


BY: 
City Attorney's Office

OAKLAND CITY COUNCIL

RESOLUTION NO. _____ C.M.S.

A RESOLUTION OF THE CITY COUNCIL OF INTENTION TO ESTABLISH A COMMUNITY FACILITIES DISTRICT, THREE IMPROVEMENT AREAS, AND A FUTURE ANNEXATION AREA TO FINANCE PUBLIC IMPROVEMENTS AND PUBLIC SERVICES FOR THE OAK KNOLL PROJECT, AND MAKING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA)

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

WHEREAS, the City Council, having received petitions from the owners of not less than 10% of the area of land proposed to be included in the proposed CFD, and having received a Deposit and Reimbursement Agreement (Deposit Agreement), executed by the City and Oak Knoll Venture Acquisition, LLC, a Delaware limited liability company (Oak Knoll Venture Acquisition, LLC), this City Council now desires to proceed with the establishment of a CFD in order to finance costs of public infrastructure and certain public services necessary or incident to development within the proposed boundaries of the proposed CFD and authorize the execution and delivery of the Deposit Agreement among other items; and

WHEREAS, pursuant to Section 53339.2 of the Act, the City Council further desires to undertake proceedings to provide for future annexation of territory to the proposed CFD; and

WHEREAS, the proposed CFD consists of an approximately 183-acre site at the former Oak Knoll Naval Medical Center that is entitled for development of 918 residential units, more than 84 acres of parks and open space and more than 72,000 square feet of neighborhood serving commercial space (Project); and

WHEREAS, on March 20, 2015, a Notice of Preparation of a Draft Supplemental Environmental Impact Report (SEIR) for the Project was published pursuant to the California Environmental Quality (CEQA); and

WHEREAS, in order to receive comments on the scope and content of the Draft SEIR for the Project, duly noticed Draft SEIR scoping hearings were held before the Oakland Landmarks

Preservation Advisory Board (LPAB) on April 13, 2015 and before the Oakland City Planning Commission on April 15, 2015; and

WHEREAS, a Combined Notice of Availability and Release of a Draft SEIR and Notice of Public Hearings on the Draft SEIR for the Project was published on August 26, 2016, and a Draft SEIR was released on August 29, 2016, both of which were made available to the public/governmental agencies for review and comment; and

WHEREAS, duly noticed public hearings on the Draft SEIR for the Project were held before the Oakland LPAB on September 12, 2016, before the Oakland Bicycle and Pedestrian Advisory Committee on September 15, 2016, and before the Oakland City Planning Commission on October 5, 2016; and

WHEREAS, duly noticed public hearings on the Project were held on October 26, 2016 before the Design Review Committee (DRC); November 16, 2016 before the Zoning Update Committee; and December 14, 2016 before the DRC; and

WHEREAS, on April 27, 2017, a Notice of Availability and Notice of Release of a Final SEIR, as well as a Responses to Comment and Final SEIR, which responded to comments received on the Draft SEIR, were published and made available for public review and comment; and

WHEREAS, on May 8, 2017 a duly noticed public hearing was held before the LPAB to consider the SEIR and Project land use entitlements, and the LPAB recommended approval of the Project; and

WHEREAS, on October 18, 2017, at a duly noticed public hearing, the City Planning Commission, after conducting and closing the public hearing, recommended that the City Council: (a) adopt the required CEQA findings, including certifying the SEIR and rejecting alternatives as infeasible; (b) adopt the Standard Conditions of Approval and Mitigation Monitoring and Reporting Program (SCAMMRP); and (c) approve the General Plan Amendment; Rezoning; the Preliminary Planned Unit Development Permit for the entire project; the Final Development Plan for Master Developer Site Improvements, the Final Development Plan for Club Knoll Relocation and Rehabilitation, the Vesting Tentative Tract Map, the Conditional Use Permit for Shared Access Facilities, the Creek Permit, and the Tree Removal Permit based, in part, upon the Findings contained in the October 18, 2017 City Planning Commission Agenda Report and attachments (City Planning Commission Report); and

WHEREAS, the SEIR and Project were considered at a regular, duly noticed meeting of the City Council's Community and Economic Development (CED) Committee on October 31, 2017, which recommended certification of the SEIR and approval of the Project; and

