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## AGENDA REPORT

TO: HONORABLE CITY COUNCIL

FROM: Sabrina B. Landreth

SUBJECT: Gateway Industrial District  
(Oakland Army Base)  
Community Facilities District

DATE: June 4, 2015

COUNCIL DISTRICT: 3

### RECOMMENDATION

Staff recommends the City Council conduct a public hearing and, upon conclusion, accept and adopt:

- 1) A Resolution of Formation of Community Facilities District No. 2015-1 (Gateway Industrial District) and Authorization of Levy of a Special Tax Therein; and
- 2) A Resolution of the Council of the City of Oakland Calling Special Mailed-Ballot Election for Qualified Electors of Community Facilities District No. 2015-1 (Gateway Industrial District).

### OUTCOME

Approval of the proposed resolutions will result in 1) the formation of Community Facilities District No. 2015-1 at Gateway Industrial District, located on the former Oakland Army Base, and authorization to levy a special tax to maintain the public improvements and infrastructure at the Gateway Industrial District, and 2) the call for a special mail ballot election for Community Facilities District 2015-1.

### EXECUTIVE SUMMARY

A Community Facilities District (CFD) is proposed for the maintenance of the public improvements and infrastructure at Gateway Industrial District, located on the former the Oakland Army Base property and Frontage Road between 7<sup>th</sup> Street and West Grand Avenue. A CFD for Gateway Industrial District is being proposed in order to levy and collect a special tax from the developed parcels at Gateway Industrial District to fund the maintenance of public

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improvements and related costs required as conditions of approval for the Gateway Industrial District.

A public hearing on formation of Community Facilities District No. 2015-1 (Gateway Industrial District), authorizing the levy of a special tax therein and submitting the levy of the special tax to the qualified electors of the Community Facilities District was held on June 17, 2015 at 6:30 pm.

## **BACKGROUND**

On October 23, 2012, pursuant to City Council Ordinance 13131 C.M.S., the City entered into a Lease Disposition and Development Agreement (the "LDDA") with Prologis CCIG Oakland Global (the "Developer") for the redevelopment of the Gateway Industrial District, located on the former Oakland Army Base. At the same time, pursuant to Ordinance 13131 C.M.S., the City engaged California Capital & Investment Group (CCIG) as its Manager for the design and construction of the public improvements, including new underground utilities, public streets and landscaping, and lighting, required to support vertical development at the Gateway Industrial District.

On October 16, 2013, CCIG, acting as the City's Manager, entered into a Design Build Contract with Turner/Goodfellow Top Grade/Flatiron Joint Venture (the "Design Build Contractor") for the construction of Gateway Industrial District public improvements, including new underground utilities, public streets and landscaping, and lighting. Once constructed, such improvements require ongoing maintenance.

The City Council took the following actions at its June 17, 2015 meeting: adopted a resolution approving Amended and Restated Local Goals and Policies for Special Assessment and Mello-Roos Community Facilities District Financing, and adopted a Resolution of Intention of the City of Oakland to Establish City of Oakland Community Facilities District No. 2015-1 (Gateway Industrial District); Held a Public Hearing; Levy a Special Tax to Finance the Maintenance of Certain Public Improvements; and Approving a Proposed Boundary Map For Community Facilities District No. 2015-1 Pursuant to the Mello-Roos Community Facilities Act of 1982.

## **ANALYSIS**

The establishment of the proposed CFD will provide a permanent mechanism to guarantee funding for the maintenance of Gateway Industrial District, located on the former Oakland Army Base. The entire cost of the District, including any administrative costs incurred by the City, will be covered by the special tax to be levied on the property located within the District.

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Community Facilities District Report, Community Facilities District No. 2015-1 (Gateway Industrial District) for the City of Oakland, County of Alameda, California, dated June 26, 2015, describing the proposed services to be financed by the CFD, if it is formed, is attached as **Attachment A**. The report provides: a description of the services, an estimate of the costs, a copy of the rate and method of apportionment, a copy of the boundary map and a list of the assessor's parcel numbers within the boundary of the CFD.

The boundaries of CFD No. 2015-1, attached as Exhibit 3 to the Resolution of Intention, have been revised to remove Assessor's Parcel Number 18-508-13. The boundaries of CFD No. 2015-1 (as revised), are attached hereto as **Attachment B**, and once approved, shall be the boundaries of CFD No. 2015-1.

Staff is recommending the City Council take this next step to form the CFD by adopting the proposed resolution of formation of Community Facilities District No. 2015-1 and authorizing the levy of a special tax to finance certain public improvements and infrastructure at the Gateway Industrial District. The CFD formation process requires that the City Council conduct a public hearing to adopt formation of the District, levy the special tax, and call a special mail ballot election.

The Community Facilities Act provides that a public hearing must be held to establish the CFD. At the close of the public hearing, absent any objection by the City, the only property owner within the proposed District, the City Council may determine that there was no majority protest, as defined by the Community Facilities Act. In order to expedite the formation process, the City, the only property owner within the District, has signed a waiver and consent form waiving its right to protest at the public hearing and waiving any minimum time periods relative to the landowner election. Accordingly, the City has agreed to submit its election ballots prior to July 11, 2015 so that the election results will be available at the meeting.

The specific actions required by Council in this agenda item are:

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- Conduct a Public Hearing on Formation of Community Facilities District No. 2015-1, Authorizing the Levy of a Special Tax Therein and, submitting the Levy of the Special Tax to the Qualified Electors of the Community Facilities District.
- Adopt a Resolution of Formation of Community Facilities District No. 2015-1 and authorizing the Levy of a Special Tax Therein, this resolution formally establishes Community Facilities District No. 2015-1 and state that the matter of the levy of a special tax shall be submitted to the qualified electors of the CFD.

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- Adopt a resolution calling for a Special Mail Ballot Election for Qualified Electors of Community Facilities District No. 2015-1, this resolution identifies the one property owner, the City of Oakland, has filed a waiver and consent to expedite the process for formation of the CFD and calls for an election by the one property owner regarding the levy of a special tax to fund public service and administrative costs associated with the CFD.

Additional actions required by Council at the July 21, 2015 meeting, contained in a separate agenda item:

- Adopt a resolution determining the result of the Special Mail Ballot Election held in Community Facilities District No. 2015-1. This resolution states that more than two-thirds of all votes cast at the special mail election were in favor of the levying of a special tax. In fact the only property owner vote cast was in favor of the levy of a special tax.
- Introduce Ordinance Levying Special Taxes within Community Facilities District No. 2015-1 (first reading)

Future actions include:

September 8, 2015

- Approve Final Passage of Ordinance Levying Special Taxes within Community Facilities District No. 2015-1 (second reading).

### **PUBLIC OUTREACH/INTEREST**

The formation of the CFD is a statutory process that does not require any additional public outreach other than the required posting on the City's website for the proposed adoption of the resolutions and ordinance.

### **COORDINATION**

This action has been coordinated with City Controller's Bureau, City Attorney's Office, California Capital & Investment Group (City's Manager), and Prologis CCIG Oakland Global (the Developer).

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## **FISCAL IMPACT**

The proposed Community Facilities District No. 2015-1 (the "District") will be fully supported by an annual special tax levied on the real property within the District. The City's administrative costs related to the District will be reimbursed from the special tax proceeds. There will be no impact on the City's finances, budget or on the General Purpose Fund.

Staff anticipates tax revenue for CFD No. 2015-1 will be generated in early 2016. Additionally, staff anticipates the public improvements and infrastructure at Gateway Industrial District will become operational at this same time, in early 2016, and that the tax revenue generated will be sufficient to fund these initial maintenance requirements. In the event tax revenue is not generated in a timely manner, staff will look to the Project to fund any gap, and will upon receipt of tax revenue reimburse the Project for these costs. In the event the Project cannot fund any gap, staff will bring forward an item to Council, requesting General Fund monies to fund the gap, and will upon receipt of tax revenue, reimburse the General Fund for these costs.

## **SUSTAINABLE OPPORTUNITIES**

***Economic:*** The establishment of the Community Facilities District No. 2015-1 will provide a mechanism to fund the maintenance of public improvements including public access areas, public streets and bike and pedestrian trails in the Gateway Industrial District.

***Environmental:*** The District will ensure adequate maintenance for the Gateway Industrial District. The District will use, to the greatest extent possible, best management practices for maintaining the public improvements.

***Social Equity:*** The special tax will be apportioned in conformance with the Rate and Method of Apportionment based on square footage. The tax revenue generated will fund the maintenance of public improvements including public access areas, public streets and bike and pedestrian trails in the Gateway Industrial District.

## **CEQA**

Pursuant to CEQA Guidelines Section 15378(b)(4), California law does not require CEQA compliance for actions required to create government funding mechanisms or other government fiscal activities which do not involve any commitment to any specific project which may result in a potentially significant physical impact on the environment. The conditions of CEQA Guidelines Section 15378(b)(4) are satisfied for the actions required to form CFD No. 2015-1, as the District is formed solely for the purposes of maintaining the general public infrastructure improvements, does not authorize or fund any construction of infrastructure or any private

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development by Developer, and the public infrastructure improvements to be maintained under this CFD are neither dependent upon the private development authorized under the LDDA, nor specific to any of the private development so authorized.

Additionally, the City previously prepared and certified/adopted a set of CEQA documents relating to the Oakland Army Base: the 2002 Oakland Army Base ("OARB") Redevelopment Plan Environmental Impact Report, which was a "project level" EIR pursuant to California Environmental Quality Act ("CEQA") Guidelines section 15180(b); the 2006 OARB Auto Mall Supplemental EIR and 2007 Addendum; and the 2009 Addendum for the Central Gateway Aggregate Recycling and Fill Project; while the Port prepared and adopted the Port's 2006 Maritime Street Addendum (collectively called "Previous CEQA Documents"). In addition, on June 19, 2012, the City Council, via Resolution No. 83930 C.M.S., approved the amended OARB Reuse Plan (Master Plan), including adopting the 2012 OARB Initial Study/Addendum ("IS/Addendum"), making related CEQA findings and adopting the Standard Conditions of Approval/Mitigation Monitoring and Reporting Program ("SCA/MMRP").

