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WHEREAS, Lewis-Hillwood Rialto Company LLC (“LHR”) submitted various planning and development applications to the City for the proposed development of an industrial park consisting of two warehouses and a shopping center on approximately 110 acres of land located near the intersection of Renaissance Parkway and Linden Avenue (the “Projects”);

WHEREAS, on December 13, 2016, the City Council adopted Resolution No. 7045 certifying the Recirculated Draft Subsequent Environmental Impact Report, the Statement of Overriding Considerations, and the Mitigation Monitoring Plan (E.A.R. 16-55) for the Projects; and

WHEREAS, following the action of the City Council, the City filed a Notice of Determination with the Clerk of the Board; and

WHEREAS, the Development Review Committee (DRC) approved Precise Plans of Design for the Projects subject to certain Conditions of Approval; and

WHEREAS, the Conditions of Approval for the Projects require LHR to construct certain off-site improvements (“Off-Site Improvements”) including but not limited to (i) constructing or reconstructing the existing roadways along the Projects frontages, (ii) constructing a raised center median along Renaissance Parkway, and (iii) constructing a master plan storm drain to serve the Projects, (iv) and constructing off-site sewer and water systems to serve the project; and

WHEREAS, the Off-Site Improvements are identified in the City’s adopted Nexus Studies and are therefore eligible for reimbursements or fee credits in accordance with the provisions of Rialto Municipal Code Section 3.33.100 (entitled “Fee Credits”); and

WHEREAS, Section 3.33.110 of the Rialto Municipal Code (entitled “Construction and Credit Agreements”) permits the City Administrator to negotiate and enter into Construction and Fee Credit Agreements with Developers, subject to the approval of the City Council; and

1 **WHEREAS**, Section 3.33.100 of the Rialto Municipal Code also provides that a Developer is
2 not entitled to reimbursement for any excess in the costs to construct the public facility over the amount
3 of the developer's obligation to pay the development impact fee for the type of public facility
4 constructed, unless a separate reimbursement agreement is approved by the City Council; and.

5 **WHEREAS**, the City and LHR expect that the cost of constructing the Off-Site Improvements
6 will exceed LHR's obligation to pay certain development impact fees; and

7 **WHEREAS**, LHR and the City have negotiated the terms of a Construction Fee Credit and
8 Reimbursement Agreement related to the construction of the Public Improvements, a copy of which is
9 attached hereto as Exhibit A and incorporated herein by reference; and

10 **WHEREAS**, the construction of the Off-Site Improvements were reviewed and considered as
11 part of the environmental review for the Project; and

12 **WHEREAS**, approval of the Construction Fee Credit and Reimbursement Agreement is an
13 administrative or fiscal action by the legislative body that will not result in any additional direct or
14 indirect physical change in the environment than what was already analyzed (Section 15378(b) of the
15 CEQA Guidelines), consequently no further environmental review is warranted.

16 **NOW, THEREFORE**, the City Council of the City of Rialto hereby resolves as follows:

17 **Section 1.** The foregoing recitals are determined to be true and correct;

18 **Section 2.** The City Council hereby finds and determines, based on substantial evidence in
19 the record that Lewis-Hillwood Rialto Company LLC is entitled to receive credits and reimbursements
20 from the City for the cost to construct the Off-Site Improvements.

21 **Section 3.** The City Council hereby finds and determines, based upon substantial evidence
22 in the record, the analysis and environmental review completed, and the approved Subsequent
23 Recirculated Environmental Impact Report and Notice of Determination, that there will be no additional
24 significant or adverse impact on the environment resulting from entering into the Construction Fee
25 Credit and Reimbursement Agreement.

26 **Section 4.** The City Council hereby approves the Construction Fee Credit and
27 Reimbursement Agreement by and between Lewis-Hillwood Rialto Company LLC substantively in
28 form and content to that attached hereto in Exhibit A along with any non-substantive changes as may be

mutually agreed upon by the City Administrator (or his duly authorized representative), City Attorney and Lewis-Hillwood Rialto Company LLC. The final Construction Fee Credit and Reimbursement Agreement, when duly executed and attested, shall be filed in the office of the City Clerk.

Section 5. The City Administrator (or his duly authorized representative) is authorized to implement the Construction Fee Credit and Reimbursement Agreement, take all further actions, and execute all documents referenced therein and/or necessary and appropriate to carry out the Project, including causing the issuance of warrants.

Section 6. The City Clerk shall certify to the adoption of this Resolution.

PASSED, APPROVED AND ADOPTED this 12th day of December, 2017.

Deborah Robertson, Mayor

ATTEST:

BARBARA McGEE, City Clerk

APPROVED AS TO FORM:

FRED GALANTE, ESQ., City Attorney

1 **STATE OF CALIFORNIA**)
2 **COUNTY OF SAN BERNARDINO**) ss
3 **CITY OF RIALTO**)

4 I, Barbara McGee, City Clerk of the City of Rialto, do hereby certify that the foregoing
5 Resolution No.____ was duly passed and adopted at a regular meeting of the City Council of the City
6 of Rialto held on the ____ day of _____, 2017.

7 Upon motion of Council Member _____, seconded by Council Member _____,
8 the foregoing Resolution No. _____ was duly passed and adopted.

9 Vote on the motion:

10 AYES:

11 NOES:

12 ABSENT:

13
14 IN WITNESS WHEREOF, I have hereunto set my hand and the Official Seal of the City of
15 Rialto this ____ day of _____, 2017.

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18 **BARBARA MCGEE, CITY CLERK**

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EXHIBIT “A”

CONSTRUCTION FEE CREDIT AND REIMBURSEMENT AGREEMENT