



PLACER, County Recorder
 RYAN RONCO
DOC- 2024-0026645-00

WEDNESDAY, MAY 22, 2024 01:24 PM
 MIC \$0.00 | AUT \$0.00 | SBS \$0.00
 ERD \$0.00 | SB2 \$0.00 | * \$0.00
 ADD \$0.00

Ttl Pd \$0.00 Rcpt # 03321240
 CLK6BCXJ93/JC/1-147

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 Govt. Code 27383

**FIRST AMENDMENT RE-RECORDING OF DEVELOPMENT AGREEMENT AND REZONE –
 AMORUSO RANCH SPECIFIC PLAN**

FIRST AMENDMENT RECORDED January 28, 2021 number 2021-0012078-00

148.7 Acres

Exhibit A - "Legal Description" was incorrect - Replaced with Exhibit A

Exhibit B - "Property Map" was incorrect - Replaced with Exhibit B



PLACER, County Recorder
 RYAN RONCO
 DOC- 2021-0012078-00

Recording Requested by and when
 Recorded Mail to:
 CITY OF ROSEVILLE
 City Clerk
 311 Vernon Street
 Roseville, CA 95678

THURSDAY, JAN 28, 2021 11:11 AM
 MIC \$0.00 | AUT \$0.00 | SBS \$0.00
 ERD \$0.00 | SB2 \$0.00 | * \$0.00
 ADD \$0.00

Ttl Pd \$0.00 Rcpt # 02990872
 CLKBZMG9T2/KO/1-139

Exempt from recording fees
 Pursuant to Govt. Code 27383

(THIS SPACE RESERVED FOR RECORDER'S USE)

**FIRST AMENDMENT OF DEVELOPMENT AGREEMENT AND REZONE – AMORUSO RANCH
 SPECIFIC PLAN
 ORIGINAL AGREEMENT RECORDED August 24, 2016 number 2016-0070352-00**



**PLACER, County Recorder
RYAN RONCO**

DOC- 2016-0070352-00

WEDNESDAY, AUG 24, 2016 12:06:22
MIC \$0.00 | AUT \$0.00 | SBS \$0.00
ERD \$0.00 | RED \$0.00 | * \$0.00
ADD \$0.00

Ttl Pd \$0.00 Rcpt: # 02538408
CLK98BT282/JL/1-215

(THIS SPACE RESERVED FOR RECORDER'S USE)

Recording Requested by:

CITY OF ROSEVILLE

When Recorded Mail to:

City Clerk
City of Roseville
311 Vernon Street
Roseville, CA 95678

Exempt from recording fees
Pursuant to Govt. Code 27383

**DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF ROSEVILLE,
BROOKFIELD SUNSET, LLC AND JENNIFER M. AMORUSO, SUCCESSOR
TRUSTEE OF THE AMORUSO FAMILY LIVING TRUST DATED MARCH 14, 2005
RELATIVE TO THE AMORUSO RANCH SPECIFIC PLAN
(148.7 acres)**

**FIRST AMENDMENT OF DEVELOPMENT AGREEMENT
BY AND BETWEEN THE CITY OF ROSEVILLE, BROOKFIELD SUNSET, LLC, AND
JENNIFER M. AMORUSO, SUCCESSOR TRUSTEE OF THE AMORUSO FAMILY
LIVING TRUST DATED MARCH 14, 2005
RELATIVE TO THE AMORUSO RANCH SPECIFIC PLAN**

This First Amendment of Development Agreement (the "First Amendment") is entered into this 1st day of April, 2020, by and between the CITY OF ROSEVILLE, a municipal corporation ("City"), BROOKFIELD SUNSET, LLC, a California limited liability company ("Brookfield"), and ANGELA EISENPRESS, Successor Trustee of the Amoruso Family Living Trust Dated March 14, 2005 ("Amoruso")(collectively, "Landowner"), pursuant to Sections 65864 through 65869.5 of the Government Code of the State of California.

RECITALS

A. City and Landowner entered into a Development Agreement (the "Development Agreement") which was approved by the City Council of City on July 6, 2016, and recorded on August 24, 2016, in the Official Records of Placer County as Document No. 2016-0070352-00. City and Landowner entered into the Development Agreement relative to development within a portion of the Amoruso Ranch Specific Plan ("Specific Plan", "ARSP", or "Plan Area"), as such is more precisely described in Exhibits "A" and "B" of the Development Agreement (the "Property"), as those exhibits are amended by Exhibits "A" and "B" attached hereto. Except as otherwise defined herein, all capitalized terms used herein shall have the meanings ascribed thereto in the Development Agreement.

B. Since approval of the Development Agreement, a Brookfield entity, Brookfield Sacramento Holdings, LLC, has become the fee title owner of a portion of the Property, as shown in Exhibit "D" attached to this First Amendment, and Brookfield remains under contract to purchase the balance of the Property from Amoruso, with all persons holding legal or equitable interests in the Property being bound by the Development Agreement and this First Amendment.

C. Concurrent with its consideration of this First Amendment, City is processing a General Plan Amendment (Resolution No. 20-079), a Specific Plan Amendment (Resolution No. 20-080), a Rezone (Ordinance No. 6206), and a Tentative Subdivision Map Modification (TSM _____) for purposes of revising land use entitlements on the Property. City and Landowner wish to enter into this First Amendment in order to provide consistency with these land use approvals.

D. This First 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. TABLE OF CONTENTS. The entry below is deleted from the Table of Contents:

“3.7.1 Placer County Water Agency Supply”.

b. REVISED SECTION 2.2. Section 2.2 is revised in its entirety to read as follows:

“2.2 Vested Entitlements. Subject to the provisions and conditions of this Agreement, City agrees that City is granting, and grants herewith, a fully vested entitlement and right to develop the Property in accordance with the terms and conditions of the Entitlements, including, but not limited to, allocation of residential units to residentially designated parcels in the Specific Plan, minimum lot sizes, street locations and configurations in any approved tentative subdivision maps, and allocation of building square footage to commercially designated parcels in the Specific Plan. City acknowledges that the Entitlements include the following Specific Plan land use designations and approximate gross acreages for all land uses for the Property as shown in the Specific Plan Land Plan in Exhibit "E", attached hereto and summarized below:

Low Density Residential	1,252 units on 239.3 Gross Acres;
Medium Density Residential	542 units on 50.3 Gross Acres;
High Density Residential	873 units on 38.1 Gross Acres;
Community Commercial	23.9 Gross Acres;
Community Commercial/Village District	159 units on 27.3 Gross Acres;
Park	22.1 Gross Acres;
Open Space	144.2 Gross Acres;
Open Space (Paseos)	10.7 Gross Acres;
School	9.6 Gross Acres;

Public/Quasi Public	7.6 Gross Acres;
Right of Way	52.0 Gross Acres;
NAPOTS (Placer Parkway)	<u>49.2 Gross Acres.</u>
TOTAL	674.4 Gross Acres

Such uses shall be developed in accordance with the Entitlements, as such Entitlements provide on the Effective Date of this Agreement. Landowner's vested right to proceed with the development of the Property shall be subject to subsequent approvals, provided that any conditions, terms, restrictions and requirements for such subsequent approvals shall not prevent development of the Property for the uses set forth in the Entitlements, and as more fully set forth in Section 2.4.1 below."

- c. DELETED SECTION 3.7.1. Section 3.7.1 is deleted in its entirety.
- d. REVISED SECTION 3.7.2. Section 3.7.2 is revised in its entirety to read as follows:

"3.7.2 Financing of Water Supply.

Landowner shall have no obligation to install or pay for the installation of any off-site water storage, treatment, or transmission facilities (other than those which may be required by other sections of this Agreement) except through the payment of water connection fees levied and collected by the City at the time of development pursuant to the then existing City ordinances and this Agreement."

- e. REVISED SECTION 3.7.3. Section 3.7.3 is revised in its entirety to read as follows:

"3.7.3 Groundwater Well.

3.7.3.1 Parcel Dedication. Landowner shall dedicate to City Parcel AR-58 for water system facilities, including a groundwater well, at the approximate location shown on Exhibit "L". Landowner shall construct frontage improvements for Parcel AR-58, including water, recycled water, wastewater, storm drainage, electric and communication fiber conduit.

3.7.3.2 Well Construction Requirements. As shown in Exhibits "L" and "N", the water facilities site shall be constructed adjacent to the 24" water line to be constructed in Road B, and be connected to that 24" water line with a 16" water line within Road A. Landowner shall install a test well in a location mutually agreed upon by Landowner and City to determine if the well location

utilized meets desired capacity and water quality. If the desired capacity and water quality are confirmed by the test well, Landowner shall be responsible for drilling and completing the production well (but not above ground well improvements such as pumping and treatment facilities) as further described below (the "Water Construction Requirements"). City shall be responsible for the construction and costs of above ground production well (topside) improvements such as pumping and treatment facilities. It is the intent of this section (and the Parties) that the groundwater well location identified within the Project shall be capable of achieving a yield of approximately 1,800 gallons per minute, be designed for Aquifer Storage and Recovery, and the groundwater water is of such quality that only disinfection will be required to meet California Drinking Water Quality Standards. Should the City determine the available capacity or water quality does not achieve these objectives, Landowner shall, at its own cost, work with the City to relocate the well site within the Project to an alternative site mutually agreed to by City and Landowner until these objectives are satisfied.

Landowner shall contact the City Environmental Utilities Department prior to design and construction of the production well. The production well shall be in operation at the time of occupancy of the 250th residential unit in the Project. Landowner shall receive approval from the City of the well design and drilling method prior to commencement of this work. In addition, notwithstanding the foregoing, the well shall be drilled prior to the time of occupancy of any residential units within 500 feet of the well site. Landowner shall include noise curtains for the well if at the time of construction of the well homes are occupied between 500 feet and 1,000 feet of the well.

If City determines that the production well is required prior to the occupancy of the 250th residential unit in the Project, City has the right to construct the test well and the production well. Landowner shall reimburse City for the actual cost of the below ground improvements for the test well and production well, as set forth above, including annual CCI adjustments of such costs, upon occupancy of the 250th residential unit in the Project. If City constructs the test well and production well prior to the occupancy of the 250th residential unit in the Project, Landowner agrees to construct an all weather access roadway within either the Road A or Road B RoW and all associated infrastructure necessary to serve Parcel AR-58 as specified in this Section 3.7.3 within one (1) year of notification from City if Road B has not otherwise already been constructed by Landowner.

Notwithstanding the foregoing, if the City adopts a revised water connection fee which encompasses the costs of the Well Construction Requirements, Landowner shall be relieved of the Well Construction

Requirements set forth in this Section 3.7.3.2.

Landowner shall, prior to the issuance of the first building permit in the Project phase where an existing well is located, destroy the well or wells in that particular Project phase from among the two existing agriculture irrigation wells and one domestic well in the Project Area. Landowner shall obtain from City a Well Permit and follow the California Well Standards for the destruction of the wells on the Property. All construction plans shall be designed pursuant to City's then current Standards and mutually agreed to by Landowner and the Environmental Utilities Director, and subject to City plan review, construction inspection and final approval. Landowner shall pay the then current plan check, mapping and inspection costs as incurred by City for review, mapping, and inspection of the destruction of the wells."

f. REVISED SECTION 3.7.5. Section 3.7.5 is revised in its entirety to read as follows:

"3.7.5 Water Conservation Goal. The City has determined, and the Landowner agrees, that the available water supply, as documented in the Water Supply Assessment for the Project, is sufficient to serve all phases of the Project. This determination was the conclusion of a review of the various technical studies completed in connection with the environmental review of the Project. The demand for water at build-out of the Project was determined by reference to the City's current information on water usage by the various land uses included and permitted within the City and the proposed land uses within the Project and by reference to the Landowner's Water Conservation Plan which includes a reduction in water use by approximately 15% over current (i.e., Effective Date of this Agreement) use characteristics.

The sources for water evaluated for the Project are the same types of sources currently used throughout the City; namely, surface water contracts with federal and local agencies and the use of groundwater. City and Landowner are satisfied, based upon detailed technical analysis, that the demand and source assumptions relied upon to assure water for the Project are valid. However, the Parties have agreed to the following procedure to assure the continued validity of the underlying assumptions and the continued availability of sufficient water to service all phases of the Project. With the implementation of the City's Advanced Metering Infrastructure ("AMI") system, the City will have the ability to monitor potable water consumption on a near real-time basis. If the City determines that water consumption exceeds what was anticipated, and will negatively affect the City's ability to provide water for the Project, then the Parties shall meet and in good faith attempt to implement whatever measures are needed to assure the

water supply will meet the Project's demands. In the event that the City adopts a City-Wide requirement for a reduction in water use by more than the approximately 15% over current potable water usage as set forth herein, and the then built portion of the Project has met its approximately 15% objective set forth in this Section 3.7.5, the residential units for which building permits have not yet been issued shall be required to implement such measures necessary to achieve such City-Wide requirement, above the approximately 15% objective set forth in this Section 3.7.5. Development and implementation of such measures shall be at Landowner's cost. The foregoing notwithstanding, should City achieve its adopted City-Wide water conservation goals, the Project shall not under any circumstances be deemed out of compliance with its Water Conservation Plan water conservation objective as set forth herein."

- g. REVISED SECTION 3.9.2. The last paragraph of Section 3.9.2 is revised in its entirety to read as follows:

"If City institutes a recycled water connection fee, or such fee is embedded into City's revised water connection fee (which encompasses the estimated \$2.287 million for expansion of the WRSP recycled water tank and pump station described in the preceding paragraph), prior to the issuance of any building permits in the Project, Landowner shall not be responsible for the payment of the estimated \$2.287 million pro-rata share of the cost of the expansion of the WRSP recycled water tank and pump station except through the payment of the City recycled water connection fee, or City's revised water connection fee if a recycled water connection fee is embedded into City's revised water connection fee, or any special benefit fees as may be applicable to the Project to fund the expansion of the WRSP recycled water tank and pump station."

- h. REVISED SECTION 3.11.3. Section 3.11.3 is revised in its entirety to read as follows:

"3.11.3 CSP Electric Substation. Pursuant to the development agreement in the CSP, CSP landowners are required to dedicate to City, grade and provide access to a parcel in the CSP (designated Parcel C-81 in the Specific Plan) for an electric substation to serve the CSP (the "Substation Site"). Under the development agreement between CSP landowners and City, such Substation Site must be provided to City prior to issuance of the 923rd residential building permit, or combination of building permits, in the CSP. Should the Substation Site not have been dedicated to City, graded with access provided at the time that Landowner wishes to proceed with development of the Project, Landowner shall have the right to cause such dedication, grading and provision of access to the Substation Site for City to construct the electric substation that will serve both the CSP and

the Project. Where the CSP Developer has not provided the Substation Site and associated improvements required in the CSP development agreement, then, provided that Landowner provides an access road, power line, temporary easements, and Substation Site as defined in the CSP development agreement prior to the issuance of the 500th residential building permit in the ARSP, the City shall not restrict the issuance of any additional building permits in the ARSP beyond the 500 residential building permits noted herein on the basis of insufficient electrical service capacity for the balance of the Project. Should there be a delay by the CSP Developer or Landowner, as provided herein, in dedicating the Substation Site and associated improvements as required in the CSP development agreement, such delay shall result in the delay in the availability of power to the ARSP until such time as the Substation Site is fully operational with the ability to serve the remainder of the ARSP. Landowner acknowledges that, in the absence of any available capacity utilizing temporary lines that could serve the Project on an interim basis, the CSP electric substation must be in operation and 12kV circuits extended to the Project for electric service to be provided to the Plan Area, subject to the provisions set forth above. In addition to the Substation Site, Landowner shall install an all-weather access road along the south side of Pleasant Grove Creek from the southeast corner of the CSP to the Westbrook Boulevard bridge crossing over Pleasant Grove Creek sufficient to allow the construction and maintenance of the 60kV overhead power line required to feed the CSP electric substation."

- i. REVISED SECTION 3.11.4. Section 3.11.4 is revised in its entirety to read as follows:

"3.11.4 60kV Exhibit. Exhibit "U" to the Agreement is hereby deleted, and the 60kV electric line serving the Substation Site referenced in Section 3.11.3 above is shown in Exhibit "CC" to the CSP development agreement."

- j. REVISED SECTION 3.12.3. The first paragraph of Section 3.12.3 is revised in its entirety to read as follows:

"3.12.3 Neighborhood Park Fee. In accordance with the park financing plan for the Property, Landowner shall pay a neighborhood park fee (the "Neighborhood Park Fee"), upon the issuance of each residential building permit within the Project, to fund neighborhood park construction. Such Neighborhood Park Fee shall be \$2,917 per Low Density Residential unit, \$2,492 per Medium Density Residential unit, and \$2,067 per High Density Residential unit (but excluding carriage units, which shall not pay neighborhood park fees), subject to annual adjustment, on July 1, based on the percentage change in the CCI (Construction

Cost Index). All such Neighborhood Park Fees shall be deposited into the applicable neighborhood park fee fund.”

k. REVISED SECTION 3.12.4. Section 3.12.4 is revised in its entirety to read as follows:

“3.12.4 City-Wide Park Fee. Upon issuance of each residential building permit within the Project, Landowner shall pay a City-Wide park fee (the “City-Wide Park Fee”) to fund the construction of City-Wide park facilities in the City. The City-Wide Park Fee, as described in Section 3.12.5 below, shall be \$1,680 per Low Density Residential unit, \$1,435 per Medium Density Residential unit, and \$1,190 per High Density Residential unit (but excluding carriage units, which shall not pay City-Wide Park Fees), subject to annual adjustment, on July 1, based on the percentage change in the CCI.”

l. REVISED SECTION 3.12.5. Section 3.12.5 is revised in its entirety to read as follows:

“3.12.5 City-Wide Park In-Lieu Fee. In accordance with the park financing plan for the Property, Landowner shall pay a city-wide park in-lieu fee for the land dedication component of the Project’s City-Wide Park obligation (the “City-Wide Park In-Lieu Fee”), upon issuance of each residential building permit within the Project, to fund improvements to the City-wide park in the WRSP or other city-wide parks within the City. Such City-Wide Park In-Lieu Fee shall be \$1,222 per Low Density Residential unit, \$1,044 per Medium Density Residential unit, and \$866 per High Density Residential unit (but excluding carriage units, which shall not pay City-Wide Park In-Lieu fees), subject to annual adjustment, on July 1, based on the percentage change in the CCI.”

m. REVISED SECTION 3.17.1.2(f). Section 3.17.1.2(f) is revised in its entirety to read as follows:

(f) “Landowner may utilize the Statewide Community Infrastructure Program (“SCIP”) program and/or the Bond Opportunities for Land Development (“BOLD”) program for any eligible impact fees.”

n. REVISED SECTION 3.24. Section 3.24 is revised to add the following additional disclosures as items 20. and 21.:

“20. Livestock grazing may occur within the open space preserve areas.

21. Every residential unit is equipped with a recirculating hot water system, or similar technology to provide instantaneous hot water at each hot water faucet.”

o. REVISED EXHIBITS. The following exhibits attached to the Development Agreement are replaced by new exhibits attached to this First Amendment as follows:

Exhibit A	Property Legal Description
Exhibit B	Property Map
Exhibit C	Annexation Area and Plan Area
Exhibit D	Specific Plan Property Ownership
Exhibit E	Land Use Plan
Exhibit F	Affordable Housing Sites
Exhibit G	Phasing Plan
Exhibit H	Road Improvements
Exhibit H-1	Offsite Road Facilities for Reimbursement
Exhibit I	Traffic Signals
Exhibit J-1	Wastewater Facilities
Exhibit J-2	Wastewater Facilities
Exhibit K-1	Offsite Wastewater Facilities for Reimbursement
Exhibit L	Groundwater Well
Exhibit M	Water Conservation Plan
Exhibit N	Water Facilities
Exhibit O-1	Water Facilities for Reimbursement
Exhibit O-2	Offsite Water Facilities for Reimbursement
Exhibit P	Recycled Water Facilities
Exhibit Q-1	Offsite Recycled Water Facilities for Reimbursement
Exhibit R	Drainage Facilities
Exhibit S	Post Development 100 Year Floodplain
Exhibit T	Fiber Optic Improvements
Exhibit V	Parks and Open Space
Exhibit W	Parks Financing Plan
Exhibit Y	Open Space Areas
Exhibit AA	DUE Allocation to Specific Plan Parcels for CSP Reimbursements

2. CONSISTENCY WITH GENERAL PLAN. The City Council has found and determined that this First Amendment of the Development Agreement is consistent with the General Plan and the Amoruso Ranch Specific Plan.

3. AMENDMENT. This First Amendment amends, but does not replace or supersede, the Development Agreement, except as specified herein. As amended hereby, the Development Agreement remains in full force and effect.

4. FORM OF AMENDMENT. This First 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, as attested to by its City Clerk under the authority of Ordinance No. 6205, adopted by the Council of the City of Roseville on the 12 day of April 2020.

CITY OF ROSEVILLE,
A municipal corporation

By: _____
Dominick Casey
City Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: _____
John Norman
Vice President

ATTEST:

By: _____
Rick Whitney
Chief Financial Officer

By: _____
Sonia Orozco
City Clerk

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

Angela Eisenpress
Angela Eisenpress, Successor Trustee

APPROVED AS TO FORM:

By: _____
Robert R. Schmitt
City Attorney

**Notary Public
See Attached**

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

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

State of California)

County of SANTA CRUZ)

On 12/16/2020 before me, G. BAKER, NOTARY PUBLIC
(Here insert name and title of the officer)

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

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

WITNESS my hand and official seal.

G. Baker

Notary Public Signature

(Notary Public Seal)



ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT
first Amendment of
(Title or description of attached document)
Development Agreement
(Title or description of attached document continued)

Number of Pages _____ Document Date _____

CAPACITY CLAIMED BY THE SIGNER

- Individual (s)
 Corporate Officer

(Title)

- Partner(s)
 Attorney-in-Fact
 Trustee(s)
 Other _____

INSTRUCTIONS FOR COMPLETING THIS FORM

This form complies with current California statutes regarding notary wording and, if needed, should be completed and attached to the document. Acknowledgments from other states may be completed for documents being sent to that state so long as the wording does not require the California notary to violate California notary law.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. he/she/they, is /are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ❖ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
 - ❖ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.

3. AMENDMENT. This First Amendment amends, but does not replace or supersede, the Development Agreement, except as specified herein. As amended hereby, the Development Agreement remains in full force and effect.

4. FORM OF AMENDMENT. This First 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, as attested to by its City Clerk under the authority of Ordinance No. 6205, adopted by the Council of the City of Roseville on the 12 day of April, 2020.

CITY OF ROSEVILLE,
A municipal corporation

By: _____
Dominick Casey
City Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: _____
John Norman
Vice President

ATTEST:

By: _____
Rick Whitney
Chief Financial Officer

By: _____
Sonia Orozco
City Clerk

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

Angela Eisenpress, Successor Trustee

APPROVED AS TO FORM:

By: _____
Robert R. Schmitt
City Attorney

CALIFORNIA ALL PURPOSE ACKNOWLEDGMENT

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

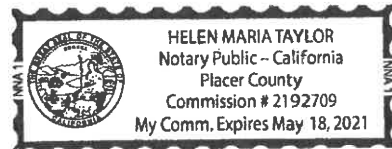
State of California)
)ss.
County of PLACER)

On December 16, 2020 before me HELEN MARIA TAYLOR Notary Public,
personally appeared JOHN W. NORMAN

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

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct. WITNESS my hand and official seal.

Signature Helen Maria Taylor (Seal)



3. AMENDMENT. This First Amendment amends, but does not replace or supersede, the Development Agreement, except as specified herein. As amended hereby, the Development Agreement remains in full force and effect.

4. FORM OF AMENDMENT. This First Amendment is executed in two duplicate originals, each of which is deemed to be an original.

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CITY OF ROSEVILLE,
A municipal corporation

By: _____
Dominick Casey
City Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: _____
John Norman
Vice President

ATTEST:

By: 
Rick Whitney
Chief Financial Officer

By: _____
Sonia Orozco
City Clerk

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

Angela Eisenpress, Successor Trustee

APPROVED AS TO FORM:

By: _____
Robert R. Schmitt
City Attorney

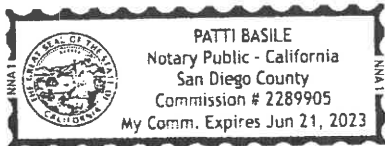
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

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

State of California }
County of San Diego }
On 11/7/2021 before me, Patti Basile, Notary Public,
Date Here Insert Name and Title of the Officer
personally appeared Richard T. Whitney
Name(s) of Signer(s)

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



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

WITNESS my hand and official seal.

Signature Patti Basile
Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney in Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney in Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____

3. AMENDMENT. This First Amendment amends, but does not replace or supersede, the Development Agreement, except as specified herein. As amended hereby, the Development Agreement remains in full force and effect.

4. FORM OF AMENDMENT. This First 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, as attested to by its City Clerk under the authority of Ordinance No. 6205, adopted by the Council of the City of Roseville on the 1st day of April, 2020.

CITY OF ROSEVILLE,
A municipal corporation

By: [Signature]
Dominick Casey
City Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

X
By: _____
John Norman
Vice President

ATTEST:

By: [Signature]
Sonia Orozco
City Clerk

X
By: _____
Rick Whitney
Chief Financial Officer

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

[Signature]
Angela Eisenpress, Successor Trustee

APPROVED AS TO FORM:

By: [Signature]
Robert R. Schmitt
City Attorney

SEE CALIFORNIA
Ack _____ FORM
ATTACHED

APPROVED AS TO SUBSTANCE:

By: 

Mike Isom
Development Services ~~Manager~~ *ME*
Director

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

STATE OF CALIFORNIA)
 : ss.
COUNTY OF PLACER)

On 1/15/2021, before
me, Cary Busterna, Notary Public,

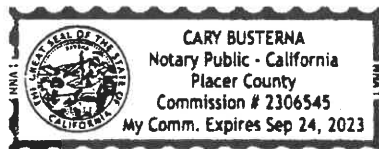
personally appeared Dominick Casey, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s)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

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

WITNESS my hand and official seal.

Signature *Cary Busterna*
Signature of Notary Public

SEAL



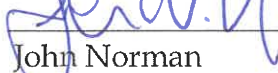
Document type: Development Agreement

CITY OF ROSEVILLE,
A municipal corporation

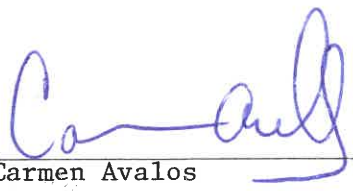
By: 
Dominick Casey
City Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: 
John Norman
Vice President

ATTEST:


By: 
Carmen Avalos
City Clerk

By: _____
Rick Whitney
Chief Financial Officer

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

Angela Eisenpress, Successor Trustee

APPROVED AS TO FORM:

By: 
Michelle Sheidenberger
City Attorney

Signed in counterpart

APPROVED AS TO SUBSTANCE:

By: 
Mike Isom
Development Services Manager
Director

ACKNOWLEDGMENT

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

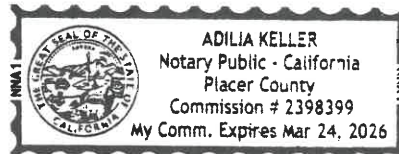
State of California
County of Placer

On May 20, 2024 before me, Adilia Keller Notary Public
(insert name and title of the officer)

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

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

WITNESS my hand and official seal.



Signature  (Seal)

ACKNOWLEDGMENT

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

State of California
County of PLACER)

On FRIDAY, APRIL 19, 2024 before me, HELEN MARIA TAYLOR, NOTARY PUBLIC
(insert name and title of the officer)

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

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

WITNESS my hand and official seal.

Signature Helen Maria Taylor

(Seal)



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 Manager

LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: _____
John Norman
Vice President

By:  _____
Rick Whitney
Chief Financial Officer

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005

Angela Eisenpress, Successor Trustee

ACKNOWLEDGMENT

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

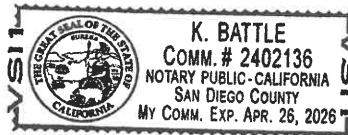
State of California
County of San Diego

On April 30, 2024 before me, K Battle notary public
(insert name and title of the officer)

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

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

WITNESS my hand and official seal.



Signature K Battle (Seal)

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 Manager


LANDOWNER:

BROOKFIELD SUNSET, LLC,
a California limited liability company

By: _____
John Norman
Vice President

By: _____
Rick Whitney
Chief Financial Officer

ANGELA EISENPRESS, Successor
Trustee of the Amoruso Family Living
Trust Dated March 14, 2005



Angela Eisenpress, Successor Trustee

ACKNOWLEDGMENT

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

State of California
County of Santa Cruz)

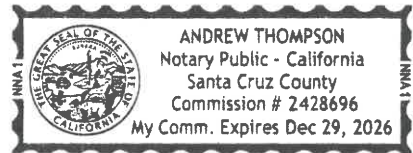
On April 18th, 2024 before me, Andrew Thompson/ Notary Public
(insert name and title of the officer)

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

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

WITNESS my hand and official seal.

Signature  (Seal)



ORDINANCE NO. 6205

ORDINANCE OF THE CITY COUNCIL OF THE CITY OF ROSEVILLE ADOPTING A FIRST AMENDMENT OF THE DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF ROSEVILLE, BROOKFIELD SUNSET, LLC AND JENNIFER M. AMORUSO, SUCCESSOR TRUSTEE OF THE AMORUSO FAMILY LIVING TRUST DATED MARCH 15, 2005 RELATIVE TO THE AMORUSO SPECIFIC PLAN (148.7 ACES) AND AUTHORIZING THE CITY MANAGER TO EXECUTE IT ON BEHALF OF THE CITY OF ROSEVILLE

THE CITY OF ROSEVILLE ORDAINS:

SECTION 1. In accordance with Chapter 19.84 of Title 19 of the Roseville Municipal Code (the Zoning Ordinance) of the City of Roseville, the City Council has received the recommendation of the Planning Commission that the City of Roseville enter into a First Amendment of the Development Agreement by and between the City of Roseville, Brookfield Sunset, LLC, a California limited liability company ("Brookfield"), and Jennifer M. Amoruso, Successor Trustee of the Amoruso Family Living Trust Dated March 14, 2005 ("Amoruso")(collectively, "Landowner"), pertaining to property located within the Amoruso Ranch Specific Plan area (148.7 acres).

SECTION 2. Prior to considering the proposed First Amendment to Development Agreement, the City Council considered an Addendum to the Amoruso Ranch Specific Plan Environmental Impact Report (EIR) certified on June 15, 2016, pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 *et seq.*

SECTION 3. The Council of the City of Roseville has reviewed the findings of the Planning Commission recommending approval of the First Amendment to Development Agreement, and makes the following findings:

1. The First Amendment to the Development Agreement is consistent with the objectives, policies, programs and land use designations of the City of Roseville General Plan and the Amoruso Ranch Specific Plan;
2. The First Amendment to the Development Agreement is consistent with the City of Roseville Zoning Ordinance;
3. The First Amendment to the Development Agreement is in conformance with the public health, safety and welfare;
4. The First Amendment to the Development Agreement will not adversely affect the orderly development of the property or the preservation of property values; and
5. The provisions of the First Amendment to the Development Agreement will provide sufficient benefit to the City to justify entering into said Amendment.

SECTION 4. The First Amendment to Development Agreement, by and between the City of Roseville, Brookfield Sunset LLC, a California limited liability company ("Brookfield"), and Jennifer M. Amoruso, Successor Trustee of the Amoruso Family Living Trust, Dated March 14,

2005, a copy of which is on file in the City Clerk's Department and incorporated herein by reference, is hereby approved and the City Manager is authorized to execute it on behalf of the City of Roseville.

SECTION 5. The City Clerk is directed to record the executed Development Agreement Amendment within ten (10) days of the execution of the agreement by the City Manager with the County Recorder's Office of the County of Placer.

SECTION 6. This ordinance shall be effective at the expiration of thirty (30) days from the date of its adoption.

SECTION 7. 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 its adoption 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 certificate stating the time and place of said publication by posting.

PASSED AND ADOPTED by the Council of the City of Roseville this 1st day of April, 2020, by the following vote on roll call:

AYES COUNCILMEMBERS: Bernasconi, Alvord, Roccucci, Houdesheldt, Allard

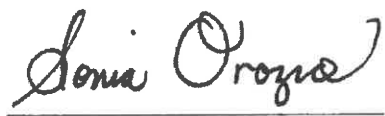
NOES COUNCILMEMBERS: None

ABSENT COUNCILMEMBERS: None



MAYOR

ATTEST:



City Clerk



The foregoing instrument is a correct copy of the original on file in the City Clerks Department.

