail is not known at this time. Steve Herum, representing the applicant, added that all retail is not the same. This document does not cover the type of retail that could cause Urban Decay and a project level analysis will need to be done to determine that.

In response to Commissioner Mattheis's question regarding why an economic analysis study was not done to show if a 350,000 square foot retail space was economically sound, Mr. Herum stated that it is not the policy of the City to decide the economics of the project but to decide if it is needed.

Commissioner Mattheis stated that the when the Planning Commission looks at the New General Plan the economic impacts will be something that they will be looking at in great detail. Commissioner Mattheis also added that he feels this is a jump start on that plan and the economic impacts are relevant to this Commission.

Vice Chair Kuehne disclosed that he met with Mr. Gillespie to go over the EIR.

In response to Commissioner Mattheis's question regarding the development plan and how it relates to the New Urbanism concepts which he was disappointed in when he looked at the plan and he wanted to know if a firm that specializes in this concept was hired, Mr. Gillespie stated that they did hire a firm (G.C. Wallis) to help with the New Urbanism aspects of the project, but he does not know if the consider themselves specialists. He is sorry that Commissioner Mattheis was disappointed in the plan regarding this concept. Commissioner Mattheis added that he would like to see a different Land Use pattern that reflects actual New Urbanism. Mr. Gillespie stated that in talking with the possible retail leasers they have indicated that they would like to be near freeway access areas. Commissioner Mattheis responded that New Urbanism would not preclude that from happening.

- Osha Meserve, 1225 8th St., Sacramento, came forward representing Anne Cerney and Citizens for open Government. She feels that this project has been pushed forward very quickly. The final EIR and appendices were changed significantly and had no markings to show where those changes were. CEQA does require that a document show markings where there have been significant changes. There was a comment in the letter sent by Ms. Meserve regarding the Moose Lodge and the response didn't even mention the Moose Lodge therefore there hasn't been an appropriate response. The descriptions of project level and program level are very confusing. The Development Agreement is an integral part of the project and wasn't released until Monday, August 7th. The city could do better. The Development Agreement talks about 236 acres and the EIR has 220 acres. Air Quality needs to be clearer in this EIR document. CEQA requires this up front. All the mitigation measures are deficient. There are only six mitigation measures for the construction impacts for the 220 acre project. Land mitigation needs to be tightened up before it goes on to the Council. One of the options in the land mitigation is to work with the Central Valley Land Trust and when they were contacted they hadn't seen anything regarding this project. The mitigation measures need to be locked in now before the EIR gets certified. This project could undermine the establishment of a Greenbelt buffer that the City has wanted for some time. The plan needs more mitigation measures for land, air, water, etc. The document was a poor effort to meet the needs of the community.

In response to Commissioner Cummins's question regarding the mitigation measures in her letter specifically mandating employee transit ridership and paying for fleet vehicle conversion to alternative fuels, Ms. Meserve stated that the items on page 11 from her letter are potential mitigation measures that the Air District has come up with that should be included in the EIR. Ms. Meserve thinks that these measures should be at least considered.

In response to Commissioner Mattheis's question regarding the accumulative impact analysis from page 14 of Ms. Meserve's letter states that there are projects missing what are the projects that you feel are missing, Ms. Meserve stated that the Lodi Annexation project is not included in the EIR making the accumulative impacts not accurate. Mr. Schwabauer added that it is included and that he will address it at the close of comments.

Mr. Sherer came forward to answer the question regarding the Lodi Annexation being in the EIR and they are in there under the names Westside project, the Southwest Gateway Project, and the Other areas to be annexed on page 2.0-33 table 2.5.1.

Anne Cerney, 900 W. Pine Street, came forward to comment on the project. A Development Agreement that is agreed upon in private is not an effective system to off set costs and shouldn't be done. This staff has been jammed with this project. The final EIR has not been made available on line or at the Lodi Public Library. What is going to happen to the people that haven't signed on to this project? Who are these people that have signed the agreement? What time of day was the scoping meeting in February? Was the HWY 99/Harney Lane interchange project part of the projects that were taken to the One Voice in Washington, DC this year? The project is predicated on the needs of Blue Shield so why is the agreement between Blue Shield and SJVLC not available to the public.

Will Ackle, 1434 Arundel Court, came forward to oppose the project. This development is a grievous example of Urban Sprawl. This is another hurtle for downtown businesses to over come. We do not want to see the Valley turn into another L.A. Basin. We need to think about the broader picture of where and how we're growing.

Linda Huffman, 2207 Oxford Way, came forward to support this project. She works for Blue Shield and would like to see it stay in Lodi. Having the shopping, schools, and for some work places all within walking distance from where we could live is a great idea. Blue Shield has a lot of women working for them and women love to shop. With the current location there have been issues with car break-ins and safety issue while we go out for our walks.

Pat Stocker, P.O. Box 673, Victor, CA, came forward to support this project. Owns property in this area and would like to see this project go through for the benefit of Lodi. Mr. Stocker has been a Planning Commissioner for 10 years (Mountain House?) and feels the EIR is a complete document. They are bringing in all the right components to make this development successful. This is a positive opportunity for the growth of Lodi.

Robin Knowlton, 410 W. Oak Street, came forward to oppose the project. The General Plan is a community consensus and this project is not in that realm. To give you an idea of the magnitude of the project Ms. Knowlton gave the example: Her son is a junior in high school and by the time he is 45 the project will be built out. What happens to the farms that are being farmed both to the south and west of this project?

Renee Mazzara, 1335 Pippen Lane, came forward to support the project. Works for Blue Shield and likes the configuration of the plan. Doesn't want to live next to a quickie-mart and doesn't mind the walk. Mrs. Mazzara likes downtown but doesn't shop there. She doesn't feel that this development will affect the downtown any more than any of the other developments.

David Nelson, 436 E. Locust Street, came forward to support the project. The area will be a self-contained area. This concerns him regarding the businesses along Kettleman lane. Mr. Nelson feels the 1.25 Million dollar cap for the downtown/eastside improvements is too low.

Mike Caruba, 103 Applewood Drive, came forward to support the project. The people that farm do west of this project feel that the Rail Road Tracks and the planned storage units east of the tracks will be a sufficient buffer for their faming needs.

Public Portion of Hearing Closed

- Mr. Schwabauer stated that the public was not invited into the Development Agreement negotiations, but they have not been left out. The agreement is here now for the public to review and comments. There will also be an opportunity at the City Council level for review and comments. Only Council has the authority to give the okay to enter into the agreement. There could be other developers that take on parts of the project and they are unknown at this time. The Developer that enters into a Development Agreement will assign portions to another builder who would then build the units for that particular project. The Assignment is already drafted and should a Developer/Contractor sign it they will be obligated to the same rules that are in the Development Agreement. There will be an impact fee that will cover the cost of the waste water expansion. We are still in the application process of receiving grant money.
- Mr. Pirnejad stated that Resolution PC 06-32 item twelve addresses the land mitigation questions. The scoping meeting in February was for the Notice of Preparation (NOP) and the scoping meeting for the DEIR was held in June during a regular Planning Commission meeting and was open to the public. LEED certification is something that Blue Shield has started on there own and there has been a requirement (number 3) put into the Zoning Resolution (PC 06-32) to insure that they continue in that direction. Purple Pipe Program, water recycling, has been included in conditions of approval also (number 4-2). The recommendation of staff is still to support this project.

Commissioner Cummins stated his support for the project. He has faith in Mr. Gillespie and his company.

Chair Heinitz stated his support for the project. He likes the steps being made toward a greenbelt on the south edge of the City.

Vice Chair Kuehne stated his appreciation for everyone coming and there input and stated his support for the project. He also stated that he valued the support in the project by Staff.

Commissioner Mattheis stated his opposition for this project. Feels that this is being planned at a bad time with the General Plan Update process just beginning. The long term community needs have not been addressed with this project. He does not feel this is a good plan for Lodi in the long term, but does acknowledge the short term benefits. Commissioner Mattheis stated specific issues that he felt were lacking in the EIR and the project: 1 – He is concerned with the NCC zoning designation; 2 – He feels there is a lost opportunity for how we want Lodi to look (compared to Spanos Park on I-5 and Eight Mile Rd. look); 3 – The Big Box issue has not been addressed; 4 – The speed in which this has been done, there will be holes and will open the City up to litigation again; 5 – There has not been a reasonable range of alternative considered; 6 – Doesn't fulfill all of CEQAs requirements. Commissioner Mattheis feels this document has one of the weakest Air Quality mitigations he has ever seen.

Commissioner Kiser stated his opposition for this project. Feels this project has been rushed and agrees with Commissioner Mattheis.

Commissioner White stated his opposition for this EIR based on the speed in which this has gone through. He understands the needs to keep Blue Shield here but still cannot support the project.

Commissioner Cummins, Mr. Pirnejad stated that there is not an area within the City limits for Blue Shield to relocate that will meet their needs.

Vice Chair Kuehne, Mr. Pirnejad stated that there is water to support this project. He also added that all the items hinge on the EIR.

Vice Chair Kuehne, Mr. Schwabauer stated that in his opinion the EIR is complete.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kuehne second, to recommend that the Lodi City Council certify the final EIR (06-eir-01) and adopt the findings and statement of overriding considerations prepared for the Reynolds Ranch Project subject to the attached resolution.

Ayes: Commissioners – Cummins, Kuehne, and Chair Heinitz
Noes: Commissioners – Kiser, Mattheis, White
Absent: Commissioners – Moran

The vote ended in Non-Action.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kuehne second, to recommend approval to the Lodi City Council of the request of Dale Gillespie, on behalf of San Joaquin Valley Land Company LLC, for a General Plan Amendment, to allow general development plan approval for development of an office building, retail commercial uses, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west subject to the attached resolution.

Ayes: Commissioners – Cummins, Kuehne, and Chair Heinitz
Noes: Commissioners – Kiser, Mattheis, White
Absent: Commissioners – Moran

The vote ended in Non-Action.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kuehne second, to recommend approval to the Lodi City Council of the request of Dale Gillespie, on behalf of San Joaquin Valley Land Company LLC, for a Zone Change to allow general development plan approval for development of an office building, retail commercial uses, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west subject to the attached resolution.

Ayes: Commissioners – Cummins, Kuehne, and Chair Heinitz
Noes: Commissioners – Kiser, Mattheis, White
Absent: Commissioners – Moran

The vote ended in Non-Action.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kuehne second, to recommend approval of a Development Agreement (DA) to the Lodi City Council at the request of Dale Gillespie, on behalf of San Joaquin Valley Land Company LLC, to allow General Development Plan approval for development of an office building, retail commercial uses, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west subject to the attached resolution.

Ayes: Commissioners – Cummins, Kuehne, and Chair Heinitz
Noes: Commissioners – Kiser, Mattheis, White

Absent: Commissioners – Moran

The vote ended in Non-Action.

MOTION / VOTE:

The Planning Commission, on motion of Commissioner Cummins, Kuehne second, to recommend approval to the Lodi City Council of the request of Dale Gillespie, on behalf of San Joaquin Valley Land Company LLC, for an Annexation to allow general development plan approval for development of an office building, retail commercial uses, 1,084 dwelling units and associated public facilities (Reynolds Ranch Project) on 220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west subject to the attached resolution.

Ayes: Commissioners – Cummins, Kuehne, and Chair Heinitz
Noes: Commissioners – Kiser, Mattheis, White
Absent: Commissioners – Moran

The vote ended in Non-Action.

5 min. break

Chair Heinitz called the meeting back to order.

4. PLANNING MATTERS

a. Planning Articles:

- July 9, 2006; San Francisco Chronicle – "Downtown to step up"
- August 1, 2006; San Francisco Chronicle – State Supreme Court - "Colleges must pay local costs"

5. ANNOUNCEMENTS AND CORRESPONDENCE

b. General Plan kick-off joint meeting with the City Council will be September 14, 2006 @ 6:30

6. ACTIONS OF THE CITY COUNCIL

None

7. ACTIONS OF THE SITE PLAN AND ARCHITECTURAL REVIEW COMMITTEE

None

8. UPDATE ON COMMUNITY SEPARATOR/GREENBELT TASK FORCE

None

9. ART IN PUBLIC PLACES

None

10. COMMENTS BY THE PUBLIC

None

11. COMMENTS BY STAFF AND COMMISSIONERS

None

12. ADJOURNMENT

There being no further business to come before the Planning Commission, the meeting was adjourned at 11:43 p.m.

ATTEST:

Peter Pirnejad
Planning Manager

CITY COUNCIL RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LODI CERTIFYING THE FINAL EIR (06-EIR-01), ADOPTING THE FINDINGS AND STATEMENT OF OVERRIDING CONSIDERATIONS AND ADOPTING THE MITIGATION MONITORING PROGRAM PREPARED FOR THE REYNOLDS RANCH PROJECT

WHEREAS, the subject properties included within the Project are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, a Draft Environmental Impact Report (File No. 06-EIR-01) was prepared in compliance with the California Environmental Quality Act of 1970, as amended, and the Guidelines provided there under; and

WHEREAS, a Notice of Availability for the Draft EIR was published in the Lodi News Sentinel and was posted at City Hall on June 9, 2006; and

WHEREAS, the Notice of Availability and copies of the Draft Environmental Impact Report were sent to responsible agencies and the State Office of Planning & Research (State Clearinghouse) on June 9, 2006; and

WHEREAS, a copy of the Draft Environmental Impact Report was kept on file for public review within the Community Development Department at 221 West Pine Street, Lodi, CA

and the public library for a 45-day comment period commencing on June 9, 2006 and ending on July 24, 2006; and

WHEREAS, the City of Lodi Planning Commission received comments and testimony on the Draft EIR from the following individuals on June 28, 2006 at 7:00 pm at the Carnegie Forum, 305 West Pine Street, Lodi, CA:

- Anne Cerney
- Will Ackle;

WHEREAS, the City received six (6) comment letters in response to the Notice of Availability from the following agencies/persons:

- Public Utilities Commission (PUC) – June 21, 2006;
- California Highway Patrol (CHP) – June 21, 2006;
- Jane Lea - July 12, 2006;
- San Joaquin County Department of Public Works (email) - July 24, 2006
- San Joaquin Valley Unified Air Pollution Control District (email) – July 24, 2006
- Osha R. Meserve, Adams Broadwall Joseph & Cardozo – July 24, 2006

WHEREAS, a Final Environmental Impact report was prepared in accordance with CEQA which responds to comments received on the Draft EIR included herein as Attachment A; and

WHEREAS, individual proposed responses to comments received on the Draft EIR were mailed to each commenting agency/individual prior to the certification of the Final EIR; and

WHEREAS, the City Council of the City of Lodi has held a noticed public meeting to consider the Final EIR (06-EIR-01); and

WHEREAS, findings and a statement of overriding considerations was prepared in conjunction with the Final EIR; and

WHEREAS, a mitigation monitoring program was prepared, which includes the following mitigation measures which are imposed as conditions of approval for the project:

1. In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's G*uide for Assessing and Mitigating Air Quality Impacts*.

2. Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game (CDFG). Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

3. Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

4. Regardless of whether the project develops in a manner that is subject to the San Joaquin County tree protection ordinance (San Joaquin County Code Division 15, Natural Resources Regulations; Chapter 9-1505, Trees), the proposed project shall comply with the ordinance's "Replacement" requirements (Section 9-1505.4) and "Development Constraints" (Section 9-1505.5).

5. The Morse-Skinner Ranch House and water tank, including the one-acre parcel on which it is situated, is listed on the NRHP and it is therefore a historical resource eligible for the CRHR. Any adaptive reuse of the Morse-Skinner Ranch property shall comply with standards set forth by the Secretary of the Interior.

6. The residences, barn, and Moose Lodge that are situated within the 60 acres included in the Development Plan shall be evaluated for the CRHR. Some of these resources, such as the Moose Lodge, were clearly constructed within the last 50 years and are unlikely to be eligible for the CRHR. However, some of the residences may be more than 50 years old and their architectural significance shall be evaluated by a qualified architectural historian prior to issuance of demolition or building permits. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

7. The CRHR eligibility of existing buildings and structures within the 160-acre Concept Plan shall be determined prior to the issuance of building permit. This will require the services of a qualified architectural historian. This process includes the recording of the buildings and

structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

8. The Yokuts who inhabited the project area prehistorically left no apparent archaeological remains on the ground surface within the Study Area. Previous studies in the Central Valley have shown that archaeological sites are sometimes buried (Moratto 1984). If buried Native American archaeological resources are discovered during the project activities, work shall stop immediately in the vicinity of the discovery, until a qualified archaeologist that meets the satisfaction of the City of Lodi determines the significance of the discovery and develops plans to preserve the significance of any discovered CRHR eligible resources. Such archaeological resource preservation plans shall be implemented to the satisfaction of the City of Lodi.

9. Should paleontological resources be encountered during construction excavation, the project proponent shall halt excavation in the vicinity of the discovery and contact a qualified vertebrate paleontologist to evaluate the significance of the find and make recommendations for collection and preservation of discovered paleontological resources in a written report to the City of Lodi. Said recommendations shall be implemented to the satisfaction of the City of Lodi.

10. The City of Lodi shall not issue permits for construction activates on the project site unless the portion of the site involved in the requested permit has been deemed clear of recognized environmental conditions in writing by a California State Registered Environmental Assessor with HAZWOPER 40-hour OSHA Certification. Portions of the site require further hazardous material investigations to make a determination of the presence of recognized environmental conditions. Such investigations shall be conducted in accordance with the most recent American Society for Testing and Materials (ASTM) standards, such as the ASTM's "Standard Guide for Environmental Site Assessments: Phase I [or II] Environmental Site Assessment Process". In total, the updated hazardous material investigations of the site shall minimally evaluate the areas previously inaccessible to hazardous material investigators, the southern-most barn on the eastern portion of APN 058-110-41, the contents of the vault in the shed on the southern portion of APN 058-110-04, the function of the "water" basin and its previous discharges must be determined, the exact location of the 10 inch Kinder Morgan refined product pipeline, the areas adjacent to the Union Pacific Railroad right-of-way, and the onsite residential structures and buildings which were previously inaccessible.

11. A Phase II Environmental Site Assessment (ESA) shall be completed prior to the approval of individual development plans within the project area. Said Phase II ESA report shall include subsurface investigations and recommended remedial actions, if required, at specific locations as recommended in the Phase I Environmental Site Assessment prepared by Kleinfelder, Inc., or any subsequent updated report. The following additional requirements shall apply:

Soil sampling and analysis for pesticides shall only be conducted in those areas of the site that are still agricultural; and

If levels of organochloride pesticides are found to be in excess of applicable residential or commercial Preliminary Remediation Goals/Maximum Contaminant Limits (PRGs/MCLs) then an evaluation shall be required to determine the depth and extent of these elevated concentrations.

12. If subsurface structures are encountered during site development or excavation onsite, care should be exercised in determining whether or not the subsurface structures contain asbestos. If they contain asbestos, it shall be removed, handled, transported, and disposed of in accordance with local, state, and federal laws and regulations.

13. The wells onsite shall not be used as a water supply for any of the proposed land uses unless the water from said wells is tested and found to meet state and federal drinking water standards as confirmed by the City's water department.

14. An asbestos and lead paint assessment shall be conducted prior to the issuance of building permits for structures constructed prior to 1980, if they are to be renovated or demolished prior to future development on the project site. The following requirements apply:

    A Certified Cal-OSHA Asbestos Consultant shall conduct said surveys. If asbestos is detected, all removal shall be completed by a licensed asbestos abatement contractor; and

    Any lead paint that is detected and which is in poor condition shall be removed prior to building demolition.

15. All locations of underground storage tanks (USTs) on the project site, where past releases are known or are suspected, shall be subject to further investigation and analysis to confirm or deny evidence of past releases prior to the issuance of building permits. Said investigations shall be conducted in accordance with Environmental Protection Agency (EPA) and per Leaking Underground Storage Tank (LUST) guidelines.

16. Septic systems which are associated with existing residences shall be removed and/or abandoned in accordance with local, state, and federal regulations prior to the issuance of building permits. Soil samples shall be collected in the vicinity of said septic systems and leach lines to determine the potential for hazardous materials discharged from the septic systems. Any removal of septic systems shall be performed with oversight provided by the San Joaquin County Environmental Health Department.

17. Miscellaneous debris located throughout the project site, and described in the Phase I ESA, shall be removed prior to issuance of building permits. Any petroleum products and/or hazardous materials encountered should be disposed of or recycled in accordance with local, state, and federal regulations.

18. Various sized buckets and drums containing petroleum products were noted at several locations on the project site in the Phase I ESA. All such drums and buckets shall be removed from the project site, prior to the issuance of building permits, in accordance with

local, state, and federal regulations. In addition, soil sampling shall be conducted at those bucket and drum locations where staining was noted.

19. Prior to the issuance of building permits, the vault located in the storage shed along the southern portion of APN 058-110-04 shall be investigated and its nature determined prior to development activity occurring on the project site.

20. Limited soil samples shall be taken prior to the issuance of building permits along the project site boundary adjacent to the Union Pacific Railroad right-of-way to determine the presence and levels of metals or hazardous materials associated with the railroad right-of-way.

21. Prior to the issuance of building permits, and to the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a storm water collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.

22. Prior to the issuance of building permits, and to the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.

23. Prior to the issuance of building permits, and to the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.

24. Prior to the issuance of building permits, and to the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.

25. Prior to the issuance of building permits, and to the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.

26. Prior to the submittal of tentative tract map applications, and to the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this requirement.

27. To reduce agricultural/residential land use incompatibilities, the following shall be required prior to the issuance of building permits for individual development plans:

    a. The applicant shall inform and notify prospective buyers in writing, prior to purchase,

about existing and on-going agricultural activities in the immediate area in the form of a disclosure statement. The notifications shall disclose that the residence is located in an agricultural area subject to ground and aerial applications of chemical and early morning or nighttime farm operations which may create noise, dust, et cetera. The language and format of such notification shall be reviewed and approved by the City Community Development Department prior to recordation of final maps. Each disclosure statement shall be acknowledged with the signature of each prospective owner. Additionally, each prospective owner shall also be notified of the City of Lodi and the County of San Joaquin Right-to-Farm Ordinance.

b. The conditions of approval for tentative maps shall include requirements ensuring the approval of a suitable design and the installation of a landscaped open space buffer area, fences, and/or walls around the perimeter of the project site affected by the potential conflicts in land use to minimize conflicts between project residents, non-residential uses, and adjacent agricultural uses prior to occupancy of adjacent houses.

c. Prior to recordation of the final maps for homes adjacent to existing agricultural operations, the applicant shall submit a detailed wall and fencing plan for review and approval by the Community Development Department.

28. Prior to issuance of a building permit, the applicant shall identify agricultural acreage in close proximity to the project area to permanently protect in perpetuity as an agricultural use or pay an agricultural land mitigation fee to the City of Lodi. Said fee is to be determined by the pending adoption of an ordinance of the City establishing a fee mitigation program to offset the loss of agricultural land to future development. In the event said ordinance is not effective at the time building permits are requested, the applicant shall pay a fee to the Central Valley Land Trust (Central Valley Program) or other equivalent entity to offset the loss of the prime farmland. The City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of fees paid to mitigate the loss of prime farmland

29. All construction shall require a permit and shall be limited to the hours of 7 a.m. to 10 p.m. Staging areas shall be located away from existing residences, and all equipment shall use properly operating mufflers.

30. The project contractor shall place all stationary construction equipment so that emitted noise is directed away from sensitive receptors nearest the project site.

31. Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) to allow for window closure, in compliance with the City of Lodi Compatibility Standards.

32. Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or landscape berming, or any combination of the two to achieve the desired noise attenuation.

33. New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve

the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.

34. Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall (above train track rails), landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior noise analysis shall be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.

35. A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, and prior to the issuance of building permits, noise levels at residences in proximity to any required basin pump system shall be analyzed and attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.

36. Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.

37. A fire station shall be constructed as part of the proposed project during Phase II development of the site.

38. Prior to approval of the first tract or parcel map with the Reynolds Ranch Project, a roadway improvement plan for "A," "B," and "Loop" Streets including a detail plan for an off-street multi-use trail to be utilized within the internal network of trails and pedestrian access within the project shall be required for review and approval by the City's Public Works Department. Additionally, the roadway improvement plan shall identify all recommended intersection controls and geometrics as noted under "Proposed Improvements" in Section 3.10.7 of the EIR.

39. Prior to approval of the first tract or parcel map for Reynolds Ranch Project, the City's Public Works Department shall review and approve a roadway phasing and improvement plan to ensure that timing of new roadway construction and improvements will be provided as necessary to serve and support new development for "Year 2008 Pre-Project Plus Phase I Project Conditions." The phasing plan shall also note completion and timing of roadway improvements by other adjacent development to coincide with proposed improvements on the same facilities by the proposed project.

40. As part of the subdivision review process, a roadway improvement plan shall include, but not be limited to providing, the following items: 1) identify all entry/access points for all future development within the project area to ensure proper intersection control and signage, 2)

show adequate sight distance in consideration of grading and landscaping at all intersections and drive entries, and 3) identify all bikeways, off-street multi-use trails and sidewalks within the project area. Submittal of the above information is intended to address any potential for vehicle and pedestrian conflicts in the development of the project roadway plan and ensure safe and adequate access for all residents and businesses within the project site.

41. Prior to the issuance of building permits for individual development plans, proponents of development onsite shall submit a construction Traffic Control Plan to the City's Public Works Department or review and approval prior to commencing construction on the project and any related off-site improvements. The design of the internal circulation system and vehicular access will be subject to review and approval by the City of Lodi's Police and Fire Departments prior to issuance any building permits for the project.

42. Prior to map approval and issuance of building permits, the developer shall ensure that adequate parking demand is satisfied for all proposed uses (i.e. parks, commercial and residential development, etc.) in accordance to the City of Lodi Zoning Ordinance.

43. Prior to and/or during construction activities, and to the satisfaction of the City of Lodi Public Works Department, a new well shall be added in the project to support water needs for the project area and shall be included in the first phase of development. The triangular area by the Morse-Skinner Ranch House is a recommended area, although other sites may prove acceptable. A higher fire flow can be maintained by placing the well in the east portion of the project where office and retail fire flows will be higher.

44. During development of Phase II, and to the satisfaction of the City of Lodi Public Works Department, a second well shall be constructed as part of the second phase of development as demands indicate the need. Alternatively, since the project only necessitates a portion of a second well, the well could be constructed offsite and the development pay its fair share. Prior to improvement plan approval, a looped water pipeline plan will be developed for the project that will provide for fire flows within the project, connections to the existing City system and a phasing plan for pipe installation. This plan shall be reviewed and approved by the City Engineer.

45. Prior to and/or during construction activities, and to the satisfaction of the City of Lodi Public Works Department, the development shall be assessed its fair share of the cost of developing additional water sources, including but not limited to participation in acquiring additional water rights, development and construction of surface water treatment or recharge the groundwater system, construction of water transmission facilities, and other related water infrastructure.

46. Prior to the approval of a tentative tract map, and to the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed water master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the water system for the project meets the requirements of the City water system.

47. Prior to the approval of a tentative tract map, and to the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required water infrastructure to serve the demands of the project. Funding of

water infrastructure in accordance with Conditions of Approval for the project shall satisfy this requirement.

48. Prior to the approval of a tentative tract map, and to the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a collection system that will serve the project area shall be prepared. Said analysis shall include sizing of the pipe network, sizing of the pump station modifications, and establishing timing for the pump station modifications.

49. Prior to the approval of a tentative tract map, and to reflect the investment that has been made by existing development and other potential developers, a financing mechanism shall be developed and implemented to the satisfaction of the City of Lodi to fund the modification of the pump station and the station outfall force mains. Funding of the pump station in accordance with Conditions of Approval for the project shall satisfy this requirement.

50. Prior to the approval of a tentative tract map, and to the satisfaction of the City of Lodi Public Works Department, and as part of the design process, a detailed sewer master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the wastewater system meets the requirements of the City sewer system.

51. Prior to the approval of a tentative tract map, and to the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required sewer infrastructure to serve the demands of the project. Funding of sewer infrastructure in accordance with Conditions of Approval for the project shall satisfy this requirement.

Based upon the evidence within the staff report, public testimony and project file, the City Council of the City of Lodi makes the following determinations and findings as described in Attachment B and the Statement of Overriding Considerations, included in Exhibit A of Attachment B:

1. The City Council has reviewed and considered the information contained in said Draft and Final EIR's with respect to the Reynolds Ranch Development Project.

2. The Draft and Final EIR's represent the independent judgment of the City.

3. Although the project could have a significant effect on the environment, there will not be a significant effect (with the exception of air quality and agricultural land conversion impacts, both of which have been mitigated to the extent feasible) in this case because Mitigation Measures have been developed and incorporated into the proposal to reduce any impacts to a less than significant level.

4. All mitigation measures for the project, identified in the Final Environmental Impact Report (FEIR), and included as Attachment C, Exhibit 1,are hereby incorporated into this recommendation of approval.

5. The specific economic, legal, social, technological, or other benefits derived from the project outweigh the project-specific and cumulative air quality impacts associated with the project.

NOW, THEREFORE, BE IT FOUND, DETERMINED AND RESOLVED that the City Council of the City of Lodi hereby certifies the adequacy of the Environmental Impact Report (06-EIR-01), and adopts findings and the statement of overriding considerations and mitigation monitoring program.

Dated: August 30, 2006

I hereby certify that Resolution No. _____ was passed and adopted by the City Council of the City of Lodi at a regular meeting held on August 30, 2006 by the following vote:

YES: COUNCIL MEMBERS –

NOES; COUNCIL MEMBERS –

ABSENT: COUNCIL MEMBERS –

ABSTAIN: COUNCIL MEMBERS –

ATTEST:

_____

JENNIFER M. PERRIN
Interim City Clerk

ATTACHMENT A

FINAL ENVIRONMENTAL IMPACT REPORT

854271-2

ATTACHMENT B

ENVIRONMENTAL IMPACT REPORT FINDINGS

REYNOLDS RANCH PROJECT

854271-2

FINDINGS
REYNOLDS RANCH PROJECT
FINAL ENVIRONMENTAL IMPACT REPORT
CITY OF LODI, CALIFORNIA

INTRODUCTION

The California Environmental Quality Act (CEQA) requires that the environmental impacts of a project be examined and disclosed prior to approval of a project. CEQA Guidelines Section 15091 provides the following guidance regarding findings:

> "(a) No public agency shall approve or carry out a project for which an EIR has been certified which identifies one or more significant environmental effects of the project unless the public agency makes one or more written findings for each of those significant effects, accompanied by a brief explanation of the rationale for each finding. The possible findings are:
>
> > (1) Changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR.
> >
> > (2) Such changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency.
> >
> > (3) Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR."

Having received, reviewed and considered the Final EIR for the Reynolds Ranch Project, as well as all other information in the record of proceedings on this matter, the following Findings Regarding the Final EIR for the Reynolds Ranch Project are hereby adopted by the City of Lodi for current and subsequent discretionary actions to be undertaken by the City and responsible agencies for the implementation of the Reynolds Ranch Project. These actions are collectively referred to herein as the "project".

