

FORM APPROVED COUNTY COUNSEL
 BY: *[Signature]*
 GREGORY P. PRIAMOS
 DATE

Departmental Concurrence

**SUBMITTAL TO THE BOARD OF SUPERVISORS
 COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

505



FROM: Economic Development Agency

SUBMITTAL DATE:

April 21, 2016

SUBJECT: Consent to Transfer of Interest for Communications Site - Lamb Canyon Landfill - T Mobile, District 5, CEQA Exempt [\$0]

RECOMMENDED MOTION: That the Board of Supervisors:

1. Find that the project is exempt from the California Environmental Quality Act (CEQA) pursuant to State CEQA Guidelines Section 15301, Class 1 Existing Facilities Exemption and 15061 (b)(3) "Common Sense" Exemption, and direct the Clerk of the Board to file the Notice of Exemption;
2. Consent to a Transfer of Interest and authorize the Chairman of the Board to sign the letter of consent on behalf of the County; and
3. Authorize the Assistant County Executive Officer of the Economic Development Agency, or his designee, to execute any other documents and administer all actions necessary to complete this transaction.

BACKGROUND:

Summary

(Commences on Page 2)

[Signature]

Robert Field
 Assistant County Executive Officer/EDA

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 0	\$ 0	\$ 0	\$ 0	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0	

SOURCE OF FUNDS: N/A
Budget Adjustment: No
For Fiscal Year: 2015/16

C.E.O. RECOMMENDATION:

APPROVE

BY: *[Signature]*
 Rohini Dasika

County Executive Office Signature

MINUTES OF THE BOARD OF SUPERVISORS

- A-30
- 4/5 Vote
- Positions Added
- Change Order

Prev. Agn. Ref.: 3-23 of 7/29/15

District: 5

Agenda Number:

3-14

SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA

Economic Development Agency

FORM 11: Consent to Transfer of Interest for Communications Site - Lamb Canyon Landfill - T Mobile, District 5, CEQA Exempt [\$0]

DATE: April 21, 2016

PAGE: 2 of 2

BACKGROUND:

Summary

There is an existing ground lease between the County of Riverside, and T-Mobile West Corporation that entitles T-Mobile to maintain a communication facility (including a tower structure) in small area flanking the Lamb Canyon Landfill area of operations. The existing lease term expires August 31, 2018. On July 31, 2015 T-Mobile came to an agreement, which gives consent for PTI US Acquisitions, LLC and its affiliates doing business as Phoenix Towers ("Buyer") to manage and operate a portion of T-Mobile's tower portfolio. The tower portfolio includes the Lamb Canyon Landfill site, for which T-Mobile is identified as the sole tenant in the Agreement(s). This letter provides consent to the transfer of interest from T-Mobile USA, Inc., to Buyer.

The purchase of interests has been reviewed and determined to be exempt from the California Environmental Quality Act ("CEQA") pursuant to State CEQA Guidelines Section 15061(b) (3) and Section 15301 Class 1, Existing Facility, as it can be seen with certainty that there is no possibility that the activity in question may have a significant effect on the environment. The County's approval of the activity does not create any reasonably foreseeable physical change to the environment for this transaction, it merely involves the transfer of interest to PTI US Acquisitions, LLC and its affiliates doing business as Phoenix Towers.

Impact on Citizens and Businesses

There will be no change to the current communications facility other than the change of ownership from the transfer of interest. The negotiated revenue from this facility will continue to help fund and pay for public safety communications which will benefit both businesses and residents alike.

SUPPLEMENTAL:

Additional Fiscal Information

There are no costs associated with this Form 11.

Attachments:

(4) Consent Letters

CEQA Notice of Exemption

Aerial Image

Phoenix Tower International
1001 Yamato Rd, Suite 105
Boca Raton, FL 33431
Phone: 561.257.0557
Fax: 561.257.0558



**PHOENIX
TOWER**
INTERNATIONAL

April 13, 2016

County of Riverside
Department of Facilities Management
Real Estate Division
3133 Mission Inn Avenue
Riverside, CA 92507
Re: BE006 Lamb Canyon

Re: The agreement(s) (the "Agreement(s)") and the related site(s) (the "Site(s)") as described in Exhibit A hereto

Ladies and Gentlemen:

On July 31, 2015, T-Mobile USA, Inc. (together with certain affiliates, "T-Mobile") and PTI US Acquisitions, LLC and its affiliates ("Buyer") entered into a transaction (the "Transaction") involving a portion of T-Mobile's tower portfolio (the "Portfolio"), in which Buyer will purchase, manage and operate the Portfolio. The Agreement(s) and the Site(s) are part of the Portfolio and the Transaction.

