

**OVERSIGHT BOARD FOR SUCCESSOR AGENCY TO THE
VICTORVILLE REDEVELOPMENT AGENCY
REGULAR MEETING AGENDA**

City of Victorville
14343 Civic Drive, Conference Room "D"
Victorville, CA 92392

Thursday, October 22, 2015
1:30 P.M.

CALL TO ORDER

ITEM 1 PUBLIC COMMENT

DISCUSSION AGENDA

ITEM 2 APPROVE MINUTES FROM SEPTEMBER 24, 2015 REGULAR MEETING.

ITEM 3 RESOLUTION OB-VRDA-15-007 APPROVING THE LONG RANGE PROPERTY
MANAGEMENT PLAN AS REVISED

ITEM 4 COMMENTS FROM OVERSIGHT BOARD AND STAFF

ITEM 5 ADJOURNMENT

MINUTES OF THE
REGULAR MEETING OF THE
OVERSIGHT BOARD FOR SUCCESSOR AGENCY
TO THE VICTORVILLE REDEVELOPMENT AGENCY
September 24, 2015

CALL TO ORDER

The regular meeting of the Oversight Board for the Successor Agency to the Victorville Redevelopment Agency was called to order at 1:31 p.m. by Chairman Metzler in Conference Room "D", Victorville City Hall, at 14343 Civic Drive, Victorville, California.

ROLL CALL

PRESENT: Board Members Debbie Betts, Karen Hardy, Janice Lindsay, Keith Metzler and Doug Robertson

ABSENT: Board Members Mary O'Toole and Anita Tuckerman

Also present was Economic Development Administrator, Sophie Smith; Varner & Brandt, LLP Representative, Nathan Heyde and Recording Secretary, Heidi Roche.

1. PUBLIC COMMENT

There was no public comment.

DISCUSSION AGENDA

2. APPROVE MINUTES FROM JULY 23, 2015 AND SEPTEMBER 10, 2015 REGULAR MEETINGS

It was moved by Board Member Robertson, seconded by Board Member Lindsay to approve; motion carried unanimously.

3. RESOLUTION OB-VRDA-15-006 OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE VICTORVILLE REDEVELOPMENT AGENCY, ADOPTING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND ADMINISTRATIVE BUDGET PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177 FOR THE PERIOD COMMENCING ON JANUARY 1, 2016 AND ENDING ON JUNE 30, 2016 (ROPS 15-16B)

Ms. Smith announced that this ROPS cycle would be the last 6 month ROPS cycle as the cycle will be done annually beginning in February of 2016.

Ms. Smith further announced the following agenda revisions:

- Item No. 22 (Project area - Old Town) – The total outstanding amount should be changed from \$4,651,426 to \$4,681,426 which will result in a \$30,000 increase to the cover page.
- On items 37, 38, 39 and 43 (Prior Pass-Through Agreements) – the amounts remain listed as total outstanding amounts but payments are not being requested during this cycle.
- Item 48 (Unfunded Liabilities) is a new item for unfunded benefit obligations for former RDA employees.
- Item 20 (Unknown Vendors) was added for appraisals relating to the Long Range Property Management Plan.

Mr. Heyde reported the status of the firm's work regarding the Pass-Through Agreement issues indicating that a detailed opinion and analysis is forthcoming. He expects it will be completed as soon as October 2015. All parties' legal counsel will be consulted and the Board will be apprised of and developments through Mr. Metzler.

Ms. Betts inquired if there would be opportunities for the parties to consult with the firm once the decision has been rendered.

Mr. Heyde indicated that this would be something for the Board to consider.

Mr. Metzler explained that the ROPS before the Board is the same as the last ROPS with the exception of the request for payment to Victor Valley Community College Board as they received payment on the last ROPS. He inquired to counsel regarding the Successor Agency approach to include the disputed Pass-Through Agreement items being listed as outstanding with no payment requested.

Mr. Heyde agreed that the approach was accurate.

It was moved by Board Member Robertson, seconded by Board Member Lindsay to approve the amended ROPS; motion carried with Board Member Betts voting no.

4. NEXT REGULARLY SCHEDULED MEETING: OCTOBER 8, 2015

The meeting will remain on the calendar. In the event there are no items for discussion, notification of cancellation will be posted.

5. COMMENTS FROM OVERSIGHT BOARD AND STAFF

Mr. Heyde spoke to the new SB107 legislation and indicated that the firm would be preparing a summary for the Board.

Mr. Robertson requested the meeting schedule be revisited as the meetings are frequently cancelled due to lack of agenda items.

Ms. Lindsay indicated that she would not be available to attend either of the October scheduled meetings.

Mr. Metzler indicated that a resolution would need to be adopted to change the meeting schedule but suggested that the resolution be presented to the Board at the next ROPS meeting.

Ms. Smith indicated that the next ROPS cycle will begin in February 2016 so it will be necessary to have the January 2016 meetings.

Mr. Heyde indicated that there may be a need for a special meeting to discuss the legal opinion regarding the Pass-Through Agreements.

6. ADJOURNMENT

It was moved by Board Member Betts, seconded by Board Member Robertson to adjourn the meeting; motion carried unanimously.

CHAIRMAN OF THE BOARD OF ADMINISTRATORS

ATTEST:

RECORDING SECRETARY

AGENDA ITEM #3

OVERSIGHT BOARD FOR SUCCESSOR AGENCY TO THE
VICTORVILLE REDEVELOPMENT AGENCY
MEETING OF: OCTOBER 22, 2015

SUBJECT: Resolution OB-VRDA-15-007 adopting the Long Range Property Management Plan as revised for the Successor Agency to the Victorville Redevelopment Agency

RECOMMENDATION: That Your Honorable Board adopts Resolution OB-VRDA-15-007 approving the revised Long Range Property Management Plan (LRPMP)

FISCAL IMPACT: None at this time

DISCUSSION: As you know, California Redevelopment Agencies were abolished as of February 1, 2012, as a result of legislation, ABx1 26, enacted on June 29, 2011, and upheld by the California Supreme Court on December 29, 2011. On February 1, 2012, all real properties of the former Redevelopment Agency transferred to the control of the Successor Agency by operation of law.

Pursuant to Health and Safety Code Section 34191.5(b), the Successor Agency must prepare a Long-Range Property Management Plan (LRPMP) that addresses the disposition and use of the real properties of the former redevelopment agency. The LRPMP must be submitted to the Oversight Board and the Department of Finance (DOF) for approval no later than six months following the issuance of a Finding of Completion. The Successor Agency to the Victorville Redevelopment Agency received its Finding of Completion on June 12, 2013. At its December 5, 2013 meeting, the Oversight Board approved the LRPMP via Resolution OB-VRDA-13-008. Accordingly, the LRPMP was submitted to the Department of Finance on December 12, 2013.

Since that time, Successor Agency staff had worked with several DOF analysts who have reviewed the plan and provided comment as to the proposed disposition of each property. Recently, DOF staff and Successor Agency staff have been able to work out proposed dispositions for each property that are agreeable to both entities, subject to Oversight Board approval. Attached is a revised Executive Summary to ease review of the changes.

As you may recall, the LRPMP addresses the disposition of 29 properties that are grouped into 12 property sites in order to make the plan more manageable. The original plan was over 600 pages because it included Exhibits that served as supporting documentation to the narrative. The LRPMP now consists of 46 pages and incorporates suggested changes from the DOF. The Executive Summary has been updated for the

Oversight Board; however, such summary as well as the exhibits are not part of the official plan. In summary, the plan has been updated as follows:

- Site #2 – Auto Mall Signs Property- The Successor Agency originally proposed the retention of the signs for Governmental Use. The DOF does not believe the signs meet the definition of Governmental Use, so the proposed disposition has been revised to Sale of Property. The sale would be based upon a land value appraisal because the sign improvements have been fully depreciated and due to the Caltrans freeway sign permit, the City of Victorville would be the most qualified purchaser of the property.
- Site #4 – Foxborough Property- The 7.85 acre site next to the City's municipal utility property was originally proposed as Retention for Governmental Use. However, the DOF did not agree with such disposition, so the plan has been revised to reflect a transfer of 1.25 acres of the parcel to the City of Victorville via Lot Line Adjustment due to underground and above-ground utility improvements on that portion of the parcel. The remainder 6.6 acres have been changed to Sale of Property.
- Site #6 – Auto Mall Property- The proposed disposition has been changed to Sale of Property because the land swap with Bazoft development is no longer necessary.
- Site #10 – Nisqualli Interchange Property- The proposed disposition has been changed to Sale of Property. The original submission to the DOF was the property would be used to satisfy an Enforceable Obligation; however, the DOF did not recognize the MOU with Marinita Development as an Enforceable Obligation.
- Site #12 – Airport Runway Extension Property- The original disposition proposed was the transfer to the Southern California Logistics Airport Authority for Government Use; however, the DOF has indicated the transfer would be most appropriate to the City of Victorville for Governmental Use.
- Site #13- Miscellaneous Assets- The original submission included \$2,635,321 in Public Improvements that had been identified in the Non-Housing DDR as an item to be addressed in the LRPMP. However, the DOF has indicated this is not necessary because the road improvements, etc., are not property identifiable in such a way that they can be transferred to another entity.

Staff is requesting approval of the Revised Long-Range Property Management Plan. As always, staff remains available for any questions or comments you might have.

Submitted by: Sophie Smith, Successor Agency/Economic Development Division Head,
City of Victorville

Attachments: Executive Summary (blacklined)
 Resolution OB-VRDA-15-007
 Long Range Property Management Plan, Revised

LONG RANGE PROPERTY MANAGEMENT PLAN

Successor Agency to the former Victorville Redevelopment Agency

EXECUTIVE SUMMARY

INTRODUCTION

On June 27, 2012, Governor Brown signed into law Assembly Bill 1484 (AB 1484), a budget trailer bill that makes substantial changes to the redevelopment agency dissolution process implemented by ABx1 26. One of the key components of AB 1484 is the requirement that all successor agencies develop a Long Range Property Management Plan that governs the disposition and use of the former redevelopment agency properties. This document is the Long Range Property Management Plan (LRPMP) for the Successor Agency to the former Victorville Redevelopment Agency.

REQUIREMENTS FOR APPROVAL OF LONG RANGE PROPERTY MANAGEMENT PLAN

Prior to approval of a final LRPMP and subsequent disposition of real estate assets, the Successor Agency must comply with several requirements under AB 1484.

