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# Long-Range Property Management Plan



Property No. 1



Property No. 2



Property No. 3

prepared by

**City of Fremont**  
**Redevelopment Successor Agency**

**May 2013**



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# **Long-Range Property Management Plan**

**submitted to:**

**Successor Agency Oversight Board**

**and**

**State of California**

**Department of Finance**

**prepared by:**

**City of Fremont**

**Redevelopment Successor Agency**

**May 2013**



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- Appendix J: Redevelopment Plan Ordinance, Ordinance No. 5-2010, March 2, 2010
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- Appendix M: Crown Court Planned District P-2010-3, Approved 27-Unit Condominium Project Plans, Includes Property 1—Remainder of Old Haller’s Site
- Appendix N: Conceptual Site Plan for Development of Property 2—Remainder of Union Pacific Site, June 11, 2009
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## **Introduction**

This document constitutes the Long-Range Property Management Plan (LRPMP) of the Successor Agency (Successor Agency) of the former Redevelopment Agency of the City of Fremont (Former RDA), prepared in accordance with Health and Safety Code Section 34191.5.

The Former RDA was dissolved on February 1, 2012, pursuant to ABx1 26 (as amended by AB 1484). These Redevelopment Dissolution Statutes govern the dissolution of the Former RDA, which includes the disposition of its former real property. At the time of its dissolution, the Former RDA owned three parcels of real property (collectively, the Properties, and individually, a Property), which are the subject of and are fully described in this LRPMP. Pursuant to the Redevelopment Dissolution Statutes, ownership of the Properties transferred on February 1, 2012, to the Successor Agency.<sup>1</sup> Figure 1 provides a general location map of the Properties within Fremont.

The Properties are located within the boundaries of the Fremont Merged Redevelopment Project Area (Project Area) and are subject to the provisions of the Consolidated Amended and Restated Redevelopment Plan for the Fremont Merged Redevelopment Project (the Redevelopment Plan is described further in Part II of this LRPMP), the Fremont General Plan, and the City's zoning and land use regulations, as set forth in City codes and ordinances.

The Successor Agency is now responsible for disposition of the Properties in accordance with the procedures and requirements of Redevelopment Dissolution Statutes, with particular reference to Health and Safety Code Section 34191.1, 34191.3, 34191.4(a), and 34191.5 (copies of which are attached as Appendix A).

This LRPMP was presented for consideration of approval on May 14, 2013, to the Fremont Successor Agency (i.e., Fremont City Council serving in its separate capacity as the governing board of the Successor Agency). The Successor Agency obtained a "finding of completion" from the California Department of Finance (DOF) on March 29, 2013 (Appendix B), pursuant to Health and Safety Code Section 34179.7 that entitles the Successor Agency to submit this LRPMP for approval by the Oversight Board and DOF. On May 15, 2013, the LRPMP was presented to the Oversight Board for the Successor Agency (Oversight Board), which was established pursuant to the Redevelopment Dissolution Statutes, for consideration of approval. If both the Successor Agency and the Oversight Board approve the LRPMP, it will be transmitted to DOF for its approval on May 20, 2013.

In accordance with Health and Safety Code Section 34191.5(c), Part I of this LRPMP contains an inventory of specified information related to each of the Properties, and Part II addresses and sets forth the proposed plan for disposition and uses of each of the Properties. Accompanying

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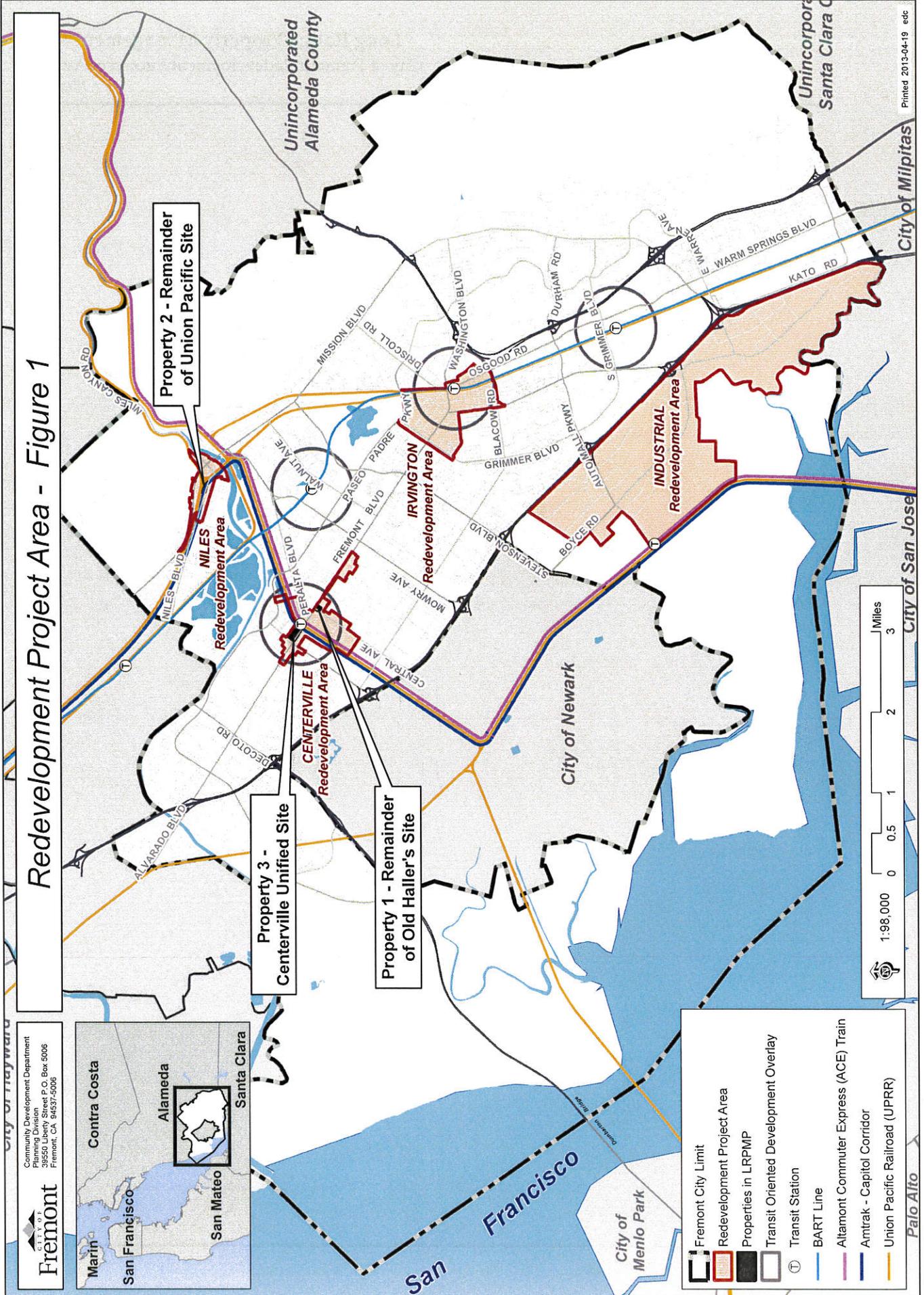
<sup>1</sup> Because none of the Properties constitute a "housing asset" within the meaning of Health and Safety Code Section 34176(e), they have transferred to the Successor Agency, rather than to the City in its capacity as the Former RDA's housing successor entity.

this LRPMP is the information checklist required by the DOF (Appendix C), and the optional DOF tracking worksheet (attached to the transmittal of this LRPMP to DOF).

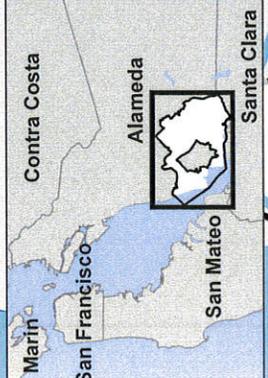
The remaining sections of this LRPMP are organized as follows:

- Overview of Fremont and Its Redevelopment History;
- Part I: Property Inventory; and
- Part II: Property Disposition and Use.

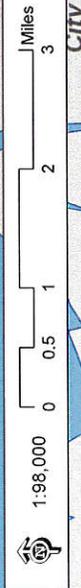
# Redevelopment Project Area - Figure 1



**Fremont**  
 City of Fremont  
 Community Development Department  
 3850 Liberty Street, P.O. Box 5006  
 Fremont, CA 94537-5006



- Fremont City Limit
- Redevelopment Project Area
- Properties in LRPMP
- Transit Oriented Development Overlay
- Transit Station
- BART Line
- Altamont Commuter Express (ACE) Train
- Amtrak - Capitol Corridor
- Union Pacific Railroad (UPRR)



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## **Overview of Fremont and Its Redevelopment History**

Fremont was home to a thriving population of indigenous Ohlone people prior to the arrival of Spanish settlers, who established Mission San Jose in 1797. In the mid-1840s, explorer John C. Fremont mapped a trail through Mission Pass to provide access for American settlers into the southeastern San Francisco Bay Area. A number of small communities were established in the Fremont area in the mid-1800's. In 1853, Washington Township was established, encompassing eight of the small towns in the area. Over 100 years later, in January 1956, five of these towns joined together to officially incorporate as the City of Fremont. These five towns include: Mission San Jose; Centerville; Niles; Irvington; and Warm Springs.

Today, Fremont is the fifth largest city in area in the State, encompassing approximately 90 square miles. The City is located in southern Alameda County at the northern end of the Silicon Valley. Fremont is generally bounded by the Cities of Union City and Milpitas to the north and south, respectively, and the San Francisco Bay and East Bay Hills to the west and east, respectively. Fremont is an ethnically diverse community with a resident population of approximately 217,000 persons and a daytime employment population of 242,000 persons (see Figure 2 for regional map proximity).

The first use of redevelopment in Fremont occurred in 1977, when the City established the Niles and Irvington Redevelopment Plans and Project Areas. In 1983, the Industrial Redevelopment Plan and Project Area were established. Then, in 1997, the Centerville Redevelopment Plan and Project Area were established. Niles, Irvington, and Centerville substantially benefitted from redevelopment because it helped revitalize blighted commercial corridors, funded public improvements, as well as improved opportunities for affordable housing including rehabilitation of existing housing. The Industrial redevelopment area catalyzed industrial development in the area through financing of four Interstate 880 interchanges that serve the area. In 1998, the four individual project areas were merged into one, consolidated project area to enable pooling of tax increment revenue and expand its redevelopment planning area. The Merged Redevelopment Plan was subsequently amended in 2010 in the form of the current Redevelopment Plan in order to enable the Former RDA to continue to eliminate remaining blight, facilitate economic development and job opportunities, and provide additional quality affordable housing for residents within the Project Area and Citywide. The Project Area is graphically depicted in Figure 1.

Two of the Properties described in this LRPMP are located in the Centerville Area and the third is located in the Niles Area.

A sampling of major accomplishments of redevelopment in Fremont includes:

- Adoption and implementation of Concept Plans for each Town Center area (i.e., Niles, Irvington, and Centerville)
- Commercial core area streetscape improvements for each Town Center area

- Assistance to businesses through marketing, gateway signage, and commercial rehabilitation loans for each area
- Historic building rehabilitation
- Purchase and remediation of significant properties to develop and act as a catalyst to further private development (e.g., Centerville Unified Site, Niles Union Pacific property)
- Major transportation project planning and implementation (e.g., Irvington BART Station, Centerville Train Depot, four I-880 freeway interchanges)
- Property owner outreach and coordination to redevelop significant commercial sites
- Affordable housing construction, rehabilitation, and preservation, including:
  - Construction of 574 new affordable units;
  - Rehabilitation of 334 affordable units; and
  - Home buyer loans, assistance, and improvement to 312 below moderate income families.

# Regional Proximity Map - Figure 2



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## **Part I: Property Inventory**

The following is the required inventory information for each of the three Properties transferred from the Former RDA to the Successor Agency. This inventory is organized to address the specific LRPMP inventory subsections listed in Health and Safety Code Section 34191.5(c)(1), with each item corresponding to the specific letter of this section of the Health and Safety Code (e.g., item “(A)” provides the required information from HSC Section 34191.5(c)(1)(A) and so forth). There are three Properties described below, including:

- Property 1—Remainder of Old Haller’s Site;
- Property 2—Remainder of Union Pacific Site; and
- Property 3—Centerville Unified Site.

As described, the geographic proximity of the three Properties within the City is depicted in Figure 1.

### ***Property 1—Remainder of Old Haller’s Site***

Property 1 is located in the historic Town Center known as Centerville (see Figure 3). Centerville is generally located in the “center” of Fremont. Centerville was established in the mid-1850’s as an agricultural and commercial settlement. The Centerville train station shipped local goods to market, which further shaped development of the area. The historic commercial core is located along Fremont Boulevard, which acts as the “Main Street” for this historic Town Center community. The agricultural lands surrounding the commercial core eventually converted to residential neighborhoods in the mid-20<sup>th</sup> century. During this period, Fremont Boulevard’s commercial core converted to an “auto row.” However, most dealers left the area in the 1980’s and 1990’s, leaving behind an aging building stock, vacant properties, and changing demographics and shopping preferences. Because the Centerville Train Depot is centrally located in this historic Town Center, it is identified as a Priority Development Area and future growth and development is envisioned to be focused here in both the City’s General Plan and in regional growth plans.

