ERRATA

to
MARIPOSA LAKES SPECIFIC PLAN
(Final Screen Check July 1, 2008)

August 28, 2008

The following revisions are hereby made to the Mariposa Lakes Specific Plan (Final Screen Check July 1, 2008), presented to the City of Stockton Planning Commission for consideration on August 28, 2008:

The following two global revisions are made:

1. Where appropriate, all reference shall be made to the 2035 General Plan NOT the 1990 General Plan or draft 2035 General Plan.
2. As a result of Caltrans not selecting the alternative to realign State Route 4 through the MLSP project site, all text and graphics will be revised which discusses or presents providing Proposed State Route 4 Re-Alignment through the project.

CHAPTER 2

The last sentence of Section 2.1.1 (page 2-2) is DELETED, and REPLACED with the following:

Modifications and amendments to the MLSP shall be made in accordance with Section 13.1.3 of this MLSP.

The two paragraphs of Section 2.4.1 (page 2-6 and 2-7) shall be DELETED and REPLACED with the following:

Under the Planning and Zoning Law, a specific plan adopted by a city or county must be consistent with the city's or county's general plan. During the development evaluation of the MLSP, the MLSP was originally being processed under the 1990 General Plan. Prior to the adoption of the MLSP, the City approved their 2035 General Plan. Therefore, the MLSP was approved under the 2035 General Plan and is consistent with its goals and policies.

The following sentence is ADDED immediately following the first paragraph of Section 2.4.2 (page 2-7):

The Public Financing Plan also establishes fiscal and financial objectives, policies and guidelines for development of the Community, identifies funding programs for Community-wide facilities and services, and sets forth the fiscal analyses to demonstrate that development of the Community will not result in adverse fiscal impacts on the City.

CHAPTER 4

Figure 4.5 on page 4-11 shall be REPLACED with the approved 2035 General Plan land use map.

The two paragraphs of Section 4.4 (page 4-12) shall be DELETED and REPLACED with the following:

The 2035 General Plan, prior to its amendment for the MLSP had indicated this area to be Industrial and Village. As a result of the General Plan amendment for the MLSP, the land uses designations for the MLSP are described in this Chapter. Within the MLSP there are three primary Village Centers (Austin Road Town Center, Farmington Road Village Center, and Duck Creek Village Center). Each Village Center will provide a mix of land uses, as described in Section 4.4.1, and act as the nucleus of each of the three Villages (Austin Road Village, Farmington Village and Duck Creek Village) as depicted on Figure 4.2 and Table 4.2.

Subject to Section 2.5 of the MLSP, standards for each MLSP land use designation are contained within this document or when silent are found in the Stockton Municipal Code, Chapter 16 (Development Code). The MLSP shall govern
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land use decisions, however when not specifically addressed within the MLSP, the Stockton Municipal Code shall govern.

The following footnote is ADDED to Table 4.6 (page 4-28) to the second row under the heading “Parking” to clarify the “Additional” parking requirement currently described as “1 space within specific development”:

In addition to the two garage parking spaces which are required per medium density residential dwelling unit, there shall be one parking space provided for each medium density residential unit. The additional parking space shall be provided within the specific medium density residential village / tentative subdivision map area for that medium density residential project.

The heading “Planned Development (PD)” and the first paragraph under “Planned Development (PD)” of page 4-20 shall be DELETED and REPLACED with the following:

New heading: Open Space within Small Lot Residential Subdivisions

First paragraph: Residential subdivisions which consist of residential lots smaller than 5,000 square feet are required to provide open space. This open space compensates for the reduced amount of private open space which typically occurs with small lot residential subdivisions.

The first paragraph of Section 4.4.3 (page 4-21) shall be DELETED and REPLACED with the following:

The western portion of the Community is proposed for industrial and business / professional uses. The two land uses are designated with the MLSP as Village Industrial (IV) and Business Professional (BP). While the MLSP utilizes the term Business Professional (BP) the direct correlating Zoning District within the City is Commercial, Office (CO).

The last paragraph of Section 4.5.4 (page 4-31) shall be DELETED and REPLACED with the following directly below the title “Special Purpose Zoning District”:

All development within the Mariposa Lakes Specific Plan shall conform to the land use designations as shown on the Land Use Plan, Figure 4.3. All Special Purpose Zoning Districts shall refer to the City’s Zoning District and Zoning District Development Standards (Div. 16-230) for development regulations. Special Purpose Zoning District ML-MX, as described below, is not found in the Specific Plan. This District is being presented so that in the event the Specific Plan is amended in the future, this Zoning District could be utilized.