Below is the 5-step process outlined for the disposition of properties as it relates to the Successor Agency to the Victorville Redevelopment Agency:

1. Due Diligence Reviews (DDR's)
 - Completed – October 11, 2012 (Housing Funds) and January 14, 2013 (Non-Housing Funds)
2. Remit all available cash assets to the County-Auditor Controller and taxing entities
 - Completed – Housing Funds transferred \$7,216,798 on December 19, 2012
 - Completed – Non-Housing Funds transferred \$1,304,112 on May 9, 2013
3. DOF issues Finding of Completion
 - Completed – Issued on June 12, 2013
4. Develop and Approve LRPMP
 - Successor Agency Approval – Pending
 - Oversight Board Approval – Pending
 - DOF Approval – LRPMP must be submitted to DOF no later than December 12, 2013 (six months after the Finding of Completion)
5. Dispose of real estate assets in accordance with the LRPMP

CONTENTS OF THE LONG RANGE PROPERTY MANAGEMENT PLAN

The LRPMP will serve to determine if the properties should be:

1. Retained for governmental use;
2. Retained for future development;
3. Sold; or
4. Retained to fulfill an enforceable obligation

The following is the full text of Health & Safety Code Sections 34191.5(c) which outlines the specific provisions for the LRPMP, and 34181(a) regarding governmental use.

34191.5(c) The long-range property management plan shall do all of the following:

(1) Include an inventory of all properties in the trust. The inventory shall consist of all of the following information:

(A) The date of the acquisition of the property and the 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) Address the use or disposition of all of the properties in the trust. Permissible uses include the retention of the property for governmental use pursuant to subdivision (a) of Section 34181, the retention of the property for future development, the sale of the property, or the use of the property to fulfill an enforceable obligation. The plan shall separately identify and list properties in the trust dedicated to governmental use purposes and properties retained for purposes of fulfilling an enforceable obligation. With respect to the use or disposition of all other properties, all of the following shall apply:

(A) If the plan directs the use or liquidation of the property for a project identified in an approved redevelopment plan, the property shall transfer to the city , county , or city and county .

(B) If the plan directs the liquidation of the property or the use of revenues generated from the property, such as lease or parking revenues, for any purpose other than to fulfill an enforceable obligation or other than that specified in subparagraph (A), the proceeds from the sale shall be distributed as property tax to the taxing entities.

(C) Property shall not be transferred to a successor agency, city, county, or city and county, unless the long-range property management plan has been approved by the oversight board and the Department of Finance.

34181. The oversight board shall direct the successor agency to do all of the following:

(a) Dispose of all assets and properties of the former redevelopment agency; provided, however, that the oversight board may instead direct the successor agency to transfer ownership of those assets that were constructed and used for a governmental purpose, such as roads, school buildings, parks, police and fire stations, libraries, and local agency administrative buildings, to the appropriate public jurisdiction pursuant to any existing agreements relating to the construction or use of such an asset. Any compensation to be provided to the successor agency for the transfer of the asset shall be governed by the agreements relating to the construction or use of that asset. Disposal shall be done expeditiously and in a manner aimed at maximizing value. Asset disposition may be accomplished by a distribution of income to taxing entities proportionate to

their property tax share from one or more properties that may be transferred to a public or private agency for management pursuant to the direction of the oversight board.

The Successor Agency's proposed dispositions of 29 parcels in the LRPMP are summarized below:

Parcel Count	Proposed Disposition
1144	Retain for Governmental Use
13	Retain for Future Development
1740	To Be Sold
02	Retain to fulfill an Enforceable Obligation

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SUMMARY OF PROPERTIES OWNED BY THE SUCCESSOR AGENCY

The former Victorville Redevelopment Agency acquired properties in an effort to promote development within its project areas in the City. There are 29 parcels owned and controlled by the Successor Agency which will be grouped into 12 property sites in an overview listed below.

In addition the "Property Site Maps" Section will follow (please refer to map reference number next to the property site heading.)

➤ Signature at Valley Center Site (Site Map #1)

The subject site was planned for the development of affordable multi-family housing units as part of a joint effort with the Southern California Housing Development Corporation (SCHDC). During the Impressions Phase II site planning (the project was later renamed the Signature at Valley Center) it was discovered the property was "landlocked," therefore the land adjacent to that parcel had to be acquired for ingress/egress access to continue with the development. These properties are the remnant pieces that remained after the ingress/egress portion was sold to SCHDC.

APN	Lot Size	Proposed Disposition
3106-201-15	1.82 Acres	Sale of Property
3106-201-13	2.05 Acres	

➤ Auto Mall Signs Property (Site Map #2)

The subject parcels are located on the east and west sides of Interstate 15. Both parcels consist of land with improvements, each containing a 65-foot high pylon sign. The eastern property has an electronic reader board display on the sign as well. The signs were constructed by the RDA, were permitted by Caltrans under special redevelopment rules, and are used to support the City's Auto Park at Valley Center. The former RDA was instrumental in the development of the auto park and the formation of its Auto Association.

APN	Lot Size	Proposed Disposition
3106-262-09	0.012 Acres	Sale of Property Retention for Government Use
3106-261-34	0.014 Acres	

➤ **Hook/Roy Rogers Interchange Property (Site Map #3)**

The subject parcel is a remnant piece from the Hook/Roy Rogers interchange land acquisition project from the late 1980s and early 1990s. The property sits hidden behind a large freeway wall, just northwest of interchange. The RDA was in sale negotiations with Civic Rogers, LLC, the developer of the nearby Desert Plazas retail center, when the RDA dissolution occurred.

APN	Lot Size	Proposed Disposition
3106-261-19	0.35 Acres	Sale of Property/First Rights to Civic Rogers, LLC

➤ **Foxborough Property (Site Map #4)**

The subject parcels are remaining from a 77- acre land acquisition completed by the RDA in 2003. The 10.29 acre site is located next to the Nutro dog food manufacturing plant and is available for industrial development. The 7.85 acre site is adjacent to the City's municipal utility project, ~~and is proposed to be retained for governmental use for a public CNG fueling station.~~

APN	Lot Size	Proposed Disposition
3090-431-07	10.29 Acres	Sale of Property
3090-571-08	7.85 Acres	1.25 acres to City via Lot Line Adjustment Retention for Governmental Use
		6.6 acres remaining -Sale of Property

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➤ **Foxborough North Property (Site Map #5)**

The parcels are part of a large land assembly the RDA was conducting with Space Center Mira Loma, Inc. for the ultimate build out of 1 million square feet of industrial and manufacturing space. Space Center owns parcels east, west and north of the RDA parcels. The Successor Agency proposes to complete the sale to Space Center for their project.

APN	Lot Size	Proposed Disposition
3090-401-05	2.5 Acres	Sale of Property with First Rights to Space Center
3090-401-06	2.5 Acres	

3090-411-04	4.76 Acres	
3090-411-05	4.19 Acres	
3090-411-01	2.54 Acres	

➤ **Auto Mall Property (Site Map #6)**

The subject parcels were purchased by the RDA in 2006 for future auto park development. With the downturn in the economy, the auto industry suffered greatly and the demand for such property has been non-existent. ~~Prior to the dissolution, the RDA was in negotiations with developer Bazoff for a land swap to settle a default on the developer's project to be located on another auto park parcel.~~ The Successor Agency proposes the sale of the property ~~o transfer the properties to the City for future development, which will allow the City of Victorville to complete the land swap. The parcel that would be granted to the City in exchange for the parcels below is likely to sell faster and at a higher sales price given the prime location and given past interest expressed in the parcel.~~

APN	Lot Size	Proposed Disposition
3106-261-12	2.48 Acres	Sale of Property Future Development then
3106-261-13	2.47 Acres	Sale of Property

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➤ **Former Forrest Park Property (Site Map #7)**

The parcel was acquired by the RDA from the City of Victorville to facilitate redevelopment efforts in the Old Town Project Area. Activity in the area has been slow; therefore, the retention of the property for future development is proposed. The commercial development of the site is instrumental to the revitalization of Old Town Victorville.

APN	Lot Size	Proposed Disposition
0478-172-19	1.25 Acres	Retention for Future Development

➤ **Eucalyptus Interchange Property (Site Map #8)**

The property was acquired by the RDA in 2006 for the future Eucalyptus Interchange. The proposed disposition is to transfer the parcel to the City of Victorville for governmental use.

APN	Lot Size	Proposed Disposition
3072-251-29	14.29 Acres	Retention for Governmental

		Use
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➤ **Lager Land Swap Property (Site Map #9)**

The property was acquired through a land swap with the Lager Family Trust. The proposed disposition is to sell the property on the open market. Given the proximity to the future site of the new St. Mary's hospital, interest in the property may be elevated at this time.

APN	Lot Size	Proposed Disposition
0405-072-32	1.955 Acres	Sale of Property

➤ **Nisqualli Interchange Property (Site Map #10)**

The parcels below represent remnant property from a 14-acre acquisition the RDA completed in 2005 for the Nisqualli interchange project. The RDA entered into a Memorandum of Understanding (MOU) with Marinita Development which provides for the ultimate sale of the remainder property to the developer. Since the interchange ~~was recently has been~~ completed, Marinita would like to move forward with the acquisition as soon as the LRPMP is approved. The proposed disposition is to move forward with the sale to Marinita ~~consistent with the MOU~~.

APN	Lot Size	Proposed Disposition
3092-311-09	6.02 Acres	Sale of Property – First Refusal Right to Marinita Development Enforceable Obligation
3092-311-10		

➤ **Library Property (Site Map #11)**

The subject properties were originally purchased by the RDA for the development of a public library using funds from a 2005 bond issued by the Southern California Logistics Airport Authority (SCLAA). However, the City of Victorville put the library project on hold due to the lack of construction funds. The City and SCLAA later approved a formal loan agreement in 2010 wherein the City is responsible for repayment of funds for the land acquisition to SCLAA. Once the loan agreement was in place, the RDA couldn't

complete the next step, which was the transfer of the properties to the City due to the enactment of ABx1 26. The subject properties now remain in limbo and are listed below:

APN	Lot Size	Proposed Disposition
0396-131-01	11,440 sq. ft.	Retention for Government Use
0396-131-02	22,676 sq. ft.	
0396-131-03	11,354 sq. ft.	
0396-131-04	10,725 sq. ft.	
0396-172-05	10,725 sq. ft.	
0396-172-06	10,725 sq. ft.	
0396-172-07	10,725 sq. ft.	
0396-172-08	10,725 sq. ft.	

➤ **Airport Runway Extension Property (Site Map #12)**

The subject properties were purchased in 2002 and 2004 for an extension of the Southern California Logistic Airport (SCLA) runway. As such, the proposed disposition is to transfer the property to City of Victorville for government use~~SCLAA~~.

APN	Lot Size	Proposed Disposition
0460-381-36	5 Acres	Retention for Government Use
0460-122-30	21.7 Acres	

➤ **Miscellaneous Assets**

Asset	Description	Proposed Disposition
PM-7-99 Grant of Easement	Easement from AFG for rail and utility purposes	Retention for Government Use
DE009640-02-01	Director's Deed Easement	
Drainage Easement	Reserved on Parcel Map No. 16292	
Easement	Reserved on Parcel Map No. 15221	
Access Easement (West sign)	Recording 2006-0095711	
Public Improvements	\$2,635,321 identified in Non-Housing DDR	

Note: All properties are described in greater detail in the "Inventory of Properties" Section.

