

**SUBMITTAL TO THE FLOOD CONTROL AND
WATER CONSERVATION DISTRICT BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

107B



FROM: General Manager-Chief Engineer

SUBMITTAL DATE:
December 17, 2013

SUBJECT: Anza Basin, Project No. 1-0-00150 Lease Amendment No. 1 to District Owned Real Property, CEQA Exempt Findings, District 1/District 1; [\$0]

RECOMMENDED MOTION: That the Board of Supervisors:

1. Find that the Project is exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Section 15301; and
2. Approve the attached Lease Amendment No. 1 between the District and SBA 2012 TC Assets, LLC; and
3. Authorize the Chairman of the District to execute the Lease Amendment No. 1; and
4. Direct the Clerk of the Board to file the Notice of Exemption with the County Clerk upon approval of the Lease Amendment.

BACKGROUND:

Summary
(Continued on Page 2)

GSW:rlp
P8/157360

Steve Thomas
For **WARREN D. WILLIAMS**
General Manager-Chief Engineer

FORM APPROVED COUNTY COUNSEL
BY: *Synthia M. Gunzel*
SYNTHIA M. GUNZEL
DATE: 12-5-13 Departmental Concurrence

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 type="checkbox"/>
NET DISTRICT COST	\$ 0	\$ 0	\$ 0	\$ 0	

SOURCE OF FUNDS: Budget Adjustment: No
For Fiscal Year:

C.E.O. RECOMMENDATION:
APPROVE
BY: *Steven C. Horn*
Steven C. Horn, MPA
County Executive Office Signature

MINUTES OF THE BOARD OF SUPERVISORS

On motion of Supervisor Jeffries, seconded by Supervisor Benoit and duly carried, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Tavaglione, Benoit and Ashley
Nays: None
Absent: Stone
Date: January 14, 2014
xc: Flood, Recorder

Kecia Harper-Ihem
Clerk of the Board
By: *Kecia Harper-Ihem*
Deputy

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

Prev. Agn. Ref.: 11.12 of 07/29/03 | District: 1st/1st | Agenda Number:

11-3

**SUBMITTAL TO THE FLOOD CONTROL AND WATER CONSERVATION DISTRICT
BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

FORM 11: Anza Basin, Project No. 1-0-00150 Lease Amendment No. 1 to District Owned Real Property, CEQA Exempt Findings, District 1/District 1 [\$0]

DATE: December 17, 2013

PAGE: Page 2 of 2

BACKGROUND:

Summary (continued)

On July 29, 2003, the Board approved the Lease ("Ground Lease") between Sprint PCS, LLC and the District for commercial mobile radio services and personal communication service equipment, and ground space for one (1) sixty-foot (60') high "monopine" for antenna(s) and space as may be reasonably required by Lessee, which are situated on District's parcel known as APN 191-260-014. On September 23, 2008, TowerCo Assets LLC became the assignee and successor in interest to Sprint PCS, LLC and on October 1, 2012, TowerCo Assets, LLC changed its name to SBA 2012 TC Assets LLC. The original lease was for a term of ten (10) years commencing upon completion of the improvements upon the property, which occurred on January 1, 2004. The subject amendment is for an additional ten (10) year term and will terminate on January 1, 2024, all other terms and conditions remain the same. Upon approval of the Lease Amendment No. 1, the parties intend to record the attached Memorandum of Lease in the Office of the County Recorder to provide constructive notice of the extended lease term.

Pursuant to CEQA, the Lease Amendment was reviewed and determined to be categorically exempt from CEQA under CEQA Guidelines Section 15301, Class 1 – Existing Facilities. The proposed project, the Lease Amendment, is the letting of property involving existing facilities and no expansion of an existing use will occur, in that only the term of the original Lease is extended and no change in the existing facilities is allowed without prior District approval.

The attached Lease Amendment No. 1 and Memorandum of Lease have been approved as to form by County Counsel.

Impact on Citizens and Businesses

Continued communications via cell tower to the private citizens of Riverside County.

