

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



ITEM
3.46
(ID # 7361)

MEETING DATE:
Tuesday, July 17, 2018

FROM : TLMA-TRANSPORTATION:

SUBJECT: TRANSPORTATION AND LAND MANAGEMENT AGENCY/ TRANSPORTATION:
Approve and Execute Amendment No. 1 to the Transportation Uniform Mitigation Fee (TUMF) Improvement and Credit Agreement between Forestar Toscana Development Company and the County Of Riverside associated with the Terramor Development. 1st District, [\$0]

RECOMMENDED MOTION: That the Board of Supervisors:

1. Approve and Execute Amendment No. 1 to the Transportation Uniform Mitigation Fee (TUMF) Improvement and Credit Agreement between Forestar Toscana Development Company (Developer) and the County of Riverside (County) associated with the Terramor Development.

ACTION: Policy

Patricia Romo, Director of Transportation 6/19/2018

MINUTES OF THE BOARD OF SUPERVISORS

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

Ayes: Jeffries, Tavaglione, Washington, Perez and Ashley
Nays: None
Absent: None
Date: July 17, 2018
xc: Transp.

Kecia Harper-Ihem
Clerk of the Board
By Deputy

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

| FINANCIAL DATA | Current Fiscal Year: | Next Fiscal Year: | Total Cost: | Ongoing Cost |
|-----------------------------|-----------------------------|--------------------------|-------------------------------|---------------------|
| COST | \$ 0 | \$ 0 | \$ 0 | \$ 0 |
| NET COUNTY COST | \$ 0 | \$ 0 | \$ 0 | \$ 0 |
| SOURCE OF FUNDS: N/A | | | Budget Adjustment: No | |
| | | | For Fiscal Year: 18/19 | |

C.E.O. RECOMMENDATION: Approve

BACKGROUND:

Summary

Forestar Toscana Development Company (Developer) is developing a master planned community commonly known as Terramor, located in the Temescal Valley adjacent to Temescal Canyon Road just north of Indian Truck Trail. Terramor was conditioned to construct improvements on Temescal Canyon Road, which included widening of the existing two-lane roadway to a four-lane facility along the frontage of this development. This segment of Temescal Canyon Road is identified in the TUMF Regional System of Highways and Arterials (RSHA), and is among those facilities whose improvements are to be financed partly by the collection of TUMF.

On June 21, 2016 (Agenda Item 3-72), the County Board of Supervisors approved a TUMF Improvement and Credit Agreement (TUMF Agreement) between Forestar Toscana Development Company and the County, which allowed the Developer to receive TUMF credits for the improvements to Temescal Canyon Road. The TUMF Agreement included Tract Nos. 36593-2, 36593-3, 36593-4, 36593-5, and 36593-6.

This TUMF Agreement Amendment No.1 (Amendment No. 1) reflects a change in the unit classification for the Project from all Single Family Residential units to a mixture of Active Senior Living units and Single Family Residential units. This change in unit classification would result in a lower TUMF Obligation and a reduction in Developer's TUMF Credit amount based on the current residential unit count for the Project.

The Developer and County also desire to amend the Project description to include additional qualifying tracts within the same development in order to increase the residential unit count and thereby maintain the original maximum estimated TUMF credits totaling approximately \$3,428,462. The proposed additional Tract numbers are 36826, 36826-1, 36826-2, 36826-4, 36826-5, and 36826-6 (Additional Tracts).

Impact on Residents and Businesses

The roadway improvements along Temescal Canyon Road in conjunction with the Terramor Development will help to improve traffic flow and is a critical regional facility identified in the County General Plan.

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

ATTACHMENTS:

