RESOLUTION NO. 2015-6

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE UPLAND COMMUNITY REDEVELOPMENT AGENCY APPROVING THE REVISED 2013 LONG-RANGE PROPERTY MANAGEMENT PLAN PURSUANT TO CALIFORNIA HEALTH AND SAFETY CODE SECTION 34191.5

Intent of the Parties and Findings

(i) The Upland Community Redevelopment Agency was dissolved February 1, 2012; and

(ii) The Oversight Board of the Successor Agency to the Upland Community Redevelopment Agency ("Oversight Board") has been established pursuant to Health and Safety Code ("HSC") § 34179 to assist in the wind-down of the dissolved redevelopment agency; and

(iii) On July 16, 2013, the Successor Agency to the Upland Community Redevelopment Agency ("Successor Agency") received its Finding of Completion (the "FOC") from the California Department of Finance (the "DOF") pursuant to HSC § 34179.7; and

(iv) Within six (6) months of the date of the FOC, HSC § 34191.5 (b) requires the Successor Agency to prepare a Long-Range Property Management Plan ("2013 LRPMP") to address the disposition and use of the real property assets held by the Successor Agency; and

(v) In accordance with HSC § 34191.5, the Successor Agency prepared its 2013 LRPMP, that identified the disposition and uses of Successor Agency properties including, but without limitation, the preparation of Compensation Agreements and the use of land sale proceeds as more particularly described in HSC § 34191.5 (c)2; and

(vi) On December 19, 2013, the Oversight Board approved Oversight Board Resolution No. 2013-7 approving the 2013 LRPMP; and

(vii) The Successor Agency submitted the 2013 LRPMP to the DOF on December 30, 2013; and

(viii) Through email correspondence between the City and DOF from June 17, 2015 to September 2, 2015, DOF raised several questions regarding Site Nos. 5 and 6 in the 2013 LRPMP regarding how the public and private use portions of Site Nos. 5 and 6 will be determined and certain language in the LRPMP with respect to property held for future development (the "DOF 2015 Inquiries"); and

(ix) In response to the DOF 2015 Inquiries, the Successor Agency has determined that the following administrative clarifying revisions to the 2013 LRPMP are needed: i) Site Nos. 5 and 6 should be combined into a single site and that the LRPMP include provisions by which the site will be divided in the future

after the necessary engineering studies regarding the water works intended for the property are completed; and ii) clarifying language is needed regarding how the LRPMP will be implemented for properties that are held for future development; and

(x) Consistent with the immediately foregoing recital, the Successor Agency has revised the 2013 LRPMP, which is attached hereto as Exhibit "A"; and

(xi) Subject to approval by the Oversight Board, the Revised 2013 LRPMP will be submitted to the DOF; and

(xii) Once the Revised 2013 LRPMP has been approved by the DOF, the Successor Agency may act upon its implementation; and

(xiii) Consistent with the applicable provisions of the HSC, it is recommended that the Oversight Board approve the attached Revised 2013 LRPMP.

(xiv) All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Successor Agency to the Upland Community Redevelopment Agency hereby finds, determines and resolves as follows:

Section 1. The Oversight Board finds that the foregoing recitations are true and correct and incorporates them herein.

Section 2. The Revised 2013 Long-Range Property Management Plan, attached to this Resolution as Exhibit "A," is hereby approved.

Section 3. The Oversight Board hereby Subsequent to the approval of the Revised 2013 Long-Range Property Management Plan by the Oversight Board, the City Manager as Executive Director of the Successor Agency, or his designee, is authorized and directed to transmit the Revised 2013 Long-Range Property Management Plan to the California Department of Finance and to take such actions and execute such documents as are necessary to implement the Revised 2013 Long-Range Property Management Plan and to effectuate the intent of this Resolution.

Section 4. If any provision of this Resolution, or the application of such provision to any persons or circumstances, shall be held invalid, the remainder of this Resolution, or the application of such provision to persons or circumstances other than those as to which it is held invalid, shall not be affected thereby.

Section 5. This Resolution shall take effect upon the date of its adoption and may be implemented after review and approval by the California Department of Finance.

Section 6. Certification. The Secretary of the Successor Agency shall certify to the passage and adoption of this resolution and enter it into the book of original resolutions.

PASSED, APPROVED and ADOPTED this 8th day of October, 2015.

Rod B. Butler

Rod Butler, Chairman

I, Jeannette Vagnozzi, Secretary of the Successor Agency, do hereby certify that the foregoing Resolution was adopted at a regular meeting of the Successor Agency held on the 8th day of October, 2015, by the following vote:

AYES: Chairman Butler, Board Members Cable, Catlin, Gates, and Salamanca

NOES: None

ABSENT: Board Members Scheu and Siddiqi

ABSTAINED: None

ATTEST:

Jeannette Vagnozzi, Secretary

RESOLUTION NO. 2013-7

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE UPLAND COMMUNITY REDEVELOPMENT AGENCY APPROVING A LONG-RANGE PROPERTY MANAGEMENT PLAN PURSUANT TO CALIFORNIA HEALTH AND SAFETY CODE SECTION 34191.5

WHEREAS, the Upland Community Redevelopment Agency was dissolved February 1, 2012;

WHEREAS, the Oversight Board of the Successor Agency to the Upland Community Redevelopment Agency ("Oversight Board") has been established pursuant to Health and Safety Code ("HSC") § 34179 to assist in the wind-down of the dissolved redevelopment agency;

WHEREAS, on July 16, 2013, the Successor Agency to the Upland Community Redevelopment Agency ("Successor Agency") received its Finding of Completion (the "FOC") from the California Department of Finance (the "DOF") pursuant to HSC § 34179.7;

WHEREAS, within six (6) months of the date of the FOC, HSC § 34191.5(b) requires the Successor Agency to prepare a Long-Range Property Management Plan ("LRPMP") to address the disposition and use of the real property assets held by the Successor Agency;

WHEREAS, , in accordance with HSC § 34191.5, the Successor Agency has prepared its LRPMP, which is attached as Exhibit "A" to this Resolution that identifies the disposition and uses of Successor Agency properties including, but without limitation, the use of land sale proceeds as more particularly described in HSC § 34191.5(c)2;

WHEREAS, subject to approval by the Oversight Board, the LRPMP will be submitted to the DOF;

WHEREAS, once the LRPMP has been approved by the DOF, the Successor Agency may act upon its implementation;

WHEREAS, consistent with the applicable provisions of the HSC, it is recommended that the Oversight Board approve the attached LRPMP;

WHEREAS, all of the prerequisites with respect to the approval of this Resolution have been met.

NOW THEREFORE, THE OVERSIGHT BOARD OF SUCCESSOR AGENCY TO THE UPLAND COMMUNITY REDEVELOPMENT AGENCY DOES HEREBY FIND, RESOLVE AND ORDER AS FOLLOWS:

SECTION 1. The foregoing recitals are true and correct and are a substantive part of this Resolution.

SECTION 2. The Long-Range Property Management Plan attached to this Resolution as Exhibit "A" is hereby approved

SECTION 3. The Successor Agency is authorized to take all administrative steps necessary to carry out this Resolution.

SECTION 4. If any provision of this Resolution, or the application of such provision to any persons or circumstances, shall be held invalid, the remainder of this Resolution, or the application of such provision to persons or circumstances other than those as to which it is held invalid, shall not be affected thereby.

SECTION 5. The Secretary shall certify to the passage and adoption of this Resolution.

PASSED, APPROVED and ADOPTED this 19th day of December, 2013.

Chairman

Attachment:
Exhibit A

I, Stephanie A. Mendenhall, Secretary of the Oversight Board of the Successor Agency to the Upland Community Redevelopment Agency, do hereby certify that the foregoing Resolution was passed and adopted at a special meeting of the Successor Agency to the Upland Community Redevelopment Agency held on the 19th day of December, 2013, by following vote:

AYES:	Chairman Zwack, Board Members Catlin, Davenport, Gates, and Scheu
NOES:	None
ABSENT:	Board Members Cable and Siddiqi
ABSTAINED:	None

ATTEST: _____
Stephanie A. Mendenhall
Secretary

2013 LONG RANGE PROPERTY MANAGEMENT PLAN

Prepared for the:

Successor Agency to the Upland Community Redevelopment Agency of the City of Upland
460 North Euclid Avenue
Upland, CA 91786
www.ci.upland.ca.us

December 2013
REVISED SEPTEMBER 2015

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2013 LONG RANGE PROPERTY MANAGEMENT PLAN

