



Meeting Date: 03/21/2006

ACTION	TYPE OF ITEM
<input type="checkbox"/> Approved Recommendation	<input type="checkbox"/> Info/Consent
<input type="checkbox"/> Ord. No(s). _____	<input type="checkbox"/> Report
<input type="checkbox"/> Res. No(s). _____	<input checked="" type="checkbox"/> Public Hearing (Info/consent)
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____

Prepared By: Beth Vo Agenda Item No. J-3
 Reviewed By: City Manager [Signature] City Attorney [Signature] Finance [Signature] Other (Specify) _____

DATE: March 9, 2006

TO: City Council

FROM: Michael J. More, Financial Services Manager
Finance Department

SUBJECT: Establishment of Community Facilities District No. 6 (Northshore at Mandalay Bay) Located North and East of the Intersection of Fifth Street and Harbor Blvd.

RECOMMENDATION

That City Council:

1. Conduct public hearings regarding the formation of Community Facilities District No. 6 (Northshore at Mandalay Bay).
2. Adopt a resolution establishing Community Facilities District No. 6 (Northshore at Mandalay Bay), authorizing the levy of a special tax and calling an election.
3. Adopt a resolution determining the necessity to incur bonded indebtedness in an amount not to exceed \$30,000,000 for Community Facilities District No. 6 (Northshore at Mandalay Bay) and calling an election.
4. Adopt a resolution declaring the results of a special tax election in Community Facilities District No. 6 (Northshore at Mandalay Bay) and approving certain related actions.
5. Approve the first reading by title only and subsequent adoption of an ordinance authorizing the levy of a special tax within Community Facilities District No. 6 (Northshore at Mandalay Bay).

DISCUSSION

On June 14, 2005, the City Council approved a tentative subdivision map PZ 05-300-8 for Tract No. 5592 for the Northshore at Mandalay Bay project ("Northshore"), currently owned by Trimark Pacific Homes ("Developer"). The Northshore project consists of 90.26 acres for subsequent development into 183 single-family homes and 109 detached condominiums. Northshore is located north and east of the

intersection of Fifth Street and Harbor Boulevard. Northshore is oriented primarily towards the move-up and luxury housing market segment.

On February 14, 2006, City Council adopted Resolution 13,007, which established its intention to form Community Facilities Districts No. 6 (Northshore at Mandalay Bay) and Resolution 13,008, which established its intention to incur bonded indebtedness in an amount not to exceed \$30,000,000 within proposed Community Facilities District No. 6 (Northshore at Mandalay Bay) ("Resolutions of Intention"). The public hearings at this meeting are required pursuant to the Resolutions of Intention and state law.

Community Facilities District No. 6 ("CFD 6") will be established to provide financing for the construction, purchase, modification, expansion or improvement of all or a portion of the Public Improvements, Incidental Expenses, and to pay for the Public Services associated with CFD 6. The Public Improvements include public facilities for school, water supply and distribution, sewer, storm drain, street improvements, parks, libraries, and land for environmental mitigation, including restoration and remediation. The Developer has agreed to fund the cost of police and fire services for Northshore, in addition to landscaping maintenance and other public services allowed by California Government Code § 53313.

Tonight's Actions

The public hearings to consider the formation of CFD 6 will be conducted, and all persons desiring to be heard on matters pertaining to the formation, and levy of special taxes in CFD 6 may speak. If majority protests are not received from Trimark Pacific Homes prior to the conclusion of the public hearings, the public hearings will be closed. After the close of the public hearings, the City Council may adopt resolutions establishing CFD 6 (Attachments No. 1) and calling elections. The City Clerk has received from Trimark Pacific Homes waivers to permit the special elections to be held at the conclusion of the public hearings (Attachments No. 5). The City Clerk will then conduct the elections and receive the voted ballots from Trimark Pacific Homes. Following the election, the City Council may adopt the resolution declaring the results of the election (Attachment No. 3). If at least 2/3rd of the votes cast are in favor of the formation of CFD 6, the City Council may introduce ordinance authorizing the levy of special taxes in CFD 6 (Attachments No. 4).

FINANCIAL IMPACT

If approved by property owners, special taxes from CFD 6 will pay the costs associated with public improvements and public services, respectively. Further, the proposed bonds are not backed by the general fund, and will be repaid solely from the special taxes generated from Northshore.

