

Project Name: Cannery Park Development Agreement (DA2-03).

Description: The Cannery Park Development Agreement (DA2-03) allows Holman Investors, LLC. vested approval to develop approximately 450 +/- acres of land located at the southwest corner of State Route 99 and Eight-Mile Road. The original DA proposed the construction of 1,116 single-family detached housing units, 210 multi-family housing units, 1,452,508 square feet of light industrial business park, and 1,078,763 square feet of commercial land use. Per the DA, the developer is entitled to allocate the single-family detached housing units and the multi-family housing units on any parcel subject only to the extent that same does not exceed the maximum density for the zoning designation and the maximum units provided for herein. The Stockton City Council approved the first amendment to the DA on September 14, 2004. This amendment addressed the timing requirements for the DA. In 2019, an amendment to the Master Subdivision Agreement was approved by the city council, that revised the conditions for the approval of the Final Map for Cannery Park to more specifically address the timing for construction of conditioned infrastructure improvements. The city council approved a second amendment to the DA on April 2, 2024 as part of a new tentative subdivision map (P21-0435) for the vacant northeastern portion of the DA. The amendment included an extension to the DA, a tentative map, amendments to the zoning map and General Plan land use map that converted some of the commercial area to low density residential and relocated the high-density housing area. The DA term extension was for ten years, that now expires on October 14, 2034.

Agreement Parties: City of Stockton (City) and Holman Investors, LLC.

County Recorder Fee #: 2004-246441, 2025-019822.

Approval Date: 09/14/2004.

Effective Date: 10/14/2004.

Extension Approval Date: 04/02/2024.

Term: 10-year extension (expires 10/14/2034). The DA was originally a 20-year term.

Master Development Plan (MDP): No. Master Subdivision Agreement Cannery Park.

Amendments: 1st amendment to the DA was approved by the Stockton City Council on 09/14/2006. The Stockton City Council approved the 2nd amendment on 04/02/2024.

Last Annual Update: 2023.

City Neighborhood: Morada/Holman.

Location: Southwest corner of State Route 99 and Eight Mile Road.

General Plan: Commercial, Open Space/Agricultural, Low Density Residential, High Density Residential, Industrial, and Institutional.

Development Agreement (DA) Summary- *Cannery Park*

Zoning: CG (Commercial, General), OS (Open Space), PF (Public Facilities), RL (Residential, Low Density) and RH (Residential, High Density), IL (Industrial, Limited).

Development Type (greenfield/infill): Greenfield.

EIR/MMRP: An EIR (SCH#2003042022) and MMRP were prepared for the project.

Approved Phasing: The first amendment to the Master Subdivision Agreement Cannery Park, was approved by the City Council on July 16, 2019, with Resolution Number 2019-07-16-1104. This amendment revised the conditions for the approval of the Final Map for Cannery Park to more specifically address the timing for construction of conditioned infrastructure improvements.

Unique Fees/Allowances per DA: No unique fees.

Additional Entitlements Requested Since Approval: Entitlements have included design reviews for the residential homes.

Completed: Cannery Park Units 2-12 have received Final Subdivision Map approvals from the city council and have been under construction, accounting for 967 single family lots. Many of these final maps have completed construction. Public improvements were subsequently constructed and accepted. Cannery Park Units 13-15 Final Subdivision Maps are currently being reviewed by staff. The tentative map for these units were approved by the Stockton City Council in 2024. This tentative map included 331 single family residential lots, high density residential housing and commercial building area. Holman Road has been constructed from the southern boundary of Cannery Park to Eight Mile Road. In the applicant's annual report, they anticipated that the portion of Holman Road between PFC Jesse Mizener Street and Eight Mile Road would open in Spring 2025.

Remaining: The commercial, high-density residential, industrial, and some low-density residential sites remain vacant. The City Council approved amendments to convert most of the CG (Commercial, General) zoned area in the northeastern portion of the DA to additional single-family housing.

Active Violations (Building or Code): There do not appear to be open violations.

Specific DA Milestones: No specific milestones besides the approved plan boundary and improvements needed to provide services (i.e., fire, road, pump station).

Agreement Status: Cannery Park is currently under construction. A builder purchased subdivision unit numbers 13-15 consisting of 331 lots for single family development. .

2024 DA Compliance Status: Compliant.

Approvals can be downloaded from the City's website at:

- *Cannery Park*
https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b1
 - *April 2, 2024 City Council Meeting Minutes*
https://stockton.granicus.com/MinutesViewer.php?view_id=48&clip_id=8623
-

CONTACTS:

Owner/Developer

HOLMAN INVESTORS, LLC
P.O. Box 8596
Stockton, CA 95208
Attn: Matt Arnaiz

HOLMAN INVESTORS, LLC
3200 E. Eight Mile Road
Stockton, CA 95212
Attn: Matt Arnaiz

Copy to

ARNAIZ DEVELOPMENT
CO., INC.
Attn: Richard K. Denhalter Esq.
General Counsel
3400 Eight Mile Road
Stockton, CA 95212

(Updated 03/17/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

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Project Name: Delta Cove (P21-1098)

Description: The Delta Cove Development Agreement (P21-1098), previously known as the Atlas Tract and The Preserve, provides the Dea Spanos Berberian, as Trustee of F. Spanos Nonexempt Trust and Dea Spanos Berberian, as Trustee of A. Spanos Nonexempt Trust, with a vested right to establish a new development with 1,164-unit single family residences, 381 multi-family residences, parks, open space, and commercial uses on three vacant parcels, approximately 360 acres in size. A 2008 amendment to the Spanos Park West Density Transfer Agreement (DA3-01), required that 96 high density units be built within the Atlas Tract Project (now called Delta Cove). The initial Delta Cove Planned Development (P09-160) was approved by the Stockton City Council on October 19, 2010. This project included the Delta Cove Planned Development Project (PD3-08), a vesting tentative map, rezoning and General Plan designation amendment. Since the approval, the project received the maximum amount of approval extensions for the associated vesting tentative maps and was set to expire on September 9, 2022. A DA was requested to extend the life of the vesting tentative map and supportive approvals. The new DA (P21-1098) was approved by the city council on November 1, 2022.

Agreement Parties: City of Stockton (City) and the Dea Spanos Berberian, as Trustee of F. Spanos Nonexempt Trust FBO Dea Spanos Berberian established U/D/T dated January 27, 1998, and A. Spanos Nonexempt Trust FBO Dea Spanos Berberian, established U/D/T dated January 27, 1998, 3520 Brookside Road, Suite #171 Stockton, CA 95219.

County Recorder Fee #: 2023-006206.

Approval: 11/1/2022.

Effective Date: 01/25/2023.

Term: 15 years (expires 01/25/2038) with the possibility of a five-year extension.

Master Development Plan (MDP): No, Planned Development (PD).

Amendments: None.

Last Annual Update: Adopted on 11/01/2022 and recorded on 01/25/2023.

City Neighborhood: Trinity/Northwest Stockton.

Location: Delta Cove is located west of the Twin Creeks Estates Subdivision, south of the Spanos Park West Development and Bear Creek, both east and north of Shima Tract and Mosher Slough. (Exhibit 1).

General Plan: Low Density Residential, Medium Density Residential, High Density Residential, Commercial, Open Space/Agriculture & Parks and Recreation.

Zoning: RL (Residential, Low Density), RM (Residential, Medium Density), RH (Residential, High Density), CN (Commercial, Neighborhood), OS (Open Space) and PF (Public Facilities).

Development Type (greenfield/infill): Greenfield Development.