CITY COUNCIL/ SUCCESSOR AGENCY BOARD

Ray Musser, *Mayor*

Glenn Bozar, *Mayor Pro Tem*

Gino L. Filippi, *City Councilmember*

Debbie Stone, *City Councilmember*

Carol Timm, *City Councilmember*

CITY STAFF

Rod Butler, *City Manager/Executive Director*

Jeff Zwack, *Development Services Director/Assistant Executive Director*

Liz Chavez, *Development Services Manager*

Nick Vasuthasawat, *Development Services Specialist*

2013 LONG RANGE PROPERTY MANAGEMENT PLAN

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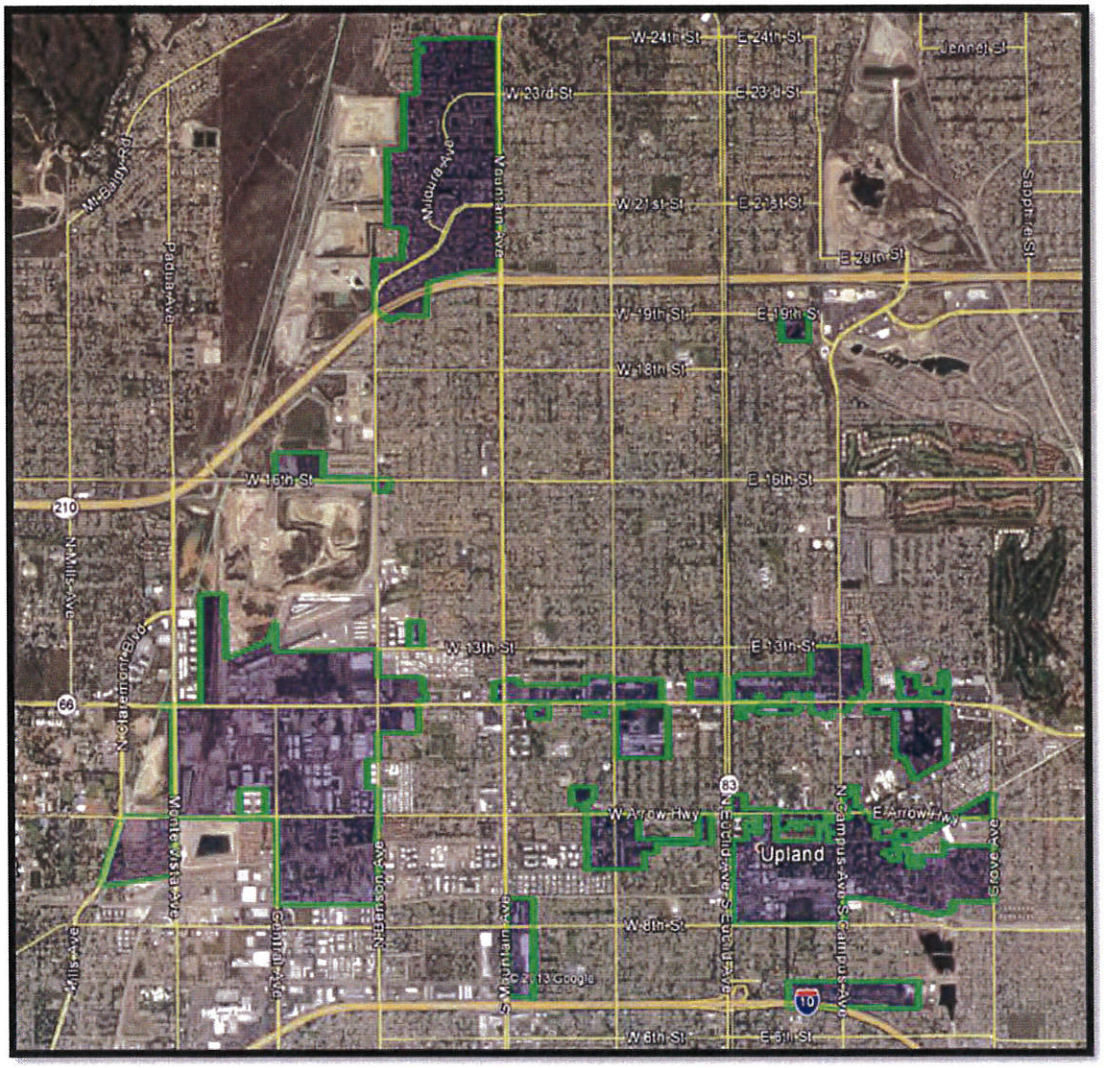
I. Introduction

The City of Upland (the "City") is located approximately 35 miles east of the City of Los Angeles and 100 miles north of the City of San Diego in San Bernardino County. The City incorporated on May 15, 1906 and encompasses an area of approximately 15.7 square miles. The California Department of Finance (the "DOF") reports the City's population to be 74,414 as of January 1, 2013.

Former Community Redevelopment Agency



The former Upland Community Redevelopment Agency of the City of Upland (the "Agency") was organized in 1988, pursuant to §33000 *et seq.* of the California Health and Safety Code (the "HSC") and was responsible for the administration of redevelopment activities within the City. The Redevelopment

Plan for the Agency's initial Project Area was adopted on July 5, 1983. On July 12, 1988, the City Council approved by Ordinance No. 1431 the Redevelopment Plan for the project area which merged the project areas under the Canyon Ridge Redevelopment Plan, the Arrow-Benson Redevelopment Plan, the Seventh-Mountain Redevelopment Plan, the Airport Area Redevelopment Plan, and the Foothill Corridor Redevelopment Plan. The once individual project areas together with the area added by Amendment No. 2 adopted on May 28, 1996 by Ordinance No. 1630 are sometimes referred to herein as "Original Component Areas." The Redevelopment Plan for the Project Area was amended on July 12, 1994 by Ordinance No. 1607 in order to make technical changes and was further amended on May 28, 1996 by Ordinance No. 1630. By the adoption of Ordinance No. 1801 on July 10, 2006, the Original Component Areas were merged with the Town Center Redevelopment Project adopted on June 22, 1992 by Ordinance No. 1544 and the Magnolia Redevelopment Project adopted on November 10, 2003 by Ordinance No. 1760, as Amended by Ordinance No. 1801, adopted on July 10, 2006. The Project Area, as amended, consists of approximately 1,873 acres.

The Redevelopment Plan is summarized as follows:

Redevelopment Plan Chronology and Time Limits

	Amended and Merged Project Areas [1, 3]								
	Merged Project Area						**Town Center Project**	**Magnolia Project Area**	
	Canyon Ridge	**Arrow - Benson**	**Seventh - Mountain**	**Airport Area**	**Foothill Corridor**	**Added Territory of Amendment No. 2**		**Original Area**	**Added Territory**
Plan Adoption									
Date of Adoption	July 5, 1983	July 16, 1984	July 15, 1985	July 15, 1985	July 12, 1988	May 28, 1994	June 22, 1992	November 10, 2003	July 10, 2006
Ordinance Number	1318	1344	1357	1358	1430	1630	1544	1760	1801
Base Year	1982-83	1983-84	1984-85	1984-85	1987-88	1995-96	1991-92	2003-01	2005-2006
Project Area Size in Acres	350	30	25	193	296	4.75	133	485	361
Time Limits									
For Establishment of Indebtedness	July 1, 2017						June 22, 2033	November 10, 2023	July 10, 2026
For Effectiveness of Plan [2, 3]	July 1, 2017						June 22, 2033	November 10, 2033	July 10, 2036
For Repayment of Indebtedness	July 1, 2027						June 22, 2043	November 10, 2048	July 10, 2051
Bonded Indebtedness Limit	$114,500,000						$60,000,000	$100,000,000	$210,000,000
Tax Increment Limit Pre-1994 Plan	$324,500,000						$250,000,000	No Limit	No Limit
For Commencement of Eminent Domain [1]	The Agency is not authorized to acquire any property by eminent domain.								

[1] Pursuant to Ordinance No. 1801 adopted on July 10, 2006 that merged the Merged Project with the Town Center Project and the Magnolia Project.
[2] The time limit to incur indebtedness were eliminated and the time limit on plan effectiveness was standardized in the Merged Project and extended one-year in the Town Center Project on January 12, 2004 by Ordinances 1763 and 1764, respectively, pursuant to SB 211 and SB 1045.
[3] The time limit for plan effectiveness in the Merged Project was extended by two (2) years by Ordinance 1808 adopted on September 25, 2006 pursuant to SB 1096.

Dissolution of Redevelopment Agencies

Trailer bills ABx1 26 and ABx1 27 were signed by the Governor of California on June 28, 2011, making certain changes to the HSC, including adding Part 1.8 (commencing with §34161) ("Part 1.8") and Part 1.85 (commencing with §34170) ("Part 1.85") to Division 24 of the HSC. The California Redevelopment Association and League of California Cities filed a lawsuit in the Supreme Court of California (*California Redevelopment Association, et al. v. Matosantos, et al.* (Case No. S194861)) alleging that ABx1 26 and ABx1 27 were unconstitutional. On December 29, 2011, the Supreme Court issued its opinion in the *Matosantos* case largely upholding ABx1 26, invalidating ABx1 27, and holding that ABx1 26 may be severed from ABx1 27 and enforced independently. The Supreme Court generally revised the effective dates and deadlines for performance of obligations under HSC Part 1.85 arising before May 1, 2012 to take effect four months later while leaving the effective dates or deadline for performance of obligations under HSC Part 1.8 unchanged. Consistent with the applicable provisions of the HSC, the City Council elected to serve in the capacity of the Successor Agency to the Community Redevelopment Agency of the City of Upland (the "Successor Agency").

Further, on June 27, 2012, the Governor signed budget trailer bill AB 1484 into law, resulting in further procedural and substantive changes to the duties of and procedures to be followed by successor agencies, oversight boards, county auditor-controllers and the California Department of Finance (the "DOF"). This includes, but is not limited to, the manner in which the Successor Agency disposes of real property assets. Specifically, AB 1484 added HSC §34191.5 that requires the Successor Agency to prepare a Long Range Property Management Plan (the "LRPMP") as a prerequisite to the disposition of real property assets.

Long Range Property Management Plan

Per the applicable provisions of the HSC, no later than six (6) months after a successor agency receives its Finding of Completion from the DOF (per HSC §34179.7), the Successor Agency must submit its LRPMP to the Oversight Board and the DOF for approval. The LRPMP must include an inventory (with specified information) about each property, and address the use or disposition of each property. Permitted uses for the property pursuant to AB 1484 include:

1. Retention of the property for governmental use;
2. Retention of the property for future development;
3. Sale of the property; and
4. Use of the property to fulfill an enforceable obligation.

Upon DOF's approval of the LRPMP, the properties are to be placed in a Community Redevelopment Property Trust Fund administered by the Successor Agency in accordance with the approved LRPMP. If the LRPMP plan calls for use or liquidation (sale to obtain revenues) of a property for a project identified in an approved redevelopment plan, that property is to be transferred to the sponsoring community for that purpose. If the LRPMP calls for the liquidation of the property or use of revenues from the property for purposes other than a project identified in a redevelopment plan or other than to fulfill an enforceable obligation, the proceeds from the sale are to be distributed as property taxes to the taxing entities. A general outline of real property disposition procedure is included as Exhibit "A."

