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REDEVELOPMENT PLAN
FOR THE
ROSEVILLE REDEVELOPMENT PROJECT

Prepared by the
REDEVELOPMENT AGENCY OF THE CITY OF ROSEVILLE

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REDEVELOPMENT PLAN
FOR THE
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I. [§100] INTRODUCTION

This is the Redevelopment Plan (the "Plan") for the Roseville Redevelopment Project (the "Project") in the City of Roseville (the "City"), County of Placer, State of California, and consists of the Text, the Legal Description of the Project Area Boundaries (Attachment No. 1), the Project Area Map (Attachment No. 2), the Redevelopment Land Use Map (Attachment No. 3) and the Proposed Public Improvements (Attachment No. 4). This Plan was prepared by the Redevelopment Agency of the City of Roseville (the "Agency") pursuant to the Community Redevelopment Law of the State of California (Health and Safety Code Section 33000 et seq.), the California Constitution and all applicable local laws and ordinances.

The proposed redevelopment of the Project Area as described in this Plan conforms to the General Plan for the City of Roseville, as amended to date.

This Plan is based upon an Amended Preliminary Plan formulated and approved by a motion of the Planning Commission of the City of Roseville (the "Planning Commission") on July 28, 1988.

This Plan provides the Agency with powers, duties and obligations to implement and further the program generally formulated in this Plan for the redevelopment, rehabilitation and revitalization of the area within the boundaries of the Project (the "Project Area"). Because of the long-term nature of this Plan, and the need to retain in the Agency flexibility to respond to market and economic conditions, property owner and developer interests and opportunities from time to time presented for redevelopment, this Plan does not present a precise plan or establish specific projects for the redevelopment, rehabilitation and revitalization of any area within the Project Area, nor does this Plan present specific proposals in an attempt to solve or alleviate the concerns and problems of the community relating to the Project Area. Instead, this Plan presents a process and a basic framework within which specific plans will be presented, specific projects will be established and specific solutions will be proposed, and by which tools are provided to the Agency to fashion, develop and proceed with such specific plans, projects and solutions.

The purposes of the Community Redevelopment Law will be attained through, and the major goals of this Plan are:

- A. The elimination of blighting influences and the correction of environmental deficiencies in the Project Area, including, among others, small and irregular lots, faulty exterior spacing, mixed character of buildings, shifting uses and vacancies, obsolete and aged building types, incompatible and uneconomic land uses, and inadequate or deteriorated public improvements, facilities and utilities.
- B. The assembly of land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Project Area.
- C. The replanning, redesign and development of undeveloped areas which are stagnant or improperly utilized.
- D. The providing of opportunities for participation by owners and tenants in the revitalization of their properties.
- E. The strengthening of retail and other commercial functions in the downtown area.
- F. The strengthening of the economic base of the Project Area and the community by the installation of needed site improvements to stimulate new commercial expansion, employment and economic growth.
- G. The provision of adequate land for parking and open spaces.
- H. The establishment and implementation of performance criteria to assure high site design standards and environmental quality and other design elements which provide unity and integrity to the entire Project.
- I. The expansion and improvement of the community's supply of low- and moderate-income housing.

II. [§200] DESCRIPTION OF PROJECT AREA

The boundaries of the Project Area are described in the "Legal Description of the Project Area Boundaries," attached hereto as Attachment No. 1 and incorporated herein

by reference, and are shown on the "Project Area Map," attached hereto as Attachment No. 2 and incorporated herein by reference.

III. [§300] PROPOSED REDEVELOPMENT ACTIONS

A. [§301] General

The Agency proposes to eliminate and prevent the spread of blight and deterioration in the Project Area by:

1. The acquisition of certain real property;
2. The demolition or removal of certain buildings and improvements;
3. Providing for participation by owners and tenants presently located in the Project Area and the extension of preferences to business occupants and other tenants desiring to remain or relocate within the redeveloped Project Area;
4. The management of any property acquired by and under the ownership and control of the Agency;
5. Providing relocation assistance to displaced Project occupants;
6. The installation, construction or reconstruction of streets, utilities and other public improvements;
7. The disposition of property for uses in accordance with this Plan;
8. The redevelopment of land by private enterprise or public agencies for uses in accordance with this Plan;
9. The rehabilitation of structures and improvements by present owners, their successors and the Agency; and
10. The assembly of adequate sites for the development and construction of residential/commercial facilities.

In the accomplishment of these purposes and activities and in the implementation and furtherance of this Plan, the Agency is authorized to use all the powers

provided in this Plan and all the powers now or hereafter permitted by law.

B. [\$302] Participation Opportunities; Extension of Preferences for Reentry Within Redeveloped Project Area

1. [\$303] Opportunities for Owners and Business Tenants

In accordance with this Plan and the rules for participation by owners and the extension of preferences to business tenants adopted by the Agency pursuant to this Plan and the Community Redevelopment Law, persons who are owners of real property in the Project Area shall be given a reasonable opportunity to participate in redevelopment by: (1) retaining all or a portion of their properties and developing or improving such property for use in accordance with this Plan; (2) acquiring adjacent or other properties within the Project Area and developing or improving such property for use in accordance with this Plan; or (3) selling their properties to the Agency and purchasing other properties in the Project Area.

The Agency shall extend reasonable preferences to persons who are engaged in business in the Project Area to participate in the redevelopment of the Project Area, or to reenter into business within the redeveloped Project Area, if they otherwise meet the requirements prescribed in this Plan.

2. [\$304] Rules for Participation Opportunities, Priorities and Preferences

In order to provide opportunities to owners to participate in the redevelopment of the Project Area and to extend reasonable preferences to businesses to reenter into business within the redeveloped Project Area, the Agency shall promulgate rules for participation by owners and the extension of preferences to business tenants for reentry within the redeveloped Project Area. If conflicts develop between the desires of participants for particular sites or land uses, the Agency is authorized to establish reasonable priorities and preferences among the owners and business tenants. Some of the factors to be considered in establishing these priorities and preferences may include a participant's length of occupancy in the area, accommodation of as many participants as possible, similarity of land use, the necessity to assemble sites for integrated, modern development, conformity of a participant's proposal with

the intent and objectives of this Plan, and service to the community of a participant's proposal.

In addition to opportunities for participation by individual persons and firms, participation shall be available for two or more persons, firms or institutions to join together in partnerships, corporations or other joint entities.

Participation opportunities shall necessarily be subject to and limited by such factors as: (1) the elimination and changing of some land uses; (2) the construction, widening or realignment of some streets; (3) the ability of participants to finance acquisition and development or rehabilitation in accordance with this Plan; (4) the reduction in the total number of individual parcels in the Project Area; and (5) the construction or expansion of public facilities.

3. [\$305] Participation Agreements

The Agency may require that, as a condition to participation in redevelopment, each participant shall enter into a binding agreement with the Agency by which the participant agrees to rehabilitate, develop and use and maintain the property in conformance with this Plan and to be subject to the provisions hereof. In such agreements, participants who retain real property shall be required to join in the recordation of such documents as may be necessary to make the provisions of this Plan applicable to their properties. Whether or not a participant enters into a participation agreement with the Agency, the provisions of this Plan are applicable to all public and private property in the Project Area.

In the event a participant fails or refuses to rehabilitate, develop and use and maintain its real property pursuant to this Plan and a participation agreement, the real property or any interest therein may be acquired by the Agency and sold or leased for rehabilitation or development in accordance with this Plan.

4. [\$306] Conforming Owners

The Agency may, at its sole and absolute discretion, determine that certain real property within the Project Area presently meets the requirements of this Plan, and the owner of such property will be permitted to remain as a conforming owner without a participation agreement with the Agency, provided such owner continues to operate, use and maintain the real property within the requirements of this Plan. However, a conforming owner shall be required

by the Agency to enter into a participation agreement with the Agency in the event that such owner desires to:

(a) construct any additional improvements or substantially alter or modify existing structures on any of the real property described above as conforming; or (b) acquire additional property within the Project Area.

C. [\$307] Cooperation with Public Bodies

Certain public bodies are authorized by state law to aid and cooperate, with or without consideration, in the planning, undertaking, construction or operation of this Project. The Agency shall seek the aid and cooperation of such public bodies and shall attempt to coordinate this Plan with the activities of such public bodies in order to accomplish the purposes of redevelopment and the highest public good.

The Agency, by law, is not authorized to acquire real property owned by public bodies without the consent of such public bodies. The Agency, however, will seek the cooperation of all public bodies which own or intend to acquire property in the Project Area. Any public body which owns or leases property in the Project Area will be afforded all the privileges of owner and tenant participation if such public body is willing to enter into a participation agreement with the Agency. All plans for development of property in the Project Area by a public body shall be subject to Agency approval.

The Agency may impose on all public bodies the planning and design controls contained in this Plan to insure that present uses and any future development by public bodies will conform to the requirements of this Plan. The Agency is authorized to financially (and otherwise) assist any public entity in the cost of public land, buildings, facilities, structures or other improvements (within or without the Project Area) which land, buildings, facilities, structures or other improvements are or would be of benefit to the Project.

D. [\$308] Property Acquisition

1. [\$309] Real Property

Except as specifically exempted herein, the Agency may acquire, but is not required to acquire, any real property located in the Project Area by any means authorized by law.

It is in the public interest and is necessary in order to eliminate the conditions requiring

redevelopment and in order to execute this Plan for the power of eminent domain to be employed by the Agency to acquire real property in the Project Area which cannot be acquired by gift, devise, exchange, purchase or any other lawful method, however, the Agency may not use its power of eminent domain to acquire real property zoned for residential uses. Eminent domain proceedings, if used, must be commenced within twelve (12) years from the date the ordinance adopting this Plan becomes effective.

The Agency shall not acquire real property to be retained by an owner pursuant to a participation agreement if the owner fully performs under the agreement. The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is authorized to acquire either the entire fee or any other interest in real property less than a fee.

The Agency shall not acquire real property on which an existing building is to be continued on its present site and in its present form and use without the consent of the owner unless: (a) such building requires structural alteration, improvement, modernization or rehabilitation; (b) the site, or lot on which the building is situated, requires modification in size, shape or use; or (c) it is necessary to impose upon such property any of the controls, limitations, restrictions and requirements of this Plan, and the owner fails or refuses to execute a participation agreement in accordance with the provisions of this Plan.

The Agency is not authorized to acquire real property owned by public bodies which do not consent to such acquisition. The Agency is authorized, however, to acquire public property transferred to private ownership before redevelopment of the Project Area is completed, unless the Agency and the private owner enter into a participation agreement and the owner completes his responsibilities under the participation agreement.

2. [\$310] Personal Property

Generally, personal property shall not be acquired. However, where necessary in the execution of this Plan, the Agency is authorized to acquire personal property in the Project Area by any lawful means, including eminent domain.

E. [\$311] Property Management

During such time as property, if any, in the Project Area is owned by the Agency, such property shall be under the management and control of the Agency. Such property may be rented or leased by the Agency pending its

disposition for redevelopment, and such rental or lease shall be pursuant to such policies as the Agency may adopt.

F. [\$312] Payments to Taxing Agencies to Alleviate Financial Burden

In any year during which it owns property in the Project Area, the Agency is authorized, but not required, to pay directly to any city, county, city and county, district, including, but not limited to, a school district, or other public corporation for whose benefit a tax would have been levied upon such property had it not been exempt, an amount of money in lieu of taxes.

A proportionate share of any amount of money paid by the Agency to any city and county pursuant to the preceding paragraph shall be disbursed by the city and county to any school district with territory located within the Project Area in the city and county. "Proportionate share," as used in this Section 312, means the ratio of the school district tax rate, which is included in the total tax rate of the city and county, to the total tax rate of the city and county.

The Agency may also pay to any taxing agency with territory located within the Project Area (other than the City) any amounts of money which, in the Agency's determination, are appropriate to alleviate any financial burden or detriment caused to such taxing agency by the Project.

G. [\$313] Relocation of Persons (Including Individuals and Families), Business Concerns and Others Displaced by the Project

1. [\$314] Assistance in Finding Other Locations

The Agency shall assist all persons (including individuals and families), business concerns and others displaced by the Project in finding other locations and facilities. In order to carry out the Project with a minimum of hardship to persons (including individuals and families), business concerns and others, if any, displaced from their respective places of residence or business by the Project, the Agency shall assist such persons (including individuals and families), business concerns and others in finding new locations that are decent, safe, sanitary, within their respective financial means, in reasonably convenient locations and otherwise suitable to their respective needs. The Agency may also provide

housing inside or outside the Project Area for displaced persons.

2. [§315] Relocation Payments

The Agency shall make relocation payments to persons (including individuals and families), business concerns and others displaced by the Project for moving expenses and direct losses of personal property and additional relocation payments as may be required by law. Such relocation payments shall be made pursuant to the California Relocation Assistance Law (Government Code Section 7260 et seq.) and Agency rules and regulations adopted pursuant thereto. The Agency may make such other payments as may be appropriate and for which funds are available.

H. [§316] Demolition, Clearance, and Building and Site Preparation

1. [§317] Demolition and Clearance

The Agency is authorized to demolish and clear buildings, structures and other improvements from any real property in the Project Area as necessary to carry out the purposes of this Plan.

2. [§318] Preparation of Building Sites

The Agency is authorized to prepare, or cause to be prepared, as building sites any real property in the Project Area owned by the Agency. In connection therewith, the Agency may cause, provide for or undertake the installation or construction of streets, utilities, parks, playgrounds and other public improvements necessary to carry out this Plan. The Agency is also authorized to construct foundations, platforms and other structural forms necessary for the provision or utilization of air rights sites for buildings to be used for residential, commercial, public and other uses provided in this Plan.

Prior consent of the City Council is required for the Agency to develop sites for commercial or industrial use by providing streets, sidewalks, utilities or other improvements which an owner or operator of the site would otherwise be obliged to provide.

I. [\$319] Property Disposition and Development

1. [\$320] Real Property Disposition and Development

a. [\$321] General

For the purposes of this Plan, the Agency is authorized to sell, lease, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust or otherwise dispose of any interest in real property. To the extent permitted by law, the Agency is authorized to dispose of real property by negotiated lease, sale or transfer without public bidding. Property containing buildings or structures rehabilitated by the Agency shall be offered for resale within one (1) year after completion of rehabilitation or an annual report concerning such property shall be published by the Agency as required by law.

Real property acquired by the Agency may be conveyed by the Agency without charge to the City and, where beneficial to the Project Area, without charge to any public body. All real property acquired by the Agency in the Project Area shall be sold or leased to public or private persons or entities for development for the uses permitted in this Plan.

All purchasers or lessees of property acquired from the Agency shall be made obligated to use the property for the purposes designated in this Plan, to begin and complete development of the property within a period of time which the Agency fixes as reasonable and to comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

b. [\$322] Disposition and Development Documents

To provide adequate safeguards to ensure that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all real property sold, leased or conveyed by the Agency, as well as all property subject to participation agreements, is subject to the provisions of this Plan.