CHAPTER 6

The following policy is REVISED to Section 6.4 (page 6-4):

Policy 6.4: Establish residential neighborhoods with varying levels of amenities based upon density. Medium and high density residential developments shall have a higher level / degree of amenities provided.

CHAPTER 8

The only paragraph of Section 8.3.3 (page 8-21) shall be DELETED and REPLACED with the following:

Wastewater flows generated by the Community initially will be diverted to the City’s existing Wastewater Collection System No. 8, which has been deemed by the City to have available capacity sufficient to serve Phase 1 of the Community. Wastewater Collection System No. 8 will be extended to the Community through either an extension of its gravity main line or an onsite wastewater pumping station and connecting force main, both of which would
terminate at the upstream end of the existing 42-inch sewer main line on Marfargoa Drive. Applicants for tentative maps in subsequent phases of the Community’s development will be required to demonstrate that there remains sufficient capacity in System 8, at the time the tentative map application is submitted, to accommodate the development proposed by the tentative map. On the basis System 8 is unable to accommodate all of the wastewater flows generated by the Community, then all or some portion of the Community’s wastewater will be diverted to a new City wastewater collection system, Wastewater Collection System No. 12, which is proposed as part of the City’s 2035 General Plan and associated Wastewater Collection System Master Plan Update. Future wastewater facilities to collect and convey wastewater generated by the Community include gravity sewer trunk lines, a sewer pumping facility, and dual force mains.

The owners, developers, and/or successors-in-interest (the “ODS”) shall be required to participate in an evaluation and determination by the City regarding the Project’s fair share cost and/or expense on a phased basis to utilize City of Stockton Municipal Utilities District Wastewater System No. 8 Facilities as otherwise required to be substantially consistent with to CFD 90-1. The ODS shall be allowed to review and approve of the City’s process, methodology and determination. Said approval shall not be unreasonably withheld, delayed or conditioned.

The following policy is REVISED to Section 8.3.4 (page 8-21):

Policy 8.3.5 The owners, developers, and/or successors-in-interest shall design and construct off-site elements of master planned wastewater collection system improvements as required to meet demands generated by the Community. This would include the required extension of System 8 facilities from the east end of Marfargoa Road to the Community as Part of Phase 1, then System 12, when needed.

The following two paragraphs are ADDED immediately following the last paragraph of Section 8.7.2, (page 8-45):

The Owner, Developer and/or successors-in-interest (ODS) shall prepare a detailed security plan for each tentative map and/or development area and submit same for the approval of the Police Department. The security plan shall provide for an on-site full time (24/7) security patrol service funded by the Homeowners Association and shall also include video surveillance equipment with 14-day continuous recording capability and 30 day archival capacity at strategic locations in the community which shall all be subject to the approval of the Police Department.

Prior to recordation of any Final Map (or concurrent when forming an homeowners association), the Owner, Developer, successor-in-interest (ODS) shall establish a financing entity acceptable to the Police Department to provide funding for the maintenance of a private security force and related camera / surveillance system and if necessary replacement at the end of the useful life of physical improvements (i.e. cameras, monitors, cabling) and all “Improvements” serving or for the special benefit of this subdivision.

CHAPTER 11

The following new policy is ADDED to Section 11.1.8 (page 11-5):

Policy 11.1.1: Neighborhoods with higher residential densities will be located near the Village Centers.
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The following new sub-section is ADDED to Section 11.1 (page 11-5) as 11.1.8 (existing sub-section 11.1.8 Policies is now sub-section 11.1.9):

11.1.8 Multi Family Performance Standards

The following performance standards shall be incorporated into all high density residential apartment developments:

- The owner, developer and/or successors-in-interest (ODS) shall submit a Management Plan for an apartment complex to the Community Development Director for approval prior to the issuance of any building permits. The Plan shall, at a minimum, include the owner’s name and contact information, tenant interviewing and screening procedures, deposit and refund policies, interior and exterior maintenance policies, occupancy and use restrictions, dispute resolution policies and procedures, eviction procedures and sample documents and forms (including a rental agreement). In addition, The ODS shall implement a Crime Free Multi-Housing Program as administered by the Police Department to reduce crime, drugs and gangs on apartment property.

- A licensed, uniformed private security guard shall be required to present on the site during evenings between 5 p.m. and 8:00 a.m., 24 hours on weekends and holidays once the apartment complex begins operation and occupancy. The security guard shall be readily available via telephone communication with the Police Department.