This LRPMP was prepared in compliance with those pertinent sections of the HSC that govern the LRPMP's prerequisites, content, and approval process. For ease of review, the pertinent sections of the HSC are included in Exhibit "B."

The Successor Agency received its Finding of Completion from the DOF on July 16, 2013 (Exhibit "C"). The LRPMP was approved by Resolution of the Oversight Board on December 19, 2013 (Exhibit "D").

II. Summary of Successor Agency Properties

The Successor Agency has control of 15 parcels, all of which are located within the boundaries of the City of Upland and are subject to the provision of the Agency's Project Area Redevelopment Plans and subsequent 1994 amendment, the Agency's Five-Year Implementation Plan 2009/2010 through 2013/2014, and the City of Upland's General Plan, Municipal Code, and land use regulations.

The parcels have been divided into eight (8) sites as summarized in the table below:

Successor Agency: Upland City
County: San Bernardino

LONG RANGE PROPERTY MANAGEMENT PLAN: PROPERTY INVENTORY DATA

Site Data							Property Value/Sale Info							Other Property Information									
		HSC 34191.5 (c)(1)(C)		HSC 34191.5 (c)(2)			HSC 34191.5 (c)(1)(A)					SALE OF PROPERTY (If applicable)		HSC 34191.5 (c)(1)(B)	HSC 34191.5 (c)(1)(C)		HSC 34191.5 (c)(1)(D)	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)(1)(F)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)(H)
Site No.	Prop. Type	Address	APN	Permissible Use	If Sale of Prop...	Permissible Use Detail	Acquisition Date	Value at Time of Acquisition	Estimated Current Value	Date of Est'd Current Value	Estimated Current Value Basis	Proposed Sale Value	Proposed Sale Date	Purpose for which property was acquired	Lot Size (acres)	Current Zoning	Estimate of Current Parcel Value	Annual Estimate Income/Revenu	Contractual use income/revenue	Historic environmental contamination?	Potential as a TOD?	Advancements of SA planning objectives?	History of previous develop proposals and activity?
1	RP (Fee)	E. Stowell St S. 2nd Av 140 S. 2nd Av	1046-602-09 1046-602-10 1046-602-11	GU (Metrolink Parking Lot Property)	N/A	See LRPMP Text	Mar 1999	$145,000	$323,000	Sep 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight / serve Metrolink ridership	0.12 0.13 0.37	DTSP	$323,000	No	N/A	Yes	Yes - See LRPMP Text	Yes - See LRPMP Text	No
2	RP (Fee)	3rd Av / "A" St	1046-593-18	GU (Metrolink / Museum Parking Lot)	N/A	See LRPMP Text	Jan 2002	$200,000	$240,000	Sep 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight / serve Metrolink ridership	0.36	DTSP	$240,000	No	N/A	No	Yes - See LRPMP Text	Yes - See LRPMP Text	No
3	RP (Fee)	1917 & 1925 W. Foothill Blvd	1006-574-02	FD (Foothill Commercial Property)	N/A	See LRPMP Text	Jan 1991	$425,000	$235,000	Oct 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight	0.24	CC	$235,000	$18,360	No	No	No	Yes - See LRPMP Text	Yes - See LRPMP Text

LONG RANGE PROPERTY MANAGEMENT PLAN: PROPERTY INVENTORY DATA

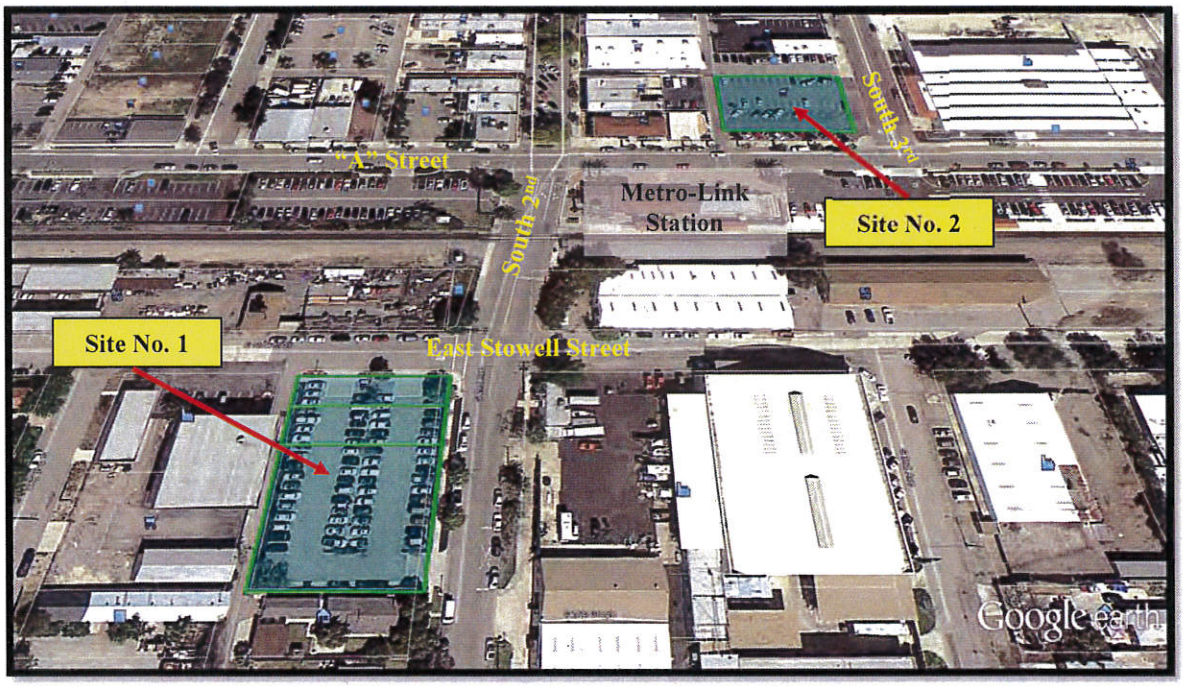
Site Data							Property Value/Sale Info							Other Property Information									
		HSC 34191.5 (c)(1)(C)		HSC 34191.5 (c)(2)			HSC 34191.5 (c)(1)(A)					SALE OF PROPERTY *(If applicable)*		HSC 34191.5 (c)(1)(B)	HSC 34191.5 (c)(1)(C)		HSC 34191.5 (c)(1)(D)	HSC 34191.5 (c)(1)(E)		HSC 34191.5 (c)(1)(F)	HSC 34191.5 (c)(1)(G)		HSC 34191.5 (c)(1)(H)
Site No.	Prop. Type	Address	APN	Permissible Use	If Sale of Prop...	Permissible Use Detail	Acquisition Date	Value at Time of Acquisition	Estimated Current Value	Date of Est'd Current Value	Estimated Current Value Basis	Proposed Sale Value	Proposed Sale Date	Purpose for which property was acquired	Lot Size (acres)	Current Zoning	Estimate of Current Parcel Value	Annual Estimate Income/Revenu	Contractual use income/revenue	Historic environmental contamination?	Potential as a TOD?	Advancements of SA planning objectives?	History of previous develop proposals and activity?
4	RP. (Fee)	1967 W. Foothill Blvd	1006-574-11	FD (Vacant Foothill Commercial Property)	N/A	See LRPMP Text	Oct 1990	$425,000	$180,000	Oct 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight	0.24	CC	$180,000	No	N/A	Yes	No	Yes - See LRPMP Text	Yes - See LRPMP Text
5	RP (Fee)	11th St / Benson Av	1007-261-06	FD (Vacant City Water Well Site and Industrial Site Property)	N/A	See LRPMP Text	Nov 2003	$285,000	$940,000	Sep 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight	2.77	ML	$940,000	No	N/A	Yes	No	Yes - See LRPMP Text	Yes - See LRPMP Text
		1737 W. Arrow Rt.	1007-271-08				Nov 2008	$1,150,000	$1,140,000						0.49	ML	$1,140,000						Yes - See LRPMP Text
			1007-271-45				Nov 2003								1.81								
			1007-271-46												1.48								No
6	RP (Fee)	234 E. Arrow Highway	1046-383-07	FD (Vacant Arrow Highway Property)	N/A	See LRPMP Text	Mar 2010	$245,000	$245,000	Mar 2010	Agency Acquisition Price - March 2010	N/A		Alleviate blight	0.17	DTSP	$245,000	No	N/A	Yes	No	Yes - See LRPMP Text	Yes
			1046-383-08												0.17								
7	RP (Fee)	113 N. 1st Av	1046-591-12	FD (1st Avenue Property)	N/A	See LRPMP Text	Oct 2009	$865,000	$320,000	Oct 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight	0.13	DTSP	$320,000	No	N/A	No	No	Yes - See LRPMP Text	No
		105 N. 1st Av	1046-591-13				Feb 2011								0.13					Yes			
8	RP (Fee)	143 "A" St	1046-592-01	FD (Vacant "A" Street Property)	N/A	See LRPMP Text	Jun 2009	$153,000	$68,000	Sep 2012	2012 Appraised "As-is" Market Value	N/A		Alleviate blight	0.08	DTSP	$68,000	No	N/A	No	No	Yes - See LRPMP Text	No

[1] Local factors that may affect land value were not taken into consideration. Therefore, the actual value of the property may vary greatly from the ECV. The ECV is only a planning number and may not be relied upon as a basis for actual Value.

