

CITY OF ALAMEDA RESOLUTION NO. _____

DECLARING RESULTS OF SPECIAL ELECTION IN COMMUNITY FACILITIES DISTRICT NO. 13-1 (ALAMEDA LANDING PUBLIC IMPROVEMENTS), DETERMINING THAT ALTERATION OF THE FACILITIES TO BE FINANCED BY AND THE RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAXES FOR, AND THE INCREASE IN THE BONDED INDEBTEDNESS LIMIT OF, THE DISTRICT ARE LAWFULLY AUTHORIZED, APPROVING AND AUTHORIZING THE EXECUTION OF A SUPPLEMENT NO. 1 TO ACQUISITION AGREEMENT, AND DIRECTING RECORDING OF AN AMENDMENT TO NOTICE OF SPECIAL TAX LIEN

WHEREAS, in proceedings heretofore conducted by this City Council of the City of Alameda (this "City Council") pursuant to the City of Alameda Special Tax Financing Improvement Code, constituting Section 3-70.1 et seq. of the Alameda Municipal Code (the "Law"), on this date this City Council adopted a Resolution Calling Special Election Regarding Alteration of the Facilities to be Financed by and the Rate and Method of Apportionment of Special Taxes for, and an Increase in the Bonded Indebtedness Limit of, Community Facilities District No. 13-1 (Alameda Landing Public Improvements) (the "Resolution Calling Election"), calling for a special election of the qualified electors within the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements) (the "District"); and

WHEREAS, pursuant to the terms of the Resolution Calling Election, which are by this reference incorporated herein, said special election was held on this date, and the City Clerk has on file a Canvass and Statement of Results of Election, a copy of which is attached hereto as Attachment A; and

WHEREAS, this City Council has reviewed said canvass and hereby approves it; and

WHEREAS, the City and Catellus Alameda Development, LLC (the "Developer") are parties to an Acquisition Agreement, dated as of November 1, 2013 (the "Acquisition Agreement") whereby the Developer has agreed to construct, and the City has agreed to acquire with proceeds of special tax bonds issued by the City for the District or with proceeds of special taxes levied on property in the District, facilities eligible to be financed by the District; and

WHEREAS, now that the District is authorized to finance additional facilities due to the alteration of the facilities approved by the qualified electors of the District, a Supplement No. 1 to Acquisition Agreement (the "First Acquisition Agreement Supplement") has been prepared which adds the additional facilities to those to be constructed by the Developer, and financed by the District, under the Acquisition Agreement, and the City Council now desires to approve the First Acquisition Agreement Supplement and to authorize its execution and delivery by the City.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Alameda that:

1. The issues presented at the special election for the District were the alteration of the facilities eligible to be financed by and the rate and method of apportionment of special taxes for, and the increase in the bonded indebtedness limit of, the District, as described in the Resolution Calling Election.

2. The results of said special election are as set forth in said Canvass on file with the City Clerk, a copy of which is attached to this Resolution as Attachment A, which Canvass is incorporated herein by this reference. Pursuant to said Canvass, all of the issues presented at said special election were approved by the qualified electors.

3. This City Council hereby determines that the alteration of the facilities eligible to be financed by and the rate and method of apportionment of special taxes for, and the increase in the bonded indebtedness limit of, the District, as described in the Resolution of Consideration referenced in the Resolution Calling Election, are lawfully authorized.

4. The First Acquisition Agreement Supplement, in the form on file with the City Clerk, is hereby approved. The City Manager is hereby authorized and directed to execute and deliver the First Acquisition Agreement Supplement in said form, with such additions thereto or changes therein as are approved by the City Manager upon consultation with the Public Works Director, the City Attorney and Bond Counsel, the approval of such additions or changes to be conclusively evidenced by the execution and delivery of the First Acquisition Agreement Supplement by the City Manager.

5. The City Clerk is hereby directed to execute and cause to be recorded in the office of the County Recorder of the County of Alameda an amendment to the notice of special tax lien for the District, in substantially the form attached hereto as Attachment B, said recording to occur no later than fifteen days following adoption by this City Council of this Resolution.

6. It is hereby found that all prior proceedings and actions taken by this City Council with respect to the District, the alteration of the facilities eligible to be financed by and the rate and method of apportionment of special taxes for, and the increase in the bonded indebtedness limit of, the District, were valid and in conformity with the Law.