WHEREAS, the SEIR and Project were considered at a regular, duly noticed public hearing of the City Council on November 7, 2017; and

WHEREAS, the City Council, as the final decision-making body for the lead agency, independently reviewed, considered, and analyzed the SEIR and the CEQA findings of the City Planning Commission contained in the approved City Planning Commission Report, the October

31, 2017 City Council's CED Committee's Agenda Report and attachments and the Council Agenda Report and Attachments (collectively "City Council Agenda Reports"); and

WHEREAS, pursuant to Resolution No. 86963 C.M.S., the City Council (i) confirmed, adopted, and incorporated by reference into the Resolution (as if fully set forth therein) all of the CEQA findings contained in the approved City Planning Commission Report and the City Council Agenda Reports prior to taking action in approving the Project, (ii) adopted and incorporated by reference into the Resolution (as if fully set forth therein), the SCAMMRP contained in the approved City Planning Commission Report and the City Council Agenda Reports, (iii) adopted an Amendment to the General Plan Land Use Diagram for the Oak Knoll site, based in part upon the findings contained in the approved City Planning Commission Report and the City Council Agenda Reports, (iv) adopted all the Project's planning-related permits/approvals including the Planned Unit Development Permit, Preliminary Development Plan and Design Guidelines, Final Development Plan for Master Developer Site Improvements, Final Development Plan for Club Knoll Relocation and Rehabilitation, Vesting Tentative Tract Map, Conditional Use Permit for Shared Access Facilities, Creek Permit, and Tree Permit for the Oak Knoll Mixed Use Community Plan Project, based in part upon the findings contained in the approved City Planning Commission Report and the City Council Agenda Reports and (v) directed the Environmental Review Officer or designee, to cause to be filed a Notice of Determination for the Project; and

WHEREAS, the City Council proposes to conduct proceedings to establish a CFD pursuant to the Act, and

WHEREAS, Staff made findings under CEQA that: (1) no supplemental or subsequent environmental review is required for the Project pursuant to CEQA Guidelines sections 15162 and 15163 because the formation of the CFD carries out the requirements of the Project and (2) the formation of the CFD is also exempt under CEQA Guidelines sections 15183, 15301, and 15308; now, therefore, be it

RESOLVED, That the City Council proposes to conduct proceedings to establish a CFD pursuant to the Act, and hereby determines that public convenience and necessity require that a future annexation area be established pursuant to the Act; and be it

FURTHER RESOLVED, That the name proposed for the CFD is "City of Oakland Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)"; and be it

FURTHER RESOLVED, That pursuant to Section 53350 of the Act, the City Council hereby designates the following improvement areas within the proposed CFD, the boundaries of which improvement areas (each an "Improvement Area" and, collectively, the "Improvement Areas") are shown on the proposed boundary map of the proposed CFD described in Section 3 below:

(a) "Improvement Area No. 1 of the City of Oakland Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)" (Improvement Area No. 1).

(b) “Improvement Area No. 2 of the City of Oakland Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)” (Improvement Area No. 2).

(c) “Improvement Area No. 3 of the City of Oakland Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)” (Improvement Area No. 3); and be it

FURTHER RESOLVED, That the name proposed for the territory proposed to be annexed to the proposed CFD in the future is “City of Oakland Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)” (Future Annexation Area); and be it

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

FURTHER RESOLVED, The City Council has been informed by the owner of the property initially included within the boundaries of the CFD that (i) the property owner has applied to the City for a final subdivision map (Final Map) that, upon recordation, will subdivide such property and (ii) the property labeled on the boundary map as “TO BE REMOVED FROM THE CFD UPON RECORDATION OF A FUTURE MAP” (totaling 0.47 acres) shall be excluded from the proposed CFD upon recordation of the Final Map without any further action by this City Council, and the City Clerk is hereby authorized, upon the direction of the City Administrator or their designee, to record a Notice of Cessation of Special Tax that complies with the requirements of Section 53330.5 of the Act with respect to such parcel in the office of the County Recorder of the County; and be it

FURTHER RESOLVED, That parcels within the Future Annexation Area shall be annexed to one or more Improvement Areas only with the unanimous approval (each, a “Unanimous Approval”) of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, without any requirement for further public hearings or additional proceedings; and be it

