

NOTICE OF A REGULAR MEETING

Pursuant to Section 54954.2 of the Government Code of the State of California, a Regular meeting of the City of Tracy Planning Commission is hereby called for:

Date/Time: Wednesday, August 12, 2015
7:00 P.M. (or as soon thereafter as possible)

Location: City of Tracy Council Chambers
333 Civic Center Plaza

Government Code Section 54954.3 states that every public meeting shall provide an opportunity for the public to address the Planning Commission on any item, before or during consideration of the item, however no action shall be taken on any item not on the agenda.

REGULAR MEETING AGENDA

CALL TO ORDER

PLEDGE OF ALLEGIANCE

ROLL CALL

DIRECTOR'S REPORT REGARDING THIS AGENDA

ITEMS FROM THE AUDIENCE - *In accordance with Procedures for Preparation, Posting and Distribution of Agendas and the Conduct of Public Meetings, adopted by Resolution 2015-052 any item not on the agenda brought up by the public at a meeting, shall be automatically referred to staff. If staff is not able to resolve the matter satisfactorily, the member of the public may request a Commission Member to sponsor the item for discussion at a future meeting.*

1. NEW BUSINESS

A: PUBLIC HEARING TO AMEND THE ELLIS TENTATIVE SUBDIVISION MAP CONDITIONS OF APPROVAL FOR THE FIRST PHASE OF THE ELLIS PROJECT, WHICH CONSISTS OF APPROXIMATELY 150 ACRES LOCATED AT THE NORTHWEST CORNER OF CORRAL HOLLOW ROAD AND LINNE ROAD, ASSESSOR'S PARCEL NUMBERS 240-140-30 AND 31. THE APPLICANT IS THE SURLAND COMPANIES. THE PROPERTY OWNER IS STANDARD PACIFIC CORPORATION. APPLICATION NUMBER TSM11-0002

B: STUDY SESSION TO RECEIVE PUBLIC INPUT REGARDING HOUSING NEEDS IN TRACY RELATED TO THE CITY-INITIATED UPDATE TO GENERAL PLAN HOUSING ELEMENT

2. ITEMS FROM THE AUDIENCE

3. ITEMS FROM THE COMMISSION

4. ADJOURNMENT

Posted: **August 6, 2015**

The City of Tracy complies with the Americans with Disabilities Act and makes all reasonable accommodations for the disabled to participate in public meetings. Persons requiring assistance or auxiliary aids in order to participate should call City Hall (209-831-6000), at least 24 hours prior to the meeting.

Any materials distributed to the majority of the Planning Commission regarding any item on this agenda will be made available for public inspection in the Development Services Department located at 333 Civic Center Plaza during normal business hours.

**SPECIAL MEETING MINUTES
TRACY CITY PLANNING COMMISSION
WEDNESDAY, MARCH 11, 2015
6:30 P.M.
TRACY TRANSIT STATION
50 E. SIXTH STREET**

CALL TO ORDER - Chair Orcutt called the meeting to order at 6:42 p.m.

ROLL CALL - Roll Call found Commissioners Sangha, Tanner, Vice Chair Mitracos and Chair Orcutt present; Commissioner Ransom absent. Also present were staff members Alan Bell, Senior Planner; Scott Claar, Associate Planner; and Bill Sartor, Assistant City Attorney.

MINUTES APPROVAL – Commissioner Tanner noted two changes needed to the February 25, 2015 minutes. The minutes will be brought back at a subsequent Planning Commission meeting for approval.

DIRECTOR’S REPORT REGARDING THIS AGENDA – None.

ITEMS FROM THE AUDIENCE – None.

1. **OLD BUSINESS** – None.

2. **NEW BUSINESS**

A. **PLANNING COMMISSION STUDY SESSION REGARDING THE TRACY HILLS PROJECT** – Scott Claar, Associate Planner, indicated the purpose of the meeting was to conduct a workshop regarding the Tracy Hills project, and in particular a review of the Specific Plan. Vice Chair Mitracos referred to the April 25, 2015, staff report and the compatibility of land uses in the northern section of the project. Mr. Claar clarified that what is proposed in the northern section does not represent a change from the original Specific Plan approved in 1998.

Chair Orcutt asked how the zoning was considered in regard to the location of Light Industrial in proximity to Residential. Mr. Claar stated staff had concerns as well adding that there may be changes to the Specific Plan. A lengthy discussion ensued regarding zoning and land use for Phase 1A. Alan Bell, Senior Planner, suggested that the Planning Commission ask similar questions regarding zoning when the Development Agreement (DA) is brought for approval.

A speaker discussed the area south of the California Aqueduct, north of Corral Hollow Road; specifically the Mixed Use Business Park (MUBP), and the pipeline area which will be used as a trail system. Chair Orcutt asked why the General Highway Commercial (GHC) area was not located on both sides of Corral Hollow Road. Mr. Souza explained the reason for the placement of the GHC area only on one side of Corral Hollow Road.

Staff and the Commissioners had a brief discussion regarding Figure 2-1 regarding standards.

Chair Orcutt asked about varying pipeline widths and setbacks. Mr. Claar stated the applicant worked with the various pipeline owners to determine appropriate setbacks. A discussion ensued regarding location of pipelines and easements.

A member of the development team discussed open space, a school site, and timing for the school. Mr. Tanner asked about the timing of the school opening. Mr. Souza discussed working with the School District on the timing and payment of fees.

Chair Orcutt called for a recess at 7:50 p.m., reconvening at 8:00 p.m.

Chair Orcutt asked what limitations could be put in place to exclude windmills in areas highlighted in the Tracy Municipal Airport Land Use Compatibility Zones. Mr. Claar discussed height limits, city limits, and the approval process.

Mr. Claar outlined residential, mixed use and business park design guidelines, signage and monuments, streetscapes and trails. Vice Chair Mitracos asked what fronted the spine road. A member of the development stated mixed use and residential rear yards. A discussion ensued regarding wall materials.

Chair Orcutt asked if the entire retention basin would be full. A member of the development team discussed the parameters used in designing the basin. Mr. Bell added that both of the basins were permanent.

The Commissioners had a brief discussion regarding cul-de-sacs and lighting.

Regarding landscaping, Commissioner Tanner asked if the landscaping was drought tolerant. Mr. Palmer stated City staff has provided comments on the plan landscaping plans.

Chair Orcutt, referring to Figure 4-1, asked for clarification regarding the four lane parkway. A member of the development team stated the roadways conformed to the City's Master Plans.

Chair Orcutt asked if bus routes were planned. Mr. Claar stated not at this point. Mr. Palmer added that they are working with Ed Lovell, Management Analyst, regarding potential bus stops.

Vice Chair Mitracos inquired about fees and how they would be updated. Mr. Souza outlined Infrastructure and Community Facilities District fees. Mr. Bell provided information regarding property taxes.

Mr. Claar referred to section 5, Administration, noting a change regarding residential subdivisions, which will have to have architecture review.

Vice Chair Mitracos stated he would like to have another workshop on the project.

It was Planning Commission consensus to conduct another workshop prior to a future Planning Commission meeting.

3. ITEMS FROM THE COMMISSION – None.
4. ADJOURNMENT – It was moved by Vice Chair Mitracos and seconded by Commissioner Tanner to adjourn.

Time: : p.m.

CHAIR

STAFF LIAISON

The above are summary minutes. A recording is available at the Development Services Department.

MINUTES
TRACY CITY PLANNING COMMISSION
Wednesday, April 8, 2015
7:00 P.M.
CITY OF TRACY COUNCIL CHAMBERS
333 CIVIC CENTER PLAZA

CALL TO ORDER - Chair Orcutt called the meeting to order at 7:01 p.m. and led the pledge of allegiance.

ROLL CALL - Roll Call found Commissioners Ransom, Sangha, Tanner, Vice Chair Mitracos and Chair Orcutt present. Also present were staff members Andrew Malik, Development Services Director; Barbara Harb, Management Analyst; Bill Sartor, Assistant City Attorney; and Sandra Edwards Recording Secretary.

MINUTES APPROVAL – It was moved by Vice Chair Mitracos and seconded by Commissioner Tanner, to approve the regular meeting minutes of February 25, 2015. Voice vote found all in favor; passed and so ordered.

DIRECTOR’S REPORT REGARDING THIS AGENDA – None

ITEMS FROM THE AUDIENCE – Steve Nicolaou, 1068 Atherton, addressed the Commission regarding the Sutter application heard at the City Council meeting of April 7, 2015, and the process involved for the project.

1. **OLD BUSINESS** – None

2. **NEW BUSINESS**

- A. REPORT OF CONFORMITY WITH THE CITY OF TRACY GENERAL PLAN FOR DISPOSAL OF REAL PROPERTY LOCATED AT THE SOUTHWEST CORNER OF NAGLEE ROAD AND PAVILION PARKWAY (APN 212-290-39). THIS IS A CITY INITIATED PROJECT - APPLICATION NUMBER DET15-0001 – Barbara Harb, Management Analyst, provided the staff report.

The Planning Commission asked for clarification regarding neighboring parcels, and discussed parking requirements, access to the site, an alternate site for the Park and Ride lot, and proceeds from the sale of the City-owned property.

Chair Orcutt invited members of the public to address the Commission regarding the project. There was no one wishing to address the Commission.

ACTION It was moved by Commissioner Ransom and seconded by Vice Chair Mitracos that the Planning Commission report that the disposal of real property located at the southwest corner of Naglee Road and Pavilion Parkway is in conformity with the City of Tracy General Plan. Voice vote found all in favor; passed and so ordered.

3. **ITEMS FROM THE AUDIENCE** – None.

4. **DIRECTOR’S REPORT** – None.

5. ITEMS FROM THE COMMISSION – Vice Chair Mitracos suggested having a discussion regarding parking requirements for the Medical Office Zone, previously mentioned by Commission Tanner, as well as the Downtown.

Commissioner Ransom suggested a conversation occur among the Planning Commission and City Council regarding process, referring to the Sutter project.

Commissioner Tanner re-stated his request to review hospital parking requirements.

Commissioner Sangha asked who was responsible for cleaning the area east bound I-205 as you exit the freeway onto Eleventh Street. Andrew Malik, Development Services Director indicated the property was in the County and that Caltrans may be responsible.

Chair Orcutt suggested adequate signage be provided for commuters before the Park and Ride lot is moved.

6. ADJOURNMENT – It was moved by Chair Orcutt and seconded by Vice Chair Mitracos to adjourn. Voice vote found all in favor; passed and so ordered.

Time: 7:51 p.m.

MINUTES
TRACY CITY PLANNING COMMISSION
Wednesday, May 13, 2015
7:00 P.M.
CITY OF TRACY COUNCIL CHAMBERS
333 CIVIC CENTER PLAZA

CALL TO ORDER - Chair Orcutt called the meeting to order at 7:00 p.m., and led the Pledge of Allegiance.

ROLL CALL - Roll Call found Commissioners Ransom, Sangha, Tanner, Vice Chair Mitracos and Chair Orcutt, present. Also present were staff members Alan Bell, Interim Assistant Development Services Director; Victoria Lombardo, Senior Planner; Cris Mina, Senior Civil Engineer, Bill Sartor, Assistant City Attorney; and Sandra Edwards Recording Secretary.

MINUTES APPROVAL – It was moved by Commissioner Ransom and seconded by Commissioner Tanner to approve the regular meeting minutes of March 25, 2015, and special meeting minutes of March 25, 2015. Voice vote found all in favor; passed and so ordered.

DIRECTOR’S REPORT REGARDING THIS AGENDA – None.

ITEMS FROM THE AUDIENCE – None.

1. **OLD BUSINESS** – None.

2. **NEW BUSINESS**

- A. PUBLIC HEARING TO CONSIDER AN APPLICATION FOR A PRELIMINARY AND FINAL DEVELOPMENT PLAN TO CONSTRUCT A 795,732 SQUARE FOOT INDUSTRIAL DISTRIBUTION BUILDING WITH CORRESPONDING PARKING AND LANDSCAPE IMPROVEMENTS AND TO CONSIDER AN AMENDMENT TO THE I-205 CORRIDOR SPECIFIC PLAN REGARDING BUILDING HEIGHT, LOCATED AT 8450 ARBOR AVENUE - APPLICANT IS DCT INDUSTRIAL OPERATING LLC; OWNERS ARE GREGG AND ROBERT CHRISTENSEN- APPLICATION NUMBERS D14-0028 AND SPA14-0002 – Victoria Lombardo, Senior Planner, provided the staff report. Ms. Lombardo indicated the applicant had provided a revised set of landscape plans which had been provided to the Commission on the dais this evening.

Vice Chair Mitracos asked for a brief history of the I-205 Corridor Specific Plan and the North East Industrial Area Specific Plan. Alan Bell, Interim Assistant Development Services Director, provided background information regarding adoption of the Specific Plans.

Chair Orcutt opened the public hearing.

Commissioner Sangha stated she was leasing property at the North Gate Village Center and asked the Assistant City Attorney if she should excuse herself from consideration of the item. Bill Sartor, Assistant City Attorney indicated it would

be wise for her to excuse herself. Commissioner Sangha excused herself from the meeting at 7:19 p.m.

The Planning Commission discussed trucking and auto parking, screening, building height, LEED certification, trees and drought resistant plants. Dave Hogan, from DCT, outlined the architectural aspects of the project and responded to the Planning Commission's questions/concerns.

As there was no one further wishing to address the Commission on the item, Chair Orcutt closed the public hearing.

ACTION: It was moved by Vice Chair Mitracos and seconded by Commissioner Ransom that the City Council approve a minor amendment to the I-205 Corridor Specific Plan for building height to a maximum of 50 feet, Application Number SPA15-0002, subject to the conditions and based on the findings contained in the Planning Commission Resolution dated May 13, 2015; and to approve the PUD Preliminary and Final Development Plan to develop a 795,732 square foot industrial distribution facility on a 39.58-acre site, located at 8450 Arbor Road, Application Number D14-0028, subject to the conditions and based on the findings contained in the Planning Commission Resolution, amending Condition of Approval B7, reflecting site plans and elevations dated May 7, and May 13, 2015. Roll call found Commissioners Ransom, Tanner, Vice Chair Mitracos and Chair Orcutt in favor; Commissioner Sangha absent.