To the extent the action(s) required for the formation of CFD No. 2015-1 are a project, such actions are exempt from CEQA pursuant to CEQA Guidelines sections 15061(b)(3) (general rule) as the formation of CFD No. 2015-1 merely allows the City to set a voter approved special tax rate so that the City is able to pay for costs of maintaining City infrastructure and the City lacks discretion to shape or alter any development that has the potential to impact the environment. Formation of CFD No. 2015-1 is also exempt because actions required to approve the formation of CFD No. 2015-1 qualify under CEQA Guidelines Section 15273 (rates, tolls, fares, and charges) and the actual maintenance work that would be funded by the CFD No. 2015-1 qualifies as maintenance of existing facilities under CEQA Guidelines Section 15301 (existing facilities) or minor alterations to land for replacement work under CEQA Guidelines Section 15304 (minor alterations). Further, to the extent formation of CFD No. 2015-1 is considered a project in furtherance of the OARB redevelopment, none of the circumstances necessitating preparation of additional CEQA review as specified in CEQA and the CEQA Guidelines, including without limitation Public Resources Code Section 21166 and CEQA Guidelines Sections 15162 and 15163 are present in that:

1. There are no substantial changes in the improvements proposed to be maintained with the CFD No. 2015-1 funding that would result in new significant environmental impacts or a substantial increase in the severity of significant impacts already identified in the Previous CEQA Documents and the IS/Addendum;
2. There are no substantial changes in circumstances that would result in new significant environmental impacts or a substantial increase in the severity of

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significant impacts already identified in the Previous CEQA Documents and IS/Addendum; and

3. There is no new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the Previous CEQA Documents and IS/Addendum were adopted, which is expected to result in (a) new significant environmental effects or a substantial increase in the severity of significant environmental effects already identified in the Previous CEQA Documents and IS/Addendum; or (b) mitigation measures which were previously determined not to be feasible would in fact be feasible, or which are considerably different from those recommended in the Previous CEQA Documents and IS/Addendum and which would substantially reduce significant effects of the project, but the City declines to adopt them.

Thus, in considering the formation of CFD No. 2015-1, the City can continue to rely on the Previous CEQA Documents and the IS/Addendum.

For questions regarding this report, please contact John Monetta, Project Manager I, at (510) 238-7125.

Respectfully submitted,



Sabrina B. Landreth  
City Administrator

Reviewed by:

Doug Cole, Project Manager III  
Office of the City Administrator  
Oakland Army Base Project

Prepared by:

John Monetta, Project Manager I  
Office of the City Administrator  
Oakland Army Base Project

**Attachment A:** Community Facilities District No. 2015-1 (Gateway Industrial District) Report - June 26, 2015

**Attachment B:** Boundary Map of Community Facilities District No. 2015-1 (Gateway Industrial District)

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**Attachment A**

# **Community Facilities District Report**

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## **Community Facilities District No. 2015-1 (Gateway Industrial District)**

For the

**City of Oakland**  
County of Alameda, California

June 26, 2015

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Exhibit A – Rate and Method of Apportionment

Exhibit B – Proposed Boundary Map

Exhibit C – Property Owner List



## Introduction

The City of Oakland desires to establish a Community Facilities District (the "District") for the maintenance of public improvements and infrastructure within the Gateway Industrial District, located on a portion of the former Oakland Army Base. . The Gateway Industrial District CFD will levy and collect special taxes upon developed parcels within the Gateway Industrial District as a condition of approval under the Lease Disposition and Development Agreement (LDDA).

The City of Oakland has ordered the preparation of a report describing the proposed services to be financed by the District if it is formed.

The proceedings will be conducted in accordance with the provisions of the "Mello-Roos Community Facilities Act of 1982," being Chapter 2.5, Part 1, Division 2, Title 5 of the Government Code of the State of California (the "Act"). The report is to be prepared by, or under the direction of, the City Administrator and other such officers responsible for providing the services to be financed by the proposed District. The report is to be prepared in accordance with Section 53321.5 of the Act and shall include:

- a. A description of the public capital facilities and/or services, by type, which will be required to adequately meet the needs of the District.

I, K. Dennis Klingelhofer, PE, authorized representative of Harris & Associates, on behalf of the responsible officer(s) directed to prepare the report for said District, hereby submit the following report consisting of:

Part I A description of the proposed District and a diagram of the proposed boundaries.

Part II A description of the proposed services and costs.

K. Dennis Klingelhofer, PE  
Vice President  
Harris & Associates



## **PART I**

### **Description of Proposed District, Boundary Map**

The boundaries of the City of Oakland Community Facilities District No. 2015-1 (Gateway Industrial District) are as depicted on the Boundary Map, on file in the office of the City Clerk. A reduced copy is provided in Exhibit "B".

The Assessor's parcels, shown below, define the District boundary. The description of each lot or parcel within the District is part of the records of the Assessor of the County of Alameda and these records are, by reference, made part of this Report.

#### **List of Assessor's Parcel Numbers (see Exhibit "C")**

## PART II

### Description of Services

The Services to be funded by the District include, but are not limited to, the following items:

1. Maintenance, rehabilitation, and replacement of public improvements offered for dedication to and accepted by the City within public rights-of-way and easements located within the Gateway Industrial District, and
2. Maintenance, rehabilitation, and replacement of public improvements within 7<sup>th</sup> Street Relinquishment Segments 4, 5, 6 and 7.

Public improvements shall include, but are not limited to, the following:

- a) Streets,
- b) Curb, Gutter and Sidewalks
- c) Landscaping and Irrigation,
- d) Sanitary Sewer and Lift Stations
- e) Storm Drains including appurtenant structures
- f) Bio-Retention Swales
- g) Traffic Signals, Signs and Street Lights
- h) Fencing
- i) Rail Crossings

The total estimated annual cost is approximately \$2,048,541 in 2015 dollars and includes the costs of City personnel or contractors providing services related to the maintenance, rehabilitation and replacement of public infrastructure: energy and utility costs; a pro-rata share of costs related to the provision of vehicles, machinery and other related costs; incidental expenses, including the costs associated with forming the District, determination of the amount of the Special Tax, collection of the Special Tax; and any professional services or other costs related to the maintenance, rehabilitation and replacement of public infrastructure within the Gateway Industrial District.

**Figure 1  
Estimate of Costs**

Item Description	Estimated Quantity	Unit	Description of Item	Average Annual Cost	Annual Maint. Cost	Annual Capital Reserve Contribution
<b>A. Streets</b>						
Annual Street Maintenance	807,803	SF	Misc. Pavement Repairs/Pothole Repair/Removal of Debris within Roadway	\$ 96,936	\$ 96,936	\$ -
Slurry Seals	807,803	SF	Slurry, including traffic control, prep work, and restriping	\$ 72,702	\$ -	\$ 72,702
Replacement/Overlay (others)	393,883	SF	Grind and overlay, traffic control, prep work and restriping	\$ 78,777	\$ -	\$ 78,777
Replacement/Overlay (Maritime)	413,920	SF	Grind and overlay, traffic control, prep work and restriping	\$ 165,568	\$ -	\$ 165,568
Sign Maintenance	112	EA	inspection of regulatory signs	\$ 4,160	\$ 4,160	\$ -
				\$ 418,143	\$ 101,096	\$ 317,047
<b>B. Street Sweeping</b>						
Annual Maintenance	5.1	CM	Sweeping frequency is 3 x per week	\$ 20,686	\$ 20,686	\$ -
<b>C. Curb &amp; Gutter</b>						
Maintenance(2%)	26,911	LF	Assumes replacement/repair of 2% per year, includes saw cutting, removal and disposal, root pruning and installation of new concrete sidewalk. Avg. repair 50 SF	\$ 27,987	\$ 27,987	\$ -
<b>D. Sidewalks</b>						
Maintenance(2%)	63,237	SF	Assumes replacement/repair of 2% per year, includes saw cutting, removal and disposal, root pruning and installation of new concrete sidewalk. Avg. repair 50 SF	\$ 27,824	\$ 27,824	\$ -
<b>E. Landscaping and Irrigation</b>						
Maintenance	127,388	SF	Planting Area Maintenance (mulch, remove weeds and trash, replace dead plants, repair irrigation)	\$ 184,713	\$ 184,713	\$ -
				\$ 184,713	\$ 184,713	\$ -
<b>F. Sanitary Sewer</b>						
Annual Maintenance	12,941	LF	Video inspection every 3 years, FOG, spot jetting, as needed based upon	\$ 22,647	\$ 22,647	\$ -
Capital Reserve/ Replacement	2,791	LF	4"SSFM - replacement at end of useful life	\$ 1,489	\$ -	\$ 1,489
Capital Reserve/ Replacement	1,041	LF	6"SSFM - replacement at end of useful life	\$ 694	\$ -	\$ 694
Capital Reserve/ Replacement	728	LF	8"SSFM - replacement at end of useful life	\$ 582	\$ -	\$ 582
Capital Reserve/ Replacement	759	LF	10"SSFM - replacement at end of useful life	\$ 607	\$ -	\$ 607
Capital Reserve/ Replacement	1,503	LF	8"SS - replacement at end of useful life	\$ 1,202	\$ -	\$ 1,202
Capital Reserve/ Replacement	5,723	LF	12"SS - replacement at end of useful life	\$ 6,105	\$ -	\$ 6,105
Capital Reserve/ Replacement	1,139	LF	15"SS - replacement at end of useful life	\$ 1,367	\$ -	\$ 1,367
Capital Reserve/ Replacement	50	EA	SSMH - replace as part of line replacement program	\$ 2,667	\$ -	\$ 2,667
				\$ 37,359	\$ 22,647	\$ 14,713
<b>G. Lift Station Maintenance</b>						
Annual Maintenance & Repairs	4	EA	Assumes weekly inspection visit, misc. maint and utilities	\$ 22,080	\$ 22,080	\$ -
Capital Reserve/Replacement	4	EA	Assumes replacement/rehabilitation @ 50% of initial costs	\$ 90,000	\$ -	\$ 90,000
				\$ 112,080	\$ 22,080	\$ 90,000
<b>H. Storm Drain</b>						
Annual Maintenance	17,909	LF	Inspection and misc. repairs as needed, removal of silt, trash and debris and compliance activities for City's MS4 permit	\$ 13,432	\$ 13,432	\$ -
Annual Inlet Cleaning	113	EA	Annual cleaning and inspection of each inlet	\$ 20,340	\$ 20,340	\$ -
Capital Reserve/ Replacement	703	LF	SD 12" - replacement at end of useful life	\$ 1,251	\$ -	\$ 1,251
Capital Reserve/ Replacement	2,214	LF	SD 15" - replacement at end of useful life	\$ 4,207	\$ -	\$ 4,207
Capital Reserve/ Replacement	3,280	LF	SD 24" - replacement at end of useful life	\$ 7,544	\$ -	\$ 7,544
Capital Reserve/ Replacement	1,294	LF	SD 36" - replaced at end of useful life	\$ 5,176	\$ -	\$ 5,176
Capital Reserve/ Replacement	95	LF	SD 42" - replaced at end of useful life	\$ 494	\$ -	\$ 494
Capital Reserve/ Replacement	1,713	LF	SD 48" - replaced at end of useful life	\$ 9,593	\$ -	\$ 9,593
Capital Reserve/ Replacement	4,097	LF	SD54" - replaced at end of useful life	\$ 24,582	\$ -	\$ 24,582
Capital Reserve/ Replacement	4,513	LF	SD60" - replacement at end of useful life	\$ 32,494	\$ -	\$ 32,494
Capital Reserve/ Replacement	51	EA	Manhole - replaced as part of adjacent project	\$ 3,570	\$ -	\$ 3,570
				\$ 122,682	\$ 33,772	\$ 88,910