FURTHER RESOLVED, That the type of public facilities proposed to be financed by the proposed CFD and the Improvement Areas pursuant to the Act shall consist of those listed as facilities on Exhibit A hereto and hereby incorporated herein (Facilities). The City Council hereby determines that the Facilities are necessary to meet increased demands placed upon local agencies as the result of development occurring within the proposed CFD, the Future Annexation Area and the Improvement Areas; and be it

FURTHER RESOLVED, That the City Council hereby finds and determines that the public interest will not be served by allowing the property owners in the proposed CFD to enter into a contract in accordance with Section 53329.5(a) of the Act. Notwithstanding the foregoing, the City Council, on behalf of the proposed CFD, may enter into one or more contracts directly

with any of the property owners with respect to the construction and/or acquisition of any portion of the Facilities; and be it

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

FURTHER RESOLVED, That, except to the extent that funds are otherwise available, the City will levy special tax (Special Taxes) to pay directly for the Facilities and/or pay the principal and interest on bonds of the City issued to finance the Facilities and to pay for the Services. The Special Taxes will be secured by recordation of a continuing lien against all non-exempt real property in each of the Improvement Areas, will be levied annually within each of the Improvement Areas, and collected in the same manner as ordinary ad valorem property taxes, or in such other manner as the City Council or its designee shall determine, including direct billing of the affected property owners. The proposed rate and method of apportionment of the Special Taxes among the parcels of real property within each of the Improvement Areas in sufficient detail to allow each landowner within each Improvement Area to estimate the maximum amount such owner will have to pay, are described in the following exhibits attached hereto and hereby incorporated herein (together, the “Rate and Methods”):

(i) Exhibit B-1: Rate, Method of Apportionment, and Manner of Collection of Special Tax (Facilities Special Tax) for Improvement Area No. 1 (Improvement Area No. 1 Facilities Rate and Method).

(ii) Exhibit B-2: Rate, Method of Apportionment, and Manner of Collection of Special Tax (Facilities Special Tax) for Improvement Area No. 2 (Improvement Area No. 2 Facilities Rate and Method).

(iii) Exhibit B-3: Rate, Method of Apportionment, and Manner of Collection of Special Tax (Facilities Special Tax) for Improvement Area No. 3 (Improvement Area No. 3 Facilities Rate and Method).

(iv) Exhibit B-4: Rate, Method of Apportionment, and Manner of Collection of Special Tax (Services Special Tax) for all of the Improvement Areas (Services Rate and Method); and be it

FURTHER RESOLVED, That without Council approval, the City Administrator or their designee may make minor, non-substantive administrative and technical changes to the provisions of the Rate and Methods in the circumstances described in the Rate and Methods; and be it

FURTHER RESOLVED, That the Special Tax to finance Facilities to be levied in Improvement Area No. 1 (Improvement Area No. 1 Facilities Special Tax) shall not be levied in Improvement Area No. 1 after the fiscal year specified in the Improvement Area No. 1 Facilities Rate and Method, except that an Improvement Area No. 1 Facilities Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Improvement Area No. 1 Facilities Special Tax levied against any parcel in Improvement Area No. 1 used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within Improvement Area No. 1 by more than 10%; and be it

FURTHER RESOLVED, That the Special Tax to finance Facilities to be levied in Improvement Area No. 2 (Improvement Area No. 2 Facilities Special Tax) shall not be levied in Improvement Area No. 2 after the fiscal year specified in the Improvement Area No. 2 Facilities Rate and Method, except that an Improvement Area No. 2 Facilities Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Improvement Area No. 2 Facilities Special Tax levied against any parcel in Improvement Area No. 2 used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within Improvement Area No. 2 by more than 10%; and be it

FURTHER RESOLVED, That the Special Tax to finance Facilities to be levied in Improvement Area No. 3 (Improvement Area No. 3 Facilities Special Tax) shall not be levied in Improvement Area No. 3 after the fiscal year specified in the Improvement Area No. 3 Facilities Rate and Method, except that an Improvement Area No. 3 Facilities Special Tax that was lawfully levied in or before the final tax year and that remains delinquent may be collected in subsequent years. Under no circumstances shall the Improvement Area No. 3 Facilities Special Tax levied against any parcel in Improvement Area No. 3 used for private residential purposes be increased as a consequence of delinquency or default by the owner of any other parcel or parcels within Improvement Area No. 3 by more than 10%; and be it