Legal Effect of Findings

To the extent that these Findings conclude that various proposed mitigation measures outlined in the FEIR are feasible and have not been modified, superseded or withdrawn, the City hereby binds itself to implement these measures. These Findings constitute a binding set of obligations that will come into effect when City decision makers formally approve the project. The mitigation measures are referenced in the Mitigation Monitoring Program (MMP) adopted concurrently with the requested project approvals.

Custodial and Location of Records

The documents and other materials which constitute the administrative record for the City's actions regarding the project are located at the Lodi City Hall City Clerk or Community Development Department, 221 W. Pine Street, Lodi, California 95240.

PROJECT SUMMARY

The proposed project is located on a 220-acre site and includes a Development Plan (Project Level) for a 60-acre retail (40 AC) and office (20 AC) development, a Concept Plan (Program Level) for planned residential uses, parks, a fire station, K-8 school, and a mini-storage facility on the remaining 160 acres, and an Infrastructure Master Plan (Project Level) to guide the overall development of the remaining site. A project level analysis has been provided for the Development Plan portion of the site and the Infrastructure Master Plan, whereas a program level analysis has been prepared for the future residential, parks, school, mini-storage, and various public facility uses to be built on the remaining portion of the site. The level of analysis performed in the EIR is as follows:

<u>Project Level Analysis</u>

Development Plan

- Office Building
- Retail Buildings

Infrastructure Master Plan

- Circulation System
- Water Supply System
- Wastewater Collection System
- Drainage System
- Electricity, Gas, Telephone, and Cable Service Connection

<u>Program Level Analysis</u>

Concept Plan

- Residential Build-out
- K-8 School
- Fire Station
- Mini-Storage
- Open Space

REYNOLDS RANCH PROJECT				
	Density (DU/AC)	**Square Feet (SF)**	**Acres (AC)**	**Dwelling Unit (DU)**
COMMERCIAL/RETAIL		350,000	40.5	
OFFICE (BSC)		200,000	20.1	
MINI-STORAGE			5.3	
RESIDENTIAL				
- Planned Residential LDR	7[1]		84.5	734
- HDR	22		9.1	200
- *HDR (Senior)*	50		3.0	150
Subtotal			96.6	1,084
PARKS/OPEN SPACE				
- Neighborhood Park			5.4	
- Open Space			7.3	
Subtotal			12.7	
PUBLIC FACILITIES				
- Fire			1.0	
- School			14.0	
Subtotal			15.0	
DETENTION BASIN			8.0	
INTERCHANGE/ON-RAMP			4.5	
INTERNAL STREETS			17.3	
TOTAL		**550,000**	**220.0**	**1,084**

Land use components for the project include:

[1] As defined in Planned Residential category and Planned Development Low Density Zoning. Through this general plan designation and zoning, the project will be developed with 103 residential units with an average of approximately five units or less of average units per gross acre and 631 units with an average density of 10.3 units or less per gross acre with the total density for the gross acreage within the Planned Residential category at 7 units per gross acre or less.

PROJECT ANALYSIS

The detailed analysis of potentially significant environmental impacts and proposed mitigation measures for the Reynolds Ranch Project is presented in Chapter 3.0 of the EIR. Responses to comments and any clarifications or revisions to the Draft EIR are provided in the Final EIR.

The EIR evaluates 11 major environmental categories for project specific and cumulative impacts with respect to potential significant adverse impacts. The environmental categories analyzed include the following:

- Air Quality
- Biological Resources
- Cultural Resources
- Energy Conservation and Sustainability
- Hazards and Hazardous Materials
- Hydrology and Water
- Land Use
- Noise and Vibrations
- Public Services
- Traffic and Circulation
- Utilities and Service Systems

FINDINGS REGARDING SIGNIFICANT AND UNAVOIDABLE ENVIRONMENTAL IMPACTS

As described in the EIR, the Project will result in significant and unavoidable impacts. For these impacts the City Council hereby adopts the "Statement of Overriding Considerations" set forth in Exhibit A attached hereto and incorporated herein by reference. The Project's significant and unavoidable impacts, along with the lead agency's finding for each impact and rationale for making such finding, are described below.

Impact 3.1.1 (B): (Operational Emissions of Ozone Precursors) Operation of the proposed project would generate NOx and ROG, which are ozone precursors, in excess of the San Joaquin Valley Air Pollution Control District's (SJVAPCD's) yearly emission significance thresholds.

Findings per State CEQA Guidelines Section 15091:

☒ Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR (Subd. [a][3]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR and the Statement of Overriding Considerations in Exhibit A attached hereto. In summary, the amount of ozone precursors emitted by operation of the project annually will exceed the SJVAPCD's yearly emission significance thresholds; and while various emission reduction techniques are required to be incorporated into the project in accordance with SJVACPD Rule 9510, there are no feasible mitigation measures or alternatives available to reduce the projects emissions of ozone precursors to below the SJVAPCD's yearly emission significance thresholds.

Impact 3.1.2: (Contribution to Cumulative Criteria Air Pollutants) The project would emit ozone precursors (NOx and ROG) at levels that are significant as cumulatively considerable net increases of non-attainment criteria pollutants for the San Joaquin Valley Air Basin.

Findings per State CEQA Guidelines Section 15091:

☒ Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR (Subd. [a][3]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR and the Statement of Overriding Considerations in Exhibit A attached hereto. In summary, the amount of ozone precursors emitted by operation of the project annually will exceed the SJVAPCD's yearly emission significance thresholds and, thus, are considered cumulatively considerable net increases of non-attainment criteria pollutants for the San Joaquin Valley Air Basin. There are no feasible mitigation measures or alternatives available to reduce the projects emissions of ozone precursors to below the SJVAPCD's yearly emission significance thresholds.

Impact 3.7.2: (Conversion of Prime Farmland to non-agricultural uses) Development of the proposed project would result in the conversion of approximately 200 acres of Prime Farmland to non-agricultural uses.

Findings per State CEQA Guidelines Section 15091:

☒ Specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR (Subd. [a][3]).

Rationale: The rationale for the above finding is set forth in the Statement of Overriding Considerations in Exhibit A attached hereto. In summary, the following mitigation measure would substantially reduce the Project's impact to conversion of Prime Farmland to non-agricultural uses by requiring preservation of agricultural land offsite, however, the City Council finds that even with the implementation of the mitigation measure, the impact would not be reduced to a less than significant level:

> **MM 3.7.2:** Prior to issuance of a building permit, the applicant shall identify agricultural acreage in close proximity to the project area to permanently protect in perpetuity as an agricultural use or pay an Agricultural Land Mitigation fee to the City of Lodi. Said fee is to be determined by the pending adoption of an ordinance of the City establishing a fee mitigation program to offset the loss of agricultural land to future development. In the

event said ordinance is not effective at the time building permits are requested, the applicant shall pay a fee to the Central Valley Land Trust (Central Valley Program) or other equivalent entity to offset the loss of the Prime Farmland.

As a supplement to substantial mitigation identified above and the City Council's determination that full mitigation is not possible, the City Council also finds that pursuant to CEQA section 21083.3 and CEQA Guidelines section 15183, the issue of conversion of the prime agricultural farmland converted as part of this project was already addressed and analyzed in the EIR certified for the City's General Plan.

Findings per State CEQA Guidelines Section 15183:

1, CEQA section 21083.3, subdivision (b), and Guidelines section 15183, provide that where a development project is consistent with a City's General Plan for which an previous EIR was certified, the subsequent EIR for the development project need not analyze those significant effects that were analyzed in the General Plan EIR.

2, On June 12, 1991, the City of Lodi adopted its General Plan, documenting the City's comprehensive, long-term policies for development.

3. Pursuant to the adoption of its General Plan, the City Council certified an EIR which, in accordance with CEQA, properly addressed and analyzed significant and potentially significant impacts associated with the City's adoption of the General Plan.

4, The General Plan EIR specifically addressed and analyzed the environmental impacts associated with the conversion of prime agricultural land to urban uses, including conversion of the subject properties within the Project.

5. The General Plan EIR did not identify any feasible mitigation measures regarding environmental impacts associated with the conversion of prime agricultural land to urban uses.

6. The General Plan designates the property within the Project as "Planned Residential Reserve" for future development, consistent with the Planned Residential designation, which allows for homes, residential units, parks, open space, public and quasi-public uses, as well as other compatible uses.

7. The proposed project will consist of mixed residential, retail, office, park and open space, as well as a K–8 school, all of which are necessary to serve the residents of the development, and all of which are "compatible uses" and consistent with the Planned Residential Reserve designation, as it is defined in the General Plan and as stated among the assumptions articulated in Appendix A to the General Plan.

8, Under CEQA section 21083.3, subdivision (b), and Guidelines section 15183, in light of the certified General Plan EIR and the Project's consistency with the General Plan, the subsequent EIR for the Reynolds Ranch Project need not address or analyze the environmental impacts associated with the conversion of prime agricultural land to urban

uses as these analyses have already been conducted and certified; nonetheless, the subsequent EIR does address and analyze these environmental impacts.

9. Because the General Plan EIR did not identify or impose any feasible mitigation measures regarding environmental impacts associated with the conversion of the subject prime agricultural land to urban uses, there are no specific mitigation measures that CEQA section 21083.3 requires be imposed as part of the subsequent Project EIR.

10 In accordance with CEQA provisions, including section 21083.3, the Project EIR addresses and analyzes those significant and potentially significant environmental impacts that are peculiar to the Project.

FINDINGS REGARDING POTENTIALLY SIGNIFICANT ENVIRONMENTAL IMPACTS THAT WOULD BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL WITH THE INCORPORATION OF MITIGATION MEASURES

As described in the EIR, the Project could result in significant impacts in addition to those described above; however, with the incorporation of the mitigation measures identified in the EIR those impacts would be avoided or reduced to a less-than-significant level. The Project's potentially significant impacts that are avoided or reduced to a less-than-significant level with the incorporation of mitigation measures, along with the lead agency's finding for each impact and rationale for making such finding, are described below.

A. Air Quality

Impact 3.1.1 (A): (Construction Generated Air Pollutants) Construction of the proposed project would generate air pollutants, including equipment exhaust and fugitive dust.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR. In summary, the air pollutants emitted by construction of the project will be substantially reduced due to required compliance with SJVAPD Regulation VIII, Rule 9510, and incorporation of the following mitigation measure:

MM 3.1.1: In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts*. The measures identified in Table 6-3 are as follows:

- Limit traffic speeds on unpaved roads to 15 mph;

- Install sandbags or other erosion control measures to prevent silt runoff to public roadways from sites with a slope greater than one percent;
- Install wheel washers for all exiting trucks, or wash off all trucks and equipment leaving the site;
- Install wind breaks at windward side(s) of construction areas;
- Suspend excavation and grading activity when winds exceed 20 mph; and
- Limit area subject to excavation, grading, and other construction activity at any one time.

Impact 3.1.3: (Exposure of Sensitive Receptors to Air Pollution) The proposed project would generate air pollutants that could affect sensitive receptors and the project involves siting sensitive receptors in the vicinity of air pollution generators.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.1 of the EIR. In summary, due to the buffers between sensitive receptors and pollutant sources designed within the project and compliance with SJVAPD Regulation VIII, Rule 9510, and Mitigation Measure 3.1.1 (as shown below), the project would not expose sensitive receptors to substantial pollutant concentrations.

MM 3.1.1: In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts*. The measures identified in Table 6-3 are as follows:

- Limit traffic speeds on unpaved roads to 15 mph;
- Install sandbags or other erosion control measures to prevent silt runoff to public roadways from sites with a slope greater than one percent;
- Install wheel washers for all exiting trucks, or wash off all trucks and equipment leaving the site;
- Install wind breaks at windward side(s) of construction areas;
- Suspend excavation and grading activity when winds exceed 20 mph; and
- Limit area subject to excavation, grading, and other construction activity at any one time.

B. Biological Resources

Impact 3.2.2: (Habitat Conservation Plans) The proposed project is located within the area covered by the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP).

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by the following mitigation measure, would avoid any conflicts with the habitat conservation plan:

> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(a): (Special-Status Species – Swainson's Hawk) The proposed project has a low potential to impact the Swainson's hawk by eliminating marginal foraging habitat and marginal nesting habitat.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for Swainson's hawks and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing,

and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

MM 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(b): (Special-Status Species – Western Burrowing Owl) The proposed project would eliminate marginal habitat for the western burrowing owl, including agricultural land with ground squirrel burrows that could provide nesting opportunities for the western burrowing owl. Construction of the proposed project also has the potential to impact individual burrowing owls, if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition to providing offsite habitat banking, the SJMSCP requires a preconstruction survey be conducted onsite. If any burrowing owl individuals or active burrowing owl nests are found onsite during the preconstruction survey, the SJMSCP requires additional measures to be taken to protect all discovered individuals and nests. Mitigation Measure 3.2.1 also provides protection for western burrowing owls and their nests, should the species unexpectedly inhabit the site.

MM 3.2.1: Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

MM 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the

time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(c): (Special-Status Species – White-Tailed Kite) The proposed project has the potential to eliminate potential nesting and foraging habitat for the white-tailed kite. Additionally, construction of the proposed project has the potential to impact individual white-tailed kites or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for white-tailed kites and their nests, should the species unexpectedly inhabit the site.

MM 3.2.1: Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

MM 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(d): (Special-Status Species – California Horned Lark) The proposed project has the potential to eliminate potential foraging and nesting habitat for the California horned lark from the site. Additionally, construction of the proposed project has the potential to impact individual California horned larks or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for California horned larks and their nests, should the species unexpectedly inhabit the site.

MM 3.2.1: Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.

MM 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.3(e): (Special-Status Species – Loggerhead Shrike) The proposed project has the potential to eliminate suitable nesting and foraging habitat for the loggerhead shrike, and construction of the proposed project has the potential to impact individual loggerhead shrikes or their nests if any are present onsite during the time of construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, participating in the SJMHCP, as required by Mitigation Measure 3.2.2, would substantially reduce the project's impact on the species. In addition, Mitigation Measure 3.2.1 provides protection for loggerhead shrikes and their nests, should the species unexpectedly inhabit the site.

> **MM 3.2.1:** Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game. Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.
>
> **MM 3.2.2:** Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.

Impact 3.2.4: The project site contains one tree that is protected under San Joaquin County's tree protection ordinance. This tree is a valley oak that would be classified as a "Heritage Oak Tree" by the County's ordinance. Development of the project site has the potential to either remove this tree or damage this tree during construction.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.2 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential to impact the oak tree onsite:

> **MM 3.2.3:** Regardless of whether the project develops in a manner that is subject to the San Joaquin County tree protection ordinance (San Joaquin County Code Division 15, Natural

Resources Regulations; Chapter 9-1505, Trees), the proposed project shall comply with the ordinance's "Replacement" requirements (Section 9-1505.4) and "Development Constraints" (Section 9-1505.5).

C. Cultural Resources

Impact 3.3.1: (Historic Resources) The proposed project would adaptively reuse the Morse-Skinner Ranch House and water tower, a significant historic resource listed on the National Register of Historic Places (NRHP) and eligible for listing on the California Register of Historical Resources (CRHR). The proposed Development Plan and subsequent development of the balance of the 220-acre project site could result in the demolition of a Moose Lodge facility, 12 residences, and ancillary structures. None of these structures are known or expected to be historically significant per Section 15064.5 of the State CEQA Guidelines. However, none of these structures have been evaluated by an architectural historian for historic significance. As such, it cannot be precluded that the removal, alteration, or demolition of these structures would not result in significant impacts on historical resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the Mitigation Measures 3.3.1, 3.3.2, and 3.3.3 would substantially reduce the project's potential to impact historical resources. Mitigation 3.3.1 requires any alterations to the Morse-Skinner Ranch property to be conduction in accordance with the standards set forth by the Secretary of the Interior, and Mitigation Measures 3.3.2 and 3.3.3 require alterations of any other significant historical resources discovered onsite to be conduction in accordance with the standards set forth by the Secretary of the Interior.

MM 3.3.1: The Morse-Skinner Ranch House and water tank, including the one acre parcel on which it is situated, is listed on the NRHP and it is therefore a historical resource eligible for the CRHR. Any adaptive reuse of the Morse-Skinner Ranch property shall comply with standards set forth by the Secretary of the Interior.

MM 3.3.2: The residences, barn, and Moose Lodge that are situated within the 60 acres included in the Development Plan shall be evaluated for the CRHR. Some of these resources, such as the Moose Lodge, were clearly constructed within the last 50 years and are unlikely to be eligible for the CRHR. However, some of the residences may be more than 50 years old and their architectural significance shall be evaluated by a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

MM 3.3.3: The CRHR eligibility of existing buildings and structures within the 160-acre Concept Plan shall be determined. This will require the services of a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.

Impact 3.3.2: (Archaeological Resources) Although not anticipated, grading and construction activities onsite could encounter previously undiscovered archaeological resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the following mitigation measure, which requires construction activities to halt if archaeological resources are discovered onsite, would substantially reduce the project's potential to impact archaeological resources:

MM 3.3.4: The Yokuts who inhabited the project area prehistorically left no apparent archaeological remains on the ground surface within the Study Area. Previous studies in the Central Valley have shown that archaeological sites are sometimes buried (Moratto 1984). If buried Native American archaeological resources are discovered during the project activities, work shall stop immediately in the vicinity of the discovery, until a qualified archaeologist that meets the satisfaction of the City of Lodi determines the significance of the discovery and develops plans to preserve the significance of any discovered CRHR eligible resources. Such archaeological resource preservation plans shall be implemented to the satisfaction of the City of Lodi.

Impact 3.3.3: (Paleontological and Unique Geologic Features) Although not anticipated, grading and construction activities could encounter previously undiscovered paleontological resources.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.3 of the EIR. In summary, the following mitigation measure, which requires construction activities to halt if paleontological resources are discovered onsite, would substantially reduce the project's potential to impact archaeological resources:

MM 3.3.5*:* Should paleontological resources be encountered during construction excavation, the project proponent shall halt excavation in the vicinity of the discovery and contact a

qualified vertebrate paleontologist to evaluate the significance of the find and make recommendations for collection and preservation of discovered paleontological resources in a written report to the City of Lodi. Said recommendations shall be implemented to the satisfaction of the City of Lodi.

D. Hazards and Hazardous Materials

Impact 3.5.1: (On-site Hazardous Materials) The Phase I Environmental Site Assessment determined that site conditions at certain locations on the project site constitute potentially significant impacts or potential impediments to future development of the project site and, therefore, require mitigation.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.5 of the EIR. In summary, implementation of the following mitigation measures would substantially lessen the potential for hazardous conditions to affect the proposed project:

MM 3.5.1: The City of Lodi shall not issue permits for construction activities on the project site unless the portion of the site involved in the requested permit has been deemed clear of recognized environmental conditions in writing by a California State Registered Environmental Assessor with HAZWOPER 40-hour OSHA Certification. Portions of the site require further hazardous material investigations to make a determination of the presence of recognized environmental conditions. Such investigations shall be conducted in accordance with the most recent American Society for Testing and Materials (ASTM) standards, such as the ASTM's "Standard Guide for Environmental Site Assessments: Phase I [or II] Environmental Site Assessment Process". In total, the updated hazardous material investigations of the site shall minimally evaluate the areas previously inaccessible to hazardous material investigators, the southern-most barn on the eastern portion of APN 058-110-41, the contents of the vault in the shed on the southern portion of APN 058-110-04, the function of the "water" basin and its previous discharges must be determined, the exact location of the 10 inch Kinder Morgan refined product pipeline, the areas adjacent to the Union Pacific Railroad right-of-way, and the onsite residential structures and buildings which were previously inaccessible.

MM 3.5.2: A Phase II Environmental Site Assessment (ESA) shall be completed prior to the approval of individual development plans within the project area. Said Phase II ESA report shall include subsurface investigations and recommended remedial actions, if required, at specific locations as recommended in the Phase I Environmental Site Assessment prepared by Kleinfelder, Inc., or any subsequent updated report. The following additional requirements shall apply:

a. Soil sampling and analysis for pesticides shall only be conducted in those areas of the site that are still agricultural; and

b. If levels of organochloride pesticides are found to be in excess of applicable residential or commercial Preliminary Remediation Goals/Maximum Contaminant Limits (PRGs/MCLs) then an evaluation shall be required to determine the depth and extent of these elevated concentrations.

MM 3.5.3: If subsurface structures are encountered during site development or excavation onsite, care should be exercised in determining whether or not the subsurface structures contain asbestos. If they contain asbestos, it shall be removed, handled, transported, and disposed of in accordance with local, state, and federal laws and regulations.

MM 3.5.4: The wells onsite should not be used as a water supply for any of the proposed land uses unless the water from said wells is tested and found to meet state and federal drinking water standards as confirmed by the City's water department.

MM 3.5.5: An asbestos and lead paint assessment survey shall be conducted for structures constructed prior to 1980, if they are to be renovated or demolished prior to future development on the project site. The following requirements apply:

a. A Certified Cal-OSHA Asbestos Consultant shall conduct said surveys. If asbestos is detected, all removal shall be completed by a licensed asbestos abatement contractor; and

b. Any lead paint that is detected and which is in poor condition shall be removed prior to building demolition.

MM 3.5.6: All locations of underground storage tanks (USTs) on the project site, where past releases are known or are suspected, shall be subject to further investigation and analysis to confirm or deny evidence of past releases (See Mitigation Measure 3.5.3). Said investigations shall be conducted in accordance with Environmental Protection Agency (EPA) guidelines and per Leaking Underground Storage Tank (LUST) guidelines.

MM 3.5.7: Septic systems which are associated with existing residences shall be removed and/or abandoned in accordance with local, state, and federal regulations. Soil samples shall be collected in the vicinity of said septic systems and leach lines to determine the potential for hazardous materials discharged from the septic systems. Any removal of septic systems shall be performed with oversight provided by the San Joaquin County Environmental Health Department.

MM 3.5.8: Miscellaneous debris located throughout the project site, and described in the Phase I ESA, shall be removed prior to development activities. Any petroleum products and/or hazardous materials encountered should be disposed of or recycled in accordance with local, state, and federal regulations.

MM 3.5.9: Various sized buckets and drums containing petroleum products were noted at several locations on the project site in the Phase I ESA. All such drums and buckets shall be inventoried and removed from the project site in accordance with local, state, and federal regulations. In addition, soil sampling shall be conducted at those bucket and drum locations where staining was noted (See Mitigation Measure 3.5.3).

MM 3.5.10: The vault located in the storage shed along the southern portion of APN 058-110-04 shall be investigated and its nature determined prior to development activity occurring on the project site.

MM 3.5.11: Limited soils samples shall be taken along the project site boundary adjacent to the Union Pacific Railroad right-of-way to determine the presence and levels of metals or hazardous materials associated with the railroad right-of-way.

E. Hydrology and Water Quality

Impact 3.6.2: (Stormwater Drainage System Capacity and Polluted Runoff) The proposed project would replace the existing informal and/or non-existent drainage system onsite with an engineered drainage system. With the proper design the proposed drainage system will have adequate stormwater capacity and would not be a substantial source of polluted runoff.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.6 of the EIR. In summary, the following mitigation measures would substantially reduce the project's potential to impact the stormwater drainage system:

MM 3.6.1: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a stormwater collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.

MM 3.6.2: To the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.

MM 3.6.3: To the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.

MM 3.6.4: To the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.

MM 3.6.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.

MM 3.6.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

Impact 3.6.5: (Alteration of the Existing Drainage Pattern of the Site or Area, Including through the Alteration of the Course of a Stream or River, or Substantially Increase the Rate or Amount of Surface Runoff in a Manner Which Would Result in Flooding On- or Off-Site). The proposed project would alter the site's drainage pattern. However, with the proper design of the proposed drainage system, the proposed drainage pattern change would not result in on- or off-site flooding.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.6 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on drainage patterns:

MM 3.6.1: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a stormwater collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.

MM 3.6.2: To the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.

MM 3.6.3: To the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.

MM 3.6.4: To the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.

MM 3.6.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.

MM 3.6.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

F. Land Use

Impact 3.7.1: (The construction of the proposed project could result in significant land use conflicts with the surrounding region) Buffer zones and other physical features have been incorporated into the design of the project to reduce potential land use conflicts; however, mitigation measures are required to lessen impacts related to surrounding agricultural uses.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.7 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impacts related to land use conflicts:

MM 3.7.1: To reduce agricultural/residential land use incompatibilities, the following shall be required:

a. The applicant shall inform and notify prospective buyers in writing, prior to purchase, about existing and on-going agricultural activities in the immediate area in the form of a disclosure statement. The notifications shall disclose that the residence is located in an agricultural area subject to ground and aerial applications of chemical and early morning or nighttime farm operations which may create noise, dust, et cetera. The language and format of such notification shall be reviewed and approved by the City Community Development Department prior to recordation of final maps. Each disclosure statement shall be acknowledged with the signature of each prospective owner. Additionally, each prospective owner shall also be notified of the City of Lodi and the County of San Joaquin Right-to-Farm Ordinance.

b. The conditions of approval for tentative maps shall include requirements ensuring the approval of a suitable design and the installation of a landscaped open space buffer area, fences, and/or walls around the perimeter of the project site affected by the potential conflicts in land use to minimize conflicts between project residents, non-residential uses, and adjacent agricultural uses prior to occupancy of adjacent houses.

c. Prior to recordation of the final maps for homes adjacent to existing agricultural operations, the applicant shall submit a detailed wall and fencing plan for review and approval by the Community Development Department.

G. Noise

Impact 3.8.1: (Temporary Noise Generation) Construction of the proposed project would temporarily generate noise above levels existing without the project. The project requires mitigation measures that will reduce the potentially significant impacts to a less than significant level.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact from the temporary noise generation:

MM 3.8.1: All construction shall require a permit and shall be limited to the hours of 7 a.m. to 10 p.m. Staging areas shall be located away from existing residences, and all equipment shall use properly operating mufflers.

MM 3.8.2: The project contractor shall place all stationary construction equipment so that emitted noise is directed away from sensitive receptors nearest the project site.

Impact 3.8.2: Increased traffic would generate noise levels above levels existing without the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impacts related to vehicular noise by requiring appropriate design and construction of the site and structures as well as requiring proper noise insulation to be installed on impacted structures:

MM 3.8.3: Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) allowing for window closure.

MM 3.8.4: Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or by landscape berms or any combination of the two to achieve the desired noise attenuation.

MM 3.8.5: New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.

Impact 3.8.3: Location of residential uses in proximity to noise sources can result in exposure to noise levels in excess of standards.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact of placing sensitive receptors in the vicinity of noise sources by requiring appropriate design and construction of the site and structures as well as requiring proper noise insulation to be installed on impacted structures:

MM 3.8.3: Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) allowing for window closure.

MM 3.8.4: Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or by landscape berms or any combination of the two to achieve the desired noise attenuation.

MM 3.8.5: New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.

MM 3.8.6: Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall, landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior noise analysis should be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.

MM 3.8.7: A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, noise levels at

residences in proximity to any required basin pump system shall be attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.

MM 3.8.8: Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.

Impact 3.8.4: The proposed project would place sensitive receptors in the vicinity of train noise.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact of placing sensitive receptors in the vicinity of train noise by requiring appropriate design and construction of the site and structures, which may include installing noise insulation on impacted structures:

MM 3.8.6: Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall, landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior noise analysis should be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.

Impact 3.8.5: Detention basin pump noise could result in permanent increases in ambient noise levels above levels existing without the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's pump noise impacts by requiring appropriate design and construction of the site and structures, which may include installing noise insulation on impacted structures:

MM 3.8.7: A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, noise levels at

residences in proximity to any required basin pump system shall be attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.

Impact 3.8.6: Agricultural noise resulting from existing on-going agricultural operations in the vicinity of the project site could impact sensitive receptors onsite.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.8 of the EIR. In summary, the following mitigation measure would substantially reduce the project's noise impact of placing sensitive receptors in the vicinity of agricultural operations:

MM 3.8.8: Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.

H. Public Services

Impact 3.9.3: (Fire Service) The project involves the development of an office building, retail commercial center, a mini-storage facility, residential structures, a school, and parkland and, as a result, would increase the structures and population served by the Lodi Fire Department.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.9 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact on fire service by requiring a fire station to be built onsite:

MM 3.9.1: A fire station is proposed to be constructed as part of the proposed project and will be constructed during Phase II development of the site.

I. Traffic and Circulation

Impact 3.10.1: The project will require roadway improvements as part project development for an internal roadway network as well as address impacts resulting from increased travel demand on surrounding streets. As a result, identified transportation improvements are needed to mitigate the potential project traffic impacts upon project build-out.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's impact resulting from increased travel demand by requiring appropriate final design and construction of roadway improvements:

> **MM 3.10.1:** Prior to approval of the first tract or parcel map with the Reynolds Ranch Project, a roadway improvement plan for "A," "B," and "Loop" Streets including a detail plan for an off-street multi-use trail to be utilized within the internal network of trails and pedestrian access within the project shall be required for review and approval by the City's Public Works Department. Additionally, the roadway improvement plan shall identify all recommended intersection controls and geometrics as noted under "Proposed Improvements" in Section 3.10.7 of this document.

Impact 3.10.2: A development of this size and scope will likely be developed over a period of time and in a phased manner. To accommodate a phased development, necessary roadway improvements shall be provided to support the pace of development. A comprehensive and coordinated approach will also be needed to address concurrent development in surrounding areas adjacent to the project.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring a coordinated roadway phasing plan:

> **MM 3.10.2:** Prior to approval of the first tract or parcel map for Reynolds Ranch Project, the Public Works Department shall review and approve a roadway phasing and improvement plan to ensure that timing of new roadway construction and improvements will be provided as necessary to serve and support new development for "Year 2008 Pre-Project Plus Phase I Project Conditions." The phasing plan shall also note completion and timing of roadway improvements by other adjacent development to coincide with proposed improvements on the same facilities by the proposed project.

Impact 3.10.3: Because the project has not identified a specific development plan (layout) for the residential, school, mini-storage and public use facilities, an evaluation of the internal roadway network by a qualified Traffic Engineer shall be necessary once a development plan can be defined to ensure that any potential access or circulation conflicts can be addressed and minimized.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring a detailed roadway improvement plan:

> **MM 3.10.3:** As part of the subdivision review process, a roadway improvement plan shall include, but not be limited to providing, the following items: 1) identify all entry/access points for all future development within the project area to ensure proper intersection control and signage, 2) show adequate sight distance in consideration of grading and landscaping at all intersections and drive entries, and 3) identify all bikeways, off-street multi-use trails and sidewalks within the project area. Submittal of the above information is intended to address any potential for vehicle and pedestrian conflicts in the development of the project roadway plan and ensure safe and adequate access for all residents and businesses within the project site.

Impact 3.10.4: Construction traffic will occur over time during project development. Because of existing and future residential land uses located near or adjacent to the development during construction, operation of such heavy equipment vehicles need to be considered.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring the development of a Traffic Control Plan:

> **MM 3.10.4:** Proponents of development onsite shall submit a construction Traffic Control Plan to the Public Works Department for review and approval prior to commencing construction on the project and any related off-site improvements.

Impact 3.10.5: The project serving a largely future residential population will require critical fire and police services. Emergency vehicle access is considered a vital function as part of any future roadway network to accommodate a safe and efficient access for both future residents and critical emergency services.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring review and approval of the project's circulation system by the City of Lodi Police and Fire Departments:

MM 3.10.5: The design of the internal circulation system and vehicular access will be subject to review and approval by the City of Lodi's Police and Fire Departments prior to issuance any building permits for the project.