The Agency shall reserve such powers and controls in the disposition and development documents as may be necessary to prevent transfer, retention or use of property for speculative purposes and to ensure that development is carried out pursuant to this Plan.

Leases, deeds, contracts, agreements and declarations of restrictions of the Agency may contain restrictions, covenants, covenants running with the land, rights of reverter, conditions subsequent, equitable servitudes or any other provisions necessary to carry out this Plan. Where appropriate, as determined by the Agency, such documents, or portions thereof, shall be recorded in the office of the Recorder of the County.

All property in the Project Area is hereby subject to the restriction that there shall be no discrimination or segregation based upon race, color, creed, religion, sex, marital status, national origin or ancestry in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Project Area. All property sold, leased, conveyed or subject to a participation agreement shall be expressly subject by appropriate documents to the restriction that all deeds, leases or contracts for the sale, lease, sublease or other transfer of land in the Project Area shall contain such nondiscrimination and nonsegregation clauses as required by law.

c. [\$323] Development by the Agency

To the extent now or hereafter permitted by law, the Agency is authorized to pay for, develop or construct any publicly-owned building, facility, structure or other improvement either within or without the Project Area, for itself or for any public body or entity, which buildings, facilities, structures or other improvements are or would be of benefit to the Project Area. Specifically, the Agency may pay for, install or construct the buildings, facilities, structures and other improvements identified in Attachment No. 4, attached hereto and incorporated herein by reference, and may acquire or pay for the land required therefor.

In addition to the public improvements authorized under Section 318 and the specific publicly-owned improvements identified in Attachment No. 4 of this Plan, the Agency is authorized to install and construct, or to cause to be installed and constructed, within or without the Project Area, for itself or for any public body or entity for the benefit of the Project Area, public improvements and public utilities, including, but not limited to, the following: (1) over and underpasses; (2) light rail/public transit improvements and facilities; (3) sewers and storm drains; (4) natural gas distribution systems; (5) water distribution systems; (6) parks, plazas and pedestrian paths; (7) playgrounds; (8) parking

facilities; (9) landscaped areas; and (10) street improvements.

The Agency may enter into contracts, leases and agreements with the City or other public body or entity pursuant to this Section 323, and the obligation of the Agency under such contract, lease or agreement shall constitute an indebtedness of the Agency which may be made payable out of the taxes levied in the Project Area and allocated to the Agency under subdivision (b) of Section 33670 of the Community Redevelopment Law and Section 502 of this Plan or out of any other available funds.

d. [\\$324] Development Plans

All development plans (whether public or private) shall be submitted to the Agency for approval and architectural review. All development in the Project Area must conform to City design review standards.

2. [\\$325] Personal Property Disposition

For the purposes of this Plan, the Agency is authorized to lease, sell, exchange, transfer, assign, pledge, encumber or otherwise dispose of personal property which is acquired by the Agency.

J. [\\$326] Rehabilitation, Conservation and Moving of Structures

1. [\\$327] Rehabilitation and Conservation

The Agency is authorized to rehabilitate and conserve, or to cause to be rehabilitated and conserved, any building or structure in the Project Area owned by the Agency. The Agency is also authorized and directed to advise, encourage and assist in the rehabilitation and conservation of property in the Project Area not owned by the Agency. The Agency is also authorized to acquire, restore, rehabilitate, move and conserve buildings of historic or architectural significance.

2. [\\$328] Moving of Structures

As necessary in carrying out this Plan, the Agency is authorized to move, or to cause to be moved, any standard structure or building or any structure or building which can be rehabilitated to a location within or outside the Project Area.

K. [\$329] Low- and Moderate-Income Housing

1. [\$330] Replacement Housing

In accordance with Section 33334.5 of the Community Redevelopment Law, whenever dwelling units housing persons and families of low or moderate income are destroyed or removed from the low- and moderate-income housing market as part of the Project, the Agency shall, within four (4) years of such destruction or removal, rehabilitate, develop or construct, or cause to be rehabilitated, developed or constructed, for rental or sale to persons and families of low or moderate income an equal number of replacement dwelling units at affordable rents within the Project Area or within the territorial jurisdiction of the Agency in accordance with all of the provisions of Sections 33413 and 33413.5 of said Community Redevelopment Law.

2. [\$331] Increased and Improved Housing Supply

Pursuant to Section 33334.2 of the Community Redevelopment Law, not less than twenty percent (20%) of all taxes which are allocated to the Agency pursuant to subdivision (b) of Section 33670 of the Community Redevelopment Law and Section 502 of this Plan shall be used by the Agency for the purposes of increasing and improving the City's supply of housing for persons and families of very low, low or moderate income unless certain findings are made as required by that section to lessen or exempt such requirement. In carrying out this purpose, the Agency may exercise any or all of its powers, including the following:

- a. Acquire land or building sites;
- b. Improve land or building sites with on-site or off-site improvements;
- c. Donate land to private or public persons or entities;
- d. Finance insurance premiums pursuant to the Community Redevelopment Law;
- e. Construct buildings or structures;
- f. Acquire buildings or structures;
- g. Rehabilitate buildings or structures;

- h. Provide subsidies to or for the benefit of persons or families of very low, low or moderate income;
- i. Develop plans, pay principal and interest on bonds, loans, advances or other indebtedness or pay financing or carrying charges; and
- j. Maintain the community's supply of mobile homes.

The Agency may use these funds to meet, in whole or in part, the replacement housing provisions in Section 330 above. These funds may be used inside or outside the Project Area provided, however, that funds may be used outside the Project Area only if findings of benefit to the Project are made as required by said Section 33334.2 of the Community Redevelopment Law.

The funds for this purpose shall be held in a separate Low and Moderate Income Housing Fund until used. Any interest earned by such Low and Moderate Income Housing Fund shall accrue to the Fund.

IV. [§400] USES PERMITTED IN THE PROJECT AREA

A. [§401] Redevelopment Land Use Map

The "Redevelopment Land Use Map," attached hereto as Attachment No. 3 and incorporated herein by reference, illustrates the location of the Project Area boundaries, major streets within the Project Area and the proposed land uses to be permitted in the Project for all land--public, semi-public and private.

B. [§402] Designated Land Uses

1. [§403] Residential Uses

The areas shown on the Redevelopment Land Use Map (Attachment No. 3) for residential uses shall be used for the residential uses set forth and described in the City's Zoning Ordinance.

2. [§404] Commercial Uses

The areas shown on the Redevelopment Land Use Map (Attachment No. 3) for commercial uses shall be used for the general commercial uses set forth and described in the City's Zoning Ordinance.

3. [§405] Industrial Uses

The areas shown on the Redevelopment Land Use Map (Attachment No. 3) for industrial uses shall be used for the industrial uses set forth and described in the City's Zoning Ordinance.

C. [§406] Other Land Uses

1. [§407] Public Rights-of-Way

As illustrated on the Redevelopment Land Use Map (Attachment No. 3), the major public streets within the Project Area include Roseville Road, Vernon Street, Riverside Avenue, Kenroy Lane, B through E Streets, Second through Sixth Streets, Douglas Boulevard, Buler Street, Judah Street, Taylor Street, Atlantic Street, Oak Street, Royer Street, Linda Drive, Lincoln Street, Jefferson Street, Folsom Road, Ivy Street, West Ivy Street, Hickory Street, Circuit Drive, Church Street, Grant Street, Washington Boulevard, Main Street, Grover Street, Pleasant Street, Elifa Street, Tahoe Avenue, Berry Street, Pullen Street.

Additional public streets, alleys and easements may be created in the Project Area as needed for proper development. Existing streets, alleys and easements may be abandoned, closed or modified as necessary for proper development of the Project.

Any changes in the existing interior or exterior street layout shall be in accordance with the General Plan, the objectives of this Plan and the City's design standards, shall be effectuated in the manner prescribed by state and local law and shall be guided by the following criteria:

- a. A balancing of the needs of proposed and potential new developments for adequate pedestrian and vehicular access, vehicular parking and delivery loading docks with the similar needs of any existing developments permitted to remain. Such balancing shall take into consideration the rights of existing owners and tenants under the rules for owner and tenant participation adopted by the Agency for the Project and any participation agreements executed thereunder;

- b. The requirements imposed by such factors as topography, traffic safety and aesthetics; and
- c. The potential need to serve not only the Project Area and new or existing developments but to also serve areas outside the Project by providing convenient and efficient vehicular access and movement.

The public rights-of-way may be used for vehicular and/or pedestrian traffic, as well as for public improvements, public and private utilities and activities typically found in public rights-of-way.

2. [§408] Other Public, Semi-Public, Institutional and Nonprofit Uses

In any area shown on the Redevelopment Land Use Map (Attachment No. 3), the Agency is authorized to permit the maintenance, establishment or enlargement of public, semi-public, institutional or nonprofit uses, including park and recreational facilities, libraries, educational, fraternal, employee, philanthropic, religious and charitable institutions, utilities, railroad rights-of-way and facilities of other similar associations or organizations. All such uses shall, to the extent possible, conform to the provisions of this Plan applicable to the uses in the specific area involved. The Agency may impose such other reasonable requirements and/or restrictions as may be necessary to protect the development and use of the Project Area.

3. [§409] Interim Uses

Pending the ultimate development of land by developers and participants, the Agency is authorized to use or permit the use of any land in the Project Area for interim uses that are not in conformity with the uses permitted in this Plan.

4. [§410] Nonconforming Uses

The Agency may permit an existing use to remain in an existing building in good condition which use does not conform to the provisions of this Plan, provided that such use is generally compatible with existing and proposed developments and uses in the Project Area. The owner of such a property must be willing to enter into a participation agreement and agree to the imposition of such

reasonable restrictions as may be necessary to protect the development and use of the Project Area.

The Agency may authorize additions, alterations, repairs or other improvements in the Project Area for uses which do not conform to the provisions of this Plan where such improvements are within a portion of the Project where, in the determination of the Agency, such improvements would be compatible with surrounding Project uses and development.

D. [§411] General Controls and Limitations

All real property in the Project Area is made subject to the controls and requirements of this Plan. No real property shall be developed, rehabilitated or otherwise changed after the date of the adoption of this Plan, except in conformance with the provisions of this Plan.

1. [§412] Construction

All construction in the Project Area shall comply with all applicable state and local laws and codes in effect from time to time. In addition to applicable codes, ordinances or other requirements governing development in the Project Area, additional specific performance and development standards may be adopted by the Agency to control and direct redevelopment activities in the Project Area.

2. [§413] Rehabilitation and Retention of Properties

Any existing structure within the Project Area approved by the Agency for retention and rehabilitation shall be repaired, altered, reconstructed or rehabilitated in such a manner that it will be safe and sound in all physical respects and be attractive in appearance and not detrimental to the surrounding uses.

3. [§414] Limitation on the Number of Buildings

The number of buildings in the Project Area shall not exceed the number of buildings permitted under the City's General Plan..

4. [§415] Number of Dwelling Units

The number of dwelling units presently in the Project Area is approximately 700 and shall not exceed

the number of dwelling units permitted under the City's General Plan.

5. [§416] Limitation on Type, Size and Height of Buildings

Except as set forth in other sections of this Plan, the type, size and height of buildings shall be as limited by applicable federal, state and local statutes, ordinances and regulations.

6. [§417] Open Spaces, Landscaping, Light, Air and Privacy

The approximate amount of open space to be provided in the Project Area is the total of all areas which will be in the public rights-of-way, the public ground, the space around buildings and all other outdoor areas not permitted to be covered by buildings. Landscaping shall be developed in the Project Area to ensure optimum use of living plant material.

Sufficient space shall be maintained between buildings in all areas to provide adequate light, air and privacy.

7. [§418] Signs

All signs shall conform to City sign ordinances as they now exist or are hereafter amended. Design of all proposed new signs shall be submitted to the Agency and/or City prior to installation for review and approval pursuant to the procedures of this Plan.

8. [§419] Utilities

The Agency shall require that all utilities be placed underground whenever physically and economically feasible.

9. [§420] Incompatible Uses

No use or structure which by reason of appearance, traffic, smoke, glare, noise, odor or similar factors would be incompatible with the surrounding areas or structures shall be permitted in any part of the Project Area.

10. [§421] Nondiscrimination and Nonsegregation

There shall be no discrimination or segregation based upon race, color, creed, religion, sex,

marital status, national origin or ancestry permitted in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Project Area.

11. [§422] Subdivision of Parcels

No parcel in the Project Area, including any parcel retained by a participant, shall be subdivided without the approval of the Agency.

12. [§423] Minor Variations

Under exceptional circumstances, the Agency is authorized to permit a variation from the limits, restrictions and controls established by this Plan. In order to permit such variation, the Agency must determine that:

- a. The application of certain provisions of this Plan would result in practical difficulties or unnecessary hardships inconsistent with the general purpose and intent of this Plan;
- b. There are exceptional circumstances or conditions applicable to the property or to the intended development of the property which do not apply generally to other properties having the same standards, restrictions and controls;
- c. Permitting a variation will not be materially detrimental to the public welfare or injurious to property or improvements in the area; and
- d. Permitting a variation will not be contrary to the objectives of this Plan or of the General Plan of the City.

No variation shall be granted which changes a basic land use or which permits other than a minor departure from the provisions of this Plan. In permitting any such variation, the Agency shall impose such conditions as are necessary to protect the public peace, health, safety or welfare and to assure compliance with the purposes of this Plan. Any variation permitted by the Agency hereunder shall not supersede any other approval required under City codes and ordinances.

E. [§424] Design for Development

Within the limits, restrictions and controls established in this Plan, the Agency is authorized to establish heights of buildings, land coverage, setback requirements, design criteria, traffic circulation, traffic access and other development and design controls necessary for proper development of both private and public areas within the Project Area.

No new improvement shall be constructed, and no existing improvement shall be substantially modified, altered, repaired or rehabilitated except in accordance with this Plan and any such controls and, in the case of property which is the subject of a disposition and development or participation agreement with the Agency and any other property, in the discretion of the Agency, in accordance with architectural, landscape and site plans submitted to and approved in writing by the Agency. One of the objectives of this Plan is to create an attractive and pleasant environment in the Project Area. Therefore, such plans shall give consideration to good design, open space and other amenities to enhance the aesthetic quality of the Project Area. The Agency shall not approve any plans that do not comply with this Plan.

F. [§425] Building Permits

No permit shall be issued for the construction of any new building or for any construction on an existing building in the Project Area from the date of adoption of this Plan until the application for such permit has been made and processed in a manner consistent with all City requirements.

The Agency is authorized to establish permit procedures and approvals in addition to those set forth above where required for the purposes of this Plan. Where such additional procedures and approvals are established, a building permit shall be issued only after the applicant for same has been granted all approvals required by the City and the Agency at the time of application.

V. [§500] METHODS OF FINANCING THE PROJECT

A. [§501] General Description of the Proposed Financing Method

The Agency is authorized to finance this Project with financial assistance from the City, State of California, federal government, tax increment funds, interest income, Agency bonds, donations, loans from

private financial institutions, the lease or sale of Agency-owned property or any other available source, public or private.