FURTHER RESOLVED, That the Improvement Area No. 1 Facilities Special Tax, the Improvement Area No. 2 Facilities Special Tax and the Improvement Area No. 3 Facilities Special Tax are referred to herein as the “Facilities Special Taxes”; and be it

FURTHER RESOLVED, That the City Council hereby finds that the provisions of Section 53313.6, 53313.7 and 53313.9 of the Act (relating to adjustments to *ad valorem* property taxes and schools financed by a community facilities district) are inapplicable to the proposed CFD, the Future Annexation Area, and each of the Improvement Areas; and be it

FURTHER RESOLVED, That except as may otherwise be provided by law or by the Rate and Methods, all lands owned by any public entity, including the United States, the State of California and/or the City, or any departments or political subdivisions thereof, shall be omitted

from the levy of the Special Taxes to be made to cover the costs and expenses of the Facilities, the Services, and the proposed CFD (including the Future Annexation Area and each of the Improvement Areas). In the event that a portion of the property within an Improvement Area shall become for any reason exempt, wholly or in part, from the levy of the Special Taxes, the City Council will, on behalf of the proposed CFD, increase the levy to the extent necessary upon the remaining property within the Improvement Area which is not exempt in order to yield the required debt service payments and other annual expenses of the Improvement Area, if any, subject to the provisions of the Rate and Methods; and be it

FURTHER RESOLVED, That the authorization of bonded and other debt for and levy of the Special Taxes in Improvement Area No. 1 and an appropriations limit for the proposed CFD shall be subject to the approval of the qualified electors of Improvement Area No. 1 at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the proposed Improvement Area No. 1, with each owner having one vote for each acre or portion of an acre such owner owns in Improvement Area No. 1; and be it

FURTHER RESOLVED, That the authorization of bonded and other debt for and the levy of the Special Taxes in Improvement Area No. 2 and an appropriations limit for the proposed CFD shall be subject to the approval of the qualified electors of Improvement Area No. 2 at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the proposed Improvement Area No. 2, with each owner having one vote for each acre or portion of an acre such owner owns in Improvement Area No. 2; and be it

FURTHER RESOLVED, That the authorization of bonded and other debt for and the levy of the Special Taxes in Improvement Area No. 3 and an appropriations limit for the proposed CFD shall be subject to the approval of the qualified electors of Improvement Area No. 3 at a special election. The proposed voting procedure shall be by mailed or hand-delivered ballot among the landowners in the proposed Improvement Area No. 3, with each owner having one vote for each acre or portion of an acre such owner owns in Improvement Area No. 3; and be it

FURTHER RESOLVED, That it is the intention of the City Council, acting as the legislative body for the proposed CFD with respect to each of the Improvement Areas, to cause bonds and other debt (as defined in the Act) of the City to be issued for the proposed CFD with respect to each of the Improvement Areas pursuant to the Act to finance in whole or in part the construction and/or acquisition of the Facilities. The bonds and other debt shall be issued in one or more series and bear interest payable semi-annually or in such other manner as the City Council shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonds and other debt, and shall mature not to exceed 40 years from the date of the issuance thereof; and be it

FURTHER RESOLVED, That the bonds issued by the City for the proposed CFD with respect to the Improvement Areas shall not exceed the following aggregate principal amounts:

- (a) Improvement Area No. 1: \$ 45,000,000
- (b) Improvement Area No. 2: \$ 50,000,000
- (c) Improvement Area No. 3: \$ 55,000,000

The amount of debt other than bonds that may be issued by the City for the proposed CFD with respect to the Improvement Areas shall not be subject to such limit; and be it

FURTHER RESOLVED, That with respect to each Improvement Area, it is the intention of the City to issue one or more series of bonds for the proposed CFD that are secured by Facilities Special Taxes levied in such Improvement Area. The aggregate principal amount of bonds secured by Facilities Special Taxes in each Improvement Area shall not exceed the sum of the authorized principal amounts for such Improvement Area; and be it

FURTHER RESOLVED, That the City Administrator or their designee is hereby directed to study said proposed Facilities and Services and to make, or cause to be made, and file with the City Clerk a report in writing, (CFD Report) presenting the following:

(a) A description of the Facilities and the Services by type which will be required to adequately meet the needs of the proposed CFD, the Future Annexation Area and the Improvement Areas.