3. ITEMS FROM THE AUDIENCE - None
4. DIRECTOR'S REPORT – None.
5. ITEMS FROM THE COMMISSION – Chair Orcutt indicated at some point he would like to discuss five items or landmarks that are unique to Tracy.
6. ADJOURNMENT – It was moved by Chair Orcutt and seconded by Vice Chair Mitracos to adjourn. Voice vote found Commissioners Ransom, Tanner, Vice Chair Mitracos and Chair Orcutt in favor; Commissioner Sangha absent.

Time: 7:59 p.m.

CHAIR

STAFF LIAISON

The above are action minutes. A recording is available at the Development Services Department.

AGENDA ITEM 1-A

REQUEST

PUBLIC HEARING TO AMEND THE ELLIS TENTATIVE SUBDIVISION MAP CONDITIONS OF APPROVAL FOR THE FIRST PHASE OF THE ELLIS PROJECT, WHICH CONSISTS OF APPROXIMATELY 150 ACRES LOCATED AT THE NORTHWEST CORNER OF CORRAL HOLLOW ROAD AND LINNE ROAD, ASSESSOR'S PARCEL NUMBERS 240-140-30 AND 31. THE APPLICANT IS THE SURLAND COMPANIES. THE PROPERTY OWNER IS STANDARD PACIFIC CORPORATION. APPLICATION NUMBER TSM11-0002

BACKGROUND

On January 22, 2013, City Council certified the Final Revised Environmental Impact Report for the Modified Ellis Project and approved a General Plan Amendment, annexation, and the Modified Ellis Specific Plan for the 321-acre site known as Ellis. A development agreement was approved by City Council on March 19, 2013. Annexation of the Ellis site to the City of Tracy was completed by LAFCo on April 16, 2013.

On July 23, 2014, Planning Commission approved a Tentative Subdivision Map for the first phase of the Modified Ellis Project, consisting of 296 residential lots and six other parcels on approximately 150 acres, located at the northwest corner of Corral Hollow Road and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM11-0002. Copies of the approved Tentative Subdivision Map are available for viewing in the Development Services Department.

DISCUSSION

Overview

This agenda item involves proposed amendments to the Ellis Tentative Subdivision Map Conditions of Approval, Application Number TSM11-0002. The proposed amendments to the Conditions of Approval occur on pages 3, 4, 5, 7, and 20, and include changes to condition B.5 related to landscape maintenance, the deletion of condition C.1.11 and changes to condition C.3.2 related to a Park Improvement and Reimbursement Agreement, and changes to condition C.4 related to grading and encroachment permits (Attachment A: Proposed Amendments to Conditions of Approval with changes shown in strikethrough/underline).

Condition of Approval B.5. Landscape Maintenance

Condition of Approval B.5 requires the developer to assure that there will be sufficient funding for the on-going public landscaping maintenance costs related to the project. The proposed amendment is a rewrite to this condition, which primarily consists of the following changes: (1) specifying that the agreement between the developer and the City must be a "recordable" agreement, (2) changing the timing of when the funding solution must be established from prior to issuance of a building permit to prior to final inspection and also allowing the developer to build up to 12 model homes before satisfying this

condition, and (3) adding language regarding direct funding, which is consistent with City requirements for other projects and provides an additional alternative for public landscape maintenance funding.

Condition of Approval C.1.11 Regarding a Park Improvement and Reimbursement Agreement

Condition of Approval C.1.11 requires the developer to submit a signed Park Improvement and Reimbursement Agreement (PI&RA) and improvement security, prior to approval of a Final Map by City Council. The proposed amendment is to delete this condition because the timing is not realistic and it is inconsistent with Condition of Approval C.3.2, which requires that the PI&RA be signed prior to final inspection, as is the City's typical requirement. The proposed amendment to Condition of Approval C.3.2 allows the developer to build up to twelve model homes before satisfying this condition. This change does not affect the timing of park construction, only the timing for when the agreement must be in place.

Condition of Approval C.4. Grading and Encroachment Permit

Condition of Approval C.4 states that no applications for grading and encroachment permits will be accepted by the City as complete until the Final Map is approved by City Council. The proposed amendment is for the issuance of grading permits to be consistent with Tracy Municipal Code Section 12.36.090(b), which requires that grading plans must conform to the submitted improvement plans and be approved by the City Engineer before a grading permit is issued. The proposed amendment would allow the applicant to proceed with grading and encroachment permits prior to City Council approval of a Final Map, which is consistent with how grading permits are typically processed.

Environmental Document

The project is consistent with the Final Revised Environmental Impact Report (EIR) certified by the City Council on January 22, 2013 for the Modified Ellis Project, which included the Modified Ellis Specific Plan (SCH#2012022023). Pursuant to CEQA Guidelines Section 15162 and Public Resources Code Section 21166, no subsequent EIR shall be prepared for the project because the project has a certified EIR and no substantial changes are proposed in the project that would require major revisions to the previous EIR; no substantial changes have occurred with respect to the circumstances under which the project will be undertaken that would require major revisions to the previous EIR; and no new information of substantial importance regarding significant effects, mitigation measures, or alternatives for this project has become known, which was not known at the time the previous EIR was certified as complete. Furthermore, as a residential subdivision that is consistent with a specific plan for which an EIR was certified after January 1, 1980, the project is exempt from the requirements of CEQA pursuant to California Government Code Section 65457. Therefore, no further environmental review is necessary.

RECOMMENDATION

Staff recommends that the Planning Commission approve the amendments to the Ellis Tentative Subdivision Map Conditions of Approval, as stated in the Planning Commission Resolution dated August 12, 2015 (Attachment B: Planning Commission Resolution).

MOTION

Move that the Planning Commission approve the amendments to the Ellis Tentative Subdivision Map Conditions of Approval, as stated in the Planning Commission Resolution dated August 12, 2015.

Prepared by Scott Claar, Senior Planner
Reviewed by Alan Bell, Interim Assistant Development Services Director
Approved by Bill Dean, Interim Development Services Director

ATTACHMENTS

- A: Proposed Amendments to Conditions of Approval with changes shown in strikethrough/underline
- B: Planning Commission Resolution

**Conditions of Approval for a Tentative Subdivision Map
for approximately 150 acres in the Ellis Specific Plan Area,
consisting of 296 residential lots and 6 other parcels,
located west of Corral Hollow Road in the vicinity of
Peony Drive and Linne Road
Assessor's Parcel Numbers 240-140-30 and 31
Application Number TSM11-0002
August 12, 2015**

These Conditions of Approval shall apply to the real property shown on the Tentative Subdivision Map for approximately 150 acres in the Ellis Specific Plan Area, consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.

- A. The following definitions shall apply to these Conditions of Approval:
1. "Applicant" means any person, or other legal entity, defined as a "Subdivider".
 2. "City Engineer" means the City Engineer of the City of Tracy, or any other duly licensed engineer designated by the City Manager, the Development Services Director, or the City Engineer, to perform the duties set forth herein.
 3. "Development Services Director" means the Development Services Director of the City of Tracy, or any other person designated by the City Manager or the Development Services Director, to perform the duties set forth herein.
 4. "Ellis FIP" means the finance and implementation plan (titled "Ellis Program Area Finance and Implementation Plan") approved by the City Council on August 20, 2013 by Resolution 2013-136, and any amendments.
 5. "Ellis DA" means the development agreement (titled "Amended and Restated Development Agreement by and between the City of Tracy and Surland Communities, LLC") approved by the City Council on March 19, 2013 by the adoption of Ordinance 1182, and any amendments.
 6. "Ellis SP" means the specific plan (titled "Modified Ellis Specific Plan") approved by the City Council on January 22, 2013 by Resolution 2013-012, and any amendments.
 7. "Ellis EIR" means the Final Environmental Impact Report (titled "City of Tracy Modified Ellis Project Final Revised Environmental Impact Report"), bearing the State Clearing House Number 2012022023, certified by the City Council on January 22, 2013 by Resolution 2013-011, as adequate and in compliance with the California Environmental Quality Act (CEQA).
 8. "Applicable Law" shall have the meaning set forth in section 1.03 of the Ellis DA.
 9. "Conditions of Approval" means these conditions of approval applicable to the Tentative Subdivision Map for approximately 150 acres in the Ellis SP Area,

- consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.
10. "Project" means the Tentative Subdivision Map for approximately 150 acres in the Ellis SP Area, consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.
 11. "Property" means the approximately 150 acres in the Ellis SP Area, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31.
 12. "Subdivider" means any person, or other legal entity, who applies to the City to divide or cause to be divided real property within the Project boundaries, or who applies to the City to develop or improve any portion of the real property within the Project boundaries. "Subdivider" also means the Developer, which shall include the Owner as described in the Preamble to the Ellis DA, and all successors in interest.

B. Planning Division Conditions of Approval

1. Compliance with laws. The Subdivider shall comply with all Applicable Law.
2. Mitigation Measures. The Subdivider shall comply with all mitigation measures applicable to the Project in the Ellis EIR, which was certified by the City Council on January 22, 2013 (SCH#2012022023).
3. Notice of protest period. Pursuant to Government Code Section 66020, including Section 66020 (d)(1), the City HEREBY NOTIFIES the Subdivider that the 90-day approval period (in which the Subdivider may protest the imposition of any fees, dedications, reservations, or other exactions that are within the purview of the Mitigation Fee Act [Government Code section 66000 et seq.] ("Exactions") and imposed on this Project by these Conditions of Approval) shall commence on the date of the conditional approval of this Project. If the Subdivider fails to file a protest of the Exactions within this 90-day period, complying with all of the requirements of Government Code Section 66020, the Subdivider will be legally barred from later challenging any of the Exactions. The terms of this paragraph shall not affect any other deadlines or statutes of limitations set forth in the Mitigation Fee Act or other applicable law, or constitute a waiver of any affirmative defenses available to the Developer.
4. Conformance with Tentative Subdivision Map. All Final Maps shall be in substantial conformance with the approved Tentative Subdivision Map, which was date stamped as received by the Development Services Department on April 22, 2014, unless modified herein by these Conditions of Approval.

5. Landscape Maintenance. Before approval of the first Final Map, the Subdivider shall enter into an agreement, which shall be recorded against the Project property, which includes one of the following options (a. or b.):

a. Annexation to LMD. (1) prior to final inspection and/or issuance of a certificate of occupancy (except for up to twelve model homes), the Project shall annex into the Tracy Consolidated Landscape Maintenance District (TCLMD); (2) when property annexes into the TCLMD, the owners of the property will be assessed for assessment district costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public special amenities as described in the TCLMD; (3) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area; (4) prior to final inspection and issuance of certificate of occupancy (except for up to twelve model homes), the developer shall deposit an amount equal to the amount of the first year's assessment; and (5) the developer shall be responsible for all costs associated with annexation into the TCLMD. Or, in lieu of annexing into the TCLMD, and prior to final inspection or issuance of certificate of occupancy, the Subdivider shall deposit with the City, an amount necessary to fund the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project in perpetuity. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area.

Or

b. CFD or other funding mechanism. (1) prior to final inspection and/or issuance of a certificate of occupancy (except for up to twelve model homes), the Subdivider shall form a Community Facilities District (CFD) for funding the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project; (2) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area;(3) formation of the CFD shall include, but not be limited to, affirmative votes and the

recording of a Notice of Special Tax Lien; (4) upon successful formation, the parcels will be subject to the maximum special tax rates as outlined in the Rate and Method of Apportionment; (5) prior to issuance of a building permit (except for up to twelve model homes), the developer shall deposit an amount equal to the first year's taxes; and (6) the developer shall be responsible for all costs associated with formation of the CFD. Or, in lieu of forming the CFD, and prior to final inspection or issuance of certificate of occupancy, the Subdivider shall deposit with the City an amount reasonably necessary to fund the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project in perpetuity. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area.

~~Landscape Maintenance. Before approval of the first Final Map, the Subdivider shall do one of the following, which shall be approved by the City:~~

- ~~a. The Subdivider shall enter into an agreement with the City, with appropriate funding security provisions acceptable to the City, or provide sufficient evidence, to the satisfaction of the City, which stipulates the following: (1) the Project shall annex into the Tracy Consolidated Landscape Maintenance District (TCLMD) prior to issuance of a building permit; (2) when property annexes into the TCLMD, the owners of the property will be assessed for assessment district costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public special amenities as described in the TCLMD; (3) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area; (4) prior to issuance of a building permit, the developer shall deposit a first year's assessment equivalent to the Maintenance District's first twelve months of estimated costs as determined by the City's Public Works Director; and (5) the developer shall be responsible for all costs associated with annexation into the TCLMD;~~

Or

- ~~b. The Subdivider shall enter into an agreement with the City, with appropriate funding security provisions acceptable to the City, or~~

~~provide sufficient evidence, to the satisfaction of the City, which stipulates that prior to issuance of a building permit, the Subdivider will form a Community Facilities District (CFD) or establish another lawful funding mechanism that is reasonably acceptable to the City for funding the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel ways, parks or open space area. Formation of the CFD shall include, but not be limited to, affirmative votes and the recordation of a Notice of Special Tax Lien. Upon successful formation, the parcels will be subject to the maximum special tax rates as outlined in the Rate and Method of Apportionment.~~

6. Emergency Radio Communications System. There is a need for a new radio communications tower and appurtenances (“Radio Tower”) to provide adequate emergency services to the City, including the Ellis Specific Plan Area. In lieu of imposing the \$26,131.26 fee, Subdivider agrees to pay a fee of \$155,141.50 at Final Map approval. This accelerates the Subdivider’s payment of the fee to the City. In adopting this condition of approval, neither the Subdivider nor the City waive any right or are prevented from or impaired from either seeking to impose or increase a fee or opposing the authority to impose or increase a fee.

7. Deed Notice regarding Airport Land Use. Before approval of each Final Map, the Subdivider shall include the following Deed Notice on the Final Map, to the satisfaction of the Development Services Director and consistent with the San Joaquin County Airport Land Use Commission’s Airport Land Use Compatibility Plan:

The San Joaquin County Airport Land Use Commission’s Airport Land Use Compatibility Plan identifies the Tracy Municipal Airport’s Airport Influence Area. Properties within this area are routinely subject to overflights by aircraft using this public-use airport and, as a result, residents may experience inconvenience, annoyance, or discomfort arising from the noise of such operations. State law (Public Utilities Code Section 21670 et seq.) establishes the importance of public use airports to the public interest of the people of the State of California. Residents of property near such airports should therefore be prepared to accept the inconvenience, annoyance, or discomfort from normal aircraft operations. Residents also should be aware that the current volume of aircraft activity may increase in the future. Any subsequent deed conveying this parcel or subdivisions thereof shall contain a statement in substantially this form.