<b>H. Storm Drain</b>			<i>off street</i>			
Annual Maintenance	1,479	LF	Inspection and misc. repairs as needed, removal of silt, trash and debris and compliance activities for City's MS4 permit	\$ 1,109	\$ 1,109	
Capital Reserve/ Replacement	544	LF	SD 36" - replaced at end of useful life	\$ 2,176	\$ -	\$ 2,176
Capital Reserve/ Replacement	290	LF	SD 42" - replaced at end of useful life	\$ 1,508	\$ -	\$ 1,508
Capital Reserve/ Replacement	645	LF	SD54" - replaced at end of useful life	\$ 3,870	\$ -	\$ 3,870
Capital Reserve/ Replacement	7	EA	Manhole - replaced as part of adjacent project	\$ 490	\$ -	\$ 490
				<u>\$ 9,153</u>	<u>\$ 1,109</u>	<u>\$ 8,044</u>
<b>H. Storm Drain</b>			<i>at rails and V-ditches</i>			
Annual Maintenance	7,406	LF	Inspection and misc. repairs as needed, removal of silt, trash and debris and compliance activities for City's MS4 permit	\$ 5,555	\$ 5,555	\$ -
Annual Inlet Cleaning	75	EA	Annual cleaning and inspection	\$ 13,500	\$ 13,500	
Capital Reserve/ Replacement	3,614	LF	SD 6" - replacement at end of useful life	\$ 5,710	\$ -	\$ 5,710
Capital Reserve/ Replacement	3,792	LF	SD 12" - replacement at end of useful life	\$ 6,750	\$ -	\$ 6,750
Replacement		EA	Manhole	\$ -	\$ -	\$ -
				<u>\$ 31,514</u>	<u>\$ 19,055</u>	<u>\$ 12,460</u>
<b>H. Storm Drain</b>			<i>under Bioswales</i>			
Annual Maintenance	2,409	LF	Spot repairs as needed	\$ 5,420	\$ 5,420	\$ -
Capital Reserve/ Replacement	2,409	LF	SD 6" - replacement at end of useful life	\$ 7,612	\$ -	\$ 7,612
Replacement		LF	SD 12" - replacement at end of useful life	\$ -	\$ -	\$ -
				<u>\$ 13,033</u>	<u>\$ 5,420</u>	<u>\$ 7,612</u>
<b>H. Storm Drain</b>			<i>outfall wharf 5</i>			
Capital Reserve/ Replacement	300	LF	5x6 Box Culver	\$ 4,650	\$ -	\$ 4,650
				<u>\$ 4,650</u>	<u>\$ -</u>	<u>\$ 4,650</u>
<b>I. Bio-Retention Swales</b>						
Annual Filter Maintenance	20,890	SF	Periodic monitoring and maintenacne of vegetation, removal of debris, repair of erosion,	\$ 9,401	\$ 9,401	\$ -
<b>I. Traffic Signals</b>						
Annual Maintenance & Utilities	4	LS	Monthly Inspection, repairs as needed, utilities	\$ 10,800	\$ 10,800	\$ -
Capital Replacement/Upgrades	4	LS	Replacement/Upgrades	\$ 60,000	\$ -	\$ 60,000
				<u>\$ 70,800</u>	<u>\$ 10,800</u>	<u>\$ 60,000</u>
<b>J. Street Lights</b>						
Annual Maintenance & Utilities	126	EA	Utilities and maintenance	\$ 28,350	\$ 28,350	
Capital Replacement/Upgrades	126	EA	Replacement as needed, knockdowns	\$ 18,900	\$ -	\$ 18,900
				<u>\$ 47,250</u>	<u>\$ 28,350</u>	<u>\$ 18,900</u>



<b>K. Driveway/Entrances</b>								
Annual Maintenance	4,572	SF	Assumes replacement/repair of 2% per year, includes saw cutting, removal and disposal and installation of new concrete driveway	\$ 2,743	\$ 2,743	\$ -		
<b>L. Fencing</b>								
Annual Maintenance	16,390	LF	Vinyl - Assumes replacement/repair of 5% per year, costs includes removal, installation and clean-up	\$ 16,390	\$ 16,390	\$ -		
Annual Maintenance	8,559	LF	Galvanized-Assumes replacement/repair of 5% per year, costs include removal, installation and clean-up	\$ 8,559	\$ 8,559	\$ -		
Annual Maintenance	5,546	LF	Chain Link - Assumes replacement/repair of 5% per year, costs for removal, installation and clean-up	\$ 5,546	\$ 5,546	\$ -		
				\$ 30,495	\$ 30,495	\$ -		
<b>M. Railroad Crossings</b>			<i>Burma &amp; Wake</i>					
Annual Maintenance	1	EA	Inspection and servicing of crossing signals	\$ 3,500	\$ 3,500	\$ -		
Capital Replacement/Upgrades	1	EA	Replace/Upgrade	\$ 12,250	\$ -	\$ 12,250		
				\$ 15,750	\$ 3,500	\$ 12,250		
<b>N. Frontage Road</b>			<i>7th Street to Grand Ave</i>					
Annual Maintenance	230,625	SF	Misc. Repairs/Pothole Repair	\$ 27,675	\$ 27,675	\$ -		
Slurry Seals	230,625	SF	Slurry, including traffic control, prep work, and restriping	\$ 20,756	\$ -	\$ 20,756		
Replacement/Overlay (others)	230,625	SF	Grind and overlay, traffic control, prep work and restriping	\$ 46,125	\$ -	\$ 46,125		
Curb & Gutter Maintenance(2%)	3,075	LF	Assumes replacement/repair of 2% per year	\$ 2,153	\$ 2,153	\$ -		
Annual Maintenance	1.2	CM	Assumes sweeping 3 x per week	\$ 1,572	\$ 1,572	\$ -		
et Lights Annual Maint. & Utilities	61	EA	Utilities and maintenance	\$ 13,725	\$ 13,725	\$ -		
hts Capital Replacement/Upgrades	61	EA		\$ 9,150	\$ -	\$ 9,150		
Street Trees	186	EA	Trimming 2 year cycle/Replacement as needed	\$ 5,115	\$ 5,115	\$ -		
ROW Maintenance	61,500	SF	Planting Area Maintenance (remove weeds and trash)	\$ 21,525	\$ 21,525	\$ -		
Anti-Graffiti Coating	5,000	SF	Installation of anti-graffiti coating , includes surface preparation	\$ 8,000	\$ 8,000	\$ -		
Graffiti Removal	1	LS	Annual costs for graffiti removal	\$ 40,000	\$ 40,000	\$ -		
				\$ 195,796	\$ 119,765	\$ 76,031		
<b>Estimated Annual Maintenance Costs</b>				\$ 663,442	\$ 575,469	\$ -		
<b>Annual Replacement Reserve Contribution</b>				\$ 710,617	\$ -	\$ 710,617		
<b>Total Annual Maintenance/Replacement Cost</b>				\$ 1,382,059	\$ 671,442	\$ 710,617		
<b>Annual CFD District Administration @ 10 %</b>				\$ 100,716	\$ 100,716	\$ -		
<b>Admin/Engineering/Inspection @ 35%</b>				\$ 248,716	\$ -	\$ 248,716		
				\$ 317,049	\$ 77,216	\$ 239,833		
<b>Total Annual Funding Requirement</b>				\$ 2,048,541	\$ 849,374	\$ 1,199,167		

**EXHIBIT A**  
**RATE AND METHOD OF APPORTIONMENT FOR**  
**COMMUNITY FACILITIES DISTRICT NO. 2015-1 (Gateway Industrial District)**  
**OF THE CITY OF OAKLAND**

*A Special Tax as hereinafter defined shall be levied on each Assessor Parcel in Community Facilities District No. 2015-1 (Gateway Park) of the City of Oakland ("City") and collected according to the tax liability determined by the City according to the Rate and Method of Apportionment of the Special Taxes as described herein, including property subsequently annexed to the District.*

*The Annual Special Tax levied upon a parcel shall be collected by the Alameda County Auditor-Controller by means of inclusion on the annual ad-valorem property tax billing or in such other manner (including by means of direct billing of the affected Property Owner or Leaseholder) as the City shall determine.*

**A. DEFINITIONS**

The terms hereinafter set forth have the following meanings:

**"Act"** means the Mello-Roos Community Facilities Act of 1982, as amended, being Chapter 2.5, Division 2 of Title 5 of the Government Code of the State of California.