- Any graffiti on the property shall be removed within forty-eight (48) hours.

- Trash enclosures shall be installed out of public view and be constructed with solid, six-foot high solid walls on three sides and gated on the fourth side with an opaque material. The design of the trash enclosures shall be approved by the Community Development Director and shall be installed prior to the initiation of the approved use.

- All signs shall be subject to approval by the Community Development Director or Planning Commission.

- There shall be no chain-link fencing, barbed/concertina wire or similar material visible from a public right-of-way.

- A Landscaping Maintenance Agreement for an apartment complex shall be submitted for review and approval by the Community Development Director and the City Attorney prior to the issuance of any building permit. The approved Landscaping Maintenance Agreement shall be recorded by the property owner(s)/developer(s) in the office of the County Recorder and a copy shall be filed with the Community Development Department within 30 days of the issuance of the first apartment building permit. All recording expenses shall be paid by the property owner/developer.

- All landscaped areas on the site shall comply with the applicable requirements of the Stockton Municipal Code. Landscaping and irrigation plans for the entire project area and public streets shall be submitted to the Community Development Department, Planning Division, for review and approval by the Community Development Director prior to the issuance of any residential building permits. Low-growth vegetation shall be employed around the buildings and parking areas to facilitate maximum visibility. Landscaped areas, including a timed/automatic irrigation system, shall be installed at the time that the masonry walls along a public street, and adjacent residential neighborhoods are constructed and be maintained by the property owners.
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- Structures and other improvements shall be constructed, installed and maintained in accordance with the approved site plan, floor plans, elevations, color rendering and conditions of approval and be maintained in a manner so as not to be blighted or deteriorated.

- No loitering shall be allowed on the premises. The operator shall discourage loitering on immediately abutting public rights-of-way and shall post “No Loitering” signs on the outside of the property.

- Security lighting within an apartment complex shall be installed in all parking and common areas as well as at the main entrances. Any lighting on the site shall be shielded so as not to shine onto nearby residential properties.

- Prior to the occupancy of any dwelling unit, a video surveillance system, with 14-day continuous recording capability, shall be in place and archived for least 30 days. The video surveillance system shall cover the exterior of the buildings, parking areas, landscaped areas, and the entrance to the project site. The locations of surveillance system shall be subject to the approval of the Police Department.

The fourth, fifth and sixth sentences of Section 11.2.4 (page 11-7) are DELETED, and REPLACED with the following:

The builders of residential construction in the Project will comply with City’s “Build-It-Green,” green point rated guidelines in effect at the time of construction. The builders of non-residential construction (commercial, industrial) in the Project will comply with LEED Silver-certified standards in effect at the time of construction. The builders of non-residential construction will be required to participate in the formal LEED Silver inspection and certification process.

In addition, at the time of publication of this Specific Plan, the City and the State of California Attorney General were negotiating an agreement (“Agreement”) to address the Attorney General’s request that the City amend its 2035 General Plan to more fully and effectively address the potential impacts of global climate changes. All builders in the Project (residential and all non-residential) will comply with all amendments and modifications to the 2035 General Plan required under the City’s and the Attorney General’s Agreement, as approved by the Stockton City Council.

A new entry shall be ADDED to Figure 11.2 (page 11-11), Figure 11.3 (page 11-13), Figure 11.4 (page 11-15), and Figure 11.5 (page 11-17), to state the allowable house square footage, as a range (e.g., “3,800 – 6,000 sq. ft.”) for the following types of residential lots: One Acre Estate Lots (Fig. 11.2); Lake-Oriented Lots (Fig. 11.3); Non-Lake Oriented Lots (Fig. 11.4); and Medium Density Lots (Fig. 11.5).

CHAPTER 13

The following three paragraphs are ADDED immediately following the first paragraph of Section 13.3, (page 13-4):

In order to proceed to a next Phase, the prior Phase must have completed at least 50% or more of the final mapping for that Phase and, in addition, at least 50% or more of the requisite off-site infrastructure shall be either in place or bonded for.

The requisite infrastructure for the commercial and industrial land uses shall be built in equal proportions to the residential land uses developed. For example, if 50% of the residential is to be developed for any particular Phase, then 50% of the backbone and arterial infrastructure (excluding curb, gutter, sidewalk, and frontage street improvements) for the commercial and industrial land uses in that same Phase shall also be installed concurrently. For all commercial and industrial uses, the Developer shall use commercially reasonable efforts to market such commercial and industrial land uses and shall report such marketing activity on an annual basis to the City.
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In any event, the Owner, Developer, and/or successors-in-interest shall be entitled to a revision to the Phasing Plan if a high employment land use application is made for any future Phase.