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Establishment of Community Facilities Districts No. 6 (Northshore at Mandalay Bay)
March 14, 2006
Page 3

#1 – Resolution of the City Council establishing Community Facilities District No. 6 (Northshore at Mandalay Bay), authorizing the levy of a special tax therein, establishing an appropriations limit and calling an election

#2 - Resolution of the City Council acting in its capacity as the legislative body of Community Facilities District No. 6 (Northshore at Mandalay Bay) determining the necessity to incur bonded indebtedness in an amount not to exceed \$30,000,000 and calling an election therein

#3 - Resolution of the City Council acting in its capacity as the legislative body of Community Facilities District No. 6 (Northshore at Mandalay Bay) declaring the results of a special tax election and approving certain related actions

#4 - Ordinance of the City Council acting in its capacity as the legislative body of Community Facilities District No. 6 (Northshore at Mandalay Bay) authorizing the levy of special taxes within said Community Facilities District

#5 - Waiver of Certain Election Procedures With Respect to Landowner Election for Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard

#6 - Notice of Special Tax Lien for Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard

#7 – Notice of Combined Public Hearing on Intention to establish Community Facilities District No. 6 (Northshore at Mandalay Bay) levying of special taxes on property therein and issuing bonded indebtedness

#8 - Community Facilities District Report, Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard

Note: Attachments Nos. 1, 4, 6 and 8 have been provided to the City Council. Copies are available for review at the Circulation Desk in the Library after 6:00 p.m. on the Thursday prior to the Council meeting and at the City Clerk's Office after 8:00 a.m. on Monday.

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RESOLUTION NO. _____

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OXNARD, ACTING IN ITS CAPACITY AS THE LEGISLATIVE BODY OF COMMUNITY FACILITIES DISTRICT NO. 6 (NORTHSHORE AT MANDALAY BAY) OF THE CITY OF OXNARD, DETERMINING THE NECESSITY TO INCUR BONDED INDEBTEDNESS IN AN AMOUNT NOT TO EXCEED \$30,000,000 FOR SAID COMMUNITY FACILITIES DISTRICT NO. 6 AND CALLING AN ELECTION THEREIN

WHEREAS, on February 14, 2006, the City Council of the City of Oxnard (the "City Council") adopted Resolution No. 13,007 stating its intention to form Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard ("Community Facilities District No. 6" or the "District") pursuant to the Mello-Roos Community Facilities Act of 1982, as amended (the "Act"); and

WHEREAS, on February 14, 2006 the City Council also adopted Resolution No. 13,008 stating its intention to incur bonded indebtedness in the maximum amount of \$30,000,000 for the purpose of financing public improvements including the construction, purchase, modification, expansion, improvement or rehabilitation of all or a portion of streets and roads, sanitary sewer facilities, water supply and distribution facilities, storm drain and flood control facilities, landscaping, parks, school facilities, land for environmental mitigation, libraries, public safety buildings, child care facilities, civic center facilities and facilities for the furnishing of electricity, natural gas, telephone service and cable television and related services and all appurtenances and appurtenant work in connection with the foregoing including, without limitation, the cost of engineering, planning and designing the public facilities (the "Public Improvements"). The incidental expenses to be paid from bond proceeds and/or special taxes (collectively, the "Incidental Expenses"), include all costs associated with the creation of Community Facilities District No. 6, the issuance of the bonds, the determination of the amount of annual special taxes to be levied, the cost of levying and collecting the annual special taxes, costs otherwise incurred in order to carry out the

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authorized purposes of Community Facilities District No. 6, including legal, consultants, engineering, planning and designing costs and the cost of the annual administration of Community Facilities District No. 6, all as more fully described in Resolution No. 13,007 to serve the area within Community Facilities District No. 6; and

WHEREAS, notice was published and mailed as required by law relative to the intention of the City Council to form proposed Community Facilities District No. 6 and to incur bonded indebtedness in the maximum amount of \$30,000,000; and

WHEREAS, on March 21, 2006, this City Council held a noticed public hearing as required by law to determine whether it should proceed with the formation of Community Facilities District No. 6, issue bonds to pay for the Public Improvements and authorize the rate and method of apportionment of special taxes to be levied within Community Facilities District No. 6 for the purposes described in Resolution No. 13,007; and

WHEREAS, at said hearings all persons desiring to be heard on all matters pertaining to the formation of Community Facilities District No. 6, the levy of the special taxes and the issuance of bonds to pay for the cost of the proposed Public Improvements were heard and full and fair hearings were held; and

WHEREAS, subsequent to such hearing the City Council adopted a resolution establishing Community Facilities District No. 6 (the "Resolution of Formation"); and

WHEREAS, the City Council desires to make the necessary findings to incur bonded indebtedness within the District, to declare the purpose for said debt, and to authorize the submittal of a combined proposition to the voters of the District, being the landowners within the proposed District, all as authorized and required by law.

THE CITY COUNCIL OF THE CITY OF OXNARD, ACTING IN ITS CAPACITY AS THE LEGISLATIVE BODY OF THE DISTRICT, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

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SECTION 1. It is necessary to incur bonded indebtedness in a maximum aggregate principal amount not to exceed \$30,000,000 within Community Facilities District No. 6.