Vicinity Map

TUMF Agreement Amendment No. 1


Scott Bruckner 7/9/2018


Gregory V. Priaplos, Director County Counsel 7/3/2018


Leila Moshref-Danesh 7/3/2018

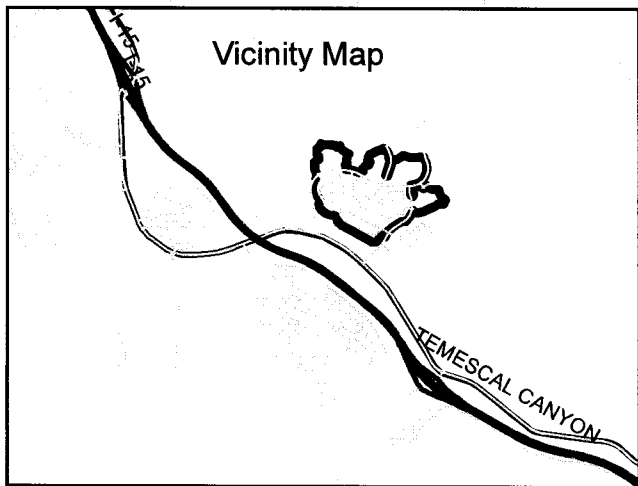
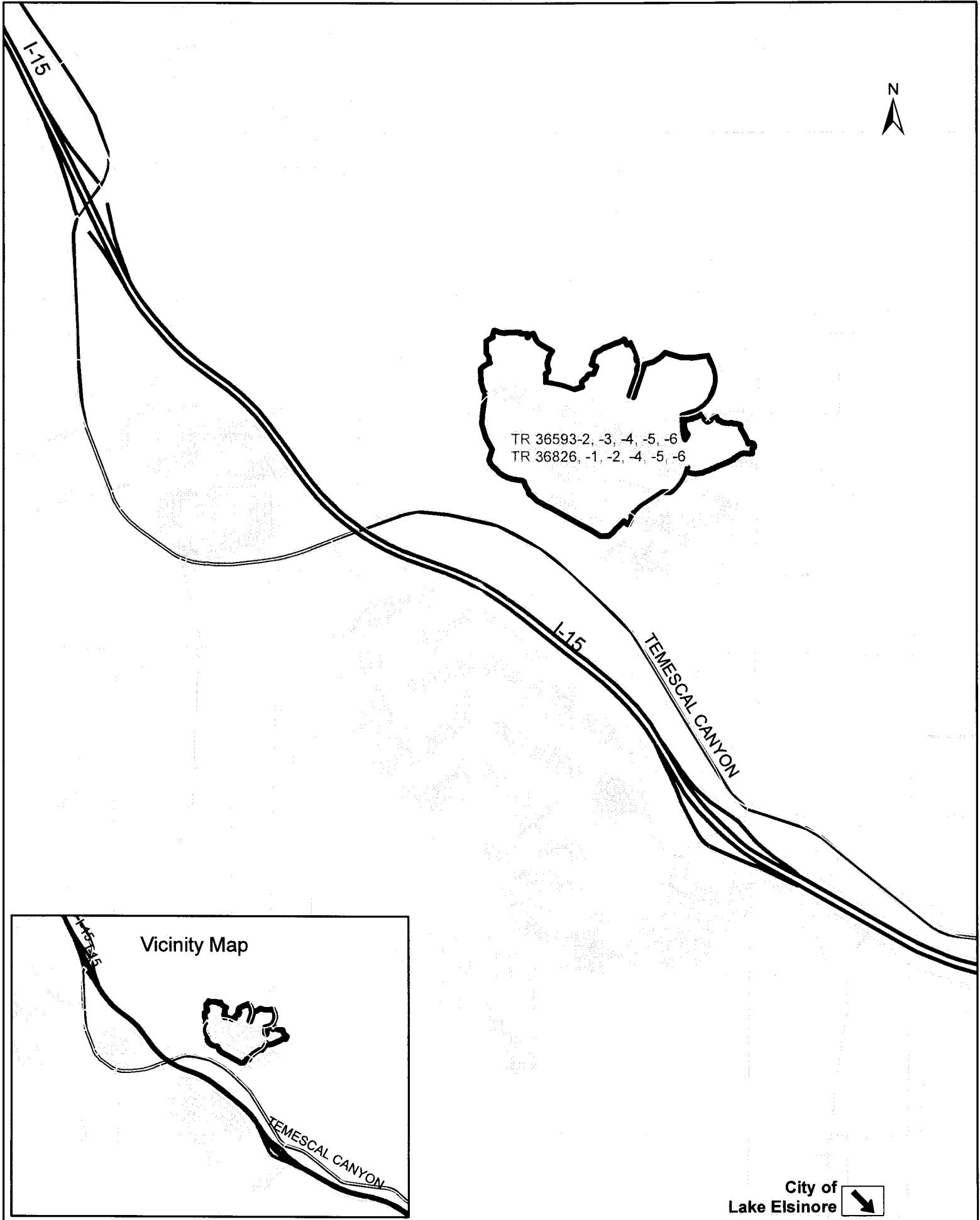
0 1,000 2,000 4,000 Feet
1 inch = 2,000 feet
Orthophotos Flown 2016
Printed by almedina on 6/14/2018

Vicinity Map

Tract Nos. 36593-2, -3, -4, -5, -6
Tract Nos. 36826, -1, -2, -4, -5, -6



The County of Riverside assumes no warranty or legal responsibility for the information contained on this map. Data and information represented on this map is subject to updates, modifications and may not be complete or appropriate for all purposes. County GIS and other sources should be queried for the most current information. Do not copy or resell this map.