PROPERTY SITE MAPS

~~This section shows the aerial view of properties to better assist the reader in identifying the locations and surrounding roads or buildings within the subject area.~~

INVENTORY OF PROPERTIES

Section 34191.5(c)(1) of the Health and Safety Code, requires that the Long Range Property Management Plan include an inventory of all properties held by the Successor Agency. For the Victorville Successor Agency, this includes 29 parcels mentioned earlier in our summary of properties.

~~PROPERTY SITE MAPS~~

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INVENTORY OF PROPERTIES

RESOLUTION NO. OB-VRDA-15-007

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

WHEREAS, pursuant to Health and Safety Code section 34172, the Victorville Redevelopment Agency is deemed dissolved; and

WHEREAS, pursuant to California Health and Safety Code Section 34173 and in accordance with Resolution No. R-12-002, the Board of Commissioners of the Victorville Redevelopment Agency confirmed that the City of Victorville shall serve as the successor agency to the Victorville Redevelopment Agency (the “Successor Agency”), and the City of Victorville confirmed the designation pursuant to Resolution 12-005; and

WHEREAS, pursuant to Health and Safety Code section 34179(a), each Successor Agency shall have an Oversight Board (the “Oversight Board”); and

WHEREAS, the Successor Agency must expeditiously wind down the affairs of the former redevelopment agency as directed by the Oversight Board in accordance with California Health and Safety Code Section 34177(h); and

WHEREAS, the Successor Agency is required to adopt a Long-Range Property Management Plan (“LRPMP”) that provides for the use and/or disposition of properties of the Victorville Redevelopment Agency; and

WHEREAS, the LRPMP must provide an inventory of all properties of the Victorville Redevelopment Agency held by the Successor Agency, including specific property data, valuation, current use, and current or future development, and also address the proposed use, retention or disposition of all the properties held, as required by Health and Safety Code Section 34191.5(c); and

WHEREAS, the Successor Agency previously prepared and the Oversight Board approved the LRPMP, which was submitted to the Department of Finance on December 12, 2013; and

WHEREAS, the Successor Agency has worked with the Department of Finance to address various concepts, data, and designations made in the LRPMP; and

WHEREAS, the Successor Agency has prepared and approved certain revisions to the LRPMP, in the form attached hereto as Exhibit “A” (“Revised LRPMP”); and

WHEREAS, pursuant to Health and Safety Code section 34191.5(b), the Revised LRPMP shall be submitted to the Oversight Board and the Department of Finance for approval; and

WHEREAS, pursuant to Health and Safety Code section 34181(f), any specific actions taken pursuant to a Department of Finance-approved LRPMP are subject to Oversight Board approval; and

WHEREAS, California Health and Safety Code Section 34179(e) requires the Oversight Board to adopt resolutions for any action taken by the Oversight Board.

NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE VICTORVILLE REDEVELOPMENT AGENCY DOES HEREBY FIND, RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. Recitals

The Recitals set forth above are true and correct and incorporated herein by reference.

Section 2. Approval of the Revised Long-Rang Property Management Plan

In accordance with Health and Safety Code Section 34191.5, and based on the Recitals set forth above, the Oversight Board, hereby approves the Revised LRPMP in the form attached hereto as Exhibit "A" and incorporated herein by this reference.

Section 3. Implementation

Upon approval of this resolution ("Resolution"), the Oversight Board hereby authorizes and directs Successor Agency staff to (1) submit the Revised LRPMP to the Department of Finance; and (2) execute and deliver such documents and instruments and do such things which may be necessary or proper to effectuate the purposes of this Resolution; and (3) make any necessary minor, non-substantive changes to the Revised LRPMP identified and/or requested by the Department of Finance; and (4) bring specific actions and documents for each property disposition to the Oversight Board for approval once the Revised LRPMP is approved by the Department of Finance; and (5) include a provision in such documents that the proceeds (net of sale expenses) from any sale of property will be used to (a) fulfill an enforceable obligation, or (b) remitted to the San Bernardino County Auditor Controller for distribution to the taxing entities.

Section 4. CEQA

The Successor Agency, under Title 14 of the California Code of Regulations, Section 15378(b)(4), finds that this Resolution is exempt from the requirements of the California Environmental Quality Act ("CEQA") in that it is not a "project," but instead consists of a plan for the future disposition of property, and does not commit funds to any specific project or program.

Section 5. Effective Date

This Resolution shall take effect in accordance with California Health and Safety Code Section 34179(h).

Section 6. Certification

The Secretary of the Oversight Board shall certify to the passage and adoption of this Resolution; shall enter the same in the book of original Resolutions; and shall make a minute of passage and adoption thereof in the records of the proceedings, in the minutes of the meeting at which this Resolution is passed and adopted.

RESOLUTION NO. OB-VRDA-15-007

EXHIBIT “A”

REVISED LONG RANGE PROPERTY MANAGEMENT PLAN

[SEE ATTACHED]



VICTORVILLE

California

LONG RANGE PROPERTY MANAGEMENT PLAN

**SUCCESSOR AGENCY
TO THE FORMER
VICTORVILLE REDEVELOPMENT AGENCY**

18374 Phantom Street
Victorville, CA 92394

INVENTORY OF PROPERTIES



Signature Project Area

3106-201-13

3106-201-15

Midtown Drive

C
i
v
i
c

D
r
i
v
e

Hook Boulevard

I-15
Freeway

Google earth

MAP #1

1994

Imagery Date: 3/21/2013 34°31'25.04" N 117°19'23.41" W elev 2929 ft eye alt 5768 ft

Signature at Valley Center Site

PARCEL INFORMATION

Listed below are remnant parcels from the Signature at Valley Center Site:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3106-201-15	1.82 Acres	Vacant Land	1/3/2007	\$1,385,000*
N/A	3106-201-13	2.05 Acres	Vacant Land		

*Value at acquisition was the purchase price for 4.24 acres. A portion of that acreage went to ingress/egress access for the Signature Project.

Purpose of Acquisition: Ingress/Egress access to future development (Signature at Valley Center) to be constructed by Southern California Housing Development Corporation.

Current Zoning: C-A (Administrative Professional Offices District)

ESTIMATE OF CURRENT PROPERTY VALUE
(If available, any appraisal information)

Estimated Current Value: \$490,560 to \$814,228 based on 168,577 square feet at \$2.91 to \$4.83 p/s/f per Broker's Opinion of Value dated November 20, 2013 by the Bradco Companies (Exhibit "A")

Proposed Sale Value: To be determined based on Successor Agency's appraisal.

Proposed Sale Date: The property will be listed for sale within 120-days of the Long Range Property Management Plan approval.

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES
(Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3106-201-15	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on these subject properties.	Phase I: Environmental Site Assessment	Several debris piles were cleaned up and properly disposed.
3106-201-13		Phase I: Environmental Site Assessment	Several debris piles were cleaned up and properly disposed.

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

On March 21, 2006, the Victorville Redevelopment Agency (RDA) was authorized by the RDA Board of Directors to enter into a Memorandum of Understanding (MOU) with Southern California Housing Development Corporation to pursue Phase II of its Impressions Community Project, which proposed to add approx. 150 multifamily units to their Impressions I site (Exhibit "B"). During Southern California Housing Development Corporation's initial site planning, it was determined that access to the project site was best served along Civic Drive, traversing through Parcel 8 of Parcel Map No. 13880, which "fronts" and runs adjacent to the entire length of the project site. Parcel 8 needed to be purchased because the project site was "landlocked" and couldn't be developed unless a permanent means of ingress and egress was secured for the project.

The former RDA acquired Parcel 8 (4.24 acres for \$1,385,000 or \$7.50 per square foot) in an effort to assist with the development and revitalization of the Hook Boulevard subarea of the Bear Valley Road Redevelopment Project Area/Signature at Valley Center site on January 3, 2007 as demonstrated on the attached grant deed (Exhibit "C"). The subject parcels are remainder pieces from the real property known as Parcel 8 of Parcel Map No. 13880 (APN 395-311-18), please refer to Exhibit "D".

On April 4, 2009 a portion of this commercial property was sold to Southern California Housing Development Corporation ($\pm$ 0.37 acres for \$119,152.50 or \$7.60 per square foot) to mitigate ingress/egress issues relative to the multifamily project and was later combined with Parcel 7, currently known as APN 3106-201-11 (Exhibit "E"). The remaining parcels APN 3106-201-15 and 3106-201-13 (remainder pieces of Parcel 8) are available for sale.

In December 2007, the RDA entered into an Option to Purchase Agreement (Option Agreement) with Kosmont Stevens Development, LLC, to purchase the remaining commercial properties for the ultimate development of office, restaurant, and retail uses (Exhibit "F"). Due to the downturn in the economy, the Option Agreement was extended on January 19, 2010 (Exhibit "G"). However, due to the RDA dissolution, the Option Agreement was ultimately terminated on October 4, 2011 (Exhibit "H").

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

The subject property is located in a commercial zone that potentially can be used to facilitate transit objectives, such as bus stops to serve the multi-family residents and commercial development. In addition, the retail and office uses will provide walking-distance services to the nearby residents.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency plans to sell the property for further commercial development which follows the real property disposition and development section in the Redevelopment Plan for the Bear Valley Road Redevelopment Project Area. In the Plan under *Section 324: General* it states, “All real property acquired by the Agency in the Project Area shall be sold or leased to public or private persons or entities for development for the uses permitted in this Plan.” In addition, under the *Uses Permitted in the Project Area Section 403: Commercial* it states, “The areas illustrated on the Map as Commercial shall be developed and used for general commercial use, including but not limited to retail sales and services, offices, restaurants and convenience food establishments, motels, financial institutions, automotive and related sales and service, entertainment and related uses” (Exhibit “I”).

Furthermore, one of the goals outlined in the most recent Five-Year Implementation Plan (FY 09/10 through FY 13/14) for the Bear Valley Road Redevelopment Area is to promote compatible development, “to encourage the development of residential, commercial, and industrial environments which positively relate to adjacent land uses, upgrade and stabilize existing uses, and preserve artistically, architecturally, and historically worthwhile structures and sites” (Exhibit “J”).

Thus, the sale of subject property follows the planning objective of the Successor Agency as demonstrated in these plans.

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to offer the property for sale on the open market to be sold to a third party for development. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA.

The sale of the property will be based on an appraisal at then-fair market value. The specific sales terms and documents will be taken to the Oversight Board for final approval.

