

**Recording Requested By And
When Recorded Mail To:
CITY OF ROSEVILLE
City Clerk
311 Vernon Street
Roseville, CA 95678**

**Exempt from Recording Fees
Pursuant to Cal. Govt Code § 27383**

(THIS SPACE RESERVED FOR RECORDER'S USE)

**DEVELOPMENT AGREEMENT AMENDMENT ELEVEN – WEST ROSEVILLE SPECIFIC PLAN
PARCEL F-22**

**ELEVENTH AMENDMENT OF DEVELOPMENT AGREEMENT
BY AND AMONG THE CITY OF ROSEVILLE AND JEN CALIFORNIA 15, LLC,
TAYLOR MORRISON OF CALIFORNIA, LLC, AND
WEST ROSEVILLE DEVELOPMENT COMPANY, INC.
RELATIVE TO THE WEST ROSEVILLE SPECIFIC PLAN**

This Eleventh Amendment of Development Agreement (“Eleventh Amendment”) is entered into this _____ day of _____, 2023, by and between the CITY OF ROSEVILLE, a municipal corporation (“City”) and West Roseville Development Company, Inc., a Delaware corporation (“Developer”), pursuant to Sections 65864 through 65869.5 of the Government Code of California.

RECITALS

A. Developer’s predecessor in interest, Roseville Fiddymment Land Venture, LLC (“RFLV”) and City entered into a Development Agreement (the “Development Agreement”) which was approved by the City Council of City on February 23, 2004, and recorded on June 21, 2004, in the Official Records of Placer County as Document No. 2004-0080708. The Development Agreement governs a portion of the West Roseville Specific Plan Area (“Specific Plan”, “WRSP”, or “Plan Area”). Except as otherwise defined herein, all capitalized terms used herein shall have the meanings ascribed thereto in the Development Agreement.

B. Certain terms of settlement agreements arising out of two lawsuits regarding the WRSP (Catalano v. Roseville and Defenders of Wildlife v. Norton) imposed additional conditions on the WRSP that required implementation through the amendment of Development Agreement.

C. On January 4, 2006, City and RFLV, by Ordinance No. 4324, entered into the First Amendment of the Development Agreement (“First Amendment”). The First Amendment was recorded on March 2, 2006, in the Official Records of Placer County as Instrument No. 2006-0022488.

D. On June 18, 2008, City and RFLV, by Ordinance No. 4668, entered into the Second Amendment of the Development Agreement (“Second Amendment”). The Second Amendment was recorded on July 22, 2008, in the Official Records of Placer County as Instrument No. 2008-0059263.

E. On September 2, 2009, City and RFLV, by Ordinance No. 4767, entered into the Third Amendment of the Development Agreement (“Third Amendment”). The Third Amendment was recorded on September 10, 2009, in the Official Records of Placer County as Instrument No. 2009-0078876.

F. On July 17, 2013, City and ATC Realty One, LLC, by Ordinance No. 5211, entered into the Fourth Amendment of the Development Agreement (“Fourth Amendment”). The Fourth Amendment was recorded on August 20, 2013, in the Official Records of Placer County as Instrument No. 2013-082174.

G. On May 7, 2014, City and ATC Realty One, LLC, by Ordinance No. 5337, entered into the Fifth Amendment of the Development Agreement (“Fifth Amendment”). The Fifth Amendment was recorded on June 18, 2014, in the Official Records of Placer County as Instrument No. 2014-0040699.

H. On August 6, 2014, City and West Roseville Development Company, Inc., by Ordinance No. 5385, entered into the Sixth Amendment of the Development Agreement (“Sixth Amendment”). The Sixth Amendment was recorded on August 14, 2014, in the Official Records of Placer County as Instrument No. 2014-0055752.

I. On September 15, 2017, City and ATC Realty One, LLC and Fiddymment 116 Lots, LLC, by Ordinance No. 5863, entered into the Seventh Amendment of the Development Agreement (“Seventh Amendment”). The Seventh Amendment was recorded on September 22, 2017, in the Official Records of Placer County as Instrument No. 2017-0073441.

J. On April 1, 2020, City and ATC Realty One, LLC, and Roseville Schools, LLC, by Ordinance No. 6208, entered into the Eighth Amendment of the Development Agreement (“Eighth Amendment”). The Eighth Amendment was recorded on June 9, 2020, in the Official Records of Placer County as Instrument No. 2020-0054607.