EIR/MMRP #: EIR (SCH# 2006092063) and Amended Findings, Statement of Overriding Considerations, Mitigation and Reporting Program (MMRP).

Development Agreement (DA) Summary- *Delta Cove*

Approved Phasing: Outlined in the Planned Development and supportive documents; however, flexibility is provided in the conditions of approval, if revised phasing is approved by the city.

Unique Fees/Allowances per DA: Not defined.

Additional Entitlements Requested Since Approval: N/A.

Completed: Delta Cove has not begun substantial construction.

Remaining: Delta Cove has not begun substantial construction.

Active Violations (Building or Code): There does not appear to be any active violations.

Specific DA Milestones: The potential future five-year extension of this DA is contingent on the progress of a phasing and/or final map.

Agreement Status: The Delta Cove property was recently conveyed, and the new owners are collecting information and preparing to move forward under the development agreement. Delta Cove has not begun substantial construction.

2024 DA Compliance Status: Compliant.

CONTACTS:

Owner/Developer:

Dea Spanos Berberian, as Trustee of F. Spanos Nonexempt Trust FBO Dea Spanos Berberian established U/D/T dated January 27, 1998, and Spanos Nonexempt Trust FBO Dea Spanos Berberian, established U/D/T dated January 27, 1998,
3520 Brookside Road, Suite #171
Stockton, CA 95219

Copy to:

Sheppard, Mullin, Richter & Hampton LLP
650 Town Center Drive, 19th Floor
Costa Mesa, CA 92626
Attn: Corey Steady
(714) 513-5100

(Updated 03/24/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Conceptual Land Use Plan



LEGEND

-  Residential Low Density (0-8.7 du/ac)
-  Residential Medium Density (8.8-17.4 du/ac)
-  Residential High Density (17.5-29.0 du/ac)
-  Commercial Neighborhood
-  Public Facility (Neighborhood Sports Park/School)
-  Open Space / Parks

No scale



Delta Cove Planned Development (PD) Project P09-160, AG Spanos Company, Exhibit 4.1 – Conceptual Land Plan, Page 42, November 13, 2008.

Project Name: Mariposa Industrial Park Project Development Agreement (P20-0805).

Description: The Development Agreement provides Greenlaw Development, LLC. with a vested right to establish a maximum of 3.6 million square feet of new industrial warehouse uses on ten parcels approximately 211 acres in size that are largely vacant with agricultural uses and two residences. The Stockton City Council approved the initial project and Development Agreement on December 6, 2022, that included six parcels, approximately 203 acres in size. An amendment (P24-0104) to the Development Agreement and an addendum to the EIR, were approved by the Stockton City Council on September 17, 2024, to include four adjacent smaller parcels, approximately 7.6 acres in size, to simplify the project boundaries, rather than meandering.

Agreement Parties: City of Stockton (City) and Greenlaw Development, LLC.

County Recorder Fee #: 2023-038261 (Recordation of Development Agreement completed on 05/16/2023), 2023-048452 (Recordation of Annexation into the City of Stockton completed on 06/20/2023).

Approval Date: 12/06/2022.

Effective Date: 04/13/2023.

Term: Ten years (expires 06/20/2033) with the possibility of five-year extension.

Master Development Plan (MDP): N/A.

Amendments: September 17, 2024.

Last Annual Update: 2023.

City Neighborhood: Industrial Annex.

Location: South of Mariposa Road and east of the termini of Clark Drive and Marfargoa Road (Exhibit 1).

General Plan: Industrial.

Zoning: (IL) Industrial, Limited

Development Type (greenfield/infill): Greenfield Development

EIR/MMRP #: An EIR (SCH No: 2020120283) and MMRP.

Approved Phasing: N/A.

Unique Fees/Allowances per DA: N/A.

Additional Entitlements Requested Since Approval: Construction permits have been received and have begun construction after compliance with conditions and mitigation measures were confirmed by staff.

Completed: Building construction has begun. In the applicant's annual report, it states that a Fire Community Facilities District (CFD) was formed with the City Fire Department. CFD Number

Development Agreement (DA) Summary- *Mariposa Industrial*

2024-1 was approved by the Stockton City Council on November 12, 2024, which was a requirement of the Development Agreement.

Remaining: Building construction has begun. There will be additional construction with continued compliance with conditions and mitigation measures.

Active Violations (Building or Code): It does not appear that there are any code violations.

Specific DA Milestones:

- Staff will verify compliance with conditions and mitigation measures.
- MMRP Measures that have been verified: AES-1, AIR-1, AIR-5, AIR-6, AIR-8, AIR-20, AIR-26, AIR-29, BIO-5, AIR-1, AIR-8, AIR-12, AIR-20, AIR-26, NOISE-2, TRANS-1, TRANS-2, TRANS-3, TRANS-1.

Agreement Status: An amendment (P24-0104) to the Development Agreement and an addendum to the EIR, were approved by the Stockton City Council on September 17, 2024, to include four adjacent smaller parcels, approximately 7.6 acres in size, to simplify the project boundaries, rather than meandering. Construction permits have been received and have begun construction after in compliance with conditions of use and mitigation measures were confirmed by staff. Greenlaw worked with the city to form a Community Facility District for a future fire station to be constructed and operated in south Stockton.

2024 DA Compliance Status: Compliant.

EIR and MMRP is on the City's website at:

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b6

CONTACTS:

Owner/Developer

Rob Mitchell
Greenlaw Development, LLC
18301 Von Karman Avenue, Suite 301
Irvine, CA 92612

Copy To

Thia Cochran
Cochran Law Group
18301 Von Karman Avenue, Suite 301
Irvine, CA 92612

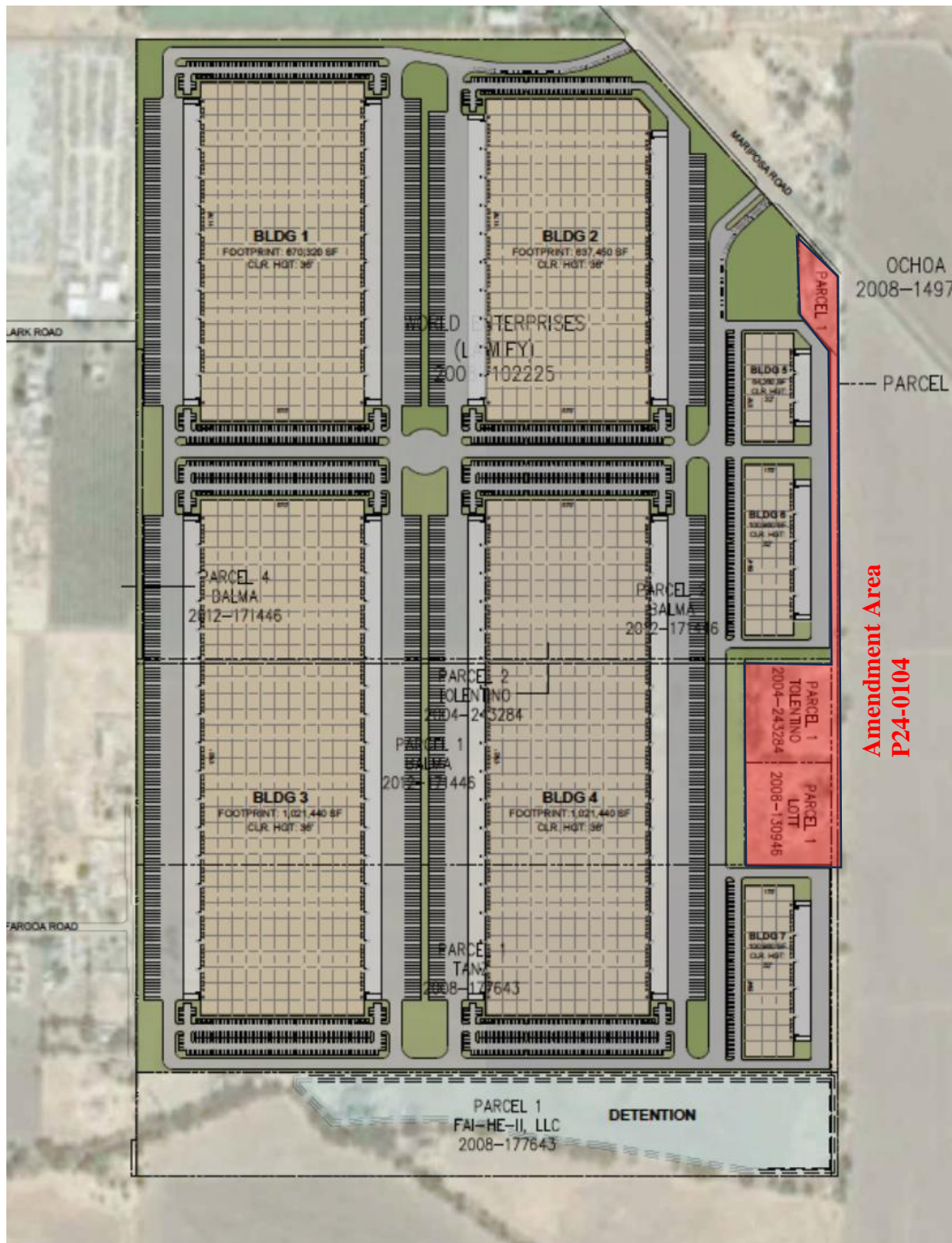
(Updated 03/25/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Project Land Plan