SECTION 2. The indebtedness is to be incurred for the purpose of financing the costs of the Public Improvements and Incidental Expenses as hereinbefore set forth, and carrying out the powers and purposes of Community Facilities District No. 6, including, but not limited to, the costs of selling bonds to finance the Public Improvements, establishing and replenishing bond reserve funds and paying remarketing, credit enhancement and liquidity facility fees, if any, and other expenses of the type authorized by Section 53345.3 of the Act.

SECTION 3. The whole of the property within Community Facilities District No. 6, other than property exempted from the special taxes pursuant to the provisions of the rate and method of apportionment attached to the Resolution of Formation, shall pay for the bonded indebtedness pursuant to the levy of the special tax authorized by the Resolution of Formation.

SECTION 4. The maximum term of the bonds to be issued shall in no event exceed forty (40) years.

SECTION 5. The bonds shall bear interest at the rate or rates, not to exceed the maximum interest rate permitted by law, payable annually or semiannually, or in part annually and in part semiannually, except the first interest payment may be for a period of less than six months, determined at the time or times of sale thereof.

SECTION 6. Pursuant to Section 53351 of the Act, a special election is hereby called for Community Facilities District No. 6 on the proposition of incurring the bonded indebtedness. The proposition relative to incurring bonded indebtedness in the maximum aggregate principal amount of \$30,000,000 shall be combined with the proposition authorizing the levy of the special taxes within Community Facilities District No. 6 into one ballot proposition pursuant to Section 53353.5 of the Act. The combined proposition shall be in the form of Proposition A attached hereto as Attachment A. Additionally, a special election is called on the proposition of establishing an

appropriations limit for the District, which proposition shall be in the form of Proposition B attached hereto as Attachment A.

SECTION 7. The date of the election for the District on the proposition of incurring the bonded indebtedness, authorizing the levy of the special taxes and establishing an appropriations limit for the District shall be March 21, 2006. The City Clerk shall conduct the election. Pursuant to Section 53326 of the Government Code, the sole landowner within the District has submitted to the City Council a waiver of all time limits applicable to the election and the City Council directs the City Clerk to conduct the election following the adoption of this resolution. Except as otherwise provided by the Act, the election shall be conducted by personally delivered or mailed ballot and, except as otherwise provided by the Act, the election shall be conducted in accordance with the provisions of law regulating elections of the City of Oxnard insofar as such provisions are determined by the City Clerk to be applicable.

It is hereby found that there have been fewer than twelve persons registered to vote within the territory of the District for each of the ninety (90) days preceding the close of the public hearing described above; and, pursuant to Section 53326 of the Government Code, the landowner who is the owner of record on the date hereof or the authorized representative thereof shall have one vote for each acre or portion thereof that he or she owns within the District.

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APPROVED AND ADOPTED this 21st day of March, 2006 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Dr. Thomas E. Holden
Mayor

ATTEST:

Daniel Martinez
City Clerk

(SEAL)

APPROVED AS TO FORM:


Gary Gillig, City Attorney

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STATE OF CALIFORNIA)
)
COUNTY OF VENTURA) ss.

I, DANIEL MARTINEZ, City Clerk of the City Council of the City of Oxnard, do hereby certify that the foregoing resolution was duly adopted by the City Council of the City at a regular meeting held on the 21st day of March, 2006, and that it was so adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Daniel Martinez, City Clerk

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STATE OF CALIFORNIA)
)
COUNTY OF VENTURA) ss.

I, DANIEL MARTINEZ, City Clerk of the City Council of the City of Oxnard, do hereby certify that the above and foregoing is a full, true and correct copy of RESOLUTION NO. _____ of said City Council, and that the same has not been amended or repealed.

DATED: _____, 2006

Daniel Martinez, City Clerk

(SEAL)

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ATTACHMENT A

BALLOT PROPOSITIONS

COMMUNITY FACILITIES DISTRICT NO. 6
(NORTHSHORE AT MANDALAY BAY)
OF THE CITY OF OXNARD

PROPOSITION A: Shall Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard (the "District") be authorized to incur an indebtedness and issue bonds in the maximum aggregate principal amount of \$30,000,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law, the proceeds of which will be used to finance the construction, purchase, modification, expansion, improvement or rehabilitation of all or a portion of streets and roads, sanitary sewer facilities, water supply and distribution facilities, storm drain and flood control facilities, landscaping, parks, school facilities, land for environmental mitigation, libraries, public safety buildings, child care facilities, civic center facilities and facilities for the furnishing of electricity, natural gas, telephone service and cable television and related services and all appurtenances and appurtenant work in connection with the foregoing including, without limitation, the cost of engineering, planning and designing the public facilities (the "Public Improvements") and to finance the incidental expenses associated therewith (the "Incidental Expenses") and shall special taxes with a rate or rates and method of apportionment as provided in Resolution No. 13,007 be levied to pay for the Public Improvements, for the creation or replenishment of any necessary reserve funds, for any Incidental Expenses, for the payment of the principal of and interest on such bonds, and for the cost of any public services which may be paid pursuant to the provision of Section 53313 of the California Government Code?