The Agency is also authorized to obtain advances, borrow funds and create indebtedness in carrying out this Plan. The principal and interest on such advances, funds and indebtedness may be paid from tax increments or any other funds available to the Agency. Advances and loans for survey and planning and for the operating capital for nominal administration of this Project may be provided by the City until adequate tax increment or other funds are available, or sufficiently assured, to repay the advances and loans and to permit borrowing adequate working capital from sources other than the City. The City, as it is able, may also supply additional assistance through City loans and grants for various public facilities.

The City or any other public agency may expend money to assist the Agency in carrying out this Project. As available, gas tax funds from the state and county may be used for street improvements and public transit facilities.

B. [\$502] Tax Increment Funds

All taxes levied upon taxable property within the Project Area each year, by or for the benefit of the State of California, the County of Placer, the City of Roseville, any district or any other public corporation (hereinafter sometimes called "taxing agencies") after the effective date of the ordinance approving this Plan, shall be divided as follows:

1. That portion of the taxes which would be produced by the rate upon which the tax is levied each year by or for each of said taxing agencies upon the total sum of the assessed value of the taxable property in the Project as shown upon the assessment roll used in connection with the taxation of such property by such taxing agency, last equalized prior to the effective date of such ordinance, shall be allocated to and when collected shall be paid into the funds of the respective taxing agencies as taxes by or for said taxing agencies on all other property are paid (for the purpose of allocating taxes levied by or for any taxing agency or agencies which did not include the territory of the Project on the effective date of such ordinance but to which such

territory is annexed or otherwise included after such effective date, the assessment roll of the County of Placer last equalized on the effective date of said ordinance shall be used in determining the assessed valuation of the taxable property in the Project on said effective date).

2. That portion of said levied taxes each year in excess of such amount shall be allocated to and when collected shall be paid into a special fund of the Agency to pay the principal of and interest on loans, monies advanced to or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, this Project. Unless and until the total assessed valuation of the taxable property in the Project exceeds the total assessed value of the taxable property in the Project as shown by the last equalized assessment roll referred to in subdivision 1 hereof, all of the taxes levied and collected upon the taxable property in the Project shall be paid into the funds of the respective taxing agencies. When said loans, advances and indebtedness, if any, and interest thereon, have been paid, all monies thereafter received from taxes upon the taxable property in the Project shall be paid into the funds of the respective taxing agencies as taxes on all other property are paid.

The portion of taxes mentioned in subdivision 2 above are hereby irrevocably pledged for the payment of the principal of and interest on the advance of monies, or making of loans or the incurring of any indebtedness (whether funded, refunded, assumed or otherwise) by the Agency to finance or refinance the Project, in whole or in part. The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in carrying out the Project.

The portion of taxes divided and allocated to the Agency pursuant to subdivision 2 of this Section 502 shall not exceed a cumulative total of \$450 million. Such limitations shall apply whether or not bonds are issued or reimbursement agreements, loans, advances or other indebtedness is entered into.

The Agency is authorized to issue bonds from time to time, if it deems appropriate to do so, in order to finance all or any part of the Project. Neither the members of the Agency nor any persons executing the bonds are liable personally on the bonds by reason of their issuance.

The bonds and other obligations of the Agency are not a debt of the City or the state, nor are any of its political subdivisions liable for them, nor in any event shall the bonds or obligations be payable out of any funds or properties other than those of the Agency, and such bonds and other obligations shall so state on their face. The bonds do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

The amount of bonded indebtedness to be repaid in whole or in part from the allocation of taxes described in subdivision 2 above which can be outstanding at any one time shall not exceed \$50 million.

The Agency shall not establish or incur loans, advances or indebtedness to finance in whole or in part the Project beyond thirty (30) years from the date of adoption of this Plan. Loans, advances or indebtedness may be repaid over a period of time beyond said time limit.

C. [\$503] Other Loans and Grants

Any other loans, grants, guarantees or financial assistance from the United States, the State of California or any other public or private source will be utilized if available.

VI. [\$600] ACTIONS BY THE CITY

The City shall aid and cooperate with the Agency in carrying out this Plan and shall take all actions necessary to ensure the continued fulfillment of the purposes of this Plan and to prevent the recurrence or spread in the area of conditions causing blight. Actions by the City shall include, but not be limited to, the following:

- A. Institution and completion of proceedings for opening, closing, vacating, widening or changing the grades of streets, alleys and other public rights-of-way and for other necessary modifications of the streets, the street layout and other public rights-of-way in the Project Area. Such action by the City shall include the requirement of abandonment, removal and

relocation by the public utility companies of their operations of public rights-of-way as appropriate to carry out this Plan, provided that nothing in this Plan shall be construed to require the cost of such abandonment, removal and relocation to be borne by others than those legally required to bear such cost.

- B. Institution and completion of proceedings necessary for changes and improvements in private and publicly-owned public utilities within or affecting the Project Area.
- C. Revision of zoning (if necessary) within the Project Area to permit the land uses and development authorized by this Plan.
- D. Imposition wherever necessary (by conditional use permits or other means) of appropriate controls within the limits of this Plan upon parcels in the Project Area to ensure their proper development and use.
- E. Provision for administrative enforcement of this Plan by the City after development. The City and the Agency shall develop and provide for enforcement of a program for continued maintenance by owners of all real property, both public and private, within the Project Area throughout the duration of this Plan.
- F. Preservation of historical sites.
- G. Performance of the above actions and of all other functions and services relating to public peace, health, safety and physical development normally rendered in accordance with a schedule which will permit the redevelopment of the Project Area to be commenced and carried to completion without unnecessary delays.
- H. The undertaking and completing of any other proceedings necessary to carry out the Project.

The foregoing actions to be taken by the City do not involve or constitute any commitment for financial outlays by the City.

VII. [§700] ENFORCEMENT

The administration and enforcement of this Plan, including the preparation and execution of any documents

implementing this Plan, shall be performed by the Agency and/or the City.

The provisions of this Plan or other documents entered into pursuant to this Plan may also be enforced by court litigation instituted by either the Agency or the City. Such remedies may include, but are not limited to, specific performance, damages, reentry, injunctions or any other remedies appropriate to the purposes of this Plan. In addition, any recorded provisions which are expressly for the benefit of owners of property in the Project Area may be enforced by such owners.

VIII. [§800] DURATION OF THIS PLAN

Except for the nondiscrimination and nonsegregation provisions which shall run in perpetuity, the provisions of this Plan shall be effective, and the provisions of other documents formulated pursuant to this Plan may be made effective, for forty (40) years from the date of adoption of this Plan by the City Council.

IX. [§900] PROCEDURE FOR AMENDMENT

This Plan may be amended by means of the procedure established in Sections 33450-33458 of the Community Redevelopment Law or by any other procedure hereafter established by law.

EXHIBIT A

BOUNDARY DESCRIPTION FOR THE ROSEVILLE REDEVELOPMENT DISTRICT

ALL THAT PORTION OF THE CITY OF ROSEVILLE, COUNTY OF PLACER, STATE OF CALIFORNIA DESCRIBED AS FOLLOWS: BEGINNING AT THE POINT OF INTERSECTION WITH THE PLACER-SACRAMENTO COUNTY LINE AND THE EAST LINE OF THE "SOUTH ROSEVILLE" SUBDIVISION, SAID "SOUTH ROSEVILLE" SUBDIVISION FILED IN BOOK D OF MAPS, AT PAGE 26; THENCE WESTERLY ALONG SAID COUNTY LINE, SAID LINE ALSO BEING THE CITY LIMIT LINE OF THE CITY OF ROSEVILLE, TO ITS INTERSECTION WITH THE NORTHWESTERLY LINE OF THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY, SAID NORTHWESTERLY LINE ALSO BEING THE SOUTHEASTERLY LINE OF THE LANDS OF CUMMINGS AS SHOWN ON A RECORD OF SURVEY FILED IN BOOK 4 OF SURVEYS, AT PAGE 94; THENCE NORTH $34^{\circ} 03' 45''$ EAST ALONG SAID NORTHWESTERLY LINE TO THE SOUTHERLY LINE OF P.F.E. ROAD; THENCE EASTERLY ALONG SAID SOUTHERLY LINE OF P.F.E. ROAD TO ITS TERMINUS, SAID TERMINUS BEING THE BEGINNING OF THE SOUTHEASTERLY LINE OF ATKINSON STREET; THENCE NORTHEASTERLY AND NORTHERLY ALONG THE SOUTHEASTERLY AND EASTERLY LINE OF ATKINSON STREET TO THE SOUTHWEST CORNER OF LOT 1 OF BLOCK 1 AS SHOWN ON THE MAP OF "ROSEVILLE HEIGHTS" FILED IN BOOK B OF MAPS, AT PAGE 43; THENCE THE FOLLOWING FIFTEEN COURSES AS SHOWN ON SAID MAP OF "ROSEVILLE HEIGHTS"; 1) NORTH $0^{\circ} 27'$ EAST 270 FEET TO THE NORTHWEST CORNER OF LOT 7 OF BLOCK 1; 2) SOUTH $89^{\circ} 44'$ EAST 125 FEET TO THE NORTHEAST CORNER OF SAID LOT 7; 3) SOUTH $0^{\circ} 27'$ WEST 150 FEET TO THE NORTHWEST CORNER OF LOT 13 OF BLOCK 1; 4) SOUTH $89^{\circ} 44'$ EAST 185 FEET ALONG THE NORTH LINE OF SAID LOT 13 AND ITS PROJECTION TO THE EAST LINE OF CIRCUIT DRIVE; 5) NORTH $0^{\circ} 27'$ EAST ALONG SAID EAST LINE AND ITS PROJECTION TO THE NORTH LINE OF WEST IVY STREET (9TH AVENUE WEST); 6) SOUTH $89^{\circ} 44'$ EAST 288 FEET ALONG SAID NORTH LINE TO THE SOUTHWESTERLY LINE OF IVY STREET (9TH AVENUE); 7) NORTH $43^{\circ} 56'$ WEST ALONG THE SOUTHWESTERLY LINE OF IVY STREET TO ITS INTERSECTION WITH THE PROJECTION OF THE SOUTHEASTERLY LINE OF LOT 2 OF BLOCK 24; 8) NORTH $45^{\circ} 46'$ EAST 60 FEET ALONG SAID PROJECTION TO THE MOST SOUTHERLY CORNER OF SAID LOT 2; 9) NORTH $45^{\circ} 46'$ EAST 250 FEET ALONG THE SOUTHEASTERLY LINE OF LOT 2 AND LOT 24 OF SAID BLOCK 24 TO THE NORTHEASTERLY CORNER OF LOT 24; 10) NORTHEASTERLY 60 FEET TO THE MOST SOUTHERLY CORNER OF LOT 2 OF BLOCK 25, SAID CORNER BEING ON THE NORTHEASTERLY LINE OF HICKORY STREET (8TH AVENUE); 11) SOUTH $43^{\circ} 56'$ EAST 400 FEET ALONG SAID NORTHEASTERLY LINE TO THE MOST SOUTHERLY CORNER OF LOT 10 OF BLOCK 25; 12) NORTH $45^{\circ} 46'$ EAST 2110 FEET ALONG THE SOUTHEASTERLY LINES OF LOTS 10 AND 16 OF BLOCKS 26 THROUGH 31 TO THE MOST EASTERLY CORNER OF LOT 16 OF BLOCK 31; SAID CORNER BEING ON THE SOUTHWESTERLY LINE OF ASH STREET (1ST AVENUE); 13) NORTHERLY TO THE MOST WESTERLY CORNER OF LOT 5 OF BLOCK 12; 14) NORTH $45^{\circ} 46'$ EAST 250 FEET ALONG THE SOUTHEASTERLY LINE OF LOT 5 AND LOT 19 OF SAID BLOCK TO THE MOST EASTERLY CORNER OF SAID LOT 19; 15) SOUTH $43^{\circ} 56'$ EAST ALONG THE SOUTHWESTERLY LINE OF CIRCUIT DRIVE TO THE POINT OF INTERSECTION WITH THE PROJECTION OF THE CENTERLINE OF THE 20' ALLEY OF BLOCK 36 AS SHOWN ON THE "RESURVEY OF PART OF THE ORIGINAL PLAT OF ROSEVILLE" FILED IN BOOK C OF MAPS, AT PAGE 33; THENCE NORTHEASTERLY ALONG THE CENTERLINE OF SAID 20 FOOT ALLEY OF BLOCK 36 BETWEEN HIGH STREET AND CHURCH STREET AS SHOWN ON BOOK C OF MAPS, AT PAGE 33, TO THE SOUTHWESTERLY LINE OF NORTH GRANT STREET; THENCE NORTHWESTERLY ALONG THE SOUTHWESTERLY LINE OF NORTH GRANT STREET TO THE SOUTHERLY LINE OF MAIN STREET; THENCE NORTHWESTERLY ACROSS SAID MAIN STREET TO THE SOUTHWEST CORNER OF LOT 7185 AS SHOWN ON "LOS CERRITOS SUBDIVISION" FILED IN BOOK A OF MAPS, AT PAGE 41; THENCE EAST 492.28 FEET ALONG THE