ATTEST: _____
City Clerk of the City of Roseville, California



DEPUTY CLERK

EXHIBIT "A"
LEGAL DESCRIPTION

PARCEL 1

ALL THAT REAL PROPERTY SITUATED IN THE COUNTY OF PLACER, STATE OF CALIFORNIA, BEING A PORTION OF SECTION 11, TOWNSHIP 11 NORTH, RANGE 5 EAST, M.D.M. AND BEING A PORTION OF THAT REAL PROPERTY DESCRIBED IN THAT GRANT DEED TO PETER AMORUSO & JENNIFER M. AMORUSO, TRUSTEES OF THE AMORUSO FAMILY LIVING TRUST DATED MARCH 14, 2005, RECORDED AS INSTRUMENT NO. 2005-0105020, OFFICIAL RECORDS OF PLACER COUNTY, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID SECTION 11; THENCE ALONG THE EAST LINE THEREOF, NORTH 00°12'11" WEST, 880.57 FEET TO THE TRUE POINT OF BEGINNING; THENCE LEAVING SAID EAST LINE ALONG THE FOLLOWING 12 COURSES:

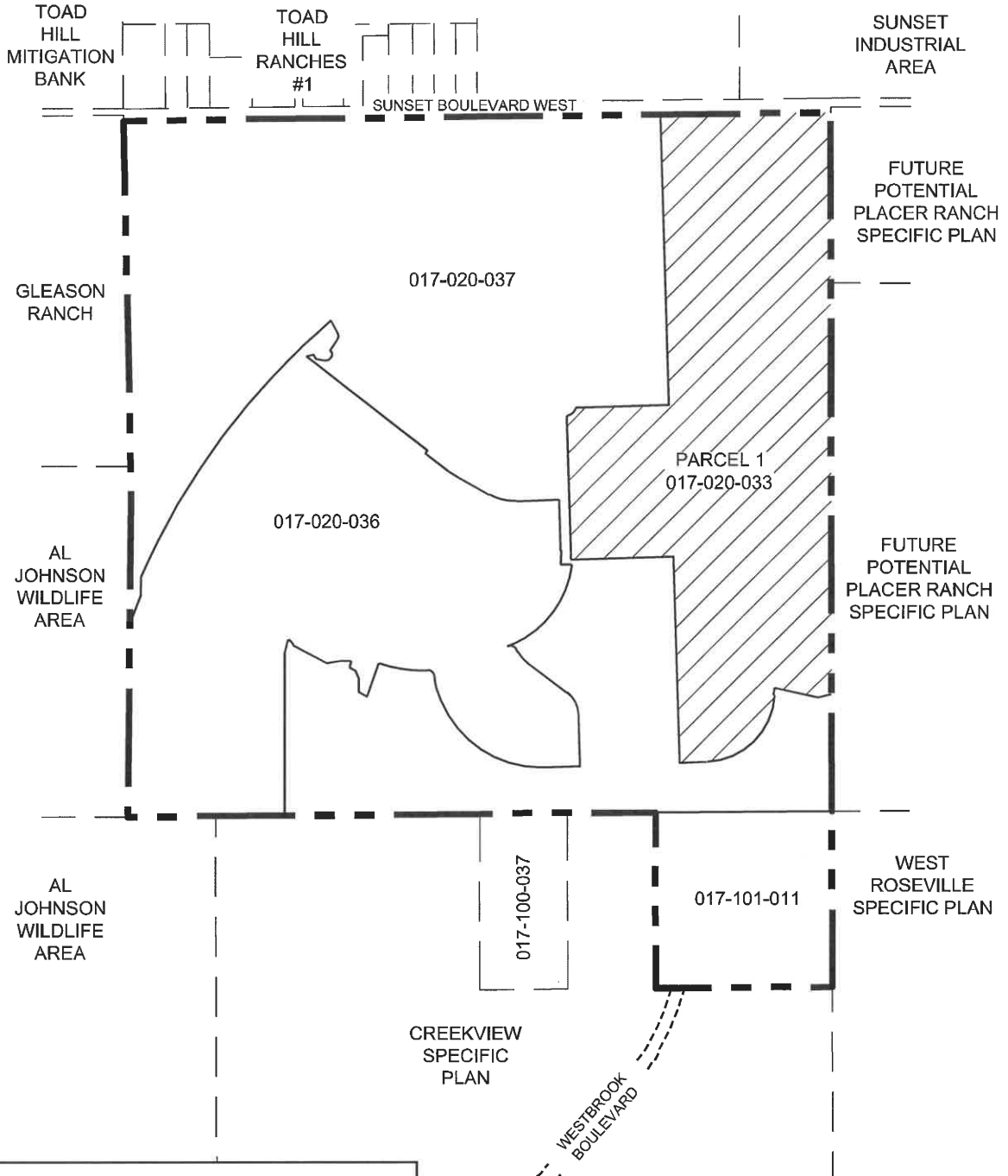
1. THENCE SOUTH 76°07'24" WEST, 104.21 FEET;
2. THENCE NORTH 77°38'46" WEST, 331.04 FEET;
3. THENCE TO THE LEFT, ALONG THE ARC OF A 476.00 FOOT RADIUS, NON-TANGENT CURVE, CONCAVE TO THE EAST, HAVING A RADIAL BEARING OF NORTH 80°31'50" WEST, A CENTRAL ANGLE OF 06°47'22", AND AN ARC LENGTH OF 56.40 FEET;
4. THENCE TO THE RIGHT ALONG THE ARC OF A 524.00 FOOT RADIUS, REVERSE CURVE, HAVING A CENTRAL ANGLE OF 85°05'31", AND AN ARC LENGTH OF 778.21 FEET;
5. THENCE SOUTH 87°46'19" WEST, 204.70 FEET;
6. THENCE NORTH 01°46'01" WEST, 1,554.79 FEET;
7. THENCE SOUTH 88°13'59" WEST, 773.11 FEET;
8. THENCE TO THE LEFT, ALONG THE ARC OF A 743.51 FOOT RADIUS, NON-TANGENT CURVE, CONCAVE TO THE WEST, HAVING A RADIAL BEARING OF SOUTH 86°54'36" EAST, A CENTRAL ANGLE OF 04°51'25", AND AN ARC LENGTH OF 63.03 FEET;
9. THENCE NORTH 01°46'01" WEST, 1,018.17 FEET;
10. THENCE TO LEFT, ALONG THE ARC OF A 93.88 FOOT RADIUS, NON-TANGENT CURVE, CONCAVE TO THE NORTHWEST, HAVING A RADIAL BEARING OF SOUTH 14°45'43" EAST, A CENTRAL ANGLE OF 56°11'20", AND AN ARC LENGTH OF 92.07 FEET;
11. THENCE NORTH 88°13'59" EAST, 703.80 FEET;
12. THENCE NORTH 01°46'01" WEST, 2,183.68 FEET TO THE SOUTH LINE OF SUNSET BOULEVARD WEST, COUNTY ROAD NO. (A3042) AS CONVEYED TO THE COUNTY OF PLACER BY DEED RECORDED AUGUST 18, 1966 IN BOOK 1123, AT PAGE 612, OFFICIAL RECORDS OF PLACER COUNTY; THENCE ALONG SAID SOUTH LINE, NORTH 89°21'05" EAST, 1,273.09 FEET TO A POINT ON SAID EAST LINE OF SECTION 11; THENCE ALONG SAID EAST LINE, SOUTH 00°12'11" EAST, 4,372.54 FEET TO THE TRUE POINT OF BEGINNING.

CONTAINING 148.710 ACRES, MORE OR LESS.

THE BEARINGS AND DISTANCES USED ALONG THE BOUNDARY OF THE PROPERTY DESCRIBED IN DOC. NO. 2005- 0105020 ARE NOT BASED UPON A FIELD SURVEY AS DESCRIBED IN L.S. ACT SECTION 8762. THEY DO NOT ESTABLISH THE BOUNDARY OF SAID PROPERTY AND ARE INCLUDED TO ASSIST IN LOCATING THE NEW BOUNDARY APPROVED BY MINOR BOUNDARY LINE ADJUSTMENT NO. PLN15-00351 ONLY.

Exhibit B
Property Map

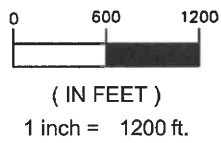
NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678



Note:
APN's and property ownership as of May, 2019.

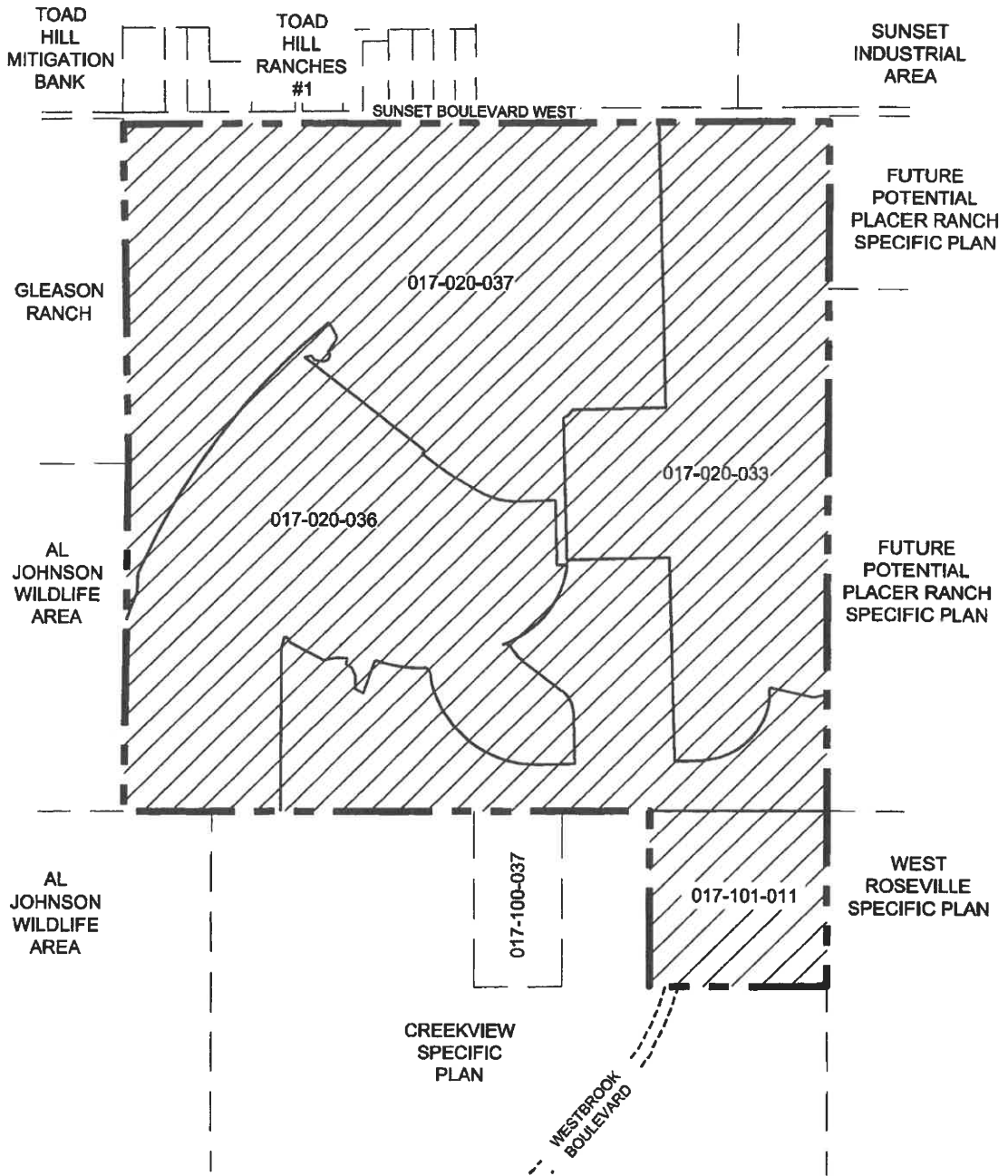
LEGEND

 PROPERTY SUBJECT TO DEVELOPMENT AGREEMENT




**Exhibit C
Annexation Area and Plan Area**

**NOTE: If any portion of this Exhibit is unclear,
the complete original document is available
at the Roseville City Clerk Department, 311
Vernon Street, Roseville, CA 95678**



LEGEND

 PROPERTY SUBJECT TO DEVELOPMENT AGREEMENT

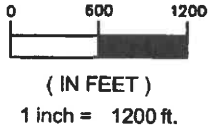
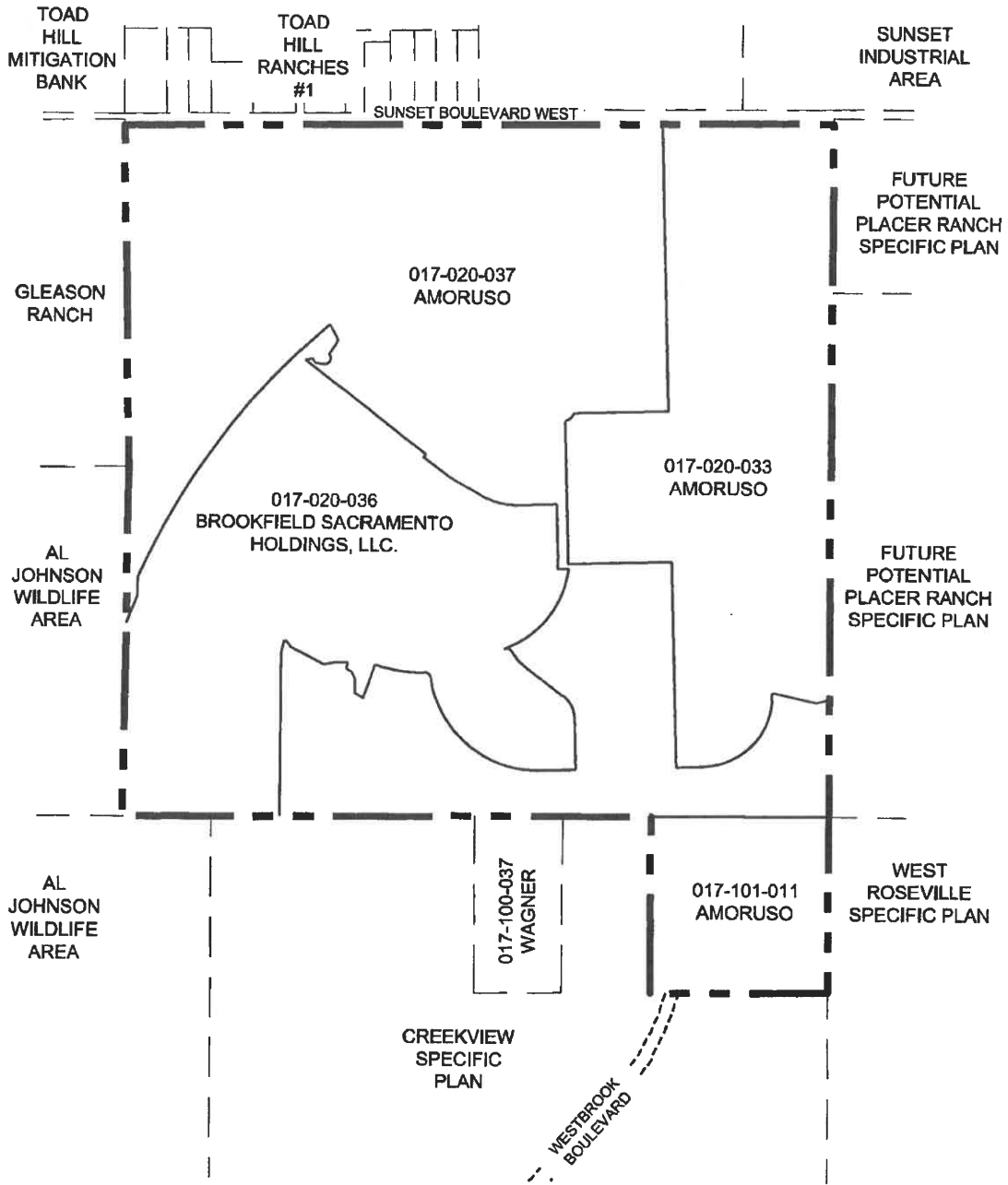


Exhibit D
Specific Plan Property Ownership

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678



LEGEND

 PROPERTY SUBJECT TO DEVELOPMENT AGREEMENT

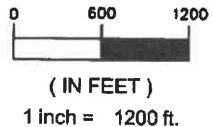
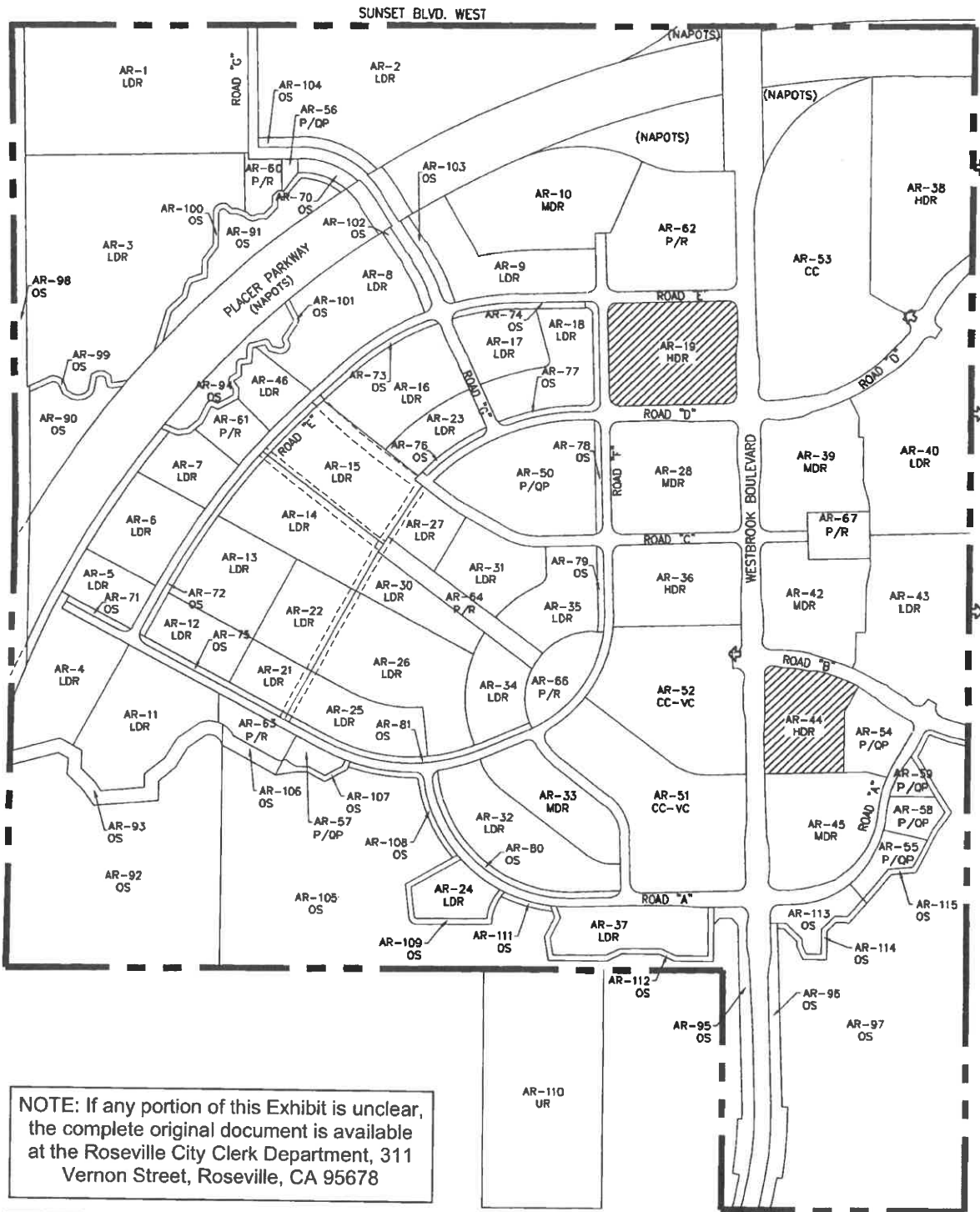


Exhibit F Affordable Housing Sites



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

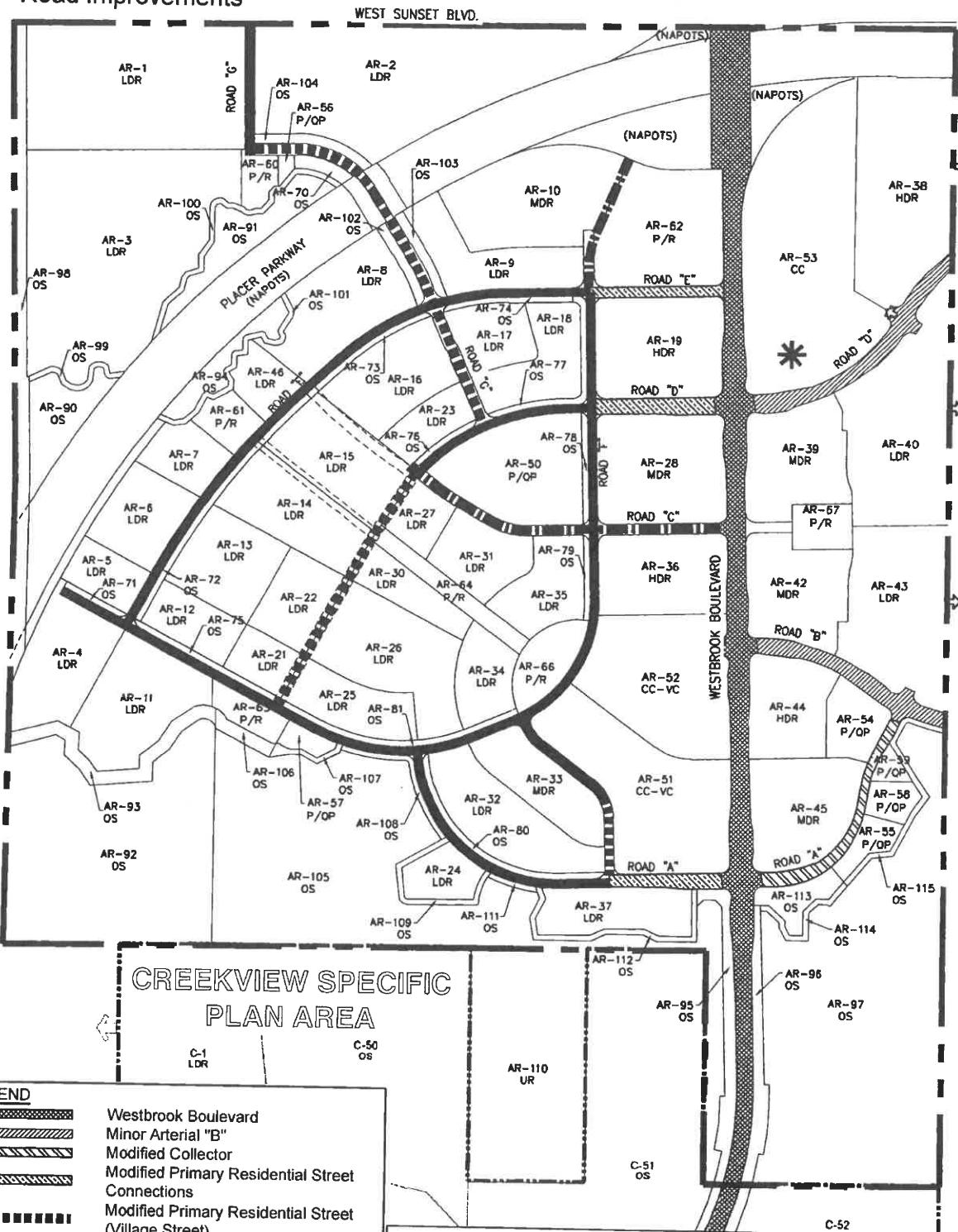
 AFFORDABLE HOUSING SITES



(IN FEET)
1 inch = 800 ft.



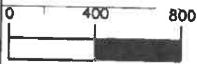
Exhibit H Road Improvements



CREEKVIEW SPECIFIC PLAN AREA

LEGEND	
	Westbrook Boulevard
	Minor Arterial "B"
	Modified Collector
	Modified Primary Residential Street Connections
	Modified Primary Residential Street (Village Street)
	Modified Primary Residential Street with Street Side Paseo
	Modified Primary Residential Street
	Modified Minor Residential Street
	Modified Primary Residential Street - A
	Park and Ride Location

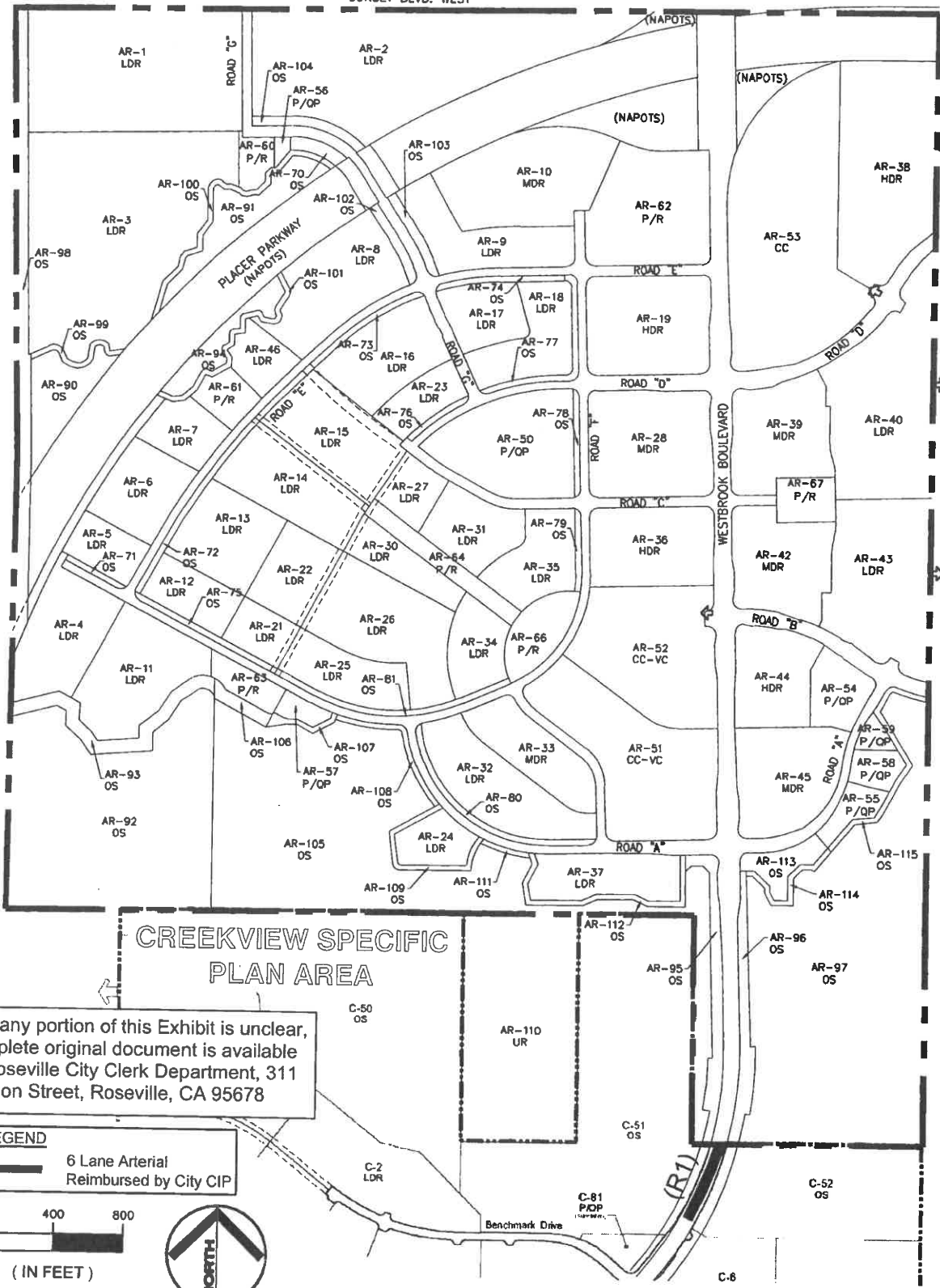
NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678



(IN FEET)
1 inch = 800 ft.



Exhibit H-1
 Offsite Road Facilities For Reimbursement
 SUNSET BLVD. WEST



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND
 6 Lane Arterial
 Reimbursed by City CIP

0 400 800
 (IN FEET)
 1 inch = 800 ft.



**EXHIBIT H-2
OFFSITE ROADWAY REIMBURSEMENT SCHEDULE**

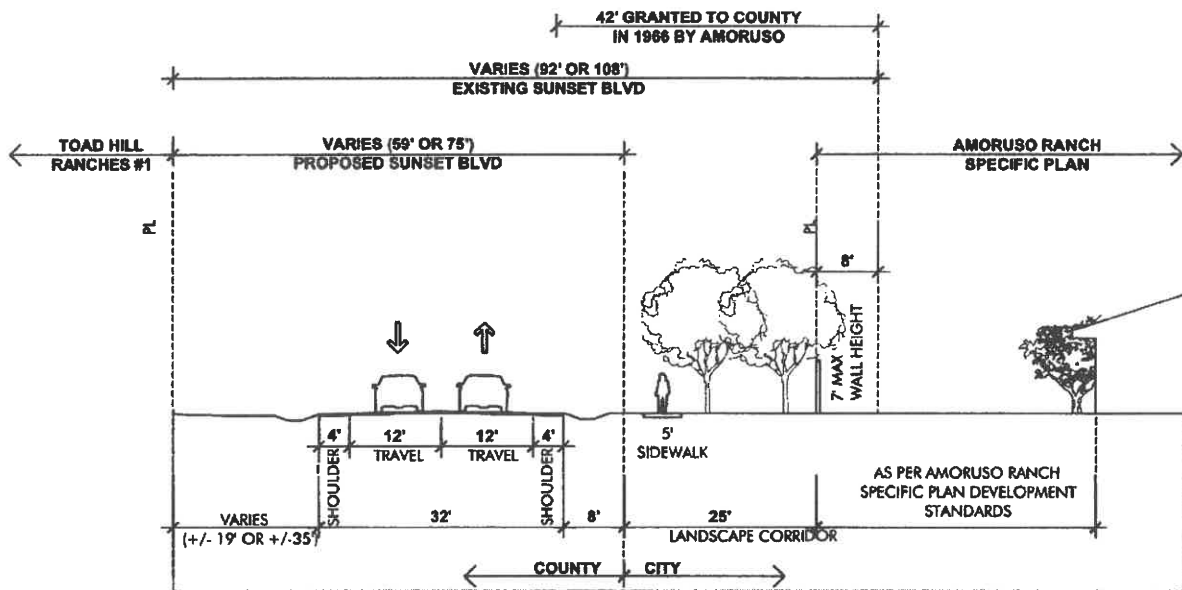
ROADWAY REIMBURSEMENTS						
Reimbursements to ARSP						
No	Roadway Segment	Approx. Length	Reimbursement From	Overall Reimbursement Cost	% Reimbursement	Reimbursement Owed to ARSP
1	R1	510'	City CIP	\$ 1,228,324	100.00	\$ 1,228,324

Note:

1. Improvements are subject to annual adjustments for CCI.
2. Reimbursement estimate is based on the Creekview Specific Plan Development Agreement.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit H-3-A
 Sunset Boulevard West Improvements – Typical Section

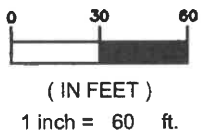
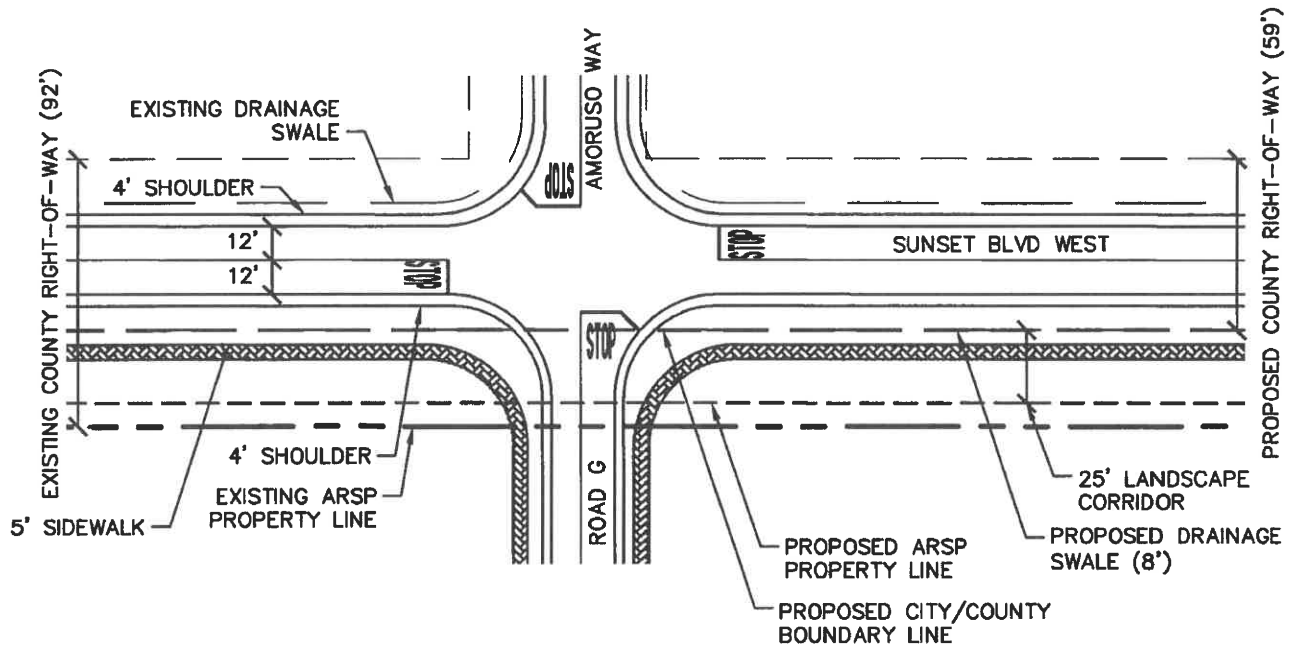


Proposed Future Sunset Boulevard West - 59' ROW

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit H-3-B

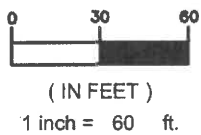
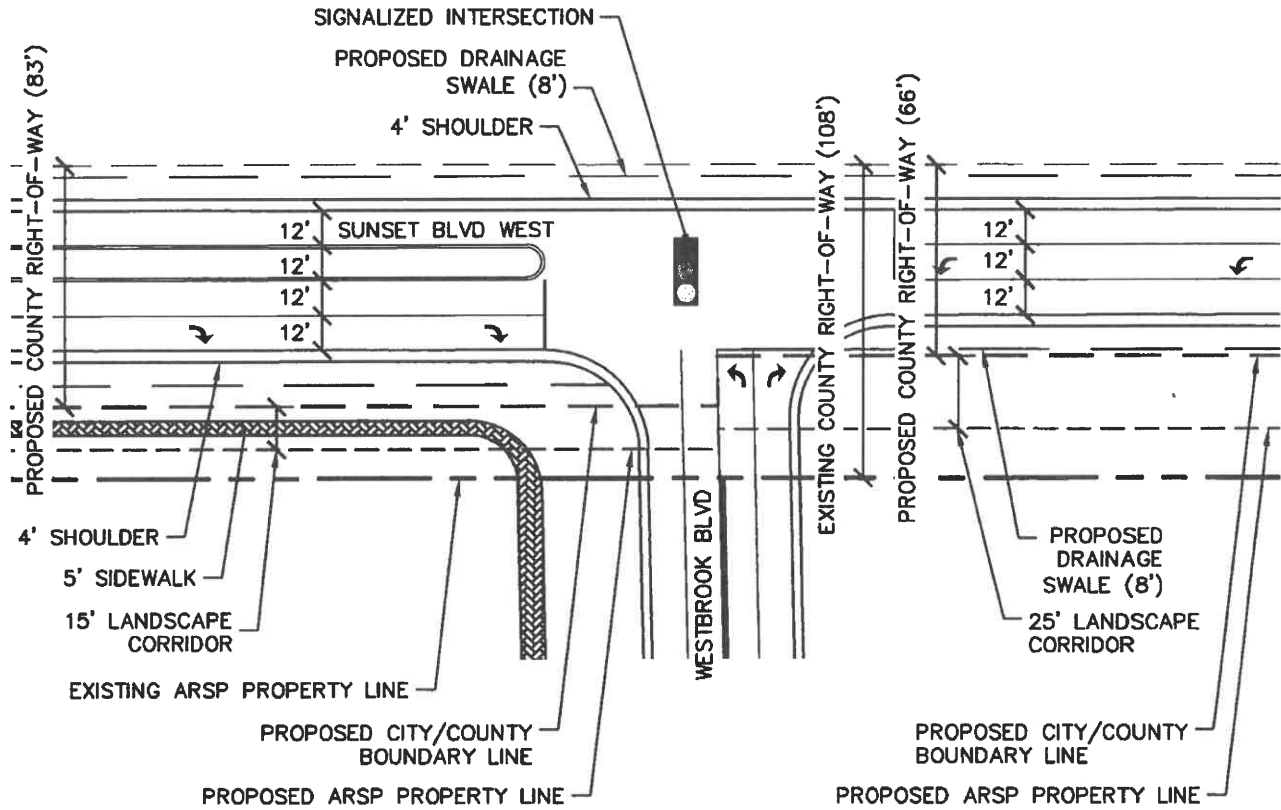
Sunset Boulevard West Improvements - Road G Intersection