Unk – Unknown
N/A – Not applicable
RP – Real Property
TBD – To Be Determined

CC – Community Commercial
ML – Light Manufacturing
DTSP – Downtown Specific Plan

III. Property to be Transferred for Governmental Use



Site No. 1
Metrolink Parking Lot

East Stowell Street – APN 1046-602-09
South 2nd Avenue – APN 1046-602-10
140 South 2nd Avenue – APN 1046-602-11

A. ***Permissible Use (HSC §34191.5(c)(2))*:**
Site No. 1 is the "Metrolink Parking Lot" and is proposed to be transferred to the City of Upland for governmental use pursuant to HSC §34181(a), without cost to the City.

B. ***Acquisition of Property (HSC §34191.5(c)(1)(A) & §34191.5(c)(1)(B))*:**
The Metrolink Parking Lot was acquired by the Agency on March 30, 1999 for $145,000 for the purpose of alleviating physical and economic blight.

The estimated current value ("ECV") of the Metrolink Parking Lot property is $323,000.

C. *Site Information (HSC §34191.5(c)(1)(C)):*

The Metrolink Parking Lot consists of three (3) parcel (APNs 1046-602-09, 10, 11) that total 0.62 acres and is located at the southwest corner of East Stowell Street and South 2nd Avenue.

The Metrolink Parking Lot is located within the Downtown Specific Plan: Citrus Transportation District. The Citrus Transportation District dictates the land uses and development standards for the Metrolink Parking Lot property. Land uses for the Citrus Transportation District include parking surface and structure, public facility, government office, multi-family and senior residential, cultural, commercial, office/professional, medical, and live/work. Pursuant to the Downtown Specific Plan, future land use for this property is public parking.

D. *Estimated Current Value (HSC §34191.5(c)(1)(D)):*

An appraisal of the Metrolink Parking Lot property was completed on September 29, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $323,000. The September 29, 2012 appraised value is the ECV of the Metrolink Parking Lot property. However, considering the existing use of the property as a parking lot, the property brings with it on-going maintenance costs which would have a negative appraised value if value were to be determined on an income basis.

E. *Site Revenues (HSC §34191.5(c)(1)(E)):*

There are no site revenues generated from the Metrolink Parking Lot.

F. *History of Environmental Contamination (HSC §34191.5(c)(1)(F)):*

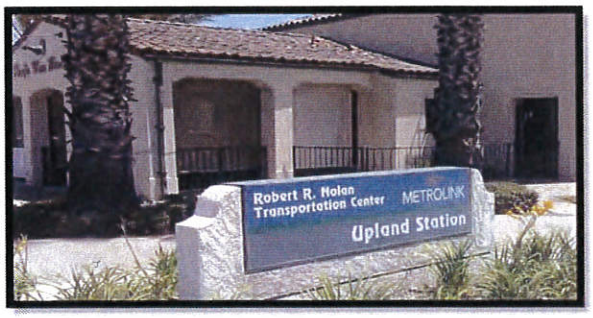
There is no history of environmental contamination for the Metrolink Parking Lot.

On November 30, 1998, a Phase-1 Environment Assessment Report was completed by ALTEC Appraisal & Consulting. Their conclusion was as follows:

> "Based on available information, ALTEC believes that no further investigation of the subject property is warranted at this time."[1]

G. *Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC §34191.5(c)(1)(G)):*

The Metrolink Parking Lot supports the Robert R. Nolan Transportation Center Metrolink Upland Station.



The continued use of this property as a Metrolink parking lot would advance the Successor Agency's and the City's redevelopment/planning objectives to (i) support Downtown Specific Plan guidelines; (ii) continue to provide parking for the Robert R. Nolan Transportation Center Metrolink

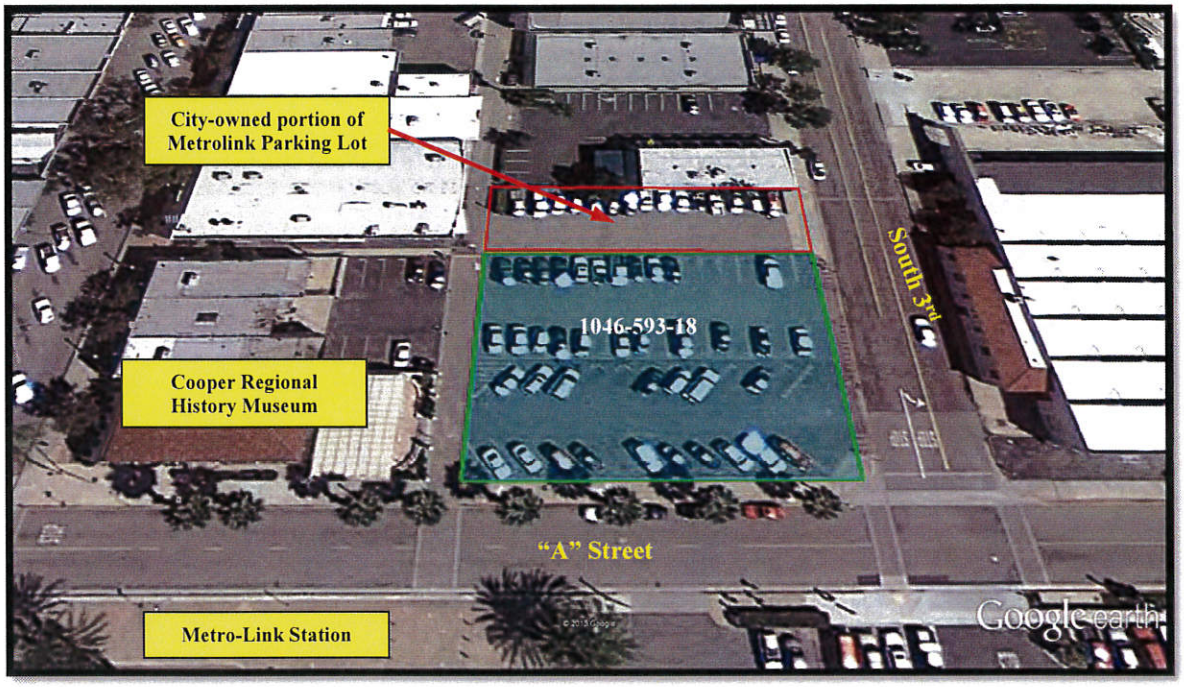
[1] *Phase I Environmental Assessment Report Parking Lot Site @ Southwest Corner of 2nd Ave. and Stowell Street in the City of Upland, CA*: ALTEC Appraisal & Consulting: November 1998: Page 20

Station; (iii) support existing TOD developments within the City; (iv) support the goals and objectives of the DTSP Citrus Transportation District; and (v) encourage TOD development within the City.

H. History of Previous Development Proposals and Activity (HSC §34191.5(c)(1)(H)):
There is no history of previous development proposals and/or activities.

I. Implementation of the Long-Range Property Management Plan:
Following the approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP. The transfer of the Metrolink Parking Lot to the City of Upland by the Successor Agency will occur only after the LRPMP is approved by the DOF.

Site No. 2
Metrolink/Museum Parking Lot
3rd Avenue/"A" Street
APN 1046-593-18



A. Permissible Use (HSC §34191.5(c)(2)):
Site No. 2 is the "Metrolink/Museum Parking Lot" and is proposed to be transferred to the City of Upland for governmental use pursuant to HSC §34181(a), without cost to the City.

B. Acquisition of Property (HSC §34191.5(c)(1)(A) & §34191.5(c)(1)(B)):
The Metrolink/Museum Parking Lot was acquired by the Agency on January 4, 2002 for $200,000 for the purpose of alleviating physical blight through the construction of a parking lot to serve Metrolink ridership and the Museum patrons.

The estimated current value ("ECV") of the Museum/Metrolink Parking Lot property is $240,000.

C. Site Information (HSC §34191.5(c)(1)(C)):

The Successor Agency's portion of the Metrolink/Museum Parking Lot consists of one (1) 0.36-acre parcel (APN 1046-593-18) located on the northwest corner of 3rd Avenue and "A" Street (the "Successor Agency Parcel"). The balance of the Metrolink/Museum Parking Lot consists of one (1) City-owned adjacent parcel (APN 1046-593-24) located along the northerly border of the Successor Agency Parcel (the "City Parcel"). The combined parking lot is bracketed by an alley on the west and 3rd Avenue on the east. On a combined basis, the Successor Agency Parcel and the City Parcel were developed and have operated as a single parking lot primarily serving Metrolink riders and Museum visitors. The continued use of the parking lot for its intended purpose is essential to the efficient operation of the Metrolink Station and the Museum.

The Metrolink/Museum Parking Lot is located within the Downtown Specific Plan: Old Town District directly adjacent to the Historic Core Overlay. The Old Town District dictates the land uses and development standards for the Metrolink/Museum Parking Lot property. Land uses for the Old Town District include parking surface and structure, public facility, government office, multi- and single-family and senior residential, cultural, commercial, office/professional, medical, and live/work. Pursuant to the Downtown Specific Plan, future land use for this property is public parking.

D. Estimated Current Value (HSC §34191.5(c)(1)(D)):

An appraisal of the Metrolink/Museum Parking Lot property was completed on September 29, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $240,000. The September 29, 2012 appraised value is the ECV of the Metrolink/Museum Parking Lot property. However, considering the existing use of the property as a parking lot, the property brings with it on-going maintenance costs which would have a negative appraised value if value were to be determined on an income basis.

E. Site Revenues (HSC §34191.5(c)(1)(E)):

There are no site revenues generated from the Metrolink/Museum Parking Lot.

F. History of Environmental Contamination (HSC §34191.5(c)(1)(F)):

Since there have been no environmental assessments of the Metrolick/Museum Parking Lot, it is unknown if there is a history of environmental contamination. However, since the site was once railroad right-of-way, there could be a potential for hydrocarbon contamination generated from railroad operations.