NORTHERLY LINE OF MAIN STREET TO THE SOUTHEAST CORNER OF LOT 7194 AS SHOWN ON SAID "LOS CERRITOS SUBDIVISION", SAID SOUTHEAST CORNER ALSO BEING THE SOUTHWEST CORNER OF LOT 1 IN BLOCK 7 OF THE "AMENDED MAP OF McRAE'S ADDITION" FILED IN BOOK A OF MAPS, AT PAGE 38; THENCE EAST 75.00 FEET ALONG THE SOUTH LINE OF SAID LOT 1; THENCE NORTH 93.00 FEET TO THE NORTHERLY LINE OF LOT 2; THENCE WEST 75 FEET TO THE NORTHWEST CORNER OF LOT 2, THE LAST THREE COURSES TO INCLUDE ONLY THE EAST HALF OF SAID LOTS 1 AND 2 AS DESCRIBED IN A DECREE OF DISTRIBUTION RECORDED IN BOOK 2889 OF OFFICIAL RECORDS, AT PAGE 216; THENCE NORTH 627 FEET ALONG THE WESTERLY LINE OF SAID "AMENDED MAP OF McRAE'S ADDITION" TO THE SOUTHEAST CORNER OF LOT 7090 AS SHOWN ON SAID "LOS CERRITOS SUBDIVISION", SAID CORNER LYING ON THE NORTH LINE OF PLEASANT STREET; THENCE EASTERLY TO THE SOUTHWEST CORNER OF LOT 31 AS SHOWN ON THE "PLAT OF HILL & ATKIN'S WAREHOUSE DISTRICT" FILED IN BOOK C OF MAPS, AT PAGE 30; THENCE THE FOLLOWING THREE COURSES AS SHOWN ON SAID "PLAT OF HILL AND ATKIN'S WAREHOUSE DISTRICT"; 1) NORTH 260 FEET TO THE NORTHWEST CORNER OF LOT 30; 2) NORTHERLY TO THE SOUTHWEST CORNER OF LOT 11; 3) NORTH 260 FEET TO THE NORTHERLY LINE OF HOLT STREET; THENCE WESTERLY ALONG THE NORTHERLY LINE OF HOLT STREET TO THE NORTHWEST CORNER OF LOT 7038 OF SAID "LOS CERRITOS SUBDIVISION"; THENCE WESTERLY 203.67 FEET ALONG THE NORTH LINE OF SAID "LOS CERRITOS SUBDIVISION" TO THE NORTHWEST CORNER OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 34, T.11.N, R.6.E, M.D.M. AS SHOWN ON SAID "PLAT OF HILL & ATKIN'S WAREHOUSE DISTRICT"; SAID NORTHWEST CORNER BEING THE SOUTHEAST CORNER OF LOT 288 AS SHOWN ON THE PLAT OF "BONNIE BRAE ACRES" FILED IN BOOK C OF MAPS, AT PAGE 27; THENCE NORTH 462 FEET ALONG THE EAST LINE OF SAID "BONNIE BRAE ACRES" TO THE NORTHEAST CORNER OF LOT 294 OF BLOCK 1 OF SAID "BONNIE BRAE ACRES", SAID NORTHEAST CORNER LYING ON THE SOUTHERLY LINE OF ALL-AMERICAN CITY BOULEVARD; THENCE CONTINUING NORTH ALONG THE PROJECTION OF SAID EASTERLY LINE OF THE "BONNIE BRAE ACRES" SUBDIVISION TO THE NORTHERLY LINE OF SAID ALL-AMERICAN CITY BOULEVARD; THENCE WESTERLY ALONG THE NORTH LINE OF ALL-AMERICAN CITY BOULEVARD TO THE NORTHERLY PROJECTION OF THE WEST LINE OF LOS VEGAS AVENUE; THENCE SOUTHERLY ALONG THE WEST LINE OF LOS VEGAS AVENUE AND SAID PROJECTION TO THE NORTH LINE OF LAWTON AVENUE; THENCE WESTERLY ALONG SAID NORTH LINE OF LAWTON AVENUE TO THE EAST LINE OF VALLEJO AVENUE; THENCE NORTHERLY ALONG THE EAST LINE OF VALLEJO AVENUE TO THE SOUTHERLY LINE OF JUNCTION BOULEVARD; THENCE TO THE SOUTHWEST CORNER OF PARCEL 1 OF THE PARCEL MAP FILED IN BOOK 22 OF PARCEL MAPS, AT PAGE 10; THENCE ALONG THE SOUTHEASTERLY LINE OF JUNCTION BOULEVARD AND ALONG THE SOUTHWESTERLY LINE OF STATE HIGHWAY 65, THE FOLLOWING EIGHT COURSES PER BOOK 22 OF PARCEL MAPS, AT PAGE 10; 1) NORTH $15^{\circ} 40' 49''$ WEST 5.16 FEET TO THE BEGINNING OF CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 25 FEET; 2) NORTHEASTERLY ALONG SAID CURVE ON A CHORD BEARING OF NORTH $28^{\circ} 59' 24''$ EAST A CHORD DISTANCE OF 35.14 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE TO THE NORTHWEST HAVING A RADIUS OF 2042.17 FEET; 3) NORTHEASTERLY ALONG SAID CURVE ON A CHORD BEARING OF NORTH $63^{\circ} 28' 24''$ EAST A CHORD DISTANCE OF 720.01 FEET; 4) CONTINUING NORTHEASTERLY ALONG SAID CURVE ON A CHORD BEARING OF NORTH $49^{\circ} 48' 38''$ EAST A CHORD DISTANCE OF 250.01 FEET; 5) ON A NON-TANGENT LINE NORTH $49^{\circ} 14' 45''$ EAST 123.02 FEET; 6) NORTH $42^{\circ} 52' 09''$ EAST 35.35 FEET; 7) ALONG SAID CURVE ON A CHORD BEARING OF NORTH $87^{\circ} 51' 44''$ EAST A CHORD DISTANCE OF 35.35 FEET; 8) SOUTH $47^{\circ} 08' 40''$ EAST 1030.86 FEET TO THE SOUTHEAST CORNER OF PARCEL 2 AS SHOWN ON SAID PARCEL MAP; THENCE THE FOLLOWING TWO COURSES AS SHOWN ON THE PARCEL MAP FILED IN BOOK 20 PARCEL MAPS, AT PAGE 117; 1) NORTH $89^{\circ} 38' 33''$ EAST 456.28 FEET ACROSS STATE HIGHWAY 65 AND THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY TO THE NORTHWEST CORNER OF PARCEL 1A; 2) SOUTH $38^{\circ} 57' 36''$ EAST 322.05 FEET ALONG THE NORTHEASTERLY LINE OF SAID LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY TO THE ANGLE POINT IN THE WESTERLY LINE

OF THE 20' FOOT WIDE ALLEY AS SHOWN ON SAID PARCEL MAP AND THE "PLAT OF FOREST OAKS" FILED IN BOOK C, AT PAGE 41; THENCE SOUTH $38^{\circ} 20'$ EAST 1356.6 FEET ALONG THE LINE COMMON TO THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY AND SAID 20 FOOT WIDE ALLEY, AS SHOWN ON SAID PLAT, TO THE NORTHERLY LINE OF VALENCIA AVENUE; THENCE CONTINUING SOUTHEASTERLY ALONG THE SOUTHWESTERLY LINE OF ROSEVILLE STREET AS SHOWN ON THE "PLAT OF SIERRA VISTA PARK" FILED IN BOOK C OF MAPS, AT PAGE 36 TO THE POINT OF INTERSECTION WITH THE SOUTHWESTERLY PROJECTION OF THE NORTHWESTERLY LINE OF TAHOE AVENUE; THENCE NORTHEASTERLY ALONG SAID PROJECTION AND ALONG THE NORTHWESTERLY LINE OF TAHOE AVENUE AND ITS NORTHEASTERLY PROJECTION TO THE EAST LINE OF CAMPO STREET, SAID EAST LINE OF CAMPO STREET BEING THE EAST LINE OF SAID "SIERRA VISTA PARK" SUBDIVISION; THENCE SOUTHERLY ALONG SAID EASTERLY LINE TO THE NORTHWESTERLY LINE OF THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY AS SHOWN ON SAID PLAT OF "SIERRA VISTA PARK"; THENCE NORTHEASTERLY ALONG THE NORTHWESTERLY LINE OF SAID LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY TO THE WEST LINE OF BERRY STREET; THENCE NORTHERLY, NORTHEASTERLY, AND EASTERLY ALONG THE EASTERLY, NORTHWESTERLY, AND NORTHERLY LINE OF BERRY STREET TO THE WESTERLY LINE OF THE LANDS OF THURMAN A. AND LUCILLE B. GANTT AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2865 OF OFFICIAL RECORDS OF PLACER COUNTY, AT PAGE 70; THENCE NORTHERLY AND EASTERLY ALONG THE WESTERLY AND NORTHERLY LINE OF SAID LANDS OF GANTT TO THE NORTHWEST CORNER OF THE LANDS OF CHARLES E. AND EUNICE J. VERMILLION AND GINA, INC., SAID LAND OWNERS BEING SHOWN ON THE PARCEL MAP FILED IN BOOK 17 OF PARCEL MAPS, AT PAGE 133; THENCE EASTERLY ALONG SAID LANDS TO THE SOUTHWEST CORNER OF THE LANDS OF PETER SCHWABE AND BONNIE J. SCHWABE, SAID LAND OWNERS BEING SHOWN ON THE PARCEL MAP FILED IN BOOK 12 OF PARCEL MAPS, AT PAGE 49; THENCE NORTHERLY ALONG THE WESTERLY LINE OF THE LANDS OF SCHWABE TO THE SOUTHWEST CORNER OF LANDS OF BERRY STREET MALL, INC. AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2293 OF OFFICIAL RECORDS, AT PAGE 253; THENCE NORTH $0^{\circ} 46' 50''$ WEST 1203.65 FEET ALONG THE WEST LINE OF SAID LANDS OF BERRY STREET MALL, INC. TO THE NORTHWEST CORNER THEREOF; THENCE SOUTH $89^{\circ} 53' 40''$ EAST 933.05 FEET ALONG SAID LANDS OF BERRY STREET MALL TO THE NORTHEAST CORNER OF SECTION 35, T.11.N., R.6.E., M.D.M.; THENCE NORTH $0^{\circ} 14' 40''$ WEST 2657.50 FEET ALONG THE WESTERLY LINE OF SECTION 25, T.11.N., R.6.E., M.D.M. TO THE WEST ONE-QUARTER CORNER OF SAID SECTION 25 AS SHOWN ON THE RECORD OF SURVEY FILED IN BOOK 1 OF SURVEYS, AT PAGE 100, SAID CORNER ALSO BEING SHOWN ON THE RECORD OF SURVEY NO. 858 FILED IN BOOK 8 OF SURVEYS, AT PAGE 114; THENCE THE FOLLOWING NINE COURSES AS SHOWN ON SAID RECORD OF SURVEY NO. 858; 1) NORTH $0^{\circ} 16' 37''$ WEST 1054.18 FEET; 2) SOUTH $69^{\circ} 57' 43''$ EAST 193.53 FEET; 3) SOUTH $57^{\circ} 56' 07''$ EAST 1173.51 FEET TO THE BEGINNING OF A CURVE CONCAVE TO THE NORTHEAST HAVING A RADIUS OF 5136 FEET; 4) SOUTHWESTERLY ALONG SAID CURVE ON A CHORD BEARING OF SOUTH $59^{\circ} 27' 25''$ EAST A CHORD DISTANCE OF 272.79 FEET; 5) SOUTH $60^{\circ} 58' 43''$ EAST 591.95 FEET; 6) SOUTH $74^{\circ} 07' 41''$ EAST 596.06 FEET; 7) SOUTH $74^{\circ} 10' 25''$ EAST 499.52 FEET TO THE BEGINNING OF A CURVE CONCAVE TO THE SOUTH HAVING A RADIUS OF 4863.00 FEET; 8) SOUTHEASTERLY ALONG SAID CURVE ON A CHORD BEARING SOUTH $69^{\circ} 48' 35''$ EAST A CHORD DISTANCE OF 740.25 FEET; 9) CONTINUING SOUTHEASTERLY ALONG SAID CURVE ON A CHORD BEARING OF SOUTH $64^{\circ} 02' 15''$ WEST A CHORD DISTANCE OF 239.04 FEET TO THE NORTHWESTERLY LINE OF TAYLOR ROAD; THENCE SOUTHWESTERLY ALONG THE NORTHWESTERLY LINE OF TAYLOR ROAD AND THE NORTHWESTERLY RIGHT OF WAY OF INTERSTATE 80 TO THE NORTHERLY LINE OF ATLANTIC STREET; THENCE SOUTHEASTERLY TO A POINT WHICH IS NORTH $26^{\circ} 30' 32''$ EAST 50.00 FEET FROM THE MOST NORTHERLY CORNER OF PARCEL 2 AS SHOWN ON THE PARCEL MAP FILED IN BOOK 22 OF PARCEL MAPS, AT PAGE 158; THENCE SOUTHEASTERLY ALONG A LINE WHICH IS 50.00 FEET NORTHEASTERLY AND PARALLEL WITH THE NORTHEASTERLY LINE OF SAID PARCEL 2 TO THE POINT OF INTERSECTION WITH THE PROJECTION OF THE SOUTHEASTERLY LINE OF NORTH SUNRISE AVENUE; THENCE