ATTACHMENTS (if needed, in this order):

1. Lease Amendment No. 1
2. Memorandum of Lease
3. Notice of Exemption

Notice of Exemption

California State Clearinghouse Handbook

Form D

To: Office of Planning and Research
P.O. Box 3044, 1400 Tenth Street, Room 222
Sacramento, CA 95812-3044

From: Riverside County Flood Control District
1995 Market Street
Riverside, CA 92501

X County Clerk
County of Riverside
2724 Gateway Drive
Riverside, CA 92507

Original Negative Declaration/Notice of
Determination was routed to County
Clerks for posting.
1/15/14 Date KB Initial

Project Title: Anza Basin Project 1-0-00150 Lease Amendment No. 1

Project Location - Specific:

The proposed project is located in the city of Riverside, generally following west of the intersection of California Avenue and Jackson Street within the District's Anza Basin. The proposed project is located within Township 3 South, Range 5 West, Sections 6 and 7 of the Riverside West 7.5 Minute US Geological Survey (USGS) Topographic Quadrangle.

Project location - City: Riverside

Project Location - County: Riverside

Project Description:

On July 29, 2003, the Board approved the Lease ("Ground Lease") between Sprint PCS, LLC and the District for commercial mobile radio services and personal communication service equipment, and ground space for one (1) sixty-foot (60') high "monopine" for antenna(s) and space as may be reasonably required by Lessee, which are situated on District's parcel known as APN 191-260-014. The original lease was for a term of ten (10) years commencing upon completion of the improvements upon the property, which occurred on January 1, 2004. The subject amendment is for an additional ten (10) year term and will terminate on January 1, 2024, all other terms and conditions remain the same.

Name of Public Agency Approving Project: Riverside County Flood Control and Water Conservation District

Name of Person or Agency Carrying Out Project: SBA 2012 TC Assets LLC

Exempt Status: (check one)

- Ministerial (Sec. 21080(b)(1); 15268);
Declared Emergency (Sec. 21080(b)(3); 15269(a));
Emergency Project (Sec. 21080(b)(4); 15269(b)(c));
X Categorical Exemption. State type and section number: Section 15301
Statutory Exemptions. State code number:

Reasons why project is exempt:

The proposed project meets the following statutory exemption criteria set forth in CEQA Guidelines:

CEQA Guidelines Section 15301 Class 1 Existing Facilities: The proposed project, the Lease Amendment, is the letting of property involving existing facilities and no expansion of an existing use will occur, in that only the term of the original Lease is extended and no change in the existing facilities is allowed without prior District approval.

Lead Agency: Riverside County Flood Control and Water Conservation District

Contact Person: Kris Flanigan Area Code/Telephone/Extension: 951.955.8581

If filed by applicant:

- 1. Attached environmental document and exemption findings.
2. Has a Notice of Exemption been filed by the public agency approving the project? Yes X No

Signature: Steve Thomas Date: December 4, 2013 Title: General Manager-Chief Engineer

X Signed by Lead Agency

Date received for filing at OPR: N/A

Signed by Applicant

KMF:mcv

JAN 14 2014 11-3

RIVERSIDE COUNTY CLERK-RECORDER

AUTHORIZATION TO BILL

TO BE FILLED OUT BY SUBMITTING AGENCY

DATE: 12/4/2013 BUSINESS UNIT/AGENCY: FLOOD CONTROL - FCARC

ACCOUNTING STRING:

ACCOUNT: 526410 FUND: 25110

DEPT ID: 947400 PROGRAM:

AMOUNT: \$50.00

REF: FINAL CEQA POSTING (NOTICE OF EXEMPTION) ANZA BASIN SPRINT LEASE 221-1-6-00150-00-28-8000

THIS AUTHORIZES THE COUNTY CLERK & RECORDER TO ISSUE AN INVOICE FOR PAYMENT OF ALL FEES FOR THE ACCOMPANYING DOCUMENTS.

NUMBER OF DOCUMENTS INCLUDED: 3

AUTHORIZED BY: DARRYLENN PRUDHOLME-BROCKINGTON

PRESENTED BY: KRIS FLANIGAN 58581

CONTACT: DARRYLENN PRUDHOLME-BROCKINGTON 58357

TO BE FILLED OUT BY COUNTY CLERK

ACCEPTED BY:

DATE:

DOCUMENT NO(S)/INVOICE NO(S):

**LEASE AMENDMENT NUMBER ONE
TOWERCO ASSETS LLC**

**Don Lorenzi Sports Complex; 4230 Jackson Street, Riverside, California
A portion of APN 191-260-014 aka Anza Basin**

THIS LEASE AMENDMENT NUMBER ONE ("Amendment No. 1") is made as of _____, 2013, by and between the RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT, herein called DISTRICT, and SBA 2012 TC ASSETS, LLC, a Delaware Limited Liability Company, herein called LESSEE, assignee and successor in interest to SPRINT PCS ASSETS, L.L.C.