YES _____

NO _____

PROPOSITION B: For each year commencing with Fiscal Year 2005/2006, shall the appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard, be an amount equal to \$30,000,000?

YES _____

NO _____

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RESOLUTION NO. _____

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OXNARD, ACTING IN ITS CAPACITY AS THE LEGISLATIVE BODY OF COMMUNITY FACILITIES DISTRICT NO. 6 (NORTHSHORE AT MANDALAY BAY) OF THE CITY OF OXNARD, DECLARING THE RESULTS OF A SPECIAL ELECTION AND APPROVING CERTAIN RELATED ACTIONS

WHEREAS, the City Council of the City of Oxnard, acting as the legislative body of the District defined below (the "City Council"), called and duly held an election of Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard (the "District") pursuant to resolutions adopted by the City Council on March 21, 2006, for the purpose of presenting to the qualified electors within the District a proposition for the authorization of bonded indebtedness and the adoption of special taxes for the District ("Proposition A") and a proposition determining the appropriations limit for the District ("Proposition B"); and

WHEREAS, there has been presented to this City Council a Certificate of the City Clerk as to the Results of the Canvass of the Election Returns, a copy of which is attached hereto as Attachment "A";

THE CITY COUNCIL OF THE CITY OF OXNARD ACTING AS THE LEGISLATIVE BODY OF THE DISTRICT HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

SECTION 1. The above recitals are true and correct.

SECTION 2. Two-thirds or more of the votes cast by the qualified electors of the District at the special election held on March 21, 2006, were cast in favor of Propositions A and B and Propositions A and B have carried. The City Council, acting as the legislative body of the District, is hereby authorized to, from time to time as it determines appropriate, take the necessary steps to issue bonded indebtedness and to levy the special taxes authorized by Proposition A.

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SECTION 3. The City Clerk is hereby authorized and directed to execute and cause to be recorded in the office of the County Recorder of Ventura County a notice of special tax lien, in the form required by law, within fifteen days following the adoption of this resolution.

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APPROVED AND ADOPTED this 21st day of March, 2006 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Dr. Thomas E. Holden
Mayor

ATTEST:

Daniel Martinez
City Clerk

(SEAL)

APPROVED AS TO FORM:


Gary Gillig, City Attorney

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STATE OF CALIFORNIA)
)
COUNTY OF VENTURA) ss.

I, DANIEL MARTINEZ, City Clerk of the City Council of the City of Oxnard, do hereby certify that the foregoing resolution was duly adopted by the City Council of the City at a regular meeting held on the 21st day of March, 2006, and that it was so adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Daniel Martinez, City Clerk

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STATE OF CALIFORNIA)
)
COUNTY OF VENTURA) ss.

I, DANIEL MARTINEZ, City Clerk of the City Council of the City of Oxnard, do hereby certify that the above and foregoing is a full, true and correct copy of RESOLUTION NO. _____ of said City Council, and that the same has not been amended or repealed.

DATED: _____, 2006

Daniel Martinez, City Clerk

(SEAL)

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ATTACHMENT "A"

CERTIFICATE OF CITY CLERK AS TO RESULTS OF THE
CANVASS OF ELECTION RETURNS

STATE OF CALIFORNIA
COUNTY OF VENTURA

I, Daniel Martinez, City Clerk of the City of Oxnard, do hereby certify that I have examined the returns of the Special Tax Election for Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard. With my concurrence, the election was held in the City Council Chambers, City of Oxnard, California, following the adoption of the Resolution Calling the Special Tax Election on March 21, 2006, prior to which time I have caused to be delivered an official ballot to the authorized representative of each qualified elector. The ballots of all qualified electors were returned to me on March 21, 2006 and the election was then closed as permitted by Government Code Section 53326(d).

I further certify that the results of said election and the number of votes cast for and against Proposition A is as follows:

YES: 91
NO: —

TOTAL NUMBER OF VOTES CAST: 91

I further certify that the results of said election and the number of votes cast for and against Proposition B is as follows:

YES: 91
NO: —

TOTAL NUMBER OF VOTES CAST: 91

Dated this 21st day of March, 2006.

City Clerk of the City of Oxnard

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WAIVER OF CERTAIN ELECTION PROCEDURES WITH
RESPECT TO LANDOWNER ELECTION FOR COMMUNITY
FACILITIES DISTRICT NO. 6 (NORTHSHORE AT MANDALAY
BAY) OF THE CITY OF OXNARD

On behalf of Trimark Pacific - Mandalay Bay, LLC (the "Owner"), the undersigned hereby certifies to the City of Oxnard (the "City") and to Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard ("Community Facilities District No. 6") as follows:

1. The undersigned has been duly authorized by the Owner and possesses all authority necessary to execute this Waiver on behalf of the Owner in connection with the election to be held by the City Council of the City, acting as the legislative body of Community Facilities District No. 6.