7. This Resolution shall take effect upon its adoption.

* * * * *

ATTACHMENT A

CANVASS OF RETURNS AND STATEMENT OF RESULT OF ELECTION

CITY OF ALAMEDA
COMMUNITY FACILITIES DISTRICT NO. 13-1
(ALAMEDA LANDING PUBLIC IMPROVEMENTS)

I hereby certify that on April 21, 2015, I canvassed the returns of the elections held on April 21, 2015, in the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements), and that the total number of votes cast for and against the respective ballot measures are as follows, and that the totals as shown for and against the respective measure are full, true and correct:

BALLOT MEASURE A: Shall the facilities eligible to be financed by the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements) be altered as described in the Resolution of the City Council of the City of Alameda adopted April 7, 2015, entitled "Resolution of Consideration to Alter the Facilities to be Financed by and the Rate and Method of Apportionment of Special Taxes for, and to Increase the Bonded Indebtedness Limit of, Community Facilities District No. 13-1 (Alameda Landing Public Improvements)"?

Qualified Eligible Votes	Votes Cast	YES	NO
_____	_____	_____	_____

BALLOT MEASURE B: Shall the rate and method of apportionment of special taxes for the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements) be altered as described in the Resolution of the City Council of the City of Alameda adopted April 7, 2015, entitled "Resolution of Consideration to Alter the Facilities to be Financed by and the Rate and Method of Apportionment of Special Taxes for, and to Increase the Bonded Indebtedness Limit of, Community Facilities District No. 13-1 (Alameda Landing Public Improvements)"?

Qualified Eligible Votes	Votes Cast	YES	NO
_____	_____	_____	_____

BALLOT MEASURE C: Shall the bonded indebtedness limit for the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements) be increased from \$20,000,000 to \$40,000,000?

Qualified Eligible Votes	Votes Cast	YES	NO
_____	_____	_____	_____

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this 21st day of April, 2015.

By: _____
Lara Weisiger, City Clerk,
City of Alameda

ATTACHMENT B

FORM OF AMENDMENT TO
NOTICE OF SPECIAL TAX LIEN

RECORDING REQUESTED BY AND
AFTER RECORDATION RETURN TO:

City Clerk
City of Alameda
2263 Santa Clara Avenue
Alameda, CA 94501

FIRST AMENDMENT TO
NOTICE OF SPECIAL TAX LIEN

CITY OF ALAMEDA
COMMUNITY FACILITIES DISTRICT NO. 13-1
(ALAMEDA LANDING PUBLIC IMPROVEMENTS)

FIRST AMENDMENT TO
NOTICE OF SPECIAL TAX LIEN

CITY OF ALAMEDA
COMMUNITY FACILITIES DISTRICT NO. 13-1
(ALAMEDA LANDING PUBLIC IMPROVEMENTS)

Pursuant to the requirements of Section 3114.5 of the California Streets and Highways Code and the City of Alameda Special Tax Financing Improvement Code, constituting Section 3-70.1 et seq. of the Alameda Municipal Code (the "Law"), a Notice of Special Tax Lien (the "Notice") with respect to the City of Alameda Community Facilities District No. 13-1 (Alameda Landing Public Improvements) (the "District") was recorded in the Office of the County Recorder of the County of Alameda on January 9, 2014, as Document No. 2014006202.

This First Amendment to Notice of Special Tax Lien amends the Notice in order to reflect additional facilities eligible to be financed by the District as described in Exhibit B hereto, a change to the Public Facilities Requirement set forth in the rate and method of apportionment of special taxes for the District from \$17,206,135 to \$35,000,000, all pursuant to proceedings confirmed by Resolution No. _____ adopted by the City Council of the City of Alameda on April 21, 2015. Said Resolution No. _____ also confirmed an increase in the bonded indebtedness limit for the District to \$40,000,000.

The name(s) of the owner(s) of the land in, and the assessor's tax parcel number(s) for, the real property which is included within the District and not exempt from the special tax are as set forth in Exhibit A attached hereto and hereby made a part hereof.

Reference is made to the boundary map of the District recorded on December 12, 2013 in Book 18 of Maps of Assessment and Community Facilities Districts at Page 45, in the office of the County Recorder for the County of Alameda, State of California.

For further information concerning the current and estimated future tax liability of owners or purchasers of real property or interests therein subject to this special tax lien, interested persons should contact the Finance Director of the City of Alameda, 2263 Santa Clara Avenue, Alameda, California 94501, telephone number (510) 747-4888.

