

**DEVELOPMENT AGREEMENT
PUBLIC BENEFITS AS APPROVED BY CITY COUNCIL ON
FEBRUARY 26, 2008**

Description:	Benefit:
Sports Facility – Santa Paula Creek Sports Park would include active sports facilities and parking. Section 3.1.1(a) to DA	\$5,000,000
Central Park –located adjacent to Hallock Drive. Limoneira must improve Central Park with an entertainment facility and similar cultural amenities. Section 3.1.1(b) to DA	\$1,000,000
Parks and Open Space – Limoneira must reserve at least 223 acres within the Project for open space including, without limitation, approximately 134 acres of preserve and approximately 89 acres of active and passive parks and greenways. The Project’s park increase City’s overall park acreage by approximately 237%, reducing City’s overall shortfall to 24.6 acres	223 acres of parks.
Future SR 150 Bypass – Limoneira must provide an irrevocable offer of dedication for a future SR 150 By-pass and, in addition, pay \$100,000 to partially fund the cost of preparing a project study report evaluating the feasibility of a SR 150 bypass. Section 3.3.3 to DA	\$100,000
Joint Civic Facility – Limoneira must construct and offer 5.6 acres for use as a civic facility jointly with the College District, the High School District, the Elementary School District, the Library District, or other appropriate civic user. The Joint Civic Facility will be a two-story structure with approximately 35,000 square feet, including a multi-purpose auditorium with stage, kitchen, and upstairs meeting/class/library rooms. Section 3.5.3 to DA	\$5,000,000
Public Safety Facility and equipment. Section 3.6 to DA	\$4,000,000
Shortfall fund. Section 8.8 to DA	\$1,000,000
Repair/drainage improvements to Santa Paula Street. Condition No. 103 to Ordinance No. 1191 and Section 3.3.1(c) to DA	\$500,000
Number of dwelling units for public benefit housing. Section 8.7.1(a) to DA	100 DUs
Affordable housing in-lieu fee amount. Section 8.7.2 to DA	\$6,500,000
Wastewater treatment contribution – Limoneira to donate toward cost of Water Recycling Facility. Section 3.8 to DA	\$5,500,000
Development Agreement contribution – Limoneira will make donation to the City for any purpose. Section 3.10 to DA	\$500,000

Description:	Benefit:
Telegraph beautification project (curb/gutter/sidewalk) and Gateway improvement project (Hallock/Telegraph entrance). Section 3.11 to DA	\$100,000
Neighborhood Parks – Limoneira must provide the Santa Paula Creek Neighborhood Park, Foothill Neighborhood Park, and Haun Creek Neighborhood Park.	Neighborhood parks.
Open Space and Agriculture – Limoneira must improve as a greenway the Santa Paula Creek Linear Park; the Haun Creek Linear Park; provide soccer fields within the detention basin; provide an Open Space Preserve; reserve an On-Site Agricultural Preserve; and provide an Off-Site Agricultural Preserve.	Open space, soccer fields, and agricultural preserve.
Water Tanks – Limoneira must elevate the location of a three-million gallon potable water tank and also construct a second two-million gallon potable water tank.	Improved potable water distribution system.
Santa Paula Street – Limoneira must construct a bridge across Santa Paula Creek.	Santa Paula Street Bridge.
Haun Creek Detention –Limoneira must construct at least two detention basins totaling 22 acres, plus an in-take and out-take weir system to divert flows from Haun Creek.	Stormwater control.
Educational and Civic Facilities – Limoneira must temporarily offer to dedicate approximately 11.6 acres to the Ventura County Community College District. If Ventura County Community College District rejects the offer, or does not show reasonable interest in accepting it, then Limoneira and the City can seek out another public post-secondary educational institution(s).	Post-secondary institution.
High School Site – Limoneira must reserve 8.3 acres for the Santa Paula Union High School District.	High School site.
Elementary School Site – Limoneira must reserve 10.8 acres for the Santa Paula Elementary School District.	Elementary school site.
Recreational vehicle parking. Condition No. 102 to Ordinance No. 1191	Limoneira will own, maintain and manage the RV Storage site.
Train stop at the project site. Section 8.6.9 to DA	Developer and City to cooperate to seek VCTC approval and construct.

Description:	Benefit:
<p>Third vehicle access point to the development. Section 8.6.8 to DA</p>	<p>Developer and City to cooperate for VCTC approval of a second at-grade crossing within the Project. Developer to install within 1 year after approval.</p>
<p>Safe walk to school program. Condition No. 104 to Ordinance No. 1191</p>	<p>“Developer must cooperate with School Districts to create a Safe Walk to School Program, in accordance with applicable law, to be completed before any school opens within the Project Area.”</p>
<p>CPI increases to monetary contributions. Section 3.12 to DA</p>	<p>Annual CPI adjustments for construction-related monies.</p>
<p>Fire needs facility before 500 du (Phase 2). Section 3.6 to DA</p>	<p>Public safety facility built at 500 DUs.</p>
<p>Tax-in lieu fee if Haun Creek neighborhood sold for purposes other than market rate housing. Section 8.7.5 to DA</p>	<p>Developer agrees to covenant property, in a form approved by the City Attorney, to ensure any conveyance of the property for purposes of non-market rate housing protects City from property tax revenue loss.</p>
<p>“Environmentally friendly” industry for the SP Area. Condition No. 105 to Ordinance No. 1191</p>	<p>Before City issues the first certificate of occupancy, Developer must provide plan, in a form approved by the Planning Director, to encourage environmentally friendly industry within the Specific Plan.</p>

Description:	Benefit:
<p>Path along southern property/loop. Condition No. 107 to Ordinance No. 1191</p>	<p>Specific Plan must be amended, to the Planning Director's satisfaction, to clarify that a trail system (<i>see</i> Figure 2-5) loops through detention basins and Haun Creek area.</p>
<p>"Limoneira Lane." Section 8.6.10 to DA</p>	<p>Developer and City to cooperate in obtaining California Department of Transportation approval to reopen "Limoneira Lane" to westbound vehicle traffic from SR 126.</p>