2. The Owner understands that (i) pursuant to the provisions of California Streets and Highways Code Section 3111, a copy of the map depicting the proposed boundaries of Community Facilities District No. 6 was to have been recorded with County Recorder of the County of Ventura within fifteen days after the adoption by the City Council of its resolution fixing the time and place for a public hearing with respect to Community Facilities District No. 6, (ii) said resolution was adopted on February 14, 2006, but (iii) the map was not recorded until March 3, 2006, which is more than fifteen days after the adoption of said resolution. The owner hereby waives, on behalf of itself and its successors, any and all rights to challenge or contest the formation of Community Facilities District No. 6 based upon the late recordation of said map.

3. The Owner is the present owner of 90.26 acres of land located within Community Facilities District No. 6. To the best knowledge of the Owner, there are no persons residing within the territory owned by the Owner and have been none during the 90-day period preceding the March 21, 2006 public hearing conducted by the City Council pursuant to California Government Code Sections 53338 and 53348.

4. The Owner has received notice of the aforesaid public hearing held by the City Council of the City regarding the adoption of the special taxes and issuance of bonds in Community Facilities District No. 6. The Owner agrees that it received adequate notice of said hearing.

5. The Owner has received all information deemed by it to be necessary and relevant regarding the proposed rate and method of apportionment of the special taxes and the issuance of the bonds, all as set forth in Resolutions No. 13,007 and 13,008 of the City.

6. The Owner understands that the election being held by Community Facilities District No. 6 on the propositions substantially as set forth in the sample ballot attached hereto as Exhibit "A" is being conducted less than 90 days after the close of the March 21, 2006 public hearing as set forth in Section 53326 of the California Government Code, without the preparation of an impartial analysis, arguments or rebuttals concerning the election as provided for by California Elections Code Sections 3781 to 3787, inclusive, and 3795, and without further notice of such election or limitation on number of words in each measure as required pursuant to the Elections Code. Having been fully advised with respect to the election, in accordance with the authority contained in Government Code Sections 53326 and 53327, the Owner (i) waives compliance with the foregoing provisions of the Elections Code and Government Code, with any time limits or other procedural requirements pertaining to the conduct of the election which are not being complied with, (ii) consents to having

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the election on any date on or after the close of the public hearing regarding Community Facilities District No. 6, and (iii) consents to the closing of the election as soon as all ballots are received by the City Clerk of the City.

7. The Owner hereby represents that compliance with the procedural requirements for conducting the election, including the receipt of any ballot arguments and impartial analysis and the time limitations which apply in connection with scheduling, mailing and publishing notices for such an election, are unnecessary in light of the fact that the undersigned has received sufficient information regarding the adoption of the special tax rates as set forth in Resolution No. 13,007 to allow it to properly complete the attached ballot, and hereby waives receipt of a Tax Statement in compliance with Sections 9400 to 9404 of the Elections Code. The Owner further waives its right to make any protest or complaint or undertake any legal action challenging the validity of the election or the levy of the special tax to finance facilities for the benefit of Community Facilities District No. 6.

8. The owner hereby designates the person whose name and signature appear below as the person to cast its ballot in the special election referred to above.

Name of Authorized Voter: _____

Signature of Authorized Voter: _____

Dated: March 21, 2006

TRIMARK PACIFIC – MANDALAY BAY, LLC, a California limited liability company, its Managing Member

By: TPH, LLC, a California limited liability company, Member-Manager

By: Trimark Ventures, Inc., a California corporation, Member

By: _____

Its: _____

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EXHIBIT A

SAMPLE BALLOT

**COMMUNITY FACILITIES DISTRICT NO. 6
(NORTHSHORE AT MANDALAY BAY)
OF THE CITY OF OXNARD**

SPECIAL BOND AND TAX ELECTIONS

You are entitled to cast 90.26 votes.

To vote, stamp a cross (+) on the line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the City Clerk of the City of Oxnard and obtain another.