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

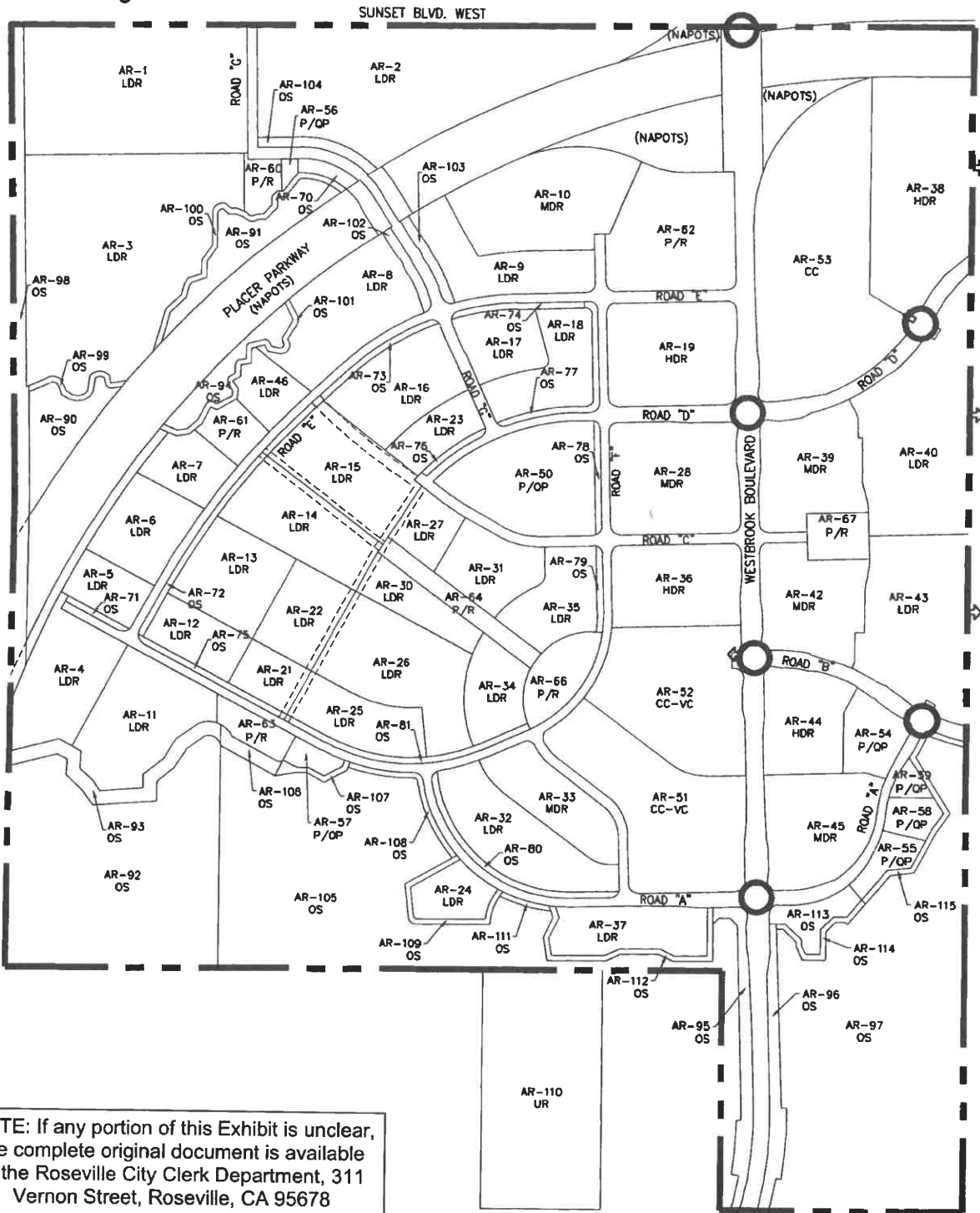
Exhibit H-3-C

Sunset Boulevard West Improvements - Westbrook Boulevard Intersection



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit I Traffic Signals



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

○ Traffic Signal

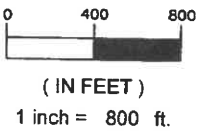
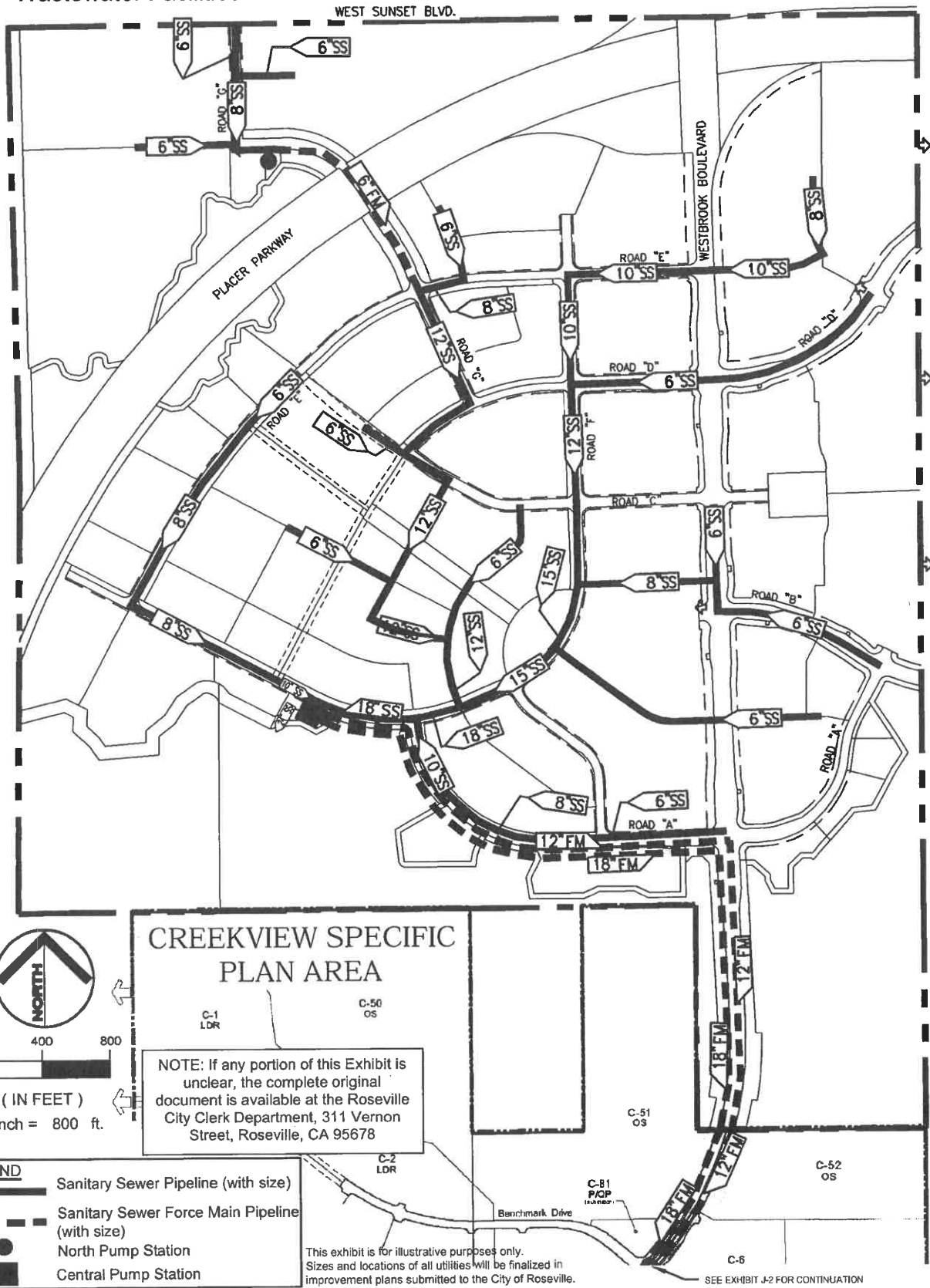
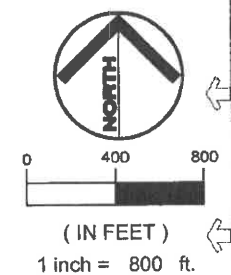


Exhibit J - 1 Wastewater Facilities



CREEKVIEW SPECIFIC PLAN AREA

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

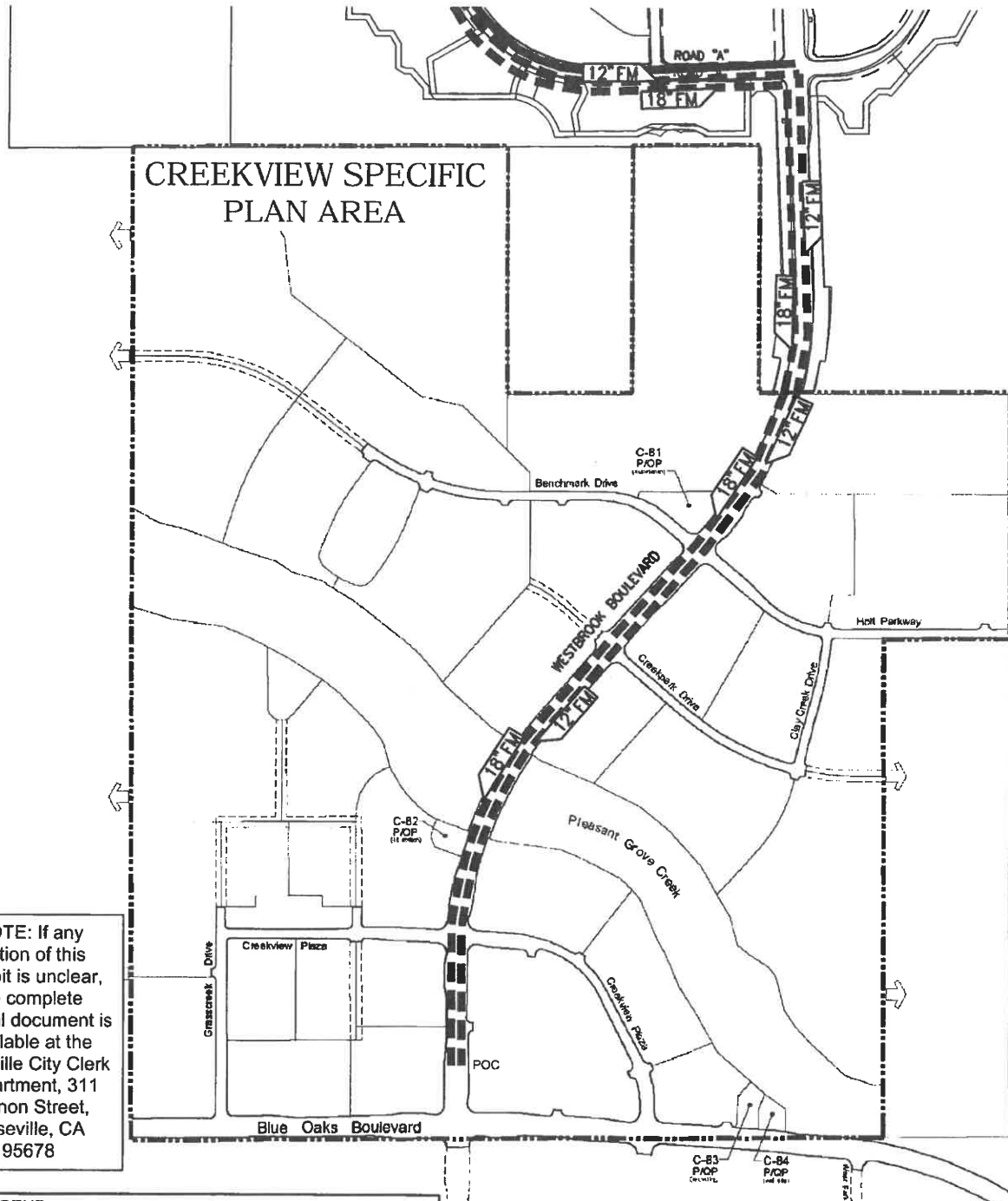


LEGEND	
	Sanitary Sewer Pipeline (with size)
	Sanitary Sewer Force Main Pipeline (with size)
	North Pump Station
	Central Pump Station

This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.

SEE EXHIBIT J-2 FOR CONTINUATION

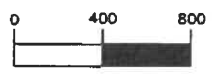
Exhibit J - 2
Wastewater Facilities



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND	
	Sanitary Sewer Pipeline (with size)
	Sanitary Sewer Force Main Pipeline (with size)
	POC Point of Connection

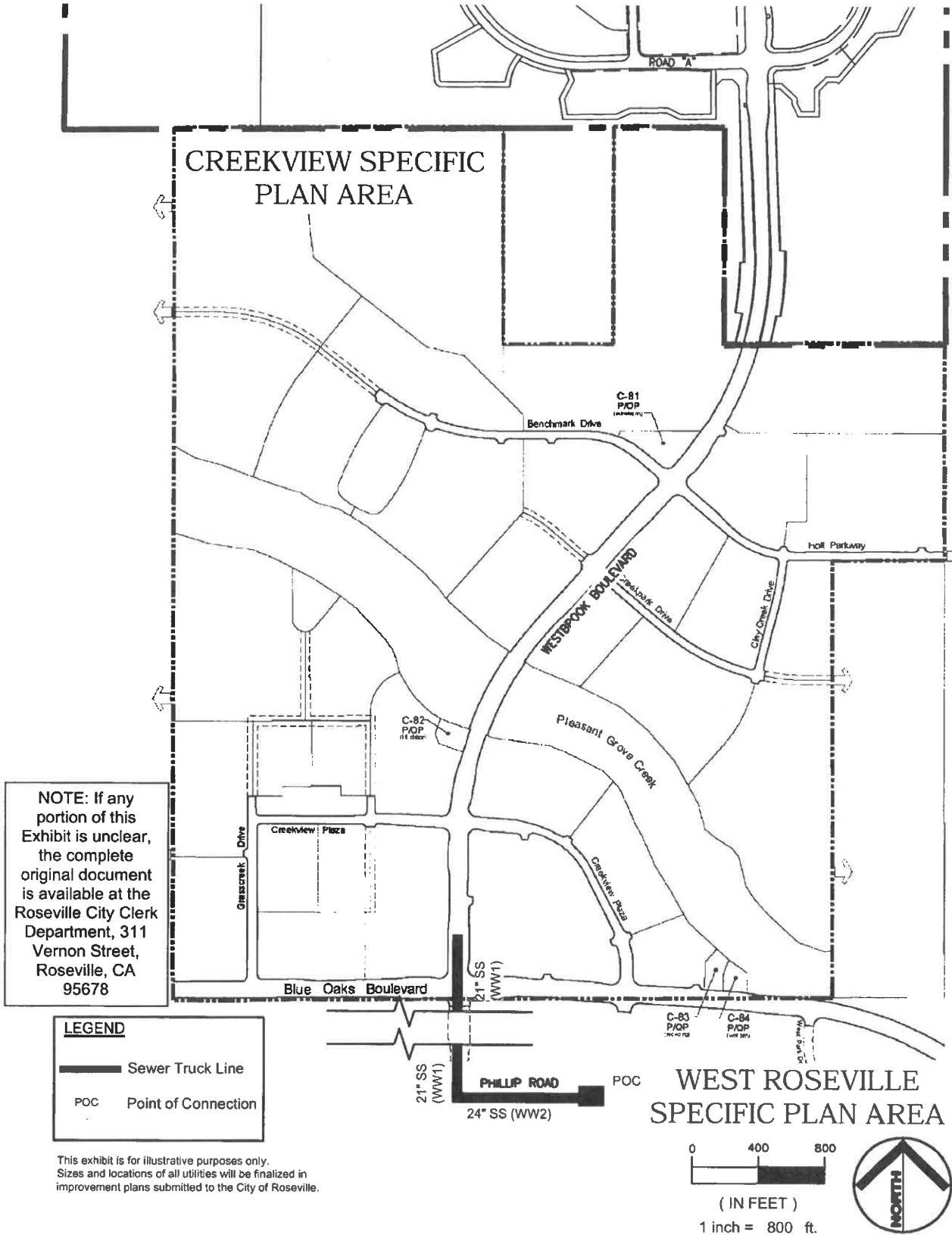
This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.



(IN FEET)
1 inch = 800 ft.



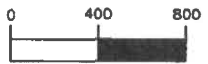
**Exhibit K-1
Offsite Wastewater Facilities For Reimbursement**



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND	
	Sewer Truck Line
	POC Point of Connection

This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.



(IN FEET)
1 inch = 800 ft.



**EXHIBIT K-2
OFFSITE WASTEWATER REIMBURSEMENT SCHEDULE**

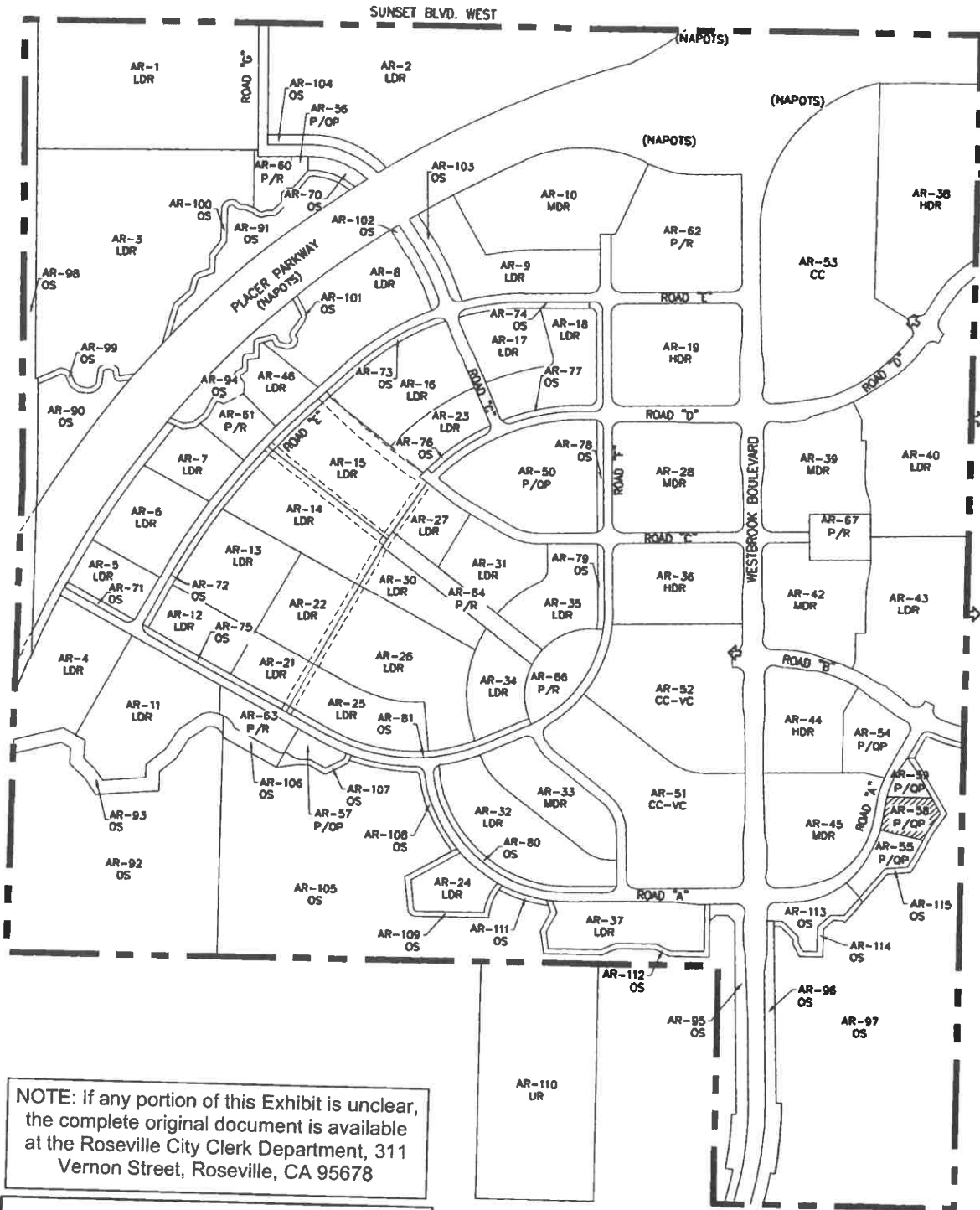
WASTEWATER REIMBURSEMENTS									
Reimbursements From ARSP									
No	Wastewater Segment	Size	Approx. Length	ARSP Flow (mgd)	Total Flow (mgd) ⁴	Reimbursable Party	Overall Reimbursement Cost	% Reimbursement	Reimbursement Owed
1	WW1	21"	1,790'	0.606	1.039	CSP	\$ 243,256	58.33%	\$ 141,880
2	WW2	24"	Per WRSP DA	0.606	1.214	WRSP	\$ 378,000	49.92%	\$ 188,689

Note:

1. Improvements are subject to annual adjustments for CCI.
2. Reimbursement estimate is based on the Creekview Specific Plan Development Agreement and West Roseville Specific Plan Development Agreement.
3. ARSP is responsible for ARSP force main system within CSP.
4. Total flow includes Creekview SP and may include other third parties. See Creekview DA Exhibit P and Exhibit Q.


NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit L
Groundwater Well



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

 Groundwater Well Site

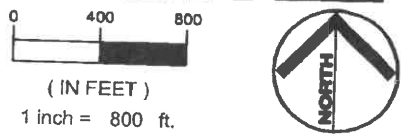




Exhibit M
Water Conservation Plan

Brookfield Residential

Amoruso Ranch Specific Plan Area

April 2016

Water Conservation Plan

Prepared By:

Kimley»»Horn

Brookfield Residential

Amoruso Ranch Specific Plan Area

Water Conservation Plan

Prepared By:

Kimley»»Horn



Table of Contents

INTRODUCTION.....	1
Water Conservation Plan Purpose.....	1
ARSP Area Location and Description	1
Project Vicinity.....	1
Pre-Development Conditions.....	3
ARSP Area Development Opportunities and Constraints	5
ARSP Area Land Use Plan	7
BASELINE WATER USE ESTIMATION	9
Table 1: City of Roseville Demand Factors.....	10
Table 2: Water Use Estimation – LDR, MDR and HDR	11
Table 3: Water Use Factors and Demands.....	12
Single Family Residential Water Use Distribution	13
Table 4: Single Family Residential Water Usage.....	13
Table 5: Residential Irrigation Water Demands	14
WATER USE REDUCTION STRATEGIES	15
Reduction of Residential Turf Areas	15
Table 6: Reduced Landscape Turf Area.....	17
Table 7: Front Yard Irrigated Area Water Efficiencies.....	17
Reduction of Park and Recreation and Common Area Turf (Non-Residential).....	19
Table 8: Non-Residential Irrigated Area Water Efficiencies	20
Irrigation Management.....	21
Table 9: Smart Irrigation Controller Water Efficiencies	22
Water Conservation Methods	22
Table 10: Recirculating Hot Water System Water Efficiencies.....	23
SUMMARY.....	23
Table 11: Summary of Water Efficiencies.....	24
REFERENCES.....	25

FIGURES

Figure 1: ARSP Area Project Vicinity2
Figure 2: ARSP Area Pre-Development Conditions.....4
Figure 3: ARSP Area Opportunities and Constraints.....6
Figure 4: ARSP Area Land Use Plan.....8
Figure 5: Front Yard Water Conservation Comparison.....16

INTRODUCTION

The Amoruso Ranch Specific Plan (ARSP) Area Water Conservation Plan (Plan) has been prepared at the request of Brookfield Residential Properties, Inc. (Brookfield) to meet the City of Roseville's (City) requirements and in support of the ARSP process.

WATER CONSERVATION PLAN PURPOSE

In February 2008, then California Governor Arnold Schwarzenegger introduced a seven-part comprehensive plan for improving the Sacramento-San Joaquin Delta. As part of this effort, the Governor directed state agencies to develop a plan to reduce statewide per capita urban water use by 20 percent by the year 2020. In February 2010, the State Water Resources Control Board issued the 20x2020 Water Conservation Plan.

As part of the response to the 20x2020 Plan, the City has a requirement that all new specific plan projects incorporate water conservation measures into the overall project design such that the overall water demands (both potable and recycled) are reduced. The City has an overall conservation goal of 20% for potable and irrigation water usage throughout the City.

This Plan presents potentially feasible measures and guidance that can result in a reduction of the projected overall water usage within the ARSP Area, which will contribute towards the City-wide conservation goal. The projected reduction in water use will be established as part of this Plan through a process of: estimating the baseline water demands without conservation measures; identification of potentially feasible conservation measures; and estimation of the resultant water demands with application of the identified conservation measures. This Plan has been developed in conformance with the Water Efficient Landscape Ordinance (WELO) as a minimum.

ARSP AREA LOCATION AND DESCRIPTION

Project Vicinity

The ARSP Area consists of approximately 694.4 acres located in the northwest edge for the City of Roseville. Prior to the Specific Plan's adoption, the plan area was recognized as a logical growth extension for the City. The Specific Plan Area is bounded on the southwest by the Al Johnson Wildlife Area, to the west by the Gleason property, to the south by the Creekview Specific Plan Area, to the east by the future proposed Placer Ranch Specific Plan Area and to the north by the existing Toad Hills Ranches #1 area and unincorporated Placer County. The project vicinity is shown on Figure 1.

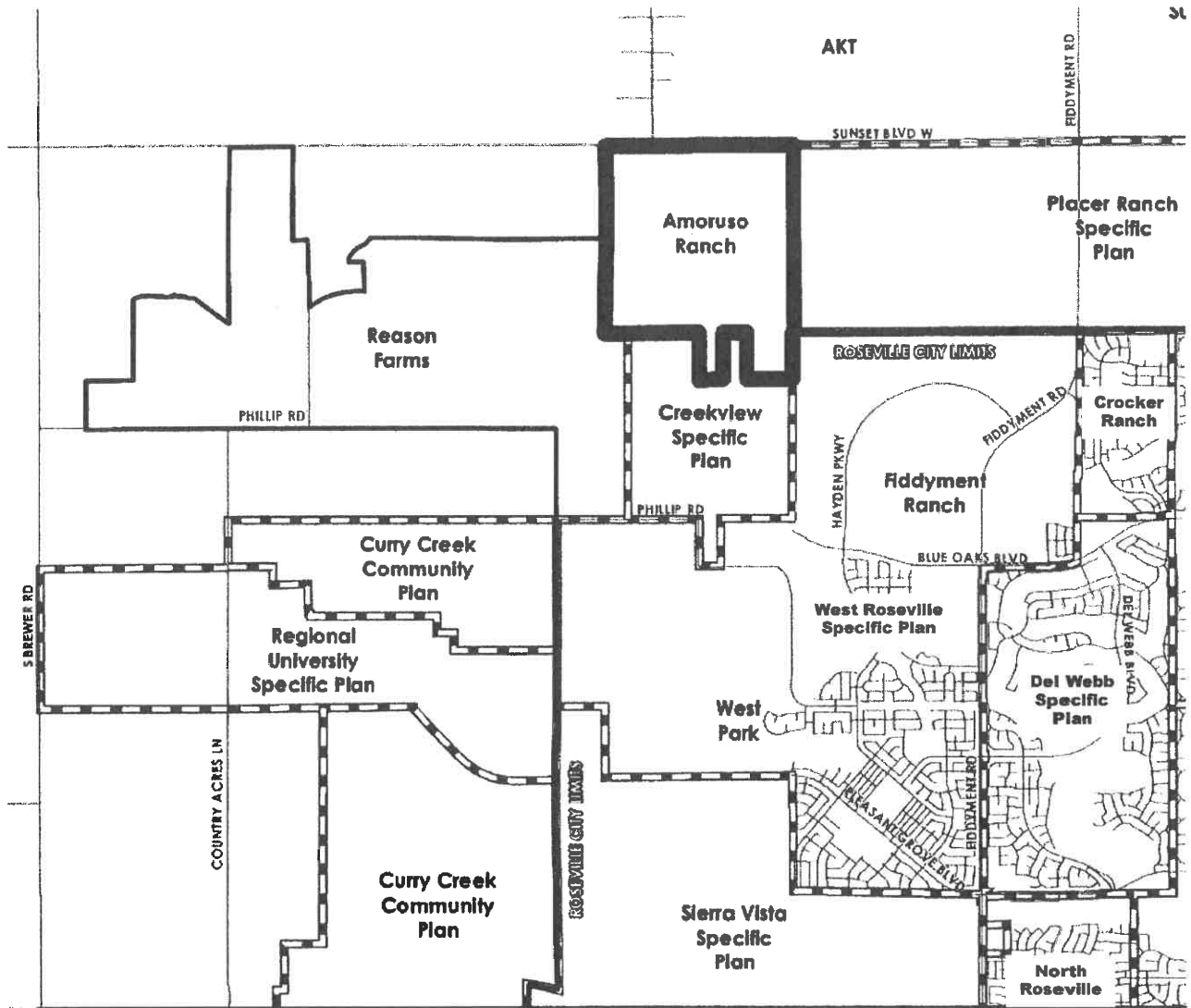


Figure 1 – ARSP Area Project Vicinity

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

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Pre-Development Conditions

The pre-development conditions of the ARSP Area were as a cattle ranch and for irrigated crops. The primary use was open grazing land, but included a small ranch house and out buildings. The land is gently rolling terrain generally trending to the west and south. Minor drainages flow in a radial pattern from a slight rise in the northeast quadrant of the property. The elevation changes from approximately 115 feet to 71 feet gently from the northeast down to the southwest.

The site vegetation is generally limited to short, seasonal grasses. There are several oak trees located along University Creek and a number of non-native trees located around the former ranch house. Wetland conditions and their associated flora and fauna are located in small areas typically along the drainage corridors and in flats along the southern boundary. Figure 2 highlights the ARSP Area pre-development conditions.

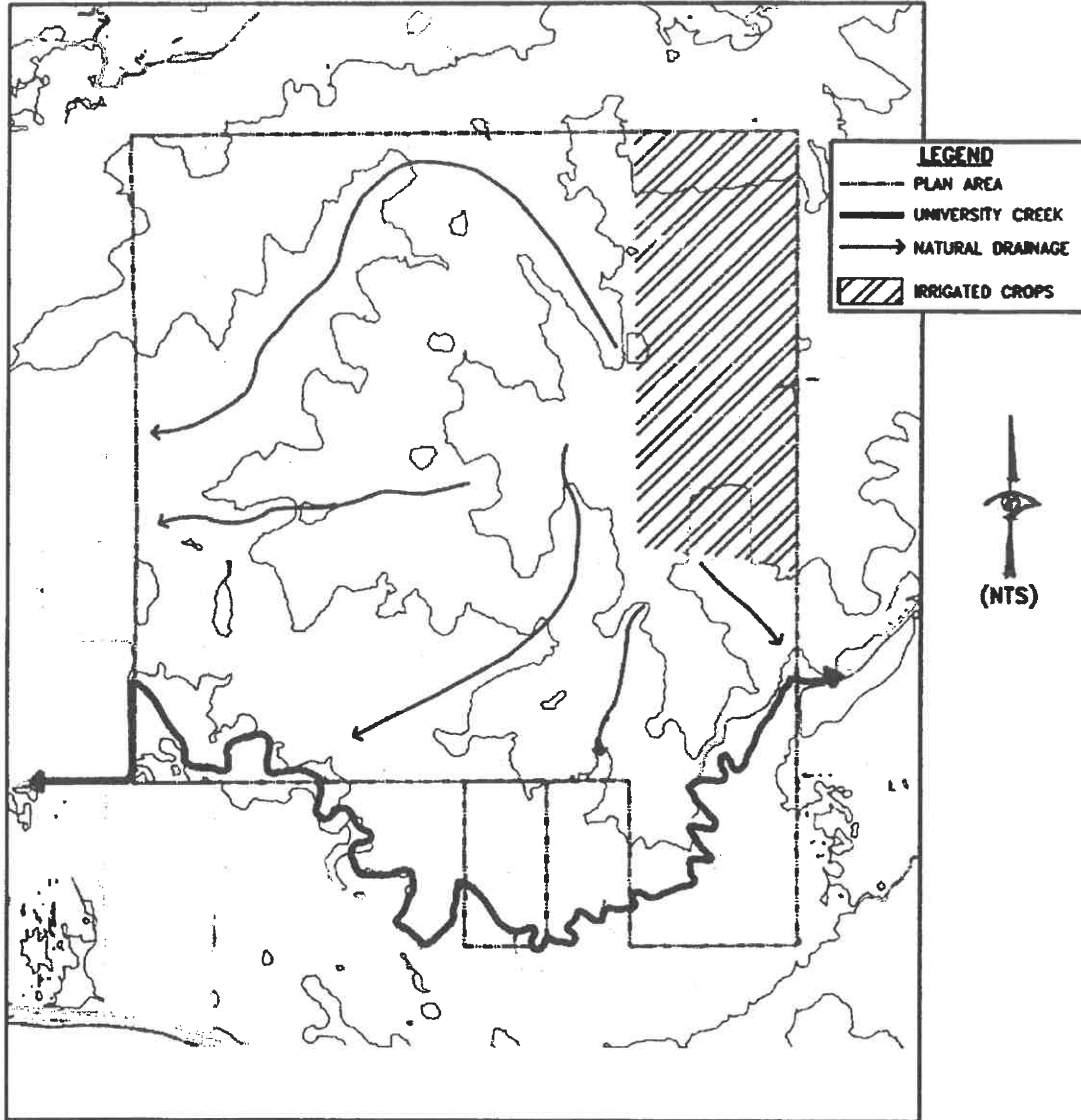


Figure 2 – ARSP Area Pre-Development Conditions

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ARSP Area Development Opportunities and Constraints

The proposed ARSP Area land use plan is influenced by several factors, including the physical setting, land use and circulation conditions, and public policies. Two significant aspects that influence the development of the land plan are described below and depicted on Figure 3.