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

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

FURTHER RESOLVED, That the CFD Report shall be made a part of the record of the public hearing specified below; and be it

FURTHER RESOLVED, That the City Council reserves to itself the right and authority set forth in Section 53344.1 of the Act, subject to any limitations set forth in any bond resolution or trust indenture related to the issuance of bonds; and be it

FURTHER RESOLVED, That on November 16, 2021, at 1:30 p.m. or as soon as possible thereafter, in the City Council Chambers, 1 Frank H Ogawa Plaza, Oakland, California (or via teleconference as may be mandated by State or County emergency health orders), be, and the same are hereby appointed and fixed as the time and place when and where the City Council, as legislative body for the proposed CFD, will conduct a public hearing on the establishment of the proposed CFD, the Future Annexation Area and the Improvement Areas and consider and finally determine whether the public interest, convenience and necessity require the formation of the CFD, the Future Annexation Area and the Improvement Areas and the levy of the Special Taxes; and be it

FURTHER RESOLVED, That, at any time prior to the date of the public hearing, any interested person may file a written protest with the Office of the City Clerk against the establishment of the proposed CFD, the extent of the proposed CFD, or the furnishing of specified

types of public facilities or services within the proposed CFD, or pertaining to the regularity or sufficiency of the proceedings,; and be it

FURTHER RESOLVED, That the City Clerk is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper published in the area of the proposed CFD and the Future Annexation Area. The publication shall be completed at least seven days before the date of the public hearing specified above. The notice shall be substantially in the form specified in Section 53322 of the Act; and be it

FURTHER RESOLVED, That the Deposit Agreement, in the form on file with the City Clerk, is hereby approved. The City Administrator or their designee is hereby authorized and directed to accept from Oak Knoll Venture Acquisition, LLC the Initial Advance and to request subsequent Advances from Oak Knoll Venture Acquisition, LLC to pay Initial Costs, as such terms are defined in the Deposit Agreement, and to use the Advances in the manner contemplated by the Deposit Agreement. The City Administrator or their designee is hereby authorized and directed to execute the Deposit Agreement for and on behalf of the City, and to take all actions necessary to implement the Deposit Agreement; and be it

FURTHER RESOLVED, That Section 53314.9 of the Act provides that, either before or after formation of the proposed CFD, the City may accept work in-kind from any source, including, but not limited to, private persons or private entities, may provide, by resolution, for the use of that work in-kind for any authorized purpose and the City Council may enter into an agreement, by resolution, with the person or entity advancing the work in-kind, to reimburse the person or entity for the value, or cost, whichever is less, of the work in-kind, as determined by the City Council, with or without interest, under the conditions specified in the Act. Any work in-kind must be performed or constructed as if the work had been performed or constructed under the direction and supervision, or under the authority of, the City. The City and Oak Knoll Venture Acquisition, LLC anticipate entering into an agreement under Section 53314.9 and will ask the City Council to approve such agreement on a later date; and be it

FURTHER RESOLVED, That Section 53316.2 of the Act provides that a CFD may finance facilities to be owned or operated by a public agency other than the agency that created the district, or services to be provided by a public agency other than the agency that created the district, or any combination, only pursuant to a joint community facilities agreement or a joint exercise of powers agreement adopted pursuant to the Act; and be it

FURTHER RESOLVED, That the City Administrator or their designee is hereby authorized and directed to execute on behalf of the City joint community facilities agreements with any entity that will own or operate any of the Facilities or provide any of the Services, as may be necessary to comply with the provisions of Section 53316.2(a) and (b) of the Act. The City Council hereby declares that such joint agreements will be beneficial to owners of property in the area of the proposed CFD; and be it

FURTHER RESOLVED, That the City Council has reviewed and considered the SEIR and finds that the SEIR is adequate for its use for the actions taken by this Resolution and

incorporates the SEIR and the CEQA findings contained in Resolution No. 86963 C.M.S. by this reference; and, be it

FURTHER RESOLVED, That the City Council adopts Staff’s findings under CEQA that: (1) no supplemental or subsequent environmental review is required for the Project pursuant to CEQA Guidelines sections 15162 and 15163 because the formation of the CFD carries out the requirements of the Project and (2) the formation of the CFD is also exempt under CEQA Guidelines sections 15183, 15301, and 15308; and, be it