TEMPORARY APPENDIX F

The title of Appendix F is REVISED on page F-1 from “Revised Tables and Graphics” to:

Prior Tables and Graphics

NOTE TO PLANNING COMMISSION REVIEWERS: All of the above changes, as well as all changes shown in strikeout-underline format in the July 1, 2008 Final Screen Check Mariposa Lakes Specific Plan, will be incorporated into a “clean” updated version of the Mariposa Lakes Specific Plan. The updated version will also reflect modifications, if any, made by the Planning Commission at the August 28, 2008 hearing. In addition, text will be added to clarify that the Mariposa Lakes Specific Plan is being processed under the 2035 General Plan and not the 1990 General Plan.
EXHIBIT 10

Errata to FIA and PFFP
(Goodwin Consulting Group – Dated August 25, 2008)
MEMORANDUM

August 25, 2008

To:    David Stagnaro

From:  Chris Curry and Cindy Yan

Re:    MLSP FIA and PFFP Errata

Pursuant to your request, the Mariposa Lakes Specific Plan Fiscal Impact Analysis (FIA) and Public Facilities Financing Plan (PFFP), both dated August 13, 2008, have been revised to incorporate the following changes from city staff.

FIA

page 2
City staff completed a series of extensive analyses to support a variety of the assumptions and approaches contained in the guidelines. While the templates and guidelines are still evolving and subject to change, the analysis presented herein is based on the set of guidelines in effect at the time this report was prepared. Note that the templates and guidelines are not meant to be a strict prescription for completing the studies; rather, they serve together as a “manual,” and the manual’s directions can be adjusted as project circumstances warrant and deviations from the manual can be justified. As an example, modifications to certain demographic assumptions were made to ensure consistency among various Project documents.

page 14
Pursuant to initial discussions with Fire Department personnel, both the engine company and the truck company will need to be operational concurrent with the occupation of the first home within the Project (in fiscal year 2010-11). However, negotiations between the Project developer and the Fire Department indicate that a reduced staffing mix will be permitted at the onset of development. Specifically, a total of 33 fire department personnel will be required to provide sufficient fire protection within the Mariposa Lakes Specific Plan area at buildout of the Project. However, the same amount of fire staff is not anticipated to be required at the onset of development. For purposes of this analysis,
the following reduced fire staffing needs have been assumed: an 18-person staff will operate the engine and truck companies through buildout of Phase 1A, a 21-person staff will be required through buildout of Phase 1B, a 27-person staff will be required through buildout of Phase 1C, and a 33-person staff will be required beginning in Phase 2 as well as through buildout of the Project.

However, Fire Department personnel has determined during subsequent analysis of the Project area that only an engine company will be required concurrent with the occupation of the first home within the Project and a truck company will be needed at the start of Phase 3. Consequently, a 15-person staff will be required to operate the engine company at the onset of development, and a 33-person staff will be required to operate the engine company (15 fire fighters) and truck company (18 fire fighters) at the start of Phase 3. An analysis comparing the two assumptions related to staffing needs was conducted as part of the FIA. The analysis concluded that the first fire staffing scenario was the more conservative of the two alternatives and, therefore, those assumptions are incorporated into the supporting analysis tables.

Additional insert
Refer to Insert A.

PFFP

page 3
City staff completed a series of extensive analyses to support a variety of the assumptions and approaches contained in the guidelines. While the templates and guidelines are still evolving and subject to change, the analysis presented herein is based on the set of guidelines in effect at the time this report was prepared. Note that the templates and guidelines are not meant to be a strict prescription for completing the studies; rather, they serve together as a "manual," and the manual's directions can be adjusted as project circumstances warrant and deviations from the manual can be justified. As an example, modifications to certain demographic assumptions were made to ensure consistency among various Project documents.

page 18
The Project site is located outside of the City's existing sewer collection service areas, and as a result, the MLSP site is not currently served by the City's sewer collection and treatment systems. The Project site is adjacent to the City's Wastewater Collection System No. 8 (System No. 8) sewer service area, which has available capacity to serve new development. Consequently, sewer collection and treatment services for development in the earlier phases will likely be provided by the existing Wastewater Collection System No. 8. However, if it is determined during development of the MLSP area that System No. 8 does not have sufficient capacity to accommodate the MLSP area, wastewater may be diverted to a new
Wastewater Collection System No. 12 (System No. 12), which is proposed as part of the City’s 2035 General Plan and included in the MLSP Capital Improvement Plan.