Project Name: Mariposa Lakes (DA7-05)

Description: The Mariposa Lakes Development Agreement (DA7-05) allows PCCP Mariposa Lakes LLC. vested approval to pursue a mixed-use urban development on approximately 3,810 acres of unincorporated lands including roughly 11.5 million square feet of industrial and business uses; 10,566 residential dwellings at low, medium, and high-density; and one million square feet of commercial uses. The development includes a town center, schools, parks and lakes. The DA and Mariposa Lakes Specific Plan (SP4-03) were approved by the Stockton City Council on October 28, 2008.

Agreement Parties: City of Stockton (City) and PCCP Mariposa Lakes LLC.

County Recorder #: Fee No. 2008-196213.

Approval Date: 10/28/2008.

Effective Date: 11/28/2008.

Term: 20-years from the date that the city grants the first building permit (No building permits have been issued) or 25-years plus one day from December 1, 2008 (expires 12/02/2033).

Master Development Plan (MDP): Yes and a specific plan.

Amendments: None.

Last Annual Update: 2023.

City Neighborhood: Mariposa Lakes.

Location: San Joaquin County jurisdiction, within the City of Stockton's Sphere of Influence. The site is approximately four miles southeast of Stockton's downtown and over three miles northeast of the Stockton Metropolitan Airport. The site is bounded on the north by State Route 4 or Farmington Road, on the east is Kaiser Road, and on the south is Mariposa Road and to the south and west is the Burlington Northern Santa Fe (BNSF) Railroad.

General Plan: Residential Estates, Low, Medium and High Density Residential, Administrative Professional, Commercial, Industrial, Open Space/Agriculture, Parks and Recreation & Institutional.

Zoning: The project has not been annexed into the city limits. A rezoning was approved in 2008, to include CG (Commercial, General), CN (Commercial, Neighborhood), IG (Industrial, General), IL (Industrial, Light), OS (Open Space), PF (Public Facilities), RE (Residential, Estate), RL (Low Density Residential), RM (Medium Density, Residential), RH (High Density Residential), UC (University/College).

Development Type (greenfield/infill): Greenfield.

EIR/MMRP #: An EIR (SCH #2006022035) with Findings, Statement of Overriding Considerations and Mitigation Monitoring/Reporting Program (MMRP).

Approved Phasing: Phasing is allowed but would require submittal and approval by the city.

Unique Fees/Allowances per DA: The project included a Fiscal Impact Analysis (FIA) and allowed the city to review any fee update against the approved FIA. It also includes provisions on how to address changes to state and local law. This includes the city's Climate Action Plan and subsequent project-level approvals.

Additional Entitlements Requested Since Approval: N/A.

Completed: No substantial construction or entitlements have begun. In the applicant's annual report, they plan to submit a rezoning and annexation application to the city in the second quarter of 2026.

Remaining: No substantial construction or entitlements have begun. A new Annexation Agreement is required.

Active Violations (Building or Code): There does not appear to be any active violations.

Specific DA Milestones:

- Climate Action Plan
- No specific milestones other than the ultimate completion of the project and the ability of the applicant to phase the project to meet market demands. The Annexation Agreement has expired. This agreement required the Applicant to submit the approval to the Local Agency Formation Commission (LAFCo) within a given time before the expiration of the DA.

Agreement Status: The Project has been inactive for some time and requires the Applicant to enter into a new Annexation Agreement with the City. During the 2024 annual review of compliance the developer reported a plan to bring forward a pre-zoning and annexation application to the City in early 2025. However, according to the developers February 2025 report (Attachment C) due to challenges facing the development, they now expect to submit the required application in the second quarter of 2026.

2024 DA Compliance Status: Not Compliant. Pursuant to SMC Section 16.128.110.C, staff will send the developer a letter making a finding of non-compliance with Recital B of the DA and requiring them to apply for a new Annexation Agreement by June 30, 2026, and that failure to comply with that may result in legal action to enforce compliance, termination, or modification of the DA.

Approved plans can be downloaded from the City's website at

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b3

CONTACTS:

Developer:

c/o PCCP Mariposa Lakes, LLC
222 N. Sepulveda Boulevard, Suite 2222 El
Segundo, CA 90245
Attention: William R. Lindsay

Copy to:

Gerry N. Kamilos, LLC
11249 Gold Country Blvd., Suite 190
Gold River, CA 95670

c/o PCCP Mariposa Lakes, LLC
150 California Street, 22nd Floor
San Francisco, CA 94111
Attention: Phil Russick
(Updated 03/13/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

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Development Agreement (DA) Summary- *Sanctuary*

Project Name: Sanctuary (DA3-05).

Description/Size: The Sanctuary Development Agreement (DA3-05) allows Sanctuary by Grupe, LLC. to establish approximately 7,070 dwelling units, 483,984 square feet of offices, 208,272 square feet of retail, and 100 hotel rooms, along with three lakes, a marina, a private River Club, religious facilities, four schools, orchards, vineyards, a small winery, and extensive recreational open space. The entire Sanctuary property, which extends into the surrounding sloughs, totals 1,967 acres. The proposed construction will include improvements to the existing levees. On November 18, 2008, the Stockton City Council approved the Sanctuary Master Development Plan, Development Agreement, and Environmental Impact Report with the associated Findings, Statement of Overriding Considerations and Mitigation Monitoring/Reporting Program (MMRP).

Agreement Parties: City of Stockton (City) and Sanctuary by Grupe, LLC.

County Recorder #: 2008-196215.

Approval Date: 11/18/2008.

Effective Date: 12/18/2008.

Term: 20-years from the date of the first building permit (No building permits have been issued) or 25-years plus one day from December 1, 2008 (expires 12/2/2033).