- (A) *Acquisition Information.* The Old Haller’s site (of which, Property 1 is a part as detailed below) was acquired by the Former RDA in January 2001. The purchase price paid for the Old Haller’s site, which represented its value at the time of purchase, was \$610,000. This purchase price was for a 10,250 square foot (0.25-acre) site, approximately 5,589 square feet of which has now been used for Central Avenue street and streetscape improvements and is now part of the active Central Avenue street right-of-way under the operation and management of the City (Old Haller’s Site Street Parcel). The remainder portion of the Old Haller’s site, containing approximately 4,661 square feet in area, is the Property described below and sometimes referred to as Property 1, and the parcel that is subject of and proposed for disposition, pursuant to this LRPMP.<sup>2</sup>

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<sup>2</sup> The Old Haller’s Site Street Parcel that has been improved and is in active use as street right-of-way for Central Avenue is intended for ownership by the City (in fee or through right-of-way dedication easement), although this right-of-way parcel is still

- (B) *Purpose of Acquisition.* As noted, the Property constitutes a remnant of the larger parcel that was purchased to complete roadway improvements on Central Avenue. The roadway improvements included: widening and reconstructing the existing street section; installing curb, gutter, sidewalks, bus turnout, pedestrian and street lights, street trees and irrigation; modifying the traffic signal at the Central Avenue and Fremont Boulevard intersection; and installing signal interconnect and related signing and striping. The improvements were completed in 2008. The remainder Property was then reprogrammed for use under the Redevelopment Plan for assemblage and private development with the adjacent parcels to implement Redevelopment Plan and General Plan goals and objectives. If assembling the remainder Property with the adjacent parcels is not feasible, then it is suitable for a governmental purpose, such as a pocket park, bus shelter, and/or landscape feature consistent with the Redevelopment Plan and General Plan.
- (C) *Parcel Data.* The Property consists of an approximately 0.107-acre (4,661 square foot) remainder parcel. The Property generally has a long, skinny rectangular shape being 35 feet deep and 157 feet in length. The Property is located at 37605 Fremont Boulevard (at Central Avenue) in the Centerville Area of the Fremont Merged Project Area. The Alameda County tax assessment number is 501-0730-0005-00. The Property's location in Centerville is depicted in Figure 3. Appendix D provides a legal description and plat for this remainder Property. The Fremont General Plan and the Redevelopment Plan designation for this Property is Residential Medium, which allows a density between 16.6 to 29.9 units per acre. The zoning for the Property is P-2010-3, Crown Court Planned District. This Property is one of four parcels that comprise this Planned District, which allows for a 27-unit condominium project on the four lots, if combined.

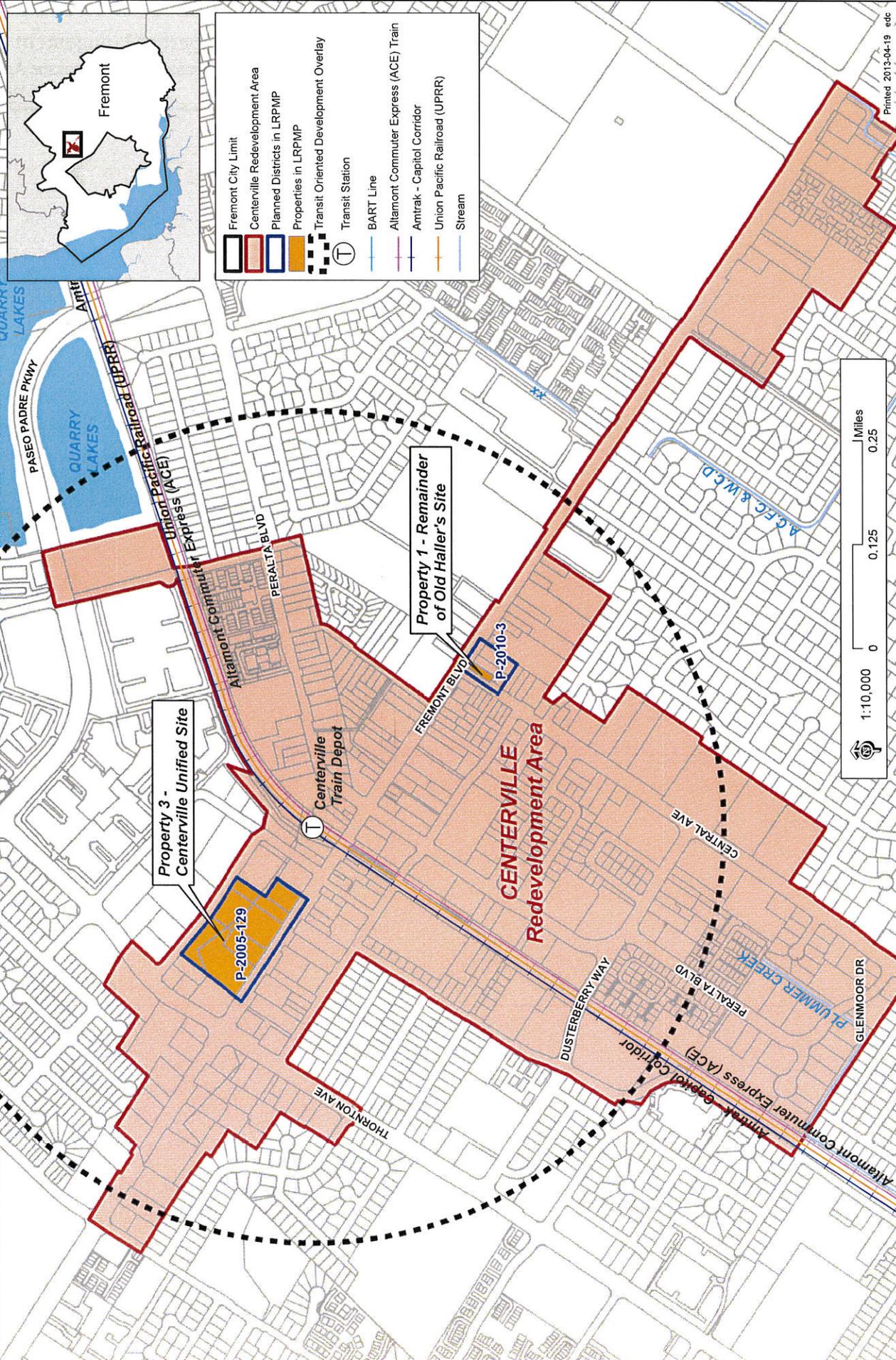
It is important to note that the legal description of the Property provided in Appendix D has not been recorded. The timing of dissolution of the Former RDA occurred as the proposed residential condominium project was moving from entitlement to development. Due to poor economic conditions, the project has not progressed toward development leaving the remnant Property undeveloped and blighted with an active public street (Central Avenue) adjoining it. The approved project, if it progressed to development, would result in a subdivision map that would combine the four parcels (including the Property) into one lot. When this occurs, the portion of the Former RDA property (the Old Haller's Street Parcel described above) underlying the adjoining improved section of Central Avenue would be granted to the City, if the Successor Agency and the City (with Oversight Board approval) have not earlier taken action consistent with the Redevelopment Dissolution Statutes to cause conveyance of the Old Haller's Street Parcel to the City (see footnote 2). The Property at question would remain and would be used as programmed in the Redevelopment Plan for multifamily residential development.

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technically under ownership by the Successor Agency. The Old Haller's Site Street Parcel is a "governmental purpose" and "governmental use" parcel that is entitled to transfer by the Successor Agency to the City (with Oversight Board approval) apart from approval of this LRPMP pursuant to Health and Safety Code Sections 34177(e), 34181(a), 34191.3.

# Centerville Redevelopment Area - Figure 3

Community Development Department  
 Planning Division  
 38550 Liberty Street P.O. Box 5006  
 Fremont, CA 94537-5006



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- (D) *Current Value.* The estimated maximum current value of the Property is up to \$48 per square foot or \$223,728. This highest and best use valuation is based on a restricted appraisal commissioned by the Successor Agency in May 2013, prepared by Smith & Associates. The appraisal assumes the Property would be combined with adjacent Crown Court lots for purposes of proceeding with the approved 27 unit residential development. It should be noted that there is only one potential buyer for the site, namely the adjacent owner; without this buyer the site has no independent value for development. Further, the owner/developer has been unable to secure financing for development, largely due to high construction costs associated with the proposed building type-units over a concrete podium garage. As such, the developer may attempt yet another development plan with a lesser number of units thereby avoiding construction costs associated with the concrete podium garage. Given this scenario, the valuation for the land could be substantially less than the current appraised value. At the time of proposed disposition of the Property in accordance with this LRPMP, a new valuation of the Property will be prepared to confirm the proposed purchase price, taking into account the then applicable project description for use of the Property and the then applicable real estate market conditions (see the section entitled “Principles and Guidelines For Development of Properties” in Part II of this LRPMP for further discussion of the determination of the purchase price for disposition of the Property).
- (E) *Revenues Generated By the Property; Contractual Requirements.* The Property does not generate any lease, rental, or other revenue. There is no contractual requirement related to disposition of the Property.
- (F) *Environmental Contamination and Remediation.* A Phase 1 Environmental Site Assessment was completed prior to the purchase of the Property in May 2000 by Terrasearch, Inc. that identified lead based paint (LBP) and asbestos containing materials (ACM) in the two residences and pharmacy that previously occupied the site. No other environmental concerns were associated with the site. The structures containing the LBP and ACM were demolished in 2004. There are no known remaining environmental concerns related to the Property.
- (G) *Potential for Transit-Oriented Development and Advancement of Planning Objectives.* Appendix E provides a comprehensive list of the General Plan and Redevelopment Plan goals, policies, objectives, and implementation measures that would be achieved if this Property was disposed of and developed as planned for in this LRPMP. Figure 4 provides an aerial and streetview photographs of the Property in its current condition.

This Property is located ¼-mile southeast from the Centerville Train Depot located at Fremont Boulevard and Bonde Way, which provides regular service by Altamont Commuter Express (ACE) and Amtrak Capitol Corridor trains (see Figure 3). As such, it is also within the ½-mile Centerville Transit-Oriented Development (TOD) Overlay radius

area. Future residents of the Property would have a very short walk to utilize the Centerville Train Depot transit services.

Because the Property's shape and area are so constrained, it could not be developed in conformance with the underlying land use and zoning requirements. General Plan land use and Redevelopment Plan policy directs that problem, irregular parcels such as this Property be merged with adjacent parcels when development is proposed to ensure the most productive and efficient use of land. General Plan policies support infill development on sites such as this Property to eliminate gaps that disrupt the continuity of the community.

Development of the Property would further enhance the connectivity of the Centerville Town Center by eliminating a vacant, blighted site with strategically located, multi-family housing. Its development would enhance the Fremont Boulevard streetscape with modern buildings, it would provide additional housing opportunities for the community, and it would create an economically viable and property tax generating use thus stimulating private sector reinvestment into adjacent properties.

- (H) *History of Development Proposals and Activity.* This Property has been rezoned on several occasions over the past 10 years in an effort to see it developed in accordance with the Redevelopment Plan for Centerville. The most recent rezoning was approved in April 2010 to Planned District P-2010-3, which included floor plans and architectural designs. However, due to a poor economic climate, the Property has not been developed. The Former RDA had an agreement with the adjacent property owners for the purchase of the remainder Property; however, this agreement was never performed and has since lapsed.

As described, the Property was acquired as part of the larger Old Haller's Site (also containing the Old Haller's Site Street Parcel) to facilitate needed roadway improvements to accommodate growth in the Centerville Area of the Fremont Merged Project Area. Roadway improvements were completed in 2008 on the Old Haller's Site Street Parcel. As described, the legal description and plat of the Property have not been recorded. As a result, the effective legal description of the Property includes the Old Haller's Site Street Parcel, the portion of the original purchased site that is now improved with a section of Central Avenue. The approved project, if it progressed to development, would result in a subdivision map that would combine the four parcels (including the Property) into one lot. When this occurs, the Old Haller's Street Parcel portion of the Former RDA's original property acquisition that now underlies the improved section of Central Avenue would be granted to the City, if (as further noted above) the Successor Agency and the City (with Oversight Board approval) have not earlier taken action consistent with the Redevelopment Dissolution Statutes to cause conveyance of the old Haller's Street Parcel to the City (see footnote 2). The Property in question would remain (as described in Appendix D) and would be used as programmed in the Redevelopment Plan for multifamily residential development.

The remainder Property is a long and skinny corner parcel that is incapable of being developed independently of the adjacent parcels due to front, side, and rear yard setback requirements. As such, the remainder Property is best combined with adjacent parcels for future development, as is authorized under its current zoning (i.e., P-2010-3). Under the current zoning recognized in the Redevelopment Plan, the combination of the Property with the three adjoining private parcels to enable development of a 27-unit residential condominium project will enable the development of six of those 27 total units to occur (i.e., the development would be six units smaller without the assemblage of the Property into the condominium development project).

If the adjacent owner does not acquire the parcel, then P-2010-3 and its related entitlements would need to be rescinded, and the privately-owned parcels would need to be re-entitled to allow development. Given the nature of the configuration constraints of the remainder Property, it would likely sit undeveloped for the foreseeable future and it, as well as the adjacent properties, would remain undeveloped thereby generating little property tax revenue for the taxing entities.

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Figures 4a-f: Photographs of Property 1—Remainder of Old Haller's Site



Figure 4a: Aerial view of Property, surrounding area, and vantage points of Figures 4b through 4f.



Figure 4b: View of Property 1 (between sidewalk and fence) from Central Avenue.



*Figure 4c:* View northeast of Property 1 across Central Avenue. This section of Central Avenue was improved as shown here as a result of Former RDA acquiring land and funding the public improvements. The remainder Property is the area between the sidewalk and fence.