To conduct this portion of the analysis, a benefit rationale was developed for each of the eight project-specific capital facility categories. In all eight cases, a benefit unit, or equivalent dwelling unit (EDU) factor, was selected and demand variables were assigned to the land uses proposed for new development by the applicable Project consultant based on industry guidelines. Table B-1 in Appendix B summarizes the following benefit unit assumptions for the Project:

Additional insert
Refer to Insert A.

The items set forth above are the only changes that were made to the original document submitted to the City. If you have any questions, please do not hesitate to reach me at (916) 561-0890.
2.04 Project Impacts and Costs

(a) Overarching Requirement Regarding Project Impacts. Notwithstanding any other express or implied term or condition of this Agreement to the contrary, throughout the Term of this Agreement, the full and complete mitigation of all environmental, physical, fiscal and other impacts of the Project and the Project Site on the community and on the City of Stockton and its services, facilities, operations and maintenance (collectively, “Project Mitigation”) shall be borne by and shall be the sole and exclusive responsibility of the Project and Project Site (and the Developer who is the owner of same). Such Project Mitigation may include a mix of different approaches, including without limitation, Developer construction of and/or financing of such services, facilities, operations and maintenance through the payment of impact fees or other fees, taxes, levies, assessments, or other financing mechanisms including without limitation Landscaping and Lighting Districts, Mello-Roos Districts, Community Facilities Districts, Assessment Districts, Tax-Exempt and Taxable Financing Mechanisms, Maintenance Districts, Homeowners Associations, and participation in the Statewide Communities Infrastructure Program (collectively, “Financing Mechanisms”). City shall cooperate with Developer in good faith to determine and facilitate the necessary Project Mitigation and necessary Financing Mechanisms. However, the ultimate scope and extent of such Project Mitigation, and which combination of Financing Mechanisms should be employed relating to such Project Mitigation to assure success of the Project Mitigation, shall be determined by City, in its sole and exclusive discretion, with City taking into account and guided by the FIA and the PFFP and other similar studies and plans (approved by City), as well as City taking into account and guided by the pre-existing rights of others in the existing and future public services and facilities (including their operations and maintenance) that Developer may seek to use. However, City shall not lien nor otherwise record encumbrances on Developer’s property relative to a Financing Mechanism without first following controlling law. In the event that controlling law requires Developer’s consent for the particular Financing Mechanism, which Developer consent is not provided, then City shall not pursue such Financing Mechanism. Instead, City shall pursue another Financing Mechanism that is available (because it either does not require Developer consent by law or does require Developer consent by law and such consent is given by Developer) and that will likewise ensure the success of the Project Mitigation. If no Financing Mechanism is available to fund the Project Mitigation, then the Project shall not progress forward.

(b) Project Facilities and Infrastructure. Consistent with subdivision (a) above, City has required the preparation of both the FIA and the PFFP to ensure that: (1) there shall be no cost to City for the facilities and infrastructure needed to serve the Project and/or the provision of municipal services to the Project (including the operation and maintenance of all such facilities, infrastructure and services); and (2) that all costs associated with the facilities and infrastructure needed to serve the Project and/or the provision of municipal services to the
Project (including the operation and maintenance of all such facilities, infrastructure and services) shall be borne by the Project alone.

(1) City, in determining how to establish any and all Financing Mechanisms, shall consider the following principles:

(A) The level of facilities and infrastructure needed to serve the Project and/or the provision of municipal services to the Project (including the operation and maintenance of all such facilities, infrastructure and services) shall be at least equal or superior to the facilities, infrastructure and/or provision of municipal services (including the operation and maintenance of all such facilities, infrastructure and services) provided within the existing City limits on the Effective Date.

(B) Any costs associated with such Financing Mechanism shall be borne by the Project.

(2) City and Developer shall meet on an annual basis concurrent with City’s annual budgeting process to review anticipated City expenses, revenues and allocations.

(c) Impact Fees. As part of the Project and Project Site’s sole and exclusive obligation (and the Developer’s as the owner of same) to cover the full and complete mitigation of all environmental, physical, fiscal and other impacts of the Project and the Project Site on the community and on the City of Stockton and its services, facilities, operations and maintenance, (i.e., Project Mitigation) and as part of City’s obligations to set and determine Financing Mechanisms, City shall determine whether Developer shall pay all or only some or some portion of the categories and rates of “Impact Fees” imposed by City on development (or collected by City from development) in legal effect at the time any such Impact Fees become due and payable under City law, or whether some other Financing Mechanism will adequately fund such Project and Project Site’s Project Mitigation obligations. For the purposes of this Agreement, Impact Fees shall include those fees used to help mitigate the environmental, physical, fiscal and other impacts of the Project and the Project Site on the community and on the City of Stockton.