SOUTHWESTERLY ALONG SAID PROJECTION TO A POINT ON THE NORTHWESTERLY LINE OF PARCEL B OF THE PARCEL MAP FILED IN BOOK 24 OF PARCEL MAPS, AT PAGE 57; THENCE ALONG THE EASTERLY LINE OF NORTH SUNRISE AVENUE THE FOLLOWING FOUR COURSES: 1) SOUTH $32^{\circ}19'42''$ EAST 136.15 FEET; 2) SOUTH $36^{\circ}07'33''$ WEST 124.94 FEET; 3) SOUTH $44^{\circ}03'26''$ WEST 186.93 FEET; 4) ALONG THE ARC OF A 1450 FOOT RADIUS CURVE RIGHT SUBTENDED BY A CHORD WHICH BEARS SOUTH $49^{\circ}08'59''$ WEST 257.42 FEET; THENCE SOUTH $37^{\circ}16'20''$ EAST 1725.92 FEET ALONG THE LINE COMMON TO PARCELS A AND B OF SAID BOOK 24 OF PARCEL MAPS, AT PAGE 57, TO THE WESTERLY LINE OF ROCKY RIDGE ROAD; THENCE SOUTHERLY ALONG THE WESTERLY LINE OF ROCKY RIDGE ROAD AND WESTERLY ALONG THE NORTHERLY LINE OF LEAD HILL BOULEVARD AS SHOWN ON SAID BOOK 24 OF PARCEL MAPS, AT PAGE 57, THE FOLLOWING EIGHT COURSES: 1) ALONG THE ARC OF A 1500 FOOT RADIUS CURVE LEFT SUBTENDED BY A CHORD WHICH BEARS SOUTH $09^{\circ}00'45''$ WEST 273.80 FEET 2) SOUTH $04^{\circ}43'47''$ WEST 120.00 FEET 3) SOUTH $00^{\circ}47'15''$ EAST 118.00 FEET 4) ALONG THE ARC OF A 62 FOOT RADIUS CURVE RIGHT SUBTENDED BY A CHORD WHICH BEARS SOUTH $44^{\circ}12'45''$ WEST 5) SOUTH $89^{\circ}12'45''$ WEST 174.00 FEET 6) SOUTH $80^{\circ}40'54''$ WEST 121.34 FEET 7) SOUTH $89^{\circ}12'45''$ WEST 182.97 FEET 8) ALONG THE ARC OF A 1958 FOOT RADIUS CURVE RIGHT SUBTENDED BY A CHORD WHICH BEARS NORTH $78^{\circ}43'29''$ WEST 818.39 FEET; THENCE ALONG THE NORTHERLY LINE OF ROCKY RIDGE DRIVE (LEAD HILL BOULEVARD) AND THE EASTERLY LINE OF NORTH SUNRISE AVENUE AS SHOWN ON THAT PARCEL MAP FILE IN BOOK 18 OF PARCEL MAPS, AT PAGE 57, THE FOLLOWING THREE COURSES: 1) NORTH $68^{\circ}28'17''$ WEST 1623.48 FEET 2) NORTH $18^{\circ}28'17''$ WEST 35.35 FEET 3) NORTH $26^{\circ}31'43''$ EAST 192.92 FEET THENCE NORTH $00^{\circ}35'03''$ WEST 133.94 FEET TO THE MOST SOUTHERLY CORNER OF PARCEL C OF SAID BOOK 24 OF PARCEL MAPS, AT PAGE 57; THENCE ALONG THE NORTHWESTERLY LINE OF NORTH SUNRISE AVENUE AND THE SOUTHERLY LINE OF EUREKA ROAD AS SHOWN ON SAID BOOK 24 OF PARCEL MAPS, AT PAGE 57, THE FOLLOWING ELEVEN COURSES: 1) ALONG THE ARC OF A 1550 FOOT RADIUS CURVE RIGHT SUBTENDED BY A CHORD WHICH BEARS NORTH $59^{\circ}21'16''$ EAST 2) NORTH $80^{\circ}42'36''$ EAST 126.27 FEET 3) ALONG THE ARC OF A 1400 FOOT RADIUS CURVE LEFT SUBTENDED BY A CHORD WHICH BEARS NORTH $61^{\circ}59'34''$ EAST 866.43 FEET 4) NORTH $34^{\circ}20'57''$ EAST 240.00 FEET 5) ALONG THE ARC OF A 1334.00 FOOT RADIUS CURVE LEFT SUBTENDED BY A CHORD WHICH BEARS NORTH 32° 16.52 FEET 6) NORTH $32^{\circ}19'42''$ EAST 157.33 FEET 7) ALONG THE ARC OF A 62 FOOT RADIUS CURVE LEFT SUBTENDED BY A CHORD WHICH BEARS NORTH $13^{\circ}24'54''$ WEST 88.81 FEET 8) NORTH $61^{\circ}19'29''$ WEST 171.30 FEET 9) NORTH $63^{\circ}29'28''$ WEST 90.52 FEET 10) NORTH $62^{\circ}03'33''$ WEST 160.05 FEET 11) NORTH $63^{\circ}29'28''$ WEST 422.42 FEET THENCE NORTHWESTERLY TO THE POINT OF INTERSECTION OF THE SOUTHERLY LINE OF ATLANTIC STREET AND THE NORTHWESTERLY LINE OF INTERSTATE 80; THENCE SOUTHWESTERLY ALONG SAID NORTHWESTERLY LINE OF INTERSTATE 80 TO THE NORTHEAST CORNER OF PARCEL 2 AS SHOWN ON A PARCEL MAP FILED IN BOOK 16 OF PARCEL MAPS, AT PAGE 14; THENCE THE FOLLOWING TWO COURSES AS SHOWN ON SAID PARCEL MAP; 1) SOUTH $84^{\circ}30'54''$ WEST 869.81 FEET; 2) SOUTH $60^{\circ}44'44''$ WEST 180.53 FEET TO THE WEST LINE OF HARDING BOULEVARD; THENCE NORTHERLY ALONG THE WESTERLY LINE OF HARDING BOULEVARD, TO THE SOUTHWESTERLY LINE OF THE LANDS OF RALPH G. LATHAM AS DESCRIBED IN A QUIT CLAIM DEED FILED IN BOOK 2641 OF OFFICIAL RECORDS, AT PAGE 34; THENCE NORTHWESTERLY ALONG SAID SOUTHWESTERLY LINE TO THE MOST SOUTHERLY CORNER OF THE LANDS OF THE CITY OF ROSEVILLE AS DESCRIBED IN A GRANT DEED FILED IN BOOK 2654 OF OFFICIAL RECORDS AT PAGE 82; THENCE THE FOLLOWING TWO COURSES ALONG THE LANDS OF THE CITY OF ROSEVILLE AS DESCRIBED IN SAID GRANT DEED; 1) NORTH $63^{\circ}46'$ WEST 186.50 FEET; 2) NORTH $24^{\circ}06'$ WEST 325.57 FEET TO NORTHEAST CORNER OF LOT 16 AS SHOWN ON THE PLAT OF "McNEIL SUBDIVISION" FILED IN BOOK E OF MAPS, AT PAGE 22; THENCE THE FOLLOWING THREE COURSES AS SHOWN ON SAID "McNEIL SUBDIVISION"; 1) SOUTH $73^{\circ}47'$ WEST 336.30 FEET; 2) SOUTH $73^{\circ}38'20''$ WEST 350.41 FEET; 3) SOUTH $73^{\circ}52'$ WEST 102.30 FEET TO THE NORTHEASTERLY LINE OF EAST STREET; THENCE SOUTHWESTERLY TO THE SOUTHEASTERLY CORNER OF LOT 1

AS SHOWN ON THE PLAT OF "ENWOOD SUBDIVISION" FILED IN BOOK C OF MAPS, AT PAGE 35; THENCE SOUTHWESTERLY 400 FEET ALONG THE NORTHWESTERLY LINE OF THE 20 FOOT WIDE ALLEY AS SHOWN ON SAID PLAT TO THE SOUTHWESTERLY CORNER OF LOT 8; THENCE NORTHWESTERLY ALONG THE SOUTHWESTERLY LOT LINE OF LOT 8 TO THE SOUTHWESTERLY CORNER OF THE LANDS OF DOUGLAS EUGENE AND JANETTE LYNN CHAPMAN AS DESCRIBED IN A GRANT DEED FILED IN BOOK 2780 OF OFFICIAL RECORDS, AT PAGE 458; THENCE SOUTHWESTERLY 110 FEET ALONG SAID LANDS OF CHAPMAN TO THE NORTHEAST CORNER OF THE LANDS OF HAROLD LEE AND ANNE WAGNER AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 1528 OF OFFICIAL RECORDS, AT PAGE 360; THENCE SOUTHWESTERLY 50 FEET ALONG SAID LANDS OF WAGNER TO THE NORTHWESTERLY CORNER THEREOF, SAID CORNER BEING ON THE SOUTHWESTERLY LINE OF LOT 1 ON BLOCK 3 OF SAID "ENWOOD SUBDIVISION"; THENCE SOUTHEASTERLY 116 FEET ALONG THE SOUTHWESTERLY LINE OF SAID LOT 1 TO THE NORTH LINE OF THE 20 FOOT WIDE ALLEY IN BLOCK 3 OF SAID "ENWOOD SUBDIVISION"; THENCE SOUTHWESTERLY 541.4 FEET ALONG THE NORTHWESTERLY LINE OF SAID 20 FOOT WIDE ALLEY TO THE WEST LINE OF SAID SUBDIVISION; THENCE SOUTH TO THE SOUTHWEST CORNER OF SAID SUBDIVISION, SAID CORNER BEING ON THE EASTERLY LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 35, T.11.N, R.6.E., M.D.M.; THENCE SOUTHERLY ALONG SAID EASTERLY LINE TO THE SOUTHEASTERLY CORNER OF LOT 7 AS SHOWN ON THE "MAP OF MUNSTER & HERRING SUBDIVISION" FILED IN BOOK C OF MAPS, AT PAGE 28; THENCE NORTHWESTERLY 291 FEET ALONG THE NORTHEASTERLY LINE OF SAID LOT 7 TO THE MOST NORTHERLY CORNER OF SAID LOT 7; SAID CORNER ALSO BEING THE MOST EASTERLY CORNER OF THE LANDS OF DAVID AND JOY L. CASNER AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2622 OF OFFICIAL RECORDS, AT PAGE 1915; THENCE SOUTHWESTERLY 105.20 FEET ALONG THE SOUTHEASTERLY LINE OF SAID LANDS OF CASNER AS DESCRIBED IN SAID GRANT DEED; THENCE NORTHWESTERLY ALONG SAID LANDS OF CASNER TO THE SOUTHEASTERLY CORNER OF THE LANDS OF HARRY D. AND JOAN MCKINNEY AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 1876 OF OFFICIAL RECORDS, AT PAGE 306; THENCE SOUTHWESTERLY ALONG THE SOUTHEASTERLY LINE OF SAID LANDS OF MCKINNEY TO THE NORTHEASTERLY LINE OF EGGELSTON AVENUE; THENCE NORTHWESTERLY ALONG THE NORTHEASTERLY LINE OF SAID EGGLESTON AVENUE TO THE POINT OF INTERSECTION WITH THE PROJECTION OF THE NORTHWESTERLY LINE OF THE 20 FOOT WIDE ALLEY AS SHOWN ON SAID "MUNSTER & HERRING SUBDIVISION" AND ALSO ON THE MAP OF "SAWTELL ADDITION" FILED IN BOOK C OF MAPS, AT PAGE 34A; THENCE SOUTHWESTERLY ALONG THE NORTHWESTERLY LINE OF THE 20 FOOT WIDE ALLEY AS SHOWN ON SAID MAP OF "SAWTELL ADDITION" 490 FEET TO THE SOUTHEASTERLY CORNER OF LOT 4 OF BLOCK 4 AS SHOWN ON THE MAP OF "W.A. THOMAS' THIRD EDITION" FILED IN BOOK A OF MAPS, AT PAGE 31; THENCE SOUTHWESTERLY 200 FEET ALONG THE NORTHWESTERLY LINE OF A 20 FOOT ALLEY TO THE SOUTHWESTERLY CORNER OF LOT 1 OF BLOCK 4 OF SAID "W.A. THOMAS' THIRD EDITION", SAID SOUTHWESTERLY CORNER BEING ON THE NORTHEASTERLY LINE OF DOYLE STREET; THENCE SOUTHEASTERLY ALONG SAID NORTHEASTERLY LINE OF DOYLE STREET TO THE MOST EASTERLY NORTHEAST CORNER OF THE ATLANTIC SCHOOL PROPERTY AS SHOWN ON A RECORD OF SURVEY OF SAID "ATLANTIC SCHOOL PROPERTY", FILED IN BOOK E OF MAPS AT PAGE 45; THENCE THE FOLLOWING THREE COURSES AS SHOWN ON SAID RECORD OF SURVEY; 1) SOUTH 38' 12' EAST 396.64 FEET; 2) SOUTH 52° 46' WEST 551.59 FEET; 3) NORTH 38° 29' WEST 205.43 FEET; THENCE NORTHERLY ALONG THE LANDS OF THE ATLANTIC SCHOOL PROPERTY TO ITS INTERSECTION WITH THE CENTERLINE OF BRANSETTER STREET; THENCE NORTHWESTERLY ALONG THE CENTERLINE OF BRANSETTER STREET (B ST.) TO ITS INTERSECTION WITH THE NORTH LINE OF THE 20 FOOT WIDE ALLEY AS SHOWN ON SAID MAP OF "W.A. THOMAS' THIRD EDITION"; THENCE SOUTHWESTERLY TO THE MOST SOUTHERLY CORNER OF LOT 2 OF BLOCK 1 OF SAID "W.A. THOMAS' THIRD EDITION"; THENCE SOUTHERLY TO THE MOST NORTHEASTERLY CORNER OF LOT 5 AS SHOWN ON THE PLAT OF "BROOKCLIFF ADDITION" FILED IN BOOK C OF MAPS, AT PAGE 40; THENCE SOUTHWESTERLY ALONG THE SOUTHEASTERLY LINE OF BRITAIN STREET TO THE EASTERLY LINE OF VERNON STREET; THENCE SOUTHERLY ALONG SAID EASTERLY LINE OF VERNON

STREET TO THE NORTHEASTERLY LINE OF WALNUT STREET; THENCE SOUTHEASTERLY ALONG SAID NORTHEASTERLY LINE OF WALNUT STREET TO ITS INTERSECTION WITH THE SOUTHEASTERLY LINE OF BROOKVIEW STREET AS SHOWN ON SAID PLAT OF "BROOKCLIFF ADDITION"; THENCE SOUTHWESTERLY 46.0 FEET ALONG THE TERMINUS OF WALNUT STREET TO THE NORTHWESTERLY LINE OF FOLSOM ROAD AS SHOWN ON THE "PLAT OF BUTLER'S SUBDIVISION" FILED IN BOOK C OF MAPS, AT PAGE 72; THENCE SOUTHEASTERLY ALONG THE NORTHEASTERLY LINE OF FOLSOM ROAD TO ITS INTERSECTION WITH THE PROJECTION OF THE MOST EASTERLY SOUTHEAST LINE OF "FOUR SEASONS DEVELOPMENT" AS SHOWN ON A RECORD OF SURVEY FILED IN BOOK 2 OF SURVEYS AT PAGE 70; THENCE SOUTHWESTERLY ALONG SAID PROJECTION TO THE MOST EASTERLY CORNER OF SAID "FOUR SEASONS DEVELOPMENT"; THENCE THE FOLLOWING SIX COURSES AS SHOWN ON SAID RECORD OF SURVEY; 1) SOUTH $46^{\circ} 39' 30''$ WEST 163.83 FEET; 2) SOUTH $38^{\circ} 08' 51''$ WEST 45.53 FEET; 3) NORTH $01^{\circ} 19' 58''$ WEST 47.14 FEET; 4) SOUTH $50^{\circ} 15' 00''$ WEST 192.48 FEET; 5) SOUTH $50^{\circ} 15' 00''$ WEST 40.98 FEET; 6) SOUTH $58^{\circ} 38' 00''$ WEST 133.45 FEET TO THE NORTHEASTERLY LINE OF LINCOLN STREET; THENCE SOUTHWESTERLY TO THE NORTHEAST CORNER OF THE LANDS OF THE CITY OF ROSEVILLE AND THE COUNTY OF PLACER AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 279 OF OFFICIAL RECORDS, AT PAGE 29; THENCE THE FOLLOWING THREE COURSES AS DESCRIBED IN SAID GRANT DEED; 1) SOUTH $58^{\circ} 34'$ EAST 335.50 FEET; 2) SOUTH $34^{\circ} 09'$ EAST 248.10 FEET; 3) NORTH $85^{\circ} 34'$ EAST 240.30 FEET TO THE WEST LINE OF PARK DRIVE; THENCE CONTINUING NORTH $85^{\circ} 34'$ EAST TO THE CENTERLINE OF SAID PARK DRIVE; THENCE SOUTHERLY ALONG THE CENTERLINE OF PARK DRIVE TO ITS INTERSECTION WITH THE SOUTHERLY LINE OF DOUGLAS BOULEVARD; THENCE WESTERLY ALONG SAID SOUTHERLY LINE OF DOUGLAS BOULEVARD TO THE NORTHEAST CORNER OF THE LANDS OF THE ROSEVILLE CHAMBER OF COMMERCE AS DESCRIBED IN A GRANT DEED FILED IN BOOK 3080 OF OFFICIAL RECORDS, AT PAGE 408; THENCE SOUTH $0^{\circ} 10' 28''$ WEST 133.00 FEET AS DESCRIBED IN SAID GRANT DEED; THENCE NORTH $89^{\circ} 49' 32''$ WEST 160.00 FEET TO THE CENTERLINE OF BARJO ALLEY; THENCE NORTHERLY ALONG SAID CENTERLINE TO ITS INTERSECTION WITH THE EASTERLY PROJECTION OF THE SOUTHERLY LINE OF THE LANDS GRANTED TO THE CITY OF ROSEVILLE AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 1457 OF OFFICIAL RECORDS, AT PAGE 461; THENCE SOUTH $89^{\circ} 29' 21''$ WEST 10.00 FEET ALONG SAID PROJECTION TO THE SOUTHEAST CORNER OF SAID LANDS OF THE CITY OF ROSEVILLE; THENCE THE FOLLOWING TWO COURSES AS DESCRIBED IN SAID GRANT DEED; 1) SOUTH $89^{\circ} 29' 21''$ WEST 135.00 FEET; 2) SOUTH $45^{\circ} 10' 28''$ WEST 21.24 FEET TO A POINT ON THE EASTERLY LINE OF WILLOW AVENUE; THENCE WESTERLY TO THE SOUTHEAST CORNER OF THE LANDS OF THELMA G. PRICE AS DESCRIBED IN A GRANT DEED FILED IN BOOK 1616 OF OFFICIAL RECORDS, AT PAGE 27; THENCE WESTERLY, SOUTHERLY, AND WESTERLY ALONG THE SOUTHERLY LINE OF SAID PRICE LANDS TO THE SOUTHWESTERLY CORNER THEREOF; SAID CORNER ALSO LYING ON THE EASTERLY LINE OF THE 20 FOOT WIDE ALLEY OF BLOCK M AS SHOWN ON THE MAP OF CHERRY GLEN FILED IN BOOK C OF MAPS, AT PAGE 32; THENCE SOUTHERLY 90 FEET ALONG SAID EASTERLY LINE OF THE ALLEY TO THE NORTHWEST CORNER OF LOT 21, OF SAID BLOCK M; THENCE WESTERLY ACROSS SAID ALLEY AND ALONG THE NORTHERLY LINE OF LOT 4 OF SAID BLOCK M AND ITS PROJECTION TO THE WESTERLY LINE OF IRENE AVENUE; THENCE NORTH ALONG THE WEST LINE OF IRENE AVENUE 100 FEET; THENCE WEST 480 FEET TO THE EAST LINE OF THE 20 FOOT WIDE ALLEY OF BLOCK H, SAID LINE TO INCLUDE ONLY THE NORTHERLY 50 FEET OF LOTS 1, 2, 3, 22, 23, & 24 OF BLOCK I AND THE NORTHERLY 50 FEET OF LOTS 22, 23, & 24 OF BLOCK H OF SAID "CHERRY GLEN" SUBDIVISION; THENCE SOUTH 100 FEET TO THE NORTHWEST CORNER OF LOT 21 OF SAID BLOCK H, AS SHOWN ON SAID "CHERRY GLEN" SUBDIVISION; THENCE WEST 70 FEET TO THE SOUTHWEST CORNER OF LOT 3 OF BLOCK H, AS SHOWN ON SAID SUBDIVISION; THENCE NORTH 100 FEET ALONG THE WEST LINE OF SAID LOT 3; THENCE WEST 100 FEET TO THE EAST LINE OF CLINTON AVENUE, SAID LINE TO INCLUDE THE NORTHERLY 50 FEET OF LOTS 1 AND 2 OF SAID SUBDIVISION; THENCE SOUTH 60 FEET ALONG THE EAST LINE OF CLINTON AVENUE, TO ITS INTERSECTION WITH THE EASTERLY PROJECTION OF THE

