SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE

AMENDED

LONG RANGE PROPERTY MANAGEMENT PLAN

DATED: FEBRUARY 25, 2014

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Consistent with State Legislation Assembly Bill X1 26 (AB 26) and Assembly Bill 1484 (AB 1484), this Long Range Property Management Plan (Plan) sets forth the strategy and process of the Successor Agency to the Redevelopment Agency of the City of Riverside (Successor Agency) to address the use and disposition of the former Redevelopment Agency real property assets (Properties). The Successor Agency's goal is to dispose of the Properties expeditiously and in a manner aimed to maximize value to the affected Taxing Entities, while still advancing the planning objectives for which the Properties were originally acquired.

Based on that premise, and with the approval of the Successor Agency and Oversight Board, all of the Properties have been determined to be used or disposed by the following categories:

1) The retention of the property for future development;
2) The use of the property to fulfill an enforceable obligation;
3) The sale of the property; or,
4) The retention of the property for a governmental purpose pursuant to subdivision (a) of Section 34181.

Pursuant to Health and Safety Code Section 34191.5, this Plan is prepared by the Successor Agency to address the use and disposition of the Properties. To maximize community benefits and implement the planning objectives for which the Properties were originally acquired by the former Redevelopment Agency, the Successor Agency's goals of the Plan include:

- Transfer some properties to the City for future development purposes.
- Transfer some properties to the City as governmental use purposes.
- Affirm properties with enforceable obligations pursuant to existing binding contracts or agreements.
- Maximize the sales price, property tax, sales tax or any combination thereof for properties deemed appropriate for private development.
- Engage all public, private, and non-profit groups affected by the disposition of the Properties.
- Market the Properties, where appropriate, to yield the best development and the highest return, whether immediate or long-term.
- Be responsive, equitable and sensitive to the needs and concerns of adjacent private property owners.
- Present purchase offers to the Successor Agency and Oversight Board as early as possible.
- Comply with AB 26 and AB 1484.

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I. CITY OF RIVERSIDE AND REDEVELOPMENT AGENCY BACKGROUND
This information is provided to support the implementation of the Plan.

II. PROPERTY PROFILES

A. REQUIRED COMPONENTS OF THE PLAN

Pursuant to Health and Safety Code Section 34191.5 et seq., each Plan must include an inventory of properties and the following required components (Required Components):

1. The property profile for each site must consist of all of the following information:
    a) The date of the acquisition of the property and value of the property at that time, and an estimate of the current value of the property.
    b) The purpose for which the property was acquired.
    c) Parcel data, including address, lot size, and current zoning in the former agency redevelopment plan or specific, community, or general plan.
    d) An estimate of the current value of the parcel including, if available, any appraisal information.
    e) An estimate of any lease, rental, or any other revenues generated by the property, and a description of the contractual requirements for the disposition of those funds.
    f) The history of environmental contamination, including designation as a brownfield site, any related environmental studies, and history of any remediation efforts.
    g) A description of the property's potential for transit-oriented development and the advancement of the planning objectives of the successor agency.
    h) A brief history of previous development proposals and activity, including the rental or lease of property.
2. The Plan must address the use or disposition of all of the properties. Permissible uses authorized under AB 1484 include: 1) the retention of the property for future development; 2) the use of the property to fulfill an enforceable obligation; 3) the sale of the property; or 4) the retention of the property for governmental use pursuant to subdivision (a) of Section 34181.
3. Although it is not required, the Department of Finance (DOF) Long Range Property Management Plan Tracking Worksheet is attached as Exhibit A to help DOF facilitate a speedy review process.

B. RIVERSIDE SUCCESSOR AGENCY PLAN

This Plan includes a profile of each property by site number, along with other pertinent information to support the use or disposal strategy.

A. EACH "PROPERTY PROFILE" INCLUDES:

1. Aerial site map and photo(s).
2. Required Components.
3. Classification of property – Properties will be categorized into one of four classifications:
    a. Retention of the property for future development: Properties to be transferred to the City for future development pursuant to Health and Safety Code Section 34191.5(c)(2).
    b. Use of the property to fulfill an enforceable obligation: Properties that are subject to an enforceable obligation pursuant to a contract or agreement.
    c. Sale of the property: Properties that are available to sell.
    d. Retention of the property for governmental purpose: Properties that are for public benefit and have minimal or no market value or are restricted by the source funding at acquisition to be transferred to the City as public facilities pursuant to Health and Safety Code Section 34181(a).
4. Disposal strategy including supportive information regarding the proposed use or disposition of each property.

B. PROPERTIES CATEGORIZED BY PERMISSIBLE USES

1. Future Development Properties:

1) Imperial Hardware Building
2) Stalder Building
3) Farm House Motel

2. Enforceable Obligation Properties:

4) California Tower Building
5) Raincross Promenade Phase 2 Property
6) California Square Property
7) 1910 University Avenue Property
8) University Village Pylon Sign

3. **For Sale Properties:**
   9) 3011-3071 Market Street
   10) 3245 Market Street
   11) 3102-3250 Main Street and 3654 First Street
   12) 4019 Mission Inn Avenue
   13) 4271 and 4293 Market Street
   14) 4565 and 4575 Mulberry Avenue
   15) 1953 and 1971 University Avenue
   16) 2015, 2025 and 2039 University Avenue
   17) 2227 and 2243 University Avenue
   18) 2585 and 2617 University Avenue
   19) 2731-2871 University Avenue
   20) 3870 Ottawa Avenue
   21) 4307 Park Avenue
   22) 3441 Central Avenue
   23) 6963 Streeter Avenue
   24) 3575-3661 Merrill Avenue
   25) Madison at Railroad Property
   26) 8717 Indiana Avenue
   27) 9644 and 9670 Magnolia Avenue
   28) 10920 Magnolia Avenue
   29) Five Points Intersection – Site A
   30) Five Points Intersection – Site B
   31) Five Points Intersection – Site C
   32) Parking Lot at 3747 Mission Inn Avenue
   33) Arlington Village Property

III. ATTACHMENTS

1. Exhibit A: DOF Long Range Property Management Plan Tracking Worksheet
2. Exhibit B: 2010-2015 Redevelopment Five-Year Implementation Plan
3. Exhibit C: Support Letter
4. Exhibit D: Compensation Agreements
5. Exhibit E: 2009 Amended and Restated Redevelopment Plan
6. Exhibit F: 2005-2009 Implementation Plan

CITY OF RIVERSIDE AND REDEVELOPMENT AGENCY BACKGROUND

ECONOMIC DEVELOPMENT

As of January 1, 2013, the City of Riverside had an estimated population of 311,955. The City currently ranks as the 12th largest city in California, 6th in Southern California, and is the largest city in one of the fastest growing regions in the United States. Located in the Santa Ana River Valley approximately 60 miles east of Los Angeles and 100 miles north of San Diego, Riverside has historic roots, a progressive outlook, and a tradition of stable, elected civic leaders committed to maintaining a diversified economy, balanced land uses, quality developments and cultural amenities.

Riverside is home to four internationally recognized universities and colleges which support more than 50,000 students. The University of California, Riverside, California Baptist University, La Sierra University, and Riverside Community College, offer specialized training, research partnerships, and a high-technology environment to support emerging and innovative companies. Riverside has a large and diverse economy, which makes it Inland Southern California's largest in number of businesses and total jobs.

Incorporated in 1883, Riverside is a Charter City with a unique blend of historic charm and modern city features. The community is rich in history, art and culture, and its residents enjoy excellent ballet, symphony, art, museums, and theater. The historic Mission Inn of Riverside earned a reputation as the "Downtown of the Inland Empire" and the Riverside Fox Theater is where the first showing of the 1939 film Gone with the Wind took place. Riverside is also home to many state government offices, the Riverside County Administrative Center and a system of county, state and federal courts serving the region.

Riverside is also the fastest growing county in California. As an important financial and professional center, Riverside offers the support of numerous legal, accounting, brokerage, architectural, engineering and technology firms as well as banking institutions. Riverside's diverse manufacturing base includes such sectors as electrical instruments, plastics, wood and metal fabrication, food processing and recreational vehicles. Technological and manufacturing companies are supported by educational institutions offering specialized training and research partnerships. Riverside also offers an array of nationally recognized and regionally distinctive destinations delighting people of diverse interests, age groups and lifestyles by providing a mix of popular venues for dining, shopping, entertainment and socializing. Additionally, businesses in Riverside benefit from excellent freeways, rail access, high-speed fiber optic telecommunications, reasonable land and building costs, city-owned electrical and water systems and a large general aviation airport.

Economic development plays a critical role in the growth and stability of the City. In fact, it is the foundation upon which Riverside serves its residents. Economic development activities are focused on the mission of "helping businesses create jobs for our community". The results of a successful economic development effort lead to wealth creation in the City. The spillover effects of this additional wealth in the community lead

to a myriad of community benefits including home ownership, stable neighborhoods, rising property values, higher educational attainment rates, healthier lifestyles and increased tax revenues. In turn, the increase in tax revenue allows the City to offer residents a higher quality of life through better schools, active parks and programs, quality police and fire protection. In short, a community's quality of life is directly related to its economic development success.

A prosperous economy in Riverside would not have been practical without redevelopment. In fact, redevelopment activities played a fundamental role in the economic development success of the City. Redevelopment contributed to the elimination of areas suffering from economic distress and strengthened the economic base of the City by assisting in the retention of many existing businesses with conservation and rehabilitation of their property, assisted economically depressed areas and reversed stagnant or declining assessed valuation trends and removed economic impediments to land assembly and infill development in areas that were not properly subdivided for development.

REDEVELOPMENT

Redevelopment legislation was born out of the deteriorating conditions existing in many American cities. The California Community Redevelopment Act was enacted in 1945, which gave the City of Riverside the authority to establish the Redevelopment Agency of the City of Riverside on November 14, 1967. Additionally, the Community Redevelopment Act gave the Redevelopment Agency the authority to attack problems of urban decay and enabled the Redevelopment Agency to apply for grants and loans from the federal government.

Redevelopment was a process that was specifically authorized and utilized by the former Redevelopment Agency to assist the City in revitalizing the community of Riverside. Redevelopment was a powerful tool used by the former Redevelopment Agency in addressing blight, stimulating economic development and creating affordable housing.

As a result of redevelopment, the former Redevelopment Agency programs and activities encouraged new development, created jobs and generated tax revenues within the following project areas (Project Areas):

1) Arlington Redevelopment Project Area;

2) Casa Blanca Redevelopment Project Area;

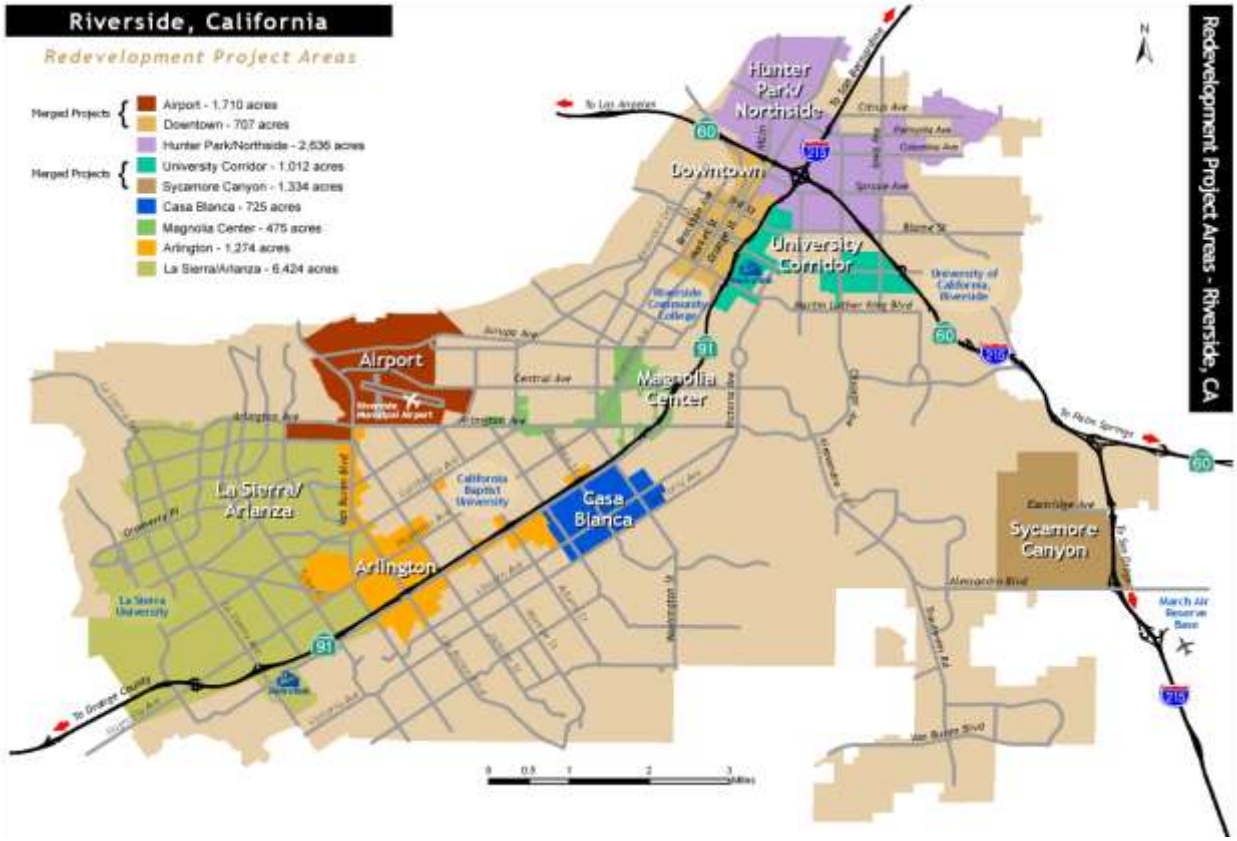
3) Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area;

4) La Sierra/Arlanza Redevelopment Project Area;

5) Magnolia Center Redevelopment Project Area; and,

6) University Corridor/Sycamore Canyon Merged Redevelopment Project Area.

REDEVELOPMENT PROJECT AREAS MAP



REDEVELOPMENT AND IMPLEMENTATION PLANS

Pursuant to the Community Redevelopment Law of the State of California (CRL) Health and Safety Code Section 33000, et seq., Redevelopment Plans were adopted by the Redevelopment Agency for each of the six Project Areas. The adoption of the Redevelopment Plans provided the Redevelopment Agency with powers, duties and obligations to implement redevelopment programs and activities committed for the continued redevelopment, rehabilitation, and revitalization within the Project Areas.

The Redevelopment Agency was authorized under the CRL to undertake a wide variety of redevelopment projects, programs, and expenditures to address conditions of blight and economic decline within the Project Areas and within the City limits. On December 15, 2009, pursuant to Article 16.5 of the Community Redevelopment Law for fiscal years 2010-2011 through 2014-2015, the Redevelopment Agency adopted the 2010-2015 Redevelopment Five-Year Implementation Plan (Redevelopment Five-Year Implementation Plan – Exhibit B). This Redevelopment Five-Year Implementation Plan revisited the goals and objectives of the Redevelopment Plans, consolidated the Implementation Plans for each Project Area into one plan, and outlined the Redevelopment Agency's specific goals, objectives, and estimated expenditures during this five-year period. The adoption of this Redevelopment Five-Year Implementation Plan

set forth a specific plan and established priorities for specific projects within the respective Project Areas for redevelopment, rehabilitation, and revitalization of the established programs and projects for all of the Successor Agency's properties, which will be discussed in more detail in the Property Profiles section of the Plan.

The former Redevelopment Agency's principal goal and objective was to eliminate remaining blight and complete the committed redevelopment programs and activities as quickly as possible consistent with the needs of all of the Project Areas and the availability of financial resources to fund them.

HISTORIC PRESERVATION

Within the context of Historic Preservation, the Redevelopment Agency was authorized to rehabilitate and conserve, or cause to be rehabilitated and conserved, any Redevelopment Agency-owned building or structure within the Project Areas. The Redevelopment Agency was also authorized to advise, encourage, and assist in the rehabilitation and conservation of privately-owned property within the Project Areas. Furthermore, the Redevelopment Agency was also authorized to acquire, restore, rehabilitate, move and conserve buildings of historic or architectural significance.

The Redevelopment Plans state, "To the maximum feasible extent, special consideration shall be given to the protection, rehabilitation, or restoration of any structure determined to be historically significant, taking into consideration State and local guidelines. The Redevelopment Agency shall make every feasible effort to conserve any structure determined to be historically significant."

Moreover, as necessary in carrying out the Redevelopment Plans, the Redevelopment Agency, and in partnership with the City, shall assist in the rehabilitation or conservation of historical significant properties that are economically or structurally feasible.

Historic Preservation is generally understood as the practice of identifying, protecting and enhancing buildings, places and objects of historic and cultural significance. Historic Preservation plays a vital role in maintaining Riverside's character and identity.

Riverside embraces the preservation of historical, architectural and cultural resources to achieve its economic, aesthetic, cultural or environmental objectives. As a public purpose, Historic Preservation is believed to produce many rewards including the strengthening of local economies, the increase of property values, the fostering of civic beauty and community pride, and the appreciation of local and national history, while providing education, economic and aesthetic benefits for the City.

To protect and preserve Riverside's significant resources, the City Council adopted a General Plan in 2007 that included a Historic Preservation element (HP Element). According to the State of California requirements for General Plans, it is optional to include a HP Element in its General Plan. However, Riverside's inclusion of this element in the General Plan indicates the priority of Historic Preservation to the City, its citizenry and elected officials. The HP Element of the General Plan includes a history of Riverside's Historic Preservation efforts consisting of the following key milestones:

- In 1969, Riverside formed a Cultural Heritage Board and adopted a Cultural Resources Ordinance (Title 20). Riverside is one of the first cities to commit to Historic Preservation in California.

- In 1977, Riverside was one of the first cities in California to enter into an agreement with the State Office of Historic Preservation (OHP) to conduct a citywide comprehensive historic resources survey.

- In 1983, Riverside prepared a preservation plan, titled Restoration Riverside: A Plan for Downtown Historic Districts and Downtown Rehabilitation and Design Guidelines, where many significant resources are found.

- In 1989, Riverside realized the importance of Historic Preservation to the community pride and economic revitalization and dedicated two managers to overseeing the rehabilitation of commercial, institutional and residential historic properties including the National Historic Landmark Mission Inn, which is recognized world-wide as a social and cultural center of Riverside.

- 1994 was a pivotal year for Riverside in the maturation of its Historic Preservation Program (HP Program). A new General Plan was adopted with its award winning "Community Enhancement Element," which included Historic Preservation goals and policies and integrated the City's objectives of conserving the urban historic citrus-based cultural landscape, preserving the historic and architecturally significant structures and neighborhoods and supporting and enhancing its arts and cultural institutions.

- In 1995, the OHP recognized Riverside's HP Program with the designation of a Certified Local Government (CLG) for effectively implementing its Historic Preservation Strategic Plan. Subsequently, in 1996, Riverside received its first CLG Grant to develop an award-winning Historic Resources Inventory Database, which included over 6,000 properties and tied to the City's Geographic Information System.

- Riverside's Cultural Resources Ordinance has been modified every few years to keep pace with current Historic Preservation practices and standards statewide and nationally. Since its founding in 1969, Riverside's HP Program has been a model for best practices around the State.

The City owns numerous historic properties including the Fox Performing Arts Center, the Main Library, the Metropolitan Museum (former post office), the Municipal Auditorium, the Harada House, the Heritage House, the Marcy Library, and the Arlington Library; while the Successor Agency owns the Imperial Hardware Building, the Farm House Motel, and the Stalder Building; and the Housing Authority owns the Camp Anza Officer's Club. Nearly all of these properties are designated structures, and most of them are on the National Register. The Harada House, a City-owned property, is one of only two properties in the City that are designated as National Historic Landmarks, the highest designation level in the Country.

As a property owner, the City has demonstrated a continued commitment and dedication to Historic Preservation both through completed projects and current practices. In 1976, the Redevelopment Agency purchased the National Historic Landmark Mission Inn to stop its continued decline and prevent its loss through either further decay or demolition. Through a public and private partnership, the Redevelopment Agency and the City negotiated the rehabilitation and restoration of the Mission Inn in the mid-1980's, and the Mission Inn was fully operational in 1993. Since its grand reopening, the Mission Inn has once again claimed its true place as a landmark facility for the downtown and the entire community. The Mission Inn is a focal point for Riverside and has established international attention for its beauty and elegance and by hosting memorable events throughout the year such as the annual Festival of Lights where as many as 3.5 million holiday lights and hundreds of animated figures are displayed from Thanksgiving to the New Year. This annual festival becomes the signature event of the City and draws over 250,000 visitors to Downtown Riverside to enjoy the many festivities including a lighting ceremony, outdoor ice skating, entertainment, horse carriage rides and holiday-themed vendors. Without a doubt, Riverside's vibrant downtown is anchored by the National Historic Landmark Mission Inn.

In the last ten years, the City has undertaken rehabilitation of the Fox Theater, the Metropolitan Museum, the Municipal Auditorium, and the Arlington Library all consistent with the Secretary of the Interior's Standards for preservation and rehabilitation.

Today, the Camp Anza Officer's Club is being rehabilitated through a cooperative agreement between a private developer and the City's Housing Authority utilizing U.S. Department of Housing and Urban Development grant funds and Redevelopment Agency bond proceeds. The Main Library is proposed to be rehabilitated utilizing future voter initiated funds. The Marcy Library is proposed to be rehabilitated through private development agreements.

Riverside has demonstrated time and again to be the most successful rehabilitation entity in the State either through City initiated action or City rehabilitation efforts.

Riverside believes that Historic Preservation is a land use planning activity, tourist attraction and economic development tool, and public ownership of historical, architectural and cultural resources is one of the best methods to ensure preservation through City initiated efforts. Riverside's continued investment, commitment and development of historic properties serves as a best practice Statewide and is admirable for its success.

SUPPORT

This Plan is prepared with the approval of the Successor Agency and Oversight Board along with the support of the Greater Riverside Chambers of Commerce (Exhibit C) and the affected Taxing Entities.

II. PROPERTY PROFILES

PERMISSIBLE USE - RETENTION OF THE PROPERTY FOR FUTURE DEVELOPMENT CATEGORY

1. Future Development Properties include:

1) Imperial Hardware Building
2) Stalder Building
3) Farm House Motel

This section of the Plan addresses properties that are recommended for future development by the City. The Successor Agency has identified three properties that are vital to the identification and economic development success of Riverside. These chosen properties have risen to a high level of importance to the City and must be owned and managed by the City in order to protect and preserve the limited significant resources available to provide a better quality of life for residents.

The intent of the Successor Agency is to dispose of these properties expeditiously and in a manner aimed to maximize value to the affected Taxing Entities pursuant to AB 26 and AB 1484, while still advancing the planning objectives for which these properties were originally acquired by the former Redevelopment Agency. With that in mind, the Successor Agency's strategy is to transfer the Imperial Hardware Building, the Stalder Building and the Farm House Motel to the City as future development properties to be locally controlled by the City for realization of community benefit objectives. The affected Taxing Entities have reached compensation agreements as attached in Exhibit D with the City for each of these three properties to demonstrate their support of the properties for future development.

The City's fundamental objectives for these properties consist of conservation of historical, architectural and cultural resources, elevation of community pride, creation of wealth for the benefit of the community through quality development projects, which meets the City's vision and goals in the elimination of blight, creation of jobs and facilitation of additional economic development. With continued, value-added economic development efforts, the City aims to help businesses in the City's core areas. Through strategic development of these properties, the City desires to create more local job opportunities for residents in an effort to improve the quality of life in Riverside.

Investment in the development of these properties will help to restore and stabilize Riverside's property values. Attracting private investment through the development of these properties will encourage reinvestment by existing residents and businesses, which sends the signal that Riverside is a safe place to invest and there is value in owning property in Riverside.

Historic preservation and economic development are the foundation for growth and prosperity of Riverside's historic rich culture. Preserving the City's identity, while helping businesses create jobs is the top priority of the City since previous efforts have demonstrated direct impacts on the quality of life for residents, the stability of neighborhoods and economic opportunity for the City.

SITE 1: IMPERIAL HARDWARE BUILDING
(TOTAL SITE SIZE: 26,268 SQUARE FEET)

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(TOTAL SITE SIZE: 26,268 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3750 Main Street and 3675 University Avenue
  APN: 213-271-005 and 007
  Acquisition Date: August 15, 2006
  Acquisition Amount: $2,508,076
  Acquisition Purpose: Blight elimination, historic preservation and land assembly to facilitate future development
  Current Use: 26,000 square foot vacant Imperial Hardware Building and public parking lot
  Lot Size: 22,968 square feet
  Estimated Current Value: $0
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: $1 a month from the Public Works Department for use of site as a public parking lot (combined with the public parking lot located at 3768 Main Street)
  Proposal History: Yes – Proposed mixed-use residential/retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Retention of the property for future development

- Address: 3768 Main Street
  APN: 213-271-006
  Acquisition Date: February 22, 2008
  Acquisition Amount: $350,000
  Acquisition Purpose: Blight elimination, historic preservation and land assembly to facilitate for future development
  Current Use: Public parking lot
  Lot Size: 3,300 square feet
  Estimated Current Value: $0
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside

Rent/Lease Revenue:	$1 a month from the Public Works Department for use of site as a public parking lot (combined with the public parking lot located at 3675 University Avenue)
Proposal History:	Yes – Proposed mixed-use residential/retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use/Disposition:	Retention of the property for future development

II. PROPERTY BACKGROUND/HISTORY

The Successor Agency owns the historic Imperial Hardware Building, which is within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area (Project Area). These properties are located within the Downtown core and are under the purview of the Downtown Specific Plan, specifically within the Raincross District.

Downtown Riverside is more than just the heart of the City; it is also the cultural and urban hub of the Inland Empire. No other downtown in the Inland Southern California area has the diversity offered by Downtown Riverside in such a compact area. Downtown retains a distinct historic and walkable character reminiscent of older California cities like Santa Barbara and Pasadena.

Overflowing with historic riches, Downtown is home to more than a dozen National Register sites and more than thirty City-designated landmarks. Downtown is perhaps best known as home of the Mission Inn, which in its century of ongoing operations has become a City icon. Downtown is also home to numerous businesses, cultural institutions and major public facilities including the Riverside Community College, the Riverside Convention Center, the Riverside Municipal Museum, the Main Library, the Riverside City Hall, the County Administrative Center, and County, State and Federal Courts are just a few of Downtown's public treasures.

At the center of Downtown is Main Street Riverside, (formerly Main Street Pedestrian Mall), the driver of economic development of Downtown. Opened in 1966 as a pedestrian mall, Main Street Riverside stretches along Main Street between Fifth Street and Tenth Street. Main Street Riverside is flanked by the Riverside City Hall and the Riverside Convention Center at either end.

In order to encourage economic development in Downtown, the City engaged an extensive public review and design work for the rehabilitation of Main Street Riverside in October 2006. In 2008, the City invested $10 million to rehabilitate Main Street Riverside, which included a new permanent civic plaza capable of accommodating an ice skating rink during the Festival of Lights, pavement, landscaping enhancements, public art elements, lighting, water features, and needed upgrades to existing city infrastructure, including replacement of a nearly 100-year-waterline and substantial electrical service. Today, the beautifully landscaped Main Street Riverside is lined with interesting shops,

restaurants and museums, offers cafe tables, fountains and trees, making it much used and admired outdoor space.

To retain a unique character and sense of identity for Downtown, the development standards for the Raincross District are designed to create a place of daytime, evening and weekend activity by providing a high activity pedestrian environment with a storefront emphasis at the street level. Within the Raincross District, there are numerous local and nationwide historic landmarks that define the district's character including the Mission Inn, the Fox Theater, the Stalder Building, the Municipal Auditorium, the Unitarian Church and the Loring Building. Preservation of historic structures, along with careful and compatible design of new development is important in maintaining the Raincross District's character and unique sense of identity.

The key concepts in the Raincross District are historic and cultural resource sensitivity. For that reason, buildings that contribute to the historic character of the Raincross District, such as the historic Imperial Hardware Building are required to be preserved or restored to comply with Title 20 of the Riverside Municipal Code. Additionally, new construction is expected to be in scale and architecturally harmonious with nearby historic buildings.

Through the preservation and restoration of significant resources in the Raincross District, the City wants to encourage pedestrian-oriented specialty retail shops offering quality goods and services, support a balance between individually owned businesses and franchise or corporate entities, recruit a range of restaurants including fine dining, cafes, coffee houses, and sandwich shops that emphasize a strong presence of outdoor dining and an emphasis on both daytime and evening hours, and encourage mixed-use development with a strong residential and retail presence through both new construction and the adaptive reuse of existing buildings for residential and retail purposes.

The Downtown Specific Plan area is almost fully developed, with only approximately 35 of its 640 acres identified as vacant. The majority of these acres are located on the north end of the Downtown Specific Plan area along Market Street. The remaining vacant lots are smaller lots that are scattered throughout the Downtown Specific Plan area that could accommodate smaller, infill development such as retail, multi-family residential, or mixed-use projects, while there are many surface parking lots that represent a potential redevelopment resource.

In an effort to revitalize the Downtown area, create jobs and facilitate economic development, the Redevelopment Agency identified key opportunity properties to acquire for redevelopment. Among the numerous properties acquired by the Redevelopment Agency within the Downtown Specific Plan, the historic Imperial Hardware Building was recognized as a vital opportunity site for preservation, restoration, job creation and economic development within the Project Area.

Based on this objective, on July 25, 2006, the City Council and Redevelopment Agency authorized the acquisition of 3750 and 3776 Main Street and adopted a Resolution of Necessity authorizing condemnation proceedings for acquisition of 3768 Main Street, collectively the Imperial Hardware Building Property (Property).

The Redevelopment Agency's acquisition of the Property for the purpose of preservation, restoration, job creation and economic development is consistent with the Amended and Restated Redevelopment Plan (Redevelopment Plan – Exhibit E) and 2005-2009 Implementation Plan for the Project Area (Implementation Plan – Exhibit F).

- According to Sections 328 and 350 of the Redevelopment Plan for the Project Area, the Redevelopment Agency is authorized to acquire, restore, rehabilitate, and conserve buildings of historic and architectural significance and give special consideration to the protection, rehabilitation or restoration of any structure determined to be historically significant. The Redevelopment Agency shall make every effort to conserve any structure determined to be historically significant.

- According to Section 200 of the Redevelopment Plan for the Project Area, the objectives, amongst others, of the Redevelopment Agency are to encourage investment in the Project Area by the private sector and promote the development of new and diverse employment opportunities for unemployed and underemployed workers in the City.

- According to Sections 2.2 and 3.2 of the Implementation Plan, the Redevelopment Agency is authorized to rehabilitate structures that are historically, physically, and aesthetically worthy of rehabilitation and the Redevelopment Agency may offer financial assistance to rehabilitate historically significant commercial structures to preserve the historic and architectural value of the structure.

- According to Section 2.2 of the Implementation Plan, one of the goals and objectives of the Redevelopment Agency, amongst others, is to stimulate private investment in the Project Area which will improve the City's economic health, tax base and provide employment opportunities to unemployed and underemployed workers in the City.

At the time of the purchase, it was the intent of the Redevelopment Agency to rehabilitate the Imperial Hardware Building by procuring a developer for redevelopment of the Property as it was identified in the Downtown Specific Plan as a key opportunity site for development in the Downtown area. The redevelopment and rehabilitation of the Property will have a myriad of economic benefits including, most importantly, job creation. New development coupled with job creation will inevitably lead to wealth creation within the City, which will increase home ownership, stabilize local neighborhoods, raise property values, increase educational attainment rates, promote healthier lifestyles and increase tax revenues. Increased tax revenue will allow the City and other government agencies to offer residents a higher quality of life through better schools, active parks and programs and quality police and fire protection.

Furthermore, the Imperial Hardware Building is historically significant and is designated as City Structure of Merit 296 and a district contributor to the National Register Eligible Mission Inn Historic District. Over the past 100+ years, the Imperial Hardware Building has evolved over time and has been occupied by various tenants and uses. The Imperial Hardware Building's final tenant vacated the premises in the late 1980's and the building

is currently being used for storage. In its current state, the building has fallen into a state of disrepair and has not been seismically upgraded. 3768 and 3776 Main Street properties are currently being used as public parking lots.

In 2009, the Redevelopment Agency contracted with Structural Focus of Gardena to perform a structural evaluation of the Imperial Hardware Building (among other things). Structural Focus' structural evaluation of the Imperial Hardware Building identified multiple structural deficiencies including, but not limited to, masonry deterioration at the mortar joints, wood deterioration caused by water damage, no wall anchors, lack of secondary columns for support of vertical loads and no cross ties. The structural evaluation report concluded that a seismic retrofit of the Imperial Hardware Building would be necessary in order to meet the "Life Safety" performance level. However, staff has concluded that the costs to perform the retrofit are prohibitive given the age and deteriorated condition of the existing structure.

III. PERMISSIBLE USE – RETENTION OF THE PROPERTY FOR FUTURE DEVELOPMENT

In order to comply with the HP Element of the General Plan, create jobs, facilitate economic development and ensure the preservation of the historic façade of the Imperial Hardware Building, the Successor Agency proposes that the Property be transferred to the City for future development.

Although the City has policies to protect and minimize adverse impacts to historical structures and features and any new design is required to comply with the Secretary of the Interior's Standards for the Treatment of Historic Properties, the potential exists for significant and detrimental impacts to these historic resources to occur, including cumulative impacts to historic resources within Downtown Riverside. By transferring the Property to the City, the City will ensure that the historic façade of the Imperial Hardware Building is preserved and harmonious with the Raincross District development standards, making it available to future generations for civic enjoyment and the bolstering of community pride.

The Successor Agency and Ratkovich Properties, LLC (Ratkovich), a developer with extensive background in adaptive reuse of historic structures, have been in negotiations regarding the development of the Property. Ratkovich submitted a purchase and development proposal in the amount of $1 for the Property. Ratkovich has proposed the construction of a mixed-use, four-story apartment building, which will consist of the integration and preservation of the Imperial Hardware Building historic façade and extend onto two adjacent properties including 3768 and 3776 Main Street. The proposed project will create 307 total construction and permanent jobs and will generate annual sales tax revenue in the estimated amount of $255,312.

The proposed development will encompass 10,368 square feet of rentable commercial and retail space along Main Street and University Avenue with 52 at-grade parking stalls and 91 rentable loft apartments. The ground floor space along Main Street will be designed with a commercial storefront and will be marketed to retailers, cafes, and

restaurant users. The proposed apartment units will be marketed to young professionals currently working in the downtown area who desire an urban lifestyle within walking distance of their office or business.

Ratkovich's team has a combined 45 years of real estate development experience and has developed residential, mixed-use, and commercial projects throughout the Southern California region, with notable experience in historic districts and adaptive re-use of historic buildings, such as the Wiltern Theater, Pellissier Building and Chapman Market in Los Angeles.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the transfer of the Property to the City for $0 for future development to complete the purpose in which the Property was acquired, pursuant to the Redevelopment and Five-Year Implementation Plan. As noted, the City will ensure that the historic nature of the Imperial Hardware Building facade is preserved, making it available to future generations for civic enjoyment and the bolstering of community pride, and that the proposed project will stimulate the local economy via the methods previously noted.

V. TAXING ENTITY APPROVALS

The affected Taxing Entities are supportive of the transfer of the Property to the City for future development and the City's disposition of the Property to Ratkovich. The eventual transfer of the Property to the City for future development will provide substantial positive fiscal benefits flowing to the affected Taxing Entities from the development of the Property that will more than offset any immediate loss in revenue.

The development of the Property is in the best interests of the affected Taxing Entities, and will generate economic benefits including increased property and sales tax revenues, and retail and employment opportunities needed by the community.

The completion of the proposed project by Ratkovich will help accomplish the City's goals of revitalizing the Downtown area to become active, lively and more visually attractive. Furthermore, the project will achieve the former Redevelopment Agency's efforts to eliminate blight and facilitate revitalization and promote redevelopment projects that are consistent with the Redevelopment Plan, Implementation Plan, Downtown Specific Plan, General Plan and the City's economic development initiatives.

SITE 2: STALDER BUILDING
(TOTAL SITE SIZE: 1.2 ACRES)

SITE 2: STALDER BUILDING
(TOTAL SITE SIZE: 1.2 ACRES)

I. PROPERTY PROFILE

- Address: No site address
  APN: 213-022-001
  Acquisition Date: June 30, 2006
  Acquisition Amount: $530,400
  Acquisition Purpose: Blight elimination, historic preservation and land assembly to facilitate future development
  Current Use: Public parking lot
  Lot Size: 9,700 square feet
  Estimated Current Value: $400,000
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: $1 a month from the Public Works Department for use of parking lot (combined with 3650 Market Street)
  Proposal History: Yes – Fox Plaza – Phase 1 B mixed-use development pursuant to an ARDDA
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Retention of the property for future development

- Address: 3650 Market Street
  APN: 213-022-002 and 003
  Acquisition Date: February 4, 2003
  Acquisition Amount: $1,219,396
  Acquisition Purpose: Blight elimination, historic preservation and land assembly to facilitate future development
  Current Use: 17,000 sq. ft. vacant historic building and parking lot
  Lot Size: 40,300 square feet
  Estimated Current Value: $400,000
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: $1 a month from the Public Works Department for use of parking lot (combined with APN 213-022-001)
  Proposal History: Yes – Fox Plaza – Phase 1 B mixed-use development pursuant to an ARDDA
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Retention of the property for future development

II. PROPERTY BACKGROUND/HISTORY

Located at 3650 Market Street, the subject property consists of a vacant historic building and two adjacent parking lots (Property). The Property (also known as the Stalder Building) is listed on the California Historic Resources Inventory and is across from the City Landmark Fox Theater and half a block from the City and National Landmark Mission Inn within the Raincross District.

The Stalder Building is another key opportunity site for redevelopment in the Downtown area. The Stalder Building is actually three buildings unified into one façade after a renovation was completed in 1926. A portion of the building once housed Riverside's first permanent fire station in the 1890's. Over the years, the configuration of the building was significantly altered, resulting in as many as eight storefronts along Mission Inn Avenue plus a few along Market Street. This underutilized building became a mix of mostly small antique shops.

On November 5, 2002, the Redevelopment Agency approved the acquisition of the underutilized Stalder Building and its associated parking lot, and on January 10, 2006, the Redevelopment Agency adopted a Resolution of Necessity authorizing the acquisition of the adjacent parking lot, another underutilized property fronting Market Street at Sixth Street to assemble a sufficient site for redevelopment. Collectively, this 1.2 acre site was acquired as part of the Redevelopment Agency's on-going efforts to target underutilized and blighted properties for acquisition to develop projects that are more consistent with the established Redevelopment Plan for the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area, the Downtown Specific Plan and the General Plan.

Additionally, on September 27, 2012, the Oversight Board approved a lease agreement for 3650 Market Street and adjacent property, which is currently being used as public parking lots, between the Successor Agency and the City. The City's Public Works Department is responsible for all management, operation and maintenance cost associated with the public parking lots and is required to remit a monthly payment of $1 to the Successor Agency for the use of the public parking lots. The lease agreement is on a month-to-month basis and will be cancelled upon future development of the Property. The DOF did not object to this lease agreement.

III. PERMISSIBLE USE – RETENTION OF THE PROPERTY FOR FUTURE DEVELOPMENT

To redevelop the Property, on March 2, 2010, the Redevelopment Agency entered into an Amended and Restated Disposition and Development Agreement with MetroRiverside, LLC (ARDDA) for the construction of the Fox Plaza, a multi-phased mixed-use project, which includes a Hyatt Place Hotel and mixed-use components on Market Street between Sixth and Fifth Streets (Phase 1A), and residential and commercial uses with underground parking on Market Street between Mission Inn Avenue and Sixth Street, with the preservation of the Stalder Building facade (Phase 1B). MetroRiverside, LLC (Developer) completed the construction of the Hyatt Place Hotel in April 2012.

Phase 1B consists of 165 residential units and 22,000 square feet of retail and restaurant space on the 1.2 acre site on Market Street between Mission Inn Avenue and Sixth Street. The terms of the ARDDA provide for the land to be sold for $850,000 with the Successor Agency contributing $350,000 toward the preservation of the existing façade and $100,000 in design costs for a total net cost of $400,000.

The existing enforceable obligation will be maintained by the City. The City will complete the development of Phase 1B including preservation of the Stalder Building façade, which would help Riverside achieve its core objective established in the HP Element, since the Stalder Building has been identified as a good example for preservation to fulfill the needs of commercial, retail and residential presence in the Raincross District.

The completion of the Phase 1B project will also help accomplish the City's goals of revitalizing the Downtown area to become active, lively and more visually attractive. Furthermore, the project will achieve the former Redevelopment Agency's efforts to eliminate blight and facilitate revitalization and promote redevelopment projects that are consistent with the Redevelopment Plan, Implementation Plan, Downtown Specific Plan, General Plan and the City's economic development initiatives.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the transfer of the Property to the City for $0 for future development. The City will ensure the future development of the Property is consistent with the ARDDA approved by the Redevelopment Agency on March 2, 2010 and completion of the Fox Plaza project for the purpose for which the Property was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The executed ARDDA between the Developer and the Redevelopment Agency (effective date: March 30, 2010) consists of the following approved primary deal points for the development of Phase 1B:

- Land Price: $850,000
- Preservation of the Stalder Building façade, with the Redevelopment Agency funding of improvements up to $350,000
- Redevelopment Agency to share in design costs up to $100,000
- Due Diligence Period: 90 days from Effective Date
- Security Deposit: $50,000 within 5 days from the Effective Date and $50,000 each on March 30, 2011 and March 30, 2012
- Implementing Agreement: Commence negotiations within 15 days from the Effective Date

- Start and Completion of Construction: Construction to commence within 36 months from the Effective Date and complete within 18 months from Close of Escrow

Pursuant to the ARDDA, the Developer is required to commence construction of Phase 1B within 36 months from the Effective Date, which is on or before March 30, 2013. The Developer is currently in default of the ARDDA for not starting construction of Phase 1B by the required date.

As a result, the Successor Agency is in litigation with the Developer to pursue enforcement of the ARDDA. To comply with the ARDDA, the Successor Agency is seeking viable alternatives to enforce the primary deal points of the agreement including transferring the Property to the City for enforcement.

Upon transfer of the Property to the City, the City will continue to negotiate with the Developer on the construction of Phase 1B. Should the Developer fail to commence the construction of Phase 1B within a reasonable period of time or terminate the development of Phase 1B, the City either intends to assign the Developer's enforceable obligation to another potential developer, which is allowed in the ARDDA pursuant to Section 1.4. or contract with a new developer to reach fruition of the above identified project.

V. TAXING ENTITY APPROVALS

The affected Taxing Entities are supportive of the transfer of the Property to the City for future development and the City's disposition of the Property to MetroRiverside, LLC or another potential developer. The transfer of the Property to the City for future development will provide substantial positive fiscal benefits flowing to the affected Taxing Entities from the development of the property that will more than offset any immediate loss in revenue.

The development of the Property is in the best interests of the affected Taxing Entities, and will generate economic benefits including increased property and sales tax revenues, and retail and employment opportunities needed by the community.

The completion of Phase 1B would also help Riverside to accomplish its goal and vision of preserving a historic resource while supporting a pedestrian-oriented center of Downtown, with an emphasis on an intense mixture of residential, commercial and restaurant uses. It is anticipated that the recently opened Hyatt Place Hotel and the proposed complex of shops, restaurants and condominiums will help spark downtown revitalization, create jobs and facilitate economic development.

SITE 3: FARM HOUSE MOTEL
(TOTAL SITE SIZE: 42,253 SQUARE FEET)

SITE 3: FARM HOUSE MOTEL
(TOTAL SITE SIZE: 42,253 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 1393 University Avenue

APN:	250-190-009
Acquisition Date:	August 22, 2008
Acquisition Amount:	$1,578,478
Acquisition Purpose:	Blight elimination, historic preservation and land assembly to facilitate future development
Current Use:	10,400 square foot historic vacant building
Lot Size:	42,253 square feet
Estimated Current Value:	$100,000
Current Zoning:	Single-Family Residential (R-1-7000)
General Plan:	Office
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed development of a student housing project
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Retention of the property for future development

II. PROPERTY BACKGROUND/HISTORY

In general, University Avenue is an excellent location and has the potential to be an economically strong part of Riverside's urban fabric. University Avenue enjoys excellent freeway access, proximity to a major campus of the University of California, Riverside (UCR), which is growing. Unfortunately, land uses along University Avenue consist primarily of fast food and full service restaurants, banks, motels, gasoline stations, and auto repair uses. Commercial uses fronting most of University Avenue are generally backed by residential uses. Concentrated close to UCR and Interstate 215 are newer and larger commercial developments; however, older structures and poorer building conditions are generally found in the western portion of the corridor or the Eastside community.

University Avenue is characterized by a number of physical and social problems including poor quality development in a strip commercial pattern, poor visual character, with no continuity in the quality or design of architecture or landscaping, predominantly narrow or shallow commercial parcels, underutilized commercial sites; and concentrations of undesirable uses, such as liquor stores and motels, which give University Avenue a poor image and are magnets for law enforcement problems such as prostitution and drug trafficking. These problems hamper University Corridor's ability to achieve its economic potential.

On June 24, 2008, to eliminate an improperly utilized, underutilized and blighted property and provide for the development of a project that is more consistent with the City's vision

for the corridor, the Redevelopment Agency approved a purchase and sale agreement for the acquisition of the Farm House Motel, located at 1393 University Avenue (Motel) in the Eastside community of Riverside.

The Motel was determined eligible for designation as a local landmark and for consideration for listing in the California Register of Historical Resources and the National Register of Historic Places. Since the Motel was determined to retain a good level of integrity, the City desires to control the preservation and restoration of the Motel in order to protect one of a few remaining motor court motels. The University Avenue Specific Plan acknowledges that the Motel is one of the best remaining examples of University Avenue's motor courts and represents a significant historic preservation opportunity along University Avenue.

The Motel occupies approximately 10,400 square feet of building area on the south-end of a narrow one acre site fronting University Avenue. The Motel consists of two building structures that are no longer capable of hosting competitive lodging operations. Furthermore, the buildings continue to deteriorate as a result of persistent vandalism since its vacancy in 2008.

To realize the former Redevelopment Agency's objective of completing the rehabilitation of this blighted motel along University Corridor pursuant to the Redevelopment Five-Year Implementation Plan, timely adaptive reuse of the Motel will help enhance University Avenue's physical image and offer a more vibrant commercial location on University Avenue, which would improve economic development in the area.

III. PERMISSIBLE USE - RETENTION OF THE PROPERTY FOR FUTURE DEVELOPMENT

As a result of the former Redevelopment Agency's efforts within the University Corridor/Sycamore Canyon Merged Redevelopment Project Area (Project Area), many neglected or developed properties with undesirable uses along University Avenue were acquired and cleared in order to provide opportunities for street-focus development featuring pedestrian-scale commercial and mixed-use projects that comply with the established Redevelopment Plan for the Project Area, the University Specific Plan and the General Plan. The Motel is one of the key opportunity sites that are currently available for facilitation of a more desirable development along University Avenue.

The Motel is recognized as an important historic structure in the community and Riverside as a whole and the City desires to preserve this significant resource, which would result in job creation and economic development. Future rehabilitation of the existing Motel is required to be in line with Riverside's vision for the reuse of historic structures. The proposed use must be consistent with the established plans and proposed rehabilitation of the Motel building structures must be the least impact on the architectural integrity and historic character in accordance with the Secretary of the Interior's Standards for Rehabilitation and State Historical Building Code. Additionally, any proposed development surrounding the Motel must utilize design approaches that would reduce the effects of height and mass.

On July 14, 2011, the former Redevelopment Agency received a Letter of Intent from Valeo (Developer) to purchase the Motel. Since July 2011, the former Redevelopment Agency/Successor Agency has been in negotiations with the Developer on the disposition and proposed reuse and development of the Motel.

The Developer recognizes the significance of the Motel to the City and intends to purchase and consolidate the property with other adjacent properties at University and Iowa Avenues. The Motel property is envisioned to be included as part of a 3.3 acre urban high density student housing project with enough bedroom capacity to house 750 students within 3-bedroom and 4-bedroom living units. The development is to consist of several inter-connected 5-story buildings with a common area facility and a central parking structure.

The existing Motel is proposed as the location for a low density cottage style rehabilitation student housing, which is in line with the City's vision for the reuse of the site with the least impact on the architectural integrity and historic character. The Developer proposes to rehabilitate the existing degraded Motel buildings in keeping with its historic integrity and characteristics and University Avenue as the major thoroughfare connecting Downtown Riverside and UCR.

Adaptive reuse of a blighted property on a major thoroughfare of the City will provide benefit to the community by making the area more desirable; increase property values; stimulate the local economy with much needed permanent and temporary construction jobs; and, as well as to the taxing entities by supporting the tax base. The future development of the Motel will help accomplish Riverside's overall vision of revitalizing University Avenue to become an active, lively, visually attractive thoroughfare.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the transfer of the Farm House Motel to the City for $0 for future development of the currently blighted Motel on University Avenue for the purpose for which the property was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

V. TAXING ENTITY APPROVALS

The affected Taxing Entities are supportive of the transfer of the Property to the City for future development and the City's disposition of the Motel to the Developer. The transfer of the Motel to the City for future development will provide substantial positive fiscal benefits flowing to the affected Taxing Entities from the development of the property that will likely more than any immediate loss in revenue.

The future development of the Motel property will generate a greater return to the affected Taxing Entities than sale of the property as-is. The future rehabilitation of the Motel will generate economic benefits including increased sales tax revenues and employment opportunities needed by the community.

II. PROPERTY PROFILES (CON'T)

PERMISSIBLE USE - USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION CATEGORY

2. Enforceable Obligation Properties include:

4) California Tower Building
5) Raincross Promenade Phase 2 Property
6) California Square Property
7) 1910 University Avenue Property
8) University Village Pylon Sign

This section of the Plan addresses properties with existing enforceable obligations.

Other than the enforceable obligations listed above, all obligations, duties and rights related to enforcement and existing agreements of the former Redevelopment Agency, whether currently in default or not, will be transferred to the City.

Pursuant to Health and Safety Code Section 34191.5(c)(2), a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as "any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy."

On March 30, 2012, the Oversight Board confirmed that the properties listed above are currently obligated pursuant to a third party agreement and the DOF did not object.

It is the intent of the Successor Agency to comply with the enforceable obligations relative to these properties, continue to pursue development of the planned projects and commit to carrying out the required obligations of the former Redevelopment Agency in accordance with the Redevelopment and Implementation Plans.

The Successor Agency's strategy is to dispose of these properties pursuant to the existing agreements entered into between the Redevelopment Agency and a third party, which consist of Purchase and Sale Agreements and Disposition and Development Agreements (DDAs). Properties that are currently obligated with existing Lease Agreements will be disposed of by the Successor Agency upon expiration of leases or will be retained by the City as public facilities including the parking lot located at 3747 Mission Inn Avenue and the Arlington Village Property.

SITE 4: CALIFORNIA TOWER BUILDING
(TOTAL SITE SIZE: 1.2 ACRES)

SITE 4: CALIFORNIA TOWER BUILDING
(TOTAL SITE SIZE: 1.2 ACRES)

I. PROPERTY PROFILE

- Address: 3737 Main Street
  APN: 213-262-006
  Acquisition Date: Early 1994
  Acquisition Amount: $29,111,500
  Acquisition Purpose: Economic development
  Current Use: Retail and office space
  Lot Size: 1.2 acres
  Estimated Current Value: $1
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/ Northside
  Rent/Lease Revenue: Yes
  Proposal History: Yes – Proposed leases
  Environmental History: No
  Transit-Oriented Use: No
  Proposed Use: Use of the property to fulfill an enforceable obligation

II. PROPERTY BACKGROUND/HISTORY

In order to stimulate economic development within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area (Project Area) in early 1994, the City Council and the Redevelopment Agency authorized the purchase of the former vacant Security Pacific Bank Tower located at 3737 Main Street (Property – California Tower). Shortly after acquisition of the Property, the Redevelopment Agency began renovation and leasing of the Property to retail and office users in an effort to re-energize Main Street Riverside.

On April 26, 1994, the Redevelopment Agency entered into a lease agreement with the State of California – Department of General Services (DGS). The Redevelopment Agency agreed to lease to DGS the 160,000 square foot office tower with 22,400 square feet of ground floor retail and office space (Ground Floor) for the term of thirty years (Lease Agreement).

Pursuant to Section 25 (C) of the Lease Agreement, DGS may assume ownership of the Property at the conclusion of the Lease Agreement, on October 1, 2024, for $1. Additionally, DGS may purchase the Property prior to 2024, but would be required to repay all bonds associated with the purchase of the Property, currently estimated at $31,000,000.

Furthermore, pursuant to the Lease Agreement, the Redevelopment Agency agreed to leaseback from DGS the Ground Floor of the Property until October 1, 2024. However, the Redevelopment Agency also has an option to extend the Leaseback Agreement for a period of ten (10) years, which would extend the Leaseback Agreement until October 1, 2034. The Successor Agency intends to exercise this option at the appropriate time.

Via the Leaseback Agreement, the Redevelopment Agency also agreed to pay for all maintenance and repairs, tenant improvements, leasing of vacant spaces and maintaining the overall attractiveness of the Ground Floor of the Property.

Since the Property had remained vacant for a long period of time, the Redevelopment Agency approved a leasing program exclusively for the Ground Floor of the Property to encourage foot traffic for Main Street Riverside. The establishment of the leasing program for the Property acted as a catalyst for carrying out the elimination of blight. The Redevelopment Agency's acquisition of the Property also provided for both the removal of asbestos and securing tenants for the California Tower Building. Active tenants occupying the California Tower Building effectively eliminated both the physical and economic blighting conditions that had plagued the Property prior to the Redevelopment Agency's purchase.

The acquisition and various renovation activities of the Property were financed with lease revenue bonds issued by the Redevelopment Agency. The term of the bonds runs through 2024 and debt service on the bonds is funded with lease revenue.

The Ground Floor of the Property currently has one vacant space totaling 1,783 square feet. The rent roll for the Ground Floor is as follows:

Tenant Name	Address	Suite No.	Sq. Ft.	Base Rent/Mo.
Vino Veritas (Pending DOF Approval)	3737 Main St.	100	4,962	$4,500 - NNN
CBU Art Gallery	3737 Main St.	101	1,635	$2,453 - NNN
Salad Buzz	3737 Main St.	102	534	$899 - NNN
Room to Dance (Pending DOF Approval)	3737 Main St.	103-A	3,017	$4,073 - M. Gross
Vacant	3737 Main St.	103-B	1,783	NA
Senate Rules Committee	3737 Main St.	104	2,105	$3,157.50 - FSG
Antonious Pizza	3737 Main St.	105	2,059	$2,347 - NNN
Pacific Stiks	3737 Main St.	106	1,358	$1,698 - NNN
James Accounting	3737 Main St.	107	241	$500 - FSG
Coffee Bean	3712 Mission Inn Ave.	NA	1,533	$3,100 - NNN
Elephant Thai	3720, 3740 Mission Inn Ave.	NA	3,312	$4,171 - NNN

III. PERMISSIBLE USE – USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION

Pursuant to the Lease Agreement with DGS, the Redevelopment Agency entered into a Leaseback Agreement with DGS to lease the Ground Floor of the Property. Under the Leaseback Agreement, the Redevelopment Agency is exclusively responsible for the operation, maintenance, leasing and funding of tenant improvements associated with the Ground Floor of the Property. Lease revenue from the Ground Floor of the Property is used to pay the bond debt service.

The term of the Leaseback Agreement is co-terminus with the Lease Agreement with DGS for the Property and will expire on October 1, 2024. However, the Successor Agency has the option to extend the Leaseback Agreement for a period not to exceed ten (10) years. The Successor Agency intends to exercise this option, which would extend the Leaseback Agreement to October 1, 2034.

Additionally, Series B Bond proceeds are the exclusive source of tenant improvement funding for the Ground Floor of the Property.

Pursuant to Health and Safety Code Section 34191.5(c)(2), a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as "any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy." On March 30, 2012, the Oversight Board confirmed that the Property is currently obligated pursuant to a third party agreement and the DOF did not object.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the use of the Property to fulfill an enforceable obligation pursuant to the Lease Agreement dated April 26, 1994 by allowing the Successor Agency to provide property maintenance and repairs, lease vacant spaces, improve vacant spaces for re-tenanting with bond proceeds, and pay for leasing commissions for vacant spaces. At the conclusion of the Lease Agreement with DGS on October 1, 2024, DGS has the option to purchase the Property for $1 as the contract price. The Successor Agency intends to exercise its option (when the State assumes ownership of the Property) to extend the lease term for an additional ten (10) years making the expiration of the lease no later than October 1, 2034.

SITE 5: RAINCROSS PROMENADE PHASE 2 PROPERTY
(TOTAL SITE SIZE: 1.6 ACRES)

SITE 5: RAINCROSS PROMENADE PHASE 2 PROPERTY
(TOTAL SITE SIZE: 1.6 ACRES)

I. PROPERTY PROFILE

Address:	3740 First Street, 3159 and 3167 Main Street, and 3741 Second Street
APN:	213-022-001, 004, 005, 010 and 012
Acquisition Date:	May 18, 2008
Acquisition Amount:	$2,957,734
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	1.6 acres
Estimated Current Value:	$400,000 (for all six parcels)
Current Zoning:	Raincross District
General Plan:	Downtown Specific Plan
Redev. Project Area:	Merged Downtown/Airport Industrial – Hunter Park/Northside
Rent/Lease Revenue:	No
Proposal History:	Yes – Raincross Promenade residential development pursuant to a DDA
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Use of the property to fulfill an enforceable obligation

- Address: 3100 and 3190 Market Street

APN:	213-022-009
Acquisition Date:	July 20, 2007
Acquisition Amount:	$1,177,000
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	1.6 acres
Estimated Current Value:	$400,000 (for all six parcels)
Current Zoning:	Raincross District
General Plan:	Downtown Specific Plan
Redev. Project Area:	Merged Downtown/Airport Industrial – Hunter Park/Northside
Rent/Lease Revenue:	No
Proposal History:	Yes – Raincross Promenade residential development pursuant to a DDA
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Use of the property to fulfill an enforceable obligation

II. PROPERTY BACKGROUND/HISTORY

The subject vacant land is located within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area and the Raincross District of the Downtown Specific Plan.

The Redevelopment Agency acquired and demolished properties located in the Downtown blocks along Market Street and Main Street, between First Street and Third Street in an effort to assemble and facilitate the creation of two housing development sites. The Raincross Promenade project consists of two full blocks between First and Third Streets, Market to Main Streets, for which a master development agreement is in place.

III. PERMISSIBLE USE - USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION

On September 13, 2005, the Redevelopment Agency approved a DDA with River-Regional, LLC. The DDA provided the Redevelopment Agency and River-Regional to facilitate the development of up to 150 for sale condominiums and on-site amenities on a 2.5 acre site between Market and Main Streets, and Third and Second Streets (Phase 1) (Regional DDA - Developer).

