

STAFF REPORT

PLANNING COMMISSION MEETING

MEETING DATE: November 6, 2017
SUBJECT: MU-4 Brookfield
CASE NUMBER: P17-0015: Specific Plan Amendment 17-002/General Plan Amendment 17-002/Rezone 17-001/Tentative Subdivision Map 17-003/Multi-Family Site Development Plan 17-004/Grading Variance 17-003/Conditional Use Permit 17-006/ND 17-005

Recommendation

Staff recommends the Planning Commission adopt resolutions making a recommendation that the City Council:

- Approve a General Plan Amendment to modify the permitted General Plan land use designations onsite from Heart of the City Specific Plan "MU-4 Mixed Use (Nonresidential)" and Park (P) to Heart of the City Specific Plan "Low Medium Density Residential" (8-12 dwelling units per acre);
- Approve a Specific Plan Amendment to modify the permitted specific plan land use designations on 22.94 acres of the project site from Heart of the City Specific Plan "MU-4 Mixed Use (Nonresidential)" to Heart of the City Specific Plan "Low Medium Density Residential" (8-12 dwelling units per acre) and establish design guidelines for "Low Medium Density Residential" (8-12 dwelling units per acre) development in the Heart of the City Specific Plan;
- Approve a Rezone to modify the permitted land uses on 0.28 acres of the project site from Public Institutional (P-I) to Specific Plan Area (SPA);
- Approve a Tentative Subdivision Map for the mapping of 220 residential condominium units on the project site;
- Approve a Multi-Family Site Development Plan to construct 220 residential condominium units on the project site;
- Approve a Grading Variance to allow for three (3) slopes to exceed 20 feet;
- Approve a Conditional Use Permit to allow for the temporary use of a rock crusher during project construction;
- Adopt a Mitigated Negative Declaration (ND) in compliance with the California Environmental Quality Act (CEQA) for the project.

Project Description

The applicant is requesting approval to construct 220 residential condominium units on 23.22 acres located at the southwest corner of South Twin Oaks Valley Rd. and South Village Drive. Currently, the Zoning and General Plan land use designation for the project site is Heart of the City Specific Plan "MU-4 Mixed Use (Nonresidential)" and a small portion of the project area (0.28 acres) is zoned Public Institutional (P-I) and has a General Plan land use designation of Park (P). The current Zoning, Specific Plan, and General Plan land use designations do not allow for residential development. Therefore, the

applicant is requesting to modify the Zoning, Specific Plan, and General Plan land use designations onsite to Heart of the City Specific Plan “Low Medium Density Residential” (8-12 dwelling units per acre) to allow for the proposed development. In conjunction with the requested land use designation changes, the applicant is requesting a Tentative Subdivision Map and Multi-Family Site Development Plan to establish and construct 220 residential condominium units, a Grading Variance to allow for slopes in excess of 20 feet, and a Conditional Use Permit to allow temporary use of a rock crusher during project construction.

Project Setting

The 23.22 acre project site is located at the southwest corner of South Twin Oaks Valley Road and South Village Drive. Currently the site is graded, but is undeveloped, and was historically used as a portion of the Hanson Aggregates mining and resources extraction facility. Surrounding land uses to the project site include Specific Plan Area “Heart of the City” Low Medium Density Residential (8-12 dwelling units per acre) to the south and High Density Residential (15-20 dwelling units per acre) to the north, Specific Plan Area “Heart of the City” Single Family Attached Residential (2-4 dwelling units per acre) to the east, Public Institutional (P-I) to the south, and Open Space (OS) to the west.

Background

As noted, historically the site has been used as a portion of the Hanson Aggregates mining and resources extraction facility which ceased operations in 2008. In May 2014, the City Council approved a Specific Plan Amendment (SP 13-006) to the Heart of the City Specific Plan and a Tentative Subdivision Map (TSM 13-004) to allow for the development of 346 single family residential units and a City park consistent with the allowed land use per the City’s General Plan. On October 6, 2015, the City and State of California approved a reclamation plan amendment submitted by Hanson Aggregates Pacific Southwest, Inc. which removed the subject project area from the Reclamation Plan and deemed this area as being reclaimed. In November 2015, the San Marcos City Council approved a Specific Plan Amendment (SP 15-007) and revised Tentative Subdivision Map (TSM 15-006) to modify various development standards relative to the previously approved 346 homes, a revised Tentative Subdivision Map and Site Development Plan for the 346 homes, and a Conditional Use Permit for the temporary use of a rock crusher required for the development. The November 2015 modifications did not include entitlements for the MU-4 Business park site (project site).

Analysis

The proposed project has been reviewed in accordance with the City of San Marcos General Plan, “Heart of the City” Specific Plan, Title 17 of the San Marcos Municipal Code (Buildings & Construction), Title 19 of the San Marcos Municipal Code (Subdivision Ordinance) and Title 20 of the San Marcos Municipal Code (Zoning Ordinance).

General Plan Amendment

The project site is 23.22 acres in size and has two (2) General Plan land use designations. 22.94 acres of the project site has a General Plan land use designation of Specific Plan Area (SPA) and the remaining 0.28 acres is designated Parks (P). Although a majority of the site will remain designated SPA, the City’s General Plan description for this area describes retail, office, and Business Park as permitted uses on the 22.94 acres of the project site and prohibits residential development. The MU-4 Mixed Use (Nonresidential) land use designation was established with the 2012 General Plan update. The remaining 0.28 acres is designated for Parks (P) per the General Plan, which is intended to be part of the future South Lake Park Master Plan, also prohibits residential development. Therefore, the applicant is

requesting approval of a General Plan Amendment to modify the General Plan land use designations on the 23.22 acre site from SPA “Heart of the City” MU-4 Mixed Use (Nonresidential) and Parks (P) to SPA “Heart of the City” Low Medium Density Residential (8-12 DU/AC). Exhibit A of Resolution PC 17-4653 identifies both the existing General Plan land use designations and proposed General Plan land use designations for the site. Approval of a General Plan Amendment will deem the proposed 220 residential condominium units in compliance with the General Plan. Attachment F identifies all sections of the City’s General Plan to be amended as part of this General Plan Amendment request.

Staff has determined the proposed General Plan land use changes are reasonable and compatible in that the development would serve as a continuation of residential development currently under construction immediately north of the project site (Low Medium Density Residential 8-12 dwelling units per acre) and existing development to the north (High Density Residential 15-20 dwelling units per acre) and east (Single Family Residential 2-4 dwelling units per acre). Although the 0.28 acres was intended to be a part of the 53 acre South Lake Park, this portion of the park is relatively small to the overall function and size of the park. A majority of the 0.28 acres will be dedicated to the City for public roadway (proposed Street ‘C’) and trail purposes. Furthermore, the applicant will construct a parking lot with 28 parking stalls for South Lake Park which will result in improved public access to the park. Street ‘C’ will be utilized as access to future South Lake Park and the project development. With the future South Lake Park and Open Space south of the project site, the project will serve as a more suitable transition from the proposed and existing residential development to the future South Lake Park when compared to the MU-4 Mixed Use (Nonresidential) land use designation. Furthermore, the project will provide the last trail connection required to link Discovery Lake with the future South Lake Park. The additional connectivity is another benefit to the community especially when combined with the upcoming capital improvement project at South Lake Park.

A traffic study was completed by STC Traffic which compared potential traffic impacts associated with the current General Plan land use designation for the site (MU-4 Mixed Use (Nonresidential)) and the proposed General Plan land use designation (LMDR 8-12 DU/AC) for the site. Currently, the Heart of the City Specific Plan identifies 22 acres of Business Park. The traffic study analyzed the potential development of a 216,000 square foot business park and 24,000 square foot specialty retail center being developed onsite which is consistent with the assumed business park development from the approved TSM 13-004 traffic study. The study concluded that as a business park and retail center, the project would generate up to 4,416 average daily trips according to the SANDAG trip generation rates. The current proposed project will generate 1,760 average daily trips according to the SANDAG trip generation rates which are 2,656 fewer trips than previously analyzed. Therefore, from a total traffic volume standpoint, the proposed use is less impactful than the current approved General Plan land designation.

A fiscal and economic impact analysis was conducted by David Taussig & Associates which comparatively analyzed the fiscal and economic impacts associated with modifying the General Plan land use designation of the site from MU-4 Mixed Use (Nonresidential) to Heart of the City Low Medium Density Residential. The Fiscal Impact Study analyzed the net fiscal impact (recurring general fund revenues minus the recurring general fund expenditures) for each development scenario. The study concluded that the current General Plan and Specific Plan land use designations, if developed as a 216,000 square foot business park with 24,000 square foot retail center, would result in a general fund

surplus of \$110,827 annually. With approval of the proposed General Plan Amendment and completion of the proposed 220 residential condominium units, the estimated costs are greater than the projected revenues resulting in a recurring general fund deficit of \$4,506 annually. From an economic standpoint, the study also concluded that the current General Plan land use designation, if developed as a business park, would directly and indirectly generate 608 jobs while the proposed plan would generate no jobs. Despite the differences in revenue and employment opportunities, a supplemental Price Point Analysis conducted by Meyers Research concluded that a business park is unlikely to be marketable provided the scale of retail and office located north of the project site within the University District. This conclusion suggests that build out and full occupancy may never be achieved under the existing General Plan land use designation and consequently, the economic benefits projected for this scenario may not be realized.

Overall, the proposed General Plan Amendment is in line with the following goals and policies of the San Marcos General Plan by achieving the following:

San Marcos General Plan Land Use Goal LU-1: The project helps achieve a balanced distribution and compatible mix of land uses to meet the future and present needs of all residents and the business community.

As noted, the proposed development serves as a continuation of residential development currently under construction immediately north of the project site (Low Medium Density Residential 8-12 dwelling units per acre), existing development to the north (High Density Residential 15-20 dwelling units per acre), and east (Single Family Residential 2-4 dwelling units per acre). Although the 0.28 acres was intended to be a part of the 53 acre South Lake Park, this portion of the park is diminutive to the overall function and size of the planned park and will serve as access that includes public parking to future South Lake Park and the project development. While the General Plan also promotes development of commercial uses and creation of employment opportunities, a Price Point Analysis conducted by Meyers Research indicated that the site would compete poorly with other areas of the City which permit similar development and has direct freeway access and visibility. The studies concluded that although a business park would bring to the City a higher stream of revenue, the development of a business park is not feasible.

San Marcos General Plan Housing Element Goal 1: Provide a broad range of housing opportunities with emphasis on providing housing which meets the special needs of the community.