Placer Parkway

The proposed Placer Parkway will be a dominant feature that sweeps through the ARSP Area. Interchanges at Fiddyment Road and Santucci Boulevard will provide access to the ARSP Area.

Open Space and Resources Preservation

The ARSP Area will support open space and resource preservation by providing permanent open space. In combination with the 1,700-acre open space afforded by the City of Roseville Al Johnson Wildlife Area, this open space provides connectivity with open space within the Creekview Specific Plan Area, and lands to the east of the ARSP Area.

The Amoruso Ranch Specific Plan will provide an open space corridor that includes a pedestrian and bike path linkage between this major open space area and the City's regional trail system. In addition, the corridor will provide a permanent preservation area for wetland resources.

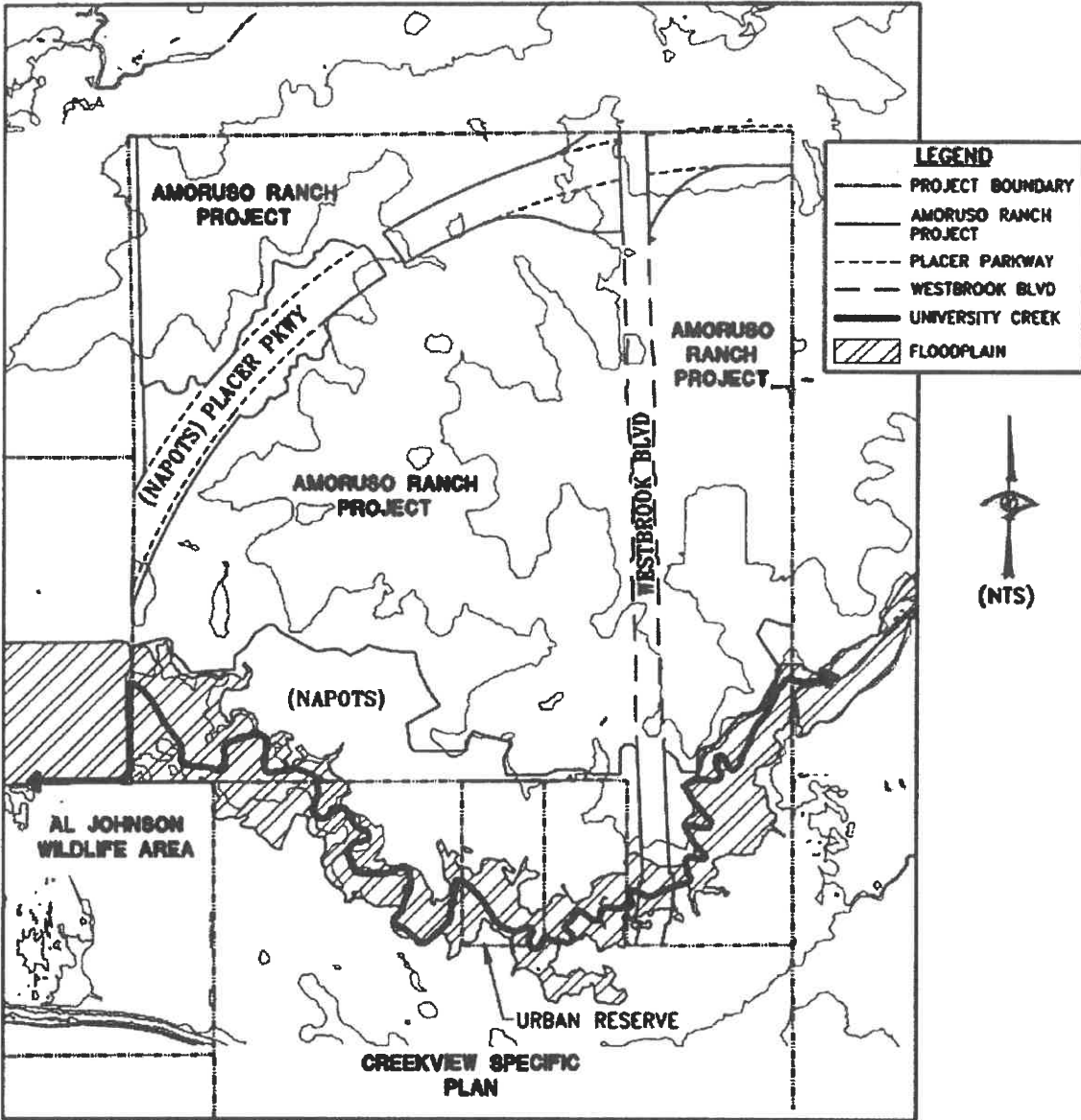


Figure 3 – ARSP Area Opportunities and Constraints

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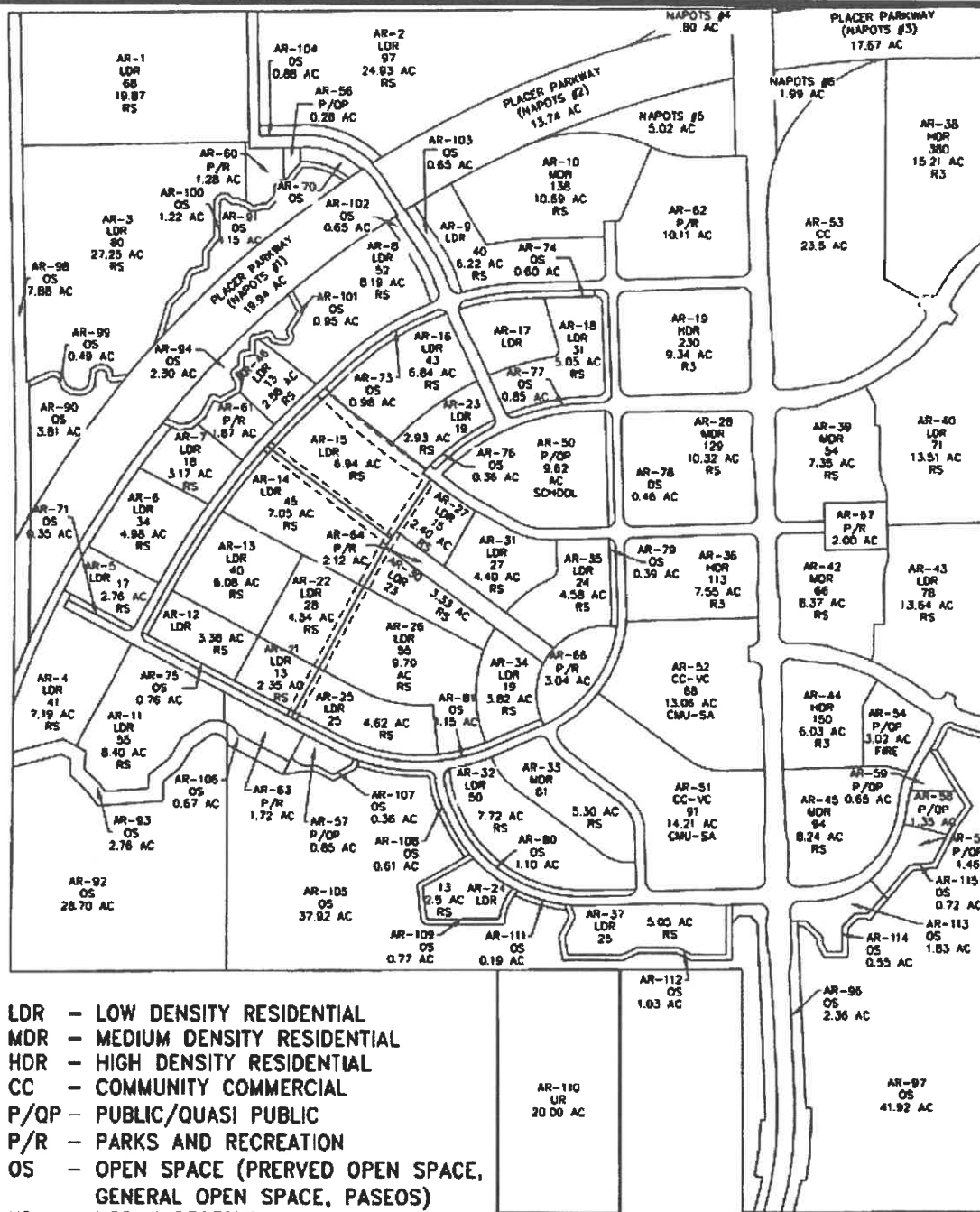
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ARSP Area Land Use Plan

The ARSP Area provides for a mix of land uses to achieve the desired community form and objectives. These land use designations include low-, medium- and high density residential uses; commercial and office uses; which in some cases are sited with one another and/or with residential uses, public and quasi-public uses for the schools and civic activities such as a fire station, parks and open space uses, and an urban reserve.

At buildout, the ARSP Area will provide for 2,827 dwelling units, it adds approximately 51 acres of commercial retail and office land uses, and provides approximately 22-acres of parks and 146-acres of open space. The ARSP Area Land Use Plan is shown in Figure 4.

Kimley » Horn



- LDR - LOW DENSITY RESIDENTIAL
- MDR - MEDIUM DENSITY RESIDENTIAL
- HDR - HIGH DENSITY RESIDENTIAL
- CC - COMMUNITY COMMERCIAL
- P/QP - PUBLIC/QUASI PUBLIC
- P/R - PARKS AND RECREATION
- OS - OPEN SPACE (PRERVED OPEN SPACE,
GENERAL OPEN SPACE, PASEOS)
- UR - URBAN RESERVE
- NAPOTS - NOT A PART OF THIS SUBDIVISION

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

BASELINE WATER USE ESTIMATION

The calculation of the baseline water use estimation was established based on the land use designations developed as part of the ARSP Area Land Use Plan shown on Figure 4.

The baseline water use for the project was established using the City's standard water use factors, as developed for the City by MWH in 2006. The City of Roseville employs standard demand factors for residential land uses of varying densities, as well as standard demand factors for commercial/other land uses. The residential demands are presented as gallons per day (GPD) per dwelling unit (DU), and the commercial/other demands are presented as GPD per acre. The City's demand factors are listed in Table 1.

Table 1
Amoruso Ranch Specific Plan
Water Conservation Plan
City of Roseville Demand Factors

General Plan Land Use Category	Average Day Demand
Residential GPD/DU	
LDR1: < 3.5 DU / Acre	728 GPD/DU
LDR2: > 3.5 to 5 DU / Acre	600 GPD/DU
LMDR1: > 5 to 6 DU / Acre	521 GPD/DU
LMDR2: > 6 to 8 DU / Acre	430 GPD/DU
MDR: > 8 to 12 DU / Acre	323 GPD/DU
HDR1: > 12 to 16 DU / Acre	288 GPD/DU
HDR2: > 16 DU / Acre	177 GPD/DU
Non-Residential GPD/Acre	
Commercial / Retail	2598 GPD/Acre
Business Professional	2598 GPD/Acre
Light Industrial	2598 GPD/Acre
Industrial	2562 GPD/Acre
Railroad Yard	109 GPD/Acre
Elementary School	3454 GPD/Acre
High School	4068 GPD/Acre
Public (Fire Station, etc)	1780 GPD/Acre
Park / Recreation	2988 GPD/Acre
Open Space / ROW	0 GPD/Acre
Vacant	0 GPD/Acre

Utilizing the City's demand factors, the estimated annual water use for the Low-, Medium- and High-Density Residential units proposed within the ARSP Area have been calculated. The basis of the Low-, Medium- and High-Density Residential water use is presented within Table 2.

Table 2
Amoruso Ranch Specific Plan
Water Conservation Plan
Water Use Estimation – LDR, MDR and HDR

Land Use Category Density	Number of Units	Average Day Demand (GPD/DU)	Total Average Day Demand (GPD)	Total Average Day Demand (AFY)	Total Average Day Demand with 2% (AFY) ¹
LDR1: < 3.5 DU / Acre	148	728	107,744	120.7	123.1
LDR2: > 3.5 to 5 DU / Acre	116	600	69,600	78.0	79.5
LMDR1: > 5 to 6 DU / Acre	401	521	208,921	234.0	238.7
LMDR2: > 6 to 8 DU / Acre	757	430	325,510	364.6	371.9
MDR: > 8 to 12 DU / Acre	155	323	50,065	56.1	57.2
HDR1: > 12 to 16 DU / Acre	380	288	109,440	122.6	125.0
HDR2: > 16 DU / Acre	760	177	134,520	150.7	153.7
Community Commercial - Village Center – Residential	109	288	31,392	35.2	35.9
Urban Reserve	1	728	728	0.8	0.8
Total	2,827	-	1,037,920	1,162.6	1,185.9

The water use estimation, as established by the City for purposes of water conservation does not distinguish between potable water and recycled water. Table 3 includes a summary of the estimated baseline water demands. Consistent with previous similar analyses completed by the City, a factor for water system losses has not been included in the water conservation calculations. It has, however, been included for informational purposes in both Tables 2 and 3.

¹ Demand accounts for 2% system losses.

Table 3
Amoruso Ranch Specific Plan
Water Conservation Plan
Water Use Factors and Demands

Land Use	Land Use Abbreviation/ Zoning	Total Area (Acres)	Dwelling Unit Count	Water Use Factor	Daily Demand (GPD)	Annual Demand (AFY)	Annual Demand with 2% (AFY) ¹
Low Density Residential	LDR	248.77	1,302	Varies	660,175	739.5	754.3
Medium Density Residential	MDR	50.27	542	Varies	178,561	200.0	204.0
High Density Residential	HDR	38.13	873	Varies	167,064	187.1	190.9
Community Commercial - Village Center - Residential	CMU-SA (Commercial Mixed-Use - Special Area)	Included On Next Line	109	288	31,392	35.2	35.9
Community Commercial - Village Center -- Non-Residential	CMU-SA (Commercial Mixed-Use - Special Area)	27.27	-	2,598	70,847	79.4	80.9
Community Commercial	CC (Community Commercial)	23.85	-	2,598	61,962	69.4	70.8
Open Space (Paseos)	OS	10.71	-	2,988	32,001	35.8	36.6
Open Space (General)	OS	37.24	-	0	0	0	0
Open Space (Preserve)	OS	97.58	-	0	0	0	0
Parks & Recreation	PR	22.14	-	2,988	66,154	74.1	75.6
Public / Quasi Public (school)	P/QP (School)	9.62	-	3,454	33,227	37.2	38.0
Public / Quasi Public (Fire Station & Utility Site)	P/QP	7.61	-	1,780	13,546	15.2	15.5
Urban Reserve	UR	20.00	1	728	728	0.8	0.8
Rights-of-Way	ROW	52.04	-	0	0	0	0
Not a Part of This Subdivision	NAPOTS	49.16	-	0	0	0	0
Total		694.4	2,827	-	1,315,659	1,473.7	1,503.2

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¹ Demand accounts for 2% system losses.

SINGLE FAMILY RESIDENTIAL WATER USE DISTRIBUTION

Single family residential water use for land use designations for Low-, Medium- and High-Density (LDR, MDR and HDR) parcels can be further divided by the use within the home and the landscape irrigation demands outside of the home.

Table 4 represents the typical single family residential water usage that would be attributable to residential units within the land use designation of LDR and MDR. The percentage of total use will have a different distribution for HDR primarily attributable to the reduction in irrigated landscaped area.

Table 4
Amoruso Ranch Specific Plan
Water Conservation Plan
Single Family Residential Water Usage

Residential Use	Percentage of Total ¹
Landscaping	51%
Toilets	13%
Faucets, Cooking, Cleaning	10%
Showers	9%
Clothes Washing	8%
Bath	6%
Toilet Leaks	2%
Dishwasher	1%

Based on historic data the typical split between backyard and front yard irrigation of typical LDR and MDR parcels is approximately sixty-fourty, with 60% of the landscape irrigation demand attributable to the backyard and 40% of the landscape irrigation attributable to the front yard. This is the result of typically smaller front yards than backyards along with less

¹ Percentage of total water use was derived from information obtained from the City of Roseville Frequently Asked Questions (FAQ) on the subject of water conservation.

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landscape area in the front yard due to driveways and walks. Utilizing this ratio of front yard to backyard irrigation use, results in a further breakdown of the 51% total water use to 20.4% for the front yards and 30.6% for the backyards. The separation of front yard and backyard irrigation demands for LDR and MDR parcels allows analysis and application of different conservation measures between the two distinct areas.

The HDR units typically do not have front yard and backyard irrigation demand; however, there are common area irrigation demands that are attributable to HDR units. Average planning numbers for irrigation demands for HDR units is 20% of the estimated overall water usage. This value is expressed as 20% of the annual irrigation demand and not based on designation of demands split between front and back yard area designations. Table 5 presents a summary of demands based on the assumptions listed above.

Table 5
Amoruso Ranch Specific Plan
Water Conservation Plan
Residential Irrigation Water Demands

Land Use	Annual Demand (AFY)	Annual Demand Front Yard (AFY)	Annual Demand Backyard (AFY)	Annual Total Irrigation Demand (AFY)
Low Density Residential	739.5	150.86	226.29	377.15
Medium Density Residential	200.0	40.80	61.20	102.00
High Density Residential ¹	187.1	N/A	N/A	37.42
Urban Reserve	0.8	0.16	0.24	0.40
Total	1,127.4	191.82	287.73	516.97

¹ Demand for HDR parcels was calculated differently from LDR and MDR parcels, as described above. Demand for HDR parcels was not separated into front yard and backyard demand since traditional front and back yards are not present on HDR parcels.

WATER USE REDUCTION STRATEGIES

A series of implementable water use reduction strategies have been identified for the ARSP Area. These strategies are discussed in more detail in the following subsections of this document, including the estimated percentage of water use reduction.

The water use reduction strategies identified for the ARSP Area include:

- Reduction of Residential Turf Areas
- Reduction of Park and Recreation and Common Area Turf (Non-Residential)
- Irrigation Management
- Water Conservation Methods

REDUCTION OF RESIDENTIAL TURF AREAS

As represented in the previous sections and tables, turf areas account for a significant portion of the water demand of the residential development. In turn, this correlates to one of the greatest opportunities to reduce the projected water demands. The ARSP project will adopt a strategy to encourage the new residential developments to reduce the magnitude of front yard turf areas and plant these areas with vegetation that uses far less water.

The City of Roseville estimates that for a same sized area of turf, in comparison to utilization of low-water consumption vegetation, could result in a savings of up to 70% in the amount of water required. Therefore, 30% of the amount of water would be required for the low consumption vegetation as compared to the lawn area's water demand.

Low water consumption vegetation, benefits not only from the reduced requirement for uptake by the plants, it also benefits from more efficient landscape irrigation systems. Low water consumption vegetation is typically irrigated by drip systems, as opposed to overhead spray systems for lawn and turf areas.

Typical front yard landscaping generally ranges between 75% and 85% irrigated area. For purposes of this analysis, the low-point of 75% irrigated area has been selected with 70% being lawn area and the remaining irrigated area being lower water using plants and planters.

It is reasonable to reduce irrigated lawn areas from 70% of the typical front yard for LDR and MDR, as well as reduce the common area lawns on HDR, to 42%. This results in an increase of low water consumption vegetation from 5% to 33%. An example of the potential reductions in turf area is shown in Figure 5. The comparisons of water demands for irrigation are shown in Table 6.

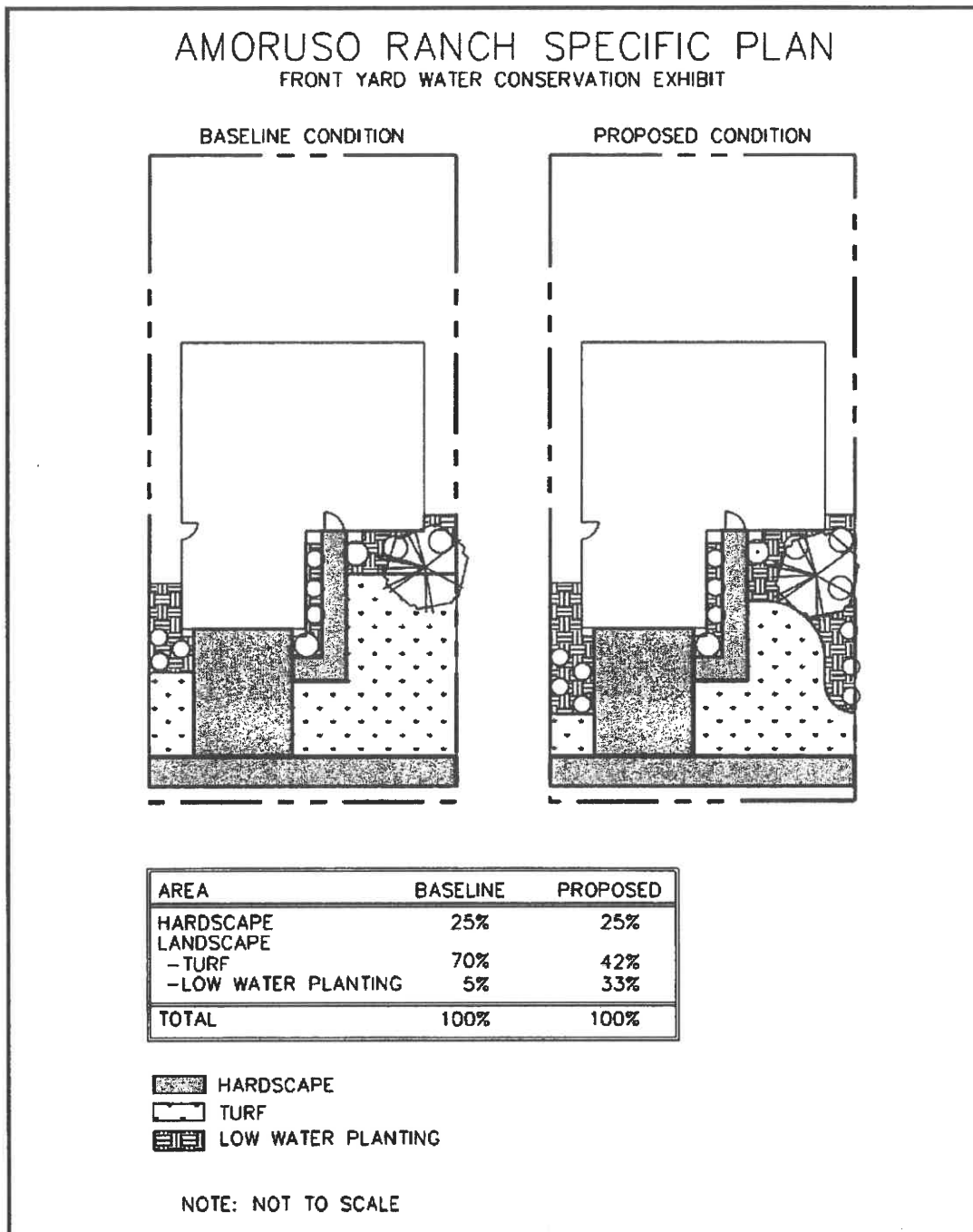


Figure 5 – Front Yard Water Conservation Comparison

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 6
Amoruso Ranch Specific Plan
Water Conservation Plan
Reduced Landscape Turf Area

Land Use	Front Yard Irrigated Area ¹	Base Condition		Base Condition with Water Conservation	
		Turf Area	Low Water Use Area	Turf Area	Low Water Use Area ²
LDR, MDR and HDR ³	75%	70%	5%	42%	33%

Table 7 is a comparison of the water use efficiencies that result from reduction in front yard turf areas. Since assumptions are based on similar reductions in turf areas for LDR, MDR and HDR product types, the water demands have been combined for presentation.

Table 7
Amoruso Ranch Specific Plan
Water Conservation Plan
Front Yard Irrigated Area Water Efficiencies

Land Use	Annual Demand Front Yard (AFY) ⁴	New Front Yard Demand (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Properties LDR and MDR	191.82	139.24	52.58	27.4%	Potable
HDR	37.42	27.16	10.26	27.4%	Recycled
Total	229.24	166.40	62.84	27.4%	

As an example of how these values were calculated, the calculation for the annual front yard turf demand and the reduced annual front yard demand is presented below.

For the annual front yard turf demand, as calculated for low and medium density residential land uses, 75% of the front yard is landscaped with 70% turf and 5% low water use plantings. Since low water use plantings use 30% of the water required for turf, this 5%

¹ As a percentage of the front yard.

² Includes 5% existing low water use plantings plus 28% new low water use plantings.

³ Represents the percentage of the entire exterior area for HDR.

⁴ Front yard demand from Table 5. HDR is total since there is not a distinction between front and back yards.

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area is equal to 1.5% turf area water demand. This results in the following annual front yard demands:

Turf (LDR & MDR):

$$191.82 \text{ AFY} * \left(\frac{70\%}{71.5\%} \right) = 187.80 \text{ AFY}$$

Low Water Use (LDR & MDR):

$$191.82 \text{ AFY} * \left(\frac{1.5\%}{71.5\%} \right) = 4.02 \text{ AFY}$$

For the reduced annual front yard demand, as calculated for low and medium density residential uses, reducing the base turf area in the front yards from 70% to 42% and replacing that (equivalent to 28%) with low water use plantings resulted in the following annual demands:

Reduced Demand Equation (LDR & MDR):

$$187.80 \text{ AFY} * \left(\frac{42\%}{70\%} + \frac{28\% * 30\%}{70\%} \right) + 4.02 \text{ AFY} = 139.24 \text{ AFY}$$

The same equations were generated for the HDR parcels as follows:

Turf (HDR):

$$37.42 \text{ AFY} * \left(\frac{70\%}{71.5\%} \right) = 36.63 \text{ AFY}$$

Low Water Use (HDR):

$$37.42 \text{ AFY} * \left(\frac{1.5\%}{71.5\%} \right) = 0.79 \text{ AFY}$$

Reduced Demand Equation (HDR):

$$36.63 \text{ AFY} * \left(\frac{42\%}{70\%} + \frac{28\% * 30\%}{70\%} \right) + 0.79 \text{ AFY} = 27.16 \text{ AFY}$$

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REDUCTION OF PARK AND RECREATION AND COMMON AREA TURF (NON-RESIDENTIAL)

In addition to the turf areas for residential properties there are additional and significant turf areas throughout a typical development. These areas include the parks, irrigated paseos, commercial centers and school play fields. The estimated turf irrigation demand at each of these uses is as follows:

- It is estimated that parks utilize approximately 98% of their water demand for irrigation and 80% of their irrigated area for turf. This area is assumed to be reduced to 60% with the conversion of turf area (20%) to low water consumption vegetation or other uses.
- For the Roseville area, low water plantings were assumed to use 30% of the water used on turf (a 70% water savings).
- Low water use areas will utilize low volume irrigation systems like a drip or spray system (such as Netafim) designed to achieve a uniformity of 90% rather than an overhead spray irrigation system.
- Paseos are estimated to utilize 100% of their water demand for landscape irrigation. 80% of the paseo area is irrigated turf area. This area is assumed to be reduced to 60% with the conversion of turf area (20%) to low water consumption vegetation or other uses.

Based on these assumptions the water use efficiencies for the parks and paseos have been calculated and are presented in Table 8.

**Table 8
Amoruso Ranch Specific Plan
Water Conservation Plan**

Non-Residential Irrigated Area Water Efficiencies

Land Use	Annual Water Demand (AFY) ¹	Annual Irrigation Demand (AFY)	Base Turf Area	New Turf Area	Low Water Use Area	New Irrigation Demand (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Park	4.3	4.21	80%	60%	20%	3.48	0.73	17.3%	Potable
Parks	69.8	68.40	80%	60%	20%	56.43	11.97	17.5%	Recycled
Paseos	4.8	4.80	80%	60%	20%	3.96	0.84	17.5%	Potable
Paseos	31.0	31.00	80%	60%	20%	25.58	5.42	17.5%	Recycled
Total	109.9	108.41				89.45	18.96	17.5%	

The new irrigation demand for the Parks is calculated as follows:

$$\frac{68.40 \text{ AFY} * 60\%}{80\%} = 51.30 \text{ AFY}$$

Demand remaining after turf reduction:

$$68.40 \text{ AFY} - 51.30 \text{ AFY} = 17.10 \text{ AFY}$$

Low water plants use 30% of turf demand:

$$17.10 \text{ AFY} * 30\% = 5.13 \text{ AFY}$$

New irrigation demand:

$$51.30 \text{ AFY} + 5.13 \text{ AFY} = 56.43 \text{ AFY}$$

Similarly the new irrigation demand for the Paseos is calculated as follows:

$$\frac{31.00 \text{ AFY} * 60\%}{80\%} = 23.25 \text{ AFY}$$

¹Annual water demand derived from Table 3.

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Demand remaining after turf reduction:

$$31.00 \text{ AFY} - 23.25 \text{ AFY} = 7.75 \text{ AFY}$$

Low water plants use 30% of turf demand:

$$7.75 \text{ AFY} * 30\% = 2.33 \text{ AFY}$$

New irrigation demand:

$$23.25 \text{ AFY} + 2.33 \text{ AFY} = 25.58 \text{ AFY}$$

IRRIGATION MANAGEMENT

Smart and centrally located irrigation controllers restrict irrigation to times and rates necessary to maintain landscaping. They account for changes in the demand for water, which varies with weather patterns, seasonal influences and soil moisture content. In the ARSP, smart irrigation controllers, as defined in WELO, will be required for residential, commercial, and quasi-public parcels subject to turf reduction measures, and centrally controlled irrigation controllers for larger commercial and publicly maintained parcels.

As referenced in previous studies for the City of Roseville, a number of studies have been completed specifically on the conversion to smart irrigation controllers and the resultant water savings. Those studies suggest that water use reductions can be expected between 7% and 41%. This is a wide range of variability. Since ARSP is an entirely new development all significant irrigation applications will employ the use of smart irrigation controllers (per WELO). Therefore, a water use reduction value of 20% has been estimated for purposes of this analysis, consistent with previous analyses completed for similar developments within the City of Roseville. The sample calculation is presented below and the values are summarized in Table 9.

Smart Irrigation Equation:

$$139.24 \text{ AFY} * (80\%) = 111.39 \text{ AFY}$$

**Table 9
Amoruso Ranch Specific Plan
Water Conservation Plan
Smart Irrigation Controller Water Efficiencies**

Land Use	Annual Irrigation Demand (AFY)	New Irrigation Demand w/Controller (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Properties (Front) ¹	139.24	111.39	27.85	20%	Potable
Residential Properties (Back) ²	287.73	230.18	57.55	20%	Potable
Residential Properties (HDR) ³	27.16	21.73	5.43	20%	Recycled
Parks ⁴	3.48	2.78	0.70	20%	Potable
Parks ⁵	56.43	45.14	11.29	20%	Recycled
Paseos ⁶	3.96	3.17	0.79	20%	Potable
Paseos ⁷	25.58	20.46	5.12	20%	Recycled
Total	543.58	434.85	108.73	20%	

WATER CONSERVATION METHODS

There are many water conservation measures that can be implemented throughout the ARSP project. The reality is that a majority of the typical water conservation measures are already required or anticipated to be included in any new projects. These include low flow toilets, low flow shower heads, faucet aerators, etc.

One additional water conservation measure that will be considered for the ARSP project is the inclusion of recirculating hot water systems. Recirculating hot water systems feature a pump on a residential hot water line system which reduces the time necessary to receive hot water at any hot water faucet throughout the home. They provide hot water at the tap

¹ Annual irrigation demand derived from Table 7.
² Annual irrigation demand derived from Table 5.
³ Annual irrigation demand derived from Table 7.
⁴ Annual irrigation demand derived from Table 8.
⁵ Annual irrigation demand derived from Table 8.
⁶ Annual irrigation demand derived from Table 8.
⁷ Annual irrigation demand derived from Table 8.

Kimley»Horn

immediately upon engaging the hot water faucet, eliminating the waste of water as you wait for the water to transition from the cold water in the pipes to hot water. This type of system can be included on all residential units to generate additional water conservation. The amount of water savings with these systems varies based on the number of times hot water is utilized throughout the day. A typical conservative estimate indicates a water savings of approximately 1.25 gallons per use is saved by having “instant” hot water from the recirculation system. We have estimated that on average this would occur six times per day per residential unit, consistent with previous studies for the City of Roseville.

Re-Circulating Hot Water Equation:

$$2,827 \text{ DU} * 7.5 \frac{\text{gal}}{\text{day}} * \frac{\text{AF}}{325851 \text{ gal}} * 365 \text{ day/yr} = 23.75 \text{ AFY}$$

The estimated savings based on the installation of recirculating hot water systems is shown in Table 10.

Table 10
Amoruso Ranch Specific Plan
Water Conservation Plan
Recirculating Hot Water System Water Efficiencies

Land Use	Dwelling Unit Count	Savings per Dwelling Unit (Gal)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Units	2,827	7.5	23.75	1.6%	Potable

SUMMARY

A series of water conservation methods have been proposed for implementation as part of the ARSP project. These methods are readily implemented and are consistent with the goals and objectives of the Amoruso Ranch Specific Plan and the City of Roseville.

Table 11 provides a summary of the water conservation measures and their estimated savings in water use. As shown on Table 11, with implementation of all of the measures an estimated conservation of 14.5% of the projected water use would be realized within the ARSP Area.

Table 11
Amoruso Ranch Specific Plan
Water Conservation Plan
Summary of Water Efficiencies

Water Conservation Opportunity	Total Water Demand (AFY)	Potable Water Savings (AFY)	Recycled Water Savings (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)
Residential Properties Irrigation – Front ¹	1,473.7	52.58	10.26	62.84	4.3%
Non-Residential (Parks, ROW, School) ²		1.57	17.39	18.96	1.3%
Smart Irrigation Controllers ³		86.89	21.84	108.73	7.4%
Recirculating Hot Water System ⁴		23.75	0	23.75	1.6%
Total		164.79	49.49	214.28	14.5%

The actual water conservation savings will be dependent on a number of factors including the participation and adherence by the actual homeowners. Constructing the residential units with a number of these measures already integrated (such as the hot water recirculation systems) will be beneficial to achieving the objective.

For the single family residential land uses there is anticipated to be ongoing outreach by the City to remind and reinforce the need for water conservation. This can include attachments to the water bill, water audits that can be made available to homeowners, the promotion of the City's water conservation website, and the availability of City water conservation staff to respond to specific questions. In addition, outreach can include educating homeowners on how to use and set up smart irrigation controllers along with including the installation and integration into their backyard irrigation system.