Impact 3.10.6: Future land uses for the project will be required to provide adequate off-street parking facilities. Available on-street parking on future roadways may be limited or, otherwise, prohibited.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.10 of the EIR. In summary, the following mitigation measure would substantially reduce the project's potential impact by requiring onsite developments to supply adequate parking:

MM 3.10.6: Prior to map approval and issuance of building permits, ensure that adequate parking demand is satisfied for all proposed uses (i.e. parks, commercial and residential development, etc.) in accordance to the City of Lodi Zoning Ordinance.

J. Utilities and Service Systems

Impact 3.11.4: (Increase in the Demand for Water Service) The proposed project would increase water demand. The increased demand could be accommodated by a water supply system that includes two new groundwater wells.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.11 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on water service by requiring appropriate final design and construction of the project's water supply and distribution system:

MM 3.11.1: To the satisfaction of the City of Lodi Public Works Department, a new well shall be added in the project to support water needs for the project area and shall be included in the first phase of development. The triangular area by the Morse-Skinner Ranch House is a recommended area, although other sites may prove acceptable. A higher fire flow can be maintained by placing the well in the east portion of the project where office and retail fire flows will be higher.

MM 3.11.2: To the satisfaction of the City of Lodi Public Works Department, a second well shall be constructed as part of the second phase of development as demands indicate the

need. Alternatively, since the project only necessitates a portion of a second well, the well could be constructed offsite and the development pay its fair share of the second well.

MM 3.11.3: Prior to improvement plan approval, a looped water pipeline plan will be developed for the project that will provide for fire flows within the project, connections to the existing City system and a phasing plan for pipe installation. This plan shall be reviewed and approved by the City Engineer.

MM 3.11.4: To the satisfaction of the City of Lodi Public Works Department, the development shall be assessed its fair share of the cost of developing additional water sources, including but not limited to participation in acquiring additional water rights, development and construction of surface water treatment or recharge the groundwater system, construction of water transmission facilities, and other related water infrastructure.

MM 3.11.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed water master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the water system for the project meets the requirements of the City water system.

MM 3.11.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required water infrastructure to serve the demands of the project. Funding of water infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

Impact 3.11.5: (Increase in the Demand for Wastewater Service.) The proposed project would increase the demand for wastewater service. The increased demand could be accommodated by an onsite sewer system and improvements to wastewater infrastructure in the project vicinity.

Findings per State CEQA Guidelines Section 15091:

☒ Changes or alternatives have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect (Subd. [a][1]).

Rationale: The rationale for the above finding is set forth in Section 3.11 of the EIR. In summary, the following mitigation measures would substantially reduce the project's impact on wastewater service by requiring appropriate final design and construction of the project's wastewater system:

MM 3.11.7: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a collection system that will serve the project area shall be prepared. Said analysis shall include sizing of the pipe network, sizing of the pump station modifications, and establishing timing for the pump station modifications.

MM 3.11.8: To reflect the investment that has been made by existing development and other potential developers, a financing mechanism shall be developed and implemented to the satisfaction of the City of Lodi to fund the modification of the pump station and the station outfall force mains. Funding of the pump station in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

MM 3.11.9: To the satisfaction of the City of Lodi Public Works Department, and as part of the design process, a detailed sewer master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the wastewater system meets the requirements of the City sewer system.

MM 3.11.10: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required sewer infrastructure to serve the demands of the project. Funding of sewer infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.

FINDINGS REGARDING PROJECT ALTERNATIVES

In accordance with Section 15126.6 of State CEQA Guidelines, the EIR describes a reasonable range of alternatives to the project that could reduce environmental impacts of the project. The EIR has evaluated the comparative merits of these alternatives and rejected them in favor of the project as summarized below.

Alternative I: No Project/No Development Alternative

The No Project/No Development alternative would have less air quality, traffic, noise, and infrastructure impacts than the proposed project. This alternative would avoid the significant impacts of the project and, thus, was identified as the environmentally superior alterative. This alternative would also preserve the existing prime farmlands for now and negate the unavoidable impact associated with loss of the prime agricultural land (even after the mitigation is implemented) The General Plan and the EIR for the General Plan, however, anticipate development of this area and the ultimate associated loss of the farmland. In addition, Alternative 1 would leave cultural resources that have been protected through mitigation measures included in the Reynolds Ranch Project EIR, unprotected, and therefore, could lead to future destruction of these notable resources. Furthermore, this alternative would eliminate potential for payment of SJMHCP mitigation fees, which would be used to purchase and collect offsite habitat and preserve land and biological resources. Finally, the No Project/No Development Alternative would not meet the basic project objective of providing an economically viable development to support a mix of commercial, residential and open space/recreational opportunities as the City grows and expands beyond its urban boundaries. Thus, this alternative would not attain the basic goals and objectives of the City. The lead agency finds this sufficient basis to reject this alternative.

Alternative 2: Reduced Scale Residential

The Reduced Scale Residential alternative would reduce the residential units by approximately 23%. Similar to the proposed project, Alternative 2 would develop the entire site and would require similar on- and off-site improvements. The EIR finds that this alternative would have marginally less environmental impacts on energy consumption, public services, traffic, and utilities. Air quality, biological resources, cultural resources, hazardous materials, hydrology,

land use, and noise would produce similar, to negligible differences in environmental impacts. However, the Reduced Scale Residential alternative would provide less economical viability and would potentially impair the market and economic feasibility to accommodate development of the site. Alternative 2 would potentially attain the basic project objective of providing a mix of commercial, residential, and open space/recreational opportunities, but would not avoid or substantially reduce the significant impacts of the project. As such, this alternative is not environmentally superior. The lead agency finds that any one of these reasons would be sufficient basis to reject this alternative.

Alternative 3: Reduced Scale Retail/Park-n-Ride

The Reduced Scale Retail/Park-n-Ride alternative would reduce the proposed retail build-out by approximately 13%, to be replaced with a park-n-ride facility, including a surface parking facility of up to 75 spaces on a 5.5-acre site with the remainder of the proposed retail site development to remain the same as the proposed project. Alternative 3 would potentially attain the basic project objective of providing a mix of commercial, residential, and open space/recreational opportunities. The EIR finds that this alternative would have marginally less environmental impacts on air quality, energy consumption, noise, and traffic. Biological resources, cultural resources, hazardous materials, public services, and utilities would produce similar, to negligible differences in environmental impacts. Due to marginally less air quality impacts, the EIR identifies this alternative as environmentally superior to the project; however, Alternative 3 would not avoid or substantially reduce any of the significant impacts of the project. This alternative is also identified as the second environmentally superior alternative given that CEQA requires identification of a second environmentally superior alternative when the first is the no-project alternative. Further, land use and planning impacts would result in a reduction in market and economic feasibility to accommodate development of the site. The adverse impact of the economic feasibility to develop the site would thereby affect project financing, which could inhibit the ability to provide service and facilities for the entire project site. The lead agency finds that any one of these reasons would be sufficient basis to reject this alternative.

FINDINGS REGARDING THE MITIGATION MONITORING AND REPORTING PROGRAM

In accordance with the requirements of Section 21081(a) and 21081.6 of the Public Resources Code, the City of Lodi makes the following additional findings:

- That a mitigation monitoring and reporting program shall be implemented for future developments on the project site, as adopted by the lead agency;

- That through covenant and agreement, prior to the recordation of a final map, certificate of occupancy, and/or building permit for the project, the City of Lodi shall identify an appropriate licensed professional to provide certification that compliance with the required mitigation measures has been effected;

- Site plans and/or building plans, submitted for approval by the responsible monitoring agency, shall include required mitigation measures/conditions; and

- That an accountable enforcement agency and monitoring agency shall be identified for mitigation measures/conditions adopted as part of the decision-maker's final determination.

EXHIBIT A

STATEMENT OF OVERRIDING CONSIDERATIONS

Approval of the Project will result in a significant environmental effect that cannot be completely avoided even with the adoption of all feasible mitigation measures. The following statement of overriding considerations states the City Council's reasons for adopting the Project despite its significant and unavoidable impacts. The lead agency declares that any one of the reasons provided below would be sufficient to justify approval of the Project. The substantial evidence demonstrating the benefits of the Project are found in these findings, and in the documents found in the record of proceedings.

The City Council hereby declares that, pursuant to State CEQA Guidelines, section 15093, the City Council has balanced the benefits of the Project against its unavoidable environmental impacts in determining whether to approve the Project. The City Council chooses to approve the Project despite its significant and unavoidable environmental effect because, in its view, the City Council finds that the benefits of the Project outweigh its unavoidable adverse environmental impacts, and thereby make those impacts "acceptable."

The City Council has made a reasonable and good faith effort to eliminate or substantially mitigate the potential impacts resulting from the Project, and hereby binds itself to adopt the mitigation measures set forth in the Mitigation Monitoring Program.

The City Council hereby declares that to the extent any mitigation measures recommended in the EIR and/or proposed Project could not be incorporated, such mitigation measures are infeasible because they would impose restrictions on the Project that would prohibit the realization of specific economic, social, and other benefits that this City Councils finds outweigh the unmitigated impacts. The City Council further finds that except for the Project, all other alternatives set forth in the EIR are infeasible because they would prohibit the realization of Project objectives and/or of specific economic, social and other benefits that this City Council finds outweigh any environmental benefits of the alternatives.

The City Council hereby declares that, having reduced the adverse significant environmental effects of the Project to the extent feasible by adopting the proposed mitigation measures, having considered the entire administrative record on the Project, and having weighed the benefits of the Project against its unavoidable adverse impacts after mitigation, the City Council has determined that the following social, economic, and environmental benefits of the Project outweigh the potential unavoidable adverse impacts and render those potential adverse environmental impacts acceptable based upon the following overriding considerations:

- The build-out of the proposed project would assist the City in meeting its regional housing needs as described in the City's Housing Element, by providing a variety of housing products available to a variety of household income categories within an area designated in the City's General Plan as Planned Residential Reserve within the City's Sphere of Influence.

- The project incorporates New Urbanist principles to promote a more sustainable and pedestrian-oriented community.

- The project will result in the construction of an improved interchange from Highway 99 onto Harney Lane, as well as other transportation improvements adjacent to the project site prior to project build-out. The proposed transportation improvements will further promote traffic circulation in the City and its surrounding Sphere of Influence.

- The project will provide increased commercial areas, thereby increasing the employment opportunities for the City's workforce.

- The project will provide additional shopping and dining opportunities creating a valuable resource for residents and will promote a town development that can serve as a community gathering place.

- The project will increase the City's trails, recreational facilities, and open-space areas, which will serve not only the occupants of the proposed residential areas, but also the surrounding community.

- The project includes a school site that would aid in meeting the projected educational needs of the project area and vicinity.

- The project provides for the development of a fire station that would improve fire service.

- The project will generate significant revenue for the City. The City finds that local tax revenues, such as sales tax generated by retail stores and property taxes from residential areas, are critically important to the City's revenues in order to maintain a strong revenue base to provide services to the community and also to protect against erosion of the City's revenue base due to redistribution of City revenues by the State Legislature.

The City Council hereby declares that the foregoing benefits provided to the public through approval and implementation of the Reynolds Ranch Project outweigh any significant adverse environmental impacts of the Project and that each of the Project benefits outweighs the adverse environmental effects identified in the EIR and, therefore, finds those impacts to be acceptable.

ATTACHMENT C

MITIGATION MONITORING PROGRAM

REYNOLDS RANCH PROJECT

854271-2

MITIGATION MONITORING PROGRAM

The Executive Summary section of this EIR identifies the Mitigation Measures that will be implemented to offset the impacts resulting from the proposed project. Section 21081.6 of CEQA requires the public agency to adopt a monitoring program of mitigations to ensure the enforceability of the mitigations identified in the CEQA document. This section of CEQA also identifies guidelines for implementation of a monitoring program. The monitoring program is required to be completed prior to certification of a Final EIR.

The following Mitigation Monitoring Program (MMP) identifies all the mitigations identified in the EIR along with the party responsible for completing the mitigations and the timeframe for implementation. This MMP satisfies the requirements of Section 21081.6 of CEQA.

CITY OF LODI
REYNOLDS RANCH PROJECT
MITIGATION MONITORING PROGRAM

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Air Quality						
Mitigation Measure 3.1.1: In addition to implementing the "Dust Control Measures for Construction" required by San Joaquin Valley Air Pollution Control District (SJVAPCD), construction onsite shall implement the "Enhanced and Additional Control Measures for Construction Emissions of PM-10" identified in Table 6-3 of the SJVAPCD's *Guide for Assessing and Mitigating Air Quality Impacts*. The measures identified in Table 6-3 are as follows: • Limit traffic speeds on unpaved roads to 15 mph; • Install sandbags or other erosion control measures to prevent silt runoff to public roadways from sites with a slope greater than one percent; • Install wheel washers for all exiting trucks, or wash off all trucks and equipment leaving the site; • Install wind breaks at windward side(s) of construction areas; • Suspend excavation and grading activity when winds exceed 20 mph; and • Limit area subject to excavation, grading, and other construction activity at any one time.	During any construction activities	City of Lodi Building Division Staff	City of Lodi Building Division staff, as appropriate, shall periodically consult with construction representatives to ensure they comply with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Biological Resources						
Mitigation Measure 3.2.1: Clearing, grubbing, and/or removal of vegetation shall not occur during the bird-nesting season (from February 1 - September 31) unless a biologist with qualifications that meet the satisfaction of the City of Lodi conducts a preconstruction survey for nesting special-status birds including Swainson's hawk, western burrowing owl, white-tailed kite, California horned lark, and loggerhead shrike. If discovered, all active nests shall be avoided and provided with a buffer zone of 300 feet (500 feet for all raptor nests) or a buffer zone that otherwise meets the satisfaction of the California Department of Fish and Game (CDFG). Once buffer zones are established, work shall not commence/resume within the buffer until the biologist confirms that all fledglings have left the nest. In addition to the preconstruction survey, the biologist shall conduct weekly nesting surveys of the construction site during the clearing, grubbing, and/or removal of vegetation phase, and any discovered active nest of a special-status bird shall be afforded the protection identified above. Clearing, grubbing, and/or removal of vegetation conducted outside the bird-nesting season (from October 1 - January 31) will not require nesting birds surveys.	Clearing, Grubbing, and/or removal of vegetation phase of construction	City of Lodi Community Development Department; Qualified Biologist; CDFG	City of Lodi staff, as well as a qualified biologist shall review project construction activities and periodically consult with construction representatives to ensure they comply with this requirement. City of Lodi staff shall undertake additional coordination with the CDFG, if necessary.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.2.2: Development on the subject site shall participate in the San Joaquin County Multi-Species Habitat Conservation and Open Space Plan (SJMHCP). This includes payment of Open Space Conversion fees in accordance with the fee schedule in-place at the time construction commences and implementation of the Plan's "Measures to Minimize Impacts" pursuant to Section 5.2 of the SJMHCP.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi staff shall verify the payment of appropriate fees by the project applicants.			
Mitigation Measure 3.2.3: Regardless of whether the project develops in a manner that is subject to the San Joaquin County tree protection ordinance (San Joaquin County Code Division 15, Natural Resources Regulations; Chapter 9-1505, Trees), the proposed project shall comply with the ordinance's "Replacement" requirements (Section 9-1505.4) and "Development Constraints" (Section 9-1505.5).	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi staff shall review the project's landscaping and/or tree replacement plan to ensure compliance with this requirement.			
Cultural Resources						
Mitigation Measure 3.3.1: The Morse-Skinner Ranch House and water tank, including the one acre parcel on which it is situated, is listed on the NRHP and it is therefore a historical resource eligible for the CRHR. Any adaptive reuse of the Morse-Skinner Ranch property shall comply with standards set forth by the Secretary of the Interior.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi shall not issue a building permit for the adaptive reuse of the Morse-Skinner ranch House without checking project plans for compliance with the Secretary of the Interior's standards.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.3.2: The residences, barn, and Moose Lodge that are situated within the 60 acres included in the Development Plan shall be evaluated for the CRHR. Some of these resources, such as the Moose Lodge, were clearly constructed within the last 50 years and are unlikely to be eligible for the CRHR. However, some of the residences may be more than 50 years old and their architectural significance shall be evaluated by a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department: Qualified historic resources consultant	City of Lodi shall not issue demolition permits until after the subject buildings have been evaluated for their architectural and historical significance. Consultation with the OHP shall be undertaken if any structures are determined to be CRHR eligible.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.3.3: The CRHR eligibility of existing buildings and structures within the 160-acre Concept Plan shall be determined. This will require the services of a qualified architectural historian. This process includes the recording of the buildings and structures on Department of Parks and Recreation Historic Structures Forms (DPR 523). Any structures that are found to be ineligible for the CRHR warrant no further consideration. If any of those structures are determined to be CRHR eligible, the California Office of Historic Preservation (OHP) shall be consulted to determine the significance of the discovery, and any resources that are CRHR eligible shall be treated in accordance with the Secretary of Interior Standards.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department: Qualified historic resources consultant	City of Lodi shall not issue demolition permits until after the subject buildings have been evaluated for their architectural and historical significance. Consultation with the OHP shall be undertaken if any structures are determined to be CRHR eligible.			
Mitigation Measure 3.3.4: The Yokuts who inhabited the project area prehistorically left no apparent archaeological remains on the ground surface within the Study Area. Previous studies in the Central Valley have shown that archaeological sites are sometimes buried (Moratto 1984). If buried Native American archaeological resources are discovered during the project activities, work shall stop immediately in the vicinity of the discovery, until a qualified archaeologist that meets the satisfaction of the City of Lodi determines the significance of the discovery and develops plans to preserve the significance of any discovered CRHR eligible resources. Such archaeological resource preservation plans shall be implemented to the satisfaction of the City of Lodi.	During any construction activities	City of Lodi Community Development Department:; Qualified archeologist	City of Lodi staff shall periodically consult with construction representatives to ensure they comply with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.3.5: Should paleontological resources be encountered during construction excavation, the project proponent shall halt excavation in the vicinity of the discovery and contact a qualified vertebrate paleontologist to evaluate the significance of the find and make recommendations for collection and preservation of discovered paleontological resources in a written report to the City of Lodi. Said recommendations shall be implemented to the satisfaction of the City of Lodi.	During any construction activities	City of Lodi Community Development Department:; Qualified vertebrate paleontologist	City of Lodi staff shall periodically consult with construction representatives to ensure they comply with this requirement.			
Hazards and Hazardous Materials						
Mitigation Measure 3.5.1: The City of Lodi shall not issue permits for construction activates on the project site unless the portion of the site involved in the requested permit has been deemed clear of recognized environmental conditions in writing by a California State Registered Environmental Assessor with HAZWOPER 40-hour OSHA Certification. Portions of the site require further hazardous material investigations to make a determination of the presence of recognized environmental conditions. Such investigations shall be conducted in accordance with the most recent American Society for Testing and Materials (ASTM) standards, such as the ASTM's "Standard Guide for Environmental Site Assessments: Phase I [or II] Environmental Site Assessment Process". In total, the updated hazardous material investigations of the site shall minimally evaluate the areas previously inaccessible to hazardous material investigators, the southern-most barn on the eastern portion of APN 058-110-41, the contents of the vault in the shed on the southern portion of APN 058-110-04, the function of the "water" basin and its previous discharges must be determined, the exact location of the 10 inch Kinder Morgan refined product pipeline, the areas adjacent to the Union Pacific Railroad right-of-way, and the onsite residential structures and buildings which were previously inaccessible.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.5.2: A Phase II Environmental Site Assessment (ESA) shall be completed prior to the approval of individual development plans within the project area. Said Phase II ESA report shall include subsurface investigations and recommended remedial actions, if required, at specific locations as recommended in the Phase I Environmental Site Assessment prepared by Kleinfelder, Inc., or any subsequent updated report. The following additional requirements shall apply: a. Soil sampling and analysis for pesticides shall only be conducted in those areas of the site that are still agricultural; and If levels of organochloride pesticides are found to be in excess of applicable residential or commercial Preliminary Remediation Goals/Maximum Contaminant Limits (PRGs/MCLs) then an evaluation shall be required to determine the depth and extent of these elevated concentrations.	Prior to the Issuance of a Building Permit for Individual Development Plans	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.3: If subsurface structures are encountered during site development or excavation onsite, care should be exercised in determining whether or not the subsurface structures contain asbestos. If they contain asbestos, it shall be removed, handled, transported, and disposed of in accordance with local, state, and federal laws and regulations.	During any construction activities	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.4: The wells onsite should not be used as a water supply for any of the proposed land uses unless the water from said wells is tested and found to meet state and federal drinking water standards as confirmed by the City's water department.	During any construction activities; Operational Phase	City of Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.5.5: An asbestos and lead paint assessment shall be conducted for structures constructed prior to 1980, if they are to be renovated or demolished prior to future development on the project site. The following requirements apply: a. A Certified Cal-OSHA Asbestos Consultant shall conduct said surveys. If asbestos is detected, all removal shall be completed by a licensed asbestos abatement contractor; and b. Any lead paint that is detected and which is in poor condition shall be removed prior to building demolition.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi staff shall determine the need for asbestos and lead paint assessments; Lodi staff shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.6: All locations of underground storage tanks (USTs) on the project site, where past releases are known or are suspected, shall be subject to further investigation and analysis to confirm or deny evidence of past releases (See Mitigation Measure 3.5.3). Said investigations shall be conducted in accordance with Environmental Protection Agency (EPA) and per Leaking Underground Storage Tank (LUST) guidelines.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department	City of Lodi staff shall determine the need for UST assessments; Lodi staff shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.7: Septic systems which are associated with existing residences shall be removed and/or abandoned in accordance with local, state, and federal regulations. Soil samples shall be collected in the vicinity of said septic systems and leach lines to determine the potential for hazardous materials discharged from the septic systems. Any removal of septic systems shall be performed with oversight provided by the San Joaquin County Environmental Health Department.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department; Public Works Department	City of Lodi Building Division and Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.5.8: Miscellaneous debris located throughout the project site, and described in the Phase I ESA, shall be removed prior to development activities. Any petroleum products and/or hazardous materials encountered should be disposed of or recycled in accordance with local, state, and federal regulations.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department; Fire Department	City of Lodi Building Division and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.9: Various sized buckets and drums containing petroleum products were noted at several locations on the project site in the Phase I ESA. All such drums and buckets shall be removed from the project site in accordance with local, state, and federal regulations. In addition, soil sampling shall be conducted at those bucket and drum locations where staining was noted (See Mitigation Measure 3.5.3).	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department; Fire Department	City of Lodi Building Division and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.5.10: The vault located in the storage shed along the southern portion of APN 058-110-04 shall be investigated and its nature determined prior to development activity occurring on the project site.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department; Fire Department	City of Lodi Building Division and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.5.11: Limited soil samples shall be taken along the project site boundary adjacent to the Union Pacific Railroad right-of-way to determine the presence and levels of metals or hazardous materials associated with the railroad right-of-way.	Prior to the Issuance of a Building Permit	City of Lodi Community Development Department; Fire Department	City of Lodi Building Division and Fire Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Hydrology and Water Quality						
Mitigation Measure 3.6.1: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a stormwater collection system that will serve the project and potential future development between Reynolds Ranch and the Woodbridge Irrigation District (WID) canal shall be prepared. Said analysis shall include sizing of the pipe network and sizing of the detention basins and pump station discharging to the WID canal.	Prior to the Issuance of a Building Permit	City of Lodi Public Works Department	City of Lodi Public Works staff shall review the project's engineering plans to ensure compliance with this requirement.			
Mitigation Measure 3.6.2: To the satisfaction of the City of Lodi Public Works Department, the proposed pump station shall include provisions for managing the discharge flow rate to serve the needs of the City and to satisfy the terms of the discharge agreement.	Prior to the Issuance of a Building Permit	City of Lodi Public Works Department	City of Lodi Public Works staff shall review the project's engineering plans to ensure compliance with this requirement.			
Mitigation Measure 3.6.3: To the satisfaction of the City of Lodi Public Works Department, all drainage facilities shall be constructed in conformance with the standards and specifications of the City of Lodi.	Prior to the Issuance of a Building Permit	City of Lodi Public Works Department	City of Lodi Public Works staff shall review the project's engineering plans to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.6.4: To the satisfaction of the City of Lodi Public Works Department, the detention basin shall include a low flow facility to enhance water quality and to help manage nuisance flows. Other water quality control features shall be incorporated into the project design to improve water quality of the storm discharge to the satisfaction of the City of Lodi Public Works Department.	Prior to the Issuance of a Building Permit	City of Lodi Public Works Department	City of Lodi Public Works staff shall review the project's engineering plans to ensure compliance with this requirement.			
Mitigation Measure 3.6.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed drainage master plan shall be developed to identify collection and storage facilities, phasing and other appurtenances needed to insure that the system meets the requirements of the City drainage system.	Prior to the Issuance of a Building Permit	City of Lodi Public Works Department	City of Lodi Public Works staff shall review the project's drainage plans to ensure compliance with this requirement.			
Mitigation Measure 3.6.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required drainage infrastructure to serve the demands of the project. Funding of drainage infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.	Prior to submittal of Tentative Tract Map Application	City of Lodi Public Works Department	City of Lodi Public Works shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Land Use						
Mitigation Measure 3.7.1: To reduce agricultural/residential land use incompatibilities, the following shall be required: a. The applicant shall inform and notify prospective buyers in writing, prior to purchase, about existing and on-going agricultural activities in the immediate area in the form of a disclosure statement. The notifications shall disclose that the residence is located in an agricultural area subject to ground and aerial applications of chemical and early morning or nighttime farm operations which may create noise, dust, et cetera. The language and format of such notification shall be reviewed and approved by the City Community Development Department prior to recordation of final maps. Each disclosure statement shall be acknowledged with the signature of each prospective owner. Additionally, each prospective owner shall also be notified of the City of Lodi and the County of San Joaquin Right-to-Farm Ordinance. b. The conditions of approval for tentative maps shall include requirements ensuring the approval of a suitable design and the installation of a landscaped open space buffer area, fences, and/or walls around the perimeter of the project site affected by the potential conflicts in land use to minimize conflicts between project residents, non-residential uses, and adjacent agricultural uses prior to occupancy of adjacent houses. c. Prior to recordation of the final maps for homes adjacent to existing agricultural operations, the applicant shall submit a detailed wall and fencing plan for review and approval by the Community Development Department.	Prior to the Issuance of Building Permits for Individual Development Plans; Operational Phases of Project	City of Lodi Community Development Department	City of Lodi Community Development Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.7.2: Prior to issuance of a building permit, the applicant shall pay an Agricultural Land Mitigation fee to the City of Lodi. Said fee is to be determined by the pending adoption of an ordinance of the City establishing a fee mitigation program to offset the loss of agricultural land to future development. In the event said ordinance is not effective at the time building permits are requested, the applicant shall pay a fee to the Central Valley Land Trust (Central Valley Program) or other equivalent entity to offset the loss of the Prime Farmland at the time of Building Permit Issuance.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department	City of Lodi staff shall verify the payment of appropriate fees by the project applicants.			
Noise						
Mitigation Measure 3.8.1: All construction shall require a permit and shall be limited to the hours of 7 a.m. to 10 p.m. Staging areas shall be located away from existing residences, and all equipment shall use properly operating mufflers.	Prior to and during any construction activities	City of Lodi Community Development Department	City of Lodi staff, as appropriate shall periodically consult with the project's construction representative to ensure compliance with this requirement.			
Mitigation Measure 3.8.2: The project contractor shall place all stationary construction equipment so that emitted noise is directed away from sensitive receptors nearest the project site.	Prior to and during any construction activities	City of Lodi Community Development Department	City of Lodi staff, as appropriate shall periodically consult with the project's construction representative to ensure compliance with this requirement.			
Mitigation Measure 3.8.3: Habitable second-story residential space, located within 245 feet of the Harney Lane centerline, must have upgraded structural protection including dual-paned windows and supplemental ventilation (air conditioning) to allow for window closure, in compliance with the City of Lodi Compatibility Standards.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions shall check project plans for compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.8.4: Outdoor recreational space within 145 feet of the Harney Lane centerline must be shielded by solid perimeter walls of 6-7 feet in height or landscape berming, or any combination of the two to achieve the desired noise attenuation.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions shall check project plans and periodically visit the site for compliance with this requirement.			
Mitigation Measure 3.8.5: New residential development both north and south of Harney Lane shall require installation of 6-7 foot high sound walls or landscape berming, or any combination of the two to achieve the desired noise attenuation. Current and future homes located across Harney Lane will be masked from noise associated with major retail uses by the already elevated ambient background freeway noise and by setback distances of approximately 300 feet.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions shall check project plans and periodically visit the site for compliance with this requirement.			
Mitigation Measure 3.8.6: Homes situated adjacent to the train tracks require either a setback distance of 430 feet or a 6 foot sound wall (above train track rails), landscape berming, or any combination of the two to mitigate train noise to 65 dB at the residential exterior and ground floor interior. This attenuation may be achieved by the design of the mini-storage facility. An interior noise analysis should be submitted in conjunction with building plan check, to verify that structural noise reduction will be achieved in a livable upstairs space, at the perimeter tier of homes by the specified structural components (windows, walls, doors, roof/ceiling assembly) shown on building plans. Disclosure of the presence of the tracks should be included in all real estate transfer documents to anyone buying or leasing a property within 500 feet of the train tracks.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department	City of Lodi Planning and Building Divisions shall check project plans and periodically visit the site for compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.8.7: A detention basin pump system will be required to empty the detention basin. The planned proximity of homes to the basin would likely require substantial shielding if such pumps were to operate at night. To the satisfaction of the City of Lodi, noise levels at residences in proximity to any required basin pump system shall be attenuated to meet the City's noise standards. Said attenuation can be achieved through enclosing the pump system or using upgraded sound rating building materials in nearby residences.	Prior to the Issuance of Building Permits	City of Lodi Community Development Department; Public Works Department	City of Lodi Community Development Department and Public Works Department shall check project plans for compliance with this requirement.			
Mitigation Measure 3.8.8: Noisiest agricultural activities will have substantial setback from onsite residences, particularly as the site is progressively developed. Buyer notification of the presence of possible agricultural activity noise shall be made as part of any property transfer documents.	Operational Phases of Project	Project Applicants; City of Lodi Community Development Department	City of Lodi Community Development Department and Project Applicants shall work cooperatively to achieve compliance with this requirement.			
Public Services						
Mitigation Measure 3.9.1: A fire station shall be constructed as part of the proposed project during Phase II development of the site.	During Development of Phase II	City of Lodi Community Development Department; Fire Department	City of Lodi Community Development and Fire Department Staff shall work cooperatively with the project applicants to develop plans and specifications to achieve compliance with this condition.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Traffic and Circulation						
Mitigation Measure 3.10.1: Prior to approval of the first tract or parcel map with the Reynolds Ranch Project, a roadway improvement plan for "A," "B," and "Loop" Streets including a detail plan for an off-street multi-use trail to be utilized within the internal network of trails and pedestrian access within the project shall be required for review and approval by the City's Public Works Department. Additionally, the roadway improvement plan shall identify all recommended intersection controls and geometrics as noted under "Proposed Improvements" in Section 3.10.7 of this document.	Prior to Approval of First Tract or Parcel Map	City Lodi Public Works Department, Traffic Engineering Section	City of Lodi Traffic Engineering staff shall review the project's roadway improvement plans to ensure compliance with this requirement			
Mitigation Measure 3.10.2: Prior to approval of the first tract or parcel map for Reynolds Ranch Project, the City's Public Works Department shall review and approve a roadway phasing and improvement plan to ensure that timing of new roadway construction and improvements will be provided as necessary to serve and support new development for "Year 2008 Pre-Project Plus Phase I Project Conditions." The phasing plan shall also note completion and timing of roadway improvements by other adjacent development to coincide with proposed improvements on the same facilities by the proposed project.	Prior to Approval of First Tract or Parcel Map	City Lodi Public Works Department, Traffic Engineering Section	City of Lodi Traffic Engineering staff shall review the project's roadway construction and phasing plans to ensure compliance with this requirement			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.10.3: As part of the subdivision review process, a roadway improvement plan shall include, but not be limited to providing, the following items: 1) identify all entry/access points for all future development within the project area to ensure proper intersection control and signage, 2) show adequate sight distance in consideration of grading and landscaping at all intersections and drive entries, and 3) identify all bikeways, off-street multi-use trails and sidewalks within the project area. Submittal of the above information is intended to address any potential for vehicle and pedestrian conflicts in the development of the project roadway plan and ensure safe and adequate access for all residents and businesses within the project site.	Prior to Approval of Tentative Tract Map	City Lodi Public Works Department, Traffic Engineering Section	City of Lodi Traffic Engineering staff shall review the project's roadway construction and phasing plans to ensure compliance with this requirement			
Mitigation Measure 3.10.4: Proponents of development onsite shall submit a construction Traffic Control Plan to the City's Public Works Department or review and approval prior to commencing construction on the project and any related off-site improvements.	Prior to the Issuance of Building Permits for Individual Development Permits	City Lodi Public Works Department, Traffic Engineering Section	City of Lodi Traffic Engineering staff shall review the project's roadway construction and phasing plans to ensure compliance with this requirement			
Mitigation Measure 3.10.5: The design of the internal circulation system and vehicular access will be subject to review and approval by the City of Lodi's Police and Fire Departments prior to issuance any building permits for the project.	Prior to the Issuance of Building Permits	City of Lodi Police and Fire Departments	City of Lodi Police and Fire Departments shall review circulation and access designs prior to permit issuance.			
Mitigation Measure 3.10.6: Prior to map approval and issuance of building permits, ensure that adequate parking demand is satisfied for all proposed uses (i.e. parks, commercial and residential development, etc.) in accordance to the City of Lodi Zoning Ordinance.	Prior to Subdivision Map Approval or Issuance of Building Permits	City of Lodi Community Development Department	Community Development Department Plan shall check project plans for compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Utilities and Service Systems						
Mitigation Measure 3.11.1: To the satisfaction of the City of Lodi Public Works Department, a new well shall be added in the project to support water needs for the project area and shall be included in the first phase of development. The triangular area by the Morse-Skinner Ranch House is a recommended area, although other sites may prove acceptable. A higher fire flow can be maintained by placing the well in the east portion of the project where office and retail fire flows will be higher.	Prior to and during any construction activities	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.11.2: To the satisfaction of the City of Lodi Public Works Department, a second well shall be constructed as part of the second phase of development as demands indicate the need. Alternatively, since the project only necessitates a portion of a second well, the well could be constructed offsite and the development pay its fair share of the second well.	During Development of Phase II	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.11.3: Prior to improvement plan approval, a looped water pipeline plan will be developed for the project that will provide for fire flows within the project, connections to the existing City system and a phasing plan for pipe installation. This plan shall be reviewed and approved by the City Engineer.	Prior to the Issuance of Building Permits	City Lodi Public Works Department, Engineering Division	City of Lodi Public Works Department, Engineering Division, shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.11.4: To the satisfaction of the City of Lodi Public Works Department, the development shall be assessed its fair share of the cost of developing additional water sources, including but not limited to participation in acquiring additional water rights, development and construction of surface water treatment or recharge the groundwater system, construction of water transmission facilities, and other related water infrastructure.	Prior to and issuance of any building permits	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.11.5: To the satisfaction of the City of Lodi Public Works Department, as part of the design process, a detailed water master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the water system for the project meets the requirements of the City water system.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall review the applicant's water master plant to ensure compliance with City requirements.			
Mitigation Measure 3.11.6: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required water infrastructure to serve the demands of the project. Funding of water infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			
Mitigation Measure 3.11.7: To the satisfaction of the City of Lodi Public Works Department, a detailed engineering analysis for the development of a collection system that will serve the project area shall be prepared. Said analysis shall include sizing of the pipe network, sizing of the pump station modifications, and establishing timing for the pump station modifications.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall review the applicant's wastewater collection plans to ensure compliance with City requirements			
Mitigation Measure 3.11.8: To reflect the investment that has been made by existing development and other potential developers, a financing mechanism shall be developed and implemented to the satisfaction of the City of Lodi to fund the modification of the pump station and the station outfall force mains. Funding of the pump station in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			