On October 11, 2005, the Redevelopment Agency entered into a DDA with City View/Lennar to develop 136 for sale townhouses and on-site amenities on the remainder half block between Market and Main Streets, and Second and First Streets, and an adjacent portion of the southeast side of Main Street. On July 17, 2006, City View/Lennar voluntarily requested termination of the DDA.

On September 19, 2006, the Redevelopment Agency approved the termination of the DDA with City View/Lennar. Concurrently, the Redevelopment Agency approved an amendment to the Regional DDA to increase the size of the project, from 2.5 acres to 5 acres to include a portion of the City View/Lennar DDA between Market and Main Streets, and Second to First Streets (Phase 2). The amended DDA provided for the development of 228-250 condominium units and on-site amenities on a 5 acre site between Market and Main Streets from First to Third Street (Amended DDA). This entire site is commonly known as the Raincross Promenade Phase 1 and Phase 2.

On August 14, 2007, the City Council and Redevelopment Agency approved a purchase and sale agreement, an implementation agreement and resolutions for the sale of three Agency-owned properties to the Developer at fair market value to facilitate the construction of Phase 1.

The Developer acquired three properties and the Redevelopment Agency conveyed three properties to the Developer for the development of Phase 1 and construction was completed in 2009. Phase 2 is planned for the development of 141 condominium units with on-site parking on the block bounded by Market, Main, Second and First Streets. The Phase 2 site is comprised of nine parcels totaling 2.5 acres. The Developer currently owns three parcels and the Successor Agency owns six parcels consisting of Assessor's

Parcel Numbers 213-022-001, 004, 005, 009, 010 and 012 (Property) with a total of 1.6 acres. Phase 2 has yet to be completed.

The executed amended DDA between the Redevelopment Agency and River-Regional entered on September 1, 2006 consists of the following approved primary deal points for the development of Phase 2:

- Developer to acquire the Property from the Redevelopment Agency at fair market value.
- Developer to construct 141 condominium units with on-site parking on the block bounded by Market, Main, Second and First Streets.

Completion of Phase 2 represents a significant benefit to the Downtown area, in terms of adding new residents to support local businesses, reducing vehicle trips and traffic congestion by providing housing in proximity to shopping, dining, entertainment and employment.

Pursuant to Health and Safety Code Section 34191.5(c)(2), a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as "any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy." On March 30, 2012, the Oversight Board confirmed that the Property is currently obligated pursuant to a third party agreement and the DOF did not object.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the use of the Property to fulfill an enforceable obligation (development of Phase 2) to a third party for the completion of the Raincross Promenade project pursuant to a DDA previously approved by the Redevelopment Agency on September 19, 2006 and for the purpose for which the property was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan. The Successor Agency will sell the Property to the Developer at fair market value.

SITE 6: CALIFORNIA SQUARE PROPERTY
(TOTAL SITE SIZE: 3 ACRES)

SITE 6: CALIFORNIA SQUARE PROPERTY
(TOTAL SITE SIZE: 3 ACRES)

I. PROPERTY PROFILE

- Address: 8690 California Avenue

APN:	193-261-027
Acquisition Date:	April 5, 2006
Acquisition Amount:	$3,239,108
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Parking lot and vacant land
Lot Size:	3 acres
Estimated Current Value:	$750,000
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Village
Redev. Project Area:	Arlington
Rent/Lease Revenue:	No
Proposal History:	Yes – Mixed-use development
Environmental History:	Exxon Mobil is responsible for the long term remediation of the corner of the Property where a gas station previously existed.
Transit-Oriented Use:	No
Proposed Use:	Use of the property to fulfill an enforceable obligation

II. PROPERTY BACKGROUND/HISTORY

The Arlington area is one of Riverside's oldest neighborhoods, and retains a village character that harkens back to the community's founding in 1875. Arlington was "The city within a city" when it combined with the Riverside colony to form the 39.4-square-mile City of Riverside in 1883. The Arlington neighborhood grew with two annexations in 1961 and 1964. Magnolia Avenue forms the neighborhood's backbone, with Arlington Village at Van Buren Boulevard serving as the neighborhood's heart. Jackson Street borders the neighborhood to the east, the Riverside 91 Freeway to the south, the La Sierra neighborhood to the west and the Arlanza neighborhood to the north.

Great strides have been taken toward revitalizing this unique and historically significant neighborhood. These include the Arlington Village Beautification and Magnolia Avenue Irrigation projects improving the urban streetscape in the heart of the neighborhood.

Working closely with Arlington's active neighborhood associations, the Arlington Community Plan was adopted in 2001. The goals and policies from this plan are now a part of the General Plan 2025 and Magnolia Avenue Specific Plan.

Within the neighborhood, a wide variety of neighborhood oriented retail commercial uses are located along Magnolia Avenue and Van Buren Boulevard, including Lowe's home

improvement warehouse, conveniently located at Magnolia Avenue and Harrison Street (site of the former County Hospital). Immediately adjacent to the southwest of the neighborhood is the Galleria at Tyler, a regional shopping mall offering a wide range of dining and shopping opportunities including Nordstrom, P.F. Chang's China Bistro, The Cheesecake Factory and Barnes & Noble books. Also within the neighborhood near Hole and Magnolia Avenues is County Circle, a County government complex within a campus-like setting. It is the location of County offices such as the Department of Social Services and the Department of Public Health.

8690 California Avenue is a parking lot and vacant unimproved land (Property) subject to an existing enforceable obligation. The Property is located within the California Square shopping center (California Square).

The California Square was built in the 1960's and features a Maxi Foods grocery store as its anchor tenant with traditional inline retail tenant space. Most of the California Square's tenants reflected the classic problem facing older, small commercial centers where declining rents lead to spiraling disinvestment. The conditions at California Square were further exacerbated by property ownership fragmentation, obsolete site development, and constraints imposed by the physical layout of adjoining streets, particularly Monroe Street. An abandoned gas station located at the corner of California Avenue and Monroe Street added to the especially distressed appearance of the shopping center.

Based on the spiraling disinvestment in the California Square, the Redevelopment Agency initiated the Owner Participation Process to solicit redevelopment proposals for the entire site in 2003. Ultimately, California Square Partners LLC (CSP) was selected to redevelop the derelict shopping center. CSP owned the Maxi Foods grocery store and two other parcels making up the shopping center. In an effort to facilitate development projects that are consistent with the Redevelopment Plan, the Implementation Plan and the General Plan, the Redevelopment Agency acquired the remaining parcels at California Square, demolished all of the existing structures with the exception of Maxi Foods and a free standing Dairy Queen (which was demolished at a later date) and began negotiating with CSP for the redevelopment of the shopping center.

III. PERMISSIBLE USE – USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION

On November 4, 2003, the Redevelopment Agency Board authorized the Owner Participation Process for the revitalization of the California Square shopping center. In April 2004, the Redevelopment Agency Board selected a proposal submitted by CSP, owner of three of the six parcels comprising the shopping center. In November 2004, the Redevelopment Agency entered into an Exclusive Negotiation Agreement with CSP for revitalization of the shopping center. In April 2006, the Redevelopment Agency acquired three of the six parcels (not owned by CSP) comprising the shopping center. In July 2006, the Redevelopment Agency completed tenant relocations and demolition and clearance of the in-line commercial buildings on the three parcels acquired.

On November 7, 2006, the Redevelopment Agency and CSP entered into a Land Exchange Agreement related to the redevelopment of the derelict California Square (CSP Agreement). The Redevelopment Agency agreed to transfer equal portions of the six existing parcels owned by the Redevelopment Agency to CSP in order to reconfigure all the parcels into two parcels consisting of the "Property" (Successor Agency-owned) and "CSP Post Exchange Property" (CSP-owned), in preparation for development.

Pursuant to Section 14 of the CSP Agreement, CSP has the first right of refusal for the purchase of the Property. As such, the Redevelopment Agency agreed not to sell the Property without first offering to sell the Property to CSP.

On July 28, 2009, the Redevelopment Agency and CSP entered into an Amended and Restated Land Exchange Agreement which clarified certain aspects of the original CSP Agreement including the division of the California Square development into two phases:

- Phase I involved the construction of a 2,500 square foot retail wing attached to the Maxi Foods Supermarket, demolition of the free standing Dairy Queen restaurant, and installation of landscape improvements and façade upgrades to the Maxi Foods Supermarket. CSP completed Phase I in 2012. This site is depicted on the aerial map as the CSP Post Exchange Property.
- Phase II is proposed to involve the construction of additional retail and may include residential units. The scope of development and timeline for construction of Phase II has not yet been determined and has been hampered by a downturn in the economy. This site is depicted on the aerial map as the Property (highlighted in yellow).

Pursuant to Section 10 (c)(vii) of the CSP Agreement, the Redevelopment Agency approved a "Grant of License" allowing perpetual parking on a portion the Property to CSP's tenants.

On September 2, 2008, the Redevelopment Agency entered into a Purchase and Sale Agreement with Lake Development (Lake) for the development of a Rite Aid Pharmacy on the Property (LD Agreement). CSP agreed to waive its first right of refusal for the Property as stipulated in the CSP Agreement, but CSP conditioned that the proposed Rite Aid Pharmacy and site improvements must be developed by Lake Development.

According to the LD Agreement, Lake agreed to several items that are imperative to the completion of the shopping center revitalization project, which included the conveyance of the "License Area" to CSP, construction of a bus shelter, site improvements including parking lot reconstruction, installation of new driveways and sidewalk and relocation of existing streetlights. However, Lake later reported that Rite Aid Pharmacy would no longer pursue the project due to a downturn in the economy and requested that the LD Agreement be terminated.

On January 4, 2011, the Redevelopment Agency approved a termination agreement with Lake. Due to the termination of the LD Agreement, CSP's first right of refusal for the Property was reinstated because its waiver was directly tied to the development of the Rite Aid Pharmacy and site improvements, which never occurred.

Therefore, the Successor Agency is now responsible for implementing and enforcing the enforceable obligation pursuant to the CSP Agreement dated November 7, 2006. The configuration and development of California Square is imperative to the completion of the shopping center revitalization project.

Furthermore, the former gas station location on the Property has contaminated soil and the Redevelopment Agency received an indemnification from Exxon Mobil for the site. Exxon Mobil is responsible for all remediation efforts until the site is clean. There are currently twelve ground water monitoring wells located on the corner of the Property (comprising the former location of the gas station), of which three wells have consistently tested positive for abnormalities.

The estimated current value is $750,000, which takes into consideration the perceived environmental stigma and difficulty in obtaining financing for the contaminated property and required site improvements.

On December 4, 2012, the Successor Agency received a letter of interest to potentially acquire and develop the Property from CSP. As part of its letter of interest, CSP will locate a user for the Property that is consistent with the original development intent for California Square, and in accordance with a mutually agreeable development schedule and set of milestones. CSP will also complete additional site improvements around the likely building footprint that will allow the Property to be marketed as a development ready pad.

As such, the Successor Agency recommends that the DOF approve the sale of the Property to CSP at fair market value in order to fulfill its enforceable obligations associated with the Property. The development of this project will serve the Arlington community as well as the City as a whole.

The terms of the recommended disposition of the Property to CSP are as follows:

- Buyer: California Square Partners.
- Purchase Price: Fair market value.
- Development: CSP to locate a user or users for the Property that is consistent with the original development intent for the California Square Shopping revitalization.
- Developer Requirements: Developer must demolish existing bus shelter and construct a new bus shelter, upgrade the existing waterline and make various offsite improvements.
- Estimated Escrow Timeline: Close of escrow is contingent on CSP obtaining all project entitlements. It is estimated that CSP's timeline for obtaining project entitlements is 12-18 months from escrow opening.

Pursuant to Health and Safety Code Section 34191.5, a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as "any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy." On March 30, 2012, the Oversight Board

confirmed that the Property is currently obligated pursuant to a third party agreement and the DOF did not object.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the use of the Property to fulfill an enforceable obligation pursuant to the CSP Agreement dated November 7, 2006. The Successor Agency intends to sell the Property to CSP at fair market value for development pursuant to the CSP Agreement. If CSP elects not to acquire and develop the Property, the Successor Agency will solicit other firms to purchase and develop the Property in order to carry out the enforceable obligation. The Property will be sold at fair market value in accordance with the Guidelines, which is discussed in the “permissible use - sale of the property category” section of the Plan.

SITE 7: 1910 UNIVERSITY AVENUE PROPERTY
(TOTAL SITE SIZE: 20,908 SQUARE FEET)

SITE 7: 1910 UNIVERSITY AVENUE PROPERTY
(TOTAL SITE SIZE: 20,908 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 1910 University Avenue

APN:	221-052-002
Acquisition Date:	August 31, 2007
Acquisition Amount:	$290,000
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	20,908 square feet
Estimated Current Value:	$210,000
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Village
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – A mixed-use retail and restaurant development pursuant to a purchase and sale agreement
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Use of the property to fulfill an enforceable obligation

II. PROPERTY BACKGROUND/HISTORY

As a result of the former Redevelopment Agency's efforts within the University Corridor/Sycamore Canyon Merged Redevelopment Project Area (Project Area), many neglected and developed properties with undesirable uses along University Avenue were acquired and cleared in order to provide opportunities for street-focused development featuring pedestrian-scale commercial and mixed-use projects that comply with the established Redevelopment Plan and Implementation Plan for the Project Area, the University Specific Plan and the General Plan.

The Redevelopment Agency acquired and cleared a motel located at 1910 University Avenue to eliminate blight and facilitate a more desirable development along the University Corridor.

III. PERMISSIBLE USE - USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION

On March 15, 2011, the City Council and the Redevelopment Agency adopted a resolution approving a purchase and sale agreement for 1910 University Avenue (Property) to Giang Nguyen (Developer) for the development of a retail project. On March 21, 2011, the Redevelopment Agency and Developer entered into a purchase and sale agreement to dispose of the Property for $362,000 for the construction of 5,500 square feet of retail and restaurant space with surface parking.

On March 30, 2012, the Oversight Board confirmed the Property as having an enforceable obligation pursuant to the existing third party agreement between the former

Redevelopment Agency and the Developer for the disposition and development of the Property as planned. The DOF did not object to this action.

In order to complete the approved disposition and close escrow on the Property, on August 30, 2012, the Oversight Board adopted a resolution approving the conveyance of the Property from the City to the Successor Agency and authorized execution of a Certificate of Acceptance pursuant to Government Code Section 27281. The DOF did not object to this action.

Pursuant to the purchase and sale agreement of the Property dated March 21, 2011, the former Redevelopment Agency is obligated to dispose of the Property to the Developer for the development of a retail and/or restaurant project. The previously approved terms of the purchase and sale agreement include:

- Purchase Price: $362,000
- Due Diligence Period: 90 days from March 21, 2011
- Security Deposit: $12,000
- Entitlements: Developer to obtain a building permit prior to Close of Escrow
- Close of Escrow: On or before September 21, 2013
- Start of Construction: Construction to commence by 30 days following the Close of Escrow and be complete within 12 months from Start of Construction

Due to the depressed economy, the Developer is experiencing difficulty in committing to the timeline of the agreement and needs an additional 12 month extension to obtain entitlements and tenant commitments.

The Developer agreed to pay $362,000 for the Property. Staff estimates that the current fair market value for the Property is approximately $210,000. As such, it is in the best interest of the Taxing Entities to grant this extension to sell the Property at a higher price.

Pursuant to Health and Safety Code Section 34191.5(c)(2), a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as “any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy.” On March 30, 2012, the Oversight Board confirmed that the 1910 University Avenue is currently obligated pursuant to a third party agreement and the DOF did not object.

IV. DISPOSITION RECOMMENDATION

Pursuant to Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve a twelve (12) month extension to close escrow on the sale of the Property to the Developer at the contract price to fulfill an enforceable obligation (development of a retail and restaurant project) to a third party pursuant to the purchase and sale agreement, which was approved by the Redevelopment Agency on March 15, 2011. The development of the Property is consistent with the purpose for which the property was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan. The sales proceeds of the Property will be distributed to the Taxing Entities.

SITE 8: UNIVERSITY VILLAGE PYLON SIGN
(TOTAL SITE SIZE: 462 SQUARE FEET OF LEASED PROPERTY)

SITE 8: UNIVERSITY VILLAGE PYLON SIGN
(TOTAL SITE SIZE: 462 SQUARE FEET OF LEASED PROPERTY)

I. PROPERTY PROFILE

- Address: 91 Freeway and University Village Shopping Center

APN:	250-250-036 (Privately-owned property)
Acquisition Date:	January 23, 2008 (Lease Date)
Acquisition Amount:	Not applicable: Agency leases privately-owned property
Project Purpose:	To promote economic development activities and City events
Current Use:	Freeway visible reader board signage
Lot Size:	462 square feet of land is leased for sign location
Estimated Current Value:	$0
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Village
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	Yes - $1,900 a month
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Use of the property to fulfill an enforceable obligation

II. PROPERTY BACKGROUND/HISTORY

Since an electronic freeway display sign encourages economic development in the City, the Redevelopment Agency contemplated the construction of the University Village Pylon Sign (Sign) with freeway visibility within the University Corridor/Sycamore Canyon Merged Project Area (Project Area) to help brand Riverside, promote City events, cultural institutions and businesses within the Project Area, and encourage private interest in the Project Area.

On November 20, 2007, the City Council and Redevelopment Agency approved 1) a construction contract between the Redevelopment Agency and Ultrasigns, Inc. to pay for the construction and installation of the Sign; 2) a Premises Lease Agreement between the City and Riverside Village, LLC, Univillage L.P., and Napa Equity, LLC (Property Owners) to lease a small piece of land at the University Village Shopping Center (Center) for placement of the Sign; and 3) an Agreement for Tri-Vision and Led Display University Village Sign between the Redevelopment Agency and the Property Owners to provide for sign installation, management and operations of the Sign.

III. PERMISSIBLE USE - USE OF THE PROPERTY TO FULFILL AN ENFORCEABLE OBLIGATION

On January 23, 2008, the City and the Property Owners entered into a Premises Lease Agreement to lease a 462-square-foot portion of the University Village Shopping Center for placement of the Sign for a term of ten years (Lease Agreement). The City has the

option to extend the Lease Agreement for an additional ten years. Concurrently, on January 23, 2008, the City and Redevelopment Agency and the Property Owners entered into an Agreement for Tri-Vision and Led Display University Village Sign (Operational Agreement), which governs the installation, maintenance and operations including the sharing of advertising and community message display time of the Sign for a term of ten years. The Property Owners have the option to extend the Operational Agreement for an additional ten years, subject to Caltrans approval. The Redevelopment Agency agreed to install and own the Sign, and pay for construction, repair and maintenance of the Sign. The Property Owners agreed to pay $1,900 a month for the first sixty-months and $2,000 a month thereafter to advertise on the Sign. The Redevelopment Agency and the Property Owners agreed to split 50/50 the cost of electricity, repair, insurance, programming and telecommunications of the Sign. The Redevelopment Agency estimated that revenue received from the Property Owners will be used to offset monthly re-occurring expenditures of the Sign.

On January 31, 2008, the Redevelopment Agency and Ultrasigns, Inc. entered into an agreement for the construction and installation of the Sign, which included a sixty-month warranty plan to cover parts and labor on necessary maintenance of the Sign. Ultrasigns, Inc. completed construction of the Sign on August 6, 2008.

Since completion, the Sign has been non-operational on many occasions and has required extensive, recurring and regular repairs. The Sign currently works inefficiently and sporadically. The warranty plan that came with the Sign has been paying for the necessary repairs and maintenance of the Sign, even though in some instances the Sign does not fully functional properly after necessary repairs were made by Ultrasigns, Inc.

The warranty plan is due to expire on August 6, 2013. However, the existing enforceable obligation between the former Redevelopment Agency and the Property Owners will not expire until January 23, 2018.

Pursuant to the Operational Agreement, the Successor Agency is obligated to provide an operational sign to the Property Owners for at least ten years. Thus, the Successor Agency has been diligently working to explore the most feasible alternatives to remedy the situation, which includes the removal of the existing displays and installation of replacement displays due to the fact that the existing displays are low quality, outdated and possibly contain obsolete components.

The Successor Agency added a budget of up to $300,000 on the Recognized Obligation Payment Schedule for expenditures from July 1 through December 31, 2013 (ROPS 13-14A) to cover the purchase and installation of replacement displays.

On February 28, 2013, the Oversight Board approved ROPS 13-14A, which included Line Item #59 – Univ-University Village Pylon Sign in the amount of $352,671, which includes $52,671 to cover any additional monthly recurring expenditure for the Sign.

On March 1, 2013, pursuant to Health and Safety Code Section 34177 (m), the Successor Agency submitted ROPS 13-14A to the Department of Finance (DOF). On

March 22, 2013, the DOF requested supporting documents for Line Item #59 and on March 27, 2013, the Successor Agency provided the DOF with pertinent documentation to support Line Item #59. On April 15, 2013, the DOF approved ROPS 13-14A and did not object to Line Item #59.

The Successor Agency issued a Request for Proposals (RFP) to solicit proposals for the following options:

1) Option 1: A proposal for repair of the existing displays with a new five-year parts and labor warranty plan; and/or,

2) Option 2: A proposal for removal of the existing displays and installation of replacement displays with a five-year parts and labor warranty plan.

The Successor Agency received proposals from five companies including Daktronics, National Sign & Marketing Corporation, Quiel Bros. Electronic Sign Service Company (Quiel Bros.), Signs Plus and Ultrasigns, Inc. Of these five companies, only Ultrasigns, Inc., the original contractor, responded to Option 1 proposing to repair the Sign for $165,000. Four other companies did not offer proposals for repairing the existing displays stating that the displays consist of very old technology with diminishing life expectancy and contain components that are made overseas and may no longer be available for repair. Due to the outdated, sub-standard technology of the Sign, these four companies declined providing proposals for a repair service contract on the existing displays as an option.

Based on the five proposals received, staff recommends that Quiel Bros. be awarded to perform Option 2 of the RFP for the following reasons:

- Quiel Bros. is the lowest bidder of the proposals that meet the specifications outlined in the RFP;

- Quiel Bros. provides a quality product; and

- Quiel Bros. has worked with the City of Riverside and is familiar with the process and has recently completed a number of similar signs.

On July 11, 2013, the Oversight Board adopted a resolution approving an agreement between the Successor Agency and Quiel Bros. in the amount of $325,493, plus $16,275 (5%) contingency, for a total budget of $341,768 for installation of replacement displays for the University Village Sign to fulfill the former Redevelopment Agency enforceable obligation to a third party pursuant to the Operational Agreement and the purpose for which the Sign was originally constructed by the Redevelopment Agency. As such, if DOF consent is not received prior to the submission of this Plan, then the Successor Agency is requesting DOF approval to install the replacement displays noted above.

IV. DISPOSITION RECOMMENDATION

The purpose of the Sign is to promote City events, cultural institutions and businesses within the Project Area and the University Specific Plan Area. The Sign produces many benefits for the Project Area. The benefits include:

- Providing a cost effective way for businesses to advertise their goods and services.
- Promoting economic activity and targeted marketing for businesses.
- Reaping the high visibility location making it possible for the travelling public, pedestrians, and rush hour commuters to see messages.
- Enhancing and promoting business activities which in-turn helps improve economic conditions.
- Increasing public presence, activities and shopping.
- Supporting City sponsored events, attractions, unique events, activities and programs within the City, and arts and culture in the downtown area.

Pursuant to Health and Safety Code Section 34191.5(c)(2), a successor agency may retain or dispose of certain properties in order to fulfill an existing obligation. Additionally, pursuant to Health and Safety Code Section 34167, an existing obligation may be defined as "any legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy." On March 30, 2012, the Oversight Board confirmed that the Property is currently obligated pursuant to a third party agreement and the DOF did not object.

Following expiration of the enforceable obligation on January 23, 2018, the Successor Agency recommends that the DOF approve the transfer of the Sign to the City as a public facility pursuant to Health and Safety Code Section 34180 (a) for the purpose for which the Sign was originally constructed pursuant to the Redevelopment Five-Year Implementation Plan, which is to encourage economic development in the City.

II. PROPERTY PROFILES (CON'T)

PERMISSIBLE USE - SALE OF THE PROPERTY CATEGORY

3. For Sale Properties include:

9) 3011-3071 Market Street
10) 3245 Market Street
11) 3102-3250 Main Street and 3654 First Street
12) 4019 Mission Inn Avenue
13) 4271 and 4293 Market Street
14) 4565 and 4575 Mulberry Avenue
15) 1953 and 1971 University Avenue
16) 2015, 2025 and 2039 University Avenue
17) 2227 and 2243 University Avenue
18) 2585 and 2617 University Avenue
19) 2731-2871 University Avenue
20) 3870 Ottawa Avenue
21) 4307 Park Avenue
22) 3441 Central Avenue
23) 6963 Streeter Avenue
24) 3575-3661 Merrill Avenue
25) Madison at Railroad Property
26) 8717 Indiana Avenue
27) 9644 and 9670 Magnolia Avenue
28) 10920 Magnolia Avenue
29) Five Points Intersection – Site A
30) Five Points Intersection – Site B
31) Five Points Intersection – Site C

This section of the Plan addresses properties that are available for sale. With the exception of 3615-3653 Main Street, 3225 Market Street, and 4586 and 4587 Olivewood Avenue, twenty-three (23) properties have been identified by the Successor Agency for disposition. 3615-3653 Main Street, 3225 Market Street, and 4586 and 4587 Olivewood Avenue were acquired by the former Redevelopment Agency for the purpose of blight

elimination, historic preservation and land assembly for future economic development through loans from the City's Enterprise Fund and not through Tax Increment. As such, the State Controller's Office Asset Transfer Review Report dated May 2013 determined that these properties are not subject to claw back. Thus, these properties shall remain under City ownership.

Twenty-three properties have been identified for disposition, which consist of mostly vacant land; some are small and challenging parcels (Properties). Preliminary steps may be necessary for disposition of these Properties, including ordering preliminary title reports, preparation of property legal descriptions for each site and parcel consolidation for small undevelopable lots.

The Successor Agency's strategy is to dispose of the Properties expeditiously and in a manner aimed to maximize value to the affected Taxing Entities pursuant to AB 26 and AB 1484, while still advancing the planning objectives for which the Properties were originally acquired by the former Redevelopment Agency. Disposition of these Properties will be in accordance with the Successor Agency's Property Disposition Guidelines (Guidelines), which contain methodologies that allow for flexibility in property disposition in order to maximize value, prevent the re-establishment of blight and capitalize City's limited resources by utilizing one or a combination of the intended sale methods. The sales proceeds of these Properties will be distributed to the Taxing Entities.

Given the large number of properties for disposition, it is important that the sale of the Properties occur in an orderly and strategic manner. In order to ensure value is retained and prevent further blight to the community, the Successor Agency will utilize a number of methods outlined in the Guidelines. Most of the Properties will be disposed through Request for Proposals, which will be spread out accordingly to prevent flooding the market.

Most importantly, to achieve the community benefits originally set forth in the Redevelopment and Implementation Plans and to generate economic benefits for the City and tax revenues for the affected Taxing Entities, these Properties will be disposed of on a case-by-case basis utilizing any or all of the following sale methods:

1) **Staff Marketing**

   Staff will market a property by advertising it on multiple listing services, create a marketing flyer, and place a "for sale" sign on the site.

2) **Request for Proposals (RFP)**

   The Successor Agency will directly identify and engage the most experienced and qualified buyers, and set parameters for disposition and development in a way to encourage maximum reinvestment in the properties for the benefit of the community.

3) **Unsolicited Proposals**

An unsolicited proposal is a property purchase offer received, which is not in response to a formal RFP.

4) **Broker Marketing**

For more challenging properties, which have received no purchase offers from the Marketing, RFP, or Unsolicited Proposal methods, staff will engage broker(s) to market those selected properties.

All purchase offers for development of these properties will be recommended first, to the Successor Agency and second, to the Oversight Board. Consideration will be given based on purchase price, proposed use, relevant experience, long-term reinvestment value, community benefit, consistency with zoning and general plan designation, and financial strength of the buyer. With approval from both the Successor Agency and Oversight Board, staff will develop Purchase and Sale Agreements based on the approved terms which may include, but not be limited to, purchase price, proposed use, deposit requirement, due diligence period, schedule of performance, and conditions and restrictions (if applicable). Timeline for disposition and development of the Properties will vary; a typical development of a project requires nine (9) months to eighteen (18) months to complete necessary entitlements.

PROPERTY DISPOSITION GUIDELINES

Since its inception in 1952, the CRL allowed cities and counties to form redevelopment agencies with special powers to eradicate blighting conditions in urban areas. These special powers included the ability to assemble and sell property to private parties.

In order to effectuate the Redevelopment Agency's goals, property was often acquired in an effort to eliminate social and economic blight and facilitate the property's re-use in a beneficial manner to the community.

As Successor Agency to the former Redevelopment Agency, the City is now responsible for winding down the affairs of the Redevelopment Agency including the disposition of assets and properties of the Redevelopment Agency. AB 26 requires that disposition occur in a manner that maximizes value. These properties are being sold as directed by AB 26 and AB 1484 and not pursuant to the traditional city or agency processes for disposing of property. The former Redevelopment Agency properties are not considered surplus, so Government Codes 54220, et seq. regarding surplus property disposition do not apply. Likewise, the provisions for disposition of property under Redevelopment law also do not apply.

Given the large number of properties in the Redevelopment Agency portfolio, it is important that the sale of these Properties occurs in an orderly and strategic manner in order to ensure value is retained and prevent any future blight on the community. A number of methods can be considered in the process for disposition and in order to aid in

this process, the Guidelines have been prepared to give general parameters for consideration.

The Guidelines have been prepared in a manner to allow for flexibility in property disposition to maximize value, prevent re-establishment of blight, and maximize resources by utilizing any or all of the disposition methods set forth in Sections 2 through 5 below on a case-by-case basis.

DISPOSITION STEPS

1.1. In order to effectuate the disposition of the properties, it is anticipated that the following preliminary actions will be taken:

1.1.1. Preliminary Title Reports: Staff will order preliminary title reports to identify issues that may affect the condition or marketability of title, such as easements, covenants, conditions and restrictions, and outstanding liens.

1.1.2. Legal Description: Staff will order legal descriptions to ensure accurate property information for each site.

1.1.3. Parcel Consolidation: Many properties are comprised of multiple small parcels. In many cases, the individual parcels are much smaller than the minimum lot size required for development. On a case-by-case basis, staff will proceed with parcel mergers, as necessary, to increase value, improve marketability, and streamline the re-sale of the properties.

2. STAFF MARKETING

2.1. Staff will market the Properties in one or more of the following ways:

- Place the Properties on multiple listing services such as Loopnet and CoStar.
- Create a marketing flyer for the Properties.
- Place “for sale” signs on the Properties.
- Depending on each property, additional customized marketing may be utilized such as direct mailing and internet listings.

2.2. Should a purchase offer be received through the staff marketing process, staff will present the purchase offer to the Successor Agency for approval. If there is a high level of interest in a property, staff may choose to hold the purchase offer and go through the RFP process to maximize value.

A potential buyer will be recommended based on the following:

- Purchase price and proposed use.

- Cost of sale to include commissions, testing, and inspections.

- Demonstration of relevant project experience (if applicable).

- Community benefit (i.e. elimination of social and economic blight through job and sales tax creation). It is anticipated that development of the Properties in a manner to provide community benefit will also support the goal of capitalizing price and value through higher quality projects that require a higher investment.

- Proposed project's conformance with City zoning, specific plans, general plan, or ability to amend.

- Financial strength and capability of the buyer.

2.3. Once a buyer has been initially approved by the Successor Agency, staff will present the following deal points to the Oversight Board for final approval and inclusion into a Purchase and Sale Agreement:

- Scope of development;

- Purchase price and proposed use;

- Deposit requirement (anticipate a minimum of 2-3% of purchase price);

- Due diligence period; and,

- Schedule of Performance to include the following key milestones:

  - Submitting Planning application

  - Obtaining entitlements (if applicable)

  - Covenants and restrictions (if applicable)

  - Closing escrow

2.4. After approval from the Successor Agency and Oversight Board, staff will develop a purchase and sale agreement with the selected buyer.

3. REQUEST FOR PROPOSALS

3.1. Solicit proposals through a competitive Request for Proposal (RFP) process. This method permits the Successor Agency to identify and engage the most qualified and experienced buyer and sets parameters for purchase in a way to encourage maximum reinvestment in the property and long-term benefit to the affected Taxing Entities.

3.1.1. The RFP process will allow the Successor Agency to identify a buyer with the necessary experience and financial capacity to complete the purchase

and subsequent development of the property and prevent further damage to the community through the elimination of social and economic blight.

3.1.2. A direct sale at the conclusion of the RFP process will afford the community a measure of control regarding the development of the property and ensure that it is consistent and compliant with all applicable City zoning and general plan designations.

3.1.3. Proposals will be subject to fair market value determination.

3.1.4. The goal is to sell the property at the highest value; all purchase proposals will be considered based on the scope of development and the long-term value it provides. The long-term value may provide additional benefit to the affected Taxing Entities and community but will need to be evaluated on a case-by-case basis.

3.2. Purchase proposals will be presented to the Successor Agency and Oversight Board in accordance with Sections 2.2 and 2.3 and a Purchase and Sale Agreement will be developed in accordance with Section 2.4.

4. UNSOLICITED OFFERS

4.1. Should an unsolicited purchase offer be received, which is not in response to any formal or informal request, staff will have the ability to take the purchase proposal directly to the Successor Agency and Oversight Board for approval.

4.2. Purchase offers will be presented to the Successor Agency and Oversight Board in accordance with Sections 2.2 and 2.3 and a Purchase and Sale Agreement will be developed in accordance with Section 2.4.

5. BROKER SOLICITATION

5.1. For more challenging properties, which have not received a proposal via the aforementioned disposition methods, staff may engage a broker to market the property.

5.2. Broker commission will be determined on a case-by-case basis depending upon the individual property and market conditions.

The Oversight Board approved the Guidelines on August 15, 2013.

SITE 9: 3011-3071 MARKET STREET
(TOTAL SITE SIZE: 18,294 SQUARE FEET)

SITE 9: 3011-3071 MARKET STREET
(TOTAL SITE SIZE: 18,294 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3011-3071 Market Street
  APN: 209-194-015, 016, 017 and 018
  Acquisition Date: September 11, 2006
  Acquisition Amount: $277,425 (for all four parcels)
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 18,294 square feet
  Estimated Current Value: $36,000 (for all four parcels)
  Current Zoning: Market Street Gateway
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed residential and retail development with adjacent property assemblage
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On July 25, 2006, the City Council declared surplus 3011, 3027, 3043 and 3071 Market Street (Property) which are remnant properties from the Market Street Gateway Improvement Project and authorized conveyance of the Property to the Redevelopment Agency in the amount of $277,425 as compensation for the Property.

At the time of the conveyance, it was the intent of the Redevelopment Agency to procure a developer for development of the Property.

A Letter of Intent was received for the development of a residential and retail development with adjacent property assemblage.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for

which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 10: 3245 MARKET STREET
(TOTAL SITE SIZE: 5,951 SQUARE FEET)

SITE 10: 3245 MARKET STREET
(TOTAL SITE SIZE: 5,951 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3245 Market Street
  APN: 213-071-002
  Acquisition Date: January 21, 2011
  Acquisition Amount: $382,183
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 5,951 square feet
  Estimated Current Value: $10,000
  Current Zoning: Market Street Gateway
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed residential and retail development with adjacent property assemblage
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the Property

II. PROPERTY BACKGROUND/HISTORY

On December 14, 2010, the Redevelopment Agency Board authorized the acquisition of 3245 Market Street (Property) and the demolition of a small sales office building and parking lot for a used car sales operation in an effort to further the Redevelopment Agency's effort of blight elimination in the downtown area. The Property was acquired to remove the last used car dealership in the downtown core and a source of physical blight.

A Letter of Intent was received for a development of a residential and retail development with adjacent property assemblage.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development. The Property is less than the minimum lot size for development. Assemblage with adjacent property may be required for development of the Property.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 11: 3102-3250 MAIN STREET AND 3654 FIRST STREET
(TOTAL SITE SIZE: 1.8 ACRES)

SITE 11: 3102-3250 MAIN STREET AND 3654 FIRST STREET
(TOTAL SITE SIZE: 1.8 ACRES)

I. PROPERTY PROFILE

- Address: 3102 Main Street
  APN: 213-031-002
  Acquisition Date: November 20, 2007
  Acquisition Amount: $485,537
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Historic Gas Station
  Lot Size: 14,025 square feet
  Estimated Current Value: $615,000 (for all six parcels)
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 3158 Main Street
  APN: 213-031-004
  Acquisition Date: August 20, 2008
  Acquisition Amount: $540,000
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 21,482 square feet
  Estimated Current Value: $615,000 (for all six parcels)
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 3654 First Street
  APN: 213-031-003
  Acquisition Date: July 18, 2007
  Acquisition Amount: $320,000
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 2,046 square feet
  Estimated Current Value: $615,000 (for all six parcels)
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 3190 Main Street
  APN: 213-031-005
  Acquisition Date: August 11, 2006
  Acquisition Amount: $403,011
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 14,145 square feet
  Estimated Current Value: $615,000 (for all six parcels)
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 3210 and 3250 Main Street
  APN: 213-081-001 and 002
  Acquisition Date: October 6, 2010
  Acquisition Amount: $2,334,415
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development

Current Use:	Vacant land
Lot Size:	27,878
Estimated Current Value:	$615,000 (for all six parcels)
Current Zoning:	Raincross District
General Plan:	Downtown Specific Plan
Redev. Project Area:	Merged Downtown/Airport Industrial – Hunter Park/Northside
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed mixed-use retail/residential development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

The subject vacant land is located within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area and the Raincross District of the Downtown Specific Plan.

The Redevelopment Agency acquired and demolished properties located in the Downtown blocks along Market Street and Main Street, between First Street and Third Streets in an effort to assemble and facilitate the creation of two housing development sites. As previously discussed, the Raincross Promenade Phase 1 and 2 project currently occupies properties located on Market Street between First Street and Third Street.

The termination of the DDA with City View/Lennar, which was discussed on Page 36, resulted in these parcels totaling 1.8 acres without a planned development. Limited developer interest has been received consisting of a mixed-use retail/residential project.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 12: 4019 MISSION INN AVENUE
(TOTAL SITE SIZE: 26,136 SQUARE FEET)

SITE 12: 4019 MISSION INN AVENUE
(TOTAL SITE SIZE: 26,136 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 4019 Mission Inn Avenue
  APN: 214-211-007
  Acquisition Date: October 17, 2006
  Acquisition Amount: $1,135,762
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 26,136
  Estimated Current Value: $150,000
  Current Zoning: Neighborhood Commercial District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the Property

II. PROPERTY BACKGROUND/HISTORY

For blight elimination and land assembly purposes, the Redevelopment Agency authorized the acquisition of 4019 Mission Inn Avenue (Property) on May 2, 2006. The Property was occupied by Victoria Market, which contained a 7,531 square foot commercial building. Subsequent to the acquisition of the Property, the blighted building structure was demolished for development of a project that is consistent with the Redevelopment and Implementation Plans of the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area, the Downtown Specific Plan and the General Plan.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 13: 4271 AND 4293 MARKET STREET
(TOTAL SITE SIZE: 15,682 SQUARE FEET)

SITE 13: 4271 AND 4293 MARKET STREET
(TOTAL SITE SIZE: 15,682 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 4271 and 4293 Market Street

APN:	215-261-006 and 007
Acquisition Date:	January 4, 2007
Acquisition Amount:	$568,855 (for both parcels)
Acquisition Purpose:	Blight elimination, environmental site remediation and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	15,682 square feet
Estimated Current Value:	$80,000 (for both parcels)
Current Zoning:	Justice District
General Plan:	Downtown Specific Plan
Redev. Project Area:	Merged Downtown/Airport Industrial – Hunter Park/Northside
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	Yes
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

The Redevelopment Agency acquired the property located at 4271 and 4293 Market Street (Property) to eliminate blight, remove a dangerous building and conduct environmental cleanup for redevelopment purposes pursuant to the Redevelopment Polanco Act.

Due diligence and environmental investigations by URS Corporation indicated that the prior owners operated a gasoline underground storage tank. Operation of the tank predates agency records, but it is believed that the tank was operated from the 1950's and removed in the early 1970's. It is during this period that gasoline appears to have leaked from the tank into the underlying soils and migrated down to the depth of the groundwater.

The Redevelopment Agency purchased the Property and began soil and groundwater remediation activities in 2008. The remediation activities address soil and groundwater underlying the site which is impacted by gasoline from a historical leaking underground storage tank. The Redevelopment Agency retained URS Corporation to perform the environmental investigation and remediation activities under the oversight of the Santa Ana Regional Water Quality Control Board (RWQCB). A soil vapor extraction and air sparge remediation system was installed and is anticipated to be operated at the site until completion of cleanup. The system has removed significant gasoline hydrocarbons from

the site; however, additional cleanup is required to ensure there is no longer a risk for future redevelopment of the site due to a threat to groundwater quality.

Recently, the RWQCB requested additional remediation to be conducted prior to issuance of a site closure to ensure that cleanup has been successful pursuant to the Water Code Section 13304, which authorizes the RWQCB to issue "cleanup and abatement" orders requiring a discharger to cleanup and abate waste, "where the discharger has caused or permitted waste to be discharged or deposited where it is or probably will be discharged into waters of the State and creates or threatens to create a condition of pollution or nuisance."

Due to the existing environmental contamination above acceptable regulatory threshold levels, the Property is currently not marketable for disposition to a prospective buyer until completion of remediation and site closure approval is obtained from the RWQCB.

The State of California Orphan Site Cleanup Account (OSCA) awarded grant funds to the former Redevelopment Agency to fund the environmental investigation and remediation activities of the Property, which paid for the completion of the soil vapor extraction. Soil samples are being conducted by URS Corporation, which will be subject to the RWQCB review and approval. Since the Redevelopment Agency has spent the $1.4 million OSCA grant funds, approximately $250,000 will be needed to conduct the abandonment of the wells at the Property, which is mandatory to obtain site closure from the RWQCB following completion of the remediation activities.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to complete the soil samples and any additional required environmental remediation activities necessary in order to obtain site closure from the RWQCB prior to selling the Property. The Property will be sold at fair market value subject to completion of remediation activities and future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 14: 4565 AND 4575 MULBERRY AVENUE
(T0TAL SITE SIZE: 13,512 SQUARE FEET)

SITE 14: 4565 AND 4575 MULBERRY AVENUE
(T0TAL SITE SIZE: 13,512 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 4565 Mulberry Avenue
  APN: 219-043-019
  Acquisition Date: May 18, 2006
  Acquisition Amount: $373,745
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 6,969 square feet
  Estimated Current Value: $25,000 (combined with APN 219-043-020)
  Current Zoning: Prospect Place Office District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

- Address: 4575 Mulberry Avenue
  APN: 219-043-020
  Acquisition Date: May 10, 2006
  Acquisition Amount: $373,757
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 6,543 square feet
  Estimated Current Value: $25,000 (combined with APN 219-043-019)
  Current Zoning: Prospect Place Office District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On April 18, 2006, the Redevelopment Agency authorized the acquisition of 4565 and 4575 Mulberry Avenue (Property). The Property was acquired by the Redevelopment Agency to eliminate blight and assemble sufficient land adjacent to City-owned parcels, which was proposed to be a fire station site (but never constructed), for the facilitation of a future development that is more consistent with the established Redevelopment Plan for the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area, the Downtown Specific Plan and the General Plan.

A Letter of Intent was received for a development of a residential development for the Property and adjacent City-owned parcels.

III. PERMISSIBLE USE – SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development with the adjacent City-owned land.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 15: 1953 AND 1971 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 32,311 SQUARE FEET)

SITE 15: 1953 AND 1971 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 32,311 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 1953 University Avenue
  APN: 211-175-002
  Acquisition Date: April 15, 2005
  Acquisition Amount: $213,487
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 6,175 square feet
  Estimated Current Value: $340,000 (both parcels combined)
  Current Zoning: Commercial Retail
  General Plan: Mixed-Use – Neighborhood
  Redev. Project Area: University Corridor/Sycamore Canyon Merged
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed medical/office development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the properties for medical/office development

- Address: 1971 University Avenue
  APN: 211-175-003
  Acquisition Date: February 15, 2007
  Acquisition Amount: $2,981,615
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 26,136 square feet
  Estimated Current Value: $340,000 (both parcels combined)
  Current Zoning: Commercial Retail
  General Plan: Mixed-Use – Neighborhood
  Redev. Project Area: University Corridor/Sycamore Canyon Merged
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed medical/office development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property for medical/office development

II. PROPERTY BACKGROUND/HISTORY

University Avenue is one of the City's most important gateways with a four-lane thoroughfare linking Downtown Riverside and the Riverside campus of the University of California (UCR), a distance of two miles. The Avenue has excellent freeway access

from Interstate 215 and the Riverside Freeway (State Highway 91). Between University Avenue and Downtown is the Riverside Marketplace. It consists of a pedestrian intensive mix of restaurants, office and retail uses having an historic ambiance.

The subject properties are situated in a neighborhood that consists of a diverse, actively engaged community and are within the Eastside Neighborhood Plan (Plan). The intent of the Plan is to provide a blueprint to enhance and improve the quality of life in Riverside's Eastside Neighborhood. The area lies in the heart of the eastern portion of the City, bounded by the State Route 91 Freeway on the west, Third Street on the north, Chicago Avenue on the east and Fourteenth Street on the south.

The neighborhood possesses an unparalleled community spirit, and the residents wish to maintain their neighborhood as a diverse, family-friendly setting with a variety of housing opportunities featuring distinctive historic character, creating a livable and enjoyable environment. The residents strive to expand diversity with regard to culture, businesses, and education through continued accountable leadership and public participation. The future of the neighborhood also includes diverse educational and business opportunities in a livable community with housing for all income levels, expanded recreation, education, arts, and cultural activities.

The neighborhood is a diverse and vibrant community primarily composed of single-family residential areas with some multiple-family residential areas. Commercial areas are primarily located along University Avenue and Chicago Avenue. The neighborhood is home to the Downtown Metrolink Station within the Riverside Marketplace Specific Plan area. The Marketplace area features a number of professional offices, restaurants and light industry and retail uses. The Plan seeks to preserve and enhance all of these components while allowing for growth and development of underutilized properties in a manner that is sensitive to surrounding uses.

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor and to provide future development of projects that are more consistent with the City's vision for the corridor, the Redevelopment Agency acquired the properties located at 1953 University Avenue (a former Mexican restaurant), and 1971 University Avenue (a former Rodeway Inn motel) (Property). Following acquisition of the Property, the deteriorated building and motel structures were demolished to assemble adequate land for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

On February 27, 2012, the Successor Agency received an offer from the Riverside Community Health Foundation (RCHF) to purchase the Property for $260,000 for the development of a 5,000 to 6,000-square-foot medical/office building to meet the City's growing demands for low-cost healthcare.

RCHF is a nonprofit health foundation with a focus on providing healthcare to residents of Riverside. RCHF recognized the medical needs of those without health insurance as a serious community issue and opened the Eastside Health Center (Center), which is currently located at 1970 University Avenue, situated across the street from the subject Property.

The Property is located within the Eastside Neighborhood. As the Eastside grows and changes, so does the number of uninsured residents. Not only has there been an influx of low-income families, challenging workforce demographics have meant more people either work at small businesses that do not provide health insurance or are in low-paid service positions. The rising number of uninsured has strained the healthcare system, as an increasing number of residents delay care or seek non-urgent care in the emergency rooms of area hospitals. As such, in response to the growth of the uninsured and being prepared for future changes, RCHF is seeking to purchase the Property to develop an additional facility in order to provide healthcare that meets the needs of the community.

The purchase of the Property will provide the RCHF an opportunity to expand its medical and dental services to the low-income and uninsured population of Riverside. RCHF proposes to use the new facility to house the dental services of the Center, as well as provide space for health education classes, healthy eating and exercise programs, behavioral health services and office space for community outreach workers and health educators. Also, RCHF has approached the Public Health Department about providing the WIC Program (Women, Infants, and Children) at this site. Furthermore, by moving the Center's dental oratories to the new facility, the existing building would be able to expand from nine to fifteen exam rooms, which would greatly cut down on patient wait time.

The Center currently provides well child and adult exams, immunizations, family planning, OB/GYN services, maternal care, pregnancy tests, sick visits, chronic condition check-ins, and pediatric dental care. The Center also plans to open for Urgent Care in the near future, and would be one of the only Urgent Care facilities available in the immediate area. The new facility will allow the Center to provide services to a larger population, thereby increasing access to medical and dental care in Riverside. The Center's expanded services will fill a much needed gap created by a recent change in Medi-Cal reimbursement for private physicians that has resulted in the reduction of physicians accepting Medi-Cal. It is estimated that only one in four primary care physicians are accepting new Medi-Cal patients. The Center is operated by a nonprofit corporation with a primary care model that is required by the federal government under section 329 and 330 of the Public Health Service Act and is able to accept Medi-Cal patients. This will have a major impact on the overall well-being of the City as it will cut down on patient's unnecessary visits to local Emergency Rooms, reducing wait times and overcrowding.

RCHF proposes the development of a one-story 4,500 square-foot medical/office building. The proposed building faces a landscaped parkway on University Avenue and parking is at the rear of the Property. The new Center will be a well-lighted and pedestrian-oriented environment. The proposed development is in keeping with the area concept and the building is compatible with the adjacent residences.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484, the Successor Agency recommends that the DOF approve the sale of the Property to RCHF for $340,000, which represents the fair market value for the Property, for the proposed medical/office development on Agency-owned land for the purpose for which the property was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The proposed development consists of the following deal points:

- Purchase Price: $340,000
- Project Description: Approximately 4,500 square feet of medical/office development
- Project Funding: RCHF to provide evidence of financing or cash equal to Purchase Price within 90 days from Opening of Escrow
- Planning Application: RCHF to submit an application to Planning for Tract Map, Design Review and entitlements within 90 days from Opening of Escrow
- Design Review: RCHF must be in conformance with the General Plan and University Specific Plan
- Entitlements and Environmental Clearance: RCHF to obtain all necessary entitlements, including Grading and Building Permits within 12 months from submission of Planning Application
- Closing of Escrow: Within 15 days from issuance of Building Permit; funds for acquisition of the Property remain in an escrow account until construction is complete
- Construction: RCHF to start construction within 90 days from Closing of Escrow and complete construction within 12 months from Start of Construction
- Default Remedy: $50,000 liquidated damages for breach of contract or non-performance by RCHF

The Successor Agency will sell the Property to RCHF in accordance with the Guidelines. If the proposed development does not move forward with RCHF as anticipated, the Successor Agency recommends that the DOF approve the sale of the Property for a future development at fair market value. The Successor Agency will sell the Property in accordance with the Guidelines, which allow for flexibility in property disposition to maximize value while preventing the re-establishment of blight and capitalizing on Riverside's resources for the benefit of its residents.

SITE 16: 2015, 2025 AND 2039 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 29,810 SQUARE FEET)

SITE 16: 2015, 2025 AND 2039 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 29,810 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 2015, 2025 and 2039 University Avenue

APN:	211-174-011, 012 and 025
Acquisition Date:	October 16, 2009
Acquisition Amount:	$652,520
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	29,810 square feet
Estimated Current Value:	$300,000
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor and to provide future development of projects that are more consistent with the City's vision for the corridor, the Redevelopment Agency approved the acquisition of the property located at 2055 University Avenue and a portion of the lot located at 2039 University Avenue on May 10, 2005.

On August 22, 2006, the Redevelopment Agency approved a purchase and sale Agreement for sale of 2039 University Avenue to University Horizons, LLC (Buyer) for a development of a 12,000-square-foot commercial building (Project). The sale of the property was contingent upon the Buyer's ability to commence grading for the Project no later than March 16, 2008. When the Project did not commence by the specified date, the Redevelopment Agency and the Buyer engaged in negotiations regarding facilitation of the Project and possible alternatives to the planned development. Ultimately, no workable solution was identified.

In January 2009, the Buyer requested that the Redevelopment Agency repurchase 2039 University Avenue, as required by the purchase and sale agreement, and purchase the adjacent properties located at 2015 and 2025 University Avenue.

On August 25, 2009, following extended negotiations, the Redevelopment Agency authorized the acquisition of 2015, 2025 and 2039 University Avenue (Property) for $652,520 to consolidate the individual parcels and create a new development site of

approximately 29,810-square feet for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 17: 2227 AND 2243 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 16,000 SQUARE FEET)

SITE 17: 2227 AND 2243 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 16,000 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 2227 and 2243 University Avenue

APN:	211-143-002 and 003
Acquisition Date:	May 25, 2006
Acquisition Amount:	$720,032
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	16,000 square feet
Estimated Current Value:	$80,000
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor and to provide future development of projects that are more consistent with the City's vision for the corridor, the City Council and Redevelopment Agency approved the acquisition of two historic structures at 2227 and 2243 University Avenue (Property) for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

One of the structures, 2227 University Avenue, was destroyed by a fire and the remaining historic structure located at 2243 University Avenue was relocated consistent with the building's historical Structure of Merit designation leaving both parcels vacant for future development.

Collectively, the parcels consist of approximately 16,000 square feet. Additional land may be required to develop the Property in accordance with the established plans or a variance may need to be issued to comply with the minimum lot size of 20,000 square feet for development.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 18: 2585 AND 2617 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 19,000 SQUARE FEET)

SITE 18: 2585 AND 2617 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 19,000 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 2585 and 2617 University Avenue

APN:	211-131-017 and 018
Acquisition Date:	July 15, 2008
Acquisition Amount:	$1,004,745
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	19,000 square feet
Estimated Current Value:	$150,000 (for both parcels)
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor and to provide future development of projects that are more consistent with the City's vision for the corridor, the City Council and Redevelopment Agency adopted a Resolution of Necessity authorizing the acquisition of 2617 University Avenue, a former Miller's Auto Upholstery, and 2585 University Avenue, a former Discount Liquor store (Property) on September 12, 2006. The Discount Liquor site was a source of regular criminal complaints, which required significant investment of law enforcement resources. In 2008, this site reported thirty-one incidents of calls and complaints of criminal activities.

Following acquisition of the Property, the deteriorated building structures were demolished to assemble adequate land for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

The Property is approximately 19,000 square feet. Additional land may be required to develop the Property in accordance with the established plans or a variance may be needed to be issued to comply with the minimum lot size of 20,000 square feet for development.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 19: 2731-2871 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 1.9 ACRES)

SITE 19: 2731-2871 UNIVERSITY AVENUE
(TOTAL SITE SIZE: 1.9 ACRES)

I. PROPERTY PROFILE

- Address: 2731 and 2751 University Avenue
  APN: 211-131-021
  Acquisition Date: January 23, 2007
  Acquisition Amount: $1,102,758
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 19,800 square feet
  Estimated Current Value: $850,000 (for all 7 parcels)
  Current Zoning: Commercial Retail
  General Plan: Mixed-Use – Neighborhood
  Redev. Project Area: University Corridor/Sycamore Canyon Merged
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed Hampton Inn Hotel and retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 2771 University Avenue
  APN: 211-131-022
  Acquisition Date: March 13, 2007
  Acquisition Amount: $490,775
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 9,900 square feet
  Estimated Current Value: $850,000 (for all 7 parcels)
  Current Zoning: Commercial Retail
  General Plan: Mixed-Use – Neighborhood
  Redev. Project Area: University Corridor/Sycamore Canyon Merged
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed Hampton Inn Hotel and retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 2791 University Avenue
  APN: 211-131-023
  Acquisition Date: August 31, 2006

Acquisition Amount:	$428,096
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	9,900 square feet
Estimated Current Value:	$850,000 (for all 7 parcels)
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed Hampton Inn Hotel and retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 2811 University Avenue

APN:	211-131-024
Acquisition Date:	October 27, 2005
Acquisition Amount:	$336,793
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	9,900 square feet
Estimated Current Value:	$850,000 (for all 7 parcels)
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed Hampton Inn Hotel and retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 2831 and 2851 University Avenue

APN:	211-131-026 and 032
Acquisition Date:	February 23, 2007
Acquisition Amount:	$835,000
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	19,383 square feet
Estimated Current Value:	$850,000 (for all 7 parcels)
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood

Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed Hampton Inn Hotel and retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 2871 University Avenue

APN:	211-131-031
Acquisition Date:	April 27, 2006
Acquisition Amount:	$26,437
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	16,117 square feet
Estimated Current Value:	$850,000 (for all 7 parcels)
Current Zoning:	Commercial Retail
General Plan:	Mixed-Use – Neighborhood
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed Hampton Inn Hotel and retail development
Environmental History:	Yes – former Arco Gas Station
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

Blight elimination and revitalization of the University Avenue corridor was the concentrated focus of several sustained city initiatives. As a redevelopment area, the corridor exhibits many of the classic conditions that redevelopment must address. University Avenue, including the subject site, had been characterized by substandard parcels, antiquated and detrimental land uses, physical access limitations, and outdated buildings. As a result, block acquisition, clearance, and consolidation remained the preferred method for addressing the blighting conditions. The conditions on the corridor required substantial investments of resources targeting code violations and nuisance abatements, planning and zoning needs, and law enforcement.

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor and to provide future development of projects that are more consistent with the City's vision for the corridor, the Redevelopment Agency acquired the properties at the northeast corner of University Avenue and Park Avenue consisting of 2731, 2751, 2771, 2791, 2811, 2831, 2851 and 2871 University Avenue (Property). Collectively, the subject site is approximately 1.9 acres.

Following acquisition of the Property, the deteriorated building structures were demolished to assemble adequate land for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

In 2006, the Redevelopment Agency acquired the property located at 2871 University Avenue with full awareness of the existing contamination with the intent to remediate the site for future development to serve the surrounding neighborhood. This site was a former Ken's Arco gas station in which existing environmental contamination was impeding development efforts along University Avenue. Following acquisition of the property, the Redevelopment Agency was awarded an Environmental Protection Agency Orphan Site Cleanup Grant fund to conduct on-going site assessment and remediation activities. The Redevelopment Agency completed the remediation of the property and received site closure from the Santa Ana State Regional Water Quality Control Board in 2010.

Previous proposals for the Property include a Hampton Inn Hotel in 2011 and a retail development from Dollar General.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 20: 3870 OTTAWA AVENUE
(TOTAL SITE SIZE: 16,552 SQUARE FEET)

SITE 20: 3870 OTTAWA AVENUE
(TOTAL SITE SIZE: 16,552 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3870 Ottawa Avenue

APN:	221-061-002
Acquisition Date:	December 23, 2006
Acquisition Amount:	$1,206,120
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	16,552 square feet
Estimated Current Value:	$80,000
Current Zoning:	Residential (R-3-1500-SP)
General Plan:	Mixed-Use – Village
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

In an effort to eliminate improperly utilized, underutilized and blighted properties along the University Corridor, the City Council and Redevelopment Agency authorized a Resolution of Necessity to acquire the Big L Motel located at 3870 Ottawa Avenue (Property) on September 5, 2006.

Following acquisition of the Property, the deteriorated motel structure was demolished to assemble adequate land for future development that complies with the established Redevelopment Plan for the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, the University Specific Plan and the General Plan.