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC §34191.5(c)(1)(G)):

The Metrolink/Museum Parking Lot supports the Robert R. Nolan Transportation Center Metrolink Upland Station and the Cooper Regional History Museum (a non-profit 501(c) 3, organization). The continued use of this property as the parking lot for the Cooper Regional History Museum and the Metrolink would advance the Successor Agency's and the City's redevelopment/planning objectives to (i) support Downtown Specific Plan guidelines; (ii) continue to provide parking for the non-profit Cooper Regional History

Museum; (iii) promote more cultural events in conjunction with the Museum; (iv) continue to provide parking for the Robert R. Nolan Transportation Center Metrolink Station; (v) support existing TOD developments within the City; (vi) support the goals and objectives of the Downtown Specific Plan Old Town District; and (vii) encourage TOD development within the City.

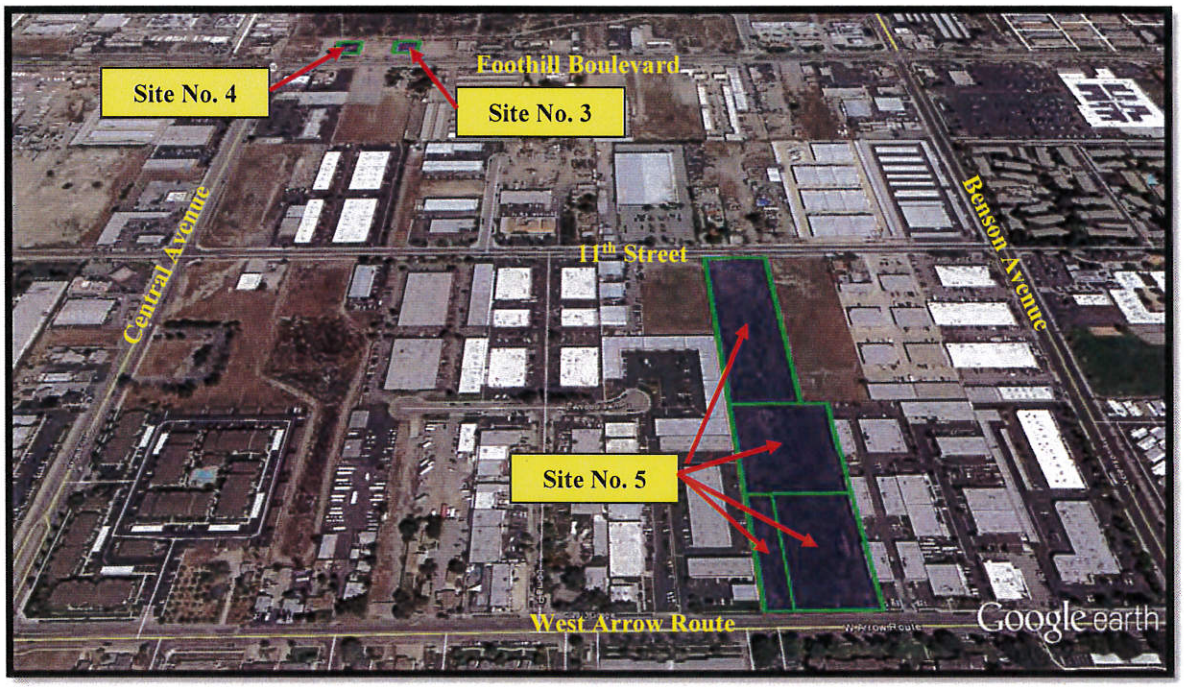
H. History of Previous Development Proposals and Activity (HSC §34191.5(c)(1)(H)):

Other than the Metrolink/Museum Parking Lot site being former railroad right-of-way, there is no other history of previous development proposals and/or activities.

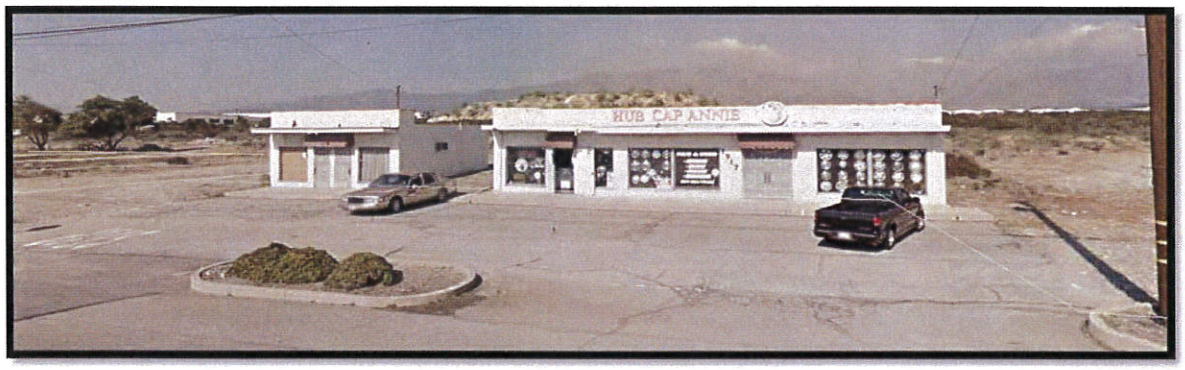
I. Implementation of the Long-Range Property Management Plan:

Following the approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP. The transfer of the Metrolink/Museum Parking Lot to the City of Upland by the Successor Agency will occur only after the LRPMP is approved by the DOF.

IV. Future Development



Site No. 3
Foothill Commercial Property
1917 and 1925 Foothill Boulevard
APN 1006-574-02



A. ***Permissible Use (HSC §34191.5(c)(2)):***
Site No. 3 is the "Foothill Commercial Property" and is proposed to be transferred to the City of Upland for future development pursuant to HSC 34191.5(c)(2).

B. ***Acquisition of Property (HSC §34191.5 (c)(1)(A) and §34191.5(c)(1)(B)):***
The Foothill Commercial Property was acquired by the Agency on January 18, 1991 for $425,000 for the purpose of alleviating physical and economic blight.

The estimated current value (the "ECV") of the Foothill Commercial Property is $235,000.

C. Site Information (HSC 34191.5(c)(1)(C)):

The Foothill Commercial Property consists of one (1) 0.24-acre parcel (APN 1006-574-02) located at 1917 and 1925 West Foothill Boulevard. Two occupied buildings, totaling approximately 2,100 sf, are located on the Property.

In the City's Municipal Code, Title 17 Planning and Zoning, the Property is zoned Community Commercial (CC). The CC zoning designation accommodates a variety of commercial/retail and office uses to provide a range of shopping and employment needs for the residents of the City. Uses in the zone are related to highway uses and to other types of drop-in trade. The zone accommodates sites for neighborhood shops, offices, commercial centers, and tourist and airport related commercial uses.

D. Estimated Current Value (HSC 34191.5(c)(1)(D)):

An appraisal of the Foothill Commercial Property was completed on October 16, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $235,000. The October 16, 2012 appraised value is the ECV of the Foothill Commercial Property.

E. Site Revenues (HSC 34191.5(c)(1)(E):

The Foothill Commercial Property is currently under a month-to-month lease with a private business enterprise, Lisa Velto, d.b.a. Hub Cap Annie (the "Tenant"). The current monthly rent is $1,530 and automatically increases by 2% each August.

Lease revenues are placed in a rent fund account and used for building maintenance as an enforceable obligation.

F. History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):

There is no history of environmental site assessments for the Foothill Commercial Property.

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):

There is no potential for a TOD development in conjunction with the Foothill Commercial Property.

The transfer of the Foothill Commercial Property for future development advances the planning objectives of the Successor Agency and the City in order to oversee the orderly development of Foothill Boulevard and maximize neighborhood commercial/office development opportunities to capture demand and compliment other land uses. Holding the Foothill Commercial Property for future development will allow the City to guide the development of the Property and not allow the Property to be sold for speculative purposes thereby creating additional blight.[2]

H. History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):

The Foothill Commercial Property is currently under a month-to-month lease with a private business enterprise, Lisa Velto, d.b.a. Hub Cap Annie (the "Tenant").

Key lease terms are as follows:

- The Tenant is designated a post-acquisition tenant and is therefore not eligible for relocation rights pursuant to 6034(b)(1) of Title 25 of the California Code of Regulations.

[2] See Exhibit "G"

- The current monthly rent is $1,530 that automatically increases by 2% each August
- First right of refusal when the Agency decides to sell the Property
- Not less than a one-year termination notice, by either party. However, if the tenant wishes to terminate the lease and re-establish their business within the City limits, then the termination notice shall be not less than 30 days.

I. Implementation of the Long-Range Property Management Plan:

Following approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.

Site No. 4
Vacant Foothill Commercial Property
1967 West Foothill Boulevard
APN 1006-574-11

A. Permissible Use (HSC 34191.5(c)(2)):
Site No. 4 is the Vacant Foothill Commercial Property (the "Vacant Commercial Property") and is proposed to be transferred to the City of Upland for future development pursuant to HSC 34191.5(c)(2).

B. Acquisition of Property (HSC 34191.5(c)(1)(A) and 34191.5(c)(1)(B)):
The Vacant Commercial Property was acquired by the Agency on October 9, 1990 for $425,000 for the purpose of alleviating physical and economic blight.

The estimated current value ("ECV") of the Vacant Commercial Property is $180,000.

C. Site Information (HSC 34191.5(c)(1)(C)):

The Vacant Commercial Property consists of one (1) 0.24-acre parcel (APN 1006-574-11) located at 1967 West Foothill Boulevard.