**"Annual Administrative Expenses"** means the following actual or reasonably estimated costs incurred by the City or the CFD directly related to the administration of CFD No. 2015-1: the costs of computing the Special Taxes and preparing the annual Special Tax collection schedules (whether by the City or designee thereof or both); the costs of collecting the Special Taxes (whether by the City or otherwise); the costs to the City, CFD No. 2015-1 or any designee thereof related to any appeal of the Special Tax; the costs associated with the release of funds from an escrow or appeals account, including appraisal costs; and the City's annual administration fees and third party expenses related to the collection of special taxes, an allocable share of the salaries of City staff directly related thereto and a proportionate share of the City's general administrative overhead related thereto. Administrative Expenses shall also include amounts estimated by the CFD Administrator or advanced by the City from its general funds for any other administrative purposes of CFD No. 2015-1, including attorney's fees and other costs related to commencing and pursuing to completion any foreclosure of delinquent Special Taxes.

**"Annual Inflation Index"** means the annual percentage change in the Engineering News-Record Construction Cost Index for the City of San Francisco, measured as of the calendar year, which ends in the previous Fiscal Year. In the event this index ceases to be published, the inflation index shall be another index as determined by the CFD Administrator that is reasonably comparable to the Engineering News-Record Building Cost Index for the City of San Francisco.



**“Annual Special Tax Requirement”** means the amount required in any Fiscal Year for CFD No. 2015-1 to pay the CFD Public Facilities Costs and Annual Administrative Expenses. In arriving at the Annual Special Tax Requirement, the CFD Administrator shall take into account the reasonably anticipated delinquent Special Taxes for the next Fiscal Year and shall provide a credit for funds available.

**“Assessor’s Parcel”** means a parcel shown in an Assessor’s Parcel Map with an assigned Assessor’s Parcel Number.

**“Assessor’s Parcel Map”** means an official map of the Assessor of the County designating parcels by Assessor’s Parcel Number.

**“Capital Reserve”** means the amount necessary to create a fund with sufficient revenue to pay for the replacement of all capital facilities for which services are funded by the CFD as determined by the CFD Administrator based upon the estimated useful life of the capital facilities.

**“CFD Administrator”** means the City Administrator of the City of Oakland, or designee thereof, responsible for determining the Annual Special Tax Requirement and providing for the levy and collection of the Special Taxes.

**“CFD No. 2015-1”** means Community Facilities District No. 2015-1 (Gateway Park) of the City of Oakland.

**“CFD Public Facilities”** means those public facilities authorized to be maintained by CFD No. 2015-1.

**“CFD Public Facilities Costs”** means the amount necessary in any Fiscal Year (i) to pay for the Services which are anticipated to be required in such Fiscal Year, (ii) to create or replenish the Capital Reserve, and (iii) to create or replenish the Operating Reserve. The CFD Public Facilities Costs for each Fiscal Year shall be based upon a Reasonable Estimate prepared for the Fiscal Year by the City.

**“City”** means the City of Oakland.

**“City Council”** means the City Council of the City, acting as the legislative body of CFD No. 2015-1.

**“County”** means the County of Alameda.

**“Developed Property”** means for each Fiscal Year, all Taxable Property for which a building permit for new construction was issued prior to March 1 of the prior Fiscal Year.

**“Exempt Property”** means any property not subject to the Special Tax as described under Section E, herein.

**“Final Map”** means a final map or parcel map, or portion thereof, approved by the City pursuant to the Subdivision Map Act (California Government Code Section 66410 *et seq.*) that creates individual lots for which building permits may be issued.

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

**“Land Area”** means the acres of land on a Parcel, excluding rights-of-way, as shown on the applicable final map, parcel map, condominium plan, or other recorded parcel map or if the Land Area is not shown on said map, the Land Area of an Assessor’s Parcel as shown on an Assessor’s Parcel Map, excluding rights-of-way. If the Land Area is presented in square feet, then the acreage equals the square footage divided by 43,560 (square footage per acre).

**“Maintenance Fund”** means the fund that is used to disburse funds to pay the cost to maintain CFD Public Facilities.

**“Maximum Annual Special Tax”** means the maximum Special Tax, determined in accordance with Section C that can be levied in any Fiscal Year on any Assessor’s Parcel.

**“Operating Reserve”** means those funds reasonably estimated to be required by the CFD Administrator to pay for the Services reasonably estimated to be required on an annual basis between the start of the Fiscal Year and the date the City expects to receive the Special Tax revenue to fund the Services.

**“Parcel”** means land that corresponds to the descriptions shown in Exhibit “A,” attached hereto and incorporated herein.

**“Proportionately”** means the ratio of the Annual Special Tax Requirement to the total of the Maximum Annual Special Taxes for Developed Property plus the Maximum Annual Special Taxes for Undeveloped Property.

**“Special Tax”** means the special tax to be levied in each Fiscal Year on each Assessor’s Parcel of Developed Property and Undeveloped Property to fund the Annual Special Tax Requirement.

**“State”** means the State of California.

**“Taxable Property”** means all of the Assessor’s Parcels within the boundaries of CFD No. 2015-1, which are not classified as Exempt Property from the Special Tax pursuant to law or Section E, herein.

**“Undeveloped Property”** means, for each Fiscal Year, all Taxable Property not classified as Developed Property.

## **B. CLASSIFICATION OF PROPERTIES**

On July 1 of each year, all Property within CFD No. 2015-1 shall be classified as Developed Property, Undeveloped Property or Exempt Property and shall be subject to the Special Taxes in accordance with the rate and method of apportionment determined pursuant to Sections C and D.

## **C. SPECIAL TAX RATE**

### **1. Developed Property**

#### **a. Maximum Annual Special Tax**

The Maximum Annual Special Tax for each Assessor's Parcel of Developed Property shall be \$16,046.39 per acre of Land Area for Fiscal Year 2015-16.

The Maximum Annual Special Tax shall increase each year thereafter, commencing on July 1, 2016 and on July 1 of each Fiscal Year thereafter, by an amount equal to the Annual Inflation Index increase.

### **2. Undeveloped Property**

#### **b. Maximum Annual Special Tax**

The Maximum Annual Special Tax for each Assessor's Parcel of Undeveloped Property shall be \$16,046.39 per acre of Land Area for Fiscal Year 2015-16 and shall increase each year thereafter, commencing on July 1, 2016 and on July 1 of each Fiscal Year thereafter, by an amount equal to the Annual Inflation Index increase.

## **D. METHOD OF APPORTIONMENT OF THE SPECIAL TAX**

Commencing with Fiscal Year 2016, and for each following Fiscal Year thereafter, the City shall levy the Annual Special Tax until the amount of Special Taxes levied equals the Annual Special Tax Requirement. The Annual Special Tax shall be levied each Fiscal Year as follows:

Step One: Each Year on July 1 determine the Annual Special Tax Requirement for the current Fiscal Year.

Step Two: The Annual Special Tax shall be levied proportionately on each Assessor's Parcel of Developed Property within the boundaries of the CFD up to 100% of the applicable Maximum Annual Special Tax, not to exceed the Annual Special Tax Requirement

Step Three: If additional revenue is required after Step Two, the Annual Special Tax shall be levied proportionately on each Assessor's Parcel of Undeveloped Property up to 100% of the applicable Maximum Annual Special Tax, not to exceed the remainder of the Annual Special Tax Requirement after application of Step One.

#### **E. EXEMPTIONS**

The City Council shall classify as Exempt Property: (i) Assessor's Parcels owned by the State of California, Federal or other local governments except for those parcels which have a Ground Lease which has been recorded in the official records of the County; (ii) Assessor's Parcels with public or utility easements making impractical their utilization for other than the purposes set forth in the easement; (iii) parcels dedicated to a public agency for right-of-way, open space green belts, etc.; and (iv) any other Assessor's Parcels at the reasonable discretion of the City Council

#### **F. MANNER OF COLLECTION**

The Maximum Annual Special Tax shall be submitted each year to the Alameda County Auditor-Controller to be placed on the property tax roll and collected in the same manner and at the same time as ordinary *ad valorem* property taxes; provided, however, that CFD No. 2015-1 may directly bill the Special Tax; may collect Special Taxes at a different time or in a different manner if necessary to meet its financial obligations; and may covenant to foreclose and may actually foreclose on delinquent Assessor's Parcels as permitted by the Act.

#### **G. TERM OF SPECIAL TAX**

The Maximum Annual Special Tax shall be levied on Developed and Undeveloped Property in perpetuity from the Fiscal Year after which the tax is first levied, unless sooner rescinded by the City Council.