Mitigation Measures	Mitigation Monitoring			Reporting		
	Period of Implementation	Monitoring Responsibility	Monitoring Procedure	Comments	Date	Initials
Mitigation Measure 3.11.9: To the satisfaction of the City of Lodi Public Works Department, and as part of the design process, a detailed sewer master plan shall be developed to identify facilities, phasing and other facilities needed to insure that the wastewater system meets the requirements of the City sewer system.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall review the applicant's sewer master plan to ensure compliance with City requirements.			
Mitigation Measure 3.11.10: To the satisfaction of the City of Lodi Public Works Department, the project proponents shall participate in a financing mechanism to fund the required sewer infrastructure to serve the demands of the project. Funding of sewer infrastructure in accordance with Conditions of Approval for the project shall satisfy this mitigation measure.	Prior to the Approval of a Tentative Tract Map	City Lodi Public Works Department	City of Lodi Public Works Department shall coordinate with the project proponent to ensure compliance with this requirement.			

CITY COUNCIL RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LODI APPROVING, A GENERAL PLAN AMENDMENT, FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the City Council of the City of Lodi has held a noticed public hearing; and

WHEREAS, the affected properties are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, the applicant represents property owners of approximately 190 acres of the development site and these property owners have provided consent to the project proponent and applicant for this General Plan amendment request; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Valley Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the City Council did consider and certify the Environmental Impact Report (06-EIR-01) and adopted Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, the property has a General Plan designation of PRR (Planned Residential Reserve); and

WHEREAS, the request is to change the General Plan designation of the property to Planned Residential (PR) as amended, office (O), Neighborhood Community Commercial (N/CC); and

WHEREAS, The Planned Residential designation is proposed to be amended as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: *65* percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household; and

WHEREAS, all legal prerequisites to recommend the approval of this request have occurred.

Based upon the evidence within the staff report and project file the City Council of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was certified by City Council Resolution No. _____.
2. The required public hearing by the City Council was advertised in the Lodi News-Sentinel, posted on the project site and mailed to all property owners within 300 feet of the proposed project and to those individuals who have specifically requested notice related to this property.
3. It is found that the requested General Plan amendments do not conflict with adopted plans or policies of the General Plan and will serve sound Planning practice. The

proposed amendments are consistent with the General Plan and its Housing Element. Specifically, the proposed residential density is consistent with the planned residential reserved density in the General Plan, which anticipates that the residential density will generally not exceed seven units per gross acre. In addition, the office and commercial uses are compatible with the residential uses in that they are designed, in part, to serve the residential by providing services, goods and employment nearby and they are designed consistent with New Urbanisms principals of creating pedestrian-friendly self sustaining communities.

4. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.

5. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.

6. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and has developed design solutions for storm water, traffic and other required infrastructure needs..

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the City Council of the City of Lodi hereby approves the General Plan amendments shown below:

1. The General Plan maps for the property shall be as shown on Attachment A hereto.

2. The definition of Planned Residential is hereby amended to read as follows:

PR Planned Residential

This designation provides for single family detached and attached homes, secondary residential units, multifamily residential units, parks, open space, detention basins, public and quasi-public uses, and similar and compatible uses. All development under this designation shall be approved pursuant to a development plan, master plan, or specific plan. New residential units within planned residential areas will strive to be developed according to a general policy goal of maintaining the following mix of residential densities: *65* percent low density; 10 percent medium density; and 25 percent high density. The development plan and zoning for Planned Residential shall specify the allowable density for residential development within any area designated Planned Residential. The average residential density of a development plan, master plan, or specific plan will generally not exceed 7.0 units per gross acre. This designation assumes an average of 2.60 persons per household.

I hereby certify that Resolution No. _____ was passed and adopted by the City Council of the City of Lodi at a regular meeting held on August 30, 2006, by the following vote:

YES: COUNCIL MEMBERS –

NOES; COUNCIL MEMBERS –

ABSENT: COUNCIL MEMBERS –

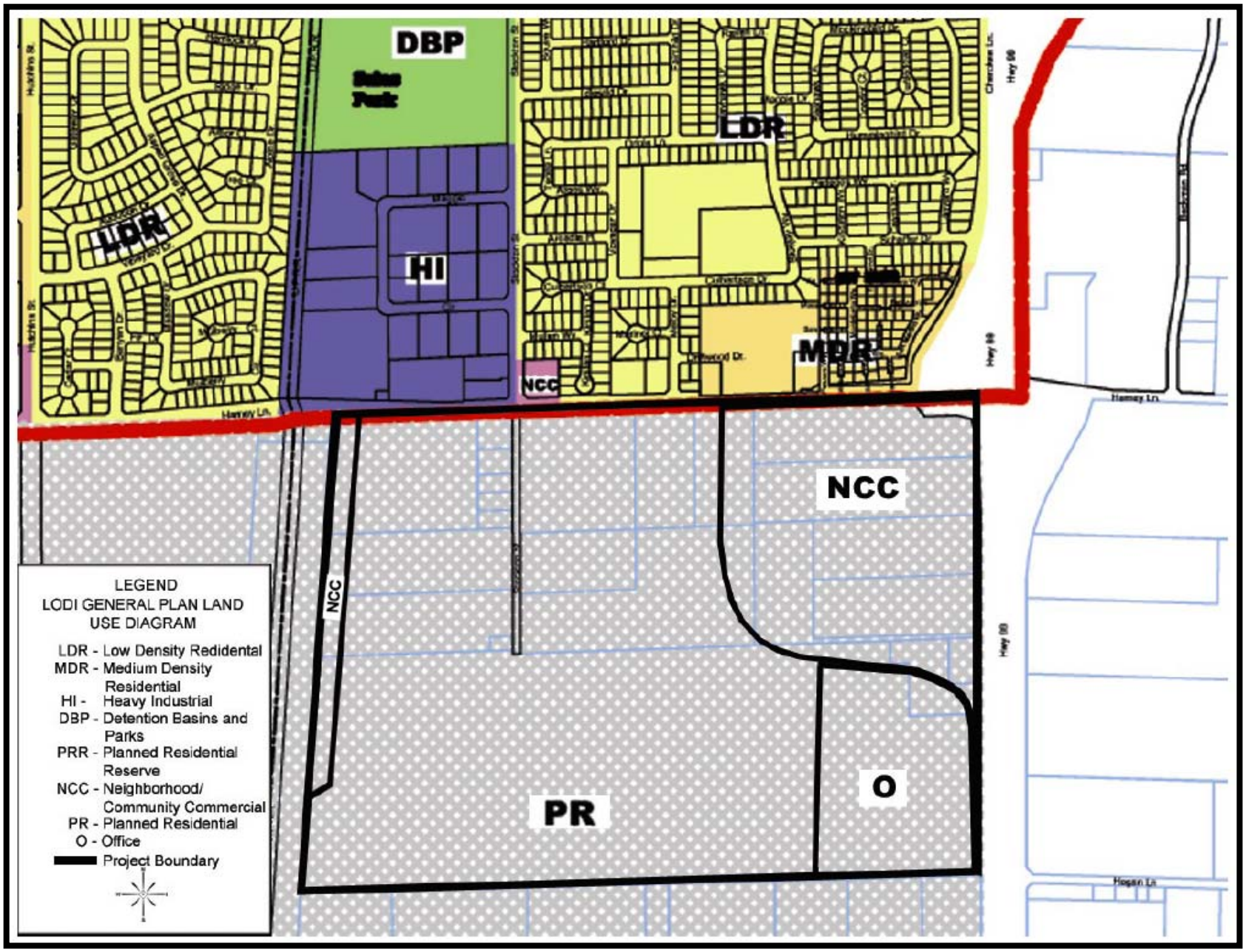
ABSTAIN: COUNCIL MEMBERS –

ATTEST:

_____

JENNIFER M. PERRIN
Interim City Clerk

Attachment A
Amended General Plan Map



CITY COUNCIL RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LODI APPROVING THE REQUEST OF DALE GILLESPIE, ON BEHALF OF SAN JOAQUIN VALLEY LAND COMPANY LLC, FOR AN ANNEXATION TO ALLOW GENERAL DEVELOPMENT PLAN APPROVAL FOR DEVELOPMENT OF AN OFFICE BUILDING, RETAIL COMMERCIAL USES, 1,084 DWELLING UNITS AND ASSOCIATED PUBLIC FACILITIES (REYNOLDS RANCH PROJECT) ON 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST.

WHEREAS, the City Council of the City of Lodi has heretofore held a duly noticed public hearing, as required by law, on the requested annexation in accordance with the Government Code and Lodi Municipal Code Chapter 17.84, amendments; and

WHEREAS, the affected properties are located within the Reynolds Ranch Project totaling 220 acres and are described as follows:

APN	OWNER	ADDRESS	CITY	STATE	ZIP
058-110-04	REYNOLDS, ROBERT & CAROLYN ETA	33 E TOKAY ST	LODI	CA	95240
058-110-05	KATZAKIAN, CHARLES S & MELISSA	PO BOX 2484	LODI	CA	95241
058-110-41	REYNOLDS, R & C ETAL	33 E TOKAY ST	LODI	CA	95240
058-130-02	VARNER, SEAN & SUMMER	13475 N STOCKTON ST	LODI	CA	95240
058-130-03	HEUANSAVATH, SENGSOURISACK & V	13409 N STOCKTON ST	LODI	CA	95240
058-130-05	ZARATE, ISAAC B & DONNA I TR	2036 BISHOP ST	STOCKTON	CA	95205
058-130-06	DELLA MAGGIORA, DOMENICO TR ET	13323 N STOCKTON ST	LODI	CA	95240
058-130-07	PARISES, ELISA ADELE	13322 N STOCKTON ST	LODI	CA	95240
058-130-08	MCLEAN, JEFFREY JOHN ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-09	BRADLEY, ERMA F TR ETAL	310 KENSINGTON WAY	LODI	CA	95242
058-130-11	STOCKER, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-15	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-16	REYNOLDS, ROBERT L & CAROLYN E	33 E TOKAY ST	LODI	CA	95240
058-130-17	BISLA, BRIJ D & S K	13137 N ST RT 99 W F	LODI	CA	95240
058-130-19	DEL CASTILLO, MARCIANO & B	13191 N HWY 99	LODI	CA	95240
058-130-21	SEEMAN, DELFORD & E TRS	13275 N STOCKTON ST	LODI	CA	95240
058-130-22	PELLETTI, MARIA	13167 S STOCKTON ST	LODI	CA	95240
058-130-24	TSUTSUMI, AGNES M TR ETAL	3725 E ARMSTRONG RD	LODI	CA	95240
058-130-04	GRIFFITTS, WILLIAM & CHERYL T	13387 N STOCKTON ST	LODI	CA	95240
058-130-10	STOCKAR, PATRICK F & SANDRA H	PO BOX 673	VICTOR	CA	95253
058-130-14	HELM, SHIRLEY ANN ETAL	13125 N STOCKTON ST	LODI	CA	95240
058-130-18	LODI MOOSE, LODGE 634	13263 N HWY 99	LODI	CA	95240

WHEREAS, the applicant represents property owners of over 190 acres of development site and these property owners have provided consent to the project proponent and applicant for this annexation; and

WHEREAS, the project proponent and applicant is Dale Gillespie Development, San Joaquin Valley Land Company LLC, Lodi, CA, 95258; and

WHEREAS, the City Council did certify the Environmental Impact Report (06-EIR-01) and adopt Findings and Statement of Overriding Considerations pursuant to CEQA; and

WHEREAS, an annexation application has been made to the Local Area Formation Commission (LAFCO) proposing to annex the Reynolds Ranch Project area into the corporate limits of the City of Lodi; and

WHEREAS, the Development Plan required by Lodi Municipal Code Chapter 17.33 P-D Planned Development District, consists of the development of a 60-acre area within the larger Master Plan area of 220 acres, including the layout and design for the office and retail components of the project; and

WHEREAS, all legal prerequisites to the approval of this request have occurred.

Based upon the evidence within the staff report and project file the City Council of the City of Lodi makes the following findings:

1. An Environmental Impact Report (06-EIR-01) for this project was certified by the City Council Resolution No. _____.
2. The required public hearing by the City Council was duly advertised and held in a manner prescribed by law.
3. It is found that the requested annexation does not conflict with adopted and proposed plans or policies of the General Plan and will serve sound Planning practice.
4. It is further found that the parcels in the area proposed to be annexed are physically suitable for the development of the proposed project.
5. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
6. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.
7. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and creates design solutions for storm water, traffic and air quality issues.
8. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.

9. The design of the proposed project and type of improvements are not likely to cause serious public health problems in that all public improvements will be built per City standards and all private improvements will be built per the Uniform Building Code.
10. The design of the proposed project and the type of improvements will not conflict with easements acquired by the public at large for access through or use of property within the proposed project in that, as conditioned, the project will provide dedication of adequate right-of-ways for Harney Lane, and other circulation and roadway improvements required to serve the project.
11. The project is conditioned to construct improvements to Harney Lane and other existing streets, create new streets, install new and upgrade existing intersections, and provide improved access to and from State Route 99, thereby insuring that an adequate Level of Service is maintained on the roadways within the area.
12. The loss of Prime Farmland located within the project area will be mitigated through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained in perpetuity as agricultural use; or (b) the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The Lodi City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of any fees paid to mitigate the loss of Prime Farmland.
13. Development of the proposed project shall be consistent with the Development Plan submitted by Dale Gillespie Development, San Joaquin Valley Land Company LLC, recommended by the Planning Commission, and approved by the City Council at a subsequent meeting date.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED, AND ORDERED, that the City Council of the City of Lodi hereby approves the annexation..

I hereby certify that Resolution No. _____ was passed and adopted by the City Council of the City of Lodi at a regular meeting held on August 30, 2006, by the following vote:

YES: COUNCIL MEMBERS –

NOES; COUNCIL MEMBERS –

ABSENT: COUNCIL MEMBERS –

ABSTAIN: COUNCIL MEMBERS –

ATTEST:

_____

JENNIFER M. PERRIN
Interim City Clerk

ORDINANCE NO. _____

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF LODI RE-CLASSIFYING 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST (REYNOLDS RANCH) FROM SAN JOAQUIN COUNTY AG-40 (AGRICULTURE, GENERAL, MINIMUM 40 ACRES) ZONE TO CITY OF LODI PD (PLANNED DEVELOPMENT) ZONE WHICH INCLUDES DESIGNATIONS SPECIFIC TO HOUSING, COMMERCIAL, OFFICE, AND PUBLIC/QUASI-PUBLIC (ZONE CHANGE 06-Z-02)

==========

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LODI AS FOLLOWS:

SECTION 1. The properties subject to this zoning reclassification include the following:

220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west – Assessors Parcel Numbers 058-110-04, 058-110-05, 058-110-41, 058-130-02, 058-130-03, 058-130-05, 058-130-06, 058-130-07, 058-130-08, 058-130-09, 058-130-11, 058-130-15, 058-130-16, 058-130-17, 058-130-19, 058-130-21, 058-130-22, 058-130-24, 058-130-04, 058-130-10, 058-130-14, and 058-130-18.

SECTION 2. The applicant for the requested zoning reclassification is as follows:

San Joaquin Valley Land Company LLC.

SECTION 3. The requested zoning reclassification consists of the following:

Re-classification of the afore-described properties from San Joaquin County AG-40 (Agriculture, General, Minimum 40 Acres) Zone to City of Lodi Planned Development (PD) Zone. (Exhibit 1).

SECTION 4. The Planned Development (PD) Zone designation for the project area is described as follows:

Planned Development (PD) Zone

The planned development district is designed to accommodate various types of development such as neighborhood and community shopping centers, grouped professional and administrative office areas, senior citizens' centers, multiple housing developments, commercial service centers, industrial parks or any other use or combination of uses which can be made appropriately a part of a planned development. In a P-D zone, any and all uses are permitted; provided, that such use or uses are shown on the development plan for the particular P-D zone as approved by the City Council. The residential density within the Planned Residential Low Density zoning area shall not exceed seven units per gross acre. Planned Residential Low Density shall be calculated based on acreage designated Planned Residential Low Density and related zone necessary to support the Planned Residential Low Density including parks, open space, detention basins and streets. High Density Residential shall be between 20 and 30 units per gross acre. Maximum height and bulk, and

minimum setback, yard and parking and loading requirements shall be established for each P-D zone by the development plan as approved by the City Council. These development parameters would be consistent with the General Plan designation for the sites.

Section 5. Based upon the evidence within the staff report and project file the City Council of the City of Lodi hereby determines the following:

1. An Environmental Impact Report (06-EIR-01) for this project was certified by City Council Resolution No. _____.
2. The required public hearing by the City Council was duly advertised and held in a manner prescribed by law.
3. It is found that the requested rezoning does not conflict with adopted plans or policies of the General Plan and will serve sound Planning practice.
4. It is further found that the parcels of the proposed rezoning are physically suitable for the development of the proposed project.
5. The proposed design and improvement of the site is consistent with all applicable standards adopted by the City in that the project, as conditioned, will conform to adopted standards and improvements mandated by the City of Lodi Public Works Department Standards and Specifications, Zoning Ordinance as well as all other applicable standards.
6. The size, shape and topography of the site is physically suitable for the mixed-use development proposed in that the site is generally flat and is not within an identified natural hazard area.
7. The site is suitable for the density proposed by the project in that the site can be served by all public utilities and creates design solutions for storm water, traffic and air quality issues.
8. The design of the proposed project and the proposed improvements are not likely to cause substantial environmental damage or injure fish or wildlife or their habitat. Potential biological-related environmental impacts identified in the EIR would not be significant because mitigation measures have been incorporated into the project to reduce any impacts to a level of less than significant.
9. The design of the proposed project and type of improvements are not likely to cause serious public health problems in that all public improvements will be built per City standards and all private improvements will be built per the Uniform Building Code.
10. The design of the proposed project and the type of improvements will not conflict with easements acquired by the public at large for access through or use of property within the proposed project in that, as conditioned, the project will provide dedication of adequate right-of-ways for Harney Lane, and other circulation and roadway improvements required to serve the project.
11. The project is conditioned to construct improvements to Harney Lane and other existing streets, create new streets, install new and upgrade existing intersections, and provide improved access to and from State Route 99, thereby insuring that an adequate Level of Service is maintained on the roadways within the area.

12. The loss of Prime Farmland located within the project area will be mitigated through either: (a) the identification of agricultural acreage located in close proximity to the project site to be maintained in perpetuity as agricultural use; or (b) the payment of an Agricultural Land Mitigation fee to the City of Lodi and/or the Central Valley Land Trust (Central Valley Program) or other equivalent entity. The Lodi City Council, within its legislative capacity and as a matter of policy, shall determine the sufficiency of any fees paid to mitigate the loss of Prime Farmland.

13. Development of the proposed project shall be consistent with the Development Plan approved by the City Council

SECTION 6. All conditions of approval of this reclassification are included as Attachment A.

SECTION 7. All ordinances and parts of ordinances in conflict herewith are repealed insofar as such conflict may exist.

SECTION 8. No Mandatory Duty of Care. This ordinance is not intended to and shall not be construed or given effect in a manner which imposes upon the City, or any officer or employee thereof, a mandatory duty of care towards persons or property within the City or outside of the City so as to provide a basis of civil liability for damages, except as otherwise imposed by law.

SECTION 9. Severability. If any provision of this ordinance or the application thereof to any person or circumstances is held invalid, such invalidity shall not affect other provisions or applications of the ordinance which can be given effect without the invalid provision or application. To this end, the provisions of this ordinance are severable. The City Council hereby declares that it would have adopted this ordinance irrespective of the invalidity of any particular portion thereof.

SECTION 10. This ordinance shall be published one time in the "Lodi News-Sentinel," a daily newspaper of general circulation printed and published in the City of Lodi and shall take effect thirty days from and after its passage and approval.

Approved this ____ day of _____, 2006

_____
SUSAN HITCHCOCK
Mayor

Attest:

JENNIFER M. PERRIN
Interim City Clerk
==========

State of California
County of San Joaquin, ss.

I, Jennifer M. Perrin, Interim City Clerk of the City of Lodi, do hereby certify that

Ordinance No. _____ was introduced at a regular meeting of the City Council of the City of Lodi held August 30, 2006, and was thereafter passed, adopted and ordered to print at a regular meeting of said Council held _____, 2006, by the following vote:

AYES: COUNCIL MEMBERS –

NOES; COUNCIL MEMBERS –

ABSENT: COUNCIL MEMBERS –

ABSTAIN: COUNCIL MEMBERS –

I further certify that Ordinance No. _____ was approved and signed by the Mayor on the date of its passage and the same has been published pursuant to law.

_____
JENNIFER M. PERRIN
Interim City Clerk

Approved as to Form:

D. STEPHEN SCHWABAUER
City Attorney

By_____
Janice D. Magdich
Deputy City Attorney

1. Prior to the issuance of a building permit the multi-family, office, and retail components of the project shall be subject to review and approval by the Site Plan and Architectural Review Committee.

2. Prior to issuance of a building permit for the Blue Shield office building the applicant shall seek to obtain LEED Certification for their office building on the 20-acre parcel.

3. Prior to the issuance of any residential building permit the applicant shall achieve a minimum of 50 points, as verified by a GreenPoint Rater, in accordance with GreenPoint Rated program procedures.

4. The Developer shall strive to incorporate New Urbanist principles as dictated by the Congress of New Urbanism into the overall design and construction of the Reynolds Ranch Project prior to issuance of Tentative Map by incorporating the following thirteen (13) elements into their project specific development, to the satisfaction of the Community Development Director. Said principles are as follows:

   A. The neighborhood has a discernible center. This is often a square or a green and sometimes a busy or memorable street corner. A transit stop would be located at this center.

   B. Most of the dwellings are within a five-minute walk of the center, an average of roughly 2,000 feet.

   C. There are a variety of dwelling types — usually houses, rowhouses and apartments — so that younger and older people, singles and families, the poor and the wealthy may find places to live.

   D. At the edge of the neighborhood, there are shops and offices of sufficiently varied types to supply the weekly needs of a household.

   E. A small ancillary building is permitted within the backyard of each house. It may be used as a rental unit or place to work (e.g., office or craft workshop).

   F. An elementary school is close enough so that most children can walk from their home.

   G. There are small playgrounds accessible to every dwelling -- not more than a tenth of a mile away.

   H. Streets within the neighborhood form a connected network, which disperses traffic by providing a variety of pedestrian and vehicular routes to any destination.

   I. The streets are relatively narrow and shaded by rows of trees. This slows traffic, creating an environment suitable for pedestrians and bicycles.

J. Buildings in the neighborhood center are placed close to the street, creating a well-defined outdoor room.

K. Parking lots and garage doors rarely front the street. Parking is relegated to the rear of buildings, usually accessed by alleys.

L. Certain prominent sites at the termination of street vistas or in the neighborhood center are reserved for civic buildings. These provide sites for community meetings, education, and religious or cultural activities.

M. The neighborhood is organized to be self-governing. A formal association debates and decides matters of maintenance, security, and physical change. Taxation is the responsibility of the larger community

5. The conditions of approval listed below are to be accomplished prior to deeming complete the first Tentative Subdivision Map, unless noted otherwise:

A. Preparation of detailed master plans and supporting studies as listed below, including engineering calculations, for all phases of the development. The study area shall include all the area between Harney Lane, State Route 99 and Lower Sacramento Road or the Woodbridge Irrigation District canal as appropriate. (The required master plans and supporting studies are necessary to confirm the design of the proposed development and may affect the number of growth management allocations that can ultimately be utilized. The Developer agrees that the proposed project layout and number of growth management allocations approved may be subject to revision based on the results of the completed master plans and studies, the development or growth management plan and accompanying growth management allocations may be approved prior to completion and approval of the master plans and supporting studies)

1. Water master plan, including the following:
    a. Surface water transmission and distribution facilities.
    b. Identification of possible water well sites within the project area. Developer shall coordinate test well drilling for determination of actual well sites prior to mapping of adjacent lots.
2. Recycled water master plan, including the following:
    a. Identification of areas to be irrigated.
    b. Detailed summary of demand calculations. Include development south of Harney Lane demands in calculations.
    c. Detailed summary of pipe sizing calculations.
    d. Provisions for future westerly extension.
3. Wastewater master plan.
4. Storm drainage master plan, including storm drainage basin dimensions and details. Retention basins shall be designed as passive bypass systems. Identify a single-facility designate to receive low flow and first flush flows.
5. Streets/circulation plan, including the following:
    a. Dimensions of street rights-of-way, including Harney Lane, Road “A”, State Route 99 Frontage, and other circulation and roadway

improvements, bike/pedestrian/open space facilities and utility corridors.

b. Traffic analysis of operations at critical intersections to determine if supplemental right-of-way is required.

c. Typical cross-section diagrams showing proposed utility locations and demonstrating that sufficient width has been provided to meet separation requirements between pipes.

6. Transit study to identify new or modified routes to serve the area.
7. Topography and/or spot elevations for the entire study area to confirm validity of water, wastewater and storm drain master plans.
8. Composite utility diagram to facilitate review of potential utility crossing conflicts.
9. Modification of the Lodi Bicycle Transportation Master Plan to include the project area. All modifications to the bicycle master plan shall be to the approval of the Public Works Department and Parks and Recreation Department.

B. Phasing analysis to be approved by the City prior to submittal of the first tentative map. The analysis shall include the following:

1. Phase boundaries and number of units to be constructed with each phase.
2. Permanent and interim/temporary facilities required to implement each phase based on the mitigation monitoring program and the above mentioned master plans.
3. Master utility calculations for permanent and interim/temporary facilities to be constructed with each phase.

6. Finance and Implementation Plan to identify funding for the required public improvements and interim/temporary improvements for each phase of the project. The Finance and Implementation Plan is dependent on the above mentioned master plans and phasing analysis and shall be approved by the City prior to submittal of the first tentative map.

7. All mitigation measures for the project, identified in the Final Environmental Impact Report (FEIR), are hereby incorporated into this recommendation of approval.

8. Prior to the development of the Reynolds Ranch Project, the applicant/developer shall file for a tentative subdivision map. Review and approval of the tentative subdivision map is a discretionary action and additional conditions of approval may be placed on the project at that time.

9. All applicable state statutes, and local ordinances, including all applicable Building and Fire Code requirements for hazardous materials shall apply to the project.