K. On April 1, 2020, City, Taylor Morrison of California, JEN California 15, LLC, and Developer, by Ordinance No. 6209, entered into the Ninth Amendment of the Development Agreement (“Ninth Amendment”). The Ninth Amendment was recorded on August 27, 2020, in the Official Records of Placer County as Instrument No. 2020-0092428.

K. On April 5, 2023, City and Developer, by Ordinance No. 6639 entered into the Tenth Amendment of the Development Agreement (“Ninth Amendment”). The Ninth Amendment was recorded on May 22, 2023, in the Official Records of Placer County as Instrument No. 2023-0026229-00.

L. This Eleventh Amendment affects that property owned by Developer within the Plan Area (the “Eleventh Amendment Property”) as described in Exhibit “A” and depicted in Exhibit “B” attached to this Eleventh Amendment.

M. This Eleventh Amendment affects the Eleventh Amendment Property and shall run with the land described herein.

N. The Eleventh Amendment is authorized by Section 1.4 of the Development Agreement.

NOW THEREFORE, THE PARTIES MUTUALLY AGREE AS FOLLOWS:

1. AMENDMENT OF DEVELOPMENT AGREEMENT. The following sections and exhibits of the Development Agreement are hereby amended as follows:

a. REVISED SECTION 2.6.1. Section 2.6.1 is revised in its entirety to read as follows:

“2.6.2.1 Affordable Obligation. Developer agrees that 586 affordable rental units will be reserved within the Property, including 235 units for rental to very low income households and 235 units for rental to low income households, and 116 units for rental to middle-income households, as follows:

Parcel F-6B	66 very low income rental units
	66 low income rental units
	63 middle-income rental units

Parcel F-8A	0 very low income rental units 0 low income rental units 53 middle-income rental units
Parcel F-20	78 very low income rental units 76 low income rental units
Parcel F-22	91 very low income rental units 93 low income rental units”

2. EXHIBITS. The following revised exhibits (Revised Exhibits) are attached hereto and incorporated herein by reference and hereby replace and supersede the respective exhibits previously attached to the Development Agreement. Accordingly, all references to the applicable exhibits in the Development Agreement, as amended hereby, shall mean and refer to the corresponding Revised Exhibits below:

Revised Exhibit D	Land Use Plan
Revised Exhibit E	Affordable Housing Sites

3. CONSISTENCY WITH GENERAL PLAN. The City Council has found and determined that this Amendment of the Development Agreement is in the best interest of the public health, safety and general welfare and is consistent with the General Plan and the West Roseville Specific Plan.
4. AMENDMENT. This Amendment amends, but does not replace or supersede, the Development Agreement, except as specified herein. In the event of any conflict, the language of this Amendment shall be controlling in all events or circumstances. As amended hereby, the Development Agreement remains in full force and effect.
5. FORM OF AMENDMENT. This Amendment is executed in two duplicate originals, each of which is deemed to be an original.

IN WITNESS WHEREOF, the City of Roseville, a municipal corporation, has authorized of this Amendment in duplicate by its City Manager and attested to by its City Clerk under the authority of Ordinance No. _____, adopted by the Council of the City of Roseville on the ____ day of _____, 2023.

[Signatures on the following page]

CITY:

CITY OF ROSEVILLE,
a municipal corporation

BY: _____
Dominick Casey
City Manager

ATTEST:

BY: _____
Carmen Avalos
City Clerk

APPROVED AS TO FORM:

BY: _____
Michelle Sheidenberger
City Attorney

APPROVED AS TO SUBSTANCE:

BY: _____
Mike Isom
Development Services Director

DEVELOPER:

WEST ROSEVILLE DEVELOPMENT COMPANY, INC.
a California corporation

BY: _____
James C. Ghielmetti
ITS: President

BY: _____
Donald H. Kuemmeler
ITS: Vice President

Exhibit A
Eleventh Amendment Property
Legal Description

Lot 22, as shown on the Final Map of Fiddymment Ranch Phase 1 Large Lot Subdivision, Subdivision No. 03-11, recorded in Book AA of Maps, at page 10, Placer County records.