RECITALS

- A. DISTRICT, as Lessor, and SPRINT PCS ASSETS, LLC ("SPRINT PCS"), predecessor in interest to TowerCo Assets LLC entered into that certain GROUND LEASE Agreement ("Original Ground Lease"), dated July 29, 2003, with respect to that certain real property ("Real Property"), referenced as a portion of Assessor Parcel Number 191-260-014, located in the County of Riverside, State of California.
- B. Sprint PCS, as assignor, SPRINT TELEPHONY PCS, LP, as assignor, PCS LEASING COMPANY, L.P., as assignor, and TOWER ENTITY 4, L.L.C., as assignee, entered into that certain Assignment and Assumption of Ground Lease ("Assignment"), dated September 23, 2008, regarding the Real Property subject to that certain Original Ground Lease referenced herein, whereby the Original Ground Lease was assigned to TOWER ENTITY 4, L.L.C. who became the successor in interest.
- C. Within the Assignment referenced above, SPRINT PCS, SPRINT TELEPHONY PCS, LP, PCS LEASING COMPANY, L.P., and TOWER ENTITY 4, L.L.C. have been declared as Affiliated entities.
- D. On or around September 23, 2008, TOWER ENTITY 4, L.L.C. and TOWERCO ASSETS LLC pursuant to that certain Agreement and Plan of Merger to become one legal entity and the TOWERCO ASSETS LLC was declared the name of the surviving limited liability company.
- E. On or around October 1, 2012, TOWERCO ASSETS LLC changed its name to SBA 2012 TC ASSETS, LLC, a Delaware limited liability company.
- F. The Original Ground Lease, as heretofore, currently, or hereafter amended and assigned, shall hereafter be referred to as the "Lease".
- G. The DISTRICT and LESSEE desire to amend the Original Ground Lease to extend the term period.

NOW THEREFORE, for good and valuable consideration the receipt and adequacy of which is hereby acknowledged, the parties agree as follows:

SECTION 1. TERM PERIOD. Section 4(a) of the Lease is hereby amended as follows:

4. Term.

(a) The term of this lease shall be extended for a period of ten (10) years commencing upon the date this Lease is fully executed by both Lessee and District and terminating on January 1, 2024.

SECTION 2. CAPITALIZED TERMS: AMENDMENT NO. 1 TO PREVAIL. Unless defined herein or the context requires otherwise, all capitalized terms herein shall have the meaning defined in the Lease, as heretofore amended. The provisions of this Amendment No. 1 shall prevail over any inconsistency or conflicting provisions of the Lease, as heretofore amended, and shall supplement the remaining provisions thereof. The Lease remains in full force and effect except to the extent amended by this Amendment No. 1. This Amendment No. 1 shall not be binding or deemed consummated until approved and executed by the District's Board of Supervisors.

IN WITNESS HEREOF, the DISTRICT and LESSEE hereto have executed this Amendment No. 1 on the date provided above.

DATED JAN 14 2014
(to be filled in by the Clerk of the Board)

LESSOR:
RIVERSIDE COUNTY FLOOD
CONTROL AND WATER
CONSERVATION DISTRICT

RECOMMENDED FOR APPROVAL:

By: *Warren D. Williams*
For WARREN D. WILLIAMS

By: *Marion Ashley*
MARION ASHLEY, Chairman
Riverside County Flood Control
And Water Conservation District
Board of Supervisors

APPROVED AS TO FORM:

PAMELA J. WALLS
COUNTY COUNSEL

By: *Synthia M. Gunzel*
Synthia M. Gunzel
Deputy County Counsel

ATTEST:

KECIA HARPER-IHEM
CLERK OF THE BOARD

By: *Kecia Harper-Ihem*
Deputy

(SEAL)

WITNESSES:

LESSEE:

SBA 2012 TC ASSETS, LLC,
A DELAWARE LIMITED LIABILITY
COMPANY

Erika Lebrini
Print Name: ERIKA LEBRINI

By: [Signature]
Larry Harris,
Vice President, Mergers and Acquisitions

[Signature]
Print Name: Ashley Hart

STATE OF FLORIDA

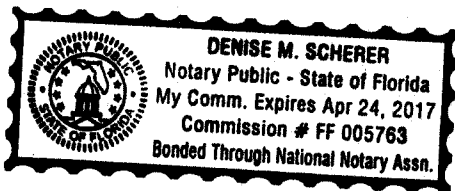
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of NOVEMBER, 2013, by Larry Harris, Vice President, Mergers and Acquisitions of SBA 2012 TC Assets, LLC, a Delaware limited liability company, on behalf of the company, and who is personally known to me.