The project proposes to replace land designated for a business park with Low Medium Density Residential (8-12 dwelling units per acre). The proposed product sizes (ranging from 725 square feet to 1,661 square feet) are smaller than the product sizes in the Rancho Tesoro development to the north (ranging from 2,211 square feet to 3,565 square feet) and other for sale condominiums within the City and will provide a wider variety of housing choices in the Barham Discovery Community of San Marcos and the City as a whole.

San Marcos General Plan Land Use Goal LU-5: The project requires approval of a specific plan which requires high quality design, orientation and development due to their location of visibility within the community (San Marcos General Plan Policy LU5.6) which in turn helps to promote community design

that produces distinctive, high quality built environment with forms and character that create memorable places and enrich community life.

The project site will be regulated under the Heart of the City Specific Plan which is proposed to be modified to allow Low Medium Density Residential (8-12 DU/AC per acre) development. Special consideration has been taken to establish development standards such as setbacks, landscaping, architecture, and residential unit types to form an architectural theme for the development. A design manual has also been established for the project site which further refines these development standards by regulating architectural details and materials, landscaping, lighting standards, and walls and fences. Implementation of the design standards in the Heart of the City Specific Plan and the Rancho Coronado Design Manual will ensure orderly development and the project will retain the intent and character of the neighborhood.

Specific Plan Amendment

Similar to the General Plan Amendment, a Specific Plan Amendment is required for the project. The current Heart of the City Specific Plan (HOCSPA) land use designation for the site is MU-4 Mixed Use (Nonresidential), which does not permit residential development. The proposed Specific Plan Amendment would eliminate the MU-4 Mixed Use (Nonresidential) land use designation and replace it with the existing Low Medium Density Residential designation (LMDR) (8-12 dwelling units per acre). The boundaries of the HOCSPA will also need to be modified to include the 0.28 acre segment located at the south end of the project site to accommodate a portion of Street 'C' and a future South Lake Park entrance, as shown on Attachment A of Resolution PC 17-4659. Currently the 0.28 acre segment is zoned Public Institutional (P-I) and will need to be modified to HOCSPA Low Medium Density Residential (LMDR). In addition to modifying the land use designation and modifying the boundaries of the specific plan, development standards and a Design Manual (Attachment D of Resolution PC 17-4659) have been formulated for the development to ensure neat and orderly development, quality architecture, lighting, and landscaping. As noted, staff has determined the proposed land use changes are reasonable and compatible in that the development would serve as a continuation of residential development currently under construction immediately north of the project site (Rancho Tesoro, which allows 8-12 dwelling units per acre), existing development to the northeast (High Density Residential 15-20 dwelling units per acre), and east (Single Family Residential 2-4 dwelling units per acre).

Zone Change

As noted, a small portion of the project site (0.28 acres) is zoned Public Institutional (P-I) and must be rezoned to Specific Plan Area (SPA) to accommodate the project. The 0.28 acre segment was previously anticipated to be a part of the South Lake Park master plan which is currently being evaluated through a substantial conformance review process for a portion of the park to create public access. The 0.28 acre segment is needed to accommodate a portion of Street 'C', which will be the primary access point to the development and to the future South Lake Park parking lot from Twin Oaks Valley Road. A zone change is not required for the remaining 22.94 acres of the project site since the current zoning designation is currently Specific Plan Area (SPA).

Tentative Subdivision Map

The proposed Tentative Subdivision map would subdivide 23.22 acres into eight (8) parcels and 220 residential condominium units. The project area will be separated by three (3) streets: Santa Barbara

Drive to the north, Future Street 'C' to the south, and S. Twin Oaks Valley Road to the east. The proposed subdivision provides an overall density of 9.47 dwelling units per acre which is consistent with the proposed density for the site (8-12 dwelling units per acre). The proposed Tentative Subdivision Map is included as Attachment J.

The proposed Tentative Subdivision Map has been designed to meet the requirements of the City and other service agencies standards. Based on the review by City staff, the Project also meets the design criteria established in the HOCSPA and San Marcos Municipal Code. The Land Development Division and Public Works Department have reviewed the project for compliance with all applicable design requirements, public street alignments, circulation, right-of-way, and the dedication of appropriate easements. The design of the subdivision addresses the following elements:

Traffic – Primary access to the site will be provided from Future Street 'C' which is proposed to run south of the project site. Secondary access will be provided off of Santa Barbara Drive to the north. Internal circulation of the site consists of two (2) street segments which provide access to twenty (20) private vehicle courtyards. The applicant will be required to install future Street 'C' at the southern portion of the project site. Future Street 'C' consists of a two (2) lane road with a ten (10) foot wide decomposed granite (DG) path and ten (10) foot wide concrete trail/bike path, which will serve as a public pedestrian connection from the Rancho Tesoro Development and Discovery Hills neighborhood to the north. Future Street 'C' will be striped to accommodate a total of thirty-one (31) on-street parking spaces. The applicant will be required to install a traffic light at the intersection of Twin Oaks Valley Road and Future Street 'C'.

A traffic report was completed for the project by STC Traffic analyzing the potential impacts to the roadway network based on project generated traffic. The intersections and street segments analyzed in the traffic report were coordinated with City staff and based on the "SANTEC/ ITE Guidelines for Traffic Impact Studies in the San Diego Region." Of the sixteen intersections analyzed in the existing conditions, only two intersections were deemed deficient with a level of service (LOS) at 'E' or 'F' during either the morning peak or evening peak traffic periods for the pre-development scenario. These intersections are: 1) Craven Road/ Rush Drive (LOS E) during the evening peak and 2) San Elijo Road/ Melrose Drive (LOS F) during the morning peak traffic period. All street segments analyzed were operating at a LOS 'D' or better during the existing conditions. With the addition of only the project traffic, all of the existing segments and intersections did not experience additional congestion or delay which would cause a significant impact as defined by the aforementioned guidelines. Cumulative impacts (traffic of the subject project plus other proposed projects in the City) were identified at 1) Discovery Street/ Bent Avenue/ Craven Road intersection and 2) Craven Road/ Santa Barbara Drive intersection. During the horizon year 2035, a cumulative impact at San Elijo Road/ Melrose Drive/ Dovetail Drive was identified. These cumulative impacts indicate a potential significant delay when combined with anticipated traffic levels in the future by the proposed project, expected growth and other proposed projects in the area. The cumulative traffic impacts have been addressed by requiring the Applicant to contribute a fair share of the costs necessary to mitigate the improvements created by the cumulative traffic delays. The installation of a traffic signal at Future Street 'C' and Twin Oaks Valley Road is the only direct impact identified by the traffic study. The impact is not due to a congestion/LOS impact; rather, it is to address traffic operations along this corridor. The new street intersection requires a traffic signal to address sight distance, the steep downgrade approaching the intersection, and traffic speeds

along Twin Oaks Valley Road. As such, this signal must be operational prior to occupancy of the development. The signal timing will be coordinated with the rest of the traffic signal corridor along Twin Oaks Valley Road.

Public Safety – The City of San Marcos Fire Department and the San Diego County Sheriff's Department will provide fire and police services to the site. No concerns have been identified by either agency regarding access or the internal configuration of the proposed subdivision. Conditions have been incorporated by the San Marcos Fire Department into the project's conditions of approval to ensure that all services can be provided accordingly. The project has also been conditioned to incorporate Crime Prevention through Environmental Design (CPTED) standards into the home designs. The project site is already annexed into the City wide Community Facilities Districts for police and fire services, CFD98-01 IA #1 and CFD2001-01 respectively.

Infrastructure – This project is required to install the appropriate facilities necessary to provide the site with gas, water, sewer, electric, and other public utility services. All utility providers have conformed availability of services.

Schools - The project site is located within the service boundary of the San Marcos Unified School District (SMUSD). Existing schools that would serve the project include Double Peak (K-8) and Mission Hills High School. Correspondence from SMUSD related to the project is provided in Attachment I. According to SMUSD, Double Peak has 957 enrolled students and a capacity of 1,500 but is expected to be at capacity by the time the project is built out. Mission Hills High has an enrollment of 2,649 and a capacity of 2,647. Overall, there is a District-wide capacity shortage of 3,884 students and the existing school capacity within the District is not adequate to meet the projected student population with the approved and planned future combined developments in the project area (SMUSD 2017). SMUSD does not have any improvements or additions planned in the near future for these schools (SMUSD 2017). Using the student generation rate for multi-family residential units provided in the SMUSD 2017 School Facilities Needs Assessment of 0.3904 students per unit, development of 220 residential units is expected to generate approximately 86 students. Student generation associated with the project would exceed available capacity at SMUSD schools. These additional students would need to be accommodated through the addition of classrooms on existing campuses or within the increased capacity generated by future schools planned within the District. The Applicant will pay developer fees established by SMUSD that are intended to offset impacts to the school system. Further addressing the issue, the applicant has entered into a Memorandum of Understanding (MOU) dated January 17, 2017, which identifies participation in a future funding agreement and formation and participation in Community Facilities District No. 8 of the San Marcos Unified School District. Compliance with the MOU, which includes participation in a funding agreement and CFD formation and participation would provide for the financing and construction of school facilities required to serve the project.

Multifamily Site Development Plan

The proposed 220 residential townhomes consist of two (2) product types: Product A and Product B. Product A consists of two story buildings arranged in a 16-unit, 14-unit, and 6-unit motor court configurations with a total of 100 townhome units ranging from 725 square feet to 1,661 square feet. Products B consists of three story units and are laid out in 10-unit, 5-unit, 4-unit, and 3-unit configurations with a total of 120 town homes ranging from 1,218 square feet to 1,843 square feet.

Architectural styles of the homes include Monterey, Colonial, Santa Barbara, Rancho Adobe, and Spanish. The purpose and intent of the wide variety of architectural styles, product types, and differences in height is to promote architectural diversity and reduce perimeter massing.

Product A homes are located at the northern portion of the project site and the Product B homes are located at the southern portion of the project site. The maximum height of Product A homes is 28 feet and the maximum height of the Product B homes is 36'8." Topographically, the project site is a cut and fill slope area located within a hillside. The southern portion of the project site sits at a lower elevation than South Twin Oaks Valley Road (approximately 55 feet in grade difference) and the northern portion of the project site sits approximately 30 feet above South Twin Oaks Valley Road. The product A homes, which are 2 stories in height, are strategically placed at the northern end of the project site to reduce visual impacts and to be consistent with surrounding development to the north, east, and west. A majority of the Product B Homes, which are 3-story, are located on pads below the Twin Oaks Valley Road street level and will not be visible from Twin oaks Valley Road or the western side of Street 'C'. Both product types have staggered roof configurations to eliminate a flat style roof and provide roofline articulation. Roof materials consist of flat and s-tile concrete tile roofs with various earth tone colors that are meant to blend in with the adjacent hillside. Stucco and architectural features of the homes also consist of earth tone colors. Elevations of the homes can be viewed in Attachment F.