In the City's Municipal Code, Title 17 Planning and Zoning, the Property is zoned Community Commercial (CC). The CC zoning designation accommodates a variety of commercial/retail and office uses to provide a range of shopping and employment needs for the residents of the City. Uses in the zone are related to highway uses and to other types of drop-in trade. The zone accommodates sites for neighborhood shops, offices, commercial centers, and tourist and airport related commercial uses.

D. Estimated Current Value (HSC 34191.5(c)(1)(D)):

An appraisal of the Vacant Commercial Property was completed on October 16, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $180,000. The October 16, 2012 appraised value is the ECV of the Vacant Commercial Property.

E. Site Revenues (HSC 34191.5(c)(1)(E):

There is no revenue generated from the Vacant Commercial Property.

F. History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):

There is no history of environmental contamination for the Vacant Commercial Property.

On September 7, 1990 a Phase-I Environmental Site Assessment was completed by Converse Environmental West ("CEW"). The Phase-I concluded:

> "It appears that the historical activities at the subject site have not caused environmental impacts recorded by the regulatory agencies. Also, no apparent off-site areas of environmental concerns were discovered. Because the building was constructed prior to 1979, there is a possibility of the presence of asbestos containing materials (ACM). With the exception of the possible presence of ACM in the structure, it is CEW's opinion that the subject site has a low potential for prior environmental impact."[3]

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):

There is no potential for a TOD development in conjunction with the Vacant Commercial Property.

The transfer of the Vacant Commercial Property for future development advances the planning objectives of the Successor Agency and the City in order to oversee the orderly development of Foothill Boulevard and maximize neighborhood commercial/office development opportunities to capture demand and compliment other land uses. Holding the Vacant Commercial Property for future development will allow the City to guide the development of the Property and not allow the Property to be sold for speculative purposes thereby creating additional blight.[4]

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[3] *Preliminary Environmental Site Assessment Foothill Animal Hospital 1967 West Foothill Boulevard, Upland, CA*: Converse Environmental West: September 7, 1990: Page 1

[4] See Exhibit "G"

H. History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):

The Vacant Commercial Property was previously used as an animal hospital in the 1960's. After the Agency's acquisition of the Property, the building was demolished and the property has remained vacant since the 1990's.

I. Implementation of the Long-Range Property Management Plan:

Following approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.

Site No. 5
Vacant City Water Well Site and Industrial Property

11th Street - West of Benson Avenue
APN 1007-261-06
1737 West *Arrow Route*
APNs 1007-271-08, 45, 46

A. Permissible Use (HSC 34191.5(c)(2)):

Site No. 5 is the Vacant City Water Well Site and Industrial Site Property (the "Vacant Property") and is proposed to be transferred to the City of Upland for both governmental use pursuant to HSC §34181(a) and future development pursuant to HSC 34191.5(c)(2), of which a portion of the Property will be transferred to the City at no cost for the reasons given below.

B. Acquisition of Property (HSC 34191.5(c)(1)(A) and 34191.5(c)(1)(B)):

The Vacant Property was acquired by the Agency in several separate transactions as noted in the table below:

Acquisition Details of the Vacant Property		
APN	Date Acquired	Acquisition Cost
1007-261-06	Nov 2003	$285,000
1007-271-08	Nov 2008	$1,150,000
1007-271-45	Nov 2003	
1007-271-46	Nov 2003	

The Vacant Property was acquired over time in order to meet the goals of the City and the Agency to alleviate the existence of physical and economic blight by assembling land and preparing it for development. The estimated current value ("ECV") of the Vacant Property is $2,080,000.

C. *Site Information (HSC 34191.5(c)(1)(C)):*

The Vacant Property consists of four (4) parcels (APNs 1007-261-06, 1007-271-08, -45, -46) totaling 6.55 acres. The Vacant Property fronts on 11th Street and Arrow Route.

In the City's Municipal Code, Title 17 Planning and Zoning, the Vacant Property is zoned Light Manufacturing (ML). The ML zoning designation accommodates the development of industrial uses which include fabrication, manufacturing, assembly or processing of materials that are in already processed form and which do not in their maintenance, assembly, manufacture or plan operation create smoke, gas, odor, dust, sound, vibration, soot or lighting to any degree which might be termed obnoxious or offensive to persons residing in or conducting business in either this or any other zone of the City. The ML zoning designation also allows for industrial planned unit developments wherein presale fabrication, warehousing, wholesale operations, and a limited range of retail commercial uses may occur within the same structure, lot or combination thereof; provided, however, that any retail uses located in such units do not generate either pedestrian or vehicular traffic of a quantity or nature detrimental to the conduct of industrial operations. In addition, the use of the property for municipal water production, storage and distribution purposes (i.e., water wells, storage reservoirs and distribution water lines) is consistent with the City's General Plan and the Municipal Code's planning and zoning requirements for the ML zone.

The transfer of the Vacant Property for future development for government use for municipal water production, treatment, storage and distribution purposes (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines) advances the planning objectives of the Successor Agency and the City in accordance with the Agency's Five-Year Implementation Plan 2009-2010 through 2013-2014, that identifies the Vacant Property for development municipal water production, treatment, storage and distribution (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines). Further, the property is ideally situated within the City's water service zone to most effectively and efficiently serve the local water users. In addition, in order to utilize the Vacant Property to construct municipal water production, treatment, storage and distribution improvements (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines) for the City's Public Works Department, there needs to be approximately 1,000 feet of clearance between wells, thus necessitating the utilization of all 6.55 acres of the Vacant Property for this identified development by the City Public Works Department.[5] The City intends to construct the necessary municipal water production, treatment, storage and distribution improvements (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines) at its own expense.

D. *Estimated Current Value (HSC 34191.5(c)(1)(D)):*

An appraisal of the Vacant Property was completed on September 5, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $2,080,000. However, the appraisal did not take into consideration of the use of the property for municipal water production, treatment, storage and distribution purposes (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines). However, for the purposes of this LRPMP, the September 5, 2012 appraised value is the ECV of the Vacant Property.

[5] See Exhibit "G"

E. Site Revenues (HSC 34191.5(c)(1)(E):
There are no revenue generated from the Vacant Property.

F. History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):
There is no history of environmental contamination for the Vacant Manufacturing Property.

APN 1007-261-06:
On July 1, 2002, a Phase-I Environmental Site Assessment was completed by LOR Geotechnical Group, Inc. for the Vacant Manufacturing Property. The Phase-I concluded that:

> "This Phase-I Environmental Site Assessment has revealed no evidence of adverse environmental conditions associated with the site."[6]

APNs 1007-271-08:
On August 23, 2006, a Phase-I Environmental Site Assessment was prepared by C.H.J., Inc. for APN 1007-271-08. Their conclusions were as follows:

> "No evidence of commercial dumping or significant waste disposal on the site was documented in the available records we reviewed or observed during our site reconnaissance and aerial photograph review. The site reconnaissance revealed no significant soil staining or distressed vegetation.
>
> Potential soil contamination of the subject property from adjacent land uses is considered to be minimal.
>
> No information regarding known groundwater contamination in the subject site vicinity was identified in the [Environmental Data Resources, Inc.] report. There is no indication at this time that any past or current activities associated with the subject site would contribute to any known or potential groundwater problems in the area."[7]

APNs 1007-271-45, -46:
On July 1, 2002, a Phase-I Environmental Site Assessment was completed by LOR Geotechnical Group, Inc. for APNs 1007-271-45, -46 (formerly APN 1007-271-07). The Phase-I concluded that:

> "This Phase-I Environmental Site Assessment has revealed no evidence of adverse environmental conditions associated with the site."[8]

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):
There is no potential for a TOD development in conjunction with the Vacant Property.

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[6] *Phase I Environmental Site Assessment Flood Control Basin APN 1007-261-05, -06, and 1007-271-07 San Bernardino County, CA*: LOR Geotechnical Group, Inc.: July 1, 2002: Page 10
[7] *Preliminary Environmental Site Assessment 1737 West Arrow Route APN 1007-271-08 Upland, CA*: C.H.J., Inc.: August 23, 2006: Page 13
[8] *Phase I Environmental Site Assessment Flood Control Basin APN 1007-261-05, -06, and 1007-271-07 San Bernardino County, CA*: LOR Geotechnical Group, Inc.: July 1, 2002: Page 10

The transfer of the Vacant Property for future development for government use for municipal water production, treatment, storage and distribution purposes (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines) advances the planning objectives of the Successor Agency and the City in accordance with the Agency's Five-Year Implementation Plan 2009-2010 through 2013-2014, that identifies the Vacant Property for development municipal water production, treatment, storage and distribution purposes (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines). It is anticipated that a significant portion of the overall Vacant Property will be required for water production, treatment, storage and distribution improvements (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines). The precise amount of property required will be determined upon the completion of Water Facility Improvement Plan (the "WFIP") prepared for the Site by the City. Upon completion of the WFIP, an appropriate lot line adjustment will be prepared and recorded to carve out that portion of the Site required for the water facilities. That portion of the Site not required for the water facilities will be used for private future development purposes. The portion of the Site to be used for the water facilities will be transferred to the City at no cost. That portion of the Site not required for the water facilities will be transferred to the City at its market value, and pursuant to a compensation agreement, related revenue will be distributed to the taxing entities. The design and construction of the water facilities will be funded by the City.

H. History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):

APN 1007-261-06:

The Vacant Property was previously owned by the San Bernardino County Flood Control District (the "SBCFCD") as part of the College Heights Spreading Grounds. The SBCFCD sold the property to the Agency in 2003 when it determined the property was surplus.

APNs 1007-271-45, and -46:

A portion of the Vacant Property (APN 1007-271-07) was previously owned by the San Bernardino County Flood Control District (the "SBCFCD") as part of the College Heights Spreading Grounds. The SBCFCD sold the property to the Agency in 2003 when it determined the property was surplus. In 2009, the Agency recorded a Lot Line Adjustment splitting the parcel into two (2) lots creating APNs 1007-271-45, 46.