C. Engineering Division Conditions of Approval

C.1 Final Map

No Final Map within the Project boundaries will be approved by the City until the Subdivider demonstrates, to the satisfaction of the City Engineer, that all the requirements set forth in these Conditions of Approval are completed, including, but not limited to the following:

- C.1.1 Subdivider has submitted one (1) reproducible copy of the approved tentative subdivision map for the Project within ten (10) days after Subdivider's receipt of a notification of approval of the Tentative Subdivision Map. The signature of the owner of the Property on the Tentative Subdivision Map means consent to the preparation of the Tentative Subdivision Map and the proposed subdivision of the Property.
- C.1.2 Each Final Map is prepared in accordance with the applicable requirements of the Tracy Municipal Code, these Conditions of Approval, and in substantial conformance with the Tentative Subdivision Map.
- C.1.3 Each Final Map includes and shows offer(s) of dedication of all right(s)-of-way and/or temporary or permanent easement(s) required to construct and serve the Project described by the Improvement Plans and Final Map, in accordance with Applicable Laws and these Conditions of Approval. If construction easement(s) is/are shown, it/they shall indicate the termination of the construction easement(s).
- C.1.4 Horizontal and vertical control for the Project shall be based upon the City of Tracy coordinate system and at least three 2nd order Class 1 control points establishing the "Basis of Bearing" and shown as such on the Final Map. The Final Map shall also identify surveyed ties from two of the horizontal control points to a minimum of two separate points adjacent to or within the Property described by the Final Map.
- C.1.5 Subdivider has submitted a signed and stamped Engineer's Estimate that show construction cost of subdivision and offsite improvements that are described in Conditions C.2 and C.3.1, below. In determining the total construction cost, add 10% for construction contingencies.
- C.1.6 Subdivider has submitted a signed and notarized Subdivision Improvement Agreement (SIA) and Improvement Security, for the completion of improvements that are required to serve the Project as shown on the Improvement Plans. The form and amount of Improvement Security shall be in accordance with the Applicable Law and the SIA.
- C.1.7 Subdivider has submitted a signed and notarized Offsite Improvement Agreement (OIA) and Improvement Security, for the completion of improvements described in Condition 2.5.1, below. The form and

amount of Improvement Security shall be in accordance with, Applicable Law and the OIA.

- C.1.8 Subdivider has paid engineering review fees, pursuant to the City's Master Fee Resolution, including improvement plan checking, final map review, agreement processing, and all other fees required by these Conditions of Approval and Applicable Laws.
- C.1.9 Subdivider has submitted technical or materials specifications, cost estimate, and technical reports related to the design of improvements that are shown on the Improvement Plans and as required by these Conditions of Approval.
- C.1.10 Subdivider has submitted hydrologic and storm drainage calculations for the design and sizing of in-tract storm drainage pipes and the temporary storm drainage retention basin located within the Ellis SP, as required in Condition C.2.3.4, below.
- ~~C.1.11 Subdivider has submitted a signed and notarized Park Improvement and Reimbursement Agreement (PI&RA) and Improvement Security, for the construction of the neighborhood park improvements described in Condition C.4.1, below. The form and amount of Improvement Security shall be in accordance with, Applicable Law, and the PI&RA.~~
- C.1.12 Subdivider has submitted a signed and stamped Improvement Plans as required in Condition C.2, below.

C.2 Improvement Plans

- C.2.1 General. Improvement Plans shall contain the design, construction details and specifications of improvements that is/are required to serve the Project. The Improvement Plans shall be drawn on a 24" x 36" size 4-mil thick polyester film (mylar) and shall be prepared under the supervision of, and stamped and signed by a Registered Civil, Traffic, Electrical, Mechanical Engineer, and Registered Landscape Architect for the relevant work. The Improvement Plans shall be completed to comply with Applicable Laws and these Conditions of Approval.
- C.2.2 Site Grading
 - C.2.2.1 Erosion Control
Improvement Plans shall specify the method of erosion control to be employed and materials to be used.
 - C.2.2.2 Grading and Drainage Plans
Submit a Grading and Drainage Plan prepared by a Registered Civil Engineer and accompanied by the Project's Geo-technical /Soils Engineering report. The report shall provide recommendations regarding adequacy of the site relative to the stability of soils such as soil types

and classification, percolation rate, soil bearing capacity, highest observed ground water elevation, and others.

- C.2.2.3 When the grade differential between the Project site and residential lot with the adjacent property(s) exceeds 12 inches, a reinforced or masonry block wall, engineered slope, or engineered retaining wall is required for retaining soil. The Subdivider shall submit a Grading Plan that includes the construction detail(s) and structural calculations of the retaining wall or masonry wall.
- C.2.2.4 In the event an engineered slope is used to retain soil subject to approval by the City Engineer, a slope easement will be necessary from the adjacent property. The Subdivider shall obtain permission from owner(s) of the adjacent and affected property(s) and show the slope easement on the Final Map.
- C.2.2.5 If applicable, show all existing irrigation structure(s), channel(s) and pipe(s) that are to remain or relocated or to be removed, if there any, after coordinating with the irrigation district or owner of the irrigation facilities. If there are irrigation facilities including tile drains, that are required to remain to serve existing adjacent agricultural uses, the Subdivider shall design, coordinate and construct required modifications to the facilities to the reasonable satisfaction of the owner of the irrigation facilities and the City.

C.2.3 Storm Drainage

C.2.3.1 Storm Drainage Release Point

Site grading shall be designed such that the Project's storm drainage overland release point will be directly to an existing or a public street with a functional storm drainage system in the storm drainage line on the street has adequate capacity to drain storm water from the Property, or private property subject to a drainage release.

C.2.3.2 Permanent storm drainage connection

The Project's permanent storm drainage connection(s) shall be designed and constructed to meet Applicable Laws and the recommendations on the Ellis Program Sub-Basin – Final Storm Drainage Technical Report dated September 2012. The design of the permanent storm drainage connection shall be shown on the Grading and Storm Drainage Plans and shall be submitted with the required hydrologic calculations for the sizing of the storm drain pipe(s), and shall comply with the applicable requirements of the City's storm water regulations adopted by the City Council in 2008, any subsequent amendments,

and Applicable Law. The Subdivider shall provide the design and construction detail shown on the improvement plans that are required to meet the City's storm water regulations, and shall construct these improvements as part of the subdivision improvements.

C.2.3.3 Temporary Storm Drainage Retention Basin Located within the Ellis SP

In the absence of a permanent downstream storm drainage facilities, the City will allow the Subdivider to use temporary storm drainage retention basin with adequate a capacity as an interim solution for the disposal of storm water generated from the Property, provided the Subdivider design and construct the on-site temporary storm drainage retention basin in accordance with Applicable Laws, and signs an improvement agreement (Deferred Improvement Agreement), to assure completion of Subdivider's obligation to repair and maintain while the temporary storm drainage retention facility is in service and to remove the temporary storm drainage retention basin when it is no longer needed as reasonably determined by the City Engineer and it is taken out of service. The Subdivider shall pay all costs for the design, construction, and maintenance of the on-site temporary storm drainage retention basin including the removal of the on-site temporary storm drainage retention basin and re-grading of the basin site.

The Subdivider shall sign the Deferred Improvement Agreement and post reasonable improvement security in the amounts approved by the City Engineer, and form approved by the City Attorney, prior to the approval of the First Final Map.

C.2.3.4 The Project's temporary storm drainage retention basin located in the Ellis SP must be located at the downstream portion of the Property's on-site storm drainage system, and must be designed and constructed in accordance with Applicable Laws. The sizing of the temporary storm drainage retention basin shall consider percolation of storm water into the ground. Submit the engineering calculations for determining the size of the basin with the soils report that contains information on the site's percolation rate and groundwater elevation.

Excavated materials shall be kept near the Property. If the excavated materials are removed from the Property, the Subdivider shall post cash security equivalent to the cost of import backfill materials, hauling to the basin site, spreading, compacting and re-grading the basin site. If

excavated materials are retained near the site, the stockpile of excavated materials shall not be higher than 8 feet and slope should not be steeper than 1:1. A chain link fence with redwood slats and access gate shall be installed by the Subdivider to enclose the basin site. The bottom of the temporary on-site storm drainage retention basin shall be 5 feet above the observed highest groundwater elevation at the basin site. The percolation report shall also indicate the observed highest groundwater elevation at the basin site.

C.2.3.5 The Subdivider shall record a temporary storm drainage easement to grant rights to the City to access the on-site temporary storm drainage retention for any emergency repair or maintenance work the City may have to perform within the basin site. The temporary access easement shall be recorded after the First Final Map is recorded and shall have a sunset clause that such easement will automatically terminate after the recordation of a notice of completion.

C.2.3.6 Refundable Storm Drainage Deposit
Prior to the approval of the Final Map, the Subdivider shall deliver cash deposit in the amount of \$3,500 to cover cost of City services on any emergency repair or maintenance work that the City performs on the temporary storm drainage retention basin. The City shall return unused portion of the cash deposit within thirty (30) calendar days from the date the temporary storm drainage retention basin was removed.

C.2.3.7 Prior to the issuance of a grading permit for the Project, the Subdivider shall provide reasonable proof of compliance with the applicable Construction General Permit through a Waste Discharge ID number or Notice of Intent submittal to the reasonable satisfaction of the Public Works Director or his/her designee.

C.2.3.8 Prior to the approval of the Final Map for the Project, the Subdivider shall provide a Stormwater Quality Control Plan (SWQCP) detailing the methods in which the development will address compliance with the applicable City of Tracy Manual of Stormwater Quality Control Standards for New Development and Redevelopment (Manual) to the reasonable satisfaction of the Public Works Director or his/her designee. The Manual includes the requirements for Site Design, Source, and Treatment Control Measures. Permanent stormwater quality control measures may include any combination of the following methods and must consider future maintenance requirements in their selection to serve the Project: deepening of future City

detention basin DET 3A to the north of the Project to create a low lying “retention”, or “water quality treatment” component in the bottom of the basin, one or more extended detention basins within the Project, vegetated swales, grass filter strips or other treatment measures consistent with the Manual that are deemed to be acceptable by the Public Works Director or his/her designee. In order for future DET 3A to be considered by the City to be acceptable in providing stormwater quality treatment as a joint-use, the Subdivider will be required to obtain and submit specific geotechnical information in the location of the site of future DET 3A that clearly indicates that soil percolation rates will allow the “retention” components within the basin to drain effectively via percolation and in conformance with Applicable Law, or provide a second low flow outlet for the water quality treatment storage.

Until such time as future DET 3A is operational, which includes adequate detention storage to accommodate storm runoff from development areas and a positive outlet, the Project will be required to provide temporary retention basins as the interim discharge element for all Project drainage in conformance with Applicable Law.

- C.2.3.9 Prior to the issuance of a building permit for the Project, the Subdivider shall provide reasonable proof of compliance with the applicable CalGreen Building Standards to the reasonable satisfaction of the Public Works Director or his/her designee, in accordance with Applicable Law.

C.2.4. Sanitary Sewer

C.2.4.1 Permanent Sewer Connection

It is the Subdivider’s responsibility to pay its proportionate share of the Project’s permanent sewer connection in accordance with the City of Tracy Wastewater Master Plan/ Corral Hollow Sewer Analysis dated October 2009 and the 2010 Update (STM) prepared by CH2MHill and Applicable Laws.

C.2.4.2 Temporary Sewer Line to the Eastside Sewer System

According to Section 1.13(b)(3) of the Ellis DA, sewer conveyance capacity for 250 residential units is available on the Eastside Sewer Conveyance System on an interim basis until the upgrade to the Corral Hollow Sewer Conveyance System is completed. It was determined that an additional capacity on the Eastside Sewer Conveyance System through existing sewer main on the Edgewood

Subdivision is available for 46 residential units and the commercial parcels on an interim basis. The Subdivider will be required to design and install an interim sewer connection near the intersection of Ellis Drive / Corral Hollow Road up to its connection point at the existing sewer manhole on Peony Drive / Heirloom Lane on Edgewood Subdivision. The temporary sewer line must be designed and installed such that it will function as a gravity sewer line. The Subdivider shall complete the temporary sewer improvements described under this sub-section, all at the Subdivider's sole cost and expense, prior to the issuance of the 1st occupancy permit on the Property.

The Subdivider will be required to apply a 2" thick asphalt concrete overlay with reinforcing fabric along the alignment of the sewer main to its connection point. If the sewer main is installed on one side of the street, the limits of asphalt concrete overlay shall be half of the width of the street, and shall be 25 feet from both sides of the trench at crossing(s). Pavement saw-cutting and grinding will be required to remove the top 2" of the existing asphalt concrete pavement. Design of and the improvement plans for the sewer improvements described under this sub-section shall be prepared and will become part of the improvement plans for Corral Hollow Road Improvements.

C.2.4.3 Temporary Sewer Main on Corral Hollow Road

In accordance with Section 1.13(b)(1) of the Ellis DA, the existing Corral Hollow Sewer Conveyance System has existing conveyance capacity for 330 residential units reserved for this Project on a permanent basis. The City is currently completing the designs for a permanent sewer main on Corral Hollow Road from Peony Drive to the existing sewer manhole at Parkside Drive. This sewer line will be designed to its ultimate size but will function with a restricted flow capacity equivalent to the sewer generation of 330 residential units only.

In order to guarantee completion of the design and installation of the permanent sewer and roadway improvements described under this section not later than October 31, 2018, the Subdivider shall sign a Deferred Improvement Agreement with the City, and post improvement security in the amounts approved by the City Engineer, before approval of the first Final Map.

C.2.4.4 The portion of the sewer main on Corral Hollow Road that will be installed within the jurisdiction of the San Joaquin County (County) will require encroachment permit and a

maintenance agreement with the County. The Subdivider is required to coordinate with the County Public Works Department the design of the utility trench and extent of pavement replacement for the portion of Corral Hollow Road that is within the County right-of-way. The Subdivider shall comply with all the applicable requirements of the County, obtain encroachment permit, and pay permit processing, plan checking and inspection fees, prior to starting work. The County will require a traffic control plan and improvement plans as part of the encroachment permit application.

The temporary sewer improvements described under this sub-section shall only be completed at Subdivider's election.