The Property is over 16,000 square feet of vacant land. Additional land may be required to develop the Property in accordance with the established plans or a variance may be need to be issued to comply with the minimum lot size of 20,000 square feet for development.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 21: 4307 PARK AVENUE
(TOTAL SITE SIZE: 5,600 SQUARE FEET)

SITE 21: 4307 PARK AVENUE
(TOTAL SITE SIZE: 5,600 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 4307 Park Avenue

APN:	211-233-001
Acquisition Date:	May 20, 2009
Acquisition Amount:	$118,113
Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	5,600 square feet
Estimated Current Value:	$0
Current Zoning:	Commercial Retail
General Plan:	Commercial
Redev. Project Area:	University Corridor/Sycamore Canyon Merged
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

A single-family residence and a small commercial unit, located at the southwest corner of Park Avenue and Thirteenth Street and across from Lincoln Park, were in a significant state of dilapidation and considered substandard and unsafe to occupy (Property). This blighted Property was a serious physical and economic burden on the surrounding residential neighborhood.

To eliminate blighted conditions within the University Corridor/Sycamore Canyon Merged Redevelopment Project Area (Project Area) and remove structurally-substandard buildings, the Redevelopment Agency approved a purchase and sale agreement for the acquisition of the Property located 4307 Park Avenue on a 5,600-square-foot lot and the demolition of the deteriorated condition structures on February 24, 2009.

Following acquisition of the Property, the deteriorated building structures were demolished to assemble adequate land for future development that complies with the established Redevelopment Plan for the Project Area, the University Specific Plan and the General Plan.

The purchase of the Property eliminated blighted conditions in the Project Area and the removal of the structurally-substandard buildings permitted the return of land to economic use through future new construction. The Property is zoned Commercial-Retail. Additional land may be required or a variance may need to be issued to develop the

Property in accordance with the University Specific Plan and the General Plan or a zone change may need to be obtained to allow residential development.

The Property is too small to meet either commercial or residential building minimum lot size standards; therefore, staff believes the Property has no value and only logical buyer will be the adjacent property owner.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 22: 3441 CENTRAL AVENUE
(TOTAL SITE SIZE: 21,212 SQUARE FEET)

SITE 22: 3441 CENTRAL AVENUE
(TOTAL SITE SIZE: 21,212 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3441 Central Avenue
  APN: 225-173-028 and 031
  Acquisition Date: June 11, 1999
  Acquisition Amount: $0
  Acquisition Purpose: Freeway signage
  Current Use: Vacant land
  Lot Size: 21,212 square feet
  Estimated Current Value: $0
  Current Zoning: Single-Family Residential (R-1-7000)
  General Plan: Office
  Redev. Project Area: Magnolia Center
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

Through various means (grant, relinquishment, vacation and donation) beginning in the late 1950's, the City acquired two small parcels adjacent to the 91 Freeway on the north side of Central Avenue. A portion of the combined parcels was transferred to the State of California and has been incorporated into the westbound 91 freeway off-ramp. The balance of the original parcel is approximately one third of an acre but is such an unusual shape that there has been little development interest over the years.

In 1997, an additional 7,600 square feet of landlocked land adjacent to what the City already owned was donated to the City by a private land owner. This parcel was conveyed to the City with the City Council agreeing in concept to the transfer the parcel to the Redevelopment Agency, subject to Redevelopment Agency approval.

On June 1, 1999, the City Council authorized the transfer of the noted parcels to the Redevelopment Agency at no cost. It was the City's intent that the two parcels, when combined, would serve as a location of signage related to the Magnolia Center Project Area. Unfortunately, the property is located in a "landscaped freeway area", and the Redevelopment Agency was never able to secure the intended signage as Caltrans would not approve the permit. As such, the Redevelopment Agency marketed the parcels for sale but received little to no interest because of its small size and lack of access. Additional land may be required or a variance may need to be issued to develop the Property in accordance with the University Specific Plan and the General Plan or a zone change may need to be obtained to allow residential development.

The Property is not allowed to have a driveway cut and has limited access; therefore, staff believes the Property has no value and only logical buyer will be the adjacent property owner.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 23: 6963 STREETER AVENUE
(TOTAL SITE SIZE: 16,117 SQUARE FEET)

SITE 23: 6963 STREETER AVENUE
(TOTAL SITE SIZE: 16,117 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 6963 Streeter Avenue
  APN: 190-340-011
  Acquisition Date: May 11, 2006
  Acquisition Amount: $1
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 16,117 square feet
  Estimated Current Value: $60,000
  Current Zoning: Commercial General
  General Plan: Public Facility
  Redev. Project Area: Magnolia Center
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On April 18, 2006, the City Council and Redevelopment Agency jointly approved the sale of 6963 Streeter from the City to Redevelopment Agency in the amount of $517,300. At the time of the purchase, it was the intent of Redevelopment Agency to procure a developer for development of the Property. However, given the Property's relatively small size, there has been no development interest over the years. Re-zoning will be required for residential development or a variance may be needed to be issued or additional land may need to be acquired to comply with the minimum lot size of 20,000 square feet for commercial development.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 24: 3575-3661 MERRILL AVENUE
(TOTAL SITE SIZE: 3.2 ACRES)

SITE 24: 3575-3661 MERRILL AVENUE
(TOTAL SITE SIZE: 3.2 ACRES)

I. PROPERTY PROFILE

- Address: 3661 Merrill Avenue
  APN: 225-140-001
  Acquisition Date: May 4, 2005
  Acquisition Amount: $873,638
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 20,037 square feet
  Estimated Current Value: $1,000,000 (combined with adjacent parcels)
  Current Zoning: Commercial General
  General Plan: Commercial
  Redev. Project Area: Magnolia Center
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

- Address: 3645 Merrill Avenue
  APN: 225-140-002
  Acquisition Date: August 4, 2006
  Acquisition Amount: $1,000,161
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 20,037 square feet
  Estimated Current Value: $1,000,000 (combined with adjacent parcels)
  Current Zoning: Commercial General
  General Plan: Commercial
  Redev. Project Area: Magnolia Center
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

- Address: 3631 Merrill Avenue
  APN: 225-140-003
  Acquisition Date: April 5, 2006
  Acquisition Amount: $831,722

Acquisition Purpose:	Blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Lot Size:	23,958 square feet
Estimated Current Value:	$1,000,000 (combined with adjacent parcels)
Current Zoning:	Commercial General
General Plan:	Commercial
Redev. Project Area:	Magnolia Center
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed mixed-use retail/residential development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use/Disposition:	Sale of the property

- Addresses: 3607, 3605 and 3575 Merrill Avenue
  APN: 225-140-004, 005 and 006
  Acquisition Date: April 2, 2008
  Acquisition Amount: $3,500,000
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Paved parking lot
  Lot Size: 1.7 acres
  Estimated Current Value: $1,000,000 (combined with adjacent parcels)
  Current Zoning: Commercial General
  General Plan: Commercial
  Redev. Project Area: Magnolia Center
  Rent/Lease Revenue: Yes – Existing month-to-month lease at $245 a day
  Proposal History: Yes – Proposed mixed-use retail/residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On March 1, 2005, the City Council and Redevelopment Agency authorized the acquisition of Assessor Parcel Number 225-140-001. Furthermore on March 7, 2006, the Redevelopment Agency adopted a Resolution of Necessity authorizing the condemnation and acquisition of Assessor Parcel Numbers 225-140-002, 003, 005 and 006 along Merrill Avenue (Property).

At the time of the acquisition of the Property, the Redevelopment Agency viewed the rehabilitation and revitalization of Merrill Avenue as an integral component to existing redevelopment efforts in the Magnolia Center Project Area. The Redevelopment Agency demolished six existing structures with the goal of developing a “restaurant row” which would complement the adjacent Riverside Plaza shopping center. The Redevelopment

Agency converted Assessor Parcel Numbers 225-140-006, -005, and -004 into a surface parking lot containing 210 parking spaces.

On October 1, 2007, the Redevelopment Agency entered into a License Agreement with Riverside Plaza, LLC for use of the surface parking lot covering Assessor Parcel Numbers 225-140-006, 005, and 004 for patrons and employees of the adjacent Riverside Plaza Shopping Center on Friday, Saturdays and other limited special occasions. Consideration for the use of the surface parking lot is $1,960 per month or $245 per day. The Agreement has been extended multiple times with the latest manifestation expiring in early 2011. With the expiration of the latest amendment, the agreement is now on a month-to-month basis until the Property is disposed.

Furthermore, the Successor Agency has received the following proposals for the Property:

- Pelican Properties – Pelican Properties has proposed the acquisition of the Property for the purpose of developing the Property into a mixed-use retail, live-work, and residential apartment development.

- Steven Walker Communities – Steven Walker Communities has proposed the acquisition of the Property for the purpose of developing the Property into a residential apartment development.

- Nehemiah International – Nehemiah International has proposed the acquisition of the Property for the purpose of developing the Property into student housing.

Additionally, on July 24, 2007, the City Council approved the Riverside Avenue Grade Separation Project to grade separate Riverside Avenue at the Union Pacific railroad crossing by constructing an underpass along Riverside Avenue under the Union Pacific railroad tracks. The Riverside Avenue Grade Separation Project (Project) is located between Merrill Avenue and 400 feet north of Elizabeth Street.

With the lowering of Riverside Avenue as part of the Project, the existing drainage conditions would be altered thus creating a local sump condition. The run-off water generated as a result of a rain event would be pumped to a detention basin being built as part of the Project. A 20 foot wide Storm Drain Easement is required to discharge the water collected in the detention basin to the County of Riverside's Magnolia Center Storm Drain Line that is located under Merrill Avenue.

As such, the City of Riverside – Public Works Department has determined the most suitable location to construct the detention basin discharge pipe is over a portion of Successor Agency-owned property located at 3575 Merrill Avenue (APN 225-140-006), and seeks to acquire an approximately 3,377 square foot permanent easement, 20 feet wide, along its easterly property line. Based on an analysis of the easement and relevant market data, the City of Riverside – Public Works Department offers $25,300 for the permanent easement, which was calculated as follows:

Permanent Easement

3,377 SF X $7.50 P/SF = $25,328 ($25,300 rounded)

Furthermore, a separate component of the Project includes the termination of Elizabeth Street at Riverside Avenue via the construction of a cul-de-sac and a 25-foot elevation change at Riverside Avenue. The Elizabeth Street reconfiguration and elevation change requires the relocation of two major 12kv feeder circuits from the Plaza Substation that run east along Elizabeth Street to Riverside Avenue. These two lines service approximately 2,000+ residential customers and nearby retail and miscellaneous businesses.

To facilitate the relocation of the 12kv feeder circuits, the City of Riverside – Public Utilities has determined that the most feasible and cost effective relocation route requires a 15 foot permanent underground electrical utility easement over Successor Agency-owned property located at 3661 Merrill Avenue (APN 225-140-001) and seeks to acquire a 2,539 square foot easement.

Based on an analysis of the easement and relevant market data, the City of Riverside – Public Utilities offers $19,042.50 for the permanent easement, which was calculated as follows:

Permanent Easement

2,539 SF X $7.50 P/SF = $19,042.50

Granting of the aforementioned easements will not have a negative economic impact on the Property as the Public Works and Public Utilities facilities will be located underground along the western and eastern boundaries of the Property and a parking lot may be constructed above them.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 25: MADISON AT RAILROAD PROPERTY
(TOTAL SITE SIZE: 3.8 ACRES)

SITE 25: MADISON AT RAILROAD PROPERTY
(TOTAL SITE SIZE: 3.8 ACRES)

I. PROPERTY PROFILE

- Address: No address
  APN: 230-233-013, 230-245-013 and 015 and 230-253-010
  Acquisition Date: April 2, 2007
  Acquisition Amount: $983,664 (for all four parcels)
  Acquisition Purpose: Land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 3.8 acres
  Estimated Current Value: $35,000 (for all four parcels)
  Current Zoning: Single-Family Residential (R-1-7000)
  General Plan: Medium Density Residential
  Redev. Project Area: Casa Blanca
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed Single-family residential development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On January 9, 2007, the Redevelopment Agency approved the acquisition of unimproved real property located southerly of Railroad Avenue and westerly of Madison Street in the total amount of $1,085,000, identified as Assessor Parcel Numbers 230-245-013, 230-245-015, 230-233-013 and 230-253-010 from the Riverside County Transportation Committee (RCTC). Collectively, the Property was approximately 4.1 acres. Approximately 15,000 square feet of Assessor Parcel Number 230-253-010 located at Railroad Avenue and Madison Street must be retained by the City for a future grade separation project.

The State Controller's Office Asset Transfer Review dated May 2013 determined that the 15,000 square feet of land has been transferred to the City and requires no further action. As such, approximately 3.8 acres are subject to disposition at fair market value in accordance to the Guidelines.

As one of the few available acreage sites in Casa Blanca, the Property was intended to be a focal point for an appropriate future land use that would be beneficial to the Redevelopment Agency's revitalization efforts in the area.

Furthermore, the Successor Agency has received the following proposals for the Property:

- Pelican Properties – Pelican Properties has proposed the acquisition of the Property for the purpose of developing the Property into modestly priced Single-family detached homes.

- Brandywine Homes – Brandywine Homes has proposed the acquisition of the Property for the purpose of developing the Property into Single-family detached homes.

- Tri County Development and Construction Inc. – Tri County Development and Construction has proposed the acquisition of the Property for the purpose of developing the Property into Single-family detached homes.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 26: 8717 INDIANA AVENUE
(TOTAL SITE SIZE: 6,969 SQUARE FEET)

SITE 26: 8717 INDIANA AVENUE
(TOTAL SITE SIZE: 6,969 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 8717 Indiana Avenue
  APN: 233-140-017
  Acquisition Date: September 16, 2008
  Acquisition Amount: $919,660
  Acquisition Purpose: Blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 6,969 square feet
  Estimated Current Value: $20,000
  Current Zoning: Commercial Retail
  General Plan: Commercial
  Redev. Project Area: Arlington
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On August 12, 2008, the Redevelopment Agency approved the acquisition of the property located at 8717 Indiana Avenue (Property) in the amount of $919,660.

Over the past decade, the Redevelopment Agency had focused its efforts on revitalizing and improving the areas of Indiana Avenue and Monroe Street. These efforts included the purchase and rehabilitation of substandard four-plex properties along Indiana Avenue. To continue the improvement efforts, the Redevelopment Agency acquired the Property, which at the time included a mid-size commercial building housing a liquor store.

Shortly after acquisition, the Redevelopment Agency demolished the commercial structure and marketed the Property for development. However, given the relatively small size of the Property, there has been little commercial development interest over the years. Moving forward, the most appropriate use for the site is residential. If combined with the adjacent parcel, which is vacant land zoned residential, the Property would be suitable for multi-family residential development.

The Property may need to go through the General Plan amendment process prior to disposition, which takes approximately six months, to rezone it for residential use since it is too small and does not meet the minimum 20,000 square-foot lot size for commercial development.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

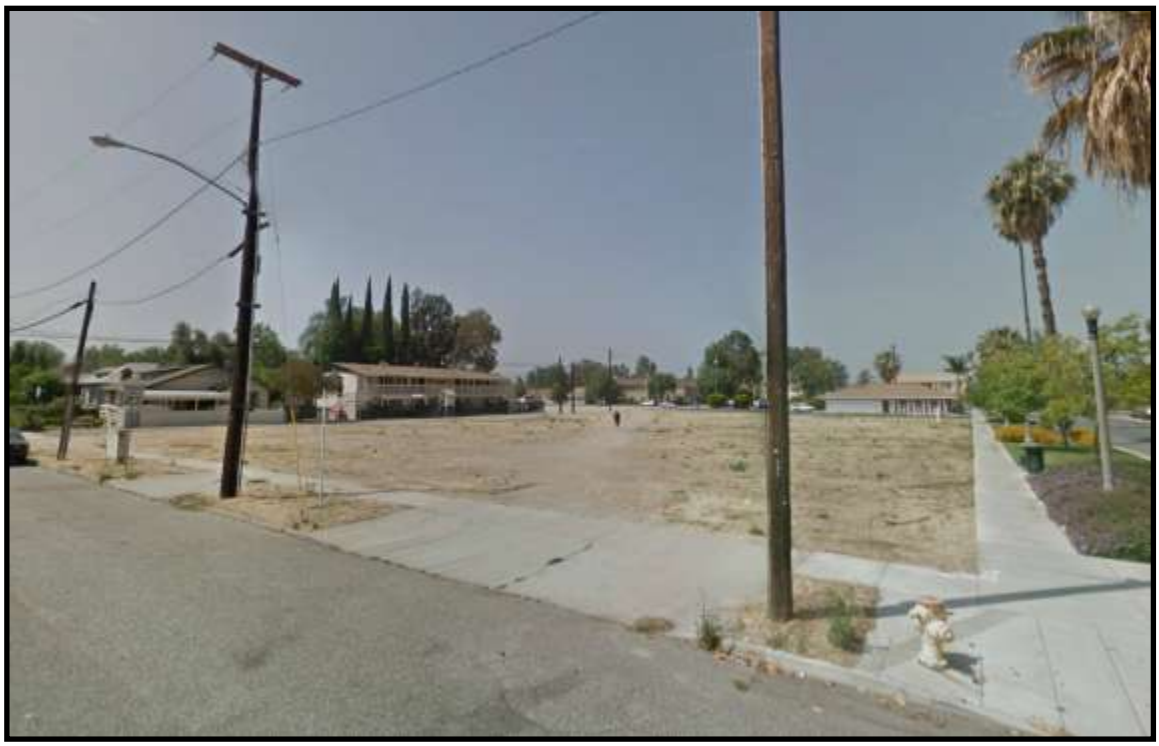
Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 27: 9644 AND 9670 MAGNOLIA AVENUE
(TOTAL SITE SIZE: 40,510 SQUARE FEET)



SITE 27: 9644 AND 9670 MAGNOLIA AVENUE
(TOTAL SITE SIZE: 40,510 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 9644 Magnolia Avenue
  APN: 234-101-028
  Acquisition Date: April 4, 2007
  Acquisition Amount: $1,270,800 (Combined with adjacent parcels)
  Acquisition Purpose: Land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 15,246 square feet
  Estimated Current Value: $325,000 (combined with adjacent parcels)
  Current Zoning: Commercial General
  General Plan: Mixed-Use - Village
  Redev. Project Area: Arlington
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

- Address: 9670 Magnolia Avenue
  APN: 234-101-050 and 058
  Acquisition Date: April 4, 2007
  Acquisition Amount: $1,270,800 (Combined with adjacent parcel)
  Acquisition Purpose: Land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 25,264 square feet
  Estimated Current Value: $325,000 (combined with adjacent parcels)
  Current Zoning: Commercial General
  General Plan: Mixed-Use - Village
  Redev. Project Area: Arlington
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On February 20, 2007, the Redevelopment Agency approved the acquisition of Assessor Parcel Numbers 234-101-028, 049 (now 058) and 050, located on Magnolia Avenue between Taft and Myers Streets, from the City in the total amount of $1,270,800.

In 1995, the City purchased the Property for the relocation of the existing Arlington Branch Library. In 2004, the City approved the remodeling and expansion of the Arlington

Branch Library in its present location to preserve the historical structure. This decision eliminated the need for the Property to be used for the new location of the Arlington Branch Library located at 9556 Magnolia Avenue in Riverside.

Collectively, the Property is approximately 40,537 square feet. It was the intent of the Redevelopment Agency, upon acquisition, that the Property would provide for future development opportunities, which would be complimentary to the newly revamped Arlington Branch library and Arlington Village to the east and to neighboring commercial areas to the west of the Property.

Letters of Interest were previously received from Hopkins Development for a medical office and Steve Walker Communities for a multi-family residential development. However, both parties have since retracted their offers for economic reasons.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 28: 10920 MAGNOLIA AVENUE
(TOTAL SITE SIZE: 1 ACRE)

SITE 28: 10920 MAGNOLIA AVENUE
(TOTAL SITE SIZE: 1 ACRE)

I. PROPERTY PROFILE

- Address: 10920 Magnolia Avenue
  APN: 138-470-013
  Acquisition Date: August 21, 2007
  Acquisition Amount: $1,820,000
  Acquisition Purpose: Blight elimination
  Current Use: Vacant land
  Lot Size: 1 acre
  Estimated Current Value: $450,000
  Current Zoning: Single-Family Residential (R-1-7000)
  General Plan: Mixed-Use - Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use/Disposition: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On September 19, 2006, the Redevelopment Agency adopted a Resolution of Necessity authorizing the condemnation and acquisition of the property located at 10920 Magnolia Avenue (Property).

At the time of acquisition, the Redevelopment Agency identified the Property as a significant opportunity for redevelopment of an underutilized and blighted property. The Property, at the time of acquisition, consisted of a one-story motel, built in the 1950's, which had become rundown and blighted. Furthermore, the motel was an underuse of the Property and was non-conforming per zoning regulations. The Redevelopment Agency subsequently removed the motel and began marketing the Property for development opportunities.

The Successor Agency has received a proposal for the Property from Grae Ventures, which has proposed the acquisition of the Property for the purpose of developing the Property into a retail development to complement the adjacent retail shopping center owned by Grae Ventures.

III. PERMISSIBLE USE - SALE OF THE PROPERTY

Allow the Successor Agency to sell the Property at fair market value subject to future development.

IV. DISPOSITION RECOMMENDATION

Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 29 - 31: FIVE POINTS INTERSECTION
(TOTAL SITE SIZE: 8.5 ACRES)

SITE 29 - 31: FIVE POINTS INTERSECTION

Site A (5.2 acres)

Site B (2.4 acres)

Site C (0.9 acres)

SITE 29: NORTHWEST CORNER PIERCE STREET & LA SIERRA AVENUE (SITE A)
(TOTAL SITE SIZE: 5.2 ACRES)

I. PROPERTY PROFILE

- Address: 4922-4942 La Sierra Avenue
  APN: 146-162-001, 037, 044, 047, and 048
  Acquisition Date: October 16, 2008
  Acquisition Amount: $3,201,783
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Total Lot Size: 2.7 acres
  Estimated Current Value: $2,025,000 (for 16 parcels – Site A)
  Current Zoning: Commercial General
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: Yes - Proposed retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 4900 and 4916 La Sierra Avenue
  APN: 146-162-021, 032 and 043
  Acquisition Date: September 26, 2008
  Acquisition Amount: $1,024,141
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Lot Size: 21,344 square feet
  Estimated Current Value: $2,025,000 (for 16 parcels – Site A)
  Current Zoning: Commercial General
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: Yes - Proposed retail development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 4950-4966 La Sierra Avenue
  APN: 146-162-031, 042, 045, and 046.
  Acquisition Date: July 11, 2008
  Acquisition Amount: $1,605,644
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development

Current Use:	Vacant land
Lot Size:	1.8 acres
Estimated Current Value:	$2,025,000 (for 16 parcels – Site A)
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	Yes - Proposed retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 11129 and 11131 Pierce Street

APN:	146-162-018 and 038
Acquisition Date:	November 19, 2012
Acquisition Amount:	$1,030,000
Acquisition Purpose:	Street improvement, blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Total Lot Size:	14,157 square feet
Estimated Current Value:	$2,025,000 (for 16 parcels – Site A)
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	Yes - Proposed retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 11121 Pierce Street

APN:	146-162-019
Acquisition Date:	May 26, 2011
Acquisition Amount:	$435,000
Acquisition Purpose:	Street improvement, blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Total Lot Size:	6,300 square feet
Estimated Current Value:	$2,025,000 (for 16 parcels – Site A)
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	Yes - Proposed retail development
Environmental History:	No
Transit-Oriented Potential:	No

Proposed Use:	Sale of the property

Address:	11113 Pierce Street
APN:	146-162-020
Acquisition Date:	April 16, 2013
Acquisition Amount:	$606,130
Acquisition Purpose:	Street improvement, blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Total Lot Size:	6,800 square feet
Estimated Current Value:	$2,025,000 (for 16 parcels – Site A)
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	Yes - Proposed retail development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

SITE 30: SOUTHWEST CORNER PIERCE STREET & LA SIERRA AVENUE (SITE B)
(TOTAL SITE SIZE: 2.4 ACRES)

- Address: 11134 and 11144 Pierce Street
  APN: 146-220-008 and 039
  Acquisition Date: June 10, 2011
  Acquisition Amount: $1,026,968
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant building
  Total Lot Size: 1.5 acres
  Estimated Current Value: $500,000 (for 4 parcels – Site B properties)
  Current Zoning: Residential Estate Specific Plan
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: $970 a month
  Proposal History: Yes – Proposed office development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 11124 Pierce Street
  APN: 146-220-038
  Acquisition Date: May 16, 2007
  Acquisition Amount: $603,770
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Total Lot Size: 17,859 square feet
  Estimated Current Value: $500,000 (for 4 parcels – Site B properties)
  Current Zoning: Commercial General
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: Yes – Proposed office development
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 4870 La Sierra Avenue
  APN: 146-220-037
  Acquisition Date: January 9, 2007
  Acquisition Amount: $1,901,437
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land

Total Lot Size:	18,730 square feet
Estimated Current Value:	$500,000 (for 4 parcels – Site B properties)
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	Yes – Proposed office development
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

SITE 31: BUSHNELL AVENUE & HOLE AVENUE (SITE C)
(TOTAL SITE SIZE: 0.9 ACRES)

- Address: 11073 Hole Avenue
  APN: 146-231-016
  Acquisition Date: June 6, 2012
  Acquisition Amount: $472,446
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Total Lot Size: 17,554 square feet
  Estimated Current Value: $0
  Current Zoning: Commercial General
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 11079 Hole Avenue
  APN: 146-231-017 and 027
  Acquisition Date: July 5, 2012
  Acquisition Amount: $578,000 (combine with 017)
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land
  Total Lot Size: 9,354 square feet
  Estimated Current Value: $0
  Current Zoning: Commercial General
  General Plan: Mixed Use – Village
  Redev. Project Area: La Sierra/Arlanza
  Rent/Lease Revenue: No
  Proposal History: No
  Environmental History: No
  Transit-Oriented Potential: No
  Proposed Use: Sale of the property

- Address: 11083, 11089, and 11093-11099 Hole Avenue and 11079 Bushnell Avenue
  APN: 146-231-031, 032, 033 and 034
  Acquisition Date: February 21, 2008
  Acquisition Amount: $1,936,000 (combined with 031, 032, 033 and 034)
  Acquisition Purpose: Street improvement, blight elimination and land assembly to facilitate future development
  Current Use: Vacant land

Total Lot Size:	13,937 square feet
Estimated Current Value:	$0
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

- Address: 11035 Wells Avenue

APN:	146-231-036
Acquisition Date:	August 10, 2011
Acquisition Amount:	$754,300
Acquisition Purpose:	Street improvement, blight elimination and land assembly to facilitate future development
Current Use:	Vacant land
Total Lot Size:	3,000 square feet
Estimated Current Value:	$0
Current Zoning:	Commercial General
General Plan:	Mixed Use – Village
Redev. Project Area:	La Sierra/Arlanza
Rent/Lease Revenue:	No
Proposal History:	No
Environmental History:	No
Transit-Oriented Potential:	No
Proposed Use:	Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On October 7, 2008, the City Council approved findings in connection with the implementation of traffic pattern modification measures including the realignment and widening of the Five Points Intersection, situated around the intersection of La Sierra Avenue, Pierce Street, Hole Avenue, and Bushnell Avenue, termination of Bushnell Avenue as a cul-de-sac, designation of the Five Points Intersection as a City of Riverside Landmark and adoption of a Mitigated Negative Declaration for the Five Points Street Improvement Project (Project). The Project also included two through lanes, two left-turn lanes, a dedicated right-turn lane, and a Class II bike lane in each direction, separated by a raised and landscaped median. The Project was proposed to meet transportation demands, improve safety, and enhance the aesthetics of Five Points.

To facilitate the Project, the Redevelopment Agency funded the purchase of twenty-eight parcels consisting of full-take and part-take acquisitions and demolition of several buildings to accommodate the necessary public right-of-way required for the street improvements. On October 14, 2008, pursuant to Health and Safety Code Section

33445, the City Council and Redevelopment Agency adopted the respective resolutions making findings regarding the acquisition of the required properties and installation of public improvements, which would increase vehicular lanes and add bike lanes to meet transportation demands and increase safety at the Five Points Intersection.

The construction of the Project at Five Points was completed in August 2011. The completion of the Project improved the aesthetics of the Five Points area by the addition of decorative crosswalks, landscaped parkways, and a publicly maintained landscape area on the southeast corner and preservation of Bushnell Avenue as a visual corridor with no vehicular access to and from the intersection.

The Successor Agency currently owns twenty-eight parcels totaling approximately 8.5 acres around the vicinity of the Five Points Intersection as a result of the former Redevelopment Agency's efforts of improving the roadways and eliminating blight at Five Points.

To complete the former Redevelopment Agency's development objective pursuant to the Redevelopment Five-Year Implementation Plan, the following properties at the Five Points Intersection are available for redevelopment (Five Points Property):

- Site A: 5 Points – Northwest corner Pierce Street and La Sierra Avenue consisting of 16 parcels totaling 5.2 acres;

- Site B: 5 Points – Southwest Corner Pierce Street and La Sierra Avenue consisting of 4 parcels totaling 2.4 acres; and,

- Site C: 5 Points – Bushnell Avenue and Hole Avenue consisting of 8 parcels totaling 0.9 acres.

Five Points is unique in Riverside since it is the only commercial district named and known for its unique geographic character in the design of its street system. Five Points is defined as the street and fronting properties on La Sierra Avenue between Nebraska and Whitford Avenues, Pierce Street and Hole Avenue between Rose and Wells Avenues, and Bushnell Avenue between the La Sierra Avenue and Hole Avenue intersection and Bogart Avenue.

Due to this historic recognition and the designation of the area as a landmark in 2008, specific mitigation measures were established including the requirement of constructing a plaza with a historic interpretation feature at Bushnell Avenue when new development begins at the adjacent properties in order to maintain the historic significance of the area. Along with the mitigation measures are design guidelines that will help to ensure that any future development site plan and architectural building elevations for Five Points must reflect design recommendations established by the Cultural Resources Survey and Evaluation of Impacts for a Portion of the Proposed La Sierra Avenue Realignment at Five Points Final Report dated July 16, 2008 (Mitigation Measures/Design Guidelines), which necessitates future development to reflect the historical character of Five Points, with a hard edge, be oriented toward the street, and achieve a "village-like" quality.

Beyond the intersection, development may be set back from the street, however, it should be pedestrian-friendly in nature, with walkways, plazas, and the like incorporated into the landscaping and site designs.

III. PERMISSIBLE USE – SALE OF THE PROPERTY

Since the creation of the La Sierra/Arlanza Redevelopment Project Area in 2004, the Redevelopment Agency was focusing its efforts on revitalizing and improving the Five Points area, where many small-scale, older commercial uses and a mix of historic and modern development with no particular stylistic theme or character existed around the vicinity of the intersection. It was the intent of the Redevelopment Agency to maintain Five Points' sense of place and increase economic vitality while preserving its history, diversity and natural beauty through development of the intersection by encouraging private investment to create jobs and facilitate economic development.

Due to the restricted vehicle access surrounding the Five Points Property, odd-shaped parcels plus restricted uses, the Successor Agency has received limited developer proposal for the Five Points Property, which includes retail project proposals on Site A.

The Five Points Property is mostly vacant land, except for two building structures on Site B. On January 14, 2013, a building became vacant that was formerly occupied by the U.S. Postal Service (11134 Pierce Street). Located at 11144 Pierce Street, the Joe's Lawn Mower Shop is currently occupied on a month-to-month lease. Monthly revenue in the amount of $940 received from the business owner is being used to offset monthly re-occurring maintenance expenditures. The Successor intends to demolish both of these structures prior to disposition of the Property. Furthermore, on a portion of Site B, the City has installed an above ground electrical vault to service the signal lights at the Five Points Intersection. The Successor Agency intends to grant an easement to the City prior to disposition of the Property.

The Successor Agency has been actively promoting the availability of the Five Points Property for redevelopment with the requirement that new development at Five Points be consistent with the established Mitigation Measures/Design Guidelines since Five Points is important to the history of La Sierra and is the focal point for the current community.

Of the three sites at the intersection of Five Points, the Successor Agency has identified a future development and is working with a potential developer on Site A since early 2006. On September 12, 2006, Marinita Development was selected by the former Redevelopment Agency to develop a retail project on the northwest corner of Pierce Street and La Sierra Avenue of Five Points, which consists of sixteen parcels out of the twenty-eight parcels with a total of 5.168 acres (Site A) as depicted on the aerial map. Since the time of the developer selection, both Marinita Development and the former Redevelopment Agency were engaging in land acquisition and development of Site A, and Marinita formed a new development entity Comsite, LLC (Comsite) specifically for the development of Site A.

Comsite proposes the acquisition of Site A for the development of a retail project at the northwest corner of La Sierra Avenue and Pierce Street, which includes a commercial development comprising of a minimum of 40,000 square feet of retail space including 14,500 square feet at the corner anchored by Rite Aid Pharmacy.

IV. DISPOSITION RECOMMENDATION

1) **Site A**: Pursuant to AB 1484, the Successor Agency recommends that the DOF approve the sale of Site A to Comsite, LLC. for $2,025,000 for the proposed retail development, which meets the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

   The proposed development for Site A consists of the following tentative deal points:

   - Site Area: 5.168 acres
   - Number of Parcels: 16 parcels (APNs: 146-162-001, -018, -019, -020, -021, -031, -032, -037, -038, -042, -043, -044, -045, -046, -047, -048)
   - Purchase Price: $2,025,000
   - Deposit Amount: $50,000 non-refundable after 90 days
   - Project Description: Minimum of 40,000 square feet of retail development
   - Opening of Escrow: Within 10 days from Effective Date of Purchase and Development Agreement (non-transferable or assignable)
   - Project Funding: Comsite to provide evidence of financing or cash equal to Purchase Price within 90 days from Opening of Escrow
   - Planning Application: Comsite to submit an application to Planning for Tract Map, Design Review and entitlements within 90 days from Opening of Escrow
   - Design Review: Comsite must be in conformance with the Five Points Design Guidelines
   - Tenant Commitment: Comsite to provide tenant commitment letters for 75% of the Project and evidence of financing or cash equal to the construction cost of the Project to be not less than $8 million within 9 months from Opening of Escrow
   - Entitlements and Environmental Clearance: Comsite to obtain all necessary entitlements, including Grading and Building Permits within 12 months from submission of Planning Application

- Site Plan: Phasing is not allowed; Comsite must develop the entire northwest corner at the same time
- Lot Merger: Require parcel consolidation up to 4 parcels, which is the responsibility of Comsite
- CC&Rs:
  - Covenants required for shared parking and restricted uses
  - Development pursuant to the Five Points Design Guidelines
  - Standard prohibited uses including liquor stores and adult-oriented businesses
- Closing of Escrow: Within 15 days from issuance of Building Permit; funds for acquisition of the property remain in escrow account until construction complete
- Start of Construction: Comsite to start construction within 90 days from Closing of Escrow
- Tenants: Comsite finalizes leases for at least 75% of Project prior to Completion of Construction
- Completion of Construction: Comsite to complete construction within 12 months from Start of Construction
- Default Remedy: $250,000 liquidated damages for breach of contract or non-performance by Comsite

The above disposition terms have been negotiated to ensure that the previous investment of the former Redevelopment Agency is protected and the planned development will benefit the City by producing temporary and permanent jobs, providing a variety of desirable high quality uses for the community and encouraging additional private development for the area. The proposed retail development is believed to be in the best interests of the affected Taxing Entities and will generate financial benefits for all of the affected Taxing Entities including increased property and sales tax revenues and employment opportunities.

The Successor Agency will sell Site A to Comsite LLC. in accordance with the Guidelines. If the proposed development does not move forward with Comsite LLC. as anticipated, the Successor Agency recommends that the DOF approve the sale of the property for a future development at fair market value in accordance with the Guidelines, which allow for flexibility in property disposition to maximize value while preventing the re-establishment of blight and capitalizing on Riverside's resources for the benefit of its residents.

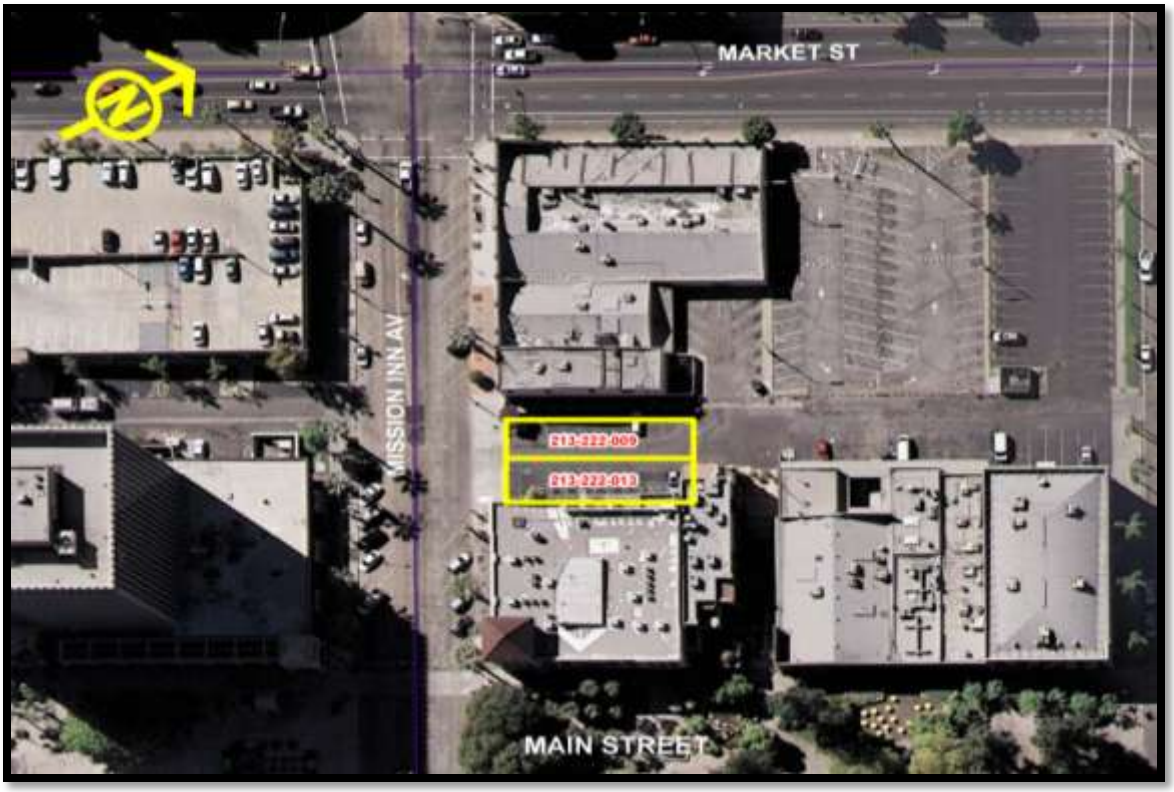
2) **Site B**: Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of Site B for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

   The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

3) **Site C**: Pursuant to AB 1484 and Health and Safety Code Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of Site C for the purpose for which it was originally acquired pursuant to the Redevelopment Five-Year Implementation Plan.

   The Successor Agency will sell the Property in accordance with the Guidelines at fair market value.

SITE 32: PARKING LOT AT 3747 MISSION INN AVENUE
(TOTAL SITE SIZE: 7,620 SQUARE FEET)



SITE 32: PARKING LOT AT 3747 MISSION INN AVENUE
(TOTAL SITE SIZE: 7,620 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3747 Mission Inn Avenue
  APN: 213-222-009 and 013
  Acquisition Date: January 24, 1992
  Acquisition Amount: $91,000 (For both parcels)
  Acquisition Purpose: To provide Downtown parking and economic development
  Current Use: Leased parking spaces to adjacent Loring Building
  Lot Size: 7,620 square feet
  Estimated Current Value: $10,000
  Current Zoning: Raincross District
  General Plan: Downtown Specific Plan
  Redev. Project Area: Merged Downtown/Airport Industrial – Hunter Park/Northside
  Rent/Lease Revenue: $675 monthly
  Proposal History: No
  Environmental History: No
  Transit-Oriented Use: No
  Proposed Use: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

On November 5, 1991, to effect the redevelopment of the historic Loring Building, located at 3685 Main Street (Loring Building), the Redevelopment Agency entered into an Owner Participation Agreement with Riverside Commercial Investors – Loring L.P. (RCI) for the purpose of preservation and rehabilitation of a historic structure.

The property located at 3747 Mission Inn Avenue is a parking lot (Property), which is adjacent to the Loring Building located at the northwest corner of Mission Inn Avenue and Main Street Riverside. The Property was originally purchased by the Redevelopment Agency to provide parking spaces necessary to support businesses in the Downtown area.

On July 11, 2013, the Oversight Board approved Resolution No. 50 confirming that the parking lot adjacent to the Loring Building is owned by the Successor Agency and on October 23, 2013, the Department of Finance approved Resolution No. 50. As such, the Property size is now approximately 7,620 square feet which is encumbered with a public alley right-of-way easement that encompasses approximately 50% of the Property.

III. PERMISSIBLE USE – SALE OF THE PROPERTY

On August 11, 1992, the Redevelopment Agency and RCI entered into a lease agreement relating to the leasing of the Property. RCI agreed to construct, maintain, and lease 25 parking spaces from the Redevelopment Agency to serve the Loring Building. RCI also agreed to pay the Redevelopment Agency $30 per parking stall per month, less RCI's management fee of 10 percent.

The lease agreement between the Redevelopment Agency and RCI commenced on August 28, 1992 and will expire on October 27, 2020, with no renewal options. The parking lot has been constructed, maintained and occupied by RCI since the inception of the lease agreement. The Successor Agency is obligated to lease the Property to RCI until October 27, 2020. There is no contractual obligation associated with the lease revenue.

The Property is located in the Downtown Raincross District where it is more than just the heart of the City; it is also the cultural and urban hub of Inland Southern California. No other place in the Inland Southern California area has the diversity offered by Downtown Riverside in such a compact area. Historic riches, numerous businesses, major institutions, public facilities and events in Downtown draw crowds from the region and beyond, which results in parking shortages.

VI. DISPOSITION RECOMMENDATION

Pursuant to subdivision (a) of Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property subject to the existing lease agreement with RCI in accordance with the Guidelines at fair market value.

SITE 33: ARLINGTON VILLAGE PROPERTY
(TOTAL SITE SIZE: 23,958 SQUARE FEET)

SITE 33: ARLINGTON VILLAGE PROPERTY
(TOTAL SITE SIZE: 23,958 SQUARE FEET)

I. PROPERTY PROFILE

- Address: 3761 Van Buren Boulevard
  APN: 233-022-081
  Acquisition Date: January 12, 1983
  Acquisition Amount: $1
  Acquisition Purpose: Facilitate commercial development of the property
  Current Use: Public parking lot and 8,000 square feet commercial retail center
  Lot Size: 23,958 square feet
  Estimated Current Value: $1
  Current Zoning: Commercial Retail
  General Plan: Mixed-Use – Village
  Redev. Project Area: Arlington
  Rent/Lease Revenue: Yes - $1 per year
  Proposal History: No
  Environmental History: No
  Transit-Oriented Use: No
  Proposed Use: Sale of the property

II. PROPERTY BACKGROUND/HISTORY

In the early 1980's, the Redevelopment Agency acquired the property located at 3761 Van Buren Boulevard (Property) for the purpose of providing necessary public parking in the historic Arlington Village Area and revitalizing the Arlington Redevelopment Project Area (Project Area). Following acquisition of the Property, the Redevelopment Agency negotiated with Arlington Devco, Inc., (Developer) for the construction of a public parking lot and a neighborhood commercial center. The development of the Property assisted in the revitalization of the Project Area, provided much needed public parking for the historic Arlington Village Area and set the table for further commercial development in the area in the 1980's.

III. PERMISSIBLE USE – SALE OF THE PROPERTY

On June 7, 1983, the Redevelopment Agency and the Developer entered into a Lease Agreement for the Property, which will expire on April 11, 2035. As part of the Lease Agreement, the Developer agreed to develop the Property into a public parking lot and an 8,000 square foot neighborhood commercial center and compensate the Redevelopment Agency in the amount of $1 a year for the entire lease term. There are no contractual requirements for use of the lease revenue. The Redevelopment Agency made no financial contributions to development of the Property. The Developer bore all of the costs related to the construction and improvement of the Property.

The Developer completed the development of the public parking lot and commercial center. The public parking lot is connected to two adjacent City-owned public parking lots and the commercial center currently houses several neighborhood retail uses and has contributed towards the revitalization of the Arlington Village Area. The Lease Agreement for the Property will expire on April 11, 2035.

IV. DISPOSITION RECOMMENDATION

Pursuant to subdivision (a) of Section 34191.5(c)(2), the Successor Agency recommends that the DOF approve the sale of the Property subject to the existing lease agreement in accordance with the Guidelines at fair market value.

EXHIBIT A

Successor Agency: CITY OF RIVERSIDE
County: RIVERSIDE

v.2.22.13

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (c	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
1	Imperial Hardware Building (Improved vacant building & public parking lot)	Future development	213-271-005 & 213-271-007 (8/15/06) 213-271-006 (2/22/08)	213-271-005 & 213-271-007 ($2,508,076) 213-271-006 ($350,000)	$0	7/1/13	$0	Transfer to the City upon DOF approval of the Plan	Blight elimination, historic preservation & land assembly to facilitate future economic development	3750, 3768 & 3776 Main Street	213-271-005, 006 & 007	26,268 S.F.	Downtown Specific Plan - Raincross District	$0	$1 a month (3768 & 3776 Main Street)	None	None	None	None	Ratkovich Properties submitted a letter of intent to develop a mixed used retail/residential project incorporating &preserving the former historic Imperial Hardware building façade into the new development
2	Stalder Building (Improved vacant building & public parking lot)	Future development	213-022-001 (6/30/06) 213-022-002 & 213-022-003 (2/4/03)	213-022-001 ($530,400) 213-022-002 & 213-022-003 ($1,219,396)	$400,000	7/1/13	$0	Transfer to the City upon DOF approval of the Plan	Blight elimination, historic preservation & land assembly to facilitate future economic development	3650 Market Street	213-022-001, 002 & 003	1.2 Acres	Downtown Specific Plan - Raincross District	$400,000	$1 a month (APNs 213-022-001 & 002)	None	None	None	None	Fox Plaza - Phase 1B mixed-use development pursuant to an Amended & Restated Disposition & Development Agreement
3	Farm House Motel (Improved vacant building)	Future development	8/22/08	$1,578,478	$100,000	7/1/13	$0	Transfer to the City upon DOF approval of the Plan	Blight elimination, historic preservation & land assembly to facilitate future economic development	1393 University Avenue	250-190-009	42,253 S.F.	Single-Family Residential (R-1-7000) - Office	$100,000	None	None	None	None	None	Valeo submitted a letter of intent on July 14, 2011, to renovate & include existing former Farm House Motel into development of a 750 bed student housing project to service UC Riverside which requires assemblage of several adjacent privately owned properties

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (c	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	Property Type	Permissible Use Detail	Acquisition Date	Value at Time of Purchase	Estimated Current Value	Date of Estimated Current Value	Proposed Sale Value	Proposed Sale Date	Purpose for which property was acquired	Address	APN #	Lot Size	Current Zoning	Estimate of Current Parcel Value	Estimate of Income / Revenue	Contractual requirements for use of income / revenue	History of environmental contamination, studies, &/or remediation, & designation as a brownfield site	Description of property's potential for transit oriented development	Advancement of planning objectives of the successor agency	History of previous development proposals & activity
4	California Tower Building (Improved Office & retail building)	Enforceable obligation: Multiple leases; State of California has right to purchase property in 2024.	Early 1994	$29,111,500	$1	7/1/13	$1	Upon expiration of lease in 2024. Successor Agency Leaseback Agreement to be extended for additional 10 years if State buys building back	Economic development	3737 Main Street	213-262-006	1.2 Acres	Downtown Specific Plan - Raincross District	$1	$26,898 base rent a month	General building maintenance, repairs, & property management fees.	None	None	None	Development proposals received & various lease proposals received for vacant space.
5	Raincross Promenade Phase 2 Property (Vacant land)	Enforceable obligation: Disposition & Development Agreement with Regional Properties	213-022-001, 004, 005, 010 & 012 (5/18/08) 213-022-009 (7/20/07)	213-022-001, 004, 005, 010 & 012 ($2,957,734) 213-022-009 ($1,177,000)	$400,000	7/1/13	$400,000	2016-2017	Blight elimination & land assembly to facilitate future development	3740 1st Street, 3159 & 3167 Main Street, 3741 2nd Street & 3100 & 3190 Market Street	213-022-001 213-022-004 213-022-005 213-022-010 213-022-012 213-022-009	1.6 Acres	Downtown Specific Plan - Raincross District	$400,000	None	None	None	None	None	Approval of DDA with River-Regional on 9/19/06 for residential development of phase II of the Raincross Promenade
6	California Square Property (Vacant land)	Enforceable obligation: California Square Partners has a first right of refusal to purchase the property & reciprocal ingress & egress parking rights	4/5/06	$3,239,108	$750,000	7/1/13	$750,000	2016-2017	Blight elimination & land assembly to facilitate future development	8690 California Avenue	193-261-027	3.0 Acres	Commercial Retail - Mixed Use-Village	$750,000	None	None	Exxon Mobil is responsible for the long term remediation of the corner of the Property where a gas station previously existed	None	None	Letter of Intent received from California Square Partners for retail development of a shopping center
7	1910 University Avenue Property (Vacant land)	Enforceable obligation: Property is in escrow pursuant to a purchase & sale agreement	8/31/07	$1,618,797	$210,000	7/1/13	$362,000	2014	Blight elimination & land assembly to facilitate future development	1910 University Avenue	221-052-002	20,908 S.F.	Commercial Retail - Mixed Use-Village	$362,000 if extension is granted, $210,000 if not	None	None	None	None	None	Purchase & Sale Agreement for retail & restaurant development with Giang Nguyen
8	University Village Pylon Sign (Lease) (Freeway reader board sign)	Enforceable obligation: To promote economic development activities & City events	1/23/2008 (Lease)	N/A	$0	7/1/13	$0	Transfer Sign to the City upon expiration of lease in 2018	To promote economic development activities & City events	91 Freeway & University Village	250-250-036 (Privately-owned property)	462 S.F.	Commercial Retail - Mixed Use-Village	$0	$1,900 a month	Maintenance, repairs, utility, insurance, tele-communication & programming costs	None	None	None	None

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
9	3011-3071 Market Street (Vacant land)	Sale of the property	9/11/06	$277,425	$36,000	7/1/13	$36,000	2016-2017	Blight elimination & land assembly to facilitate future development	3011-3071 Market Street	209-194-015, 016, 017, & 018	18,294 S.F.	Downtown Specific Plan - Market Street Gateway	$36,000	None	None	None	None	None	Letter of intent received from Recodo Operating Company to develop the property & adjacent properties
10	3245 Market Street (Vacant land)	Sale of the property	1/21/11	$382,183	$10,000	7/1/13	$10,000	2016-2017	Blight elimination & land assembly to facilitate future development	3245 Market Street	213-071-002	5,951 S.F.	Downtown Specific Plan - Market Street Gateway	$10,000	None	None	None	None	None	Letter of intent received from Recodo Operating Company to develop the property & adjacent properties into a mixed use retail & residential development
11	3102-3250 Main Street & 3654 First Street (Improved vacant building & vacant land)	Sale of the property	213-031-002 (11/20/07) 213-031-003 (7/18/07) 213-031-004 (8/20/08) 213-031-005 (8/11/06) 213-081-001 & 002 (10/6/10)	213-031-002 ($485,537) 213-031-003 ($320,000) 213-031-004 ($540,000) 213-031-005 ($403,011) 213-081-001 & 002 ($2,334,415)	$615,000	7/1/13	$615,000	2016-2017	Blight elimination & land assembly to facilitate future development	3102, 3158, 3190, 3210 & 3250 Main Street, & 3654 1st Street	213-031-002, 003, 004, & 005, 213-081-001 & 002	1.8 Acres	Downtown Specific Plan - Raincross District	$615,000	None	None	None	None	None	Interest received for a mixed-use residential & retail development
12	4019 Mission Inn Avenue (Vacant land)	Sale of the property	10/17/06	$1,135,762	$150,000	7/1/13	$150,000	2016-2017	Blight elimination & land assembly to facilitate future development	4019 Mission Inn Avenue	214-211-007	26,136 S.F.	Downtown Specific Plan - Neighborhood Commercial District	$150,000	None	None	None	None	None	None
13	4271 & 4293 Market Street (Vacant land)	Sale of the property	1/4/07	$568,855	$80,000	7/1/13	$80,000	2016-2017	Blight elimination & land assembly to facilitate future development	4271 & 4293 Market Street	215-261-006 & 007	15,682 S.F.	Downtown Specific Plan - Justice Center	$80,000	None	None	Yes. Property is in process of environmental remediation which must be completed prior to disposition	None	None	None

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
14	4565 & 4575 Mulberry Avenue (Vacant land)	Sale of the property	219-043-019 (5/18/06) 219-043-020 (5/10/06)	219-043-019 ($373,745) 219-043-020 ($373,757)	$25,000	7/1/13	$25,000	2016-2017	Blight elimination & land assembly to facilitate future development	4565 & 4575 Mulberry Avenue	219-043-019 & 020	13,512 S.F.	Downtown Specific Plan - Prospect Place Office District	$25,000	None	None	None	None	None	Residential development interest received
15	1953 & 1971 University Avenue (Vacant land)	Sale of the property	211-175-002 (4/15/05) 211-175-003 (2/15/07)	211-175-002 ($213,487) 211-175-003 ($2,981,615)	$340,000	7/1/13	$340,000	2015-2016	Blight elimination & land assembly to facilitate future development	1953 & 1971 University Avenue	211-175-002 & 003	32,311 S.F.	Commercial Retail - Mixed-Use-Neighborhood	$340,000	None	None	None	None	None	Purchase offer at $340,000 from Riverside Community Health Foundation for medical and office development
16	2015, 2025 & 2039 University Avenue (Vacant land)	Sale of the property	10/16/09	$652,520	$300,000	7/1/13	$300,000	2016-2017	Blight elimination & land assembly to facilitate future development	2015, 2025 & 2039 University Avenue	211-174-011, 012 & 025	29,810 S.F.	Commercial Retail - Mixed-Use-Neighborhood	$300,000	None	None	None	None	None	None
17	2227 & 2243 University Avenue (Vacant land)	Sale of the property	5/25/06	$720,032	$80,000	7/1/13	$80,000	2016-2017	Blight elimination & land assembly to facilitate future development	2227 & 2243 University Avenue	211-143-002 & 003	16,000 S.F.	Commercial Retail - Mixed-Use-Neighborhood	$80,000	None	None	None	None	None	None
18	2585 & 2617 University Avenue (Vacant land)	Sale of the property	7/15/08	$1,004,745	$150,000	7/1/13	$150,000	2016-2017	Blight elimination & land assembly to facilitate future development	2585 & 2617 University Avenue	211-131-017 & 018	19,000 S.F	Commercial Retail - Mixed-Use-Neighborhood	$150,000	None	None	None	None	None	None

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
19	2731-2871 University Avenue (Vacant land)	Sale of the property	211-131-021 (1/23/07) 211-131-022 (3/13/07) 211-131-023 (8/31/06) 211-131-024 (10/27/05) 211-131-026 & 032 (2/23/07) 211-131-031 (4/27/06)	211-131-021 ($1,102,758) 211-131-022 ($490,775) 211-131-023 ($428,096) 211-131-024 ($336,793) 211-131-026 & 032 ($835,000) 211-131-031 ($26,437)	$850,000	7/1/13	$850,000	2016-2017	Blight elimination & land assembly to facilitate future development	2731, 2751, 2771, 2791, 2811, 2851, 2871 & 2831 University	211-131-021, 022,023, 024, 026 & 032, & 031	1.9 Acres	Commercial Retail - Mixed-Use-Neighborhood	$850,000	None	None	Yes - 2871 University Avenue was a former gas station & Redevelopment Agency remediated the site & received site closure from the Santa Ana State Regional Water Quality Control Board in 2010	None	None	Hampton Inn Hotel & retail development proposal received from Dollar General Store
20	3870 Ottawa Avenue (Vacant land)	Sale of the property	12/23/06	$1,206,120	$80,000	7/1/13	$80,000	2016-2017	Blight elimination & land assembly to facilitate future development	3870 Ottawa Avenue	221-061-002	16,552 S.F.	Residential (R-3-1500-SP) - Mixed-Use-Village	$80,000	None	None	None	None	None	None
21	4307 Park Avenue (Vacant land)	Sale of the property	5/20/09	$118,113	$0	7/1/13	$0	2016-2017	Blight elimination & land assembly to facilitate future development	4307 Park Ave.	211-233-001	5,600 S.F.	Commercial Retail - Commercial	$0	None	None	None	None	None	None
22	3441 Central Avenue (Vacant land)	Sale of the property	6/11/99	$0	$0	7/1/13	$0	2016-2017	Future signage for Magnolia Center Redevelopmen t Project Area	3441 Central	225-173-028 & 031	21,212 S.F.	Single-Family Residential (R-1-7000) - Office	$0	None	None	None	None	None	None
23	6963 Streeter Avenue (Vacant land)	Sale of the property	5/11/06	$1	$60,000	7/1/13	$60,000	2016-2017	Blight elimination & land assembly to facilitate future development	6963 Streeter Avenue	190-340-011	16,117 S.F.	Commercial General - Public Facility	$60,000	None	None	None	None	None	None

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	Property Type	Permissible Use Detail	Acquisition Date	Value at Time of Purchase	Estimated Current Value	Date of Estimated Current Value	Proposed Sale Value	Proposed Sale Date	Purpose for which property was acquired	Address	APN #	Lot Size	Current Zoning	Estimate of Current Parcel Value	Estimate of Income / Revenue	Contractual requirements for use of income / revenue	History of environmental contamination, studies, &/or remediation, & designation as a brownfield site	Description of property's potential for transit oriented development	Advancement of planning objectives of the successor agency	History of previous development proposals & activity
24	3575-3661 Merrill Avenue (Vacant land & parking lot)	Sale of the property	225-140-001 (5/4/05) 225-140-002 (8/4/06) 225-140-003 (4/5/06) 225-140-004, 005 & 006 (4/2/08)	225-140-001 ($873,638) 225-140-002 ($1,000,161) 225-140-003 ($831,722) 225-140-004, 005 & 006 ($3,500,000)	$1,000,000	7/1/13	$1,000,000	2016-2017	Blight elimination & land assembly to facilitate future development	3661, 3645, 3631, 3607, 3605 & 3575 Merrill Avenue	225-140-001, 002, 003, 004, 005 & 006	3.2 Acres	Commercial General - Commercial	$1,000,000	$1,960 a month	General maintenance	None	None	None	Letters of intent received from Pelican Properties & Steven Walker Communities & Nehemiah International in 2013 for development of mixed-use retail multi-story apartment complex and student housing development. City made offers to acquire utility easements
25	Madison at Railroad Property (Vacant land)	Sale of the property	4/2/07	$983,664	$35,000	7/1/13	$35,000	2016-2017	Blight elimination & land assembly to facilitate future development	Unknown.	230-233-013, 230-245-013, 015, 230-253-010 (Por.)	3.8 Acres	Single-Family Residential (R1-7000) - Medium Density Residential	$35,000	None	None	None	None	None	Letter of intent received from Pelican Properties, Brandywine Homes, and Tri County Development to develop the properties into single family detached homes
26	8717 Indiana Avenue (Vacant land)	Sale of the property	9/16/08	$919,660	$20,000	7/1/13	$20,000	2016-2017	Blight elimination & land assembly to facilitate future development	8717 Indiana Avenue	233-140-017	6,969 S.F.	Commercial Retail - Commercial	$20,000	None	None	None	None	None	None
27	9644 & 9670 Magnolia Avenue (Vacant land)	Sale of the property	04/04/2007	$1,270,800	$325,000	7/1/13	$325,000	2016-2017	Blight elimination & land assembly to facilitate future development	9644 & 9670 Magnolia Avenue	234-101-028, 050 & 058	40,510 S.F.	Commercial General - Mixed-Use-Village	$325,000	None	None	None	None	None	Letters of interest received from Hopkins Development for medical office and Steven Walker Communities for a multi-family residential development. Both parties have since retracted their proposals.
28	10920 Magnolia Avenue (Vacant land)	Sale of the property	8/21/07	$1,820,000	$450,000	7/1/13	$450,000	2016-2017	Blight elimination & land assembly to facilitate future development	10920 Magnolia Avenue	138-470-013	1.0 Acre	Single-Family Residential (R-1-7000) - Mixed-Use-Village	$450,000	None	None	None	None	None	Letter of intent received from Grae Ventures to develop the property into a retail development

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

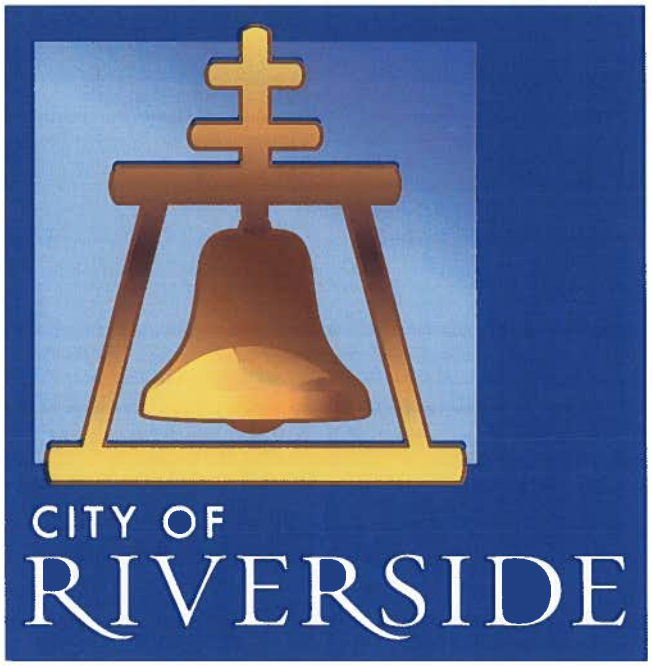
		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
29	5 Points Intersection (Site A) (Vacant land)	Sale of the property	146-162-001, 037, 044, 047 & 048 (10/16/08) 146-162-021, 032 & 043 (9/26/08) 146-162-031, 042, 045 & 046 (7/11/08) 146-162-018 & 038 (11/19/12) 146-162-019 (5/26/11) 146-162-020 (4/16/13)	146-162-001, 037, 044, 047 & 048 ($3,201,783) 146-162-021, 032 & 043 ($1,024,141) 146-162-031, 042, 045 & 046 ($1,605,644) 146-162-018 & 038 ($1,030,000) 146-162-019 ($435,000) 146-162-020 ($606,130)	$2,025,000	7/1/13	$2,025,000	2016-2017	Blight elimination & land assembly to facilitate street improvement & future development	4950-4966, 4900, 4916, 4922-4942 La Sierra Avenue & 11121, 11129, 11131 & 11113 Pierce Street	146-162-001, 018, 019, 020, 021, 031, 032, 037, 038, 042, 043, 044, 045, 046, 047 & 048	5.2 Acres	Commercial General - Mixed-Use-Village	$2,025,000	None	None	None	None	None	Proposal received from Comsite for a retail development
30	5 Points Intersection (Site B) (Improved buildings & vacant land)	Sale of the property	146-220-039 & 008 (6/10/11) 146-220-038 (5/16/07) 146-220-037 (1/9/07)	146-220-039 & 008 ($1,026,968) 146-220-038 ($603,770) 146-220-037 ($1,901,437)	$500,000	7/1/13	$500,000	2016-2017	Blight elimination & land assembly to facilitate street improvement & future development	11134, 11144 & 11124 Pierce Street & 4870 La Sierra Avenue	146-220-008, 037, 038 & 039	2.4 Acres	146-220-039 & 008 Residential Estate -Specific Plan 146-220-038 & 037 Commercial General	$500,000	146-220-008 ($940 a month)	General building, site maintenance & repairs.	None	None	None	Potential developer interest to build a County Mental Health Administrative Facility
31	5 Points Intersection (Site C) (Vacant land)	Sale of the property	146-231-016 (6/6/12) 146-231-017 & 027 (7/5/12) 146-231-031, 032, 033 & 034 (2/21/08) 146-231-036 (8/10/11)	146-231-016 ($472,446) 146-231-017 & 027 ($578,000) 146-231-031, 032, 033 & 034 ($1,936,000) 146-231-036 ($754,300)	$0	7/1/13	$0	2016-2017	Blight elimination & land assembly to facilitate street improvement & future development	11073, 11079, 11083, 11089, 11093-11099 Hole Avenue & 11079 Bushnell Avenue & 11035 Wells Avenue	146-231-016, 017, 027, 031, 032, 033, 034 & 036	.9 Acres	Commercial General - Mixed-Use-Village	$0	None	None	None	None	None	None

LONG RANGE PROPERTY MANAGEMENT PLAN TRACKING WORKSHEET

		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(A)				SALE OF PROPERTY		HSC 34191.5 (	HSC 34191.5 (c)(1)(C)				HSC 34191.5	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)H)
No.	**Property Type**	**Permissible Use Detail**	**Acquisition Date**	**Value at Time of Purchase**	**Estimated Current Value**	**Date of Estimated Current Value**	**Proposed Sale Value**	**Proposed Sale Date**	**Purpose for which property was acquired**	**Address**	**APN #**	**Lot Size**	**Current Zoning**	**Estimate of Current Parcel Value**	**Estimate of Income / Revenue**	**Contractual requirements for use of income / revenue**	**History of environmental contamination, studies, &/or remediation, & designation as a brownfield site**	**Description of property's potential for transit oriented development**	**Advancement of planning objectives of the successor agency**	**History of previous development proposals & activity**
32	Parking Lot at 3747 Mission Inn Avenue (Public parking lot)	Sale of the property	01/24/1992	$91,000	$10,000	2/10/14	$0	2016-2017	Provide Downtown parking & economic development	3747 Mission Inn Avenue	213-222-009 & 013	7,260 S.F.	Downtown Specific Plan - Raincross District	$10,000	$675 a month	None	None	None	None	None
33	Arlington Village Property (Public parking lot & improved building)	Sale of the property	1/12/83	$1	$1	2/10/14	$0	2016-2017	Provide public parking & economic development	3761 Van Buren Boulevard	233-022-081	23,958 S.F	Commercial Retail - Mixed-Use-Village	$1	$1 per year	None	None	None	None	None

EXHIBIT B

2010 – 2015 REDEVELOPMENT FIVE-YEAR IMPLEMENTATION PLAN



(Prepared pursuant to Article 16.5 of the
Community Redevelopment Law
for fiscal years 2010-2011 through 2014-2015)
for the
Redevelopment Agency of the City of Riverside, California

December 15, 2009

2010 – 2015 REDEVELOPMENT FIVE-YEAR IMPLEMENTATION PLAN

Prepared by:
Redevelopment Agency of the City of Riverside
3900 Main Street, Fifth Floor
Riverside, California 92522
(951) 826-5649

REDEVELOPMENT AGENCY BOARD OF DIRECTORS

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Preface

This Five-Year Implementation Plan (Plan) was prepared by the Redevelopment Agency of the City of Riverside (Agency) for the following six Redevelopment Project Areas (Project Areas):

- Arlington Redevelopment Project Area
- Casa Blanca Redevelopment Project Area
- Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area
- La Sierra/Arlanza Redevelopment Project Area
- Magnolia Center Redevelopment Project Area
- University Corridor/Sycamore Canyon Merged Redevelopment Project Area

See Appendix A for a map of the Project Areas. The effective Plan Term for the Original portion of the Downtown Redevelopment Project Area is scheduled to expire during the term of this Plan on November 16, 2014 (Appendix B). No other Redevelopment Project Areas are scheduled to expire during the term of this Plan.