APNs 1007-271-08:

The remaining portion of the Vacant Property (APN 1007-271-08) contained a single family residence that was demolished after the Agency acquired the property in 2008.

The City anticipates that a significant portion of the overall Vacant Property will be developed for water production, treatment, storage and distribution improvements (i.e., water wells, water treatment facilities, storage reservoirs and distribution water lines). The precise amount of property required for development will be determined upon the completion of Water Facility Improvement Plan (the "WFIP") prepared for the Site by the City. Upon completion of the WFIP, an appropriate lot line adjustment will be prepared and recorded to carve out that portion of the Site required for the water facilities. That portion of the Site not required for the water facilities will be used for private future development purposes. The portion of the Site to be used for the water facilities will be transferred to the City at no cost. That portion of the Site not required for the water facilities will be transferred to the City at its market value, and pursuant to a compensation agreement, related revenue will be distributed to the taxing entities. The design and construction of the water facilities will be funded by the City.

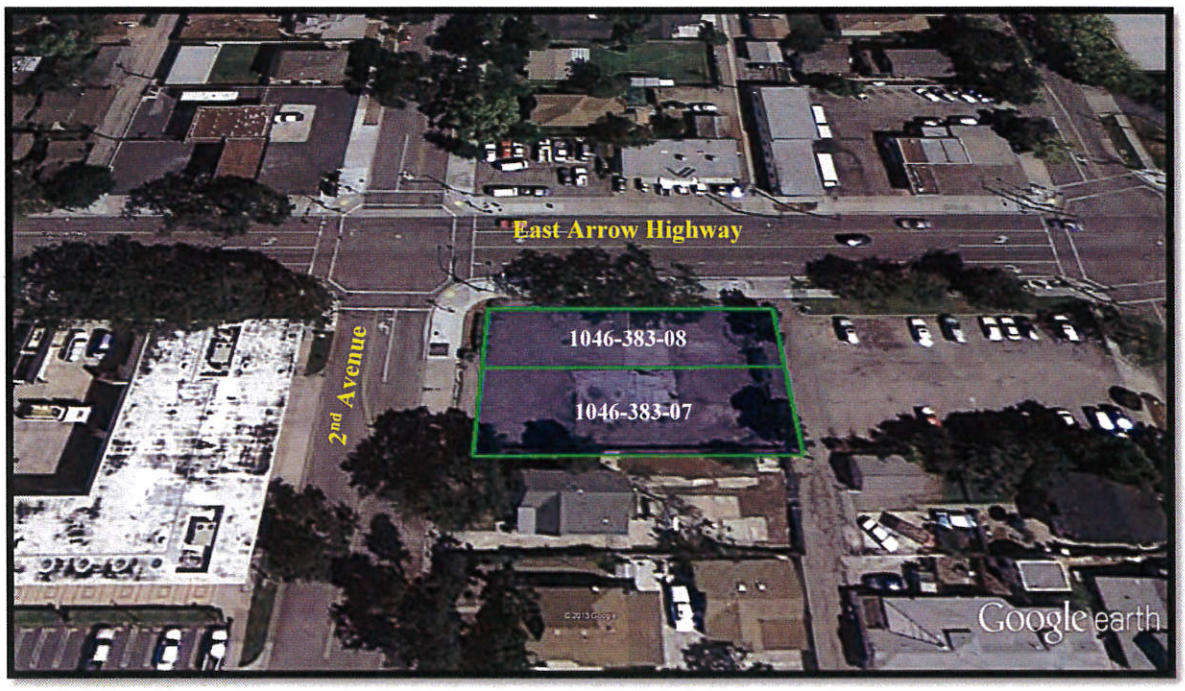
I. Implementation of the Long-Range Property Management Plan:

The Vacant Property is proposed to be transferred to the City of Upland for both governmental use pursuant to HSC §34181(a) and future development pursuant to HSC 34191.5(c)(2), of which a portion of the Property will be transferred to the City at no cost for the reasons stated above.

Following the approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP. The transfer of that portion of the Vacant Property needed for water-related purposes will be transferred to the City of Upland at no cost to the City. Further, that portion of the Vacant Property not needed for water facilities will be transferred to the City at market value. In addition, as a part of this process, the City intends to secure a HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreements") with the affected taxing entities prior to transferring the Vacant Property.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.

Site No. 6
Vacant Arrow Highway Property
234 East Arrow Highway
APNs 1046-383-07, 08



A. Permissible Use (HSC §34191.5(c)(2)):
Site No. 6 is the "Vacant Arrow Highway Property" and is proposed to be transferred to the City of Upland for future development pursuant to HSC 34191.5(c)(2).

B. Acquisition of Property (HSC §34191.5 (c)(1)(A) and §34191.5(c)(1)(B)):
The Vacant Arrow Highway Property was acquired by the Agency on March 3, 2010 for $245,000 for the purpose of alleviating physical and economic blight.

The estimated current value ("ECV") of the Vacant Arrow Highway Property is $245,000.

C. *Site Information (HSC 34191.5(c)(1)(C)):*

The Vacant Arrow Highway Property consists of two (2) vacant parcels (APNs 1046-383-07, 08) totaling 0.34 acres located at 234 East Arrow Highway.

The Vacant Arrow Highway Property is located within the Downtown Specific Plan: Arrow Highway District. The Arrow Highway District acts as an important link and gateway into Downtown and allows for a mix of low- to medium-intensity commercial and residential uses. These land uses include, but are not limited to, multi-family and senior residential, cultural, government office, public facility, commercial, office/professional, medical, parking surface and structure, and live/work.

D. *Estimated Current Value (HSC 34191.5(c)(1)(D)):*

The March 3, 2010 acquisition price of $245,000 is the ECV of the Vacant Arrow Highway Property.

E. *Site Revenues (HSC 34191.5(c)(1)(E):*

There are no site revenues from the Vacant Arrow Highway Property.

F. *History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):*

In 2009, Phase-I and -II Environmental Assessment Reports were completed for the Vacant Arrow Highway Property by Rincon Consultants, Inc.

The Phase-I found that the former use of the site as a gasoline service station, including the presence of a sump/clarifier, the potential presence of an existing underground storage tank ("UST"), and the former presence of fuel USTs on the site, indicated valid recognized environmental conditions. Therefore, the Phase-I recommended that based on the former use of the site, there was potential for petroleum hydrocarbons to be present in the soil and/or groundwater and that a Phase-II be conducted to test the soil for total petroleum hydrocarbons (TPH), volatile organic compounds (VOCs), polychlorinated biphenyls (PCBs), and/or total metals.[9]

The Phase-II was completed on October 30, 2009. The Phase-II made the flowing recommendations:

> "Varying concentrations of TPH were detected in soil samples collected from the site. Because the SBCFD [San Bernardino County Fire Department] and the Santa Ana RWQCB have not established screening levels for TPH (TPH screening levels are determined on a case by case basis), we recommend that the City of Upland discuss the results with the SBCFD to determine a site specific screening level for the TPH in soil beneath the site. In addition, elevated concentrations of total lead were detected in two soil samples collected from the site (B3 at 10 feet below grade and B5 at 2 feet below grade). The elevated concentrations exceed background levels and human health risk thresholds to which they were compared. We recommend that the City of Upland discuss the results with the SBCFD to determine if further assessment or remediation in the vicinity of B3 and B5 is warranted.[10]

[9] *Phase-II Environmental Site Assessment 234 East Arrow Highway Upland, CA*: Rincon Consultants, Inc.: October 30, 2009: Page 2
[10] *Ibid*: Pages 11-12

Once a buyer has been located for the Vacant Arrow Highway Property, discussions with the SBCFD will ensue.

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):

There is no potential for a TOD development in conjunction with the Vacant Arrow Highway Property.

The transfer of the Vacant Arrow Highway Property advances the Successor Agency's and City's planning objectives by developing and revitalizing this vacant underutilized property for a housing project that will embrace the City's mixed-use planning objectives. Holding the Vacant Arrow Highway Property for future development will allow the City to guide the development of the Property and not allow the Property to be sold for speculative purposes thereby creating additional blight.

H. History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):

The northern portion of the Vacant Arrow Highway Property was a gasoline/oil facility from at least 1928 through 1955. The former structure, built in the 1950's, was a gasoline service/station from the late 1950's through 1975. Sometime after 1975, the structure was remodeled into a flower shop. After the Agency acquired the property in 2010, the structure was demolished.

I. Implementation of the Long-Range Property Management Plan:

Following approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.

Site No. 7
1st Avenue Property
113 & 105 North 1st Avenue
APNs 1046-591-12, 13

A. *Permissible Use (HSC §34191.5(c)(2)):*
Site No. 7 is the "1st Avenue Property" and is proposed to be transferred to the City of Upland for future development pursuant to HSC 34191.5(c)(2).

B. *Acquisition of Property (HSC §34191.5 (c)(1)(A) and §34191.5(c)(1)(B)):*
The 1st Avenue Property was acquired by the Agency on October 23, 2009 and February 15, 2011 for a total of $865,000 for the purpose of alleviating physical and economic blight.

The estimated current value (the "ECV") for the 1st Avenue Property is $320,000.

C. *Site Information (HSC 34191.5(c)(1)(C)):*

The 1st Avenue Property consists of two (2) parcels totaling 0.26 acres (APNs 1046-591-12, 13) located at 113 and 105 North 1st Avenue. A vacant 2,241 sf building occupies the southerly parcel of the Property (105 North 1st Avenue / APN 1046-591-13).