The required parking for the project is 2.33 parking spaces per residential unit which is consistent with the Heart of the City Specific Plan. With 220 residential units onsite, 513 parking spaces are required and the project provides 524 parking spaces. Of those 524 parking spaces provided, 428 are garage spaces and 96 are dispersed among the project area for visitors. The proposed design for the one-bedroom units (there are 12 one-bedroom units) include a single car garage. The remaining 208 units are designed with two-car garages. In addition to the parking requirements being met, the parking management plan and the development's covenants, conditions and restrictions (CC&R's) will restrict the garage areas to storage of vehicles to minimize public parking impacts to the surrounding neighborhoods from the proposed development.

A noise analysis was completed for the project that addresses existing noise levels as it relates to the proposed residential development. The allowable exterior noise level for a multi-family residential project per the City's General Plan is 65 decibels. Noise readings were taken at both the ground floor level and upper floor levels of the proposed homes throughout the property, as shown in the attached Mitigated Negative Declaration (Attachment G). Noise readings determined that with the proposed sound walls along north, south, and east perimeter of the project site, exterior noise levels would exceed 65 decibels on the upper floors of buildings 9, 10, and 11 which are located at the northeast portion of the project site adjacent to South Twin Oaks Valley Road. Mitigation has been incorporated into the project mitigation monitoring program so that the upper floors of buildings 9, 10, and 11 have 4-foot barriers on the upper floor balcony which is estimated to reduce noise levels at these locations to 64 decibels which is below the maximum permitted decibel level. The interior noise level for residential units is 45 decibels. To ensure the interior noise levels are not exceeded, the project has been conditioned so that a final noise assessment evaluating the construction building plans must be prepared prior to issuance of the first building permit.

The project includes recreational space that will be dispersed throughout the development. Future residents would share 27,594 square feet of common area maintained by a Homeowner Association

dedicated to open space and recreation. Park A would be 12,501 square feet and include a pool and spa accompanied by cabanas, BBQ grills, shade sails with seating, and restrooms. Additional open space areas would be located throughout the community within Parks B, C, and D to offer a variety of active and passive amenities such as tot-lots, play structures, BBQ counter, and shade sails and other overhead structures with table seating.

Grading Variance

Per San Marcos Municipal Code (SMMC) 17.32.090, a Grading Variance is required for manufactured slopes that exceed 20 feet in height. The proposed grading plans identify three (3) slopes at the northern portion of the project site that exceed 20 feet. The slope at the northwest corner of the project site is 34 feet in height; the slope at the north central portion of the project site is 39 feet in height; and the slope at the northeast corner of the project site, adjacent to South Twin Oaks Valley Road, is proposed to be 24 feet in height. As noted, the project site is a cut and fill pad located within a hillside that currently contains slopes that exceed 20 feet at both the northern and southern portions of the project site and will remain with development of the site. Height of the existing slopes at the northern edge of the project site range between 29 feet and 34 feet and the slope at the southern portion of the project site is 55 feet in height. The existing slopes on site were approved through Grading Plan (GP) 15-00020. All proposed slopes exceeding 20 feet in height are needed and unavoidable provided the existing grading of the site, topographical constraints of the site (cut and fill pad on a hillside), and the required access from Santa Barbara Drive as required by the San Marcos Fire Department. The subject slope areas, as identified in Exhibit A of Resolution PC 17-4657, will be landscaped with trees and shrubs to help the slope blend in with the surrounding topography.

Conditional Use Permit

The applicant is requesting approval of a Conditional Use Permit to operate a rock crusher. The rock crusher will be utilized between the hours of 9:00 am and 4:00 pm, Monday through Friday. Exhibit A of Resolution PC 17-4656 identifies the proposed location of the rock crusher, which is approximately 600-700 feet away from the nearest existing single family residence.

Noise from the existing rock crusher (approved for the Rancho Tesoro development) was analyzed and it has been determined that due to the distance from the rock crusher to the nearest existing single family residence (approximately 600-700 feet), noise levels have the potential to reach 63.5 decibels, which exceeds the allowable decibel level in the single family residential zones by 3.5 decibels. The project has been conditioned so noise measurements will be taken at the boundary of the closest single family residence to the rock crusher during the first week of construction and if it is determined that the noise level exceeds 60 decibels, berms and/or temporary walls shall be installed around the rock crusher to reduce the noise levels to 60 decibels at the nearest single family residence. Overall construction noise (grading, bioretention basins, roadways, etc.) was analyzed and it was determined the noise levels would comply with the 75 decibel standard at the property lines. To help control construction noise, all equipment is required to be fitted with mufflers and all staging and maintenance should be conducted as far away from the existing residences as possible.

Dust has also been identified as a potential impact due to the rock crusher. To eliminate any potential dust impacts, the applicant is required to obtain approval from the Air Pollution Control District (APCD) and utilize a rock crusher that contains an operating water system to maintain adequate moisture.

Public Workshops

Public workshops for the project occurred on April 18, 2017 and June 21, 2017. Public comments at the first workshop (April 18, 2017) included concerns with overflow parking occurring in the surrounding single family residential neighborhoods, traffic on surrounding streets, and impacts to school capacity. To address the parking issue, the applicant revised the Tentative Subdivision Map street design to accommodate thirty-one public parking spaces on Future Street 'C'. Since many of the parking concerns were related to existing parking capacity issues, the City also participated in a separate public outreach to neighborhoods currently experiencing parking issues to identify solutions to eliminate the parking problems. The effort to understand and address these parking issues is ongoing. No parking issues were raised at the second workshop. To address traffic concerns, staff referenced the traffic study that was conducted for the proposed project to ensure the project would not have a significant impact to the adjacent road network. As noted earlier in the staff report, traffic mitigation measures include a signalized intersection at Future Street 'C' and South Twin Oaks Valley Road and fair share contributions to install traffic signals at the intersections of Discovery Street and Bent Avenue-Craven Road, Craven Road and Santa Barbara Drive, and San Elijo Road/Melrose Drive for Horizon Year 2035. Addressing the school district concerns, the applicant committed to work with the SMUSD to address school capacity. Public comments at the second workshop (June 21, 2017) were primarily school capacity and traffic related. Responding to the school district concerns, the applicant entered into a Memorandum of Understanding (MOU) with the San Marcos Unified School District to provide for the financing and construction of school facilities.

California Environmental Quality Act (CEQA)

Pursuant to the California Environmental Quality Act (CEQA), A Mitigated Negative Declaration (ND 17-005) (Attachment G) was prepared for the project. Initially, ND 17-005 was circulated for a 21-day public review period from July 28, 2017 to August 18, 2017. At the end of the 21-day public review period, four (4) comment letters were received from the public and are included as Appendix A.3 in the attached ND 17-005. Based upon the comments received, revisions were made to ND 17-005 and the document was recirculated for an additional 30-day public review (September 15, 2017 to October 16, 2017). During the additional 30 day public review period, a total of eight (8) additional public comments were received by the City. Responses to those public comments are identified in Section 3.0 of the Introduction to the MND and Appendix A.3 of the attached ND 17-005. A summary of all revisions to the MND are listed in Table A of the Attached ND 17-005.

Public Comment

The City received eleven (11) written comments from the public (outside of the MND public review period) regarding the project. Primary concerns within the letters include concerns of traffic, impacts to school capacities, and land use compatibility. Attachment H contains all public comments regarding the project.

Attachment(s)

Adopting Resolutions:

Resolution PC 17-4653 (General Plan Amendment 17-0002)

Resolution PC 17-4659 (Specific Plan Amendment 17-0003)

Resolution PC 17-4658 (Rezone 17-0001)
Resolution PC 17-4654 (Multi Family Site Development Plan 17-0002)
Resolution PC 17-4655 (Tentative Subdivision Map 17-0003)
Resolution PC 17-4656 (Conditional Use Permit 17-0006)
Resolution PC 17-4657 (Grading Variance 17-0003)

- A- Vicinity Map
- B- Aerial Photo
- C- Requested Entitlement
- D- Site & Project Characteristics
- E- Proposed Tentative Subdivision Map
- F- Site Plan/Elevations/Floor Plans
- G- Mitigated Negative Declaration (ND 17-005)
- H- Public Comments
- I- San Marcos Unified School District Correspondence
- J- Fiscal Impact and Market Analysis

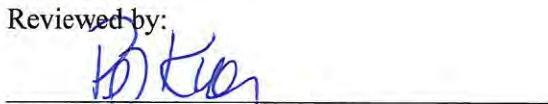
Prepared by:


Art Piñon, Associate Planner

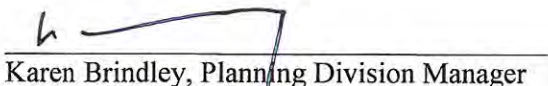
Reviewed by:


Joseph Farace, Principal Planner

Reviewed by:


Peter Kuey, Principal Civil Engineer

Submitted by:


Karen Brindley, Planning Division Manager

Submitted by:


Dahvia Lynch, Development Services Director

ATTACHMENT A Vicinity Map



ATTACHMENT B

Aerial Photo



ATTACHMENT C
Requested Entitlements

Applicant is requesting the following entitlements:

- A General Plan Amendment to modify the permitted General Plan land use designations onsite from Heart of the City Specific Plan “MU-4 Mixed Use (Nonresidential)” and Park (P) to Heart of the City Specific Plan “Low Medium Density Residential” (8-12 dwelling units per acre);
- A Specific Plan Amendment to modify the permitted Specific Plan land use designations on 22.94 acres of the project site from Heart of the City Specific Plan “MU-4 Mixed Use (Nonresidential)” to Heart of the City Specific Plan “Low Medium Density Residential” (8-12 dwelling units per acre);
- A Rezone to modify the permitted land uses on .28 acres of the project site from Public Institutional (PI) to Heart of the City Specific Plan “Low Medium Density Residential” (8-12 dwelling units per acre);
- A Tentative Subdivision Map for the mapping of 220 residential condominium units on the project site;
- A Multi-Family Site Development Plan to construct 220 residential condominium units on the project site;
- A Grading Variance to allow for three (3) slopes to exceed 20 feet;
- A Conditional Use Permit to allow for the temporary use of a rock crusher during project construction;
- Adoption of a Mitigated Negative Declaration (MND) in compliance with the California Environmental Quality Act (CEQA) for the project.