C.2.4.5 Prior to starting the work described in this section, the Subdivider shall submit a Traffic Control Plan, to show the method and type of construction signs to be used for regulating traffic at work areas during the installation of the sewer improvements described in Conditions C.2.4.2 and C.2.4.4, above. The Traffic Control Plan shall be prepared by a Civil Engineer or Traffic Engineer licensed to practice in the State of California.

C.2.4.6 Permanent Sewer Connection to Corral Hollow Sewer Conveyance System
When the ultimate Corral Hollow Sewer Transmission Upgrades are complete, and the Corral Hollow Road sewer trunk line is installed to Ellis Drive and becomes available for connection, the interim sewer connection from Ellis Drive shall be diverted or replaced with permanent sewer improvements that will be connected to the new sewer trunk line with a manhole on Corral Hollow Road. The gravity sewer line on Peony Drive from Corral Hollow Road to the Edgewood Subdivision shall be disconnected by plugging pipe ends at the sewer manholes.

C.2.5. Water System

C.2.5.1 Ellis Specific Plan Water System Analysis (WTM)
According to the Technical Memorandum dated August 14, 2013 titled "Ellis Specific Plan Water System Analysis" (WTM), in the interim condition, the Property can be served by Pressure Zone 2 water distribution line on Corral Hollow Road after the installation of certain permanent and temporary water line improvements as identified in the WTM (Offsite Water Improvements) by the Subdivider.

These Offsite Water Improvements must be completed by the Subdivider before the issuance of the occupancy permit of the first residential house to be constructed on the Property. In order to guarantee completion of the Offsite Water Improvements, the Subdivider shall enter into an Offsite Improvement Agreement (OIA) with the City and post improvement security in the amounts approved by the City Engineer, prior to the approval of the First Final Map. The OIA requires authorization from the City Council. The Subdivider shall design and prepare improvement plans for the Offsite Water Improvements, and pay engineering review fees such as plan checking, agreement and permit processing, testing, and construction inspection fees based on current charge rate and as required by these Conditions of Approval, and in accordance with Applicable Law.

C.2.5.2 All costs associated with the installation of the Offsite Water Improvements including the cost of removing and replacing asphalt concrete pavement, pavement marking and striping such as crosswalk lines and lane line markings on existing street that may be disturbed with the installation of these improvements shall be paid by the Subdivider.

C.2.5.3 The Subdivider is also responsible for obtaining permission from the Union Pacific Railroad Company (UPRR), if necessary, for the installation of a permanent water line crossing across the UPRR right-of-way, prior to starting construction of the Offsite Water Improvements in any UPRR area. The water line crossing agreement requires approval from the City Council. The Subdivider shall pay for the cost of obtaining the written permission including the water line crossing agreement from UPRR. The City will allow construction of a portion of the Offsite Water Improvements outside UPRR's right-of-way, if the Subdivider provides the City documentation that a written request to UPRR to process a water line crossing agreement has been submitted. The City may request the required permission from UPRR if requested by Subdivider.

C.2.6 Street Improvements

C.2.6.1 Corral Hollow Road Right of Way
City will adopt a precise plan line to establish the location and alignment of the centerline of Corral Hollow Road from Parkside Drive to Highway 580 (PPL). With the adoption of the alignment plan, it will provide the amount of right-of-way to be acquired from each of the properties that are located along this portion of Corral Hollow Road including

the Project. Per the Citywide Roadway & Transportation Master Plan (CRTMP) that was adopted by City Council on November 26, 2012, pursuant to Resolution 2012-240, amended on November 19, 2013, Corral Hollow Road between Parkside Drive to Linne Road will be a 4-lane major arterial street with a raised median as depicted on Figure 4.15b Arterial Street Roadway Cross Sections of the CRTMP.

The Subdivider shall dedicate all rights-of-way and/ or easement(s) that are necessary for the widening of Corral Hollow Road along the entire frontage of the Property on Corral Hollow Road that satisfies the roadway cross section shown on the PPL and CRTMP, and for the widening and construction of intersection improvements with a traffic signal at Ellis Drive / Corral Hollow Road and Middlefield Drive / Corral Hollow Road (“Corral Hollow Road Improvements”). The design of the intersection improvements will include the installation of a traffic signal and appurtenances and associated improvements such as right-turn lane(s), left turn lane(s), raised median(s), pavement transition, lane line marking(s), pavement markings, traffic sign(s), and other improvements as reasonably determined by the City that are necessary to be constructed to have a safe signalized intersection.

C.2.6.2 Corral Hollow Road Improvements

The Subdivider shall design and construct it’s pro rata share, as determined by the cost estimate of a licensed engineer, of the Corral Hollow Road Improvements, which shall be designed and constructed in accordance with Applicable Laws and these Conditions of Approval and shall be completed by the Subdivider per the timeline specified in the SIA. Corral Hollow Road Improvements may include but not limited to, concrete curb, gutter, and sidewalk, asphalt concrete pavement, water main, fire hydrant, storm drain line, catch basin, storm drainage drop inlet, street tree, landscaping with automatic irrigation system (Motorola Controller), pavement marking and striping, traffic sign, street light, asphalt concrete overlay (where required), pavement transition and other street and utilities improvements that are required to serve the Project and based on the phasing plan approved by the City Engineer.

Before approval of a Final Map, Subdivider shall sign a Deferred Improvement Agreement with the City for the design and construction of frontage improvements on Parcel “D” on Corral Hollow Road. If the City declines to accept the dedication of Parcel “D” as provided in the Ellis

DA, the Subdivider shall, not later than ninety (90) days thereafter, post appropriate security, as determined by the City, for the completion of the design and construction of the Parcel "D" frontage improvements.

Corral Hollow Road Improvements shall be designed and constructed by the Subdivider to meet the applicable requirements of the latest edition of the California Department of Transportation Highway Design Manual (CHDM) and the California Manual of Uniform Traffic Control Devices (MUTCD), the Applicable Law, and these Conditions of Approval, prior to the final inspection of the first building to be constructed on the Property or issuance of the first building certificate of occupancy on the commercial lots.

C.2.6.3 Traffic Signal at Ellis Drive/Corral Hollow Road

A four-way traffic signal will be required at Ellis Drive / Corral Hollow Road and shall be installed and made operational at the time specified in the traffic signal warrant analysis described in Condition C.2.6.5, below. The Subdivider shall provide improvement plans that show the design and construction details of the four-way traffic signal and all associated intersection improvements such as left-turn lane, exclusive right-turn lane, new travel lane, raised median, pavement marker and sign, traffic controller and power supply cabinet, traffic detecting loops and video camera for traffic monitoring, fiber optic traffic signal interconnect system and other improvements reasonably determined by the City Engineer to be necessary to operate a signalized intersection.

Subdivider shall provide the fiber optics system for communication of the traffic signals for the future condition. In interim condition, the Subdivider shall provide a functional communication system from the City Hall to the traffic signals that will be constructed with this Project.

C.2.6.4 Intersection Improvements at Middlefield Drive/Corral Hollow Road

Additional roadway improvements and the fourth leg of the existing traffic signal will be required at the intersection of Middlefield Drive / Corral Hollow Road. The work described under this sub-section shall be completed when Middlefield Road from the Property is extended to Corral Hollow Road. The Subdivider shall provide improvement plans that show the design and construction details of the four-way traffic signal and all associated intersection improvements such as left-turn lane, exclusive right-turn lane, new travel lane,

raised median, pavement marker and sign, traffic detecting loops and video camera, traffic signal interconnect wires and conduit and other improvements reasonably determined by the City Engineer to be necessary to operate a signalized intersection

C.2.6.5 Traffic Signal Warrant Analysis (Trigger Study)

Prior to the issuance of the 200th building permit, a traffic signal warrant analysis shall be completed to determine if a traffic signal is warranted at the intersection of Ellis Drive / Corral Hollow Road and to identify timeline when the traffic signal is needed and also identify when the portion of Middlefield Road that is within the Property must be extended to Corral Hollow Road. If a traffic signal is warranted, the Subdivider shall install the traffic signal and construct associated intersection improvements as described in Conditions C.2.6.1 and C.2.6.3, above, and per the Ellis SP, FIP, and Applicable Law. Improvements beyond the Subdivider's responsibility are subject to reimbursement from the City from City fees collected.

C.2.6.6 Bus Shelter and Turnout on Corral Hollow Road

The final location and geometric configuration such as storage length, bay taper, and others of the bus turnout shall be determined at the time of preparation of improvement plans and will require approval from the City Engineer. The bus shelter and turnout shall be located such that it does not create a horizontal sight distance issue with the outbound traffic on the commercial driveway for Parcel "C". The bus shelter and turnout shall be constructed as part of the Corral Hollow Road Improvements. Construction details of the bus shelter must be shown on the Improvement Plans. The City will provide the construction details and materials specifications of the bus shelter. The cost for the bus shelter and improvements are subject to reimbursement subject to availability of funds.

C.2.6.7 Encroachment Permit

All work to be performed and improvements to be constructed within City's right-of-way will require an Encroachment Permit from the City, prior to starting the work. The Subdivider or its authorized representative shall submit all documents that are required to process the Encroachment Permit including but not limited to, approved Improvement Plans, Traffic Control Plan that is prepared by and signed and stamped by a Civil Engineer or Traffic Engineer registered to practice in the State of California, payment of engineering review fees, copy of the Contractor's license, Contractor's Tracy business license,

and certificate of insurance naming the City of Tracy as additional insured or as a certificate holder.

C.2.6.8 Dead-End Streets

A standard barricade and guardrail with appropriate traffic sign will be required at the west end of Street 10, Street 5, Street 11 and Street 15, and north end of Street 6, Street 4, Street 2, Street 1, and at temporary turn around. A wooden fence shall be installed at the end and for the entire right-of-way width of these streets. The space behind the barricade shall be paved to prevent growth of weeds and provide easier access for removing accumulated debris. To prevent street runoff from draining to adjacent property(s), a concrete curb shall be installed through the entire width of the pavement or curb-to-curb. Asphalt concrete berm or curb is an acceptable alternative solution. Construction details of the improvements described under this sub-section must be shown on the Improvement Plans.

C.2.6.9 Temporary Turn Around

The temporary cul-de-sac at the end of Street 18, Ellis Drive and Middlefield Drive shall be enclosed with a wooden fence with chain link gate secured by a padlock. The temporary cul-de-sac shall be constructed with an asphalt concrete pavement (lesser pavement section/ thickness), and temporary asphalt concrete berm. The Subdivider shall be responsible for obtaining permission to construct, use, repair and maintain the temporary cul-de-sac from the involved property owner(s) and shall also be responsible for repairing and maintaining the temporary cul-de-sac. Construction details of the temporary turn around shall be shown on the Improvement Plans. The Subdivider's obligations towards the repair and maintenance of the temporary turn around shall be guaranteed in the DIA.

C.2.6.10 Ellis Drive, Middlefield Drive and Other In-tract Streets

The Subdivider shall dedicate all rights-of-way that are necessary to construct Ellis Drive, Middlefield Drive and all the in-tract streets based on their respective cross sections shown on the Ellis SP once improvements are complete for the given street. The width of travel lanes, street median, landscaping strip and sidewalk shall be in accordance with the Ellis SP. Design and construction details of the in-tract streets such as asphalt concrete pavement, curb, gutter, sidewalk, street light, water main, fire hydrant, landscaping with automatic irrigation system (Motorola), storm drain, catch basin and drop inlets, sanitary sewer main and lateral, water main, individual water service and meter,

pavement marking and striping, traffic sign, driveway, handicap ramp and other street improvements shall be consistent with the Ellis SP and shall be shown on the Improvement Plans.

C.2.7. Undergrounding of Overhead Utilities

C.2.7.1 Public Utility Easement

All private utility services to serve Project such as electric, telephone and cable TV to the building must be installed underground, and to be installed within dedicated Public Utility Easement (PUE) and at the location approved by the respective owner(s) of the utilities. The Subdivider shall submit improvement plans for the installation of electric, gas, telephone and TV cable lines that are to be installed under the sidewalk or within the 6 feet wide Public Utility Easement (PUE) within the Property. The Subdivider shall complete the necessary coordination work with the respective owner(s) of the utilities for the design of these underground utilities and to ensure it can be constructed under the sidewalk or within the 6 feet wide PUE, and for additional space if the 6 feet PUE is inadequate as determined by the utilities owner(s), prior to the approval of the Final Map.

C.2.7.2 Pavement cuts or utility trench(s) on existing street(s) for the installation of electric, gas, cable TV, and telephone will require the application of 2" asphalt concrete overlay and replacement of pavement striping and marking that are disturbed during construction. The limits of asphalt concrete overlay shall be 25 feet from both sides of the trench, and shall extend over the entire width of the adjacent travel lane(s) if pavement excavation encroaches to the adjacent travel lane or up to the street centerline or the median curb. If the utility trench extends beyond the street centerline, the asphalt concrete overlay shall be applied over the entire width of the street (to the lip of gutter or edge of pavement). Construction details and limits of asphalt concrete overlay shall be shown on the Improvement Plans.

C.3 Mini/Neighborhood and Community Parks

C.3.1 The Subdivider or Owner shall offer for dedication Parcel "A" (approximately 3.06 acres) for park purposes as required by subsection 1.15(a) of the Ellis DA, the Ellis SP and Applicable Law on the first Final Map. The Subdivider shall design and construct the neighborhood park improvements consistent with the Ellis SP and Applicable Law. The Subdivider is entitled to neighborhood/mini park fee credits, if the Subdivider complies with Applicable Law.

C.3.2 The Subdivider shall submit park improvement plans, signed and notarized improvement agreement (“Park Improvement and Reimbursement Agreement or PI&RA”), and Improvement Security in the amount and type specified in the Applicable Law prior to final inspection~~the approval of the First Residential Occupancy Permit (except for up to twelve model homes)~~. The timing of completion of the neighborhood park improvements shall be in accordance with the Ellis SP, or as agreed by the Subdivider.