Master Development Plan (MDP): Yes.

Amendments: None.

Last Annual Update: 2023.

City Neighborhood: Trinity/Northwest Stockton.

Location: The project is located on what is called the Shima Tract, west of Interstate 5, south, east and north of the White Slough. (Exhibit 1)

General Plan: Mixed Use.

Zoning: MX (Mixed Use).

Development Type (greenfield/infill): Greenfield.

EIR/MMRP #: Environmental Impact Report (SCH No. 2006022028) with MMRP.

Approved Phasing: Phasing is allowed but would require submittal and approval by the City.

Unique Fees/Allowances per DA: The project included a Fiscal Impact Analysis (FIA) and allowed the City to review any fee update against the approved FIA.

Additional Entitlements Requested Since Approval: N/A.

Completed: No substantial construction or entitlements have begun. In the applicant's annual review letter, they engaged with a flood control engineer and the Reclamation District to work with SJAFCA for levee improvement project.

Development Agreement (DA) Summary- *Sanctuary*

Remaining: No substantial construction or entitlements have begun.

Active Violations (Building or Code): There does not appear to be any active violations.

Specific DA Milestones: Nothing specific other than the completion of the project and the ability of the Applicant to phase the project to meet market demands.

Agreement Status: No substantial construction has begun.

2024 DA Compliance Status: Compliant.

Approved plans can be downloaded from the City's website at:

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b4

CONTACTS:

Developer:

Jeremy S. White
Chief Operating Officer
The Grupe Company
3255 West March Lane, Suite 400
Stockton, CA 95219

Sanctuary by Grupe, LLC
3255 W. March Lane, Suite 400
Stockton, CA 95219
Attention: Nelson Bahler

Copy to:

Michael D. Hakeem, Esq.
Hakeem, Ellis & Marengo
3414 Brookside Road
Stockton, CA 95219

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Permitted Land Use Plan



Conceptual Plan only. Specific design will be processed through Site Plan Review

SFR = Single Family Residential Housing

MF = Multi-Family Housing

MU = Mixed-Use

The Sanctuary Master Development Plan (MDP), The Grupe Investment Company, Figure 2-2 – Permitted Land Use Plan, Page 2-5, September 2, 2008.

Project Name: Spanos Park West (Business Park) and Density Transfer Agreement (DA1-00), (DA3-01), (P22-0086).

Description: Spanos Park West Development Agreement (DA1-00) allows A.G. Spanos Construction, Inc. to facilitate a mixed-use development of a 200-acre residential and commercial center. The MDP includes design and use standards and anticipates High-Density Residential, Office, Commercial-Retail, Neighborhood Park, and Open Space uses in addition to on/off-site improvements. The Spanos Park West Development Agreement (DA1-00) was approved with the A.G. Spanos Business Park Master Development Plan on January 9, 2002. The first amendment to the development agreement was the Spanos Park West Density Transfer Development Agreement (DA3-01). The project converted 300-acres of high-density housing (HDR) to low-density residential (LDR) to accommodate new single-family detached housing and the business park. Because this reduction in HDR land was inconsistent with the City's Housing Element, the owner agreed to construct 935 multi-family units within the Business Park. If units could not be constructed by 2018, an in-lieu housing payment of \$2,000 dollars per HDR unit not built would need to be paid to the city or a contribution to a non-profit charitable organization made, reasonably approved by the city, for the loss of HDR development due to Spanos Park West development. Since the owner owned the entitlements for Crystal Bay and Altas Tract Projects and is a known apartment home builder, the city agreed to the amendment to the Density Transfer Agreement DA3-01. Since the 627 high density residential units had not been built and in-lieu fees had not been paid, the owner requested another amendment to the DA and Density agreement. On July 11, 2023, the City Council approved the second amendment, Spanos Park West Development Agreement and Density Transfer Agreement (DA3-01) (P22-0099) that extended the date for the owner to fulfill the HDR construction obligations or payment to February 28, 2032.

Agreement Parties: City of Stockton (City) and A.G. Spanos Construction, Inc.

County Recorder #: Spanos Park West Development Agreement (DA1-00) [Fee No. 2002-041898], Spanos Park West Density Transfer Development Agreement (DA 3-01) [Fee No. 2002-041899], first amendment to Spanos Park West Density Transfer Development Agreement (DA3-01) [Fee No. 2009-007751] and second amendment to Spanos Park West Density Transfer Development Agreement (DA3-01) [Fee No. 2023-069227]

Approval: 01/29/2002.

Effective Date: 02/28/2002.

Extension Approval Date: 07/11/2023.

Term: 10-year extension (expires 02/28/2032), originally a 20-year term.

Master Development Plan (MDP): Yes.

Amendments: 1st Amendment (2009-007751). Second Amendment (2023-069227).

Last Annual Update: 2023.

City Neighborhood: Trinity/Northwest Stockton

Location: The southwest intersection of Interstate 5 and Eight Mile Road (Exhibit 1).

Development Agreement (DA) Summary- *Spanos Park West*

General Plan: Mixed Use.

Zoning: (MX) Mixed Use.

Development Type (greenfield/infill): Greenfield Development.

EIR/MMRP #: EIR. In 1987 a Staged EIR was certified by San Joaquin County for 1,239.1-acres on both sides of I5 (East and West) and later amended with a Supplemental EIR approved by Stockton in 1988. The DA relies on the Supplemental EIR approved by the City for Spanos Park West.

Approved Phasing: Phasing is allowed and dictated by the DA and MDP.

Unique Fees/Allowances per DA: High-Density Residential Units: Spanos Business Park can relocate its required high-density residential units to Crystal Bay, Delta Cove, or another downtown Stockton site or pay an in-lieu fee if not constructed by 2032.

Additional Entitlements Requested Since Approval: Numerous since 2002 adoption. Entitlements have included subdivision and subdivision agreements (typical), design review, and use permits.

Completed: Most of the parcels have been developed. See Exhibit 1. In the applicant's annual report, it states that \$200,000 was contributed to the organization that constructed the Anchor Village Apartment in Downtown Stockton, that provides affordable housing for veterans at risk of homelessness. That would account for 100 of the high-density residential units. Staff will verify with the City Attorney. They anticipate that 392 of the HDR units will be built in Crystal Bay and 96 HDR units will be built in the Atlas Tract Project (Delta Cove).

Remaining: Seven parcels totaling ±33.5-acres remain undeveloped.

Active Violations (Building or Code): There does not appear to be any active violations.

Specific DA Milestones: The most recent amendment to the DA extended the date for the owner to fulfill the HDR construction obligations by February 28, 2032.

Agreement Status:

- Major infrastructure has been completed. This includes roads, parks, drainage, and utilities.
- Additional high-density housing (HDR) has not been built in the Spanos West Business Park since the 308-unit Pavillions Apartment Project was completed (Project # SR1-02). The developer indicates their intention to construct a combined 488 HDR Units in the Crystal Bay and Delta Cove, projects that have yet to begin development.