(d) Processing Fees. The Project and Project Site (including Developer as owner of same) shall be responsible for the costs to City of processing any and all Developer-requested land use approvals, including without limitation, building permits, plan checks and other similar requests for City permits and entitlements, when such costs are incurred by City. City shall determine whether such future City processing costs are already fully and adequately included in the FIA. If the City determines in good faith that the FIA already fully and adequately include such future City processing costs, then no addition funding requirement shall be imposed by City. If the City determines in good faith that the FIA does not already fully and
adequately include such future City processing costs, then the City shall impose those additional funding requirement needed to ensure that the processing costs to the City are fully covered by the Project and Project Site (including Developer as owner of same). Further, if additional, accelerated, or more frequent inspections are requested by Developer of City than would otherwise take place in City's ordinary course of business, then City may either hire additional contract inspectors, or City may hire a full or part time employee. If City hires additional contract inspectors, then Developer shall reimburse City, on a monthly basis in arrears, the cost to City of hiring such additional contract inspectors, plus Developer shall pay to City an additional ten percent (10%) of such cost to City on the same payment schedule. City shall use such additional 10% to defray administrative costs. If City hires a full or part time employee, then Developer shall reimburse City, on a monthly basis, in arrears, for a pro rata share of the total cost to the City of such employee, plus ten percent (10%) for administrative costs, for the period from hire to the end of the Term of this Agreement.
EXHIBIT 13

Staff Report of August 28, 2008 Planning Commission
Item E-1 (a), (b), (c), (d), and (e): PUBLIC HEARING – Final Environmental Impact Report, General Plan Amendment, Prezoning, Mariposa Lakes Specific Plan, Development Agreement Case Nos. EIR11-03, GPA12-03, Z17-03, SP4-03, and DA7-05

Applicant: PCCP Mariposa Lakes, LLC, et al (Mariposa Lakes Specific Plan [MLSP])

Data: PCCP Mariposa Lakes, LLC, is proposing to develop a mixed-use, residential, commercial, professional business, and industrial community covering approximately 3,810 acres known as the Mariposa Lakes Specific Plan area (MLSP or Community). The Community will include approximately 1,509.9 gross acres of residential development, 92.7 acres of commercial/retail development, and 701.9 acres of industrial/warehouse and business/professional development. The Community also will include approximately 196.5 acres of community and neighborhood parks, 168.3 acres of man-made lakes, six K-8 schools, one high school, a satellite community college site, and public facilities, including a multi-modal regional Amtrak and bus station facility.

The residential portions of the Community will include up to 10,562 housing units, including single-family houses and multi-family buildings. Residential Development will include 48 very low-density units, 4,192 low-density units, 4,845 medium-density units, and 1,477 high-density units.

The Specific Plan project boundary is bounded to the:

- north across Farmington Road by farmland within the jurisdiction of San Joaquin County;
- east across Kaiser Road by farmland within the jurisdiction of San Joaquin County;
- south and west across East Mariposa Road and the Burlington Northern Santa Fe ("BNSF") Railroad by rural estate residential lots within the jurisdiction of San Joaquin County, and industrial uses located between Arch Road and Farmington Road. (Exhibits 3, 7 and 12)

The Mariposa Lakes Specific Plan Area (Community) is adjacent to the City of Stockton along the portions of the northwestern boundary of the Community. The Community is located within the planning area (Villages "I" and "J") and Urban Services Boundary described by 2035 General Plan Policy Document and is intended for annexation and urban development within the planning period; the eastern boundary of the Community is coterminous with the eastern boundary of urban uses within the planning area and the approved Urban Services Boundary.

Much of the MLSP area is in agricultural use. However, rural residential and industrial uses are located along the north and west perimeters, and in two small neighborhoods located within the SPA on the north (Farmington Road) and west (East Carpenter Road).
Phasing:

The development described in the MLSP would be implemented in five separate phases.