WITNESS my hand this 22 day of NOVEMBER, 2013.

[SEAL]

Print Name: Denise M. Scherer
NOTARY PUBLIC: _____
Commission Number: _____
My Commission Expires: _____



STATE OF CALIFORNIA

COUNTY OF RIVERSIDE

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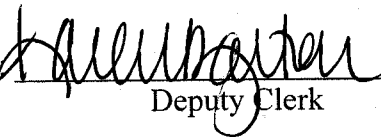
On January 14, 2014, before me, Karen Barton, Board Assistant, personally appeared Marion Ashley, Chairman of the Board of Directors of the Flood Control and Water Conservation District, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument; and that a copy of this paper, document or instrument has been delivered to the chairperson.

I certify under the penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

Kecia Harper-Ihem
Clerk of the Board of Directors

By


Deputy Clerk

(SEAL)

Document Prepared by
Karen Mello and
Upon Recording Return to:
Khreshmore Spence
SBA Communications Corporation
5900 Broken Sound Parkway, NW
Boca Raton, FL 33487
(561) 322-7795
SBA Site ID: CA45910-A

AND A CONFORMED COPY TO :

Riverside County Flood Control
and Water Conservation District
Attention: Greg Walker
1995 Market Street
Riverside, California 92501

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (herein "Memorandum") is made this _____ day of _____, 2013, by and between RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT with an address at 1995 Market Street, Riverside, CA 9501 ("Lessor"), and SBA 2012 TC ASSETS LLC, a Delaware limited liability company, having a principal office located at 5900 Broken Sound Parkway, NW, Boca Raton, FL 33487 ("Lessee").

WHEREAS, Lessor and Sprint PCS Assets, LLC predecessor in interest to TowerCo Assets LLC entered into that certain Ground Lease Agreement, dated July 29, 2003 (herein the "Original Ground Lease") together with Lease Amendment Number One (herein the "Lease Amendment") of even date hereof, (collectively as the "Lease") whereby, Lessor leased to Lessee the land described in Exhibit "A" attached hereto and made a part hereof; and

WHEREAS, Lessor and Lessee desire to enter into this Memorandum to provide constructive notice of said Lease Amendment and all of its terms, covenants and conditions to the same extent as if the same were fully set forth herein.

1. The Lease provides in part that Lessor leases to Lessee a certain site ("Leased Premises") located at 4230 Jackson Street, Riverside, CA 92503 ("Real Property"), within the property of or under the control of Lessor which is legally described in Exhibit "A" attached hereto and made a part hereof.
2. The term of said Lease is extended for a ten (10) year period commencing on November 29, 2013, upon the expiration of the term expiring on November 28, 2013 and ending on midnight on November 28, 2023.
3. The purpose of this instrument is to give notice of said Lease Amendment and all its terms, covenants and conditions to the same extent as if the same were fully set forth herein. The Lease contains certain other rights and obligations in favor of Lessor and Lessee which are more fully set forth therein.
4. The conditions, covenants and agreements contained in this instrument shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, executors, administrators, successors, affiliates and assigns

for the term of the Lease and any extensions thereof. All covenants and agreements of the Lease shall run with the land described in Exhibit "A".

EXECUTION PAGE FOLLOWS

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed by their respective duly authorized agents as of the day and year first above written, for the purpose of providing an instrument for recording in the official records of the County of Riverside.