2024 DA Compliance Status: Compliant.

MDP is on the City's website at:

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b6

CONTACTS:

Owner/Developer

A.G. Spanos Construction,
Inc.
1341 W. Robinhood Drive,
Suite B-5
Stockton, CA 95207
Attention: Jerry Murphy

Rosie A. Ruppel
General Counsel
A.G. Spanos Construction, Inc.
10100 Trinity Parkway, 5th
Floor
Stockton, CA 95219

John Briscoe
Washburn, Briscoe &
McCarthy
55 Francisco Street, Suite 600
San Francisco, CA 94133

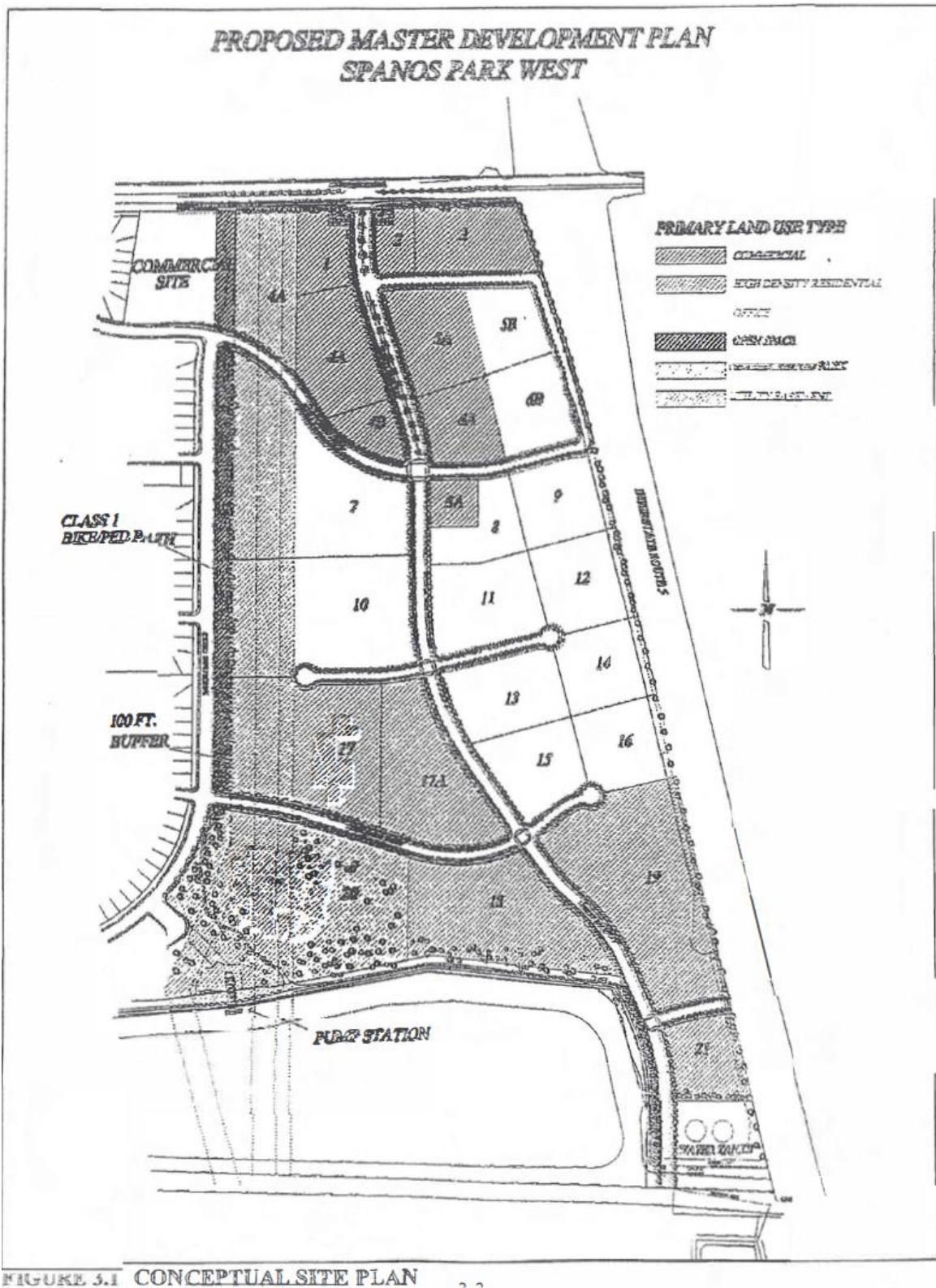
(Updated 03/25/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Conceptual Site Plan



3-3

Conceptual Site Plan, A.G. Spanos Business Park Master Development Plan, The A.G. Spanos Companies, Figure 3-1, Page 3-3, January 9, 2002.

Development Agreement (DA) Summary- *St. Joseph's*

Project Name: St. Joseph's Medical Center of Stockton Hospital Expansion Project (P21-0958).

Description: The St. Joseph's Medical Center of Stockton Development Agreement (DA) and St. Joseph's Medical Center of Stockton Hospital Expansion Project Master Development Plan (MDP) provides Port City Operating Company, LLC with a vested right to expand and modernize the existing medical center within a Master Development Plan on multiple parcels on approximately 18.7 acres on multiple parcels that are largely developed with existing buildings used for the existing St. Joseph's medical center. On September 26, 2023, the Stockton City Council approved the project (P21-0958) that included a DA, MDP, Environmental Impact Report (EIR) and the associated Statement of Overriding Considerations, Findings of Fact, a Mitigation and Monitoring Reporting Program (MMRP). The proposed expansion will include the removal of some existing buildings, construction of a new Acute Care Hospital Tower approximately 331,000 square feet in size, construction of a new parking structure to replace the existing surface parking, and modernization of other facilities on the Medical Center property. The Agreement provides for an initial 20-year term to carry out development of the Master Plan.

Agreement Parties: City of Stockton (City) and Port City Operating Company, LLC.

County Recorder Fee #: 2023-093473.

Approval Date: 09/26/2023.

Effective Date: 10/26/2023.

Extension Approval/Effective Date: N/A. The initial term may be extended by two successive eight-year increments from the date of expiration provided that obligations are met.

Term: 20 years (expires 10/26/2043).

Master Development Plan (MDP): Yes.

Amendments: N/A.

Last Annual Update: 2023.

City Neighborhood: Midtown.

Location: The northeast corner of the of the Harding Way and California Street intersection (Exhibit 1).

General Plan: Administrative Professional, Commercial and Medium Density Residential.

Zoning: CG (Commercial, General), CN (Commercial, Neighborhood), CO (Commercial, Office), RM (Residential, Medium Density), and PF (Public Facilities).

Development Type (greenfield/infill): Infill Development.

EIR/MMRP #: EIR and MMRP (SCH No: 2021120439).

Approved Phasing: Phasing is allowed and dictated by the DA and MDP.

Unique Fees/Allowances per DA: N/A.

Development Agreement (DA) Summary- *St. Joseph's*

Additional Entitlements Requested Since Approval: The applicant applied for one lot tentative parcel map (P24-0012) to merge three parcels into one for the expansion of the St. Joseph's Medical Center of Stockton. It includes parcels APN's 127-180-44, 127-174-30, and 127-173-28 and the project site is comprised of a total of 13.57+/- acres.

Completed: Building construction/demolition had not been completed as of 01/09/2025.

Remaining: Building construction/demolition had not been completed as of 01/09/2025.

Active Violations (Building or Code): There appear to be no active violations.

Specific DA Milestones: Staff will verify compliance with conditions and mitigation measures.

Agreement Status: The applicant applied for a one lot tentative parcel map (P24-0012) to merge three parcels into one for the expansion of the St. Joseph's Medical Center of Stockton. Building construction/demolition has not been completed as of 01/09/2025.

