

City of Livermore
Community Facilities District No. 2012-1
(El Charro Maintenance)

COMMUNITY FACILITIES DISTRICT REPORT

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City of Livermore
Community Facilities District No. 2012-1
(El Charro Maintenance)

INTRODUCTION

On May 14, 2012, the Livermore City Council adopted a "Resolution of Intention to Establish Community Facilities District" (the "Resolution of Intention"), stating its intention to form the City of Livermore Community Facilities District No. 2012-1 (El Charro Maintenance) (the "CFD") pursuant to the Mello-Roos Community Facilities Act of 1982, Sections 53311 et. seq., California Government Code (the "Act") to finance certain municipal services (the "Services") by levying special taxes (the "Special Taxes") in the area of the CFD.

In the Resolution of Intention, the Council expressly ordered the preparation of a written report (the "Report"), for the CFD containing the following:

1. A description of the Services by type which will be required to adequately meet the needs of the CFD; and
2. An estimate of the fair and reasonable cost of the Services included therewith.

For particulars, reference is made to the Resolution of Intention for the CFD, as previously approved and adopted by the Council.

NOW, THEREFORE, the undersigned does hereby submit the following data:

A. **DESCRIPTION OF SERVICES.** A general description of the proposed services is set forth in Exhibit "A" attached hereto and hereby made a part hereof.

B. **PROPOSED BOUNDARIES OF THE COMMUNITY FACILITIES DISTRICT.** The proposed boundaries of the CFD are those properties and parcels in which special taxes may be levied to pay for the costs and expenses of the Services. The proposed boundaries of the CFD are described on the map of the CFD on file with the City Clerk, to which reference is hereby made.

C. **COST ESTIMATE.** The cost estimate for the Services for the CFD is set forth in Exhibit "B" attached hereto and hereby made a part hereof.

Dated as of June 20, 2012

For and on behalf of the City Administrator of
the City of Livermore

By:  _____

EXHIBIT A

CITY OF LIVERMORE Community Facilities District No. 2012-1 (El Charro Maintenance)

DESCRIPTION OF SERVICES

Community Facilities District No. 2012-1 will finance, in whole or in part, the following services ("services" shall have the meaning given that term in the Mello-Roos Community Facilities Act of 1982), which generally includes the following:

1. Streetscape:

The streetscape improvements which will be maintained generally consist of roadway medians and entry way improvements located along Jack London Boulevard, Future Road "A", Future Road "B" and the vineyard buffer area along Friesman Road. Streetscape maintenance generally consists of landscaping, irrigation and irrigation systems, electricity and electrical systems, street trees, ornamental grape vines, planters, pavers, plant replacement, trash removal, materials including insecticides, equipment maintenance, operation, purchase and replacement, labor, land lease costs and other ancillary maintenance.

2. Storm and Creek Drainage/Open Space Areas:

The storm drainage/open space improvements which will be maintained generally consist of the drainage basins, ditches and swales other than those associated with streetscape and include the Hydromodification Management Plan Basins 1 and 2, North Bank Landscaping and Swale, Mitigation Ditch, Southern Conveyance Drainage Facility, Box Culverts and Roadside Swales along Jack London Boulevard, Mitigation Creek Buffers and hydromodification management plan basin outfalls. Storm and Creek Drainage/Open space maintenance generally consists of hydroseeding, debris and trash removal, land lease costs, and other ancillary maintenance.

3. Park:

The park improvements which will be maintained generally consist of the park area located next to Hydromodification Management Plan Basin #2. Park maintenance generally consists of landscaping, irrigation and irrigation systems, land lease costs, electricity and electrical systems for lighting, groundcover, trees, bushes, shrubs, lighting, irrigation systems, sidewalks, trails, trash receptacles, benches and picnic tables, fence replacement and repair and replacement, land lease costs and other ancillary improvements.

4. Trail:

The trail improvements which will be maintained generally consist of the multi-use trail located along the mitigation ditch area. Trail maintenance generally consists of asphalt aggregate base repair and replacement, trash receptacles, signage, adjacent landscaping, land lease costs and other ancillary improvements.

No improvements will be added to the list of improvements noted above.

The services include all related administrative costs, expenses and related operating and capital reserves. All costs, expenses and related reserves will be made available for inspection to any property owner within Community Facilities District 2012-1.