Guidance and education for the homeowners with regards to the landscaping of front and backyards will also be part of the overall plan including education in conformance with WELO.

¹ Annual demand savings derived from Table 7.
² Annual demand savings derived from Table 8.
³ Annual demand savings derived from Table 9.
⁴ Annual demand savings derived from Table 10.



References

WMH. 2006. *TM 1 - Unit Water Demand Factor Verification and Water Demand Evaluation and Update*. September.

Prepared By:

Kimley»»Horn

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Sacramento, CA 95816



WOOD RODGERS

Attachment to Exhibit M **TECHNICAL MEMORANDUM**

To: City of Roseville

Date: January 27, 2020

Subject: Amoruso Ranch Specific Plan Amendment
Amendment to Water Conservation Plan to Accommodate Revised Land Use Plan

INTRODUCTION

The Amoruso Ranch Specific Plan (ARSP) Amendment has been prepared at the direction of Brookfield Residential Properties, Inc. (Brookfield) to meet the City of Roseville's (City) planning requirements to address proposed land use changes resulting from the State and Federal Environmental Permitting Processes. The ARSP Amendment modifies the original approved plan dated June 2016.

The ARSP Area consists of approximately 694.4-acres located in the northwest edge of the City of Roseville. The Specific Plan Area is bounded on the west by the Al Johnson Wildlife Area, to the south by the Creekview Specific Plan Area, to the east by the future proposed Placer Ranch Specific Plan Area and to the north by the existing Toad Hill Ranches #1 area/Sunset Boulevard West.

The ARSP Area provides for a mix of land uses to achieve the desired community form and objectives. These land use designations include low-, medium- and high-density residential uses; commercial and office uses; which in some cases are sited with one another and/or with residential uses; public and quasi-public uses for the schools and civic activities such as a fire station; parks and open space uses; and an urban reserve.

At buildout, as originally proposed, the ARSP Area will provide for 2,827 dwelling units, adds approximately 51 acres of commercial retail and office land uses, and provide approximately 22-acres of parks and 146-acres of open space.

With the changes in the land use plan, resulting from the environmental permitting processes, the project parameters are identical in terms of the number of units, acres of commercial, and acres of parks. However, the acres of open space have increased from approximately 146-acres to approximately 155-acres with a corresponding reduction in residential land use acreage.

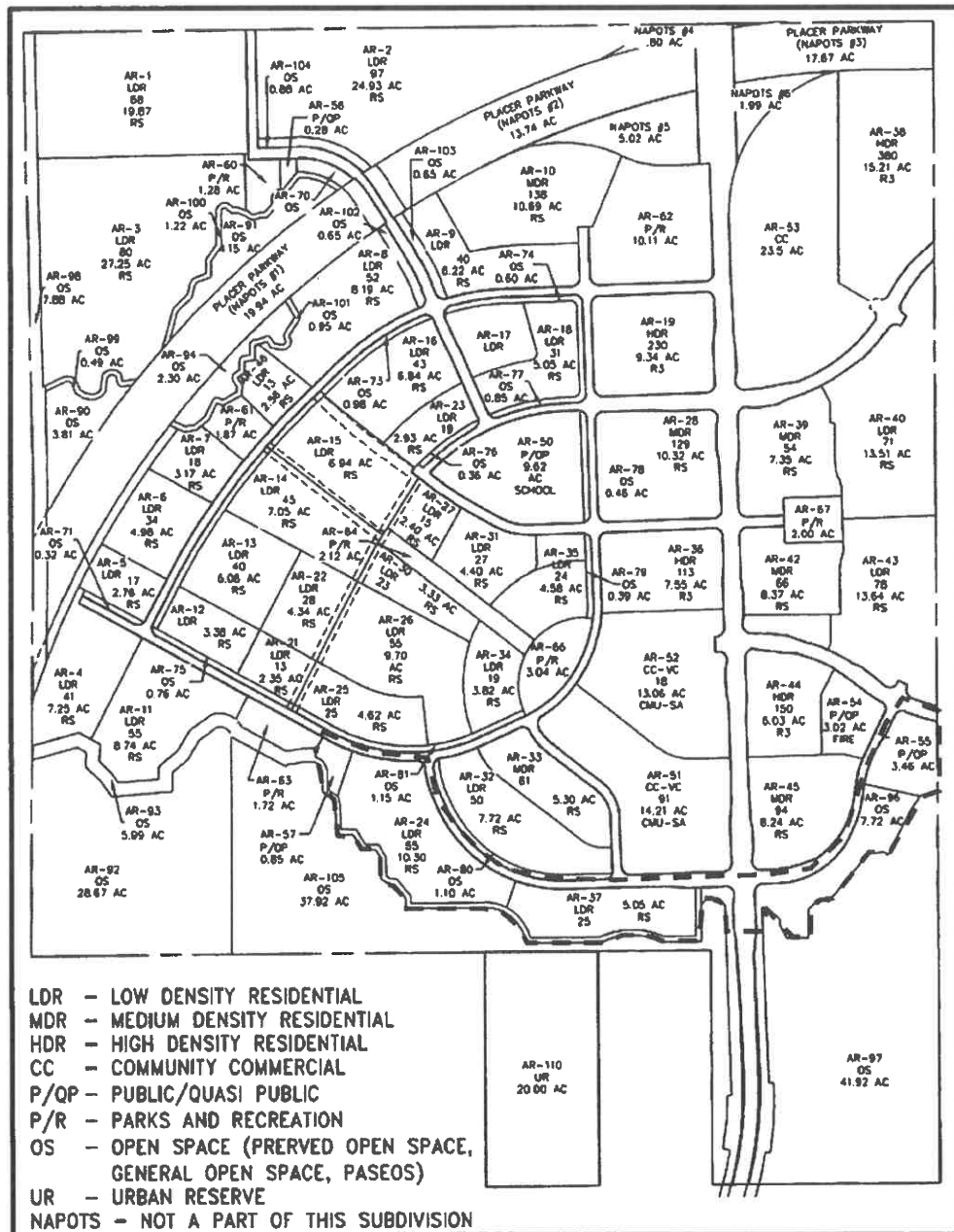
As part of the original Specific Plan, the "*Brookfield Residential, Amoruso Ranch Specific Plan Area, Water Conservation Plan*", dated April 2016, was prepared by Kimley-Horn and Associates. While the number of units proposed for the Specific Plan Area has not changed, the density of some of the units has been modified, which affects the calculations presented in the referenced Water Conservation Plan. This Technical Memorandum amends the referenced Water Conservation Plan to accommodate the changes in the land use plan.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 2 of 14

LAND USE PLAN UPDATE

As noted in the Introduction, the major change in the Land Use Plan occurs with the expansion of the open space and the coinciding reduction in the developable acres. The change represents approximately 9-acres that will be added to the open space, transitioning from developable land use. Figure TM-1 depicts the existing approved Land Use Plan that was adopted as part of the Amoruso Ranch Specific Plan in June 2016 by the City of Roseville. It depicts the area that was modified through the environmental permitting processes. The proposed and modified Land Use Plan is shown on Figure TM-2.

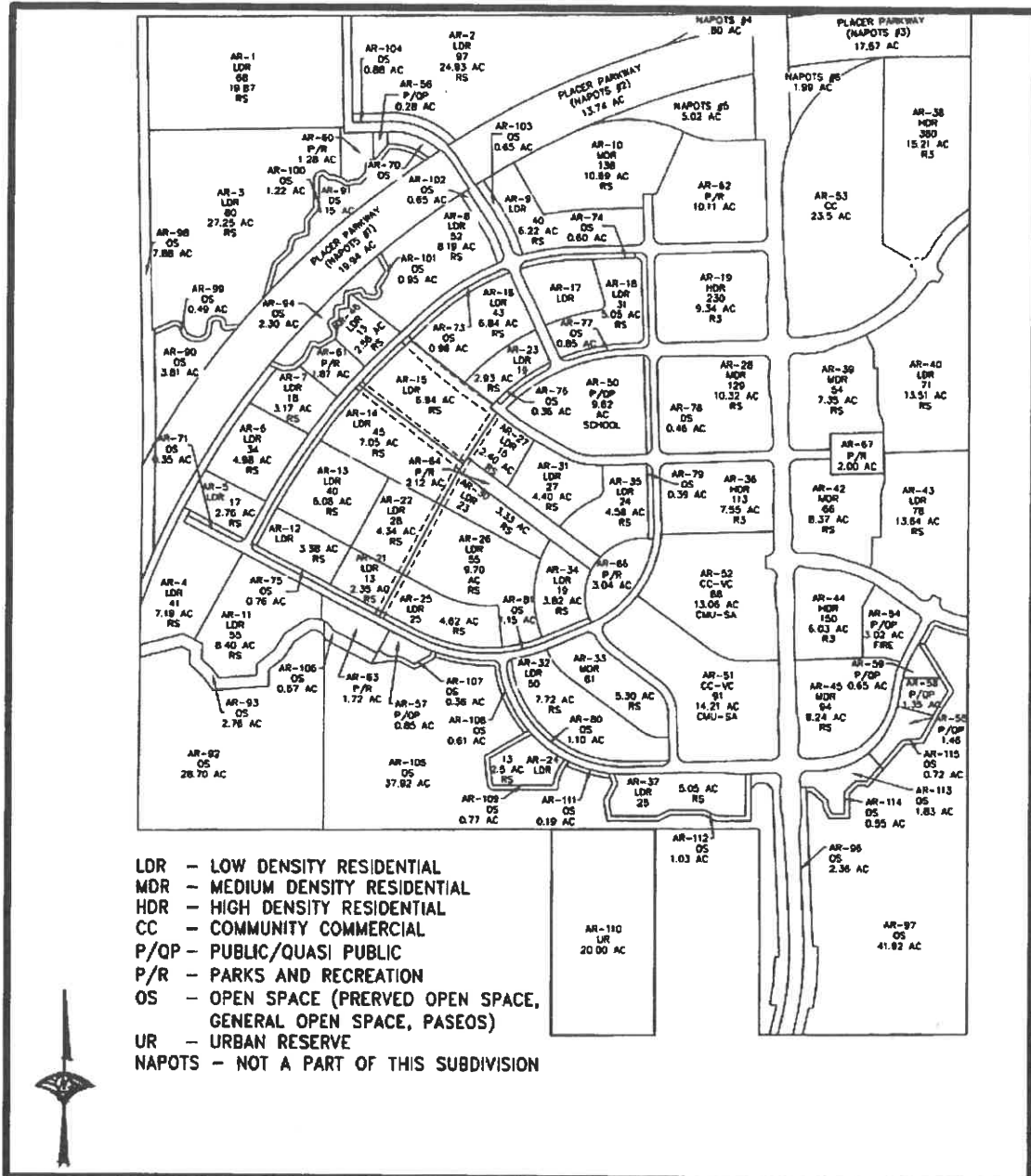


NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Figure TM-1 – 2016 Approved Land Use Plan

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 3 of 14



The required modifications in the Land Use Plan occur along the southern edge of development, both to the east and west of Westbrook Boulevard, in locations where the development abuts the open space. The changes are depicted on Figure TM-2.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

While the land plan has a reduced number of developable acres, the total unit count has remained the same, with the displaced units reallocated to an existing developable parcel that can support the units, while conforming to the density ranges for the given product types.

Table TM-1 is a comparison of the unit allocation changes throughout the plan area.

**Table TM-1
 Unit Allocation Comparison**

Parcel	Land Use	Acres			Units		
		2016	2019	Net Change	2016	2019	Net Change
AR-24	LDR	10.3	2.5	<7.8>	55	13	<42>
AR-37	LDR	6.28	5.05	<1.23>	33	25	<8>
AR-52	CC-VC	13.06	13.06	0	18	68	50
TOTAL				<9.03>			0

As noted in Table TM-1, the reallocated units are all located in the Community Commercial/Village Center (AR-52). This places the units very close to their original location. This also modifies the units from LDR to be CC/VC where the use factors for these units are consistent with HDR. This is important as it results in lower water use factors and lower wastewater generation rates.

The location of the affected land use parcels is shown on Figure TM-3 and indicated with a "blue circle".

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 5 of 14

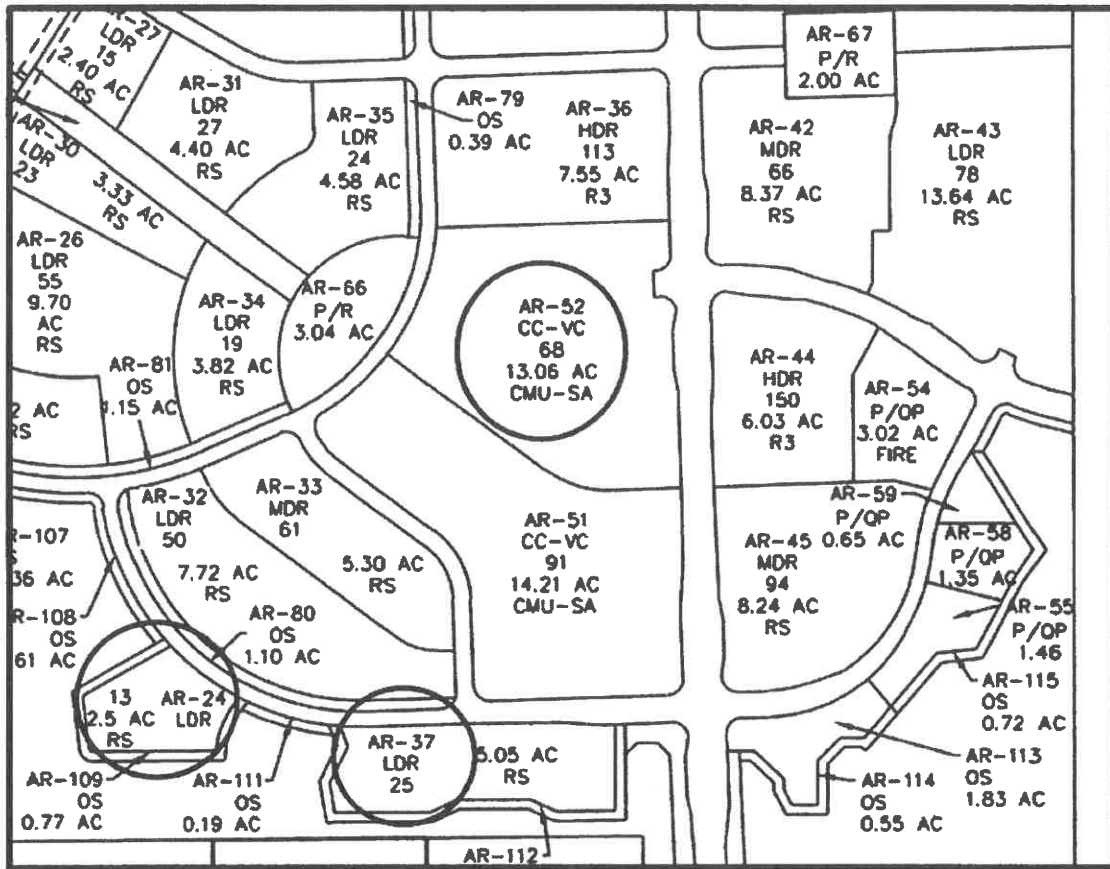


Figure TM-3 – Affected Land Use Parcels (Unit Transfer) (2019 Land Plan)

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

WATER CONSERVATION PLAN

As noted above, the calculations related to water conservation for the development change as a result in the shift in density of some of the units. Provided below are the revised Water Conservation Plan Tables that have been updated based on the new land plan.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 6 of 14

Water Conservation Plan Table 2 - Amended

**Amoruso Ranch Specific Plan Amendment
 Water Use Estimation – LDR, MDR and HDR**

Land Use Category Density	Number of Units	Average Day Demand (GPD/DU)	Total Average Day Demand (GPD)	Total Average Day Demand (AFY)	Total Average Day Demand with 2% (AFY) ¹
LDR1: < 3.5 DU / Acre	148	728	107,744	120.7	123.1
LDR2: > 3.5 to 5 DU / Acre	116	600	69,600	78.0	79.5
LMDR1: > 5 to 6 DU / Acre	351	521	182,871	204.8	208.9
LMDR2: > 6 to 8 DU / Acre	757	430	325,510	364.6	371.9
MDR: > 8 to 12 DU / Acre	155	323	50,065	56.1	57.2
HDR1: > 12 to 16 DU / Acre	380	288	109,440	122.6	125.0
HDR2: > 16 DU / Acre	760	177	134,520	150.7	153.7
Community Commercial - Village Center – Residential	159	288	45,792	51.3	52.3
Urban Reserve	1	728	728	0.8	0.8
Total	2,827	-	1,037,920	1,162.60	1,185.90

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

¹ Demand accounts for 2% system losses.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 7 of 14

Water Conservation Plan Table 3 - Amended

**Amoruso Ranch Specific Plan
 Water Use Factors and Demands**

Land Use	Land Use Abbreviation/ Zoning	Total Area (Acres)	Dwelling Unit Count	Water Use Factor	Daily Demand (GPD)	Annual Demand (AFY)	Annual Demand with 2% (AFY) ²
Low Density Residential	LDR	239.34	1,252	Varies	634,125	710.3	724.5
Medium Density Residential	MDR	50.27	542	Varies	178,561	200.0	204.0
High Density Residential	HDR	38.13	873	Varies	167,064	187.1	190.9
Community Commercial - Village Center - Residential	CMU-SA (Commercial Mixed-Use - Special Area)	Included On Next Line	159	288	45,792	51.3	52.3
Community Commercial - Village Center – Non-Residential	CMU-SA (Commercial Mixed-Use - Special Area)	27.27	-	2,598	70,847	79.4	80.9
Community Commercial	CC (Community Commercial)	23.85	-	2,598	61,962	69.4	70.8
Open Space (Paseos)	OS	10.74	-	2,988	32,091	35.9	36.7
Open Space (General)	OS	37.24	-	0	0	0.0	0.0
Open Space (Preserve)	OS	106.97	-	0	0	0.0	0.0
Parks & Recreation	PR	22.14	-	2,988	66,154	74.1	75.6
Public / Quasi Public (school)	P/QP (School)	9.62	-	3,454	33,227	37.2	38.0
Public / Quasi Public (Fire Station & Utility Site)	P/QP	7.61	-	1,780	13,546	15.2	15.5
Urban Reserve	UR	20	1	728	728	0.8	0.8
Rights-of-Way	ROW	52.06	-	0	0	0.0	0.0
Not a Part of This Subdivision	NAPOTS	49.16	-	0	0	0.0	0.0
Total		694.4	2,827	-	1,304,098	1,460.78	1,489.99

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

² Demand accounts for 2% system losses.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
January 27, 2020 - Page 8 of 14

Water Conservation Plan Table 4 - Amended

**Amoruso Ranch Specific Plan
Single Family Residential Water Usage**

Residential Use	Percentage of Total³
Landscaping	51%
Toilets	13%
Faucets, Cooking, Cleaning	10%
Showers	9%
Clothes Washing	8%
Bath	6%
Toilet Leaks	2%
Dishwasher	1%

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

³ Percentage of total water use was derived from information obtained from the City of Roseville Frequently Asked Questions (FAQ) on the subject of water conservation.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
January 27, 2020 - Page 9 of 14

Water Conservation Plan Table 5 - Amended

**Amoruso Ranch Specific Plan
Residential Irrigation Water Demands**

Land Use	Annual Demand (AFY)	Annual Demand Front Yard (AFY)	Annual Demand Backyard (AFY)	Annual Total Irrigation Demand (AFY)
Low Density Residential	710.3	144.90	217.35	362.25
Medium Density Residential	200.0	40.80	61.20	102.00
High Density Residential ⁴	187.1	N/A	N/A	37.42
Urban Reserve	0.8	0.16	0.24	0.40
Total	1098.2	185.86	278.79	502.07

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

⁴ Demand for HDR parcels was calculated differently from LDR and MDR parcels, as described above. Demand for HDR parcels was not separated into front yard and backyard demand since traditional front and back yards are not present on HDR parcels.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
January 27, 2020 - Page 10 of 14

Water Conservation Plan Table 7 - Amended

**Amoruso Ranch Specific Plan
Front Yard Irrigated Area Water Efficiencies**

Land Use	Annual Demand Front Yard (AFY) ⁵	New Front Yard Demand (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Properties LDR and MDR	185.70	134.8	50.90	30.0%	Potable
HDR	37.42	27.16	10.26	27.4%	Recycled
Total	223.12	161.96	61.16	27.4%	

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

⁵ Front yard demand from Table 5. HDR is total since there is not a distinction between front and back yards.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 11 of 14

Water Conservation Plan Table 8 - Amended

**Amoruso Ranch Specific Plan
 Non-Residential Irrigated Area Water Efficiencies**

Land Use	Annual Water Demand (AFY) ⁶	Annual Irrigation Demand (AFY)	Base Turf Area	New Turf Area	Low Water Use Area	New Irrigation Demand (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Park	4.3	4.21	80%	60%	20%	3.48	0.73	17.3%	Potable
Parks	69.8	68.40	80%	60%	20%	56.43	11.97	17.5%	Recycled
Paseos	4.8	4.80	80%	60%	20%	3.96	0.84	17.5%	Potable
Paseos	31.0	31.00	80%	60%	20%	25.58	5.42	17.5%	Recycled
Total	109.9	108.41				89.45	18.96	17.5%	

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

⁶Annual water demand derived from Table 3.

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 12 of 14

Water Conservation Plan Table 9 - Amended

**Amoruso Ranch Specific Plan
 Smart Irrigation Controller Water Efficiencies**

Land Use	Annual Irrigation Demand (AFY)	New Irrigation Demand w/Controller (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Properties (Front) ⁷	134.80	107.84	26.96	20%	Potable
Residential Properties (Back) ⁸	278.79	223.03	55.76	20%	Potable
Residential Properties (HDR) ⁹	27.16	21.73	5.43	20%	Recycled
Parks ¹⁰	3.48	2.78	0.7	20%	Potable
Parks ¹¹	56.43	45.14	11.29	20%	Recycled
Paseos ¹²	3.96	3.17	0.79	20%	Potable
Paseos ¹³	25.58	20.46	5.12	20%	Recycled
Total	530.20	424.15	106.05	20%	

⁷ Annual irrigation demand derived from Table 7.

⁸ Annual irrigation demand derived from Table 5.

⁹ Annual irrigation demand derived from Table 7.

¹⁰ Annual irrigation demand derived from Table 8.

¹¹ Annual irrigation demand derived from Table 8.

¹² Annual irrigation demand derived from Table 8.

¹³ Annual irrigation demand derived from Table 8.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
January 27, 2020 - Page 13 of 14

Water Conservation Plan Table 10 - Amended

**Amoruso Ranch Specific Plan
Recirculating Hot Water System Water Efficiencies**

Land Use	Dwelling Unit Count	Savings per Dwelling Unit (Gal)	Annual Demand Savings (AFY)	Annual Demand Savings (%)	Water System Savings
Residential Units	2,827	7.5	23.75	1.6%	Potable

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

TECHNICAL MEMORANDUM

Amoruso Ranch Specific Plan Amendment – Amendment to the Water Conservation Plan
 January 27, 2020 - Page 14 of 14

Water Conservation Plan Table 11 - Amended

**Amoruso Ranch Specific Plan
 Summary of Water Efficiencies**

Water Conservation Opportunity	Total Water Demand (AFY)	Potable Water Savings (AFY)	Recycled Water Savings (AFY)	Annual Demand Savings (AFY)	Annual Demand Savings (%)
Residential Properties Irrigation – Front ¹⁴	1,460.78	50.90	10.26	61.16	4.2%
Non-Residential (Parks, ROW, School) ¹⁵		1.57	17.39	18.96	1.3%
Smart Irrigation Controllers ¹⁶		84.21	21.84	106.05	7.3%
Recirculating Hot Water System ¹⁷		23.75	0	23.75	1.6%
Total		160.43	49.49	209.92	14.4%

¹⁴ Annual demand savings derived from Table 7.

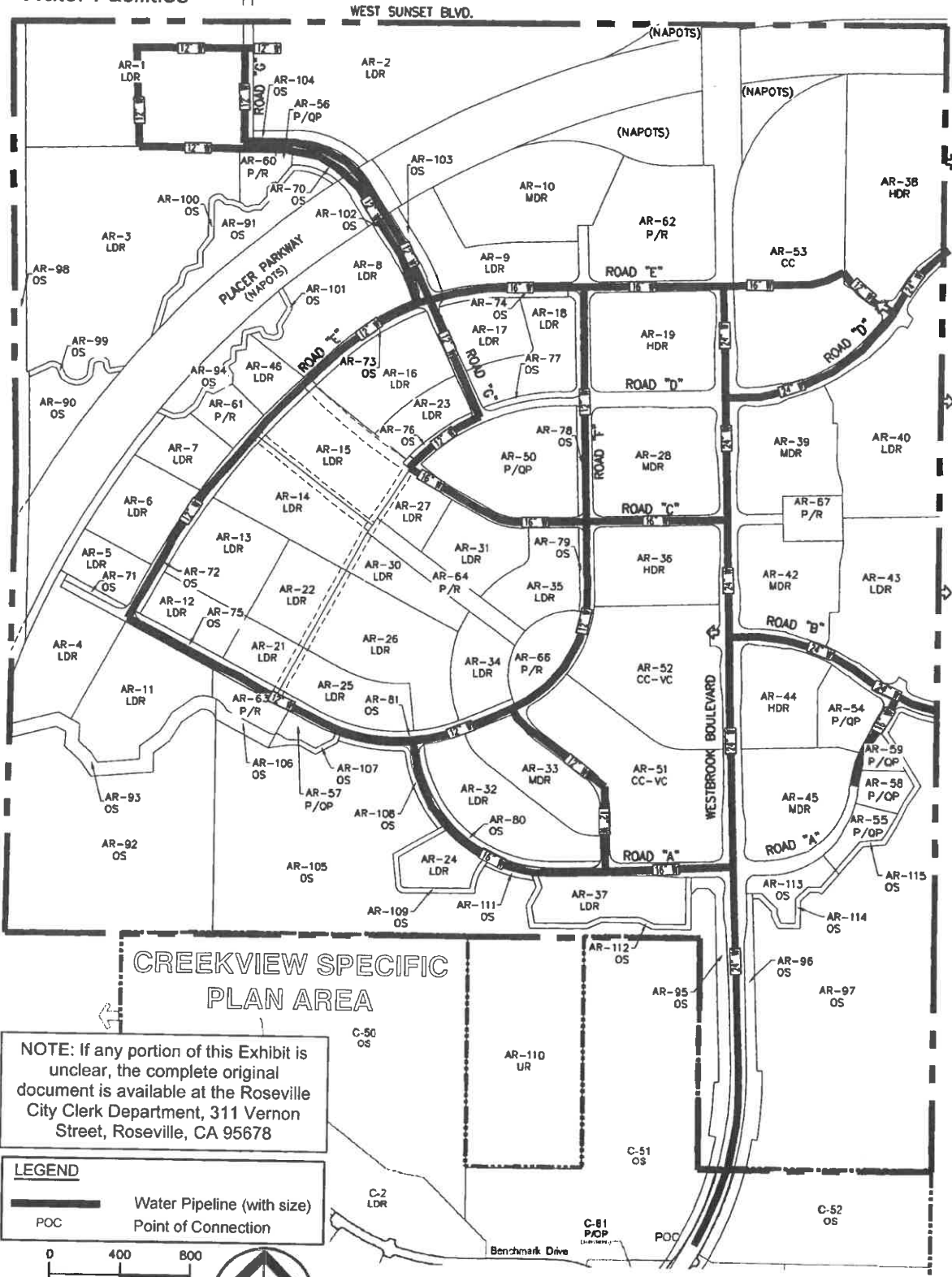
¹⁵ Annual demand savings derived from Table 8.

¹⁶ Annual demand savings derived from Table 9.

¹⁷ Annual demand savings derived from Table 10.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit N Water Facilities



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND
 Water Pipeline (with size)
 POC Point of Connection

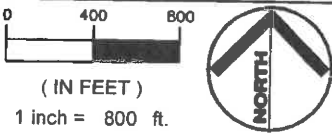
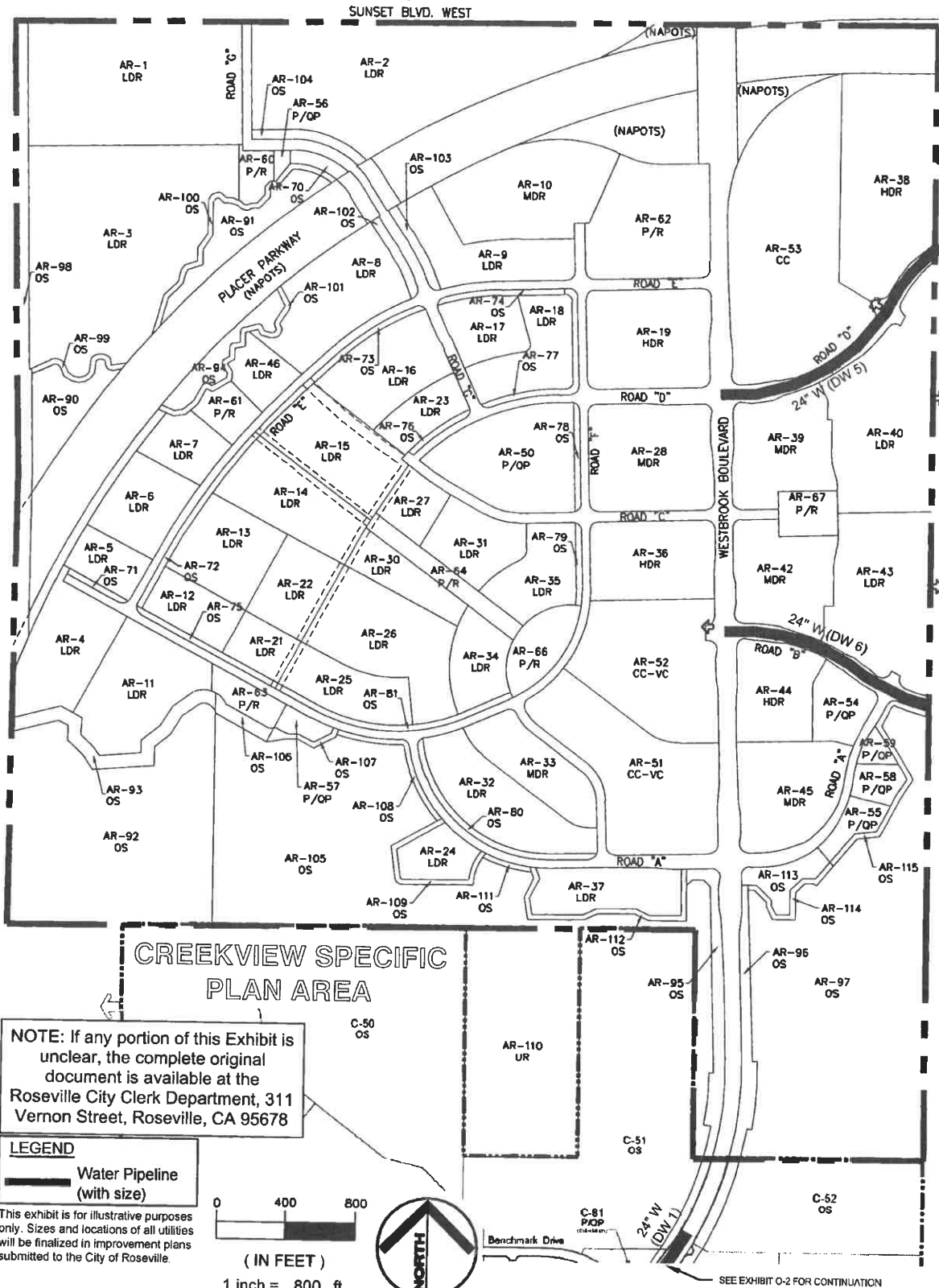


Exhibit O-1
Water Facilities For Reimbursement



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND
 Water Pipeline (with size)

This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.

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(IN FEET)

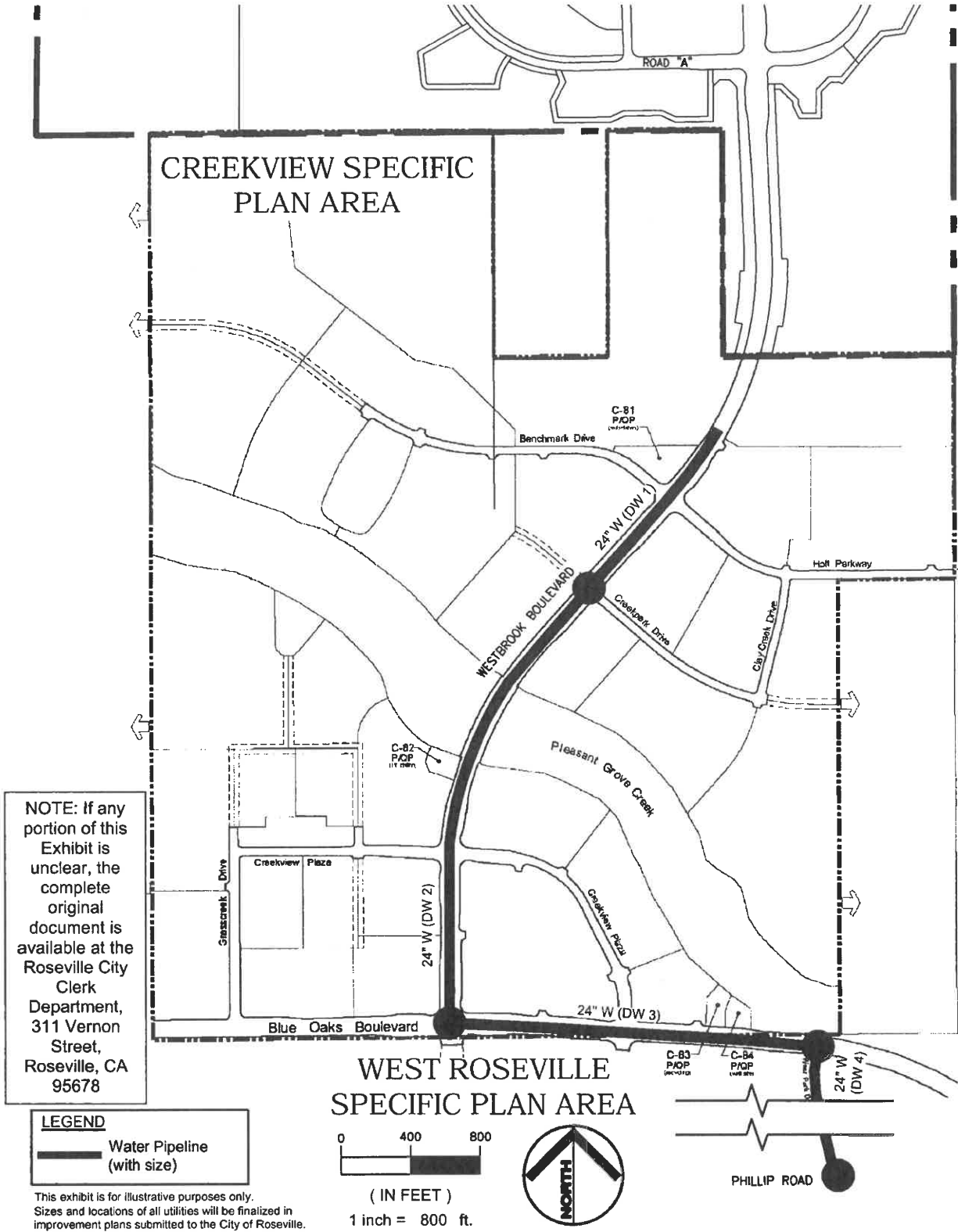
1 inch = 800 ft.