2024 DA Compliance Status: Compliant.

MDP is on the City's website at:

https://www.stocktonca.gov/business/planning_engineering/other_projects_environmental.php#collapse1930b2

CONTACTS:

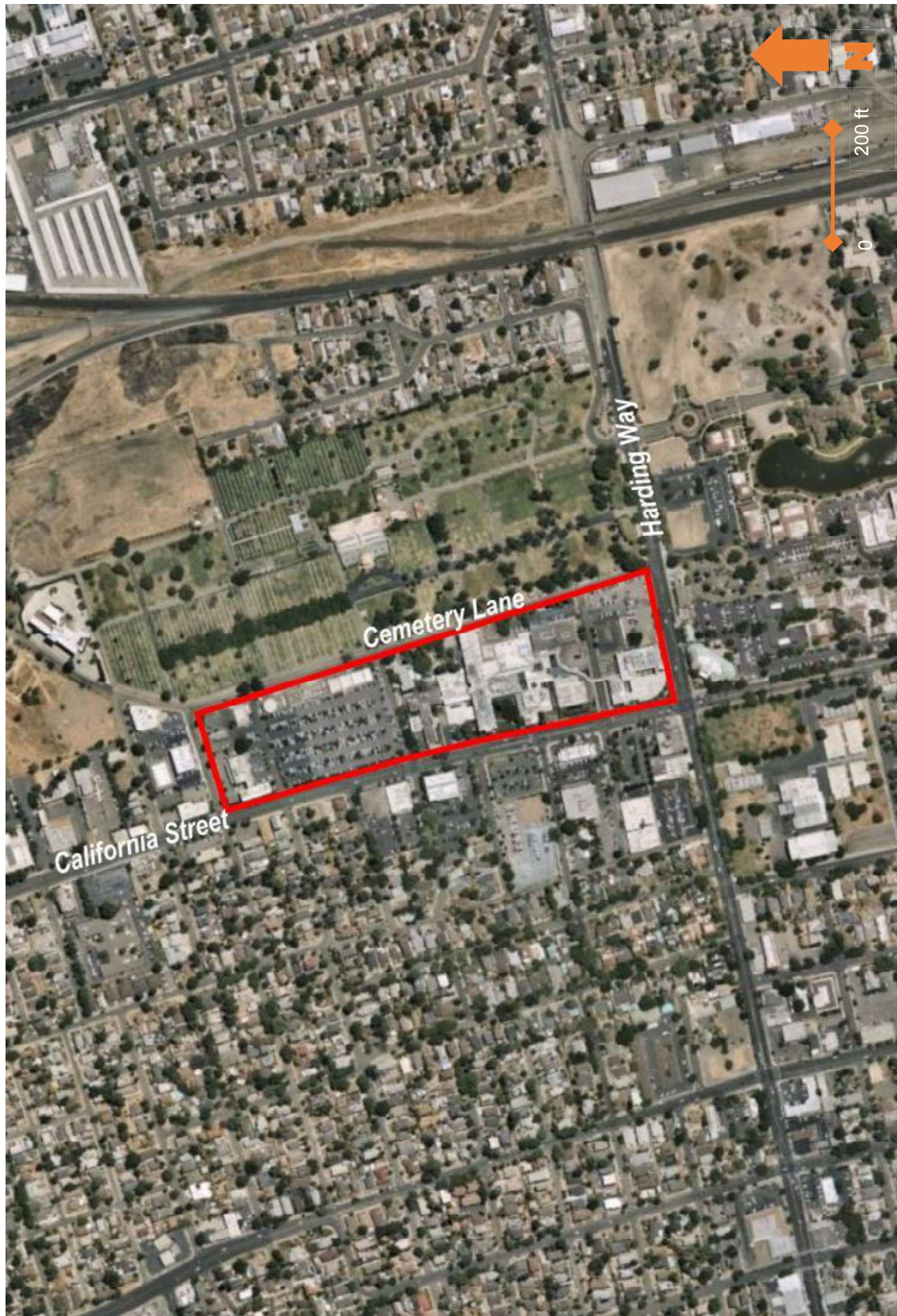
CommonSpirit Health
3200 N. Central Avenue
23rd Floor
Phoenix, AZ 65012
Attention: Senior Vice President National Real Estate Services

CommonSpirit Health
3400 Data Drive
Rancho Cordova, CA 95670
Attention: National Real Estate Services

CommonSpirit Health
3200 N. Central Avenue
23rd Floor
Phoenix AZ 65012
Attention: Legal Team
(Updated 03/25/2025)

President and CEO
St. Joseph's Medical Center
1800 N. California Street
Stockton, CA 95204

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

Site Master Plan, St. Joseph's Medical Center of Stockton Hospital Expansion Project Master Development Plan, Dignity Health, Page 4.1-1, September 2023.

Project Name: The Port of Stockton (P12-087).

Description: Adopted by the City Council on September 25, 2012, the Port of Stockton Development Agreement (P12-087) provides the Port of Stockton with a vested right to operate approximately 2,300-acres of industrial area according to the General Plan (Industrial Land Use Designation) and Zoning Ordinance with (Port Zoning). The DA boundary includes the Rough and Ready Development Plan (West Section) and map of the existing Port Industrial area west of Boggs Tract (East Section).

Agreement Parties: City of Stockton (City) and the Port of Stockton.

County Recorder Fee #: N/A.

Approval Date: 9/25/2012.

Effective Date: 10/25/2012.

Term: 30 years (expires 10/25/2042).

Master Development Plan (MDP): MDP for Rough and Ready Development Plan.

Amendments: N/A.

Last Annual Update: 2023.

City Neighborhood: The Port and Mount Diablo Waterfront.

Location: South of the Stockton Deep Water Channel and West of Interstate 5 (Exhibit 1).

General Plan: Industrial

Zoning: (PT) Port.

Development Type (greenfield/infill): Infill Development.

EIR/MMRP #: EIR (SCH #2002032048) and MMRP.

Approved Phasing: Not defined.

Unique Fees/Allowances per DA: Not defined.

Additional Entitlements Requested Since Approval: Numerous permits and business reviews for new operations in the DA boundary.

Completed: The DA boundary is mostly built out, with most of the undeveloped sites being infill or underutilized industrial areas. According to the applicant's annual review letter, "the Port has entitled 21 major development projects with an estimated capital investment of \$860 million."

Remaining: Approximately four parcels have a County Assessor land use code of "Vacant".

Active Violations (Building or Code): Difficult to determine based on size of the project area, and the number of ongoing operations.

Specific DA Milestones: N/A.

Agreement Status: Since 2012, the Port has entitled 21 major development projects and has multiple pending projects that are consistent with the terms of the DA. The Port continues to develop and operate consistent with the PT (Port zoning district) pursuant to the DA.