C.4 Grading and Encroachment Permit

No applications for grading and encroachment permits will be accepted by the City as complete until ~~the Final Map is approved by the City Council and it is recorded, and~~ the Subdivider has provided ~~all documents required by these Conditions of Approval, and Applicable Law,~~ to the reasonable satisfaction of the City Engineer, which may include~~ing, but not limited to,~~ the following:

- C.4.1 Permit(s), agreement(s) and approval of other public agencies that has jurisdiction over the required public facilities, if applicable.
- C.4.2 Three (3) copies of the Project’s Geo-technical /Engineering Soils Report prepared or signed and stamped by a Geo-technical Engineer as required in Condition C.3.2.2, above.
- C.4.3 Three (3) sets of the Storm Water Pollution Prevention Plan (SWPPP) identical to the reports submitted to the State Water Quality Control Board (SWQCB) and any documentation or written approvals from the SWQCB including a copy of the Notice of Intent (NOI) with the state-issued Wastewater Discharge Identification number (WDID). After the completion of the Project, the Subdivider is responsible for filing the Notice of Termination (NOT) required by SWQCB, and shall provide the City, a copy of the completed Notice of Termination. Cost of preparing the SWPPP, NOI and NOT including the annual storm drainage fees and the filing fees of the NOI and NOT shall be paid by the Subdivider. The Subdivider shall comply with all the requirements of the SWPPP and applicable Best Management Practices (BMPs) and the Storm Water Regulations adopted by the City in 2008 and any subsequent amendment(s), and Applicable Law.
- C.4.4 Reasonable written permission from irrigation district or affected owner(s), if applicable as required in Condition C.3.2.5, above. The cost of relocating and/or removing irrigation facilities and/or tile drains is the sole responsibility of the Subdivider.
- C.4.5 Written approval(s) or permit(s) obtained from San Joaquin County regarding the removal and abandonment of any existing well(s), if applicable. All existing on-site wells, if any, shall be abandoned or removed in accordance with the City and San Joaquin County requirements. The Subdivider shall be responsible for all costs

associated with the abandonment or removal of the existing well(s) including the cost of permit(s) and inspection.

C.4.6 Payment of engineering review fees, pursuant to City's Master Fee Resolution, including but not limited to, plan checking, grading and encroachment permits and agreement processing, construction inspection, and testing fees as required by these Conditions of Approval and Applicable Law.

C.4.7 Pipeline Crossing Agreement with UPRR, for the installation of water main crossing on Corral Hollow Road, as required in Condition C.2.5.3, above.

C.5 Building Permit

The City will not approve any building permit within the Project boundaries until the Final Map is approved by the City Council and it is recorded, and the Subdivider demonstrates, to the reasonable satisfaction of the City Engineer, compliance with all the required Conditions of Approval, including, but not limited to, the following:

C.5.1 The Subdivider has submitted payment of development impact fees and all other applicable fees as determined and required on Ellis FIP and all subsequent amendments to the Ellis FIP.

C.6 Agreements and Improvement Security

C.6.1. Subdivision Improvement Agreement

Before the City's approval of the Final Map, the Subdivider shall execute a Subdivision Improvement Agreement (for the public facilities required to serve the real property described by the Final Map), post all required improvement security in accordance with Applicable Law.

C.6.2. Deferred Improvement Agreement

Before the City's approval of the First Final Map, the Subdivider shall execute a Deferred Improvement Agreement, in substantial conformance with the City's standard form agreement, by which (among other things) the Subdivider agrees to complete construction of all remaining public facilities (to the extent the public facilities are not included in the Subdivision Improvement Agreement), under the Applicable Law.

C.6.3. Improvement Security

The Subdivider shall provide improvement security for all public facilities, as required by the Subdivision Improvement Agreement and the Deferred Improvement Agreement. The form of the improvement security may be a surety bond, letter of credit or other form in accordance with Applicable Law. The amount of the improvement security shall be as follows:

- C.6.3.1 Faithful Performance (100% of the estimated cost of constructing the public facilities),
- C.6.3.2 Labor & Material (100% of the estimated cost of constructing the public facilities), and
- C.6.3.3 Warranty (10% of the estimated cost of constructing the public facilities)
- C.6.3.4 Monumentation (\$500 multiplied by the total number of street centerline monuments that are shown on the Final Map)

C.7 Benefit District

The Subdivider may make a written request to the City for the formation of a Benefit District only if the written request is made before the approval of the Final Map for which the public facilities are required, and in accordance with these Conditions of Approval, and Applicable Law.

C.8 Final Building Inspection

The City will not perform final building inspection until after the Subdivider provides documentation which demonstrates, to the reasonable satisfaction of the City Engineer, that:

- C.8.1 Prior to the final building inspection of the 65th residential building, the Subdivider has constructed two (2) vehicular access points (one of which may be temporary) from Corral Hollow Road for use by fire and emergency vehicles, consistent with the construction phasing of the Project, to the reasonable satisfaction of the Fire Code Officer, and as required by these Conditions of Approval. The temporary access may be a permanent parking lot (or parking aisle) or a temporary road, and if it is a temporary road, it shall not be less than 20 feet in width and shall be paved with 3 inches thick asphalt concrete and not less than 10 inches aggregate base. If the access is a temporary access road, the Subdivider shall remove the temporary access road within 60 calendar days from the date of written notification from the Fire Code Officer. The Subdivider shall be solely responsible for the costs of constructing and removing the temporary access road including signing and striping, and the City shall not be responsible for any reimbursement therefor. Design and construction details of the improvements required under this sub-section shall be shown on the Improvement Plans.
- C.8.2 The Subdivider has completed construction of all public facilities required to serve the building for which a certificate of occupancy is requested or a final building inspection has to be performed. Unless specifically provided in these Conditions of Approval, or the Applicable Law, the Subdivider shall take all actions necessary to construct all public facilities required to serve the Project, and the Subdivider shall bear all costs related to construction of the public facilities (including

all costs of design, construction, construction management, plan check, inspection, land acquisition, program implementation, and contingency).

C.9 Acceptance of Public Improvements

Public improvements will not be considered for City Council's acceptance until after the Subdivider demonstrates to the reasonable satisfaction of the City Engineer, completion of the following:

- C.9.1 All the public improvements shown on the Improvement Plans are completed and all the deficiencies listed in the deficiency report prepared by the assigned Engineering Inspector are all corrected.
- C.9.2 Subdivider has completed the 90-day public landscaping maintenance period.
- C.9.3 Subdivider has submitted Certified "As-Built" Improvement Plans (or Record Drawings). Upon completion of the construction by the Subdivider, the City shall temporarily release the originals of the Improvement Plans to the Subdivider so that the Subdivider will be able to document revisions to show the "As Built" configuration of all improvements.

C.10 Release of Improvement Security

- C.10.1 Improvement Security for Faithful Performance, Labor & Materials, and Warranty will be immediately released to the Subdivider pursuant to Section 12.36.080(d) of the Tracy Municipal Code.
- C.10.2 Monumentation Bond will be immediately released to the Subdivider after City Council's acceptance of the public improvements and all the street centerline monuments shown on the Final Map are installed and tagged by a Land Surveyor licensed to practice in the State of California.
- C.10.3 Unused portion of the storm drainage cash deposit specified in Condition C.2.3.6, above, will be immediately released to the Subdivider after the removal of the off-site or on-site temporary storm drainage retention basin and in accordance with the DIA.

C.11 Special Conditions

- C.11.1. Nothing contained herein shall be construed to permit any violation of Applicable Law. Subject, however, to Applicable Law, this Condition of Approval does not preclude the City from requiring pertinent revisions and additional requirements to the final map, improvement agreements, and improvement plans, prior to the City Engineer's signature on the final map and improvement plans, if the City Council finds it necessary due to public health and safety reasons. The

Subdivider shall bear all the cost for the inclusion, design, and implementations of such additions and requirements, without reimbursement or any payment from the City. Costs may be applicable to the Ellis FIP as credit. Health and Safety findings shall be made by the City Council under the terms of a City wide review of the Health and Safety related issue.

Nothing in these Conditions of Approval are intended or may be interpreted to limit or interfere with any of the vested rights provided in the Ellis Development Agreement. In the event of any conflict between any provision of these Conditions of Approval and the Applicable Law, the Applicable Law shall control.

RESOLUTION 2015-010

APPROVING AMENDMENTS TO THE ELLIS TENTATIVE SUBDIVISION MAP
CONDITIONS OF APPROVAL FOR THE FIRST PHASE OF THE ELLIS PROJECT,
WHICH CONSISTS OF APPROXIMATELY 150 ACRES LOCATED AT THE
NORTHWEST CORNER OF CORRAL HOLLOW ROAD AND LINNE ROAD,
ASSESSOR'S PARCEL NUMBERS 240-140-30 AND 31
APPLICATION NUMBER TSM11-0002

WHEREAS, On January 22, 2013, City Council certified the Final Revised Environmental Impact Report for the Modified Ellis Project and approved a General Plan Amendment, annexation, and the Modified Ellis Specific Plan for the 321-acre site known as Ellis, and

WHEREAS, A development agreement was approved by City Council on March 19, 2013, and

WHEREAS, Annexation of the Ellis site to the City of Tracy was completed on April 16, 2013, and

WHEREAS, On July 23, 2014, Planning Commission approved a Tentative Subdivision Map for the first phase of the Modified Ellis Project, consisting of 296 residential lots and six other parcels on approximately 150 acres, located at the northwest corner of Corral Hollow Road and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM11-0002, and

WHEREAS, Amendments have been proposed for the Ellis Tentative Subdivision Map Conditions of Approval, Application Number TSM11-0002, and

WHEREAS, The proposed amendments to the Conditions of Approval occur on pages 3, 4, 5, 7, and 20, and include changes to condition B.5 related to landscape maintenance, the deletion of condition C.1.11 and changes to condition C.3.2 related to a Park Improvement and Reimbursement Agreement, and changes to condition C.4 related to grading and encroachment permits, as shown in Attachment A of the Planning Commission Staff Report, dated August 12, 2015, and

WHEREAS, The project is consistent with the Final Revised Environmental Impact Report (EIR) certified by the City Council on January 22, 2013 for the Modified Ellis Project, which included the Modified Ellis Specific Plan (SCH#2012022023). Pursuant to CEQA Guidelines Section 15162 and Public Resources Code Section 21166, no subsequent EIR shall be prepared for the project because the project has a certified EIR and no substantial changes are proposed in the project that would require major revisions to the previous EIR; no substantial changes have occurred with respect to the circumstances under which the project will be undertaken that would require major revisions to the previous EIR; and no new information of substantial importance regarding significant effects, mitigation measures, or alternatives for this project has become known, which was not known at the time the previous EIR was certified as complete. Furthermore, as a residential subdivision that is consistent with a specific plan for which an EIR was certified after January 1, 1980, the project is exempt from

the requirements of CEQA pursuant to California Government Code Section 65457. Therefore, no further environmental review is necessary, and

WHEREAS, The Planning Commission conducted a public hearing to review and consider the proposed amendments to the Ellis Tentative Subdivision Map Conditions of Approval on August 12, 2015;

NOW, THEREFORE, BE IT RESOLVED, That Planning Commission approve the amendments to the Ellis Tentative Subdivision Map Conditions of Approval for the first phase of the Ellis Project, Application Number TSM11-0002, as stated in Exhibit "1" attached and made part hereof.

The foregoing Resolution _____ was adopted by the Planning Commission on the 12th day of August, 2015, by the following vote:

AYES: COMMISSION MEMBERS:
NOES: COMMISSION MEMBERS:
ABSENT: COMMISSION MEMBERS:
ABSTAIN: COMMISSION MEMBERS:

CHAIR

ATTEST:

STAFF LIAISON

**Conditions of Approval for a Tentative Subdivision Map
for approximately 150 acres in the Ellis Specific Plan Area,
consisting of 296 residential lots and 6 other parcels,
located west of Corral Hollow Road in the vicinity of
Peony Drive and Linne Road
Assessor's Parcel Numbers 240-140-30 and 31
Application Number TSM11-0002
August 12, 2015**

These Conditions of Approval shall apply to the real property shown on the Tentative Subdivision Map for approximately 150 acres in the Ellis Specific Plan Area, consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.

- A. The following definitions shall apply to these Conditions of Approval:
1. "Applicant" means any person, or other legal entity, defined as a "Subdivider".
 2. "City Engineer" means the City Engineer of the City of Tracy, or any other duly licensed engineer designated by the City Manager, the Development Services Director, or the City Engineer, to perform the duties set forth herein.
 3. "Development Services Director" means the Development Services Director of the City of Tracy, or any other person designated by the City Manager or the Development Services Director, to perform the duties set forth herein.
 4. "Ellis FIP" means the finance and implementation plan (titled "Ellis Program Area Finance and Implementation Plan") approved by the City Council on August 20, 2013 by Resolution 2013-136, and any amendments.
 5. "Ellis DA" means the development agreement (titled "Amended and Restated Development Agreement by and between the City of Tracy and Surland Communities, LLC") approved by the City Council on March 19, 2013 by the adoption of Ordinance 1182, and any amendments.
 6. "Ellis SP" means the specific plan (titled "Modified Ellis Specific Plan") approved by the City Council on January 22, 2013 by Resolution 2013-012, and any amendments.
 7. "Ellis EIR" means the Final Environmental Impact Report (titled "City of Tracy Modified Ellis Project Final Revised Environmental Impact Report"), bearing the State Clearing House Number 2012022023, certified by the City Council on January 22, 2013 by Resolution 2013-011, as adequate and in compliance with the California Environmental Quality Act (CEQA).
 8. "Applicable Law" shall have the meaning set forth in section 1.03 of the Ellis DA.
 9. "Conditions of Approval" means these conditions of approval applicable to the Tentative Subdivision Map for approximately 150 acres in the Ellis SP Area,

consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.

10. "Project" means the Tentative Subdivision Map for approximately 150 acres in the Ellis SP Area, consisting of 296 residential lots and 6 other parcels, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31, Application Number TSM 11-0002.
11. "Property" means the approximately 150 acres in the Ellis SP Area, located west of Corral Hollow Road in the vicinity of Peony Drive and Linne Road, Assessor's Parcel Numbers 240-140-30 and 31.
12. "Subdivider" means any person, or other legal entity, who applies to the City to divide or cause to be divided real property within the Project boundaries, or who applies to the City to develop or improve any portion of the real property within the Project boundaries. "Subdivider" also means the Developer, which shall include the Owner as described in the Preamble to the Ellis DA, and all successors in interest.