Benchmark Drive

SEE EXHIBIT O-2 FOR CONTINUATION

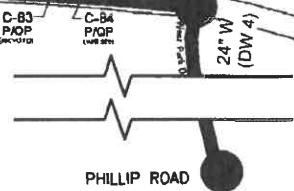
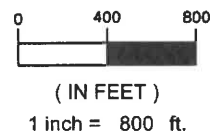
Exhibit O-2
 Offsite Water Facilities For Reimbursement



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

— Water Pipeline (with size)



This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.

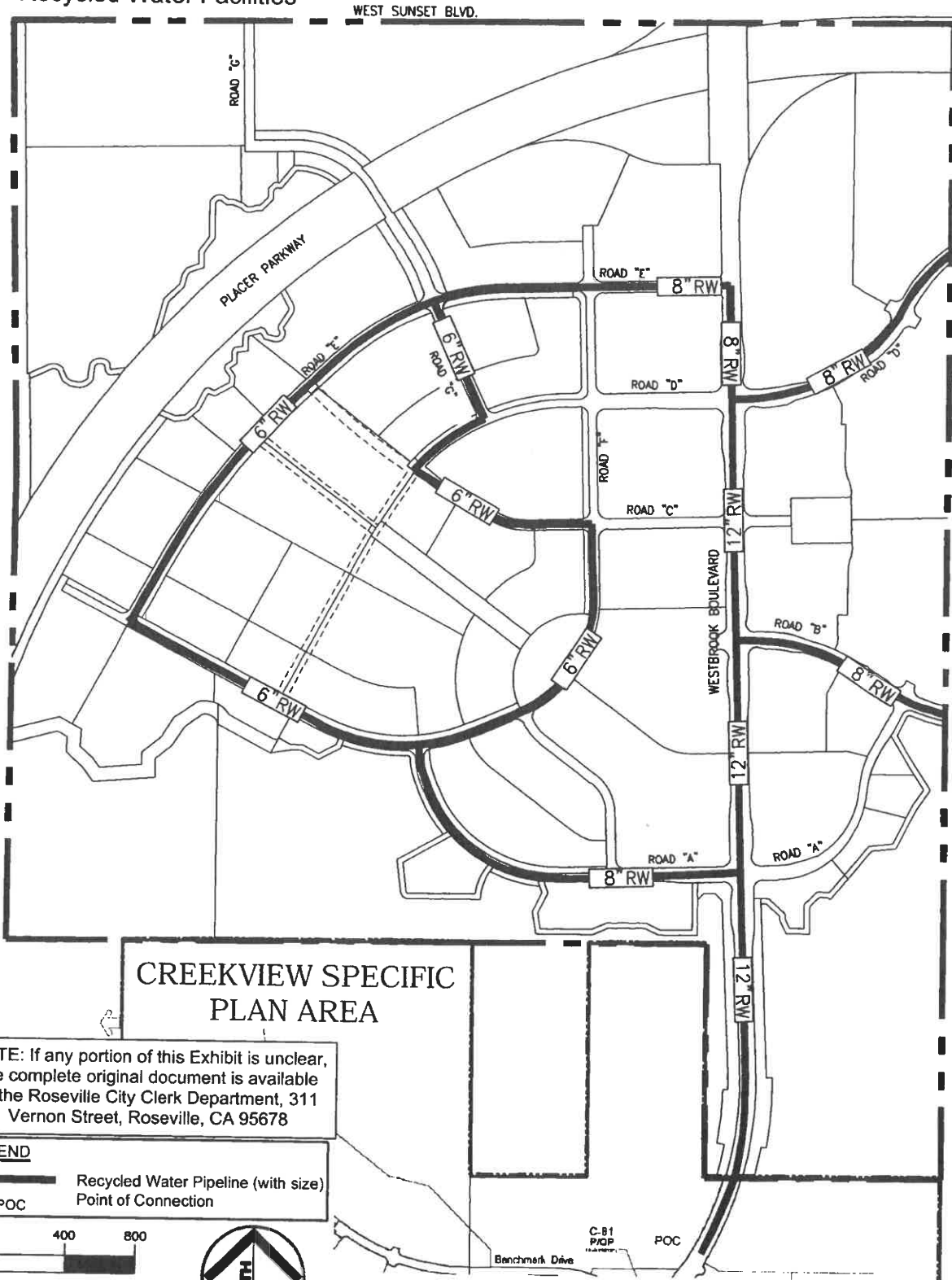
**EXHIBIT O-3
WATER REIMBURSEMENT SCHEDULE**

WATER REIMBURSEMENTS										
Reimbursements From ARSP										
No	Water Segment	Size	Approx. Length	Average Day Demand ARSP Flow (gpm)	Average Day Demand Total Flow (gpm) ⁴	Reimbursable Party	Overall Reimbursement Cost	% Reimbursement	Reimbursement Owed	
1	DW1	24"	1,210'	932	1,603	CSP	\$ 318,240	58.14%	\$185,028	
2	DW2	24"	2,790'	932	1,675	CSP	\$ 815,040	55.64%	\$453,503	
3	DW3	24"	2,390'	1,328	3,039	CSP	\$ 630,000	43.70%	\$275,301	
4	DW4	24"	Per CSP DA ⁷	78	180	CSP	\$ 389,000	43.33%	\$168,567	
Reimbursements to ARSP										
No	Water Segment	Size	Approx. Length	Average Day Demand ARSP Flow (gpm)	Average Day Demand Capacity Total Flow (gpm) ⁵	Reimbursable From	Overall Reimbursement Cost	% Reimbursement ⁶	Reimbursement Owed to ARSP	
1	DW5	24"	1,610'	106	TBD	Other 3rd Party	\$ 192,480	TBD	TBD	
2	DW6	24"	1,280'	37	TBD	Other 3rd Party	\$ 160,250	TBD	TBD	

- Improvements are subject to annual adjustments for CCI.
- Reimbursement estimate is based on the Creekview Specific Plan Development Agreement.
- No water conservation measures were factored into the analysis.
- Total flow includes Creekview SP and may include other third parties. See Creekview DA Exhibit U and Exhibit V.
- Based on the ability to provide water to the potential future Placer Ranch with the 24" water line. Flows to be determined at time of development application for future Placer Ranch.
- % Reimbursement to be determined at time of development processing for Placer Ranch.
- Flowrates from Table 5 CSP Exhibit V - Scenario 2.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

**Exhibit P
Recycled Water Facilities**



**CREEKVIEW SPECIFIC
PLAN AREA**

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

— Recycled Water Pipeline (with size)

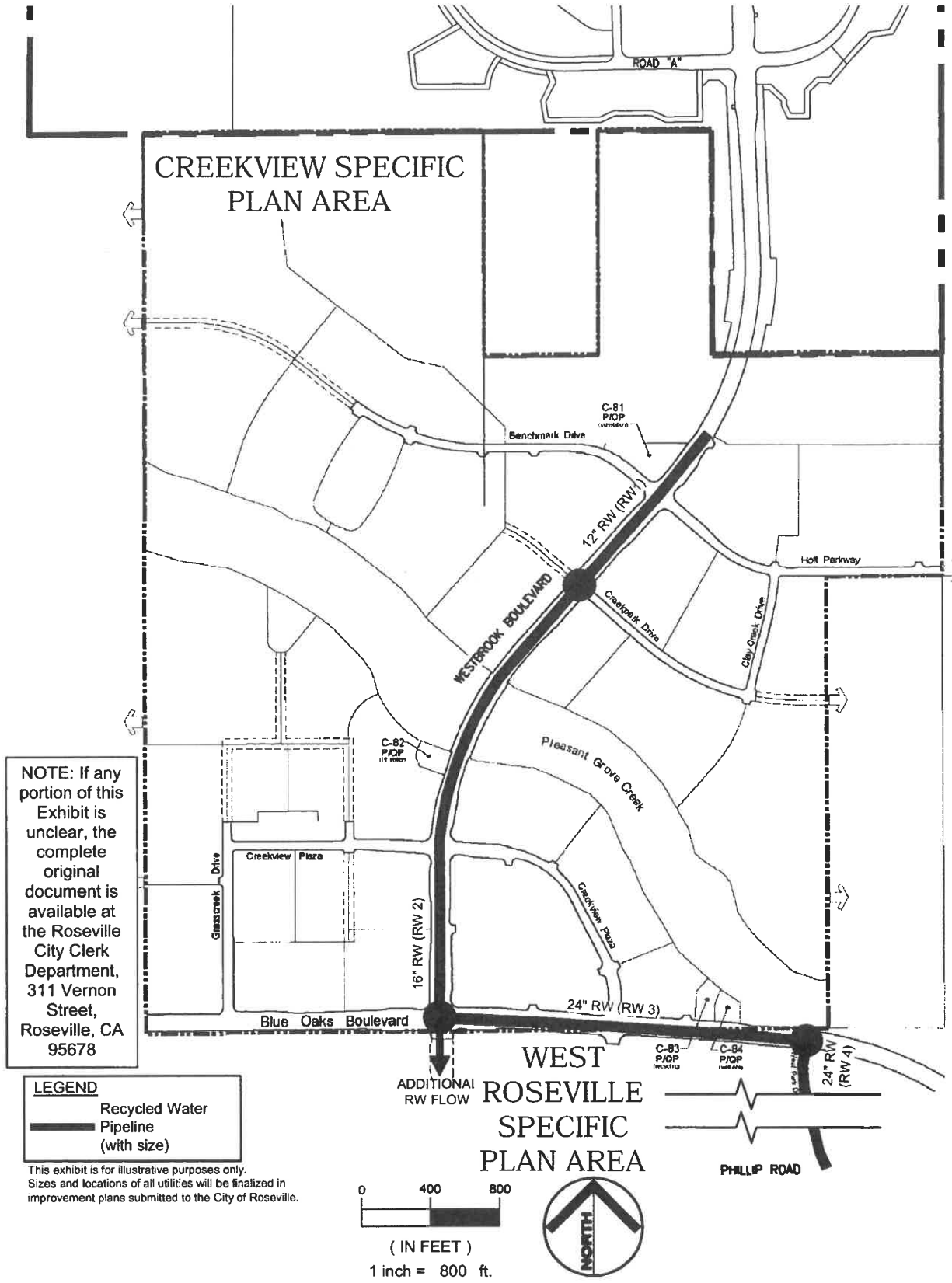
POC Point of Connection



(IN FEET)
1 inch = 800 ft.



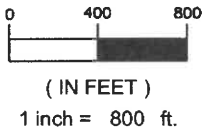
Exhibit Q-1
 Offsite Recycled Water Facilities For Reimbursement



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND
 Recycled Water Pipeline (with size)

This exhibit is for illustrative purposes only. Sizes and locations of all utilities will be finalized in improvement plans submitted to the City of Roseville.



**EXHIBIT Q-2
OFFSITE RECYCLED WATER REIMBURSEMENT SCHEDULE**

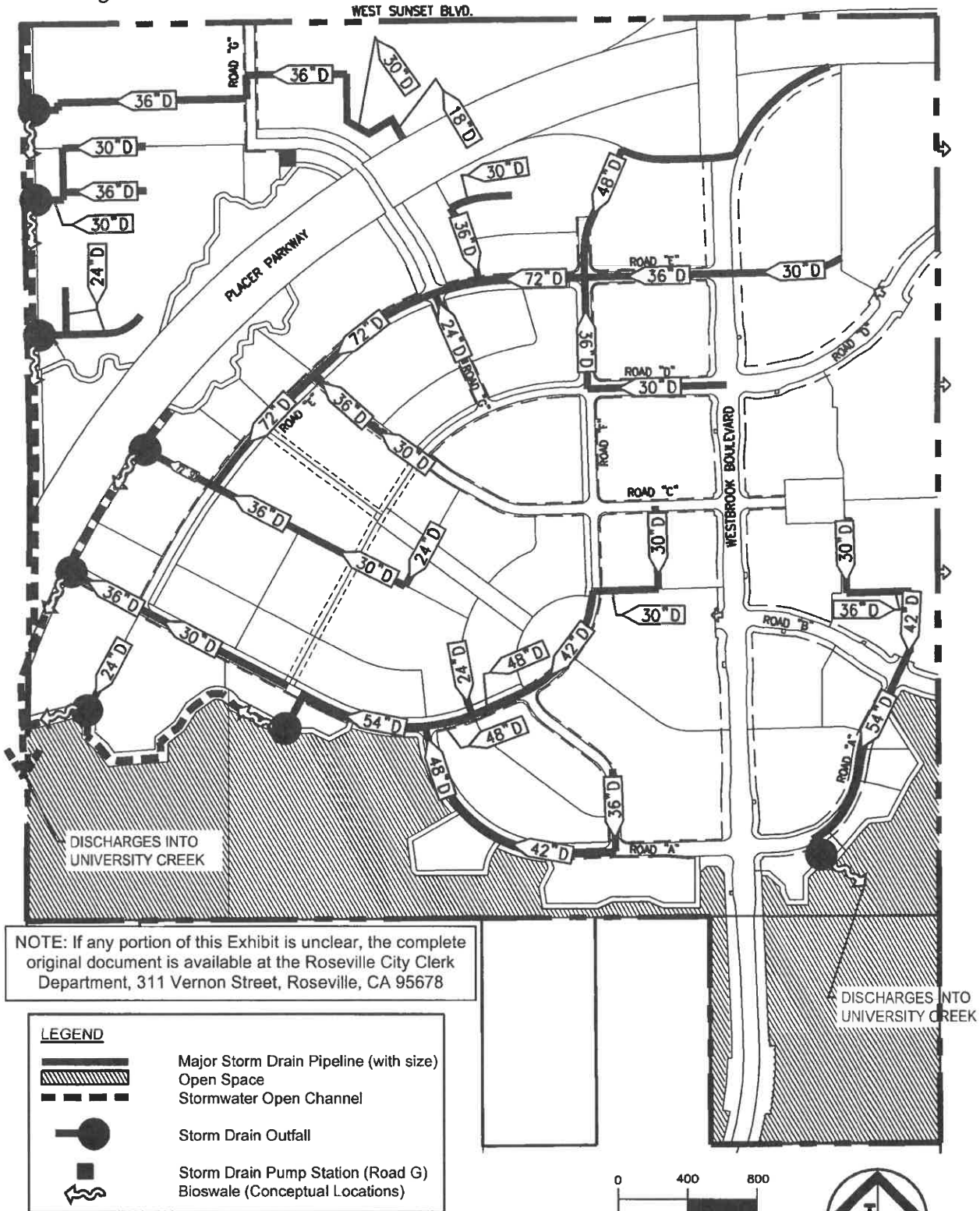
RECYCLED WATER REIMBURSEMENTS									
Reimbursements From ARSP									
No	Recycled Water Segment	Size	Approx. Length	Peak Day Demand ARSP Flow (gpm)	Peak Day Demand Total Flow (gpm) ⁴	Reimbursable Party	Overall Reimbursement Cost	% Reimbursement	Reimbursement Owed
1	RW1	12"	1,210'	1,726	2,995	CSP	\$ 121,608	57.63%	\$70,082
2	RW2	16"	2,820'	1,726	3,101	CSP	\$ 477,648	55.66%	\$265,856
3	RW3	24"	2,400'	1,726	13,061	CSP	\$ 510,000	13.21%	\$67,396
4	RW4	24"	2,235'	1,726	13,061	CSP/WRSP	\$ 475,000	13.21%	\$62,771

Note:

- Improvements are subject to annual adjustments for CCI.
- Reimbursement estimate is based on the Creekview Specific Plan Development Agreement.
- No recycled water conservation measures were factored into the analysis.
- Total flow includes Creekview SP and may include other third parties. See Creekview DA Exhibit X and Exhibit Y. Utilized Scenario 2 (CSP Exhibit Y), updated for projected ARSP demands.

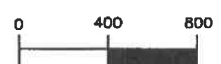
NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit R Drainage Facilities



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND	
	Major Storm Drain Pipeline (with size)
	Open Space
	Stormwater Open Channel
	Storm Drain Outfall
	Storm Drain Pump Station (Road G)
	Bioswale (Conceptual Locations)

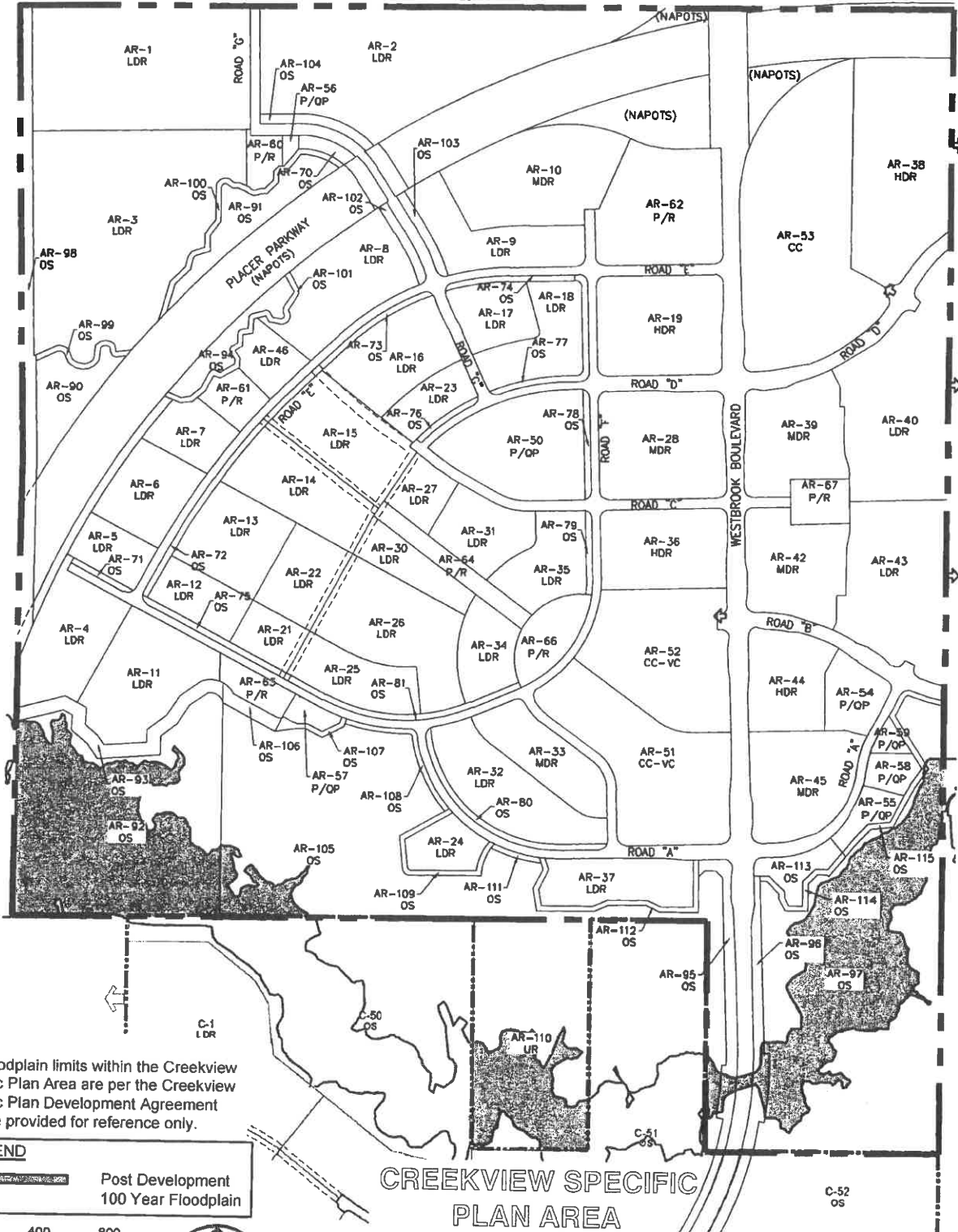


(IN FEET)
1 inch = 800 ft.



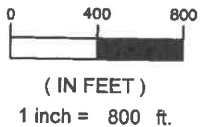
Exhibit S
Post Development 100 Year Floodplain

SUNSET BLVD. WEST



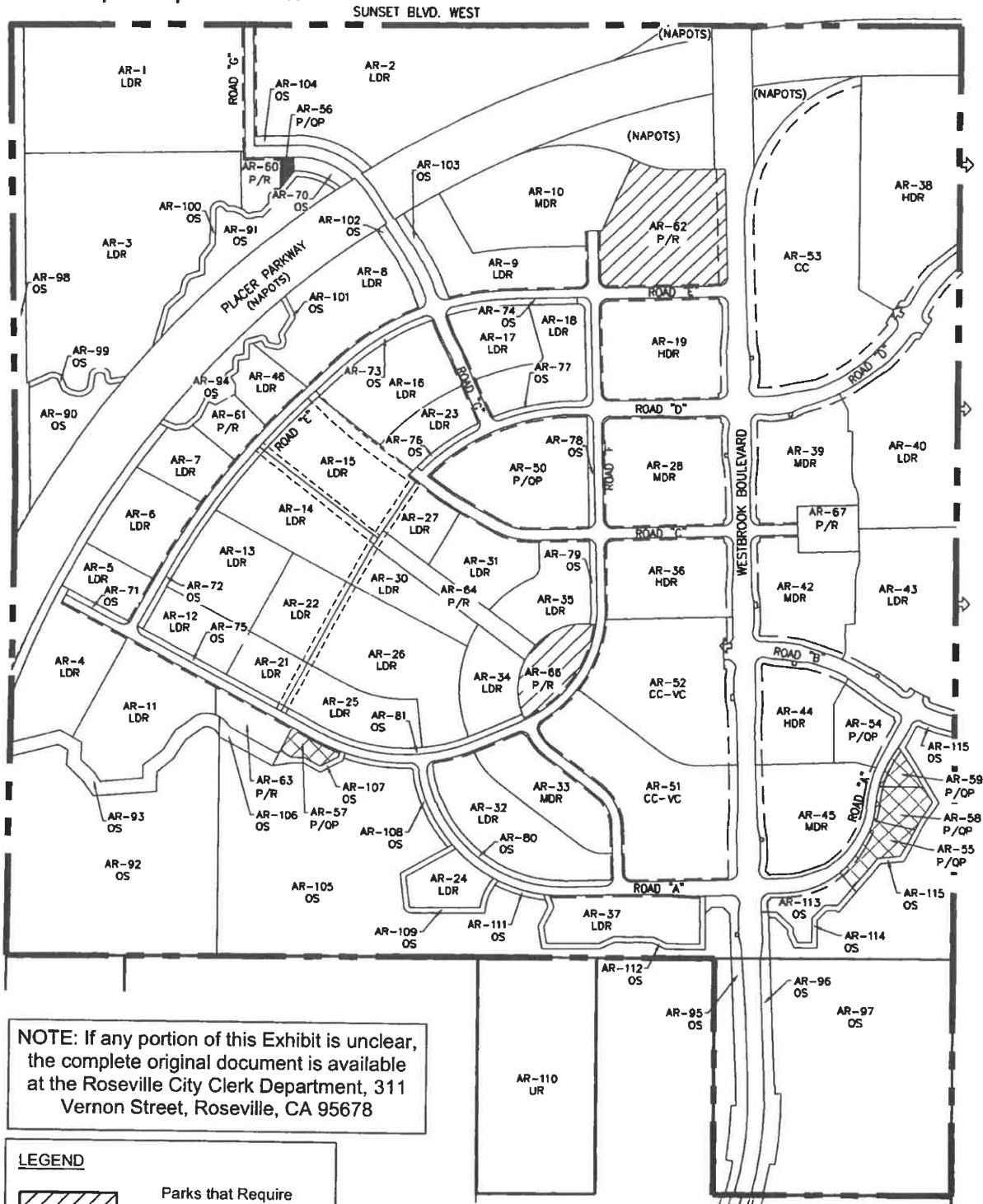
Note:
The floodplain limits within the Creekview Specific Plan Area are per the Creekview Specific Plan Development Agreement and are provided for reference only.

LEGEND
 Post Development 100 Year Floodplain





NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit T Fiber Optic Improvements



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND

-  Parks that Require Fiber Optics
-  Public Parcels that Require Fiber Optics

Fiber optic service to all City facilities will be placed in dedicated conduit, and installed per City Signal Interconnect (SIC) Standards.

0 400 800
(IN FEET)
1 inch = 800 ft.


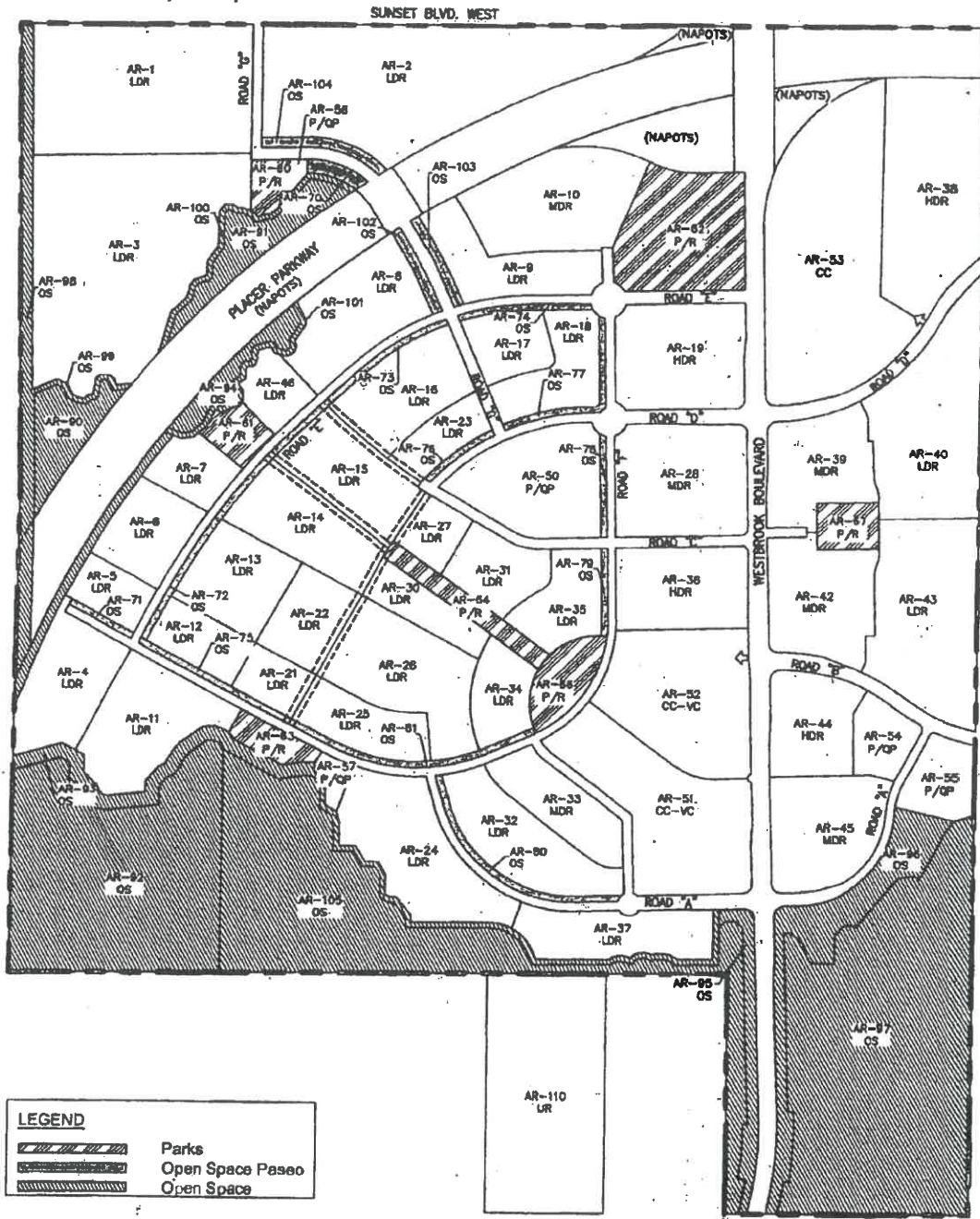


Exhibit V
Parks and Open Space



NOTE: IF ANY PORTION OF THIS EXHIBIT IS
UNCLEAR, THE COMPLETE ORIGINAL DOCUMENT
IS AVAILABLE AT THE ROSEVILLE CITY CLERK
DEPARTMENT, 311 VERNON STREET, ROSEVILLE, CA 95678.

Exhibit W
Parks Financing Plan

Amoruso Ranch
Parks Financing Plan
May 5, 2016

Prepared for:
Brookfield Residential

Prepared By:



DEVELOPMENT PLANNING & FINANCING GROUP, INC.

4380 AUBURN BOULEVARD
SACRAMENTO, CALIFORNIA 95841

Table of Contents

I. Introduction	1
Purpose of Report.....	1
II. Amoruso Ranch Specific Plan	1
Parks and Open Space	1
Bike Trails and Paseos.....	1
III. Neighborhood Park Improvements	2
Facility Costs.....	2
Phasing	2
Funding Strategy – Existing Fee Program.....	2
IV. Citywide Park Improvements	2
Facility Costs.....	2
Funding Strategy – Existing Fee Program.....	3
V. Bike Trail Improvements	3
Phasing	3
Funding Strategy – Developer Built	3
VI. Paseo Improvements	4
Phasing	4
Funding Strategy – Developer Built	4
VII. CFD for Maintenance.....	4

Maps

- Map 1:** Parks, Paseos, and Open Space
Map 2: Bike Trails

Tables

- Table 1:** Amoruso Ranch Parks Acreage
Table 2: Neighborhood Park Costs
Table 3: Neighborhood Park Cost Allocation
Table 4: Park Fee Revenues by Phase (Neighborhood Park Component)
Table 5: Citywide Park Construction & In-Lieu Costs
Table 6: Citywide Park Cost Allocation
Table 7: Park Fee Revenues by Phase (Citywide Park Component)
Table 8: Ongoing Maintenance and Landscape Costs
Table 9: Allocation of Ongoing Maintenance and Landscape Costs

Appendices

- Appendix A:** Cost Estimates: The Collaborative West

I. Introduction

Purpose of Report

This Parks Financing Plan was prepared for the Amoruso Ranch Specific Plan (“Project”) by Development Planning and Financing Group, Inc. (“DPFG”) as a strategy to fund and maintain the parks, bike trails, and paseos that are proposed in the Project. This document is an expansion of the Amoruso Ranch Public Facilities Financing Plan, and provides additional details regarding the costs and funding of neighborhood parks, citywide parks, bike trails, and paseos. The findings will provide a clear understanding of how the parks plan is feasible, the funding structure, and overall costs associated with the Project.

II. Amoruso Ranch Specific Plan

Parks and Open Space

The City of Roseville’s Parks and Recreation Master Plan requires a ratio of 9 acres of parkland per 1,000 residents. The 9 acres of parkland includes; 3 acres/1,000 residents for neighborhood parks, 3 acres/1,000 residents for citywide parks, and 3 acres/1,000 residents for open space.

The parks program developed for Amoruso Ranch includes 157 acres of parkland on-site, including open space. The Project meets the neighborhood park and open space dedication requirement with at least 22.14 acres of each, but does not provide a citywide park. The project will pay a Citywide Park Fee which includes funding for park improvements and land (through an in-lieu calculation). Through the Citywide Park Fee, Amoruso Ranch will contribute its fair share to the creation of other planned facilities in the City. **Table 1** shows the required park acreage under the City’s current Master Plan and project population assumptions. The developer is responsible for the budgeted park costs and the developer or City will be responsible for the construction of all the parks.

Seven neighborhood parks have been distributed throughout the Project. **Map 1** shows the location of all the neighborhood parks in the Amoruso Ranch project.

Bike Trails and Paseos

The bike trails and paseos planned within the Project are mainly located along roadways. Bike trails take the form of Class 1, Class 1A, Class 2, and Class 3. Only the Class 1 bike trails are located away from a roadway, and this bike trail class occurs on the south western portion of the Project and along Westbrook Boulevard through the southern open space. The paseos are expanded areas in addition to the normal landscaping along roadways. **Map 1** illustrates the paseos, while **Map 2** shows the bike trails.

III. Neighborhood Park Improvements

Facility Costs

Table 2 shows the total estimated neighborhood park facility costs. The parks program costs are estimated at roughly \$7.1 million. The cost of the parks and recreation facilities include, but are not limited to, the following types of facilities:

- Landscaping
- Restrooms
- Parking
- Recreational fields
- Playgrounds
- Picnic areas

Detailed park improvements and costs are provided by The Collaborative West, and are attached as Appendix A.

Phasing

The development of Phase 1 would have park improvements that correspond to the amount of initial residential development. These improvements include five neighborhood parks at a size of 1.72 acres, 1.87 acres, 2.12 acres, 2.0 acres, and 3.04 acres, for a total of 10.75 acres. The estimated facilities cost for the park improvements for Phase 1 is approximately \$3.9 million.

Funding Strategy – Existing Fee Programs

The neighborhood park impact fee funds the neighborhood park improvements in Amoruso Ranch. Table 3 creates an updated fee for the Project by allocating the total neighborhood park improvement costs on a per residential unit basis. The costs were spread to the different residential land uses based on the persons per household that vary by unit size, using the same methodology as previous specific plans. This was done to create a tiered rate so that an HDR unit is not paying the same amount as an LDR unit.

Table 4 shows the neighborhood park impact fee revenues for Phase 1 and Build out.

IV. Citywide Park Improvements

The Citywide Park Improvement Fee funds the Project's fair share of the construction costs of a citywide park and the Citywide Park Land In-Lieu Fee will provide funding for the purchase of land that was not provided on site for a citywide park.