This Plan was prepared pursuant to Part I, Chapter 4, Article 16.5 ("Article 16.5") of the California Community Redevelopment Law (Health and Safety Code Section 33000 *et seq.*) (CRL).

This is the first consolidated Plan for all six Project Areas and will be in effect for fiscal years 2010/2011 through 2014/2015 as provided by CRL Section 33490 (b). Approval of this merged Plan at one Public Hearing is provided by CRL Section 33490 (c). Three previous independent Plans were prepared for the Merged Downtown/Airport Industrial Redevelopment Project Area, the Casa Blanca Redevelopment Project Area, and the Arlington Redevelopment Project Area for fiscal years 1995/1996 through 1999/2000, 2000/2001 through 2004/2005, and 2005/2006 through 2009/2010 respectively. Two previous independent Plans were prepared for the University Corridor/Sycamore Canyon Merged Redevelopment Project and the Magnolia Center Project Area for fiscal years 2000/2001 through 2004/2005 and 2005/2006 through 2009/2010 respectively. Two previous independent Implementation Plans were prepared for the Hunter Park/Northside Redevelopment Project Area for the La Sierra/Arlanza Redevelopment Project Area respectively, both in effect through fiscal year 2009/2010.

Per CRL, this Plan identifies:

- Specific Goals And Objectives
- Specific Programs Including Potential Projects
- Estimated Expenditures
- Explanation Of How The Specific Goals and Objectives, Specific Programs, And Estimated Expenditures Will:
  - Eliminate Blight
  - Implement Low- And Moderate-Housing Requirements

This Plan is intended to be a policy statement. It is not a specific course of action, and it is not intended to restrict the Agency to only the specific programs identified herein, since community expectations, conditions, resources, and community and economic values may change during the term of this Plan.

Current and potential specific programs in the Project Areas described herein are simply a continuation of the Agency's redevelopment program aimed at reducing and eliminating blight and revitalizing the Project Areas and increasing the supply of very low-, low-, and moderate-income housing in the City. The CRL Statutory definition of "Blight" is contained in Section 33030. Given the Agency's past compliance with the CRL, the requirements outlined in Article 16.5 are not expected to have a significant impact on the continued implementation of the Redevelopment Plans.

Current and proposed specific programs and projects in the Project Areas during the term of the Plan, and described herein, are consistent with the approved list of projects contained in the Redevelopment Plans, the City's Capital Improvements Program (CIP), and Riverside's Renaissance Program.

If there is a conflict between this Plan and the Redevelopment Plans or any other City or Agency plan or policy, the Redevelopment Plans and/or policies shall control.

1.0 Introduction

The Agency is authorized under CRL to undertake a wide variety of redevelopment projects, programs, and expenditures to address conditions of blight and economic decline within the Project Areas and within the City Limits of the City of Riverside. Agency activities within the Project Areas are regulated by the CRL and the adopted Redevelopment Plan for each Project Area. Outside Project Areas, but within the City Limits, Agency activities are controlled by the CRL.

This Plan revisits the goals and objectives of the Redevelopment Plans, consolidates the Implementation Plans for each Project Area into this one Plan, and outlines the Agency's current specific goals, objectives, and estimated expenditures during the next five-year period.

The required component of an Implementation Plan showing how the Agency activities will implement the very low-, low-, and moderate-income housing provisions of the CRL was prepared in 2004 as a separate analysis, referred to as the "2005 – 2010 Redevelopment Housing Implementation Plan". This matter is discussed further in Section 5.0 B below.

2.0 Specific Goals and Objectives

The Agency's principal goals and objectives for the Project Areas over the next five-year period will focus upon:

1) Affordable Housing;
2) Blight Elimination;
3) Economic Development;
4) Public Infrastructure and Facilities; and
5) Other goals and objectives, as determined by the Agency Board, to further redevelopment in Riverside

3.0 Specific Programs Including Potential Projects

Redevelopment programs and projects meant to reverse and alleviate blight characteristics in the Project Areas include, but are not limited to:

1) Building rehabilitation programs;
2) Business incentives including façade enhancements;
3) Continuing the City's Capital Improvement Program (CIP);
4) Commercial Improvement Program business property improvements grants;
5) Completing Riverside's Renaissance Program;
6) Development of vacant or underutilized parcels;
7) Economic incentives and marketing programs;
8) Housing improvement and emergency repair loans and grants;
9) Infrastructure and public facilities upgrades;
10) Railroad Quiet Zones;
11) Remediation of environmentally contaminated buildings and sites;
12) Site Assembly and clearance; and
13) Other programs and projects, as determined by the Agency Board, to further redevelopment in Riverside.

These specific programs and projects maintain a continuity of actions and consistency with established policy within this mature Agency in order to continue to reverse and alleviate conditions of blight, increase the supply of affordable housing, promote economic development, and expand and upgrade public infrastructure and facilities.

Potential projects include, but are not limited to:

1) Affordable housing;
2) Cybrary and Library improvements and expansion;
3) Medical- and professional-office development;
4) Public park improvements and expansion;
5) Street and sidewalk improvements;
6) Public infrastructure, and landscape improvements; and

7) Other projects, as determined by the Agency Board, to further redevelopment in Riverside.

Project Examples by Redevelopment Project Area include, but are not limited to:

1) Arlington Redevelopment Project Area:
   - Complete the Arlington Park Child Care Center
   - Seek appropriate development proposals for Agency-owned land along Magnolia Avenue
   - Complete redevelopment of the California Square Shopping Center
   - Complete utility undergrounding along California Avenue at California Square
   - Rehabilitation and/or renovation of other antiquated and obsolete retail centers
   - Facilitate Hunt Park improvements
   - Facilitate railroad quiet zones and other related railroad facilities
   - Facilitate economic development within, and adjacent to, the Riverside Corporation Yard including provision for public street improvements within, and adjacent to, the Project Area
   - Facilitate economic development within, and adjacent to, the Riverside Auto Center including provision for public street improvements within, and adjacent to, the Project Area
   - Facilitate Magnolia Avenue Beautification

2) Casa Blanca Redevelopment Project Area:
   - Complete Indiana Avenue improvements and beautification
   - Determine potential development options for the Railroad Avenue property
   - Determine potential uses for the remaining vacant land at the Casa Blanca Library
   - Facilitate railroad quiet zones and other related railroad facilities
   - Facilitate economic development within, and adjacent to, the Riverside Corporation Yard including provision for public street improvements within, and adjacent to, the Project Area
   - Facilitate economic development within, and adjacent to, the Riverside Auto Center including provision for public street improvements within, and adjacent to, the Project Area

3) Merged Downtown / Airport Industrial / Hunter Park / Northside Redevelopment Project Area:
   - Complete the Fox Plaza Mixed-Use Project
   - Complete the Raincross Promenade Phase One Downtown Housing Complex
   - Complete the construction of Citrus Tower

- Facilitate additional public parking facilities
- Continue to support general Airport improvements
- Complete the Jurupa Industrial Park Public Art Entry Feature
- Complete the Columbia and Iowa Avenues widening and beautification project
- Complete the North Main Street water line and beautification project
- Complete the Hunter Hobby Park Improvement Project
- Facilitate reuse options for the former Riverside Golf Club
- Seek appropriate development proposals for development of a grocery-anchored commercial center in the Northside neighborhood
- Continue to support improvements to Reid Park

4) La Sierra / Arlanza Redevelopment Project Area:
   - Complete the Arlanza Cybrary
   - Compete Doty Trust Park
   - Complete the Five Points Development
   - Complete the La Sierra Senior Citizen's Center
   - Complete Magnolia Avenue improvements and beautification
   - Rehabilitation and/or renovation of other antiquated and obsolete retail centers

5) Magnolia Center Redevelopment Project Area:
   - Complete the new Marcy Branch Library and Parks, Recreation and Community Services Department Administrative Office Relocation Project
   - Seek appropriate development proposals for development of the Agency-owned land along Merrill Avenue
   - Rehabilitation and/or renovation of other antiquated and obsolete retail centers
   - Facilitate railroad quiet zones and other related railroad facilities

6) University Corridor / Sycamore Canyon Merged Redevelopment Project:
   - Complete the Vine Street Multi-Modal Transit Center
   - Initiate continued acquisition and removal of blighted motels and liquor stores
   - Seek appropriate development proposals for Agency-owned land along University Avenue
   - Rehabilitation and/or renovation of other antiquated and obsolete retail centers
   - Facilitate railroad quiet zones and other related railroad facilities
   - Complete street and median improvements to Sycamore Canyon Boulevard and Eastridge Avenue in the Sycamore Canyon Business Park
   - Establish a monument entryway project for Sycamore Canyon Business Park

4.0 Estimated Expenditures

The Agency is authorized to utilize a wide variety of funding sources for implementing the Redevelopment Plans. Such funding sources include, but are not limited to, property tax increments, interest income, Agency bonds secured by tax increment or other revenues, rent from Agency-owned properties, proceeds from sale of Agency-owned land and/or real property, and gifts, grants, loans and/or any other form of financial assistance from the City of Riverside, Riverside Public Utilities, State of California, Federal Government, donors, sponsors, patrons, foundations, or any other legally available revenue source.

Although the sources of revenue utilized by the Agency have generally been deemed to be reliable from year to year, such funds are subject to changing economic conditions and events not controlled by the Agency. Such events include, but are not limited to, the current economic recession, mandated Educational Revenue Augmentation Fund (ERAF) payments to the State, other State monetary take-aways, legislative, program, and/or policy changes that could, and have, reduced the amount and/or availability of the funding sources upon which the Agency relies. Additionally, the formulae governing the amount or percentage of tax increment (TI) revenues payable to the Agency may be subject to legislative changes that directly or indirectly reduce the tax increment revenues available to the Agency.

Due to the above-described uncertainties in Agency funding, the activities described herein and the funding amounts estimated to be available are subject to modification, changes in priority, replacement with other project(s), or cancellation by the Agency.

During the next five years, the Agency intends to set aside no less than twenty percent (20%) of TI revenues for affordable housing programs as required by the CRL. Depending upon State take-away, this amount could change. The remaining TI revenues will be expended on Agency approved programs, projects, administration, and bond payments to continue the on-going successful efforts to reverse and eliminate blight, increase the supply of affordable housing, promote economic development, and increase and upgrade public infrastructure and facilities.

The anticipated and estimated redevelopment TI revenue analysis for the Project Areas during the five-year term of this Plan is as follows:

Estimated Redevelopment Net TI Revenues Anticipated by Fiscal Year*

2010 – 2011:	2011 – 2012:	2012 – 2013:	2013 – 2014:	2014 – 2015:
$33,083,056	$31,130,283	$31,130,283	$32,210,440	$33,624,336

* Estimated TI revenue information for all Project Areas, including housing set aside dollars, is provided in the memorandum dated February 25, 2009 from Diane Hadland / DHC Consulting contained in Appendix E.

5.0 Explanation of How These Specific Goals and Objectives, Specific Programs, and Estimated Expenditures Will:

A) Eliminate Blight

Even though the Agency has been diligent in the execution of programs and projects that have had the effect of reversal, alleviation, and elimination of blight during the past four decades of Agency activities within the City, some amount of blight in the Project Areas still remains.

With the earliest development within the City exceeding 130 years in age, blighting conditions still exist, including, but not limited to:

1) Abundance of obsolete motels and liquor stores;
2) Aged, obsolete, vacant and deteriorating buildings (many 50 to 100+ years old);
3) Defects in original design and construction (especially compliance with current fire, seismic safety, and universal accessibility codes);
4) Depreciated property values;
5) Environmentally contaminated buildings and sites;
6) Faulty and un-permitted additions to buildings;
7) Fragmented ownership and obsolete, narrow, shallow commercial parcel sizes;
8) High costs for land assembly resulting from required "highest and best use" appraisal values as well as relocation assistance and site clearance.
9) High rates of home ownership foreclosure;
10) Inadequate commercial and industrial truck loading spaces;
11) Inadequate lot sizes and parcel configuration;
12) Inadequate on-site and off-site vehicle parking facilities;
13) Inadequate service access;
14) Inadequate street access and traffic volume capacity;
15) Inadequate, missing, or unavailable utility capacity;

16) Incompatible mixes of land uses;
17) Lack of ADA accessibility in all public buildings areas and streets;
18) Lack of needed neighborhood services including grocery stores;
19) Lack of proper building and site maintenance;
20) Lack of public improvements and public facilities; and
21) Mixed and shifting land and structural uses.

But for Redevelopment assistance and funding, many of these blighting characteristics within the City would not, and will not, be reversed or alleviated resulting in further deterioration within the City and added costs to, and economic decline for, the taxpayer.

B) Implement Low- and Moderate-Housing Requirements

The required component of this Plan illustrating how the goals and objectives, projects, programs, and expenditures of the Agency will implement very low-, low-, and moderate-income housing provisions of Article 16.5 and the CRL has been prepared as a separate analysis, as provided by CRL, as the 2005 – 2010 Redevelopment Housing Implementation Plan (RHIP) approved in October 2004. Additionally, the City's General Plan Housing Element was adopted by the City Council of the City of Riverside in November 2007 as part of the General Plan 2025 update.

The RHIP contains a complete description of the following issues relative to very low-, low-, and moderate-income housing in the City of Riverside, including:

1) Detailed housing production in the Project Areas;
2) Identified inclusionary housing needs;
3) Projected housing needs through the five-year planning period of the RHIP;
4) Replacement housing needs;
5) Current housing programs; and
6) A five-year production plan.

An update of the RHIP, the 2010 – 2015 Redevelopment Housing Implementation Plan is currently being prepared by the Agency and is scheduled to be adopted by the end of fiscal year 2009 – 2010 under separate cover.

Appendix A

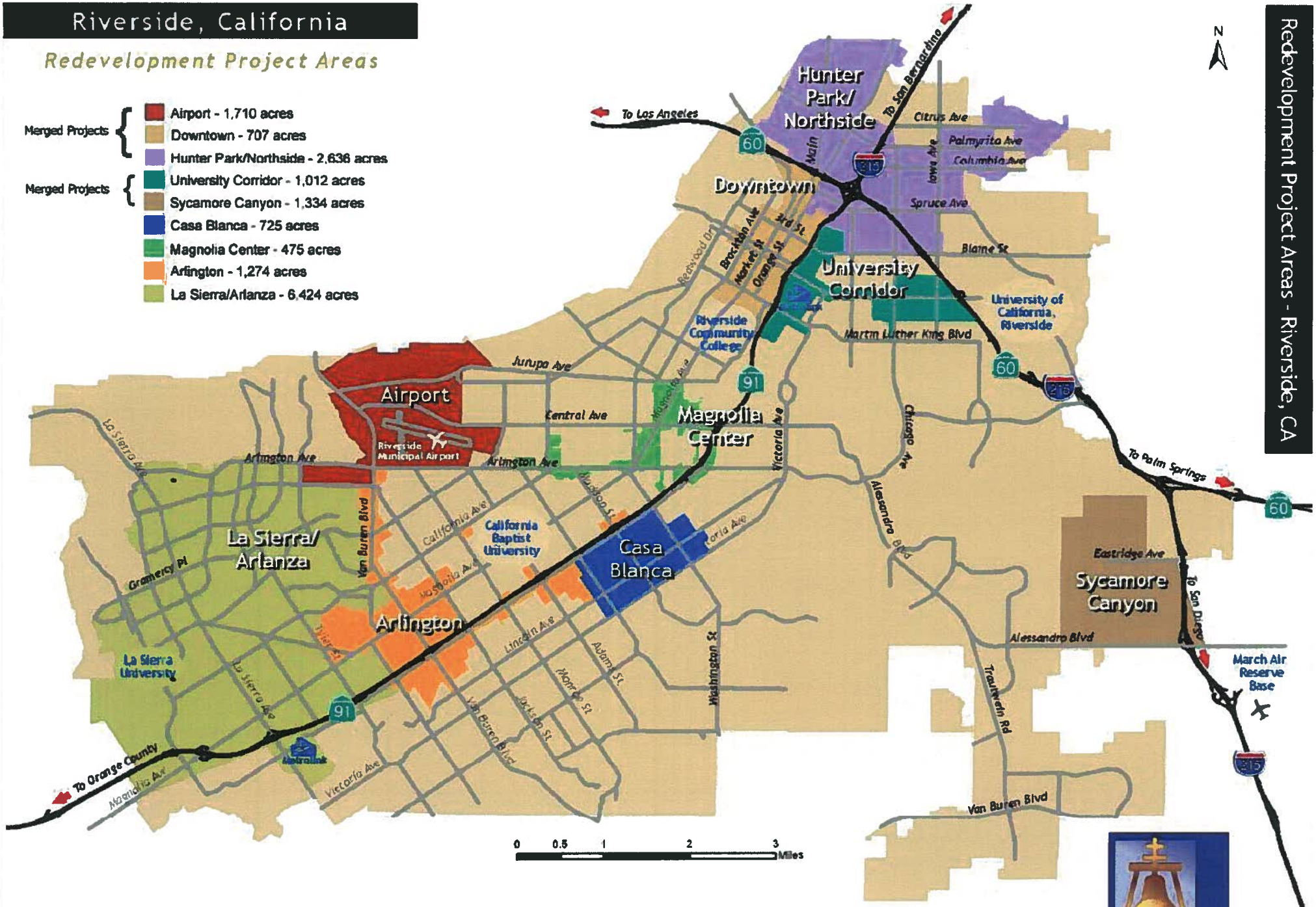
Project Areas Map

Riverside, California

Redevelopment Project Areas

Merged Projects
- Airport - 1,710 acres
- Downtown - 707 acres
- Hunter Park/Northside - 2,636 acres

Merged Projects
- University Corridor - 1,012 acres
- Sycamore Canyon - 1,334 acres
- Casa Blanca - 725 acres
- Magnolia Center - 475 acres
- Arlington - 1,274 acres
- La Sierra/Arlanza - 6,424 acres



Redevelopment Project Areas - Riverside, CA

City of Riverside Development Department * 1-877-RIV-SIDE * fax 951-826-5744
www.RiversideCA.gov * 3900 Main Street, 5th Floor * Riverside, CA 92522

City of Riverside

Appendix B

Project Area Time Limits

Table 1
Redevelopment Agency of the City of Riverside
Redevelopment Plan Limits Summary (1)

			CURRENT LIMITS					
PROJECT/AMENDMENT	ORD. #	DATE ADOPTED	INCUR DEBT	PLAN TERM	RECEIVE TAX INCR.	TAX INCR. LIMIT	BONDED DEBT LIMIT	EMINENT DOMAIN
MERGED PROJECT								
Downtown						Combined with Airport	Combined with Airport	Combined with Airport
Original Area	3872	11/16/71	11/16/2014	11/16/2014	11/16/2024			
Area Added by 1st Amndmt	3980	12/19/72	12/19/2015	12/19/2015	12/19/2025			
Area Added by 2nd Amndmt	4108	05/07/74	5/7/2017	5/7/2017	5/7/2027			
Area Added by 3rd Amndmt	4246	11/18/75	11/18/2018	11/18/2018	11/18/2028			
Area Added by 4th Amndmt	5238	11/27/84	11/27/2027	11/27/2027	11/27/2037			
5th Amndmt (merger no area added)	5872	09/25/90	-	-	-			
6th Amndmt (1290 conformity)	6190	12/20/94	-	-	-			
7th Amndmt (no area added)	6373	05/06/97	-	-	-			
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6911	10/03/06	-	-	-			
Amendment (1-Year for 2003-04 ERAF)	6912	10/03/06	-	-	-			
8th Amendment (merged with H/P)	7051	08/25/09						
Airport						671,000,000	171,000,000	9/25/2021 (2)
Original Area	4355	12/01/76	10/22/2019	10/22/2019	10/22/2029			
Area Added by 1st Amndmt	4800	06/10/80	6/10/2023	6/10/2023	6/10/2033			
Area Added by 2nd Amndmt	5240	11/27/84	11/27/2027	11/27/2027	11/27/2037			
3rd Amndmt (merger no area added)	5872	09/25/90	-	-	-			
4th Amndmt (1290 conformity)	6191	12/20/94	-	-	-			
5th Amndmt (no area added)	6374	05/06/97	-	-	-			
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6911	10/03/06	-	-	-			
Amendment (1-Year for 2003-04 ERAF)	6912	10/03/06	-	-	-			
8th Amendment (merged with H/P)	7051	08/25/09						
Hunter Park / Northside								
Original Area	6686	6/24/2003	6/24/2023	6/24/2034	6/24/2049	None	115,000,000	7/24/2015 (2)
Amendment (1-Year for 2003-04 ERAF)	6906	10/3/2006						
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	Not Eligible							
8th Amendment (merged with DT/Airport)	7051	08/25/09					No change	No change
CASA BLANCA								
Original Area	4348	11/9/1976	-	-	-	-	-	-
1st Amndmt (no area added)	5824	4/24/1990	-	-	-	-	-	-
2nd Amndmt (1290 conformity)	6189	12/20/1994	-	-	-	-	-	-
3rd Amndmt (no added area) (2)	6568	6/19/2001	1/1/2014	11/9/2019	11/9/2029	265,000,000	80,000,000	7/19/2013 (2)
Amendment (1-Year for 2003-04 ERAF)	6907	10/3/2006	-	-	-	-	-	-
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6909	10/3/2006	-	-	-	-	-	-

Table 1
Redevelopment Agency of the City of Riverside
Redevelopment Plan Limits Summary (1)

			CURRENT LIMITS					
PROJECT/AMENDMENT	ORD. #	DATE ADOPTED	INCUR DEBT	PLAN TERM	RECEIVE TAX INCR.	TAX INCR. LIMIT	BONDED DEBT LIMIT	EMINENT DOMAIN
MERGED PROJECT								
University Corridor (Central Industrial)								
Original Area	4471	10/25/77	10/25/2020	10/25/2020	10/25/2030			
Area Added by 1st Amndmt	5239	11/27/84	11/27/2027	11/27/2027	11/27/2037			
2nd Amndmt (no area added)	6099	12/20/94	-	-	-			
3rd Amndmt (1290 conformity)	6188	12/20/94	-	-	-			
Area Added by 4th Amndmt (merger)	6382	07/08/97	7/8/2028	7/8/2028	7/8/2043	Combined	Combined	Combined
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6913	10/03/06	-	-	-			
Amendment (1-Year for 2003-04 ERAF)	6914	10/03/06	-	-	-			
5th Amendment (increase TI)	7051	08/25/09						
Sycamore Canyon						1.2 Billion	319,000,000	9/25/2021
Original Area	5148	12/20/83	12/20/2026	12/20/2026	12/20/2036			(2)
1st Amndmt (1290 conformity)	6192	12/20/94	-	-	-			
Area Added by 2nd Amndmt (merger)	6383	07/08/97	7/8/2028	7/8/2028	7/8/2043			
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6913	10/03/06						
Amendment (1-Year for 2003-04 ERAF)	6914	10/03/06						
5th Amendment (increase TI)	7051	08/25/09						
ARLINGTON PROJECT (2)								
Original Area	4619	11/28/1978	1/1/2014	11/28/2021	11/28/2031	50,000,000	Comb. w/2nd	5/13/2011
1st Amndmt (1290 conformity)	6193	12/20/1994	-	-	-	N/A	N/A	N/A
Area Added by 2nd Amndmt	6466	4/13/1999	4/13/2019	4/13/2030	4/13/2045	None	75,000,000	5/13/2011
Area Added by 3rd Amndmt	6685	6/24/2003	6/24/2023	6/24/2034	6/24/2049	None	50,000,000	7/24/2015
Amendment (1-Year for 2003-04 ERAF)	6908	10/3/2006	-	-	-	-	-	(2)
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	6910	10/3/2006	-	-	-	-	-	-
MAGNOLIA CENTER								
Original Area (2)	6441	7/14/1998	7/14/2018	7/14/2029	7/14/2044	None	55,000,000	8/14/2010
Amendment (1-Year for 2003-04 ERAF)	6905	10/3/2006						(2)
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	Not Eligible							
LA SIERRA/ARLANZA								
Original Area	6739	7/13/2004						
1st Amendment (Delete Territory)	6828	10/18/2005						
2nd Amendment (Delete Territory)	6892	7/25/2006	7/13/2024	7/13/2034	7/13/2049	None	235,000,000	8/13/2016
Amendment (1-Year for 2003-04 ERAF)	Not Eligible							(2)
Amendment (2-Year for 2004-05 & 2005-06 ERAF)	Not Eligible							

(1) Eastside can continue to repay debt incurred before AB 1290, or 1/1/94. Without an effective Plan, the expiration of various limits are pretty meaningless.
(2) Eminent domain time limit is 12 years from effective date of Plan (versus from date of Plan adoption; a 30 day difference).
(3) Time limit is 12 years from effective date of the original Plan adoption. In many instances, eminent domain is prohibited on residential properties that are primarily single-family in nature. See Section 2 of Ordinance No. 6892 for additional information.

Appendix C

Diane Hadland Memorandum
Tax Increment Revenue Projections
(Substituted Exhibit by
February 23, 2010 Agency Action)

Redevelopment Agency of the City of Riverside
80% Gross Tax Increment (Excludes Housing Funds)
Tax Increment Revenue Projections

Fiscal Year	Arlington Auto Ctr (2)	Bal of Arlington	Casa Blanca	Hunter Pk	La Sierra (2)	Magnolia	DT/Air Merged	UC/Syc Merged	Total (2) Memo Only
2008-09	340,341	3,833,154	2,769,371	6,394,044	13,051,103	2,500,698	9,533,402	9,551,748	47,973,860
2009-10	358,915	3,104,888	2,432,692	5,676,359	10,090,348	2,344,785	9,280,312	9,509,016	42,797,315
2010-11	377,862	2,651,812	2,217,532	4,498,726	8,635,049	2,149,149	8,888,484	8,925,333	38,343,947
2011-12	377,862	2,515,407	2,155,146	3,798,326	8,279,144	1,968,295	8,707,259	8,392,136	36,193,574
2012-13	377,862	2,515,407	2,155,146	3,798,326	8,279,144	1,968,295	8,707,259	8,392,136	36,193,574
2013-14	397,187	2,624,592	2,201,315	3,993,864	8,810,116	2,057,412	8,902,470	8,576,693	37,563,650
2014-15	416,899	2,735,961	2,248,408	4,193,313	9,351,708	2,148,312	9,101,585	8,764,941	38,961,128
2015-16	437,005	2,849,557	2,296,443	4,396,751	9,904,132	2,241,029	9,304,683	8,956,954	40,386,555
2016-17	457,513	2,965,426	2,345,439	4,604,257	10,467,604	2,335,601	9,511,843	9,152,807	41,840,491
2017-18	478,432	3,083,611	2,395,415	4,815,914	11,042,346	2,432,064	9,723,145	9,352,578	43,323,505
2018-19	499,768	3,204,161	2,446,390	5,031,804	11,628,583	2,530,457	9,938,674	9,556,343	44,836,180
2019-20	521,532	3,327,121	2,498,384	5,252,012	12,226,544	2,630,817	10,158,514	9,764,184	46,379,109
2020-21	543,731	3,452,541	2,551,419	5,476,624	12,836,465	2,733,185	10,382,750	9,976,182	47,952,895
2021-22	566,373	3,580,469	2,605,514	5,705,728	13,458,584	2,837,600	10,611,471	10,192,420	49,558,158
2022-23	589,469	3,710,955	2,660,691	5,939,414	14,093,145	2,944,103	10,844,766	10,412,983	51,195,526
2023-24	613,026	3,844,052	2,716,971	6,177,774	14,740,398	3,052,736	11,082,728	10,637,956	52,865,641
2024-25	637,055	3,979,810	2,774,377	6,420,901	15,400,596	3,163,542	9,760,874	10,867,430	53,004,585
2025-26	661,564	4,118,283	2,832,932	6,668,890	16,073,997	3,276,565	9,978,699	11,101,492	54,712,422
2026-27	686,564	4,259,526	2,892,657	6,921,840	16,760,867	3,391,847	10,200,880	11,340,237	56,454,416
2027-28	712,063	4,403,594	2,953,577	7,179,848	17,461,474	3,509,435	10,427,504	11,583,755	58,231,251
2028-29	738,072	4,550,543	3,015,715	7,443,017	18,176,093	3,629,375	5,675,303	11,832,145	55,060,263
2029-30	764,602	4,700,431	-	7,711,448	18,905,005	3,751,714	3,770,596	12,085,502	51,689,298
2030-31	791,662	4,853,317	-	7,985,249	19,648,495	3,876,500	3,861,513	10,966,752	51,983,487
2031-32	819,263	4,791,704	-	8,264,526	20,406,854	4,003,781	3,954,248	11,200,560	53,440,937
2032-33	847,417	4,945,836	-	8,549,388	21,180,381	4,133,608	4,048,838	11,439,045	55,144,512
2033-34	876,133	5,103,050	-	8,839,947	21,969,379	4,266,031	1,327,980	11,682,299	54,064,819
2034-35	905,424	5,263,409	-	9,136,318	22,774,156	4,401,103	1,366,022	11,930,418	55,776,850
2035-36	935,300	5,426,975	-	9,438,615	23,595,029	4,538,877	1,404,825	12,183,500	57,523,121
2036-37	965,774	5,593,812	-	9,746,959	24,432,319	4,679,405	1,444,404	8,731,179	55,593,853
2037-38	996,858	5,763,986	-	10,061,470	25,286,355	4,822,745	-	340,088	47,271,503
2038-39	1,028,563	5,937,564	-	10,382,271	26,157,472	4,968,951	-	349,094	48,823,915
2039-40	1,060,903	6,114,613	-	10,709,488	27,046,011	5,118,081	-	358,280	50,407,376
2040-41	1,093,889	6,295,203	-	11,043,249	27,952,321	5,270,194	-	367,650	52,022,506
2041-42	1,127,535	6,479,404	-	11,383,686	28,876,757	5,425,349	-	377,207	53,669,939
2042-43	1,161,853	6,667,290	-	11,730,931	29,819,682	5,583,608	-	386,955	55,350,320
2043-44	1,196,859	6,858,934	-	12,085,121	30,781,466	5,745,031	-	-	56,667,411
2044-45	1,232,564	7,054,410	-	12,446,396	31,762,485	-	-	-	52,495,854
2045-46	1,268,983	1,222,493	-	12,814,895	32,763,124	-	-	-	48,069,495
2046-47	1,306,131	1,256,965	-	13,190,764	33,783,776	-	-	-	49,537,637
2047-48	1,344,022	1,292,127	-	13,574,151	34,824,841	-	-	-	51,035,141
2048-49	1,382,670	1,327,992	-	13,965,206	35,886,728	-	-	-	52,562,596

(1) Amounts shown equal the estimated tax increment after deducting the housing set-aside obligation, i.e., 80% tax increment..
(2) While all 80% tax increment revenues must be spent to benefit the Project from which they were generated, the Auto Center and La Sierra have additional expenditure restrictions, contained in the Redevelopment Plan (Auto Center) and a court judgement for La Sierra.

EXHIBIT C

GREATER RIVERSIDE
CHAMBERS OF COMMERCE
The Chamber...building a stronger local economy.

June 28, 2013

Emilio Ramirez
Development Director
Successor Agency to the Redevelopment of the City of Riverside
3900 Main Street
Riverside, CA 92522

RE: Long Range Management Plan submitted by the Successor Agency

Dear Mr. Ramirez:

The Chamber supports the proposed Long Range Management Plan submitted by the Successor Agency to the former Redevelopment Agency of the City of Riverside. The proposed long range plan sets out a method of disposing of properties without detrimentally affecting the community and thoughtfully identifies core properties to be retained by the City of Riverside for future development.

Downtown Riverside, with its historic architecture and pedestrian friendly shops is poised for a vibrant retail and entertainment district. Many properties that were acquired to eliminate blight and facilitate economic growth are either under contract for development, awaiting development, or are intended to be transferred to the City for their continued use as public facilities. The Chamber has supported such downtown developments including the Fox Plaza, Riverside School for the Arts and the Center for Social Justice to promote an economically viable downtown and a cornerstone of economic development for the City of Riverside.

The Chamber is committed to the economic development of the region and recognizes your continued preservation to preserve structurally significant historical buildings, which makes our downtown so unique. We ask that you consider this proposal as it is crucial to the development of Downtown Riverside and the city as a whole.

Thank you for your consideration regarding this matter.

Sincerely,

Cindy Roth
President/CEO

CR/am

3985 UNIVERSITY AVENUE, RIVERSIDE, CA 92501 · (951) 683-7100 · FAX (951) 683-2670
RCHAMBER@RIVERSIDE-CHAMBER.COM · WWW.RIVERSIDE-CHAMBER.COM

EXHIBIT D

COMPENSATION AGREEMENT
FOR THE IMPERIAL HARDWARE BUILDING

3750 and 3768 Main Street and 3675 University Avenue

THIS COMPENSATION AGREEMENT is made and entered into this _____day of _____, 2013 by and between the City of Riverside, a California charter city and municipal corporation, the Successor Agency to the Redevelopment Agency of the City of Riverside, the County of Riverside, Riverside County Flood Control and Water Conservation District, Riverside County Office of Education, Riverside Unified School District, Alvord Unified School District, Riverside Community College District, Western Municipal Water District, Metropolitan Water District of Southern California, Riverside Corona Resource Conservation District, Riverside County Regional Park and Open Space District, Jurupa Park and Recreation District, and Northwest Mosquito Abatement District (collectively herein referred to as "Taxing Entities" and "Parties").

WHEREAS, the Health and Safety Code Section 34180 (f)(1) of Assembly Bill 1484 ("AB 1484") provides "If a city, county, or city and county wishes to retain any properties or other assets for future redevelopment activities, funded from its own fund and under its auspices, it must reach a compensation agreement with the other taxing entities to provide payments to them in proportion to their shares of the base property tax…for the value of the property retained."; and

WHEREAS, the Successor Agency to the Redevelopment Agency of the City of Riverside ("Successor Agency") owns a historic property, within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area, located at 3750 and 3768 Main Street, and 3675 University Avenue bearing the Assessor's Parcel numbers 213-271-005, 006 and 007, which is known as the Imperial Hardware Building ("Property") and said Property is a significant resource to the City of Riverside; and

WHEREAS, the Property is recognized by the City of Riverside as a vital opportunity site for preservation, restoration, job creation and economic development. The use of this Property as future development is addressed in the Successor Agency's Long Range Property Management Plan, which is required by AB 1484. The preservation, restoration and adaptive re-use of the Property plays a critical role in maintaining the City of Riverside's historic character and identity. As such, the Successor Agency desires to transfer this Property to the City of Riverside for future development as authorized under AB 1484; and

WHEREAS, the City of Riverside's ownership and control of the Property for future development, which includes the disposition and oversight of the preservation, restoration and adaptive re-use of the Property, are necessary to achieve the City of Riverside's historic preservation of a significant resource and economic development objectives for the benefit of the community as a whole; and

WHEREAS, in addition to the City of Riverside, the affected Taxing Entities are stakeholders in the sale proceeds and property tax revenues of the Property; and

WHEREAS, the Taxing Entities were informed of the Successor Agency's strategy and vision concerning the transfer of the Property to the City of Riverside for future development.

NOW THEREFORE, the Taxing Entities are voluntarily entering into this Compensation Agreement as follows:

1. **Long Range Property Management Plan**: Pursuant to AB 1484, the required Long Range Property Management Plan was presented to and approved by the Oversight Board on August 15, 2013, along with this Compensation Agreement. The Long Range Property Management Plan is subject to the State Department of Finance review.

2. **Transfer the Property to the City**: The Taxing Entities agree that the Successor Agency shall transfer the Property to the City of Riverside for Zero Dollars ($0) in consideration for the City's obligations set forth below:

    a. The City of Riverside shall be solely responsible for implementing the development of the Property, which shall include identifying a buyer for the Property. Once a buyer is identified and selected, the City of Riverside shall use its best efforts to work with the buyer to facilitate a project that will culminate in producing a property tax revenue stream that is greater than the current property tax revenue benefitting and compensating the Taxing Entities.

    b. The City of Riverside shall assist the buyer in working with the adjacent property owners to assemble additional properties in order to facilitate a larger development project rather than a project solely using the Property.

3. **Forbearance of Sale**: The Taxing Entities agree that by consenting to the Successor Agency's transfer of the Property to the City of Riverside for Zero Dollars ($0) that such consent is a forbearance of the sale proceeds. The Taxing Entities understand and acknowledge that the City of Riverside is a critical stakeholder and will use its best efforts to put forth a high quality development at the subject Property.

4. **Property Tax Revenue**: The Taxing Entities understand and acknowledge that, by facilitating the future development of the Property, the City of Riverside will provide: if necessary, financial backing and the due diligence necessary to facilitate a high quality development which will generate a greater economic benefit to the Taxing Entities by providing an increase in property tax revenue.

5. **Sales Tax Revenue**: The Taxing Entities also understand and acknowledge that a high quality development of the Property will also produce an increase in sales tax revenue.

6. **Development Impact Fees**: The buyer of the Property will be responsible for paying all applicable Development Impact Fees further benefitting the Taxing Entities.

7. **Authorization**: The individuals executing this Compensation Agreement, on behalf of their public entities, are representing and warranting that they have the legal power, right

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and actual authority to bind the entities they represent to the terms and conditions hereof and thereof.

8. **Amendment to the Compensation Agreement**: This Compensation Agreement may be modified or amended only by a written agreement executed by the City of Riverside and the Taxing Entities.

9. **Compensation Agreement**: This Compensation Agreement constitutes a final, complete and exclusive statement of the terms of the agreement between the Parties pertaining to the transfer of the Property to the City of Riverside for future development, and supersedes all prior and contemporaneous understandings or agreements between the Parties. Neither party has been induced to enter into this Compensation Agreement and neither party is relying on any representation or warranty outside those expressly set forth in this Compensation Agreement.

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IN WITNESS WHEREOF, the interested Parties have caused this Compensation Agreement to be duly executed the day and year first above written.

City of Riverside, a California Charter city and municipal corporation By: _____ City Manager Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Deputy City Attorney		**County of Riverside**, a political subdivision of the State of California By: _____ Name:_____ Its: _____ Dated: _____ Attest By: _____ Clerk of the Board of Supervisors Approved as to Form: By: _____ County Counsel
Successor Agency to the Redevelopment Agency of the City of Riverside, a public entity, corporate and politic By: _____ City Manager on behalf of the Successor Agency to the Redevelopment Agency of the City of Riverside Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Successor Agency General Counsel		

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Riverside County Flood Control & Water Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Office of Education,** a service agency By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside Community College District,** a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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Western Municipal Water District, a municipal water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Metropolitan Water District of Southern California,** a metropolitan water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Corona Resource Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Regional Park and Open Space District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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Alvord Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Jurupa Park and Recreation District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Northwest Mosquito Abatement District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		

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CA: 13-1764

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COMPENSATION AGREEMENT
FOR THE STALDER BUILDING

3650 Market Street

THIS COMPENSATION AGREEMENT is made and entered into this _____day of _____, 2013 by and between the City of Riverside, a California charter city and municipal corporation, the Successor Agency to the Redevelopment Agency of the City of Riverside, the County of Riverside, Riverside County Flood Control and Water Conservation District, Riverside County Office of Education, Riverside Unified School District, Alvord Unified School District, Riverside Community College District, Western Municipal Water District, Metropolitan Water District of Southern California, Riverside Corona Resource Conservation District, Riverside County Regional Park and Open Space District, Jurupa Park and Recreation District, and Northwest Mosquito Abatement District (collectively herein referred to as "Taxing Entities" and "Parties").

WHEREAS, the Health and Safety Code Section 34180 (f)(1) of Assembly Bill 1484 ("AB 1484") provides "If a city, county, or city and county wishes to retain any properties or other assets for future redevelopment activities, funded from its own fund and under its auspices, it must reach a compensation agreement with the other taxing entities to provide payments to them in proportion to their shares of the base property tax…for the value of the property retained."; and

WHEREAS, the Successor Agency to the Redevelopment Agency of the City of Riverside ("Successor Agency") owns a historic property, within the Merged Downtown/Airport Industrial – Hunter Park/Northside Redevelopment Project Area, located at 3650 Market Street bearing the Assessor's Parcel numbers 213-022-001, 002 and 003, which is known as the Stalder Building ("Property") and said Property is a significant resource to the City of Riverside; and

WHEREAS, the Property is recognized by the City of Riverside as a vital opportunity site for preservation, restoration, job creation and economic development. The use of this Property as future development is addressed in the Successor Agency's Long Range Property Management Plan, which is required by AB 1484. The preservation, restoration and adaptive re-use of the Property plays a critical role in maintaining the City of Riverside's historic character and identity. As such, the Successor Agency desires to transfer this Property to the City of Riverside for future development as authorized under AB 1484; and

WHEREAS, the City of Riverside's ownership and control of the Property for future development, which includes the disposition and oversight of the preservation, restoration and adaptive re-use of the Property, are necessary to achieve the City of Riverside's historic preservation of a significant resource and economic development objectives for the benefit of the community as a whole; and

WHEREAS, in addition to the City of Riverside, the affected Taxing Entities are stakeholders in the sale proceeds and property tax revenues of the Property; and

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WHEREAS, the Taxing Entities were informed of the Successor Agency's strategy and vision concerning the transfer of the Property to the City of Riverside for future development.

NOW THEREFORE, the Taxing Entities are voluntarily entering into this Compensation Agreement as follows:

1. **Long Range Property Management Plan**: Pursuant to AB 1484, the required Long Range Property Management Plan was presented to and approved by the Oversight Board on August 15, 2013, along with this Compensation Agreement. The Long Range Property Management Plan is subject to the State Department of Finance review.

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    a. The City of Riverside shall be solely responsible for implementing the development of the Property, which shall include identifying a buyer for the Property. Once a buyer is identified and selected, the City of Riverside shall use its best efforts to work with the buyer to facilitate a project that will culminate in producing a property tax revenue stream that is greater than the current property tax revenue benefitting and compensating the Taxing Entities.

    b. The City of Riverside shall assist the buyer in working with the adjacent property owners to assemble additional properties in order to facilitate a larger development project rather than a project solely using the Property.

3. **Forbearance of Sale**: The Taxing Entities agree that by consenting to the Successor Agency's transfer of the Property to the City of Riverside for Zero Dollars ($0) that such consent is a forbearance of the sale proceeds. The Taxing Entities understand and acknowledge that the City of Riverside is a critical stakeholder and will use its best efforts to put forth a high quality development at the subject Property.

4. **Property Tax Revenue**: The Taxing Entities understand and acknowledge that, by facilitating the future development of the Property, the City of Riverside will provide: if necessary, financial backing and the due diligence necessary to facilitate a high quality development which will generate a greater economic benefit to the Taxing Entities by providing an increase in property tax revenue.

5. **Sales Tax Revenue**: The Taxing Entities also understand and acknowledge that a high quality development of the Property will also produce an increase in sales tax revenue.

6. **Development Impact Fees**: The buyer of the Property will be responsible for paying all applicable Development Impact Fees further benefitting the Taxing Entities.

7. **Authorization**: The individuals executing this Compensation Agreement, on behalf of their public entities, are representing and warranting that they have the legal power, right and actual authority to bind the entities they represent to the terms and conditions hereof

and thereof.

8. **Amendment to the Compensation Agreement**: This Compensation Agreement may be modified or amended only by a written agreement executed by the City of Riverside and the Taxing Entities.

9. **Compensation Agreement**: This Compensation Agreement constitutes a final, complete and exclusive statement of the terms of the agreement between the Parties pertaining to the transfer of the Property to the City of Riverside for future development, and supersedes all prior and contemporaneous understandings or agreements between the Parties. Neither party has been induced to enter into this Compensation Agreement and neither party is relying on any representation or warranty outside those expressly set forth in this Compensation Agreement.

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IN WITNESS WHEREOF, the interested Parties have caused this Compensation Agreement to be duly executed the day and year first above written.

City of Riverside, a California Charter city and municipal corporation By: _____ City Manager Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Deputy City Attorney		**County of Riverside**, a political subdivision of the State of California By: _____ Name:_____ Its: _____ Dated: _____ Attest By: _____ Clerk of the Board of Supervisors Approved as to Form: By: _____ County Counsel
Successor Agency to the Redevelopment Agency of the City of Riverside, a public entity, corporate and politic By: _____ City Manager on behalf of the Successor Agency to the Redevelopment Agency of the City of Riverside Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Successor Agency General Counsel		

DRAFT

Riverside County Flood Control & Water Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Office of Education,** a service agency By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside Community College District,** a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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Western Municipal Water District, a municipal water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Metropolitan Water District of Southern California,** a metropolitan water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Corona Resource Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Regional Park and Open Space District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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Alvord Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Jurupa Park and Recreation District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Northwest Mosquito Abatement District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		

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COMPENSATION AGREEMENT
FOR THE FARM HOUSE MOTEL

1393 University Avenue

THIS COMPENSATION AGREEMENT is made and entered into this _____day of _____, 2013 by and between the City of Riverside, a California charter city and municipal corporation, the Successor Agency to the Redevelopment Agency of the City of Riverside, the County of Riverside, Riverside County Flood Control and Water Conservation District, Riverside County Office of Education, Riverside Unified School District, Riverside Community College District, Moreno Valley Unified School District, Edgemont Community Service District, Western Municipal Water District, San Jacinto Conservation District, Metropolitan Water District of Southern California, Riverside Corona Resource Conservation District, and Riverside County Regional Park and Open Space District (collectively herein referred to as "Taxing Entities" and "Parties").

WHEREAS, the Health and Safety Code Section 34180 (f)(1) of Assembly Bill 1484 ("AB 1484") provides "If a city, county, or city and county wishes to retain any properties or other assets for future redevelopment activities, funded from its own fund and under its auspices, it must reach a compensation agreement with the other taxing entities to provide payments to them in proportion to their shares of the base property tax…for the value of the property retained."; and

WHEREAS, the Successor Agency to the Redevelopment Agency of the City of Riverside ("Successor Agency") owns a historic property, within the University Corridor/Sycamore Canyon Merged Redevelopment Project Area, located at 1393 University Avenue bearing the Assessor's Parcel number 250-190-009, which is known as the Farm House Motel ("Property") and said Property is a significant resource to the City of Riverside; and

WHEREAS, the Property is recognized by the City of Riverside as a vital opportunity site for preservation, restoration, job creation and economic development. The use of this Property as future development is addressed in the Successor Agency's Long Range Property Management Plan, which is required by AB 1484. The preservation, restoration and adaptive re-use of the Property plays a critical role in maintaining the City of Riverside's historic character and identity. As such, the Successor Agency desires to transfer this Property to the City of Riverside for future development as authorized under AB 1484; and

WHEREAS, the City of Riverside's ownership and control of the Property for future development, which includes the disposition and oversight of the preservation, restoration and adaptive re-use of the Property, are necessary to achieve the City of Riverside's historic preservation of a significant resource and economic development objectives for the benefit of the community as a whole; and

WHEREAS, in addition to the City of Riverside, the affected Taxing Entities are stakeholders in the sale proceeds and property tax revenues of the Property; and

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WHEREAS, the Taxing Entities were informed of the Successor Agency's strategy and vision concerning the transfer of the Property to the City of Riverside for future development.

NOW THEREFORE, the Taxing Entities are voluntarily entering into this Compensation Agreement as follows:

1. **Long Range Property Management Plan**: Pursuant to AB 1484, the required Long Range Property Management Plan was presented to and approved by the Oversight Board on August 15, 2013, along with this Compensation Agreement. The Long Range Property Management Plan is subject to the State Department of Finance review.

2. **Transfer the Property to the City**: The Taxing Entities agree that the Successor Agency shall transfer the Property to the City of Riverside for Zero Dollars ($0) in consideration for the City's obligations set forth below:

    a. The City of Riverside shall be solely responsible for implementing the development of the Property, which shall include identifying a buyer for the Property. Once a buyer is identified and selected, the City of Riverside shall use its best efforts to work with the buyer to facilitate a project that will culminate in producing a property tax revenue stream that is greater than the current property tax revenue benefitting and compensating the Taxing Entities.

    b. The City of Riverside shall assist the buyer in working with the adjacent property owners to assemble additional properties in order to facilitate a larger development project rather than a project solely using the Property.

3. **Forbearance of Sale**: The Taxing Entities agree that by consenting to the Successor Agency's transfer of the Property to the City of Riverside for Zero Dollars ($0) that such consent is a forbearance of the sale proceeds. The Taxing Entities understand and acknowledge that the City of Riverside is a critical stakeholder and will use its best efforts to put forth a high quality development at the subject Property.

4. **Property Tax Revenue**: The Taxing Entities understand and acknowledge that, by facilitating the future development of the Property, the City of Riverside will provide: if necessary, financial backing and the due diligence necessary to facilitate a high quality development which will generate a greater economic benefit to the Taxing Entities by providing an increase in property tax revenue.

5. **Sales Tax Revenue**: The Taxing Entities also understand and acknowledge that a high quality development of the Property will also produce an increase in sales tax revenue.

6. **Development Impact Fees**: The buyer of the Property will be responsible for paying all applicable Development Impact Fees further benefitting the Taxing Entities.

7. **Authorization**: The individuals executing this Compensation Agreement, on behalf of their public entities, are representing and warranting that they have the legal power, right and actual authority to bind the entities they represent to the terms and conditions hereof

and thereof.

8. **Amendment to the Compensation Agreement**: This Compensation Agreement may be modified or amended only by a written agreement executed by the City of Riverside and the Taxing Entities.

9. **Compensation Agreement**: This Compensation Agreement constitutes a final, complete and exclusive statement of the terms of the agreement between the Parties pertaining to the transfer of the Property to the City of Riverside for future development, and supersedes all prior and contemporaneous understandings or agreements between the Parties. Neither party has been induced to enter into this Compensation Agreement and neither party is relying on any representation or warranty outside those expressly set forth in this Compensation Agreement.

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IN WITNESS WHEREOF, the interested Parties have caused this Compensation Agreement to be duly executed the day and year first above written.