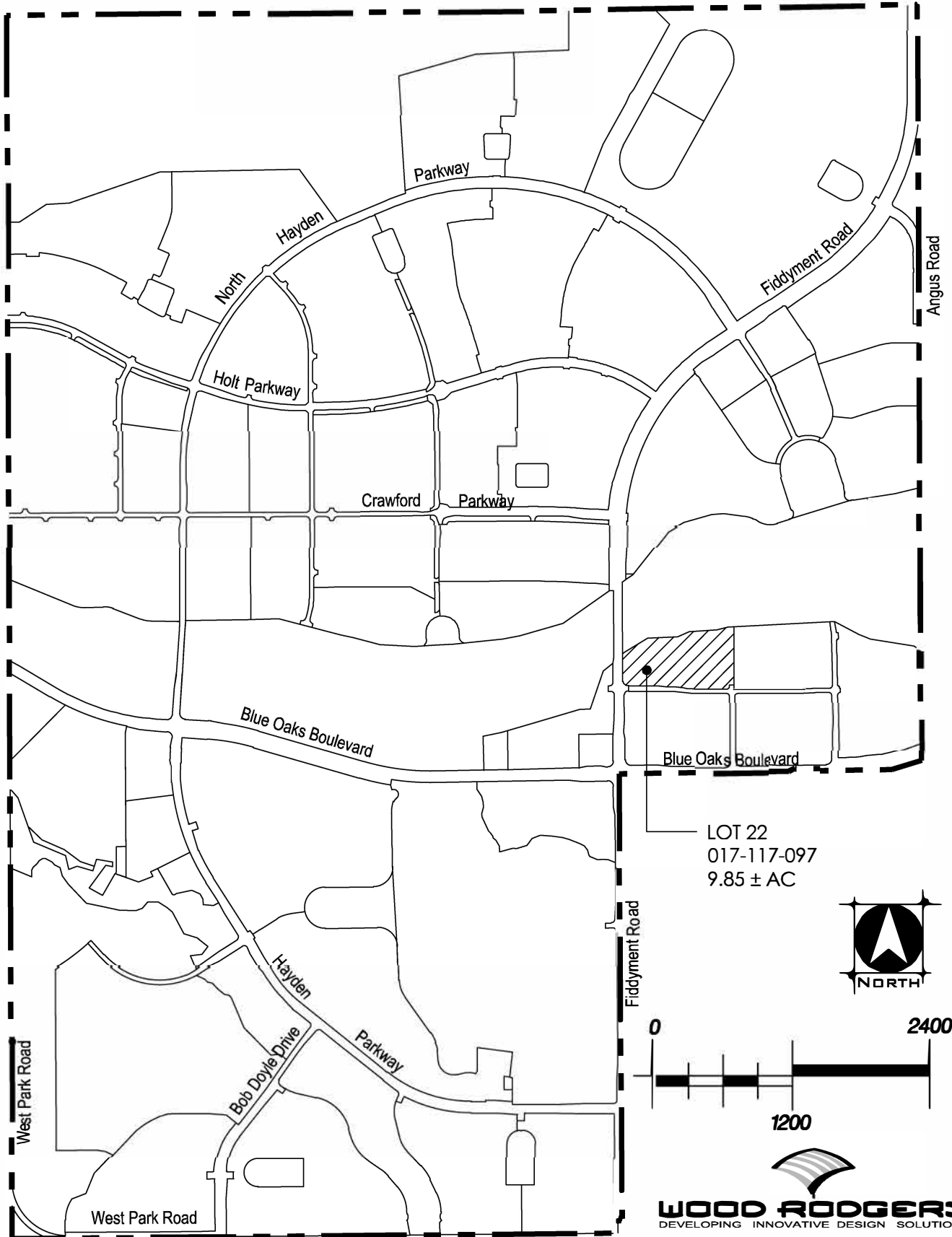
Exhibit B
Eleventh Amendment Property Map
Parcel F-22