10. Prior to submittal of building permits, the applicant shall submit construction elevations, perspective elevations, precise landscape and irrigation plans, as well as building materials for the review and approval of the Community Development Director. Said plans shall indicate that all corner lots shall have architectural treatments on both street facing elevations.

11. Prior to submittal of building permits, the applicant shall submit a walls and fencing plan. Said plan shall show all proposed walls and fencing. Fencing visible to the public right of way shall be constructed of treated wood or alternative material to prevent premature deterioration. Furthermore, all fencing within the project site shall be designed with steel posts, or a functional equivalent, to prevent premature deterioration and collapse.

12. Any proposed public lanes shall incorporate stamped concrete, pavers or an equivalent subject to approval by the Public Works Department and Community Development Department.

13. The proposed project shall be subject to the San Joaquin County Air Pollution Control District Rules.

14. The proposed project should incorporate as many energy conserving and emission reducing features as possible, as outlined in correspondence from San Joaquin County Air Pollution Control District, dated January 13, 2006 and kept on file in the Community Development Department.

15. Prior to submittal of any further plan check or within 90 days of the approval of this project, whichever occurs first, the applicant shall sign a notarized affidavit stating that "I(we), ____, the owner(s) or the owner's representative have read, understand, and agree to the conditions approving 06-Z-02." Immediately following this statement will appear a signature block for the owner or the owner's representative which shall be signed. Signature blocks for the City Community Development Director and City Engineer shall also appear on this page. The affidavit shall be approved by the City prior to any improvement plan or final map submittal.

EXHIBIT 1

Zoning Designations

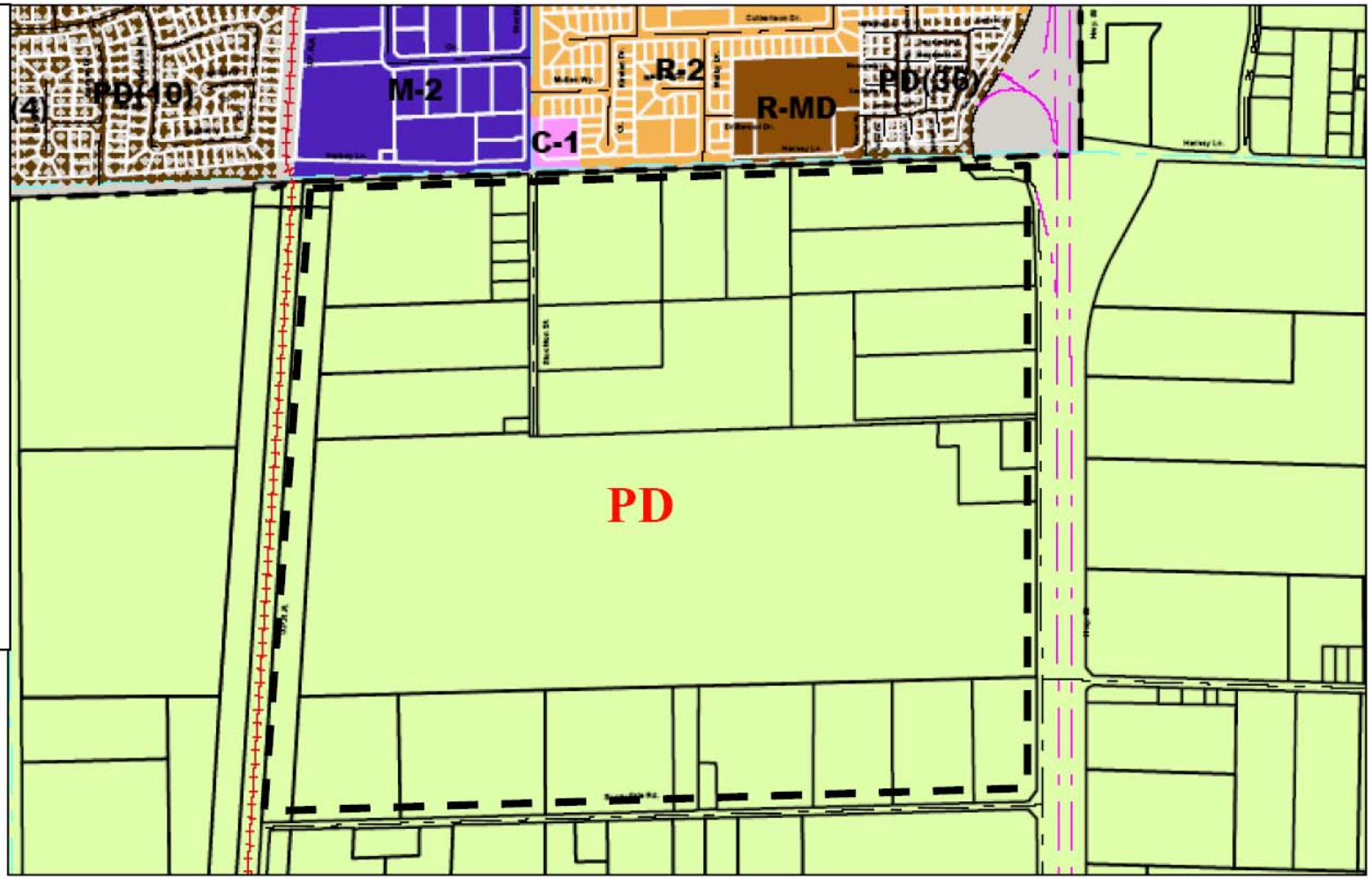
C-1, Neighborhood Commercial

R-2, Residential Single Family

R-MD, Residential Medium Density

M-2, Heavy Industrial

PD, Planned Development



SCALE 1 : 9,174

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FEET

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ORDINANCE NO. _____

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF LODI ADOPTING A DEVELOPMENT AGREEMENT (DA) PERTAINING TO THE DEVELOPMENT OF 220 ACRES LOCATED ON THE SOUTH SIDE OF HARNEY LANE BETWEEN STATE HIGHWAY 99 AND THE UNION PACIFIC RAILROAD (UPRR) TO THE WEST (REYNOLDS RANCH). (DEVELOPMENT AGREEMENT 06-GM-01)

==========

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LODI AS FOLLOWS:

SECTION 1. The properties subject to this Development Agreement include the following:

220 acres located on the south side of Harney Lane between State Highway 99 and the Union Pacific Railroad (UPRR) to the west – Assessors Parcel Numbers 058-110-04, , 058-110-41, 058-130-06, 058-130-07, 058-130-08, 058-130-09, 058-130-11, 058-130-15, 058-130-16, 058-130-21, 058-130-22, 058-130-24, and 058-130-04.

SECTION 2. The following properties are identified as Added Parcels within the Development Agreement and may be added to the Development Agreement:

Assessors parcel numbers 058-110-05, 058-130-02, 058-130-03, 058-130-05, 058-130-17, 058-130-19, 058-130-10, 058-139-14 and 058-130-18.

SECTION 3. The applicant for the requested Development Agreement is as follows:

San Joaquin Valley Land Company LLC.

SECTION 4. The requested Development Agreement is summarized as follows:

Development Agreement 06-GM-01 is an agreement between the City and the developer in which the developer agrees to provide certain benefits to the City in exchange for a vested right to proceed with the development consistent with the development approvals. The term of the Development Agreement is 15 years. The vested right the developer obtains is the ability to proceed with the development as approved and to avoid the imposition of new regulations on subsequent discretionary approvals (i.e. vesting tentative maps) for the development.

SECTION 5. The City Council hereby finds that the proposed development Agreement is consistent with the general plan land use designation and the zoning for the proposed Development.

SECTION 6 . The City Council, by Resolution No. _____, has certified the Reynolds Ranch Environmental Impact Report for the proposed project.

SECTION 7. The City Council hereby adopts Ordinance No. ____ approving the Development Agreement by and between the City of Lodi and San Joaquin Valley Land Company, LLC.

SECTION 8. No Mandatory Duty of Care. This ordinance is not intended to and shall

not be construed or given effect in a manner which imposes upon the City, or any officer or employee thereof, a mandatory duty of care towards persons or property within the City or outside of the City so as to provide a basis of civil liability for damages, except as otherwise imposed by law.

SECTION 9. Severability. If any provision of this ordinance or the application thereof to any person or circumstances is held invalid, such invalidity shall not affect other provisions or applications of the ordinance which can be given effect without the invalid provision or application. To this end, the provisions of this ordinance are severable. The City Council hereby declares that it would have adopted this ordinance irrespective of the invalidity of any particular portion thereof.

SECTION 10. This Ordinance was introduced by the Lodi City Council, on _____, 2006 and adopted by the Lodi City Council on _____, 2006. This Ordinance shall take affect 30 days from and after its adoption. The ordinance summary shall be published in the Lodi News-Sentinel, a newspaper of general circulation published and circulated in the City of Lodi.

A certified copy of this ordinance is available for review in the in the City Clerk's office located at 221 West Pine Street.

Approved this ____ day of _____, 2006

_____
SUSAN HITCHCOCK
Mayor

Attest:

JENNIFER M. PERRIN
Interim City Clerk
==========

State of California
County of San Joaquin, ss.

I, Jennifer M. Perrin, Interim City Clerk of the City of Lodi, do hereby certify that Ordinance No. _____ was introduced at a regular meeting of the City Council of the City of Lodi held August 30, 2006, and was thereafter passed, adopted and ordered to print at a regular meeting of said Council held _____, 2006, by the following vote:

AYES: COUNCIL MEMBERS –

NOES; COUNCIL MEMBERS –

ABSENT: COUNCIL MEMBERS –

ABSTAIN: COUNCIL MEMBERS –

I further certify that Ordinance No. _____ was approved and signed by the Mayor on the date of its passage and the same has been published pursuant to law.

_____
JENNIFER M. PERRIN
Interim City Clerk

Approved as to Form:

D. STEPHEN SCHWABAUER
City Attorney

By_____
Janice D. Magdich
Deputy City Attorney

OFFICIAL BUSINESS
Document entitled to free recording
Government Code Section 6103

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

City of Lodi
P.O. Box 3006
Lodi, CA 95241-1910

Attn: City Clerk

(SPACE ABOVE THIS LINE RESERVED FOR
RECORDER'S USE)

DRAFT DOCUMENT

DEVELOPMENT AGREEMENT

BY AND BETWEEN

THE CITY OF LODI

AND SAN JOAQUIN VALLEY LAND COMPANY, LLC

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DEVELOPMENT AGREEMENT
REYNOLDS RANCH

This Development Agreement is entered into as of this ____ day of _____, 2006, by and between the CITY OF LODI, a municipal corporation ("City"), and, SAN JOAQUIN VALLEY LAND COMPANY, LLC ("Landowner"). City and Landowner are hereinafter collectively referred to as the "Parties" and singularly as "Party."

RECITALS

1. **Authorization**. To strengthen the public planning process, encourage private participation in comprehensive planning and reduce the economic risk of development, the Legislature of the State of California adopted Government Code Section 65864, et seq. (the "Development Agreement Statute"), which authorizes the City and any person having a legal or equitable interest in the real property to enter into a development agreement, establishing certain development rights in the Property which is the subject of the development project application.

2. **Property**. Landowner holds a legal or equitable interest in certain real property located in the City of Lodi, County of San Joaquin, more particularly described in Exhibit A-1 and Exhibit A-2 attached hereto (the "Property"). Landowner represents that all persons holding legal or equitable interests in the Property shall be bound by this Agreement.

3. **Project**. Landowner has obtained various approvals from the City (described in more detail in Recital 6 below) for a mixed use project known as Reynolds Ranch (the "Project") to be located on the Property.

4. **Public Hearing**. On _____, 2006, the Planning Commission of the City of Lodi, serving as the City's planning agency for purposes of development agreement review pursuant to Government Code Section 65867, considered this Agreement.

5. **Environmental Review**. On _____, 2006, the City Council certified as adequate and complete, the Reynolds Ranch Project Environmental Impact Report ("EIR") for the Project. Mitigation measures were required in the EIR and are incorporated into the Project and into the terms and conditions of this Agreement, as reflected by the findings adopted by the City Council concurrently with this Agreement.

6. **Project Approvals**. The following land use approvals (together the "Project Approvals") have been granted for the Property, which entitlements are the subject of this Agreement:

6.1. The EIR. The Mitigation Measures in the EIR are incorporated into the Project and into the terms and conditions of this Agreement (City Resolution No. _____);

6.2. A General Plan Amendment (the "General Plan"), (attached hereto as Exhibit B) approved by the City on _____, 2006 (City Resolution No. _____);

6.3. The Zoning of the Property (attached hereto as Exhibit B-1) approved by the City on _____, 2006 (City Ordinance No. _____);

6.4. Reserved;

6.5. Reserved;

6.6. The Development Plan and Infrastructure Plan for the Project (attached hereto as Exhibit D), approved by the City on _____, 2006 by City Resolution No. _____ ;

6.7. The Growth Management Allocations, as required by Chapter 15.34 of the Lodi Municipal Code, as set forth in Exhibit E, approved by the City on _____, 2006 by City Resolution No. _____ ;

6.8. This Development Agreement, as adopted on _____, 2006 by City Ordinance No. _____ (the "Adopting Ordinance"); and,

6.9. The Annexation Approvals granted by San Joaquin County Local Agency Formation Commission as shown in Exhibit F attached hereto.

7. **Need for Services and Facilities**. Development of the Property will result in a need for municipal services and facilities, some of which will be provided by the City to such development subject to the performance of Landowner's obligations hereunder. With respect to water, pursuant to Government Code Section 65867.5, any tentative map approved for the Property will comply with the provisions of Government Code 66473.7.

8. **Contribution to Costs of Facilities and Services**. Landowner agrees to contribute to the costs of such public facilities and services as required herein to mitigate impacts on the community of the development of the Property, and City agrees to provide such public facilities and services as required herein to assure that Landowner may proceed with and complete development of the Property in accordance with the terms of this Agreement. City and Landowner recognize and agree that, but for Landowner's contributions set forth herein including contributions to mitigate the impacts arising as a result of development entitlements granted pursuant to this Agreement, City would not and could not approve the development of the Property as provided by this Agreement and that, but for City's covenant to provide certain facilities and services for development of the Property, Landowner would not and could not commit to provide the mitigation as provided by this Agreement. City's vesting of the right to develop the Property as provided herein is in reliance upon and in consideration of Landowner's agreement to make contributions toward the cost of public improvements as herein provided to mitigate the impacts of development of the Property as development occurs.

9. **Development Agreement Resolution Compliance.**. City and Landowner have taken all actions mandated by, and fulfilled all requirements set forth in, the Development Agreement Resolution of the City of Lodi, as set forth in the City Council Resolution No. 2005-237 for the consideration and approval of the pre-annexation and development agreement.

10. **Consistency with General and Specific Plan**. Having duly examined and considered this Agreement and having held properly noticed public hearings hereon, the City found that this Agreement satisfies the Government Code §65867.5 requirement of general plan consistency.

11. **Creation of Career-Oriented Employment Opportunities**. Landowner's proposed mixed use development will assist the City in maintaining an appropriate balance between jobs and housing by providing, in part, an office development that will house a regional office for Blue Shield which will provide career-oriented employment including benefits for 1600 employees. These employment positions are in addition to the employment opportunities that will be provided as part of the operation of 350,000 square feet of retail space within the project.

NOW, THEREFORE, in consideration of the mutual promises, conditions and covenants hereinafter set forth, the Parties agree as follows:

AGREEMENT

1. **Incorporation of Recitals**. The Preamble, the Recitals and all defined terms set forth in both are hereby incorporated into this Agreement as if set forth herein in full.

2. **Description of Property**. The property, which is the subject of this Development Agreement, is described in Exhibit A-1 and depicted in Exhibit A-2 attached hereto ("Property").

3. **Interest of Landowner**. The Landowner has a legal or equitable interest in the Property. Landowner represents that all persons holding legal or equitable interests in the Property shall be bound by the Agreement. The Parties acknowledge that Landowner does not have a legal or equitable interest in nine parcels (APN Nos. 058-110-05, 058-130-02, 058-130-03, 058-130-05, 058-130-17, 058-130-19, 058-130-10, 058-139-14 and 058-130-18 "Added Parcels") that total _____ acres and are included within the area that is being prezoned and to which the General Plan and Zoning designations will apply. The Parties agree that upon Landowner's obtaining legal or equitable interest in the Added Parcels Section 2, Description of Property, may be amended pursuant to Section 11.3 (Insubstantial Amendment) to include the Added Parcels. The Parties agree that upon approval of said amendment by the Landowner and the City, the Added Parcels shall be subject to all provisions of this Agreement as though the Added Property was included within the Agreement at the date of the Effective Date. Subject to approval as to form of the amendment document by the City Attorney, the City Manager is hereby authorized to execute this amendment on behalf of the City,

4. **Relationship of City and Landowner**. It is understood that this Agreement is a contract that has been negotiated and voluntarily entered into by City and Landowner and that Landowner is not an agent of City. The City and Landowner hereby renounce the existence of

any form of joint venture or partnership between them, and agree that nothing contained herein or in any document executed in connection herewith shall be construed as making the City and Landowner joint venturers or partners.

5. Effective Date and Term.

5.1. Effective Date. The effective date of this Agreement ("Effective Date") is _____, 2006, which is the effective date of City Ordinance No. _____ adopting this Agreement.

5.2. Term. Upon execution, the term of this Agreement shall commence on the Effective Date and extend for a period of fifteen (15) years, unless said term is terminated, modified or extended by circumstances set forth in this Agreement. Following the expiration of the term, this Agreement shall be deemed terminated and of no further force and effect. Said termination of the Agreement shall not affect any right or duty created by City approvals for the Property adopted prior to, concurrently with, or subsequent to the approval of this Agreement nor the obligations of Sections 20, 24 or 25 of this Agreement. In the event that litigation is filed by a third party (defined to exclude City and Landowners or any assignees of Landowner) which seeks to invalidate this Agreement or the Project Approvals, the expiration date of this Agreement shall be extended for a period equal to the length of time from the time the summons and complaint and/or petition are served on the defendant(s) until the judgment entered by the court is final and not subject to appeal; provided, however, that the total amount of time for which the expiration date shall be extended as a result of such litigation shall not exceed four years.

5.3. Automatic Termination Upon Completion and Sale of Residential Lot. This Agreement shall automatically be terminated, without any further action by either party or need to record any additional document, with respect to any single-family residential lot within a parcel designated by the Project Approvals for residential use, upon completion of construction and issuance by the City of a final occupancy permit for a dwelling unit upon such residential lot and conveyance of such improved residential lot by Landowner to a bona-fide good-faith purchaser thereof. In connection with its issuance of a final inspection for such improved lot, City shall confirm that all improvements, which are required to serve the lot, as determined by City, have been accepted by City. Termination of this Agreement for any such residential lot as provided for in this Section shall not in any way be construed to terminate or modify any assessment district or Mello-Roos Community Facilities District lien affecting such lot at the time of termination.

6. Use of Property.

6.1. Vested Right to Develop. Landowner shall have the vested right to develop the Project in accordance with the terms and conditions of this Agreement, the Project Approvals, the City's existing policies, standards and ordinances (except as expressly modified by this Section 6.1 and Section 8.3) and any amendments to any of them as shall, from time to time, be approved pursuant to this Agreement. Landowner's vested right to develop the Property shall be subject to subsequent approvals; provided however, except as provided in

Section 6.3, that any conditions, terms, restrictions and requirements for such subsequent approvals shall not prevent development of the Property for the uses, or reduce the density and intensity of development, or limit the rate or timing of development set forth in this Agreement, so long as Landowner is not in default under this Agreement. Notwithstanding the vested rights granted herein, Landowner agrees that the following obligations, which are presently being developed, shall apply to development of the Property:

6.1.1 Payment of a development fee for a proportionate share of the cost of the Highway 99 overpass at Harney Lane.

6.1.2 Payment of Agricultural Land Mitigation fee, as identified in Mitigation Measure 3.7.2, pursuant to the ordinance and/or resolution to be adopted by the City of Lodi. The Parties agree that Landowner may satisfy this obligation through compliance with the obligation set forth in Section 2B of the Settlement Agreement assuming the obligation in Section 2B remains in full force and effect. Any acreage not mitigated through the Settlement Agreement will remain subject to the Mitigation Measure 3.7.2.

6.1.3 Payment of Electric Capital Improvement Mitigation fee (see Section 6.4.10) pursuant to the ordinance and/or resolution to be adopted by the City of Lodi. The fee for the first 150 Planned Residential Low Density residential units shall be the fee in effect as of the Effective Date of this Agreement. All other residential units, commercial and office development shall pay the fee in effect at the time the fee is collected.

6.1.4 Payment of development fee for proporionate share of the costs of the of designing and constructing a water treatment system and/or percolation system for treatment of water acquired from Woodbridge Irrigation District (see Section 6.4.7) pursuant to the ordinance an/or resolution to be adopted by the City of Lodi.

With regards to the fees identified in Sections 6.1.1, 6.1.2, 6.1.3, and 6.1.4 and these fees only, Landowner hereby consents to their imposition as conditions of approval on any discretionary or ministerial land use entitlement subsequently granted by the City including but not limited to issuance of building permits. City agrees that the fees payable by the Landowner pursuant to Sections 6.1.1, 6.1.2, 6.1.3 and 6.1.4 shall be adopted in conformance with applicable law, and shall apply uniformly to all new development on properties within the City that are zoned consistent with the Project Approvals, or apply uniformly to all new development on properties that are similarly situated, whether by geographic location or other distinguishing circumstances. Except for the fees identified in this Agreement including but not limited to the Project Approvals, Sections 6.1.1, 6.1.2, 6.1.3, 6.1.4 and 8.3, no other subsequently enacted development or capital fee shall be imposed as a condition of approval on any discretionary or ministerial decision. The Parties acknowledge and agree that the fees applicable to the development pursuant to the Project Approvals and this Agreement may be increased during the term of this Agreement provided that the increased fees are adopted in conformance with

applicable law, apply uniformly to all new development on properties within the City that are zoned consistent with the Project Approvals, or apply uniformly to all new development on properties that are similarly situated, whether by geographic location or other distinguishing circumstances.

6.2. Permitted Uses. The permitted uses of the Property, the density and intensity of use, the maximum height and size of proposed buildings, provisions for reservation or dedication of land for public purposes, location and maintenance of on-site and off-site improvements, location of public utilities and other terms and conditions of development applicable to the Property, shall be those set forth in this Agreement, the Project Approvals and any amendments to this Agreement or the Project Approvals. City acknowledges that the Project Approvals provide for the land uses and approximate acreages for the Property as set forth in Exhibit B-1 and Exhibit B-2.

Landowner acknowledges that the Project Approvals anticipate a mixed-use project that includes office, retail, commercial, residential, public/quasi-public, open space, and park uses as proposed by the Landowner. Landowner and City agree that the mix of land uses proposed, including specifically the office development for Blue Shield and the retail development, are necessary to provide an appropriate mix of land uses to promote economic development, a jobs-housing balance and public welfare for the residents of the project and the City and that the public benefits required of the Landowner in this Agreement are established at their identified level based upon the existence of that balance. With regards to the property designated in the Project Approvals for office and commercial development, Landowner agrees that during the term of this Agreement Landowner will not request and/or pursue a general plan amendment or zone change to authorize any other type of land use on the office and commercial properties without first obtaining the consent of the City which the City may, in its sole and absolute discretion, withhold. The obligation set forth in this paragraph shall terminate as to the office property upon the occupancy of the proposed office development by Blue Shield.

6.3. Moratorium, Quotas, Restrictions or Other Growth Limitations. Landowner and City intend that, except as otherwise expressly provided in this Agreement, this Agreement shall vest the Project Approvals against subsequent City resolutions, ordinances and initiatives approved by the City Council or the electorate that directly or indirectly limit the rate, timing, or sequencing of development, or prevent or conflict with the permitted uses, density and intensity of uses or the right to receive public services as set forth in the Project Approvals; provided however, Landowner shall be subject to rules, regulations or policies adopted as a result of changes in federal or state law (as provided in Section 7.3) which are or have been adopted on a uniformly applied, City-wide or area-wide basis, in which case City shall treat Landowner in a uniform, equitable and proportionate manner with all properties, public and private, which are impacted by the changes in federal or state law.

6.3.1 Allocations Under City Growth Management Program

a. Allocations Required Prior to Map Approval

Consistent with the City's Growth Management Program, which shall apply to the Project, except as otherwise provided herein, no tentative map for any portion of the Property shall be issued until such time as Landowner has obtained allocations for each residential unit within the area covered by such map, consistent with the Growth Management Ordinance (Ordinance 1521), codified as Section 15.34 of the City of Lodi Municipal Code.

b. Schedule of Allocation of Residential Units

The following schedule of residential unit allocations shall apply to the Project.

(i) Initial Allocation:

As of the Effective Date of this Agreement, the following number of residential units shall be initially allocated to the Project from the City's reserve of unused allocations ("Initial Allocation"):

150 low density units (Planned Residential Low Density)
200 high density units.

Except for the requirement set forth in Section 6.3.1(a) above the Initial Allocation shall be exempt from the provisions of the Growth Management Ordinance and Resolutions 91-170 and 91-171 (timing and point system requirements).

(ii) Subsequent Annual Allocations:

As of the Effective Date of this Agreement, Landowner shall be entitled to apply for future annual allocations in three-year increments, and on a rolling basis. Provided that Landowner otherwise complies with the City's Growth Management Program, Landowner shall be entitled to annual allocations ("Annual Allocations") under the Program for seventy-three (73) Planned Residential low density residential units, each year, for eight (8) years after the Effective Date or for the term of this Agreement including any extension thereto granted pursuant to Section 5.2. The total number of Planned Residential low density allocations granted hereunder shall be limited to the number of Planned Residential low density units approved in the Project Approvals. The use of such allocations shall be restricted to the year for which such allocations were made, consistent with the Growth Management Ordinance.

Landowner is not required to apply for such allocations on an annual basis. Landowner may instead comply with all development plan and related requirements under the Growth Management Ordinance and Resolutions 91-170 and 91-171 every third year, at which time Landowner may apply for allocations for the next three-year period. After the expiration of the year for which an Annual Allocation was issued to Landowner, Landowner may submit a request and be issued by the City another Annual Allocation, such that Landowner may maintain, on a rolling basis, a number of allocations equal to three Annual Allocations. Except for allowing the Landowner this flexibility in terms of the number of years for which Landowner may apply, all requests for Annual Allocations must otherwise comply with the Growth Management Ordinance and Resolutions 91-170 and 91-171.

The requirement that Landowner apply for Annual Allocations does not alter the vested rights of the Project, specifically as to the General Plan and zoning designation of the Project.

(c) Growth Management Ordinance in full force and effect:

Except where otherwise specifically stated herein, nothing in this section 6.3.1 is intended to modify in any way the City's Growth Management Program, including its exemptions under Section 15.34.040 (e.g., for commercial and industrial projects, and senior citizen housing).

Section 6.3.2 Future Growth Control Ordinances/Policies, Etc.

(a) One of the specific purposes of this Agreement is to assure Developer that, during the term of this Agreement no growth-management ordinance, measure, policy, regulation or development moratorium of City adopted by the City Council or by vote of the electorate after the Effective Date of this Agreement will apply to the Property in such a manner so as to the reduce the density of development , modify the permissible uses, or modify the phasing of the development as set forth in the Project Approvals.

(b) Therefore, the parties hereto agree that, except as otherwise expressly provided in the Project Approvals, Sections 6.1, 6.3.1 or 6.4 or other provision of this Agreement which expressly authorize City to make such pertinent changes, no ordinance, policy, rule, regulation, decision or any other City action, or any initiative or referendum voted on by the public, which would be applicable to the Project and which would affect in any way the rate of development, construction and build out of the Project, or limit the Project's ability to receive any other City service shall be applicable to any portion of the Project during the term of this Agreement, whether such action is by ordinance, enactment, resolution, approval, policy, rule, regulation, decision or other action of City or by public initiative or referendum.

(c) City, through the exercise of either its police power or its taking power, whether by direct City action or initiative or referendum, shall not establish, enact or impose any additional conditions, dedications, fees or other exactions, policies, standards, laws or regulations, which directly relate to the development of the Project except as provided in Sections 6.1, 6.3.1, or 6.4 herein or other provision of this Agreement which expressly allows City to make such changes. Nothing herein prohibits the Project from being subject to a (i) City-wide bond issue, (ii) City-Wide special or general tax, or (iii) special assessment for the construction or maintenance of a City-wide facility as may be voted on by the electorate or otherwise enacted; provided that such tax, assessment or measure is City-wide in nature, does not discriminate against the land within the Project and does not distinguish between developed and undeveloped parcels.

(d) This Agreement shall not be construed to limit the authority of City to charge processing fees for land use approvals, public facilities fees and building permits as they relate to plumbing, mechanical, electric or fire code permits, or other similar permits and entitlements which are in force and effect on a city-wide basis at the time those permits are applied for, except to the extent any such processing regulations would be inconsistent with this Agreement.

(e) Notwithstanding subdivision (b), the City may condition or deny a permit, approval, extension, or entitlement if it determines any of the following:

(1) A failure to do so would place the residents of the Project or the immediate community, or both, in a condition dangerous to their health or safety, or both.

(2) The condition or denial is required in order to comply with state or federal law (see Section 7.3). .

6.4. <u>Additional Conditions</u>.

6.4.1. <u>Timing of Dedications and Improvements of Parks</u> Landowner agrees to dedicate park land and complete construction of all the park improvements as described and set forth in the Project Approvals at its sole cost and expense. Landowner shall be entitled to a credit against any applicable Quimby Act fees or land dedication requirments for the value of any improvements constructed or equipment installed with the parks on the Property. The phasing of such improvements shall be in compliance with the Phasing Schedule attached hereto as Exhibit H.

6.4.2. <u>Rehabilitation of Fifty Existing Residential Units</u>

Landowner agrees that within eight years of the Effective Date of this Agreement, Landowner shall either rehabilitate or pay the costs up to a total of $1,250,000 of rehabilitating fifty single-family or multi-family residential units within the area bounded by the Union Pacific railroad tracks, Cherokee Lane, Kettleman Lane and Lockford Street. To satisfy this obligation, Landowner may pay to rehabilitate residential units owned by others or may purchase, rehabilitate and sell or rent said residential units. The City shall have the right to approve the residential units selected for rehabilitation; said approval shall not be unreasonably withheld by the City.

The improvements required herein to facilitate rehabilitation of residential units may include landscaping, painting, roof repair, replacement of broken windows, sidewalk repairs, non-structural architectural improvements, and demolition and reconstruction of residential units. All work performed pursuant to this section shall be done pursuant to properly issued building permits as required by City of Lodi ordinances. As part of the annual review required pursuant to Section 13, Landowner shall report on work completed during the prior year towards meeting the obligations set forth in this paragraph.

In the event that Landowner has not satisfied this obligation within eight years from the Effective Date, Landowners shall pay the City twenty-five thousand dollars ($25,000) per residential unit for each of the fifty (50) units that have not been rehabilitated as set forth above. The funds paid

shall be placed in a dedicated city fund to be used for housing rehabilitation grants or loans within the area specified hereinabove.