Honda
Dealership

Mitsubishi
Dealership

Kia
Dealership

Nissan
Dealership

3106-262-09

Toyota
Dealership

Victorville
Motors

3106-261-34

Valley Center Drive

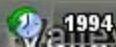
I-15
Freeway

Greiner
Dealership

Costco

MAP #2

Google earth



Auto Mall Signs Property

PARCEL INFORMATION

Listed below are properties used for Auto Mall Signs:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3106-262-09	0.0160 Acres	Land w/ Structure	5/20/1999	\$6.00 p/s/f or \$4,200
N/A	3106-261-34	0.014 Acres	Land w/ Structure	7/08/2002	\$3.30 p/s/f or \$2,070

*\$738,959 for Construction cost of sign related improvements in 2006

Purpose of Acquisition: Auto Mall development/Freeway Signage

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: Land \$6,635 based on 1,327 square feet at \$5.00 p/s/f per Broker's Opinion of Value dated November 20, 2013 by the Bradco Companies (Exhibit "F")
Sign improvements fully depreciated as of 6/30/15

Proposed Sale Value: To be determined based on Successor Agency's appraisal

Proposed Sale Date: Within 120 days upon approval of LRPMP by DOF

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$15,000/month gross advertising revenue from both signs.

Contractual Requirements for Use of Income/Revenue: Advertising revenue (less sign operating expenses) are paid to the Auto Park at Valley Center Association per Agreement dated January 1, 2011. Net revenue to the Agency is zero

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3106-262-09	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geo-tracker tool used by the California Water Board. No records were found on the subject properties	None Known	N/A
3106-261-34		Phase I conducted March 7, 1996 by CHJ, Inc. for Rogersdale (prior property owner)	No evidence of contamination found

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

In 1999, the RDA sold property to Valley Hi Toyota that was remaining from its Hook/Roy Rogers interchange project. In the 1999 Disposition and Development Agreement that conveyed the property to Valley Hi, the construction of an electronic reader board freeway sign was mandated. The sign was constructed on APN 3106-262-09 (previously numbered 0395-363-25), located adjacent to the dealership, on the east side of I-15. The parcel was to remain owned by the RDA, and was granted via the recording of a new parcel map for the Valley Hi project. APN 3106-261-34 (previously numbered 0395-361-35) was also retained by the RDA via the recording of a new parcel map which subdivided property it had acquired on the west side of the freeway for sale to new auto dealerships.

In 2006, the RDA undertook a retrofit project of the sign on the east side of the I-15, along with the construction of a second sign on the west side of I-15 which would serve as advertising for the new auto dealerships that had recently been built. The total cost for the construction of both signs and related improvements was \$738,959. The former RDA applied for and received Caltrans permits for both signs under Business & Professions Code Section 5273, which was specifically for signs advertising businesses within an RDA project area (Exhibit "A"). In August 2007, the RDA Board approved an Advertising Policy and Advertising Rates relative to the signs (Exhibit "B"). At the same time, the RDA Board approved the formation of the Auto Park at Valley Center Association, a separate legal entity of which the RDA was a member. The goal of the Association is to promote recognition of the Auto Park at Valley Center, the auto dealers within the Auto Park, and to reduce auto sales leakage to out-of-the-area dealerships. The Association Agreement (Exhibit "C"), as amended, obligated the RDA's net advertising revenues from the signs to the Association (ROPS Item #10, Other Income).

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

Because both parcels are specifically used for the signs, no potential for transit-oriented development exists.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY.

The proposed sale of the sign properties is consistent with the planning objectives of the Successor Agency as demonstrated in the Bear Valley Road Five Year Implementation Plan. Specifically, the goals to "Encourage Stakeholder Participation" and "Develop Distinct Commercial Districts" would be met with such a transfer (Exhibit "D").

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to sell the two sign properties. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA.

The sale of the property will be based on an appraisal of the land at then-fair market value. The sign-related improvements built in 2006 have been depreciated annually in RDA/Successor Agency's financial records. As of June 30, 2015, the useful life of the sign improvements had been reached, and the improvements' value equals zero (Exhibit "G"), so the Agency is proposing the sign properties be sold at an appraised land value. The specific sales terms and documents will be taken to the Oversight Board for final approval.

The Successor Agency proposes to sell the sign properties because such sale is consistent with the Redevelopment Plan Goals. The Auto Park at Valley Center is a significant, distinct commercial district as described in the Redevelopment Plan's 5 Year Implementation Plan Goals. It is the only auto mall in the High Desert. The importance of these types of signs located within a redevelopment project area was recently demonstrated by the passage of Senate Bill 684, which was signed into law by the Governor on October 4, 2013 (Exhibit "E").

SB 684 provides that advertising displays for businesses and activities within the boundary limits of an individual project area, may remain and be considered an on-premises display until January 1, 2013.

SB 684 specifically amends Business and Professions Code 5273 to read:

(a) Notwithstanding the dissolution of a state redevelopment agency, and subject to subdivision (b), for purposes of this chapter, an advertising display advertising the businesses and activities developed within the boundary limits of, and as a part of, an individual redevelopment agency project, as those boundaries existed on December 29, 2011, may continue to exist and be considered an on-premises display, as defined in Section 5490, if the advertising display meets all of the following conditions:

- (1) The advertising display is located within the boundary limits of the project.
- (2) The advertising display was constructed on or before January 1, 2012.
- (3) The advertising display does not cause the reduction of federal aid highway funds provided pursuant to Section 131 of Title 23 of the United States Code...

(b) An advertising display described in subdivision (a) may remain until January 1, 2023, after which date the display shall be removed, unless it otherwise qualifies as a lawful advertising display pursuant to this chapter, without the payment of any compensation to the owner or operator. ...

(c) The applicable city, county, or city and county shall be responsible for ensuring that an advertising display is consistent with this section and provides a public benefit....

It would appear this new law would allow the City to retain the operating powers once bestowed upon the RDA under B&P Code 5273. The City of Victorville is likely to be the most qualified buyer of the sign properties under SB 684, while any other private entity may not be able to retain the Caltrans permit to operate the sign.



I-15
Freeway

S. Culver Road

3106-261-19

Hook Boulevard

Roy Rogers Drive

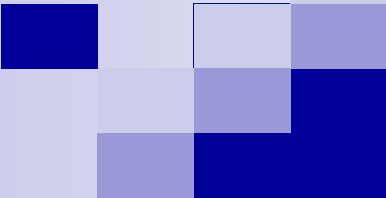
Portion of the
Desert Plaza Area

MAP #3

Google earth

1994

Imagery Date: 3/21/2013 34°31'16.63" N 117°19'11.75" W elev 2946 ft eye alt 4088 ft



Victorville Successor Agency

Hook/Roy Rogers Interchange Property

PARCEL INFORMATION

Listed below is the remainder parcel from the Hook/Roy Rogers Interchange Project:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3106-261-19 (was 0395-361-13)	0.35 Acres	Vacant Land	11/05/1991	\$5,068

Purpose of Acquisition: Hook/Roy Rogers Interchange Project

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$76,230 based on 15,246 square feet at \$5.00 p/s/f per Broker's Opinion of Value dated November 20, 2013 by the Bradco Companies (Exhibit "A")

Proposed Sale Value: To be determined based on Successor Agency's appraisal

Proposed Sale Date: Within 180 days of LRPMP approval

Past Appraisal History \$45,000 Broker Opinion of Value by Spencer Lewis & Associates dated January 10, 2011.
\$1,500 to \$2,272 Broker Opinion of Value by Coldwell Banker Commercial dated March 4, 2011

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

Brownfield Status	Studies Conducted	Remediation Efforts
Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject property.	None known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY

(Including the rental or lease of property)

Although the records from the former Victorville Redevelopment Agency's (RDA) original acquisition of the property cannot be found, based on the location of the parcel, it has been previously determined this parcel is a remnant piece from a large property acquisition of the former RDA in connection with the construction of the Hook/Roy Rogers/Goodwill Freeway Interchange in the early 1990s. The acquisition price is unknown. The parcel was formerly numbered APN 0395-361-13 and is now known as APN 3106-261-19 (Exhibit "B")

In 2005, when the RDA was in discussions with Civic Rogers, LLC for the development of its four-phased commercial development at the intersection of Civic Drive and Roy Rogers, the developer expressed interest in an off-site freeway sign. Once a sign-flagging was completed, it was determined one of the best sites to construct the sign was on this remnant parcel owned by the RDA. Civic Rogers, LLC expressed interest in purchasing the property from the RDA at such a time as the development reached its completion. The developer completed Phase I of its project, and partially completed two other phases before the downturn in the economy.

Even with the final phase of the project on hold, the developer continued to express an interest in purchasing the site from the Successor Agency (Exhibit "C"). Although the municipal code did not allow for free-standing offsite signage, the developer, through its sign company Ultrasigns Inc., applied for a Conditional Use Permit and worked with City staff to have an Municipal Code Amendment approved by the City Council to allow for the 65' sign. As the property owner, the RDA had to consent to the application (Exhibit "D"). Given the continued interest expressed by the developer to purchase the property, the RDA supported the application and fully intended to move forward with a sale, as demonstrated on the last page of the Conditions of Approval approved by the Planning Commission (Exhibit "E").

The developer provided a Broker's Opinion of Value completed in January 2011 for the site in which a value of \$45,000 was established and another dated March 4, 2011 with a value of \$ \$1,500 to \$2,272.50 (Exhibit "F"). While RDA staff was reviewing the opinions of value, the RDA dissolution bill was signed, so the sale could not move forward. The developer has contacted Successor Agency staff throughout 2012 and 2013 to find out when the sale can move forward. The developer has indicated their major tenant has made the sign a required aspect of their transaction.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

The subject property is a remnant/unused parcel from the Hook/Roy Rogers Interchange project and due to its size and location, no potential for transit-oriented development exists.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency's planning objectives will be met with the proposed sale of the property to Civic Rogers, LLC for the intended use of constructing a freeway sign. The anchor tenants of the Desert Plazas commercial development have made numerous requests to Civic Rogers to obtain the freeway signage as a key component to the success of their investment in the retail plaza. The planning objectives are consistent with the Redevelopment Plan Goals outlined in the most current Five-Year Implementation Plan for the Bear Valley Road Redevelopment Project Area. More specifically, the goals to "Encourage Private Sector Investment," "Develop Distinct Commercial Districts," and "Create and Attractive Retail Environment" will be met with the disposition proposed (Exhibit "G").

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to sell the property. The recommendation from Successor Agency staff is to offer the Right of First Refusal for a purchase agreement to Civic Rogers, LLC. The written record clearly demonstrates the intent of the former RDA to sell the property to the developer in support of its Desert Plazas sign project. The sales price would be established based on the fair market value from an appraisal to be coordinated and conducted on behalf of the Successor Agency. The opinions of value on this property differ greatly, so the parameters of the appraisal should be very specific to the highest and best use of the property to obtain the most accurate pricing for the sale.

If Civic Rogers, LLC does not wish to purchase the property at such appraised value, the property would then be listed on the open market for sale. The specific sale terms and documents will be taken to the Oversight Board for final approval. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to fulfill enforceable obligations.