City of Riverside, a California Charter city and municipal corporation By: _____ City Manager Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Deputy City Attorney		**County of Riverside**, a political subdivision of the State of California By: _____ Name:_____ Its: _____ Dated: _____ Attest By: _____ Clerk of the Board of Supervisors Approved as to Form: By: _____ County Counsel
Successor Agency to the Redevelopment Agency of the City of Riverside, a public entity, corporate and politic By: _____ City Manager on behalf of the Successor Agency to the Redevelopment Agency of the City of Riverside Dated: _____ Attest: By: _____ City Clerk Approved as to Form: By: _____ Successor Agency General Counsel		

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Riverside County Flood Control & Water Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Office of Education,** a service agency By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside Community College District,** a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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Western Municipal Water District, San Jacinto Conservation District, a municipal water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Metropolitan Water District of Southern California,** a metropolitan water district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____
Riverside Corona Resource Conservation District, a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Riverside County Regional Park and Open Space District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

DRAFT

Moreno Valley Unified School District, a public school district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____		**Edgemont Community Service District,** a special district By: _____ Name:_____ Its: _____ Dated: _____ By: _____ Name:_____ Its: _____ Dated: _____

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EXHIBIT E

August 25, 2009

AMENDED AND RESTATED REDEVELOPMENT PLAN FOR THE MERGED DOWNTOWN/ AIRPORT INDUSTRIAL AND HUNTER PARK/NORTHSIDE REDEVELOPMENT PROJECT AREAS

CITY OF RIVERSIDE REDEVELOPMENT AGENCY
AMENDED: AUGUST 25, 2009 BY ORDINANCE 7051

UFI Redevelopment Planning
3111 North Tustin Street, Suite 230
Orange, CA 92865
(714)283-9334 • FAX (714)283-5465
www.urbanfuturesinc.com

PREFACE

The City Council of the City of Riverside adopted the Riverside Mall and White Park and Airport Industrial Redevelopment Projects over a five-year period, commencing in 1971 with the adoption of the Riverside Mall and White Park Redevelopment Project and ending in 1976 with adoption of the Airport Industrial Redevelopment Project. The two projects and their respective dates of adoption and adoption ordinance numbers are:

1. Riverside Mall and White Park Redevelopment Project Adopted 11/16/1971, Ordinance No. 3872

2. Airport Industrial Redevelopment Project Adopted 12/01/1976, Ordinance No. 4355.

In 1990 the City Council merged the Riverside Mall and White Park and the Airport Industrial Redevelopment Projects (the "Merged Project") by adoption of Ordinance No. 5872. At the same time the name of the Riverside Mall and White Park Redevelopment Project was changed to "Downtown Redevelopment Project."

On May 6, 1997, the City Council amended the redevelopment plans for the above two projects in order to: 1) extend existing time limits on undertaking eminent domain proceedings to acquire property within the Merged Project; 2) extend as necessary the duration, debt establishment and debt repayment time limits of the plans; and 3) replace the two individual plans with one amended and restated redevelopment plan covering both projects. Ordinance No. 6374 effectuated the amendment for the Airport Industrial Redevelopment Project, and Ordinance 6373 effectuated the amendment for the Downtown Redevelopment Project. The two plans were aggregated into one document, the Amended and Restated Redevelopment Plan for the Merged Downtown and Airport Industrial Redevelopment Projects, which follows.

Merged Downtown and Airport Industrial Redevelopment Projects Have Been Merged with the Hunter Park/Northside Redevelopment Project

On August, 25, 2009, the City Council of the City of Riverside adopted Ordinance No. 7051 merging the Merged Downtown and Airport Industrial Redevelopment Projects with the Hunter Park/Northside Redevelopment Project pursuant to Health and Safety Code Section 33485, et seq. In all other respects, the Amended and Restated Redevelopment Plan for the Merged Downtown and Airport Industrial Redevelopment Projects remains separate from and is not combined with the Redevelopment Plan for the Hunter Park/Northside Redevelopment Project.

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Amended and Restated Redevelopment Plan for the Merged Downtown/Airport Industrial and Hunter Park/Northside Redevelopment Project Areas

City Council/Redevelopment Agency

Ronald O. Loveridge, *Mayor*

Mike Gardner, *Mayor Pro Tem/Chairman*

Steve Adams, *Councilperson/Vice Chair*

Andrew S. Melendrez, *Councilperson/Member*

William R. Bailey III, *Councilperson/Member*

Paul M. Davis, *Councilperson/Member*

Christopher H. Mac Arthur, *Councilperson/Member*

Nancy E. Hart, *Councilperson/Member*

City/Agency Staff

Bradley J. Hudson, *City Manager*

Belinda J. Graham, *Assistant City Manager*

Ken Gutierrez, *Planning Director*

Steve Hayes, *Principle Planner*

Wendy Holland, *Redevelopment Program Manager*

John S. Curts, *Senior Redevelopment Project Manager*

Heriberto Diaz, Deputy City Attorney

Members current as of August 24, 2009

August 24, 2009

REDEVELOPMENT PLAN FOR THE MERGED DOWNTOWN/ AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT AREAS

CITY OF RIVERSIDE REDEVELOPMENT AGENCY

ADOPTED: MAY 6, 1997 BY ORDINANCES 6373 AND 6374

AMENDED: AUGUST 25, 2009 BY ORDINANCE 7051

Amended and Restated Redevelopment Plan for the Merged Downtown and Airport Industrial Redevelopment Projects

URBAN FUTURES INCORPORATED

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I. INTRODUCTION

A. [SECTION 101] GENERAL

This is the Amended and Restated Redevelopment Plan ("Redevelopment Plan" or "Plan") for the Merged Downtown and Airport Industrial Redevelopment Projects (collectively, the "Merged Project") in the City of Riverside (the "City"), County of Riverside, State of California. This Plan amends restates and supersedes in their entirety the redevelopment plans heretofore adopted and amended for the foregoing constituent projects ("Constituent Projects") that comprise the Merged Project. Nothing in this Plan is intended to or shall affect in any manner the base year or base year assessed valuation for the Constituent Projects determined in accordance with Health and Safety Code Section 33670.

This Plan consists of text (Sections 100 through 1000), a Redevelopment Plan Map-showing the Merged Project and each of the Constituent Projects (Exhibits "A-1" and "A-2"), a Legal Description of the Merged Project Area (Exhibits "B-1" and "B-2") , and the Proposed Public Improvements and Facilities Projects (Exhibits "C-1" and "C-2"). This Plan was prepared by the Redevelopment Agency of the City of Riverside (the "Agency") pursuant to the Community Redevelopment Law of the State of California (Health and Safety Code, Section 33000 et seq.; all statutory references hereinafter shall be to the Health and Safety Code unless otherwise designated), the California Constitution, and all applicable local codes and ordinances.

The definitions of general terms which are contained in the Community Redevelopment Law govern the construction of this Plan, unless more specific terms and definitions therefore are otherwise provided in this Plan.

Many of the requirements contained in this Plan are necessitated by and in accord with statutory provisions in effect at the time of adoption of this Plan. Such statutory provisions may be changed from time to time. In the event that any such changes affect this Plan's requirements, and would be applicable to the Agency, either constituent project, the Merged Project, or this Plan whether or not this Plan were formally amended to reflect such changes, then the requirements of this Plan that are so affected shall be superseded by such changes, to the extent necessary to be in conformity with such changes.

The merged project area (the "Merged Project Area") includes all properties within the Merged Project boundary shown on the Redevelopment Plan Map and described in the Legal Description of the Merged Project Area.

This Plan provides the Agency with powers, duties and obligations to implement and further the program generally formulated in this Plan for the continued redevelopment, rehabilitation, and revitalization of the Merged Project Area. This Plan does not present a specific plan or establish priorities for specific projects for the redevelopment, rehabilitation, and revitalization of any particular area within either constituent project or the Merged Project Area. Instead, this Plan presents a process and a basic framework within which specific development

plans will be presented, priorities for specific projects will be established, and specific solutions will be proposed, and by which tools are provided to the Agency to fashion, develop, and proceed with such specific plans, projects, and solutions.

The goals and objectives of the Agency's redevelopment program for each constituent project in the Merged Project Area are set forth in the implementation plan adopted on December 13, 1994, which covers each of the Constituent Projects, including any areas added to either constituent project by amendment. The principal goal and objective of the Merged Project shall be to eliminate all remaining blight and complete all Agency-assisted redevelopment activities as quickly as possible consistent with the needs of the Constituent Projects and the availability of financial resources to fund them.

Redevelopment of the Merged Project Area pursuant to this Redevelopment Plan and the above goals and objectives will attain the purposes of the California Community Redevelopment Law by: (1) elimination of areas suffering from economic dislocation and disuse; (2) re-planning, redesign and/or redevelopment of areas which are stagnant or improperly utilized, and which could not be accomplished by private enterprise acting alone without public participation and assistance; (3) protecting and promoting sound development and redevelopment of blighted areas and the general welfare of the citizens of the City by remedying such injurious conditions through the employment of appropriate means; (4) installation of new or replacement of existing public improvements, facilities and utilities in areas which are currently inadequately served with regard to such improvements, facilities and utilities; and (5) other means as deemed appropriate.

B. [SECTION 102] MERGED PROJECT

In 1990, by Ordinance No.5872, the Constituent Projects were merged so that taxes attributable to each constituent project area which are allocated to the Agency pursuant to Section 33670 (b) of the Community Redevelopment Law are to be allocated to the entire Merged Project Area for the purpose of paying the principal of, and interest on, indebtedness incurred by the Agency to finance or refinance, in whole or in part, the Merged Project, except that any such taxes attributable to either constituent project area shall first be used to pay indebtedness in compliance with the terms of any bond resolution or other agreement pledging such taxes from the constituent project area, which resolution or other agreement was adopted or approved by the Agency prior to the merging of the Constituent Projects. Except as otherwise noted above, tax increment revenue attributed to each constituent project may be used for any lawful purpose in either of the Constituent Projects.

II. [SECTION 200] MERGED PROJECT AREA BOUNDARY AND LEGAL DESCRIPTION

The boundaries of the Merged Project Area and the constituent project areas are shown on the Redevelopment Plan Map attached as Exhibits "A-1" and "A-2." The boundary of the Merged Project Area is described in the Legal Description of the Merged Project Area attached as Exhibits "B1" and "B-2."

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III. [SECTION 300] REDEVELOPMENT ACTIVITIES

A. [SECTION 301] GENERAL

The Agency has and will continue to eliminate and prevent the spread of blight and blighting influences, and to strengthen the economic base of the Merged Project Area and the community, by some or all of the following:

1. Permitting participation in the redevelopment process by owners and occupants of properties located in the Merged Project Area, consistent with, this Plan and rules adopted by the Agency;
2. Acquisition of real property;
3. Management of property under the ownership and control of the Agency;
4. Relocation assistance to displaced occupants of property acquired by the Agency in the Merged Project Area;
5. Demolition or removal of buildings and improvements;
6. Installation, construction, expansion, addition, extraordinary maintenance or re-construction of streets, utilities, and other public facilities and improvements;
7. Disposition of property for uses in accordance with this Plan;
8. Redevelopment of land by private enterprise and public agencies for uses in accordance with this Plan;
9. Rehabilitation of structures and improvements by present owners, their successors, and the Agency;
10. Rehabilitation, development or construction of low and moderate income housing within the Merged Project Area and/or the City; and
11. Providing for the retention of controls and establishment of restrictions or covenants running with the land so that property will continue to be used in accordance with this Plan.

In the accomplishment of these activities, and in the implementation and furtherance of this Plan, the Agency is authorized to use all the powers provided in this Plan and all the powers to the extent now or hereafter permitted by law, which powers are not expressly limited by this Plan.

B. [SECTION 302] OWNER PARTICIPATION AND BUSINESS REENTRY PREFERENCES

1. [SECTION 303] OWNER PARTICIPATION

Owners of real property within the Merged Project Area shall be extended reasonable opportunities to participate in the redevelopment of property in their constituent project within the Merged Project Area if such owners agree to participate in the redevelopment in conformity with this

Redevelopment Plan and owner participation implementation rules adopted by the Agency.

Participation methods include remaining in substantially the same location either by retaining all or portions of the property, or by retaining all or portions of the property and purchasing adjacent property from the Agency or joining with another person or entity for the rehabilitation or development of the owner's property and, if appropriate, other property. An owner who participates in the same location may be required to rehabilitate or demolish all or part of his/her existing buildings, or the Agency may acquire the buildings only and then remove or demolish the buildings. Participation methods also include the Agency buying land and improvements at fair market value from owners and offering other parcels for purchase and rehabilitation or development by such owners, or offering an opportunity for such owners to rehabilitate or develop property jointly with other persons or entities.

Participation opportunities shall be limited to the potential participant's constituent project and shall necessarily be subject to and limited by factors including but not limited to the following: (1) the elimination and changing of some land uses; (2) the construction, realignment, abandonment, widening, opening and/or other alteration or elimination of public rights-of-way; (3) the removal, relocation, and/or installation of public utilities and public facilities; (4) the ability of potential participants to finance the proposed acquisition, development or rehabilitation in accordance with this Redevelopment Plan; (5) the ability and experience of potential participants to undertake and complete the proposed development; (6) any reduction in the total number of individual parcels in the constituent project area; (7) the construction or expansion of public improvements and facilities, and the necessity to assemble areas for such; (8) any change in orientation and character of the constituent project area; (9) the necessity to assemble areas for public and/or private development; (10) the requirements of this Plan and applicable rules, regulations, and ordinances of the City of Riverside; (11) any Design Guide adopted by the Agency pursuant to Section 420 hereof; and (12) the feasibility of the potential participant's proposal.

2. [SECTION 304] BUSINESS RE-ENTRY PREFERENCES

Business occupants engaged in business in the Merged Project Area shall be extended reasonable preferences to re-enter in business within the redeveloped area if they otherwise meet the requirements prescribed by this Redevelopment Plan and business re-entry preferences implementation rules adopted by the Agency.

Whenever a business occupant will be displaced by Agency action from any constituent project within the Merged Project Area, the Agency will, prior to such displacement, determine: 1) whether such business occupant desires to relocate directly to another location within the

business occupant's constituent project, or 2) if suitable relocation accommodations within the constituent project are not available prior to displacement, whether such business occupant would desire to re-enter in business within the constituent project at a later date should suitable accommodations become available. For those business occupants who desire to relocate directly to another location within the constituent project the Agency will make reasonable efforts to assist such business occupants to find accommodations at locations and rents suitable to their needs. A record of the business occupants who cannot be or do not want to be directly relocated within their constituent project, but who have stated that they desire to re-enter into business within their constituent project whenever suitable locations and rents are available, will be maintained by the Agency. The Agency will make reasonable efforts to assist such business occupants to find reentry accommodations at locations and rents suitable to their needs.

Unless otherwise determined by the Agency, re-entry preferences shall be limited to the displaced business occupant's constituent project and shall necessarily be subject to and limited by factors such as the following: (1) the extent to which suitable relocation or reentry accommodations exist or are rehabilitated or developed within the constituent project; (2) the extent to which suitable relocation or re-entry accommodations are available to displaced business occupants within an acceptable time period or at rents and other terms that are acceptable to such displaced business occupants, and within their financial means; and (3) the requirements of this Redevelopment Plan or any Design Guide adopted by the Agency pursuant to this Redevelopment Plan.

3. [SECTION 305] PARTICIPATION AGREEMENTS

The Agency may require that, as a condition to participate in redevelopment or to obtain a building permit pursuant to Section 421 hereof, each participant shall enter into a binding written participation agreement with the Agency by which the participant agrees to contribute, sell, lease, acquire, rehabilitate, develop or use the property in conformance with this Plan and to be subject to provisions hereof and such other provisions and conditions to which the parties may agree. In such agreements, participants who retain real property may be required to sign and join in the recordation of such documents as is necessary to make the provisions of this Plan and such participation agreement applicable to their properties. In the event an owner or participant fails or refuses to develop, or use and maintain, their real property pursuant to this Plan and such participation agreement, the real property or any interest therein may be acquired by the Agency and sold or leased for development in accordance with this Plan.

Whether or not a participant enters into a participation agreement with the Agency, the provisions of this Plan are applicable to all public and private property in the Merged Project Area.

4. [SECTION 306] IMPLEMENTING RULES

The provisions of Sections 302 through 305 shall be implemented according to the rules adopted by the Agency prior to the approval of this Plan, and the same may be from time to time amended by the Agency. Where there is a conflict between the participation and re-entry preferences provisions in this Plan and such rules adopted by the Agency, the rules shall prevail.

C. [SECTION 307] PROPERTY ACQUISITION

1. [SECTION 308] ACQUISITION OF REAL PROPERTY[1]

The Agency may acquire, but is not required to acquire, any real property located in the Merged Project Area by gift, devise, exchange, lease, purchase, eminent domain (except as provided below) or any other lawful method.

Eminent Domain Program

It is in the public interest and is necessary in order to execute this Plan for the power of eminent domain to be employed by the Agency to acquire real property in all portions of the Merged Project Area, excluding there from eminent domain authority on all real property legally occupied for residential purposes, including, but not limited to, owner-occupied single-family residences as defined in Ordinance No. 6934 adopted by the City Council of the City of Riverside on February 27, 2007.

No eminent domain proceeding shall be commenced after twelve (12) years following the effective date of Ordinance No. 7051, which adopts the Eighth Amendment to this Amended and Restated Redevelopment Plan, to acquire property within the Merged Project Area. Such time limitation may be extended only by amendment of this Plan.

The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is also authorized to acquire any other interest in real property less than a fee.

Without the consent of the owner, the Agency shall not acquire property to be retained by an owner pursuant to a participation agreement if the owner fully performs under the agreement. The Agency shall not acquire real property on which an existing building is to be continued on its present site and in its present form and use without the consent of the owner, unless such building requires structural alteration, improvement, modernization, or rehabilitation, or the site or lot on which the building is situated requires modification in size, shape or use, or it is necessary to impose upon such property any of the standards, restrictions and controls

[1] Section 308 as amended by Ordinance No. 7051, adopted August 25, 2009.

of this Plan or of any Design Guide adopted by the Agency pursuant to this Plan, and the owner fails or refuses to participate in the Plan or in conformance with any such Design Guide by executing a participation agreement.

2. [SECTION 309] ACQUISITION OF PERSONAL PROPERTY[2]

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

D. [SECTION 311] RELOCATION OF OCCUPANTS DISPLACED BY AGENCY ACQUISITION

1. [SECTION 312] RELOCATION HOUSING REQUIREMENTS

No persons or families of low and moderate income shall be displaced unless and until there is a suitable housing unit available and ready for occupancy by such displaced person or family at rents comparable to those at the time of their displacement. Such housing units shall be suitable to the needs of such displaced persons or families and must be decent, safe, sanitary, and otherwise standard dwellings. The Agency shall not displace such persons or families until such housing units are available and ready for occupancy.

Permanent housing facilities shall be made available within three years from the time occupants, are displaced. Pending the development of such facilities, there will be available to such displaced occupants adequate temporary housing facilities at rents comparable to those in the community at the time of their displacement.

2. [SECTION 313] ASSISTANCE IN FINDING OTHER LOCATIONS -

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

[2] Section 309 as amended by Ordinance No. 7051, adopted August 25, 2009.

3. [SECTION 314] RELOCATION PAYMENTS

The Agency shall make all relocation payments required by law to persons (including individuals and families), business concerns, and others displaced by the Agency from property in the Merged Project Area. Such relocation payments shall be made pursuant to the federal Uniform Act as adopted by the Agency as its relocation procedures and any other provisions as required by the California Relocation Assistance Law (Government Code Section 7260 et seq.) and Agency rules and regulations adopted pursuant thereto as such may be amended from time to time. The Agency may make such other payments as it may deem appropriate and for which funds are available.

E. [SECTION 315] PAYMENTS TO TAXING AGENCIES IN LIEU OF TAXES

The Agency may in any year during which it owns property in the Merged Project Area pay directly to the City, County, or other district, including, but not limited to, a school district, or other public corporation for whose benefit a tax would have been levied upon the Agency-owned property had it not been exempt, an amount of money in lieu of taxes.

F. [SECTION 316] DEMOLITION, CLEARANCE, PUBLIC IMPROVEMENTS, BUILDING AND SITE PREPARATION

1. [SECTION 317] DEMOLITION AND CLEARANCE

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

2. [SECTION 318] PUBLIC IMPROVEMENTS

The Agency is authorized to install and construct, or to cause to be installed and constructed, the public improvements, facilities and utilities (within or outside the Merged Project Area) necessary to carry out this Plan. Such public improvements, facilities and utilities include, but are not limited to, the following: (1) over- and under-passes; (2) sewers; (3) storm drains; (4) electrical, natural gas, telephone and water distribution systems; (5) parks and plazas; (6) playgrounds; (7) parking and transportation facilities; (8) landscaped areas; (9) street and circulation improvements; (10) flood control improvements and facilities; (11) fire stations, school facilities, and community centers; and (12) other public facilities serving the needs of Merged Project Area occupants. Anticipated public improvements, facilities and utilities that may be installed or constructed, or caused to be installed or constructed, by the Agency include, but are not limited to, those set forth in attached Exhibits "C-1" and "C-2," Proposed Public Improvements and Facilities Projects for Merged Project Area.

3. [SECTION 319] PREPARATION OF BUILDING SITES

The Agency is authorized to prepare, or cause to be prepared, as building sites any real property in the Merged Project Area owned by the Agency. The Agency is also authorized to construct foundations, platforms, and other structural forms necessary for the provision or utilization of air rights sites for buildings to be used for commercial, public, and other uses provided in this Plan.

The Agency may take any actions which it determines are necessary and which are consistent with other state and federal laws to remedy or remove a release of hazardous substances on, under, or from property in the Merged Project Area in accordance with the requirements of Health and Safety Code Section 33459 et seq.

G. [SECTION 320] PROPERTY DISPOSITION AND DEVELOPMENT

1. [SECTION 321] REAL PROPERTY DISPOSITION AND DEVELOPMENT

a. [Section 322] General

For the purposes of this Plan, the Agency is authorized to sell, lease for a period not to exceed 99 years, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust, or otherwise dispose of any interest in real property. The Agency is authorized to dispose of real property by negotiated lease, sale, or transfer without public bidding but only after public hearing.

Before any interest in real property of the Agency acquired in whole or in part, directly or indirectly, with tax increment moneys is sold, leased, or otherwise disposed of for development pursuant to this Plan, such sale, lease or disposition shall be first approved by the City Council by resolution after public hearing in conformance with Section 33433 of the Community Redevelopment Law.

All real property acquired by the Agency in the Merged Project Area shall be sold or leased to public or private persons or entities for development for the uses permitted in this Plan, and any such sale or lease may be for an amount at less than fair market value if determined to be at the highest and best use consistent with this Plan. Real property may also be conveyed by the Agency to the City and, where beneficial to any constituent project or the Merged Project Area, to any other public body without charge or for an amount at less than fair market value.

All purchasers or lessees of property from the Agency shall be made obligated to use the property for the purposes designated in

this Plan, to begin and complete development of the property within a period of time which the Agency fixes as reasonable, and to comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

During the period of development in the Merged Project Area, the Agency shall ensure that the provisions of this Plan and of other documents formulated pursuant to this Plan are being observed, and that development in the Merged Project Area is proceeding in accordance with development documents and time schedules.

b. [Section 323] Disposition and Development Documents

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

To provide adequate safeguards to ensure that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all real property sold, leased, or conveyed by the Agency, as well as all property subject to participation agreements, shall be made subject to the provisions of this Plan and any adopted Design Guide and other conditions imposed by the Agency by leases, deeds, contracts, agreements, declarations of restrictions, provisions of the zoning ordinance, conditional use permits, or other means. Where appropriate, as determined by the Agency, such documents or portions thereof shall be recorded in the Office of the Recorder of the County.

The leases, deeds, contracts, agreements, and declarations of restrictions may contain restrictions, covenants, covenants running with the land, rights of reverter, conditions subsequent, equitable servitudes, or any other provision necessary to carry out this Plan.

All property in the Merged Project Area is hereby subject to the restriction that there shall be no discrimination or segregation based upon sex, marital status, race, color, religion, national origin, or ancestry in the sale, lease, sublease, transfer, use, occupancy, tenure, or enjoyment of property in the Merged Project Area. All property sold, leased, conveyed, or subject to a participation agreement, by or through the Agency, shall be expressly subject by appropriate documents to the restriction that all deeds, leases, or contracts for the sale, lease, sublease, or other transfer of land in the Merged Project Area shall contain such non-discrimination and non-segregation clauses as are required by law, including without limitation, the requirements of

Sections 33435 and 33436 of the Community Redevelopment Law.

c. [Section 324] Development by the Agency or Other Public Bodies or Entities

To the extent now or hereafter permitted by law, the Agency may, with the consent of the City Council of the City of Riverside, pay all or part of the value of the land for and the cost of the installation and construction of any building, facility, structure, or other improvement which is publicly owned either within or outside the Merged Project Area, if the City Council determines: (1) that such buildings, facilities, structures, or other improvements are of benefit to the Merged Project or the immediate neighborhood in which the Merged Project is located, regardless of whether such improvement is within the Merged Project Area, (2) that no other reasonable means of financing such buildings, facilities, structures, or other improvements are available to the community; and (3) that the payment of funds for the acquisition of land or the cost of buildings, facilities, structures, or other improvements will assist in the elimination of one or more blighting conditions inside the Merged Project Area or provide housing for low or moderate income persons and is consistent with the implementation plan adopted pursuant to Section 33352 or 33490 of the Health and Safety Code. Such determinations by the Agency and the City Council shall be final and conclusive.

Specifically, the Agency may pay all or part of the value of the land for and the cost of the installation and construction of any building, facility, structure or other improvement set forth in Section 318 of this Plan, including, without limitation, those set forth in Exhibits "C-1" and "C-2," Proposed Public Improvements and Facilities Projects for Merged Project Area.

When the value of such land or the cost of the installation and construction of such building, facility, structure, or other improvement, or both, has been, or will be paid or provided for initially by the City or other public corporation, the Agency may enter into a contract with the City or other public corporation under which it agrees to advance funds to, or reimburse the City or other public corporation for all or part of the value of such land or all or part of the cost of such building, facility, structure, or other improvement, or both, by periodic payments over a period of years.

The obligation of the Agency under such contract shall constitute an indebtedness of the Agency for the purpose of carrying out the redevelopment of the Merged Project Area, which indebtedness may be made payable out of taxes levied in the Merged Project

Area and allocated to the Agency under subdivision (b) of Section 33670 of the California Redevelopment Law and Section 502 of this Plan, or out of any other available funds.

In a case where such land has been or will be acquired by, or the cost of the installation and construction of such building, facility, structure or other improvement has been paid by, a parking authority, joint powers entity, or other public corporation to provide a building, facility, structure, or other improvement which has been or will be leased to the City such contract may be made with, and such reimbursement may be made payable to the City.

Before the Agency commits to use the portion of taxes to be allocated and paid to the Agency pursuant to subdivision (b) of Section 33670 for the purpose of paying all or part of the value of the land for, and the cost of the installation and construction of, any publicly owned building, other than parking facilities, the City Council shall hold a public hearing in accord with the provisions of Section 33679 of the Community Redevelopment Law.

d. [Section 325] Development Plans

All development plans (whether public or private) shall be processed in the manner provided by applicable City codes as they are or as they may be amended from time to time. All development in the Merged Project Area must conform to City and Agency design review procedures, including any Design Guide adopted by the Agency pursuant to Section 420 hereof.

2. [SECTION 326] PERSONAL PROPERTY DISPOSITION

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

H. [SECTION 327] COOPERATION WITH PUBLIC BODIES

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

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

Agency. All plans for development of property in the Merged Project Area by a public body shall be subject to Agency approval.

The Agency may impose on all public bodies the planning and design controls contained in and authorized by this Plan to ensure that present uses and any future development by public bodies will conform to the requirements of this Plan. The Agency is authorized to financially (and otherwise) assist any public entity in the cost of public land, buildings, facilities, structures, or other improvements (within or outside the Merged Project Area) which land, buildings, facilities, structures, or other improvements are of benefit to the Merged Project .

I. [SECTION 328] REHABILITATION, CONSERVATION AND MOVING OF STRUCTURES

1. [SECTION 329] REHABILITATION AND CONSERVATION

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

It shall be the purpose of this Plan to allow for the retention of as many existing businesses as practicable and to add to the economic life of these businesses by a program of voluntary participation in their conservation and rehabilitation. The Agency is authorized to conduct a program of assistance and enforcement to encourage owners of property within the Merged Project Area to upgrade and maintain their property consistent with this Plan and such standards as may be developed for the Merged Project Area.

The extent of retention, conservation and rehabilitation in the Merged Project Area shall be subject to the following limitations:

a. The rehabilitation of the structure must be compatible with land uses as provided for in this Plan;

b. Rehabilitation and conservation activities on a structure must be carried out-in an expeditious manner and in conformance with the requirements of this Plan and such property rehabilitation standards as may be adopted by the Agency and the City;

c. The expansion of public improvements, facilities and utilities; and

d. The assembly and development of areas in accordance with this Plan.

The Agency may adopt property rehabilitation standards for the rehabilitation of properties in a constituent project area or the Merged Project Area.

Within the Merged Project Area and as part of an agreement that provides for the development and rehabilitation of property that will be used for industrial or manufacturing purposes, the Agency may assist with the financing of facilities or capital equipment, including, but not necessarily limited to, pollution control devices. The Agency may also establish a program under which it loans funds to owners or tenants for the purpose of rehabilitating commercial buildings or structures within the Merged Project Area.

The Agency shall not assist in the rehabilitation or conservation of properties which, in its opinion, are not economically and/or structurally feasible, or which do not further the purpose of this Plan.

2. [SECTION 330] MOVING OF STRUCTURES

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

J. [SECTION 331] LOW OR MODERATE INCOME HOUSING

1. [SECTION 332] AUTHORITY GENERALLY

The Agency may, inside or outside the Merged Project Area, acquire land, improve sites, or construct or rehabilitate structures in order to provide housing for persons and families of low or moderate income. The Agency may also provide subsidies to, or for the benefit of, such persons and families or households to assist them in obtaining housing. The Agency may also sell, lease, grant, or donate real property owned or acquired by the Agency to the Housing Authority of the County of Riverside and may otherwise cooperate with the Housing Authority in carrying out the provisions of Section 335 herein below.

2. [SECTION 333] REPLACEMENT HOUSING

In accordance with Sections 33334.5 and 33413 of the Community Redevelopment Law, whenever dwelling units housing persons and families of low or moderate income are destroyed or removed from the low and moderate income housing market as part of a redevelopment project which is subject to a written agreement with the Agency or where financial assistance has been provided by the Agency, the Agency shall, within four years of such destruction or removal, rehabilitate, develop, or construct, or cause to be rehabilitated, developed, or constructed, for rental or sale to persons and families of low or moderate income, an equal number of replacement dwelling units which have an equal or

greater number of bedrooms as those destroyed or removed units at affordable housing costs, as defined by Sections 50052.5 and 50053 of the Health and Safety Code, within the territorial jurisdiction of the Agency, in accordance with all of the provisions of Sections 33413 and 33413.5 of the Community Redevelopment Law. Seventy-five percent (75%) of the replacement dwelling units shall replace dwelling units available at affordable housing cost in the same income level of very low income households, lower income households, and persons and families of low and moderate income, as the persons displaced from those destroyed or removed units.

3. [SECTION 334] REPLACEMENT HOUSING PLAN

Not less than thirty days prior to the execution of an agreement for acquisition of real property, or the execution of an agreement for the disposition and development of property, or the execution of an owner participation agreement, which agreement would lead to the destruction or removal of dwelling units from the low and moderate income housing market, the Agency shall adopt by resolution a replacement housing plan.

The replacement housing plan shall include: (1) the general location of housing to be rehabilitated, developed, or constructed pursuant to Section 33413 of the Community Redevelopment Law; (2) an adequate means of financing such rehabilitation, development, or construction; (3) a finding that the replacement housing does not require the approval of the voters pursuant to Article XXXIV of the California Constitution, or that such approval has been obtained; (4) the number of dwelling units housing persons and families of low or moderate income planned for construction or rehabilitation; and (5) the timetable for meeting the plan's relocation, rehabilitation, and replacement housing objectives. A dwelling unit whose replacement is required by Section 33413 but for which no replacement housing plan has been prepared, shall not be destroyed or removed from the low and moderate income housing market until the Agency has by resolution adopted a replacement housing plan.

Nothing in this section shall prevent the Agency from destroying or removing from the low and moderate income housing market a dwelling unit which the Agency owns and which is an immediate danger to health and safety. The Agency shall, as soon as practicable, adopt by resolution a replacement housing plan with respect to such dwelling unit.

4. [SECTION 335] INCREASE, IMPROVE AND PRESERVE THE SUPPLY

Subject to the provisions of subdivisions (a) and (b) of Section 33486 of the Health and Safety Code, not less than 20 percent of all taxes which are allocated to the Agency, pursuant to Section 33670 of the Health and Safety Code, shall be deposited by the Agency into the Low and Moderate Income Housing Fund established for the Merged Project

pursuant to Section 33487 of the Health and Safety Code, which fund shall include any moneys previously deposited into or deficits previously incurred by the Low and Moderate Income Housing Funds for the Constituent Projects. The Agency shall use the moneys in such fund to assist in the construction or rehabilitation of housing units which will be available to, or occupied by, persons and families of low or moderate income, and very low income households, as defined in Health and Safety Code Sections 50093 and 50105, respectively, for the period specified in Section 33487(a) of the Health and Safety Code, as amplified by Health and Safety Code Section 33334.14(b). Such funds may additionally be used in the manner specified in Health and Safety Code Section 33334.14(b). For the purposes of this subsection, "construction and rehabilitation" shall include acquisition of land; improvements to land; the acquisition, rehabilitation or construction of structures; or the provision of subsidies necessary to provide housing for persons and families of low or moderate income, and very low income households.

The Agency may use the set aside funds inside or outside the Merged Project Area. However, the Agency may only use these funds outside the Merged Project Area upon a resolution of the Agency and the City Council that such use will be of benefit to the Merged Project. Such determination by the Agency and the City Council shall be final and conclusive as to the issue of benefit to the Merged Project Area.

The expenditures or obligations incurred by the Agency pursuant to this subsection shall constitute an indebtedness of the Merged Project.

If moneys deposited in the Merged Project Low and Moderate Income Housing Fund pursuant to this subsection have not been committed for the purposes specified above for a period of six years following deposit in that fund, the Agency shall offer such moneys to the housing authority which operates within the jurisdiction of the Agency for the purpose of constructing or rehabilitating housing as provided above. However, if no housing authority operates within the jurisdiction of the Agency, the Agency may retain such moneys for use pursuant to this subsection.

If the Agency deposits less than 20 percent of taxes allocated pursuant to Section 33670 of the Health and Safety Code, due to the provisions of subdivisions (a) and (b) of Section 33486 of the Health and Safety Code, in any fiscal year, a deficit shall be created in the Merged Project Low and Moderate Income Housing Fund in an amount equal to the difference between 20 percent of the taxes allocated pursuant to Section 33670 of the Health and Safety Code and the amount deposited in such year. The deficit, if any, created pursuant to this section constitutes an indebtedness of the Merged Project. The Agency shall eliminate the deficit by expending taxes allocated in years subsequent to creation of the deficit and until such time as such deficit has been eliminated, the Agency shall not incur new obligations for purposes other than those set forth in Section 33487 of the Health and Safety Code except to comply with the

terms of any resolution or other agreement pledging taxes allocated pursuant to Section 33670 of the Health and Safety Code which existed on the effective date of the ordinances approving and adopting this Amended and Restated Redevelopment Plan and which merged the Constituent Projects.

5. [SECTION 336] NEW OR REHABILITATED DWELLING UNITS DEVELOPED WITHIN MERGED PROJECT AREA

At least thirty percent (30%) of all new and substantially rehabilitated dwelling units developed by the Agency, if any, shall be available at affordable housing cost to persons and families of low or moderate income. Not less than fifty percent (50%) of the dwelling units required to be available at affordable housing cost to persons and families of low or moderate income shall be available at affordable housing cost to, and occupied by, very low income households.

The following provisions of this Section 336 apply to only those constituent projects and areas added by amendment adopted after January 1, 1976, and to any other portion of the Merged Project Area that the Agency elects, by resolution, to make subject to those provisions. At least fifteen percent (15%) of all new and substantially rehabilitated dwelling units developed within each constituent project in the Merged Project Area by public or private entities or persons other than the Agency, if any, shall be available at affordable housing cost to persons and families of low or moderate income. Not less than forty percent (40%) of the dwelling units required to be available at affordable housing cost to persons and families of low or moderate income shall be available at affordable housing costs to very low income households.

The Agency may satisfy the provisions of the above paragraphs, in whole or in part, by any of the methods described in Community Redevelopment Law [Section 33413(b)] or any other method permitted by law.

The percentage requirements set forth in this Section 336 shall apply independently of the requirements of Section 333 and in the aggregate to housing made available pursuant to this Section 336 and not to each individual case of rehabilitation, development or construction of dwelling units, unless the Agency determines otherwise.

By regulation or policy guideline adopted by the Agency from time to time, the Agency shall ensure compliance with the provisions of Health and Safety Code Section 33413 requiring that specified percentages of all new or rehabilitated dwelling units developed in each constituent project within the Merged Project Area be available at affordable housing cost to low and moderate income households (including very low income households). Such adopted Agency regulations and/or policy guidelines shall be applicable and enforceable under this Plan with respect to parcels developed with new or rehabilitated structures in the Merged

Project Area regardless of whether such parcels are developed with Agency assistance or participation.

If all or any portion of a constituent project within the Merged Project Area is developed with low or moderate income housing units, the Agency shall require by contract or other appropriate means that such housing be made available for rent or purchase to the persons and families of low and moderate income displaced by the constituent project . Such persons and families shall be given priority in renting or buying such housing; provided, however, failure to give such priority shall not affect the validity of title to real property.

6. [SECTION 337] DURATION OF DWELLING UNIT AVAILABILITY AND AGENCY MONITORING

The Agency shall require that the aggregate number of replacement dwelling units and other dwelling units rehabilitated, developed, constructed, or price-restricted pursuant to Sections 333 and 336 shall remain available at affordable. housing cost to persons and families of low income, moderate income and very low income households, respectively, for the longest feasible time, as determined by the Agency, but for not less than the periods set forth in Section 800 for the duration of this Plan's land use controls applicable to the Constituent Projects, except to the extent a longer or shorter period of time is permitted or required by other provisions of the law.

Pursuant to Section 33418 of the Community Redevelopment Law, the Agency shall monitor, on an ongoing basis, any housing affordable to persons and families of low or moderate income developed or otherwise made available pursuant to the Community Redevelopment Law. As part of this monitoring, the Agency shall require owners or managers of the housing to submit an annual report to the Agency. The annual reports shall include for each rental unit the rental rate and the income and family size of the occupants, and for each owner-occupied unit whether there was a change in ownership from the prior year and, if so, the income and family size of the new owners. The income information required by this section shall be supplied by the tenant in a certified statement on a form provided by the Agency.

K. [SECTION 338] IMPLEMENTATION PLANS

In accord with the provisions of Section 33490 of the Community Redevelopment Law, on December 13, 1994, the Agency adopted an implementation plan for each of the Constituent Projects. Commencing with the fifth year after the first implementation plan was adopted, and each five years thereafter, the Agency shall adopt, after a public hearing, succeeding implementation plans that shall contain the specific goals and objectives of the Agency for the Constituent Projects and the overall Merged Project, the specific programs, including potential projects, and estimated expenditures proposed to be made during the

next five years, and an explanation of how the goals and objectives, programs, and expenditures will eliminate blight within the Merged Project Area and implement the requirements of Sections 33334.2, 33334.4, 33334.6 and 33413 of the Community Redevelopment Law. The implementation plans adopted by the Agency on December 13, 1994, constitute the first implementation plans for the Constituent Projects and the Merged Project. The parts of future implementation plans that address Sections 33334.2, 33334.4, 33334.6 and 33413 of the Community Redevelopment Law shall be adopted every five years either in conjunction with the General Plan Housing Element cycle or the implementation plan cycle. The Agency may amend any implementation plan after conducting a public hearing on the proposed amendment.

At least once within the five-year term of each implementation plan adopted by the Agency, no earlier than two years and no later than three years after adoption of each plan, the Agency shall conduct a public hearing and hear testimony of all interested parties for the purpose of reviewing this Redevelopment Plan and the implementation plan and evaluating the progress of the Merged Project.

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IV. [SECTION 400] LAND USES AND DEVELOPMENT REQUIREMENTS

A. [SECTION 401] REDEVELOPMENT PLAN MAP AND MAJOR MERGED PROJECT AREA LAND USES

The Redevelopment Plan Map attached hereto illustrates the location of each constituent project area and Merged Project Area boundaries, identifies the major streets within each constituent project area and the Merged Project Area, and designates the major land uses authorized within each constituent project within the Merged Project Area by the City's current General Plan. The City will from time to time update and revise the General Plan. It is the intention of this Redevelopment Plan that the major and other land uses to be permitted within each constituent project within the Merged Project Area shall be as provided within the City's General Plan, as it currently exists or as it may from time to time be amended, and as implemented and applied by City ordinances, resolutions and other laws. The major land uses authorized within each constituent project within the Merged Project Area by the General Plan are described below. Other uses may be authorized from time to time by General Plan amendments.

B. [SECTION 402] MAJOR LAND USES

Major land uses permitted within each constituent project within the Merged Project Area shall include:

Downtown	Airport Industrial
High Density Residential	High Density Residential
Medium Density Residential	Retail Business and Offices
Low Density Residential	Industrial Park
High Density Residential/Offices	High Density Industry
Retail Business and Offices	Air Industrial
Offices Only Service Commercial High Density Industry	

The areas shown on the Redevelopment Plan Map for the foregoing uses may be used for any of the various kinds of uses specified for or permitted within such areas by the General Plan and City ordinances, resolutions and other laws.

C. [SECTION 403] OTHER LAND USES

1. [SECTION 404] PUBLIC RIGHTS OF WAY

Major public streets within the Merged Project Area are as shown on maps "A-1" and "A-2" attached to this Plan. Major public streets include:

Downtown	Airport Industrial
Magnolia Avenue	Arlington Avenue
Market Street	Central Avenue
Main Street	Jurupa Avenue
Orange Street	Van Buren Boulevard
Lemon Street	Doolittle Avenue
Brockton Avenue	Acorn Street
Fourteenth Street	Wilderness Avenue
University Avenue Mission Inn Avenue Third Street	

Additional public streets, alleys and easements may be created in the Merged Project Area as needed for proper use and/or development. Existing streets and alleys may be abandoned, closed or modified as necessary for proper use and/or development. It is anticipated that Merged Project development may entail vacation and/or realignment of certain streets, alleys, and other rights-of-way. Any changes in the existing street layout shall be in accord with the General Plan, the objectives of this Plan, and the City's design standards, shall be effectuated in the manner prescribed by state and local law, and shall be guided by the following criteria:

1. A balancing of the needs of proposed and potential new developments for adequate pedestrian and vehicular access, vehicular parking, and delivery loading docks with similar needs of existing developments proposed or potentially proposed to remain. Such balancing shall take into consideration the rights of existing owners under the participation and preferences rules

adopted by the Agency for the appropriate constituent project or the Merged Project, and any participation agreements executed there under;

2. The requirements imposed by such factors as topography, traffic safety and aesthetics;

3. The potential need to serve not only the Merged Project Area and new or existing developments, but to also serve areas outside the Merged Project Area by providing convenient, efficient vehicular access and movement; and

4. The potential need or desire to accommodate the facilities and/or equipment of mass transportation modes.

The public rights-of-way may be used for vehicular and/or pedestrian traffic, as well as for public improvements, public and private utilities, and activities typically found in public rights-of-way. In addition, all necessary easements for public uses, public facilities, and public utilities may be retained, amended or created.

2. [SECTION 405] OTHER PUBLIC, SEMI-PUBLIC, INSTITUTIONAL & NON-PROFIT USES

In any area the Agency is authorized to permit the maintenance, establishment or enlargement of public, semi-public, institutional, or non-profit uses, including park and recreational facilities, libraries, educational, fraternal, employee, philanthropic, religious and charitable institutions, utilities, railroad rights-of-way, and facilities of other similar associations or organizations. All such uses shall conform so far. as possible to the provisions of this Plan applicable to the uses in the specific area involved. The Agency may impose such other reasonable restrictions as are necessary to protect the development and uses in the Merged Project Area.

D. [SECTION 406] CONFORMING PROPERTIES

The Agency may, at its sole and absolute discretion, determine that certain real properties within any constituent project area meet the requirements of this Plan, and the owners of such properties may be permitted to remain as owners of conforming properties without a participation agreement with the Agency, provided such owners continue to operate, use, and maintain the real properties within the requirements of this Plan. A certificate of conformance to this effect may be issued by the Agency and recorded. An owner of a conforming property may be required by the Agency to enter into a participation agreement with the Agency in the event that such owner desires to (1) construct any additional improvements or substantially alter or modify existing structures on any of the real property described above as conforming; or (2) acquire additional property within the constituent project area.

E. [SECTION 407] INTERIM USES

Pending the ultimate development of land by developers and participants, the Agency is authorized to use or permit the use of any land in the Merged Project Area for interim uses not in conformity with the uses permitted in this Plan. Such interim use shall conform to all applicable City codes.

F. [SECTION 408] NONCONFORMING USES

The Agency is authorized to permit an existing use to remain in an existing building in good condition, which use does not conform to the provisions of this Plan, provided that such use is generally compatible with existing and proposed developments and uses in the constituent project area in which it is located, and abatement of such uses is not required by applicable City codes. The owner of such a property may be required to enter into a participation agreement to record a covenant of restrictions against the property, and agree to the imposition of such reasonable restrictions as may be necessary to protect the development and uses in the constituent project area.

The Agency may authorize additions, alterations, repairs or other improvements in a constituent project area for uses which do not conform to the provisions of this Plan where such improvements are within a portion of the constituent project area where, in the determination of the Agency, such improvements would be compatible with surrounding and constituent project area uses and development and are permitted under applicable City codes.

G. [SECTION 409] GENERAL CONTROLS AND LIMITATIONS

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

1. [SECTION 410] CONSTRUCTION

All construction in the Merged Project Area shall comply with all applicable federal, state and local laws which are in effect at the time the construction is undertaken, and as may be amended from time to time.

In addition to applicable codes, ordinances, or other requirements governing development in the Merged Project Area, additional specific performance and development standards may be adopted by the Agency to control and direct redevelopment activities within a constituent project area or the Merged Project Area, including property rehabilitation standards adopted pursuant to Section 329 hereof, and one or more Design Guides adopted pursuant to Section 420 hereof.

2. [SECTION 411] LIMITATION ON THE NUMBER OF BUILDINGS

The approximate number of buildings in the constituent project areas shall not exceed the maximum numbers allowed under the densities permitted under the City's General Plan, as implemented and applied by uniform codes, local codes and ordinances.

3. [SECTION 412] NUMBER OF DWELLING UNITS

The number of dwelling units in the constituent project areas shall not exceed the maximum numbers allowed under the densities permitted under the City's General Plan, as implemented and applied by uniform codes, local codes and ordinances.

4. [SECTION 413] LIMITATIONS ON TYPE, SIZE AND HEIGHT OF BUILDINGS

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

5. [SECTION 414] OPEN SPACES, LANDSCAPING, LIGHT, AIR AND PRIVACY

The approximate amount of open space to be provided in the Merged Project Area is the total of all area which will be in the public rights-of-way, the public grounds, spaces around buildings, and all other outdoor areas not permitted to be covered by buildings. Landscaping plans shall be submitted to the Agency for review and approval to ensure that landscaping be developed to ensure optimum use of living plant material in the Merged Project Area.

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

6. [SECTION 415] SIGNS

All signs shall conform to City requirements and Agency sign policy as may be amended from time to time and supplemented by design guidelines. Design of all proposed new signs, shall be submitted prior to installation to the Agency and/or City for review and approval pursuant to the procedures permitted by this Plan.

7. [SECTION 416] UTILITIES

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

8. [SECTION 417] INCOMPATIBLE USES

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

9. [SECTION 418] SUBDIVISION OF PARCELS

No parcels in the Merged Project Area, including any parcel retained by a participant, shall be consolidated, subdivided or re-subdivided without the approval of the appropriate City body, and, if necessary for purposes of this Plan, the Agency.

10. [SECTION 419] MINOR VARIATIONS

The Agency is authorized to permit minor variations from the limits, restrictions and controls established by this Plan. In order to permit any such variation, the Agency must determine that:

a. The application of certain provisions of the Plan would result in practical difficulties or unnecessary hardships inconsistent with the general purpose and intent of the Plan;

b. There are exceptional circumstances or conditions applicable to the property or to the intended development of the property which do not apply generally to other properties having the same standards, restrictions, and controls;

c. Permitting a variation will not be materially detrimental to the public welfare or injurious to property or improvements in the area;

d. Permitting a variation will not be contrary to the objectives of the Plan.

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

H. [SECTION 420] DESIGN GUIDE

Within the limits, restrictions, and controls established in this Plan, the Agency is authorized to establish heights of buildings, land coverage, setback requirements, design and sign criteria, traffic circulation, traffic access, parking, and other development and design controls necessary for proper development and use of both private and public areas within any constituent project in the Merged Project Area. These may be established by the approval of specific

developments, by the adoption of general restrictions, and controls by resolution of the Agency, or by the adoption of one or more Design Guides pursuant to this Section.

No new improvement shall be constructed and no existing improvement shall be substantially modified, altered, repaired, or rehabilitated except in accordance with architectural, landscape, and site plans submitted to and approved in writing by the Agency unless allowed pursuant to the procedures of Section 421 hereof. One of the objectives of this Plan is to create an attractive and pleasant environment in the Project Area. Therefore, such plans shall give consideration to good design, open space, and other amenities to enhance the aesthetic and architectural quality of the affected constituent project area. The Agency shall not approve any plans that do not comply with this Plan.

1. [SECTION 421] BUILDING PERMITS

No permit shall be issued for the construction of any new building or any addition, construction, moving, conversion or alteration to an existing building or structure, or preparation of any site, or the installation of any physical improvement, including grading and landscaping, in the Constituent Projects within the Merged Project Area from the date of adoption of this Plan until the application for such permit has been made by the owner or his agent and processed in the manner provided herein below. Any permit that is issued hereunder must be in conformance with the provisions of this Plan, any applicable Design Guide adopted by the Agency, any restrictions or controls established by resolution of the Agency, and any applicable participation or other agreement.

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

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V. [SECTION 500] METHOD OF FINANCING THE MERGED PROJECT

A. [SECTION 501] GENERAL DESCRIPTION OF THE PROPOSED FINANCING METHOD

The Agency is authorized to finance the Merged Project with tax increment funds; interest income; Agency bonds; donations; loans from private financial institutions; the lease or sale of Agency-owned property; owner participant or developer loans; use or transient occupancy taxes; participation in development; or with financial assistance from the City, State of California, the federal government, or any other available source, public or private.

The Agency is also authorized to obtain advances, borrow funds, issue bonds, and create indebtedness in carrying out this Plan. The principal and interest on such indebtedness may be paid from tax increments or any other funds available to the Agency. The City, as it is able, may also supply additional assistance through issuance of bonds, loans and grants and in-kind assistance.

The City or any other public agency may expend money to assist the Agency in carrying out the Merged Project. As available, gas tax funds or other legally available funds from the state and county may be used for street improvements and public transit facilities. All or a portion of the parking may be installed through a parking authority or other public or private entities.

Any other loans, grants, guarantees, or financial assistance from the United States, the State of California, or any other public or private source will be utilized if available as appropriate in carrying out the Merged Project. In addition, the Agency may make loans as permitted by law to public or private entities for any of its redevelopment purposes.

Tax increment financing, as authorized by Section 502 of this Plan, is intended as a source of financing in combination with other sources of financing that may be available for specific Merged Project activities.

B. [SECTION 502] TAX INCREMENT FUNDS[3]

All taxes levied upon taxable property within the Constituent Projects within the Merged Project Area each year, by or for the benefit of the State of California, the County of Riverside, the City of Riverside, any district or any other public corporation (hereinafter sometimes called "taxing agencies") after the effective date of the ordinances approving the redevelopment plans for the Constituent Projects and any amendments adding territory thereto, shall be divided as follows:

[3] Section 502 as amended by Ordinance No. 7051, adopted August 25, 2009.

1. That portion of the taxes which would be produced by the rate upon which the tax is levied each year by or for each of said taxing agencies upon the total sum of the assessed value of the taxable property within a constituent project area in the Merged Project Area as shown upon the assessment roll used in connection with the taxation of such property by such taxing agency, last equalized prior to the effective date of the applicable constituent project area's adoption ordinance, shall be allocated to and when collected shall be paid to the respective taxing agencies as taxes by or for said taxing agencies on all other property are paid (for the purpose of allocating taxes levied by or for any taxing agency or agencies which did not include the territory of a constituent project within the Merged Project on the effective date of such ordinance but to which such territory has been annexed or otherwise included after such effective date, the assessment roll of the County of Riverside last equalized on the effective date of said ordinance shall be used in determining the assessed valuation of the taxable property in that constituent project area on said effective date); and

2. Except as provided in subdivisions 3 and 4 below, that portion of said levied taxes each year in excess of such amount shall be allocated to and when collected shall be paid into a special fund of the Agency to pay the principal of and interest on bonds, loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, the Merged Project. Unless and until the total assessed valuation of the taxable property within a constituent project area in the Merged Project Area exceeds the total assessed value of the taxable property in that constituent project area as shown by the last equalized assessment roll referred to in subdivision 1 hereof, all of the taxes levied and collected upon the taxable property in that constituent project area shall be paid into the funds of the respective taxing agencies. When said bonds, loans, advances and indebtedness, if any, and interest thereon, have been paid, all moneys thereafter received from taxes upon the taxable property in that constituent project area shall be paid to the respective taxing agencies as taxes on all other property are paid.

3. Any taxes allocated to the Agency from a constituent project area within the Merged Project Area shall be first used to comply with the terms of any bond resolution or other agreement pledging such taxes from that constituent project area if such indebtedness had been incurred by the Agency on account of such constituent project area prior to the constituent project`s merger into the Merged Project.

4. That portion of the taxes in excess of the amount identified in subdivision 1 hereof which are attributable to a tax rate levied by a taxing agency for the purpose of producing revenues in an amount sufficient to make annual repayment of the principal of, and the interest on, any bonded indebtedness for the acquisition or improvement of real property shall be allocated to and when collected shall be paid into, the fund of that taxing agency. This subdivision 4 shall only apply to taxes levied to repay bonded indebtedness approved by the voters of the taxing agency on or after January 1, 1989.

The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in carrying out the Merged Project, subject to the limitations on allocation of taxes, debt creation, and bonded indebtedness contained in the Health and Safety Code and other applicable laws.

The portion of taxes divided and allocated to the Agency from the Constituent Projects pursuant to subdivision 2 above shall not exceed a cumulative total of $671,000,000 except by amendment of this Plan. This limit shall not apply to, include or prevent the Agency from incurring debt to be paid from the Low and Moderate Income Housing Fund established pursuant to Section 33334.3 of the Community Redevelopment Law, or any amounts required to fulfill the Agency's obligations under Section 33413 of the Community Redevelopment Law.

C. [SECTION 503] AGENCY BONDS[4]

The Agency is authorized to issue bonds from time to time, if it deems it appropriate to do so, in order to finance all or any part of the Merged Project.

Neither the members of the Agency nor any persons executing the bonds are liable personally on the bonds by reason of their issuance.

The bonds and other obligations of the Agency are not a debt of the City, the State, or any of its political subdivisions and neither the City, the State, nor any of its political subdivisions is liable on them, nor in any event shall the bonds or obligations be payable out of any funds or properties other than those of the Agency; and such bonds and other obligations shall so state on their face. The bonds do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

The amount of Merged Project Area bonded indebtedness to be repaid in whole or part from the allocation of taxes described in subdivision 2 of Section 502 above which can be outstanding at any one time shall not exceed $171,000,000 in principal amount, except by amendment of this Plan. This limit, however; shall not prevent the Agency from issuing additional bonds in order to fulfill the Agency's obligations under Section 33413 of the Health and Safety Code.

D. [SECTION 504] TIME LIMITS ON ESTABLISHMENT OF INDEBTEDNESS[5]

Loans, advances, or indebtedness may be established over a period of time not to exceed that limit established in Section 800, Duration of This Plan's Effectiveness. Loans, advances, or indebtedness may be repaid over a period of time not to exceed ten years beyond that limit established in Section 506, Time Limits on Receipt of Tax Increment. These limits, however, shall not prevent the Agency from incurring debt to be paid from the Low and Moderate Income Housing Fund established pursuant to Section 33334.3 of the Community Redevelopment Law and Section 335 of this Plan, or establishing more debt in

[4] Section 503 as amended by Ordinance No. 7051, adopted August 25, 2009.
[5] Section 504 as amended by Ordinance No. 7051, adopted August 25, 2009.

order to fulfill the Agency's obligations under Section 33413 of the Community Redevelopment Law and Sections 333 or 336 of this Plan. This limit shall not prevent the Agency from refinancing, refunding or restructuring indebtedness after the time limit if the indebtedness is not increased and the time during which the indebtedness is to be repaid is not extended beyond the time limits contained in Section 506.

E. [SECTION 505] STATUTORY PAYMENTS TO AFFECTED TAXING ENTITIES

To the extent applicable, and in the amounts and manner provided therein, the Agency shall annually pay to Merged Project Area affected taxing entities the payments required by Section 33607.7 of the Community Redevelopment Law.

F. [SECTION 506] TIME LIMITS ON RECEIPT OF TAX INCREMENT[6]

The Agency may not receive and shall not repay indebtedness with the proceeds from property taxes received pursuant to Section 33670 of the Community Redevelopment Law and Section 502 of this Plan beyond the following dates for the areas indicated, except to repay debt to be paid from the Low and Moderate Income Housing Fund established pursuant to Section 33334.3 of the Community Redevelopment Law and Section 335 of this Plan, or debt established in order to fulfill the Agency's obligations under Section 33413 of the Community Redevelopment Law and Sections 333 and 336 of this Plan:

1. For the original Downtown Redevelopment Project Area, until November 16, 2024;

2. For the area added to the original Downtown Redevelopment Project Area on December 19, 1972, by Ordinance No. 3980 until December 19, 2025;

3. For the area added to the original Downtown Redevelopment Project Area on May 7, 1974, by Ordinance No. 418 until May 7, 2027;

4. For the area added to the original Downtown Redevelopment Project Area on November 18, 1975, by Ordinance No. 4246 until November 18, 2028;

5. For the area added to the original Downtown Redevelopment Project Area on November 27, 1984 by Ordinance No. 5238 until November 27, 2037;

6. For the original Airport Industrial Redevelopment Project Area, until October 22, 2029;

7. For the area added to the original Airport Industrial Redevelopment Project Area on June 10, 1980, by Ordinance No. 4800 until June 10, 2033; and

[6] Section 506 as amended by Ordinance 6912, October 3, 2006.

8. For the area added to the original Airport Industrial Redevelopment Project Area on November 27, 1984, by Ordinance No. 5240 until November 27, 2037.