B. Planning Division Conditions of Approval

1. Compliance with laws. The Subdivider shall comply with all Applicable Law.
2. Mitigation Measures. The Subdivider shall comply with all mitigation measures applicable to the Project in the Ellis EIR, which was certified by the City Council on January 22, 2013 (SCH#2012022023).
3. Notice of protest period. Pursuant to Government Code Section 66020, including Section 66020 (d)(1), the City HEREBY NOTIFIES the Subdivider that the 90-day approval period (in which the Subdivider may protest the imposition of any fees, dedications, reservations, or other exactions that are within the purview of the Mitigation Fee Act [Government Code section 66000 et seq.] ("Exactions") and imposed on this Project by these Conditions of Approval) shall commence on the date of the conditional approval of this Project. If the Subdivider fails to file a protest of the Exactions within this 90-day period, complying with all of the requirements of Government Code Section 66020, the Subdivider will be legally barred from later challenging any of the Exactions. The terms of this paragraph shall not affect any other deadlines or statutes of limitations set forth in the Mitigation Fee Act or other applicable law, or constitute a waiver of any affirmative defenses available to the Developer.
4. Conformance with Tentative Subdivision Map. All Final Maps shall be in substantial conformance with the approved Tentative Subdivision Map, which was date stamped as received by the Development Services Department on April 22, 2014, unless modified herein by these Conditions of Approval.

5. Landscape Maintenance. Before approval of the first Final Map, the Subdivider shall enter into an agreement, which shall be recorded against the Project property, which includes one of the following options (a. or b.):

a. Annexation to LMD. (1) prior to final inspection and/or issuance of a certificate of occupancy (except for up to twelve model homes), the Project shall annex into the Tracy Consolidated Landscape Maintenance District (TCLMD); (2) when property annexes into the TCLMD, the owners of the property will be assessed for assessment district costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public special amenities as described in the TCLMD; (3) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area; (4) prior to final inspection and issuance of certificate of occupancy (except for up to twelve model homes), the developer shall deposit an amount equal to the amount of the first year's assessment; and (5) the developer shall be responsible for all costs associated with annexation into the TCLMD. Or, in lieu of annexing into the TCLMD, and prior to final inspection or issuance of certificate of occupancy, the Subdivider shall deposit with the City, an amount necessary to fund the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project in perpetuity. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area.

Or

b. CFD or other funding mechanism. (1) prior to final inspection and/or issuance of a certificate of occupancy (except for up to twelve model homes), the Subdivider shall form a Community Facilities District (CFD) for funding the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project; (2) the items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area;(3) formation of

the CFD shall include, but not be limited to, affirmative votes and the recordation of a Notice of Special Tax Lien; (4) upon successful formation, the parcels will be subject to the maximum special tax rates as outlined in the Rate and Method of Apportionment; (5) prior to issuance of a building permit (except for up to twelve model homes), the developer shall deposit an amount equal to the first year's taxes; and (6) the developer shall be responsible for all costs associated with formation of the CFD. Or, in lieu of forming the CFD, and prior to final inspection or issuance of certificate of occupancy, the Subdivider shall deposit with the City an amount reasonably necessary to fund the on-going maintenance costs related to maintenance, operation, repair and replacement of public landscaping, public walls and any public amenities included in the Project in perpetuity. The items to be maintained include but are not limited to the following: ground cover, turf, shrubs, trees, irrigation systems, drainage and electrical systems, masonry walls or other fencing, entryway monuments or other ornamental structures, furniture, recreation equipment, hardscape and any associated appurtenances within medians, parkways, dedicated easements, channel-ways, parks or open space area.

6. Emergency Radio Communications System. There is a need for a new radio communications tower and appurtenances ("Radio Tower") to provide adequate emergency services to the City, including the Ellis Specific Plan Area. In lieu of imposing the \$26,131.26 fee, Subdivider agrees to pay a fee of \$155,141.50 at Final Map approval. This accelerates the Subdivider's payment of the fee to the City. In adopting this condition of approval, neither the Subdivider nor the City waive any right or are prevented from or impaired from either seeking to impose or increase a fee or opposing the authority to impose or increase a fee.
7. Deed Notice regarding Airport Land Use. Before approval of each Final Map, the Subdivider shall include the following Deed Notice on the Final Map, to the satisfaction of the Development Services Director and consistent with the San Joaquin County Airport Land Use Commission's Airport Land Use Compatibility Plan:

The San Joaquin County Airport Land Use Commission's Airport Land Use Compatibility Plan identifies the Tracy Municipal Airport's Airport Influence Area. Properties within this area are routinely subject to overflights by aircraft using this public-use airport and, as a result, residents may experience inconvenience, annoyance, or discomfort arising from the noise of such operations. State law (Public Utilities Code Section 21670 et seq.) establishes the importance of public use airports to the public interest of the people of the State of California. Residents of property near such airports should therefore be prepared to accept the inconvenience, annoyance, or discomfort from normal aircraft operations. Residents also should be aware that the current volume of aircraft activity may increase in the future. Any subsequent deed conveying this parcel or subdivisions thereof shall contain a statement in substantially this form.

C. Engineering Division Conditions of Approval

C.1 Final Map

No Final Map within the Project boundaries will be approved by the City until the Subdivider demonstrates, to the satisfaction of the City Engineer, that all the requirements set forth in these Conditions of Approval are completed, including, but not limited to the following:

- C.1.1 Subdivider has submitted one (1) reproducible copy of the approved tentative subdivision map for the Project within ten (10) days after Subdivider's receipt of a notification of approval of the Tentative Subdivision Map. The signature of the owner of the Property on the Tentative Subdivision Map means consent to the preparation of the Tentative Subdivision Map and the proposed subdivision of the Property.
- C.1.2 Each Final Map is prepared in accordance with the applicable requirements of the Tracy Municipal Code, these Conditions of Approval, and in substantial conformance with the Tentative Subdivision Map.
- C.1.3 Each Final Map includes and shows offer(s) of dedication of all right(s)-of-way and/or temporary or permanent easement(s) required to construct and serve the Project described by the Improvement Plans and Final Map, in accordance with Applicable Laws and these Conditions of Approval. If construction easement(s) is/are shown, it/they shall indicate the termination of the construction easement(s).
- C.1.4 Horizontal and vertical control for the Project shall be based upon the City of Tracy coordinate system and at least three 2nd order Class 1 control points establishing the "Basis of Bearing" and shown as such on the Final Map. The Final Map shall also identify surveyed ties from two of the horizontal control points to a minimum of two separate points adjacent to or within the Property described by the Final Map.
- C.1.5 Subdivider has submitted a signed and stamped Engineer's Estimate that show construction cost of subdivision and offsite improvements that are described in Conditions C.2 and C.3.1, below. In determining the total construction cost, add 10% for construction contingencies.
- C.1.6 Subdivider has submitted a signed and notarized Subdivision Improvement Agreement (SIA) and Improvement Security, for the completion of improvements that are required to serve the Project as shown on the Improvement Plans. The form and amount of Improvement Security shall be in accordance with the Applicable Law and the SIA.
- C.1.7 Subdivider has submitted a signed and notarized Offsite Improvement Agreement (OIA) and Improvement Security, for the completion of

improvements described in Condition 2.5.1, below. The form and amount of Improvement Security shall be in accordance with, Applicable Law and the OIA.

- C.1.8 Subdivider has paid engineering review fees, pursuant to the City's Master Fee Resolution, including improvement plan checking, final map review, agreement processing, and all other fees required by these Conditions of Approval and Applicable Laws.
- C.1.9 Subdivider has submitted technical or materials specifications, cost estimate, and technical reports related to the design of improvements that are shown on the Improvement Plans and as required by these Conditions of Approval.
- C.1.10 Subdivider has submitted hydrologic and storm drainage calculations for the design and sizing of in-tract storm drainage pipes and the temporary storm drainage retention basin located within the Ellis SP, as required in Condition C.2.3.4, below.
- C.1.11 Subdivider has submitted a signed and stamped Improvement Plans as required in Condition C.2, below.

C.2 Improvement Plans

C.2.1 General. Improvement Plans shall contain the design, construction details and specifications of improvements that is/are required to serve the Project. The Improvement Plans shall be drawn on a 24" x 36" size 4-mil thick polyester film (mylar) and shall be prepared under the supervision of, and stamped and signed by a Registered Civil, Traffic, Electrical, Mechanical Engineer, and Registered Landscape Architect for the relevant work. The Improvement Plans shall be completed to comply with Applicable Laws and these Conditions of Approval.

C.2.2 Site Grading

C.2.2.1 Erosion Control

Improvement Plans shall specify the method of erosion control to be employed and materials to be used.

C.2.2.2 Grading and Drainage Plans

Submit a Grading and Drainage Plan prepared by a Registered Civil Engineer and accompanied by the Project's Geo-technical /Soils Engineering report. The report shall provide recommendations regarding adequacy of the site relative to the stability of soils such as soil types and classification, percolation rate, soil bearing capacity, highest observed ground water elevation, and others.

- C.2.2.3 When the grade differential between the Project site and residential lot with the adjacent property(s) exceeds 12 inches, a reinforced or masonry block wall, engineered slope, or engineered retaining wall is required for retaining soil. The Subdivider shall submit a Grading Plan that includes the construction detail(s) and structural calculations of the retaining wall or masonry wall.
- C.2.2.4 In the event an engineered slope is used to retain soil subject to approval by the City Engineer, a slope easement will be necessary from the adjacent property. The Subdivider shall obtain permission from owner(s) of the adjacent and affected property(s) and show the slope easement on the Final Map.
- C.2.2.5 If applicable, show all existing irrigation structure(s), channel(s) and pipe(s) that are to remain or relocated or to be removed, if there any, after coordinating with the irrigation district or owner of the irrigation facilities. If there are irrigation facilities including tile drains, that are required to remain to serve existing adjacent agricultural uses, the Subdivider shall design, coordinate and construct required modifications to the facilities to the reasonable satisfaction of the owner of the irrigation facilities and the City.

C.2.3 Storm Drainage

- C.2.3.1 Storm Drainage Release Point
Site grading shall be designed such that the Project's storm drainage overland release point will be directly to an existing or a public street with a functional storm drainage system in the storm drainage line on the street has adequate capacity to drain storm water from the Property, or private property subject to a drainage release.
- C.2.3.2 Permanent storm drainage connection
The Project's permanent storm drainage connection(s) shall be designed and constructed to meet Applicable Laws and the recommendations on the Ellis Program Sub-Basin – Final Storm Drainage Technical Report dated September 2012. The design of the permanent storm drainage connection shall be shown on the Grading and Storm Drainage Plans and shall be submitted with the required hydrologic calculations for the sizing of the storm drain pipe(s), and shall comply with the applicable requirements of the City's storm water regulations adopted by the City Council in 2008, any subsequent amendments, and Applicable Law. The Subdivider shall provide the design and construction detail shown on the improvement

plans that are required to meet the City's storm water regulations, and shall construct these improvements as part of the subdivision improvements.

C.2.3.3 Temporary Storm Drainage Retention Basin Located within the Ellis SP

In the absence of a permanent downstream storm drainage facilities, the City will allow the Subdivider to use temporary storm drainage retention basin with adequate a capacity as an interim solution for the disposal of storm water generated from the Property, provided the Subdivider design and construct the on-site temporary storm drainage retention basin in accordance with Applicable Laws, and signs an improvement agreement (Deferred Improvement Agreement), to assure completion of Subdivider's obligation to repair and maintain while the temporary storm drainage retention facility is in service and to remove the temporary storm drainage retention basin when it is no longer needed as reasonably determined by the City Engineer and it is taken out of service. The Subdivider shall pay all costs for the design, construction, and maintenance of the on-site temporary storm drainage retention basin including the removal of the on-site temporary storm drainage retention basin and re-grading of the basin site.

The Subdivider shall sign the Deferred Improvement Agreement and post reasonable improvement security in the amounts approved by the City Engineer, and form approved by the City Attorney, prior to the approval of the First Final Map.

C.2.3.4 The Project's temporary storm drainage retention basin located in the Ellis SP must be located at the downstream portion of the Property's on-site storm drainage system, and must be designed and constructed in accordance with Applicable Laws. The sizing of the temporary storm drainage retention basin shall consider percolation of storm water into the ground. Submit the engineering calculations for determining the size of the basin with the soils report that contains information on the site's percolation rate and groundwater elevation.

Excavated materials shall be kept near the Property. If the excavated materials are removed from the Property, the Subdivider shall post cash security equivalent to the cost of import backfill materials, hauling to the basin site, spreading, compacting and re-grading the basin site. If excavated materials are retained near the site, the

stockpile of excavated materials shall not be higher than 8 feet and slope should not be steeper than 1:1. A chain link fence with redwood slats and access gate shall be installed by the Subdivider to enclose the basin site. The bottom of the temporary on-site storm drainage retention basin shall be 5 feet above the observed highest groundwater elevation at the basin site. The percolation report shall also indicate the observed highest groundwater elevation at the basin site.

C.2.3.5 The Subdivider shall record a temporary storm drainage easement to grant rights to the City to access the on-site temporary storm drainage retention for any emergency repair or maintenance work the City may have to perform within the basin site. The temporary access easement shall be recorded after the First Final Map is recorded and shall have a sunset clause that such easement will automatically terminate after the recordation of a notice of completion.

C.2.3.6 Refundable Storm Drainage Deposit
Prior to the approval of the Final Map, the Subdivider shall deliver cash deposit in the amount of \$3,500 to cover cost of City services on any emergency repair or maintenance work that the City performs on the temporary storm drainage retention basin. The City shall return unused portion of the cash deposit within thirty (30) calendar days from the date the temporary storm drainage retention basin was removed.

C.2.3.7 Prior to the issuance of a grading permit for the Project, the Subdivider shall provide reasonable proof of compliance with the applicable Construction General Permit through a Waste Discharge ID number or Notice of Intent submittal to the reasonable satisfaction of the Public Works Director or his/her designee.

C.2.3.8 Prior to the approval of the Final Map for the Project, the Subdivider shall provide a Stormwater Quality Control Plan (SWQCP) detailing the methods in which the development will address compliance with the applicable City of Tracy Manual of Stormwater Quality Control Standards for New Development and Redevelopment (Manual) to the reasonable satisfaction of the Public Works Director or his/her designee. The Manual includes the requirements for Site Design, Source, and Treatment Control Measures. Permanent stormwater quality control measures may include any combination of the following methods and must consider future maintenance requirements in their selection to serve the Project: deepening of future City

detention basin DET 3A to the north of the Project to create a low lying “retention”, or “water quality treatment” component in the bottom of the basin, one or more extended detention basins within the Project, vegetated swales, grass filter strips or other treatment measures consistent with the Manual that are deemed to be acceptable by the Public Works Director or his/her designee. In order for future DET 3A to be considered by the City to be acceptable in providing stormwater quality treatment as a joint-use, the Subdivider will be required to obtain and submit specific geotechnical information in the location of the site of future DET 3A that clearly indicates that soil percolation rates will allow the “retention” components within the basin to drain effectively via percolation and in conformance with Applicable Law, or provide a second low flow outlet for the water quality treatment storage.