City of Lake Elsinore

**AMENDMENT NO. 1 TO IMPROVEMENT AND CREDIT AGREEMENT
TRANSPORTATION UNIFORM MITIGATION FEE PROGRAM**

FORESTAR TOSCANA DEVELOPMENT COMPANY

This Amendment No. 1 to the June 21, 2016, *Transportation Uniform Mitigation Fee Program Improvement And Credit Agreement* (“Amendment No. 1”) is entered into on this 17th day of July 2018, by and between FORESTAR TOSCANA DEVELOPMENT COMPANY, a Delaware corporation, with its principal place of business at 4590 MacArthur Boulevard, Suite 600, Newport Beach, California 92660 (“DEVELOPER”) and the COUNTY OF RIVERSIDE, a subdivision of the State of California (“AGENCY”). DEVELOPER and the AGENCY are sometimes referred to individually as “Party” and collectively as the “Parties.”

RECITALS

A. The Parties entered into the *Transportation Uniform Mitigation Fee Program Improvement And Credit Agreement* on June 21, 2016 (“Agreement”). The Agreement provides the terms and conditions by which Developer agreed to construct certain street and transportation system improvement(s) of regional importance. Those improvements are generally described in the Agreement as widening of Temescal Canyon Road from a two lane roadway to a four lane divided roadway adjacent to the Project (“TUMF Improvements”).

B. The Parties desire to amend the Agreement to reflect a change in the unit classification for the Project from all Single Family Residential units to a mixture of Active Senior Living units and Single Family Residential units. This change in unit classification would result in a lower TUMF Obligation and a reduction in the Developer’s TUMF Credit amount based on the current residential unit count for the Project.

C. The Parties desire to amend the Project description to include additional qualifying tracts within the same development in order to increase the residential unit count and thereby maximizing the Developer's eligible TUMF Credit amount as determined in accordance with the Agreement. The Project description shall be modified to include the following additional Tract Nos.: 36826 (74 units), 36826-1 (93 units), 36826-2 (72 units), 36826-4 (87 units), 36826-5 (49 units), and 36826-6 (40 units) ("Additional Tracts").

AGREEMENT

NOW, THEREFORE, in consideration of the mutual covenants and subject to the conditions contained herein, and pursuant to Section 15.8 of the Agreement, the Parties hereby agree as follows:

1. Developer's TUMF Obligation as set forth in Section 14.1 of the Agreement and as of the date of this Amendment No. 1 is hereby modified from "\$3,797,644" to "\$4,294,399", which includes the change in unit classification for certain tracts and the inclusion of the Additional Tracts.

2. Developer acknowledges that, pursuant to Section 14.3 of the Agreement, the maximum Credit to be applied by the Agency will not exceed the lower of the limits stated therein, including the Unit Cost Assumptions, which has been determined to be \$3,428,462 for the TUMF Improvements.

3. Exhibit "G" of the Agreement is hereby replaced in its entirety with Exhibit "G" of this Amendment No. 1, which is attached hereto and incorporated by reference.

4. The above-stated Recitals are hereby fully incorporated into this Amendment No.1.


5. Except to the extent specifically modified or amended hereunder, all of the terms, covenants and conditions of the Agreement shall remain in full force and effect between the Parties hereto.

[SIGNATURES OF PARTIES ON NEXT PAGE]

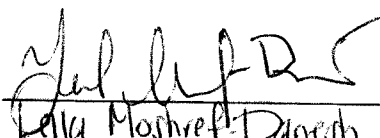
IN WITNESS WHEREOF, the Parties have caused this Amendment No. 1 to be executed by their duly authorized representatives to be effective on the day and year first written above.