6.4.3. Payment of Downtown Impact Fee

Prior to issuance of building permits for any commercial development with the Project, Landowner shall pay a Downtown Impact Fee of sixty cents (0.60) per gross square foot of General Retail Commercial development or four dollars and fifty cents ($4.50) per square foot of "Big Box Retail Use" as defined in the Final EIR for the Reynolds Ranch Project to the City for use by the City as rehabilitation grant or loan funding for businesses within "Downtown" area of Lodi, defined as the area described in the June 1997 Downtown Development Standards and Guidelines plus the Pine Street Corridor extending to Washington Street. The funds provided pursuant to this section may only be used by the City for grants or loans to business owners within the "downtown" area for capital improvements to their properties. The grants or loans provided through this funding shall be made available for disbursement beginning January 1, 2010. City shall administer the grant or loan program and shall be solely responsible for disbursement of funds to recipients.

As an alternative method to satisfy the obligation set forth in this section, Landowner may provide capital improvements (including, but not limited to enhancements to the building architecture) to a commercial building or commercial buildings owned or rented by Landowner within the Downtown area. In the event that Landowner completes capital improvements to a commercial building or commercial buildings it owns or rents within the Downtown area prior to January 1, 2010, Landowner shall be entitled to a refund of the funds it has paid pursuant to this section up to the lesser of the value capital improvements constructed or the funds paid to date. Landowner shall not be entitled to a credit for architectural, engineering, permit fees or other soft costs related to the capital improvements. To the extent that Landowner desires to satisfy the obligation of this section through capital improvements to property owned or rented by Landowner, the value of the improvements shall be a minimum of $210,000 assuming all retail development in the Project is General Retail Commercial. This minimum amount shall be increased commensurate with the increased price per square foot payable for the gross square feet for "Big Box Retail Use" for each gross square foot of retail space used as "Big Box Retail Use" commercial.

6.4.4 Payment of Utility Exit Fees The Lodi Electric Utility is a city-owned and operated utility that provides electrical utility services for residential, commercial and industrial customers in Lodi. As the proposed project sites would be annexed to the City of Lodi, the Lodi Electric Utility would provide electrical utility services to the project sites. To the extent that Landowner is assessed "exit fees," also known as "Cost Responsibility Surcharges," by Pacific Gas & Electric for its departing load, Landowner shall pay said fees when they are due. Landowner may, at its option and at its own cost, request a Cost Responsibility Surcharge Exemption from the California Energy Commission for any qualified departing load pursuant to Title 20, California Code of Regulations, Section 1395, et. Seq. Forms for the exemption are available on-line at http://www.energy.ca.gov/exit_fees/documents/2004-02-18_PGE_EXEMP_APPL.PDF City makes no representation that Landowner is eligible for exemptions pursuant to these regulations.

6.4.5 Maintenance of Specified Public Improvements

Landowner agrees to provide or pay for all park, median strip, and other landscaping maintenance and repairs for two years for lands dedicated by the Landowner to the City and accepted by the City. In the event that Landowner chooses to pay the City for the costs of maintenance and repair, the City shall provide an estimate of the annual costs and the Landowner shall pay the full amount within thirty calendar days after the City by U.S. Mail or email, transmits the estimate to the Landowner. If the amount paid to the City exceeds the actual amount incurred by the City plus reasonable staff costs to administer the contract, the City shall, within a reasonable period of time, refund the difference to the Landowner.

6.4.6 Fire Station Land Dedication and Payment of Construction and Equipment Costs

6.4.6.1 Fire Station Design and Construction

Not later than December 31, 2008, Landowner shall dedicate, free and clear of encumbrances, one acre of land located at _____ for a fire station. Landowner shall contribute two million U.S. dollars ($2,000,000) to the City for design and construction of the fire station and the necessary fixtures and furnishings at the fire station. The amount payable hereunder shall be paid based upon the following schedule of payments:

Payment Due Date	Payment Amount
1. One year after issuance of the first building permit issued pursuant to the Project Approvals or December 31, 2008 whichever is earlier	$500,000
2. One year after the first payment due date or December 31, 2009 whichever is earlier	$750,000
3. Two years after the first payment due date or December 31, 2010 whichever is earlier	$750,000

Landowner acknowledges that City will enter into a contract to construct the Fire Station and will incur the full costs of the construction upon execution of the construction contract. As consideration for City's agreement to authorize payment of the design and construction costs in installment payments, Landowner agrees to provide a letter of credit payable to the City, in a form reasonably acceptable to the City Attorney, in an amount sufficient to cover the installment payments due after the first payment is made. City agrees that Landowner may substitute a letter of credit, in a form reasonably acceptable to the City Attorney, for a lesser amount upon payment of each installment payment by the Landowner. Upon delivery of such replacement letter of credit and its approval as to form by the City Attorney, the City will release and convey to Landowner the prior letter of credit.

6.4.6.2 Fire Equipment

Not later than December 31, 2010, Landowner shall pay the City five hundred thousand U.S. dollars ($500,000) as a contribution towards the purchase of fire station apparatus.

6.4.7 Water Treatment and/or Percolation Costs Landowner shall pay a fee based on the proportionate share of the costs of designing and constructing a water treatment system and/or percolation system for treatment of water acquired by the City from the Woodbridge Irrigation District. Landowner shall pay the fee as required under the fee program to be development by the City, but in no event later than when water service connection for each residential, office and commercial unit is provided.

6.4.8 Public Art on Property Prior to issuance of a certificate of occupancy for the 151st residential unit on the Property, Landowner shall obtain City approval for and install public art on the retail portion of the Project. The value of the public art installed shall be equal to $60,000 inclusive of design and installation costs, which together shall not exceed $10,000. The public art shall be installed in a place within the Project that is visible from the public right-of-way or from an area or areas that provides public access. Landowner shall provide maintenance of the public art. Landowner shall be eligible to apply for City matching grant for the public art up to a maximum amount of $40,000. The parties agree that any matching grant provided by the City shall be in addition to the $60,000 contribution provided by Landowner pursuant to the section and shall be subject to any and all conditions normally imposed as part of the issuance of a grant by the City.

6.4.9 Animal Shelter Not later than one year after issuance of the first building permit for a residential unit, Landowner shall pay to the City fifty thousand U.S. dollars ($50,000) as a contribution towards either (1) the design and construction costs of a new or reconstructed animal shelter or (2) the costs of programs operated at the animal shelter.

6.4.10 Utility Line Extension City is preparing a policy pursuant to which property developed will pay the actual costs of capital improvements necessary to extend utility services to a development. Landowner acknowledges that such an extension is necessary to implement the Project Approvals on the Property. Landowner agrees to pay the City, pursuant to the policy to be adopted by the City, the costs of the capital improvements necessary to extend utility services to the Property. The fee for the first 150 Planned Residential Low Density residential units shall be the fee in effect as of the Effective Date of this Agreement. All other residential units, commercial and office development shall pay the fee in effect at the time the fee is collected.

6.4.11 Implementation of Obligations Arising from Settlement Agreement among San Joaquin Valley Land Company, LLC, Citizens for Open Government and the City of Lodi Pursuant to a separate agreement ("Settlement Agreement") between the City of Lodi, Landowner and Citizens for Open Government (collectively "Settlement Agreement Parties"), attached hereto as Exhibit I and incorporated herein by reference, the Settlement Agreement Parties agree, effectively immediately, to the rights, requirements, and obligations of sections 3.A, 3.B, and 3.D of the Settlement Agreement, as indicated in Exhibit I.

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Pursuant to Settlement Agreement, the Settlement Agreement Parties further agree that all remaining provisions of the Settlement Agreement shall only become effective or shall become partially ineffective as set forth in sections 2.I.1 and 2.I.2 of the Settlement Agreement, attached as Exhibit I.

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Deleted: only so long as (i) no litigation is filed to challenge either the certification of the EIR and/or the Project Approvals granted by the City of Lodi, and (ii) no referendum petition is certified for election that would require Ordinance No. _____, approving this Development Agreement, to be affirmed by the voters. Should said litigation be filed or said referendum petition be certified for election, all remaining provisions of the Settlement Agreement, except those enumerated in the above paragraph, shall no longer be effective or enforceable against the Settlement Parties

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6.5 Annexation

The ability to proceed with development of the Property pursuant to the Project Approvals shall be contingent upon the annexation of the Property into the City. Pending such annexation, Landowner may, at its own risk, process tentative parcel maps and tentative subdivision maps and improvement or construction plans and City may conditionally approve such tentative maps and/or improvement plans in accordance with the Entitlements, provided City shall not approve any final parcel map or final subdivision map for recordation nor approve the issuance of any grading permit for grading any portion of the Property or building permit for any structure within the Property prior to the annexation of the Property to the City.

City shall use its best efforts and due diligence to initiate such annexation process, obtain the necessary approvals and consummate the annexation of the Property into the City, including entering into any annexation agreement that may be required in relation thereto, subject to the City's review and approval of the terms thereof. Landowner shall be responsible for the costs reasonably and directly incurred by the City to initiate, process and consummate such annexation, the payment of which shall be due in advance, based on the City's estimate of such cost, and thereafter as and when the City provides an invoice(s) for additional costs incurred by City therefore in excess of such estimate.

7. Applicable Rules, Regulations, Fees and Official Policies.

7.1. Rules Regarding Permitted Uses Except as provided in this Agreement, the City's ordinances, resolutions, rules, regulations and official policies governing the permitted uses of the Property, the density and intensity of use, the rate timing and sequencing of development, the maximum height and size of proposed buildings, and provisions for reservation and dedication of land shall be those in force on the Effective Date of this Agreement. Except as provided in Section 8.2, this Agreement does not vest Landowner's rights to pay development impact fees, exactions and dedications, processing fees, inspection fees, plan checking fees or charges.

7.2. Rules Regarding Design and Construction. Unless otherwise expressly provided in this Agreement, all other ordinances, resolutions, rules, regulations and official policies governing design, improvement and construction standards and specifications applicable to the Project and to public improvements to be constructed by the Landowner shall be those in force and effect at the time the applicable permit approval is granted.

7.3. Changes in State or Federal Law. This Agreement shall not preclude the application to development of the Property of changes in City laws, regulations, plans or policies, the terms of which are specifically mandated and required by changes in State or Federal laws or regulations.

7.4. Uniform Codes Applicable. Unless otherwise expressly provided in this Agreement, the Project shall be constructed in accordance with the provisions of the Uniform Building, Mechanical, Plumbing, Electrical and Fire Codes, City standard construction specifications, and Title 24 of the California Code of Regulations, relating to Building Standards, in effect at the time of approval of the appropriate building, grading, encroachment or other construction permits for the Project. If no permits are required for infrastructure improvements, such improvements will be constructed in accordance with the provisions of the Uniform Building, Mechanical, Plumbing, Electrical and Fire Codes, City standard construction specifications, and Title 24 of the California Code of Regulations, relating to Building Standards, in effect at the start of construction of such infrastructure.

8. Existing Fees, Newly Enacted Fees, Dedications, Assessments and Taxes.

8.1. Processing Fees and Charges. Landowner shall pay those processing, inspection, and plan check fees and charges required by City under then current regulations for processing applications and requests for permits, approvals and other actions, and monitoring compliance with any permits issued or approvals granted or the performance of any conditions with respect thereto or any performance required of Landowner hereunder.

8.2. Existing Fees, Exactions and Dedications Landowner shall be obligated to provide all dedications and exactions and pay all fees as required for the types of development authorized by the Project Approvals as of the Effective Date of this Agreement. With regards any fees applicable to residential development, the Parties agree that the fees shall be payable at the earliest time authorized pursuant to the Government Code Section 66007 as it exists as of the Effective Date of this Agreement. The specific categories of fees payable are listed below. The dedication and exaction obligations and fee amounts payable shall be those obligations and fee amounts applicable as of the date that the Landowner's application for the applicable vesting tentative map is deemed complete. For any development for which the Landowner has not submitted a vesting tentative map, the dedication and exaction obligations and fee amounts payable shall be those obligations and fee amounts applicable as of the date the final discretionary approval for that development is granted by the City.

Standard City Development Impact Fees Payable by the Landowner includes:

1. Development Impact Fees (Lodi Municipal Code Chapter 15.64)
2. San Joaquin County Regional Transportation Impact Fee (Lodi Municipal Code Chapter 15.65
3. County Facilities Fee (Lodi Municipal Code Chapter 15.66)
4. San Joaquin County Multi-Species Habitat Conservation and Open Space Development Fee (Lodi Municipal Code Chapter 15.68)

8.3. New Development Impact Fees, Exactions and Dedications. Landowner agrees to the pay the development fees identified in Section 6.1, including specifically subsections 6.1.1 through 6.1.4, of this Agreement. In addition, Landowner agrees to pay any newly adopted sewer, water or electrical fees adopted in conformance with

applicable law, and applied uniformly to new development on all properties within the City that are zoned consistent with the Project Approvals, or applied uniformly to all new development on properties that are similarly situated, whether by geographic location or other distinguishing circumstances. With regards any fees applicable to residential development, the Parties agree that the fees shall be payable at the earliest time authorized pursuant to the Government Code Section 66007 as it exists as of the Effective Date of this Agreement.

Except as expressly provided herein, Landowner shall not be obligated to pay or provide any development impact fees, connection or mitigation fees, or exactions adopted by City after the Effective Date of this Agreement. Notwithstanding this limitation, Landowner may at its sole discretion elect to pay or provide any fee or exaction adopted after the Effective Date of this Agreement.

8.4. **Fee Reductions** To the extent that any fees payable pursuant to the requirements of Sections 8.1 are reduced after the operative date for determining the fee has occurred, the Landowner shall pay the reduced fee amount.

9. **Community Facilities District**. **Formation of a Community Facilities District for Public Improvements and Services**.

9.1. **Inclusion in a Community Facilities District**. Landowner agrees to cooperate in the formation of a Community Facilities District pursuant to Government Code Section 53311 et seq. to be formed by the City. The boundaries of the area of Community Facilities District shall be contiguous with the boundaries of the Property excluding the portion of land zoned for commercial or office development. Landowner agrees not to protest said district formation and agrees to vote in favor of levying a special tax on the Property in an amount not to exceed $600 per year per residential dwelling unit as adjusted herein. The special tax shall be initiated for all residential dwelling units for which a building permit is issued, and shall commence to be levied beginning the subsequent fiscal year after the building permit is issued. Landowner acknowledges that the 2007-2008 special tax rate for the units in the Project will be $600 per dwelling unit and that the special tax shall increase each year by 2% in perpetuity. A vote by Landowner against the levying of the special tax or a vote to repeal or amend the special tax shall constitute an event of default under this Agreement.

9.2. **Use of Community Facilities District Revenues** Landowner and City agree that the improvements and services that may be provided with the special tax levied pursuant to Section 9.1 may be used for the following improvements and services:

a. Police protection and criminal justice services;
b. Fire protection, suppression, paramedic and ambulance services;
c. Recreation and library program services;
d. Operation and maintenance of museums and cultural facilities;
e. Maintenance of park, parkways and open space areas dedicated to the City;

f. Flood and storm protection services;

g. Improvement, rehabilitation or maintenance of any real or personal property that has been contaminated by hazardous substances;

h. Purchase, construction, expansion, improvement, or rehabilitation or any real or tangible property with useful life of more than five years; and,

i. Design, engineering, acquisition or construction of public facilities with a useful life of more that five years including:
   1. Local park, recreation, parkway and open-space facilities,
   2. Libraries,
   3. Childcare facilities,
   4. Water transmission and distribution facilities, natural gas, telephone, energy and cable television lines, and
   5. Government facilities.

Landowner and City agree that Property does not presently receive any of these services from the City and that all of these services are new services.

9.3. Community Facilities District for Residential Property - Financing. In addition to the funding provided as part of the Community Facilities District identified in Section 9.1, City acknowledges that Landowner may desire to finance the acquisition or construction of a portion of the improvements described in Section 8.2 through the Community Facilities District. The costs associated with the items identified in Section 8.2 shall be in addition to the annual cost imposed to comply with Section 9.1. The following provisions shall apply to any to the extent that the Landowner desires to fund any of the improvements set forth in Section 8.2 through the Community Facilities District:

9.3.1 **Issuance of Bonds**. City and Landowner agree that, with the consent of Landowner, and to the extent permitted by law, City and Landowner shall use their best efforts to cause bonds to be issued in amounts sufficient to achieve the purposes of this Section.

9.3.2 **Payment Prior to Issuance of Bonds**. Nothing in this Agreement shall be construed to preclude the payment by an owner of any of the parcels to be included within the CFD of a cash amount equivalent to its proportionate share of costs for the improvements identified in Section 8.2, or any portion thereof, prior to the issuance of bonds.

9.3.3 **Private Financing**. Nothing in this Agreement shall be construed to limit Landowner's option to install the improvements through the use of private financing.

9.3.4 **Acquisition and Payment**. City agrees that it shall use its best efforts to allow and facilitate monthly acquisition of completed improvements or completed portions thereof,

and monthly payment of appropriate amounts for such improvements to the person or entity constructing improvements or portions thereof, provided City shall only be obligated to use CFD bond or tax proceeds for such acquisitions.

10. Processing of Subsequent Development Applications and Building Permits Subject to Landowner's compliance with the City's application requirements including, specifically, submission of required information and payment of appropriate fees, and assuming Landowner is not in default under the terms and conditions of this Agreement, the City shall process Landowner's subsequent development applications and building permit requests in an expeditious manner. In addition, City agrees that upon payment of any required City fees or costs, City will designate or retain, as necessary, appropriate personnel and consultants to process Landowner's development applications and building permit requests City approvals in an expeditious manner.

11. Reserved

12. Amendment or Cancellation.

12.1. Modification Because of Conflict with State or Federal Laws. In the event that State or Federal laws or regulations enacted after the Effective Date of this Agreement prevent or preclude compliance with one or more provisions of this Agreement or require changes in plans, maps or permits approved by the City, the parties shall meet and confer in good faith in a reasonable attempt to modify this Agreement to comply with such federal or State law or regulation. Any such amendment or suspension of the Agreement shall be approved by the City Council in accordance with the Municipal Code and this Agreement.

12.2. Amendment by Mutual Consent. This Agreement may be amended in writing from time to time by mutual consent of the parties hereto and in accordance with the procedures of State law and the Municipal Code.

12.3. Insubstantial Amendments. Notwithstanding the provisions of the preceding Section 12.2, any amendments to this Agreement which do not relate to (a) the term of the Agreement as provided in Section 5.2; (b) the permitted uses of the Property as provided in Sections 6.2 and 7.1; (c) provisions for reservation or dedication of land; (d) the location and maintenance of on-site and off-site improvements; (e) the density or intensity of use of the Project; (f) the maximum height or size of proposed buildings or (g) monetary contributions by Landowner as provided in this Agreement shall not, except to the extent otherwise required by law, require notice or public hearing before either the Planning Commission or the City Council before the parties may execute an amendment hereto.

12.4. Amendment of Project Approvals. Any amendment of Project Approvals relating to: (a) the permitted use of the Property; (b) provision for reservation or dedication of land; (c) the density or intensity of use of the Project; (d) the maximum height or

size of proposed buildings; (e) monetary contributions by the Landowner; (f) the location and maintenance of on-site and off-site improvements; or (g) any other issue or subject not identified as an "insubstantial amendment" in Section 12.3 of this Agreement, shall require an amendment of this Agreement. Such amendment shall be limited to those provisions of this Agreement, which are implicated by the amendment of the Project Approval. Any other amendment of the Project Approval(s) shall not require amendment of this Agreement unless the amendment of the Project Approval(s) relates specifically to some provision of this Agreement.

12.5. Cancellation by Mutual Consent. Except as otherwise permitted herein, this Agreement may be canceled in whole or in part only by the mutual consent of the parties or their successors in interest, in accordance with the provisions of the Municipal Code. Any fees paid pursuant to this Agreement prior to the date of cancellation shall be retained by City.

13. Term of Project Approvals. Pursuant to California Government Code Section 66452.6(a), the term of any parcel map or tentative subdivision map shall automatically be extended for the term of this Agreement.

14. Annual Review.

14.1. Review Date. The annual review date for this Agreement shall occur either within the same month each year as the month in which the Agreement is executed or the month immediately thereafter.

14.2. Initiation of Review. The City's Planning Director shall initiate the annual review by giving to Landowner written notice that the City intends to undertake such review. Within thirty (30) days of City's notice, Landowner shall provide evidence to the Planning Director to demonstrate good faith compliance with the Development Agreement. The burden of proof, by substantial evidence of compliance, is upon the Landowner. The City's failure to timely initiate the annual review is not deemed to be a waiver of the right to do so at a later date; accordingly, Landowner is not deemed to be in compliance with the Agreement by virtue of such failure to timely initiate review.

14.3. Staff Reports. City shall deposit in the mail to Landowner a copy of all staff reports, and related Exhibits, concerning contract performance at least three (3) days prior to any annual review.

14.4. Costs. Costs reasonably incurred by the City in connection with the annual review shall be paid by Landowner in accordance with the City's schedule of fees and billing rates in effect at the time of review.

14.5. Non-compliance with Agreement; Hearing. If the Planning Director determines, on the basis of substantial evidence, that Landowner has not complied in good faith with the terms and conditions of the Agreement during the period under review, the City Council, upon receipt of any report or recommendation from the Planning Commission, may initiate proceedings to modify or terminate the Agreement, at which time an administrative hearing shall

be conducted, in accordance with the procedures of State law. As part of that final determination, the City Council may impose conditions that it considers necessary and appropriate to protect the interest of the City.

14.6. Appeal of Determination. The decision of the City Council as to Landowner's compliance shall be final, and any Court action or proceeding to attack, review, set aside, void or annul any decision of the determination by the Council shall be commenced within thirty (30) days of the final decision by the City Council.

15. Default. Subject to any applicable extension of time, failure by any party to substantially perform any term or provision of this Agreement required to be performed by such party shall constitute a material event of default ("Event of Default"). For purposes of this Agreement, a party claiming another party is in default shall be referred to as the "Complaining Party," and the party alleged to be in default shall be referred to as the "Party in Default." A Complaining Party shall not exercise any of its remedies as the result of such Event of Default unless such Complaining Party first gives notice to the Party in Default as provided in Section 15.1.1, and the Party in Default fails to cure such Event of Default within the applicable cure period.

15.1. Procedure Regarding Defaults.

15.1.1. Notice. The Complaining Party shall give written notice of default to the Party in Default, specifying the default complained of by the Complaining Party. Delay in giving such notice shall not constitute a waiver of any default nor shall it change the time of default.

15.1.2. Cure. The Party in Default shall diligently endeavor to cure, correct or remedy the matter complained of, provided such cure, correction or remedy shall be completed within the applicable time period set forth herein after receipt of written notice (or such additional time as may be deemed by the Complaining Party to be reasonably necessary to correct the matter).

15.1.3. Failure to Assert. Any failures or delays by a Complaining Party in asserting any of its rights and remedies as to any default shall not operate as a waiver of any default or of any such rights or remedies. Delays by a Complaining Party in asserting any of its rights and remedies shall not deprive the Complaining Party of its right to institute and maintain any actions or proceedings, which it may deem necessary to protect, assert, or enforce any such rights or remedies.

15.1.4. Notice of Default. If an Event of Default occurs prior to exercising any remedies, the Complaining Party shall give the Party in Default written notice of such default. If the default is reasonably capable of being cured within thirty (30) days, the Party in Default shall have such period to effect a cure prior to exercise of remedies by the Complaining Party. If the nature of the alleged default is such that it cannot, practicably be cured within such thirty (30) day period, the cure shall be deemed to have occurred within such thirty (30) day period if: (a) the cure shall be commenced at the earliest practicable date

following receipt of the notice; (b) the cure is diligently prosecuted to completion at all times thereafter; (c) at the earliest practicable date (in no event later than thirty (30) days after the curing party's receipt of the notice), the curing party provides written notice to the other party that the cure cannot practicably be completed within such thirty (30) day period; and (d) the cure is completed at the earliest practicable date. In no event shall Complaining Party be precluded from exercising remedies if a default is not cured within ninety (90) days after the first notice of default is given.

15.1.5. **Legal Proceedings**. Subject to the foregoing, if the Party in Default fails to cure a default in accordance with the foregoing, the Complaining Party, at its option, may institute legal proceedings pursuant to this Agreement or, in the event of a material default, terminate this Agreement. Upon the occurrence of an Event of Default, the parties may pursue all other remedies at law or in equity, which are not otherwise provided for or prohibited by this Agreement, or in the City's regulations if any governing development agreements, expressly including the remedy of specific performance of this Agreement.

15.1.6. **Effect of Termination**. If this Agreement is terminated following any Event of Default of Landowner or for any other reason, such termination shall not affect the validity of any building or improvement within the Property which is completed as of the date of termination, provided that such building or improvement has been constructed pursuant to a building permit issued by the City. Furthermore, no termination of this Agreement shall prevent Landowner from completing and occupying any building or other improvement authorized pursuant to a valid building permit previously issued by the City that is under construction at the time of termination, provided that any such building or improvement is completed in accordance with said building permit in effect at the time of such termination.

16. **Estoppel Certificate**. Either Party may, at any time, and from time to time, request written notice from the other Party requesting such Party to certify in writing that, (a) this Agreement is in full force and effect and a binding obligation of the Parties; (b) this Agreement has not been amended or modified either orally or in writing, or if so amended, identifying the amendments; and (c) to the knowledge of the certifying Party the requesting Party is not in default in the performance of its obligations under this Agreement, or if in default, to describe therein the nature and amount of any such defaults. A Party receiving a request hereunder shall execute and return such certificate within thirty (30) days following the receipt thereof, or such longer period as may reasonably be agreed to by the Parties. City Manager of City shall be authorized to execute any certificate requested by Landowner. Should the party receiving the request not execute and return such certificate within the applicable period, this shall not be deemed to be a default.

17. **Mortgagee Protection; Certain Rights of Cure**.

17.1. **Mortgagee Protection**. This Agreement shall be superior and senior to any lien placed upon the Property, or any portion thereof after the date of recording this Agreement, including the lien for any deed of trust or mortgage ("Mortgage"). Notwithstanding the foregoing, no breach hereof shall defeat, render invalid, diminish or impair the lien of any Mortgage made in good faith and for value, but all the terms and conditions contained in this

Agreement shall be binding upon and effective against any person or entity, including any deed of trust beneficiary or mortgagee ("Mortgagee") who acquires title to the Property, or any portion thereof, by foreclosure, trustee's sale, deed in lieu of foreclosure, or otherwise.

17.2. Mortgagee Not Obligated. Notwithstanding the provisions of Section 17.1 above, no Mortgagee shall have any obligation or duty under this Agreement, before or after foreclosure or a deed in lieu of foreclosure, to construct or complete the construction of improvements, or to guarantee such construction of improvements, or to guarantee such construction or completion, or to pay, perform or provide any fee, dedication, improvements or other exaction or imposition; provided, however, that a Mortgagee shall not be entitled to devote the Property to any uses or to construct any improvements thereon, authorized by the Project Approvals or by this Agreement, unless Mortgagee agrees to and does construct or complete the construction of improvements, or guarantees such construction of improvements, or pays, performs or provides any fee, dedication, improvements or other exaction or imposition as required by the Project Approvals.

17.3. Notice of Default to Mortgagee and Extension of Right to Cure. If City receives notice from a Mortgagee requesting a copy of any notice of default given Landowner hereunder and specifying the address for service thereof, then City shall deliver to such Mortgagee, concurrently with service thereon to Landowner, any notice given to Landowner with respect to any claim by City that Landowner has committed an Event of Default. Each Mortgagee shall have the right during the same period available to Landowner to cure or remedy, or to commence to cure or remedy, the Event of Default claimed set forth in the City's notice. City, through its City Manager, may extend the cure period provided in Section 15.1.2 for not more than an additional sixty (60) days upon request of Landowner or a Mortgagee.

18. Severability. Except as set forth herein, if any term, covenant or condition of this Agreement or the application thereof to any person, entity or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this Agreement, or the application of such term, covenant or condition to persons, entities or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby and each term, covenant or condition of this Agreement shall be valid and be enforced to the fullest extent permitted by law; provided, however, if any provision of this Agreement is determined to be invalid or unenforceable and the effect thereof is to deprive a Party hereto of an essential benefit of its bargain hereunder, then such Party so deprived shall have the option to terminate this entire Agreement from and after such determination.

19. Applicable Law. This Agreement shall be construed and enforced in accordance with the laws of the State of California.

20. Attorneys' Fees and Costs in Legal Actions By Parties to the Agreement. Should any legal action be brought by either party for breach of this Agreement or to enforce any provisions herein, the prevailing party to such action shall be entitled to reasonable attorneys' fees, court costs, and such other costs as may be fixed by the Court.

21. Attorneys' Fees and Costs in Legal Actions By Third Parties to the Agreement and Continued Permit Processing. If any person or entity not a party to this Agreement initiates an action at law or in equity to challenge the validity of any provision of this Agreement or the Project Approvals, the parties shall cooperate and appear in defending such action. Landowner shall bear its own costs of defense as a real party in interest in any such action, and Landowner shall reimburse City on an equal basis for all reasonable court costs and attorneys' fees expended by City in defense of any such action or other proceeding. The City agrees that in the event an action at law or in equity to challenge the validity of the Project Approvals is filed by a third party other than by a state or federal agency, the City will continue to process and approve permit applications that are consistent with and comply with the Project Approvals unless a court enjoins further processing of permit applications and issuance of permits.

22. Transfers and Assignments. From and after recordation of this Agreement against the Property, Landowner shall have the full right to assign this Agreement as to the Property, or any portion thereof, in connection with any sale, transfer or conveyance thereof, and upon the express written assignment by Landowner and assumption by the assignee of such assignment in the form attached hereto as Exhibit G, and the conveyance of Landowner's interest in the Property related thereto, Landowner shall be released from any further liability or obligation hereunder related to the portion of the Property so conveyed and the assignee shall be deemed to be the "Landowner," with all rights and obligations related thereto, with respect to such conveyed property. Prior to recordation of this Agreement, any proposed assignment of this Agreement by Landowner shall be subject to the prior written consent of the City Manager on behalf of the City and the form of such assignment shall be subject to the approval of the City Attorney, neither of which shall be unreasonably withheld.

23. Agreement Runs with the Land. Except as otherwise provided for in Section 15 of this Agreement, all of the provisions, rights, terms, covenants, and obligations contained in this Agreement shall be binding upon the parties and their respective heirs, successors and assignees, representatives, lessees, and all other persons acquiring the Property, or any portion thereof, or any interest therein, whether by operation of law or in any manner whatsoever. All of the provisions of this Agreement shall be enforceable as equitable servitude and shall constitute covenants running with the land pursuant to applicable laws, including, but not limited to, Section 1468 of the Civil Code of the State of California. Each covenant to do, or refrain from doing, some act on the Property hereunder, or with respect to any owned property; (a) is for the benefit of such properties and is a burden upon such properties; (b) runs with such properties; and (c) is binding upon each party and each successive owner during its ownership of such properties or any portion thereof, and shall be a benefit to and a burden upon each party and its property hereunder and each other person succeeding to an interest in such properties.