Until such time as future DET 3A is operational, which includes adequate detention storage to accommodate storm runoff from development areas and a positive outlet, the Project will be required to provide temporary retention basins as the interim discharge element for all Project drainage in conformance with Applicable Law.

- C.2.3.9 Prior to the issuance of a building permit for the Project, the Subdivider shall provide reasonable proof of compliance with the applicable CalGreen Building Standards to the reasonable satisfaction of the Public Works Director or his/her designee, in accordance with Applicable Law.

C.2.4. Sanitary Sewer

C.2.4.1 Permanent Sewer Connection

It is the Subdivider’s responsibility to pay its proportionate share of the Project’s permanent sewer connection in accordance with the City of Tracy Wastewater Master Plan/ Corral Hollow Sewer Analysis dated October 2009 and the 2010 Update (STM) prepared by CH2MHill and Applicable Laws.

C.2.4.2 Temporary Sewer Line to the Eastside Sewer System

According to Section 1.13(b)(3) of the Ellis DA, sewer conveyance capacity for 250 residential units is available on the Eastside Sewer Conveyance System on an interim basis until the upgrade to the Corral Hollow Sewer Conveyance System is completed. It was determined that an additional capacity on the Eastside Sewer Conveyance

System through existing sewer main on the Edgewood Subdivision is available for 46 residential units and the commercial parcels on an interim basis. The Subdivider will be required to design and install an interim sewer connection near the intersection of Ellis Drive / Corral Hollow Road up to its connection point at the existing sewer manhole on Peony Drive / Heirloom Lane on Edgewood Subdivision. The temporary sewer line must be designed and installed such that it will function as a gravity sewer line. The Subdivider shall complete the temporary sewer improvements described under this sub-section, all at the Subdivider's sole cost and expense, prior to the issuance of the 1st occupancy permit on the Property.

The Subdivider will be required to apply a 2" thick asphalt concrete overlay with reinforcing fabric along the alignment of the sewer main to its connection point. If the sewer main is installed on one side of the street, the limits of asphalt concrete overlay shall be half of the width of the street, and shall be 25 feet from both sides of the trench at crossing(s). Pavement saw-cutting and grinding will be required to remove the top 2" of the existing asphalt concrete pavement. Design of and the improvement plans for the sewer improvements described under this sub-section shall be prepared and will become part of the improvement plans for Corral Hollow Road Improvements.

C.2.4.3 Temporary Sewer Main on Corral Hollow Road

In accordance with Section 1.13(b)(1) of the Ellis DA, the existing Corral Hollow Sewer Conveyance System has existing conveyance capacity for 330 residential units reserved for this Project on a permanent basis. The City is currently completing the designs for a permanent sewer main on Corral Hollow Road from Peony Drive to the existing sewer manhole at Parkside Drive. This sewer line will be designed to its ultimate size but will function with a restricted flow capacity equivalent to the sewer generation of 330 residential units only.

In order to guarantee completion of the design and installation of the permanent sewer and roadway improvements described under this section not later than October 31, 2018, the Subdivider shall sign a Deferred Improvement Agreement with the City, and post improvement security in the amounts approved by the City Engineer, before approval of the first Final Map.

- C.2.4.4 The portion of the sewer main on Corral Hollow Road that will be installed within the jurisdiction of the San Joaquin County (County) will require encroachment permit and a maintenance agreement with the County. The Subdivider is required to coordinate with the County Public Works Department the design of the utility trench and extent of pavement replacement for the portion of Corral Hollow Road that is within the County right-of-way. The Subdivider shall comply with all the applicable requirements of the County, obtain encroachment permit, and pay permit processing, plan checking and inspection fees, prior to starting work. The County will require a traffic control plan and improvement plans as part of the encroachment permit application.

The temporary sewer improvements described under this sub-section shall only be completed at Subdivider's election.

- C.2.4.5 Prior to starting the work described in this section, the Subdivider shall submit a Traffic Control Plan, to show the method and type of construction signs to be used for regulating traffic at work areas during the installation of the sewer improvements described in Conditions C.2.4.2 and C.2.4.4, above. The Traffic Control Plan shall be prepared by a Civil Engineer or Traffic Engineer licensed to practice in the State of California.

- C.2.4.6 Permanent Sewer Connection to Corral Hollow Sewer Conveyance System
When the ultimate Corral Hollow Sewer Transmission Upgrades are complete, and the Corral Hollow Road sewer trunk line is installed to Ellis Drive and becomes available for connection, the interim sewer connection from Ellis Drive shall be diverted or replaced with permanent sewer improvements that will be connected to the new sewer trunk line with a manhole on Corral Hollow Road. The gravity sewer line on Peony Drive from Corral Hollow Road to the Edgewood Subdivision shall be disconnected by plugging pipe ends at the sewer manholes.

C.2.5. Water System

- C.2.5.1 Ellis Specific Plan Water System Analysis (WTM)
According to the Technical Memorandum dated August 14, 2013 titled "Ellis Specific Plan Water System Analysis" (WTM), in the interim condition, the Property can be served by Pressure Zone 2 water distribution line on Corral Hollow Road after the installation of certain permanent and

temporary water line improvements as identified in the WTM (Offsite Water Improvements) by the Subdivider.

These Offsite Water Improvements must be completed by the Subdivider before the issuance of the occupancy permit of the first residential house to be constructed on the Property. In order to guarantee completion of the Offsite Water Improvements, the Subdivider shall enter into an Offsite Improvement Agreement (OIA) with the City and post improvement security in the amounts approved by the City Engineer, prior to the approval of the First Final Map. The OIA requires authorization from the City Council. The Subdivider shall design and prepare improvement plans for the Offsite Water Improvements, and pay engineering review fees such as plan checking, agreement and permit processing, testing, and construction inspection fees based on current charge rate and as required by these Conditions of Approval, and in accordance with Applicable Law.

C.2.5.2 All costs associated with the installation of the Offsite Water Improvements including the cost of removing and replacing asphalt concrete pavement, pavement marking and striping such as crosswalk lines and lane line markings on existing street that may be disturbed with the installation of these improvements shall be paid by the Subdivider.

C.2.5.3 The Subdivider is also responsible for obtaining permission from the Union Pacific Railroad Company (UPRR), if necessary, for the installation of a permanent water line crossing across the UPRR right-of-way, prior to starting construction of the Offsite Water Improvements in any UPRR area. The water line crossing agreement requires approval from the City Council. The Subdivider shall pay for the cost of obtaining the written permission including the water line crossing agreement from UPRR. The City will allow construction of a portion of the Offsite Water Improvements outside UPRR's right-of-way, if the Subdivider provides the City documentation that a written request to UPRR to process a water line crossing agreement has been submitted. The City may request the required permission from UPRR if requested by Subdivider.

C.2.6 Street Improvements

C.2.6.1 Corral Hollow Road Right of Way

City will adopt a precise plan line to establish the location and alignment of the centerline of Corral Hollow Road from

Parkside Drive to Highway 580 (PPL). With the adoption of the alignment plan, it will provide the amount of right-of-way to be acquired from each of the properties that are located along this portion of Corral Hollow Road including the Project. Per the Citywide Roadway & Transportation Master Plan (CRTMP) that was adopted by City Council on November 26, 2012, pursuant to Resolution 2012-240, amended on November 19, 2013, Corral Hollow Road between Parkside Drive to Linne Road will be a 4-lane major arterial street with a raised median as depicted on Figure 4.15b Arterial Street Roadway Cross Sections of the CRTMP.

The Subdivider shall dedicate all rights-of-way and/ or easement(s) that are necessary for the widening of Corral Hollow Road along the entire frontage of the Property on Corral Hollow Road that satisfies the roadway cross section shown on the PPL and CRTMP, and for the widening and construction of intersection improvements with a traffic signal at Ellis Drive / Corral Hollow Road and Middlefield Drive / Corral Hollow Road (“Corral Hollow Road Improvements”). The design of the intersection improvements will include the installation of a traffic signal and appurtenances and associated improvements such as right-turn lane(s), left turn lane(s), raised median(s), pavement transition, lane line marking(s), pavement markings, traffic sign(s), and other improvements as reasonably determined by the City that are necessary to be constructed to have a safe signalized intersection.

C.2.6.2 Corral Hollow Road Improvements

The Subdivider shall design and construct it's pro rata share, as determined by the cost estimate of a licensed engineer, of the Corral Hollow Road Improvements, which shall be designed and constructed in accordance with Applicable Laws and these Conditions of Approval and shall be completed by the Subdivider per the timeline specified in the SIA. Corral Hollow Road Improvements may include but not limited to, concrete curb, gutter, and sidewalk, asphalt concrete pavement, water main, fire hydrant, storm drain line, catch basin, storm drainage drop inlet, street tree, landscaping with automatic irrigation system (Motorola Controller), pavement marking and striping, traffic sign, street light, asphalt concrete overlay (where required), pavement transition and other street and utilities improvements that are required to serve the Project and based on the phasing plan approved by the City Engineer.

Before approval of a Final Map, Subdivider shall sign a Deferred Improvement Agreement with the City for the design and construction of frontage improvements on Parcel "D" on Corral Hollow Road. If the City declines to accept the dedication of Parcel "D" as provided in the Ellis DA, the Subdivider shall, not later than ninety (90) days thereafter, post appropriate security, as determined by the City, for the completion of the design and construction of the Parcel "D" frontage improvements.

Corral Hollow Road Improvements shall be designed and constructed by the Subdivider to meet the applicable requirements of the latest edition of the California Department of Transportation Highway Design Manual (CHDM) and the California Manual of Uniform Traffic Control Devices (MUTCD), the Applicable Law, and these Conditions of Approval, prior to the final inspection of the first building to be constructed on the Property or issuance of the first building certificate of occupancy on the commercial lots.

- C.2.6.3 Traffic Signal at Ellis Drive/Corral Hollow Road
A four-way traffic signal will be required at Ellis Drive / Corral Hollow Road and shall be installed and made operational at the time specified in the traffic signal warrant analysis described in Condition C.2.6.5, below. The Subdivider shall provide improvement plans that show the design and construction details of the four-way traffic signal and all associated intersection improvements such as left-turn lane, exclusive right-turn lane, new travel lane, raised median, pavement marker and sign, traffic controller and power supply cabinet, traffic detecting loops and video camera for traffic monitoring, fiber optic traffic signal interconnect system and other improvements reasonably determined by the City Engineer to be necessary to operate a signalized intersection.

Subdivider shall provide the fiber optics system for communication of the traffic signals for the future condition. In interim condition, the Subdivider shall provide a functional communication system from the City Hall to the traffic signals that will be constructed with this Project.

- C.2.6.4 Intersection Improvements at Middlefield Drive/Corral Hollow Road
Additional roadway improvements and the fourth leg of the existing traffic signal will be required at the intersection of Middlefield Drive / Corral Hollow Road. The work described

under this sub-section shall be completed when Middlefield Road from the Property is extended to Corral Hollow Road. The Subdivider shall provide improvement plans that show the design and construction details of the four-way traffic signal and all associated intersection improvements such as left-turn lane, exclusive right-turn lane, new travel lane, raised median, pavement marker and sign, traffic detecting loops and video camera, traffic signal interconnect wires and conduit and other improvements reasonably determined by the City Engineer to be necessary to operate a signalized intersection

- C.2.6.5 Traffic Signal Warrant Analysis (Trigger Study)
Prior to the issuance of the 200th building permit, a traffic signal warrant analysis shall be completed to determine if a traffic signal is warranted at the intersection of Ellis Drive / Corral Hollow Road and to identify timeline when the traffic signal is needed and also identify when the portion of Middlefield Road that is within the Property must be extended to Corral Hollow Road. If a traffic signal is warranted, the Subdivider shall install the traffic signal and construct associated intersection improvements as described in Conditions C.2.6.1 and C.2.6.3, above, and per the Ellis SP, FIP, and Applicable Law. Improvements beyond the Subdivider's responsibility are subject to reimbursement from the City from City fees collected.
- C.2.6.6 Bus Shelter and Turnout on Corral Hollow Road
The final location and geometric configuration such as storage length, bay taper, and others of the bus turnout shall be determined at the time of preparation of improvement plans and will require approval from the City Engineer. The bus shelter and turnout shall be located such that it does not create a horizontal sight distance issue with the outbound traffic on the commercial driveway for Parcel "C". The bus shelter and turnout shall be constructed as part of the Corral Hollow Road Improvements. Construction details of the bus shelter must be shown on the Improvement Plans. The City will provide the construction details and materials specifications of the bus shelter. The cost for the bus shelter and improvements are subject to reimbursement subject to availability of funds.
- C.2.6.7 Encroachment Permit
All work to be performed and improvements to be constructed within City's right-of-way will require an Encroachment Permit from the City, prior to starting the work. The Subdivider or its authorized representative shall

submit all documents that are required to process the Encroachment Permit including but not limited to, approved Improvement Plans, Traffic Control Plan that is prepared by and signed and stamped by a Civil Engineer or Traffic Engineer registered to practice in the State of California, payment of engineering review fees, copy of the Contractor's license, Contractor's Tracy business license, and certificate of insurance naming the City of Tracy as additional insured or as a certificate holder.

C.2.6.8 Dead-End Streets

A standard barricade and guardrail with appropriate traffic sign will be required at the west end of Street 10, Street 5, Street 11 and Street 15, and north end of Street 6, Street 4, Street 2, Street 1, and at temporary turn around. A wooden fence shall be installed at the end and for the entire right-of-way width of these streets. The space behind the barricade shall be paved to prevent growth of weeds and provide easier access for removing accumulated debris. To prevent street runoff from draining to adjacent property(s), a concrete curb shall be installed through the entire width of the pavement or curb-to-curb. Asphalt concrete berm or curb is an acceptable alternative solution. Construction details of the improvements described under this sub-section must be shown on the Improvement Plans.