FURTHER RESOLVED, That the City Administrator or any of their designees are hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution; and be it

FURTHER RESOLVED, That this Resolution shall in no way obligate the City Council of the City to form the CFD. The formation of the proposed CFD shall be subject to the approval of the City Council by resolution following the holding of the public hearing referred to above; and be it

FURTHER RESOLVED, That the City Council hereby appoints Jones Hall, A Professional Law Corporation, as bond and disclosure counsel to the City, KNN Public Finance, as municipal advisor to the City, and Economic and Planning Systems, as special tax consultant to the City, in connection with formation of the proposed CFD and issuance of bonds for the proposed CFD. The City Administrator or their designee is hereby authorized to work with the City Attorney to execute a legal services agreement with Jones Hall and the City Administrator or their designee is hereby authorized to sign services agreements with KNN Public Finance and Economic and Planning Systems in substantially the forms and substance of the agreements on file with the City Clerk; and be it

FURTHER RESOLVED, That this Resolution shall take effect immediately upon its passage.

IN COUNCIL, OAKLAND, CALIFORNIA,

PASSED BY THE FOLLOWING VOTE:

AYES - FIFE, GALLO, KALB, KAPLAN, REID, TAYLOR, THAO AND
PRESIDENT FORTUNATO BAS

NOES –

ABSENT –

ABSTENTION –

ATTEST: _____

ASHA REED
City Clerk and Clerk of the Council of
the City of Oakland, California

EXHIBIT A

CITY OF OAKLAND Community Facilities District No. 2021-1 (Oak Knoll Facilities and Services)

AUTHORIZED FACILITIES

It is intended that the CFD (and each Improvement Area therein) will be authorized to finance all or a portion of the costs of acquisition, construction, and improvement of facilities permitted under the Mello-Roos Community Facilities Act of 1982 that are required as conditions of development of the property within the CFD and that will be owned and operated by the City or any other public agency or utility identified by the City (subject to compliance with the Act), including, but not limited to, the following:

Transportation Improvements

Purchase, construction, reconstruction, expansion, improvement, or rehabilitation of roadway improvements designed to meet the needs of development of the project. These facilities include, but are not limited to, bridge crossings and culverts; clearing, grubbing, and demolition; grading, soil import/export, paving (including slurry seal), and decorative/enhanced pavement concrete or pavers; power pole relocations; joint trenches, underground utilities, and undergrounding of existing utilities; dry utilities and appurtenances; curbs, gutters, sidewalks, bike trails (including on- and off-site), park and ride facilities, bus rapid transit improvements, including transfer stations and regional public transit improvements; retaining walls, sound walls, enhanced fencing, and access ramps; street lights, signalization, and traffic signal control systems; bus turnouts; signs and striping; erosion control; median and parkway landscaping and irrigation; entry monumentation; bus shelters; masonry walls; traffic control and agency fees; and other improvements related thereto. Eligible improvements for roads also include any and all necessary underground potable and non-potable water, sanitary sewer, and storm drainage system improvements.

Water System Improvements

Purchase, construction, reconstruction, expansion, improvement, or rehabilitation of on- and off-site backbone water facilities designed to meet the needs of development of the project. These facilities include, but are not limited to, potable and non-potable mains, valves, services, and appurtenances; wells; and water treatment and storage facilities, and related improvements, including but not limited to: site clearing, grading, and paving; curbs and gutters; recycled water storage tanks, booster pump stations, and all appurtenances thereto; wells; water treatment; stand-by generator; site lighting, drainage, sanitary sewer, and water service; landscaping and irrigation; access gates and fencing; striping and signage.

Drainage System Improvements

Purchase, construction, reconstruction, expansion, improvement, or rehabilitation of on- and off-site backbone drainage and storm drainage improvements designed to meet the needs of development of the project. These facilities include, but are not limited to, mains, pipelines and appurtenances, outfalls and water quality measures, temporary drainage facilities, detention/retention basins, and drainage pretreatment facilities; drainage ways/channels, pump stations, landscaping, and irrigation; access roads, gates, and fencing; striping and signage.