2024 DA Compliance Status: Compliant.

CONTACTS:

Owner/Developer

Kirk DeJesus, Port Director
Port of Stockton
P.O. Box 2089
Stockton, CA 95201-2089

Copy to:

Steven A. Herum
Herum \Crabtree
5757 Pacific Avenue, Suite 222
Stockton, California 95207

Mr. A. Richard Aschieris
Port Director
Port of Stockton
P.O. Box 2089
Stockton, CA 95201

(Updated 03/25/2025)

EXHIBIT 1- Aerial of Project Site

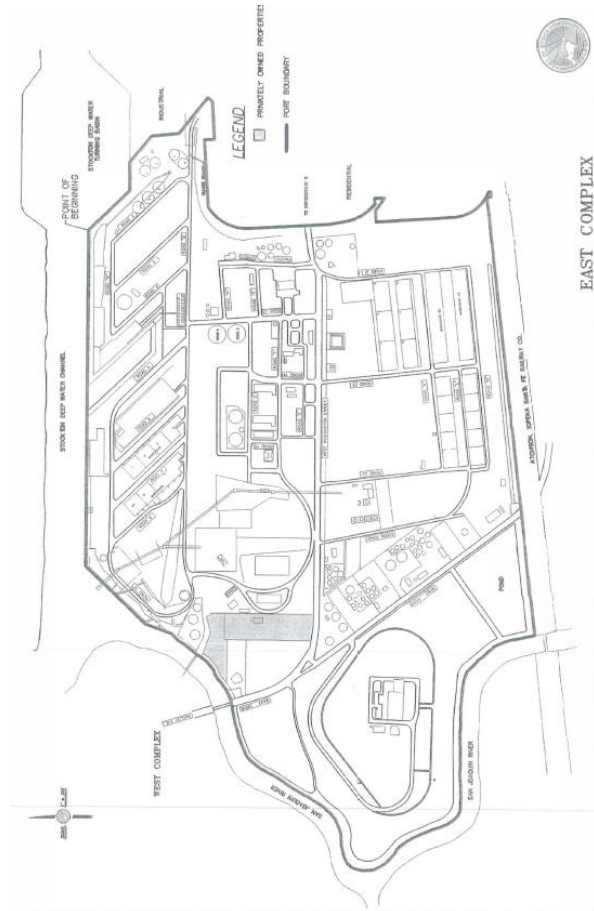


City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

**EXHIBIT 2- Rough and Ready MDP-
West End**



EXHIBIT 3- East End Boundary



Development Agreement (DA) Summary- *University Park*

Project Name: University Park (DA3-03).

Description: The University Park Development Agreement (DA3-03) and University Park Master Development Plan (MDP) were approved by the Stockton City Council on November 18, 2003. The DA allows the Stockton Center Site Authority (Joint Powers created by the City and the Trustees of the California State University and the Grupe Huber Company), to establish a mixed-use development that includes: a long-term educational center and a mix of commercial and residential development on approximately 103-acres of land. The MDP includes standards and preferences to retain existing historic buildings.

Agreement Parties: City of Stockton (City), Stockton Center Site Authority (Joint Powers created by the City of Trustee of the California State University) and the Grupe Huber Company (GHC), formerly The Grupe Commercial Company.

County Recorder Fee #: 2004-04534.

Approval Date: 11/18/2003.

Effective Date: 12/18/2003.

Term: 25 years (expires 12/31/2028).

Master Development Plan (MDP): Yes.

Amendments: None.

Last Annual Update: 2023.

City Neighborhood: Midtown.

General Plan: Administrative Professional.

Zoning: UC (University/College).

Development Type (greenfield/infill): Infill.

EIR/MMRP #: Environmental Impact Report (SCH # 2002062002) with a MMRP.

Approved Phasing: Phasing is allowed but would require submittal and approval by the City.

Unique Fees/Allowances per DA:

- The project is not subject to any future “no growth” ordinances passed by the city.
- The MDP is granted the right to create/propose flexible development standards.
- Historic buildings not listed on the California Register of Historic Places still require review before alternative or demolition.
- DA allowed some on/off-site improvements to be deferred for up to 10-years of the effective date of the DA.
- The city was responsible for a new traffic signal on East Harding and landscaping and offsite improvements.

Additional Entitlements Requested Since Approval: Entitlements have included design reviews for the office construction and rehabilitation of existing buildings.

Completed: In the applicant's annual review letter, it states the following is in progress:

- Remodeled 10 existing buildings, 161,000 square feet, several of which are historic. GHC completed a major remodel of one of the historic buildings for its company headquarters.
- Constructed 8 new buildings, over 262,000 square feet.
- Numerous leases and lease renewals have been completed, University Park (UP) has 24 tenants of which, five provide educational services to over 2,200 students with seamless education. 13 new development entities have been established. UP has currently over 1,000 employees on site.
- KIPP Charter School completed construction of Phase I and II of its K-8 school. Phase III is scheduled to commence early 2025.
- Construction commenced on a new 55,000 square foot modern classroom building, estimated completion sometime in late summer 2025.

Remaining: Approximately 25-acres remain undeveloped. This includes 22-acres for the potential of up to 346 housing units.

Active Violations (Building or Code): There does not appear to be open violations.

Specific DA Milestones: N/A.

Agreement Status: The developer reported on continued maintenance and rehabilitation of building structures on site, in addition to the construction of 8 new buildings totaling 262,000 square feet of space. KIPP Charter School completed Phase 1 and 2 of its K-8 school.

2024 DA Compliance Status: Compliant.

Approved plans can be downloaded from the city's website:

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b5

CONTACTS:

Site Authority

THE STOCKTON CENTER SITE AUTHORITY
c/o OFFICE OF THE CHANCELLOR
401 Golden Shore, Second Floor
Long Beach, California 90802-4210
Attention: Executive Director

Grupe Huber Company
c/o Nelson Bahler
3255 W. March Lane
Stockton, CA 95219
(Updated 03/26/2025)

Developer:

Dan Keyser
Chief Operating Officer
Grupe Huber Company
1203 N. Grant Street
Stockton, CA 95202

Grupe Huber Company
c/o Kevin Huber
3255 W. March Lane
Stockton, CA 95219

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

Project Name: Westlake Villages (DA1-04).

Description: The Westlake Villages Development Agreement (DA1-04) at Spanos West Master Development Plan was approved in 2004 to facilitate the construction of 689.6 acres into a 2,800-unit residential community and Paradise Point Marina (Paradise Marina). The DA included a 173.6-acres neighboring property, “The Spanos Property” within the county. In 2008, “The Spanos Property” was approved as the Crystal Bay Residential Project which included annexation and Planned Development (PD) standards for constructing a 1,343-unit residential community with parks, roads, infrastructure, and landscaping. A 2010 amendment to the Westlake DA replaced the naming of “The Spanos Property” to Crystal Bay. An amendment to the Spanos Park West Density Transfer Agreement (DA3-01), required that 392 high-density residential units be built within Crystal Bay. The Crystal Bay property was conveyed to a new owner by a grant deed recorded October 31, 2024, and the rights and obligations regarding the Crystal Bay property (but not with respect to the Westlake or any other property) under the Westlake and Crystal Bay development agreement were assigned by the partial assignment and assumption agreement, also recorded on October 31, 2024. As the Crystal Bay portion of the Westlake DA has been effectively assigned to a new developer, Crystal Bay will be reported on separately.

Agreement Parties: City of Stockton (City), The Spanos Family Partnership and A.G. Spanos (Trustee of the Alex and Faye Spanos Trust). In 2014, large portions of Westlake were sold to Westlake Investments LLC. The Crystal Bay property was conveyed to a new owner by a grant deed recorded October 31, 2024, and will be described separately from the Westlake Villages DA.

County Recorder Fee #: 2004-242808.

Approval Date: 09/15/2004.

Effective Date: 10/26/2004.

Extension Approval Date: 10/29/2019.

Term: 21-year extension (expires 01/10/2040), originally a 15-year term.

Master Development Plan (MDP): Yes, Westlake at Spanos Park West MDP.

Amendments: 1st Amendment P10-190 on 06/29/2010. 2nd Amendment P19-0583 on 10/29/2019.

Last Annual Update: 2023.

City Neighborhood: Trinity/Northwest Stockton.

Location: Directly south of Eight Mile Road, west of the Spanos Park West development, north of Pixley Slough and east of Bishop Cut. (Exhibit 1-2).

General Plan: Mixed Use.

Development Agreement (DA) Summary- *Westlake Villages*

Zoning: MX (Mixed Use).

Development Type (greenfield/infill): Greenfield Development.