LESSOR:

RIVERSIDE COUNTY FLOOD CONTROL AND WATER
CONSERVATION DISTRICT

By: Marion Ashley
MARION ASHLEY, Chairman
Riverside County Flood Control and
Water Conservation District
Board of Supervisors

ATTEST:
CLERK OF THE BOARD
Kecia Harper-Ihem

By: Kellie Boyton
Deputy

(Seal)

FORM APPROVED COUNTY COUNSEL
BY: Synthia M. Gunzel 12-4-13
SYNTHIA M. GUNZEL DATE

STATE OF CALIFORNIA

COUNTY OF RIVERSIDE

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On January 14, 2014, before me, Karen Barton, Board Assistant, personally appeared Marion Ashley, Chairman of the Board of Directors of the Flood Control and Water Conservation District, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument; and that a copy of this paper, document or instrument has been delivered to the chairperson.

I certify under the penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

Kecia Harper-Ihem
Clerk of the Board of Directors

By:


Deputy Clerk

(SEAL)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

File No: CA

STATE OF CALIFORNIA)
COUNTY OF)

APN No:

On _____, 2013 before me, _____, Notary Public, personally appeared

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____

This area for official notarial seal.

**OPTIONAL SECTION
CAPACITY CLAIMED BY SIGNER**

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the documents.

- INDIVIDUAL
- CORPORATE OFFICER(S) TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER

SIGNER IS REPRESENTING:

Name of Person or Entity

Name of Person or Entity

OPTIONAL SECTION

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED BELOW

TITLE OR TYPE OF DOCUMENT: _____

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____

Reproduced by 11/2007

LESSEE:

SBA 2012 TC ASSETS, LLC,
a Delaware limited liability company

Witnesses:

Erika Lebrini
Print Name: ERIKALEBRINI

Ashley Hart
Print Name: Ashley Hart

By: *Larry Harris*
Larry Harris
Vice President, Mergers and Acquisitions

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of NOVEMBER, 2013, by Larry Harris, Vice President, Mergers and Acquisitions of SBA 2012 TC Assets, LLC, a Delaware limited liability company, on behalf of the company, and who is personally known to me.

WITNESS my hand this 22 day of NOVEMBER, 2013.

[SEAL]

Print Name: *Denise Mscherer*
NOTARY PUBLIC - _____
Commission Number: _____
My Commission Expires: _____

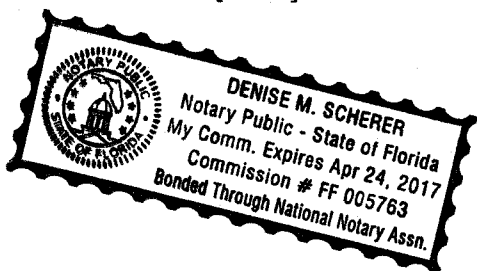


EXHIBIT "A"

LEGAL DESCRIPTION

A PORTION OF THE FOLLOWING:

Legal Description

Lot 16 in block 9 of lands of Riverside land and irrigation Company, in the City of Riverside, County of Riverside, State of California, as per map recorded in book 1, page 70, of maps, in the Office of the County Recorder of said county.

Excepting from said lot 16 that portion described as follows:

Beginning at the most easterly corner of said lot 16; thence southwesterly along the southeasterly line of said lot 16, 154 feet; thence northwesterly and parallel with northeasterly line of said lot 16, 154 feet; thence northwesterly and parallel with the northeasterly line of said lot 16, 154 feet to a point on the northeasterly line of said lot 16; thence southeasterly along the northeasterly line of said lot 16, 154 feet to the point of beginning.

Also excepting that portion thereof conveyed to the City of Riverside, a municipal corporation, by deed recorded May 14, 1976 as instrument no. 67297, official records.

Assessor's Parcel No.:

191-260-014

MINUTES OF THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA



11-7

On motion of Supervisor Jeffries, seconded by Supervisor Ashley and duly carried, IT WAS ORDERED that the recommendation from Flood Control and Water Conservation District regarding Anza Basin: Approval of Lease Amendment No. 1 to District Owned Real Property; and Finding of Notice of Exemption, 1st/1st District is continued to Tuesday, January 14, 2014 at 10:30 a.m.

Roll Call:

Ayes: Jeffries, Benoit and Ashley
Nays: None
Absent: Tavaglione and Stone

I hereby certify that the foregoing is a full true, and correct copy of an order made and entered on December 17, 2013 of Supervisors Minutes.

WITNESS my hand and the seal of the Board of Supervisors
Dated: December 17, 2013
Kecia Harper-Ihem, Clerk of the Board of Supervisors, in
and for the County of Riverside, State of California.

(seal)

By:  Deputy

AGENDA NO.
11-7

xc: Flood, CØB