*Figure 4d:* View south across the Fremont Boulevard/Central Avenue intersection of Property 1. The Property is the area between the sidewalk and the fence. The area behind the fence is also part of the Crown Court 27-unit condominium project.



*Figure 4e:* View southwest of Property 1 across Fremont Boulevard. Property 1 is the area between the fence and sidewalk.



*Figure 4f:* View west from Fremont Boulevard of Crown Court 27-unit project site (to left behind fence). Property 1 at far west end of site adjacent to signal light.

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***Property 2—Remainder of Union Pacific Site***

Property 2 is located in the historic Town Center known as Niles. Niles is located in the northwesterly quadrant of Fremont (see Figure 5). It is generally physically separated from the remainder of the City by major barriers including: Alameda Creek to the south; active railroad tracks to the west; the East Bay Hills to the east; and Union City to the north. With such isolation, Niles has a unique character, small town feeling, and strong sense of identity. Niles was established in the mid-1850's, and maintains a large number of historic commercial and residential buildings, a small lotting pattern (typical of its early 20<sup>th</sup> century development), and traditional pedestrian oriented business/retail district. Figure 6 provides aerial and streetview photographs of the Property.

- (A) *Acquisition Information.* The Union Pacific site (of which the subject Property is a part as described below) was acquired by the Former RDA in February 2005 after years of negotiation with Union Pacific Railroad. The purchase price paid for the overall Union Pacific site, which represented its value at the time of purchase, was \$1,146,300 for a 5.26-acre site. In addition, the Former RDA funded \$4.8 million to remediate the site (in the two phases, described below). As such, the gross acquisition value of the site was \$5.95 million. The site was acquired, in part, to be developed with a public plaza/park. The remaining 3.14-acres not used for the plaza/park and programmed for private redevelopment is the Property at issue in this LRPMP.
  
- (B) *Purpose of Acquisition.* The Union Pacific site was acquired to help remove blight and promote economic development opportunities in the Niles Area of the Fremont Merged Project Area through construction of a public plaza/park on a portion of the site and private redevelopment on the remaining Property. The Property is located along Niles Boulevard, which, in this location, is the historic retail district for this Town Center. The Former RDA remediated the site in two phases. The first phase was concluded in 2008, and the Niles Town Plaza was constructed as a central focal point for the Niles retail district in May 2010. Upon completion of the Niles Town Plaza in 2010, this 2.12-acre portion of the overall Union Pacific site was transferred to the City, and is now managed and maintained as a City park. The remaining 3.14-acre Property has been programmed for use under the Redevelopment Plan for private development as a mixed retail and multifamily residential project. The Property has undergone the second phase of environmental remediation funded by the Former RDA, which was completed in July 2012.
  
- (C) *Parcel Data.* The Property consists of an approximately 3.14-acre remainder parcel. The Property has an irregular, constrained configuration, located between active Union Pacific Railroad tracks to the east and south, public parking lots, vehicle repair and self-service car wash to the south, and Niles Town Plaza to the northwest. The Property is located at Niles Boulevard, generally easterly of I Street and behind 37682, 37804 and 37822 Niles Boulevard in the Niles Area of the Fremont Merged Project Area. The Alameda County tax assessment number is 507-0828-006-00. The Property is depicted in Figure 6. Appendix F provides the parcel map that legally established the Property (being Parcel 4 of Parcel Map

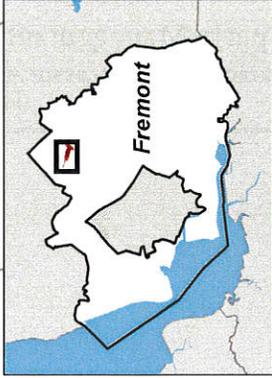
9873). The Fremont General Plan and the Redevelopment Plan designation for the Property is Commercial-Town Center. The zoning for the Property is P-2011-232(HOD), Niles Central (Historic Overlay) Planned District.

The Property has limited access and frontage to Niles Boulevard making it rather isolated from the adjacent public right-of-way which is evident in the aerial photo of the Property (Figure 6). Currently, the City-owned Niles Town Plaza and parking lots have the majority of direct frontage on Niles Boulevard. There is a small frontage of less than 32 feet near "J" Street. There is additional frontage to the east that could provide access to the Property. However, because there is a bend/curve in Niles Boulevard at this location, it is not an ideal access point to the Property as vehicular sight lines are compromised from the configuration of Niles Boulevard.

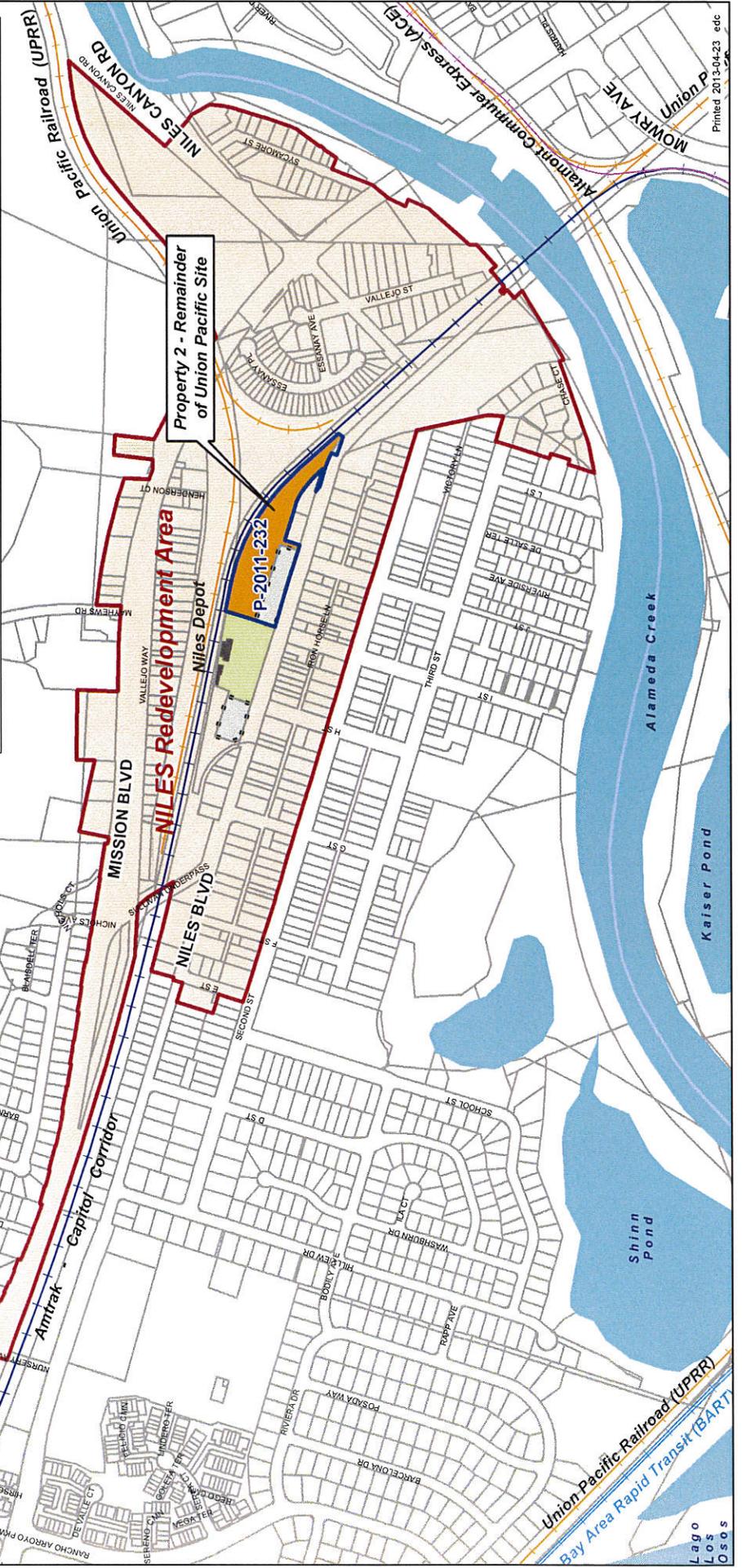
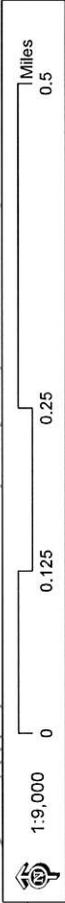
- (D) *Current Value.* The estimated current value of the Property ranges from \$1,390,000 to \$1,450,000. This valuation is based on a restricted appraisal commissioned by the Successor Agency in May 2013, prepared by Smith & Associates. The lower value appraisal assumes the property remains in its current configuration with poor access and visibility from Niles Boulevard. The higher valuation assumes a property exchange with adjacent City-owned property (fronting Niles Boulevard) wherein buildings would be located along the boulevard and parking is relocated behind the buildings. At the time of proposed disposition of the Property in accordance with this LRPMP, a new valuation of the Property will be prepared to confirm the proposed purchase price, taking into account the then applicable project description for use of the Property and the then applicable real estate market conditions (see the section entitled "Principles and Guidelines For Development of Properties" in Part II of this LRPMP for further discussion of the determination of the purchase price for disposition of the Property).
- (E) *Revenues Generated By the Property; Contractual Requirements.* The Property generates \$500 annually from lease of a 3,000 square foot area directly adjacent to Niles Boulevard by the Niles Merchant Association to site an historic railroad car. This lease agreement is renewed on a month-to-month basis that can be terminated any time by either party with 90 day notice. This agreement affects disposition of the Property.
- (F) *Environmental Contamination and Remediation.* As described, this Property was purchased from Union Pacific Railroad (UPRR) as part of a larger acquisition site in 2005. The Property had been used as a railroad freight operations and maintenance yard and passenger station from 1870 through the mid-1970's. In the mid-1970's, the City purchased two small parcels, totaling 1.55-acres, of the former railyard to use as paved public parking lots. One of these parcels is 0.62-acre and is located directly northwest of the Niles Town Plaza; the other parcel is 0.93-acre and is located south of the plaza. UPRR continued to use the rest of the site (Niles Town Plaza and Property at issue in this LRPMP) as a railroad freight yard until the early 1980's. As is common with former railyards, the site was contaminated with chemicals of potential concern related to the former rail operations on the site, including arsenic, lead, and total petroleum hydrocarbons (TPH).

# Niles Redevelopment Area - Figure 5

**Fremont**  
 Community Development Department  
 Planning Division  
 38550 Liberty Street P.O. Box 5006  
 Fremont, CA 94537-5006



- Fremont City Limit
- Niles Redevelopment Area
- Planned District P-2011-232
- Niles Depot
- Niles Town Plaza
- City Parking Lots
- Property 2 - Remainder of Union Pacific Site
- BART Line
- Altamont Commuter Express (ACE) Train
- Amtrak - Capitol Corridor
- Union Pacific Railroad (UPRR)
- Stream



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Figures 6a-h: Photographs of Property 2—Remainder of Union Pacific Site



Figure 6a: Aerial view of Property, surrounding area, and vantage points of Figures 6b through 6f.