24. Bankruptcy. The obligations of this Agreement shall not be dischargeable in bankruptcy.

25. Indemnification. Landowner agrees to indemnify, defend and hold harmless City, and its elected and appointed councils, boards, commissions, officers, agents, employees, and representatives from any and all claims, costs (including legal fees and costs) and liability

for (1) any personal injury or property damage which may arise directly or indirectly as a result of any actions or inactions by the Landowner, or any actions or inactions of Landowner's contractors, subcontractors, agents, or employees in connection with the construction, improvement, operation, or maintenance of the Property and the Project, provided that Landowner shall have no indemnification obligation with respect to the gross negligence or willful misconduct of City, its contractors, subcontractors, agents or employees or with respect to the maintenance, use or condition of any improvement after the time it has been dedicated to and accepted by the City or another public entity (except as provided in an improvement agreement or maintenance bond) and (2) any additional mitigation required, including but not limited to payment of any mitigation fees that may be imposed, as a result of a lawsuit filed by a third party challenging or seeking to invalidate the Project Approvals.

26. Insurance.

26.1. Public Liability and Property Damage Insurance. At all times that Landowner is constructing any improvements that will become public improvements, Landowner shall maintain in effect a policy of comprehensive general liability insurance with a per-occurrence combined single limit of not less than two million ($2,000,000) dollars and a deductible of not more than fifty thousand ($50,000) dollars per claim. The policy so maintained by Landowner shall name the City as an additional insured and shall include either a severability of interest clause or cross-liability endorsement.

26.2. Workers' Compensation Insurance. At all times that Landowner is constructing any improvements that will become public improvements, Landowner shall maintain Workers' Compensation insurance for all persons employed by Landowner for work at the Project site. Landowner shall require each contractor and subcontractor similarly to provide Workers' Compensation insurance for its respective employees. Landowner agrees to indemnify the City for any damage resulting from Landowner's failure to maintain any such insurance.

26.3. Evidence of Insurance. Prior to commencement of construction of any improvements which will become public improvements, Landowner shall furnish City satisfactory evidence of the insurance required in Sections 26.1 and 26.2 and evidence that the carrier is required to give the City at least fifteen (15) days prior written notice of the cancellation or reduction in coverage of a policy. The insurance shall extend to the City, its elective and appointive boards, commissions, officers, agents, employees and representatives and to Landowner performing work on the Project.

27. Excuse for Nonperformance. Landowner and City shall be excused from performing any obligation or undertaking provided in this Agreement, except any obligation to pay any sum of money under the applicable provisions hereof, in the event and so long as the performance of any such obligation is prevented or delayed, retarded or hindered by act of God, fire, earthquake, flood, explosion, action of the elements, war, invasion, insurrection, riot, mob violence, sabotage, inability to procure or general shortage of labor, equipment, facilities, materials or supplies in the open market, failure of transportation, strikes, lockouts, condemnation, requisition, laws, orders of governmental, civil, military or naval authority, or any

other cause, whether similar or dissimilar to the foregoing, not within the control of the Party claiming the extension of time to perform. The Party claiming such extension shall send written notice of the claimed extension to the other Party within thirty (30) days from the commencement of the cause entitling the Party to the extension.

28. **Third Party Beneficiaries**. This Agreement is made and entered into for the sole protection and benefit of the Landowner and, the City and their successors and assigns. No other person shall have any right of action based upon any provision in this Agreement.

29. **Notices**. All notices required by this Agreement, the enabling legislation, or the procedure adopted pursuant to Government Code Section 65865, shall be in writing and delivered in person or sent by certified mail, postage prepaid.

Notice required to be given to the City shall be addressed as follows:

CITY OF LODI
City Manager
P.O. Box 3006
Lodi, CA 95241-1910

Notice required to be given to the Landowner shall be addressed as follows:

SAN JOAQUIN VALLEY LAND COMPANY, LLC

Either party may change the address stated herein by giving notice in writing to the other party, and thereafter notices shall be addressed and transmitted to the new address.

30. **Form of Agreement; Recordation; Exhibits**. Except when this Agreement is automatically terminated due to the expiration of the Term of the Agreement or the provisions of Section 5.3 (Automatic Termination Upon Completion and Sale of Residential Lot), the City shall cause this Agreement, any amendment hereto and any other termination of any parts or provisions hereof, to be recorded, at Landowner's expense, with the county Recorder within ten (10) days of the effective date thereof. Any amendment or termination of this Agreement to be recorded that affects less than all of the Property shall describe the portion thereof that is the subject of such amendment or termination. This Agreement is executed in three duplicate originals, each of which is deemed to be an original. This Agreement consists of ___ pages and __ Exhibits, which constitute the entire understanding and agreement of the parties.

31. **Further Assurances**. The Parties agree to execute such additional instruments and to undertake such actions as may be necessary to effectuate the intent of this Agreement.

32. **City Cooperation**. The City agrees to cooperate with Landowner in securing all permits which may be required by City. In the event State or Federal laws or regulations enacted after the Effective Date, or action of any governmental jurisdiction, prevent delay or

preclude compliance with one or more provisions of this Agreement, or require changes in plans, maps or permits approved by City, the parties agree that the provisions of this Agreement shall be modified, extended, or suspended as may be necessary to comply with such State and Federal laws or regulations or the regulations of other governmental jurisdictions. Each party agrees to extend to the other its prompt and reasonable cooperation in so modifying this Agrement or approved plans.

IN WITNESS WHEREOF, the City of Lodi, a municipal corporation, has authorized the execution of this Agreement in duplicate by its Mayor and attested to by its City Clerk under the authority of Ordinance No._____, adopted by the City Council of the City of Lodi on the _____ day of _____ , 2006, and Landowner has caused this Agreement to be executed.

"CITY"	"LANDOWNER"
CITY OF LODI, a municipal corporation	SAN JOAQUIN VALLEY LAND COMPANY, LLC _____
By: _____	By:
Name: Blair King	Name:
Its: City Manager	Its:

ATTEST:

_____
City Clerk

APPROVED AS TO FORM:

_____

City Attorney

EXHIBIT LIST

Exhibit A-1:	Legal Description of the Property
Exhibit A-2:	Diagram of the Property
Exhibit B:	General Plan Land Use Map
Exhibit B-1:	Zoning Map for Project Site
Exhibit C-1:	Reserved
Exhibit C-2:	Reserved
Exhibit D:	Development Plan and Infrastructure Map for the Property
Exhibit E:	Growth Management Allocations
Exhibit F:	Annexation Approvals
Exhibit G:	Form of Assignment
Exhibit H:	Schedule of Improvements
Exhibit I:	**Settlement Agreement among San Joaquin Valley Land Company, LLC, Citizens for Open Government and the City of Lodi**

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EXHIBIT A-1

LEGAL DESCRIPTION OF THE PROPERTY

The land referred to herein is situated in the State of California, County of San Joaquin, City of Lodi, and is described as follows:

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EXHIBIT "A"

July 5, 2006

DESCRIPTION OF THE PROPOSED
REYNOLDS RANCH ANNEXATION TO THE CITY OF LODI
San Joaquin County, California

THAT PORTION OF SECTION 24, TOWNSHIP 3 NORTH, RANGE 6 EAST, MOUNT DIABLO BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE ONE-QUARTER SECTION CORNER BETWEEN SECTIONS 13 AND 24 TOWNSHIP 3 NORTH, RANGE 6 EAST, MOUNT DIABLO BASE AND MERIDIAN; THENCE S2°36'30"E, 25.00 FEET; THENCE PARALLEL TO THE NORTHERN BOUNDARY OF SECTION 24, S87°24'00"W, 1221.31 FEET MORE OR LESS TO THE EASTERN BOUNDARY OF THE UNION PACIFIC RAILROAD RIGHT OF WAY; THENCE ALONG THE EASTERN BOUNDARY OF THE UNION PACIFIC RAILROAD RIGHT OF WAY, S3°08'00W, 2635.02 FEET MORE OR LESS TO THE EAST-WEST ONE-QUARTER SECTION LINE OF SECTION 24; THENCE ALONG THE EAST-WEST ONE-QUARTER SECTION LINE OF SECTION 24, N87°48'30"E, 4002.43 FEET MORE OR LESS TO THE WEST RIGHT OF WAY BOUNDARY OF STATE ROUTE 99 AS CREATED BY HIGHWAY COMMISSION RESOLUTION OF RELINQUISHMENT NUMBER B854 AS PASSED BY THE CALIFORNIA HIGHWAY COMMISSION ON NOVEMBER 16, 1966; THENCE ALONG THE WEST RIGHT OF WAY BOUNDARY OF STATE ROUTE 99 THE FOLLOWING COURSES: N0°40'00"W, 2352.47 FEET; THENCE N2°23'00"W, 74.09 FEET; THENCE ALONG A CURVE TO THE LEFT WITH A RADIUS OF 180.00 FEET, THROUGH A CENTRAL ANGLE OF 90°13'32", A DISTANCE OF 283.45 FEET; THENCE S87°23'29"W, 175.07 FEET; THENCE ALONG A CURVE TO THE RIGHT, WITH A RADIUS OF 20.00 FEET, THROUGH A CENTRAL ANGLE OF 90°00'00", A DISTANCE OF 31.42 FEET; THENCE N2°36'31"W, 25.15 FEET MORE OR LESS TO A POINT 25.00 FEET SOUTH OF THE NORTH BOUNDARY OF SECTION 24 AS MEASURED AT A RIGHT ANGLE TO THE NORTH BOUNDARY OF SECTION 24; THENCE, LEAVING THE WEST BOUNDARY OF STATE ROUTE 99, ALONG A LINE PARALLEL TO THE NORTHERN BOUNDARY OF SECTION 24, S87°23'00"W, 2221.52 FEET MORE OR LESS TO THE POINT OF BEGINNING.

CONTAINING 236.40 ACRES MORE OR LESS

EXHIBIT A-2

DIAGRAM OF THE PROPERTY

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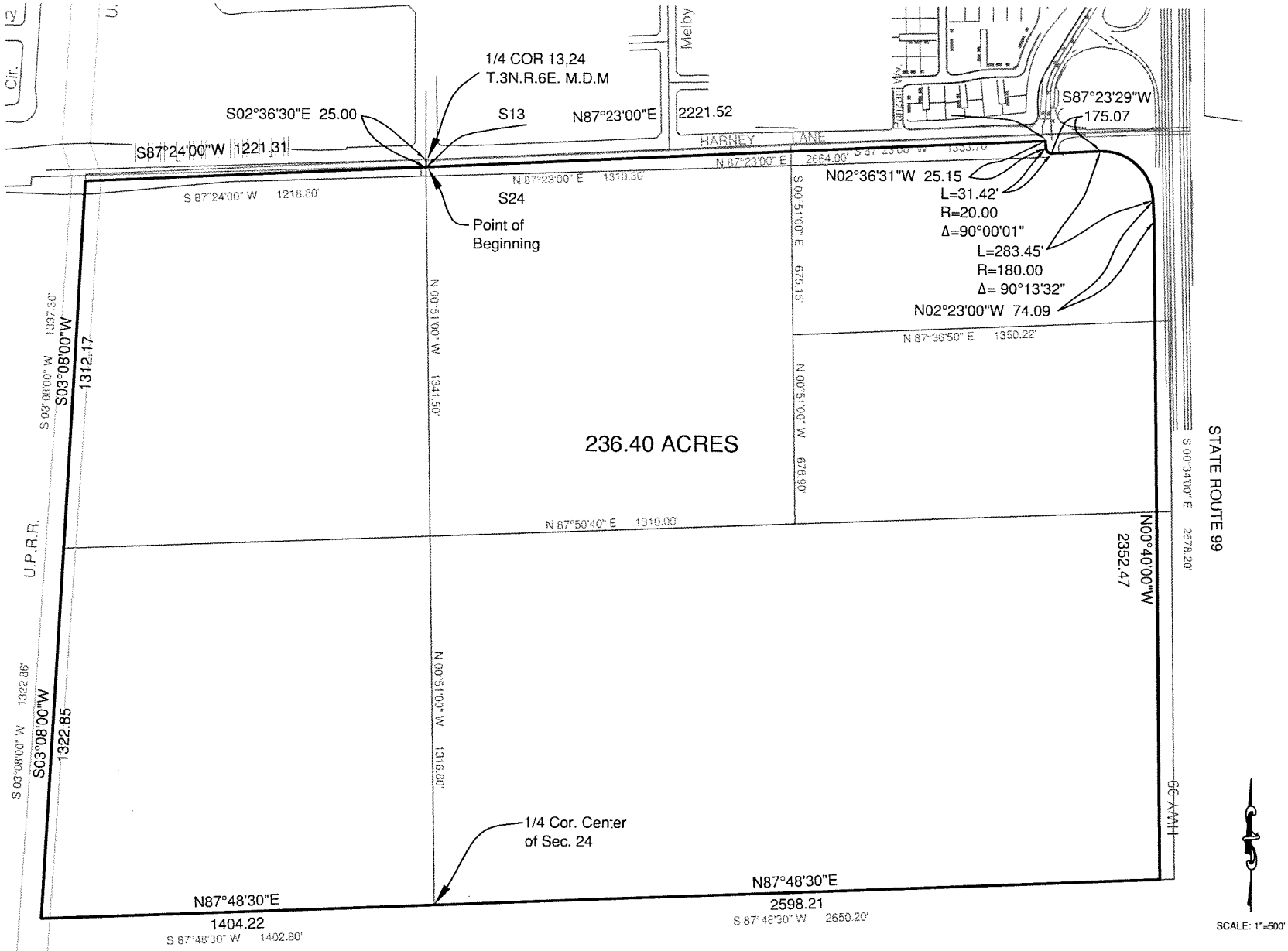

REYNOLDS RANCH
ANNEXATION

EXHIBIT B
General Plan Land Use Map

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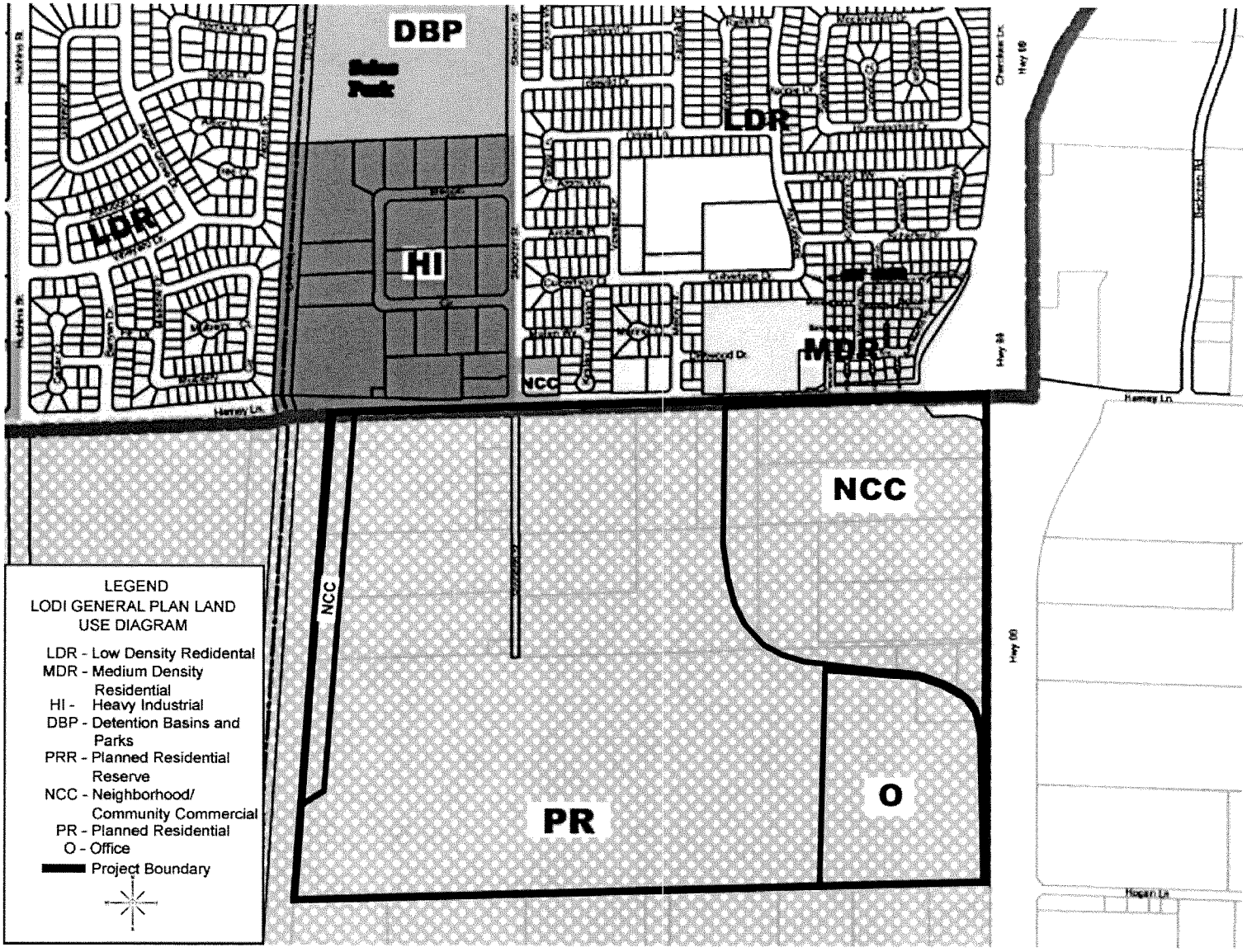

FIGURE 3.7.7: CITY OF LODI GENERAL PLAN LAND USE DESIGNATIONS

EXHIBIT B-1
Zoning Map for Project Site

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FIGURE 2.4.1: LAND USE PLAN

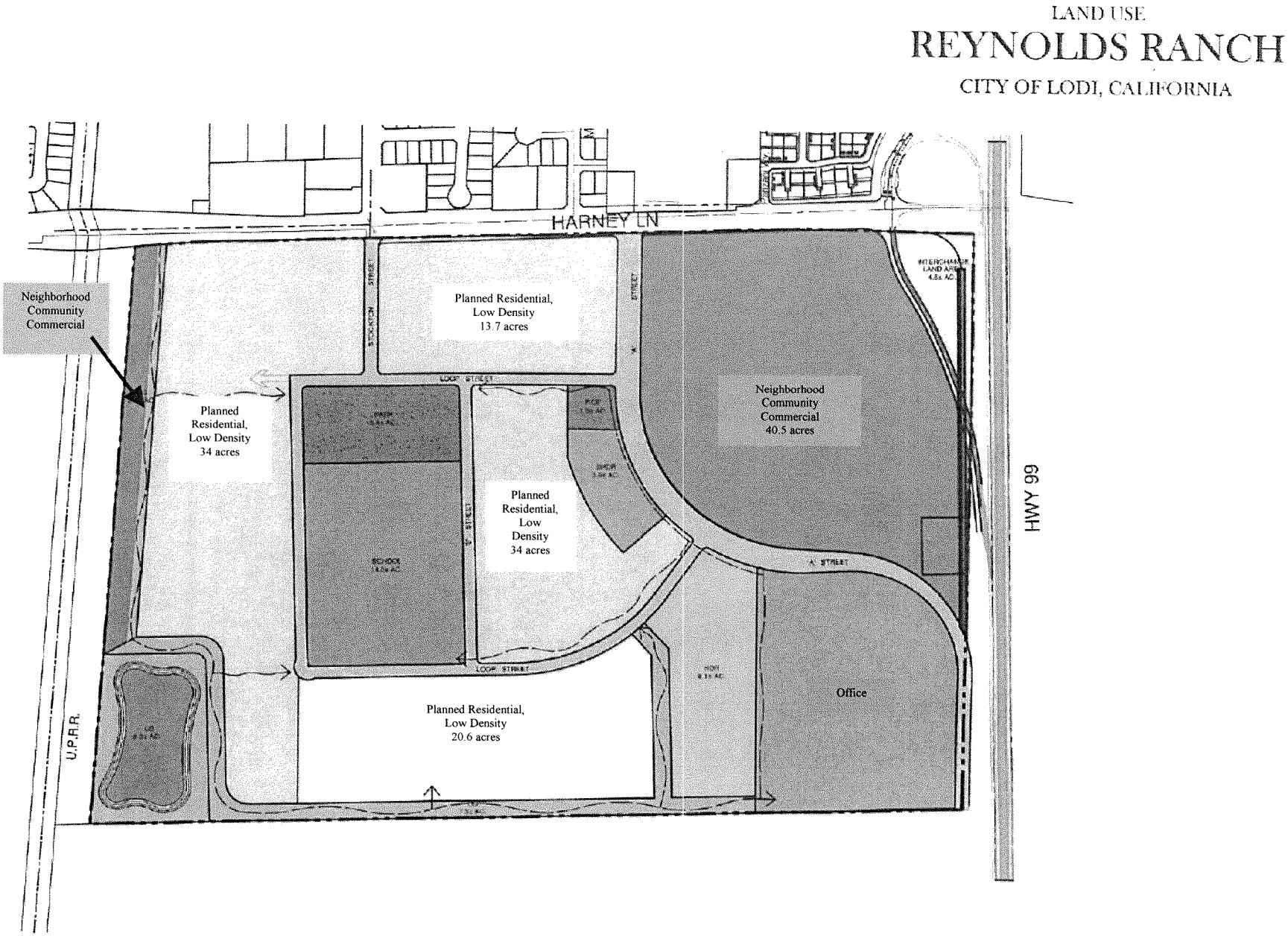

EXHIBIT C-1

Reserved

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EXHIBIT C-2

Reserved

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EXHIBIT D

DEVELOPMENT PLAN AND INFRASTRACTURE MAP FOR THE PROPERTY

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FIGURE 3.11.1: PROPOSED WATER PLAN FOR REYNOLDS RANCH

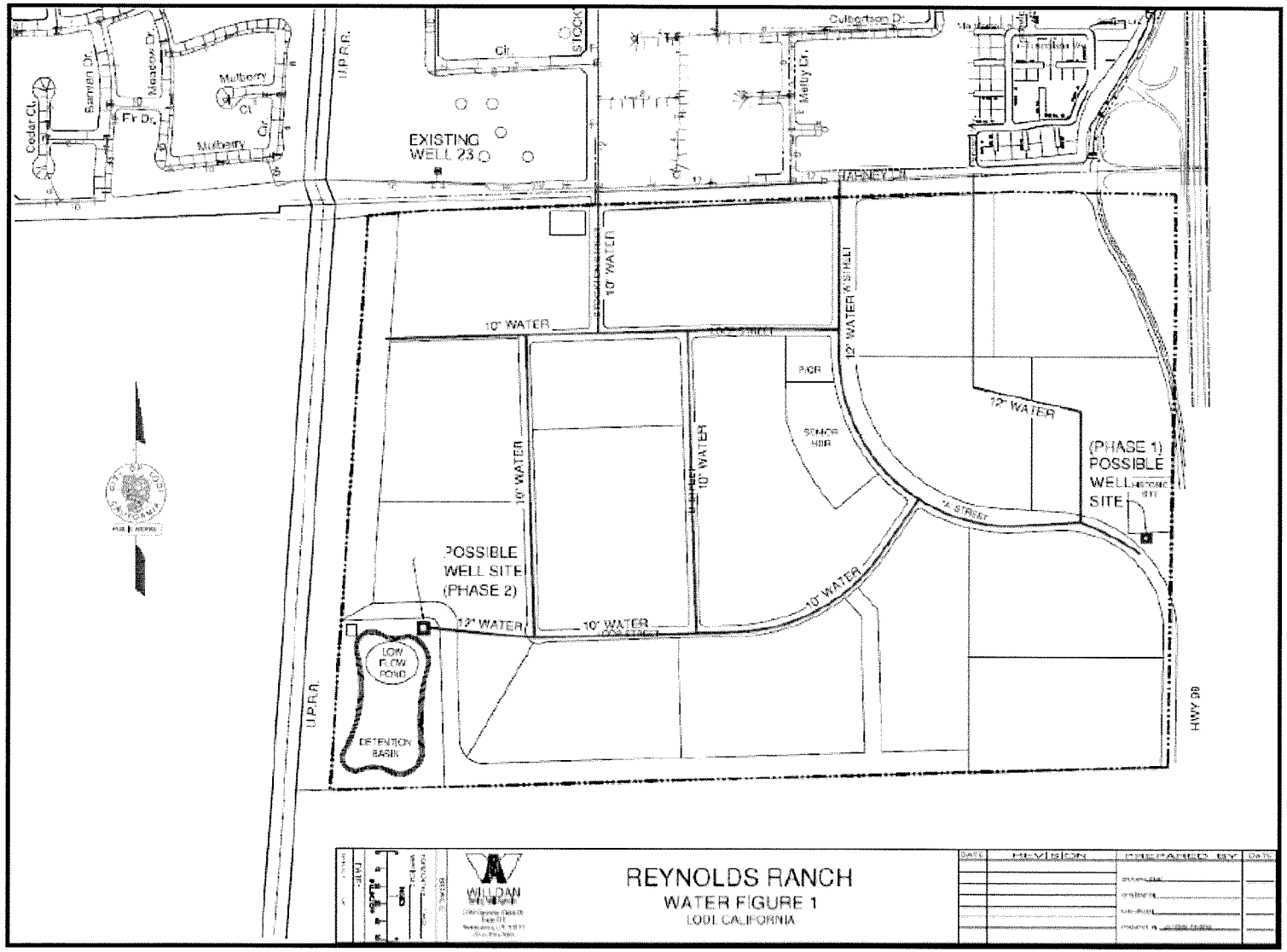

FIGURE 3.11.2: PROPOSED SEWER PLAN FOR REYNOLDS RANCH

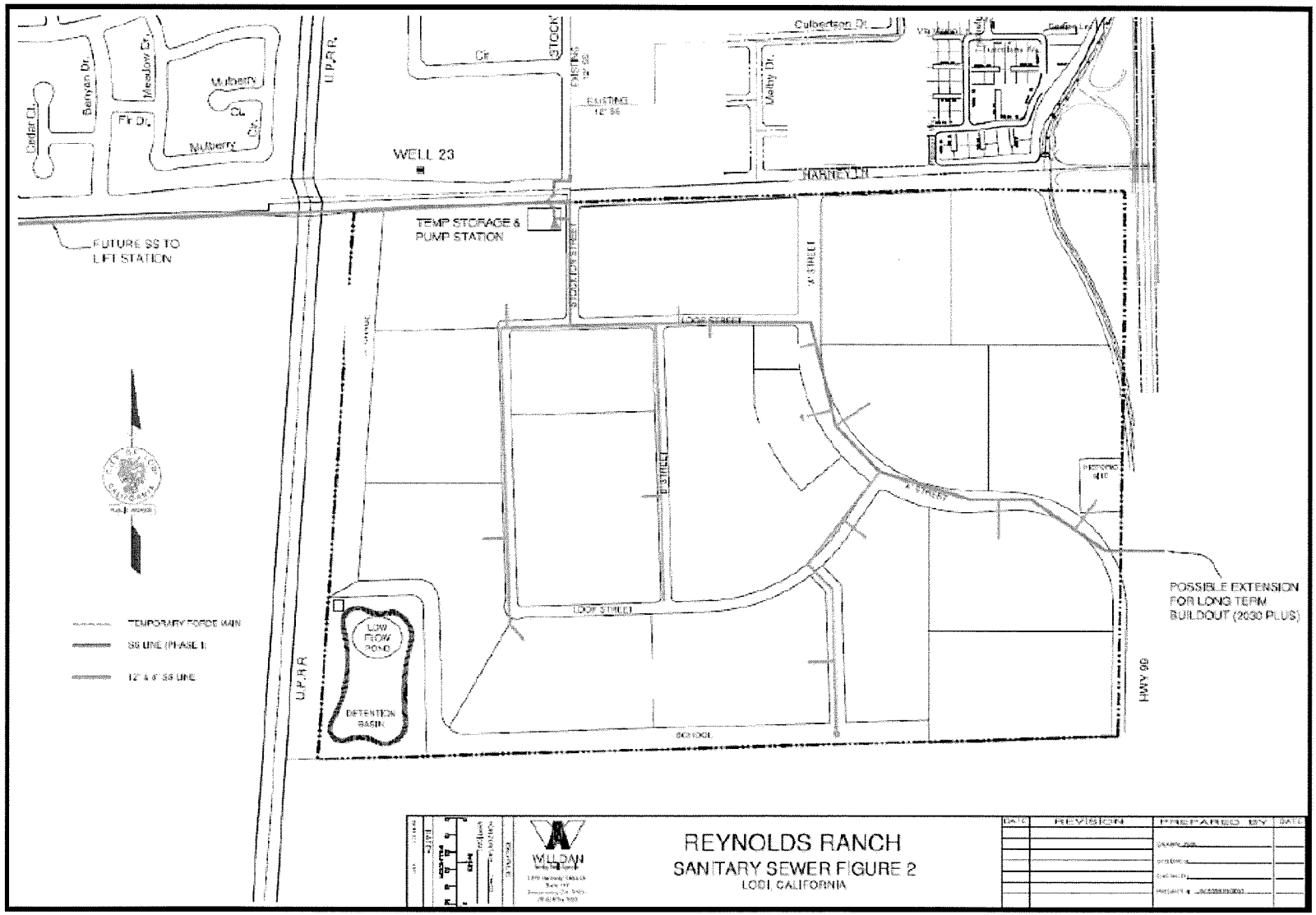

EXHIBIT E

GROWTH MANAGEMENT ALLOCATION TABLE

Applicable Date	**Allocation**
Effective Date of Development Agreement	150 low density allocation for Planned Residential Low Density 200 high density units
Within the Calendar Year One Year after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Two Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Three Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Four Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Five Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Six Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Seven Years after Effective Date	73 low density allocations for Planned Residential Low Density
Within the Calendar Year Eight Years after Effective Date	73 low density allocations for Planned Residential Low Density
Remaining Term of the Agreement including Extensions	Any remaining Planned Residential Low Density allocations up to the maximum number authorized by the Project Approvals.

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EXHIBIT F

ANNEXATION APPROVALS

(Subject to Approval of the San Joaquin County Local Area Formation Commission)

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EXHIBIT G

FORM OF ASSIGNMENT

OFFICIAL BUSINESS Document entitled to free recording Government Code Section 6103 RECORDING REQUESTED BY AND WHEN RECORDED MAIL TO: City of Lodi P.O. Box 3006 Lodi, CA 95241-1910 Attn: City Clerk	

(SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE)

ASSIGNMENT AND ASSUMPTION AGREEMENT
RELATIVE TO

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT (hereinafter, the "Agreement") is entered into this _____ day of _____, 200_ ____, by and between San Joaquin Valley Land Company, LLC, a _____ _____ (hereinafter "Developer"), and _____, a _____ _____ (hereinafter "Assignee").

RECITALS

1. On _____, 200_, the City of Lodi and Developer entered into that certain agreement entitled "Development Agreement By and Between The City of Lodi and Relative to the Development known as Reynolds Ranch (hereinafter the "Development Agreement"). Pursuant to the Development Agreement, Developer agreed to develop certain property more particularly described in the Development Agreement (hereinafter, the "Subject Property"), subject to certain conditions and obligations as set forth in the Development Agreement. The Development Agreement was recorded against the Subject Property in the Official Records of San Joaquin County on _____, 200_, as Instrument No. ___-_____.

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2. Developer intends to convey a portion of the Subject Property to Assignee, commonly referred to as Parcel _____, and more particularly identified and described in Exhibit A-1 and Exhibit A-2, attached hereto and incorporated herein by this reference (hereinafter the "Assigned Parcel").