EXHIBIT B

City of Livermore
Community Facilities District No. 2012-1
(El Charro Maintenance)

BOUNDARY MAP

Reference is hereby made to the map on file in the office of the City Clerk for a description of the boundaries of the CFD.

Exhibit C
City of Livermore
Community Facilities District No. 2012-1
(El Charro Maintenance)

Cost Estimate
(FY 2012-13 Dollars)

Maintenance Items	Percent City Contribution	Percent Property Owner	Method of Allocating Special Tax	Phase 1 Maintenance Cost w Administration and Contingency	Phase 2 Maintenance Cost w Administration and Contingency	Total Maintenance Cost w Administration and Contingency	Total Cost Subject to City Contribution	Total Phase I Cost Attributable to Property Owners	Total Cost Attributable to Property Owners	Total Phase I Cost Attributable to Property Owners
Interchange Landscaping (Normal-Uppr)	100%	0%	City Contribution	\$ 100,640.37	\$ -	\$ 100,640.37	\$ 100,640.37	\$ -	\$ -	\$ -
Jack London Road Median/Planters	100%	0%	City Contribution	\$ 22,823.76	\$ -	\$ 22,823.76	\$ 22,823.76	\$ -	\$ -	\$ -
Road A Median/Planter	0%	100%	Building Square Footage	\$ 15,823.39	\$ -	\$ 15,823.39	\$ -	\$ 15,263.05	\$ 15,263.05	\$ 15,823.39
Road B Median/Planter	0%	100%	Building Square Footage	\$ 11.05	\$ 5,373.04	\$ 5,384.09	\$ -	\$ 5,193.43	\$ 5,193.43	\$ 11.05
Hydromodification Management Plan (HMP) Basin 1	0%	100%	Parcel Gross Acreage	\$ 61,987.07	\$ -	\$ 61,987.07	\$ -	\$ 61,987.07	\$ 61,987.07	\$ 61,987.07
Hydromodification Management Plan (HMP) Basin 2	0%	100%	Parcel Gross Acreage	\$ 104,647.13	\$ -	\$ 104,647.13	\$ -	\$ 104,647.13	\$ 104,647.13	\$ 104,647.13
Park (around HMP Basin 2) Includes Pump Station Landscaping	0%	100%	Building Square Footage	\$ 7,264.83	\$ 176,381.30	\$ 183,646.13	\$ -	\$ 177,142.91	\$ 177,142.91	\$ 7,264.83
North Bank Landscaping & Swale	0%	100%	Building Square Footage	\$ 136,065.55	\$ -	\$ 136,065.55	\$ -	\$ 131,247.24	\$ 131,247.24	\$ 136,065.55
Mitigation Ditch	100%	0%	City Contribution	\$ 25,686.65	\$ -	\$ 25,686.65	\$ 25,686.65	\$ -	\$ -	\$ -
Southern Conveyance Facility -- Open Space Drainage Area	33%	67%	Building Square Footage	\$ 178,096.11	\$ -	\$ 178,096.11	\$ 58,771.72	\$ 119,324.40	\$ 119,324.40	\$ 119,324.40
Jack London Blvd. Box Culverts	25%	75%	Building Square Footage	\$ 63,989.88	\$ -	\$ 63,989.88	\$ 15,997.47	\$ 47,992.41	\$ 47,992.41	\$ 47,992.41
Jack London Blvd. Ext. Roadside Swales	67%	33%	Building Square Footage	\$ 55,080.39	\$ -	\$ 55,080.39	\$ 36,903.86	\$ 18,176.53	\$ 18,176.53	\$ 18,176.53
Multi-Use Trail	67%	33%	Building Square Footage	\$ 46,314.21	\$ -	\$ 46,314.21	\$ 31,030.52	\$ 15,283.69	\$ 15,283.69	\$ 15,283.69
Mitigation Creek Buffer Areas	0%	100%	Building Square Footage	\$ 138,608.36	\$ -	\$ 138,608.36	\$ -	\$ 133,700.00	\$ 133,700.00	\$ 133,751.32
HMP Outfalls	0%	100%	Building Square Footage	\$ 37,001.80	\$ -	\$ 37,001.80	\$ -	\$ 35,691.50	\$ 35,691.50	\$ 37,001.80
Entry Features at Jack London Blvd. and El Charro Road	0%	100%	Building Square Footage	\$ 15,426.69	\$ -	\$ 15,426.69	\$ -	\$ 14,880.40	\$ 14,880.40	\$ 15,426.69
Vineyard Buffer	0%	100%	Area Adjacent To Parcel	\$ 41,674.78	\$ 59,601.25	\$ 101,276.03	\$ -	\$ 101,276.03	\$ 101,276.03	\$ 41,674.78
Totals				\$ 1,051,142.02	\$ 241,355.39	\$ 1,292,497.61	\$ 291,854.35	\$ 981,803.80	\$ 981,803.80	\$ 754,430.63