SOUTHERLY LINE OF LOT 24 OF BLOCK A OF SAID "CHERRY GLENN" SUBDIVISION; THENCE WESTERLY 220 FEET ALONG THE SOUTHERLY LINE OF THE LANDS OF ROSE BAY INVESTMENTS AND ITS PROJECTION TO THE CENTERLINE OF THE ALLEY OF BLOCK A, SAID SOUTHERLY LINE BEING DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2666 OF OFFICIAL RECORDS, AT PAGE 609; THENCE SOUTH 2320 FEET ALONG THE CENTERLINE OF THE 20 FOOT ALLEYS OF BLOCK A, B, C, AND D TO THE SOUTH LINE OF SAID "CHERRY GLEN" SUBDIVISION; THENCE EASTERLY ALONG THE SOUTH LINE OF SAID SUBDIVISION TO THE EAST LINE OF CLINTON AVENUE; THENCE SOUTHERLY ALONG THE EAST LINE OF SAID CLINTON AVENUE TO ITS INTERSECTION WITH THE EASTERLY PROJECTION OF THE NORTHERLY LINE OF PARCEL B AS SHOWN ON THE PARCEL MAP FILED IN BOOK 1 OF PARCEL MAPS, AT PAGE 11; THENCE NORTH $89^{\circ} 40' 01''$ WEST TO THE NORTHEAST CORNER OF SAID PARCEL B; THENCE NORTH $89^{\circ} 40' 01''$ WEST 142.97 FEET TO THE NORTHWEST CORNER OF SAID PARCEL B; THENCE SOUTH $00^{\circ} 37' 17''$ WEST 150.61 FEET ALONG THE WEST LINE OF SAID PARCEL B TO THE NORTH LINE OF DARLING WAY; THENCE SOUTHERLY TO THE NORTHEAST CORNER OF PARCEL A OF THE PARCEL MAP FILED IN BOOK 3 OF PARCEL MAPS, AT PAGE 55; THENCE NORTH $89^{\circ} 55' 00''$ WEST 150.00 ALONG THE SOUTH LINE OF DARLING WAY TO THE EAST LINE OF RIVERSIDE AVENUE; THENCE SOUTH $00^{\circ} 34' 00''$ EAST 300.00 FEET ALONG THE EAST LINE OF RIVERSIDE AVENUE TO THE SOUTHWEST CORNER OF PARCEL C AS SHOWN ON SAID SUBDIVISION; THENCE SOUTHERLY ALONG THE EASTERLY LINE OF RIVERSIDE AVENUE TO THE NORTHWEST CORNER OF THE LANDS OF ROBERT L. AND DORIS M. FRINK AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2520 OF OFFICIAL RECORDS, AT PAGE 56; THENCE EASTERLY AND SOUTHERLY ALONG SAID LANDS OF FRINK TO THE NORTHWEST CORNER OF PARCEL 2 AS SHOWN ON THE PARCEL MAP FILED IN BOOK 11 OF PARCEL MAPS, AT PAGE 56; THENCE SOUTH $01^{\circ} 09' 20''$ EAST 427.76 FEET TO THE NORTHEAST CORNER OF PARCEL A AS SHOWN ON THE PARCEL MAP FILED IN BOOK 12 OF PARCEL MAPS, AT PAGE 123; THENCE CONTINUING SOUTH $01^{\circ} 09' 20''$ EAST 716.66 FEET TO THE NORTHERLY LINE OF CIRBY WAY; THENCE CONTINUING SOUTH $01^{\circ} 09' 20''$ EAST TO THE SOUTH SECTION LINE OF SECTION 11, T.11.N., R.6.E., M.D.M.; THENCE WESTERLY ALONG SAID SECTION LINE TO THE INTERSECTION WITH THE SOUTHERLY PROJECTION OF THE EASTERLY LINE OF PARCEL A AS SHOWN ON THE PARCEL MAP FILED IN BOOK 9 OF PARCEL MAPS, AT PAGE 147; THENCE NORTH $0^{\circ} 10' 00''$ WEST ALONG THE EASTERLY LINE OF PARCEL A TO THE NORTHEAST CORNER OF SAID PARCEL A, AS SHOWN ON SAID PARCEL MAP; THENCE SOUTH $89^{\circ} 28' 00''$ WEST 1298.80 FEET TO THE NORTHWEST CORNER OF PARCEL A; SAID CORNER ALSO BEING THE SOUTHWEST CORNER OF PARCEL 4 OF THE PARCEL MAP FILED IN BOOK 14 OF MAPS, AT PAGE 32; THENCE NORTH $00^{\circ} 26' 00''$ WEST 258.00 FEET ALONG THE WESTERLY LINE OF SAID PARCEL 4 TO THE NORTHWEST CORNER THEREOF, SAID NORTHWEST CORNER ALSO BEING THE SOUTHWEST CORNER OF THE LANDS OF KENROY WAREHOUSE V AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 2627 OF OFFICIAL RECORDS, AT PAGE 210; THENCE NORTH $0^{\circ} 26' 00''$ EAST 221.43 FEET ALONG THE EASTERLY LINE OF SAID LANDS OF KENROY WAREHOUSE V TO THE SOUTHERLY LINE OF THE LANDS OF ALVIN R. WOHL AS DESCRIBED IN A QUIT CLAIM DEED RECORDED IN BOOK 2707 OF OFFICIAL RECORDS, AT PAGE 862; THENCE NORTH $89^{\circ} 24' 20''$ EAST ALONG SAID SOUTHERLY LINE TO THE WESTERLY LINE OF RIVERSIDE AVENUE; THENCE NORTHERLY ALONG SAID WESTERLY LINE TO THE NORTHEAST CORNER OF LOT A AS SHOWN ON THE PARCEL MAP FILED IN BOOK 1 OF PARCEL MAPS, AT PAGE 25; THENCE WESTERLY AND NORTHWESTERLY ALONG THE SOUTHERLY AND SOUTHWESTERLY LINE OF DARLING WAY TO THE NORTHEAST CORNER OF LOT 1 AS SHOWN ON THE PLAT OF "ROSEVILLE MANOR" FILED IN BOOK E OF MAPS, AT PAGE 68; THENCE NORTH $89^{\circ} 31' 20''$ EAST 2069 FEET MORE OR LESS ALONG THE SOUTH LINE OF SIXTH STREET TO THE NORTHWEST CORNER OF LOT 92 AS SHOWN ON SAID PLAT OF "ROSEVILLE MANOR"; THENCE WESTERLY ALONG SAID SOUTH LINE OF SIXTH STREET TO ITS INTERSECTION WITH THE EAST LINE OF VERNON STREET; THENCE SOUTHERLY ALONG THE EAST LINE OF VERNON STREET TO ITS INTERSECTION WITH THE EASTERLY PROJECTION OF THE SOUTH LINE OF SUBWAY ROAD; THENCE NORTH $89^{\circ} 59' 36''$ WEST ALONG THE EASTERLY PROJECTION OF SAID SOUTHERLY LINE OF SUBWAY ROAD TO THE NORTHWEST

CORNER OF PARCEL D AS SHOWN ON THE PARCEL MAP FILED IN BOOK 10 OF PARCEL MAPS, AT PAGE 106, SAID CORNER LYING ON THE EASTERLY LINE OF THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY; THENCE SOUTHERLY AND SOUTHWESTERLY ALONG SAID EASTERLY LINE OF SOUTHERN PACIFIC RAILROAD COMPANY TO THE SOUTH LINE OF SECTION 10, T.10.N., R.6.E., M.D.M.; THENCE EASTERLY ALONG SAID SECTION LINE TO THE NORTHEAST CORNER OF THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY AS DESCRIBED IN A GRANT DEED RECORDED IN BOOK 734 OF OFFICIAL RECORDS, AT PAGE 319, SAID CORNER BEING THE SAME POINT SHOWN TO BE SOUTH 89° 42' 12" WEST 890.60 FEET FROM THE SOUTHEAST CORNER OF SECTION 10 ON THE PARCEL MAP OF "ROSEVILLE INDUSTRIAL PARK" FILED IN BOOK 19 OF PARCEL MAPS, AT PAGE 103; THENCE THE FOLLOWING SIX COURSES AS SHOWN ON SAID PARCEL MAP OF "ROSEVILLE INDUSTRIAL PARK; 1) SOUTH 00° 17' 48" EAST 30.00 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE SOUTH HAVING A RADIUS OF 470.00 FEET; 2) THENCE ALONG SAID CURVE ON A CHORD BEARING A SOUTH 65° 45' 30" WEST A CHORD DISTANCE OF 381.57 FEET; 3) THENCE CONTINUING SOUTHWESTERLY ALONG SAID CURVE A CHORD DISTANCE OF 18.68 FEET; 4) THENCE SOUTH 39° 32' 12" WEST 106.57 FEET; 5) THENCE SOUTH 00° 25' 49" EAST 415.48 FEET; 6) THENCE NORTH 89° 42' 12" EAST 1319.14 FEET, TO THE EAST LINE OF SECTION 15; THENCE SOUTHERLY ALONG SAID EAST LINE OF SECTION 15 TO THE NORTHEAST CORNER OF "FOOTHILLS UNIT NO.2" SUBDIVISION AS SHOWN ON SAID SUBDIVISION MAP FILED IN BOOK N OF MAPS, AT PAGE 28; THENCE SOUTH 89° 48' 59" WEST 1317.97 FEET TO THE NORTHWEST CORNER OF LOT 65 AS SHOWN ON SAID MAP, SAID NORTHWEST CORNER LYING ON THE EASTERLY LINE OF "SOUTH ROSEVILLE" SUBDIVISION FILED IN BOOK D OF MAPS, AT PAGE 26; THENCE SOUTHERLY ALONG SAID EASTERLY LINE OF "SOUTH ROSEVILLE" SUBDIVISION TO THE POINT OF BEGINNING. EXCEPTING THEREFROM THE FOLLOWING DESCRIBED LANDS: BEGINNING AT A POINT AT THE INTERSECTION OF THE NORTHWESTERLY LINE OF TAHOE AVENUE AND THE NORTHWESTERLY PROJECTION OF THE SOUTHWESTERLY LINE OF PARCEL "A" AS SHOWN IN BOOK 19 OF PARCEL MAPS, AT PAGE 19; THENCE SOUTH 36° 37' WEST 110 FEET TO THE SOUTHERLY CORNER OF SAID PARCEL "A" BEING ALSO THE NORTHWESTERLY LINE OF THE LANDS OF SOUTHERN PACIFIC RAILROAD COMPANY; THENCE NORTHEASTERLY, EASTERLY, AND NORTHWESTERLY, ALONG THE NORTHWESTERLY LINE OF THE SOUTHERN PACIFIC RAILROAD COMPANY TO ITS INTERSECTION WITH THE EASTERLY LINE OF CAMPO STREET BEING THE EAST LINE OF SAID "SIERRA VISTA PARK" SUBDIVISION; THENCE NORTHERLY ALONG SAID EASTERLY LINE OF CAMPO STREET TO ITS INTERSECTION WITH THE PROJECTION OF THE NORTHWESTERLY LINE OF TAHOE AVENUE; THENCE SOUTHWESTERLY ALONG THE NORTHWESTERLY LINE OF CAMPO AVENUE AND THE PROJECTION THEREOF, TO THE POINT OF BEGINNING. THE COURSES STATED IN THIS DESCRIPTION ARE TAKEN FROM RECORD DOCUMENTS WITHOUT THE BENEFIT OF FIELD SURVEY. THE BEARINGS ARE AS STATED IN THE RECORD DOCUMENT AND ARE NOT ROTATED TO A COMMON BASIS.