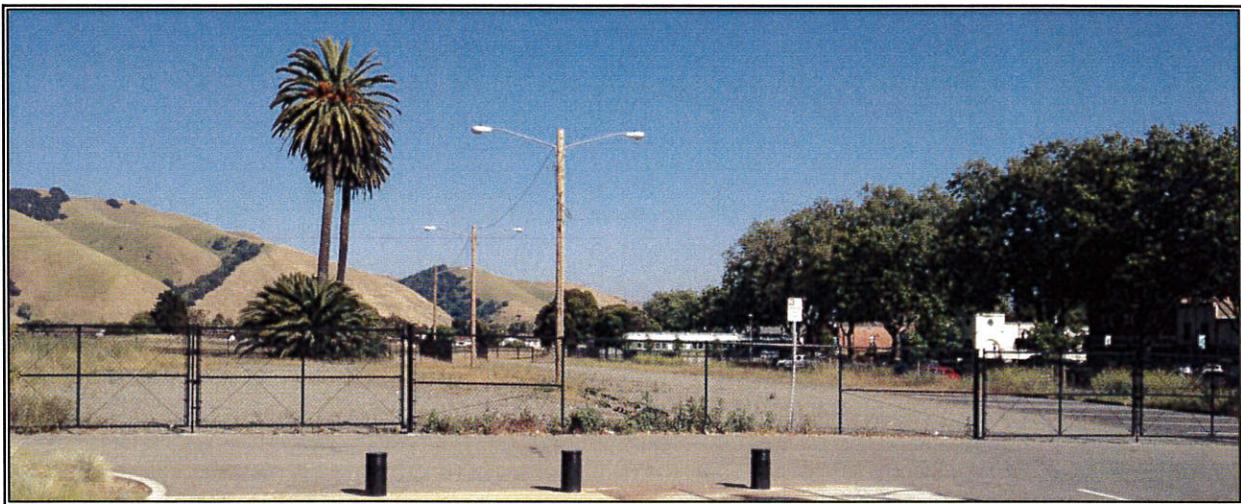
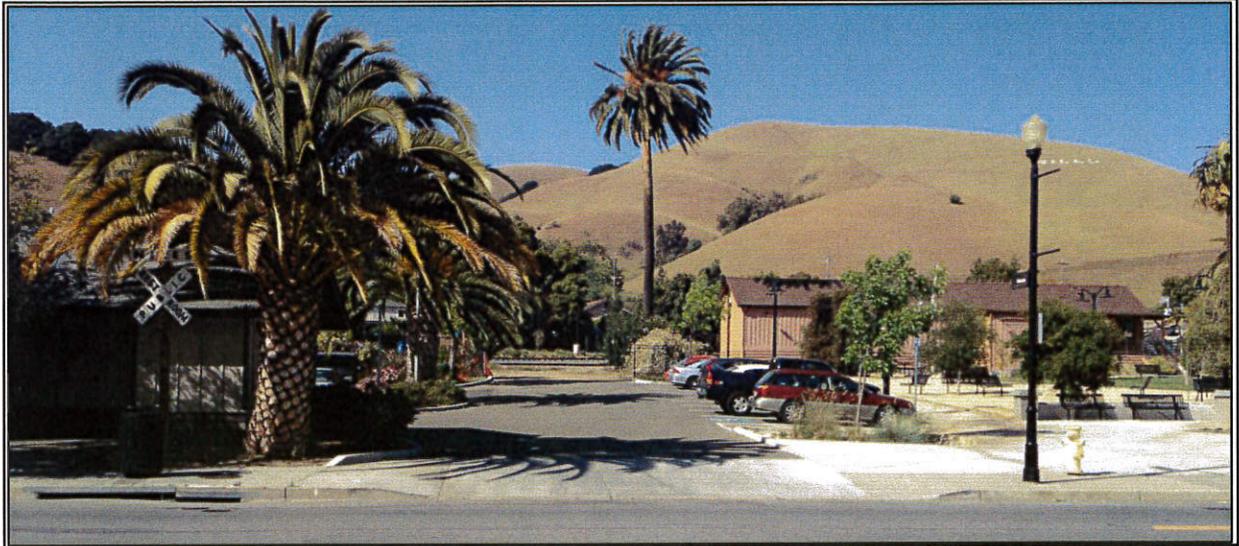
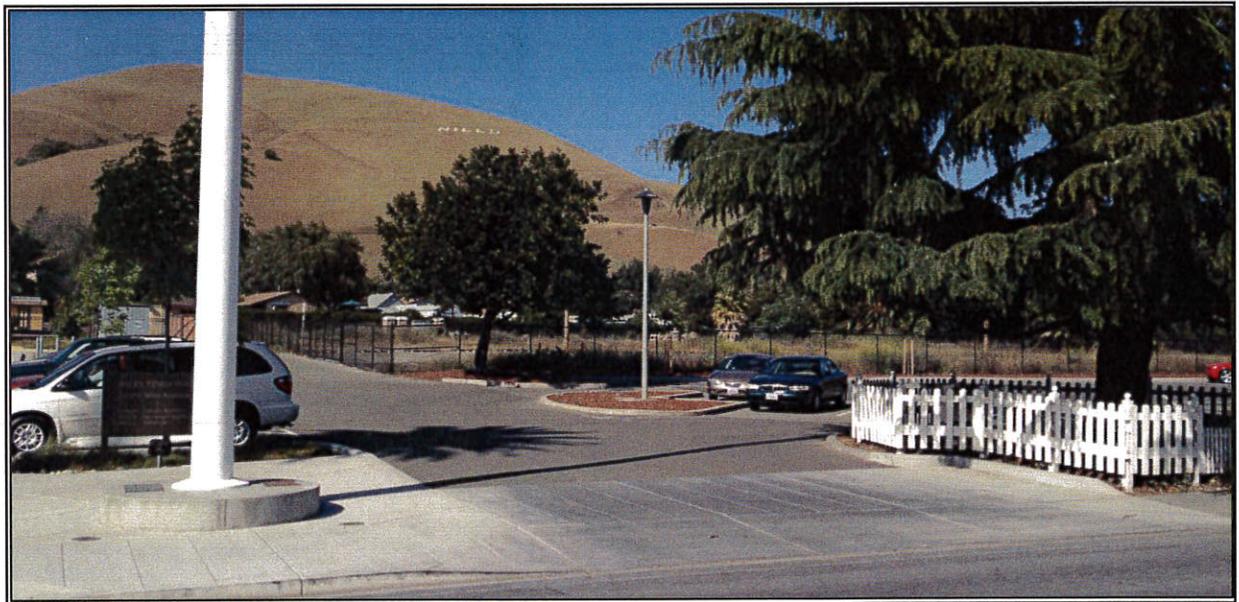


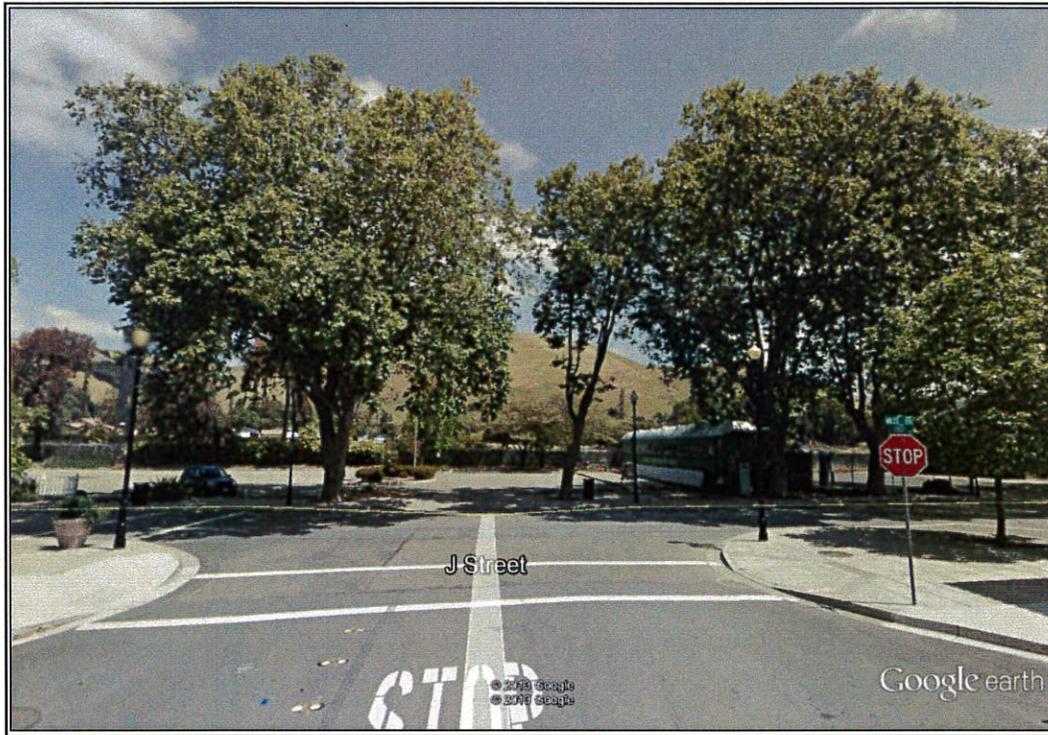
Figure 6b: View east of Property 2 (behind black chainlink fence) from Niles Town Plaza.



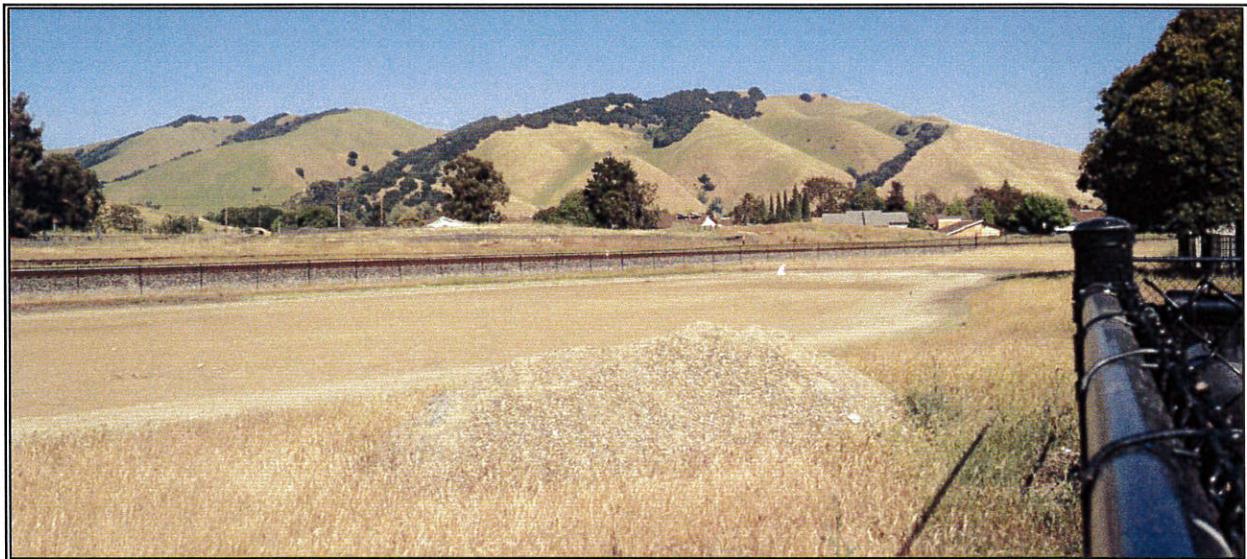
*Figure 6c:* View north from H Street at Niles Boulevard of Niles Town Plaza (right) and City parking lot (left).



*Figure 6d:* View north across Niles Boulevard from I Street of Property 2 (behind black chainlink fence). City parking lot to right (between Niles Boulevard and Property 2) and Niles Town Plaza to left (just out of view).



*Figure 6e:* View north from J Street at Nilas Boulevard of City parking lot (left) and Property straight ahead behind chainlink fencing in distance. Railcar (right) is located on the sliver portion of Property 2 that extends to Nilas Boulevard.



*Figure 6f:* View southeast of Property 2 (between fence on right and Union Pacific Railroad tracks on left) from City parking lot.

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As described, this Property was remediated in two phases. The first phase was initiated in 2005 and concluded in 2008 to facilitate construction of the Niles Town Plaza (which was completed in 2010). The second phase, involving the remainder Property, began in 2010 and concluded in 2012.

Remediation activities of the Property included excavation of all soil containing elevated levels of arsenic, lead, and TPH. An approximately 105,000 square foot area was excavated resulting in 28,912 tons of soil removed from the site and disposed at permitted, off-site hazardous and nonhazardous waste facilities. Following excavation, vertical and horizontal soil samples were collected to confirm remedial goals for arsenic, lead, and TPH had been achieved. After confirming remediation goals were achieved for these chemicals of concern, further confirmation sampling did not detect any benzene, toluene, ethylbenzene or xylenes (BTEX), volatile organic compounds (VOCs), or elevated levels of Title 22 metals. The excavated area was backfilled with clean imported soil. The clean soil was compacted to structural fill standards. In a few areas, geotextile fabric was laid on the excavation floor to assist with backfilling and compaction. Following backfilling activities, the temporary and permanent parking lots were completed. The non-hardscape portion of the Property was graded and hydroseeded to drain to the central portion of the Property to minimize storm water runoff. Lastly, replacement fencing was installed around the Property.

On July 26, 2012, DTSC issued a letter of no further action (Appendix G), clarifying that all appropriate response actions have been completed to remediate the Property. The Property is now available for unrestricted development and use, including installation of utilities and deep root landscaping. This successful outcome and resulting development opportunity would not have been financially possible without funding from the Former RDA.

- (G) *Potential for Transit-Oriented Development and Advancement of Planning Objectives.* Appendix E provides a comprehensive list of the General Plan and Redevelopment Plan goals, policies, objectives, and implementation measures that would be achieved if this Property is disposed of and developed as planned for in this LRPMP. Streetview photographs of the Property are provided in Figure 6.

This Property is not located near a commuter transit station, nor is it located within a TOD overlay. Nonetheless, this Property is located adjacent to (behind; to the rear of) a City-owned public parking lot that service the general public within an historic, pedestrian-oriented, retail district. Retail businesses are primarily located on the southwest side of Niles Boulevard, while this Property, the plaza, and City parking lots are located on the northeast side. Development and introduction of mixed retail and residential uses on the northeast side of Niles Boulevard (on the Property) would further synergize pedestrian activities while providing more opportunity for a greater variety of small scale retail businesses to serve the Niles community. As a result, disposition and development of the Property as proposed in Part II of this LRPMP would achieve both General Plan and

Redevelopment Plan goals, policies, objectives, and implementation measures focused on eliminating gaps in the development pattern, expanding the retail mix, and activating the area around the plaza.

- (H) *History of Development Proposals and Activity.* The Former RDA and City envisioned that the remainder Property would be developed in conjunction with the adjoining City parking lots. Various conceptual plans were developed over the years envisioning either commercial or mixed-use buildings along Niles Boulevard with parking located behind them. This general development vision was memorialized in the Planned District zoning that covers both the Property and adjoining City parking lot (fronting Niles Boulevard). As such, the ultimate buyer of the Property will need to work in partnership with the City of Fremont to finalize a development plan approval.

As noted, the Former RDA, through the City, contracted for and remediated the Property to the specifications required by the State Department of Toxic Substances Control (DTSC) that will allow for unrestricted future development. As part of the remediation effort a temporary gravel parking area was created on a portion of the remainder Property. This portion of the Property is used for overflow parking for large public events held in the Niles District at no cost to the event sponsors. The Former RDA had the site fenced and gated, and access for temporary use is possible from the both the City-owned parking lot, as well as the Niles Town Plaza site.

### ***Property 3—Centerville Unified Site***

Property 3 is also located in the historic town center known as Centerville. As described for Property 1, it is generally centrally located in Fremont (see Figure 3). The Property is commonly referred to as the “Centerville Unified Site.” Figure 7 provides aerial and streetview photographs of this Property.