#### **H. APPEALS**

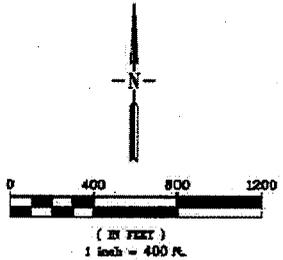
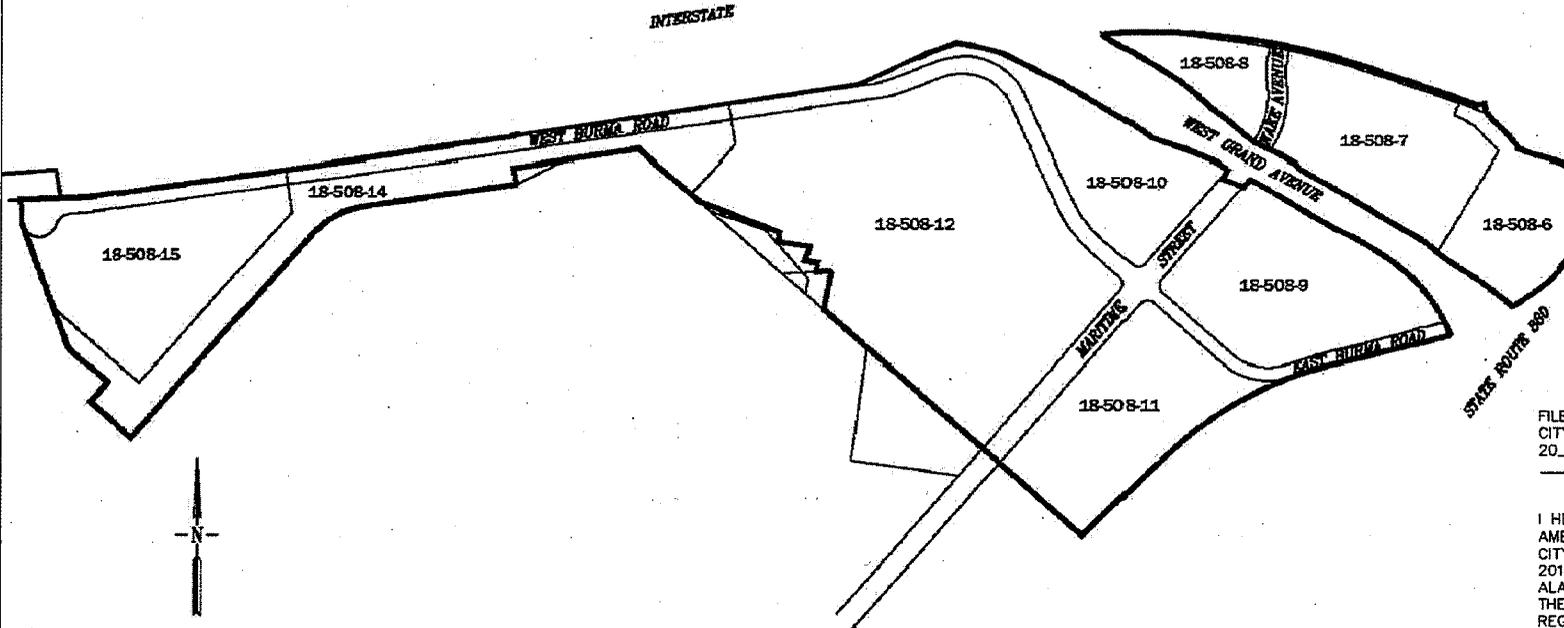
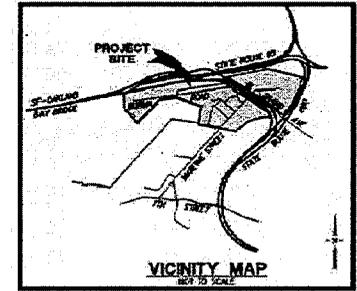
Any landowner that believes the amount of the Special Tax levied on its Assessor's Parcel is in error may submit a written appeal to CFD No. 2015-1. The CFD Administrator shall review the appeal and if the CFD Administrator concurs, the amount of the Special Tax levied shall be appropriately modified.

The City Council may interpret this Rate and Method of Apportionment for purposes of clarifying any ambiguity and make determinations relative to the annual administration of the Special Tax and any landowner appeals. Any decision of the City Council shall be final and binding as to all persons.

*Exhibit B*  
*Proposed Boundary Map*



**AMENDMENT NO. 1 TO  
PROPOSED BOUNDARY OF  
COMMUNITY FACILITY DISTRICT No. 2015-01  
OAKLAND ARMY BASE, OAKLAND CALIFORNIA  
STATE OF CALIFORNIA**



**LEGEND:**

————— CFD No. 2015-01  
District Boundary

1 Lot No.

**HARRIS & ASSOCIATES**  
22 Descriptive Park, Suite 200  
Irvine, California 92614  
800-527-4901

REFERENCE THE ALAMEDA COUNTY ASSESSOR'S MAPS  
FOR A DETAILED DESCRIPTION OF PARCEL LINES AND  
DIMENSIONS.

REFERENCE IS MADE TO THE ORIGINAL BOUNDARY  
MAP OF THE DISTRICT, ENTITLED AND RECORDED  
AS FOLLOWS:

"PROPOSED BOUNDARY OF COMMUNITY FACILITIES  
DISTRICT NO. 2015-01, OAKLAND ARMY BASE,  
OAKLAND CALIFORNIA RECORDED ON \_\_\_\_\_ IN  
BOOK \_\_\_\_\_ OF MAPS OF ASSESSMENTS  
AND COMMUNITY FACILITIES DISTRICTS, AT PAGE  
\_\_\_\_\_, IN THE OFFICE ON THE COUNTY RECORDER  
OF THE COUNTY OF ALAMEDA, STATE OF CALIFORNIA."

FILED IN THE OFFICE OF THE CITY CLERK OF THE  
CITY OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_  
20\_\_.

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

I HEREBY CERTIFY THAT THE MAP SHOWING  
AMENDMENT NO. 1 TO PROPOSED BOUNDARY OF THE  
CITY OF OAKLAND COMMUNITY FACILITY DISTRICT NO.  
2015-01.(ARMY BASE). CITY OF OAKLAND, COUNTY OF  
ALAMEDA, STATE OF CALIFORNIA, WAS APPROVED BY  
THE CITY COUNCIL OF THE CITY OF OAKLAND AT A  
REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF  
\_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_\_

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

FILED IN THE OFFICE OF THE CITY CLERK OF THE CITY  
OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_.

REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF  
\_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_\_

FILED THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_, AT THE HOUR  
OF \_\_\_\_ O'CLOCK \_\_M, IN BOOK OF MAPS OF  
ASSESSMENTS AND COMMUNITY FACILITIES DISTRICTS  
PAGE NOS. \_\_\_\_ THROUGH \_\_\_\_ AND AS INSTRUMENT  
NO. \_\_\_\_\_ IN THE OFFICE COUNTY OF ALAMEDA,  
STATE OF CALIFORNIA.

\_\_\_\_\_  
COUNTY RECORDER OF THE COUNTY OF ALAMEDA

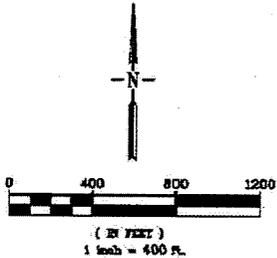
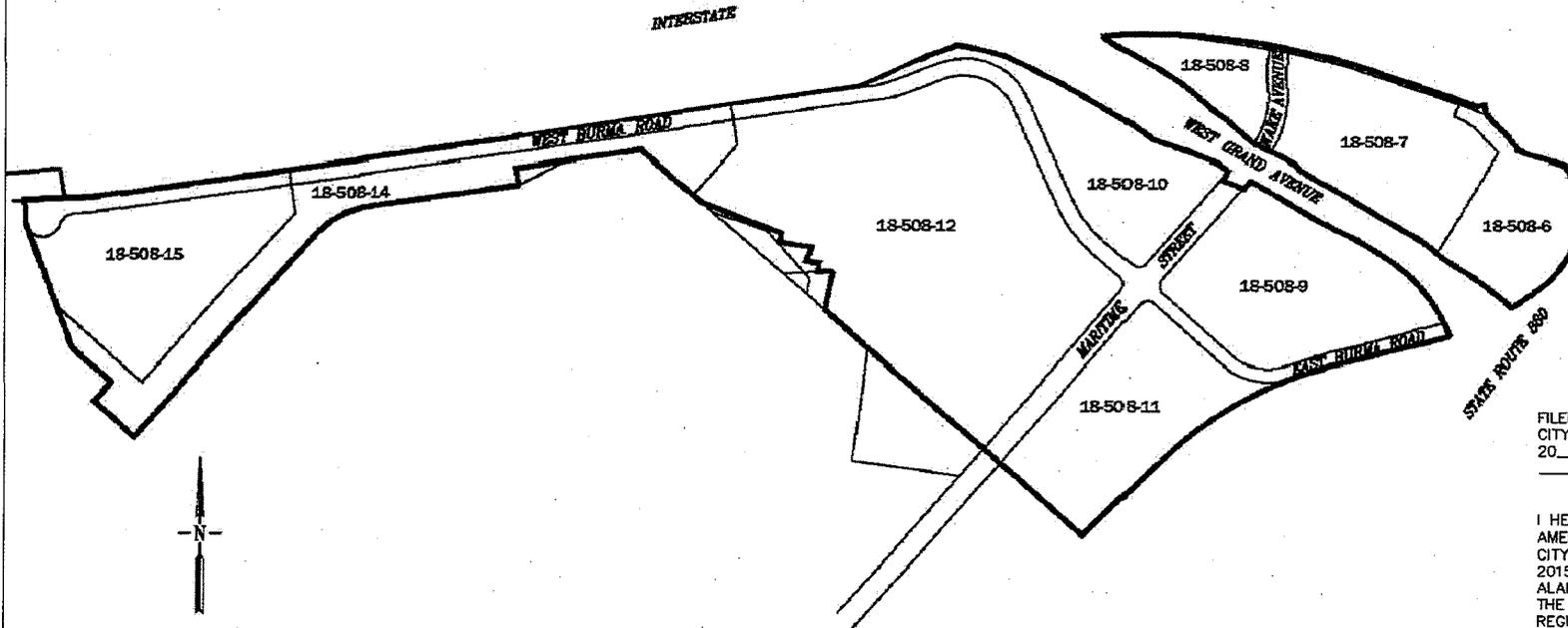
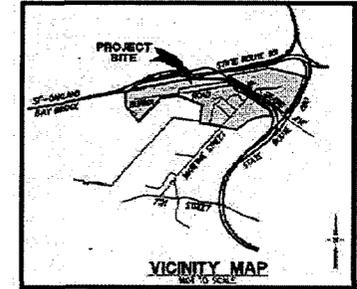
**Exhibit C**  
**City of Oakland**  
**Community Facilities District No. 2015-1**  
**(Gateway Industrial District)**  
**Property Owner List**

<b>Parcel</b>	<b>Owner Name</b>
018-0508-006-00	City of Oakland
018-0508-007-00	City of Oakland
018-0508-008-00	City of Oakland
018-0508-009-00	City of Oakland
018-0508-010-00	City of Oakland
018-0508-011-00	City of Oakland
018-0508-012-00	City of Oakland
018-0508-014-00	City of Oakland
018-0508-015-00	City of Oakland



**Attachment B**

**AMENDMENT NO. 1 TO  
PROPOSED BOUNDARY OF  
COMMUNITY FACILITY DISTRICT No. 2015-01  
OAKLAND ARMY BASE, OAKLAND CALIFORNIA  
STATE OF CALIFORNIA**



**LEGEND:**

————— CFD No. 2015-01  
District Boundary

1 Lot No.

**HARRIS & ASSOCIATES**  
22 Executive Park, Suite 200  
Irvine, California 92614  
909-527-4901

REFERENCE THE ALAMEDA COUNTY ASSESSOR'S MAPS  
FOR A DETAILED DESCRIPTION OF PARCEL LINES AND  
DIMENSIONS.