Facility Costs

Table 5 shows the total facility improvement costs and estimated in-lieu land costs. The Project's share of the citywide facilities costs are calculated by using the current Citywide Park Fee. The base fee for citywide park development is \$2,111. A credit of \$657 has been applied making the citywide park fee for ARSP \$1,454 per unit.

Land Component

The Citywide Park land in-lieu was calculated using the acreage requirement determined in **Table 1**, multiplied by the land appraisal value of \$135,000 per acre. This is the same value used in previous specific plans. A total in-lieu estimate of \$2,988,900 was calculated for the ARSP. The land in-lieu fee per unit for citywide is \$1,058 per unit.

Summary

The total citywide park improvement fee for facility costs and land in-lieu is \$2,512 per unit.

The Citywide Park funds will be used to purchase land and/or build citywide park facilities in other locations throughout the City. Amoruso Ranch is currently not planned for citywide facilities to be built within the plan area.

Funding Strategy - Existing Fee Programs

The Citywide Park fee will fund the citywide park facilities throughout the City, and the in-lieu component will fund future land acquisitions or additional construction. **Table 6** creates the Citywide Park fee for the Amoruso Ranch project by allocating the total costs (construction and in-lieu) on a per residential unit. The costs were spread to the different residential land uses based on the persons per household that vary by unit size, using the same methodology as previous specific plans. This was done to create a tiered rate so that an HDR unit is not paying the same amount as an LDR unit.

Table 7 shows the citywide park fee revenues for Phase 1 and Build out.

V. Bike Trail Improvements

In the Amoruso Ranch project the Class 1 bike trail system is integrated with open space along the south west corner of the development and along Westbrook Boulevard in the open space on the south end of the development. **Map 2** illustrates the proposed bike trails in the project. The Class 1 bike trail system along with the other bike trails incorporated with the roadways (Class 1A, 2, and 3) are all included in the roadway backbone infrastructure costs outlined in the Amoruso Ranch Public Facilities Financing Plan. The developer will build these improvements as required, and as development progresses.

Phasing

The development of the Class 1 bike trail will occur entirely with the Phase 1 development.

Funding Strategy – Developer Built

The bike trail facilities will be built by the developer, without the formation of a fee program. These improvements will be an eligible facility to be funded and/or reimbursed by the project CFD when formed.

VI. Paseo Improvements

The paseos in Amoruso Ranch run along some segments of collector roadways. Paseos are expanded areas, in addition to landscape corridors with grass, trees, landscaping, and contain no facilities. **Map 1** illustrates the proposed layout of the paseos in the project. All of the paseo costs are included in the roadway backbone infrastructure costs outlined in the Amoruso Ranch Public Facilities Financing Plan. The developer will build these improvements as required, and as development progresses.

Phasing

The development of Phase 1 includes paseo improvements within the residential area on Road "E", "F", and Road "A", while the remaining improvements will be built in Phase 2 and 3 along Roads "F", "G", "E", and "D".

Funding Strategy – Developer Built

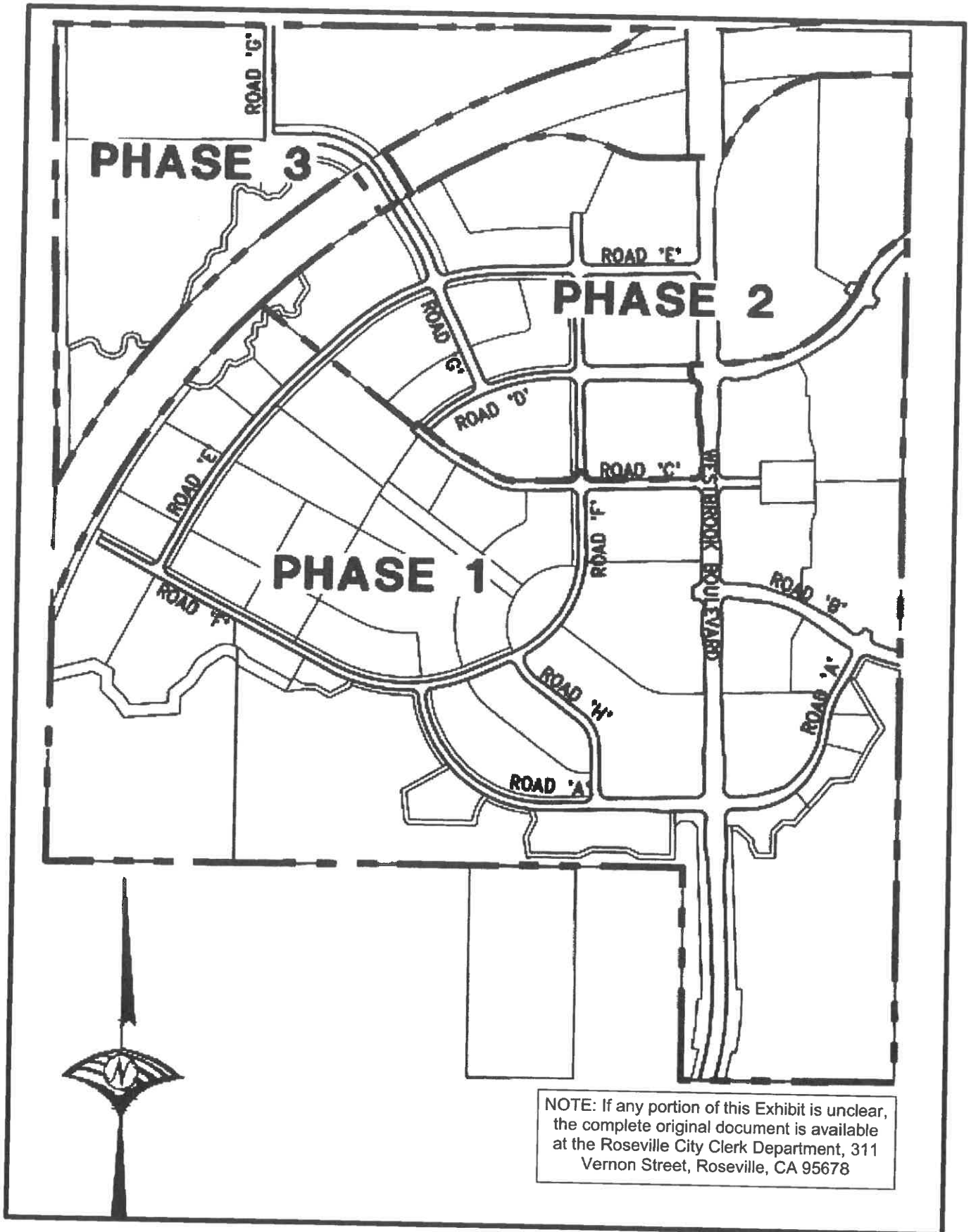
The paseo facilities will be built by the developer, without the formation of a fee program. These improvements will be an eligible facility to be funded and/or reimbursed by the project CFD when formed.

VII. Community Facilities District for Maintenance

The Developer will form a CFD for maintenance to finance the cost of operating and maintaining streets, landscaping, open space, parks, trails, paseos and storm water in the Project. A Rate and Method of Apportionment will be required in establishing a method of tax, a maximum special tax amount, and any escalation factors that will be implemented to allow the annual special tax to keep pace with inflation. **Table 8** details the quantities and cost assumptions to be used in the formation of the CFD with the exception of open space related items, while **Table 9** allocates the costs across the various product types to estimate the special tax amount. An updated Property Analysis Record ("PAR") will be required prior to CFD formation and based on 404 permit conditions, an inventory of all environmentally sensitive/protected areas within the open space, approved improvements, any mitigation requirements, final drainage channel design, vehicular access for maintenance, ultimate width of transition area, all ARSP specific permits, and other requirements/improvements outlined in the Overarching Open Space Management Plan and consistent with state/federal permits.

The maintenance CFD does not include the 645.5 acres of off-site open space. These parcels will be either conveyed to the City, pending agreed upon parameters for acceptance or deeded to a third party entity. If the City accepts these parcels, landowner shall annex these sites into the CFD for maintenance prior to formation. A PAR analysis for the cost of service shall be prepared prior to annexation.

Map 1 - Phasing



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

PHASING PLAN
AMORUSO RANCH
BROOKFIELD RESIDENTIAL
ROSEVILLE CALIFORNIA

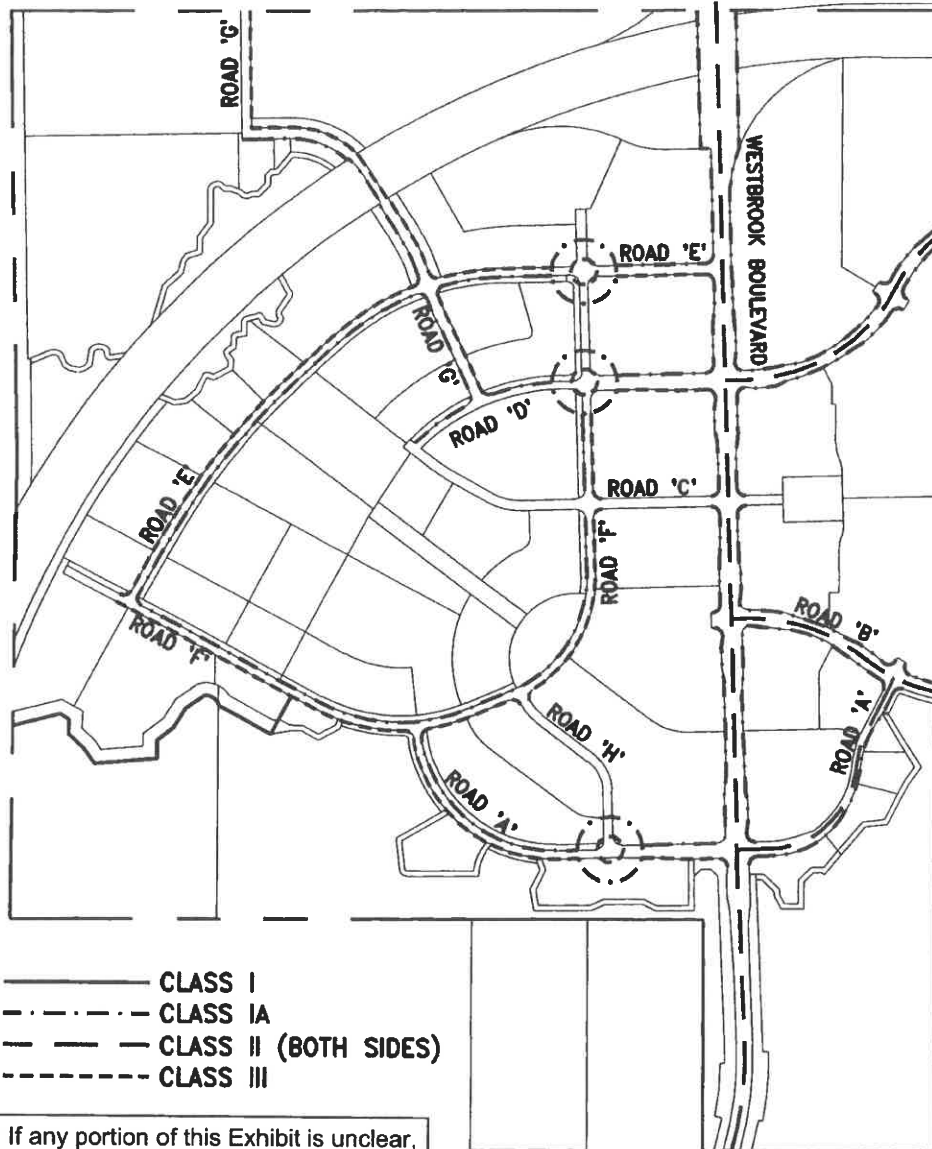


1000' 500' 0 1000'



SCALE: 1" = 1000'

MAP 2



- CLASS I
- · - · - CLASS IA
- - - CLASS II (BOTH SIDES)
- - - - CLASS III

NOTE: If any portion of this Exhibit is unclear,
the complete original document is available
at the Roseville City Clerk Department, 311
Vernon Street, Roseville, CA 95678



WOOD RODGERS
BUILDING RELATIONSHIPS ONE PROJECT AT A TIME
3301 C St, Bldg. 100-B Tel 916.341.7760
Sacramento, CA 95816 Fax 916.341.7767

Table 1
Amoruso Ranch Specific Plan - Park Financing Plan
Amoruso Ranch Parks Acreage

Park Type	Assumption	Acres Required	Acres Provided	Surplus/ (Deficit)
<i>Population(2.61/pph)</i>	7,376			
Neighborhood Park	3 acres/1,000 pop.	22.14	22.14	0.00
Citywide Park	3 acres/1,000 pop.	22.14	0.00	-22.14
Open Space ²	3 acres/1,000 pop.	22.14	134.81	112.67
Total Park Land		66.30	156.95	

Footnotes:

¹Persons per household per Amoruso Ranch Specific Plan.

²See detailed breakdown of open space acres on Table 8. Credit provided for preserve area and avoidance area only.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 2
Amoruso Ranch Specific Plan - Park Financing Plan
Neighborhood Park Costs (2016\$)

Item	Phase 1		Buildout	
	Acres	Amount	Acres	Amount
Neighborhood Park				
AR-60	-	-	1.28	\$374,677.00
Contingency (15%)		-		\$56,201.55
Soft Costs (13%)		-		<u>\$56,014.21</u>
Subtotal		-		\$486,892.76
AR-61	1.87	\$411,755.50	1.87	\$411,755.50
Contingency (15%)		\$61,763.33		\$61,763.33
Soft Costs (13%)		<u>\$61,557.45</u>		<u>\$61,557.45</u>
Subtotal		\$535,076.27		\$535,076.27
AR-62	-	-	10.11	\$2,064,735.00
Contingency (15%)		-		\$309,710.25
Soft Costs (13%)		-		<u>\$308,677.88</u>
Subtotal		-		\$2,683,123.13
AR-63	1.72	\$520,878.00	1.72	\$520,878.00
Contingency (15%)		\$78,131.70		\$78,131.70
Soft Costs (13%)		<u>\$77,871.26</u>		<u>\$77,871.26</u>
Subtotal		\$676,880.96		\$676,880.96
AR-64	2.12	\$746,150.50	2.12	\$746,150.50
Contingency (15%)		\$111,922.58		\$111,922.58
Soft Costs (13%)		<u>\$111,549.50</u>		<u>\$111,549.50</u>
Subtotal		\$969,622.57		\$969,622.57
AR-66	3.04	\$893,350.00	3.04	\$893,350.00
Contingency (15%)		\$134,002.50		\$134,002.50
Soft Costs (13%)		<u>\$133,555.83</u>		<u>\$133,555.83</u>
Subtotal		\$1,160,908.33		\$1,160,908.33
AR-67	2.00	\$480,750.00	2.00	\$480,750.00
Contingency (15%)		\$72,112.50		\$72,112.50
Soft Costs (13%)		<u>\$71,872.13</u>		<u>\$71,872.13</u>
Subtotal		\$624,734.63		\$624,734.63
Total	10.75	\$3,967,222.76	22.1	\$7,137,238.65

Source: The Collaborative West Opinion of Probable Costs 3/23/2016, & Kimley-Horn.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 3

**Amonuso Ranch Specific Plan - Park Financing Plan
Neighborhood Park Cost Allocation**

Source	Total	Residential				Non-Residential	
		LDR	MDR	HDR	CMU	CC	CMU
Acres	388.3	248.8	50.3	38.2	5.5	23.9	21.8
Units	2,826	1,302	542	873	109	-	-
Square Feet	476,524	-	-	-	-	238,948	237,576
Table 2							
Neighborhood Parks	Use Factor¹	2.61	2.23	1.85	1.85	-	PPH
Total Use	3,398.22	3,398.22	1,208.55	1,614.71	201.61	-	-
Percentage of Total Use	100%	53%	19%	25%	3%	-	-
Cost Allocated to Use	\$3,776,051.65	\$1,342,926.51	\$1,794,237.69	\$224,022.80	-	-	-
Neighborhood Parks Allocation per Unit/Sq.Ft.	\$2,900.19	\$2,477.72	\$2,055.26	\$2,055.26	-	-	-

Footnotes:

¹The persons per household ("PPH") use factor assumed here, matches the average PPH of the City with an LDR unit. To create a tiered fee, the assumed PPH for the MDR and HDR land uses are then shown at a reduced amount. This methodology is consistent with what was done in the prior SVSP and CSP. The prior specific plans used an average PPH of 2.54, and thus land uses were assigned a PPH of 2.54 (LDR), 2.17 (MDR), and 1.8 (HDR). The updated factors assume the same percentage allocation of costs by land use as the prior specific plans, by using a PPH of 2.61 (LDR), 2.23 (MDR), and 1.85 (HDR).

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 4
Amoruso Ranch Specific Plan - Park Financing Plan
Park Fee Revenue by Phase (Neighborhood/Community Park Component)

Item	Phase 1 Revenues			Build Out Revenues		
	Units	Rate ¹	Total ¹	Units	Rate ¹	Total ¹
Residential						
Low Density	848	\$2,900.19	\$2,459,363.90	1,302	\$2,900.19	\$3,776,051.65
Medium Density	275	\$2,477.72	\$681,374.15	542	\$2,477.72	\$1,342,926.51
High Density	372	\$2,055.26	\$764,554.89	982	\$2,055.26	\$2,018,260.49
Subtotal Residential			\$3,905,292.94			\$7,137,238.65
Nonresidential						
Community Commercial			\$0.00			\$0.00
Commercial/Mixed Use			\$0.00			\$0.00
Subtotal Nonresidential			\$0.00			\$0.00
Total Fee Program Revenue (Neighborhood Park)			\$3,905,292.94			\$7,137,238.65
Total Neighborhood Park Costs (Table 2)			\$3,967,222.76			\$7,137,238.65

Footnotes:

¹This park significantly serves Phase 2. Early in the absorption of Phase 2 (approximately 21 units), combined with funding from Phase 1, sufficient funding will be available to construct AR-61.

NOTE: If any portion of this Exhibit is unclear,
the complete original document is available
at the Roseville City Clerk Department, 311
Vernon Street, Roseville, CA 95678

Table 5
Amoruso Ranch Specific Plan - Park Financing Plan
Citywide Park Construction & In-Lieu Costs

	<u>Rate</u>
Citywide Park Fee Base Rate	\$2,111
Land Fee Portion ¹	\$657
Construction Fee Portion	\$1,454
<hr/>	
Amoruso Ranch Citywide Park Construction	
ARSP units	2,826
Construction Fee Portion per Unit	<u>\$1,454</u>
Total Citywide Construction Amount	\$4,109,004
<hr/>	
Amoruso Ranch In-Lieu of Park Acreage	
ARSP Citywide Acres Required (per Table 1)	22.14
Land Value per Acre ²	<u>\$135,000</u>
Total In-Lieu Amount	\$2,988,900
Total Citywide Park Funding	\$7,097,904

Footnotes:

¹This portion of the base fee is excluded to avoid double charging, as the ARSP will calculate the in-lieu portion of the fee based on \$135,000/acre.

²Per adopted in-lieu fee for both SVSP and CSP.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 6
Ameruso Ranch Specific Plan - Park Financing Plan
Citywide Park Cost (Construction and In-Lieu) Allocation

Source	Total	Residential			Non-Residential		
		LDR	MDR	HDR	CMU	CC	CMU
Acres	388.3	248.8	50.3	38.2	5.5	23.9	21.8
Units	2,826	1,302	542	873	109	-	-
Square Feet	476,524	-	-	-	-	238,948	237,576
Table 5							
Citywide Parks (Construction)	\$4,109,004						
Use Factor ¹		2.61	2.23	1.85	1.85	-	PPH
Total Use	6,423.09	3,398.22	1,208.55	1,614.71	201.61	-	-
Percentage of Total Use	100%	53%	19%	25%	3%	-	-
Cost Allocated to Use	\$2,173,923.57	\$773,140.80	\$1,032,966.70	\$128,972.93	-	-	-
Citywide Parks Construction Allocation per Unit/Sq.Ft.		\$1,669.68	\$1,426.46	\$1,183.24	\$1,183.24	-	-
Table 5							
Citywide Parks (In-Lieu)	\$2,988,900						
Use Factor ¹		2.61	2.23	1.85	1.85	-	PPH
Total Use	6,423.09	3,398.22	1,208.55	1,614.71	201.61	-	-
Percentage of Total Use	100%	53%	19%	25%	3%	-	-
Cost Allocated to Use	\$1,581,317.56	\$562,384.59	\$751,382.61	\$93,815.24	-	-	-
Citywide Parks In-Lieu Allocation per Unit/Sq.Ft.		\$1,214.53	\$1,037.61	\$860.69	\$860.69	-	-
Total Citywide Park	\$7,097,904	\$2,884.21	\$2,464.07	\$2,043.93	\$2,043.93	\$2,043.93	

Footnotes:

¹The persons per household ("PPH") use factor assumed here, matches the average PPH of the City with an LDR unit. To create a tiered fee, the assumed PPH for the MDR and HDR land uses are then shown at a reduced amount. This methodology is consistent with what was done in the prior SVSP and CSP. The prior specific plans used an average PPH of 2.54 (LDR), 2.17 (MDR), and 1.8 (HDR). The updated factors assume the same percentage allocation of costs by land use as the prior specific plans, by using a PPH of 2.61 (LDR), 2.23 (MDR), and 1.85 (HDR).

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 7
Amoruso Ranch Specific Plan - Park Financing Plan
Park Fee Revenue by Phase (Citywide Park Component)

Item	Phase 1 Revenues			Build Out Revenues		
	Units	Rate ¹	Total ¹	Units	Rate ¹	Total ¹
Residential						
Low Density	848	\$2,884.21	\$2,445,809.89	1,302	\$2,884.21	\$3,755,241.13
Medium Density	275	\$2,464.07	\$677,618.97	542	\$2,464.07	\$1,335,525.39
High Density	372	\$2,043.93	\$760,341.29	982	\$2,043.93	\$2,007,137.48
Subtotal Residential			\$3,883,770.15			\$7,097,904.00
Nonresidential						
Community Commercial			\$0.00			\$0.00
Commercial/Mixed Use			\$0.00			\$0.00
Subtotal Nonresidential			\$0.00			\$0.00
Total Fee Program Revenue (Citywide Park)			\$3,883,770.15			\$7,097,904.00
Total Citywide Cost			N/A			N/A

Footnotes:

¹Per unit rates have been rounded to the nearest dollar. Totals for each land use may seem incorrect, but total fee program revenue matches cost estimates.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Table 8
Amoruso Ranch Specific Plan - Park Financing Plan
Ongoing Maintenance and Landscape Costs

	Quantity	Cost per Unit ¹	Total Annual Cost
<u>Residential/Nonresidential Cost Allocation</u>			
Landscape Corridor/Median	17.0 acres	\$10,325.00	\$175,879.34
Paseos	10.7 acres	\$10,325.00	\$110,580.75
Bike Trail Maintenance	4,412 linear feet	\$1.06	\$4,676.72
Leaf Pick-Up ²	8.4 miles	\$61.31	\$512.87
Streetsweeping	25.1 miles	\$28.62	\$718.23
Open Space			
NAPOTS ³	49.2 acres	TBD	-
Preserve ³	97.6 acres	TBD	-
Avoidance ³	10.3 acres	TBD	-
Transition/Channel ³	27.0 acres	TBD	-
Subtotal Open Space (Placeholder) ³	184.0 acres	\$575.00	\$105,782.75
Subtotal Costs			\$398,150.65
Repair/Replacement (sinking fund) (5%)			\$19,907.53
City Administration			
Finance Department (3%)			\$12,541.75
Parks Department (10%)			\$41,805.82
Subtotal City Administration			\$54,347.56
County Administration (1%)			\$4,724.06
Total Costs (Residential/Nonresidential Shared)			\$477,129.81
<u>Residential Only Cost Allocation</u>			
Neighborhood Parks ⁴	22.1 acres	\$10,300.00	\$228,042.00
Stormwater Management	2,826 units	\$25.00	\$70,650.00
Subtotal Costs			\$298,692.00
Repair/Replacement (sinking fund) (5%)			\$14,934.60
City Administration			
Finance Department (3%)			\$9,408.80
Parks Department (10%)			\$31,362.66
Subtotal City Administration			\$40,771.46
County Administration (1%)			\$3,543.98
Total Costs (Residential Only)			\$357,942.04
Total Costs			\$835,071.85

Source: City of Roseville, ECORP, and Kimley Horn.

Footnotes:

¹Cost estimates derived from indepth analysis of City costs done for SVSP. Those costs have then been applied to all specific plans since.

²1/3 of streetsweeping miles.

³The Cost per Unit for Open Space placeholder of \$575 per year was derived by simply averaging the City's proposed annual open space cost per acre of \$1,000 and the Developer proposed annual open space cost per acre of \$150. The actual annual open space cost per acre will be determined at the time of the formation of the maintenance CFD for this project as outlined in the Development Agreement. The ultimate cost per acre could be above or below the aforementioned range, depending upon the 404 permit conditions, an inventory of all environmentally sensitive/protected areas within the open space, approved improvements, any mitigation requirements, vehicular access for maintenance, final drainage channel design, ultimate width of transition area, all ARSP specific permits, other improvements outlined in the Overarching Open Space Management Plan, state and federal permits, and established city maintenance standards.

⁴Includes developed and undeveloped.

**NOTE: If any portion of this Exhibit is unclear,
the complete original document is available
at the Roseville City Clerk Department, 311
Vernon Street, Roseville, CA 95678**

Table 9 Amoruso Ranch Specific Plan - Park Financing Plan Approximate Allocation of Ongoing Operations and Maintenance Costs									
Source	Total	Residential				Non-Residential		CMU	
		LDR	MDR	HDR	CMU	CC			
Acres	388.3	248.8	50.3	38.2	5.5	23.9	21.8		
Units	2,826	1,302	542	873	109	-	-		
Square Feet	476,524	-	-	-	-	238,948	237,576		
Table 8 Operations/Maintenance (Residential & Nonresidential)									
Use Factor	\$477,129.81	1.00	1.00	0.62	0.62	0.62	EDU Factor per SQFT	1,500	1,800
Total Use	2,744.13	1,302.00	542.00	541.26	67.58	159.30	131.99		
Percentage of Total Use	100%	47%	20%	20%	2%	6%	5%		
Cost Allocated to Use	\$226,382.89	\$94,239.27	\$94,110.60	\$11,750.35	\$27,697.77	\$22,948.94			
O/M Res. & Nonres. Allocation per Unit/Sq.Ft.	\$173.87	\$173.87	\$107.80	\$107.80	\$0.12	\$0.10			
Table 8 Operations/Maintenance (Residential Only)									
Use Factor	\$357,942.04	1.00	1.00	0.62	0.62	EDU Factor per SQFT	-	-	
Total Use	2,452.84	1,302.00	542.00	541.26	67.58	-	-		
Percentage of Total Use	100%	53%	22%	22%	3%				
Cost Allocated to Use	\$190,000.38	\$75,093.86	\$78,985.87	\$9,861.92					
O/M Res. Only Allocation per Unit/Sq.Ft.	\$145.93	\$145.93	\$90.48	\$90.48					
Cost Allocation Per Unit/Sq.Ft.									
	\$835,071.85	\$319.80	\$319.80	\$198.28	\$198.28	\$0.12	\$0.10		

Note: Costs will require adjustment upon completion of PAR for open space. See Table 8.

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Appendix A:
Amoruso Ranch Parks
Option of Costs (TheCollaborative West)



Opinion of Probable Costs

Amoruso Ranch Parks

Brookfield Homes

Prepared: CF

Date:

21-Apr-16

Revised:

TheCollaborativeWest

100 Avenida Miramar

San Clemente, CA 92672

949-366-6624

SUMMARY

1	AR-60			
	1.28 AC			
		Construction	244,860.00	
		Landscape	129,817.00	
		Construction & Landscape	374,677.00	
		Estimated Total with Contingency and Soft Cost	486,892.76	
2	AR-61			
	1.87 AC			
		Construction	214,080.00	
		Landscape	197,675.50	
		Construction & Landscape	411,755.50	
		Estimated Total with Contingency and Soft Cost	535,076.27	
3	AR-62			
	10.11 AC			
		Construction	1,243,260.00	
		Landscape	821,475.00	
		Construction & Landscape	2,064,735.00	
		Estimated Total with Contingency and Soft Cost	2,683,123.13	
4	AR-63			
	1.72 AC			
		Construction	397,265.00	
		Landscape	123,613.00	
		Construction & Landscape	520,878.00	
		Estimated Total with Contingency and Soft Cost	676,880.96	
5	AR-64			
	2.12 AC			
		Construction	538,920.00	
		Landscape	207,230.50	
		Construction & Landscape	746,150.50	
		Estimated Total with Contingency and Soft Cost	969,622.57	
6	AR-66			
	3.04 AC			
		Construction	664,950.00	
		Landscape	228,400.00	
		Construction & Landscape	893,350.00	
		Estimated Total with Contingency and Soft Cost	1,160,908.33	
7	AR-67			
	2.0 AC			
		Construction	303,200.00	
		Landscape	177,550.00	
		Construction & Landscape	480,750.00	
		Estimated Total with Contingency and Soft Cost	624,734.63	
		Grand Total	\$7,137,238.65	
		Cost Per Acre	\$322,368.50	
		Cost Per Square Foot	\$7.40	

TCW has no control over the cost of labor, materials, equipment, or market conditions. TCW makes no warranty or representation that the actual cost will not vary from the Owner's budget or from this opinion of probable costs.