**REVISED EXHIBIT D
LAND USE PLAN**

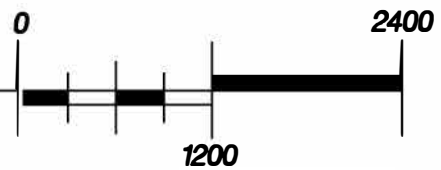
**REVISED EXHIBIT E
AFFORDABLE HOUSING SITES**

EXHIBIT B

ELEVENTH AMENDMENT PROPERTY



LOT 22
017-117-097
9.85 ± AC



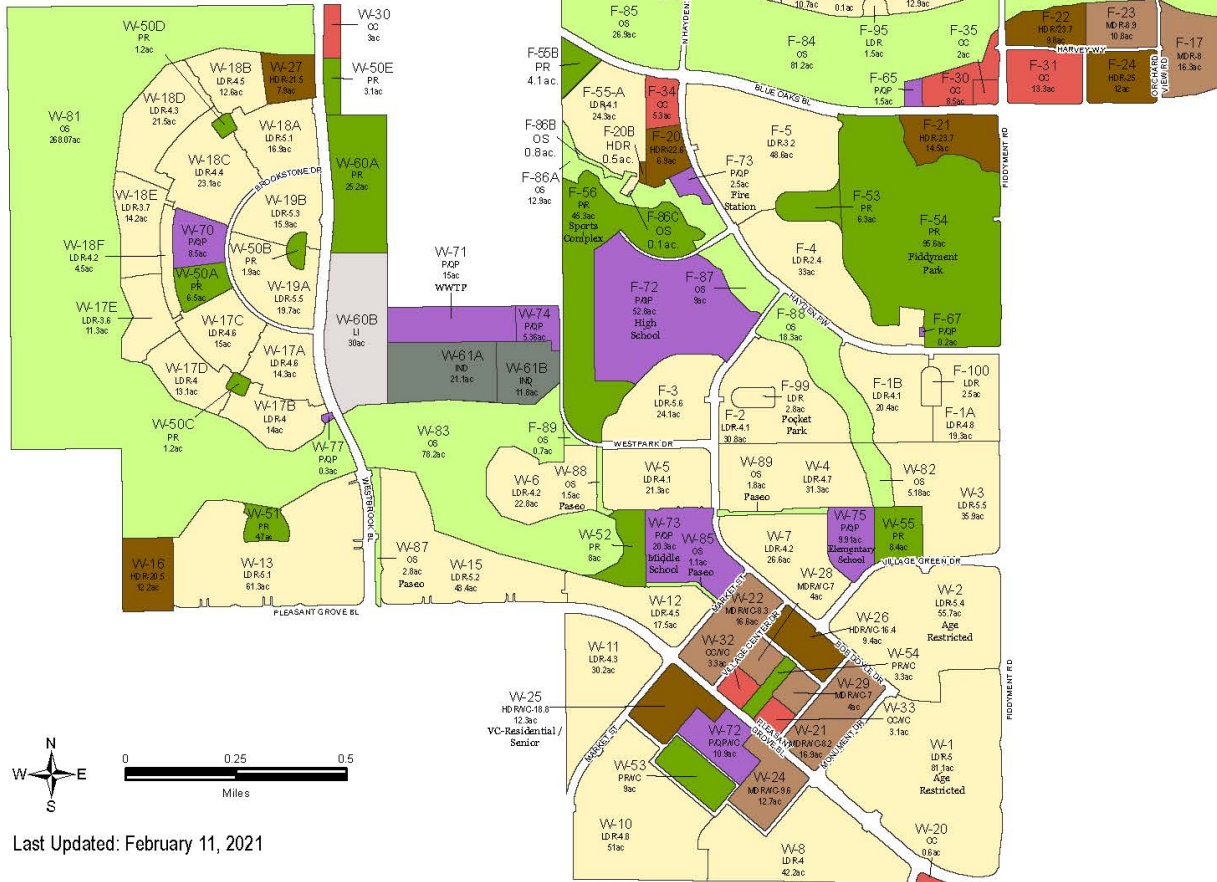
WOOD RODGERS
DEVELOPING INNOVATIVE DESIGN SOLUTIONS
3301 C St, Bldg. 100-B
Sacramento, CA 95816
Tel 916.341.7760
Fax 916.341.7767

Exhibit D

WEST ROSEVILLE LAND USE PLAN

Land Use Designation		Acres
LDR	Age Restricted	136.8
	Pocket Park	14.1
MDR	Residential	1,335.8
	VC-Residential	80.9
HDR	Residential	54.1
	VC-Residential	95.0
CC	VC-Residential / Senior	9.4
	Commercial	12.3
LI	VC-Commercial	48.6
	Light Industrial	6.4
IND	Industrial	55.2
	Open Space	30.0
OS	Paseo	691.8
	Fiddlyment Park	13.7
PR	Park	95.6
	Sports Complex	67.3
PIGP	VC-Park	75.4
	VC-Church	9.0
ROW	Elementary School	3.3
	Fire Station	37.6
	High School	2.5
	Middle School	52.8
	Substation	20.3
	Water Tank	1.5
	Well	10.9
	WWTP	5.4
	Right of Way	0.5
		15.0
Totals:		3,163.5