- (A) *Acquisition Information.* The six parcels that comprise the Centerville Unified Site were acquired by the Former RDA between May 2000 and April 2005. The combined purchase price paid for the six parcels, which represented the value at the time of purchase, was \$8,469,975. The purchase price occurred during an historically high-water mark in Bay Area property values, and shortly prior to the Great Recession’s significant downward impact on such values that is only now beginning to abate.
- (B) *Purpose of Acquisition.* The Property was purchased to be redeveloped with a strategically located mixed use retail and urban density multi-family residential project to act as a catalyst to revitalize Centerville Area, including pedestrian scale improvements to the Fremont Boulevard streetscape to recreate its historical “Main Street” character.
- (C) *Parcel Data.* The six parcels comprising the Property total approximately 6.9-acres. The parcel addresses are 37070, 37120, 37156, 37196, 37218 and 37222 Fremont Boulevard in the Centerville Redevelopment Area portion of the Fremont Merged Project Area. The

Figures 7a-f: Photographs of Property 3—Centerville Unified Site

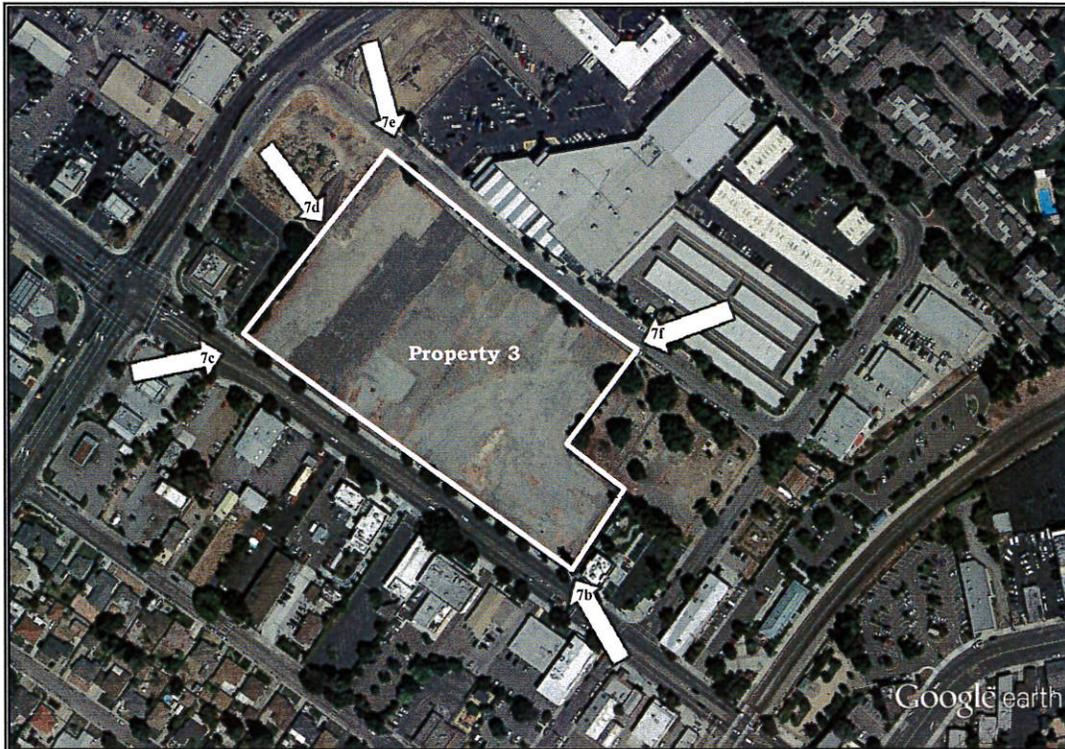


Figure 7a: Aerial view of Property, surrounding area, and vantage points of Figures 7b through 7f.

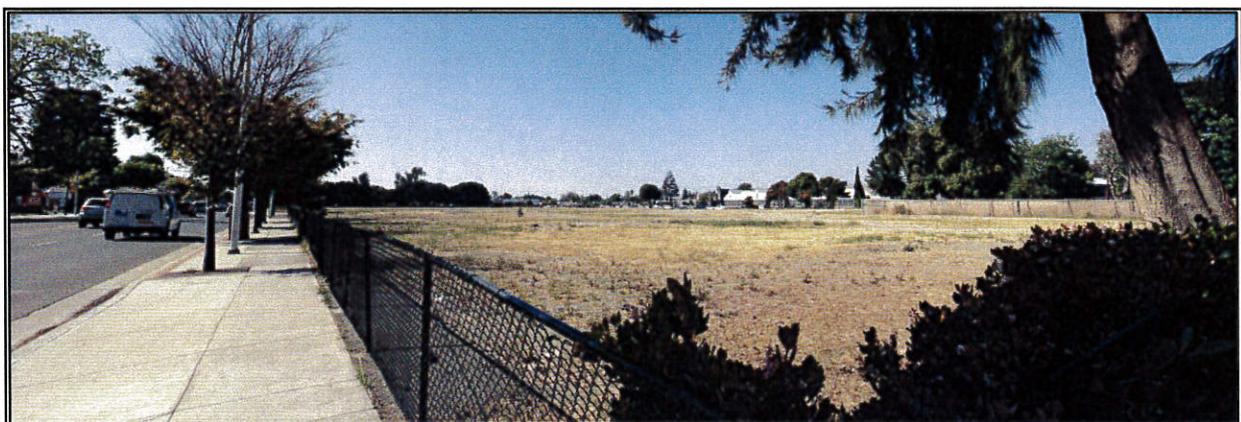


Figure 7b: View northwest of Property (to right behind fence) and Fremont Boulevard (to left).



*Figure 7c:* View northeast of Property (vacant lot behind fence). Fremont Boulevard in foreground.



*Figure 7d:* View east of Property.



*Figure 7e:* View south east of Property (vacant lot behind fence) from Post Street.



*Figure 7f:* View west of Property (vacant lot behind fence) from Post Street.

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Alameda County tax assessment numbers for the six parcels are: 501-1426-004-03, 501-1426-006-01, 501-1426-008-03, 501-1426-010-02, 501-1426-012-03, and 501-1426-011-00. The site is depicted in Figure 7. The Fremont General Plan and the Redevelopment Plan designation for this Property is Commercial-Town Center. The zoning for the Property is P-2005-129 (CSPC), Centerville Market Place Planned District.

- (D) *Current Value.* The property is currently being appraised to determine its value. The book value of the Property is \$8,469,975, which represents the purchase price paid by the Former RDA.
- (E) *Revenues Generated By the Property; Contractual Requirements.* The Property does not generate any lease, rental, or other revenue. In July 2012, the Successor Agency Oversight Board directed staff to enter into an Exclusive Right to Negotiate Agreement (ERNA) with CenterStreet Development and Blake-Hunt Ventures to develop a mixed use project for the Property. This contractual obligation is still in effect and impacts disposition of the Property, as further discussed in Section (H) and Part II, below.
- (F) *Environmental Contamination and Remediation.* The Property has a history of known environmental contamination from past business operations. After acquisition of the Property in the early 2000's, the Former RDA pursued its environmental remediation, including soil and groundwater sampling. This sampling detected contaminants within the boundaries of the Property. In particular, perchloroethylene (PCE) was detected in groundwater sampling that appeared related to a former dry cleaning business within the strip mall. However, the PCE concentrations were below the residential and industrial environmental screening levels (ESL's). No further action related to PCE's was required.

However, soil samples did detect that total lead concentrations, total petroleum hydrocarbons in the diesel range concentrations, and total petroleum hydrocarbons in the motor oil range concentrations were near or exceeded residential ESL's. A Soil Excavation Workplan was prepared and approved by the oversight agency (Alameda County Water District), and the impacted soils were excavated and removed for off-site disposal and recycling.

Eight hydraulic lift units and a two-chamber sump well were also identified on the Property. The hydraulic lifts were in good condition and the soil samples collected around the lifts identified very limited contamination that was isolated to one location. The impacted soil was over excavated and properly disposed of off-site. The sumps were drained, cleaned, and also properly disposed of off-site.

Other exploration of the site identified three buried, underground steel fuel tanks, including associated piping. The tanks were in poor condition and were removed. Soil sampling beneath the tanks did not detect any significant contamination and no groundwater was encountered during their removal. A low concentration of petroleum hydrocarbons were

detected in stained soil that was limited in its extent. This soil was removed and properly disposed of off-site.

All excavated areas were backfilled with clean imported soil at depths of one to two feet below ground surface.

The potential for soil vapor issues from chlorinated solvents released during the former dry cleaner operations was also analyzed through soil and groundwater sampling in locations where prior investigations identified elevated concentrations of these solvents. From this sampling, elevated levels of perchloroethylene (PCE) above residential ESLs for shallow soil gas were identified. Because of this identification, an additional soil vapor investigation was required to further delineate the extent of the contamination.

The additional testing was initiated in 2010, and revealed that soil vapors were present and additional remediation efforts were necessary. The Former RDA had a Corrective Action Plan (CAP) prepared for Alameda County Water District (ACWD) approval (the oversight agency). The CAP was submitted to ACWD for review in June, 2012. ACWD approved the CAP in February, 2013 (Appendix H). Remediation activities were initiated in Spring 2013, and are anticipated to be completed within two years. Such remediation is being undertaken by the Successor Agency and the City as an enforceable obligation on the Successor Agency's Recognized Obligation Payment Schedules (ROP's) prepared and approved by the Oversight Board and DOF in accordance with the Redevelopment Dissolution Statutes, and using fund balances received by the Successor Agency from the Former RDA as expressly authorized under such approved ROP's.

- (G) *Potential for Transit-Oriented Development and Advancement of Planning Objectives.* Appendix E provides a comprehensive list of the General Plan and Redevelopment Plan goals, policies, objectives, and implementation measures that would be achieved if this Property is disposed of and developed as planned for in this LRPMP. As described, Figure 7 provides streetview photographs of the Property.

This Property is generally located across the street from the Centerville Train Depot, which is located at Fremont Boulevard and Bonde Way. As described, this train depot provides regular service by Altamont Commuter Express (ACE) and Amtrak Capitol Corridor trains. The Property is located northeast of the Depot with its closest boundary about 300 feet to the north and its farthest boundary about 1,000 feet to the northeast. As such, it is also within the ½-mile Centerville Transit-Oriented Development (TOD) Overlay radius area. Future residents of the Property would have a very short walk to utilize the Centerville Train Depot transit services.

This Property is the largest consolidated area of vacant land in the Centerville Town Center. It has been, for decades, the City's vision that it would be redeveloped with a vibrant mixed use project that would incentivize significant private investment into the rest of this historic Town Center. Consistent with General Plan and Redevelopment Plan goals,

policies, objectives, and implementation measures, the Property is optimally located to provide infill development at urban densities while respecting the historic character of the Centerville Town Center retail area along Fremont Boulevard. It is a Priority Development Area in the General Plan and, as such, is identified as a site where growth and change should occur. The Former RDA acquired and assembled the multiple parcels comprising the Property expressly to achieve this focused, urban mixed use growth. The Former RDA progressed toward this vision through its collaboration with master developers and its extensive efforts to remediate its environmental contamination to ensure its ultimate development as envisioned.

Development of this Property would significantly enhance the connectivity of the Centerville Town Center by eliminating a large vacant site with a strategically located, transit proximate, urban mixed retail and multi-family development. Its development would enhance the Fremont Boulevard streetscape with modern buildings, it would provide additional market rate and affordable housing opportunities for the community, and it would create an economically viable and property tax generating use thus stimulating private sector reinvestment into adjacent properties in this historic Town Center community. Additionally, Fremont Boulevard itself would be improved with pedestrian scale enhancements to further activate the area.

- (H) *History of Development Proposals and Activity.* The Property has had a number of phases of development activity since the late-1800's. At that time, it was used as a lumberyard, and included residences, a barn, and storage buildings and sheds. By the mid-1900's the site was used as agricultural land for orchards. During the 1960's, the Property was developed with commercial uses, including three auto repair facilities and strip mall. After the Former RDA acquired the Property in the early-2000's, it demolished the structures on-site and initiated environmental remediation activities.

Over the past 10 years, several efforts were made to rezone and develop the Property in accordance with the Redevelopment Plan for Centerville. Most recently, the Property was rezoned and a development plan was approved for the Property in April 2005 to Planned District P-2005-129. This Planned District allows construction of a mixed use project consisting of 110 multifamily units over 58,000 square feet of retail space. Ultimately, this plan proved to be financially unfeasible due to construction costs associated with the concrete parking podium component of the project. As a result, the Former RDA sought a new development partner to construct a financially feasible project for the Property. The Former RDA subsequently selected and entered into an Exclusive Right to Negotiate Agreement (ERNA) with CenterStreet Development and Blake-Hunt Ventures.

The CenterStreet Development/Blake-Hunt Ventures mixed-use proposal consists of 184 units and 28,641 square feet of retail. The proposal was under consideration when the Former RDA was dissolved. Prior to dissolution, however, it was discovered that the site required additional environmental remediation prior to its development. CenterStreet and

Blake-Hunt Ventures have remained interested in acquiring and developing the site since dissolution and during the ongoing remediation activities.

In June 2012, the Oversight Board voted unanimously to direct the Successor Agency to enter into a new ERNA with CenterStreet Development/Blake-Hunt Ventures for the purpose of expeditiously selling the Property in accordance with the Redevelopment Dissolution Statutes. The Oversight Board determined that CenterStreet Development/Blake-Hunt Ventures would be in the best position to expeditiously develop the Property because they had sufficient knowledge of the Property and had worked on and refined a development proposal. The Successor Agency and the CenterStreet Development/Blake-Hunt Ventures entered into a new ERNA in July 2012, which is currently in effect.