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VI. [SECTION 600] ACTIONS BY THE CITY

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

1. Institution and completion of proceedings for opening, closing, vacating, widening, or changing the grades of streets, alleys, and other public rights-of-way, and for other necessary modifications of the streets, the street layout, and other public rights-of-way in the Merged Project Area. Such action by the City shall include the requirement of abandonment, removal, and relocation by the public utility companies of their operations in public rights-of-way as appropriate to carry out this Plan, provided that nothing in this Plan shall be construed to require the cost of such abandonment, removal, and relocation be borne by others than those legally required to bear such costs.
2. Institution and completion of proceedings necessary for changes and improvements in private and publicly-owned public utilities within or affecting the Merged Project Area.
3. Revision of the Zoning Ordinance or adoption of specific plans as appropriate within the Merged Project Area to permit the land uses and development authorized by this Plan.
4. Imposition wherever necessary (by covenants or restrictions, conditional use permits or other means) of appropriate controls within the limits of this Plan upon parcels in the Merged Project Area to ensure their proper development and use.
5. Execution of statutory development agreements where necessary and appropriate to facilitate developments approved by the Agency.
6. Provision for administrative enforcement of this Plan by the City after development.
7. Performance of the above actions and of all other functions and services relating to public health, safety, and physical development normally rendered in accordance with a schedule which will permit the redevelopment of the Merged Project Area to be commenced and carried to completion without unnecessary delays.
8. Provision of services and facilities and the various officials, offices and departments of the City for the Agency's purposes under this Plan.
9. Provision of financial assistance in accordance with Section 500 of this Plan.
10. The undertaking and completing of any other proceedings necessary to carry out the Merged Project.

The foregoing actions to be taken by the City may involve financial outlays by the City, but do not constitute a commitment to make such outlays.

VII. [SECTION 700] ENFORCEMENT

The administration and enforcement of this Plan, including the preparation and execution of any documents implementing this Plan, shall be performed by the Agency and/or the City.

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

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VIII. [SECTION 800] DURATION OF THIS PLAN'S EFFECTIVENESS[7]

Except for the non-discrimination and non-segregation provisions imposed by the Agency which shall run in perpetuity, and the affordable housing covenants imposed by the Agency which shall continue in effect for a period as may be determined and specified by the Agency, the provisions of this Plan shall be effective, and the provisions of other documents formulated pursuant to this Plan may be made effective for the time periods indicated below; provided however, that, subject to the limitations and exceptions thereto set forth in Sections 504 and 506 of this Plan, the Agency may issue bonds and incur obligations pursuant to this Plan which extend beyond the termination dates below, and in such event, this Plan shall continue in effect for the purpose of repaying such bonds or other obligations until the dates of retirement of such bonds or other obligations. The provisions of this Plan shall be effective:

1. For the original Downtown Redevelopment Project Area, until November 16, 2014;

2. For the area added to the original Downtown Redevelopment Project Area on December 19, 1972, by Ordinance No. 3980 until December 19, 2015;

3. For the area added to the original Downtown Redevelopment Project Area on May 7, 1974, by Ordinance No. 4108 until May 7, 2017;

4. For the area added to the original Downtown Redevelopment Project Area on November 18, 1975, by Ordinance No. 4246 until November 18, 2018;

5. For the area added to the original Downtown Redevelopment Project Area on November 27, 1984, by Ordinance No. 5238 until November 27, 2027;

6. For the original Airport Industrial Redevelopment Project Area, until October 22, 2019;

7. For the area added to the original Airport Industrial Redevelopment Project Area on June 10, 1980, by Ordinance No. 4800 until June 10, 2023;

8. For the area added to the original Airport Industrial Redevelopment Project Area on November 27, 1984 by Ordinance No. 5240 until November 27, 2027.

[7] Section 800 as amended by Ordinance 6912, October 3, 2006.

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IX. [SECTION 900] PROCEDURE FOR AMENDMENT

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

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X. [SECTION 1000] SEVERABILITY

If any provision, section, subsection, subdivision, sentence, clause or phrase of this Plan is for any reason held to be invalid, unenforceable, or unconstitutional, such decision shall not affect the validity and effectiveness of the remaining portion or portions of the Plan. In the event that any portion of any constituent project area within the Merged Project Area shall be determined to have been invalidly or incorrectly included in the constituent project area that is the subject of this Plan, such portion of the constituent project area shall be deemed severable from the remainder of the constituent project area which shall remain fully subject to the provisions of this Plan.

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EXHIBITS "A-1" and "A-2"

REDEVELOPMENT PLAN MAP

Exhibit "A-1"	**Downtown Project Area Boundary and Land Uses**
Exhibit "A-2"	**Airport Industrial Project Area Boundary and Land Uses**

RIVERSIDE DOWNTOWN REDEVELOPMENT PROJECT

REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE

REDEVELOPMENT PLAN MAP

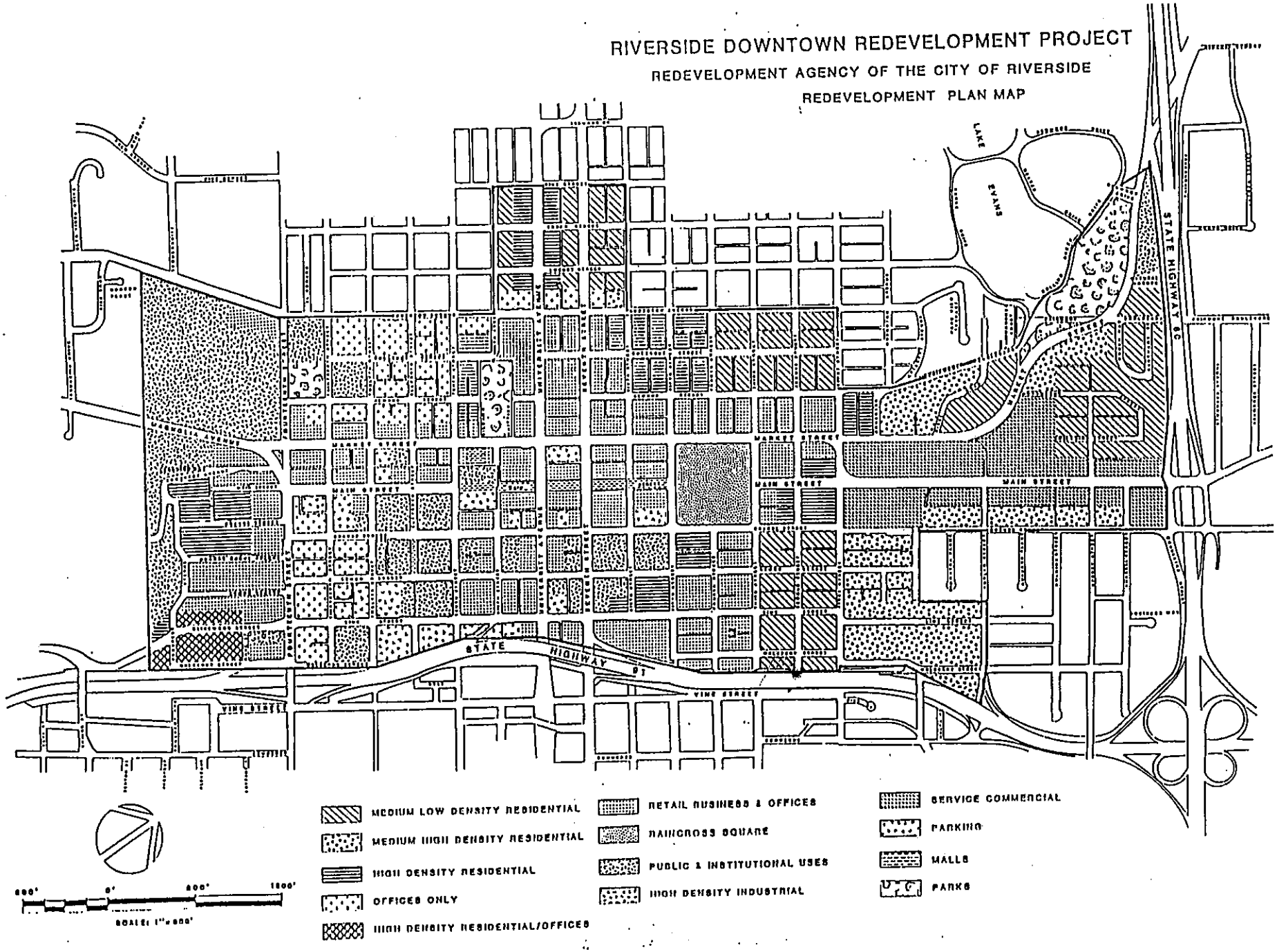

Exhibit "A-1"

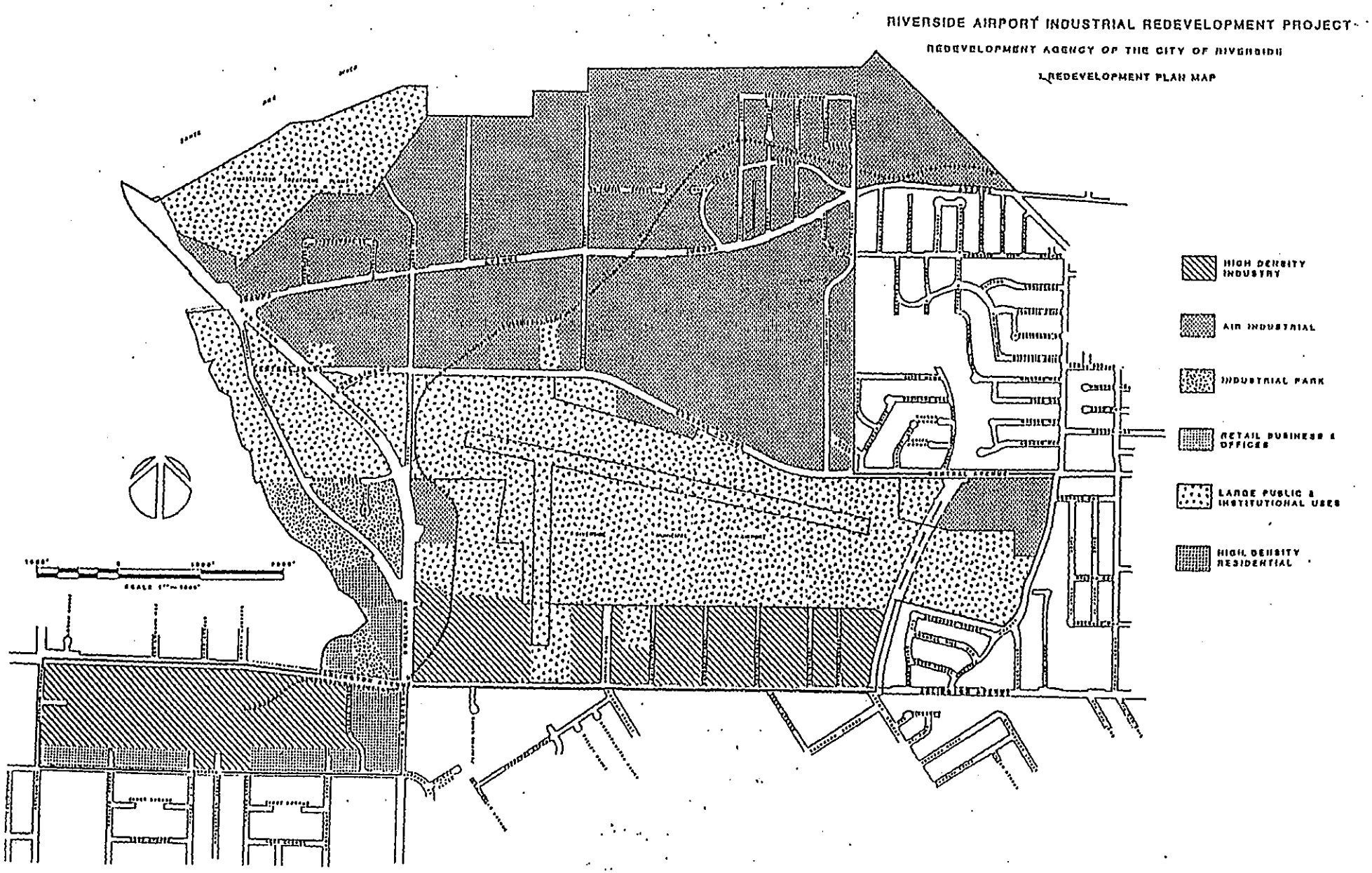
RIVERSIDE AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT
REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE
REDEVELOPMENT PLAN MAP
HIGH DENSITY INDUSTRY
AIR INDUSTRIAL
INDUSTRIAL PARK
RETAIL BUSINESS & OFFICES
LARGE PUBLIC & INSTITUTIONAL USES
HIGH DENSITY RESIDENTIAL

Exhibit "A-2"

EXHIBITS "B-1" and "B-2"

LEGAL DESCRIPTION OF MERGED PROJECT AREA

Exhibit "B-1"	**Downtown Project Area Legal Description**
Exhibit "B-2"	**Airport Industrial Project Area Legal Description**

Exhibit "B-1"

The Riverside Downtown Redevelopment Project
Redevelopment Agency of the City of Riverside

LEGAL DESCRIPTION OF THE PROJECT AREA

All that real property in the City of Riverside, County of Riverside, State of California which lies within the following described boundary:

BEGINNING at the intersection of the centerline of BROCKTON AVENUE with the centerline of FOURTEENTH STREET, as shown by B.S. FINCH SUBDIVISION, on file in Book 4 of Maps, at Page 87 thereof, Records of Riverside County, California;

THENCE southwesterly, along said centerline of BROCKTON AVENUE, to the southwesterly line of Lot 156 of the Lands of the S.C.C. Association, as shown by map recorded in Book 7 of Maps, at page 3 thereof, Records of San Bernardino County, California;

THENCE southeasterly, along said southwesterly line of Lot 156 and lots 155, 154, 153, 152, and 151 to the northwesterly right of way line of California State Highway No. 91, also known as Riverside Freeway;

THENCE northeasterly, along said northwesterly right of way line to the centerline of FIRST STREET;

THENCE northwesterly, along said centerline of FIRST STREET to the centerline of MULBERRY STREET;

THENCE N 29° 43' 56" E, 612.35 feet;

THENCE N 68° 57' 16" E, 103.81 feet;

THENCE S 60° 48' 36" E, 30.00 feet to an intersection of the westerly right of way line of State Highway No. 91, with the southerly right of way line of the Southern Pacific Railroad;

THENCE N 29° 41' 16" E, 99.62 feet;

THENCE S 60° 05' 45" E, 18.30 feet;

THENCE N 49° 58' 05" E, 170.95 feet;

THENCE N 58° 26' 00" E, 223.84 feet;

THENCE N 56° 54' 00" E, 175.00 feet;

THENCE N 51° 20' 38" W, 160.11 feet;

THENCE N 60° 09' 59" W, 107.00 feet;

[Continued on next page]

THENCE N 29° 41' 46" E, 24.07 feet;

THENCE N 60° 09' 14" W, 30.00 feet to the centerline intersection of MULBERRY STREET and POPLAR STREET;

THENCE N 60° 09' 14" W, 660.11 feet;

THENCE S 29° 00' 40" W, 560.45 feet;

THENCE N 60° 32' 30" W, 664.11 feet;

THENCE N 29° 04' 00" E, 556.30 feet;

THENCE N 29° 45' 06" E, 1749.40 feet to the centerline intersection of ORANGE STREET with the MAIN STREET and ORANGE STREET Connection;

THENCE N 31° 32' 23" W, 34.20 feet;

THENCE N 63° 20' 10" W, 306.30 feet to the beginning of a tangent curve to the right, the radius of said curve being 194.00 feet;

THENCE northwesterly along the arc of said curve through a central angle of 17° 40' 41" for an arc distance of 59.86 feet;

THENCE S 73° 57' 05" W, 144.56 feet to a point in a non-tangent curve, concave to the southwest, the radius of said curve being 750.00 feet, the radius point of which bears S 43° 23' 28" W, from said point.

THENCE northwesterly along said curve through a central angle of 9° 00' 17", for an arc distance of 117.87 feet to the end thereof;

THENCE N 55° 36' 49" W, tangent to the last described curve, 399.25 feet to the beginning of a tangent curve to the left, the radius of said curve being 1000.00 feet;

THENCE northwesterly along said curve, through a central angle of 6° 03' 38" for an arc distance of 105.78 feet to the end thereof;

THENCE N 61° 40' 27" W, tangent to the last described curve, 440.03 feet to the beginning of a tangent curve to the left, the radius of said curve being 2000.00 feet;

THENCE northwesterly along said curve, through a central angle of 3° 48' 42", for an arc distance of 133.05 feet to the end thereof;

THENCE N 65° 29' 09" W, 216.42 feet;

THENCE N 51° 25' 00" W, 109.27 feet;

THENCE N 65° 01' 21" W, 157.62 feet;

THENCE N 64° 10' 22" W, 331.02 feet;

THENCE N 63° 47' 20" W, 124.04 feet;

[Continued on next page]

Exhibit "B-1"

THENCE N 62° 49' 32" W, 300.84 feet;

THENCE N 64° 54' 51" W, 472.65 feet;

THENCE S 2° 31' 11" E, 426.88 feet;

THENCE S 24° 17' 42" E, 388.07 feet;

THENCE S 51° 12' 06" E, 334.62 feet;

THENCE S 31° 41' 04" E, 586.79 feet;

THENCE S 16° 23' 59" E, 452.77 feet;

THENCE S 13° 32' 41" W, 1273.46 feet;

THENCE S 29° 44' 36" W, 468.56 feet to the centerline intersection of FAIRMOUNT BOULEVARD and FIRST STREET.

THENCE northwesterly, along said centerline of FIRST STREET, to the centerline of BROCKTON AVENUE;

THENCE southwesterly, along said centerline of BROCKTON AVENUE to the centerline of SIXTH STREET;

THENCE northwesterly, along said centerline of SIXTH STREET to the centerline of PINE STREET;

THENCE southwesterly, along said centerline of PINE STREET to the centerline of NINTH STREET;

THENCE southeasterly, along said centerline of NINTH STREET to the centerline of BROCKTON AVENUE;

THENCE southwesterly, along said centerline of BROCKTON AVENUE to the POINT OF BEGINNING.

Exhibit "B-2"

The Riverside Airport Industrial Redevelopment Project
Redevelopment Agency of the City of Riverside

LEGAL DESCRIPTION OF THE PROJECT AREA

All that real property in the City of Riverside, County of Riverside, State of California which lies within the following described boundary:

Beginning at the intersection of the centerline of Arlington Avenue and the centerline of Van Buren Boulevard;

THENCE Easterly along said centerline of Arlington Avenue to its intersection with the centerline of Adams Street;

THENCE Easterly from said intersection along centerline of Arlington Avenue 59 ft. to an intersection with centerline of proposed River Road;

THENCE Northeasterly along said centerline of proposed River Road 1141.37 ft. to a point;

THENCE S 76°-53'-45"E 1366.48 ft. to a point on the Westerly line of Hillside Avenue;

THENCE continuing Northerly along said Westerly line of Hillside Avenue to the centerline of Central Avenue;

THENCE Westerly along said centerline of Central Avenue to the intersection with the centerline of Shannon Road;

THENCE Westerly from said intersection along the centerline of Central Avenue 178.20 ft. to a point;

THENCE N 0°-01'-00"W 2650.80 ft. to a point on the centerline of Mountain View Avenue;

THENCE Northeasterly from said centerline of Mountain View Avenue to the intersection of the Northerly line of Mountain View Avenue and the Easterly line of Fremont Street;

THENCE continuing Northerly along said Easterly line of Fremont Street to the Northerly line of Jurupa Avenue;

THENCE continuing Easterly along said Northerly line of Jurupa Avenue to the Northeasterly right-of-way line of the Union Pacific Railroad;

THENCE Northwesterly along said Northeasterly Railroad right-of-way line bearing N 44°-52'W 2949.33 ft.;

THENCE crossing said Railroad right-of-way on a bearing of S 17°-48'W 112.48 ft.;

[Continued on next page]

Exhibit "B-2"

THENCE continuing S 17°-48'W 145.0 ft.;

THENCE S 00°-04'W 301.10 ft.;

THENCE N 89°-57'-15"W 3286.12 ft.;

THENCE S 00°-32'45"W 329.8 ft.;

THENCE N 89°-35'W 665± ft.;

THENCE S 00°-30'W 330 ft.;

THENCE N 89°-33'-30"W 1320 ft.;

THENCE N 00°-22'E 330 ft.;

THENCE N 89°-42'-30"W 330 ft.;

THENCE S 69°-43'-08"W 1132.22 ft.;

THENCE N 87°-57'-30"W 355 ft.;

THENCE S 44°-04'W 341.8 ft.;

THENCE S 56°-28'W 1085 ft.;

THENCE S 54°-38'-30"W 450 ft.;

THENCE N 66°-11'-30"W 543.4 ft. to the Westerly line of Van Buren Boulevard;

THENCE Southeasterly along said Westerly line of Van Buren Boulevard to its intersection with the Southerly line of Jurupa Avenue;

THENCE Southerly 358.80 ft. S 29°-48'E to a point;

THENCE Southerly 267.72 ft. S 11°-57'E to a point;

THENCE Southerly 101.52 ft. S 46°-42'-30"E to a point;

THENCE Northerly 116.70 ft. N 67°-05'E to a point;

THENCE Southerly 138 ft. S 00°-19'E to a point;

THENCE Southerly 259.94 ft. S 27°-47'E to a point;

THENCE Southerly 170.37 ft. S 58°-36'E to a point;

THENCE Southerly 487.76 ft. S 11°-16'E to a point;

THENCE Southerly 185.62 ft. S 23°-15'E to a point;

THENCE Southerly 111.87 ft. S 51°-47'E to a point;

THENCE Southerly 149.11 ft. S 15°-30'E to a point;

[Continued on next page]

THENCE Southerly 135 ft. S 00°-47'E to a point;

THENCE Southerly 94.53 ft. S 18°-52'-30"E to a point;

THENCE Northerly 67.5 ft. N 63°-22'-30"E to a point;

THENCE Southerly 341.8 ft. S 22°-22'W to a point;

THENCE Southerly 450.7 ft. S 36°-29'E to a point;

THENCE Southerly 350.7 ft. S 59°-37'E to a point;

THENCE Southerly 300 ft. S 38°-50'E to a point;

THENCE Southerly 248 ft. S 24°-36'E to a point;

THENCE Southerly 231.5 ft. S 56°-50'E to a point;

THENCE S 32° 27' 56" E
311.82 feet;

THENCE S 57° 31' 53" W
64.86 feet;

THENCE N 32° 27' 56" W
12.32 feet;

THENCE S 46° 42' 50" W
108.69 feet;

THENCE S 48° 02' 05" W
91.95 feet;

THENCE S 86° 54' 45" W
127.70 feet;

THENCE S 74° 25' 06" W
77.02 feet;

THENCE S 62° 25' 43" W
58.50 feet;

THENCE S 48° 54' 31" W
57.71 feet;

THENCE S 30° 62' 52" W
59.40 feet;

THENCE S 16° 40' 54" W
73.34 feet;

THENCE S 06° 50' 00" W
238 feet;

[Continued on next page]

Exhibit "B-2"

THENCE N 83° 10' 00" W
949.29 feet;

THENCE N 89° 30' 00" W
2479.58 feet;

THENCE S 0° 30' 30"W
1304.80 feet;

THENCE S 89° 29' 30" E
4551.20 feet;

THENCE N 0° 18' 00" E
1086.03 feet to a point;

THENCE to the POINT OF BEGINNING.

EXHIBITS "C-1" AND "C-2"

The Riverside Downtown Redevelopment Project
Redevelopment Agency of the City of Riverside

PROPOSED PUBLIC IMPROVEMENTS PROJECTS FOR MERGED PROJECT AREA

Exhibit "C-1"	**Proposed Public Improvements and Facilities Projects for Downtown Redevelopment Project**
Exhibit "C-2"	**Proposed Public Improvements and Facilities Projects for Airport Industrial Redevelopment Project**

EXHIBITS "C-1" AND "C-2"

The Riverside Downtown Redevelopment Project
Redevelopment Agency of the City of Riverside

PROPOSED PUBLIC IMPROVEMENTS PROJECTS FOR MERGED PROJECT AREA

Exhibit "C-1"	**Proposed Public Improvements and Facilities Projects for Downtown Redevelopment Project**
Exhibit "C-2"	**Proposed Public Improvements and Facilities Projects for Airport Industrial Redevelopment Project**

EXHIBIT "C-1"

The Riverside Downtown Redevelopment Project
Redevelopment Agency of the City of Riverside

PROPOSED PUBLIC IMPROVEMENTS AND FACILITIES PROJECTS FOR DOWNTOWN REDEVELOPMENT PROJECT

I. PUBLIC BUILDINGS

A. Communications Center
B. Central Library Addition
C. Rehabilitation and Expansion of Police Department Offices
D. Relocate Fire Station
E. City Hall Expansion
F. Rehabilitation and Expansion of Convention Center
G. Create Downtown Farmers Market

II. STREET AND TRAFFIC IMPROVEMENTS

A. Street construction, widening, reconstruction, utility installation and/or rerouting (including electrical service underground), curbs gutters and sidewalks, street lights, associated storm drain improvements and other improvements as necessary to upgrade, modernize and improve the following streets:

1.	Main Street	7,100 linear feet
2.	Almond Street	1,800 linear feet
3.	Brockton Avenue	5,200 linear feet
4.	Saunders Street	400 linear feet
5.	Prospect Avenue	4,400 linear feet
6.	Second Street	3,200 linear feet
7.	Third Street	3,400 linear feet
8.	Fourth Street	2,550 linear feet
9.	Sixth Street	2,800 linear feet
10.	Locust Street	1,200 linear feet
11.	Ninth Street	1,200 linear feet
12.	Cedar Street	1,200 linear feet
13.	Seventh Street	4,300 linear feet
14.	University Avenue	4,200 linear feet
15.	Fifth Street	3,200 linear feet
16.	Olivewood Avenue	1,200 linear feet
17.	Lemon Street	6,000 linear feet
18.	Orange Street	9,400 linear feet
19.	Magnolia Avenue	1,700 linear feet
20.	Chestnut Street	4,400 linear feet
21.	Fairmount Boulevard	3,000 linear feet
22.	Market Street	4,400 linear feet
23.	Northbend Street	700 linear feet
24.	Spruce Street	1,300 linear feet

B. Traffic signals

14th Street at the Riverside Freeway (S.R. 91)

Continued on next page

C. Streetscape improvements

1. Market Street
2. Main Street

III. WATER AND SEWER IMPROVEMENTS

A. Replace and upgrade water lines throughout project to provide required domestic and fire flow demands.

B. Replace and upgrade sewer lines throughout project.

IV. PARK AND RECREATION IMPROVEMENTS

Rehabilitation and refurbishment of White Park and Fairmount Park

V. MISCELLANEOUS PUBLIC IMPROVEMENTS

Rehabilitate existing public parking facilities and construct new parking structures.

Note: This list of projects is set forth for planning purposes and shall not be deemed as a limitation on the Agency's authority to implement the Amended and Restated Redevelopment Plan.

EXHIBIT "C-2"

The Riverside Airport Industrial Redevelopment Project
Redevelopment Agency of the City of Riverside

PROPOSED PUBLIC IMPROVEMENTS AND FACILITIES PROJECTS FOR AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT

I. STREET AND TRAFFIC IMPROVEMENTS

A. Street construction, widening, reconstruction, utility installation and/or rerouting (including electrical service undergrounding), curbs, gutters and sidewalks, street-lights, associated storm drain improvements and other improvements as necessary to upgrade, modernize and improve the following streets:

1. Cypress Avenue	4,500 linear feet
2. Morris Street	1,050 linear feet
3. View Park Court	350 linear feet
4. Van Buren Boulevard	7,350 linear feet
5. Jurupa Avenue	9,000 linear feet
6. Payton Street	1,800 linear feet
7. Wilderness Avenue	2,900 linear feet
8. Griffith Street	500 linear feet
9. Columbus Avenue	2,900 linear feet
10. Ordway Street	1,650 linear feet
11. Denny Place	300 linear feet
12. Republic Street	1,500 linear feet
13. Jasmine Street	1,800 linear feet
14. Industrial Avenue	1,500 linear feet
15. Fremont Street	4,900 linear feet
16. Central Avenue	10,200 linear feet
17. Neil Street	900 linear feet
18. Acorn Street	1,200 linear feet
19. Arlington Avenue	5,850 linear feet
20. Weaver Street	900 linear feet
21. Murray Street	900 linear feet
22. Lomita Street	900 linear feet
23. Airport Drive	1,000 linear feet
24. Mountain View Avenue	700 linear feet
25. Adams Street	

B. Traffic signals

1. Central Avenue
2. Airport Drive
3. Arlington Avenue
4. Jurupa Avenue
5. Jasmine Street

C. Railroad grade crossing
Van Buren Boulevard at Arlington Avenue

Continued on next page

EXHIBIT "C-2" (Cont.)

II. WATER AND SEWER IMPROVEMENTS

Replace and upgrade water lines throughout project to provide required fire flow demands.

III. MISCELLANEOUS PUBLIC IMPROVEMENTS

Various improvements to the Municipal Airport including: fire station; runway/taxiway expansion; terminal expansion; maintenance building; hanger; parking; ramp replacement; and other improvements as necessary to upgrade and modernize the Airport.

Note: This list of projects is set forth for planning purposes and shall not be deemed as a limitation on the Agency's authority to implement the Amended and Restated Redevelopment Plan.

August 25, 2009

AMENDED AND RESTATED REDEVELOPMENT PLAN FOR THE HUNTER PARK/NORTHSIDE REDEVELOPMENT PROJECT

CITY OF RIVERSIDE REDEVELOPMENT AGENCY

ADOPTED: JUNE 24, 2003 BY ORDINANCE 6686

AMENDED: AUGUST 25, 2009 BY ORDINANCE 7051

URBAN FUTURES INCORPORATED

UFI Redevelopment Planning
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Hunter Park/Northside Redevelopment Project Merged with the Merged Downtown and Airport Industrial Redevelopment Projects

On August 25, 2009, the City Council of the City of Riverside adopted Ordinance No. 7051 merging the Hunter Park/Northside Redevelopment Project with the Merged Downtown and Airport Industrial Redevelopment Projects pursuant to Health and Safety Code Section 33485, *et seq*. In all other respects, the Redevelopment Plan for the Hunter Park/Northside Redevelopment Project remains separate from and is not combined with the Redevelopment Plan for the Merged Downtown and Airport Industrial Redevelopment Projects.

Redevelopment Plan for the Hunter Park/Northside Redevelopment Project

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APPENDIX A: Redevelopment Plan Map
APPENDIX B: Project Area Legal Description

I. INTRODUCTION

A. (§100) BACKGROUND AND AUTHORITY

This Plan for the Hunter Park/Northside Redevelopment Project (the "Project) was prepared by the City of Riverside Redevelopment Agency (the "Agency") pursuant to the Community Redevelopment Law of the State of California (the "CRL;" Health and Safety Code Sections 33000, et seq.; all statutory references hereinafter shall be to the Health and Safety Code unless otherwise designated), the California Constitution, and all applicable laws, local codes, and ordinances. This Plan consists of this text, the attached Redevelopment Plan Map, and the attached Legal Description (Sections 100 through 640, and Appendices A and B, respectively).

B. (§110) PURPOSE AND BASIS OF THIS PLAN

The overall purpose of formulating this Plan is to provide for the elimination or alleviation of physical and economic conditions, as defined in CRL Section 33030 and 33031, that affects an approximately 2,630-acre area (the "Project Area"). Broadly stated, these conditions include: physical deterioration of buildings and facilities; inadequate public improvements and facilities that are essential to the health and safety of local residents and property owners; areas of incompatible land uses; lots of irregular form and shape and of inadequate size for proper development; land suffering from depreciated values and impaired investments; high crime rates; and, a variety of other conditions that are a threat to the public health, safety, and welfare.

The basis for this Plan is the Preliminary Plan for the Hunter Park/Northside Redevelopment Project, adopted by

the Planning Commission of the City of Riverside (the "Planning Commission") on December 5, 2002.

C. (§120) DEFINITIONS

The following definitions will govern in the context of this Plan unless otherwise stipulated herein:

1) (§120.1) **Agency** means the Redevelopment Agency of the City of Riverside, California.
2) (§120.2) the Project Area means the territory subject to this Plan, as described in Appendix 'B.'
3) (§120.3) **Hunter Park/Northside Redevelopment Project** means the Project under this Redevelopment Plan.
4) (§120.4) **City** means the City of Riverside, California.
5) (§120.5) **City Council** means the City Council of the City of Riverside, California.
6) (§120.6) **County** means the County of Riverside, California.
7) (§120.7) **CRL** means the Community Redevelopment Law of the State of California (California Health and Safety Code, Sections 33000, et seq.), as from time to time amended.
8) (§120.8) **General Plan** means the Riverside General Plan, as may be from time to time amended.
9) (§120.9) **Legal Description** means a description of the land within the Project Area in accordance with map specifications approved by the California State Board of Equalization, and attached hereto as Appendix 'B.'
10) (§120.10) **Person** means any individual or any public or private entity.
11) (§120.11) **Project** means all activities, plans, programs, objectives, goals, and policies involved in this Plan, either directly or by reference.
12) (§120.12) **Real Property** means land, buildings, structures, fixtures and improvements on the land; property appurtenant to or used in connection with the land; every estate, interest, privilege, easement, franchise, and right in land, including rights-of-way, terms for years, and liens, charges, or encumbrances by

way of judgment, mortgage or otherwise, and the indebtedness secured by such liens.

13) (§120.13) **Redevelopment Law** means the CRL.

14) (§120.14) **Redevelopment Plan** or **Plan** means this document, which, upon adoption by the City Council, shall be officially designated as, "The Redevelopment Plan for the Hunter Park/Northside Redevelopment Project."

15) (§120.15) **Redevelopment Plan Map** means the Redevelopment Plan Map, attached hereto in Appendix 'A.'

16) (§120.16) **State** includes any state agency or instrumentality of the State of California.

17) (§120.17) **Zoning Ordinance** means the codes, ordinances and resolutions relating to zoning and development in the City, as may be from time to time amended.

D. (§130) PROJECT AREA BOUNDARIES

The Project Area includes all properties within the boundaries shown on the Redevelopment Plan Map (see Appendix 'A'), and described in the Legal Description (see Appendix 'B').

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II. DEVELOPMENT IN THE PROJECT AREA

A. (§200) PROJECT OBJECTIVES

The overriding objective of this Plan is to eliminate or alleviate blighting conditions in the Project Area by encouraging and inducing development on or rehabilitation of the Project Area properties, providing public improvements or facilities where such facilities are missing or inadequate, and by increasing, improving, or preserving the supply of low- and moderate-income housing to eliminate detrimental housing conditions in the community. In eliminating these blighting conditions, this Plan will facilitate development as contemplated in the General Plan.

The following are general goals the Agency would like to achieve through this Project:

1) Help preserve and enhance existing conforming residential neighborhoods through infrastructure improvements and building rehabilitation.
2) Encourage development according to the City's General Plan, any applicable specific plans, and the City zoning ordinance.
3) Encourage investment in the Project Area by the private sector.
4) Promote the development of new and diverse employment opportunities.
5) Enhance and expand shopping facilities in the Project Area by encouraging the development of new commercial uses and rehabilitation of existing commercial uses in conformance with the General Plan, and the City zoning ordinance.

6) Promote the improvement and centralization of commercial and industrial areas to make them more attractive and efficient.

7) Promote the expansion of the Project Area's industrial and commercial bases and local employment opportunities to provide jobs to unemployed and underemployed workers in the City.

8) Consolidate parcels as needed to induce new or expanded, centralized, business development in the Project Area.

9) Assist economically depressed areas and reverse stagnant or declining assessed valuation trends.

10) Protect the health and general welfare of the Project Area's many low- and moderate-income residents by utilizing 20% of the tax increment revenues from the Project Area to improve and preserve the supply of low- and moderate-income housing both inside and outside the Project Area.

11) Upgrade the physical appearance of properties in the Project Area.

12) Rehabilitate deteriorated residential, commercial and industrial structures to eliminate safety deficiencies and to extend the useful lives of these structures.

13) Remove economic impediments to land assembly and in-fill development in areas that are not properly subdivided for development or redevelopment.

14) Reduce or eliminate the negative impacts related to incompatible and non-conforming land uses in the Project Area.

15) Buffer residential neighborhoods from the intrusion of nearby non-residential land uses.

16) Clean-up properties that are or have been exposed to hazardous materials.

17) Provide replacement housing as required by law when dwellings housing low- or moderate-income persons or families are lost from the low- or moderate-income housing market as a result of Agency activities.

18) Provide relocation assistance to displacees in order to mitigate possible hardships due to relocation activities.

19) Provide a broad range of public service infrastructure improvements to induce private investment in the Project Area. Such improvements could include the construction or reconstruction of roads, streets, curbs

and gutters, sidewalks; the upgrading of streetside landscaping; the construction and reconstruction of water storage and distribution facilities; the construction and reconstruction of sewerage systems; and the development of drainage and flood control facilities.

20) Provide new or improved community facilities such as fire stations, schools, park and recreational facilities, and the expansion of public health and social service facilities, where appropriate to enhance the public health, safety and welfare.

21) Encourage the cooperation and participation of Project Area property owners, public agencies and community organizations in the elimination of blighting conditions and the promotion of new or improved development in all portions of the Project Area.

22) Provide a procedural and financial mechanism by which the Agency can assist, complement and coordinate public and private development, redevelopment, revitalization and enhancement of the community.

These goals may be refined, expanded upon, or otherwise modified throughout the adoption process.

B. (§210) CONFORMANCE TO GENERAL PLAN

All uses proposed in this Plan shall be in conformance with the General Plan as it now exists, or may be hereafter amended. Except when inconsistent with this Plan, all requirements of the Zoning Ordinance shall apply to all uses proposed hereunder. All applicable development codes shall apply to all uses in the Project Area.

C. (§220) SPECIFIC DEVELOPMENT OBJECTIVES

Development in the Project Area will be in conformance with this Plan, the General Plan, and the Zoning Ordinance. Development in the Project Area shall also be in conformance with any applicable adopted specific plan.

The Agency's development objectives involve encouraging the implementation of development in accordance with the General Plan as identified above. In doing so, it is the Agency's intent to provide assistance in the following manner:

1) The construction of needed public improvements and facilities including, but not limited to, those described in Section 344 herein.
2) The completion of various planning or marketing studies as necessary to facilitate and coordinate a successful redevelopment process.
3) All other forms of Agency assistance authorized by the CRL, including, but not limited to, loans, tax exempt financing, or other financial aid programs for new construction and/or rehabilitation.

D. (§230) LAND USES FOR THE PROJECT AREA

In addition to generally identifying the boundaries of the Project Area, the Redevelopment Plan Map (Appendix A) also illustrates the proposed public rights-of-way, public easements, open space, and proposed land uses to be permitted in the Project Area, pursuant to the General Plan.

Pending the ultimate development of land in accordance with the provisions of this Plan, the Agency is authorized to use or permit the use of any land in the Project Area for interim uses not in conformity with the uses permitted in this Plan, provided that approval of any such interim uses shall be subject to compliance with provisions of the Zoning Ordinance.

E. (§240) PUBLIC USES FOR THE PROJECT AREA

1. (§241) PUBLIC STREET LAYOUT, RIGHTS-OF-WAY AND EASEMENTS

The public rights-of-way, easements, and principal streets proposed or existing in the Project Area are the same as those indicated in the General Plan, and are shown on the attached Redevelopment Plan Map (Appendix A).

Such streets and rights-of-way may be widened, altered, realigned, abandoned, vacated, or closed by the Agency and the City as necessary for proper development of the Project. The Agency and the City may create additional public streets, alleys, and

easements in the Project Area as needed for proper circulation.

The public rights-of-way shall be used for vehicular and pedestrian traffic as well as for public improvements, public and private utilities, and activities typically found in public rights-of-way. In addition, all necessary easements for public uses, public facilities, and public utilities may be retained and created.

2. (§242) OPEN SPACE, PUBLIC AND QUASI-PUBLIC USES, AND FACILITIES

In any portion of the Project Area, the Agency is authorized to permit the establishment or enlargement of public, semi-public, institutional, or nonprofit uses. All such uses shall conform, so far as possible, with the provisions of this Plan applicable to the uses in the specific area involved, and shall conform to the General Plan.

F. (§250) GENERAL DEVELOPMENT REQUIREMENTS

1. (§251) OPEN SPACE AND STREET LAYOUT TO BE PROVIDED

Open space and street layout is shown in the Redevelopment Plan Map included herewith in Appendix A and described in Section 241 of this Plan. Additional open space will be provided through application of City standards for building setbacks. An estimated 1,300 acres will be devoted to open space, parks, trails, landscaping, building setbacks, yards, and rights-of-way in the Project Area.

2. (§252) LIMITATIONS ON TYPE, SIZE, HEIGHT, NUMBER, AND PROPOSED USE OF BUILDINGS

Except as may be set forth in other Sections of this Plan, the type, size, height, number, and proposed use of buildings shall be limited by the applicable federal, state, and local statutes, ordinances, regulations, General Plan, and any requirements that may be adopted pursuant to this Plan. Limitations on land use are indicated on the Redevelopment Plan Map in Appendix A.

3. (§253) THE APPROXIMATE NUMBER OF DWELLING UNITS

Under the General Plan, approximately 2,500 dwelling units would be permitted in the Project Area at the expiration of this Plan. These uses are limited as indicated on the Redevelopment Plan Map in Appendix A.

4. (§254) THE PROPERTY TO BE DEVOTED TO PUBLIC PURPOSES AND THE NATURE OF SUCH PURPOSES

The locations of public uses are shown in the Redevelopment Plan Map in Appendix A. Other public uses are described in Section 251 of this Plan and specific public improvements/facilities are listed in Section 344. These improvements are generally expected to be provided in the public right-of-way or on land specifically acquired by the City for such purposes. Additional public facilities may be developed by school districts and other public agencies operating within the Project Area.

5. (§255) CONFORMANCE WITH THIS PLAN

All Real Property in the Project Area is hereby made subject to the controls and requirements of this Plan. No Real Property shall be developed, rehabilitated, or otherwise changed after the date of the adoption of this Plan unless it is in conformance with the provisions of the General Plan, of the Zoning Ordinance, and of this Plan and all applicable provisions of State law. The Agency shall have the right, to the greatest extent permitted by law, to administratively interpret this Plan in order to determine whether such changes are in conformance with this Plan, including without limitation, the controls and project objectives of this Plan.

6. (§256) REHABILITATION AND RETENTION OF PROPERTIES

To the greatest extent permitted by law, any existing structure within the Project Area specifically may be repaired, altered, reconstructed, or rehabilitated to ensure that such structure will be safe and sound in all physical respects and not detrimental to the surrounding uses.

7. (§257) SUBDIVISION OR CONSOLIDATION OF PARCELS

No parcels in the Project Area, including any parcels retained by a participant, shall be subdivided or consolidated without approval of the City.

G. (§260) DEVELOPMENT PROCEDURES

Applications for development and building permits and the review thereof shall follow City procedures.

1. (§261) REVIEW OF APPLICATIONS FOR BUILDING PERMITS

Applications for building permits and the review thereof shall follow City procedures. The Agency also may enact separate procedures, which shall be in addition to existing City procedures, for the review of building permits if the Agency deems such review necessary or beneficial to the implementation of this Plan.

2. (§262) MINOR VARIATIONS

The Agency is authorized to permit a minor variation from the limits, restrictions, and controls established by this Plan if the Agency determines that:

1) There are particular circumstances or conditions applicable to a property or to the intended development of a property which justify a minor variation;
2) Permitting a minor variation will not be materially detrimental to the public welfare or injurious to property or improvements in the Project Area; and
3) Permitting a minor variation will not be contrary to the objectives of this Plan or of the General Plan of the City.

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

supersede any other approval required under applicable City codes and ordinances.

3. (§263) EXISTING NONCONFORMING USES

The Agency, with the approval of the Planning Commission, is authorized to permit an existing use to remain in an existing building in good condition, which does not conform to the provisions of this Plan, provided that such use is generally compatible with nearby developments and uses in the Project Area, and is otherwise permitted by applicable codes and ordinances. The owner of such property must be willing to enter into a participation agreement (see Section 311 of this Plan) and agree to the imposition of such reasonable restrictions as are necessary to protect the development and use of the Project Area.

The Agency, with the approval of the Planning Commission pursuant to established development review procedures, may authorize additions, alterations, repairs, or other improvements in the Project Area for uses which do not conform to the provisions of this Plan when it is determined by the Agency and the Planning Commission that such improvements and uses would be compatible in the interim with surrounding uses and development.

III. REDEVELOPMENT IMPLEMENTATION

A. (§300) GENERAL

The Agency is authorized to undertake the following implementation actions:

1) (§30l) Provide for participation by owners and tenants of properties located in the Project Area by extending opportunities to remain or relocate within the Project Area;
2) (§302) Acquisition of Real Property, and management of property under the ownership and control of the Agency;
3) (§303) Relocation assistance to displaced Project occupants;
4) (§304) Demolition or removal of buildings and improvements;
5) (§305) Installation, construction, or reconstruction of streets, utilities, open spaces and other public improvements and facilities;
6) (§306) Rehabilitation, development, or construction of low- and moderate-income housing within the City;
7) (§307) Disposition of property for uses in accordance with this Plan;
8) (§308) Redevelopment of land by private enterprise and public agencies for uses in accordance with this Plan;
9) (§309) Rehabilitation of structures and improvements by present owners, their successors, or the Agency; and,
10) (§310) Any other redevelopment agency activity permitted by the CRL.

B. (§311) PARTICIPATION BY OWNERS AND TENANTS

1. (§312) PARTICIPATION OPPORTUNITIES FOR OWNERS

Persons who are owners of business and other types of Real Property in the Project Area shall be given an opportunity to participate in redevelopment. Such opportunity may consist of retaining all or a portion of their properties, acquiring adjacent or other properties in the Project Area, or, where the Agency deems appropriate, by selling their properties to the Agency and purchasing other properties in the Project Area or in such other manner as the Agency shall deem to be appropriate. To the extent now or hereafter permitted by law, the Agency may establish a program under which it loans funds to owners or tenants for the purpose of rehabilitating residential, commercial or industrial buildings or structures within the Project Area.

In the event anyone designated as a participant pursuant to this Plan fails or refuses to rehabilitate or develop his or her Real Property pursuant to this Plan and a participation agreement with the Agency, the Real Property, or any interest therein, may be acquired by the Agency subject to the limitations set forth in this Plan, and sold or leased for rehabilitation or development in accordance with this Plan.

Participation opportunities shall necessarily be subject to and limited by such factors as the land uses designated for the Project Area, the provision of public facilities, realignment of streets, experience in the development or operation of such undertakings as may be deemed appropriate by the Agency to best implement this Plan, the ability of owners to finance acquisition and development of structures in accordance with this Plan, the ability of owners to manage or operate the proposed development or activity, or any change in the total number of individual parcels in the Project Area.

In order to provide an opportunity to owners and tenants to participate in the growth and development of the Project Area, the Agency has promulgated rules for owner and tenant participation. If conflicts

develop between the desires of participants for particular sites or land uses, the Agency is authorized to establish reasonable priorities and preferences among the owners and tenants. Some of the factors considered in establishing the priorities and preferences include present occupancy, participant's length of occupancy in the area, accommodation of as many participants as possible, similar land use to similar land use, conformity of participant's proposals with the intent and objectives of this Plan, experience with the development and operation of particular uses, and ability to finance the implementation, development experience, and total effectiveness of each participant's proposal in providing a service to the community.

Subject to the Agency's rules for owner participation, opportunities to participate shall be provided to owners and tenants in the Project Area.

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

2. (§313) RE-ENTRY PREFERENCES; PREFERENCES FOR TENANTS

The Agency shall extend reasonable preferences to persons who are engaged in business in the Project Area to re-enter in business within the Project Area, if they otherwise meet the requirements prescribed in this Plan. Business, institutional and semi-public tenants may, if they so desire, purchase and develop Real Property in the Project Area if they otherwise meet the requirements prescribed in this Plan.

3. (§314) PARTICIPATION AGREEMENTS

At the Agency's option, each participant may be required to enter into a binding agreement with the Agency by which the participant agrees to develop, rehabilitate, or use the property in conformance with this Plan and be subject to the provisions in the participation agreement. In such agreements, participants who retain Real Property shall be required to join in the recordation of such documents

as are necessary to make the provisions of the agreement applicable to their properties.

Whether or not a participant enters into a participation agreement with the Agency, the provisions of this Plan are applicable to all public and private property in the Project Area.

4. (§315) CONFORMING OWNERS

The Agency may, in its sole and absolute discretion, determine that certain Real Property within the Project Area presently meets the requirements of this Plan. This will continue to be the case as long as such owner continues to operate, use, and maintain the Real Property within the requirements of this Plan. However, a conforming owner may be required by the Agency to enter into a participation agreement with the Agency in the event that such owner desires to construct any additional improvements or substantially alter or modify existing structures on any of the Real Property described above as conforming; or, acquire additional property within the Project Area.

C. (§320) PROPERTY ACQUISITION AND MANAGEMENT

1. (§321) ACQUISITION OF REAL PROPERTY

The Agency may acquire, but is not required to acquire, any Real Property located in the Project Area by gift, devise, exchange, purchase, or any other lawful method, including eminent domain. Eminent domain proceedings, if used, must be commenced within twelve (12) years from the effective date of the ordinance adopting this Plan. Such time limit only may be extended by further amendment to this Plan.

The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is also authorized to acquire any other interest in Real Property less than a fee.

Properties may be acquired and cleared by the Agency if a determination is made that one or more of the following conditions exist:

1) The buildings and/or structures must be removed in order to assemble land into parcels of reasonable size and shape to eliminate an impediment to optimal land development;
2) The buildings and/or structures are substandard as demonstrated by an inspection of the property by the Building Division of the Planning Department of the City of Riverside;
3) The buildings and/or structures must be removed in order to eliminate an environmental deficiency, including, but not limited to, incompatible land uses and small and irregular lot subdivisions;
4) The buildings and/or structures must be removed to provide land for needed public facilities, including among others, rights-of-way, public parking facilities, open space, or public utilities;
5) The acquisition of the property is allowed by the CRL and will promote the implementation of the Plan.

Other provisions of this section notwithstanding, the Agency shall not acquire from any of its members or officers any property or interest in property except through eminent domain proceedings.

2. (§322) ACQUISITION OF PERSONAL PROPERTY

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

3. (§323) PROPERTY MANAGEMENT

During such time as property, if any, in the Project Area is owned by the Agency, such property shall be under the management and control of the Agency. Such property may be maintained, managed, operated, repaired, cleaned, rented, or leased to an individual, family, business, or other appropriate entity by the Agency pending its disposition for redevelopment.

The Agency shall maintain all Agency-owned property that is not to be demolished in a reasonably safe and sanitary condition. Furthermore, the Agency may insure against risks or hazards any of the real or personal property which it owns.

The Agency is authorized to own and operate rental property acquired and rehabilitated in prospects of resale to the extent permitted by law.

D. (§330) RELOCATION OF PERSONS, FAMILIES AND BUSINESSES

The following provisions relative to the relocation of persons, families and businesses are required by the CRL.

1. (§331) RELOCATION ASSISTANCE

Relocation advisory assistance will be furnished by the Agency to any person or business concern that is displaced by the Agency in connection with the implementation of the Plan. No person of low- or moderate-income will be required by the Agency to move from his or her dwelling until there is a suitable housing unit available and ready for occupancy by such displaced person or family at rents comparable to those at the time of their displacement. Replacement housing shall be available in areas not generally less desirable with regard to public utilities, public and commercial facilities, and reasonably accessible to the place of employment.

2. (§332) RELOCATION METHOD

The Agency shall prepare a feasible method for relocation of all of the following:

1) Families and persons to be temporarily or permanently displaced from housing facilities in the Project Area.

2) Nonprofit local community institutions to be temporarily or permanently displaced from facilities actually used for institutional purposes in the Project Area.

3) The City Council shall insure that such method of the Agency for the relocation of families or single persons to be displaced by a project shall provide that no persons or families of low-and moderate-income shall be displaced unless and until there is a suitable housing unit available and ready for occupancy by such displaced person or family at rents comparable to those at the time of their displacement. Such housing units shall be suitable

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

3. (§333) RELOCATION PAYMENTS

The Agency shall make relocation payments to qualified persons or businesses displaced by the Project pursuant to applicable laws. Such relocation payments shall be made pursuant to Agency rules and regulations adopted pursuant to California Government Code, pursuant to guidelines promulgated by the State Department of Housing and Community Development, and any Agency rules and regulations adopted pursuant thereto. In addition, the Agency may make any additional relocation payments, which, in the Agency's opinion, may be reasonably necessary to carry out the purposes of this Plan. These additional payments shall be subject to the availability of funds for such purpose.

4. (§334) TEMPORARY RELOCATION HOUSING

The Agency is authorized to provide temporary relocation housing on sites within the Project Area, subject to approval by the City of Riverside. Such action by the Agency would be to provide additional safe, standard, and decent relocation housing resources for families and businesses within the Project Area prior to permanent disposition and development of such cleared sites. If feasible and desirable, the Agency may also utilize sites outside the Project Area for providing relocation housing resources. The Agency is also authorized to provide temporary relocation housing in houses acquired by the Agency that are being held for sale and/or rehabilitation.

E. (§340) DEMOLITION, CLEARANCE, SITE PREPARATION, PROJECT IMPROVEMENTS AND PUBLIC IMPROVEMENTS

The following provisions relative to demolition, clearance and site preparation are required by the CRL.

1. (§341) DEMOLITION AND CLEARANCE

Subject to and in conformance with law, the Agency is authorized to demolish and clear or move, or cause to be demolished and cleared or moved, buildings, structures, and other improvements from any Real Property in the Project Area as necessary to carry out the purposes of this Plan.

2. (§342) BUILDING SITE PREPARATION

Subject to and in conformance with law, the Agency is authorized to prepare, or cause to be prepared as building sites, any Real Property in the Project Area.

3. (§343) PROJECT IMPROVEMENTS

Pursuant to the CRL, the Agency is authorized to install and construct, or to cause to be installed and constructed, Project improvements and public utilities necessary to carry out this Plan. Such improvements include, but are not limited to, streets, curbs, gutters, street lights, sewers, storm drains, traffic signals, electrical distribution systems, natural gas distribution systems, water distribution systems, or overpasses, underpasses, bridges, and landscaped areas.

4. (§344) PUBLIC IMPROVEMENTS

The Agency may, with the consent and cooperation of the City Council and adoption of certain findings specified in CRL Section 33445, pay all or part of the value of the land for, and the cost of the installation and construction of, any buildings, facilities, structures or other improvements which are publicly owned, including school facilities, either outside or inside the Project Area.

Without limiting its general authority, the Agency is specifically authorized to provide or participate in providing the improvements described in Section 343, as well as the public improvements or facilities listed below:

- Repave and/or reconstruct streets
- Construct curbs, gutters, and sidewalks
- Improve drainage, including the rehabilitation of canals

- Underground utility lines
- Plant street trees
- Construct and/or upgrade sewer lines
- Construct and/or upgrade water lines
- Construct railroad grade separations
- Improve/construct parks and recreation facilities, especially the soccer fields
- Improve/install traffic signs and signals, including signal synchronization
- Improve streetlighting
- Provide noise abatement along railroad lines and other sources of noise
- Increase accessibility for emergency vehicles
- Improve electrical system
- Construct Library
- Construct Police facility
- Construct Fire facility
- Establish code enforcement/community cleanup program

Specific improvements include:

- Upgrade water lines to 12" in the Alamo Street area
- Construct sewer lines in the Alamo Street area
- Construct road connecting Alamo Street and Garner Road
- Construct North Orange Blending Facilities
- Construct Michigan Booster Station
- Replace leaking and undersized water mains
- Construct water treatment plants
- Rebuild and upgrade Riverside Canal
- Relocate pipelines, hydrants, valves, vaults, and other facilities due to the freeway widening project
- Construct sewer lines in the north Orange Street area
- Construct underground electrical facilities under Iowa, Columbia, and Palmyrita Avenues.
- Upgrade the Hunter electrical Substation

- Install street lights and other electrical improvements in the Hunter Service Area
- Additional electrical improvements include cable

ADDITIONAL FACILITIES OR IMPROVEMENTS

Changes in circumstances or designs may alter the location of the facilities described above, or may require other related facilities. The financing of such related facilities shall be deemed authorized by the Agency.

The Agency will be authorized to finance the construction of additional improvements in the Project Area based on the requirements of any future project environmental impact report, the Congestion Management Program (CMP), or the Air Quality Management Plan (AQMP), or any other regional or local regulatory program. These items may include, but are not limited to, such travel demand management strategies as: signalized intersections and signal coordination; park and ride facilities; and, extension and expansion of transit services.

5. (§345) TEMPORARY PUBLIC IMPROVEMENTS

The Agency is authorized to install and construct, or cause to be installed and constructed, temporary public improvements and temporary public utilities necessary to carry out this Plan. Such temporary public improvements shall include, but not be limited to, streets, public facilities and utilities. Temporary utilities may be installed above ground.

F. (§350) REHABILITATION AND CONSERVATION OF STRUCTURES

1. (§351) REHABILITATION OF STRUCTURES

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

The Agency and the City may conduct a rehabilitation program to encourage owners of property within the Project Area to upgrade and maintain their property consistent with City codes, ordinances and standards. The Agency and the City may develop a program for making low interest loans or other incentives for the rehabilitation of properties in the Project Area. Properties may be rehabilitated, provided that rehabilitation and conservation activities on a structure are carried out in an expeditious manner and in conformance with this Plan. The Agency may also develop and implement programs for the installation of noise attenuation insulation on low and moderate income dwellings that are adversely impacted by noise.

2. (§352) MOVING OF STRUCTURES

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

3. (§353) BUILDINGS OF HISTORICAL SIGNIFICANCE

To the maximum feasible extent, special consideration shall be given to the protection, rehabilitation, or restoration of any structure determined to be historically significant, taking into consideration State and local guidelines. The Agency shall make every feasible effort to conserve any structure determined to be historically significant.

G. (§360) REAL PROPERTY DISPOSITION AND DEVELOPMENT

1. (§361) GENERAL REQUIREMENTS

For the purpose of this Plan, and to the extent permitted by and in the manner required by law, the Agency is authorized to sell, lease, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust, or otherwise dispose of any interest in Real Property.

In the manner required and to the extent permitted by law, before any interest in Real Property of the Agency acquired in whole or in part, directly or indirectly, with tax increment monies is sold or leased, for development pursuant to this Plan, such sale, lease, or disposition shall first be approved by the City Council after public hearing.

Purchasers or lessees of Agency-owned property in the Project Area shall be obligated to use the property for the purposes designated in this Plan, to begin and complete development of the property within a period of time which the Agency fixes as reasonable, and to comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

To the extent permitted and in the manner required by law, the Agency is authorized to dispose of Real Property by leases or sales by negotiation without public bidding. Real Property may be conveyed by the Agency to the City or any other public body without charge.

2. (§362) DISPOSITION AND DEVELOPMENT DOCUMENTS

1) To provide adequate safeguards ensuring that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all Real Property sold, leased, or conveyed by the Agency shall be made subject to the provisions of this Plan by lease, deeds, contracts, agreements, declarations, or other lawful means. Where determined appropriate by the Agency, such documents or portions thereof shall be recorded in the Office of the Recorder of the County.

2) The leases, deeds, contracts, agreements, and declarations of restrictions may contain restrictions, covenants running with the land, rights of reverter, conditions subsequent, equitable servitudes, or any other provision necessary to carry out this Plan.