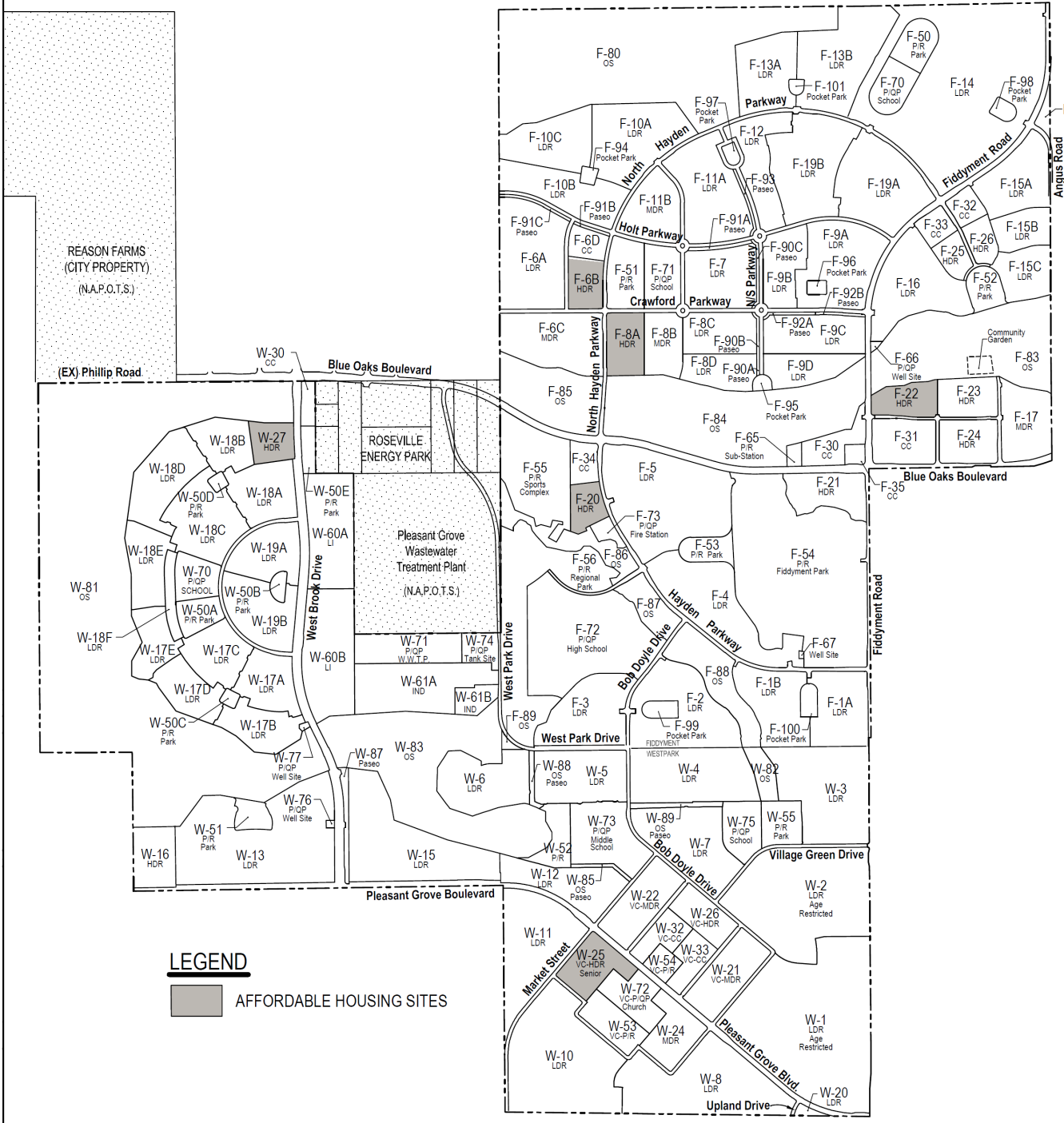
*See Land Use By Parcel table for Unit totals



Last Updated: February 11, 2021

Exhibit E

Affordable Housing Sites



LEGEND
 AFFORDABLE HOUSING SITES

Note: Underlying parcel basemap used in this figure is not regularly updated. Refer to Figure 4-1 for the most up to date parcel basemap.