COUNTY OF RIVERSIDE

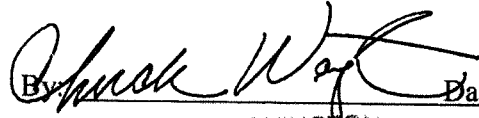
RECOMMENDED FOR APPROVAL:

By: 
Patricia Romo
Director of Transportation

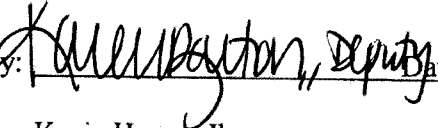
APPROVED AS TO FORM:

By: 
Lela Moshref-Daneesh
Deputy County Counsel

APPROVAL BY THE COUNTY BOARD OF SUPERVISORS:


By:  Date: JUL 17 2018
CHUCK WASHINGTON
Chairman, County Board of Supervisors

ATTEST:

By:  Date: JUL 17 2018
Kecia Harper-Ihem
Clerk of the Board

DEVELOPER

Forestar Toscana Development Company, a Delaware corporation

By: 
STEPHEN C. CAMERON

Printed Name

PRESIDENT

Title

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Orange

On June 11th, 2018 before me, Sakura Davenport, Notary Public
(insert name and title of the officer)

personally appeared Stephen C. Cameron
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 Sakura Davenport (Seal)

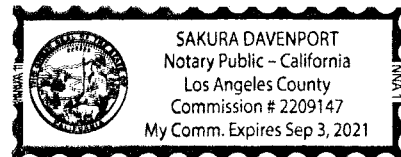


EXHIBIT "G"

ESTIMATED TUMF CREDIT SUMMARY

[ATTACH BEHIND THIS PAGE]

EXHIBIT "G"

Estimated TUMF Credit Summary

Forestar Toscana Development Company
Tract Nos. 36593-2, 36593-3, 36593-4, 36593-5, 36593-6
(IP150006, IP150007, IP150008, IP150009, IP150010)
Tract Nos. 36826, 36826-1, 36826-2, 36826-4, 36826-5, 36826-6
(IP170019, IP170034, IP180035)

List of Eligible Streets/Facilities under the TUMF Network:
Temescal Canyon Road (Northwest TUMF Zone)

TUMF Credit Cost Factors:

| | | |
|--|----|-----------|
| Paid TUMF (see next page for details) | \$ | - |
| Estimated TUMF Obligation (see next page for details) | \$ | 4,294,399 |
| TUMF Unit Cost Assumptions (see next page for details) | \$ | 3,428,462 |
| Improvement Costs (Engineer's Estimate) (see below for details) | \$ | 3,634,055 |

Improvement Costs Breakdown

| | | |
|---|----|------------------|
| Street Improvement Construction Costs (Low Bid) | \$ | 2,114,073 |
| Right of Way Costs | \$ | 516,954 |
| Bridge Construction Costs (Engineer's Estimate) | \$ | - |
| Planning, Engineering, Geotechnical Services | \$ | 1,003,028 |
| Improvement Costs Total | \$ | <u>3,634,055</u> |

Estimated TUMF Credit:

| | | |
|---|----|--------------------|
| Estimated Credit (Lesser of Obligation, Bid Amount, or Unit Cost Assumptions) | \$ | 3,428,462 |
| Estimated number of remaining units | | 843 |
| Prorated Credit per each remaining unit (up to max TUMF fee per unit) | \$ | 3,302 |
| Estimated Credit to be applied to remaining units | | \$2,783,948 |

TUMF Overpayment / Refund:

| | | |
|--|----|------------|
| Estimated TUMF Obligation | \$ | 4,294,399 |
| Estimated Credit amount + Paid TUMF amount | \$ | 3,428,462 |
| Estimated Refund (Credit + Paid TUMF amount that exceeds Obligation amount) | | \$0 |

TUMF Reimbursement:

| | | |
|--|----|------------|
| Estimated TUMF Obligation | \$ | 4,294,399 |
| Estimated Cost (Lesser of Bid Amount or Unit Cost Assumptions) | \$ | 3,428,462 |
| Estimated TUMF Reimbursement (Cost exceeding Obligation amount) | | \$0 |

Note: The amounts shown in this Exhibit are subject to cost validation and reconciliation.