3) In accordance with CRL Sections 33337 and 33436, all deeds, leases or contracts for the sale, lease, sublease, transfer, use occupancy, tenure or enjoyment of Real Property in the Project Area which the Agency proposes to enter into shall

contain the following provisions and nondiscrimination clauses in substantially the following form:

(a) In deeds the following language shall appear:

"The grantee herein covenants by and for himself or herself, his or her heirs, executors, administrators, and assigns, and all persons claiming under or through them, that there shall be no discrimination against or segregation of, any person or group of persons on account of race, color, creed, religion, sex, marital status, national origin, or ancestry in the sale, lease, sublease, transfer, use, occupancy, tenure, or enjoyment of the premises herein conveyed, nor shall the grantee or any person claiming under or through him or her, establish or permit any such practice or practices of discrimination or segregation with reference to the selection, location, number, use or occupancy of tenants, lessees, subtenants, sublessees, or vendees in the premises herein conveyed. The foregoing covenants shall run with the land."

(b) In leases the following language shall appear:

"The lessee herein covenants by and for himself or herself, his or her heirs, executors, administrators, and assigns, and all persons claiming under or through him or her, and this lease is made and accepted upon and subject to the following conditions:

That there shall be no discrimination against or segregation of any person or group of persons, on account of race, color, creed, religion, sex, marital status, national origin, or ancestry, in the leasing, subleasing, transferring, use, occupancy, tenure, or enjoyment of the premises herein leased nor shall the lessee himself, or any person claiming under or through him or her, establish or permit any such practice or practices of discrimination or segregation with reference to the selection, location, number, use, or occupancy, of tenants, lessees, sublessees, subtenants, or vendees in the premises herein leased."

(c) In contracts entered into by the agency relating to the sale, transfer, or leasing of land or any interest therein acquired by the agency within any survey area or redevelopment project the foregoing provisions in substantially the forms set forth shall be included and the contracts shall further provide that the foregoing provisions shall be binding upon and shall obligate the contracting party or parties and any subcontracting party or parties, or other transferees under the instrument.

3. (§363) DESIGN FOR DEVELOPMENT

In the case of property which is the subject of a disposition and development or participation agreement with the Agency, it shall be constructed in accordance with architectural, landscape, and site plans submitted to and approved in writing by the Agency and by the City pursuant the General Plan, the Zoning Ordinance, and other applicable Riverside Municipal Code requirements. One of the objectives of this Plan is to create an attractive and pleasant environment in the Project Area. Therefore, such plans shall give consideration to good design, open space, and other amenities to enhance the aesthetic quality of the Project Area. The Agency will not approve any plans that do not comply with this Plan.

4. (§364) INDUSTRIAL AND MANUFACTURING PROPERTY

To the extent now or hereafter permitted by law, the Agency may, as part of an agreement that provides for the development or rehabilitation of property within the Project Area that will be used for industrial or manufacturing purposes, assist with the financing of facilities or capital equipment including, but not necessarily limited to, pollution control devices. Prior to entering into an agreement for a development that will be assisted pursuant to this Section, the Agency shall find, after a public hearing, that the assistance is necessary for the economic feasibility of the development and that the assistance cannot be obtained on economically feasible terms in the private market.

5. (§365) PERSONAL PROPERTY DISPOSITION

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

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IV. LOW- AND MODERATE-INCOME HOUSING

A. (§400) 20% TAX INCREMENT FUNDS REQUIREMENT

Not less than twenty percent (20%) of all taxes allocated to the Agency pursuant to CRL Section 33670 shall be used by the Agency for the purposes of increasing, improving, and preserving the City's supply of housing for persons and families of low- or moderate-income.

B. (§410) LOW- AND MODERATE-INCOME HOUSING AND REPLACEMENT

The Agency shall provide for affordable housing in compliance with all applicable provisions of the CRL, including but not limited to CRL Sections 33334.2 et seq., 33413 and 33413.5.

In carrying out the activities set forth in this Plan, it may become necessary for the Agency to enter into various agreements, such as an agreement for acquisition of Real Property, an agreement for the disposition and development of property, or an owner participation agreement, which would lead to the destruction or removal of dwelling units from the low- and moderate-income housing market. Not less than thirty (30) days prior to the execution of such an agreement, the Agency shall adopt, by a resolution and to the extent provided by the CRL, a Replacement Housing Plan, which shall include the general location of the replacement housing, an adequate means of financing the replacement housing, a finding that the replacement

housing does not require the approval of the voters pursuant to Article XXXIV of the California Constitution or that such approval has been obtained, the number of dwelling units housing persons or families of low- or moderate-income planned for construction or rehabilitation, and a timetable for meeting the Plan's relocation or rehabilitation housing objectives, or as the CRL may otherwise provide. A dwelling unit whose replacement is required by CRL Section 33413, but for which no Replacement Housing Plan has been prepared, shall not be removed from the low- and moderate-income housing market.

For a reasonable period of time prior to adopting a Replacement Housing Plan, the Agency shall make available a draft of the proposed plan for review and comments by other public agencies and the general public.

To the extent required by CRL Sections 33413 and 33413.5, whenever dwelling units housing persons and families of low- or moderate-income are destroyed or removed from the low- and moderate-income housing market as part of a redevelopment project which is subject to a written agreement with the Agency or where financial assistance has been provided by the Agency, the Agency shall, within four years of such destruction or removal, rehabilitate, develop, price restrict, or construct, or cause to be rehabilitated, developed, price restricted, or constructed for rental or sale to persons and families of low- or moderate-income, an equal number of replacement dwelling units which have an equal or greater number of bedrooms as those destroyed or removed units at affordable housing costs as defined by Section 50052.5 of the Health and Safety Code, within the territorial jurisdiction of the Agency. All of the replacement dwelling units shall be available at affordable housing costs to persons in the same or a lower income category (low, very low, or moderate) as the persons displaced from those destroyed or removed units.

C. (§420) PROVISION OF LOW- AND MODERATE-INCOME HOUSING

The Agency may, to the extent permitted by law and land use designations, inside or outside the Project Area, acquire land, sell or lease land, donate land, improve sites, price restrict units, construct or rehabilitate structures, or use any other method authorized by the CRL in order to provide

housing for persons and families of low or moderate income. The Agency may also provide subsidies to, or for the benefit of, such persons and families or households to assist them in obtaining housing within the City.

D. (§430) NEW OR REHABILITATED DWELLING UNITS DEVELOPED WITHIN THE PROJECT AREA

Pursuant to CRL Section 33334.2(g), the Agency has found that the provision of low- and moderate-income housing both inside and outside the Project Area, particularly by the rehabilitation of existing housing stock is of benefit to the Project Area. In encouraging the development of such dwelling units, the Agency shall comply with CRL Sections 33334.2(g) and 33413(b).

To the extent required by CRL Section 33413, at least thirty percent (30%) of all new and substantially rehabilitated dwelling units developed within the Project Area by the Agency shall be for persons and families of low- and moderate-income; and of such thirty percent (30%), not less than fifty percent (50%) thereof shall be for very low-income households.

At least fifteen percent (15%) of all new and substantially rehabilitated units developed within the Project Area by public or private entities or persons other than the Agency shall be for persons and families of low- and moderate-income; and of such fifteen percent (15%), not less than forty percent (40%) thereof shall be for very low-income households. To satisfy this provision, in whole or in part, the Agency may cause by regulation or agreement, to be available, at affordable housing costs, to persons and families of low or moderate-income or to very low-income households, as applicable, two units outside the Project Area for each unit that otherwise would have had to be available inside the Project Area. Also, in order to satisfy this provision, the Agency may aggregate new or substantially rehabilitated dwelling units in one or more redevelopment project areas, or may purchase long-term affordability covenants in existing housing whether or not in the Project Area.

The percentage requirements set forth in this Section shall apply in the aggregate to housing in the Project Area and not to each individual case of rehabilitation, development, price restriction, or construction of dwelling units. The

Agency may purchase long-term affordability covenants for units to the greatest extent allowed by law.

The Agency shall require, by contract or other appropriate means, that whenever any low- and moderate-income housing units are developed within the Project Area, such units shall be made available on a priority basis for rent or purchase, whichever the case may be, first to persons and families of low- and moderate-income displaced by the Project, and, second, to persons and families of low-and moderate-income who have been resident in the Project Area for at least 30 days prior to such units being made available; provided, however, that failure to give such priority shall not affect the validity of title to the Real Property upon which such housing units have been developed.

E. (§440) LAST RESORT HOUSING

If sufficient suitable housing units are not available in the City for use by persons and families of low- and moderate-income displaced by the Project, the Agency may, to the extent of that deficiency, direct or cause the development or rehabilitation of low- and moderate-income housing units within the City, both inside and outside of the Project Area.

V. PROJECT FINANCING

A. (§500) GENERAL DESCRIPTION OF THE PROPOSED FINANCING METHOD

Upon adoption of this Plan by the City Council, the Agency, if it deems appropriate, is authorized to finance the Project with assistance from the City of Riverside, the County of Riverside, the State of California, United States Government, any other public agency, property tax increments, interest revenue, income revenue, Agency-issued notes and bonds, or from any other available sources of financing that are legally available.

The City may, in accordance with the law, supply advances and expend money as necessary to assist the Agency in carrying out this Project. Such assistance shall be on terms established from time to time by agreement between the City and Agency.

B. (§510) TAX INCREMENTS

Pursuant to CRL Section 33670, for a period not to exceed forty-five (45) years from the date of adoption of this Plan, or such longer time as provided by the CRL, all taxes levied upon taxable property within the Project Area each year by or for the benefit of the State of California, County of Riverside, City of Riverside, any district, or other public corporation (hereinafter sometimes called "taxing agencies") after the effective date of the ordinance approving this Plan, or any amendment thereto, shall be divided as follows:

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

2) Except as provided in paragraphs (3) and (4) below, that portion of the levied taxes each year in excess of such amount shall be allocated to and when collected shall be paid into a special fund of the Agency to pay the principal of and interest on bonds, loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, this Project. Unless and until the total assessed value of the taxable property in the Project Area exceeds the total assessed value of the taxable property in the Project Area, as shown by the last equalized assessment roll referred to in paragraph (1) above, all of the taxes levied and collected upon the taxable property in the Project Area shall be paid into the funds of the respective taxing agencies. When said bonds, loans, advances and indebtedness, if any, and interest thereon, have been paid, all moneys thereafter received from taxes upon the taxable property in the Project Area shall be paid into the funds of the respective taxing agencies as taxes on all other property are paid; and,

3) That portion of the taxes identified in paragraph (2) above, which are attributable to a tax rate levied by any of said taxing agencies for the purpose of providing revenues in an amount sufficient to make annual repayments of the principal of, and the interest on, any bonded indebtedness for the acquisition or improvement of Real Property shall be allocated to, and when

collected shall be paid into, the fund of that taxing agency. This paragraph (3) shall only apply to taxes levied to repay bonded indebtedness approved by the voters of said taxing agency or agencies on or after January 1, 1989.

4) That portion of tax revenues allocated to the Agency pursuant to paragraph (2) above which is attributable to increases in the rate of tax imposed for the benefit of any affected taxing agency whose levy occurs after the tax year in which the ordinance adopting this Plan becomes effective, shall be allocated to such affected taxing agency to the extent the affected taxing agency has elected in the manner required by law to receive such allocation.

Any advanced moneys are hereby irrevocably pledged for the payment of the principal of and interest on the advance of moneys, or making of loans, or the incurring of any indebtedness (whether funded, refunded, assumed, or otherwise) by the Agency to finance or refinance the Project in whole or in part.

The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in carrying out the Project. Taxes shall be allocated and paid to the Agency consistent with the provisions of this Plan only to pay the principal of and interest on loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, the Project.

The Agency shall make payments to affected taxing agencies as required by CRL Section 33607.5 and may make other payments to affected taxing agencies as authorized by the CRL.

C. (§511) OTHER TAX INCREMENT PROVISIONS

Any advanced moneys are hereby irrevocably pledged for the payment of the principal of and interest on the advance of moneys, or making of loans, or the incurring of any indebtedness (whether funded, refunded, assumed, or otherwise) by the Agency to finance or refinance the Project in whole or in part.

The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in

carrying out the Project. Taxes shall be allocated and paid to the Agency consistent with the provisions of this Plan only to pay the principal of and interest on loans, moneys advanced to, or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, the Project.

Taxes levied in the Project Area and allocated to the Agency as provided in CRL Section 33670 may, to the greatest extent legally allowable, be used anywhere within the territorial jurisdiction of the Agency to finance the construction or acquisition of public improvements which will enhance the environment of a residential neighborhood containing housing for persons and families of low- or moderate-income, and public improvements which will be of benefit to the Project Area.

D. (§520) ISSUANCE OF BONDS AND NOTES

The Agency may issue bonds or notes when a determination has been made that such financing is required and feasible. Such bonds or notes shall be issued only after the Agency has determined that funds are, or will be, available to repay or refinance principal and interest when due and payable.

E. (§530) LOANS AND GRANTS

The Agency is authorized to obtain advances, borrow funds, and create indebtedness in carrying out this Plan. The principal and interest on such advance funds and indebtedness may be paid from tax increments or any other funds available to the Agency.

F. (§540) FINANCING LIMITATIONS

Consistent with CRL Sections 33333.2 and 33334.1, the following financing limitations are imposed on this Plan:

From time to time as may be appropriate, the Agency may issue bonds and/or notes for any of its corporate purposes. The Agency may issue such types of bonds on which the principal and interest are payable in whole or in part from tax increments collected pursuant to CRL Section 33670. The total outstanding principal of any bonds so issued and repayable from said tax increment from the Project Area

shall not exceed One Hundred Fifteen Million Dollars ($115,000,000) at any one time, except by further amendment of this Plan.

No loans, advances, or indebtedness to finance, in whole or in part, this Project and to be repaid from the allocation of taxes described in the aforementioned Section 33670 shall be established or incurred by the Agency beyond twenty (20) years from the adoption date of the ordinance approving this Plan. This time limit shall not prevent the Agency from incurring debt to be paid from the low- and moderate-income housing fund (see Section 550) or establishing more debt in order to fulfill the Agency's obligations pursuant to CRL Section 33413.

The time limit to incur debt may be extended for a period not to exceed ten (10) years more than the time limit to incur debt established above for the Project Area by amendment to this Plan, upon a finding by the Agency that significant blight remains in the Project Area and that the remaining blight cannot be eliminated without establishment of additional debt.

G. (§550) LOW- AND MODERATE-INCOME HOUSING FUND

Taxes which are allocated by the Agency to low- and moderate-income housing pursuant to Part IV of this Plan shall be held in a separate low-and moderate-income housing fund.

H. (§560) PAYMENTS TO TAXING AGENCIES

The Agency shall make payments to affected taxing agencies with territory located within the Project Area as required by CRL Section 33607.5 and may make other payments to affected taxing agencies as authorized by the CRL.

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VI. ADMINISTRATION

A. (§600) ADMINISTRATION AND ENFORCEMENT OF THIS PLAN

The administration, implementation, and enforcement of this Plan, including the preparation and execution of any documents implementing this Plan, shall be performed by the Agency and/or the City in accordance with all applicable provisions of the CRL as well as with any applicable state or local law, ordinance, policy or plan.

The provisions of this Plan, or other documents entered into pursuant to this Plan, may also be enforced by court litigation instituted by either the Agency or the City. Such remedies may include, but are not limited to, specific performance, damages, re-entry, injunctions, or any other available legal or equitable remedies.

All provisions of the CRL as may be required to be included in a redevelopment plan are hereby incorporated as if fully set forth herein.

B. (§610) DURATION OF THIS PLAN'S DEVELOPMENT CONTROLS

Pursuant to CRL Section 33333.2, the effectiveness of this Plan shall terminate at a date which shall not exceed thirty (30) years from the date of adoption of this Plan. After the time limit on the effectiveness of this Plan, the Agency shall have no authority to act pursuant to this Plan, except to pay previously incurred indebtedness, to enforce existing covenants or contracts, including nondiscrimination and

nonsegregation provisions, which shall run in perpetuity, and to complete its housing obligation in accordance with CRL Section 33413.

C. (§620) PROCEDURE FOR PROJECT AMENDMENT

This Plan may be amended by means of the procedure established in CRL Sections 33450 through 33458, or by any other procedure established by law. Necessarily some of the statements in this Plan are general and tentative in nature; formal amendment of this Plan is not required for subsequent implementation and administrative interpretation consistent with this Plan.

D. (§630) AGENCY/CITY COOPERATION

Subject to any limitation in law, the City will aid and cooperate with the Agency in carrying out this Plan and may take any further action necessary to ensure the continued fulfillment of the purposes of this Plan and to prevent the recurrence or spread of blight, or those conditions which caused the blight in the Project Area. Actions by the City may include, but are not necessarily limited to, the following:

1) Review of building or rehabilitation proposals for consistency with all requirements and standards promulgated by the City including, but not limited to conformance to the Municipal Code, development code and applicable ordinances, and, for projects that are found to conform to standards and requirements, issue building permits for said projects.
2) Institution and completion of proceedings for opening, closing, vacating, widening, or changing the grades of streets, alleys, and other public rights-of-way, and for other necessary modifications of the streets, the street layout, and other public rights-of-way in the Project Area. Such action by the City may include the abandonment and relocation of public utilities in the public rights-of-way as necessary to carry out this Plan.
3) Institution and completion of proceedings necessary for changes and improvements in publicly owned public utilities within or affecting the Project Area.
4) Imposition wherever necessary of appropriate design controls within the limits of this Plan upon parcels in

the Project Area to ensure their proper development and use.

5) Provision for administration/enforcement of this Plan by the City after development.

6) Performance of the above and of all other functions and services relating to public health, safety, and physical development normally rendered in accordance with a schedule that will permit the redevelopment of the Project Area to be commenced and carried to completion without unnecessary delays.

7) The initiation and completion of any other proceedings necessary to carry out the Project.

The Agency is authorized, but not obligated, to provide and expend funds to ensure the completion of the Project as a whole in accordance with this Plan. The obligation of the Agency to perform the actions indicated in this Section shall be contingent upon the continued availability of funding for this Project, primarily from tax increment revenues as defined in Section 510 hereof. However, the Agency may utilize any legally available sources of revenue for funding projects in accordance with this Plan.

E. (§640) COOPERATION WITH OTHER PUBLIC JURISDICTIONS

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

The Agency, by law, may acquire property already devoted to a public use, but is not authorized to acquire Real Property owned by public bodies without the consent of such public bodies. However, the Agency will seek the cooperation of all public bodies that own or intend to acquire property in the Project Area. Any public body that owns or leases property in the Project Area will be afforded all the privileges of owner and tenant participation if such public body is willing to enter into a participation agreement with the Agency on terms determined pursuant to this Plan and the Agency's rules for owner participation.

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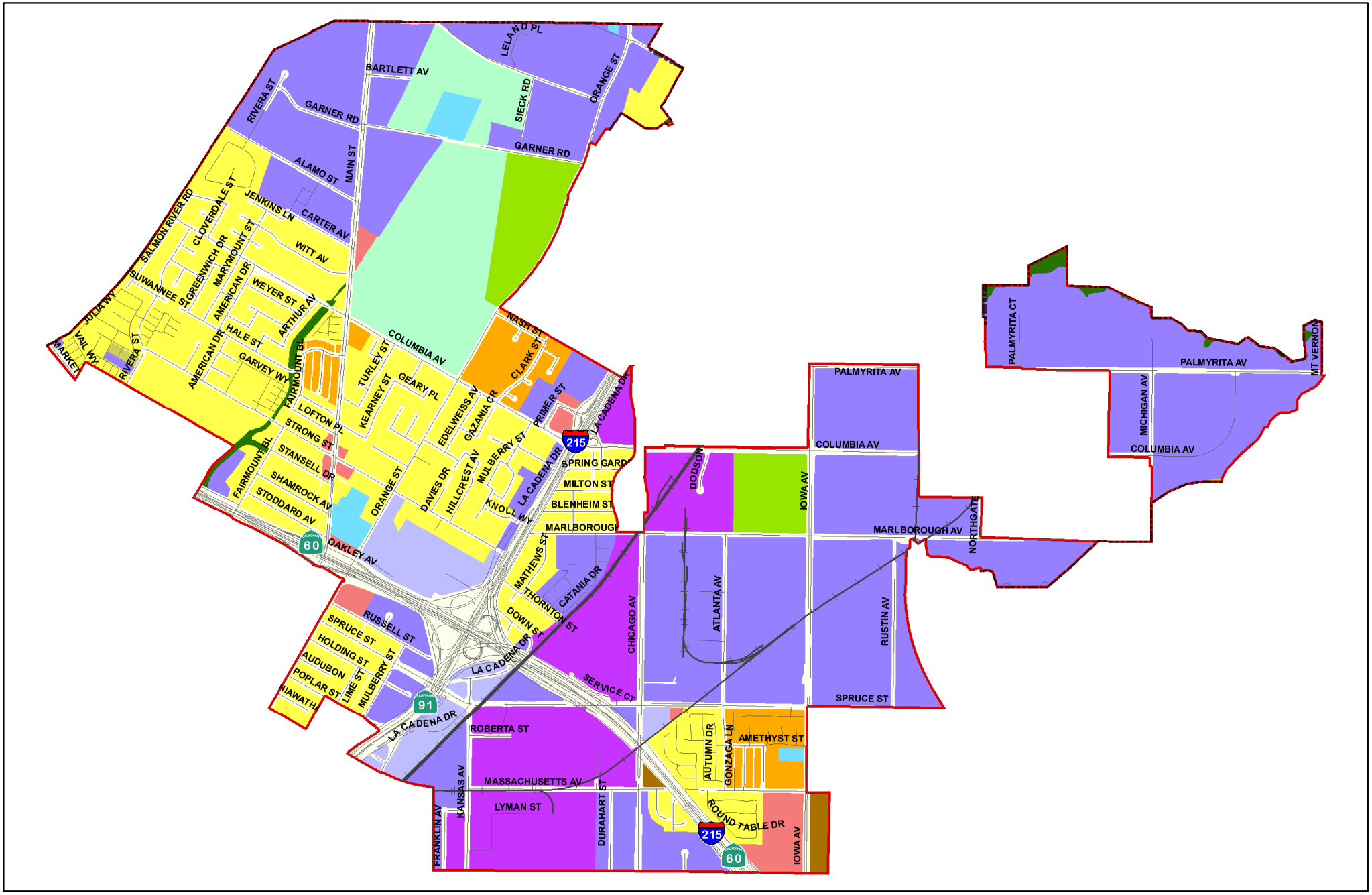
APPENDIX A

Redevelopment Plan Map

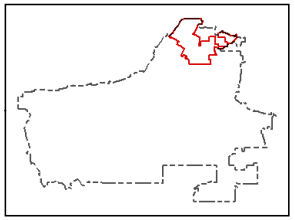


Hunter Park - Northside Redevelopment Area

LAND USE:

- Semi Rural Residential
- Business/Office Park
- Public Park
- Low Density Residential
- Medium High Density Residential
- Hillside Residential
- Agricultural/Rural Residential
- Industrial
- K-RAT Core Habitat Preserve Areas
- Office
- Public Facilities/Institutions
- Very High Density Residential
- Private Recreation
- Orancecrest Specific Plan
- Mixed Use - Neighborhood
- Mixed Use - Village
- High Density Residential
- Commercial
- Downtown Specific Plan
- Open Space/Natural Resources
- Medium Density Residential
- Commercial Regional Center
- Agricultural
- Very Low Density Residential
- Mixed Use - Urban
- Redevelopment Area Boundary
- City Limits
- Freeways
- Streets
- Railroads

N



Updated to the General Plan 2025.

APPENDIX B

Project Area Legal Description

Revised June 25, 2003
December 23, 2002

LEGAL DESCRIPTI0N

City of Riverside Redevelopment Agency

HUNTER PARK / NORTHSIDE REDEVELOPMENT PROJECT

This Legal Description is to be used in conjunction with the Boundary Map of the City of Riverside Redevelopment Agency Hunter Park/Northside Redevelopment Project.

The course numbers on the description correspond with the course numbers shown on the Boundary Map. All of that certain real property in the City of Riverside, County of Riverside, State of California described as follows:

POB

Beginning at the intersection of the centerline of Spruce Street, 66 feet wide, with the centerline of Iowa Avenue, 110 feet wide; thence

1. South a distance of 1,314 feet more or less along said centerline to its intersection with the centerline of Massachusetts Avenue, 66 feet wide; thence

2. East a distance of 375 feet more or less along said centerline to its intersection with a line 375 feet easterly and parallel with the centerline of Iowa Avenue; thence

3. South a distance of 1325 feet more or less along said parallel line to its intersection with the centerline of Blaine Street; thence

4. West a distance of 6,165 feet more or less along said centerline and the centerline of Third Street to its intersection with the southerly prolongation of the west line of Subdivision No. M-1, Unit No. 2 as shown on Map recorded in Book 34 page 38, Records of said County; thence

5. Northerly along said prolongation and the easterly and northerly line of Central Industrial Component/Sycamore Canyon Merged Project Area of Redevelopment Agency of The City of Riverside, along its various courses, to its intersection with the easterly Right-of-way line of State Highway 91 freeway; thence

6. West a distance of 280 feet more or less along the westerly projection of the north Right-of-way line of Southern Pacific Railroad Right-of-way to its intersection with the westerly Right-of-way line of State Highway 91 freeway also being the Riverside

Downtown Redevelopment Project of Redevelopment Agency of the City of Riverside; thence

7. Following the said Redevelopment Project boundary line, along its various courses, to its intersection with the northwesterly Right-of-Way line of a 50 foot wide storm drain Right-of-Way; thence

8. North 15° 13' East a distance of 180 feet more or less along said Right-of-Way line; thence

9. North 25° 25' East a distance of 210 feet more or less along said Right-of-Way line; thence

10. North 31° 48' East a distance of 290 feet more or less along said Right-of-Way line; thence

11. North 48° 28' East a distance of 310 feet more or less along said Right-of-Way line to its intersection with the south line of Lot No. 17 of City of Riverside; thence

12. North 60° 57' West a distance of 2,613 feet more or less along said south line and its northwesterly prolongation to its intersection with the northwesterly line of Tract No. 3998 as shown in Map Book 65, Page 14 of Maps, Records of said county; thence

13. South 29° 03' West a distance of 330 feet more or less along said northwest line to its intersection with the centerline line of Market Street, 50 feet wide; thence

14. North 34° 27' West a distance of 760 feet more or less along said centerline to its intersection with the Riverside City Limits; thence

15. Following said City Limits a distance of 6800 feet more or less along its various courses, to its intersection with the San Bernardino County line; thence

16. East a distance of 5,100 feet more or less along said San Bernardino County line to its Intersection with the Riverside County Economic Redevelopment Agency, Redevelopment Project No. 5-1986 Amendment No. 1; thence

17. Following the boundary line of said Redevelopment Agency, along its various courses, to its intersection with the County of Riverside Redevelopment Agency Redevelopment Project No. 5; thence

18, East a distance of 100 feet more or less along said Redevelopment Project No. 5 also being the south Right-of-way line of Palmyrita Avenue to its intersection with the Riverside County Economic Redevelopment Agency, Redevelopment Project No. 5-1986 Amendment No. 1; thence

19. Following the boundary line of said Redevelopment Agency, along its various courses, to its intersection with the Riverside City Limits; thence

20. Following said Riverside City Limits, along its various courses, to its intersection with the centerline of Palmyrita Avenue, 66 feet wide; thence

21. East a distance of 100 feet more or less along said centerline to its intersection with the centerline of Serpentine Drive; thence

22. Southwesterly a distance of 1900 feet more or less along said centerline through its various courses to its intersection with the easterly prolongation of the centerline of Columbia Avenue; thence

23. Westerly a distance of 1,400 feet more or less along said easterly prolongation to its intersection with the east Right-of-Way line of Michigan Avenue; thence

24. South a distance of 1,400 feet more or less along said east Right-of-Way to its intersection with the south Right-of-Way line of Marlborough Avenue ; thence

25. West a distance of 835 feet more or less along said south Right-of-Way line; thence

26. South 45° West a distance of 594.90 feet more or less along said south Right-of-Way line; thence

27. South 49° 44' West a distance of 522.90 feet more or less along said southerly Right-of-Way line; thence

28. North 89° 54' West a distance of 797.70 feet more or less along said Riverside City Limits; thence

29. Northwest a distance of 250.4 feet more or less along Riverside City Limits to its intersection with the south Right-of-Way line of Gage Canal; thence

30. Easterly a distance of 180 feet more or less along said southerly Right-of-Way line to its intersection with the east line of the West ¼ of Section 17, Township No. 2 South, Range 4 West, intersection with the southerly line of Parcel Map No. 95, Pages 99 and 100; shown

31. North a distance of 40 feet more or less along said east line to its intersection with the southerly line of Parcel Map No. 95, Pages 99 and 100; thence

32. South 80° West a distance of 158.8 feet more or less along said southerly line to its intersection with the

33. North 40° West a distance of 90.23 feet more or less along said southerly line to its intersection with the

34. North 67° West a distance of 278.44 feet more or less along said southerly line to its intersection with

35. North 84° West a distance of 206.84 feet more or less along said southerly line to its intersection with the

36. South 85° West a distance of 82.01 feet more or less along said southerly line to its intersection with the

37. North 58° West a distance of 81.41 feet more or less along said southwesterly line of Said parcel map to its intersection with

38. North 10° West a distance of 136.73 feet more or less along said westerly line of Said parcel map; thence

39. North a distance of 95.79 feet more or less along the westerly line of Said parcel map to its intersection with the southeasterly Right-of-Way line of Southern Pacific Railroad; thence

40. South 56° West a distance of 310 feet more or less along said southeasterly Right-of-Way line to its intersection with the west line of the Atchison Topeka and Sante Fe Railroads; thence

41. South a distance of 3,435 feet more or less along said west line to its intersection with the centerline line of Spruce Street; thence

42. West a distance of 2,150 feet more or less along said centerline to the Point of beginning.

EXHIBIT F

December 8, 2004

Adopted: December 7, 2004

Implementation Plan 2005/09 for the Merged Downtown/Airport Industrial Redevelopment Project

REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE

GRC REDEVELOPMENT CONSULTANTS
701 S. Parker Street
Suite 7400
Orange, CA 92868

IMPLEMENTATION PLAN

MERGED DOWNTOWN/AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT

Fiscal Years 2005-06 through 2009-2010

Pursuant to Part I, Chapter 4, Article 16.5 of the
California Community Redevelopment Law

Adopted: December 7, 2004

Prepared for:
Redevelopment Agency of the City of Riverside
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Joyce Powers, *Redevelopment Area Manager*
Joseph Gogas, *Project Manager*
Wendy Holland, *Project Manager*

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PREFACE

This Five-Year Implementation Plan (this "Implementation Plan") was prepared by the Redevelopment Agency of the City of Riverside (the "Agency") for the Restated Redevelopment Plan (the "Restated Redevelopment Plan") for the Merged Downtown/Airport Industrial Redevelopment Project (the "Merged Project"). This Implementation Plan was prepared pursuant to Part I, Chapter 4, Article 16.5 ("Article 16.5") of the California Community Redevelopment Law (Health and Safety Code Section 33000 *et seq*.; the "CRL").

This is the third Implementation Plan prepared for the Merged Project. Pursuant to Article 16.5, Implementation Plans for the Merged Project were previously adopted on December 13, 1994, and November 16, 1999, for fiscal years 1995/96 through 1999/2000, and 2000/01 through 2004/05, respectively.

This Implementation Plan identifies redevelopment projects, programs and expenditures (collectively, the "Activities") for the Merged Downtown/Airport Industrial Project Area (the "Merged Project Area") during the five-year period beginning in fiscal year 2005/06, and ending in fiscal year 2009/10, and identifies a clear and reasonable nexus between such Activities and the goals and objectives of the Merged Project.

This Implementation Plan is intended to be a policy statement rather than a specific course of action. It identifies priorities for potential Activities and demonstrates how such Activities will address essential near-term revitalization efforts for the Merged Project Area. This Implementation Plan is not intended to restrict the Agency to the Activities identified herein, since conditions, values, expectations, resources, and the needs of the community may change during the term of this Implementation Plan.

This Implementation Plan is presented in the following four sections:

1.0 Introduction: Provides an overview of the changes to the CRL that prompted the development of this Implementation Plan, as well as an outline of the required contents of this Implementation Plan as mandated by State law.

2.0 Project Area Background: Introduces and generally describes the Merged Project Area. Includes descriptions of goals, original and remaining blighting conditions and Agency Activities to date.

3.0 Five-Year Implementation Program: Describes Agency objectives (not related to housing) for the next five-year period, including the continuation of current projects, planned capital improvement projects, and Agency projects oriented toward business retention, new business development, and blight alleviation. This section includes a matrix relating Agency objectives and achievements to alleviation of specific conditions of blight.

4.0 Plan Administration: Describes the Implementation Plan review process. This section also includes a general description of the financial resources that will be used to fund the Activities over the term of this Implementation Plan.

The required component of this Implementation Plan demonstrating how the Activities will address the low- and moderate-income housing provisions of State Law was prepared in 2000 as a separate analysis. As allowed by State law, the update to the housing analysis, referred to as the "Housing Implementation Plan," will be completed on a cycle consistent with the update of the Housing Element to the City's General Plan, and is thus excluded from this Implementation Plan.

1.0 INTRODUCTION

The Agency is authorized by CRL to undertake a wide variety of redevelopment projects, programs and expenditures to address conditions of blight and economic decline within designated redevelopment project areas. Agency Activities within a redevelopment project area are regulated by the CRL and an adopted redevelopment plan.

1.1 INTENT OF THE IMPLEMENTATION PLAN

On October 6, 1993, Assembly Bill 1290 ("AB 1290") was signed into law. Entitled the "California Community Redevelopment Law Reform Act of 1993," AB1290 enacted several changes to the CRL, including the introduction of Article 16.5. Article 16.5 provides, in part, that an implementation plan shall contain… "the specific goals and objectives of the agency for the project area, the specific programs, including potential projects, and estimated expenditures proposed to be made during the next five years, and an explanation of how the goals and objectives, programs and expenditures will eliminate blight within the project area and implement the requirements" of the housing provisions of the CRL."

This Implementation Plan revisits the goals and objectives of the Restated Redevelopment Plan and outlines the Agency's strategies to achieve these goals and objectives. In addition, this Implementation Plan presents the projects, programs, and expenditures that have been developed as a means of attaining the goals and objectives, and describes how the Activities will eliminate blight within the Merged Project Area.

The required component of this Implementation Plan showing how the Activities will implement low- and moderate-income housing provisions of the CRL was prepared in 1994 as a separate analysis. As allowed by law, the update to the housing analysis, referred to as the "Housing Implementation Plan," will be completed on a cycle consistent with the update of the Housing Element to the City's General Plan.

1.2 IMPLEMENTATION PLAN REQUIREMENTS

Pursuant to Article 16.5, an implementation plan must be prepared every five (5) years. The approval and adoption of an implementation plan must be preceded by a duly noticed public hearing. During the third year of the term of an implementation plan, Article 16.5 requires that the redevelopment agency conduct another duly noticed public hearing to review the redevelopment plan and implementation plan. Article 16.5 also specifies the required implementation plan contents:

1. Specific goals and objectives for the next five (5) years.
2. Specific programs and potential projects, and estimated expenditures planned for the next five (5) years.
3. An explanation of how the goals, objectives, programs, and expenditures will eliminate blight, and implement particular statutes relative to the provision of affordable housing units and the use of the Low- and Moderate-Income Housing Fund maintained by the Agency.
4. An explanation of how the Low- and Moderate-Income Housing Fund will be used annually over the term of the implementation plan, along with the amounts now available in the Low- and Moderate-Income Housing Fund, and projected deposits thereto. Also included shall be estimates of the number of units to be assisted in each of the five years.
5. An estimate of the number of units to be provided over the next five (5) and ten (10) years to meet the Agency's 15% inclusionary housing requirements, if applicable.
6. The number of qualifying very-low, low-, and moderate-income units that have been produced in the Merged Project Area, and the number of additional units that will be required to meet the inclusionary housing requirements, to the extent applicable.

7. The number of units that will be developed by the Agency, if any, including the number of units that will be available for very-low, low- and moderate-income households.
8. If a planned project will result in destruction of existing affordable housing, the agency will be required to identify proposed locations for the replacement housing (Health and Safety Code Section 33413).
9. The project area affordable housing production plan (AB 315 plan, required by Health and Safety Code Section 33413(b)(4)).

As discussed in Section 1.1 of this Implementation Plan, a description of Activities relative to Item Nos. 3 through 9, above, will be included in the Housing Implementation Plan, which will be prepared under separate cover.

1.3 PROGRAM CONTINUITY

Current and potential Activities in the Merged Project Area described herein are simply a continuation of the Agency's redevelopment program aimed at revitalizing the Merged Project Area. Given the Agency's past compliance with the CRL, the requirements outlined in Article 16.5 are not expected to have a significant impact on the continued implementation of the Restated Redevelopment Plan.

Current and potential Activities in the Merged Project Area during the term of this Implementation Plan and described herein were taken from the approved list of projects contained in the Restated Redevelopment Plan and the City's Capital Improvements Program (CIP).

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2.0 PROJECT AREA BACKGROUND

The Downtown Redevelopment Project and the Airport Industrial Redevelopment Project were amended and merged by the City Council on September 25, 1990 (Ordinance No. 5872), for the purposes of combining project finances and improving housing opportunities. Merging the Projects increased and created a combined limit on both the bonded indebtedness that can be outstanding at any one time and the tax increment revenue that can be allocated to the Agency, as well as added specific public improvements to the list of general public improvements previously contained in each of the component Redevelopment Plans.

- **DOWNTOWN REDEVELOPMENT PROJECT**

  Prior to the merger of these two Project Areas, the Redevelopment Plan for the Downtown Redevelopment Project (Riverside Mall and White Park Redevelopment Project) was originally approved and adopted by the City Council on November 16, 1971 (Ordinance No. 3872). The original Downtown Redevelopment Plan has been amended five times. The first four amendments were adopted to add territory to the original Project Area, and were approved on December 19, 1972 (Ordinance No. 3980). May 7, 1974 (Ordinance No. 4108), November 18, 1975 (Ordinance No. 4246), and November 27, 1984 (Ordinance No. 5238). The fifth amendment to the Redevelopment Plan merged the Downtown Project with the Riverside Airport Industrial Redevelopment Project and was approved on September 25, 1990 (Ordinance No. 5872).

  The Downtown Project Area is located south of the Pomona Freeway (SR-60) and west of the Riverside Freeway (SR-

91), and is generally bounded by SR-60 on the north, Brockton Avenue on the west, Fourteenth Street on the south, and SR-91 on the east.

The Downtown Project Area contains essentially the City's central business district, most of the City and County government offices, and the City's Convention Center. The Project Area contains approximately 707 acres of commercial, residential, governmental, cultural, and public and institutional uses. The area generally bounded by Market Street, Third Street, SR-91, Prospect Avenue, and the southerly boundary of the Project Area contains the majority of commercial, retail, office, government, cultural, and public and institutional uses. Some new residential units have been constructed in this area. The area north of Third Street contains the majority of residential land uses as well as commercial and residential mixed uses. The greatest concentration of vacant land in the Project Area exists in the area north of Third Street.

- **AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT**

Prior to the merger of the two Project Areas, the Redevelopment Plan for the Airport Industrial Redevelopment Project was originally approved and adopted by the City Council on December 1, 1976 (Ordinance No. 4355). The original Redevelopment Plan has been amended three times. The first two amendments added territory to the original Project Area, and were approved on June 10, 1980 (Ordinance No. 4800), and November 27, 1984 (Ordinance No. 5240). The third amendment was adopted on September 25, 1990 (Ordinance No. 5872), and merged the Project with the Riverside Downtown Redevelopment Project.

The Airport Industrial Project Area encompasses the Riverside Municipal Airport and surrounding industrial uses. The Project Area is generally bounded by the city limits (along the Santa Ana River) and Jurupa Avenue on the north, Adams Street on the east, Arlington Avenue on the south, and the Riverside Flood Control Channel (west of Doolittle Avenue) on the west.

The Project Area contains approximately 1,660 acres consisting of industrial, commercial, residential, and vacant land uses. Existing residential uses are primarily located

along Cypress Avenue, Arlington Avenue between Airport Drive and the easterly Project boundary, and throughout the area bounded by Jurupa Avenue, Jasmine Street, Industrial Avenue, Fremont Street and Mountain View Avenue. Commercial development is concentrated at the intersection of Van Buren Boulevard and Arlington Avenue. The balance of the Project Area consists of industrial land uses, vacant lands (most of which are designated for industrial use in the City's General Plan), the Riverside Municipal Water Treatment Plant, and the Riverside Municipal Airport. Some agricultural development exists in the clear zone areas of the Airport.

2.1 REASONS FOR THE SELECTION OF THE PROJECT AREA

- **DOWNTOWN REDEVELOPMENT PROJECT**

  The Redevelopment Plan for the Downtown Project Area was originally adopted in response to the decline in the downtown commercial core of the City, and the need to eliminate the blighting influences that plagued the area. This urban decay also affected the residential areas surrounding the inner city, which contributed to the misuse of those properties. A survey performed by Agency staff in 1971 found buildings in poor condition, obsolete buildings, a large number of business vacancies, incompatible land uses, lack of maintenance, small irregularly-sized lots under multiple ownership, deficient streets, and inadequate parking.

  More specifically, of the commercial buildings surveyed, the results indicated that over 60 percent of all buildings in the Project Area were over 50 years old, and over 87% of all buildings had conditions that violated the then current building code requirements such as defects in foundations, walls, plumbing, debris accumulation, lack of maintenance, or health and safety hazards. The survey results also found conditions which indicated a decline in property values and substandard living conditions.

- **AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT**

The Redevelopment Plan for the Airport Industrial Project Area was originally adopted in response to deteriorating conditions surrounding the Airport area of the City, and the need to eliminate the blighting influences that discouraged revitalization of the area. The Project Area was the site of old, obsolete, and deteriorated buildings and suffered from serious under-utilization, causing stagnant conditions and economic decline. A survey performed by Agency staff in 1976 found: deterioration, obsolescence, a high rate of business vacancies, land use incompatibilities, deferred maintenance, parcels of irregular size and/or shape and held in multiple ownership, deficient streets, and inadequate parking. More specifically, of the commercial buildings surveyed, approximately 25% were rated as substandard. The results of the survey also showed a large amount of vacant land and a high rate of absentee owners.

Thus, the selection of the boundaries for both the Downtown and Airport Industrial Project Areas was based upon the prevalence of physical, social, and economic conditions of blight, as then defined by the CRL.[1]

2.2 GOALS AND OBJECTIVES

The Merged Project Area currently includes a number of conditions that are specified in the CRL as characteristic of blight. The overriding goal of the Restated Redevelopment Plan for the Merged Project is to eliminate or alleviate blighting conditions by providing needed public improvements, assistance for the development and rehabilitation of existing properties, the provision of low- and moderate-income housing and other Activities authorized by the CRL. In doing such, the Agency intends to mitigate the effects of faulty design, deterioration and the lack of inadequate lot sizes and amenities that still exist within the Merged Project Area. In eliminating these blighting conditions, this Plan will facilitate development as contemplated in the Riverside General Plan.

[1] See Appendix B.

In addition to the preceding overriding goal, the Report to Council for the Merged Project restated the following goals for the Merged Project:

1) Remove structurally substandard buildings to permit the return of land to economic uses through new construction.
2) Rehabilitate those structures, which are culturally, historically, physically and aesthetically worthy of rehabilitation, with emphasis on owner participation.
3) Eliminate environmental deficiencies including lots of inadequate size and shape, inadequate street and alley layout, and mixed character of land.
4) Stimulate private investment thereby improving the City's economic health, tax base and employment opportunities.
5) Facilitate the assembly and disposition of land to achieve more productive and more appropriate land uses.
6) Develop a pedestrian-oriented atmosphere linking the civic and governmental buildings on the Mall and White Park.
7) Establish an environment reflecting a high level of concern for architectural and urban design principles, developed through encouragement, guidance, appropriate controls and professional assistance.
8) Preserve the historic and architectural value of the Mission Inn through rehabilitation.
9) Implement the provisions of the City-adopted Riverside Downtown Plan.
10) Implement the provisions of the Urban Land Institute advisory service report to the fullest extent possible.
11) Implement the Master Plan for development of the Riverside Municipal Airport.

In addition, the following goals have been developed for the Merged Project for the term of this Implementation Plan:

12) Promote the development of new and diverse employment opportunities.
13) Enhance and expand shopping facilities by encouraging the development of new commercial uses and rehabilitation of existing commercial uses.

14) Promote the improvement and centralization of industrial areas to make the provision of public services more efficient.

15) Promote the expansion of industrial and commercial bases and local employment opportunities to provide jobs, especially higher wage jobs, to unemployed and underemployed workers in the City.

2.3 AGENCY ACTIVITIES SINCE PLAN ADOPTION

Since the Redevelopment Plans for the Downtown and Airport Industrial Projects were originally adopted, the Agency has undertaken and completed a number of Activities in the Project Areas to fulfill the goals and objectives of the Redevelopment Plans. These Activities include streetscape improvements, a multi-modal transportation center, parking lot and parking structure improvements, street/alley/sidewalk improvements, storm drain improvements, and land acquisition for purposes of site assembly and disposition for new construction.

As a result of past Activities, the Agency has made significant progress in removing blighting conditions from the Project Areas. These efforts have rejuvenated the aged and deteriorated building stock, rehabilitated marginal structures, and installed necessary public improvements. Agency involvement in the Project Areas have also led to private-sector investment that have been completed without direct Agency assistance and additionally improved conditions in the area.

2.4 EXISTING CONDITIONS AND REMAINING BLIGHT

- **DOWNTOWN REDEVELOPMENT PROJECT**

  Despite significant efforts by the agency to remove blighting conditions since adoption of the original Redevelopment Plan, physical conditions in the Downtown Project Area continue to lag. Many of the blighting conditions observed in the Project Area when the original Redevelopment Plan was adopted in 1971 are still of concern today. Conditions such as aged,

obsolete and deteriorated buildings still exist. Many buildings also suffer from such conditions as inadequate design and layout which do not conform to modern building standards, inadequate on-site and off-street parking, inadequate loading space, faulty additions, inadequate service access, mixed and shifting uses, and incompatible mixes of land uses. In many cases, buildings had been converted to uses not originally intended for such structures, which resulted in inefficiency and dysfunction of the new use as well as defective design and physical layout. These conditions continue to deter private redevelopment, investment, and expansion needed to improve the area's physical conditions and strengthen its economic base. The prevalence of vacant buildings (particularly deteriorated and obsolete buildings) indicate that the economic conditions in the Project Area continue to be weak.

Despite Agency efforts to upgrade and increase the Project Area housing stock, residential units continue to suffer from deterioration and dilapidation. The age of the majority of residential structures in the Project Area exceeds 50 years. The current conditions of these units may have resulted from defects in the original design and construction, or from a lack of proper maintenance. Nonetheless, many residential units in the Project Area continue to require both major and minor repairs.

- **AIRPORT INDUSTRIAL REDEVELOPMENT PROJECT**

Significant efforts by the Agency to remove blighting conditions since adoption of the original Redevelopment Plan have not removed all physical and economic blighting conditions in the Project Area. Many of the blighting conditions observed in the Project Area in 1976 are still of concern today. Industrial properties are characterized by poor site design and physical layout, with insufficient storage space and on-site parking. Several lots are small and inadequately sized, which can impede development of modern facilities that provide adequate space for parking, internal circulation, storage and setbacks.

The overall condition of housing units observed in the Project Area reflect significant numbers of deteriorated units and vacant structures. The Project Area contains

an incompatible mix of land uses with commercial and industrial development adjacent to residential uses. The poorly maintained condition of residential structures suggest that there may be absentee ownership seeking to eventually develop the land for commercial and industrial uses in accordance with the General Plan.

Remaining conditions of blight in the Merged Project Area includes:

A. Aging and dilapidated buildings

B. Inadequate building maintenance

C. Dislocation of business

D. Parcels of irregular form and shape

E. Fragmented ownership patterns

F. Mixed character and shifting of uses

G. Faulty exterior spacing

H. Incompatible land use mixtures

I. Parcels of inadequate size

J. Lack of adequate public improvements and facilities

K. Economic and social maladjustment

L. Underutilized land

M. Obsolete structures

N. The presence of hazardous materials

O. Depreciated values

P. Circulation and access problems

Redevelopment activities meant to alleviate the above blight characteristics include building rehabilitation programs, the development of vacant or underutilized parcels, business incentives, and infrastructure upgrades.

3.0 FIVE-YEAR IMPLEMENTATION PROGRAM

This Chapter focuses on the Agency's non-housing activities for the next five years. Specifically addressed will be (a) the goals and objectives for the Merged Project Area during the ensuing five-year period; (b) the specific projects and expenditures proposed to be made during the ensuing five-year period, and; (c) an explanation of how the goals and objectives, projects, and expenditures will address conditions of blight in the Merged Project Area.

3.1 FIVE-YEAR OBJECTIVES

It is important to emphasize that the Redevelopment Agency of the City of Riverside is a mature agency with many years of experience in implementing a broad range of redevelopment activities and programs. The preparation and adoption of an updated Implementation Plan does not mean that the Agency has to undertake a sudden change in direction, discontinue on-going activities or programs, or set new goals. Accordingly, the emphasis in this Chapter of the Implementation Plan is on maintaining a continuity of actions and consistency with established policy while looking ahead at projects that may arise or become feasible within the next five years.

The Agency's principal goals and objectives for the Merged Project Area over the next five-year period will continue to focus upon economic development, public facilities, and affordable housing in order to alleviate conditions of blight. The Agency intends to accomplish this through the

implementation of a number of Activities that are authorized by the Restated Redevelopment Plan and the CRL. The Agency is authorized to acquire certain real property; demolish certain buildings or improvements; provide relocation assistance to residential and non-residential displacees; install, construct, or reconstruct public facilities such as streets, utilities, or landscaping; dispose of property acquired for redevelopment; facilitate the redevelopment of properties within the Merged Project Area by private developers or by public entities; rehabilitate structures in the Merged Project Area; collect tax increment revenues to finance or encourage redevelopment; and sell bonds secured in whole or in part by tax increments to raise capital for redevelopment purposes.

- **Public works projects** included in this Implementation Plan and the Restated Redevelopment Plan will address blighting conditions in a number of ways:

  1. Various street improvements will enhance circulation through and within the Merged Project Area; thus reducing traffic congestion and easing access to parcels. Improvements to traffic flows will help attract customers to the Merged Project Area, while also helping to attract new businesses. Roadway improvements will also help attract new investment by signaling to the financial and commercial communities that the City of Riverside and the Agency are willing to provide the services necessary to help ensure the success of investments.

  2. Landscaping and other aesthetic enhancements will improve the visual quality of various residential and commercial neighborhoods. This, in turn, will have the effect of helping to induce new investment or reinvestment. An improved visual image often attracts more customers to local stores, which increases local sales. These improved sales increase the value of previously impaired investments and help make more capital available for reinvestment in local businesses. Improved neighborhood image also has the effect of increasing local pride. Increased local pride often induces improved maintenance and enhances the willingness of residents and businesses to be more protective of their surroundings. This

improved protectiveness often results in a patrol effect that helps to reduce local crime, especially crimes against property.

3. Community and recreational facility improvements listed in this Implementation Plan will help reduce blight by improving the image of the Merged Project Area, attracting new customers, and improving the living environment for existing and future residents. New recreational and community attractions in the Merged Project Area will help economically strapped businesses by bringing in new customers. At the same time, improved recreational and community facilities opportunities in the Merged Project Area will enhance the living environment for local residents. This improved quality of the environment will result in improved property values and greater neighborhood pride. This will result in significantly increased reinvestment in the Merged Project Area's residential neighborhoods.

- **Rehabilitation and façade improvement programs** are intended to reduce blight by helping existing businesses to improve their appearance and functionality, thereby improving their desirability and competitiveness. Improved desirability and competitiveness will attract new customers into the Merged Project Area; and if successful, may attract additional new businesses, both of which help improve local ambience and may result in additional local employment opportunities. Additional opportunities and improvements in an area often encourage other owners to improve their properties and thereby increase the overall image of the neighborhood. The combination of these factors leads to increased pride and reinvestment and enhances the willingness of customers and businesses to be more protective of their surroundings. This improved protectiveness can help reduce local property-related crime, while improving disposable incomes and local sales.

- **Residential rehabilitation and in-fill housing improvement programs** are intended to reduce blight by eliminating shifting land uses and improving residential neighborhoods. Improved neighborhoods have the effect of increasing local pride and enhancing community identity. Increased local pride often induces

improved maintenance and enhances the willingness of surrounding residents to likewise improve their property and be more protective of their surroundings. This improved protectiveness often results in a patrol effect that helps to reduce local crime, especially crimes against property.

To the extent feasible, the priority criteria shown in Table 1, below, will be used to evaluate potential Activities for Agency assistance.

Table 1
PROJECT PRIORITY CRITERIA

No.	CRITERIA (Not in order of priority)
1.	Results in the implementation of the Riverside General Plan and is consistent therewith.
2.	Protects and preserves Riverside's residential neighborhoods, especially those in the Merged Project Area.
3.	Promotes revitalization of all neighborhoods located within or around the Merged Project Area.
4.	Provides incentives for development of under-utilized parcels.
5.	Maximizes business and employment opportunities for local residents.
6.	Provides better lighting, streetscape, traffic and other public improvements.
7.	Encourages community involvement and enhances community identity.
8.	Represents a sound investment for the Agency and promotes a healthy local economy.
9.	Bolsters and supports the local economy and its marketability.

During the term of this Implementation Plan, Activities that require Agency assistance, but do not meet the above criteria, may be identified. The Agency may participate in the construction or funding of such Activities if the Agency finds that:

- The goals and objectives of the Restated Redevelopment Plan are furthered, or

- Specific conditions of physical or economic blight within the Merged Project Area will be mitigated in whole or in part through implementation of the project, or

- Specific conditions relative to a development project, including the financial feasibility thereof, require that the public improvement project be constructed at the time in question.

3.2 ECONOMIC AND COMMUNITY DEVELOPMENT

During the five-year term of this Implementation Plan, the Agency will continue to offer financial assistance to the Merged Project Area through previously established programs.

1. **Rehabilitation Programs** – Improve economic growth opportunities and/or residential neighborhoods by assisting in the rehabilitation of commercial and residential structures to improve building conditions, correct code deficiencies, and increase functionality and desirability.

2. **Historic Preservation** – Rehabilitate historically significant residential and commercial structures to preserve the historic and architectural value of the structure, and by extension, the Merged Project Area.

3. **Development Assistance** – Financial or other assistance as authorized by the CRL and the Restated Redevelopment Plan to individual projects on an as-needed basis, and depending on the availability of Agency funds or other resources.

4. **Property Acquisition** – The Agency presently may acquire property within the Merged Project Area, and is authorized to do so on a case-by-case basis in implementing the goals of the Restated Redevelopment Plan or in effectuating other implementation activities.

5. **Public Improvement Program** – This program is a continuation of the Agency's existing public improvement program and may include projects such as: 1) the installation of streets, sidewalks, gutters; 2) the provision of major traffic circulation and safety improvements; 3) the installation of storm drain improvements designed to improve the existing level of flood control and protection; and/or 4) landscaping to identify the area as a distinct district, or to establish a sense of place.

6. **Recreational and Community Facility Improvements** – Improvements to existing parks or other recreational and community facilities may be constructed.

7. **Business Retention Programs** – Programs designed to help existing businesses to market themselves, to expand and to improve their competitiveness by attracting new customers to the Merged Project Area.

8. **New Business Development Program** – Programs designed to identify and attract new businesses to the Merged Project Area on currently vacant or underutilized parcels through recruitment programs, site acquisition assistance and/or site development aid. Also, as a result of new General Plan and Zoning designations on sites surrounding the airport, the Agency will undertake as necessary appropriate marketing efforts to attract new businesses and assist in the expansion of existing businesses.

9. **Business District Revitalization** – Revitalize key business districts within the Merged Project Area and improve economic growth opportunities by rehabilitating commercial structures to improve building conditions, correct code deficiencies, and increase functionality and desirability.

10. **Streetscape Improvements** – Construct public improvements to increase pedestrian traffic and/or overall ambience within key arterials of the Project Area.

11. **Parking Improvements** – To the extent funds are available, the Agency may assist in the improvement and/or expansion of existing parking areas, as well as the creation of new parking opportunities.

Table 2, below, summarizes programs and activities that the Agency will continue to administer in the Merged Project Area during the ensuing five-year period. Table 2 also identifies blighting conditions that will be alleviated by the implementation of such programs.

Table 2
GOALS ACHIEVEMENT/BLIGHT ELIMINATION MATRIX: PROGRAMS

Program	Satisfies Goal No.[1]	Blight Conditions to be Alleviated[2]
Rehabilitation Programs	1, 2, 4, 7, 8, 9, 11, 13, 14, 15	A, B, C, H, K, L, M, O: Buildings and signage that are dilapidated, deteriorated, obsolete, and exhibiting defective design or construction; abnormally high business vacancies; abandoned buildings; depreciated or stagnant property values and impaired investments; abandoned buildings; and physical and economic liabilities.
Historic Preservation	2, 4, 7, 8, 9, 13	A, B, K, L, M, O: Buildings and signage that are dilapidated, deteriorated, obsolete, and exhibiting defective design or construction; abnormally high business vacancies; abandoned buildings; depreciated or stagnant property values and impaired investments; abandoned buildings; and physical and economic liabilities.
Development Assistance	1, 2, 4, 6, 7, 8, 9, 11, 13, 14, 15	A, B, C, E, F, G, H, K, L, M, O: Vacant or underutilized land, incompatible adjacent land uses; depreciated or stagnant property values and impaired investments; abnormally high business vacancies; abandoned buildings; dilapidated and deteriorated buildings; physical, social, and economic liabilities; and faulty planning.
Property Acquisition	3, 4, 5, 9, 11,	D, E, I, L: Parcels of irregular size and/or shape; parcels of inadequate size; underutilized land; faulty planning.
Public Improvement Programs	3, 4, 6, 7, 9, 11, 13, 14, 15	J, P: Lack of adequate public improvements and facilities; circulation and access problems; faulty planning; and physical liabilities.
Recreational and Community Facility Improvements	2, 4, 7	J, K, L: Lack of adequate public improvements and facilities; social maladjustment; underutilized land; and faulty planning.
Business Retention Programs	2, 4, 6, 7, 8, 9, 12, 13, 14, 15	C, F, K, L, M, O: Buildings that are dilapidated, deteriorated, obsolete, and exhibiting defective design or construction; depreciated or stagnant property values and impaired investments; abandoned buildings; physical and economic liabilities; and faulty planning.
New Business Development Programs	1, 2, 3, 4, 5, 6, 7, 8, 9, 11, 12, 13, 14, 15	A, B, C, D, E, F, G, H, I, K, L, M, O: Vacant or undertilized land; incompatible adjacent land uses; depreciated or stagnant property values; impaired investments; abnormally high business vacancies; abandoned buildings; dilapidated and deteriorated buildings; physical, social, and economic liabilities; and faulty planning.
Business District Revitalization	1, 2, 3, 4, 5, 6, 7, 8, 9, 12, 13, 15	A, B, C, D, E, F, G, H, I, K, L, M, N, O: Buildings that are dilapidated, deteriorated, obsolete, and exhibiting defective design or construction; depreciated or stagnant property values and impaired investments; abandoned buildings; physical and economic liabilities; and faulty planning.
Streetscape Improvements	3, 4, 6, 7, 9, 11, 13, 14	J, P: Lack of adequate public improvements and facilities; circulation and access problems; faulty planning; and physical liabilities.