PROPOSITION A: Shall Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard (the "District") be authorized to incur an indebtedness and issue bonds in the maximum aggregate principal amount of \$30,000,000, with interest at a rate or rates not to exceed the maximum interest rate permitted by law, the proceeds of which will be used to finance the construction, purchase, modification, expansion, improvement or rehabilitation of all or a portion of streets and roads, sanitary sewer facilities, water supply and distribution facilities, storm drain and flood control facilities, landscaping, parks, school facilities, land for environmental mitigation, libraries, public safety buildings, child care facilities, civic center facilities and facilities for the furnishing of electricity, natural gas, telephone service and cable television and related services and all appurtenances and appurtenant work in connection with the foregoing including, without limitation, the cost of engineering, planning and designing the public facilities (the "Public Improvements") and to finance the incidental expenses associated therewith (the "Incidental Expenses") and shall special taxes with a rate or rates and method of apportionment as provided in Resolution No. 13,007 be levied to pay for the Public Improvements, for the creation or replenishment of any necessary reserve funds, for any Incidental Expenses, for the payment of the principal of and interest on such bonds, and for the cost of any public services which may be paid pursuant to the provision of Section 53313 of the California Government Code?

YES _____

NO _____

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PROPOSITION B: For each year commencing with Fiscal Year 2005/2006, shall the appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the California Constitution, for Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard, be an amount equal to \$30,000,000?

YES _____

NO _____

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NOTICE OF COMBINED PUBLIC HEARING ON INTENTION
TO ESTABLISH COMMUNITY FACILITIES DISTRICT NO. 6
(NORTHSHORE AT MANDALAY BAY) OF THE CITY OF
OXNARD, TO LEVY SPECIAL TAXES ON PROPERTY
THEREIN AND TO ISSUE BONDED INDEBTEDNESS

NOTICE IS HEREBY GIVEN that the City Council of the City of Oxnard (hereinafter referred to as the "City Council" and the "City", respectively) has adopted Resolution No. 13,007 and Resolution No. 13,008 on February 14, 2006, declaring its intention to form Community Facilities District No. 6 (Northshore at Mandalay Bay) of the City of Oxnard ("CFD No. 6") pursuant to the Mello-Roos Community Facilities Act of 1982, as amended (the "Act"), to levy special taxes within CFD No. 6 and to authorize bonded indebtedness for CFD No. 6. CFD No. 6 is proposed to have the boundaries depicted on the map thereof on file with the City Clerk. Resolution No. 13,007 is referred to herein as the "Resolution of Intention to Establish CFD No. 6," and Resolution No. 13,008 is referred to herein as the "Resolution of Intention to Incur Bonded Indebtedness".

In the Resolution of Intention to Establish CFD No. 6, the City Council has declared its intention to establish CFD No. 6 and to levy special taxes within CFD No. 6 for the purpose of financing certain public improvements, incidental expenses and public services.

The proposed public improvements (collectively, the "Public Improvements") include the construction, purchase, modification, expansion, improvement or rehabilitation of school facilities, water supply and distribution facilities, sanitary sewer facilities, storm drain and flood control facilities, street improvements including streets and roads, medians, curbs, gutters, sidewalks, signals, signage and street lighting, parks, open space, trails, recreational facilities, parkways, landscaping, walls and fences, land for environmental mitigation, including the restoration and remediation thereof, and libraries, public safety buildings, child care facilities and civic center facilities.

The Public Improvements also include facilities for the furnishing of electricity, natural gas, telephone service and cable television and related services.

The incidental expenses to be paid from bond proceeds and/or special taxes (collectively, the "Incidental Expenses") include all costs associated with the creation of the CFD No. 6, the issuance of the bonds, the determination of the amount of annual special taxes to be levied, the cost of levying and collecting the annual special taxes, costs otherwise incurred in order to carry out the authorized purposes of the CFD No. 6, including legal, consultants, engineering, planning and designing costs and the cost of the annual administration of CFD No. 6.

The public services to be paid from special taxes (collectively, the "Public Services") include any public service, the cost of which may be paid pursuant to the provision of Section 53313 of the California Government Code.

The description of the eligible Public Improvements, Incidental Expenses and Public Services above are preliminary and general in nature. The final plans and specifications approved by the applicable public agency may show substitutions or modifications in order to accomplish the work or serve the new development within CFD No. 6; and any such substitution or modification shall not constitute a change or modification in the proceedings relating to CFD No. 6.

The Resolution of Intention to Establish CFD No. 6 proposes a Rate And Method of Apportionment of Special Tax For CFD No. 6 (the "Rate and Method"). The Rate and Method sets forth a Maximum Special Tax A for the Public Improvements applicable to Developed Property within CFD No. 6 which shall be the greater of (i) the amount derived by application of the Assigned Special Tax A as set forth in Table 1 in the Rate and Method or (ii) the amount derived by application of the Backup Special Tax A. For example, certain of the Assigned Special Taxes A for the Fiscal Year 2006-2007 are hereinafter set forth. The Assigned Special Tax A for a single family detached property with a residential floor area of 2,000 square feet or less is \$3,400. As the residential floor area increases, the tax increases so that the Assigned Special Tax A for a single family detached property of 2,000 - 2,399 square feet is \$3,933, for a single family detached property with a residential floor area of 2,400 - 2,799 square feet \$4,226, for a single family detached

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property with a residential floor area of 2,800 – 3,199 square feet \$4,982, for a single family detached property with a residential floor area of 3,200 – 3,599 square feet \$6,031, for a single family detached property with a residential floor area of 3,600 – 4,099 square feet \$6,222 and for a single family detached property with a residential floor area of 4,100 square feet or more \$6,698.