T-Mobile and Buyer expect the Transaction to close on or before December 31, 2015. As part of the Transaction, the T-Mobile entity that holds the Agreement(s) will transfer all of its rights, title and interest in and to the Agreement(s) and the Site(s) to a new entity, which will be formed by T-Mobile. As part of the Transaction, this new entity will be purchased by and become a subsidiary of Buyer or an affiliate thereof (the "New Subsidiary"), and the New Subsidiary will sublease, grant an option to sublease, or grant certain rights to T-Mobile in the Agreement(s) and Site(s) regarding T-Mobile's antenna facilities. The transfer to an affiliate may require multiple internal assignments among affiliates.

To the extent that your consent is required, T-Mobile and Buyer hereby request that you provide your consent to the Transaction by signing this letter and returning it in the enclosed self-addressed envelope. Furthermore, T-Mobile and Buyer request that, by signing this letter, you certify to Buyer and T-Mobile, that the following statements and agreements are true and correct as of the date hereof:

- (a) T-Mobile is the sole tenant under the Agreement(s), and the Agreement(s) are in full force and effect and contains the entire agreement between you and T-Mobile with respect to the Site.
- (b) No default exists under the Lease on the part of T-Mobile, and, to your knowledge, no event or condition has occurred or exists which, with notice or the passage of time or both, would constitute a default by T-Mobile under the Lease.
- (c) Buyer may use the tower and related improvements located on the Site for the subleasing / sublicensing of space to third parties for the collocation of communications equipment on and about the Site, in accord with the provisions of the Agreement.

Promptly after the closing of the Transaction occurs, the New Subsidiary will notify you of the date of the closing.

The New Subsidiary, T-Mobile, Buyer, and each of their respective affiliates are intended third party beneficiaries of this letter. This letter may be executed in separate counterparts, each of which when so executed will be deemed to be an original, and all of which taken together will constitute one and the same instrument. Delivery of an executed signature page to this letter by facsimile or other electronic transmission (including documents in Adobe PDF format) will be effective as delivery of a manually executed counterpart to this letter.

This letter shall be binding upon you and your successors and assigns, and shall inure to the benefit of T-Mobile and Buyer, and their successors and assigns.

This letter may not be amended or modified except by a written agreement executed by you and Buyer, provided that in the event the assignment of the Agreement does not occur, this letter may be amended by a written agreement executed by you and T-Mobile. This letter may be executed in any number of separate counterparts and all signatures need not be on the same counterpart.

* * * Remainder of Page Intentionally Blank – Signature Page Follows * * *

Thank you for your prompt attention to this matter. If you have any questions about the Transaction or this request, please contact Tracy Hart via email at thart@phoenixintl.com via phone at 561-257-0629. Otherwise, please sign this letter below where indicated and return to us in the enclosed self-addressed envelope.

Sincerely,

PTI US Towers II, LLC

By: 
Name: Dagan T. Kasavana
Title: Chief Executive Officer

Accepted and agreed:

COUNTY OF RIVERSIDE, a political
a subdivision of the State of California

By: _____
John J. Benoit, Chairman
Board of Supervisors

Dated: _____

ATTEST:
Kecia Harper-them
Clerk of the Board

By: _____

APPROVED AS TO FORM:
Gregory P. Priamos,
County Counsel


By: 
Todd Frahm
Deputy County Counsel

Exhibit A

List of Agreement(s) and Site(s)

The agreement between County of Riverside and T-Mobile West Corporation dated July 24, 2009, as amended by a First Amendment dated October 15, 2010, as amended by a Second Amendment dated February 28, 2014.