REFERENCE IS MADE TO THE ORIGINAL BOUNDARY  
MAP OF THE DISTRICT, ENTITLED AND RECORDED  
AS FOLLOWS:

"PROPOSED BOUNDARY OF COMMUNITY FACILITIES  
DISTRICT NO. 2015-01, OAKLAND ARMY BASE,  
OAKLAND CALIFORNIA RECORDED ON \_\_\_\_\_ IN  
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AND COMMUNITY FACILITIES DISTRICTS, AT PAGE  
\_\_\_\_\_ IN THE OFFICE ON THE COUNTY RECORDER  
OF THE COUNTY OF ALAMEDA, STATE OF CALIFORNIA."

FILED IN THE OFFICE OF THE CITY CLERK OF THE  
CITY OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_  
20\_\_.

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

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AMENDMENT NO. 1 TO PROPOSED BOUNDARY OF THE  
CITY OF OAKLAND COMMUNITY FACILITY DISTRICT NO.  
2015-01.(ARMY BASE), CITY OF OAKLAND, COUNTY OF  
ALAMEDA, STATE OF CALIFORNIA, WAS APPROVED BY  
THE CITY COUNCIL OF THE CITY OF OAKLAND AT A  
REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF  
\_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_\_

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

FILED IN THE OFFICE OF THE CITY CLERK OF THE CITY  
OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_.

REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF  
\_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_\_

FILED THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_, AT THE HOUR  
OF \_\_\_\_ O'CLOCK \_\_M, IN BOOK OF MAPS OF  
ASSESSMENTS AND COMMUNITY FACILITIES DISTRICTS  
PAGE NOS. \_\_\_\_ THROUGH \_\_\_\_ AND AS INSTRUMENT  
NO. \_\_\_\_ IN THE OFFICE COUNTY OF ALAMEDA,  
STATE OF CALIFORNIA.

\_\_\_\_\_  
COUNTY RECORDER OF THE COUNTY OF ALAMEDA

2015 JUL -9 PM 1:43

*[Signature]*  
OFFICE OF THE CITY ATTORNEY

## OAKLAND CITY COUNCIL

### RESOLUTION NO. \_\_\_\_\_ C.M.S.

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#### A RESOLUTION OF FORMATION OF COMMUNITY FACILITIES DISTRICT NO. 2015-1 (GATEWAY INDUSTRIAL DISTRICT) AND AUTHORIZATION OF LEVY OF SPECIAL TAX THEREIN

WHEREAS, on June 17, 2015, the City Council of the City of Oakland (“City”) adopted Resolution No. 85665 C.M.S. entitled, “A Resolution of Intention of The City of Oakland to Establish City of Oakland Community Facilities District No. 2015-1 (Gateway Industrial District); Schedule a Public Hearing; Levy a Special Tax to Finance the Maintenance of Certain Public Improvements; and Approve a Proposed Boundary Map For Community Facilities District No. 2015-1 Pursuant to the Mello-Roos Community Facilities Act of 1982” (“**Resolution of Intention**”) wherein it declared its intention to establish a community facilities district to be known as “Community Facilities District No. 2015-1 (Gateway Industrial District)” (“**CFD No. 2015-1**”) and to levy a special tax (“**Special Tax**”) to pay the costs to maintain certain public improvements pursuant to the Mello-Roos Community Facilities Act of 1982, Government Code section 53311 et seq. (“**Act**”); and

WHEREAS, the Resolution of Intention incorporated by reference a map of the proposed boundaries of CFD No. 2015-1 (attached as *Exhibit 3* to the Resolution of Intention), described the public services and administrative costs eligible to be funded by CFD No. 2015-1 (collectively “**Services**”) (attached as *Exhibit 1* to the Resolution of Intention), and the rate and apportionment of the Special Tax to be levied within CFD No. 2015-1 (“**Rate and Method of Apportionment**”) to pay for such public services (attached as *Exhibit 2* to the Resolution of Intention). The Resolution of Intention and all of its attachments are on file with the City Clerk of the City of Oakland (“**City Clerk**”) and the provisions thereof are incorporated herein by this reference as if fully set forth in this resolution; and

WHEREAS, prior to the adoption of the Resolution of Intention, the City of Oakland, as the only qualified elector within CFD No. 2015-1, filed with the City Clerk a Waiver and Consent with Respect to Conduct of Public Hearings and Mail Ballot Election for Landowner Election for a Community Facilities District (“**Waiver and Consent**”), by which, among other things, the time limits and related requirements with respect to the formation of CFD No. 2015-1 and preparation and distribution of election materials are waived. The Waiver and Consent is attached to the Resolution of Intention as *Exhibit 4*; and

WHEREAS, consistent with the Waiver and Consent, no written protests have been filed with the City Clerk with respect to the formation of CFD No. 2015-1 by fifty percent (50%) or more

of the registered voters residing within the boundaries of CFD No. 2015-1 or by property owners that own fifty percent (50%) or more of the land area within CFD No. 2015-1 and not exempt from the Special Tax; and

**WHEREAS**, the Special Tax proposed to be levied by CFD No. 2015-1 to pay for the Services has not been eliminated by the protest of fifty percent (50%) or more of the registered voters residing within the boundaries of CFD No. 2015-1 or by property owners that own fifty percent (50%) or more of the land area within CFD No. 2015-1 and not exempt from the Special Tax; and

**WHEREAS**, the City previously prepared and certified/adopted the 2002 Oakland Army Base (“**OARB**”) Redevelopment Plan Environmental Impact Report, which was a “project level” EIR pursuant to California Environmental Quality Act (“**CEQA**”) Guidelines section 15180(b); the 2006 OARB Auto Mall Supplemental EIR and 2007 Addendum; and the 2009 Addendum for the Central Gateway Aggregate Recycling and Fill Project; while the Port prepared and adopted the Port’s 2006 Maritime Street Addendum (collectively called “**Previous CEQA Documents**”);

**WHEREAS**, on June 19, 2012, the City Council, via Resolution No. 83930 C.M.S., approved the amended OARB Reuse Plan (Master Plan), including adopting the 2012 OARB Initial Study/Addendum (“**IS/Addendum**”), making related CEQA findings and adopting the Standard Conditions of Approval/Mitigation Monitoring and Reporting Program (“**SCA/MMRP**”); and

**WHEREAS**, on July 3, 2012, the City approved the Lease Disposition and Development Agreement (“**LDDA**”) and related documents between the City and Prologis CCIG Oakland Global, LLC (“**Developer**”), for the redevelopment of approximately 130 acres of the Gateway Development Area of the former OARB, which authorized the development of public improvements and private improvements and required compliance with the SCA/MMRP; and

**WHEREAS**, consistent with the LDDA, the City’s development of various public infrastructure over this area is currently being constructed pursuant to a state grant from the California Transportation Commission; and

**WHEREAS**, the City will finance the annual maintenance costs for said public improvements through the formation of a community facilities district as contemplated in this Resolution; and

**WHEREAS**, the formation of the community facilities district approves a financing mechanism that provides the City no discretion to shape or alter the public infrastructure or the private improvements authorized under the LDDA and is not a project under CEQA nor subject to CEQA; and

**WHEREAS**, even if deemed a project, the formation of the community facilities district is exempt from CEQA under CEQA Guidelines Sections 15061(b)(3) (general rule); 15273 (rates, tolls, fares, and charges), 15301 (existing facilities), and 15304 (minor alterations); further, none of the circumstances necessitating preparation of additional CEQA review as specified in CEQA and the CEQA Guidelines, including without limitation Public Resources Code Section 21166 and CEQA Guidelines Sections 15162 and 15163 are present; and

**WHEREAS**, the Resolution of Intention called for the City Council to hold a public hearing on the formation of CFD No. 2015-1, and the City Council held the public hearing on the formation of the CFD as required by the Act and the Resolution of Intention; and

**WHEREAS**, the City Council was fully advised at the public hearing regarding the formation of CFD No. 2015-1 and it was determined that a majority protest under Section 53324 of the Government Code was not made at the hearing; and

**WHEREAS**, all interested persons desiring to be heard on all matters relating to the formation of CFD No. 2015-1, the Services and the levy of the Special Tax were heard at the public hearing and a full and fair hearing was held; and

**WHEREAS**, the City Council has adopted this resolution pursuant to Section 53325.1 of the Government Code, thereby completing its proceedings for formation of proposed CFD No. 2015-1; now, therefore; be it

**RESOLVED**: That the City Council finds and determines that foregoing recitals are true and correct; and be it

**FURTHER RESOLVED**: That the City Council has independently reviewed, considered, and determined that this action is not a project pursuant to 15378(b)(4) (creation of government funding mechanisms); and be it

**FURTHER RESOLVED**: That to the extent formation of CFD No. 2015-1 is considered a project, it is (a) exempt from CEQA pursuant to CEQA Guidelines section 15061(b)(3) (general rule), and (b) its formation further exempt pursuant to 15273 (rates, tolls, fares, and charges), and its administration and maintenance work exempt pursuant to 15301 (existing facilities) and 15304 (minor alterations), each of which provides a separate and independent basis for CEQA clearance and when viewed collectively provide an overall basis for CEQA clearance; and be it