Phase 1 of the proposed project would include a total of approximately 1,000 acres. Of this total, the majority of the lands would be devoted to planned low- and medium-density residential neighborhoods. Development of this phase would include the Austin Road Town Center and rail/multi-modal station, approximately 30 acres of high-density residential development, and two elementary schools (see previously transmitted MLSP, pages 13-4 through 9 and, Table 13.1 Phasing Summary, Page 13-5) (Exhibits 5, 6 and 14)

Requested Approvals:

In order to develop the Specific Plan project on the subject site, the Planning Commission is being requested to approve the following environmental documentation and discretionary applications:

- Certify a Final Environmental Impact Report (FEIR11-03);
- General Plan Amendment to amend the General Plan designation from Village and Industrial to Residential Estates, Low, Medium and High Density Residential, Administrative Professional, Commercial, Industrial, Open Space/Agriculture, Parks and Recreation and Institutional (GPA12-03);
- Approve the Mariposa Lakes Specific Plan, including Fiscal Impact Analysis (FIA) and Public Facilities Financing Plan (PFFP) (SPA4-03).
- Prezoning to CG (Commercial, General), CN (Commercial, Neighborhood), IG (Industrial, General), IL (Industrial, Light), OS (Open Space), PF (Public Facilities), RE (Residential, Estate), RL (Low Density Residential), RM (Medium Density, Residential), RH (High Density Residential), UC (University/College), (Z-17-03);
- Development Agreement to facilitate and define the development phasing and financial responsibility of the Mariposa Lakes Specific Plan Project (DA7-05). A draft Development Agreement has been prepared and will be provided to the Planning Commission for informational purposes prior to their August 28, 2008 public hearing.

A revised draft Development Agreement will be scheduled for review and formal recommendation to the City Council at a future meeting. The final draft Development Agreement will be considered following the San Joaquin County Local Agency Formation Commission’s adoption of the City’s Sphere of Influence Update to include the project site.
Additional Approvals/Authorizations:

The adoption of the MLSP and certification of the MLSP Final Environmental Impact Report (FEIR) establishes the planning criteria and environmental mitigation measures for the overall development of the Community. Before construction can proceed, however, the Master Developer must secure certain additional approvals/authorization. These include:

- Petition for Annexation to the City (City Council)
- Amendment to the Precise Roadway Plan for State Route 4
- Public Facilities Infrastructure Phasing Plan
- Approval of an amendment to City of Stockton's Sphere of Influence (by LAFCO)
- Approval of annexation to the City of Stockton (by LAFCO)
- Approval of cancellation of applicable Williamson Act contracts
- Approval of tentative subdivision maps
- Approval of Use Permits for shopping center(s) and specified uses
- Authorization to Proceed with Approval of Improvement Plans
- Architectural and Site Plan Review
- Habitat Conservation Plan Compliance
- Agriculture Mitigation Program Compliance

As construction proceeds, further discretionary and non-discretionary approvals and permits may be required. These include:

- Approval of amendments to the City's Wastewater Master Plan
- Approval of amendments to the City's Water Master Plan
- Approval of cancellation of applicable Williamson Act contracts (if necessary)
- Approval of additional tentative and final subdivision maps
- Issuance of Clean Water Act Section 404 Permit (by U.S Army Corps of Engineers)

History and Planning Context for the Project: The process for planning urban development within the SPA (i.e., "Community") was initiated in early 2004, when the City conducted the first of three public workshops on November 7, 2004. The City obtained public input on the conceptual plans for the proposed MLSP at two additional public workshops conducted on May 11, 2005 and March 29, 2006.

Environmental Clearance: Staff has prepared and is recommending certification of a Final Environmental Impact Report (FEIR11-03) and adoption of the "Findings of Fact, Statement of Overriding Considerations and a Mitigation Monitoring and Reporting Program for the Mariposa Lakes Specific Plan." The Draft EIR, Final EIR and the Findings of Fact, Statement of Overriding Considerations and a Mitigation Monitoring and Reporting Program were previously transmitted to the Planning Commission under separate cover.
The Environmental Impact Report (EIR) is intended to provide full and complete environmental review, or “project-level” environmental review, for the first phase (Phase 1), and “first-tier” or “program-level” environmental review for the remaining phases (Phases 2–5). Therefore, subsequent phases of the project will require additional environmental review.

Discussion of Requested Approvals

General Plan Amendment GPA12-03:

The proposed General Plan amendment will be consistent with the Goals and Policies, as contained in the 2035 General Plan Policy document. An exhibit of the proposed 2035 General Plan Land Use and Circulation Diagram designations is attached as Exhibit 9. In addition, a draft resolution recommending approval of the General Plan amendment is attached as Exhibit 23.

Prezoning Z-17-03:

The project site is located within the jurisdiction of San Joaquin County and requires a pre-zoning prior to annexation. The proposed pre-zoning is consistent with the proposed General Plan amendment.