Attachment #4
Proposed Public Improvements

Project Description	Estimated Cost (1988-89 Dollars)
1. Replace Main Water Lines Replacement of antiquated cast iron water mains and galvanized service pipes throughout the proposed Project Area.	\$1,688,000
2. Replace Fire Hydrant Replacement of 43 obsolete fire hydrants, and installation of up to 65 new hydrants (to reduce spacing between hydrants in conformance with present-day standards) throughout the proposed Project Area.	37,375
3. Storm Drain Improvements Upgrading of 25 drainage inlets to "Type C" facilities; construction of one (1) manhole; reconstruction of five (5) driveways with existing culverts; and, completion of drainage modifications to eliminate recurrent ponding at Atlantic and Almond Streets.	196,500
4. Curb, Gutter, and Sidewalk Improvements Completion of 16,000+/- lineal feet of curb, gutter, and sidewalk improvements, as needed, throughout the proposed Project Area.	2,382,960
5. Public Parking Improvements Acquisition, clearance, and/or development of new sites for public off-street parking facilities within the commercial districts of the proposed Project Area.	6,000,000
6. Backflow Prevention/Water Meter Improvements Elimination of cross-connected water lines and/or replacement of obsolete water meters in older commercial structures, to preclude possible backflow contamination of municipal water lines.	575,000
7. Street Lighting Improvements Installation of 120 new street lighting fixtures within the Old Roseville (Subarea 3) and other commercial districts of the proposed Project Area, to enhance nighttime visibility and security conditions.	517,500

(Continued)

Project Description	Estimated Cost (1988-89 Dollars)
<p>8. Repair/Replace Sewer Lines Elimination of existing sewer system deficiencies within the proposed Project Area, including the lowering of "flat" mains (to improve gravity flow characteristics), the installation of flushing branches and/or manholes (to facilitate system maintenance), and, the disconnection of storm drains from the sanitary sewer system.</p>	\$ 297,000
<p>9. Street and Road Improvements Construction of several new roads, overcrossings, and urban interchanges, including Harding Boulevard and Cirby at Riverside; widening of Atlantic Street, and street widenings of Atkinson Street, Folsom Road, Washington Boulevard, and Judah Street; installation of a traffic signal; and repairing of roads throughout the Project Area.</p>	16,056,025
<p>10. Roseville Road Improvements Improvements along Roseville Road in order to encourage development of the properties in the area. Projects include roadway upgrade, city public works services, storm drain improvements, traffic circulation improvements, and landscaping.</p>	331,170
<p>11. Lincoln Street/Sierra Boulevard Bridge Includes construction of a new bridge to replace the current bridge, and the revitalization of the old bridge as an historical resource.</p>	1,150,000
<p>12. Soundwalls This project includes the construction of 37,200 lineal feet of soundwall throughout the Project Area bordering the Southern Pacific railyards.</p>	2,790,000
<p>13. Historical Museum Includes participation in the development of an historical museum in Old Roseville. Project could include site acquisition and construction of a parking facility.</p>	1,555,000

(Continued)

Project Description	Estimated Cost (1988-89 Dollars)
<p>14. Expansion of Downtown City Facilities This project would include Agency participation in the expansion of Downtown City facilities as part of the Civic Center Master Plan. Project activities could include site acquisition, and construction financing, and remodel and expansion of City Hall and public safety building.</p>	8,400,000
<p>15. Transit This project would assist in the extension of light rail transit to the Downtown area. Activities would include site acquisition and building of two light rail stations, track, and other equipment.</p>	2,600,000
<p>16. Commercial Rehabilitation Program Establishment of a commercial rehabilitation program to provide technical and financial assistance to Project Area business owners for such activities as: correcting health and safety deficiencies; remodeling older commercial structures to enhance their long-term viability for modern business uses; and/or, business expansion improvements.</p>	4,479,480
<p>17. Commercial Facade Improvement Program Provision of grants and/or below-market-rate loans to assist businesses in upgrading and visually integrating the exterior facades of their structures, to enhance the aesthetic appearance of the Project Area's commercial districts.</p>	625,000
<p>18. Revitalization Planning Completion of three (3) new neighborhood revitalization studies for the Atlantic Street (Subarea 1), Old Roseville (Subarea 3), and Riverside Avenue (Subarea 4) commercial districts, and upgrading of the previously completed (1969) Revitalization Plan for the Vernon Street (Subarea 2) business core area, to determine the types of new businesses needed, formulate strategies to attract such businesses, and, identify and prioritize site-specific improvements to stimulate private sector investments in each district.</p>	315,000

(Continued)

Project Description	Estimated Cost (1988-89 Dollars)
19. Revitalization Program Implementation of the site-specific improvement recommendations of the foregoing neighborhood revitalization studies within the four (4) targeted commercial districts.	12,112,500
20. Project Cost Contingency Five percent (5%) of project costs to ensure adequate funding over the 40-year life of the Redevelopment Program.	3,105,425
Project Area Improvement Cost	\$65,213,935
21. Housing Requirement (Low- and Moderate-Income Housing) According to Section 33334.2 of the CRL, 20% of each tax increment dollar preempted from the affected taxing entities by the Agency for redevelopment activities, "(...) shall be used by the agency for the purposes of increasing and improving the community's supply of low- and moderate-income housing (...)." The amount of tax increment revenue needed to meet this "Housing Requirement" is computed via the use of the above "Project Area Improvement Cost" (PAIC) as follows:	16,303,484
$\text{Housing Requirement} = (\text{PAIC} + 80\%) - \text{PAIC}$	
TOTAL PROJECT COST	\$81,517,419

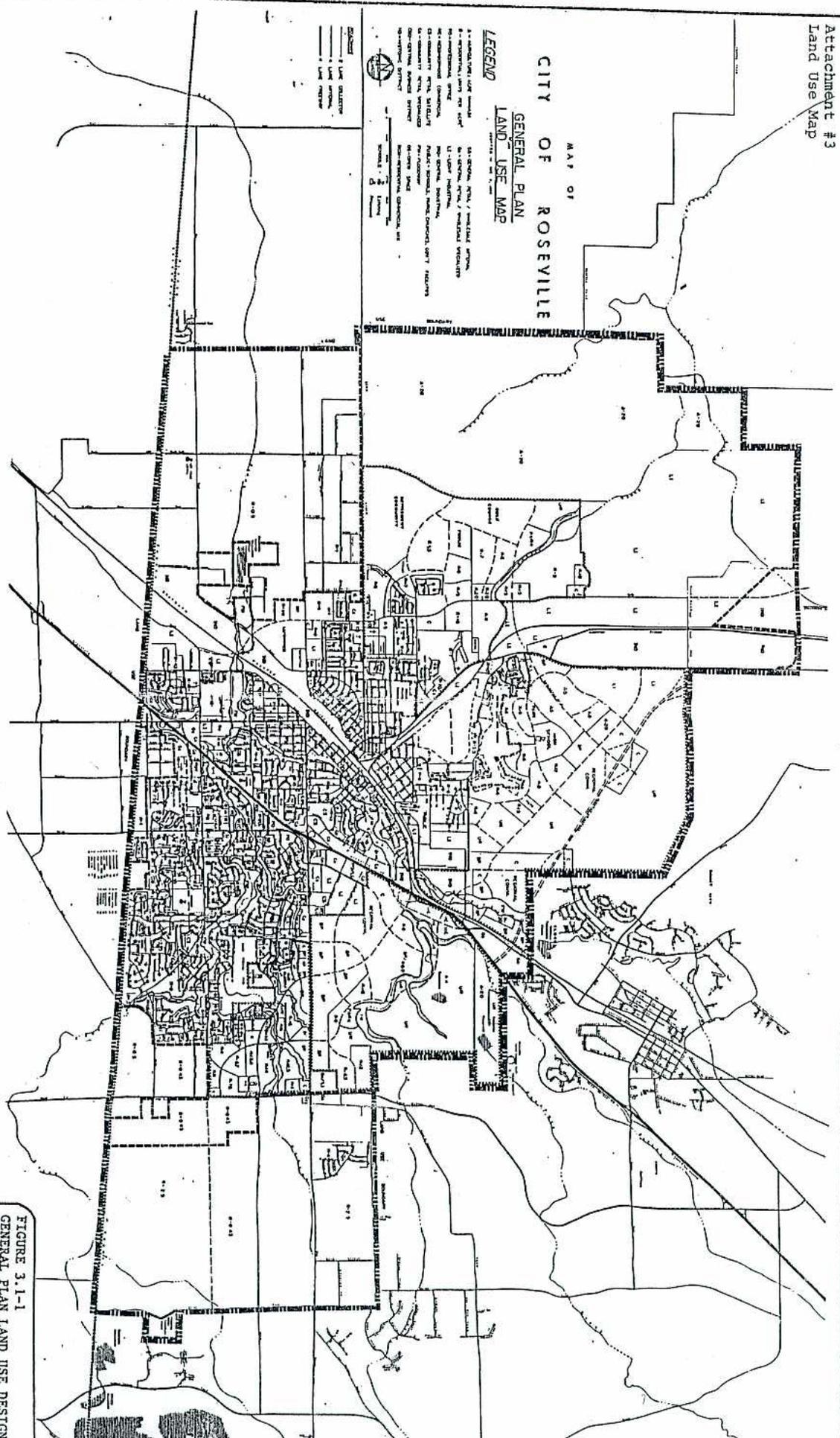


FIGURE 3.1-1
GENERAL PLAN LAND USE DESIGNATION
IN THE PROJECT VICINITY



Redevelopment Agency of the
City of Roseville
316 Vernon Street
Roseville, CA 95678

Gentlemen:

Transmitted herewith is a certified copy of Ordinance No. 2274, adopted by the City Council of the City of Roseville on October 18, 1989. Said Ordinance approves and adopts the Redevelopment Plan for the Roseville Redevelopment Project and provides in Section 7 thereof that, upon receipt hereof, the Agency is vested with the responsibility for carrying out said Redevelopment Plan.

Dated: October 20, 1989



City Clerk
City of Roseville

Enclosure

ORDINANCE NO. 2274

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF
ROSEVILLE, CALIFORNIA, APPROVING AND ADOPTING
THE REDEVELOPMENT PLAN FOR THE ROSEVILLE
REDEVELOPMENT PROJECT

WHEREAS, the City Council of the City of Roseville (the "Council") has received from the Redevelopment Agency of the City of Roseville (the "Agency") the proposed Redevelopment Plan (the "Redevelopment Plan") for the Roseville Redevelopment Project (the "Project"), as approved by the Agency, a copy of which is on file at the office of the Agency at 316 Vernon Street, Roseville, California, and at the office of the City Clerk, City Hall, 316 Vernon Street, Roseville, California, together with the Report of the Agency including the reasons for the selection of the Project Area, a description of the physical, social and economic conditions existing in the Project Area, the proposed method of financing the redevelopment of the Project Area, a plan for the relocation of property owners and tenants who may be temporarily or permanently displaced from the Project Area, an analysis of the Preliminary Plan, the report and recommendations of the Planning Commission of the City of Roseville (the "Planning Commission"), an Environmental Impact Report on the Redevelopment Plan, the report of the County Fiscal Officer and the Agency's analysis thereof, the report of the Fiscal Review Committee and the Agency's analysis thereof and a neighborhood impact report; and

WHEREAS, the Planning Commission has submitted to the Council its report and recommendations for approval of the Redevelopment Plan, and its certification that the Redevelopment Plan conforms to the General Plan of the City of Roseville; and

WHEREAS, the Council and the Agency held a joint public hearing on September 27 and October 4, 1989, on adoption of the Redevelopment Plan and on certification of the Final Environmental Impact Report on the Redevelopment Plan, in the City Council Chambers, 311 Vernon Street, Roseville, California; and

WHEREAS, a notice of said hearing was duly and regularly published in the Press-Tribune, a newspaper of general circulation in the County of Placer, once a week for four successive weeks prior to the date of said hearing, and a copy of said notice and affidavit of publication are on file with the City Clerk and the Agency; and

WHEREAS, copies of the notice of joint public hearing were mailed by certified mail with return receipt requested to the last known address of each assessee of each parcel of land in the proposed Project Area, as shown on the last equalized assessment roll of the County of Placer; and

WHEREAS, copies of the notice of joint public hearing were mailed by certified mail with return receipt requested to the governing body of each taxing agency which receives taxes from property in the Project Area; and

WHEREAS, subsequent to the commencement of the joint public hearing, the Agency, by motion made on September 27, 1989, recommended that certain property be deleted from the Project Area and referred said recommendation to the Planning Commission for their report and recommendation; and

WHEREAS, by motion made on September 28, 1989, the Planning Commission amended the boundaries of the Project Area to delete said property and recommended that the proposed Redevelopment Plan be approved and adopted as it incorporates such amendment; and

WHEREAS, pursuant to the recommendation of the Planning Commission, the Legal Description of the Project Area Boundaries (Attachment No. 1 to the Redevelopment Plan) and the Project Area Map (Attachment No. 2 to the Redevelopment Plan) have been revised to incorporate said amendment to the Project Area boundaries; and

WHEREAS, the Agency has prepared and submitted a program for the relocation of persons and businesses who may be displaced as a result of carrying out the Project in accordance with the Redevelopment Plan; and

WHEREAS, the Council has general knowledge of the conditions existing in the Project Area and of the availability of suitable housing in the City for the relocation of families and persons who may be displaced by the Project, and in the light of such knowledge of local housing conditions, has carefully considered and reviewed such program for relocation; and

WHEREAS, the Council has considered the report and recommendations of the Planning Commission, the report of the Agency, the Redevelopment Plan (as amended to incorporate the report and recommendations of the Planning Commission) and its economic feasibility, the feasibility of the relocation program and the Environmental Impact Report, has provided an opportunity for all persons to be heard; has received and considered all evidence and testimony presented for or

against any and all aspects of the Redevelopment Plan; has adopted written findings in response to each written objection of an affected property owner or taxing entity and has responded in writing to the written objections received before or at the noticed joint public hearing; and

WHEREAS, the Council has reviewed and considered the Environmental Impact Report for the Redevelopment Plan, prepared and submitted by the Agency pursuant to Public Resources Code Section 21151 and Health and Safety Code Section 33352; has determined that the Redevelopment Plan will have a significant effect on the environment; and

WHEREAS, the Council has determined that the economic, social or other benefits of the project outweigh the unavoidable adverse environmental effects of the project and has adopted a written statement of overriding considerations which identifies the specific reasons why the Council has made such determination; and

WHEREAS, pursuant to Public Resources Code Section 21081.6, the Council has adopted a Mitigation Monitoring Program for the changes to the project which it has adopted or made a condition of project approval in order to mitigate or substantially lessen the significant effects on the environment;

NOW, THEREFORE, THE CITY OF ROSEVILLE ORDAINS:

Section 1. That the purpose and intent of the Council with respect to the Project Area is to accomplish the following:

- a. Eliminate blighting influences and correct environmental deficiencies in the Project Area, including, among others, small and irregular lots, faulty exterior spacing, mixed character of buildings, shifting uses and vacancies, obsolete and aged building types, incompatible and uneconomic land uses, and inadequate or deteriorated public improvements, facilities and utilities;
- b. Assemble land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Project Area;
- c. Replan, redesign and develop undeveloped areas which are stagnant or improperly utilized;
- d. Provide opportunities for participation by owners and tenants in the revitalization of their properties;
- e. Strengthen retail and other commercial functions in the downtown area;

f. Strengthen the economic base of the Project Area and the community by installing needed site improvements to stimulate new commercial expansion, employment and economic growth;

g. Provide adequate land for parking and open spaces;

h. Establish and implement performance criteria to assure high site design standards and environmental quality and other design elements which provide unity and integrity to the entire Project; and

i. Expand and improve the community's supply of low- and moderate-income housing.