The Assigned Special Tax A for Non-Residential Property, Undeveloped Property, Taxable Property Owner Association Property and Taxable Public Property is \$53,256 per acre. The Backup Special Tax A for Developed Property is \$53,256 per acre.

To satisfy the Special Tax Requirement for the Public Improvements, the City Council shall levy up to 100% the Assigned Special Tax A on each parcel of Developed Property. If additional moneys are needed to satisfy the Special Tax Requirement, the Maximum Special Tax A shall be levied at up to 100% on the Undeveloped Property, then the Maximum Special Tax A is levied on Developed Property through the application of the Backup Special Tax A and then on Taxable Property Owner Association Property and Taxable Public Property. On each July 1, commencing July 1, 2007 the Assigned Special Tax A for each Land Use Class, the Backup Special Tax A and the Special Tax for Undeveloped Property, Taxable Property Ownership Association Property and Taxable Public Property shall be increased by 2% of the amount in effect for the previous Fiscal Year.

The Rate and Method also sets forth a Maximum Special Tax B for the Public Services applicable to Developed Property within CFD No. 6 which shall be the Maximum Special Tax B as set forth in Table 2 in the Rate and Method. For example, certain of the Maximum Special Taxes B for the Fiscal Year 2006-2007 are hereinafter set forth. The Maximum Special Tax B for a single family detached property with a residential floor area of 2,000 square feet or less is \$1,400. As the residential floor area increases, the tax increases so that the Maximum Special Tax B for a single family detached property of 2,000 - 2,399 square feet is \$1,661, for a single family detached property with a residential floor area of 2,400 – 2,799 square feet \$1,756, for a single family detached

property with a residential floor area of 2,800 – 3,199 square feet \$2,067, for a single family detached property with a residential floor area of 3,200 – 3,599 square feet \$2,497, for a single family detached property with a residential floor area of 3,600 – 4,099 square feet \$2,575 and for a single family detached property with a residential floor area of 4,100 square feet or more \$2,771. The Maximum Special Tax B for Non-Residential Property, Undeveloped Property, Taxable Property Owner Association Property and Taxable Public Property is \$18,104 per acre.

To satisfy the Special Tax Requirement for the Public Services, the City Council shall levy up to 100% the Maximum Special Tax B on each parcel of Developed Property. If additional moneys are needed to satisfy the Special Tax Requirement, the Maximum Special Tax B shall be levied at up to 100% next on the Undeveloped Property. On each July 1, commencing July 1, 2007 the Maximum Special Tax B for Developed Property and Undeveloped Property shall be increased by 2% of the amount in effect for the previous Fiscal Year.

The Resolution of Intention to Establish CFD No. 6 proposes that the special taxes may be levied on property in CFD No. 6 so long as required to pay (1) debt service on all bonds or other indebtedness issued to finance the Public Improvements and Incidental Expenses, (2) the costs of Public Improvements, (3) the costs of the Public Services, (4) costs incurred in the annual levy and collection of the special taxes, (5) the administration costs of CFD No. 6 and (6) any amounts lawfully required to establish or replenish any reserve funds for the bonds, provided that Special Tax A may not be levied after Fiscal Year 2045-2046.

The foregoing is only a summary of the Resolution of Intention to Establish CFD No. 6. The document itself is on file with the City Clerk, and the full text thereof should be referred to by any interested party for greater detail.

The Resolution of Intention to Incur Bonded Indebtedness recites the adoption of the Resolution of Intention to Establish CFD No. 6 and goes on to state that, in order to finance the Public Improvements and the Incidental Expenses, the City Council intends to authorize the issuance

of bonds in the maximum principal amount of \$30,000,000, the repayment of which is to be secured by Special Tax A. A copy of the Resolution of Intention to Incur Bonded Indebtedness is on file with the City Clerk, and the full text thereof should be referred to by any interested party for greater detail.