Hesperia Road

Ottawa Street

3090-431-07

Nutro

Nutro Way

ConAgra Foods

3090-571-08

Parcel A

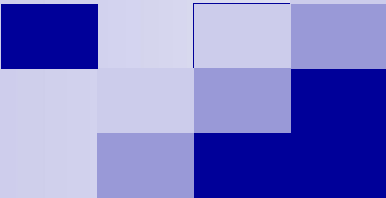
E
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W
a
y

Church &
Dwight

Nisqualli Road

MAP #4

Google earth



Victorville Successor Agency

Foxborough Property

PARCEL INFORMATION

Listed below are the Foxborough properties:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3090-431-07	10.29 Acres (gross)	Vacant Land	6/13/2003	\$1.35 p/s/f
N/A	3090-571-08	7.85 Acres (gross)			

*Acquisition for 77 acres, later subdivided. APNs 3090-431-07 & 3090-571-08 are remaining parcels

Purpose of Acquisition: Industrial Development in the Foxborough Industrial Park

Current Zoning: M-2 (Heavy Industrial District)

ESTIMATE OF CURRENT PROPERTY VALUE

(If available, any appraisal information)

	APN 3090-431-07	APN 3090-571-08
Estimated Current Value:	\$652,528 (\$2.00 p/s/f) to \$734,094 (\$2.25 p/s/f) based on Broker's Opinion of Value dated November 20, 2013 by The Bradco Companies (Exhibit "A")	\$217,800 (\$1.00 p/s/f) based on the Median price per acre from Costar sales comparables dated June 5, 2015 (Exhibit "I")
Proposed Sale Value:	To be determined based on Successor Agency's appraisal	To be determined based on Successor Agency's appraisal
Proposed Sale Date:	The property will be listed for sale within 120-days of the Long Range Property Management Plan approval.	The property will be listed for sale within 120-days of the Long Range Property Management Plan approval.
Past Appraisal History:	May 11, 2006 Appraisal by Integra Realty Resources - \$980,000 or \$3.00 p/s/f based on 326,168 sq. ft. or 7.49 usable acres	None Known

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES

(Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3090-431-07	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject properties.	Phase I completed on May 27, 2003 by LFR Levine-Fricke	No Contamination Found
3090-571-08			

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

On June 13, 2003, the RDA purchased approximately 77 acres of property (APNs 3090-431-06 and 3090-571-02) for \$4,528,062 located in the Foxborough Industrial Park (Exhibit "A"). The purpose of the acquisition was to further facilitate industrial development within the Bear Valley Road Redevelopment Project Area. RDA staff had been in negotiations with two end-users, later identified as Nutro Products, Inc. and ConAgra Foods, and wanted to purchase the property to encourage the location of those companies to the project area.

After the acquisition, the RDA subdivided the property into five separate parcels with the recording of Parcel Map No. 16201 (Exhibit "B"). Parcel A of Parcel Map 16201 was granted to the City of Victorville for its municipal utility project via the parcel map recording on April 21, 2004. On April 30, 2004, Parcel 1 was sold for the ConAgra Foods project. Then, on January 6, 2005, Parcel 3 was sold for the Nutro dog food manufacturing plant. To facilitate the transactions, the RDA caused the installation of public improvements to benefit the properties, including street, channel, storm drain, sewer and water improvements and rough grading.

Parcels 2 and 4 of the original 77 acres remained owned by the former RDA. On August 1, 2006, the RDA entered into an Option Agreement with Voit Development Company, LLC, for both properties (Exhibit "C"). Voit had 18 months in which it could exercise its option to purchase the properties from the RDA. The sales price proposed in the Option Agreement was \$3.00 per square foot for each parcel, based on net usable acreage (7.49 acres for Parcel 2 and 5.00 acres for Parcel 4). Due to the downturn in the economy, Voit did not exercise its option to purchase the property, so the agreement was terminated on May 12, 2008 (Exhibit "D")

Parcel 2 (APN 3090-431-07) presents challenges to develop because it is significantly below grade level. Additionally, although the gross acreage for the parcel is 10.29 acres, the net usable acreage is actually 7.49 acres due to the construction of a concrete lined, trapezoidal storm water channel on the property (Exhibit "E").

Parcel 4 (APN 3090-571-08) is adjacent to Parcel A of Parcel Map 16201, the parcel dedicated to the City in 2004. Parcel A contains a number of above and below ground improvements that were constructed to further the City's Municipal Utility Services (see Exhibit H, Sheet 1 of 2, attached). Among those improvements, several above and below ground improvements were constructed across the Parcel 4 (see Exhibit H, Sheet 2 of 2, attached). Though a Lot Line Adjustment should have been recorded back when the improvements were constructed, it was never completed. Accordingly, a Lot Line Adjustment must be recorded, conveying approximately 54,233 sq. ft (1.25 acres) to the City for governmental purpose and as a function of the Parcel 4 disposition. Absent such a lot line adjustment, the site will be rendered to include physical improvements that are very costly to remove. Finally, a sale of the subject site must include a grant of easement for access, drainage and utility purposes along that portion of property that currently functions for said purpose, (see Exhibit G, Sheet 1 of 1). The lot line adjustment will formally grant the property that is being utilized by the City's Municipal Utility Services to satisfy its electrical interconnection and serving existing customers.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

For APN 3090-431-07, and 3090-571-08 the potential for transit-oriented development is low as the sale of the property on the open market will most likely result in the construction of an industrial facility.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The proposed disposition and sale of APN 3090-431-07 and 3090-571-08 on the open market, advances the planning objectives of the Successor Agency. It meets the following goals from the Bear Valley Five Year Implementation Plan: “Assemble and Reparcel Property,” “Expand Resources for Land Development,” and “Expand Economic Base and Employment Opportunities” (Exhibit “F”).

USE OR DISPOSITION OF PROPERTY

APN 3090-431-07

Property Option Selected: The sale of the property

For APN 3090-431-07, the Successor Agency proposes to offer the property for sale on the open market to be sold to a third party for development. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA. The sale of the property will be based on an appraisal at then-fair market value. The specific sales terms and documents will be taken to the Oversight Board for final approval.

APN 3090-571-08

Property Options Selected:

(1) Transfer 1.25 acres to the City of Victorville for governmental purposes via Lot Line Adjustment

(2) The sale of the property for the remaining 6.6 acres

For APN 3090-571-08, the Successor Agency proposes to offer the property for sale on the open market to be sold to a third party for development; however, such sale shall be net of the 1.25 acres required to accommodate the Lot Line Adjustment to adjacent City parcel APN 3090-571-11 and grant of easement for public access, utilities and drainage purposes.

The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA. The sale of the property will be based on an appraisal at then-fair market value. The specific sales terms and documents will be taken to the Oversight Board for final approval.

Hesperia Road

Terra Linda Street

Parcel Owners

JU - George Ju Family Trust
SC - Space Center Mira Loma
WB - WBW Inc.
(Note: All Parcel APN's begin in 3090)

JU
371-03

SC
401-08

SC
401-07

401-06

401-05

SC
531-02

SC
531-03

SC
531-04

WB
381-01

411-01

SC
411-03

411-04

411-05

SC
551-04

SC
551-05

WB
381-02

SC
411-02

SC
551-06

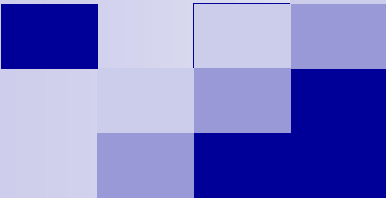
SC
551-07

SC
551-02

Ottawa Street

MAP #5

Google earth



Victorville Successor Agency

Foxborough North Property

PARCEL INFORMATION

Listed below are parcels within the Foxborough North Property area:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3090-401-05	2.5 Acres	Vacant Land	1/3/2007	\$1,520,000 (\$2.50 p/s/f)
N/A	3090-401-06	2.5 Acres	Vacant Land		
N/A	3090-411-04	4.76 Acres	Vacant Land		
N/A	3090-411-05	4.19 Acres	Vacant Land		
N/A	3090-411-01	2.54 Acres	Vacant Land	1/16/2007	\$69,758
Total Acres		16.49 Acres or 718,304.4 sq. ft.			

Purpose of Acquisition: Land assembly for development of industrial space
Current Zoning: M-2 (Heavy Industrial District)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$179,576 (\$.25 p/s/f) to \$251,407 (\$.35 p/s/f) based on Broker's Opinion of value dated November 20, 2013 by The Bradco Companies (Exhibit "A").

Proposed Sale Value: To be determined based on Successor Agency's appraisal.

Proposed Sale Date: Within 180 days of LRPMP approval.

Past Appraisal History May 11, 2006 Appraisal by Integra Realty Resources - \$1,520, 000 for APNs 3090-401-05,06 & 411-04,05; APN 3090-411-01 was \$2.50 p/s/f.

Appraisal updated June 25, 2007 for APNs 3090-401-05,06 & 411-04,05 with same value as May 11, 2006 report.

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/ \$0
Other:

Contractual Requirements
for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3090-401-05	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geo-tracker tool used by the California Water Board. No records were found on the subject property.	Phase I on 12/15/05	No evidence of dumping or significant waste disposal on site was found. No evidence of underground storage tanks, etc.
3090-401-06			
3090-411-04			
3090-411-05			
3090-411-01		Phase I on 5/10/06	Moderate to significant soil staining found adjacent northern parcel — not on RDA parcel

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

On May 16, 2006 the RDA entered into an Memorandum of Understanding (MOU) with Space Center Mira Loma, Inc., for the purpose of facilitating a land assembly within the Foxborough Industrial Park located in the Bear Valley Redevelopment Project Area for the ultimate build-out of additional industrial space (Exhibit “B”). To effectuate the MOU, the RDA participated in two real estate transactions:

1) On July 7, 2006, the RDA entered into a land swap agreement with WBW Inc. (Exhibit “C”). In this transaction, the RDA transferred APN 3090-381-02 to WBW, Inc. and was granted APN 3090-411-01 which was key to the Space Center land assembly. The land swap was completed on January 16, 2007 (Exhibit “D”). In Section 3.11(d) of the land swap agreement, the RDA agreed to certain concessions regarding offsite improvements and site preparation. Such items have yet to be completed by the RDA as they will be required when the Space Center project moves forward.

2) On November 7, 2006, the RDA entered into a purchase and sale agreement with the Victor Valley Transit Authority (VVTA) for the purchase of approximately 13.95 acres (APN 3090-401-05,06; 3090-411-04 and 05) for \$1,520,000 (Exhibit “E”). The purchase was completed on January 3, 2007 (Exhibit “F”).