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**Long Range Property Management Plan—Revised Part II**  
**City of Fremont Redevelopment Successor Agency**  
November 4, 2013

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**Revised Part II: Property Disposition and Use**

**A. Background and Overview**

**1. *Background of Revised Part II; Definitions.*** This revised Part II of the LRPMP (the "Revised Part II") amends, restates, replaces, and supersedes in its entirety the initial Part II of this LRPMP (the "Initial Part II") dated May 2013 and approved by the Successor Agency and the Oversight Board on May 14 and May 15, 2013, respectively. For ease of reference in using this Revised Part II, the following definitions shall apply (many of which are repeated from the defined terms contained in earlier elements of the LRPMP):

"Former RDA" means the Redevelopment Agency of the City of Fremont, which was dissolved pursuant to the Redevelopment Dissolution Statutes.

"Redevelopment Dissolution Statutes" mean ABx1 26 and AB 1484 that provide for the dissolution and unwinding of the affairs of the Former RDA, including disposition of the Properties.<sup>1</sup>

"Properties" mean the three real property assets of the Former RDA that transferred to the ownership of the Successor Agency upon the dissolution of the Former RDA, and that are the subject of this LRPMP. The Properties are fully identified and described in Part I of this LRPMP. As denoted in Part I, the Properties are often referred to individually in this Part II as "Property 1," "Property 2," and "Property 3."

"City" means the City of Fremont.

"Successor Agency" means the Successor Agency of the Former RDA pursuant to the Redevelopment Dissolution Statutes. The Successor Agency is a separate legal entity from the City, and is the current owner of the Properties.

"Successor Agency Governing Board" means the City Council of the City, acting as governing board of the Successor Agency.

"Oversight Board" means the Successor Agency's oversight board established and operating in accordance with the Redevelopment Dissolution Statutes.

"DOF" means the California Department of Finance.

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<sup>1</sup> Unless otherwise specified, code section references contained in this Revised Part II are to sections of the California Health and Safety Code added by the Redevelopment Dissolution Statutes.

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"LRPMP" means the Long-Range Property Management Plan of the Successor Agency that provides for the disposition and use of the Properties in accordance with the Redevelopment Dissolution Statutes. This Revised Part II replaces the Initial Part II as part of the LRPMP.

"Taxing Entities" means the affected taxing entities that receive property taxes generated within the Project Area.

"Project Area" means the Fremont Merged Project Area that is the subject of the Approved Redevelopment Plan.

"Approved Redevelopment Plan" is further defined and described in Section A.4 below.

"Compensation Agreement" means a compensation agreement entered into pursuant to Section 34180(f) between the City and the Taxing Entities with respect to one or more of the Properties that are transferred to the City pursuant to Section 34191.5(c)(2)(A) and this LRPMP. Each Compensation Agreement shall meet the characteristics described in Section A.5 below. The Compensation Agreement requirements set forth in this LRPMP are included pursuant to a directive of the DOF in connection with its consideration of approval of this LRPMP.

"DDA" means a disposition and development agreement for a Property entered into by the City and a Developer that calls for disposition of the Property by the City to the Developer and development of a project identified in the Approved Redevelopment Plan by the Developer. The characteristics and procedures for approval of a DDA are described in Section A.6 below.

"Developer" means a developer of a Property pursuant to a DDA with the City.

**2. Purpose of Revised Part II.** This Revised Part II of the LRPMP addresses and sets forth the planned use or disposition of each of the three Properties in the manner described in Health and Safety Code Section 34191.5(c)(2). The following table summarizes the four types of permitted disposition/use that are authorized by that code section.

**Table 1: Permitted Uses/Disposition of Successor Agency Real Property Under a Long-Range Property Management Plan (Health and Safety Code Section 34191.5)**

<b>Plan Category</b>	<b>Use/Disposition Purpose of Property</b>	<b>Property Transferee</b>
Enforceable Obligation	Use consistent with enforceable obligation terms	Designated enforceable obligation recipient
Governmental	Governmental use in accordance with Section 34181(a)	Appropriate public jurisdiction

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Plan Category	Use/Disposition Purpose of Property	Property Transferee
Approved Redevelopment Plan Project	Transfer to City in accordance with Section 34191.5(c)(2)(A) for use in a project identified in the Approved Redevelopment Plan, and with proceeds received by City from subsequent disposition to a Developer distributed among the Taxing Entities in accordance with a Compensation Agreement between City and Taxing Entities entered into pursuant to Section 34180(f)	City
Other Liquidation	Sale by Successor Agency to private buyer pursuant to Section 34191.5(c)(2)(B), with proceeds distributed to Taxing Entities pursuant to that code section.	Approved buyer

**3. Summary of Fremont Property Disposition and Uses under the LRPMP.** As required by Health and Safety Code Section 34191.5(c)(2), the LRPMP identifies and provides that:

- (a) None of the Properties are needed to be retained for purposes of fulfilling an enforceable obligation.
- (b) With the exception of the Old Haller's Site Street Parcel that is related to Property 1, and that is required for dedication/conveyance to the City for governmental use purposes as a street (as fully described in Part 1—Property 1), none of the Properties is dedicated for governmental use purposes.
- (c) *Property 1—Remainder of Old Haller's Site:* As fully provided in Section B below, Property 1 will be disposed of and used pursuant to one of the following two plans:
  - (i) Plan One: The first priority plan will be for the Successor Agency to sell Property 1 to the anticipated buyer of the adjacent parcels and to distribute the sale proceeds to the Taxing Entities pursuant to Health and Safety Code Section 34191.5(c)(2)(B).
  - (ii) Plan Two: The second priority plan, if Plan One will not result in a timely liquidation and sale of Property 1, will be for the Successor Agency to transfer Property 1 to the City as a property needed for a project identified in the Approved Redevelopment Plan, as authorized by Section 34191.5(c)(2)(A). Such transfer to the City will not occur until the City has entered into a Compensation Agreement with the Taxing Entities for Property 1 that has been approved by the Oversight Board and the DOF. Following the transfer to the City under Plan Two, the City will seek the disposition of Property 1 to a

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Developer pursuant to a DDA providing for use of Property 1 to implement a project identified in the Approved Redevelopment Plan.

- (d) *Property 2—Remainder of Union Pacific Site:* As fully provided in Section C below, Property 2 will be disposed of as follows. The Successor Agency will transfer Property 2 to the City as a property needed for a project identified in the Approved Redevelopment Plan, as authorized by Section 34191.5(c)(2)(A). Such transfer to the City will not occur until the City has entered into a Compensation Agreement with the Taxing Entities for Property 2 that has been approved by the Oversight Board and the DOF. Following the transfer to the City, the City will seek the disposition of Property 2 to a Developer pursuant to a DDA providing for use of Property 2 to implement a project identified in the Approved Redevelopment Plan.
- (e) *Property 3—Centerville Unified Site:* As fully provided in Section D below, Property 3 will be disposed of as follows. The Successor Agency will transfer Property 3 to the City as a property needed for a project identified in the Approved Redevelopment Plan, as authorized by Section 34191.5(c)(2)(A). Such transfer to the City will not occur until the City has entered into a Compensation Agreement with the Taxing Entities for Property 3 that has been approved by the Oversight Board and the DOF. Following the transfer to the City, the City will seek the disposition of Property 3 to BHV CenterStreet Properties, LLC (the "Current Centerville Unified Site Developer")<sup>2</sup> pursuant to a DDA with the Current Centerville Unified Site Developer providing for use of Property 3 to implement a project identified in the Approved Redevelopment Plan. If a DDA with the Current Centerville Unified Site Developer is not executed or does not yield a successful disposition, the City will seek the disposition of Property 3 to another Developer pursuant to a DDA providing for use of Property 3 to implement a project identified in the Approved Redevelopment Plan.

**4. Approved Redevelopment Plan.** The relevant "Approved Redevelopment Plan" that identifies the projects for which the Properties may be transferred to the City and thereafter disposed of to a Developer for development pursuant to a DDA consists of:

- (a) The Consolidated Amended and Restated Redevelopment Plan For the Fremont Merged Redevelopment Project (the "Redevelopment Plan") adopted by the City Council of the City by Ordinance No. 5-2010 on March 16, 2010 (the "Redevelopment Plan Ordinance"); and

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<sup>2</sup> Pursuant to the Exclusive Right To Negotiate Agreement (the "ERNA") for Property 3 described in Part 1 of this LRPMP, the proposed Current Centerville Unified Site Developer has already been selected and negotiations toward a mutually acceptable DDA are already underway. Upon transfer of Property 3 to the City in accordance with this LRPMP, the Successor Agency's right, title, and interest in the ERNA will be assigned to the City. If such negotiations do not result in an executed DDA, or if the Current Centerville Unified Site Developer does not acquire Property 3 pursuant to an executed DDA, then the City would seek the identification and selection of a new Developer as provided in Section A.6 of this Revised Part II.

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- (b) The accompanying Amended Implementation Plan for the Fremont Merged Redevelopment Project (the "Redevelopment Implementation Plan") adopted by the Former RDA by Resolution No. 410 on March 2, 2010 (the "Redevelopment Implementation Plan Resolution") in accordance with the requirements of Health and Safety Code Section 33490.

Copies of the Redevelopment Plan, the Redevelopment Plan Ordinance, the Redevelopment Implementation Plan, and the Redevelopment Implementation Plan Resolution are attached as Appendices I, J, K, and L of this LRPMP, respectively.

Appendix E of this LRPMP summarizes the goals, objectives and implementation programs in the Approved Redevelopment Plan that are relevant to the three Properties included in this LRPMP.<sup>3</sup> It is important to note that two of the Properties that are the subject of this LRPMP (the Union Pacific Site and the Centerville Unified Site) were considered so vital to the redevelopment effort that specific Implementation Programs for their redevelopment were included in the Redevelopment Plan (see Niles Area Goals and Objectives, Implementation Program 3, Projects; and Centerville Area Specific Goals and Objectives, Implementation Program 2, Projects).

In addition to the Property-specific programs included in the Redevelopment Plan, all three Properties also meet many of the broader goals and objectives of the Approved Redevelopment Plan, including:

- The elimination of adverse physical and economic conditions within the Project Area;
- The creation of sites of adequate shape and size for redevelopment; and
- The facilitation of higher density, mixed use, transit-oriented developments in appropriate locations.

See Appendix E for a more comprehensive analysis of the applicability of goals and objectives in the Approved Redevelopment Plan to the Properties.

**5. Compensation Agreements.** Each Compensation Agreement entered into by the City pursuant to this LRPMP:

- (a) Shall address compensation to the Taxing Entities for one or more of the Properties that is transferred to the City in accordance with Health and Safety Code Section 34191.5(c)(2)(A) and this LRPMP;

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<sup>3</sup> Appendix E also includes relevant goals, objectives, policies, and implementation measures from the City's current General Plan. Those provisions of the General Plan are expressly incorporated into and made a part of the Redevelopment Plan (see discussion at the top of page 10 of the Redevelopment Plan).

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- (b) Shall be executed by the City and all of the Taxing Entities as identified by the County Auditor-Controller;
- (c) Shall be approved by the Oversight Board and the DOF (or the DOF shall have indicated that it does not intend to review the Compensation Agreement pursuant to Section 34179(h)) prior to transfer of the applicable Property to the City in accordance with Health and Safety Code Section 34191.5(c)(2)(A) and this LRPMP;
- (d) Shall provide that specified proceeds from the subsequent disposition of the Property by the City pursuant to a DDA will be distributed to all of the Taxing Entities on a pro rata basis in proportion to each Taxing Entity's share of base property tax revenues, as determined by the County Auditor-Controller;
- (e) May provide for the retention by the City of specified proceeds from the subsequent disposition of the Property by the City pursuant to a DDA to reimburse the City for costs incurred for maintenance, improvement, and disposition of the Property, and for procurement of pollution legal liability insurance related to the Property; and
- (f) May contain other mutually acceptable terms to implement the intent of Sections 34180(f) and 34191.5 and this LRPMP with respect to the Property.

Notwithstanding the foregoing or any other provision of the LRPMP, no Compensation Agreement shall be required, and the City may retain any proceeds from the disposition of a Property, if a court order, legislation or DOF policy reverses the DOF's directive regarding the need for a Compensation Agreement. In such case, any net disposition proceeds received by the City for disposition of a Property pursuant to a DDA<sup>4</sup> shall be used by the City to pay costs of one or more projects identified in the Approved Redevelopment Plan.

**6. Principles and Guidelines for Development of Properties Transferred to City.** Upon transfer of a Property to the City pursuant to Section 34191.5(c)(2)(A) and this LRPMP for disposition and development of the Property to achieve a project identified in the Approved Redevelopment Plan, the City will cause the Property to be developed in accordance with the following principles and guidelines, and in accordance with the requirements of Chapter 2 of Part 4 of Division 1 of Title 5 of the California Government Code (commencing with Government Code Section 52201)<sup>5</sup>.

- (a) Qualified Real Estate Developer. Each Property will be disposed of to a qualified real estate Developer with the experience and financial capability to timely acquire

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<sup>4</sup> Net disposition proceeds in this circumstance means the gross proceeds received by the City from such disposition, less the aggregate amount of any costs incurred by the City as described in paragraph (e) above, which may be retained by the City for any municipal purpose as a reimbursement for the City's advance of such costs.

<sup>5</sup> Added to the Government Code by SB 470 signed by the Governor on October 8, 2013, and effective as of January 1, 2014.