ATTACHMENT D
Site & Project Characteristics

ATTACHMENT D

Site & Project Characteristics

<u>Property</u>	<u>Existing</u>	<u>Zoning</u>	<u>General Plan</u>
<u>Subject</u>	<u>Land use</u>		<u>Designation</u>
	Vacant	SPA & PI	SPA & P
North	Single Family Residential (8-12 du/ac)	SPA	SPA
South	Open Space	PI	P
East	Single-Family Residence (2-4 du/ac)	SPA	SPA
West	Open Space	OS	OS

Flood Hazard Zone	<u> </u> yes	<u> X </u> no
Resource Conservation Area	<u> </u> yes	<u> X </u> no
Sewers	<u> X </u> yes	<u> </u> no
Septic	<u> </u> yes	<u> X </u> no
Water	<u> X </u> yes	<u> </u> no
Gen. Plan Conformance *	<u> X </u> yes	<u> </u> no
Land Use Compatibility	<u> X </u> yes	<u> </u> no

Development standards proposed as part of Specific Plan Amendment

<u>Setbacks</u>	<u>Permitted</u>	<u>Proposed</u>
From ROW	20 ft.	~36 ft.
From Private Street	5 ft.	~5 ft.
Height Maximum	38 ft.	36'8" ft.

*With approval of a General Plan Amendment

ATTACHMENT E
Tentative Subdivision Map

ATTACHMENT F
Site Plan/Elevations/Floor Plans

ATTACHMENT G
Mitigated Negative Declaration (ND 17-005) with Strike Out/Track Changes

ATTACHMENT H
Public Comments

From: Pinon, Arthur
Sent: Wednesday, March 08, 2017 3:53 PM
To: 'Todd Cerwin'
Subject: RE: Project Notice P17-0015

Hi Todd,
I apologize for the delay in response. Thank you for your input regarding project P17-0015. The City received the application on February 27, 2017 and is currently reviewing the project. The project site is located north of the planned park and is proposed to be connected with a trail. If you would like to review the plans, please feel free to contact me to set up a time. Please note that the plans are subject to change pending City staff's review.

If you have any questions, comments, or concerns, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3234 | apinon@san-marcos.net | [Website](#)

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From: Todd Cerwin [<mailto:tmcerwin@yahoo.com>]
Sent: Monday, March 06, 2017 8:25 PM
To: Pinon, Arthur
Subject: Project Notice P17-0015

Hi Art,

I just received a notice for a condo project off twin oaks valley road. I would like to understand what happened to the park that was planned around that small lake area and this project raises my concern about this area becoming increasingly dense with an excess of housing.

I have lived in San Elijo hills since 2007 and have seen the roads completely gridlocked during a fire evacuation on more than one occasion. This in addition to a major traffic issues around 2 schools on a 2 lane road makes me worried this city is more focused on bringing in new tax revenues with more development rather than focusing on a sustained and safe community to raise my children over the next several years.

Thanks,

-Todd

From: Pinon, Arthur
Sent: Thursday, June 15, 2017 4:27 PM
To: 'Tracy Diblasi'
Subject: RE: Regarding the new Brookfield Project

Hi Tracy,

Thank you for contacting the City of San Marcos with your comments on the project (P17-0015). This email has been placed in the project file and will be considered as the City is reviewing the application. A traffic study is being conducted that will evaluate any potential traffic impacts resulting from the project and any required mitigation and infrastructure changes needed. Results of the study will be summarized and attached to the environmental document for the project which will be available for public review in the near future. The project has also been routed to the San Marcos Unified School District for comment. Any comments from the school district will also be considered as the City moves closer to a decision on the application. If the project is approved, the project will be required to comply with all requirements of the San Marcos Fire Department. At this point, the City is still reviewing the project request and has not yet made a decision on the application. Feel free to join us at the workshop on Wednesday June 21st at 6:00 pm here at City Hall for more information.

If you have any other questions, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

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From: Tracy Diblasi [<mailto:tdiblasi@pardeetree.com>]
Sent: Wednesday, June 14, 2017 7:26 AM
To: Pinon, Arthur
Subject: Regarding the new Brookfield Project

Hi Art –

I got the letter in the mail regarding the Brookfield project change in plans(wanting to put in higher Density Dwellings). I am totally opposed to this. The infrastructure is not there to support all these homes... the roads are very full of traffic already!

We don't have enough schools to support all the new families and people in the community are extremely worried about this! At school board meeting last night it seems the district is being put in a hard spot!

I am not sure if you remember the fires a few years back but the roads trying to get out of the evacuation areas were almost impassable.... How would parents get to their children at double peak school? This seems like a total liability, do the schools and city have a good evacuation plan ?

I don't think the answer is to add more houses till the city really looks at the schools and the infrastructure to support all this!

Thanks!

Tracy (Swenerton) DiBlasi

From: Christina Frederick [christina.frederick@1rockwest.com]
Sent: Wednesday, June 21, 2017 12:45 PM
To: Pinon, Arthur
Subject: RE: Re 2nd public workshop June 21

Thanks for your quick response Art. I am aware of the HOA meeting and we will attend. I am also aware of the developer working with the school board, but unfortunately that doesn't solve the very real problem that exists right now as a result of all the development in San Marcos that has already happened and is approved and about to happen. The near term solution is to re-zone the current residents which will impact us for an unforeseen time until another facility can be built. Right now, my daughter stands to go from the best school in our district to an under-performing school. A zone we moved from just for this reason.

I am strongly encouraging the City to revisit/create a process that resolves development/infrastructure issues with the School District BEFORE any approvals to continue developing are issued. It seems to me a step that requires the school board to sign off on any proposed developments stating that they have enough zoning sorted out and enough vacancies to absorb the estimated influx of children. Or, if they don't have the vacancies, there should be a requirement for the builder to solve that issue by working together to build it and have it READY when families to move in. Right now, if that step is happening, it is clearly not effective and needs re-visited. We are right now in a backwards situation that will ultimately re-assign existing children to different schools for 2018-2019 school year because of the over-crowding in the over developed areas. Here we are proposing to just add to that problem, not to mention it will only get worse with the already approved developments that haven't happened yet in the creek district and out by santa fe hills. No one seems to know where any of these students will be going to school.

I don't know what the City can do to help this issue, but we need it to somehow act as the first line of defense on this when plans for development are placed on desk or we will allow our community to suffer greatly. We also need the City to recognize the very real problem that ALREADY exist and halt development until the district can give a green light that they have implemented solutions near-term for what's already coming down the pipeline.

Thanks again for your time.

 Christina Frederick
Direct: 858.537.6260 ext. 107

From: Pinon, Arthur [<mailto:APinon@san-marcos.net>]
Sent: Wednesday, June 21, 2017 8:47 AM
To: Christina Frederick <christina.frederick@1rockwest.com>
Subject: RE: Re 2nd public workshop June 21

Hi Christina,

Thank you for taking the time to contact the City with your concerns. Your concerns have not fall on deaf ears, have been placed in the file, and will be considered as the City is reviewing the project.

The parking situation in Rosemont is being handled separate from the processing of this application. The City is scheduled to attend the July 25th Rosemont HOA meeting to discuss the parking situation and potential strategies to address the parking issues. Please stay tuned as your HOA will be contacting you with details of the meeting. Also addressing the issue, the applicant has worked with the City to add an additional twenty-five (25) on street public parking spaces to serve the public and future Southlake Park on the proposed future street.

As far as schools are concerned, the developer is required to mitigate for all potential impacts to the San Marcos Unified School District public school system. At this point we know that the school district is working with the developer on an agreement to mitigate for the impacts to the school district.

The project requires approval from both the City Planning Commission and City Council. If you would like to contact them, there contact information can be found at the links below:

<http://www.san-marcos.net/your-government/city-council>

<http://www.san-marcos.net/your-government/commissions-boards-committees/planning-commission>

So far you've taken all of the right steps to be heard. As indicated before, this email will be placed in the file and is a part of the file record.

If you have any questions, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3234 | apinon@san-marcos.net | [Website](#)

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From: Christina Frederick [<mailto:christina.frederick@1rockwest.com>]

Sent: Tuesday, June 20, 2017 9:51 PM

To: Pinon, Arthur

Subject: Re 2nd public workshop June 21

Dear Art,

Unfortunately, I am unable to attend the public workshop tomorrow evening, but I write to hope our concerns as a community do not continue to fall on deaf ears. I have strong objections to this additional development. I live in the neighboring community of Rosemont and know our residents have been pleading with the city for a couple of years now. In a few short months, our views, which we bought our homes for and paid a premium for will be gone. Our parking situation will only get worse and the final blow is now the looming school issues and over crowding that continues to get worse as development keeps being approved. Again, as current residents of San Marcos, we will stand to lose what we bought our homes for and devoted our hearts and time to and that will be another hit to our financial investment. I encourage the city to truly consider what we are trying to accomplish. Let's focus on building infrastructure (i.e. Schools, sufficient parking, etc) to support continued development. The beautiful community, with some amazing schools, that we treasure and make San Marcos home are being destroyed by this continued irresponsible development. I do not object to growth. It will happen but we seem to forget about the supporting infrastructure.

Currently, there are thousands of homes approved for development (as you know) and more up for approval and yet our schools are over crowded and there is no where to send these children to school except to under performing schools. Please consider the many meetings and objections where residents have been voicing their concerns, as I am here, while making your decisions to continue with these condos and other residential development.

I would also like to ask.. how do we as a community unite and have a voice that will be heard? What is the process, if attending meetings and sending countless emails are not the right due process? Please advise what residents can do to be heard by our city and board?

Also, please advise whom, on the city board, would be appropriate to forward this email to.

P.S. I have included my latest email to the school board so perhaps you can grasp what this development is doing to our residents currently, if you aren't already aware.

I apologize for the undertone if this email as I have lost my sense of humor trying to plead with the board.

Best regards and thanks in advance for your consideration and any feedback you can provide.

Christina Frederick
255 Violet Ave 92078
7604202997

Sent from my iPhone

Begin forwarded message:

From: christina.frederick@1rockwest.com
Date: June 19, 2017 at 11:35:35 PM PDT
To: mark.schiel@smusd.org
Subject: June 13th meeting

Dear Mark,

I've intended to write sooner, but just have not had a chance. I was one of the residents in attendance for this meeting and really am grateful to better understand the process the board works through on all issues. Specifically, I would like to put a few thoughts/ comments/ questions on the table in relation to school crowding/zoning issues:

-I am from the small community of Rosemont and just wanted to note that residents from our neighborhood were also in attendance on June 13th. As I am sure you are aware, we are a small community of 60-70 homes and collectively I would be surprised if we have more than 50-60 students across the schools in the SMUSD. In the current state, I realize the schools we are zoned for are over crowded but would like to believe our impact to this issue is small on an individual school basis, as we have minimal students coming from our neighborhood. Having said that, our schools hold significant value to each of us homeowners, even those without children, for all the reasons you are aware. The development around and behind our homes has had a multitude of negative implications to our residents and now it appears we sit in the firing lines of zoning issues to top it off. Our efforts to detour development have gone unheard at the City meetings and the ultimate price now presents itself with our schools. The point of this comment is just awareness of our community's actual impact to the schools we are currently. We recognize that we sit on the border of multiple zone lines meeting all around us.