C.2.6.9 Temporary Turn Around

The temporary cul-de-sac at the end of Street 18, Ellis Drive and Middlefield Drive shall be enclosed with a wooden fence with chain link gate secured by a padlock. The temporary cul-de-sac shall be constructed with an asphalt concrete pavement (lesser pavement section/thickness), and temporary asphalt concrete berm. The Subdivider shall be responsible for obtaining permission to construct, use, repair and maintain the temporary cul-de-sac from the involved property owner(s) and shall also be responsible for repairing and maintaining the temporary cul-de-sac. Construction details of the temporary turn around shall be shown on the Improvement Plans. The Subdivider's obligations towards the repair and maintenance of the temporary turn around shall be guaranteed in the DIA.

C.2.6.10 Ellis Drive, Middlefield Drive and Other In-tract Streets

The Subdivider shall dedicate all rights-of-way that are necessary to construct Ellis Drive, Middlefield Drive and all the in-tract streets based on their respective cross sections shown on the Ellis SP once improvements are complete for

the given street. The width of travel lanes, street median, landscaping strip and sidewalk shall be in accordance with the Ellis SP. Design and construction details of the in-tract streets such as asphalt concrete pavement, curb, gutter, sidewalk, street light, water main, fire hydrant, landscaping with automatic irrigation system (Motorola), storm drain, catch basin and drop inlets, sanitary sewer main and lateral, water main, individual water service and meter, pavement marking and striping, traffic sign, driveway, handicap ramp and other street improvements shall be consistent with the Ellis SP and shall be shown on the Improvement Plans.

C.2.7. Undergrounding of Overhead Utilities

C.2.7.1 Public Utility Easement

All private utility services to serve Project such as electric, telephone and cable TV to the building must be installed underground, and to be installed within dedicated Public Utility Easement (PUE) and at the location approved by the respective owner(s) of the utilities. The Subdivider shall submit improvement plans for the installation of electric, gas, telephone and TV cable lines that are to be installed under the sidewalk or within the 6 feet wide Public Utility Easement (PUE) within the Property. The Subdivider shall complete the necessary coordination work with the respective owner(s) of the utilities for the design of these underground utilities and to ensure it can be constructed under the sidewalk or within the 6 feet wide PUE, and for additional space if the 6 feet PUE is inadequate as determined by the utilities owner(s), prior to the approval of the Final Map.

C.2.7.2 Pavement cuts or utility trench(s) on existing street(s) for the installation of electric, gas, cable TV, and telephone will require the application of 2" asphalt concrete overlay and replacement of pavement striping and marking that are disturbed during construction. The limits of asphalt concrete overlay shall be 25 feet from both sides of the trench, and shall extend over the entire width of the adjacent travel lane(s) if pavement excavation encroaches to the adjacent travel lane or up to the street centerline or the median curb. If the utility trench extends beyond the street centerline, the asphalt concrete overlay shall be applied over the entire width of the street (to the lip of gutter or edge of pavement). Construction details and limits of asphalt concrete overlay shall be shown on the Improvement Plans.

C.3 Mini/Neighborhood and Community Parks

- C.3.1 The Subdivider or Owner shall offer for dedication Parcel “A” (approximately 3.06 acres) for park purposes as required by subsection 1.15(a) of the Ellis DA, the Ellis SP and Applicable Law on the first Final Map. The Subdivider shall design and construct the neighborhood park improvements consistent with the Ellis SP and Applicable Law. The Subdivider is entitled to neighborhood/mini park fee credits, if the Subdivider complies with Applicable Law.
- C.3.2 The Subdivider shall submit park improvement plans, signed and notarized improvement agreement (“Park Improvement and Reimbursement Agreement or PI&RA”), and Improvement Security in the amount and type specified in the Applicable Law prior to final inspection (except for up to twelve model homes). The timing of completion of the neighborhood park improvements shall be in accordance with the Ellis SP, or as agreed by the Subdivider.

C.4 Grading and Encroachment Permit

No applications for grading and encroachment permits will be accepted by the City as complete until the Subdivider has provided documents to the reasonable satisfaction of the City Engineer, which may include the following:

- C.4.1 Permit(s), agreement(s) and approval of other public agencies that has jurisdiction over the required public facilities, if applicable.
- C.4.2 Three (3) copies of the Project’s Geo-technical /Engineering Soils Report prepared or signed and stamped by a Geo-technical Engineer as required in Condition C.3.2.2, above.
- C.4.3 Three (3) sets of the Storm Water Pollution Prevention Plan (SWPPP) identical to the reports submitted to the State Water Quality Control Board (SWQCB) and any documentation or written approvals from the SWQCB including a copy of the Notice of Intent (NOI) with the state-issued Wastewater Discharge Identification number (WDID). After the completion of the Project, the Subdivider is responsible for filing the Notice of Termination (NOT) required by SWQCB, and shall provide the City, a copy of the completed Notice of Termination. Cost of preparing the SWPPP, NOI and NOT including the annual storm drainage fees and the filing fees of the NOI and NOT shall be paid by the Subdivider. The Subdivider shall comply with all the requirements of the SWPPP and applicable Best Management Practices (BMPs) and the Storm Water Regulations adopted by the City in 2008 and any subsequent amendment(s), and Applicable Law.
- C.4.4 Reasonable written permission from irrigation district or affected owner(s), if applicable as required in Condition C.3.2.5, above. The cost of relocating and/or removing irrigation facilities and/or tile drains is the sole responsibility of the Subdivider.

- C.4.5 Written approval(s) or permit(s) obtained from San Joaquin County regarding the removal and abandonment of any existing well(s), if applicable. All existing on-site wells, if any, shall be abandoned or removed in accordance with the City and San Joaquin County requirements. The Subdivider shall be responsible for all costs associated with the abandonment or removal of the existing well(s) including the cost of permit(s) and inspection.
- C.4.6 Payment of engineering review fees, pursuant to City's Master Fee Resolution, including but not limited to, plan checking, grading and encroachment permits and agreement processing, construction inspection, and testing fees as required by these Conditions of Approval and Applicable Law.
- C.4.7 Pipeline Crossing Agreement with UPRR, for the installation of water main crossing on Corral Hollow Road, as required in Condition C.2.5.3, above.

C.5 Building Permit

The City will not approve any building permit within the Project boundaries until the Final Map is approved by the City Council and it is recorded, and the Subdivider demonstrates, to the reasonable satisfaction of the City Engineer, compliance with all the required Conditions of Approval, including, but not limited to, the following:

- C.5.1 The Subdivider has submitted payment of development impact fees and all other applicable fees as determined and required on Ellis FIP and all subsequent amendments to the Ellis FIP.

C.6 Agreements and Improvement Security

C.6.1. Subdivision Improvement Agreement

Before the City's approval of the Final Map, the Subdivider shall execute a Subdivision Improvement Agreement (for the public facilities required to serve the real property described by the Final Map), post all required improvement security in accordance with Applicable Law.

C.6.2 Deferred Improvement Agreement

Before the City's approval of the First Final Map, the Subdivider shall execute a Deferred Improvement Agreement, in substantial conformance with the City's standard form agreement, by which (among other things) the Subdivider agrees to complete construction of all remaining public facilities (to the extent the public facilities are not included in the Subdivision Improvement Agreement), under the Applicable Law.

C.6.3 Improvement Security

The Subdivider shall provide improvement security for all public facilities, as required by the Subdivision Improvement Agreement and the Deferred Improvement Agreement. The form of the improvement security may be a surety bond, letter of credit or other form in accordance with Applicable Law. The amount of the improvement security shall be as follows:

- C.6.3.1 Faithful Performance (100% of the estimated cost of constructing the public facilities),
- C.6.3.2 Labor & Material (100% of the estimated cost of constructing the public facilities), and
- C.6.3.3 Warranty (10% of the estimated cost of constructing the public facilities)
- C.6.3.4 Monumentation (\$500 multiplied by the total number of street centerline monuments that are shown on the Final Map)

C.7 Benefit District

The Subdivider may make a written request to the City for the formation of a Benefit District only if the written request is made before the approval of the Final Map for which the public facilities are required, and in accordance with these Conditions of Approval, and Applicable Law.

C.8 Final Building Inspection

The City will not perform final building inspection until after the Subdivider provides documentation which demonstrates, to the reasonable satisfaction of the City Engineer, that:

- C.8.1 Prior to the final building inspection of the 65th residential building, the Subdivider has constructed two (2) vehicular access points (one of which may be temporary) from Corral Hollow Road for use by fire and emergency vehicles, consistent with the construction phasing of the Project, to the reasonable satisfaction of the Fire Code Officer, and as required by these Conditions of Approval. The temporary access may be a permanent parking lot (or parking aisle) or a temporary road, and if it is a temporary road, it shall not be less than 20 feet in width and shall be paved with 3 inches thick asphalt concrete and not less than 10 inches aggregate base. If the access is a temporary access road, the Subdivider shall remove the temporary access road within 60 calendar days from the date of written notification from the Fire Code Officer. The Subdivider shall be solely responsible for the costs of constructing and removing the temporary access road including signing and striping, and the City shall not be responsible for any reimbursement therefor. Design and construction details of the improvements required under this sub-section shall be shown on the Improvement Plans.

C.8.2 The Subdivider has completed construction of all public facilities required to serve the building for which a certificate of occupancy is requested or a final building inspection has to be performed. Unless specifically provided in these Conditions of Approval, or the Applicable Law, the Subdivider shall take all actions necessary to construct all public facilities required to serve the Project, and the Subdivider shall bear all costs related to construction of the public facilities (including all costs of design, construction, construction management, plan check, inspection, land acquisition, program implementation, and contingency).

C.9 Acceptance of Public Improvements

Public improvements will not be considered for City Council's acceptance until after the Subdivider demonstrates to the reasonable satisfaction of the City Engineer, completion of the following:

- C.9.1 All the public improvements shown on the Improvement Plans are completed and all the deficiencies listed in the deficiency report prepared by the assigned Engineering Inspector are all corrected.
- C.9.2 Subdivider has completed the 90-day public landscaping maintenance period.
- C.9.3 Subdivider has submitted Certified "As-Built" Improvement Plans (or Record Drawings). Upon completion of the construction by the Subdivider, the City shall temporarily release the originals of the Improvement Plans to the Subdivider so that the Subdivider will be able to document revisions to show the "As Built" configuration of all improvements.

C.10 Release of Improvement Security

- C.10.1 Improvement Security for Faithful Performance, Labor & Materials, and Warranty will be immediately released to the Subdivider pursuant to Section 12.36.080(d) of the Tracy Municipal Code.
- C.10.2 Monumentation Bond will be immediately released to the Subdivider after City Council's acceptance of the public improvements and all the street centerline monuments shown on the Final Map are installed and tagged by a Land Surveyor licensed to practice in the State of California.
- C.10.3 Unused portion of the storm drainage cash deposit specified in Condition C.2.3.6, above, will be immediately released to the Subdivider after the removal of the off-site or on-site temporary storm drainage retention basin and in accordance with the DIA.

C.11 Special Conditions

- C.11.1. Nothing contained herein shall be construed to permit any violation of Applicable Law. Subject, however, to Applicable Law, this Condition of Approval does not preclude the City from requiring pertinent revisions and additional requirements to the final map, improvement agreements, and improvement plans, prior to the City Engineer's signature on the final map and improvement plans, if the City Council finds it necessary due to public health and safety reasons. The Subdivider shall bear all the cost for the inclusion, design, and implementations of such additions and requirements, without reimbursement or any payment from the City. Costs may be applicable to the Ellis FIP as credit. Health and Safety findings shall be made by the City Council under the terms of a City wide review of the Health and Safety related issue.

Nothing in these Conditions of Approval are intended or may be interpreted to limit or interfere with any of the vested rights provided in the Ellis Development Agreement. In the event of any conflict between any provision of these Conditions of Approval and the Applicable Law, the Applicable Law shall control.

AGENDA ITEM 1-B

REQUEST

STUDY SESSION TO RECEIVE PUBLIC INPUT REGARDING HOUSING NEEDS IN TRACY RELATED TO THE CITY-INITIATED UPDATE TO GENERAL PLAN HOUSING ELEMENT

DISCUSSION

Each city and county in California is required by State law to periodically review and revise the General Plan Housing Element. During the review, the City is required to evaluate the goals and policies to attain State housing goals, the effectiveness of the Housing Element in attaining housing goals, and the progress of the City in implementing the Housing Element. Veronica Tam and Associates was hired by the City in May 2015 to help with the Housing Element review and update process for the 2015 to 2023 planning period.

The Housing Element, a State-required chapter of the General Plan, is the only element of the General Plan with a statutory requirement to be reviewed by the State and the only element with a requirement for a specific, regular update schedule. The State Department of Housing and Community Development (HCD) is required to review each jurisdiction's Housing Element and determine if the element is in substantial compliance with State housing law. If the City of Tracy's next update is determined by HCD to be in compliance with State housing law, the next update will occur in eight years. Otherwise, the City must review and revise the element in four years.

In general, the Housing Element is required to (1) identify and analyze housing needs for all income levels; (2) contain goals and programs to preserve and develop housing; (3) identify adequate sites for housing; and (4) analyze governmental and nongovernmental constraints upon the maintenance and development of housing.

Tonight's meeting is an opportunity to receive input from the public regarding housing needs in Tracy. This input will help form the basis for policy and program recommendations in the revised Housing Element.

Notices of tonight's meeting were sent to 124 local housing advocacy groups, housing developers, public and private housing resource agencies, service providers, and other potentially interested parties.

Following tonight's meeting, a draft, updated Housing Element will be published and presented to the Planning Commission for review, then submitted to HCD for review. The Department of HCD has 60 days to provide comments on the Draft Housing Element. Following HCD review, the Planning Commission and City Council will conduct public hearings for a final review and adoption of the Housing Element. The adopted Housing Element will be sent to HCD for their final review and determination as to whether or not the Housing Element substantially complies with State housing law.

As part of the previous Housing Element update, the City committed to several zoning amendments to bring Tracy's zoning regulations into compliance with State law. Such amendments include specific zoning for homeless shelters, transitional housing, reasonable accommodations for special needs, and others. Within the next couple months, City staff will present several code amendments, related to these requirements for the Planning Commission's consideration.

RECOMMENDATION

Staff recommends that the Planning Commission receive input and public comment regarding housing needs in Tracy. (No specific action is required.)

Prepared by: Alan Bell, Interim Assistant Development Services Director
Approved by: Bill Dean, Interim Development Services Director