T-Mobile Site ID: IE04507A

Buyer Site ID: US-CA-1134

Address: 16411 Lamb Canyon Rd. Beaumont, CA 92223



NOTICE OF EXEMPTION

December 2, 2015

Project Name: County of Riverside, Economic Development Agency (EDA) Communication Site Transfer of Interest to Lease, Lamb Canyon Landfill

Project Number: FM047171000600

Project Location: 16411 Lamb Canyon Road; west of Highway 79; Beaumont, CA 92223 California;
(See Attached Exhibit)

Description of Project: The County of Riverside (County) has an existing ground lease with T-Mobile West Corporation that entitles T-Mobile to maintain a communication facility (including a tower structure) in small area flanking the Lamb Canyon Landfill area of operations. The existing lease term expires August 31, 2018. On July 31, 2015 T-Mobile came to an agreement, which gives consent for PTI US Acquisitions, LLC and its affiliates to manage and operate a portion of T-Mobile's portfolio. The portfolio includes the Lamb Canyon Landfill site, for which T-Mobile is identified as the sole tenant in the Agreement(s). This agreement provides consent to the transfer of interest from T-Mobile USA, Inc., to PTI US Acquisitions and its affiliates. The agreement to transfer ownership is identified as the Project. The change in ownership would still be subject to terms of the Lease Agreement and the continued use of the site would be consistent with the existing use. The operation of the facility will continue to provide public safety communications services and will not result in an expansion of existing use. No additional direct or indirect physical environmental impacts are anticipated.

Name of Public Agency Approving Project: County of Riverside, Economic Development Agency

Name of Person or Agency Carrying Out Project: County of Riverside, Economic Development Agency

Exempt Status: Not a project as defined in California Environmental Quality Act (CEQA) Section 21065 and State CEQA Guidelines 15378; State CEQA Guidelines, Section 15301, Class 1, Existing Facilities Exemption; Section 15061(b) (3), General Rule or "Common Sense" Exemption, Codified under Title 14, Articles 5, 19, and 20 Sections 15061, 15300 to 15301, and 15378.

Reasons Why Project is Exempt:

The transfer of interest in the Lease Agreement is not a project as defined by State CEQA Section 21065 and CEQA Guidelines Section 15378. Section 15378 (a) provides three conditions in which the whole of the action has the potential to result in a direct physical or indirect reasonable foreseeable change in the environment. The transfer of interest in the Lease Agreement would not result in a direct physical or indirect reasonably foreseeable change in the environment. The transfer of interest is considered an administrative or organizational change which is identified under Subsection (b) (5) of 15378 as an activity that is not considered a project under CEQA.

Even if a determination is made that the transfer of interest is a project subject to CEQA, the proposed Project is categorically exempt from the provisions of CEQA specifically by the State CEQA Guidelines as identified below. The Project will not result in any specific or general exceptions to the use of the categorical exemption as detailed under State CEQA Guidelines Section 15300.2. The Project will not cause an impact to an environmental resource of hazardous or critical concern nor would the Project include a reasonable possibility of having a significant effect on the environment due to unusual circumstances. The Project would not result in impacts to scenic highways, hazardous waste sites, historic resources, or other sensitive natural environments, or have a cumulative effect to the environment. No significant environmental impacts are anticipated to occur with the transfer of interest in the Lease Agreement.