With the RDA transactions complete, the RDA and Space Center Mira Loma, Inc., began drafting a Disposition and Development Agreement (DDA) in 2007 and throughout 2008 to move forward with the sale of the properties to Space Center. Space Center worked with City staff to have a portion of unincorporated San Bernardino County north of the site annexed to the City of Victorville. The developer also received site plan approval in November 2007 for a 1 million square foot distribution center (Exhibit “G”). However, given the poor state of the economy, the DDA discussions and timelines were challenging to complete given the unknown time frame in which the economy would rebound, which was necessary to substantiate the construction of such industrial space. Such discussions and drafts of the DDA included the purchase terms for the properties, a provision wherein Space Center would assume the obligations of the RDA under the WBW Inc. land swap agreement, and provided for a reimbursement to the development for the construction of public improvements, including street, drainage, rail, and utilities. Due to the national recession, the finalization of the DDA had not occurred prior to the passage of the RDA dissolution law on June 29, 2012.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

As this property is located in a primarily industrial area, the potential for transit-oriented development is low.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency proposed to negotiate a sale of the properties to Space Center Mira Loma, Inc., for the completion of their project. Such a sale advances several planning objectives of the Successor Agency as demonstrated in the most current Five-year Implementation Plan for the Bear Valley Road Redevelopment Project Area. Specifically, the goals to “Assemble and Reparcel Property” “Expand Resources for Land Development” “Encourage Private Sector Investment” and “Expand Economic Base and Employment Opportunities” will be met (Exhibit “H”).

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to sell the property. The recommendation from Successor Agency staff is to offer the Right of First Refusal for a purchase agreement to Space Center Mira Loma, Inc. The written record clearly demonstrates the intent of the former RDA to sell the property to the developer in support of its 1 million square foot warehouse/manufacturing facility. The developer has invested significant time and money in the preliminary planning of the project, so the Right of First Refusal would demonstrate good faith efforts to complete the former RDA’s plans. The sales price would be established based on the fair market value from an appraisal to be coordinated and conducted on behalf of the Successor Agency. A proposed deal point for the sale would be to have Space Center Mira Loma, Inc. agree to assume the obligations of the former RDA outlined in the WBW Land Swap Agreement. Because these improvements are outstanding obligations of the former RDA, the assumption by Space Center would be aligned with the RDA dissolution process. The specific sales terms and documents will be taken to the Oversight Board for final approval.

If Space Center Mira Loma, Inc. does not wish to purchase the property at such appraised value, the property would then be listed on the open market for sale. The proceeds (net of any expenses associated with the sale) from the sale of the property will be used to fulfill enforceable obligations.



Hook Boulevard

Roy Rogers Drive

I-15
Freeway

Home Depot

Valley Park Lane

3106-261-13

3106-261-12

Valley Center Drive

Car Dealerships

Car Dealerships

Costco

Seneca Road

C
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MAP #6

Google earth

1994

Imagery Date: 3/21/2013 34°31'04.96" N 117°19'17.64" W elev 2945 ft eye alt 6693 ft

Victorville Successor Agency

Auto Mall Property

PARCEL INFORMATION

Listed below are properties pertaining to the Auto Park at Valley Center:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3106-261-12	2.48 Acres	Vacant Land	11/22/2006	\$1,500,000
N/A	3106-261-13	2.47 Acres	Vacant Land	11/22/2006	\$1,075,932

Purpose of Acquisition: Auto Park Expansion

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$1,087,000 to \$1,359,000 or \$5.04 to \$6.30 p/s/f based upon September 8, 2011 appraisal from Integra Realty Resources

Proposed Sale Value: To be determined based upon Successor Agency's appraisal.

Proposed Sale Date: Within 180 days of LRPMP approval.

Past Appraisal History \$1,359,000 or \$6.30 p/s/f from Sept. 8, 2011 appraisal - Integra Realty Resources

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3106-261-12	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject properties	None Known	N/A
3106-261-13			

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY

(Including the rental or lease of property)

The former RDA acquired the subject properties, APN 3106-261-12 (previously 0395-361-41) and APN 3106-261-13 (previously 0395-361-42) on November 22, 2006 for a possible Auto Park expansion. APN 0395-361-41 was purchased for \$1,500,000 for approximately 2.48 gross acres, and APN 0395-361-42 was purchased for \$1,075,932 for approximately 2.47 gross acres (Exhibit “A”). With the downturn in the economy, no auto user was found for the properties.

An appraisal of the properties was completed on September 8, 2011 (Exhibit “B”) due to a proposed land swap that never came to fruition. In the appraisal, the property was valued both as restricted for auto-users and for general commercial purposes.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

Given the close proximity to both residential and commercial areas, the potential for transit-oriented development for these properties is likely.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency planning objectives for these subject properties would be advanced by the proposed disposition of the properties. More specifically, the goals to “Encourage Private Sector Investment” “Develop Distinct Commercial Districts” and “Create an Attractive Retail Environment” found in the Bear Valley Road Five Year Implementation Plan would be attained (Exhibit “C”).

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to offer the properties for sale on the open market to be sold to a third party for development. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA. The sale of the property will be based on an appraisal at then-fair market value. The specific sales terms and documents will be taken to the Oversight Board for approval.

E Street

Railroad Tracks

0478-172-19

Transit Center

D Street

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MAP #7

Google earth

1994

Imagery Date: 3/21/2013

34°32'13.20" N 117°17'34.17" W elev 2732 ft

eye alt 3926 ft

Victorville Successor Agency

Former Forrest Park Property

PARCEL INFORMATION

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	0478-172-19	1.25 Acres	Vacant Land	8/13/2008	\$55,000

Purpose of Acquisition: Old Town Redevelopment
Current Zoning: Old Town Specific Plan – Store Front Commercial

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$326,700 (\$6.00 p/s/f) to \$435,600 (\$8.00 p/s/f) based on Broker's Opinion of Value dated November 20, 2013 by The Bradco Companies (Exhibit "A")
Proposed Sale Value: Transfer to City for Future Development
Proposed Sale Date: Within 120 days of LRPMP approval

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: No income generated from Amtrack lease on portion of property.
Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

Brownfield Status	Studies Conducted	Remediation Efforts
Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject property.	None Known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY

(Including the rental or lease of property)

Acquisition: The RDA acquired the subject property from the City of Victorville on August 13, 2008. The transfer of property to the RDA and demolition of Forrest Park was determined to be the best use of the site for community redevelopment purposes. Please refer to Exhibit “B” for pertinent material on property transaction. On May 18, 2010, the RDA assumed an Amendment to a 1990 lease agreement the City had with the National Railroad Passenger Corporation (Amtrak) wherein Amtrak leases 3,790 square feet of the subject parcel for a passenger shelter (Exhibit “C”). The City, and later the RDA, did not charge Amtrak any fee for the lease because the train service benefits the residents of Victorville. Therefore, the lease generates no revenue. The subject property is located at a major intersection of 7th and D Streets in the Old Town area of Victorville.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

The proposed disposition to transfer the property to the City of Victorville for future development supports transit-oriented development. Because the City would need to condition any future sale of the property to include the continued lease to Amtrak, the property would continue to serve the public as mass transit.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The proposed transfer of the property to the City of Victorville for future development will advance the planning objectives of the Successor Agency as demonstrated in the most recent Five-Year Implementation Plan for the Old Town Redevelopment Project Area. More specifically, the goal to “Utilize redevelopment efforts in accordance with the General Plan, Specific Plan, local codes and ordinances...” will be met if the City retains the property for future development (Exhibit “D”).

USE OR DISPOSITION OF PROPERTY

Property Option Selected: **The retention of the property for future development**

Pursuant to HSC section 34191.5 (c)(2)(a). If the plan directs the use of the property for a project identified in an approved redevelopment plan, then property shall transfer to the sponsoring entity.

The property is zoned in the Old Town Specific Plan for Store Front Commercial (SFC) uses. As a park, the property did not conform to the Specific Plan. The Successor Agency proposes to transfer the property to the City of Victorville for future development consistent with the November 2010 Mid-Term Review of the Third Five-Year Implementation Plan for the Old Town Redevelopment Project Area 2008-2009 to 2012-2013 (p. 10) and pursuant to the land use designation in the Specific Plan (Exhibit “E”). The City will enter into a compensation agreement with the affected taxing entities upon the actual sale of the property in the future.



Sycamore Street

Amargosa Road

Memorial Park

I-15
Freeway

Eucalyptus Street

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3072-251-29

MAP #8

Google earth

1995

Imagery Date: 3/21/2013 34°27'31.92" N 117°21'33.87" W elev 3270 ft eye alt 6372 ft

Victorville Successor Agency

Eucalyptus Interchange Property

PARCEL INFORMATION

Listed below is the property reserved for the Eucalyptus Interchange:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3072-251-29	14.29 Acres	Vacant Land	11/21/2006	\$3,703,710

Purpose of Acquisition: Right-of-Way for Eucalyptus Interchange

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$3,708,824 based on June 30, 2013 booked value

Proposed Sale Value: Transfer to City of Victorville for governmental purposes

Proposed Sale Date: Within 120 days of LRPMP approval

Past Appraisal History \$3,703,000 Broker Opinion of Value by CPI Capital Properties dated July 27, 2006.

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/ Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

Brownfield Status	Studies Conducted	Remediation Efforts
Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject property No Records Available	None Known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY

(Including the rental or lease of property)

In July 2006, the City was contacted by Mr. Donald Clauson regarding the sale of his property. The property owner made the offer to sell because of his limited ability to develop the property due to the future location of a freeway overpass, known as the Eucalyptus Interchange. The owner provided a Broker Opinion of Value at the time which amounted to approximately \$5.95 per square foot (Exhibit "A"). At that time, such offers to sell were quickly acted upon by the City and/or RDA in an effort to avoid the costly and lengthy condemnation process sometimes necessary to secure such right of way. The RDA purchased the subject property from Victorville Storage, LLC on November 21, 2006, for \$3,703,710 (Exhibit "B").

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

Because this proposed disposition for this property is for the construction of a freeway interchange, it does not appear to have potential for transit-oriented development.