The prezoning reflects the proposed Planned Development, consistent with the intent of the 2035 General Plan.

Mariposa Lakes zoning districts (ML-) correspond to zoning districts found in the City’s existing zoning ordinance (Section 16-210.020 of the Stockton Municipal Code (SMC)), but the proposed MLSP standards vary. This is consistent with the legislative purpose of specific plans which is to provide flexibility in land use to achieve the goals unique to the project. The differences between the SMC and proposed MLSP zoning standards are summarized in Exhibit 11 attached to this Staff Report.

Residential Zones

- ML-RE (Residential, Estates)
- ML-RL-L (Residential, Low Density) (Lake Oriented)
- ML-RL (Residential, Low Density)
- ML-RM (Residential, Medium Density)
- ML-RH (Residential, High Density)

Commercial Zones

- ML-CO (Commercial, Office)
- ML-CN (Commercial, Neighborhood)
- ML-CG (Commercial, General)
- ML-CL (Commercial, Large-Scale)
Industrial Zones

- ML-IL (Industrial, Limited)
- ML-IG (Industrial, General)

Special Purpose Zoning Districts

- ML-PF (Public Facilities)
- ML-OS (Open Space)
- ML-MX (Mixed Use)
- ML-UC (University/College)

Specific Plan:

The residential and commercial land use concept for the Community is based on the Village Concept of the 2035 General Plan. The Village Concept is based upon the following planning principles:

- The Village Center should be the heart of the neighborhood and contain a mix of retail, office, residential, and public uses such as schools and parks.
- The Village Center should serve approximately 10,000 residents and act as a gather place.
- The Village Center should include neighborhood-serving commercial uses such as a supermarket, retail shops, restaurants, service commercial, and entertainment.
- Public facilities should be incorporated into the Village Center.
- The Village Center should encourage and promote public transit, pedestrian, and bicycle travel.
- The neighborhoods surrounding the Village Center should contain a mix of housing types and densities, with higher density neighborhoods closest to the core of the Village Center.
- Streetscapes should include landscaped parkways.
- The neighborhoods surrounding the Village Center should contain small parks and plazas that create a welcoming sense of place.

Man-made lakes will be a key feature of the Community and are expected to occupy approximately 168.3 acres. In addition to adding aesthetic value to the Community, the lakes will serve as an essential component of the unique Integrated Water Management Plan (“IWMP”) developed for the Community.

Residential Land Use Designations

The Specific Plan establishes four residential land use classifications:

**Village Residential Estates** have a density range of up to 1.0 dwelling unit per net acre.
Village Low-Density (VLDR) will have densities ranging from 1.1 to 8.7 dwellings per net acre.

Village Medium-Density Residential (VMDR) will have densities ranging from 8.8 to 17.4 dwellings per net acre.

Village High-Density Residential (VHDR) will have a density range of 17.5 to 29 dwelling units per net acre.

Residential Diversity

Of the 10,562 units proposed, 6,322 will be medium- and high-density units. Mariposa Lakes will have approximately 35% of its net residential acreage in medium-density neighborhoods and 5% of its net acreage in high-density neighborhoods.

Commercial Land Use

The MLSP would include three proposed commercial areas:

The Austin Road Town Center would consist of a 64-acre retail parcel adjacent to the Austin Road extension and the BNSF Railroad. The center is proposed to be a pedestrian-friendly commercial district with the characteristics of traditional neighborhood marketplace as well as the retail amenities of larger contemporary commercial centers. The Austin Road Town Center will be built in Phase 1. See MLSP Phasing Summary Table 13.1)

The 18-acre Farmington Road Village Center, located south of Farmington Road and west of Kaiser Road, would be modeled after the Village development prototype described in the City’s proposed General Plan Update 2035 and will be developed as part of Phase 2

The Duck Creek Village Center, located west of the Gillis Road extension and north of the future east–west expressway, will cover a total of 18-acres and is conceived as a more conventional retail commercial center and will be developed as part of Phase 3.

Industrial/Professional/Office Land Use Designation

Village Industrial (IV) and Business Professional (BP) areas are located on the west side of the Plan Area. The Business Professional (BP) designation is located between the Village Industrial (IV) area and the planned residential areas to reduce potential conflicts and provide a transition between the industrial and residential areas.

Approximately 645 acres would be developed with planned industrial uses. Approximately 57.3-acres west of the Austin Road extension would be developed for Business-Professional uses. The Business-Professional area would accommodate approximately 2.7 million square feet of administrative headquarters/research office campus and be developed during Phase 2.