**FURTHER RESOLVED**: That to the extent formation of CFD No. 2015-1 is considered a project in furtherance of the OARB redevelopment, the City Council, based on its own independent review, consideration, and exercise of its independent judgment, hereby finds and determines, on the basis of substantial evidence in the entire record before the City, that none of the circumstances necessitating preparation of additional CEQA review as specified in CEQA and the CEQA Guidelines, including without limitation Public Resources Code Section 21166 and CEQA Guidelines Sections 15162 and 15163 are present in that:

1) There are no substantial changes in the improvements proposed to be maintained with the CFD No. 2015-1 funding that would result in new significant environmental impacts or a substantial increase in the severity of significant impacts already identified in the Previous CEQA Documents and the IS/Addendum;

2) There are no substantial changes in circumstances that would result in new significant environmental impacts or a substantial increase in the severity of significant impacts already identified in the Previous CEQA Documents and IS/Addendum; and

3) There is no new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the Previous CEQA Documents and IS/Addendum were adopted, which is expected to result in (a) new significant environmental effects or a substantial increase in the severity of significant environmental effects already identified in the Previous CEQA Documents and IS/Addendum; or (b) mitigation measures which were previously determined not to be feasible would in fact be feasible, or which are considerably different from those recommended in the Previous CEQA Documents and IS/Addendum and which would substantially reduce significant effects of the project, but the City declines to adopt them; and be it

**FURTHER RESOLVED:** That the City Council finds and determines that it can continue to rely on the Previous CEQA Documents and the IS/Addendum, that this action complies with CEQA, and the Environmental Review Officer is directed to cause to be filed a Notice of Determination/Exemption with the appropriate agencies; and be it

**FURTHER RESOLVED:** That the proposed Special Tax to be levied within CFD No. 2015-1 has not been precluded by Section 53324 of the Act; and be it

**FURTHER RESOLVED:** That formation of CFD No. 2015-1 is in conformity with the Amended and Restated Local Goals and Policies for Community Facilities Districts, adopted by Resolution No. 84665 C.M.S. on June 17, 2015; and be it

**FURTHER RESOLVED:** That the services and other administrative and incidental expenses that are proposed to be financed by CFD No. 2015-1, as set forth in *Exhibit 1* of the Resolution of Intention, are hereby found to be necessary as the result of development occurring within CFD No. 2015-1; and be it

**FURTHER RESOLVED:** That the proposed Rate and Method of Apportionment of the Special Tax among parcels of real property within CFD No. 2015-1, as described in sufficient detail to allow each parcel owner within the District to estimate the maximum amount each such owner will have to pay, as set forth in *Exhibit 2* of the Resolution of Intention, is hereby found to be reasonable; and be it

**FURTHER RESOLVED:** That the City Administrator of the City of Oakland ("City Administrator") or designee is the officer of the City that will be responsible for preparing annually a current roll of special tax levy obligations by assessor's parcel number and who will be responsible for estimating future tax levies pursuant to Sections 53340.1 and 53340.2 of the Act; and be it

**FURTHER RESOLVED:** That upon recordation of a notice of special tax lien pursuant to Section 3114.5 of the Streets and Highways Code, a continuing lien to secure each levy of the Special Tax shall attach to all nonexempt real property in CFD No. 2015-1 and this lien shall continue in force and effect until the Special Tax obligation is prepaid and permanently satisfied and the lien canceled in accordance with law or until collection of the tax by the legislative body ceases; and be it

**FURTHER RESOLVED:** That the boundaries of CFD No. 2015-1, attached as *Exhibit 3* to the Resolution of Intention have been revised to remove Assessor's Parcel Number 18-508-13; accordingly, the boundaries of CFD No. 2015-1, as attached to this resolution as Exhibit A, set forth in the boundary map of the District recorded in the Alameda County Recorder's Office at Book \_\_\_\_ of Maps at Page \_\_\_\_, are hereby approved, are incorporated herein by this reference and shall be the boundaries of CFD No. 2015-1; and be it

**FURTHER RESOLVED:** That all prior proceedings taken in connection with the establishment of CFD No. 2015-1 and the levy of the Special Tax have been duly considered by the City Council and are hereby found and determined to be valid and in conformity with the Act; and be it

**FURTHER RESOLVED:** That the community facilities district designated "Community Facilities District No. 2015-1 (Gateway Industrial District), City of Oakland, County of Alameda" is hereby established pursuant to the Act; and be it

**FURTHER RESOLVED:** That pursuant to the provisions of the Act, the proposition of the levy of the Special Tax shall be submitted to the qualified electors of CFD No. 2015-1 at an election, the time, place and conditions of which election shall be as specified by a separate resolution.

IN COUNCIL, OAKLAND, CALIFORNIA, \_\_\_\_\_, 2015

**PASSED BY THE FOLLOWING VOTE:**

AYES - BROOKS, CAMPBELL WASHINGTON, GALLO, GUILLEN, KALB, KAPLAN,  
REID AND PRESIDENT GIBSON MCELHANEY

NOES-

ABSENT-

ABSTENTION-

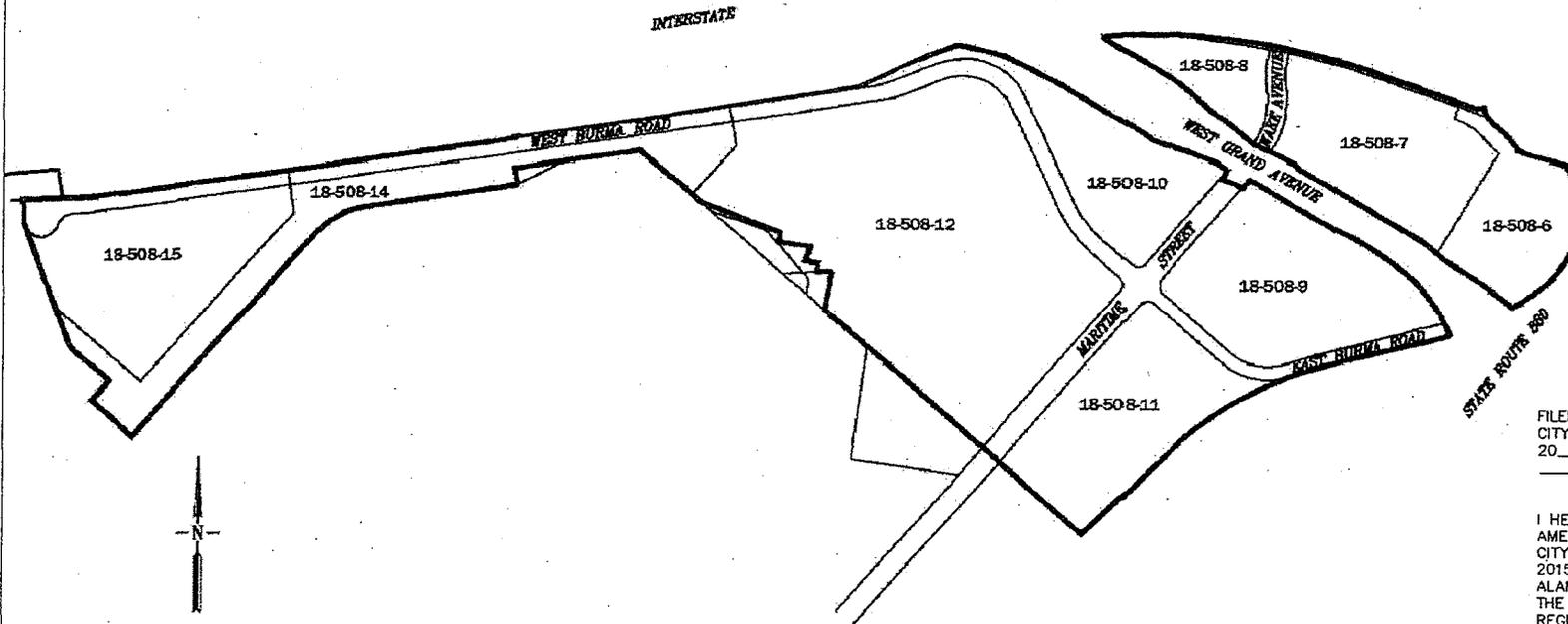
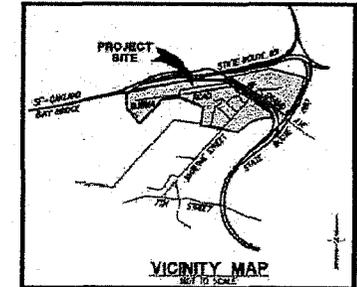
ATTEST:

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LaTonda Simmons  
City Clerk and Clerk of the  
Council of the City of Oakland,  
California

**Exhibit A**

**AMENDMENT NO. 1 TO  
PROPOSED BOUNDARY OF  
COMMUNITY FACILITY DISTRICT No. 2015-01  
OAKLAND ARMY BASE, OAKLAND CALIFORNIA  
STATE OF CALIFORNIA**



FILED IN THE OFFICE OF THE CITY CLERK OF THE CITY OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_.

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

I HEREBY CERTIFY THAT THE MAP SHOWING AMENDMENT NO. 1 TO PROPOSED BOUNDARY OF THE CITY OF OAKLAND COMMUNITY FACILITY DISTRICT NO. 2015-01 (ARMY BASE), CITY OF OAKLAND, COUNTY OF ALAMEDA, STATE OF CALIFORNIA, WAS APPROVED BY THE CITY COUNCIL OF THE CITY OF OAKLAND AT A REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF \_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_.

\_\_\_\_\_  
CITY CLERK OF THE CITY OF OAKLAND

FILED IN THE OFFICE OF THE CITY CLERK OF THE CITY OF OAKLAND THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_.

REGULAR MEETING THEREOF, HELD ON THE \_\_\_\_ DAY OF \_\_\_\_ 20\_\_ BY ITS RESOLUTION NO. \_\_\_\_.

FILED THIS \_\_\_\_ DAY OF \_\_\_\_ 20\_\_, AT THE HOUR OF \_\_\_\_ O'CLOCK \_\_M, IN BOOK OF MAPS OF ASSESSMENTS AND COMMUNITY FACILITIES DISTRICTS PAGE NOS. \_\_\_\_ THROUGH \_\_\_\_ AND AS INSTRUMENT NO. \_\_\_\_ IN THE OFFICE COUNTY OF ALAMEDA, STATE OF CALIFORNIA.