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and develop the Property in accordance with an approved DDA (as further described below). The Developer will be selected through an appropriate selection process involving solicitation of interested prospective developers through a request for qualifications (RFQ), Request for Proposals (RFP), qualified bid or similar selection process.<sup>6</sup>

- (b) DDA. Each Property will be disposed of and developed pursuant to an approved DDA. The purchase price or lease payments to be paid by the Developer of each Property under a DDA will equal not less than either the fair market value of the Property at its highest and best use or the fair reuse value of the Property at the use and with the covenants and conditions and the development costs authorized pursuant to the DDA, as determined by formal action of the City Council in accordance with Government Code Section 52201(b). Among other provisions, each DDA will require the Developer to:
- (i) Meet specified pre-disposition conditions demonstrating its readiness and ability to commence construction;
  - (ii) Develop the Property in accordance with the General Plan, the Approved Redevelopment Plan, and the specific land use entitlements granted by the City in order to achieve a project identified in the Approved Redevelopment Plan; and
  - (iii) Commence and complete construction of the approved development within specified deadlines.
- (c) City Council Approval. The Developer, the DDA, and any substantial amendment to the DDA for each Property will be subject to approval by the City Council at a public meeting duly noticed in accordance with the notice procedures described in Government Code Section 52201(a).
- (d) Not Surplus Property. Because the City is obligated to dispose of the Properties in accordance with this LRPMP and to satisfy goals, objectives and purposes of the General Plan, the Redevelopment Plan, and the Redevelopment Dissolution Statutes, the Properties are not "surplus" property of the City and are not subject to the disposition requirements and procedures of the Surplus Lands Act (Government Code Section 54220 *et seq.*). Instead, disposition of the Properties in accordance with this LRPMP and to satisfy goals, objectives and purposes of the General Plan, the Approved Redevelopment Plan, and the Redevelopment Dissolution Statutes constitutes a "common benefit" that may take place under authority of Government Code Section 37350 and/or other disposition authority deemed appropriate by the

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<sup>6</sup> The Current Centerville Unified Site Developer has already been selected as the proposed Developer for Property 3 (Centerville Unified Site), as more fully described in a previous footnote.

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City. The provisions of the California Environmental Quality Act and Government Code Section 65402(a) regarding General Plan conformance will apply to the disposition by the City of each Property pursuant to a DDA.

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**B. Property 1: Remainder of Old Haller's Site**

1. *Plan for Disposition and Use.* As detailed in Part I of this LRPMP, the only foreseeable buyer of Property 1 is the adjacent property owner or a potential buyer of the adjacent property who would be interested in assembling this otherwise undevelopable Property 1 street right-of-way remainder parcel with the adjacent property to create a developable site.

As of the submittal of this Revised Part II of the LRPMP for Successor Agency Governing Board and Oversight Board approval in November 2013, the current owner of the adjacent property has entered into a purchase option agreement for the adjacent property with Bay Area Investment Properties, LLC (the "Prospective Property 1 Buyer"). In turn, the Prospective Property 1 Buyer has approached the Successor Agency to express its willingness to purchase Property 1 for \$186,000, representing one of the highest of the fair value estimates for Property 1 determined in the May 2013 appraisal commissioned by the Successor Agency and prepared by Smith & Associates, as reported in Part I of this LRPMP.

Because of the unique circumstances of this remnant parcel, the Successor Agency has determined that such a price is the maximum value achievable for the sale of Property 1 in the foreseeable future. As a result, the Successor Agency has negotiated and prepared a purchase and sale agreement with the Prospective Property 1 Buyer (the "Property 1 PSA") whereby the Successor Agency would liquidate and sell Property 1 for the fair value of \$186,000. The Successor Agency has presented the Property 1 PSA to the Successor Agency Governing Board and the Oversight Board for consideration of approval concurrently with the Oversight Board's consideration of approval of this Revised Part II of the LRPMP.

Set forth below are two alternative methods for disposition and use of Property 1. The first approach, "Plan One", involves the direct liquidation and sale of Property 1 by the Successor Agency to the Prospective Property 1 Buyer in accordance with the Property 1 PSA, and is the first priority approach to be implemented by the Successor Agency under this LRPMP. If the Successor Agency determines that Plan One will not result in a timely sale of Property 1, then it will implement "Plan Two" as further described below.

- (a) Plan One. Under Plan One, and subject to approval of the Property 1 PSA by the Oversight Board and the DOF, the Successor Agency will proceed to sell Property 1 to the Prospective Property 1 Buyer in accordance with the Property 1 PSA. Promptly following receipt of the sales proceeds under the Property 1 PSA, the Successor Agency will remit the sales proceeds to the County Auditor-Controller for distribution as property tax to the Taxing Entities in accordance with Section 34191.5(c)(2)(B).
- (b) Plan Two. If the Successor Agency determines that Plan One will not result in a timely liquidation and sale of Property 1, the Successor Agency and the City will then implement Plan Two through the following steps:

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- (i) The Successor Agency will cause the City to enter into a Compensation Agreement for Property 1 meeting the requirements of Section A.5 above.
- (ii) The City and the Successor Agency will submit the Compensation Agreement to the Oversight Board and seek the Oversight Board's approval of the Compensation Agreement and direction pursuant to Section 34181(a) to transfer Property 1 from the Successor Agency to the City (collectively, the "Oversight Board Property 1 Action"). The Successor Agency will comply with the noticing requirement of Section 34181(f) in connection with the Oversight Board Property 1 Action.
- (iii) The Successor Agency will transmit the Oversight Board Property 1 Action to the DOF pursuant to Section 34179(h), and seek DOF approval of the Oversight Board Property 1 Action (the "DOF Approval").
- (iv) Upon receipt of the DOF Approval, the Successor Agency will transfer fee title to Property 1 to the City in accordance with Section 34191.5(c)(2)(A).
- (v) The City will select a Developer, and negotiate and cause approval and execution of a DDA with the Developer for the disposition and use of Property 1 in accordance with the requirements of Section A.6 above.
- (vi) The City will dispose of Property 1 to the Developer in accordance with the executed DDA.
- (vii) The City will distribute sales proceeds from the disposition of Property 1 to the Taxing Entities at the time and in the amounts and manner provided in the Compensation Agreement for Property 1.

**2. Detailed Reasons for Planned Use/Disposition.** For the following reasons, a transfer of Property 1 to the City under Plan Two above is authorized pursuant to Section 34191.5(c)(2)(A). As called for in Section A.6 above, the DDA for Property 1 will require that Property 1 be developed for a project identified in the Approved Redevelopment Plan—in this case, for assemblage with the adjacent property and development of a suitable residential development.

Specifically, Property 1 is identified in the Redevelopment Implementation Plan (Appendix K) as new construction in the development pipeline and is known as Crown Court. Appendix M provides the approved plans for the 27-unit multifamily condominium project. After the Central Avenue street improvements were completed, the remainder Property 1 was reprogrammed for assemblage with this multi-family housing project. Development of the project as planned for in this LRPMP would achieve the planning goals and objectives identified in Appendix E and summarized below.

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Because the Property's shape and area are so constrained, it cannot be developed in conformance with the underlying land use and zoning requirements. General Plan land use and Redevelopment Plan policy directs that problem, irregular parcels such as this Property be merged with adjacent parcels when development is proposed to ensure the most productive and efficient use of land. General Plan policies support infill development on sites such as this Property to eliminate gaps that disrupt the continuity of the community.

As described and called for in the Redevelopment Implementation Plan, development of this project on the Property and adjacent parcels would further enhance the connectivity of the Centerville Area by eliminating a vacant blighted property with strategically located, multi-family housing. As a result, the project would influence increased economic viability of the area, enhanced property values, increased property taxes for local taxing entities, and the enhanced appearance of utilities and street facilities, all of which would encourage additional new private sector construction and investment in the Centerville Area and create an expanded tax base to serve that new development. In addition to improving the overall quality of the residential condominium project, inclusion of Property 1 in the project site enables construction of six of the 27 units that would otherwise not be possible in the project, with the attendant specific increases in the community's housing stock and in property tax revenues available to local taxing entities.

**C. Property 2: Remainder of Union Pacific Site**

1. *Plan for Disposition and Use.* The Successor Agency and the City will cause the disposition and development of Property 2 through the following steps:
  - (a) The Successor Agency will cause the City to enter into a Compensation Agreement for Property 2 meeting the requirements of Section A.5 above.
  - (b) The City and the Successor Agency will submit the Compensation Agreement to the Oversight Board and seek the Oversight Board's approval of the Compensation Agreement and direction pursuant to Section 34181(a) to transfer Property 2 from the Successor Agency to the City (collectively, the "Oversight Board Property 2 Action"). The Successor Agency will comply with the noticing requirement of Section 34181(f) in connection with the Oversight Board Property 2 Action.
  - (c) The Successor Agency will transmit the Oversight Board Property 2 Action to the DOF pursuant to Section 34179(h), and seek DOF approval of the Oversight Board Property 2 Action (the "DOF Approval").
  - (d) Upon receipt of the DOF Approval, the Successor Agency will transfer fee title to Property 2 to the City in accordance with Section 34191.5(c)(2)(A).

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- (e) The City will select a Developer, and negotiate and cause approval and execution of a DDA with the Developer for the disposition and use of Property 2 in accordance with the requirements of Section A.6 above, and as further described below.
- (f) The City will dispose of Property 2 to the Developer in accordance with the executed DDA.
- (g) The City will distribute sales proceeds from the disposition of Property 2 to the Taxing Entities at the time and in the amounts and manner provided in the Compensation Agreement for Property 2.

In addition to the provisions for the Property 2 DDA described in Section A.6 above, the DDA may provide for an exchange of land between the City and the Developer, whereby the land with frontage at 37682, 37804 and 37822 Niles Boulevard that is currently owned by the City (the "Current City Land") may be exchanged in whole or in part with Property 2 (which is located behind the Current City Land) to enable private development by the Developer on the exchanged portion of the Current City Land and development of public parking or related public amenities on the exchanged portion of Property 2, thereby enabling a more efficient land use of the area and potentially generating a higher purchase price payable under the DDA for Property 2. This purpose may also be achieved through a resubdivision of the combined Current City Land and Property 2, and sale of the resubdivided land intended for private development to the Developer pursuant to the Property 2 DDA.

**2. Detailed Reasons for Planned Use/Disposition.** For the following reasons, a transfer of Property 2 to the City is authorized pursuant to Section 34191.5(c)(2)(A). As called for in Section A.6 above, the DDA for Property 2 will require that Property 2 be developed for a project identified in the Approved Redevelopment Plan—in this case, for development of a suitable mixed use development as further described below.

Property 2 is expressly identified in the Redevelopment Implementation Plan for development as a mixed use retail and multifamily residential or office project under Niles Area Implementation Program 2 and in the General Plan Community Plan Chapter as Implementation Policy 11-8.12.C (Former UP Property). Appendix N provides a conceptual site plan of Property 2 as planned for in this LRPMP that was commissioned by the Former RDA in 2009 to further demonstrate Fremont's commitment to redevelopment of this site to invigorate the historic Nile Area. Property 2 is estimated to support approximately 29,000 square feet of ground floor retail space units fronting Niles Boulevard with 29,000 square feet of office or multifamily apartments above the retail on the second floor. If apartments replaced the office uses on the second floor, approximately 20 units would be provided.

Development and introduction of mixed retail and residential or office uses on Property 2 would further synergize pedestrian activities while providing more opportunity for a greater variety of small scale retail businesses to serve the Niles community. As a result, development of Property 2 would eliminate gaps in the development pattern, expand the

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retail mix, and activate the area around the Niles Town Plaza, as planned for in both the General Plan and Redevelopment Plan.

As described and called for in the Redevelopment Implementation Plan, development of Property 2 as planned in this LRPMP would eliminate a large blighted property resulting in increased economic viability of the commercial area, enhanced property values, an increase in the number of commercial facilities, increased property and sales taxes to local taxing entities, enhanced signage and façade designs, and create an expanded tax base to serve that development, all of which would encourage additional new private sector construction and investment in the Niles Area.

**D. Property 3: Centerville Unified Site**

**1. *Plan for Disposition and Use.*** The Successor Agency and the City will cause the disposition and development of Property 3 through the following steps:

- (a) The Successor Agency will cause the City to enter into a Compensation Agreement for Property 3 meeting the requirements of Section A.5 above.
- (b) The City and the Successor Agency will submit the Compensation Agreement to the Oversight Board and seek the Oversight Board's approval of the Compensation Agreement and direction pursuant to Section 34181(a) to transfer Property 3 from the Successor Agency to the City (collectively, the "Oversight Board Property 3 Action"). The Successor Agency will comply with the noticing requirement of Section 34181(f) in connection with the Oversight Board Property 3 Action.
- (c) The Successor Agency will transmit the Oversight Board Property 3 Action to the DOF pursuant to Section 34179(h), and seek DOF approval of the Oversight Board Property 3 Action (the "DOF Approval").
- (d) Upon receipt of the DOF Approval, the Successor Agency will transfer fee title to Property 3 to the City in accordance with Section 34191.5(c)(2)(A).
- (e) The City will negotiate and seek approval and execution of a DDA with the Current Centerville Unified Site Developer for the disposition and use of Property 3 in accordance with the requirements of Section A.6 above.<sup>7</sup>
- (f) If a DDA is approved and executed with the Current Centerville Unified Site Developer and if the conditions precedent to disposition of Property 3 under the

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<sup>7</sup> The City may negotiate, approve and execute a DDA with the Current Centerville Unified Site Developer prior to the completion of steps (a) through (d) above, provided that the City's obligation to dispose of Property 3 to the Current Centerville Unified Site Developer will be subject to and conditioned upon completion of steps (a) through (d) above.