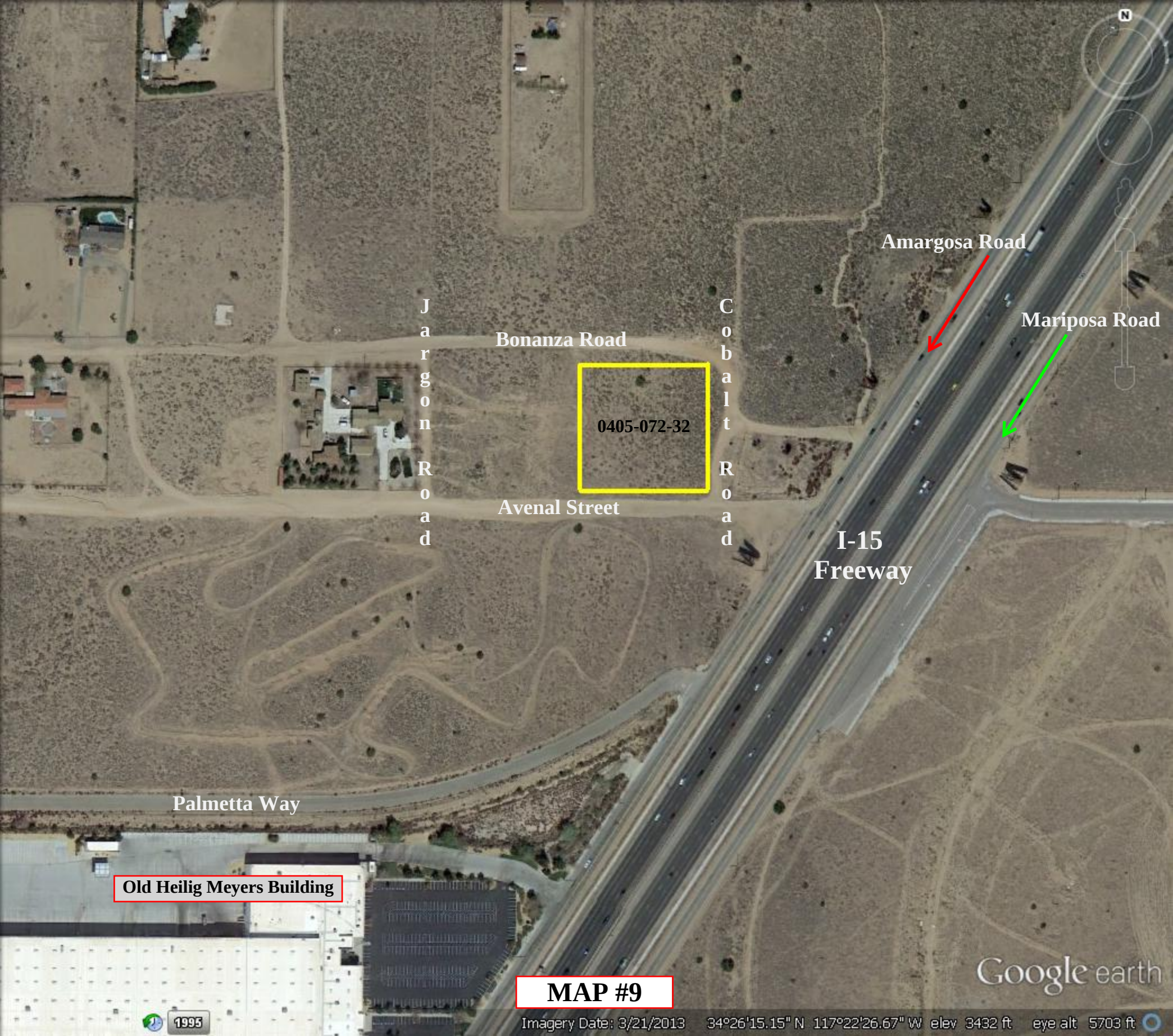
ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency proposes to transfer this property to the City of Victorville for governmental use, more specifically for future right of way necessary for the Eucalyptus interchange. Such proposed disposition is consistent with the planning objectives of the Successor Agency as outlined in the most recent Five-Year Implementation Plan for the Victor Valley Project Area. The goal to "Emphasize Infrastructure Improvements...to provide adequate access to freeways..." will be met with the proposed transfer (Exhibit C").

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The retention of the property for governmental use

The Successor Agency proposes to transfer the property to the City of Victorville for governmental use. The property was originally purchased by the RDA with the intent to secure right of way for the future Eucalyptus Interchange. The City of Victorville's General Plan details the Eucalyptus interchange as a planned major traffic circulation component (Exhibit "D"). A Project Study Report/Project Development Support for this interchange was approved by Caltrans on May 18, 2005 (Exhibit "E"). Because the final footprint for the interchange has yet to be determined, the various alternative plans demonstrate the need to retain the subject parcel for governmental use.



Amargosa Road

Mariposa Road

Bonanza Road

Jargon Road

Cobalt Road

0405-072-32

Avenal Street

I-15 Freeway

Palmetta Way

Old Heilig Meyers Building

MAP #9

Google earth

1995

Imagery Date: 3/21/2013 34°26'15.15" N 117°22'26.67" W elev 3432 ft eye alt 5703 ft

Victorville Successor Agency

Lager Land Swap Property

PARCEL INFORMATION

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	0405-072-32	1.955 Acres	Vacant Land	6/16/2009	\$595,000

Purpose of Acquisition: Land Swap for APN 0396-192-44

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$106,450 based on \$1.25 p/s/f per Broker's Opinion of Value dated November 20, 2013 by The Bradco Companies (Exhibit "A")

Proposed Sale Value: To be determined based on Successor Agency's appraisal.

Proposed Sale Date: The property will be listed for sale within 120-days of the Long Range Property Management Plan approval

Past Appraisal History: \$595,000 from Appraisal Report by Thompson Appraisals, Inc. on December 5, 2007 (Exhibit "B").

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

Brownfield Status	Studies Conducted	Remediation Efforts
Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on these subject properties	None Known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY

(Including the rental or lease of property)

On June 16, 2009, the former Victorville Redevelopment Agency (RDA) acquired the property via a Land Swap Agreement with the Donald and Pamela Lager Trust (Exhibit "C"). The RDA transferred APN 0396-192-44 ($\pm$ 0.70 acres) to the Trust and was granted APN 0405-072-32 ($\pm$ 1.83 acres). The Lagers were owners in the commercial development adjacent to APN 0396-192-44 and wanted the RDA's property for a planned expansion of their store (the expansion has not occurred). Meanwhile, the RDA received a larger piece of property for future development.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

The property is located at the southwest quadrant of the City of Victorville, just west of the I-15 Freeway. The area is primarily a zoned residential with commercial zoning around the perimeter at the I-15 Freeway frontage. It is difficult to determine whether or not the property has the potential for transit-oriented development as much of the surrounding area remains undeveloped.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The proposed sale of the property is consistent with the planning objectives of the Successor Agency. The property is commercially zoned, so the sale of the property on the open market will further the redevelopment plan goals from the latest Five-Year Implementation Plan for the Victor Valley Redevelopment Project Area to "Leverage Private Sector Investment" (Exhibit "D").

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The sale of the property

The Successor Agency proposes to offer the property for sale on the open market to be sold to a third party for development. The proceeds (net of any expenses related to the sale) from the sale of the property will be used to pay for any enforceable obligations of the former RDA.

The sale of the property will be based on an appraisal at then-fair market value. The specific sales terms and documents will be taken to the Oversight Board for final approval.



Amargosa Road

3092-311-10

3092-311-09

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Nisqualli Road

Nisqualli Interchange

I-15
Freeway

MAP #10

Google earth

Victorville Successor Agency

Nisqualli Interchange Property

PARCEL INFORMATION

Listed below are the remainder parcels from the Nisqualli Interchange:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	3092-311-09	6.02 Acres	Vacant Land	6/30/2005	\$4,300,000 *
N/A	3092-311-10		Vacant Land		

*Four parcels, the two listed above and 3092-311-08 and 11, totaling 14.23 acres were purchased together.

Purpose of Acquisition: Nisqualli Interchange Project

Current Zoning: C-2 (General Commercial)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$3,146,774 (\$12.00 p/s/f) to \$3,409,006 (\$13.00 p/s/f) based on Broker's Opinion of Value dated November 20, 2013 by The Bradco Companies (Exhibit "A").

Proposed Sale Value: To be determined based on Successor Agency's appraisal

Proposed Sale Date: Within 120 days of LRPMP approval

Past Appraisal History \$1,190,000 Appraisal by Property Sciences dated July 31, 2013.

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

Estimate of Lease/Rental/Other: \$0

Contractual Requirements for Use of Income/Revenue: N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
3092-311-09	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geo-tracker tool used by the California Water Board. No records were found on these subject properties.	None Known	N/A
3092-311-10		None Known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

On June 30, 2005, the former Victorville Redevelopment Agency (RDA) purchased approximately 14.26 acres of property located on the northeast corner of Mariposa and Nisqualli Roads to preserve right of way for the I-15 Nisqualli Interchange. On April 28, 2009, the RDA entered into an Memorandum of Understanding (MOU) with Marinita Development Company for the property that would remain after the construction of the of the I-15 Nisqualli Interchange. The purpose of the MOU was to provide a 24-month exclusive negotiating term for the remainder property and to allow Marinita Development Company to begin due diligence on the site. In the MOU, the timing for final negotiations for the sale of the property was subject to the City's construction of the interchange, which would allow for any unforeseen changes in the interchange project to take priority (Exhibit "B"). Due to unexpected delays in completion of the interchange, the provisions in the 2009 MOU which allowed for term extensions had to be exercised. On April 5, 2011 Amendment 1 to the MOU was executed to extend the original term (Exhibit "C"). Amendment 1 to the MOU extends the term through April 5, 2014. However, per to the RDA Dissolution Act, the former RDA was prohibited from entering into new contracts since 6/27/11, so the Development Agreement called for by the MOU could not be completed, although the Developer has actively conducted due diligence and site planning of the site (Exhibit "E").

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

Although no plans exist for potential transit-oriented development for the remainder parcels of the Nisqualli Interchange project area, the site is located within walking distance of multi-family developments. Therefore, the future commercial development may provide pedestrian friendly access.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency proposes to sell the properties to a third-party future development. Such disposition would further the goals detailed in the Victor Valley Economic Development Authority's Five Year Implementation Plan. Specifically, the goals to "Leverage Private Sector Investment" "Promote Compatible Development" and "Stimulate Economic Growth" would be met with the sale to Marinita (Exhibit "D").

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The Sale of the property

The Successor Agency proposes to sell the property. The recommendation from Successor Agency staff is to offer the Right of First Refusal to a purchase agreement to Marinita Development. The written record clearly demonstrates the intent of the former RDA to sell the property to the developer once the final construction of the I-15 Nisqualli interchange was completed. The former RDA had an MOU in place with the developer for some years; however, due to the RDA dissolution, the MOU could not be negotiated into a final Disposition and Development Agreement, which would have finalized the terms of the sale.

The developer has invested significant time and money in the preliminary planning of the project, so the Right of First Refusal would demonstrate good faith efforts to complete the transaction. The sales price would be established upon fair market value from an appraisal to be coordinated and conducted on behalf of the Successor Agency. The specific sales terms and documents will be taken to the Oversight Board for final approval.

If Marinita Development does not wish to purchase the property at such appraised value, the property would then be listed on the open market for sale. The proceeds (net of any expenses associated with the sale) from the sale of the property will be used to fulfill enforceable obligations.