Dated: _____, 2015

By: _____
City Clerk,
City of Alameda

EXHIBIT A

ASSESSOR'S PARCEL NUMBERS FOR, AND OWNERS OF LAND WITHIN THE CITY OF ALAMEDA COMMUNITY FACILITIES DISTRICT NO. 13-1 (ALAMEDA LANDING PUBLIC IMPROVEMENTS)

Alameda County Assessor's Parcel Nos.	Owner of Parcels
074-1366-001-00 074-1366-004-00 074-1366-005-00 074-1366-006-00	Successor Agency of the Community Improvement Commission of the City of Alameda 2263 Santa Clara Avenue Alameda, California 94501
074 -1370-001-00 074 -1370-002-00 074 -1370-003-00 074 -1370-004-00 074 -1370-005-00 074 -1370-006-00 074 -1370-007-00 074 -1370-008-00 074 -1370-009-00 074 -1370-010-00 074 -1370-011-00 074 -1370-012-00 074 -1370-013-00 074 -1370-014-00 074 -1370-015-00 074 -1370-016-00 074 -1370-017-00 074 -1370-018-00 074 -1370-019-00 074 -1370-020-00 074 -1370-021-00 074 -1370-022-00 074 -1370-023-00 074 -1370-024-00 074 -1370-025-00 074 -1370-026-00 074 -1370-027-00 074 -1370-028-00 074 -1370-029-00 074 -1370-030-00 074 -1370-031-00 074 -1370-032-00 074 -1370-033-00 074 -1370-034-00 074 -1370-035-00 074 -1370-036-00 074 -1371-001-00 074 -1371-002-00	Tri Pointe Homes Inc. 19520 Jamboree Road #200 Irvine, California 92612

Alameda County
Assessor's Parcel Nos.

Owner of Parcels

074 -1371-003-00
074 -1371-004-00
074 -1371-005-00
074 -1371-006-00
074 -1371-007-00
074 -1371-008-00
074 -1371-009-00
074 -1371-010-00
074 -1371-011-00
074 -1371-012-00
074 -1371-013-00
074 -1371-014-00
074 -1371-015-00
074 -1371-016-00
074 -1371-017-00
074 -1371-018-00
074 -1371-019-00
074 -1371-020-00
074 -1371-021-00
074 -1371-022-00
074 -1371-023-00
074 -1371-024-00
074 -1371-025-00
074 -1371-026-00
074 -1371-027-00
074 -1371-028-00
074 -1371-029-00
074 -1371-030-00
074 -1371-031-00
074 -1371-032-00
074 -1371-033-00
074 -1371-034-00
074 -1371-035-00
074 -1371-036-00
074 -1371-037-00
074 -1371-038-00
074 -1371-039-00
074 -1371-040-00
074 -1371-041-00
074 -1371-042-00
074 -1371-043-00
074 -1371-044-00
074 -1371-045-00
074 -1371-046-00
074 -1371-047-00
074 -1371-048-00
074 -1371-049-00
074 -1371-050-00
074 -1371-051-00
074 -1371-052-00
074 -1371-053-00
074 -1371-054-00
074 -1371-055-00

Alameda County
Assessor's Parcel Nos.

Owner of Parcels

074 -1371-056-00
074 -1371-057-00
074 -1371-058-00
074 -1371-059-00
074 -1371-060-00
074 -1371-061-00
074 -1371-062-00
074 -1371-063-00
074 -1371-064-00
074 -1371-065-00
074 -1371-066-00

EXHIBIT B

CITY OF ALAMEDA COMMUNITY FACILITIES DISTRICT NO. 13-1 (ALAMEDA LANDING PUBLIC IMPROVEMENTS)

DESCRIPTION OF ADDITIONAL IMPROVEMENTS TO BE ELIGIBLE TO BE FINANCED BY THE DISTRICT

The District shall be eligible to finance, in addition to those facilities described in Exhibit A to Resolution No. 14872 adopted by the City Council of the City of Alameda on December 3, 2013 (the "Resolution of Intention"), all or a portion of the costs of the following improvements within the District, any territory annexed to the District, or otherwise in the vicinity of the District or any territory annexed to the District:

- Demolition of, and stabilization and improvements to existing wharf.
- Entry monument.
- Floating dock.
- Wharf railing.

The District shall also be eligible to finance any of the facilities described in Exhibit A to the Resolution of Intention to be constructed within or in the vicinity of any territory annexed to the District.

The additional improvements shall include the costs of design, engineering and planning, the costs of any environmental or other studies, surveys or reports, the cost of any required environmental mitigation, soils testing, permits, plan check and inspection fees, insurance, legal and related overhead costs, coordination and supervision, City of Alameda staff and consultant costs, and any other costs or appurtenances related to any of the additional improvements to be financed or any of the foregoing.

I, the undersigned, hereby certify that the foregoing Resolution was duly and regularly adopted and passed by the Council of the City of Alameda in a regular meeting assembled on the 21st day of April, 2015, by the following vote to wit:

AYES:

NOES:

ABSENT:

ABSTENTIONS:

IN WITNESS, WHEREOF, I have hereunto set my hand and affixed the official seal of said City this 22nd day of April, 2015.

Lara Weisiger, City Clerk
City of Alameda

APPROVED AS TO FORM

Janet C. Kern, City Attorney
City of Alameda