\_\_\_\_\_  
COUNTY RECORDER OF THE COUNTY OF ALAMEDA

**LEGEND:**

- CFD No. 2015-01 District Boundary
- Lot No.

REFERENCE IS MADE TO THE ORIGINAL BOUNDARY MAP OF THE DISTRICT, ENTITLED AND RECORDED AS FOLLOWS:

"PROPOSED BOUNDARY OF COMMUNITY FACILITIES DISTRICT NO. 2015-01, OAKLAND ARMY BASE, OAKLAND CALIFORNIA RECORDED ON \_\_\_\_ IN BOOK \_\_\_\_ OF MAPS OF ASSESSMENTS AND COMMUNITY FACILITIES DISTRICTS, AT PAGE \_\_\_\_ IN THE OFFICE ON THE COUNTY RECORDER OF THE COUNTY OF ALAMEDA, STATE OF CALIFORNIA."

REFERENCE THE ALAMEDA COUNTY ASSESSOR'S MAPS FOR A DETAILED DESCRIPTION OF PARCEL LINES AND DIMENSIONS.

FILED  
OFFICE OF THE CITY CLERK  
OAKLAND

2015 JUL -9 PM 1:48

APPROVED AS TO FORM AND LEGALITY  
*[Signature]*  
OFFICE OF THE CITY ATTORNEY

# OAKLAND CITY COUNCIL

## RESOLUTION NO. \_\_\_\_\_ C.M.S.

### A RESOLUTION OF THE COUNCIL OF THE CITY OF OAKLAND CALLING SPECIAL MAILED-BALLOT ELECTION FOR QUALIFIED ELECTORS OF COMMUNITY FACILITIES DISTRICT NO. 2015-1 (GATEWAY INDUSTRIAL DISTRICT)

**WHEREAS**, on June 17, 2015, pursuant to Resolution No. 85665 C.M.S., the City Council of the City of Oakland (“**City Council**”) adopted its resolution of intention to establish City of Oakland Community Facilities District (“**CFD**”) No. 2015-1 (Gateway Industrial District) (the “**District**”) and to authorize the levy of special taxes to pay the costs of certain public services (the “**Services**”) to be provided within the District pursuant to the Mello-Roos Community Facilities Act of 1982 (the “**Act**”) (the “**Resolution of Intention**”); and

**WHEREAS**, the Resolution of Intention incorporated by reference a map of the proposed boundaries of the District (attached as *Exhibit 3* to the Resolution of Intention), described the Services eligible to be funded by the District (attached as *Exhibit 1* to the Resolution of Intention), and the rate and apportionment of the special tax to be levied within the District (“**Rate and Method**”) to pay for such public services (attached as *Exhibit 2* to the Resolution of Intention). The Resolution of Intention and all of its attachments are on file with the City Clerk and the provisions thereof are incorporated herein by this reference as if fully set forth in this resolution; and

**WHEREAS**, on July 21, 2015, the City Council conducted a public hearing on the formation of the CFD, determined that a majority protest under the Act was not made at the hearing, and adopted Resolution No. \_\_\_\_\_ C.M.S. (“**Resolution of Formation**”), pursuant to the Act, thereby completing its proceedings for formation of proposed CFD. The Resolution of Formation is on file with the City Clerk of the City of Oakland (“**City Clerk**”) and the provisions thereof are incorporated herein by this reference as if fully set forth in this resolution; and

**WHEREAS**, the levy of said proposed special tax shall be subject to the approval of the qualified electors of the District at a special election; and

**WHEREAS**, the form of special election ballot is attached hereto as Exhibit A and by this reference incorporated herein; and

**WHEREAS**, a letter received from the Alameda County Registrar of Voters attached as Exhibit B and hereby incorporated by reference, has been filed with the City Clerk certifying that as of September 29, 2014, there are zero persons registered to vote within the boundaries of the District. The result of which, pursuant to Section 53326 of the Government Code, means the qualified electors of the District for the proposed election shall be the landowners of the District; and

**WHEREAS**, prior to the adoption of the Resolution of Intention, landowners representing 100% of the qualified electors within the District filed with the City Clerk a Waiver of Consent with Respect to Conduct of Public Hearings and Mail Ballot Election for Landowner Election for the Community Facilities District ("**Waiver and Consent**"), by which, among other things, the time limits and related requirements with respect to the formation of the District and preparation and distribution of election materials are waived. The Waiver and Consent is attached to the Resolution of Intention as *Exhibit 4* thereto; now, therefore, be it

**RESOLVED**: That the City Council accepts the Certificate re Land Ownership ("**Certificate**") previously filed with the City Clerk and finds, in accordance therewith, that there have been fewer than twelve registered voters residing within the boundaries of the District. Accordingly, under the Act, the qualified electors of the District for the proposed special election shall be landowners within the District; and be it

**FURTHER RESOLVED**: That the City Council finds and determines that the sole landowner of record owning private property within the District is the City of Oakland (collectively, "**Landowners**"), and that, as set forth on the special election ballot attached hereto as Exhibit A, all of the votes which may be cast in said special election are to be cast by the Landowners; and be it

**FURTHER RESOLVED**: That the City Council finds and determines that the authorized representatives of the landowners have filed with the City Clerk the Waiver and Consent; approves the form of the Waiver and Consent; and finds that the rights, procedures, and time periods therein waived are solely for the protection of the voters, may be waived under the Act, and that the Waiver and Consent constitutes a full and knowing waiver, by any voter who has executed the form, of those rights, procedures and time periods; and be it

**FURTHER RESOLVED**: The City Council further finds that the landowners of record owning property within the District are those set forth in the attachment to the Certificate and that the attachment correctly sets forth how much property owned by each landowner and the number of votes to which each is entitled; and be it

**FURTHER RESOLVED**: That pursuant to the Act, the City Council hereby calls an election, to be held and conducted immediately following adoption of this resolution, and sets this same date as the election date. Pursuant to the Act, the election shall be conducted by mail ballot; personal service of the ballot is permitted under the terms of the Waiver and Consent and shall therefore be permitted. The prior receipt of the election ballot by the Landowners, with a return date of 7pm on July 21, 2015, is hereby ratified as a form of personal service; and be it

**FURTHER RESOLVED**: The City Clerk or designee is directed to mail or to deliver the ballots, in the form of Exhibit A hereto, to the landowners shown on the attachment to the Certificate. The City Clerk or designee shall fill in the names of the landowners and the number

*Exhibits A and B hereto*

of votes to be cast on each ballot, according to the Certificate, before delivery or mailing; and be it

**FURTHER RESOLVED:** That the City Clerk having certified the receipt of the signed and marked ballots of the Landowners prior to adoption of this resolution, as shown on Exhibit A which is attached and hereby incorporated by reference, the City Council hereby closes the election.

IN COUNCIL, OAKLAND, CALIFORNIA, \_\_\_\_\_, 2015

**PASSED BY THE FOLLOWING VOTE:**

AYES – BROOKS, CAMPBELL WASHINGTON, GALLO, GUILLEN, KALB, KAPLAN, REID AND  
PRESIDENT GIBSON MCELNANEY

NOES –

ABSENT –

ABSTENTION –

ATTEST: \_\_\_\_\_

La Tonda Simmons  
City Clerk and Clerk of the Council  
of the City of Oakland, California

**EXHIBIT A**

**SPECIAL ELECTION BALLOT (Mailed-Ballot Election)  
Community Facilities District No. 2015-1**

This ballot is for the use of City of Oakland, the sole landowner owning land (Final Parcel Map No. 10095) within Community Facilities District No. 2015-1, City of Oakland, County of Alameda, State of California.

According to the provisions of the City of Oakland Special Tax Financing Law, Chapter 8, Division 1, Article 3, of the City of Oakland Municipal Code, and the resolutions of the City Council of the City of Oakland, the above-named landowner is entitled to cast 1 vote on this ballot.

In order to be counted, the ballot must be returned prior to the hearing on July 21, 2015, to LaTonda Simmons, City Clerk, City of Oakland, One Frank Ogawa Plaza, Oakland, CA 94612.

Mailing by that date will not be sufficient. The ballot must be physically received by the City Clerk prior to the deadline in order to be counted.

AN "X" OR OTHER MARK WILL CAST ALL VOTES ASSIGNED TO THIS BALLOT, OR THE VOTER MAY WRITE NUMBERS IN THE SPACES PROVIDED

**BALLOT MEASURE**

Shall the City of Oakland be authorized to levy a special tax, and finance the authorized services, and costs and expenses by and through its Community Facilities District No. 2015-1, all as specified in its Council Resolutions No. \_\_\_\_\_ and No. \_\_\_\_\_; and shall the appropriations limit for Community Facilities District No. 2015-1 be established in accordance therewith?

Number of Votes  
YES

\_\_\_\_\_

Number of Votes  
NO

\_\_\_\_\_

**CERTIFICATION**

The undersigned is the authorized representative of the above-named landowner and is the person legally authorized and entitled to cast this ballot on behalf of the above-named landowner.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct and that this declaration is executed on \_\_\_\_\_.

Name: \_\_\_\_\_

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Print Title: \_\_\_\_\_

**EXHIBIT B**



# REGISTRAR OF VOTERS

Alameda County . California

Tim Dupuis  
Registrar of Voters

March 30, 2015

Michelle W. Sexton  
Rosales Law Partners LLP  
433 California St, Suite 630  
San Francisco, California 94104

RE: *Oakland Army Base Community Facilities District*

Dear Ms. Sexton:

I hereby certify that, as of March 30, 2015, there are 0 (zero) registered voters within the boundaries of the following parcels listed:

018-0508-006  
018-0508-007  
018-0508-008  
018-0508-009  
018-0508-010  
018-0508-011  
018-0508-012  
018-0508-014  
018-0508-015

Please let me know if I can be of any further assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Dustin Zafren".

Dustin Zafren  
Geographic Information Systems Technician