Section 2. The Council hereby finds and determines that:

a. The Project Area is a blighted area, the redevelopment of which is necessary to effectuate the public purposes declared in the California Community Redevelopment Law (Health and Safety Code Section 33000 *et seq.*). This finding is based upon the following conditions which characterize the Project Area:

(1) The existence of unfit or unsafe buildings and structures due to age, obsolescence, faulty exterior spacing and incompatible land uses;

(2) The existence of properties which suffer from economic dislocation, deterioration and disuse because of: inadequate public improvements, facilities, utilities and open spaces, including inadequate traffic circulation, sidewalks, curbs, gutters, street lights, parking, storm drains and lots (parcels) of irregular form, shape and size which cannot be remedied with private or governmental action without redevelopment;

(3) A lack of proper utilization of property, resulting in a stagnant and unproductive condition of land potentially useful and valuable; and

(4) A prevalence of economic maladjustment evidenced by depreciated values and a stagnation in retail sales.

It is further found and determined that such conditions are causing and will increasingly cause a reduction and lack of proper utilization of the area to such an extent that it constitutes a serious physical, social and economic burden on the City, which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone, requiring redevelopment in the interest of the health, safety and general welfare of the people of the City and the State. This finding is based on the fact that governmental action available to the City without redevelopment would be insufficient to cause any significant correction of the blighting conditions,

and that the nature and costs of the public improvements and facilities required to correct the blighting conditions are beyond the capacity of the City and cannot be undertaken or borne by private enterprise acting alone or in concert with available governmental action.

b. The Redevelopment Plan will redevelop the Project Area in conformity with the Community Redevelopment Law and in the interests of the public peace, health, safety and welfare. This finding is based upon the fact that redevelopment of the Project Area will implement the objectives of the Community Redevelopment Law by aiding in the elimination and correction of the conditions of blight, providing for planning, development, redesign, clearance, reconstruction or rehabilitation of properties which need improvement and providing for higher economic utilization of potentially useful land.

c. The adoption and carrying out of the Redevelopment Plan is economically sound and feasible. This finding is based on the fact that under the Redevelopment Plan the Agency will be authorized to seek and utilize a variety of potential financing resources, including tax increments; that the nature and timing of public redevelopment assistance will depend on the amount and availability of such financing resources, including tax increments generated by new investment in the Project Area; and that under the Redevelopment Plan no public redevelopment activity will be undertaken unless the Agency can demonstrate that it has adequate revenue to finance the activity.

d. The Redevelopment Plan conforms to the General Plan of the City of Roseville. This finding is based on the finding of the Planning Commission that the Redevelopment Plan conforms to the General Plan of the City of Roseville.

e. The carrying out of the Redevelopment Plan will promote the public peace, health, safety and welfare of the City of Roseville and will effectuate the purposes and policy of the Community Redevelopment Law. This finding is based on the fact that redevelopment will benefit the Project Area by correcting conditions of blight and by coordinating public and private actions to stimulate development and improve the economic, social and physical conditions of the Project Area.

f. The condemnation of real property, as provided for in the Redevelopment Plan, is necessary to the execution of the Redevelopment Plan, and adequate provisions have been made for the payment for property to be acquired as provided by law. This finding is based upon the need to ensure that the provisions

of the Redevelopment Plan will be carried out and to prevent the recurrence of blight.

g. The Agency has a feasible method and plan for the relocation of families and persons who might be displaced, temporarily or permanently, from housing facilities in the Project Area. This finding is based on the fact that the Redevelopment Plan provides for relocation assistance according to law.

h. There are, or are being provided, within the Project Area or within other areas not generally less desirable with regard to public utilities and public and commercial facilities and at rents or prices within the financial means of the families and persons who might be displaced from the Project Area, decent, safe and sanitary dwellings equal in number to the number of and available to such displaced families and persons and reasonably accessible to their places of employment. This finding is based upon the fact that no person or family will be required to move from any dwelling unit until suitable replacement housing is available.

i. Inclusion of any lands, buildings or improvements which are not detrimental to the public health, safety or welfare is necessary for the effective redevelopment of the entire area of which they are a part; and any area included is necessary for effective redevelopment and is not included solely for the purpose of obtaining the allocation of tax increment revenues from such area pursuant to Section 33670 of the Community Redevelopment Law without other substantial justification for its inclusion. This finding is based upon the fact that the boundaries of the Project Area were chosen as a unified and consistent whole to include lands that were underutilized because of blighting influences, or affected by the existence of blighting influences, and land uses significantly contributing to the conditions of blight, whose inclusion is necessary to accomplish the objectives and benefits of the Redevelopment Plan.

j. The elimination of blight and the redevelopment of the Project Area could not reasonably be expected to be accomplished by private enterprise acting alone without the aid and assistance of the Agency. This finding is based upon the existence of blighting influences, including the lack of adequate public improvements and facilities, and the inability of individual developers to economically remove these blighting influences without substantial public assistance in providing adequate public improvements and facilities, the inability of low- and moderate-income persons to finance needed improvements, and the

inadequacy of other governmental programs and financing mechanisms to eliminate blight, including the provision of necessary public improvements and facilities.

k. The effect of tax increment financing will not cause a significant financial burden or detriment on any taxing agency deriving revenues from the Project Area. This finding is based on the following facts: (1) pursuant to Health and Safety Code Section 33676, any affected taxing agency may elect, and every school and community college district shall elect, to be allocated a portion of the tax revenues allocated to the Agency and attributable to tax rate increases imposed for the benefit of such taxing agency or assessed value increases calculated annually pursuant to subdivision (f) of Section 110.1 of the Revenue and Taxation Code; (2) tax increment revenue allocated to the Agency from the Project Area is a relatively small percentage of each affected taxing agency's total property tax revenue; and (3) the Agency will make payments to affected taxing agencies which are necessary and appropriate to alleviate any financial burden or detriment caused to such taxing agencies by the Project.

l. The Redevelopment Plan for the Project Area will afford the maximum opportunity, consistent with the sound needs of the City as a whole, for the redevelopment of such area by private enterprise.

m. The Redevelopment Plan contains adequate safeguards so that the work of redevelopment will be carried out pursuant to the Redevelopment Plan, and it provides for the retention of controls and the establishment of restrictions and covenants running with the land sold or leased for private use for periods of time and under conditions specified in the Redevelopment Plan, which this Council deems necessary to effectuate the purposes of the Community Redevelopment Law.

Section 3. The Council is satisfied that permanent housing facilities will be available within three years from the time occupants of the Project Area are displaced, if any, and that pending the development of the facilities, there will be available to the displaced occupants, if any, adequate temporary housing facilities at rents comparable to those in the City of Roseville at the time of their displacement. No persons or families of low or moderate income shall be displaced from residences unless and until there is a suitable housing unit available and ready for occupancy by such displaced persons or families at rents comparable to those at the

time of their displacement. Such housing units shall be suitable to the needs of such displaced persons or families and must be decent, safe, sanitary and otherwise standard dwellings. The Agency shall not displace any such persons or families until such housing units are available and ready for occupancy.

Section 4. The Council is satisfied that all written objections received before or at the noticed public hearing have been responded to in writing. In addition, written findings have been adopted in response to each written objection of an affected property owner or taxing entity which has been filed with the City Clerk either before or at the noticed public hearing.

Section 5. That certain document entitled "Redevelopment Plan for the Roseville Redevelopment Project," the maps contained therein and such other reports as are incorporated therein by reference, a copy of which is on file in the office of the City Clerk, having been duly reviewed and considered, is hereby incorporated in this Ordinance by reference and made a part hereof, and as so incorporated is hereby designated, approved and adopted as the official "Redevelopment Plan for the Roseville Redevelopment Project."

Section 6. In order to implement and facilitate the effectuation of the Redevelopment Plan hereby approved, this Council hereby (a) pledges its cooperation in helping to carry out the Redevelopment Plan, (b) requests the various officials, departments, boards and agencies of the City having administrative responsibilities in the Project Area likewise to cooperate to such end and to exercise their respective functions and powers in a manner consistent with the redevelopment of the Project Area, (c) stands ready to consider and take appropriate action upon proposals and measures designed to effectuate the Redevelopment Plan, and (d) declares its intention to undertake and complete any proceeding necessary to be carried out by the City under the provisions of the Redevelopment Plan.

Section 7. The City Clerk is hereby directed to send a certified copy of this Ordinance to the Agency whereupon the Agency is vested with the responsibility for carrying out the Redevelopment Plan.

Section 8. The City Clerk is hereby directed to record with the County Recorder of Placer County a description of the land within the Project Area and a statement that proceedings for the redevelopment of the Project Area have been instituted under the Community Redevelopment Law.

Section 9. The City Clerk is hereby directed to transmit a copy of the description and statement recorded by the Clerk pursuant to Section 8 of this Ordinance, a copy of this Ordinance and a map or plat indicating the boundaries of the Project Area, to the auditor and assessor of the County of Placer, to the governing body of each of the taxing agencies which receives taxes from property in the Project Area and to the State Board of Equalization.

Section 10. PUBLICATION. The City Clerk is hereby directed to cause this ordinance to be published in full at least once within fourteen (14) days after it is adopted in a newspaper of general circulation in the City, or shall within fourteen (14) days after it is adopted cause this Ordinance to be posted in full in at least three (3) public places in the City and enter in the Ordinance Book a certification stating the time and place of said publication by posting.

Section 11. SEVERABILITY. If any part of this Ordinance or the Redevelopment Plan which it approves is held to be invalid for any reason, such decision shall not affect the validity of the remaining portion of this Ordinance or of the Redevelopment Plan, and this Council hereby declares that it would have passed the remainder of this Ordinance or approved the remainder of the Redevelopment Plan if such invalid portion thereof had been deleted.

Section 12. EFFECTIVE DATE. This Ordinance shall be in full force and effect thirty (30) days after its passage.

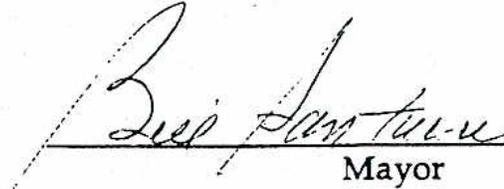
PASSED AND ADOPTED this 18th day of October, 1989, by the following vote:

AYES: Tom Chambliss, Phil Ozenick, John M. Byouk,
Mel Hamel, Bill Santucci

NOES: None

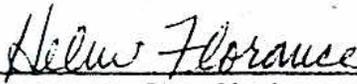
ABSENT: None

ABSTAIN: None



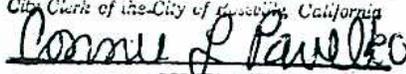
Mayor

ATTEST:



City Clerk

The foregoing instrument is a correct copy of the original on file in this office.

ATTEST: _____
City Clerk of the City of Los Angeles, California

DEPUTY CLERK

RECEIVED

SEP 23 1994

ORDINANCE NO. 2814

ROSEVILLE HOUSING
& REDEVELOPMENT

**AN ORDINANCE OF THE CITY OF ROSEVILLE, CALIFORNIA, ESTABLISHING
AND AMENDING CERTAIN LIMITATIONS WITH RESPECT TO THE
REDEVELOPMENT PLAN FOR THE ROSEVILLE REDEVELOPMENT PROJECT**

WHEREAS, the City Council of the City of Roseville, adopted Ordinance No. 2274 on October 18, 1989, approving and adopting the Redevelopment Plan (the "Redevelopment Plan") for the Roseville Redevelopment Project; and

WHEREAS, the Redevelopment Agency of the City of Roseville (the "Agency") has been designated as the official redevelopment agency to carry out in the City of Roseville the functions and requirements of the Community Redevelopment Law of the State of California (Health and Safety Code Section 33000 *et seq.*) and to implement the Redevelopment Plan; and

WHEREAS, Section 33333.6 of the Community Redevelopment Law established certain limitations on the incurring and repaying of indebtedness and the duration of redevelopment plans, which limitations apply to every redevelopment plan adopted on or before December 31, 1993; and

WHEREAS, Section 33333.6 further provides that unless a redevelopment plan adopted prior to January 1, 1994, already contains limitations which comply with that Section, the legislative body shall adopt an ordinance on or before December 31, 1994, to amend the redevelopment plan either (1) to amend an existing time limit that exceeds the applicable time limit established by that Section, or (2) to establish time limits that do not exceed the provisions of that Section; and

WHEREAS, the time limit on the effectiveness of the Redevelopment Plan, as set forth in Section 800 of the Redevelopment Plan, currently scheduled to terminate on October 18, 2029 (forty (40) years from the date of adoption of the Redevelopment Plan), does not exceed the time limit established by Section 33333.6(b), and therefore no amendment is required relating to such limitation;

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF ROSEVILLE
DOES HEREBY ORDAIN AS FOLLOWS:**

Section 1. The time limit on the establishing of loans, advances and indebtedness, as set forth in the last paragraph of Section 502 of the Redevelopment Plan, is hereby amended to read: "twenty (20) years from the date of adoption of this Plan." Based upon the date of adoption of the Redevelopment Plan, the Agency shall not incur loans, advances or indebtedness after October 18, 2009.

Section 2. The Agency shall not pay indebtedness or receive property taxes pursuant to Health and Safety Code Section 33670 after ten (10) years from the termination of the effectiveness of the Redevelopment Plan. Based upon the termination date set forth in the Redevelopment Plan, the Agency shall not pay indebtedness or receive property taxes pursuant to Section 33670 after October 18, 2039.

Section 3. The City Clerk is hereby directed to send a certified copy of this Ordinance to the Agency.

Section 4. Effective Date. This Ordinance shall be in full force and effect thirty (30) days after its passage.

Section 5. Publication. The City Clerk is hereby ordered and directed to certify to the passage of this Ordinance and to cause the same to be published once in the *Press-Tribune*, a newspaper of general circulation, published and circulated in the City of Roseville, California.

Section 6. Severability. If any part of this Ordinance is held to be invalid for any reason, such decision shall not affect the validity of the remaining portion of this Ordinance, and this City Council hereby declares that it would have passed the remainder of this Ordinance, if such invalid portion thereof had been deleted.

PASSED AND ADOPTED this 21st day of September, 1994, by the following vote:

AYES: Harry Crabb, Jr., Claudia Gamar, Pauline Roccucci,
Bill Santucci, Mel Hamel

NOES: None

ABSENT: None

Mel Hamel
Mayor

ATTEST:

Carol Hamel
City Clerk

The foregoing instrument is a correct copy of the original on file in this office.

ATTEST:
City Clerk of the City of Roseville, California
[Signature]
DEPUTY CLERK