- **Section 15301 – Class 1 Existing Facilities Exemption:** This categorical exemption includes the operation, repair, maintenance, leasing, or minor alteration of existing public or private structures or facilities, provided the exemption only involves negligible or no expansion of the previous site’s use. The Project, as proposed, is limited to a transfer of interest in the Lease Agreement. The party receiving the transfer of interest would be subject to the same terms of the Lease Agreement and the continued use of the site for communication would be consistent with the land use, and would not require any expansion of public services and facilities; therefore, the Project is exempt as the Project meets the scope and intent of the Class 1 Exemption identified in Section 15301, Article 19, Categorical Exemptions of the CEQA Guidelines.
- **Section 15061 (b) (3) – “Common Sense” Exemption:** In accordance with CEQA, the use of the Common Sense Exemption is based on the “general rule that CEQA applies only to projects which have the potential for causing a significant effect on the environment.” State CEQA Guidelines, Section 15061(b) (3). The use of this exemption is appropriate if “it can be seen with certainty that there is no possibility that the activity in question may have a significant effect on the environment.” *Ibid*. This determination is an issue of fact and if sufficient evidence exists in the record that the activity cannot have a significant effect on the environment, then the exemption applies and no further evaluation under CEQA is required. See *No Oil, Inc. v. City of Los Angeles* (1974) 13 Cal. 3d 68. The ruling in this case stated that if a project falls within a category exempt by administrative regulation or 'it can be seen with certainty that the activity in question will not have a significant effect on the environment', no further agency evaluation is required. With certainty, there is no possibility that the Project may have a significant effect on the environment. The proposed transfer of interest will not result in any direct or indirect physical environmental impacts. The use and operation of the facility will be substantially similar to the existing use and will not create any new environmental impacts to the surrounding area. No alterations and no impacts beyond the ongoing, existing use of the site would occur. Therefore, in no way, would the Project as proposed have the potential to cause a significant environmental impact and the Project is exempt from further CEQA analysis.

Based upon the identified exemptions above, the County of Riverside, Economic Development Agency hereby concludes that no physical environmental impacts are anticipated to occur and the Project as proposed is exempt under CEQA. No further environmental analysis is warranted.

Signed: _____



Date: _____

12/2/15

Mike Sullivan, Senior Environmental Planner
County of Riverside, Economic Development Agency

RIVERSIDE COUNTY CLERK & RECORDER

**AUTHORIZATION
TO BILL
BY JOURNAL VOUCHER**

Project Name: Lamb Canyon Landfill Communication Site Transfer of Interest to Lease

Accounting String: 524830-47220-7200400000- FM047171000600

DATE: December 2, 2015

AGENCY: Riverside County Economic Development Agency

THIS AUTHORIZES THE COUNTY CLERK & RECORDER TO BILL FOR FILING AND HANDLING FEES FOR THE ACCOMPANYING DOCUMENT(S).

NUMBER OF DOCUMENTS INCLUDED: One (1)

AUTHORIZED BY: Mike Sullivan, Senior Environmental Planner, Economic Development Agency

Signature: 

PRESENTED BY: Jose Ruiz, Real Property Agent I, Economic Development Agency

-TO BE FILLED IN BY COUNTY CLERK-

ACCEPTED BY: -

DATE: -

RECEIPT # (S) -



Date: December 2, 2015

To: Mary Ann Meyer, Office of the County Clerk

From: Mike Sullivan, Senior Environmental Planner, Project Management Office

Subject: **County of Riverside Economic Development Agency Project # FM047171000600**
Communication Site Transfer of Interest to Lease, Lamb Canyon Landfill

The Riverside County's Economic Development Agency's Project Management Office is requesting that you post the attached Notice of Exemption. Attached you will find an authorization to bill by journal voucher for your posting fee.

After posting, please return the document to:

Mail Stop #1330

Attention: Mike Sullivan, Senior Environmental Planner,

Economic Development Agency,

3403 10th Street, Suite 400, Riverside, CA 92501

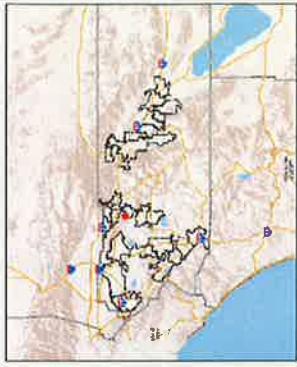
If you have any questions, please contact Mike Sullivan at 955-8009.

Attachment

cc: file

Consent to Transfer of Interest- T-Mobile Comm Site- Lamb Canyon Landfill

16411 Lamb Canyon Rd, Beaumont CA, 92223



Legend



0 236 472 Feet

472 Feet



IMPORTANT Maps and data are to be used for reference purposes only. Map features are approximate, and are not necessarily accurate to surveying or engineering standards. The County of Riverside makes no warranty or guarantee as to the content (the source is often third party), accuracy, timeliness, or completeness of any of the data provided, and assumes no legal responsibility for the information contained on this map. Any use of this product with respect to accuracy and precision shall be the sole responsibility of the user.

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Notes
APN#: 421-220-025
District 5