-With residents excited about Discovery Elementary's excellent education opportunities, would you be able to comment on any considerations or thoughts that have been given to converting Discovery into a K-8, like Alvin Dunn is going through? I personally can comment from 6 years of regularly volunteering on Fridays in the classrooms at Discovery, it seems like at least one wonderful solution to support and development on this side of town. Why not expand on a current gem of our school district? It seems like a win-win-win...the land is already there, near term relief from San Elijo Middle, Double Peak and soon Discovery with the Tesoro development. This coupled with a large parent and community support group

would seem to only yield continued positive educational results, while preserving residents interest and property values.

-In regards to interdistrict (spelling?) transfers at Double-Peak, I personally know of 4 without asking around. I am positive there are many more. At San Elijo Middle, the list is endless, not to mention residency verification issues. If somehow we could get to the bottom of this, we could sort out some of the over crowding that is occurring to the detriment of residents, like myself, who may lose the very priceless education we bought our homes for and desire for our children.

-In regards to the zoning committee, I would like to add to your ideas on how to form this group. I realize your ideas are based on past experience, so forgive me if my ideas have already been thought through or even tried and failed... 5 from each school seems like a lot of ideas in one room and could lack effectiveness-maybe 3 or 4 would be sufficient. What about nominees by the school Principal or parents who are then put on a ballot? In turn, those in attendance at each school or those in the current zoning could vote for the nominees. I realize this may be more administrative work, but this may bring more community awareness and a more equal balance of those on the committee. The groups suggested, overlap quite a bit in actual function on campuses. Perhaps an easier solution may just be changing the "at-large" positions to 2 per school. I personally offer my help in this area in anyway I can help. I would like to also offer to volunteer to be on the committee, if somehow that could be considered. I'd be honored to assist. I don't think you'd be disappointed with my support. Please let me know if you'd like to chat.

-Lastly, how can the school district help residents stop the city approval of residential development until the school infrastructure can catch up? I have attended multiple hearings at the City for development and resident's pleas to slow down development seem to go unheard. Maybe the board could bring a greater sense of urgency to the issues that sit right out in front of our community schools and the children that we can't afford to leave behind. You all have encouraged and have been an integral part of making our schools what they are today. None of us want to go backward by splitting communities up from high performing schools into low performing schools, which could realistically drive residents out who have also been an integral part of our schools success rates due to their countless hours invested at the schools volunteering and pouring out their hearts. Let's preserve this dynamic. If it's not broken, don't fix it, build on it :)

I realize this is a long email, but really appreciate your genuine time considering my thoughts and I look forward to your thoughts in return.

Best regards,
Christina Frederick
255 Violet Ave
San Marcos, CA 92078
760-420-2997

Sent from my iPhone

From: Pinon, Arthur
Sent: Wednesday, March 08, 2017 3:41 PM
To: 'Jian Zhao'
Subject: RE: About the project at P17-0015

Hi Jian,

Thank you for your input regarding project P17-0015. The City received the application on February 27, 2017 and is currently reviewing the project. With this said, your input this early in the process is extremely valuable and will be placed in the City file and sent to the developer as a public concern. An additional letter will be sent to you within the next few weeks inviting you to a public workshop to learn more about the project and provide a platform for you verbalize your concerns (if you would like).

If you have any questions, comments, or concerns, please feel free to let me know.

Sincerely,

ART PINON | ASSOCIATE PLANNER

City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3234 | apinon@san-marcos.net | [Website](#)

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From: Jian Zhao [<mailto:jianzhao00@gmail.com>]
Sent: Sunday, March 05, 2017 5:45 PM
To: Pinon, Arthur
Subject: About the project at P17-0015

Hi Art,

Thank you for the mail on the notice of a project application at P17-0015 at San Marcos for the construction of 218 residential condos.

This site is close to the Cal State San Marcos campus. During the school time, there is challenge for traffic. So to build more homes nearby without improvement the roads may make the traffic condition worse.

regards,

-Jian

From: Pinon, Arthur
Sent: Wednesday, March 08, 2017 3:49 PM
To: 'Rich Gunderson'
Subject: RE: Brookfield Residential Specific Plan Amendment

Hi Rich,

Thank you for your inquiry regarding project P17-0015. The City received the application on February 27, 2017 and is currently reviewing the submitted plans. The preliminary plans show the project site being located north of the planned park. A proposed trail will connect the proposed development to the park. At this point, plans are preliminary and are subject to change pending City staff review. If you would like to review the plans, please contact me and we can set up a time.

If you have any questions, comments, or concerns, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

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From: Rich Gunderson [<mailto:rich.gunderson@gmail.com>]
Sent: Tuesday, March 07, 2017 6:30 AM
To: Pinon, Arthur
Subject: Brookfield Residential Specific Plan Amendment

Good morning Mr Piñon,

We received notice of the proposed amendment to project P17-0015. Thank you for sending it.

What impact, if any, does this proposal have on the planned park?

Thank you,

Rich Gunderson

From: Pinon, Arthur
Sent: Tuesday, March 14, 2017 5:42 PM
To: 'kim Anderson'
Subject: RE: Brookfield Residential Properties TOVR & Village South Application

Hi Kim,

I apologize for the delay in response. Thank you for your comments regarding project P17-0015. Feedback from residents in the city is crucial in helping City Staff guide development in a responsible way. The City received the application on February 27, 2017 and is currently reviewing the proposed project and its potential impacts, which includes traffic. As a side note, a park is still planned for the south lake area and will not be replaced with homes. The project site is located north of the future park. If you would like to review the plans, please feel free to contact me to set up a time. Also, there will be a public workshop for the project in the near future so please stay tuned for updates. No decisions will be made at the workshop. Rather, the workshop provides the developer a chance to present their proposal to the public and also gives the public an opportunity to express their concerns. A letter will be sent to you with the date and time.

If you have any other questions, please feel free to let me know.

Sincerely,

ART PINON | ASSOCIATE PLANNER

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From: kim Anderson [<mailto:kimnandos@hotmail.com>]
Sent: Friday, March 10, 2017 1:21 PM
To: Pinon, Arthur
Subject: Brookfield Residential Properties TOVR & Village South Application

Friday, March 10, 2017
Via Email:
Apinon@san-marcos.net

RE: Brookfield Residential Properties TOVR & Village South Application

Dear Mr. Pinon and the San Marcos City Planning Board,

I am an owner and resident at Coronado Ranch/Corte Bella. I have been proud to be a resident of San Marcos after moving here from Carlsbad four years ago. I have been happy with my home and purchased my residence at this location in San Marcos because I had trust in what I had hoped would be ethical and conscientious development of the area including regard for our surrounding open areas.

Please consider the recent development since I've moved here:

- The implementation of the school construction at the top of the hill with significantly increased traffic in the area.

- Revisions to the development plan for the South Lake area from trails and parks, including a smaller community development.
- And now, a recent application from Brookfield to build an **Additional 218 Condos at our corner.**

Dear Sirs, this corridor is over-taxed and dangerous ***now*** without the addition of **more than** 580 new homes. Please - consider the increase in traffic along this corridor!

Although construction has already begun on this latest development (**and before residents received the notice**) it would be negligent of me to not call the above to your attention – please consider what this type of buildout will do to what was and could still be a beautiful area to attract homeowners.

Thank you very much for your consideration.

Sincerely,

Kimberly Anderson
541 Almond Rd
San Marcos, CA 92078

From: Pinon, Arthur
Sent: Tuesday, March 14, 2017 5:40 PM
To: 'Lilly Emerson'
Subject: RE: Brookfield Residential Properties TOVR & Village South Application

Hi Lily,
I apologize for the delay in response. Thank you for your comments regarding project P17-0015. Feedback from residents in the city is crucial in helping City Staff guide development in a responsible way. The City received the application on February 27, 2017 and is currently reviewing the proposed project and its potential impacts, including traffic. As a side note, a park is still planned for the south lake area and will not be replaced with homes. The project site is located north of the future park. If you would like to review the plans, please feel free to contact me to set up a time. Also, there will be a public workshop for the project in the near future so please stay tuned for updates. No decisions will be made at the workshop, rather, the workshop provides the developer a chance to present their proposal to the public and also gives the public an opportunity to express their concerns. A letter will be sent to you with the date and time.

If you have any other questions, comments, or concerns, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

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From: Lilly Emerson [<mailto:lemerson@stratoswp.com>]
Sent: Friday, March 10, 2017 11:07 AM
To: Pinon, Arthur
Subject: re: Brookfield Residential Properties TOVR & Village South Application

Dear Mr. Pinon and the San Marcos City Planning Board –

I am an original owner and resident of Coronado Ranch – Corte Bella. I love San Marcos, am happy with my home where I live and truly I enjoy the beauty of the surrounding area.

Please, seriously consider my comments:

- I was upset when the overly quick decision and implementation of the school construction at the top of the hill was done – particularly with no apparent consideration of input from us nor for the incredibly increased traffic in the area.
- I was saddened with the change in the development plan for the South Lake area from trails and parks, including a smaller community development to **ALL homes**.
- We've all put up with the regular explosions, blasting, shaking and widened cracks in our sidewalks and stucco as a result... But now with the application from Brookfield to build an **ADDITIONAL 218 Condos at my corner, I MUST speak up**. In case it hasn't been brought to your attention, this intersection is already over-taxed now and dangerous enough without the addition of more than a total of 580!! New homes, let alone the multiple cars & traffic that means!

Although, it appears that our comments in the past have made no difference whatsoever, I decided I needed to let my feelings and

observations known. I recognize that the construction has obviously already begun on this latest development (even before the notice of March 2nd), yet I beg you to reconsider! This is such a beautiful area. We don't want to become just another San Elijo OVER-development. This will drive our property values down, bring in **even more** transient, non-caring 'residents' and renters, and the traffic will become worse than the multiple San Elijo schools' dropoff and pickup times & San Marcos Blvd combined.

Thank you very much for reading this and I truly hope to see something come of my and my community's comments.