PUBLIC HEARING

NOTICE IS HEREBY GIVEN THAT A COMBINED PUBLIC HEARING WILL BE HELD ON MARCH 21, 2006, AT THE HOUR OF 7:00 P.M., OR AS SOON THEREAFTER AS SUCH MATTER CAN BE HEARD, AT A REGULAR MEETING OF THE CITY COUNCIL TO BE HELD IN THE CITY COUNCIL CHAMBERS LOCATED AT 305 WEST THIRD STREET, OXNARD, CALIFORNIA, AT WHICH TIME THE CITY COUNCIL WILL HEAR ALL EVIDENCE AND TESTIMONY BY ALL INTERESTED PERSONS, PROPERTY OWNERS, VOTERS AND TAXPAYERS FOR OR AGAINST (1) THE ESTABLISHMENT OF CFD NO. 6, (2) THE EXTENT OF THE CFD NO. 6, (3) THE LEVY OF SPECIAL TAXES FOR CFD NO. 6, (4) THE ACQUISITION AND CONSTRUCTION OF THE PUBLIC IMPROVEMENTS, (5) THE AUTHORIZATION OF BONDED INDEBTEDNESS FOR CFD NO. 6, AND (6) ANY OTHER MATTERS AS SET FORTH IN THE RESOLUTION OF INTENTION TO ESTABLISH CFD NO. 6 AND THE RESOLUTION OF INTENTION TO INCUR BONDED INDEBTEDNESS

ALL PERSONS INTERESTED, INCLUDING PROPERTY OWNERS, TAXPAYERS AND REGISTERED VOTERS, MAY APPEAR AT THE HEARING AND PRESENT EVIDENCE AND TESTIMONY ORALLY OR IN WRITING FOR OR AGAINST ITEMS (1) THROUGH (6) ABOVE. EACH INDIVIDUAL WISHING TO SPEAK WILL BE LIMITED TO A THREE MINUTE ORAL PRESENTATION. ANY PROTEST PERTAINING TO THE REGULARITY OR SUFFICIENCY OF THE PROCEEDINGS RELATING TO THE PROPOSED ISSUES DESCRIBED IN ITEMS (1) THROUGH (6) ABOVE MUST BE IN WRITING AND SHALL CLEARLY STATE THE IRREGULARITIES OR DEFECTS TO WHICH OBJECTION IS MADE,

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AND SHALL BE FILED WITH THE CITY CLERK ON OR BEFORE THE TIME SET FOR THE HEARING. IF THE OWNERS OF ONE-HALF (1/2) OR MORE OF THE AREA OF LAND WITHIN CFD NO. 6 AND NOT EXEMPT FROM THE SPECIAL TAXES FILE WRITTEN PROTESTS AGAINST ANY OF ITEMS (1) THROUGH (6) ABOVE, AND PROTESTS ARE NOT WITHDRAWN SO AS TO REDUCE THE VALUE OF THE PROTESTS TO LESS THAN A MAJORITY, THE CITY COUNCIL SHALL ABANDON THAT PORTION OF THE PROCEEDINGS PERTAINING TO SUCH ITEM(S) AND NO FURTHER PROCEEDINGS WITH RESPECT TO SUCH ITEM(S) SHALL BE TAKEN FOR A PERIOD OF ONE YEAR FROM THE DATE OF THE DETERMINATION BY THE CITY COUNCIL. THE CITY COUNCIL MAY MODIFY THE PROCEEDINGS IF SUCH MAJORITY PROTESTS ARE ONLY AGAINST A SPECIFIED ISSUE.

UNDER THE ACT, THE CITY COUNCIL MAY EITHER CONCLUDE THE PUBLIC HEARING ON MARCH 21, 2006 OR MAY CONTINUE THE PUBLIC HEARING TO A LATER DATE IF THE COMPLEXITY OF THE PROPOSED DISTRICT OR THE NEED FOR PUBLIC PARTICIPATION REQUIRES ADDITIONAL TIME. IF THE CITY COUNCIL DETERMINES TO SUBMIT THE QUESTIONS OF LEVYING THE SPECIAL TAXES AND AUTHORIZING BONDED INDEBTEDNESS, AN ELECTION WILL BE HELD WITHIN CFD NO. 6 TO APPROVE THE LEVY OF THE SPECIAL TAXES THEREIN AND THE AUTHORIZATION OF BONDED INDEBTEDNESS FOR CFD NO. 6. AT SUCH AN ELECTION, EACH LANDOWNER WITHIN CFD NO. 6 SHALL BE ENTITLED TO CAST ONE VOTE FOR EACH ACRE OR PORTION THEREOF OWNED WITHIN CFD NO. 6. FOR THE PROPOSITIONS TO BE ADOPTED, TWO-THIRDS OF THE VOTES CAST AT THE ELECTION MUST FAVOR PASSAGE.

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INQUIRIES

The full text of the Resolution of Intention to Establish CFD No. 6, which includes the proposed Rate and Method and the list of Public Improvements, Public Services and Incidental Expenses to be financed, and a copy of the map of the proposed CFD No. 6, and the full text of the Resolution of Intention to Incur Bonded Indebtedness may be obtained from the person specified below.

For any questions relating to the proceedings, or any particulars, please contact the following designated person:

Mike More, Financial Services Manager
City of Oxnard
300 West Third Street
Oxnard, California 93030
(805) 385-7480

DATED: February __, 2006

Daniel Martinez
CITY CLERK

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