EIR/MMRP: An EIR (SCH# 2004052105) and a Mitigation Monitoring/Reporting Program (MMRP) were prepared for the project.

Approved Phasing: Phasing is described in the Westlake at Spanos Park West Master Development Plan (MDP). Section 5 designates five stages, although the anticipated project phasing schedule should be considered a guideline.

Unique Fees/Allowances per DA: No unique fees.

Additional Entitlements Requested Since Approval: Entitlements have included design reviews for the residential homes.

Completed: Many of the villages within the Westlake Villages development have received approval for final maps. In those parts, single family homes have been built. Infrastructure has been provided including roads, underground utilities, sound walls, lakes and pump houses have been completed. In the applicant's annual report, they anticipated that the recreation center is scheduled for completion soon with the grand opening expected to be Memorial Day weekend in 2025.

Remaining: While many villages within Westlake have received approval of final maps many residential units, infrastructure and the Active Adult village have not been completed. There have been no improvements to the Marina area.

Active Violations (Building or Code): There does not appear to be open violations.

Specific DA Milestones: No specific milestones besides the approved plan boundary and improvements needed to provide services (i.e., fire, road, pump station).

Agreement Status: Westlake is actively constructing single family housing in multiple villages consistent with the approved entitlements and the DA.

2024 DA Compliance Status: Compliant.

Approvals can be downloaded from the City's website at,
Westlake at Spanos Park West MDP

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b6

CONTACTS:

Owner/Developer

The Spanos Family Partnership
10100 Trinity Parkway, 5th Floor
Stockton, CA 95219
Attention: Jerry Murphy

Copy to

Rosie A. Ruppel
General Counsel
A.G. Spanos Construction, Inc.
10100 Trinity Parkway, 5th Floor
Stockton, CA 95219

A.G. Spanos, as Trustee of the Alex and Faye
Spanos Trust
10100 Trinity Parkway, 5th Floor
Stockton, CA 95219
Attn: Michael A. Spanos

Gerald A. Sperry
Of-Counsel
10100 Trinity Parkway, 5th Floor
Stockton, CA 95219

(Updated 03/17/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Westlake Villages Master Development Plan

Westlake at Spanos Park West, Master Development Plan, The Spanos Family Trust, Figure 3.1 Conceptual General Development Plan, Page 3-7, August 2004.

Project Name: Crystal Bay of the Westlake Villages Development Agreement (DA1-04).

Description: The Westlake Villages Development Agreement (DA1-04), which is guided by Westlake at Spanos Park West Master Development Plan was approved in 2004 to facilitate the construction of 689.6 acres into a 2,800-unit residential community and Paradise Point Marina (Paradise Marina). The DA included a 173.6-acres neighboring property, “The Spanos Property” within the county. In 2008, approximately 173.6-acres of neighboring land to the west, “The Spanos Property” was approved as the Crystal Bay Residential Project which included annexation into the city and Planned Development (PD) standards for constructing a 1,343-unit residential community with parks, roads, infrastructure, and landscaping. A 2010 amendment to the Westlake DA replaced the naming of “The Spanos Property” to Crystal Bay. A 2008 amendment to the Spanos Park West Density Transfer Agreement (DA3-01), required that 392 high-density residential units be built within Crystal Bay. On October 30, 2024, the Westlake (West Lake) Villages DA (DA1-04) at Spanos West Master Development Plan developer agreed to assign the portion of the West Lake development known as Crystal Bay to Dea Spanos Berberian, As Trustee of F. Spanos Nonexempt Trust FBO Dea Spanos Berberian Established U/D/T Dated January 27, 1998, and A. Spanos Nonexempt Trust FBO Dea Spanos Berberian, Established U/D/T Dated January 27, 1998. The Partial Assignment and Assumption Agreement was recorded on October 31, 2024. Accordingly, as of that date, the assignee developer became responsible for DA compliance as to Crystal Bay.

Agreement Parties: City of Stockton (City) and Dea Spanos Berberian, As Trustee of F. Spanos Nonexempt Trust FBO Dea Spanos Berberian Established U/D/T Dated January 27, 1998, and A. Spanos Nonexempt Trust FBO Dea Spanos Berberian, Established U/D/T Dated January 27, 1998.

County Recorder Fee #: 2004-242808.

Approval Date: 09/15/2004.

Effective Date: 10/26/2004.

Extension Approval Date: 10/29/2019.

Term: 21-year extension (expires 01/10/2040), originally a 15-year term.

Master Development Plan (MDP): No.

Amendments: 1st Amendment P10-190 on 06/29/2010. 2nd Amendment P19-0583 on 10/29/2019.

Last Annual Update: 2023.

City Neighborhood: Trinity/Northwest Stockton.

Location: Directly south of Eight Mile Road, west of Westlake Villages, north of White Slough and east of Bishop Cut. (Exhibits 1-2).

General Plan: Low Density Residential, Medium Density Residential, High Density Residential, Open Space/Agriculture, & Parks and Recreation.

Zoning: RL (Residential, Low Density), RM (Residential, Medium Density), RH (Residential, High Density), OS (Open Space) and PF (Public Facilities).

Development Type (greenfield/infill): Greenfield.

EIR/MMRP: An EIR (SCH# 2007032116) and a Findings, Overriding Considerations, Mitigation Monitoring and Reporting Program (MMRP) were prepared for the project.

Approved Phasing: Phasing is described in the Crystal Bay at Spanos Park West, Planned Unit Residential District (PURD 1-08). Section 11.2 designates three phases.

Unique Fees/Allowances per DA: No unique fees.

Additional Entitlements Requested Since Approval: N/A.

Completed: Crystal Bay has not begun substantial construction. Storm drainage including a pump station, Scott Creek Drive road and sanitary sewer lift station that will be connected to Crystal Bay were completed within the Westlake property.

Remaining: Crystal Bay has not begun substantial construction.

Active Violations (Building or Code): There does not appear to be open violations.

Specific DA Milestones: No specific milestones besides the approved plan boundary and improvements needed to provide services (i.e., fire, road, pump station).

Agreement Status: Crystal Bay has not begun substantial construction on homes, but the property has been upgraded with drainage pipes allowing surface drainage from the Crystal Bay to flow to Lake 3 and the stormwater drainage system on the West Lake property and other improvements facilitating development consistent with the approved entitlements and newly assigned DA.

2024 DA Compliance Status: Compliant.

Approvals can be downloaded from the City's website at:

Crystal Bay Project Information & Status

https://www.stocktonca.gov/business/planning_engineering/master_planned_developments.php#collapse75940b1

CONTACTS:Owner/Developer

Dea Spanos Berberian, as Trustee of F. Spanos
Nonexempt Trust FBO Dea Spanos Berberian
established U/D/T dated January 27, 1998, and A.
Spanos Nonexempt Trust FBO Dea Spanos
Berberian, established U/D/T dated January 27, 1998,
3520 Brookside Road, Suite #171
Stockton, CA 95219

Copy to

Sheppard, Mullin, Richter & Hampton
LLP
650 Town Center Drive, 19th Floor
Costa Mesa, CA 92626
Attn: Corey Steady

(Updated 03/13/2025)

EXHIBIT 1- Aerial of Project Site



City of Stockton, CA: Landmaster Online Map, Stockton Aerial Photography 2023.

EXHIBIT 2- Crystal Bay Planned Development

Crystal Bay at Spanos Park West, Planned Unit Residential District (PURD 1-08), AG Spanos Company, Figure 4.1 – Site Plan, Page 4-2, Revised March 2008.