Lilly

Lilly Emerson – 712 Almond Rd
San Marcos, CA 92078-5377
760.522.7410

Lilly Emerson, CRPC®

Partner – Stratos Wealth Partners

Wealth Advisor

12340 El Camino Real, Suite 300

San Diego CA 92130

(858) 764-3810 – Direct

(760) 522-7410 - Cell

(858) 726-2770 – Fax

lemerson@stratoswp.com

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From: Pinon, Arthur
Sent: Friday, March 17, 2017 11:11 AM
To: 'Bobby and Kathy Clark'
Cc: Brindley, Karen
Subject: RE: Letter regarding P17-0015 (SP 17-002/GPA 17-002/TSM 17-003/GV 17-003)

Hi Kathy,
I appreciate the phone conversation we had today. As we discussed, your email has been placed in the file and will be considered as the City is reviewing the project. Again, there will be a public workshop within the next few months so please stay tuned for a letter to be mailed to you with the workshop date, time, and place.

If you have any other questions, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER
City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3234 | apinon@san-marcos.net | Website

FREQUENTLY REQUESTED INFORMATION:

Zoning Map | Municipal Code | Planning Application | CFD Information
Building Division | Engineering Standards | Planning Commission Agendas

City offices are open Monday - Friday* from 7:30 AM to 5:30 PM *City offices are closed every other Friday, [click here to view the scheduled closures](#).

-----Original Message-----

From: Bobby and Kathy Clark [<mailto:bob91kat@gmail.com>]
Sent: Monday, March 13, 2017 3:51 PM
To: Pinon, Arthur; Brindley, Karen
Subject: Letter regarding P17-0015 (SP 17-002/GPA 17-002/TSM 17-003/GV 17-003)

Good afternoon Mr. Piñon,

I am writing because I have questions regarding the notice from Brookfield Residential Properties to amend their current plan to build 350ish homes on Twin Oaks Valley Rd. The letter states that Brookfield would like to construct 218 residential condominiums. Is this in addition to the already planned homes? If not, how many homes are planned if the condominiums are built?

The additional homes will bring many more people traveling on Twin Oaks trying to get home or to the 78 freeway. Are there plans to alleviate traffic with these additional homes planned? I do not know if you or anyone from your department tries to drive to the 78 freeway between 4 pm and 7 pm on any given weekday, but the traffic is already horrendous and adding this many more homes through this corridor without proper planning to reduce traffic is crazy. Is there a plan in place for improvements?

I currently live in a development where we are working with the city to enact a parking permit program (Rosemont- Twin Oaks/Village Dr). If

condominiums are built and they are rented out to multiple college students, as the apartments and condominiums on Village and Twin Oaks currently are, where will all these people park their cars when the condominiums will probably only have 2 spaces allotted per unit? The answer, unfortunately, is in surrounding neighborhoods where there are no permit programs in place. Adding condominiums to this development is not in the best interest of current San Marcos residents. I am all for progress if planned appropriately. Please let me know either by email or phone, 760-855-2224, what the city is planning and it would be great to get answers to my questions. Thank you.

Sincerely,

Katherine Clark

Sent from my iPad

From: Pinon, Arthur
Sent: Thursday, March 23, 2017 2:35 PM
To: 'Catherine Adair 760-672-5478'
Subject: RE: City Notice of Application for Brookfield Ammendment

Hi Catherine,

Thank you for your comments regarding project P17-0015. Feedback from residents in the city is crucial in helping City Staff guide development responsibly. The City received the application on February 27, 2017 and is currently reviewing the proposed project and its potential impacts, including parking. I'm currently researching grading activities taking place across the street and will get back to you with a response. Staff is unaware of any previous agreements regarding housing heights on the project site but will also get back to you following further research on the matter.

If you would like to review the plans, please feel free to contact me to set up a time. Also, there will be a public workshop for the project in the near future so please stay tuned for updates. No decisions will be made at the workshop, rather, the workshop provides the developer a chance to present their proposal to the public and also gives the public an opportunity to express their concerns. A letter will be sent to you with the date and time.

If you have any other questions, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3234 | apinon@san-marcos.net | [Website](#)

FREQUENTLY REQUESTED INFORMATION:

[Zoning Map](#) | [Municipal Code](#) | [Planning Application](#) | [CFD Information](#)
[Building Division](#) | [Engineering Standards](#) | [Planning Commission Agendas](#)

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From: Catherine Adair 760-672-5478 [<mailto:cat@coldwellbanker.com>]
Sent: Tuesday, March 21, 2017 2:51 PM
To: Pinon, Arthur
Subject: City Notice of Application for Brookfield Ammendment

I am writing to inform you that I do Not agree with the addition of another 218 condos off of Twin Oaks and Village.

As a resident/homeowner in Rosemont we have complained for years with regard to the parking issues in our community. Nearby communities were not provided with enough parking and as a result they park in our neighborhood. This started with the high density of Corte Bella, Madiera, Porterosa, Campana and Savona. Then the nearby commercial area was built (Bellows area) and STILL the city did not require enough parking stalls. We watch people being dropped off at their cars and employees of the retail areas walking to/from their cars across Twin Oaks. We even have Brookfield mentioning at a city meeting that the approved communities will be gated so that they don't have the same parking issues as Rosemont. I don't blame the residents of these communities, but I do suggest that it is poor planning by the city and that it continues to repeat over and over again with every new community that is built.

Unless or until a parking permit system is implemented in Rosemont or Brookfield would like to pay to gate our community, I can't support any additional homes. I hope that you will learn from past parking mistakes and do what is right for the community. If this should pass, I hope that you make it much less dense with a significant amount of parking. There should be no reason to gate it if there is ample parking.

Since very little info has been provided I want to make it known that the original agreement was detached homes, No 3 story homes were suppose to be built. That should be on record. Has that changed too? The letter mentions that is requesting approval however it appears as though grading is being done. Do we have a say in this, or has the city already committed to approve it? I am deeply troubled.

Respectfully,

Your REALTOR,
Catherine "Cat" Adair
Coldwell Banker
Cat@coldwellbanker.com
www.camoves.com/catherine.adair
<https://www.linkedin.com/in/catherine-adair-59011174>

760.672.5478 (LIST) Cell
Cal BRE License # 01374153

A Member of Coldwell Banker's National Diamond Society

Katharine A. Harvester
258 Violet Ave.
San Marcos, CA 92078
(206) 780-8483
Wednesday, April 19, 2017
Re: Brookfield Residential Properties – condominium units

RECEIVED
APR 19 2017
CITY OF SAN MARCOS
PLANNING DIVISION

City of San Marcos
1 Civic Center Dr.
San Marcos, CA 92069

To Whom It May Concern:

My husband and I lived in San Marcos beginning in 2003 and moved out of state in 2007. Returning to Southern California seven years later, we recalled how we had enjoyed San Marcos and decided to move back to this City. We purchased a home and in the almost three years we have been back, have been disappointed with how the City Council has handled matters.

The almost 350 homes in the new Brookfield development will add a tremendous load to traffic, but now the City wants to add an additional 218 condominium units. Has the City not heeded the voices of its residents? Has the City not learned from past experiences?

The City is well aware that students and staff of CSUSM bring a lot of traffic to Twin Oaks Valley Road. The addition of Double Peak School, North City, and now major housing developments, will only compound and exacerbate the density of this area and the current traffic issues.

The City should already know about the parking problems that our neighborhood, Rosemont, deals with. The City has told us that it is working on a parking permit solution, yet we have not seen any fruition on that. It is frustrating that the City Council can work to secure subdivision developments, but not help current residents with a problem that we have been seeking legal solutions to for some time now.

My husband already leaves later most mornings, between 8:40 and 9:10, in the hopes that the traffic congestion is less. Yet, he still has to sit through multiple lights at the same intersections. I cannot stress to the City enough, that adding more residences will only add to the already enormous traffic problems that are currently along Twin Oaks Valley Road.

I am afraid that my letter informing the City has come to you in vain, as it seems that the proposed project is already underway. My neighbors feel that this project is already a "done deal" and this Public Workshop, which I am unable to attend in person this evening, is just a formality.

City Council, I implore you to listen to the citizens of this community who want to work alongside you in making this City a wonderful place to live. Please, begin with not allowing the proposed construction of 218 condos, and then let us work together to solve some of the current parking, traffic, and emergency situation issues this City is already facing.

Sincerely,


Katharine A. Harvester

From: Pinon, Arthur
Sent: Friday, April 14, 2017 2:35 PM
To: 'Julie Leight'
Subject: RE: Brookfield Residential Properties " MU - 4 Area"

Julie,

Thank you for your letter. As indicated in the letter you received, your input on the project is important and we appreciate you taking the time to express your concern in writing. Your letter has been placed in the file and is a part of the official record. Currently, we are still at the beginning stages of the review process and a traffic analysis of the project is planned but has not yet been completed. The project has been routed to the San Marcos Unified School District for comments and City staff is still awaiting a response. Please stay tuned for additional updates on the project on the city's website and through the mail.

If you have any other questions, please feel free to let me know.

Sincerely,

ART PIÑON | ASSOCIATE PLANNER

City of San Marcos | 1 Civic Center Drive, San Marcos CA 92069
(760) 744-1050 x3204 | apinon@san-marcos.net | [Website](#)

FREQUENTLY REQUESTED INFORMATION:

[Zoning Map](#) | [Municipal Code](#) | [Planning Application](#) | [CFD Information](#)
[Building Division](#) | [Engineering Standards](#) | [Planning Commission Agendas](#)

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*City offices are closed every other Friday, [click here](#) to view the scheduled closures.

From: Julie Leight [<mailto:jleight11@yahoo.com>]
Sent: Thursday, April 13, 2017 6:48 PM
To: Pinon, Arthur
Subject: Brookfield Residential Properties " MU - 4 Area"

Mr. Piñon:

I am unable to attend the workshop on April 19th, so I'm writing to you to voice my objection to the proposed Brookfield Residential Properties MU-4 project.

I live on Peachtree Ct off of Santa Barbara Drive and have several concerns.

- **Traffic**

- Adding 218 residential units and extending Santa Barbara Drive from Craven to Twin Oaks Valley Parkway will increase traffic near my house. I have the usual concerns i.e. noise, safety, etc.
- We are already experiencing increased traffic from the construction vehicles, which speed down the hill toward Craven, making it dangerous to turn out onto Santa Barbara from Peachtree. Cars park all up and down Santa Barbara, which makes it impossible to see for an acceptable distance and turn out safely. 218 new residential units and the ability to cut through from Twin Oaks will make the situation even more dangerous.
- My children walk to friends houses on Santa Barbara and I fear for their safety with such a dramatic increase in traffic.
- The amount of traffic coming through the area will take away from the tranquility of Discovery Lake.

Right now it's a peaceful respite in a fairly busy area. With even more traffic coming through, noise pollution will certainly ruin that.