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DDA are met or waived, the City will dispose of Property 3 to the Developer in accordance with the executed DDA,

- (g) The City will distribute sales proceeds from the disposition of Property 3 to the Taxing Entities at the time and in the amounts and manner provided in the Compensation Agreement for Property 3.

The following steps will apply in place of steps (f) and (g) above if the City and the Current Centerville Unified Site Developer do not enter into a DDA, or if, after entering into the DDA, the Developer does not meet the conditions and requirements for and does not become entitled to the disposition of Property 3 from the City. Under either of those circumstances:

- (h) The City will select another Developer, and negotiate and cause approval and execution of a DDA with that Developer for the disposition and use of Property 3 in accordance with the requirements of Section A.6 above, and as further described below.
- (i) The City will dispose of Property 3 to that Developer in accordance with the executed DDA.
- (j) The City will distribute sales proceeds from the disposition of Property 3 to the Taxing Entities at the time and in the amounts and manner provided in the Compensation Agreement for Property 3.

In the event that Property 3 is not disposed of to the Current Centerville Unified Site Developer, such that the City must implement steps (h) through (j) above, then the City may take the following additional actions if it determines that such actions will result in a more timely and beneficial disposition of Property 3. The City may subdivide Property 3 into two or more private development parcels, select separate Developers with respect to the various subdivided private development parcels, negotiate and execute separate DDAs for the various subdivided private development parcels, and dispose of the various subdivided private development parcels pursuant to those separate DDAs. If the City takes these or similarly intended actions, then the requirements set forth in steps (h) through (j) will apply separately with respect to each subdivided private development parcel within Property 3.

**2. Detailed Reasons for Planned Use/Disposition.** For the following reasons, a transfer of Property 3 to the City is authorized pursuant to Section 34191.5(c)(2)(A). As called for in Section A.6 above, the DDA for Property 3 will require that Property 3 be developed for a project identified in the Approved Redevelopment Plan—in this case, for development of a suitable mixed use development as further described below.

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Property 3 is also expressly identified in the Redevelopment Implementation Plan as a mixed use retail and multifamily residential project under Centerville Area Implementation Program 2 and in the General Plan Community Plan Chapter as Implementation Policy 11-3.3.A (Centerville Unified Site). Appendix O provides the conceptual elevations and site plan for development of the Property by the Current Centerville Unified Site Developer with 184 units and 28,641 square feet of retail. Development of the project as planned for in this LRPMP would achieve the planning goals and objectives identified in Appendix E and summarized below.

Property 3 is the largest consolidated area of vacant land in the Centerville Area. It has been, for decades, the City's vision that it would be redeveloped with a vibrant mixed use project that would incentivize significant private investment into the rest of Centerville. The Property is optimally located to provide infill development at urban densities while respecting the historic character of the retail area along Fremont Boulevard. The Former RDA acquired and assembled the multiple parcels comprising Property 3 expressly to achieve this focused, urban mixed use growth. The Former RDA progressed toward this vision through its collaboration with master developers and its extensive efforts to remediate its environmental contamination to ensure its ultimate development as envisioned.

Development of Property 3 in this manner would significantly enhance the connectivity of the Centerville Area by eliminating a large vacant site with a strategically located, transit proximate, urban mixed retail and multi-family development. Its development would enhance the Fremont Boulevard streetscape with modern buildings, it would provide additional market rate and affordable housing opportunities for the community, and it would create an economically viable and property tax generating use thus stimulating private sector reinvestment into adjacent properties in the historic Centerville Area. Additionally, Fremont Boulevard itself would be improved with pedestrian scale enhancements to further activate the area.

As described and called for in the Redevelopment Implementation Plan, development of Property 3 as planned in this LRPMP would eliminate a large blighted property resulting in increased economic viability of the commercial area, enhanced property values, an increased number of commercial facilities, increased property taxes and sales taxes for local taxing entities, an enhanced appearance of utilities and street facilities, and enhanced signage and façade designs, all of which would encourage additional new private sector construction and investment in the Centerville Area and create an expanded tax base to serve the new development.

**E. Interim Permitted Uses**

This LRPMP anticipates economic conditions may not be immediately conducive for private development on some or all of the Properties that may be transferred to the City in accordance

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with Section 34191.5(c)(2)(A) for development of a project identified in the Approved Redevelopment Plan, given a sluggish national economic recovery evidenced locally by a continued reduction in applications for land use entitlement and building permits from that in the mid-2000's.

As such, until the long term, optimal planned use of each Property transferred to the City becomes financially feasible, the City may use the applicable Property for an interim municipal use, such as for pocket parks, landscape features, bus shelters, parking lots available for community events, and other similar uses. Any net proceeds of such use, after deducting the City's reasonable cost of operation and maintenance of the Property, will be distributed to the Taxing Entities in accordance with the applicable Compensation Agreement.

**F. Estimated Property and Sales Tax Revenue**

While the property tax revenue and other local fiscal benefits of the completed development of each Property will also depend on market conditions and other financial factors, it is preliminarily estimated that, upon completion of developments, each Property will generate annual property taxes and annual sales taxes receivable by the various taxing entities as shown in Table 2.

***Table 2: Estimate of Total Property and Sales Tax Revenue for All Taxing Entities***

<b>Property</b>	<b>Annual Property Tax Estimate</b>	<b>Annual Sales Tax Estimate</b>
No. 1—Remainder of Old Haller's Site	\$113,000	\$0
No. 2—Remainder of Union Pacific Site	\$174,000	\$548,000
No. 3—Centerville Unified Site	\$515,000	\$554,400

The assumptions and methods used to identify the tax revenue estimates for each Property are as follows:

- 1. Property 1—Remainder of Old Haller's Site:** Property tax for the 27-unit residential condominium project approved for this site was estimated by calculating the construction cost using a standard building industry construction index known as "*RS Means Construction Index (2010)*," including applying the San Francisco Bay Area construction cost adjustment factor identified in the index. For this project, the 47,000 total square feet comprising the 27 units have an adjusted construction cost of \$8.3 million. The 33,000 total square feet of subgrade parking structure have an adjusted construction cost of \$3 million. As such, the combined total construction cost for this project is \$11.3 million. Applying a one percent property tax rate, the total anticipated property tax for all taxing entities is \$113,000 annually. This project does not include any retail or office uses. As such, it would not generate any sales tax.

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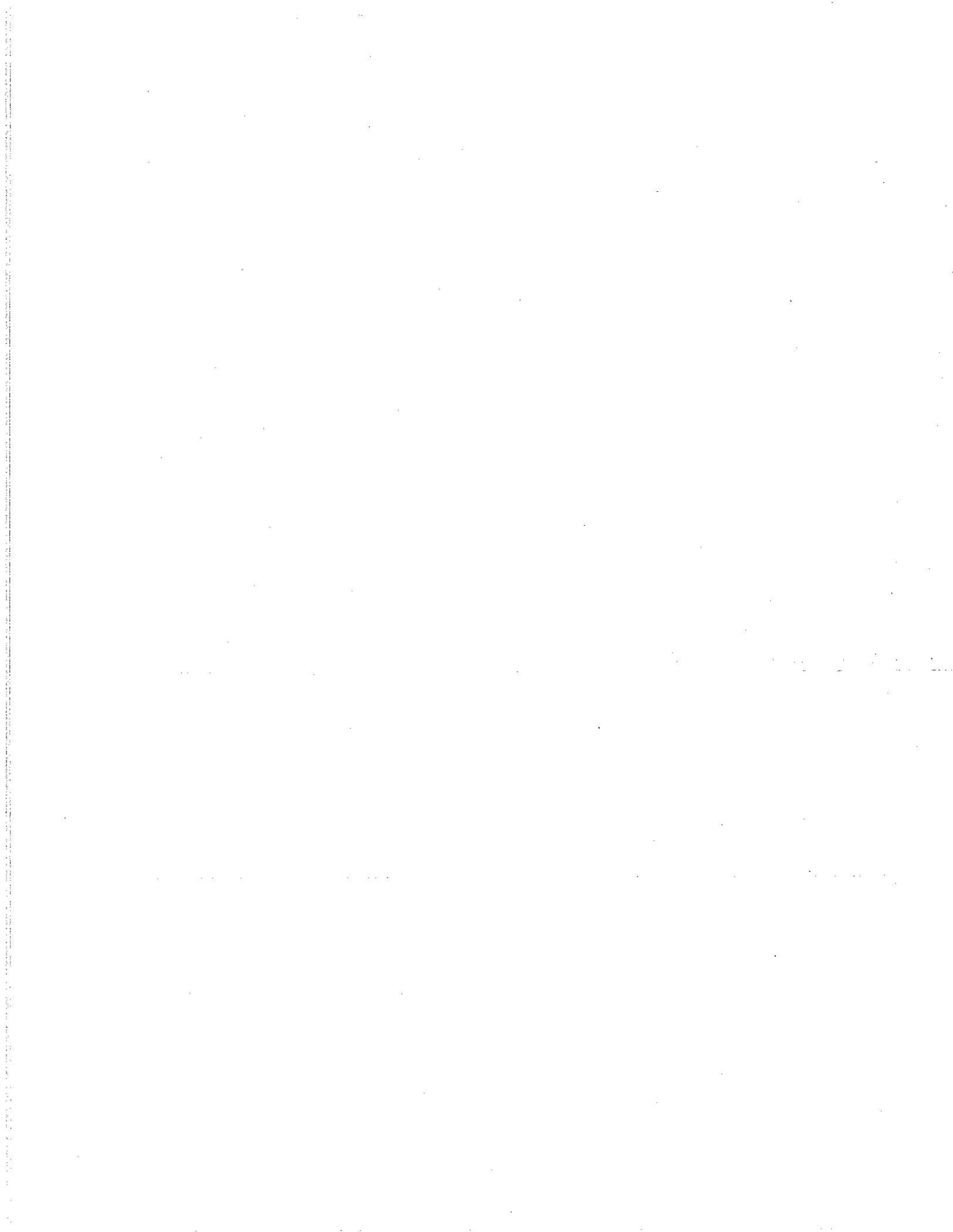
**2. Property 2—Remainder of Union Pacific Site:** While there is no proposed development for this Property yet, conceptual plans for the site (Appendix N) commissioned by the Former RDA envision two-story development fronting Niles Boulevard providing approximately 58,000 total square feet of building area. Half of this area (or 29,000 square feet) is assumed to be retail on the ground level with the remaining area (also 29,000 square feet) to be office space on the second floor.<sup>8</sup> Using the construction cost for similar mixed use projects in the Fremont area, it was assumed that the 58,000 square feet would cost about \$300 per square foot to build, or a total of \$17.4 million. Applying a one percent property tax rate, the Property is anticipated to generate about \$174,000 in annual property tax for all taxing entities.

Sales tax for Property 2 was estimated by consulting *Hdl Companies* retail store taxable sales estimates for April 2012. The estimated annual retail sales was averaged at approximately \$350 per square foot of retail space, and then multiplied by the Alameda County sales tax rate of nine percent to determine the sales tax per square foot of sales tax producing retail space. It is assumed that only 60 percent of the ground floor area will be occupied by sales tax producing uses with the remaining 40 percent of the area occupied by general professional and general service uses that do not produce sales tax. The 29,000 square feet of second floor office uses would not produce sales tax either. Accordingly, the assumed 60 percent (or 17,400 square feet) of ground floor retail uses are assumed to produce approximately \$548,000 in annual sales tax to all local taxing entities and the State of California.

**3. Property 3—Centerville Unified Site:** As described, the Successor Agency has entered into the ERNA with the Current Centerville Unified Site Developer. At present, the Centerville Unified Site Developer is proposing to build 184 apartment units and 28,641 square feet of ground floor retail fronting Fremont Boulevard. The preliminary proforma analysis for this proposed development estimates that total annual property tax to all taxing entities would be \$515,000 and the total annual sales tax to all local taxing entities and the State of California would be approximately \$554,400. The sales tax estimate assumes that 60 percent of the ground floor area would be occupied by sales tax generating uses, with the remaining 40 percent of the area as non-sales tax generating general professional and general services uses.

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<sup>8</sup> This estimate is based on a second floor office use. Under certain circumstances, a residential use could also be considered as a second floor use.



## **Acknowledgements and Participants**

### ***A. Acknowledgements***

#### *City of Fremont Successor Agency*

Bill Harrison, Chair  
Anu Natarajan, Vice Chair  
Suzanne Lee Chan, Member  
Vinnie Bacon, Member  
Raj Salwan, Member

#### *City of Fremont Successor Agency Oversight Board*

David Bonaccorsi, Chair/City Representative  
Raj Salwan, Vice Chair/County Representative  
Bryan Gebhardt, County Office of Education Representative  
Scott Haggerty, County Representative  
Randy Sabado, Employee Representative  
Ron Little, Community College District Representative  
Jeff Davis, Special District Representative

### ***B. Participants***

#### *City of Fremont Successor Agency Staff*

Fred Diaz, City Manager  
Harvey Levine, City Attorney  
Debra Margolis, Assistant City Attorney  
Jeff Schwob, Director of Community Development/Successor Agency Communications Official  
Harriet Commons, Director of Finance/Successor Agency Treasurer  
Mary Bradley, Special Finance Assistant  
Dan Schoenholz, Deputy Director of Community Development  
Mike Sung, Finance Manager  
Jennifer Brame, Management Analyst  
Maria Salinas, Senior Executive Assistant

#### *Goldfarb & Lipman LLP*

Jack T. Nagle, Special Counsel