Program	Satisfies Goal No.[1]	Blight Conditions to be Alleviated[2]
Parking Improvements	3, 4, 7, 9, 13, 14	C, F, G, J, K, L, O, P: Dislocation of business; mixed character and shifting of uses; faulty exterior spacing; lack of adequate public improvements and facilities; underutilized land; depreciated values; circulation and access problems; and faulty planning.

[1] See Section 2.2.
[2] See Section 2.4.

3.3 CAPITAL IMPROVEMENTS

The Agency's principal capital improvement projects goals and objectives for the Merged Project Area over the next five years will focus upon infrastructure upgrades, streetscape and façade improvements, and the development of vacant or underutilized parcels with new, intensive uses. This Section provides a brief description of how the Agency's proposed public improvement projects will help alleviate blighting conditions described in Chapter 2.0 of this Implementation Plan. Efforts to reach the goals and objectives outlined in Section 2.2 of this document, and in Table 3, below, in the next five-year period, are expected to include, but are not necessarily limited to the following broadly described public improvements, as they apply to the Merged Project Area.

The Agency has identified the following improvements as those that represent the major short-term opportunities to alleviate remaining blighting conditions in the Merged Project Area.

DOWNTOWN

1. **Gateway Improvement** – Phases II-IV of streetscape improvements on Market Street, from the completion of Phase I improvements, to 14th Street, which is the major entry point into Downtown. Improvements include the complete reconstruction of the street, drainage improvements and the addition of a distinctive landscaped median.

2. **Market Street Corporate Center** – Professional office park on the site of the former "Heliport" site at the intersection Market Street and SR-60. The project will include approximately 126,000 square feet of office

space, plus a 5,000 square foot commercial pad suitable for a restaurant or other support service use. The Market Street Corporate Center will serve as an extension of the Downtown office market.

3. **Market Street Mixed-Use** – Consistent with the Downtown Specific Plan, Agency staff is reviewing concepts to bring two residential and/or mixed-use developments to Market Street. Development proposals are being evaluated for their market feasibility and potential to further the process of activating Downtown into the lively environment envisioned by Downtown's long-range development plan. Dense, *New Urbanist* residential forms along the Market Street corridor will serve as the catalyst for new opportunities oriented around retail, restaurants, arts and cultural amenities. Developments will take advantage of Downtown's primary access corridors and relate to other visitor-oriented assets.

4. **Fox Theater Rehabilitation** – Rehabilitation of the landmark Fox Theater is among Downtown Riverside's best opportunities to bring an additional performing arts venue to the district, and represents a central anchor from which arts and entertainment activities can be expanded. Agency staff is working to expedite needed seismic and other physical upgrades as a first step to returning the building and adjoining office/commercial space to full economic use.

AIRPORT INDUSTRIAL

5. **Riverside Municipal Airport Infrastructure Improvements** – Agency staff is working with the Airport Department to provide appropriate support to needed infrastructure improvements on Airport property. Enhancing this area's appeal for development will encourage additional aviation-related business to locate in the area. Currently under design is a new streetscape along Airport Drive to improve and enhance the entry statement to the Airport. An estimated combined budget of $1 million is provided for the Infrastructure Improvements, the West Side Hangar Project and the North Side Hangar Project.

6. **West Side Hangar Project** – The Agency is funding the design and construction of a new access road and

utility improvements to service up to 100 new privately developed hangars.

7. **North Side Hangar Project** – A multi-phased project planned along the northerly side of the Municipal Airport property to further enhance and attract year-round corporate jet operations and related aviation businesses. The project proposes a runway extension to 6,000 feet total and construction of a parallel taxiway. These and other planned improvements and facilities will help support corporate aviation growth.

8. **Goodrich Site Redevelopment Assistance** – Key aerospace supplier, Goodrich, has been transforming its Riverside plant into a state-of-the-art manufacturing facility capable of competing for the most advanced work in specialized bonded composite structures. The Goodrich facility encompasses about 80 acres between van Buren Blvd., Rutland, Arlington and Cypress Avenues. To assist Goodrich's planning effort, Agency staff has proposed a land use study to identify areas where potential joint re-use and development opportunities may exist, and the preparation of a targeted marketing and promotional program to attract new investment and uses to the area. The Agency will be looking to identify important near-term development opportunities on and around the plant facility concurrently with the longer-range strategic planning study. While the total expenditures for this project have yet to be determined, a budget amount of $50,000 for the planning study is appropriate.

9. **Airport Commerce Center** – The Agency is working with its development partner to market key industrial development opportunities on two Agency-owned properties situated at the southeasterly corner of Van Buren Blvd. and Jurupa Avenue in the Airport Commerce Center. The vacant parcels, totaling about 6.5 acres, are adjacent to an approximately 22,000 square foot technology office building, which utilizes the site's high capacity telecommunications infrastructure.

The following matrix (Table 3, below) illustrates how the programs, projects and potential projects of the Agency relate to specific goals and objectives of the Merged Project Area and which conditions of blight they are intended to alleviate.

Table 3
GOALS ACHIEVEMENT/BLIGHT ELIMINATION MATRIX: ACTIVITIES

Public Improvement	Satisfies Goal No.[1]	Blight Conditions to be Alleviated[2]
Gateway Improvements	3, 4, 6, 7, 9, 13	J, P
Market Street Corporate Center	1, 2, 4, 5, 7, 12, 15	A, B, K, L, M, O
Market Street Residential	1, 2, 4, 5, 7, 13, 15	A, B, F, H, I, K, L, M, O
Fox Theater Rehabilitation	2, 4, 7, 12, 13, 15	A, B, C, K, L, O
Riverside Municipal Airport Infrastructure Improvement	1, 2, 3, 4, 7, 11, 12, 14, 15	A, B, C, G, J, K, L, M, O, P
West Side Hangar Project	4, 5, 7, 11, 12, 15	G, J, K, L, O, P
North Side Hangar Project	4, 5, 7, 11, 12, 15	G, J, K, L, O, P
Goodrich Site Redevelopment Assistance	4, 7, 12, 14, 15	G, J, K, L, O
Airport Commerce Center	4, 5, 7, 12, 14, 15	G, J, K, L, O

During the five-year term of this Implementation Plan, other public and private projects may be judged to be both feasible and worthwhile. It is particularly likely that new development opportunities will arise once the proposed projects combine to have a positive effect on the community. It may then be necessary for the Agency to respond quickly to evaluate such opportunities and, if appropriate, to incorporate them into the overall program.

3.4 FUNDING SOURCES

Since 1971 and 1976, when the Redevelopment Plans were originally adopted, the Agency has undertaken and completed a number of Activities within each Project Area. Because of these expenditures and subsequent improvements, the Project Areas have generated significant tax increment revenues. The Agency was able to issue bonds based on these revenues, thus, overall capital improvement and program resources have increased significantly.

The Agency has identified additional potential sources of funds for the Activities identified in this Implementation Plan. These funding sources include:

- Tax increment revenues over and above the amounts required to cover debt service on the tax allocation bonds, as estimated in Table 3.
- Proceeds from land sales to private developers for purposes of implementing specific redevelopment projects.
- Loans and advances from the City of Riverside.
- Community Development Block Grant (CDBG) funds, which are only to be used to provide community facilities, services and residential rehabilitation programs in low and moderate income areas.

The estimated cash flow analysis for the Merged Project during the five-year term of this Implementation Plan is shown in Table 4, below.

Table 4
CASH FLOW ESTIMATES
Merged Downtown/Airport Industrial Redevelopment Project Area

Fiscal Year	Beginning Balance	Revenues				Expenditures							Ending Balance
		Tax Increment	Other Sources	Sale of Bonds	Total	Low/Mod Housing Fund	Long-Term Debt	Operations	Pass-Through Payments	Capital Improvements	Non-Recurring Contracts	Total	
2003/04	22,425,261	8,014,310	3,784,573	0	11,798,883	1,602,861	4,568,521	483,962	2,641,892	4,351,219	0	13,648,455	20,575,689
2004/05	20,575,689	7,907,256	2,494,531	0	10,401,787	1,581,452	4,571,831	871,006	4,120,582	7,385,012	0	18,529,883	12,447,593
2005/06	12,447,593	8,170,151	1,160,300	0	9,330,451	1,634,031	4,974,217	359,794	4,208,814	4,426,528	0	15,603,384	6,174,660
2006/07	6,174,660	8,838,253	940,747	0	9,779,000	1,767,650	4,550,635	412,485	3,672,748	2,213,264	0	12,616,782	3,336,878
2007/08	3,336,878	9,302,523	641,425	0	9,943,948	1,860,506	4,551,446	474,361	3,828,694	0	0	10,715,007	2,565,819
2008/09	2,565,819	9,888,745	336,002	0	10,224,747	1,977,749	4,549,017	528,366	4,025,546	0	0	11,080,678	1,709,888

Source: GRC Redevelopment Consultants (2004); Redevelopment Agency of the City of Riverside, *Cash Flow Analysis* , DHA Consulting, May 12, 2004.

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4.0 HOUSING PRODUCTION PROGRAM

In addition to the redevelopment implementation programs described above, Article 16.5 requires that each implementation plan contain a 5-year housing production program that shows how the Agency will address Sections 33334.2, 33334.4, 33334.6, and 33413. Specifically, the production program must show the number of housing units to be developed, rehabilitated, price-restricted, otherwise assisted, or destroyed. In addition, the housing production program must describe the Agency's plans for using its annual deposits in the Low- and Moderate-Income Housing Fund.

Sections 33334.2 and 33334.6, among other matters, oblige the Agency to establish a Low- and Moderate-Income Housing Fund for the purposes of increasing, improving and preserving the City's supply of low- and moderate-income housing. Section 33334.4 states that it shall be the policy of each redevelopment agency to use the Low- and Moderate-Income Housing Fund to, "... assist housing for persons of low- and very-low income in at least the same proportion as the total number of housing units needed for those income groups which are not being provided by other governmental programs bears to the total number of units needed for persons of moderate, low- and very-low income within the community."

Finally, Section 33413 establishes various housing production requirements, including standards for replacing housing units lost as a result of Agency activities, standards for the production of low- and moderate-income housing units provided by parties other than the Agency, the ratio of very-low income housing units to low- and moderate-income housing units produced in any project area, the length of time that units must be affordable, and requires the preparation of a plan

showing how the requirements of Section 33413 will be met (an "AB315" plan).

The required component of this Implementation Plan illustrating how the goals and objectives, projects, programs, and expenditures of the Agency will implement low and moderate-income housing provisions of Article 16.5 and the CRL will be prepared as a separate analysis as part of the City's update to the General Plan Housing Element. A complete description of issues relative to low- and moderate-income housing in the City of Riverside, detailed housing production requirements, housing production in the Merged Project Area, identified inclusionary housing needs, projected housing needs through the five-year planning period, replacement housing needs, current housing programs, and a five-year production plan, will be included therein.

5.0 PLAN ADMINISTRATION

The Redevelopment Agency of the City of Riverside shall be responsible for administering this Implementation Plan and for monitoring redevelopment activities or programs undertaken pursuant to the Restated Redevelopment Plan and this Implementation Plan.

5.1 PLAN REVIEW

At least once during the five-year term of this Implementation Plan, the Agency shall conduct a public hearing and hear testimony of all interested parties for the purpose of reviewing the Restated Redevelopment Plan and the Implementation Plan, and evaluating the progress of Agency Activities. The public hearing shall be held no earlier than two years and no later than three years after the date of adoption of this Implementation Plan.

Notice of the public hearing to review the Redevelopment Plan and Implementation Plan shall be published pursuant to Section 6063 of the Government Code and posted in at least four permanent places within the Merged Project Area for a period of at least three weeks. Publication and posting of the notice shall be completed not less than 10 days prior to the date set for hearing.

5.2 PLAN AMENDMENT

Pursuant to Article 16.5, this Implementation Plan may from time to time be amended after holding a public hearing on the proposed amendment.

5.3 FINANCIAL COMMITMENTS SUBJECT TO AVAILABLE FUNDS

The Agency is authorized to utilize a wide variety of funding sources for implementing the Restated Redevelopment Plan. Such funding sources include, but are not limited to financial assistance from the City, State of California, federal government, property tax increments, interest income, Agency bonds secured by tax increment or other revenues, or any other legally available revenue source. Although the sources of revenue utilized by the Agency are generally deemed to be reliable from year to year, such funds are subject to legislative, program, or policy changes that could reduce the amount or availability of the funding sources upon which the Agency relies.

In addition, with regard to the Agency's primary revenue source, tax increment revenues, it must be noted that revenue flows are subject to diminution caused by events not controlled by the Agency, which reduce the taxable value of land or improvements in any of the Merged Project Area. Moreover, the formulae governing the amount or percentage of tax increment revenues payable to the Agency may be subject to legislative changes that directly or indirectly reduce the tax increment revenues available to the Agency.

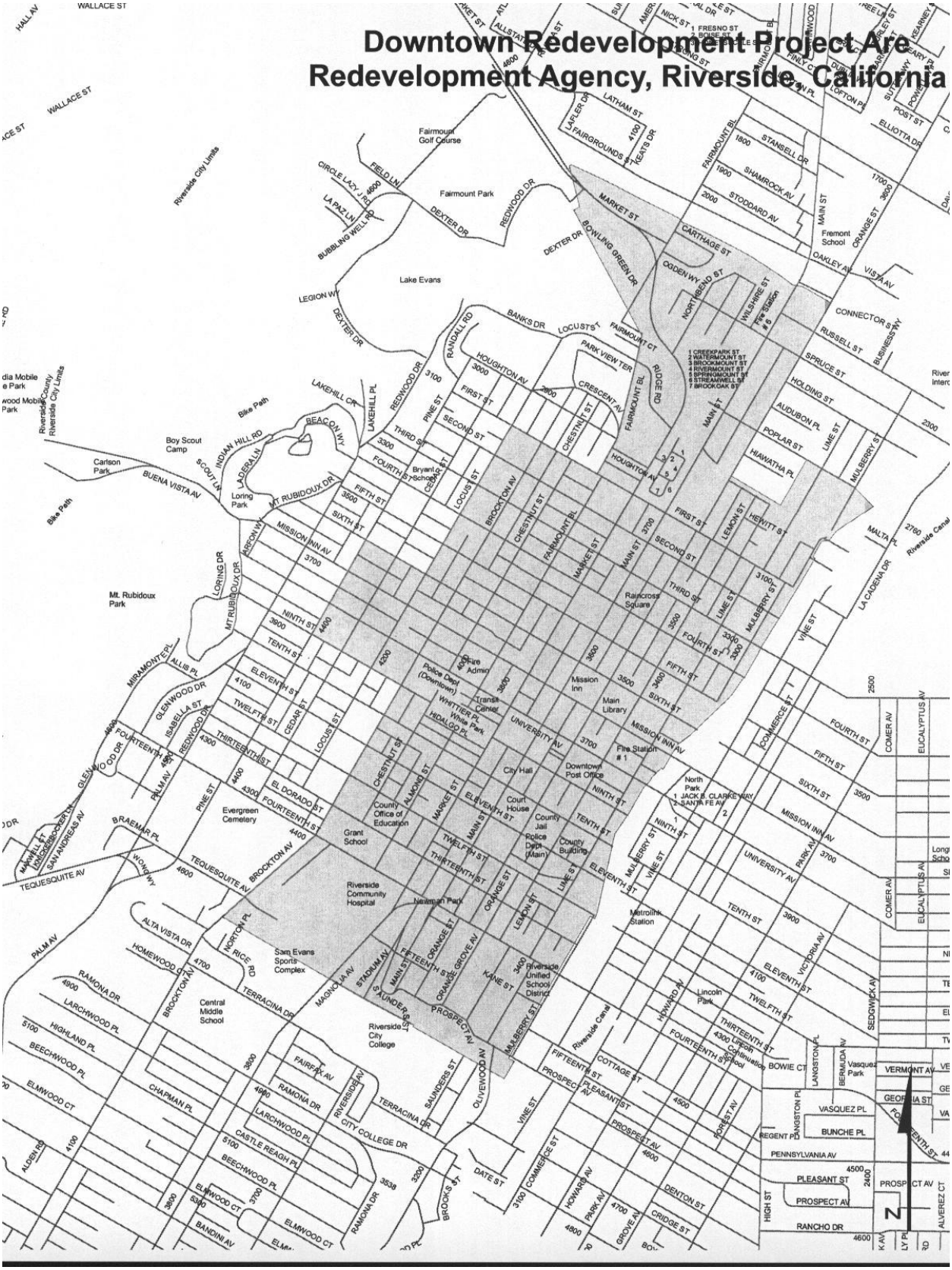
Due to the above-described uncertainties in Agency funding, the Activities described herein and the funding amounts estimated to be available are subject to modification, changes in priority, replacement with another project, or cancellation by the Agency.

5.4 REDEVELOPMENT PLAN CONTROLS

If there is a conflict between this Implementation Plan and the Restated Redevelopment Plan or any other City or Agency plan or policy, the Restated Redevelopment Plan, plans or policy shall control.

APPENDIX 'A'

PROJECT AREA MAPS


Downtown Redevelopment Project Are
Redevelopment Agency, Riverside, California
Fairmount Golf Course
Fairmount Park
Lake Evans
Boy Scout Camp
Carlson Park
Loring Park
Mt. Rubidoux Park
Bryant School
Fire Admin
Police Dept (Downtown)
Transit Center
Mission Inn
Main Library
Raincross Square
City Hall
Court House
County Jail
Police Dept (Main)
County Building
Downtown Post Office
Fire Station # 1
North Park
Grant School
County Office of Education
Evergreen Cemetery
Riverside Community Hospital
Newman Park
Sam Evans Sports Complex
Central Middle School
Riverside City College
Riverside Unified School District
Metrolink Station
Lincoln Park
Vasquez Park
Fremont School
Riverside Canal
Riverside City Limits
WALLACE ST
MARKET ST
MAIN ST
UNIVERSITY AV
MISSION INN AV
FIRST ST
SECOND ST
THIRD ST
FOURTH ST
FIFTH ST
SIXTH ST
NINTH ST
TENTH ST
ELEVENTH ST
TWELFTH ST
THIRTEENTH ST
FOURTEENTH ST
FIFTEENTH ST
BROCKTON AV
CHESTNUT ST
FAIRMOUNT BL
LIME ST
MULBERRY ST
ORANGE ST
LEMON ST
VINE ST
PROSPECT AV
PLEASANT ST
VERMONT AV
PENNSYLVANIA AV
RANCHO DR
N

Airport Industrial Redevelopment Project Area
Redevelopment Agency, Riverside, California
Riverside Municipal Airport
Police Dept (Airport)
Water Treatment Plant
Postal Encoding Center
Santa Ana Regional Park
Santa Ana River
Riverside City Limits
Agricultural Park
Rutland Park
Terrace School
Adams School
Arlanza School
North Vista High School
CENTRAL AV
VAN BUREN BL
DOOLITTLE AV
COLUMBUS AV
MOUNTAIN VIEW AV
ARLINGTON AV
MAGNOLIA AV
JURUPA AV
ADAMS ST
MORRISON ST
LAKE ST
RUTLAND AV
PHILLIP AV
CYPRESS AV
JANET AV
TREY AV
NOBLE ST
BEEJAY ST
CHAPEL ST
BEAU AV
CHALLEN AV
WARREN ST
WOLFSKILL ST
PICKER ST
HAROLD ST
MONTGOMERY ST
CANTERBURY RD
EILEEN ST
SAN VICENTE AV
SACRAMENTO
STRAWBERRY ST
TEXAS AV
LARKSPUR RD
TOYON RD
MONROE ST
MANGO CT
WILDERNESS AV
FLIGHT RD
AIRPORT DR
PEGASUS DR
PERTON AV
ACORN ST
FREMONT ST
NEIL ST
URBAN ST
WEAVER ST
MURRAY ST
LOMITA ST
GEMENDE DR
DALLES ST
GAGE ST
ED PERRIS ST
JASMINE ST
CROWAY ST
REPUBLIC ST
GRIFFITH ST
DENNEY PL
INDUSTRIAL AV
ESSEX ST
CHESTER ST
VERA ST
VANESSA ST
LONGHILL ST
SOLEDAD DR
HILLSIDE AV
CLIFTON BL
BENECIA DR
BURLINGAME DR
WISTERIA DR
WILLARD WY
DEAN WY
WALTER ST
NORMAN WY
PORTOLA WY
WAYMAN ST
BALBOA WY
MALBU DR
ARBOR DR
HOLLYRIDGE DR
HAVILLAND LN
FULLER CT
PETITE CT
CARISSA AV
SHANNON RD
VICKERS DR
KITTY HAWK DR
MAYBELLE ST
VONNIE CT
WREN CT
GLENHURST ST
CRYSTAL HILL ST
GREEN VALLEY ST
MORNINGSIDE AV
ADLER PL
EAGLE WY
FIREBIRD LN
FARRIER AV
GLENDALE AV
GREEN AV
PALOS DR
MULLARD RD
RANDOLPH ST
VIA NORTE DR
SYLVAN DR
GREENPOINT AV
BRUCE AV
PENNY DR
JOJO WY
BEN LOMOND WY
LOGAN CT
LESSIE LN
ADAIR AV
DORINDA DR
COMSTOCK PL
DORINDA DR
BISCAYNE AV
HOBART DR
ECHO CT
ALTAGENA DR
MANITOBA PL
KEATING DR
CRESTAVIA DR
CRESTAVIA PL
CRESTAVIA DR
CRESTAVIA AV
BRADFORD ST
ROSSIN CT
ALABAMA ST
CLIFTON BL
SHEPARD ST
WILLIAM ST
FLORENCE ST
VAN CLEF ST
ANITA PL
Bike Path
Martha McLean Anza Narrows Park
Country Club
AV ENIDA JUAN DIAZ
SIXTY-THIRD AV
FEDLEY RD
CLAY ST
EASTON DR
LINARES AV
GENERAL DR
THUNDER BAY TR
CANDLE LIGHT CT
1 LITTLE BROOK TR
2 PINE FALLS TR
3 HIGH PRAIRIE TR
4 ASHTONWOOD DR
5 HAMPTON CT
6 ALSTON PL
7 ASHTON CT
8 LANSING DR
1 SOUTHAMPTON CT
2 TALLEY CT
3 CHADWICK PL
4 WINCHESTER CT
1 GIRDAHY CT
2 VANGUARD WY
PALMER WY
ORANGEWOOD DR
ROCKENBACKER AV
WINTERHAVEN AV
VIEW PARK CT
MORRIS ST
BEGONIA CR
CARNATION CT
ZINNIA PL
COPPER LANTERN DR
GERANIUM PL
HOLBROOK WY
JEROME ST
OAKOGA PL
LA JOLLA DR
PHOENIX AV
FRANKMANN CT
JURUPA AV
SHEPARD ST
CLIFTON BL
ESSEX ST
VERA ST
CHESTER ST
FREMONT ST
DENNEY PL
GRIFFITH ST
REPUBLIC ST
CROWAY ST
JASMINE ST
COLUMBUS AV
GAGE ST
ED PERRIS ST
DALLES ST
WILDERNESS AV
PERTON AV
ACORN ST
VAN BUREN BL
MOUNTAIN VIEW AV
CENTRAL AV
ARLINGTON AV
MAGNOLIA AV
JURUPA AV
ADAMS ST
MORRISON ST
LAKE ST
RUTLAND AV
PHILLIP AV
CYPRESS AV
JANET AV
TREY AV
NOBLE ST
BEEJAY ST
CHAPEL ST
BEAU AV
CHALLEN AV
WARREN ST
WOLFSKILL ST
PICKER ST
HAROLD ST
MONTGOMERY ST
CANTERBURY RD
EILEEN ST
SAN VICENTE AV
SACRAMENTO
STRAWBERRY ST
TEXAS AV
LARKSPUR RD
TOYON RD
MONROE ST
MANGO CT
WILDERNESS AV
FLIGHT RD
AIRPORT DR
PEGASUS DR
PERTON AV
ACORN ST
FREMONT ST
NEIL ST
URBAN ST
WEAVER ST
MURRAY ST
LOMITA ST
GEMENDE DR
DALLES ST
GAGE ST
ED PERRIS ST
JASMINE ST
CROWAY ST
REPUBLIC ST
GRIFFITH ST
DENNEY PL
INDUSTRIAL AV
ESSEX ST
CHESTER ST
VERA ST
VANESSA ST
LONGHILL ST
SOLEDAD DR
HILLSIDE AV
CLIFTON BL
BENECIA DR
BURLINGAME DR
WISTERIA DR
WILLARD WY
DEAN WY
WALTER ST
NORMAN WY
PORTOLA WY
WAYMAN ST
BALBOA WY
MALBU DR
ARBOR DR
HOLLYRIDGE DR
HAVILLAND LN
FULLER CT
PETITE CT
CARISSA AV
SHANNON RD
VICKERS DR
KITTY HAWK DR
MAYBELLE ST
VONNIE CT
WREN CT
GLENHURST ST
CRYSTAL HILL ST
GREEN VALLEY ST
MORNINGSIDE AV
ADLER PL
EAGLE WY
FIREBIRD LN
FARRIER AV
GLENDALE AV
GREEN AV
PALOS DR
MULLARD RD
RANDOLPH ST
VIA NORTE DR
SYLVAN DR
GREENPOINT AV
BRUCE AV
PENNY DR
JOJO WY
BEN LOMOND WY
LOGAN CT
LESSIE LN
ADAIR AV
DORINDA DR
COMSTOCK PL
DORINDA DR
BISCAYNE AV
HOBART DR
ECHO CT
ALTAGENA DR
MANITOBA PL
KEATING DR
CRESTAVIA DR
CRESTAVIA PL
CRESTAVIA DR
CRESTAVIA AV
BRADFORD ST
ROSSIN CT
ALABAMA ST
CLIFTON BL
SHEPARD ST
WILLIAM ST
FLORENCE ST
VAN CLEF ST
ANITA PL
Bike Path
Martha McLean Anza Narrows Park
Country Club
AV ENIDA JUAN DIAZ
SIXTY-THIRD AV
FEDLEY RD
CLAY ST
EASTON DR
LINARES AV
GENERAL DR
THUNDER BAY TR
CANDLE LIGHT CT
1 LITTLE BROOK TR
2 PINE FALLS TR
3 HIGH PRAIRIE TR
4 ASHTONWOOD DR
5 HAMPTON CT
6 ALSTON PL
7 ASHTON CT
8 LANSING DR
1 SOUTHAMPTON CT
2 TALLEY CT
3 CHADWICK PL
4 WINCHESTER CT
1 GIRDAHY CT
2 VANGUARD WY
PALMER WY
ORANGEWOOD DR
ROCKENBACKER AV
WINTERHAVEN AV
VIEW PARK CT
MORRIS ST
BEGONIA CR
CARNATION CT
ZINNIA PL
COPPER LANTERN DR
GERANIUM PL
HOLBROOK WY
JEROME ST
OAKOGA PL
LA JOLLA DR
PHOENIX AV
FRANKMANN CT
JURUPA AV
SHEPARD ST
CLIFTON BL
ESSEX ST
CENTRAL AV
VAN BUREN BL
DOOLITTLE AV
COLUMBUS AV
MOUNTAIN VIEW

APPENDIX 'B'

PROPOSED PUBLIC IMPROVEMENT AND FACILITIES PROJECTS

Merged Downtown and Airport Industrial Redevelopment Project

PROPOSED PUBLIC IMPROVEMENT AND FACILITIES PROJECTS*

Downtown Project

I. PUBLIC BUILDINGS
   A. Central Library Addition
   B. Rehabilitation and Expansion of Police Department offices
   C. Relocate Fire Station
   D. City Hall Expansion
   E. Rehabilitation and Expansion of Convention Center
   F. Create Downtown Farmers Market
   G. Performing Arts Center
   H. Municipal Auditorium Improvement
   I. Main Street Mall Enhancement
   J. Transportation Crossing Over Highway 91
   K. Downtown Parking Structures/Facilities
   L. Mission Inn Annex Improvements
   M. Downtown Justice Center
   N. Multi-Modal Transportation Center
   O. Museum Improvements/Expansions

II. STREET AND TRAFFIC IMPROVEMENTS
   A. Street construction, widening, reconstruction, utility installation and/or rerouting (including electrical service underground), curbs, gutters and sidewalks, street lights, associated storm drain improvements and other improvements as necessary to upgrade, modernize and improve the following streets;
      - Main Street
      - Almond Street
      - Brockton Avenue
      - Saunders Street
      - Prospect Avenue
      - Second Street
      - Third Street
      - Fourth Street
      - Sixth Street
      - Locust Street

*Note: This list of public improvements and facilities is for planning purposes, and shall not be deemed a limitation on the Redevelopment Agency's authority to implement this Redevelopment Plan.

- Ninth Street
- Cedar Street
- Seventh Street (Mission Inn Avenue)
- University Avenue
- Fifth Street
- Olivewood Avenue
- Lemon Avenue
- Orange Street
- Magnolia Avenue
- Chestnut Street
- Fairmont Boulevard
- Market Street
- Northbend Street
- Spruce Street
- Improvements to Riverside Freeway (SR 91 & SR 90)

B. Traffic Signals
- 14th Street at the Riverside Freeway (SR 91)

III. WATER AND SEWER IMPROVEMENTS

A. Replace and upgrade water lines throughout project to provide required domestic and fire flow demands

B. Replace and upgrade sewer lines throughout project

IV. PARK AND RECREATION IMPROVEMENTS

A. Rehabilitation and refurbishment of White park and Fairmount Park

V. MISCELLANEOUS PUBLIC IMPROVEMENTS

A. Rehabilitate existing public parking facilities and construct new parking structures

B. Improved utility distribution and delivery systems

Airport Industrial

I. STREET AND TRAFFIC IMPROVEMENTS

A. Street construction, widening, reconstruction, utility installation and/or rerouting (including electrical service underground), curbs, gutters, and sidewalks, street lights, associated storm drain improvements and other improvements as necessary to upgrade, modernize and improve the following streets:
- Cypress Avenue
- Morris Street
- View Park Court
- Van Buren Boulevard

- Jurupa Avenue
- Payton Street
- Wilderness Avenue
- Griffith Street
- Columbus Avenue
- Ordway Street
- Denny Place
- Republic Street
- Jasmine Street
- Industrial Avenue
- Fremont Street
- Central Avenue
- Neil Street
- Acorn Street
- Arlington Avenue
- Weaver Street
- Murray Street
- Lomita Street
- Airport Drive
- Mountain View Avenue
- Adams Street
- Gemende Drive
- Flight Road

B. Traffic Signals
- Central Avenue
- Airport Drive
- Arlington Avenue
- Jurupa Avenue
- Jasmine Street

II. WATER AND SEWER IMPROVEMENTS

A. Replace and upgrade water lines throughout project to provide required fire flow demands

B. Construction of Tertiary Water Distribution System

III. MISCELLANEOUS PUBLIC IMPROVEMENTS

A. Various improvements to the Municipal Airport including: fire station; runway/taxiway expansion; terminal expansion; maintenance building; hanger; parking; ramp replacement; and other improvements as necessary to upgrade and modernize the Airport

B. Implementation of the Airport Master Plan

C. Improved Utility Delivery and Distribution Systems

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APPENDIX 'C'

CUMULATIVE STATUTORY DEFINITION OF BLIGHT (1945-1993)

CUMULATIVE STATUTORY DEFINITION OF BLIGHT (1945-1993)
California Community Redevelopment Law (Health and Safety Code Section 33000 et seq.)

Enactment/ Amendment Date	Amended Text	Major Changes
1945 Ch. 1326 (Approved by Governor July 11, 1945. Filed with Secretary of State July 11, 1945) Effective September 15, 1945	***CHAPTER 1326*** ***Article 1, Sec. 2 (partial)*** It is hereby found and declared that there exist in many communities in this State blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety and general welfare of the people of the communities in which they exist and of the people of this State generally. These blighted areas are characterized by one or more of the following conditions: (a) The existence of buildings and structures, either used or intended to be used for living, commercial, industrial or other purposes, or any combination of such uses, which by reason of defective design and character of physical construction, faulty interior arrangement and exterior spacing, high density of population and overcrowding, inadequate provision for ventilation, light, sanitation, open spaces and recreation facilities, age, obsolescence, deterioration, dilapidation, mixed character or shifting of uses to which they are put, or any combination of such factors and characteristics, are unfit or unsafe to occupy for residential, commercial, industrial or other purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency and crime. (b) An economic dislocation, deterioration or disuse, as a result of faulty planning, the subdividing and the sale of lots of irregular form and shape and inadequate size for proper usefulness and development, the laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions, or the existence of inadequate streets, open spaces and utilities, or of lots or other areas which are subject to being submerged by water. (c) A prevalence of depreciated values, impaired investments and social, and economic maladjustment to such an extent that there exists a reduced capacity to pay taxes and consequent inadequacy of tax receipts in relation to the cost of public services rendered. (d) A growing and in some instances a total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to and serving the public health, safety and welfare; and in other areas a loss of population and reduction of useful utilization of the area, resulting in the further deterioration thereof and in added costs to the taxpayer supporting governmental entities for the creation of new public facilities and services elsewhere. ***Article 3*** ***Section 14*** "Redevelopment" means the planning, development, replanning, redesign, clearance, reconstruction or rehabilitation, or any combination of these, of a redevelopment area or part thereof, and the provision of such residential commercial, industrial, public or other structures or spaces as may be appropriate or necessary in the interest of the general welfare, including recreational and other facilities incidental or appurtenant thereto. The term does not exclude the continuance of existing buildings or uses whose demolition and rebuilding or change of uses are not deemed essential to the redevelopment and rehabilitation of the area. The term includes provision for open space types of use, such as streets and other public grounds and space around buildings, as well as buildings, structures and improvements, public or private, and improvements of recreation areas, public or private and other public grounds. The term also includes the replanning or redesign or original development of undeveloped areas which by reason of defective or inadequate street layout, faulty lot layout in relation to size, shape, accessibility, or usefulness, or for other causes are stagnant or not properly utilized or which because of widely scattered, ownership, or tax delinquency, or other reasons, require replanning and land assembly for reclamation of development in the interest of the general welfare.	Original Statute Language
1949 Ch. 1573 (Approved by Governor August 1949, Filed with Secretary of State	***CHAPTER 1326*** ***Article 1, Sec. 2 (partial)*** It is hereby found and declared that there exist in many communities in this State blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety and general welfare of the people of	Adds Section 2.1 to the Community Redevelopment Act of 1945,

Enactment/ Amendment Date	Amended Text	Major Changes
August 2, 1949) Effective October 1, 1949	the communities in which they exist and of the people of this State generally. These blighted areas are characterized by one or more of the following conditions: (a) The existence of buildings and structures, either used or intended to be used for living, commercial, industrial or other purposes, or any combination of such uses, which by reason of defective design and character of physical construction, faulty interior arrangement and exterior spacing, high density of population and overcrowding, inadequate provision for ventilation, light, sanitation, open spaces and recreation facilities, age, obsolescence, deterioration, dilapidation, mixed character or shifting of uses to which they are put, or any combination of such factors and characteristics, are unfit or unsafe to occupy for residential, commercial, industrial or other purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency and crime. (b) An economic dislocation, deterioration or disuse, as a result of faulty planning, the subdividing and the sale of lots of irregular form and shape and inadequate size for proper usefulness and development, the laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions, or the existence of inadequate streets, open spaces and utilities, or of lots or other areas which are subject to being submerged by water. (c) A prevalence of depreciated values, impaired investments and social, and economic maladjustment to such an extent that there exists a reduced capacity to pay taxes and consequent inadequacy of tax receipts in relation to the cost of public services rendered. (d) A growing and in some instances a total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to and serving the public health, safety and welfare; and in other areas a loss of population and reduction of useful utilization of the area, resulting in the further deterioration thereof and in added costs to the taxpayer supporting governmental entities for the creation of new public facilities and services elsewhere. ***Sec. 2.1*** It is hereby found and declared that blighted areas shall include housing areas constructed as wartime housing projects, and it is further found and declared that such areas are characterized by one or more of the conditions enumerated in Section 2 of this act. ***Article 3*** ***Section 14*** "Redevelopment" means the planning, development, replanning, redesign, clearance, reconstruction or rehabilitation, or any combination of these, of a redevelopment area or part thereof, and the provision of such residential commercial, industrial, public or other structures or spaces as may be appropriate or necessary in the interest of the general welfare, including recreational and other facilities incidental or appurtenant thereto. The term does not exclude the continuance of existing buildings or uses whose demolition and rebuilding or change of uses are not deemed essential to the redevelopment and rehabilitation of the area. The term includes provision for open space types of use, such as streets and other public grounds and space around buildings, as well as buildings, structures and improvements, public or private, and improvements of recreation areas, public or private and other public grounds. The term also includes the replanning or redesign or original development of undeveloped areas which by reason of defective or inadequate street layout, faulty lot layout in relation to size, shape, accessibility, or usefulness, or for other causes are stagnant or not properly utilized or which because of widely scattered, ownership, or tax delinquency, or other reasons, require replanning and land assembly for reclamation of development in the interest of the general welfare.	Article 2, relating to inclusion of wartime housing.
First Amendment 1951 1951 Ch. 710 (Approved by Governor May 28, 1951. Filed with Secretary of State May 28, 1951) Effective	**Sec. 33040** It is found and declared that there exist in many communities blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the State. These blighted areas are characterized by one or more of the conditions set forth in Sections 33041 to 33044 inclusive. ***Sec. 33041*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any	Generally reorganizes and renumbers provisions of definitions of blight.

Enactment/ Amendment Date	Amended Text	Major Changes
September 22, 1951 ***Second Amendment 1951*** 1951 Ch. 1624 (Approved by Governor July 19, 1951. Filed with Secretary of State July 20, 1951) In effect September 22,1951)	combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33042*** A blighted area is characterized by: (a) An economic dislocation, deterioration, or disuse, resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate streets, open spaces, and utilities. (e) The existence of lots or other areas which are subject to being submerged by water. ***Sec. 33043*** A blighted area is characterized by a prevalence of depreciated values, impaired investments, and social and economic maladjustment to such an extent that the capacity to pay taxes is reduced and tax receipts are inadequate for the cost of public services rendered. ***Sec. 33044*** A blighted area is characterized by: (a) In some parts of the blighted area, a growing or total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to the public health, safety, and welfare. (b) In other parts of the blighted area, a loss of population and reduction of proper utilization of the area, resulting in its further deterioration and added costs to the taxpayer for the creation of new public facilities and services elsewhere. ***Sec. 33048*** It is found and declared that blighted areas include housing areas constructed as wartime housing projects, and that such areas are characterized by one or more of the conditions enumerated in Sections 33041 to 33044, inclusive. ***Sec. 2.1 (Amended 33048 above)*** It is hereby found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and it is further found and declared that such areas may be characterized by one or more of the conditions enumerated in Section 2 of this act.	Further specifies *temporary, government-owned* wartime housing projects as those which may be included in areas of blight.
1957 Ch. 1696 (Approved by Governor July 5, 1957. Filed with Secretary of State July 8, 1957) Effective September 11, 1957	**Sec. 33040** It is found and declared that there exist in many communities blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the State. These blighted areas are characterized by one or more of the conditions set forth in Sections 33041 to 33044 inclusive. ***Sec. 33041*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses.	Adds definition of “blighted” as it pertains to plans in federal urban renewal areas.

Enactment/ Amendment Date	Amended Text	Major Changes
	Sec. 33042 A blighted area is characterized by: (a) An economic dislocation, deterioration, or disuse, resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate streets, open spaces, and utilities. (e) The existence of lots or other areas which are subject to being submerged by water. ***Sec. 33043*** A blighted area is characterized by a prevalence of depreciated values, impaired investments, and social and economic maladjustment to such an extent that the capacity to pay taxes is reduced and tax receipts are inadequate for the cost of public services rendered. ***Sec. 33044*** A blighted area is characterized by: (a) In some parts of the blighted area, a growing or total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to the public health, safety, and welfare. (b) In other parts of the blighted area, a loss of population and reduction of proper utilization of the area, resulting in its further deterioration and added costs to the taxpayer for the creation of new public facilities and services elsewhere. ***Sec. 33048*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and it is further found and declared that such areas may be characterized by one or more of the conditions enumerated in Section 2 of this act. ***Sec. 33982*** For purposes of urban renewal and urban renewal planning and projects, the word "redevelopment" as used in this part shall mean “urban renewal,” and the word “blighted” as used in this part shall mean "blighted, deteriorated or deteriorating"; provided, that the provisions of this section shall not apply in this chapter, nor in the definitions in Section 33013, as amended, Section 33013.01 and Section 33014, as amended, nor in the declaration of state policy of Article 2 of Chapter 1, nor in the provisions in reference to taxation in Article 4 of Chapter 5; and provided further, that this section shall not amend any section of this part or change the short title of this part or the corporate name of an agency.	
1959 Ch. 1102	**Sec. 33040** It is found and declared that there exist in many communities blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the State. These blighted areas are characterized by one or more of the conditions set forth in Sections 33041 to 33044 inclusive. ***Sec. 33041*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33042*** A blighted area is characterized by: (a) An economic dislocation, deterioration, or disuse, resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size	Definition of “blighted” for federal urban renewal areas is repealed.

Enactment/ Amendment Date	Amended Text	Major Changes
	for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate streets, open spaces, and utilities. (e) The existence of lots or other areas which are subject to being submerged by water. ***Sec. 33043*** A blighted area is characterized by a prevalence of depreciated values, impaired investments, and social and economic maladjustment to such an extent that the capacity to pay taxes is reduced and tax receipts are inadequate for the cost of public services rendered. ***Sec. 33044*** A blighted area is characterized by: (a) In some parts of the blighted area, a growing or total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to the public health, safety, and welfare. (b) In other parts of the blighted area, a loss of population and reduction of proper utilization of the area, resulting in its further deterioration and added costs to the taxpayer for the creation of new public facilities and services elsewhere. ***Sec. 33048*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and it is further found and declared that such areas may be characterized by one or more of the conditions enumerated in Section 2 of this act. ***Sec. 33982*** Repealed	
1963 Ch. 1812 (Approved by Governor July 17, 1963, Filed with Secretary of State July 19, 1963)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the State. These blighted areas are characterized by one or more of the conditions set forth in Sections 33031 to 33034 inclusive. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032*** A blighted area is characterized by: (a) An economic dislocation, deterioration, or disuse, resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate streets, open spaces, and utilities. (e) The existence of lots or other areas which are subject to being submerged by water. ***Sec. 33033*** A blighted area is characterized by a prevalence of depreciated values, impaired investments, and social and economic maladjustment to such an extent that the capacity to pay taxes is reduced and tax receipts are inadequate for the cost of public services rendered. ***Sec. 33034*** A blighted area is characterized by:	Renumbers provisions of the CRL without making substantive changes to the definition of blight.

Enactment/ Amendment Date	Amended Text	Major Changes
	(a) In some parts of the blighted area, a growing or total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to the public health, safety, and welfare. (b) In other parts of the blighted area, a loss of population and reduction of proper utilization of the area, resulting in its further deterioration and added costs to the taxpayer for the creation of new public facilities and services elsewhere. ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	
1971 Ch. 1434 (Approved by the Governor November 8, 1971. Filed with the Secretary of State November 8, 1971)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either social or economic liabilities, or both, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the State. These blighted areas are characterized by one or more of the conditions set forth in Sections 33031 to 33034 inclusive. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032*** A blighted area is characterized by: (a) An economic dislocation, deterioration, or disuse, resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate streets, open spaces, and utilities. (e) The existence of lots or other areas which are subject to being submerged by water. ***Sec. 33032.1*** A seashore, and uninhabited areas adjacent thereto, within a community, are blighted areas when characterized by: (a) The imminent danger of a substantial decline in the coastal environment, including its recreational and aesthetic values. (b) The need for public beach areas and public access routes through such areas. (c) A danger to the quantity and quality of marine life through uncontrolled private development. ***Sec. 33033*** A blighted area is characterized by a prevalence of depreciated values, impaired investments, and social and economic maladjustment to such an extent that the capacity to pay taxes is reduced and tax receipts are inadequate for the cost of public services rendered. ***Sec. 33034*** A blighted area is characterized by: (a) In some parts of the blighted area, a growing or total lack of proper utilization of areas, resulting in a stagnant and unproductive condition of land potentially useful and valuable for contributing to the public health, safety, and welfare. (b) In other parts of the blighted area, a loss of population and reduction of proper utilization of the area, resulting in its further deterioration and added costs to the taxpayer for the creation of new public facilities and services elsewhere. ***Sec. 33038***	Section 33032.1 added to the Health and Safety code as it relates to the definition of blighted seashore.

Enactment/ Amendment Date	Amended Text	Major Changes
	It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	
1976 C. 1336 (Approved by the Governor September 29, 1976. Filed with Secretary of State September 30, 1976)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either physical, social, or economic liabilities, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the state. A blighted area is one which is characterized by one or more of those conditions set forth in Sections 33031 or 33032, causing a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032*** A blighted area is characterized by properties which suffer from economic dislocation, deterioration, or disuse because of one or more of the following factors: (a) An economic dislocation, deterioration, or disuse resulting from faulty planning. (b) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (c) The laying out of lots in disregard of the contours and other topography or physical characteristics of the ground and surrounding conditions. (d) The existence of inadequate public improvements, public facilities, open spaces, and utilities which cannot be remedied by private or governmental action without redevelopment. (e) A prevalence of depreciated values, impaired investments, and social and economic maladjustment. (f) The existence of lots or other areas which are subject to being submerged by water; provided that any ecologically valuable existing features in such areas shall, to the maximum extent feasible, be preserved. ***Sec.33032.1*** Repealed. ***Sec. 33033*** Repealed. ***Sec. 33034*** Repealed. ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	Adds, *physical* liabilities to definition of blight. Generally summarizes repealed provisions of Secs. 33033 & 33034 in amended Sec. 33030 & 33032, respectively Specifies that blight cannot be reasonably expected to be reversed or alleviated by private enterprise acting alone. Amends inadequate public streets to include inadequate public improvements and public facilities. Adds disregard for topography in laying out of lots as a physical condition. Expands definition of blight by submersion in water to include provisions for ecological preservation.
1984 Ch. 147 (Approved by the Governor May 31, 1984. Filed with Secretary of State May 31, 1984)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either physical, social, or economic liabilities, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the state. A blighted area is one which is characterized by one or more of those conditions set	Amends 33032 to include revised language from previous version of

Enactment/ Amendment Date	Amended Text	Major Changes
	forth in Sections 33031 or 33032, causing a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032*** A blighted area is characterized by properties which suffer from economic dislocation, deterioration, or disuse because of one or more of the following factors which cause a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone: (a) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (b) The laying out of lots in disregard of the contours and other topography or physical characteristics of the ground and surrounding conditions. (c) The existence of inadequate public improvements, public facilities, open spaces, and utilities which cannot be remedied by private or governmental action without redevelopment. (d) A prevalence of depreciated values, impaired investments, and social and economic maladjustment. ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	33044. Deletes term *faulty planning* from causes of blight. Deletes provisions for flooding *The existence of lots or other areas which are subject to being submerged by water…* Focuses 33032 toward definition of *economic blight*.
1986 Ch. 604 (Approved by Governor August 28, 1986, Filed with Secretary of State August 29, 1986)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either physical, social, or economic liabilities, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the state. A blighted area is one which is characterized by one or more of those conditions set forth in Sections 33031 or 33032, causing a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032***	Amends Sec. 33032 to add TRPA environmental thresholds for Lake Tahoe region.

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	A blighted area is characterized by properties which suffer from economic dislocation, deterioration, or disuse because of one or more of the following factors which cause a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone: (a) The subdividing and sale of lots if irregular form and shape and inadequate size for proper usefulness and development. (b) The laying out of lots in disregard of the contours and other topography or physical characteristics of the ground and surrounding conditions. (c) The existence of inadequate public improvements, public facilities, open spaces, and utilities which cannot be remedied by private or governmental action without redevelopment. (d) A prevalence of depreciated values, impaired investments, and social and economic maladjustment. (e) The existence within the Lake Tahoe basin of substandard public or private facilities and improvements, insufficient open space, or water quality protection systems which do not comply with the environmental threshold carrying capacities established by the Tahoe Regional Planning Agency and the regional plan in accordance with the Tahoe Regional Planning Compact set forth in Section 66801 of the Government Code. ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	
1992 Ch. 699 (Approved by Governor September 14, 1992. Filed with Secretary of State September 15, 1992)	**Sec. 33030** It is found and declared that there exist in many communities blighted areas which constitute either physical, social, or economic liabilities, requiring redevelopment in the interest of the health, safety, and general welfare of the people of such communities and of the state. A blighted area is one which is characterized by one or more of those conditions set forth in Sections 33031 or 33032, causing a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone. ***Sec. 33031*** A blighted area is characterized by the existence of buildings and structures, used or intended to be used for living, commercial, industrial, or other purposes, or any combination of such uses, which are unfit or unsafe to occupy for such purposes and are conducive to ill health, transmission of disease, infant mortality, juvenile delinquency, and crime because of any one or a combination of the following factors: (a) Defective design and character of physical construction. (b) Faulty interior arrangement and exterior spacing. (c) High density of population and overcrowding. (d) Inadequate provision for ventilation, light, sanitation, open spaces, and recreation facilities. (e) Age, obsolescence, deterioration, dilapidation, mixed character, or shifting of uses. ***Sec. 33032*** (a) A blighted area is characterized by properties that suffer from economic dislocation, deterioration, or disuse because of one or more of the following factors that cause a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical, social, or economic burden on the community that cannot reasonably be expected to be reversed or alleviated by private enterprise acting alone: (1) The subdividing and sale of lots of irregular form and shape and inadequate size for proper usefulness and development. (2) The laying out of lots in disregard of the contours and other topography or physical characteristics of the ground and surrounding conditions. (3) The existence of inadequate public improvements, public facilities, open spaces, and utilities which cannot be remedied by private or governmental action without redevelopment. (4) A prevalence of depreciated values, impaired investments, and social and	Amends Sec. 33032 to specifically exclude insufficient schools facilities as a condition of blight.

Enactment/ Amendment Date	Amended Text	Major Changes
	economic, maladjustment. (5) The existence within the Lake Tahoe basin of substandard public or private facilities and improvements, insufficient open space, or water quality protection systems which do not comply with the environmental threshold carrying capacities established by the Tahoe Regional Planning Agency and the regional plan in accordance with the Tahoe Regional Planning Compact set forth in Section 66801 of the Government Code. (b) The absence of adequate school facilities does not constitute blight. ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	
1993 Ch. 942	**Sec. 33030** (a) It is found and declared that there exist in many communities blighted areas which constitute physical and economic liabilities, requiring redevelopment in the interest of the health, safety, and general welfare of the people of these communities and of the state. (b) A blighted area is one that contains both of the following: (1) An area that is predominantly urbanized, as that term is defined in Section 33320.1, and is an area in which the combination of conditions set forth in Section 33031 is so prevalent and so substantial that it causes a reduction of, or lack of, proper utilization of the area to such an extent that it constitutes a serious physical and economic burden on the community which cannot reasonably be expected to be reversed or alleviated by private enterprise or governmental action, or both, without redevelopment. (2) An area that is characterized by either of the following: (A) One or more conditions set forth in any paragraph of subdivision (a) of Section 33031 and one or more conditions set forth in any paragraph of subdivision (b) of Section 33031. (B) The condition described in paragraph (4) of subdivision (a) of Section 33031. (c) A blighted area may also be one that contains the conditions described in subdivision (b) and is, in addition, characterized by the existence of inadequate public improvements, parking facilities, or utilities. ***Sec. 33031*** (a) This subdivision describes physical conditions that cause blight: (1) Buildings in which it is unsafe or unhealthy for persons to live or work. These conditions can be caused by serious building code violations, dilapidation and deterioration, defective design or physical construction, faulty or inadequate utilities, or other similar factors. (2) Factors that prevent or substantially hinder the economically viable use or capacity of buildings or lots. This condition can be caused by a substandard design, inadequate size given present standards and market conditions, lack of parking, or other similar factors. (3) Adjacent or nearby uses that are incompatible with each other and which prevent the economic development of those parcels or other portions of the project area. (4) The existence of subdivided lots of irregular form and shape and inadequate size for proper usefulness and development that are in multiple ownership. (b) This subdivision describes economic conditions that cause blight: (1) Depreciated or stagnant property values or impaired investments, including, but not necessarily limited to, those properties containing hazardous wastes that require the use of agency authority as specified in Article 12.5 (commencing with Section 33459). (2) Abnormally high business vacancies, abnormally low lease rates, high turnover rates, abandoned buildings, or excessive vacant lots within an area developed for urban use and served by utilities (3) A lack of necessary commercial facilities that are normally found in neighborhoods, including grocery stores, drug stores, and banks and other lending institutions. (4) Residential overcrowding or an excess of bars, liquor stores or other businesses that cater exclusively to adults, that has led to problems of public safety and welfare.	Eliminates *social* condition of blight. Requires both physical and economic blight conditions exist in a project area to such an extent that it constitutes a serious physical *and* economic burden to the community. Stipulates severity of blight must be such that it cannot be reversed by private enterprise or *governmental action , or both*, without redevelopment. Eliminates lack of public improvements in and of itself, as evidence of blight. Adds requirement that project area must also be predominantly urbanized.

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	(5) A high crime rate that constitutes a serious threat to the public safety and welfare. ***Sec. 33032*** Repealed ***Sec. 33038*** It is found and declared that blighted areas may include housing areas constructed as temporary government-owned wartime housing projects, and that such areas may be characterized by one or more of the conditions enumerated in Sections 33031 to 33034, inclusive.	

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APPENDIX 'D'

ARTICLE 16.5 OF THE COMMUNITY REDEVELOPMENT LAW

ARTICLE 16.5 OF THE CALIFORNIA COMMUNITY REDEVELOPMENT LAW (Health and Safety Code Section 33000 et seq.)

Article 16.5. Adoption of Implementation Plans

33490. (a) (1) (4) On or before December 31, 1994, and each five years thereafter, each agency that has adopted a redevelopment plan prior to December 31, 1993, shall adopt, after a public hearing, an implementation plan that shall contain the specific goals and objectives of the agency for the project area, the specific programs, including potential projects, and estimated expenditures proposed to be made during the next five years, and an explanation of how the goals and objectives, programs, and expenditures will eliminate blight within the project area and implement the requirements of Sections 33334.2, 33334.4, 33334.6, and 33413. After adoption of the first implementation plan, the parts of the implementation plan that address Sections 33334.2, 33334.4, 33334.6, and 33413 shall be adopted every five years either in conjunction with the housing element cycle or the implementation plan cycle. The agency may amend the implementation plan after conducting a public hearing on the proposed amendment. If an action attacking the adoption, approval, or validity of a redevelopment plan adopted prior to January 1, 1994, has been brought pursuant to Chapter 5 (commencing with Section 33500), the first implementation plan required pursuant to this section shall be adopted within six months after a final judgment or order has been entered. Subsequent implementation plans required pursuant to this section shall be adopted pursuant to the terms of this section, and as if the first implementation plan had been adopted on or before December 31, 1994.

(B) Adoption of an implementation plan shall not constitute an approval of any specific program, project, or expenditure and shall not change the need to obtain any required approval of a specific program, project, or expenditure from the agency or community. The adoption of an implementation plan shall not constitute a project within the meaning of Section 21000 of the Public Resources Code. However, the inclusion of a specific program, potential project, or expenditure in an implementation plan prepared pursuant to subdivision (c) of Section 33352 in conjunction with a redevelopment plan adoption shall not eliminate analysis of those programs, potential projects, and expenditures in the environmental impact report prepared pursuant to subdivision (k) of Section 33352 to the extent that it would be otherwise required. In addition, the inclusion of programs, potential projects, and expenditures in an implementation plan shall not eliminate review pursuant to the California Environmental Quality Act (Division 13 (commencing with Section 21000) of the Public Resources Code), at the time of the approval of the program, project, or expenditure, to the extent that it would be otherwise required.

(2) (A) A portion of the implementation plan shall address the agency housing responsibilities and shall contain a section addressing Sections 33334.2, 33334.4, and 33334.6, the Low and Moderate Income Housing Fund, and, if subdivision (b) of Section 33413 applies, a section addressing agency-developed and project area housing. The section addressing the Low and Moderate Income Housing Fund shall contain:

(i) The amount available in the Low and Moderate Income Housing Fund and the estimated amounts which will be deposited in the Low and Moderate Income Housing Fund during each of the next five years.

(ii) A housing program with estimates of the number of new, rehabilitated, or price-restricted units to be assisted during each of the five years and estimates of the expenditures of moneys from the Low and Moderate Income Housing Fund during each of the five years.

(B) For each project area to which subdivision (b) of Section 33413 applies, the section addressing the agency developed and project area housing shall contain:

(i) Estimates of the number of new, substantially rehabilitated or price-restricted residential units to be development purchased within one or more project areas, both over the life of the plan and during the next 10 years.

(ii) Estimates of the number of units of very low, low-, and moderate-income households required to be development within one or more project areas in order to meet the requirements of paragraph (2) of subdivision (b) of Section 33413, both over the life of the plan and during the next 10 years.

(iii) The number of units of very low, low-, and moderate-income households which have been developed within one or more project areas which meet the requirements of paragraph (2) of subdivision (b) of Section 33413.

(iv) Estimates of the number of agency developed residential units which will be developed during the next five years, if any, which will be governed by paragraph (1) of subdivision (b) of Section 33413.

(v) Estimates of the number of agency development units for very low, low-, and moderate-income households which will be developed by the agency during the next five years to meet the requirements of paragraph (1) of subdivision (b) of Section 33413.

(3) If the implementation plan contains a project that will result in the destruction or removal of dwelling units that will have to be replaced pursuant to subdivision (a) of Section 33413, the implementation plan shall identify proposed locations suitable for those replacement dwelling units.

(b) For a project area for which a redevelopment plan is adopted on or after January 1, 1994, the implementation plan prepared pursuant to subdivision (c) of Section 33352 shall constitute the initial implementation plan and thereafter the agency after a public hearing shall adopt an implementation plan every five years commencing with the fifth year after the plan has been adopted. Agencies may adopt implementation plans that include more than one project area.

(c) Every agency, at least once within the five-year term of the plan, shall conduct a public hearing and hear testimony of all interested parties for the purpose of reviewing the redevelopment plan and the corresponding implementation plan for each redevelopment project within the jurisdiction and evaluating the progress of the redevelopment project. The hearing required by this subdivision shall take place no earlier than two years and no later than three years after the adoption of the implementation plan. An agency may hold one hearing for two or more project areas if those project areas are included within the same implementation plan.

(d) Notice of public hearings conducted pursuant to this section shall be published pursuant to Section 6063 of the Government Code and posted in at least four permanent places within the project area for a period of three weeks. Publication and posting shall be completed not less than 10 days prior to the date set for the hearing.