- **School Overcrowding**

- I am not sure whether children occupying the proposed units would attend Double Peak or Discovery, but I have concerns about the schools' ability to absorb them in addition to the children occupying the 347 homes in Rancho Tesoro.

- **General Congestion**

- The only grocery store nearby is Ralphs and I fear how difficult it will be to get in and out in a reasonable amount of time with the store serving the current Discovery Hills residents, CSUSM, Rancho Coronado, Rancho Tesoro, AND residents of another 218 units. I know there will be even more residents once Discovery is punched through to Twin Oaks too.

San Marcos is currently a pleasant place to live, but as population density increases and competition for amenities and service increase, the quality of living in San Marcos decreases.

We love San Marcos and consider it the jewel of north county. We don't want to see it ruined.

If you'd like more information, please feel free to call me on my mobile phone (619) 865-3772.

Sincerely,
Julie Leight

ATTACHMENT I
San Marcos Unified School District
Correspondence



Facilities
255 Pico Avenue, Suite 250
San Marcos, CA 92069

T 760.752.1299
F 760.471.4928
www.smusd.org

May 15, 2017

City of San Marcos
Planning Department
1 Civic Center Drive
San Marcos, CA 92078

Re: MU-4 Specific Plan Project – P17-0015

To Whom It May Concern:

The following comments for the proposed SPA labeled MU-4 Specific Plan Project ("Project"), which proposes 218 residential units. It is our understanding that the units are planned to be in the San Marcos Unified School District's attendance area and will be located south of Craven Road. Please be advised that the San Marcos Unified School District ("District") periodically updates enrollment and capacity data and, therefore, information contained in this letter is subject to change. Additionally, this information is provided in response to your request, and does not represent an opinion of the District for approval or disapproval of the Project. It is also based on current, known facts supplied to the District, and any changes to those assumptions will change the District's response.

The following schools currently serve the Project area:

School	Grade Level	Distance	Enrollment	Capacity
Double Peak	K-8	1.4	957	1500
Mission Hills High	9-12	3.10	2649	2647

The existing school capacity within the District currently is not adequate to meet the student population with the approved and planned future combined developments of the San Elijo area, University and Creekside Districts, and Leigh Hanson properties. We anticipate these schools (Double Peak School and Mission Hills High) will be at capacity before development build out. Though the current capacity of Double Peak School seems to be adequate, the enrollment does not include 8th grade because the transition of 7th grade will occur next school year and will also include phasing of students from the overburdened San Elijo Middle School. Although the Project falls in the attendance area for these schools, there is potential for students being required to attend other schools across the District with adequate capacity. Also students who may want to attend other schools through an intradistrict transfer request may have that request denied due to lack of availability.

The above schools are at capacity, and with future development inside the attendance areas, the schools also will be over capacity upon build out. As a result of impacted schools, and the potential for students being required to attend schools across the District with adequate capacity, we are requesting that the CEQA report include additional traffic impact analysis, air

Governing Board: Stacy Carlson Victor Graham Pam Lindamood Janet McClean Randy Walton
Mellissa Hunt, Interim Superintendent

quality and noise from the additional dropping off and picking up of students at potentially further schools than the servicing school.

For example, the potential schools that could serve the project area as follows:

School	Grade Level	Distance	Enrollment	Capacity
San Marcos Elementary	K-5	1.25	851	1077
San Marcos MS	6-8	2.5	1202	1050
San Marcos HS	9-12	3.29	N/A	N/A

The District does not have improvements and additions planned in the near future for the schools that serve the Project area. Double Peak School and Mission High School currently do not have any plans for facility improvements, renovations, or additions. Although currently not the serving school, San Marcos Middle School is undergoing new construction of a 2-story classroom building; however, it is intended to not increase capacity but replace aging portables with new classrooms.

In the 2016-17 school year, 25.79% of the District's capacity were in relocatable classrooms due to overcrowding. Please note the additional portable classrooms do not accommodate for the strain on core facilities such as administration, cafeteria, libraries, play areas, etc.

Annexation or formation of a Community Facilities District ("CFD") would help reduce potential cost impacts to providing adequate classrooms and core facilities necessary for the students that will be generated as a result of the Project. Those impacts are described below.

The following is a description of the potential impacts on the District from the Project's residential construction. It has been assumed that there will be no capacity in the District for students generated from the Project. There may be capacity at the schools that serve potential Project students even considering the current District-wide capacity shortage of 3,884 students. For your information the student generation rates ("SGR") for residential land uses, as stated in the 2017 SFNA, are as follows:

- Single family detached units: 0.6280
- Single family attached units: 0.2925
- Multi-family units: 0.3904

The SGR is averaged on the development within the last five years within the District and does not reflect the most recent trends and surge in development, which are at higher rates. Also, SGR also are an average total of the District, including non-student generating housing such as senior housing. Actual student generation should be assessed at a more recent and localized study to be included in the EIR not those presented above.

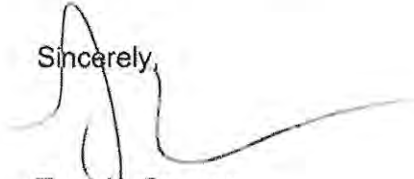
Applying the .29 SGR to the 218 single-family detached residential dwelling units in the District's attendance area results in a projected 64 students generated from the proposed Project. As stated above, we believe this number is not accurate and needs to have a more recent and localized study to be included in the EIR not those presented above.

The cost of school facilities required to house students generated from new development, as calculated on a per student basis in the SFNA, is \$35,425 for elementary school students,

\$49,358 for middle school students, and \$62,714 for high school students. Thus, the average weighted school facility costs, on a per student basis, are \$49,165.67. The projected impact on the District resulting from students generated from the proposed Project is approximately \$3,146,603 for the 218 units within our District. These numbers are derived by multiplying the 64 generated by the Project by the costs of \$49,165.67 to house each student.

Please do not hesitate to contact me if you have any questions or comments regarding the foregoing.

Sincerely,



Tova K. Corman
Executive Director
Facilities Planning & Development

TC/km



Business Services
255 Pico Avenue, Suite 250
San Marcos, CA 92069

T 760.752.1299
F 760.591.0426
www.smusd.org

June 19, 2017

City of San Marcos
Planning Department
1 Civic Center Drive
San Marcos, CA 92078

Dave Bartlett
3200 Park Center Drive
Suite 1000
Costa Mesa, CA 92626

RE: MU-4 Specific Plan Project (P17-0015)

To Whom It May Concern:

The San Marcos Unified School District ("School District") understands that Brookfield Rancho Coronado LLC ("Developer") is the owner and developer of the above described project ("Project"), which is currently before the City of San Marcos ("City") Council for consideration. The School District and the Developer have entered into a Memorandum of Understanding dated January 17, 2017 ("MOU") that is expected to provide for the financing and construction of school facilities of the School District required to serve the project.

In consideration of the Developer's entry into, and continued satisfactory performance with the terms of, the MOU (and the form of the funding agreement referenced with the MOU), the School District hereby notifies the City that the School District does not oppose the Project (as currently proposed) and that the Developer's performance of its obligations under the MOU (including the funding agreement referenced within the MOU) will ensure that the school facilities of the Projection will be mitigated to the School District's satisfaction.

On May 15, 2017, the School District sent a letter to the City of San Marcos regarding the MU-4 Specific Plan Project. While the contents of the letter are correct and clearly articulate the impacts of this project, we failed to connect the Project with the MOU discussed above between the School District and the Developer. Again, the School District hereby notifies the City that the School District does not oppose the project (as currently proposed).

Should you have any additional questions, please do not hesitate to contact me at 760-752-1210 or via email at Mark.Schiel@smusd.org.

Sincerely,

Mark A. Schiel
Assistant Superintendent
Business Services

Governing Board: Stacy Carlson Victor Graham Pam Lindamood Janet McClean Randy Walton
Melissa Hunt, Interim Superintendent

**MEMORANDUM OF UNDERSTANDING –
PROPOSED FUTURE FUNDING AGREEMENT AND
PROPOSED COMMUNITY FACILITIES DISTRICT NO. 8 OF
THE SAN MARCOS UNIFIED SCHOOL DISTRICT**

This **MEMORANDUM OF UNDERSTANDING** (“MOU”) is entered into this 18th day of April, 2017, by and between the **SAN MARCOS UNIFIED SCHOOL DISTRICT**, a California public school district (“District”) and **BROOKFIELD RANCHO CORONADO, LLC**, a Delaware limited liability company (“Owner”). This MOU is entered into for the purpose of setting forth the basic terms for mitigation of the impact on facilities of the District as a result of development of certain real property owned by the Owner, including, but not limited to, the proposed formation of a community facilities district, as set out herein. Hereinafter, District and Owner may be referred to individually as “Party” and collectively as “Parties.”

RECITALS

A. Owner is the owner of certain real property consisting of approximately 12.3 acres (comprising a portion of San Diego County Tract No. 15-006) as described in Exhibit “A” attached hereto, incorporated herein by this reference (“Subject Property”). The Subject Property is located within the District’s boundaries and within the boundaries of the City of San Marcos (“City”) in San Diego County (“County”), California.

B. Owner anticipates the Subject Property will be developed with attached residential dwelling units (covering a portion of Tract No. 15-006) (collectively, the “Project”). The Project will result in an impact to the schools and school facilities of the District.

C. The District and the Owner have entered into that agreement entitled “School Facilities Funding Agreement” dated as of January 17, 2017 (herein the “2017 Funding Agreement”) with respect to development issues relating to real property adjacent to the Subject Property (“Adjacent Property”) which provides for mitigation of impacts resulting from development of such Adjacent Property to the schools and school facilities of the District as set forth within the 2017 Funding Agreement. The 2017 Funding Agreement is incorporated herein by this reference.

D. The Development of the Subject Property by the Owner is anticipated to proceed along a later development schedule than the development of the Adjacent Property.

E. The Parties intend to enter into an agreement with respect to the development of the Subject Property on substantially the same terms as are set forth in the 2017 Funding Agreement (hereinafter the “Future Agreement”) when the Project has been approved by the City.

F. This MOU is entered into between the Parties to confirm the intention of the Parties to enter into such Future Agreement. It is the desire of the Parties to set forth certain terms anticipated to be included in the Future Agreement as set forth herein.

NOW, THEREFORE, the Parties do hereby agree as follows:

1. Incorporation of Recitals. All of the foregoing Recitals are true and correct and are incorporated herein by this reference.

2. Defined Terms. Unless otherwise set forth herein, capitalized terms utilized within this MOU shall have the meaning(s) set forth in Section 2 of the 2017 Funding Agreement.

3. Anticipated Future Agreement.

(a) Agreement for the Subject Property. The Parties intend to, at some point in the future, enter into the Future Agreement, which is expected to include substantially the same terms as the 2017 Funding Agreement applicable to the development of the Subject Property and the mitigation of the development of the Subject Property on the schools and school facilities of the District.