West Sage Street

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0396-172-05

0396-172-07

0396-172-06

0396-131-01

0396-131-04

0396-131-02

0396-131-03

Courthouse

City Hall

I-15
Freeway

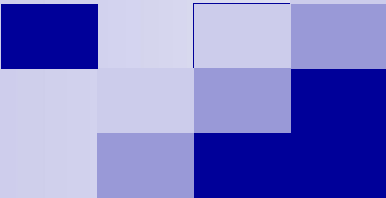
Civic Drive

MAP #11

Google earth

1994

Imagery Date: 3/21/2013 34°30'41.81" N 117°19'24.02" W elev 2962 ft eye alt 4347 ft



Victorville Successor Agency

Library Property

PARCEL INFORMATION

Listed below are parcels within the Library Property area:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	0396-131-01	11,440 sq. ft.	Vacant Land	11/28/2005	\$1,585,000
N/A	0396-131-02	22,676 sq. ft.	Vacant Land		
N/A	0396-131-03	11,354 sq. ft.	Vacant Land		
N/A	0396-131-04	10,725 sq. ft.	Vacant Land		
N/A	0396-172-05	10,725 sq. ft.	Vacant Land		
N/A	0396-172-06	10,725 sq. ft.	Vacant Land		
N/A	0396-172-07	10,725 sq. ft.	Vacant Land	2/08/2006	\$308,000
N/A	0396-172-08	10,725 sq. ft.	Vacant Land		

Purpose of Acquisition: Construction of a new library facility on Civic Drive, across the street from Victorville City Hall.

Current Zoning: C-A (Administrative Professional Offices District)

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$1,895,090 (6/30/13 book value, includes acquisition fees)

Proposed Sale Value: Property to be transferred to the City of Victorville for governmental use

Proposed Sale Date: Within 90 days of LRPMP approval by DOF

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

**Estimate of Lease/Rental/
Other:** N/A

**Contractual Requirements
for Use of Income/Revenue:** N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
0396-131-01	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geo-tracker tool used by the California Water Board. No records were found on these subject properties.	None Known	N/A
0396-131-02		None Known	N/A
0396-131-03		None Known	N/A
0396-131-04		None Known	N/A
0396-172-05		None Known	N/A
0396-172-06		None Known	N/A
0396-172-07		None Known	N/A
0396-172-08		None Known	N/A

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

The former Victorville Redevelopment Agency (RDA) in accordance with the Victor Valley Redevelopment Plan desired to purchase property within the Civic Drive area in order to secure property necessary for the development of a public library. This process led to two acquisitions to meet that objective and are listed below:

Acquisition for APN 0396-131-01,02,03,04; 0396-172-05 and 06: Listed parcels were formerly owned by Civic Drive Commercial Partners, LLC. Negotiations took place to acquire these parcels and eventually were purchased in the amount of \$1,585,00 on November 28, 2005 (Exhibit "A").

Acquisition for APN 0396-172-07 and 08: These two parcels were formerly owned by Seira de la Croix and were acquired by the RDA on February 8, 2006 in the amount of \$308,000 (Exhibit "B").

All the listed properties were purchased with monies from a fund holding the proceeds from the issuance of a 2005 bond by the Southern California Logistics Airport Authority (SCLAA) with the understanding that such funding would take the form of a short-term, inter-fund loan transaction. The RDA took title to the property due to its broader real estate powers. However, some time after acquisition of the properties, the City and SCLAA determined that the inter-fund loan would be best re-structured as a formal loan by and between both parties. On October 5, 2010, the City Council approved a loan agreement setting forth the terms and conditions of the purchase of properties and the repayment by the City to the 2005 SCLA Bond Fund. Attached as Exhibit "C" is the SCLAA Board meeting and Amended and Restated Loan Agreement by and between the City and SCLAA, including the Promissory Note. With the loan form SCLAA to the City formally in place, the only remaining step was to have the RDA transfer title to the City (since the City rather than RDA now had a financial obligation for the property).

However, at the same time, the RDA received a Letter of Intent (LOI) to purchase the real estate from ICO Development. After several negotiations, a final offer was submitted by Lee & Associates on December 2, 2010 for the 1.78 acres of land (designated as APN 0396-131-01,02,03,04; 0396-172-05 and 06), with the offer price of \$1,474,000. Unfortunately, the Purchase and Sale Agreement was eventually cancelled as ICO Development couldn't secure a lease agreement with the San Bernardino County for tenancy of the property. Please refer to Exhibit "D" for letter on subject transaction. The City and RDA's intent to sell to ICO was to allow the sales proceeds to be used for the City to repay the SCLAA loan pursuant to the Promissory Note. Once the sale to ICO was cancelled on May 18, 2011, the RDA was free to move forward with the transfer of title to the City because the City was on the hook for the loan payable to SCLAA. However, with the enactment of ABx1 26 on June 27, 2012, this transfer was prohibited and never effectuated.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

The subject lots are located in the civic center area of the City of Victorville. The neighborhood is a developing area which includes the county courts building and the Victorville City Hall. The civic center is designed as pedestrian friendly, with planned paseos which connect the various businesses and services in the area. Bus stops currently exist directly across the street from the subject site.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The Successor Agency plans to transfer the properties to the City of Victorville for governmental use. Construction funds for the library are being accumulated in the appropriate DIF fund or Development Impact Fee to construct such public facility as the library. Such transfer is supported by the VVEDA redevelopment plan (Exhibits “E” and “F”)

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The transfer of the property to the City of Victorville for governmental use.

The Victorville Successor Agency proposes to transfer the properties to the City of Victorville for governmental use. The properties were purchased using SCLAA’s 2005 bond proceeds. The original structure for the properties’ acquisition, which is documented in Exhibits “A” & “B”, was the RDA purchased (took title) to the properties due to its broader real estate powers, the SCLAA funded the purchases with it’s bond funds, and the City intended to be the ultimate purchaser of the property for a public library. Unfortunately, funding for the actual construction of the library became scarce, so the City and the SCLAA documented it’s lender/borrower relationship in the form of the Loan Agreement and Promissory Note included as Exhibit “C”. However, the property remained vested in the name of the RDA throughout a failed sales transaction and throughout the RDA dissolution process. Because the property serves as collateral for the loan between the City and SCLAA, it should have been transferred to the City once the loan was in place so that the City could hold the property for the future development of the library. The Successor Agency believes such a transfer to the City to rectify these pre-dissolution agreements falls into the DOF’s allowance of the governmental purpose transfers.



Colusa Road

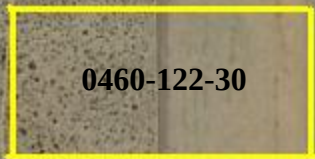
0460-381-36



Calleja Road

Airport Runway

0460-122-30



Bella Vista Road



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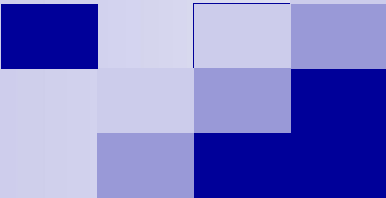
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Southern California
Logistics Airport



MAP #12

Google earth



Victorville Successor Agency

Airport Runway Extension Project

PARCEL INFORMATION

Listed below are properties near the Airport Runway:

Address	APN	Lot Size	Property Type	Acquisition Date	Value At Acquisition
N/A	0460-381-36	5 Acres	Vacant Land	8/20/2002	\$67,500
N/A	0460-122-30	21.7 Acres	Vacant Land	2/13/2004	\$152,040

Purpose of Acquisition: Southern California Logistics Airport Runway Extension

Current Zoning: Industrial / Southern California Logistics Airport (SCLA) Specific Plan

ESTIMATE OF CURRENT PROPERTY VALUE (If available, any appraisal information)

Estimated Current Value: \$223,613 (combined book value as of June 30, 2013)

Proposed Sale Value: Transfer to SCLAA for governmental purpose

Proposed Sale Date: Within 90 days of LRPMP approval

ESTIMATE OF ANY LEASE, RENTAL, OR ANY OTHER REVENUES (Plus any contractual requirements for the disposition of those funds)

**Estimate of Lease/Rental/
Other:** \$0

**Contractual Requirements
for Use of Income/Revenue:** N/A

HISTORY OF ENVIRONMENTAL CONTAMINATION

APN	Brownfield Status	Studies Conducted	Remediation Efforts
0460-381-36	Staff researched the Environmental Protection Agency (both Superfund and Brownfield website records) as well as the Geotracker tool used by the California Water Board. No records were found on the subject properties.	None Known	N/A
0460-122-30			

BRIEF HISTORY OF PREVIOUS DEVELOPMENT PROPOSALS AND ACTIVITY (Including the rental or lease of property)

Acquisition of APN 0460-381-36: On August 20, 2002, the property was acquired for the construction of public improvement described as the construction of a main runway extension project for the Southern California Logistics Airport (Exhibit "A"). This is the extent of the records that exist for this acquisition.

Acquisition of APN 0460-122-30: Very few records exist for this acquisition as well. Staff located a few documents from the time of the acquisition and determined the property was also purchased for a runway extension (Exhibit "B"). The property was purchased for \$152,040 from previous owner, John C. Caley.

It appears the properties were vested in the name of the RDA rather than the Southern California Logistics Airport Authority (SCLAA) because it funded such acquisitions in whole or in part.

POTENTIAL FOR TRANSIT-ORIENTED DEVELOPMENT

Due to the specific use of the property, the potential for transit-oriented development does not exist.

ADVANCEMENT OF PLANNING OBJECTIVES OF THE SUCCESSOR AGENCY

The proposed disposition of the property, the transfer to the City of Victorville advances the planning objectives of the Successor Agency as demonstrated in the Victor Valley Five Year Implementation Plan. More specifically, the goals outlined in the plan that are being met are "Facilitate Reuse" and "Promote Compatible Development" (Exhibit "C")

USE OR DISPOSITION OF PROPERTY

Property Option Selected: The retention of the property for governmental use

The Successor Agency proposes to transfer both properties to the City of Victorville for governmental use.

Pursuant to HSC section 34181 (a), the OB may direct the agency to transfer ownership of those assets that were constructed and used for a governmental purpose, such as roads, school buildings, parks, police and fire stations, libraries, and local agency administrative buildings to the appropriate public jurisdiction.

Miscellaneous Assets

ASSET INFORMATION

Asset	Exhibit	Acquisition Date
PM-7-99 Grant of Easement	A	November 16, 2000
DE009640-02-01	B	August 8, 1996
Drainage Easement	C	October 2004
Easement	D	May 20, 1999
Access Easement (West sign)	E	February 9, 2006

BRIEF HISTORY OF ASSET

Asset	Description
PM-7-99 Grant of Easement	Easement from AFG for rail and utility purposes. This easement was granted to the RDA for the right to construct rail track over a small portion of AFG Industries' property located in Foxborough Industrial Park.
DE009640-02-01	Director's Deed Easement. This easement granted the RDA certain highway sign rights located on the east side of I-15, near the Auto Park.
Drainage Easement	Reserved on Parcel Map No. 16292. This easement granted the RDA a private drainage easement on two auto mall properties, located on the west side of I-15.
Easement	Reserved on Parcel Map No. 15221. This easement granted the RDA access to its east sign located on Parcel A of Parcel Map 15221.
Access Easement (West Sign)	Recording 2006-0095711. This easement granted the RDA access to its west sign located on Parcel A of Parcel Map 16292.

USE OR DISPOSITION OF ASSET

Asset	Proposed Disposition
PM-7-99 Grant of Easement	Transfer to the City of Victorville as Retention for Government Use
DE009640-02-01	
Drainage Easement	
Easement	
Access Easement (West sign)	