Wastewater System Improvements

Purchase, construction, reconstruction, expansion, improvement, or rehabilitation of on- and off-

site backbone wastewater facilities designed to meet the needs of development of the project. These facilities include, but are not limited to, pipelines and all appurtenances thereto; manholes; tie-in to existing main line; force mains; lift stations; odor-control facilities; sewer treatment plant improvements and permitting related thereto; and related sewer system improvements.

Development Impact Fees

Purchase, construction, reconstruction, expansion, improvement, or rehabilitation of facilities that are funded with the proceeds of development impact fees paid and not otherwise reimbursed, whether standard City or other fees levied at the time of the issuance of a building permit or required as part of the Standard Conditions of Approval for the property. Fees include Capital Improvements, Transportation, Water Connection/Meter Charge, Sewer Connection Inspection, but do not include applicable Affordable Housing Impact Fees.

Miscellaneous

The authorized Facilities shall include all hard costs and soft costs associated with the facilities, including the costs of the acquisition of land, easements and rights-of-way, the costs of design, project management, engineering and planning, the costs of any environmental or traffic studies, surveys or other reports, costs related to landscaping and irrigation, soils and other environmental testing and observation, permits, plan check, and inspection fees, insurance, legal and related overhead costs, bonding, insurance, and any other costs or appurtenances related to any of the foregoing.

Facilities Special Taxes may be collected and set-aside in designated funds and collected over several years (i.e., reserves), and used to fund facilities authorized to be financed by the CFD.

AUTHORIZED SERVICES

Special Taxes collected in the CFD (and each Improvement Area therein) may finance, in whole or in part, the following services (“services” shall have the meaning given that termin the Mello-Roos Community Facilities Act of 1982):

- Operation, maintenance and lighting of parks, parkways, streets, emergency vehicle access easements, roads, bridges, trails and open space.
- Flood and storm protection services, including, but not limited to, the operation and maintenance of storm drainage systems (including landscape maintenance and replacement).

Maintenance as used herein includes replacement and the creation and funding of a reserve fund to pay for a replacement of such facilities. The Services Special Taxes shall only fund authorized Services to the extent that they are in addition to those provided to land within the CFD prior to the creation of the CFD.

ADMINISTRATIVE AND INCIDENTAL EXPENSES

The CFD (and each Improvement Area therein) may also finance any of the following:

1. Bond related expenses, including underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, bond and disclosure counsel fees and expenses, bond remarketing costs, and all other incidental expenses.
2. Administrative fees of the City and the bond trustee or fiscal agent related to the CFD and the

Bonds.

3. Reimbursement of costs related to the formation of the CFD (and each Improvement Area therein) advanced by the City, the landowner(s) in the CFD, or any party related to any of the foregoing, as well as reimbursement of any costs advanced by the City, the landowner(s) in the CFD or any party related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD (or each Improvement Area therein).

4. All “costs” and “incidental expenses” related to the eligible facilities as those terms are defined in the Act.

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

EXHIBIT B-1

**IMPROVEMENT AREA NO. 1 OF THE
CITY OF OAKLAND
Community Facilities District No. 2021-1
(Oak Knoll Facilities and Services)**

**RATE, METHOD OF APPORTIONMENT, AND MANNER OF
COLLECTION OF SPECIAL TAX**

(FACILITIES SPECIAL TAX)

(attached)

EXHIBIT B-2

**IMPROVEMENT AREA NO. 2 OF THE
CITY OF OAKLAND
Community Facilities District No. 2021-1
(Oak Knoll Facilities and Services)**

**RATE, METHOD OF APPORTIONMENT, AND MANNER OF
COLLECTION OF SPECIAL TAX**

(FACILITIES SPECIAL TAX)

(attached)

EXHIBIT B-3

**IMPROVEMENT AREA NO. 3 OF THE
CITY OF OAKLAND
Community Facilities District No. 2021-1
(Oak Knoll Facilities and Services)**

**RATE, METHOD OF APPORTIONMENT, AND MANNER OF
COLLECTION OF SPECIAL TAX**

(FACILITIES SPECIAL TAX)

EXHIBIT B-4

**CITY OF OAKLAND
Community Facilities District No. 2021-1
(Oak Knoll Facilities and Services)**

**RATE, METHOD OF APPORTIONMENT, AND MANNER OF
COLLECTION OF SPECIAL TAX**

(SERVICES SPECIAL TAX)