AR-60 (1.28 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
5' Walkways at Park (concrete)	6,945	sf	8.00	55,560.00
Half-court Basketball	1	ea	35,000.00	35,000.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Park Site Features</i>				
Playground Structures	1	allow	80,000.00	80,000.00
Shade Structure	1	ea	30,000.00	30,000.00
Trash Receptacles	2	ea	800.00	1,600.00
Bench	10	ea	1,000.00	10,000.00
Picnic Tables	1	ea	2,200.00	2,200.00
Drinking Fountain	1	ea	5,000.00	5,000.00
<i>Lighting</i>				
Security Lighting	4	ea	3,000.00	12,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
			Construction Total	\$244,860.00
Landscape				
Shrubs	21,411	sf	1.00	21,410.80
Turf (seed)	27,400	sf	0.35	9,590.00
Automatic Irrigation	48,811	sf	1.50	73,216.20
General Site Drainage (HDPE Pipe w/ inlets)	1.28	ac	20,000.00	25,600.00
			Landscape Total	\$129,817.00
Construction & Landscape Total				\$374,677.00
15% Contingency				\$56,201.55
13% Soft Costs				\$56,014.21
Estimated Total				\$486,892.76
Cost per Acre				\$380,384.97
Cost Per SF				\$8.73

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AR-61 (1.87 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
Paving at Shade Structure	670	sf	8.00	5,360.00
5' Walkways at Park (concrete)	5,965	sf	8.00	47,720.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Park Site Features</i>				
Playground Structures	1	allow	80,000.00	80,000.00
Shade Structures at Tot Lot	1	ea	45,000.00	45,000.00
Trash Receptacles	2	ea	800.00	1,600.00
Bench	4	ea	1,000.00	4,000.00
Picnic Tables	2	ea	2,200.00	4,400.00
Drinking Fountain	1	ea	5,000.00	5,000.00
<i>Lighting</i>				
Security Lighting	2	ea	3,000.00	6,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Recycled Water Stub	1	allow	1,500.00	1,500.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
			Construction Total	\$214,080.00
Landscape				
Shrubs	33,622	sf	1.00	33,622.20
Turf (seed)	41,200	sf	0.35	14,420.00
Automatic Irrigation	74,822	sf	1.50	112,233.30
General Site Drainage (HDPE Pipe w/ inlets)	1.87	ac	20,000.00	37,400.00
			Landscape Total	\$197,675.50
			Construction & Landscape Total	\$411,755.50
			15% Contingency	\$61,763.33
			13% Soft Costs	\$61,557.45
			Estimated Total	\$535,076.27
			Cost per Acre	\$286,137.04
			Cost Per SF	\$6.57

AR-62 (10.11 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
<i>Paving at Pavillion/Overhead Structures (Concrete)</i>	900	sf	8.00	7,200.00
<i>Asphalt Paving at Parking Lot w/ Aggregate Base</i>	32,720	sf	3.00	98,160.00
<i>Walkways at Park (natural gray, light wash finish)</i>	15,800	sf	8.00	126,400.00
<i>Masonry</i>				
<i>Entry Sign Wall</i>	1	ea	8,000.00	8,000.00
<i>Park Site Features</i>				
<i>Playground Structures</i>	1	allow	80,000.00	80,000.00
<i>Basketball Court</i>	2	ea	35,000.00	70,000.00
<i>Shade Structure at Playground Area</i>	1	ea	40,000.00	40,000.00
<i>Trash Receptacles</i>	10	ea	800.00	8,000.00
<i>Picnic Tables</i>	5	ea	2,200.00	11,000.00
<i>6' Benches</i>	12	ea	1,000.00	12,000.00
<i>Drinking Fountain</i>	4	ea	5,000.00	20,000.00
<i>Restroom Building / Snack Shop</i>	1	allow	300,000.00	300,000.00
<i>Ball Fields</i>				
<i>Baseball (Outfield and Infield)</i>	3	ea	100,000.00	300,000.00
<i>Soccer Field Overlay</i>	1	ea	58,000.00	58,000.00
<i>Fencing (Chainlink)</i>	750	lf	50.00	37,500.00
<i>Lighting</i>				
<i>Security Lighting</i>	20	ea	3,000.00	60,000.00
<i>Utilities</i>				
<i>Sanitary Sewer Service Stub</i>	1	allow	2,000.00	2,000.00
<i>Domestic Water Service Stub</i>	1	allow	1,500.00	1,500.00
<i>Recycled Water Service Stub</i>	1	allow	1,500.00	1,500.00
<i>Storm Drain Service Stub</i>	1	allow	2,000.00	2,000.00
Construction Total				\$1,243,260.00

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AR-62 (10.11 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Landscape				
<i>Shrubs</i>	40,200	<i>sf</i>	1.00	40,200.00
<i>Turf (seed)</i>	109,500	<i>sf</i>	0.35	38,325.00
<i>Automatic Irrigation</i>	360,500	<i>sf</i>	1.50	540,750.00
<i>General Site Drainage (HDPE Pipe w/ inlets)</i>	10.11	<i>ac</i>	20,000.00	202,200.00
			Landscape Total	\$821,475.00
			Construction & Landscape Total	\$2,064,735.00
			15% Contingency	\$309,710.25
			13% Soft Costs	\$308,677.88
			Estimated Total	\$2,683,123.13
			Cost per Acre	\$265,392.99
			Cost Per SF	\$6.09

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AR-63 (1.72 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
Bark Mulch/DG at Dog Park	26,835	sf	3.00	80,505.00
Paving at Shade Structure	1,425	sf	8.00	11,400.00
5' wide walkways at park (concrete)	2,650	sf	8.00	21,200.00
10' wide multi-purpose trail at park (concrete)	2,270	sf	8.00	18,160.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Metal</i>				
5'-6" Dog Park Fencing	1,000	lf	50.00	50,000.00
Metal Dog Park Gates	4	ea	250.00	1,000.00
<i>Park Site Features</i>				
Shade Structure	2	ea	45,000.00	90,000.00
Playground Equipment	1	allow	80,000.00	80,000.00
Trash Receptacles	4	ea	800.00	3,200.00
Benches	7	ea	1,000.00	7,000.00
Picnic Tables	4	ea	2,200.00	8,800.00
Drinking Fountain	1	ea	5,000.00	5,000.00
<i>Lighting</i>				
Security Lighting	2	ea	3,000.00	6,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Recycled Water Service Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
			Construction Total	\$397,265.00
Landscape				
Shrubs	18,443	sf	1.00	18,443.20
Turf (seed)	23,300	sf	0.35	8,155.00
Automatic Irrigation	41,743	sf	1.50	62,614.80
General Site Drainage (HDPE Pipe w/ inlets)	1.72	ac	20,000.00	34,400.00
			Landscape Total	\$123,613.00
Construction & Landscape Total				\$520,878.00
15% Contingency				\$78,131.70
13% Soft Costs				\$77,871.26
Estimated Total				\$676,880.96
Cost per Acre				\$393,535.44
Cost Per SF				\$9.03

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AR-64 (2.12 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
Concrete Paving at Shade Structure	4,500	sf	8.00	36,000.00
5' Walkway (concrete)	11,815	sf	8.00	94,520.00
8' Walk (concrete)	7,600	sf	8.00	60,800.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Park Site Features</i>				
Playground Equipment	1	allow	80,000.00	80,000.00
Shade Structures	3	ea	45,000.00	135,000.00
Canvas Structure at Shaded Seating Area	1	ea	65,000.00	65,000.00
Crossfit Stations	3	ea	2,000.00	6,000.00
Trash Receptacles	4	ea	800.00	3,200.00
Benches	6	ea	1,000.00	6,000.00
Bike Racks	1	ea	1,200.00	1,200.00
Drinking Fountain	1	ea	5,000.00	5,000.00
Picnic Tables	6	ea	2,200.00	13,200.00
<i>Lighting and Electrical</i>				
Security Lighting	6	ea	3,000.00	18,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Recycled Water Service Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
Construction Total				\$538,920.00
Landscape				
Planting	43,432	sf	1.00	43,432.20
Turf (sod)	25,000	sf	0.75	18,750.00
Automatic Irrigation	68,432	sf	1.50	102,648.30
General Site Drainage (HDPE Pipe w/ inlets)	2.12	ac	20,000.00	42,400.00
Landscape Total				\$207,230.50
Construction & Landscape Total				\$746,150.50
15% Contingency				\$111,922.58
13% Soft Costs				\$111,549.50
Estimated Total				\$969,622.57
Cost per Acre				\$457,369.14
Cost Per SF				\$10.50

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AR-66 (3.04 AC)

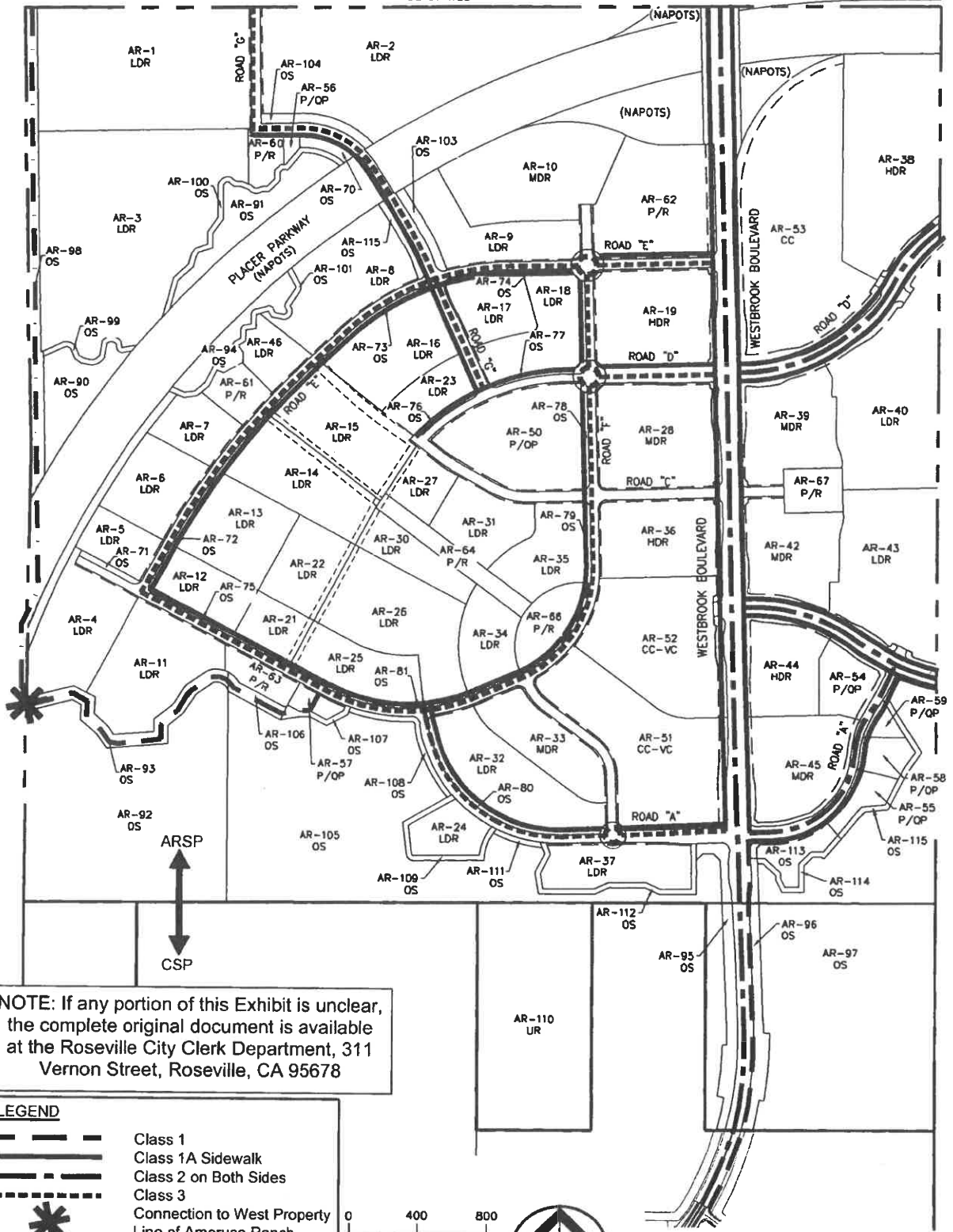
Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
Paving at Picnic Area	8,000	sf	8.00	64,000.00
Paving at Stage	1,200	sf	8.00	9,600.00
Walkways at Park (natural gray w/ finish)	12,000	sf	8.00	96,000.00
Surfacing at Game Area	6,750	sf	3.00	20,250.00
Surfacing at Bocce Courts	1,500	sf	3.00	4,500.00
Surfacing at Hard Courts	700	sf	10.00	7,000.00
Mowcurb at Horseshoes and Bocce	400	lf	15.00	6,000.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Park Site Features</i>				
Playground Structures	1	allow	80,000.00	80,000.00
Covered Stage (Shade Sail)	1	allow	75,000.00	75,000.00
Restroom Building	1	allow	170,000.00	170,000.00
30' high Flag Pole	1	ea	600.00	600.00
Trash Receptacles	10	ea	800.00	8,000.00
Picnic Tables	20	ea	2,200.00	44,000.00
6' Benches	30	ea	1,000.00	30,000.00
Drinking Fountain	1	ea	5,000.00	5,000.00
<i>Lighting</i>				
Security Lighting	10	ea	3,000.00	30,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Recycled Water Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
			Construction Total	\$664,950.00
Landscape				
Shrubs	30,500	sf	1.00	30,500.00
Turf (sod)	40,600	sf	0.75	30,450.00
Automatic Irrigation	71,100	sf	1.50	106,650.00
General Site Drainage (HDPE Pipe w/ inlets)	3.04	ac	20,000.00	60,800.00
			Landscape Total	\$228,400.00
			Construction & Landscape Total	\$893,350.00
			15% Contingency	\$134,002.50
			13% Soft Costs	\$133,555.83
			Estimated Total	\$1,160,908.33
			Cost per Acre	\$381,877.74
			Cost Per SF	\$8.77

AR-67 (2.0 AC)

Item/Description	Qty.	Unit	Unit Price	Total
Construction				
<i>Hardscape</i>				
Paving at Shade Structure	2,000	sf	8.00	16,000.00
5' Walkways at Park (concrete)	8,350	sf	8.00	66,800.00
<i>Masonry</i>				
Entry Sign Wall	1	allow	8,000.00	8,000.00
<i>Park Site Features</i>				
Playground Structures & Surfaces	1	allow	80,000.00	80,000.00
Shade Structure	2	ea	45,000.00	90,000.00
Trash Receptacles	2	ea	800.00	1,600.00
Picnic Tables	4	ea	2,200.00	8,800.00
6' Benches	8	ea	1,000.00	8,000.00
Drinking Fountain	1	ea	5,000.00	5,000.00
<i>Lighting</i>				
Security Lighting	4	ea	3,000.00	12,000.00
<i>Utilities</i>				
Sanitary Sewer Service Stub	1	allow	2,000.00	2,000.00
Domestic Water Service Stub	1	allow	1,500.00	1,500.00
Recycled Water Service Stub	1	allow	1,500.00	1,500.00
Storm Drain Service Stub	1	allow	2,000.00	2,000.00
			Construction Total	\$303,200.00
Landscape				
Shrubs	6,920	sf	1.00	6,920.00
Turf (seed)	65,000	sf	0.35	22,750.00
Automatic Irrigation	71,920	sf	1.50	107,880.00
General Site Drainage (HDPE Pipe w/ inlets)	2.00	ac	20,000.00	40,000.00
			Landscape Total	\$177,550.00
			Construction & Landscape Total	\$480,750.00
			15% Contingency	\$72,112.50
			13% Soft Costs	\$71,872.13
			Estimated Total	\$624,734.63
			Cost per Acre	\$312,367.31
			Cost Per SF	\$7.17

Exhibit X Bikeway Master Plan

SUNSET BLVD. WEST



NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

LEGEND	
	Class 1
	Class 1A Sidewalk
	Class 2 on Both Sides
	Class 3
	Connection to West Property
	Line of Amoruso Ranch
	Drainage Maintenance Road (Potential Class 1)

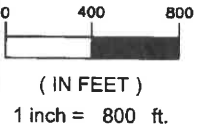
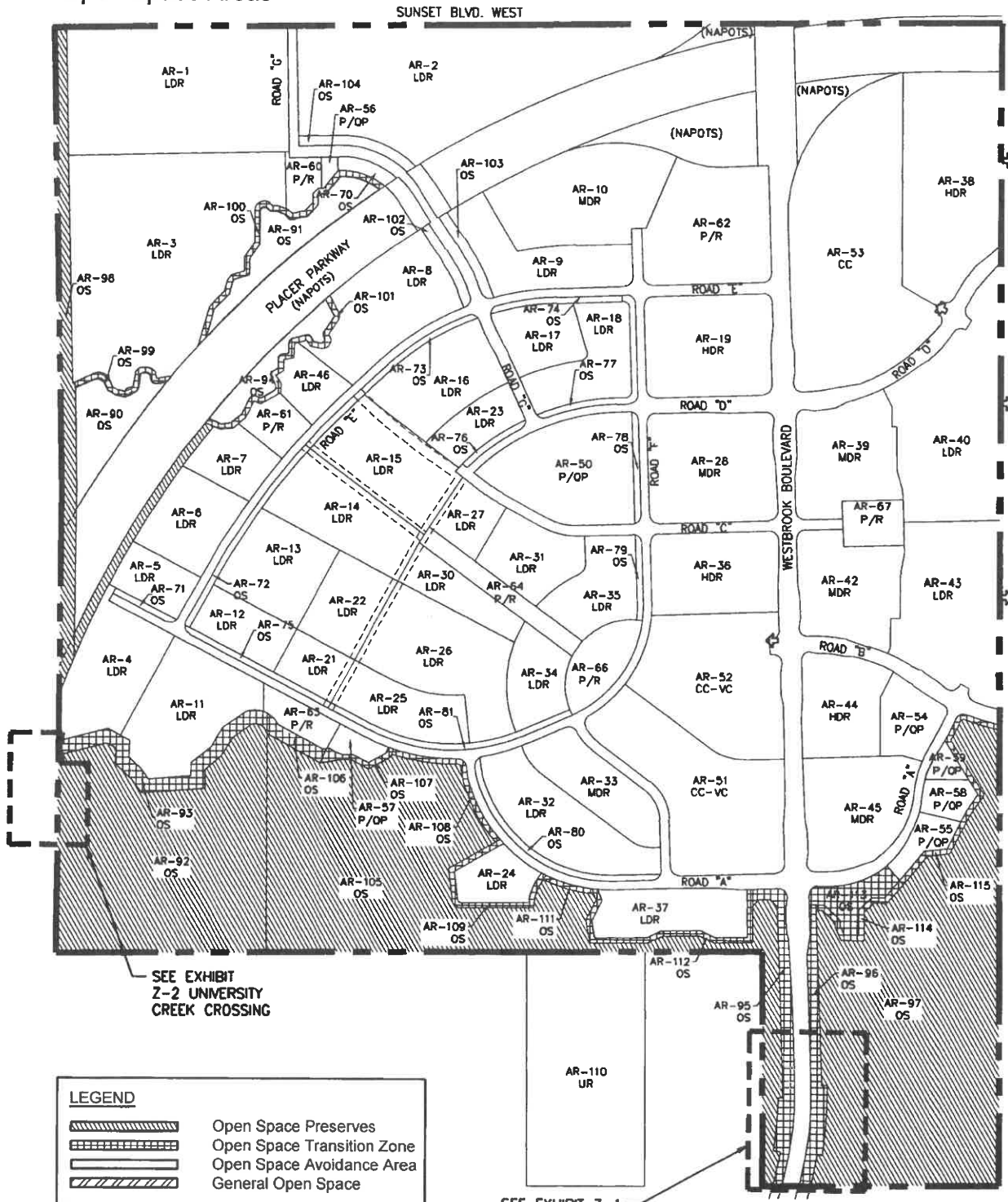


Exhibit Y Open Space Areas



LEGEND

	Open Space Preserves
	Open Space Transition Zone
	Open Space Avoidance Area
	General Open Space

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

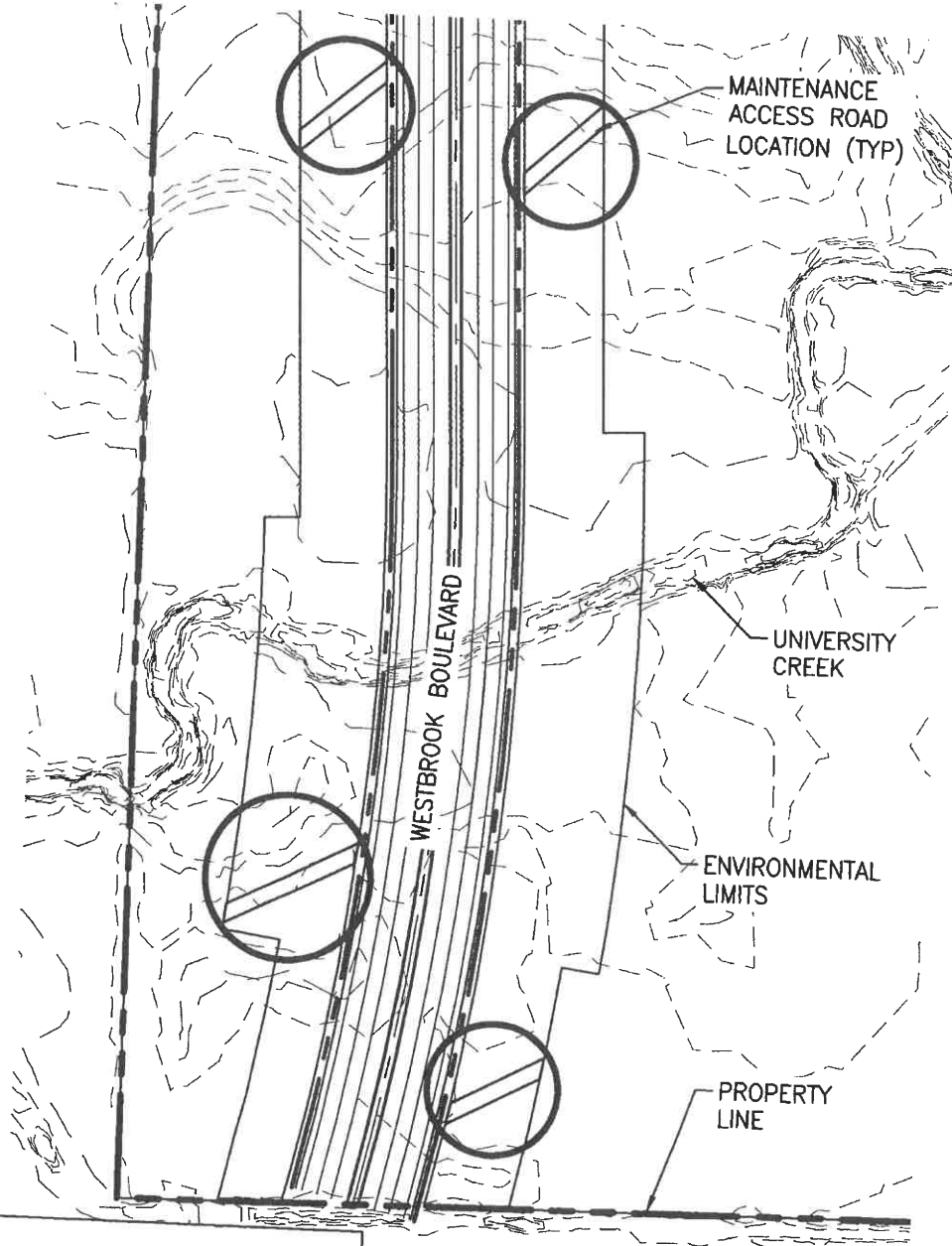
SEE EXHIBIT Z-1
WESTBROOK
MAINTENANCE
ACCESS



(IN FEET)
1 inch = 800 ft.



Exhibit Z - 1
Westbrook Boulevard Maintenance Access



LEGEND	
	Right-of-Way
	Centerline
	Lane Stripe
	Existing Contour

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

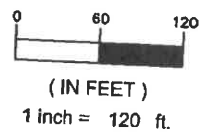
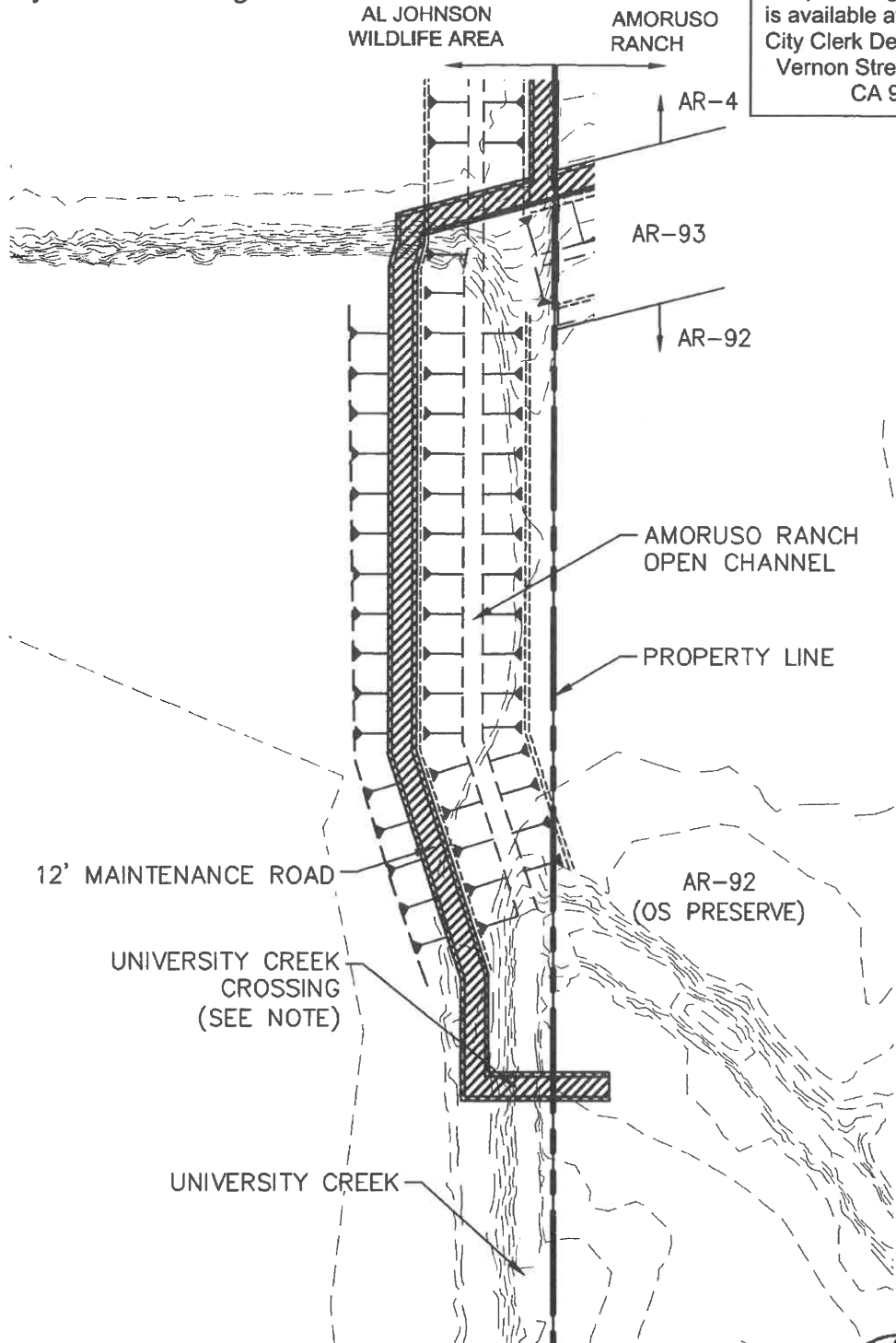


Exhibit Z - 2
University Creek Crossing

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678



NOTE:
ANY MAINTENANCE ACCESS CROSSING OF UNIVERSITY CREEK MUST BE CAPABLE OF ACCOMMODATING A 30,000 LB VEHICLE. THE CROSSING DESIGN SHALL BE SUPPORTED BY A HYDRAULIC ANALYSIS DEMONSTRATING NO FLOOD PLAIN IMPACTS.

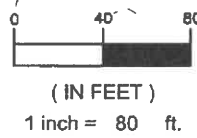


Exhibit AA
DUE Allocation to Specific Plan Parcels for CSP Reimbursements

ARSP - DUE ALLOCATION TO SPECIFIC PLAN PARCELS FOR CSP REIMBURSEMENTS

Parcel	Amoruso Ranch Specific Plan			Specific Plan			% of ARSP Water EDUs	% of ARSP Sewer EDUs	Recycled Water EDUs	% of ARSP R.W. EDUs	Traffic EDUs	% of ARSP Traffic EDUs
	Specific Plan Land Use	Acres	Units	Density	Water EDUs	Sewer EDUs						
AR-1	LDR	19.9	68	3.4	83	4.23%	68	2.56%	83	4.23%	68	2.16%
AR-2	LDR	25.0	97	3.9	97	4.97%	97	3.65%	97	4.97%	97	3.08%
AR-3	LDR	27.3	80	2.9	97	4.98%	80	3.01%	97	4.98%	80	2.54%
AR-4	LDR	7.3	41	5.7	36	1.83%	41	1.54%	36	1.83%	41	1.30%
AR-5	LDR	2.8	17	6.2	12	0.62%	17	0.64%	12	0.62%	17	0.54%
AR-6	LDR	5.0	34	6.8	24	1.25%	34	1.28%	24	1.25%	34	1.08%
AR-7	LDR	3.2	18	5.7	16	0.80%	18	1.96%	16	0.80%	18	0.57%
AR-8	LDR	8.2	52	6.4	37	1.91%	52	1.96%	37	1.91%	52	1.65%
AR-9	LDR	6.2	40	6.4	29	1.47%	40	1.51%	29	1.47%	40	1.27%
AR-11	LDR	8.7	55	6.3	39	2.02%	55	2.07%	39	2.02%	55	1.75%
AR-12	LDR	3.4	21	6.2	15	0.77%	21	0.79%	15	0.77%	21	0.67%
AR-13	LDR	6.1	40	6.6	29	1.47%	40	1.51%	29	1.47%	40	1.27%
AR-14	LDR	7.1	45	6.4	32	1.65%	45	1.70%	32	1.65%	45	1.43%
AR-15	LDR	6.9	45	6.5	32	1.65%	45	1.70%	32	1.65%	45	1.43%
AR-16	LDR	6.8	43	6.3	31	1.58%	43	1.62%	31	1.58%	43	1.37%
AR-17	LDR	3.6	24	6.7	17	0.88%	24	0.90%	17	0.88%	24	0.76%
AR-18	LDR	5.1	31	6.1	22	1.14%	31	1.17%	22	1.14%	31	0.98%
AR-21	LDR	2.4	13	5.5	11	0.58%	13	0.49%	11	0.58%	13	0.41%
AR-22	LDR	4.3	28	6.5	20	1.03%	28	1.05%	20	1.03%	28	0.89%
AR-23	LDR	2.9	19	6.5	14	0.70%	19	0.72%	14	0.70%	19	0.60%
AR-24	LDR	10.3	55	5.3	48	2.45%	55	2.07%	48	2.45%	55	1.75%
AR-25	LDR	4.6	28	6.1	20	1.03%	28	1.05%	20	1.03%	28	0.89%
AR-26	LDR	9.7	55	5.7	48	2.45%	55	2.07%	48	2.45%	55	1.75%
AR-27	LDR	2.4	15	6.3	11	0.55%	15	0.57%	11	0.55%	15	0.48%
AR-30	LDR	3.3	23	6.9	16	0.85%	23	0.87%	16	0.85%	23	0.73%
AR-31	LDR	4.4	27	6.1	19	0.99%	27	1.02%	19	0.99%	27	0.86%
AR-32	LDR	7.7	50	6.5	36	1.84%	50	1.88%	36	1.84%	50	1.59%
AR-34	LDR	3.8	19	5.0	19	0.97%	19	0.72%	19	0.97%	19	0.60%
AR-35	LDR	4.6	24	5.2	21	1.07%	24	0.90%	21	1.07%	24	0.76%
AR-37	LDR	6.3	33	5.3	29	1.47%	33	1.24%	29	1.47%	33	1.05%
AR-40	LDR	13.5	71	5.3	62	3.16%	71	2.67%	62	3.16%	71	2.26%
AR-43	LDR	13.6	78	5.7	68	3.47%	78	2.94%	68	3.47%	78	2.48%
AR-46	LDR	2.6	13	5.1	11	0.58%	13	0.49%	11	0.58%	13	0.41%
Low Density Residential		248.8	1,302	191.3	1,100	56%	1,302	49%	1,100	56%	1,302	41%

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ARSP - DUE ALLOCATION TO SPECIFIC PLAN PARCELS FOR CSP REIMBURSEMENTS

Parcel	Specific Plan Land Use	Specific Plan			Water EDU's	% of ARSP Water EDUs	Sewer EDUs	% of ARSP Sewer EDUs	Recycled Water EDUs	% of ARSP R.W. EDUs	Traffic EDUs	% of ARSP Traffic EDUs
		Acres	Units	Density								
AR-10	MDR	10.7	138	12.9	66	3.40%	138	5.20%	66	3.40%	138	4.38%
AR-28	MDR	10.3	129	12.5	62	3.18%	129	4.86%	62	3.18%	129	4.10%
AR-33	MDR	5.3	61	11.5	33	1.68%	61	2.30%	33	1.68%	61	1.94%
AR-39	MDR	7.4	54	7.4	39	1.98%	54	2.03%	39	1.98%	54	1.72%
AR-42	MDR	8.4	66	7.9	47	2.43%	66	2.49%	47	2.43%	66	2.10%
AR-45	MDR	8.2	94	11.4	51	2.60%	94	3.54%	51	2.60%	94	2.99%
Medium Density Residential		50.3	542	63.6	298	15%	542	20%	298	15%	542	17%
AR-19	HDR	9.3	230	24.6	68	3.48%	157	5.93%	68	3.48%	141	4.49%
AR-36	HDR	7.6	113	15.0	54	2.78%	77	2.91%	54	2.78%	69	2.20%
AR-38	HDR	15.2	380	25.0	112	5.75%	260	9.80%	112	5.75%	233	7.41%
AR-44	HDR	6.0	150	24.9	44	2.27%	103	3.87%	44	2.27%	92	2.93%
High Density Residential		38.1	873	89.5	278	14%	597	23%	278	14%	536	17%
AR-51	CC-VC		91		44	2.24%	62	2.35%	44	2.24%	56	1.77%
AR-51	CC-VC	14.2			62	3.16%	54	2.05%	62	3.16%	189	6.01%
AR-52	CC-VC		18		9	0.44%	12	0.46%	9	0.44%	11	0.35%
AR-52	CC-VC	13.1			57	2.90%	50	1.89%	57	2.90%	174	5.53%
AR-53	CC	23.9			103	5.30%	34	1.27%	103	5.30%	338	10.73%
Community Commercial		51.1	109		274	14%	213	8%	274	14%	768	24%
TOTAL		388.3	2,826	7.3	1,950	100%	2,654	100%	1,950	100%	3,148	100%

Note:
 [1] One Water EDU = 600 gpd (Based on Table 1 of the ARSP Water Master Plan Final Report, February 2016)
 [2] One Sewer EDU = 190 gpd (Based on Table 1 of the ARSP Wastewater Master Plan Final Report, February 2016)
 [3] One Recycled Water EDU = 600 gpd (Based on Table 1 of the ARSP Recycled Water Master Plan Final Report, February 2016)
 [4] Based on Table 6 of the ARSP Final Traffic Study, December 5, 2015

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Exhibit BB
Infrastructure Reimbursement Schedule

Roadway Improvements:

1. Construct roadway (Westbrook Boulevard) between C-51 and C-52 (R1, on Exhibit H-1) within the Creekview Specific Plan.
 - a. Construction Responsibility: Amoruso
 - b. Cost Sharing: City CIP

Wastewater Improvements:

1. Construct 18-inch sewer line (WW1, on Exhibit K-1) and appurtenances (390± LF) in Westbrook and Blue Oaks Boulevards.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso and Creekview
2. Construct 18-inch sewer line (WW2, on Exhibit K-1) and appurtenances (Per WRSP DA) in Westbrook Boulevard.
 - a. Construction Responsibility: WRSP
 - b. Cost Sharing: Amoruso and Creekview
3. Construct 24-inch sewer line (WW3, on Exhibit K-1) and appurtenances (Per WRSP DA) in Phillip Road.
 - a. Construction Responsibility: WRSP
 - b. Cost Sharing: Amoruso and Creekview

Water Improvements:

1. Construct 24-inch water line (DW1, on Exhibit O-2) and appurtenances (1,210± LF) in Westbrook Boulevard.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso and Creekview
2. Construct 24-inch water line (DW2, on Exhibit O-2) and appurtenances (2,790± LF) in Westbrook Boulevard.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso and Creekview

3. Construct 24-inch water line (DW3, on Exhibit O-2) and appurtenances (2,390± LF) in Blue Oaks Boulevard.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso, Creekview, WRSP, and Other 3rd Parties
4. Construct 24-inch water line (DW4, on Exhibit O-2) and appurtenances (Per WRSP DA) in West Park Drive.
 - c. Construction Responsibility: WRSP
 - d. Cost Sharing: Amoruso, Creekview, WRSP, and Other 3rd Parties
5. Construct 24-inch water line (DW5, on Exhibit O-1) and appurtenances (1,610± LF) in Road "D".
 - a. Construction Responsibility: Amoruso
 - b. Cost Sharing: Amoruso and Other 3rd Party
6. Construct 24-inch water line (DW6, on Exhibit O-1) and appurtenances (1,280± LF) in Road "B".
 - e. Construction Responsibility: Amoruso
 - f. Cost Sharing: Amoruso and Other 3rd Party

Recycled Water Improvements:

1. Construct 12-inch recycled water line (RW1, on Exhibit Q-1) and appurtenances (1,210± LF) in Westbrook Boulevard.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso and Creekview
2. Construct 16-inch recycled water line (RW2, on Exhibit Q-1) and appurtenances (2,820± LF) in Westbrook and Blue Oaks Boulevard.
 - a. Construction Responsibility: Creekview
 - b. Cost Sharing: Amoruso and Creekview
3. Construct 24-inch recycled water line (RW3, on Exhibit Q-1) and appurtenances (2,400± LF) in Blue Oaks Boulevard.
 - c. Construction Responsibility: Creekview
 - d. Cost Sharing: Amoruso , Creekview, WRSP and Other 3rd Parties

4. Construct 24-inch recycled water line (RW4, on Exhibit Q-1) and appurtenances (Per WRSP DA) in West Park Drive.

e. Construction Responsibility: WRSP

f. Cost Sharing: Amoruso , Creekview, WRSP and Other 3rd Parties

EXHIBIT CC

FIRE STATION SITE REIMBURSEMENTS						
Reimbursements to ARSP						
No	Site	Planning Area Designation	Reimbursement From	Overall Reimbursement Cost	% Reimbursement	Reimbursement Owed to ARSP
1	P/QP	AR-54	CSP or Other 3rd Party	\$ 612,000	41.60	\$ 254,592

Note:

1. Improvements limited to site development, frontage and an allowance for temporary access. Actual fire station construction is not included.
2. Reimbursement estimate is based on unit ratio.

NOTE: If any portion of this Exhibit is unclear, the complete original document is available at the Roseville City Clerk Department, 311 Vernon Street, Roseville, CA 95678

Exhibit DD
Sample Assignment and Assumption Agreement