3. Developer desires to assign and Assignee desires to assume all of Developer's right, title, interest, burdens and obligations under the Development Agreement with respect to and as related to the Assigned Parcel.

ASSIGNMENT AND ASSUMPTION

NOW, THEREFORE, Developer and Assignee hereby agree as follows:

1. Developer hereby assigns, effective as of Developer's conveyance of the Assigned Parcel to Assignee, all of the rights, title, interest, burdens and obligations of Developer under the Development Agreement with respect to the Assigned Parcel. Developer retains all the rights, title, interest, burdens and obligations under the Development Agreement with respect to all other property within the Subject Property owned by Developer.

2. Assignee hereby assumes all of the rights, title, interest, burdens and obligations of Developer under the Development Agreement with respect to the Assigned Parcel, and agrees to observe and fully perform all of the duties and obligations of Developer under the Development Agreement with respect to the Assigned Parcel. The parties intend hereby that, upon the execution of this Agreement and conveyance of the Assigned Parcel to Assignee, Assignee shall become substituted for Developer as the "Developer" under the Development Agreement with respect to the Assigned Parcel.

3. All of the covenants, terms and conditions set forth herein shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, successors and assigns.

4. The Notice Address described in Section 28 of the Development Agreement for the Developer with respect to the Assigned Parcel shall be:

_____
_____
_____
_____

IN WITNESS HEREOF, the parties hereto have executed this Agreement as of the day and year first above written. This Agreement may be signed in identical counterparts.

DEVELOPER: ASSIGNEE:

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_____	_____,
a _____	a _____
By: _____	By: _____
Print Name:	Print Name: _____
Title: Division President	Title: _____

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EXHIBIT H

SCHEDULE OF IMPROVEMENTS

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FIGURE 2.4.3: REYNOLDS RANCH PHASING PLAN

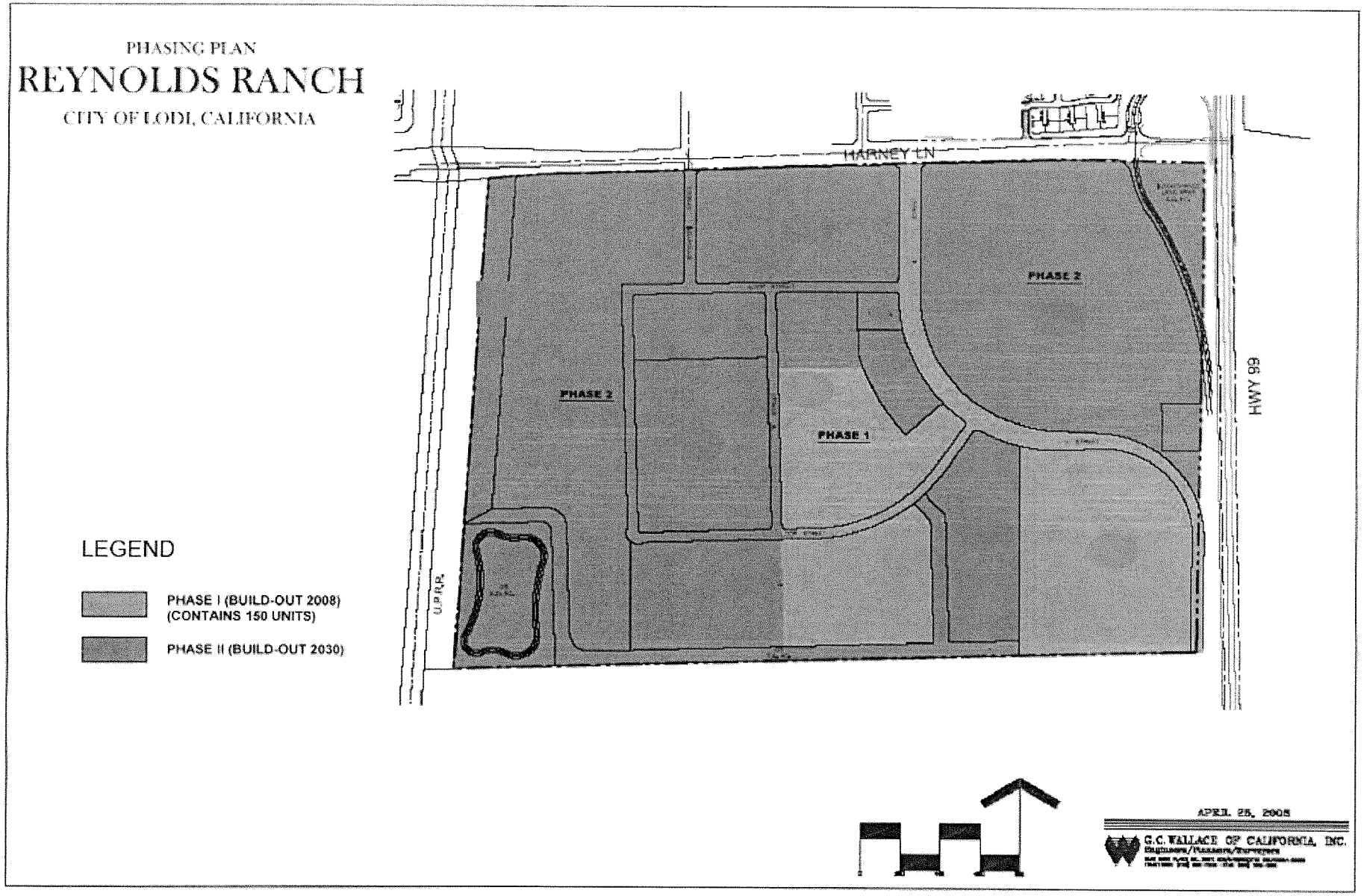

EXHIBIT I

SETTLEMENT AGREEMENT BETWEEN CITY, LANDOWNER AND CITIZENS FOR OPEN GOVERNMENT

854085-1
Version 6 8/23/2006

AGREEMENT TO AMEND DRAFT DEVELOPMENT AGREEMENT AND REFRAIN FROM CHALLENGING LAND USE PROJECT

THIS AGREEMENT is made this 24th day of August 2006 by and between the City of Lodi (City), a California General Law city, represented by the City Manager and City Attorney with the limited authority as described in Section 1.A; Citizens for Open Government, an unincorporated association (Citizens); and, San Joaquin Valley Land Company (Company) a California Limited Liability Company. The Parties agree as follows:

1. Recitals.

A. The parties to the Agreement.

City is a General Law city governed by a five-member city council. For all purposes herein and during all times during the negotiation of this Agreement the City Manager and City Attorney have represented the City. However in this Agreement and at all times during the negotiation of the Agreement the City Manager and/or City Attorney have lacked the capacity or legal authority to bind the City of Lodi and/or the City Council. The parties understand that throughout the negotiation and in executing this Agreement the City Manager and City Attorney can only recommend to the City Council that it take certain actions. All authority and discretion remains with the City Council over whether the City Council will approve or disapprove of this Agreement. The City Council is scheduled to hear the Project at a duly noticed public hearing scheduled for August 30, 2006.

Citizens is an unincorporated association that has commented on the development proposed by Company. Citizens desire to have certain mitigation measures and clarifications added to a development agreement negotiated between City and Company that in the opinion of Citizens will further the interest of the City and the interest of the public. If these amendments are added to the draft Development Agreement then Citizens will support the Project, or will not make negative comments about the project's EIR at the City Council public hearing, and will not subsequently challenge the certification of the EIR or the Project approval in court. Ann Cerney shall be the spokesperson for Citizens and make these statements at the City Council hearing.

Company, a private entity, is the applicant for various land use approvals that would permit a Blue Shield call center, a shopping center and several residential subdivisions (Project). The Project is more specifically described in the draft environmental impact report (EIR). By approving the project the City will retain Blue Shield, which currently employs approximately 600 to 800 workers and ultimately anticipates employing approximately 1,600 workers. The parties agree that retaining the Blue Shield operation in City is a substantial public benefit and a benefit that makes the Project unique for the City.

B. Although Citizens are not fully satisfied with all aspects of the Project and EIR it has balanced the benefits of the Project, including the changes to the draft Development Agreement proposed in this Agreement, against the adverse effects of the Project and has concluded that the project is more beneficial to the City than detrimental.

2. <u>Modification of Development Agreement.</u>

The parties agree that the draft Development Agreement, scheduled to be considered by the City Council at the public hearing on August 30, 2006 shall be amended as follows:

A. A. Company shall request that Blue Shield and major tenants within the commercial portion of the project prepare Transportation Demand Management Plans to reduce traffic impacts. These traffic reduction measures may include:

i. Providing flex time and/or shifting work schedules to avoid peak traffic;

ii. Establishing carpools and vanpools;

iii. Providing preferential and free parking for carpoolers and vanpoolers as well as ridesharing programs;

iv. Providing shuttle services from regional transportation (e.g., rail/bus) stations to final destinations;

v. Providing subsidies for transit passes; and

vi. Providing locker room facilities for employees (i.e. bicyclists).

B. The Company shall obtain permanent easements limiting the use of real property to agricultural or other open space uses and activities to be held by the City of Lodi (Agricultural Conservation Easements). The Agricultural Conservation Easements shall be recorded against an aggregate total of two hundred (200) acres of prime agricultural land, involving one or more parcels of land, located within fifteen (15) miles of the Project site. All of the land shall be located within San Joaquin County (excluding the Delta Primary Zone as presently defined by State Law) and shall be in current agricultural use. The easements shall meet the minimum standards set forth in Exhibit A. The easements, executed in a form suitable for recordation, shall be presented to the City Attorney for his or her review for form. The easements shall be recorded on or before the date the first residential building permit is issued for the project. The Agricultural Conservation Easements shall be recorded within three (3) days of the City Attorney approving the form of the document and the City Attorney shall not unreasonably withhold his or her approval. The cost of obtaining the Agricultural Conservation Easements shall rest with the Company. In addition, the Agricultural Conservation Easements shall not have previously been encumbered by: (a) any other perpetual conservation easement, (b) a deed restriction limiting use of the Protected Property to agricultural uses, or (c) currently be in use for agricultural mitigation; the site(s) must be subject to permanent restrictions on its use to ensure its continued agricultural production capacity by limiting non-farm development and other uses that are inconsistent with commercial agriculture; and the easements shall be designated and maintained according to all applicable federal, state, and local requirements, and shall not allow for any uses inconsistent with the goals of maintaining agricultural uses and open space uses on agricultural land and preserving the environmental integrity of the subject sites. City agrees to monitor the property subject to the easements biannually through its planning commission to ensure compliance with the requirements of this Paragraph. Company will pay City a one time fee of $5,000.00 to

compensate City for monitoring cost/contingencies connected with management of the easements.

City shall notify Citizens of which site(s) are selected to meet the requirements of this paragraph 30 days prior to the recordation of the Agricultural Conservation Easements.

C. The landscaping standards for the Blue Shield site shall be the current written design and landscaping requirements and standards found in the City's Large Scale Retail Design landscaping standards.

D. Home builders of the residential lots shall offer alternative energy features such as solar features and electrical car charging stations or outlets as optional features that each future homeowner may elect to purchase as part of the homeowner's option package.

E. In designing and developing the specific components of the of the project, the Company is committed to the design principles of "New Urbanism" adopted by the Congress for New Urbanism. This includes promoting neighborhoods that are walkable; interconnected; that incorporate a traditional grid system of streets; that include pedestrian friendly streetscapes; bicycle friendly design elements; well integrated, highly visible, and publicly accessible open spaces; a rhythm of housing and structural forms that are visually interesting, well modulated, constructed of high quality materials, individualized and proportionate to their surroundings, with minimized garage domination on the street frontages, and a range of housing types, sizes and affordability.

F. Pedestrian Transit and Bicycle Infrastructure: The Company shall implement the following measures:

1) Provide pedestrian enhancing infrastructure that includes: sidewalks and pedestrian paths, direct pedestrian connections, street trees to shade sidewalks, pedestrian safety designs/infrastructure, street lighting and/or pedestrian signalization and signage.

2) Provide bicycle-enhancing infrastructure that includes: bikeways/paths connecting to a bikeway system, and secure bike parking.

3) Prepare a transit study to assess the need for new routes or modified routes to serve the project area and comply with its requirements. The study would be conducted as part of the development plan.

G. Eastside Investment: The project requirement for investment in Lodi's eastside will be amended to require that any units which are rehabilitated or replaced which are currently at affordable rents for persons or families of low income shall remain affordable for persons of low income.

H. Funding of Water Supply. Prior to the acceptance of a residential subdivision map for the Project, a Community Facilities District (or equivalent financing mechanism) shall be formed to finance the construction of the improvements necessary to serve the WID Water to the Project "(Improvements") or Developer shall pay its proportionate share of the cost of the Improvements to the City.

I. Effect of Amendments:

1) Challenge by Citizens/Cerney: The amended Development Agreement shall provide that the amendments called for in this Agreement will not become effective in the event that Citizens and/or Ann Cerney: (1) file a legal action challenging the City's certification of the EIR; (2) file a legal action challenging the City's approval of the Project's land use approvals; (3) file a legal action challenging the San Joaquin Local Agency Formation Commission's compliance with CEQA; (4) file a legal action challenging the San Joaquin Local Agency Formation Commission's approval of the annexation of the territory to the City of Lodi; or, (5) qualify a referendum petition to require an election concerning one or more of the Project's legislative approvals.

2) Challenge by Third Party:

a. The amended Development Agreement shall provide that the amendments called for in this Agreement will become partially ineffective as set forth below in the event that any other party: (1) files a legal action challenging the City's certification of the EIR; (2) files a legal action challenging the City's approval of the Project's land use approvals; (3) files a legal action challenging the San Joaquin Local Agency Formation Commission's compliance with CEQA; (4) files a legal action challenging the San Joaquin Local Agency Formation Commission's approval of the annexation of the territory to the City of Lodi; or, (5) qualifies a referendum petition to require an election concerning one or more of the Project's legislative approvals.

b. If an event triggers a partial invalidity as called for above, provisions 2A and 2C of this Agreement will become null and void; the number of acres subject to paragraph 2B will be revised to 100 acres, and the fees in paragraph 3C will be reduced to $10,000.00. Moreover, Citizens Statute of Limitations to file an action challenging the City's certification of the EIR/land use approvals will be tolled 30 days from the limitations period established by CEQA. City and Company grant a second conditional and limited tolling of the statute of limitations to file an action challenging City's certification of the EIR. This Conditional and Limited Tolling will only arise upon a legal challenge by a third party to LAFCO's determination on the EIR and/or annexation and Citizens time to file an action shall extend for only thirty days after the third party files its action.

c. In the event that dismissals with prejudice are filed with the Court before answers are filed in the third party litigation then Citizens will dismiss any subsequent actions and the terms of this Agreement shall be fully restored.

3. Miscellaneous.

A. Ann Cerney, as a representative of Citizens, shall appear at the City Council hearing and express support for the approval of this Agreement and shall express support of the Project and certification of the EIR if the City amends the draft Development Agreement to include the changes found in Section 2 of this Agreement

B. Citizens represents and warrants that Ann Cerney has authority to execute this Agreement on behalf of Citizens and is authorized to speak on behalf of the organization at the Lodi City Council meeting.

C. Company conditionally agrees to pay $20,000 to Citizens to reimburse Citizens for attorney fees expended in the negotiation and executing of this Agreement and to reimburse members of the Citizens for extraordinary time and effort expensed in this process. The distribution of the money shall be at the sole discretion of Citizens. The reimbursement of attorney fees shall be due and payable thirty (30) days after the last day to take any of the actions described in this Section 3.C.

D. Company represents and warrants that prior to the August 30, 2006 City hearing Blue Shield shall issue a press release to local media outlets reasserting Blue Shield's commitment to the Project site.

E. If the benefits included in the amendments to the Development Agreement are not adopted by the City Council, Citizens' support for approval of the Project will be withdrawn and its previously stated objections will be renewed. City and Company agree not to assert an exhaustion of administrative remedies defense as to those issues raised and exhausted at the planning commission hearing if litigation ensues and this agreement becomes null and void, or partially invalid under Section 2.I and/or of this Agreement.

4. Effective Date of Agreement.

Only Section 3.A, 3.B, and 3.D of the Agreement shall be immediately effective and binding upon Citizens and Company. The remainder of this Agreement shall only become effective upon the City Council approval of the amendments to the draft Development Agreement that are described in Section 2.

5. Agreement not to Sue or Circulate a Referendum Petition.

If the amendments to the Development Agreement called for in this Agreement are adopted by the City Council, Citizens agrees that neither it nor its individual members shall sue the City or the San Joaquin Local Agency Formation Commission over the sufficiency of the EIR or the land use/annexation decisions by these public agencies. Further neither Citizens nor its members shall encourage or give assistance to any others to challenge the Company's project either administratively or judicially. Moreover, neither Citizens, nor its members will encourage, indirectly assist or actually circulate a petition to place a referendum on the ballot to force an election about one or more the Project's legislative approvals.

6. Counterparts.

This agreement may be executed in counterparts.

_____
San Joaquin Valley Land Co., LLC
Dale Gillespie, Managing Member

_____
City of Lodi
Blair King, City Manager

_____
Citizens for Open Government
Ann Cerney

CITY OF LODI

Carnegie Forum
305 West Pine Street, Lodi

NOTICE OF PUBLIC HEARING

Date: **August 30, 2006**

Time: **6:30 p.m.**

For information regarding this notice please contact:
Jennifer M. Perrin
Interim City Clerk
Telephone: (209) 333-6702

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that on **Wednesday, August 30, 2006,** at the hour of 6:30 p.m., or as soon thereafter as the matter may be heard, the City Council will conduct a public hearing at the Carnegie Forum, 305 West Pine Street, Lodi, to consider the following matter:

a) Certification of an Environmental Impact Report (EIR) and approval of General Plan Amendment, Zone Change, Development Agreement, and Annexation to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Route 99 and the Union Pacific Railroad (UPRR) to the west. (Applicant: San Joaquin Valley Land Company, File #'s 06-GM-01, 06-EIR-01, 06-AX-01)

Information regarding this item may be obtained in the Community Development Department, 221 West Pine Street, Lodi, (209) 333-6711. All interested persons are invited to present their views and comments on this matter. Written statements may be filed with the City Clerk, City Hall, 221 W. Pine Street, 2nd Floor, Lodi, 95240 at any time prior to the hearing scheduled herein, and oral statements may be made at said hearing.

If you challenge the subject matter in court, you may be limited to raising only those issues you or someone else raised at the public hearing described in this notice or in written correspondence delivered to the City Clerk, 221 West Pine Street, at or prior to the close of the public hearing.

By Order of the Lodi City Council:

Jennifer M. Perrin
Interim City Clerk

Dated: August 16, 2006

Approved as to form:

D. Stephen Schwabauer
City Attorney

DECLARATION OF POSTING

Notice of Public Hearing on August 30, 2006, Certification of an Environmental Impact Report (EIR) and approval of General Plan Amendment, Zone Change, Development Agreement, and Annexation to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Route 99 and the Union Pacific Railroad (UPRR) to the west. (Applicant; San Joaquin Valley Land Company, File #'s 06-GM-01, 06-EIR-01, 06-AX-01)

On Friday, August 18, 2006, in the City of Lodi, San Joaquin County, California, Certification of an Environmental Impact Report (EIR) and approval of General Plan Amendment, Zone Change, Development Agreement, and Annexation to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Route 99 and the Union Pacific Railroad (UPRR) to the west. (Applicant: San Joaquin Valley Land Company, File #'s 06-GM-01, 06-EIR-01, 06-AX-01) was posted at the following locations:

Lodi Public Library
Lodi City Clerk's Office
Lodi City Hall Lobby
Lodi Carnegie Forum

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 18, 2006, at Lodi, California.

ORDERED BY:

JENNIFER M. PERRIN
INTERIM CITY CLERK

JENNIFER M. PERRIN, CMC
INTERIM CITY CLERK

JACQUELINE L. TAYLOR, CMC
DEPUTY CITY CLERK

DANA R. CHAPMAN
ADMINISTRATIVE CLERK

N:\Administration\CLERK\Forms\DECPOSTPlanning.DOC

DECLARATION OF MAILING

Notice of Public Hearing on August 30, 2006, Certification of an Environmental Impact Report (EIR) and approval of General Plan Amendment, Zone Change, Development Agreement, and Annexation to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Route 99 and the Union Pacific Railroad (UPRR) to the west. (Applicant; San Joaquin Valley Land Company, File #'s 06-GM-01, 06-EIR-01, 06-AX-01)

On August 18, 2006, in the City of Lodi, San Joaquin County, California, I deposited in the United States mail, envelopes with first-class postage prepaid thereon, containing Notice of Public Hearing for August 30, 2006,. The mailing list for said matter is attached hereto, marked Exhibit A.

There is a regular daily communication by mail between the City of Lodi, California, and the places to which said envelopes were addressed.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 18 2006, at Lodi, California.

ORDERED BY:

JENNIFER M. PERRIN
INTERIM CITY CLERK, CITY OF LODI

ORDERED BY:

JENNIFER M. PERRIN, CMC
INTERIM CITY CLERK

JACQUELINE L. TAYLOR, CMC
DEPUTY CITY CLERK

Dana R. Chapman

DANA R. CHAPMAN
ADMINISTRATIVE CLERK

Forms/decmail.doc

Reynolds Ranch EIR Public Hearing Labels

MILLER, DONALD W & NANCY
C TR
4071 E HARNEY LN
LODI, CA 95240

MILLER, DONALD & N TRS
4071 E HARNEY LN
LODI, CA 95240

TARDITI, TERRY TR ETAL
2525 S STOCKTON ST
LODI, CA 95240

WARREN, FRANK L & MAXINE
2558 MELBY DR
LODI, CA 95240

STALLINGS, MICHAEL W &
PATRICI
10501 HILDRETH LN
STOCKTON, CA 95212

JONES, RICHARD D & ANN A
2564 KIRSTEN CT
LODI, CA 95240

~~CRYSTAL ENTERPRISES L P~~
~~PO BOX 1259~~ Dup
~~WOODBRIDGE, CA 95258~~

KUMARI, VIJAY & SARITA
674 CHERRY AVE
SAN JOSE, CA 95118

KB HOME NORTH BAY INC
2420 DEL PASO RD #200
SACRAMENTO, CA 95834

~~KB HOME NORTH BAY INC~~
~~2420 DEL PASO RD #200~~
~~SACRAMENTO, CA 95834~~
Dup

LOGAN, WENDELL &
DORATHEA
311 E HARNEY LN
LODI , CA 95242

MEYERS, NICHOLAS J &
PENNY M T
77 RIVERWOOD DR
WOODBRIDGE, CA 95258

KACKYS LLC
872 WESTWIND DR
LODI , CA 95242

SINIGAGLIA, GREGORY A
ETAL
314 DRIFTWOOD DR
LODI, CA 95240

CRYSTAL ENTERPRISES L P
PO BOX 1259
WOODBRIDGE, CA 95258

LAWLEY, RODNEY & PENNY
ETAL
2058 PETERSBURG WAY
LODI, CA 95242

GILL, HARDEV S & RUPINDER
K
2074 BERRICK AVE
MANTECA, CA 95337

DELGADO, GUSTAVO
2513 MERCATO LN
LODI, CA 95240

KB HOME NORTH BAY INC
2420 DEL PASO RD #200
SACRAMENTO, CA 95834
Dup

MCMILLIAN, CEDRICK D &
MARIE R
2510 VALLINI LN
LODI, CA 95240

THAYER, WALTER & JOANNE
M
325 E HARNEY LN
LODI, CA 95240

~~LODI CITY OF~~
~~221 W PINE ST~~
~~LODI, CA 95240~~

CHUGHTAI, AFTAB & FARHAT
ETAL
2564 MELBY DR
LODI, CA 95240

FLEMMER, LOWELL & VIOLET
2031 BERN WAY
LODI, CA 95242

BERRI, DENNIS E & LYNETTE A
TR
2541 PRINCETON DR
SAN BRUNO, CA 94066

~~FLEMMER, LOWELL B &~~
~~VIOLET~~
~~2031 BERN WAY~~ Dup
~~LODI, CA 95242~~

HABER, BONIFACIO A JR &
RIZALI
329 LELAND AVE
SAN FRANCISCO, CA 94134

GAWEL, JASON & KIMBERLY
2507 MERCATO LN
LODI, CA 95240

~~KB HOME NORTH BAY INC~~
~~2420 DEL PASO RD #200~~
~~SACRAMENTO, CA 95834~~ Dup

JOMA, ROQUE
2509 VALLINI LN
LODI, CA 95240

OSEGUERA DORRANCE,
ADRIANA
2503 VALLINI LN
LODI, CA 95240

MEZA, JOSEFINA
437 PORTA ROSSA WAY
LODI, CA 95240

CALANGI, CLARO HERNANDEZ
& LOR
443 PORTA ROSSA WAY
LODI, CA 95240

GAMA, JOSE
2450 MONTEBELLO WAY
LODI, CA 95240

TELLA, LYDIA A
442 SAN PIETRO LN
LODI, CA 95240

GONZALEZ, IMELDA E
229 ELGIN AVE
LODI, CA 95240

NOWAK, MARK
2459 FELINO LN
LODI, CA 95240

~~LODI CITY OF~~
~~221 W PINE ST~~
~~LODI, CA 95240~~

UNION PACIFIC RAILROAD
COMPANY
1416 DODGE ST ROOM 830
OMAHA , NE 68179

~~UNION PACIFIC RAILROAD~~
~~COMPANY~~
~~1416 DODGE ST ROOM 830~~
~~OMAHA , NE 68179~~ Dup

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~~OMAHA , NE 68179~~ Dup

~~UNION PACIFIC RAILROAD~~
~~COMPANY~~
~~1416 DODGE ST ROOM 830~~
~~OMAHA , NE 68179~~ Dup

REYNOLDS, ROBERT &
CAROLYN TR
23290 N PEARL RD
ACAMPO, CA 95220

KATZAKIAN, CHARLES S &
MELISSA
PO BOX 2484
LODI, CA 95241

OWEN, BETTY JANE TR
3651 SCOTTSDALE RD
LODI, CA 95240

NITTA, GORDON & T
3771 SCOTTSDALE RD
LODI, CA 95240

RISHWAIN, TIMOTHY E
3909 E SCOTTSDALE RD
LODI, CA 95240

WHITE, MICHAEL G & D J
3993 SCOTTSDALE RD
LODI, CA 95240

HILARIO, PEDRO D & ESTELA H
TR
387 ALTOS OAKS DR
LOS ALTOS, CA 94024

HERRERA, JOSE R & DEBRA
12637 N HWY 99
LODI, CA 95240

MUHLBEIER, TIM F & KATHY E
TR
4279 SCOTTSDALE RD
LODI, CA 95240

ZAVALA, DONALD &
ALEXANDRIA
4291 SCOTTSDALE RD
LODI, CA 95240

~~REYNOLDS, ROBERT &~~
~~CAROLYN TR~~
~~23290 N PEARL RD~~ Dup
~~ACAMPO, CA 95220~~

~~ZAVALA, DONALD &~~
~~ALEXANDRIA~~
~~4291 SCOTTSDALE RD~~ Dup
~~LODI, CA 95240~~

WARNER, SEAN & SUMMER
3475 N STOCKTON ST
LODI, CA 95240

HEUANSAVATH,
SENGSOURISACK & V
13409 N STOCKTON ST
LODI, CA 95240

GRIFFITTS, WILLIAM &
CHERYL T
13387 N STOCKTON ST
LODI, CA 95240

ZARATE, ISAAC B & DONNA I
TR
2036 BISHOP ST
STOCKTON, CA 95205

DELLA MAGGIORA,
DOMENICO TR ET
13323 N STOCKTON ST
LODI, CA 95240

PARISES, DAN & ELISA TR
13322 N STOCKTON ST
LODI, CA 95240

Reynolds Ranch EIR Public Hearing Labels

MCLEAN, JEFFREY JOHN ETAL
310 KENSINGTON WAY
LODI, CA 95242

BRADLEY, ERMA F TR ETAL
310 KENSINGTON WAY
LODI, CA 95242

STOCKAR, PATRICK F &
SANDRA H
PO BOX 673
VICTOR, CA 95253

STOCKER, PATRICK F &
SANDRA H
PO BOX 673
VICTOR, CA 95253

HELM, SHIRLEY ANN ETAL
13125 N STOCKTON ST
LODI, CA 95240

REYNOLDS, ROBERT L &
CAROLYN W
23290 N PEARL RD
ACAMPO, CA 95220

REYNOLDS, ROBERT L &
CAROLYN W
23290 N PEARL RD
ACAMPO, CA 95220

BISLA, BRIJ D & S K
13137 N ST RT 99 W F
LODI, CA 95240

LODI MOOSE, LODGE 634
13263 N HWY 99
LODI, CA 95240

DEL CASTILLO, MARCIANO &
3
3191 N HWY 99
LODI, CA 95240

SEEMAN, DELFORD & E TRS
13275 N STOCKTON ST
LODI, CA 95240

PELLETTI, MARIA
13167 S STOCKTON ST
LODI, CA 95240

TSUTSUMI, AGNES M TR ETAL
3725 E ARMSTRONG RD
LODI, CA 95240

UNION PACIFIC RAILROAD
COMPANY
1416 DODGE ST ROOM 830
OMAHA , NE 68179

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that on Wednesday, August 30, 2006, at the hour of 6:30 p.m., or as soon thereafter as the matter may be heard, the City Council will conduct a public hearing at the Carnegie Forum, 305 West Pine Street, Lodi, to consider the following matter:

a) Certification of an Environmental Impact Report (EIR) and approval of General Plan Amendment, Zone Change, Development Agreement, and Annexation to allow development of a single tenant office building (approximately 200,000 sq ft) on 20 acres, general retail commercial uses on 40 acres, 1,084 dwelling units of various densities, and associated public and quasi-public facilities (Reynolds Ranch Project) on a total of 220 acres located on the south side of Harney Lane between State Route 99 and the Union Pacific Railroad (UPRR) to the west. (Applicant: San Joaquin Valley Land Company, File #'s 06-GM-01, 06-EIR-01, 06-AX-01)

Information regarding this item may be obtained in the Community Development Department, 221 West Pine Street, Lodi, (209) 333-6711. All interested persons are invited to present their views and comments on this matter. Written statements may be filed with the City Clerk, City Hall, 221 W. Pine Street, 2nd Floor, Lodi, 95240 at any time prior to the hearing scheduled herein, and oral statements may be made at said hearing.

If you challenge the subject matter in court, you may be limited to raising only those issues you or someone else raised at the public hearing described in this notice or in written correspondence delivered to the City Clerk, 221 West Pine Street, at or prior to the close of the public hearing.

By Order of the Lodi City Council:

Jennifer M. Perrin
Interim City Clerk

Dated: August 16, 2006

Approved as to form:

D. Stephen Schwabauer
City Attorney
August 19, 2006 – 05512984

Lodi News-Sentinel

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By Order of the Lodi City Council:
Jennifer M. Perrin
Interim City Clerk

Dated: August 16, 2006

Approved as to form:
D. Stephen Schwabauer
City Attorney

#529226 8/23/06

NOTICE OF TRUSTEE'S SALE TS No. 06-08401 Doc

The Record