The 1st Avenue Property is located within the Downtown Specific Plan: Old Town District and 1st Street Overlay. The Old Town District dictates the land uses and development standards for the 1st Avenue Property with the 1st Overlay zone providing the opportunities for larger scale developments appropriate in scale with the adjacent Euclid District, while ensuring a sensitively scaled transition to buildings in the surrounding Old Town District. Land uses for the Old Town District include multi- and single-family and senior residential, cultural, government office, public facility, commercial, office/professional, medical, parking surface and structure, and live/work.

D. *Estimated Current Value (HSC 34191.5(c)(1)(D)):*

An appraisal of the 1st Avenue Property was completed on October 16, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $320,000. The October 16, 2012 appraised value is the ECV of the 1st Avenue Property.

E. *Site Revenues (HSC 34191.5(c)(1)(E):*

There are no site revenues from the 1st Avenue Property.

F. *History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):*

There is no history of environmental site assessments for 113 North 1st Avenue (APN 1046-591-12). However, the parcel located at 105 North 1st Avenue (APN 1046-591-13) had both Phase-I and Phase-II Environmental Site Assessments conducted.

In 2011, both Phase-I and -II Environmental Site Assessments were completed for the parcel located at 105 North 1st Avenue Property by Rincon Consultants, Inc. The Phase-I indicated that the former use of the site was as a blacksmith/farm implement welding and metal making facility and an automobile repair facility.

The Phase-I concluded and recommended the following: [11]

> **Conclusion:**
> No evidence of recognized environmental conditions in connection with the property was discovered. However, there were suspect environmental conditions identified: (i) the present and historic use of the site as an automotive repair facility intermittently from at least 1950 to the present; (ii) the onsite spilled oil beneath the above-ground lifts, oil stained concrete around the waste-oil storage tank, and oil stains on the asphalt paved parking lot; (iii) the former 500-gallon waste oil underground storage tank ("UST") removed from the site in 2000 with one sample collected and no analytical data provided the former onsite use as a blacksmith/farm implement welding and metal making facility; (iv) the presence of a former Texaco service station across the alley to the west of the site; and (v) the potential presence of lead-based paints and asbestos containing material in the on-site structure.

[11] *Phase-I Environmental Site Assessment, 105 N 1st Avenue, Upland, CA*: Rincon Consultants, Inc.: January 27, 2011: Page 26

Recommendation:
In order to determine if the former use of the site, and possibly the use of the property adjacent to the west of the site, had adversely impacted the site, the Agency may want to conduct soil sampling for TPH, VOCs, and total metals in conjunction with a Phase-II.

The Phase-II conducted soil sampling that resulted locating specific areas where TPH-gasoline (TPH-g), TPH-oil (TPH-o), and lead were present and could be remediated through soil removal. Therefore, the Phase-II recommended, that based on the current assessment, no further assessment of the site appeared warranted. However, if the site was to be redeveloped, it would then be recommended that the areas with lead, TPH-g and TPH-o to be removed and properly disposed.[12]

G. Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):
There is no potential for a TOD development in conjunction with the 1st Avenue Property.

The transfer of the 1st Avenue Property for future development advances the planning objectives of the Successor Agency and City by developing the 1st Avenue Property into a mixed-use affordable housing project in conjunction with the four (4) City Housing Entity-owned parcels to the north of the Property.

H. History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):
For the past 60 years, the parcel located at 105 North 1st Avenue has been used intermittently as an automobile repair and paint facility. Currently, a vacant 2,241 sf building is located on the site.

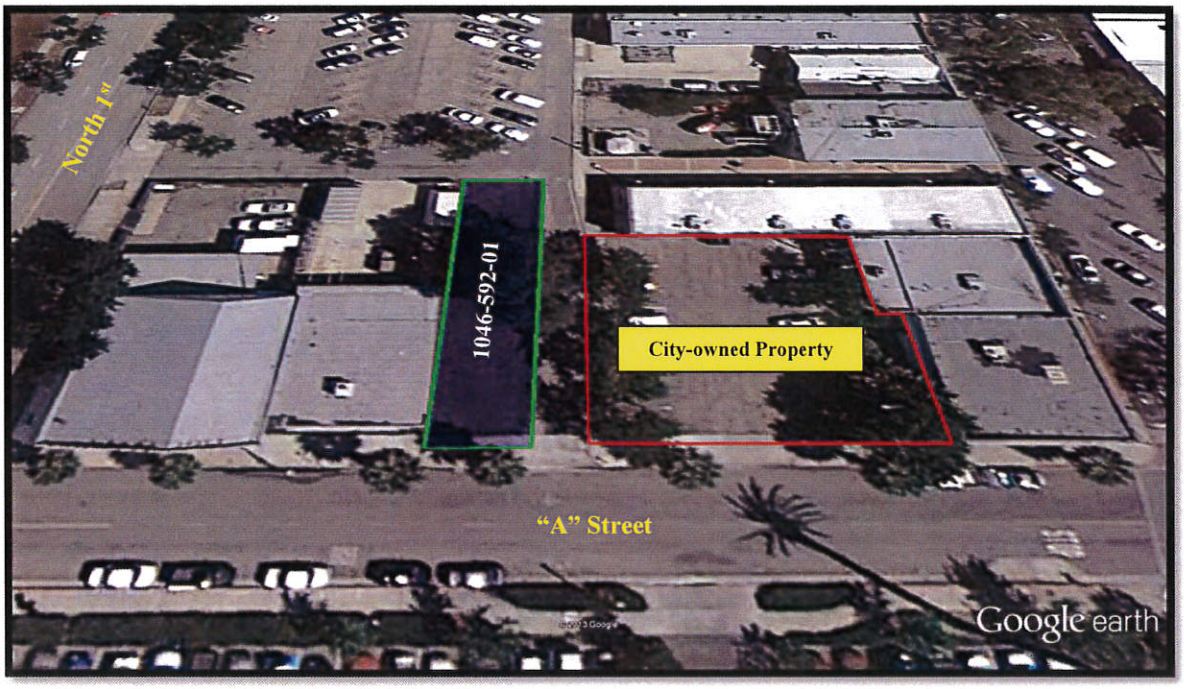
A 2,640 sf warehouse was located at 113 North 1st Avenue prior to the Agency's acquisition. Shortly after the Agency acquired the Property, the building was demolished. The land has been vacant since.

I. Implementation of the Long-Range Property Management Plan:
Following approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.

[12] *Phase-II Environmental Site Assessment, 105 N 1st Avenue, Upland, CA*: Rincon Consultants, Inc.: February 8, 2011: Page 8

Site No. 8
Vacant "A" Street Property
143 "A" Street
APN 1046-592-01



A. Permissible Use (HSC §34191.5(c)(2)):
Site No. 8 is the "Vacant "A" Street Property" and is proposed to be transferred to the City of Upland for future development pursuant to HSC 34191.5(c)(2).

B. Acquisition of Property (HSC §34191.5 (c)(1)(A) and §34191.5(c)(1)(B)):
The Vacant "A" Street Property was acquired by the Agency on June 15, 2009 for $153,000 for the purpose of alleviating physical and economic blight.

The estimated current value (the "ECV") for Vacant "A" Street Property is $68,000.

C. ***Site Information (HSC 34191.5(c)(1)(C)):***
The Vacant "A" Street Property consists of one (1) 0.08-acre parcel (APN 1046-592-01) located at 143 "A" Street.

The Vacant "A" Street Property is located within the Downtown Specific Plan: Old Town District and 1st Avenue Overlay. The Property is a non-conforming lot size of 30 feet x 119 feet. The Old Town District and 1st Avenue Overlay minimum standard lot size is 44 feet x 140 feet.

The Old Town District dictates the land uses and development standards for the Vacant "A" Street Property with the 1st Avenue Overlay zone providing the opportunities for larger scale developments appropriate in scale with the adjacent Euclid District, while ensuring a sensitively scaled transition to buildings in the surrounding Old Town District. Land uses for the Old Town District include multi- and single-family and senior residential, cultural, government office, public facility, commercial, office/professional, medical, parking surface and structure, and live/work.

D. ***Estimated Current Value (HSC 34191.5(c)(1)(D)):***
An appraisal of the Vacant "A" Street Property was completed on September 23, 2012 by the Bronstein Company, Inc. The "as-is" market value was determined to be $68,000. The September 23, 2012 appraised value is the ECV of the Vacant "A" Street Property.

E. ***Site Revenues (HSC 34191.5(c)(1)(E):***
There are no site revenues from the Vacant "A" Street Property.

F. ***History of Environmental Contamination ((HSC 34191.5(c)(1)(F)):***
There is no history of environmental site assessments for the Vacant "A" Street Property.

G. ***Potential for Transit Oriented Development (TOD) and the Advancement of Planning Objectives of the Successor Agency (HSC 34191.5(c)(1)(G)):***
There is no potential for a TOD development in conjunction with the Vacant "A" Street Property.

Due to the non-conforming lot size of the Vacant "A" Street Property, the transfer of the Property for future development advances the planning objectives of the Successor Agency and the City by holding this property until a development can be identified in conjunction with the City-owned property adjacent to the east. To sell this property without a development project would open the sale up to speculative buyers and may lead to continued and additional blight in this area.

H. ***History of Previous Development Proposals and Activity (HSC 34191.5(c)(1)(H)):***
There is no history of previous development or proposals for the Vacant "A" Street Property.

I. ***Implementation of the Long-Range Property Management Plan:***
Following approval of the LRPMP by the DOF, the Successor Agency will implement the LRPMP.

For property to be transferred to the City of Upland for future development, implementation will include securing an HSC § 34180 (f)(1) compensation agreement (the "Compensation Agreement") with the affected taxing entities prior to the transfer of the property to the City. The City will seek a

Compensation Agreement with the affected taxing entities after the LRPMP is approved by DOF. The compensation due the affected taxing entities shall be governed by the Compensations Agreement.