(b) Anticipated Formation of Community Facilities District. Under the terms of the 2017 Funding Agreement, it is anticipated that the District will take action pursuant to the Act to form Community Facilities District No. 7 of the San Marcos Unified School District (hereinafter "CFD No. 7") and to authorize special taxes and bonded indebtedness of CFD No. 7. CFD No. 7 will extend over specific geographic territory as described in the 2017 Funding Agreement. The Parties anticipate that following the approval of the Future Agreement, and receipt of the corresponding petition from the Owner, that the School District will undertake actions to form a separate community facilities district pursuant to the Act anticipated to be designated as "Community Facilities District No. 8 of the San Marcos Unified School District" (or such other designation as the District shall determine) (hereinafter referred to as "CFD No. 8").

(c) Separate Community Facilities Districts. The Parties understand and herein agree that CFD No. 7 and CFD No. 8 will be separate community facilities districts formed pursuant to separate proceedings undertaken pursuant to the Act. There will be no cross-collateralization of funds, special taxes and/or mitigation requirements as between CFD No. 7 and CFD No. 8.

(d) CFD No. 8 Financing Parameters. CFD No. 8 will, following its formation and as set forth in the terms of the Future Agreement, levy Special Taxes and issue Bonds to provide for financing of the public facilities described in the Future Agreement. The terms for the issuance of such Bonds are set forth in Exhibit "B", attached hereto and incorporated herein by this reference.

4. District Support for Development Project. Upon the written request of the Owner, the School District agrees that it will provide to the City a letter in substantially the form set forth in Exhibit C, attached hereto and incorporated herein by this reference, executed by the Assistant Superintendent of Business Services of the District. A copy of such letter, as submitted to the City, shall be provided to Owner as set forth in Section 9 of this MOU.

5. Assignment of MOU. This MOU may be assigned by the Owner upon the same terms and conditions set forth in Section 12 of the 2017 Funding Agreement. The requirement for a notification of the School District relative to any such assignment hereof shall expressly apply to this MOU.

6. No Third Party Beneficiaries. This MOU is entered into solely for the benefit of the District and the Owner and the successors, transferees and assigns of both Parties. Other than the District and Owner, and their respective successors, transferees and assigns, no third party shall be entitled, directly or indirectly, to any claim or have any right arising from, or related to, the terms of this MOU.

7. Cooperation. The Parties hereto agree to cooperate with each other in the execution of such further documents, and to take such other actions, as are reasonably necessary in good faith, to effectuate this MOU and the intent hereof.

8. Due Authority of Signatories to Execute MOU. Each individual signing this MOU warrants and represents that he or she has been authorized by appropriate action of the party which he or she represents to enter into this MOU on behalf of the party.

9. Notices. All notices and communications between District and Owner shall be given by personal delivery, registered or certified mail, postage prepaid, return receipt requested, Federal Express or other reliable private express delivery, or by facsimile transmission or email. Such notices, demands or communications shall be deemed received upon delivery if personally served or sent by facsimile or email or after three business days if given by other approved means as specified above. Notices, demands and communications shall be sent:

To District: San Marcos Unified School District
255 Pico Avenue, Suite 250
San Marcos, CA 92069
Attn: Superintendent

With a copy to: Bowie, Arneson, Wiles & Giannone
4920 Campus Drive
Newport Beach, CA 92660
Attn: Robert E. Anslow

To Owner: Brookfield Rancho Coronado, LLC
3200 Park Center Drive, Suite 1000
Costa Mesa, CA 92626
Attn: Dave Bartlett

With a copy to: O'Neil, LLP
19900 MacArthur Blvd., Suite 1050
Irvine, CA 92612
Attn: John Yeager

10. California Law Governs. This MOU and all rights and obligations arising out of it shall be construed in accordance with the laws of the State of California.

11. Counterparts. This MOU may be signed in one or more counterparts which, taken together, shall constitute one original document.

12. Exhibits. All Exhibits attached hereto are incorporated into this MOU.

13. Captions. The captions contained within this MOU are for purposes of reference only and shall not limit or define the meaning of the provisions hereof.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the parties have executed this MOU as of the date first above written.

SAN MARCOS UNIFIED SCHOOL DISTRICT

By: Mark A Schiel
Mark Schiel, Assistant Superintendent of
Business Services

BROOKFIELD RANCHO CORONADO, LLC
a Delaware limited liability company

By: _____

Name: _____

Title: _____

By: _____

Name: _____

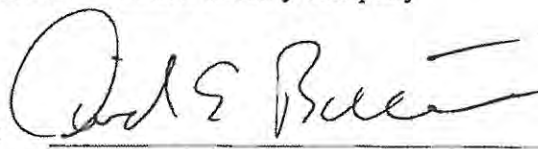
Title: _____

IN WITNESS WHEREOF, the parties have executed this MOU as of the date first above written.

SAN MARCOS UNIFIED SCHOOL DISTRICT

By: _____
Mark Schiel, Assistant Superintendent of
Business Services

BROOKFIELD RANCHO CORONADO, LLC
a Delaware limited liability company

By:  _____
Name: David E. Bartlett
Title: Vice President

By:  _____
Name: RICHARD T. WHITNEY
Chief Financial Officer
Title: _____

EXHIBIT "A"

DESCRIPTION OF THE SUBJECT PROPERTY

LOT 129 OF CITY OF SAN MARCOS TRACT MAP NO. 15-006 - RANCHO CORNADO VILLAGE "M" UNIT 1, LOCATED IN THE COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, SUCH TRACT MAP BEING RECORDED AS MAP NO. 16154 ON DECEMBER 12, 2016, AS FILE NO. 2016-7000513, IN THE RECORDS OF THE COUNTY OF SAN DIEGO, STATE OF CALIFORNIA.

EXHIBIT "B"**DESCRIPTION OF CFD NO. 8 FINANCING PARAMETERS****Rate and Method:**

The Rate and Method of Special Tax for CFD No. 8 will be developed using the following assumptions:

- (i) funding of a reserve fund in an amount consistent with conformance with federal tax-exempt bond limitations;
- (ii) funding of costs of issuance of Bonds, including, but not limited to, an underwriting/purchaser's discount in an amount not to exceed 2% of the par amount of the Bonds;
- (iii) funding of an amount equal to the deposit(s) made by Owner for formation costs pursuant to Section 6 hereof and the Mitigation Payment requirement for the Project;
- (iv) capitalized interest for a period not to exceed 24 months;
- (v) prioritized administrative expenses of \$25,000 per fiscal year, escalating at 2% per fiscal year, beginning in the fiscal year after the formation of CFD No. 7;
- (vi) 110% debt service coverage; and
- (vii) a 5.00% assumed average annual interest rate for the Bonds.

Issuance of Bonds:

- As to each series of Bonds, an appraisal of the taxable property within CFD No. 8 that demonstrates an overall value-to-lien ratio for such taxable property of not less than three-to-one (3:1).
- Each series of Bonds shall have a term of no less than thirty (30) years (unless otherwise agreed to by the Owner in advance of the issuance of such series of Bonds)
- No more than twenty-four (24) months of capitalized interest included, or a shorter period as otherwise requested in writing by the Owner or as may be agreed to by the Parties at the time of issuance and sale of such series of Bonds.
- The amount of Bonds to be issued shall be such that the maximum projected assigned annual Special Tax revenues from the Identified Units plus the assigned annual Special Tax revenue from Identified Units in any prior series of Bonds for CFD No. 8, less priority

administrative expenses of \$25,000 per year (escalating at 2% per fiscal year, beginning in the fiscal year after CFD No. 8 is formed), shall equal an average of 110% of the annual debt service on all outstanding Bonds of CFD No. 8 in any fiscal year.

EXHIBIT "C"**FORM OF DISTRICT LETTER**

_____, 20__

Mayor _____ and
 Members of the City Council
 City of San Marcos
 1 Civic Center Drive
 San Marcos, CA 92069

Re: General Plan Amendment No. _____, Specific Plan Amendment No. _____ and
 Tentative Subdivision Map No. _____

Dear Mayor _____ and Members of the City Council:

The San Marcos Unified School District ("School District") understands that Brookfield Rancho Coronado LLC ("Developer") is the owner and developer of the above-described project ("Project"), which is currently before the City of San Marcos ("City") Council for consideration. The School District and the Developer have entered into a Memorandum of Understanding dated January 17, 2017 ("MOU"), that is expected to provide for the financing and construction of school facilities of the School District required to serve the Project.

In consideration of the Developer's entry into, and continued satisfactory performance with the terms of, the MOU (and the form of the funding agreement referenced within the MOU), the School District hereby notifies the City that the School District does not oppose the Project (as currently proposed) and that the Developer's performance of its obligations under the MOU (including the funding agreement referenced within the MOU) will ensure that the school facilities impacts of the Project will be mitigated to the School District's satisfaction.

Dated: _____

SAN MARCOS UNIFIED SCHOOL DISTRICT

By: _____
 Its: Assistant Superintendent of Business Services

October 13, 2017

City of San Marcos
Planning Department
1 Civic Center Drive
San Marcos, CA 92078

Re: Brookfield MU-4
Notice of Intent to Adopt a Mitigated Negative Declaration Revised 9/14/17

To Whom It May Concern:

The letter is to serve as the comments from San Marcos Unified School District ("District") for the Notice of Intent to Adopt a Mitigated Negative Declaration (MND) for the MU-4 Mixed Project ("Project"), which proposes 220 residential units. It is our understanding that the units planned to reside in the San Marcos Unified School District's attendance area and will be located south of the Rancho Tesoro Development. As stated in the MND under Public Services the impact on schools will be "Less than Significant with Mitigation Incorporated".

We accept the conclusion and findings that a Community Facilities District shall be formed to mitigate the significant impact the Project would contribute to the District wide capacity shortage, and recognizing that mitigation was required to reduce project related impacts.

The Project has reached out to communicate and satisfy this impact as stated in the MND.

Please be advised that the District periodically updates enrollment data, capacity data; therefore, although the Project falls in the attendance area for Double Peak School and Mission Hills High School, there is no guarantee that this will remain for the future. There is potential for the District to reevaluate enrollment capacity and a redistricting of school attendance boundaries would require students to attend other schools throughout the District where excess capacity may exist.

Please do not hesitate to contact me if you have any questions or comments regarding the foregoing.

Sincerely,



Mark Schiel
Assistant Superintendent
Business Services

MS/km

cc: Tova K. Corman, Executive Director, Facilities

ATTACHMENT J
Fiscal Impact & Market Analysis