Forestar Toscana Development Company
Tract Nos. 36593-2, 36593-3, 36593-4, 36593-5, 36593-6
(IP150006, IP150007, IP150008, IP150009, IP150010)
Tract Nos. 36826, 36826-1, 36826-2, 36826-4, 36826-5, 36826-6
(IP170019, IP170034, IP180035)

ESTIMATED TUMF OBLIGATION CALCULATION

| Paid TUMF | Fee per Unit | Units | Amount |
|------------------|---------------------|--------------|---------------|
| | | | \$ - |
| | Paid Subtotal | 0 | \$ - |

| Unpaid TUMF - Estimated Remaining Units | Fee per Unit | Units | Amount |
|--|-------------------------|--------------|---------------------|
| Active Senior Living Residential (TR 36593-2) | \$ 3,302.43 | 83 | \$ 274,102 |
| Active Senior Living Residential (TR 36593-3) | \$ 3,302.43 | 19 | \$ 62,746 |
| Active Senior Living Residential (TR 36593-3) | \$ 3,251.02 | 86 | \$ 279,588 |
| Single Family Residential (TR36593-4) | \$ 8,873.00 | 11 | \$ 97,603 |
| Active Senior Living Residential (TR 36593-4) | \$ 3,302.43 | 46 | \$ 151,912 |
| Active Senior Living Residential (TR 36593-4) | \$ 3,251.02 | 48 | \$ 156,049 |
| Single Family Residential (TR 36593-5) | \$ 8,873.00 | 11 | \$ 97,603 |
| Active Senior Living Residential (TR 36593-5) | \$ 3,302.43 | 34 | \$ 112,283 |
| Active Senior Living Residential (TR 36593-5) | \$ 3,251.02 | 12 | \$ 39,012 |
| Active Senior Living Residential (TR 36593-6) | \$ 3,302.43 | 78 | \$ 257,590 |
| Single Family Residential (TR36826-1) | \$ 8,873.00 | 93 | \$ 825,189 |
| Single Family Residential (TR 36826-2) | \$ 8,873.00 | 72 | \$ 638,856 |
| Single Family Residential (TR36826-4) | \$ 8,873.00 | 87 | \$ 771,951 |
| Active Senior Living Residential (TR 36826) | \$ 3,251.02 | 74 | \$ 240,575 |
| Active Senior Living Residential (TR 36826-5) | \$ 3,251.02 | 49 | \$ 159,300 |
| Active Senior Living Residential (TR 36826-6) | \$ 3,251.02 | 40 | \$ 130,041 |
| Estimated Subtotal | | 843 | \$ 4,294,399 |
| | Obligation Total | 843 | \$ 4,294,399 |

TUMF UNIT COST ASSUMPTION CALCULATION (2009 Unit Cost Assumption)

| TUMF Network Road Segment applicable to Proposed Improvements | | Cost Item | Amount |
|--|------------|--|---------------------|
| Temescal Canyon Rd, Park Canyon to Indian Truck Trail | | | |
| Network Distance: | 2.55 miles | Road Const | \$ 3,877,000 |
| Existing Lanes: | 2 | ROW/Utilities | \$ 1,207,000 |
| Increase in Lanes: | 2 | Planning (10%) | \$ 388,000 |
| | | Engring (25%) | \$ 969,000 |
| | | Conting (10%) | \$ 508,000 |
| | | Network Road Segment Cost Est | \$ 6,949,000 |
| | | Network Unit Cost per Lane mile | \$ 1,362,549 |
| | | Network Unit Cost per Lane foot | \$ 258 |

Road Improvement Cost Estimate (based on Network Unit Cost per Lane foot)

| Lane | Construction Limits (Sta. to Sta.) | | Linear Feet | Amount |
|------------------------|---|--|--------------------|---------------------|
| 1 | 24+42.99 | 89+00.00 | 6,457.01 | \$ 1,666,286 |
| 1 | 89+00.00 | 90+80.00 North Taper (1/2 Credit 180' / 2 = 90') | 90.00 | \$ 23,225 |
| 3 | 24+42.99 | 90+80.00 | 6,637.01 | \$ 1,712,737 |
| 3 | 90+80.00 | 92+83.16 North Taper (1/2 Credit 203' / 2 = 101.58') | 101.58 | \$ 26,214 |
| TUMF Road Total | | | 13,285.60 | \$ 3,428,462 |

| | |
|--|---------------------|
| TOTAL TUMF UNIT COST ASSUMPTION FOR ELIGIBLE IMPROVEMENTS | \$ 3,428,462 |
|--|---------------------|