EXHIBIT D

City of Livermore
Community Facilities District No. 2012-1
(El Charro Maintenance)

AMENDED AND RESTATED
RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

EXHIBIT D

City of Livermore Community Facilities District No. 2012-1 (El Charro Maintenance)

AMENDED AND RESTATED RATE AND METHOD OF APPORTIONMENT OF SPECIAL TAX

Special Taxes applicable to each Assessor's Parcel in the City of Livermore Community Facilities District No. 2012-1 (El Charro Maintenance) shall be levied and collected according to the tax liability determined by the Administrator through the application of the appropriate amount or rate for Taxable Property, as described below. All of the property in CFD No. 2012-1, unless exempted by law or by the provisions of Section E below, shall be taxed for the purposes, to the extent, and in the manner herein provided, including property subsequently annexed to the CFD, unless a separate Rate and Method of Apportionment of Special Tax is adopted for the annexation area.

A. DEFINITIONS

The terms hereinafter set forth have the following meanings:

“Acre” or “Acreage” or “Gross Parcel Acreage” means the land area of an Assessor's Parcel as shown on an Assessor's Parcel Map, or if the land area is not shown on an Assessor's Parcel Map, the land area shown on the applicable Final Map or other recorded County parcel map. Should the land area displayed on the Assessor Parcel Map or Final Map be inaccurate as determined by the City Engineer or not be shown on the applicable Assessor's Parcel Map or Final Map, the land area will be determined by the City Engineer.

“Act” means the Mello-Roos Community Facilities Act of 1982, as amended, being Chapter 2.5 (commencing with Section 53311), Division 2, of Title 5 of the Government Code of the State of California.

“Administrative Expenses” means the actual or reasonably estimated costs directly related to the administration of the District, as determined by the City Manager of the City or its designee, which shall include the costs incurred for forming the CFD, calculating the Special Taxes and preparing the annual Special Tax collection schedules, County collection fees and the costs of other services relating to the Authorized Services and allowed by the Act. Administrative Expenses shall not exceed 10% of the cost of the annual Authorized Services including contingencies for such Authorized Services.

“Administrator” means an official of the City, or any designee thereof, responsible for

determining the Special Tax Requirement and providing for the levy and collection of the Special Tax.

“Assessor’s Parcel” or “Parcel” means a lot or parcel shown on an Assessor’s Parcel Map with an assigned Assessor’s Parcel Number; including, Original Parcels and Successor Parcels.

“Assessor’s Parcel Map” means an official map of the County Assessor designating parcels by Assessor’s Parcel Number.

“Assessor’s Parcel Number” or “APN” means a unique number assigned to an Assessor’s Parcel by the County Assessor for purposes of identifying a property.

“Authorized Services” means the public services authorized to be funded by the CFD as set forth in the Resolution of Formation adopted by the Council when the CFD was formed.

“Building(s)” means a building constructed on a parcel which complies with applicable City building codes.

“Building Square Footage” means the total actual or projected building square footage, as applicable, on a given Parcel.

“CFD” or “CFD No. 2012-1” means the City of Livermore Community Facilities District No. 2012-1 (El Charro Maintenance).

“CFD Formation” means the date on which the Resolution of Formation to form CFD No. 2012-1 was adopted by the City Council.

“City” means the City of Livermore.

“Council” means the City Council of the City of Livermore, acting as the legislative body of CFD No. 2012-1.

“County” means the County of Alameda.

“Deferred Taxable Property” means APN 904-0001-003-14 or a Successor Parcel of APN 904-0001-003-14.

“El Charro Specific Plan” means the El Charro Specific Plan defined and approved by the Council by resolution 2007-144 on July 9, 2007.

“Final Map” means a final map approved by the City pursuant to the Subdivision Map Act (California Government Code Section 66410, *et seq.*) that creates individual lots on which a building permit can be issued for the construction of Buildings without further subdivision of the lots.

“Fiscal Year” means the period starting on July 1 and ending on the following June 30.

“Initial City Parcels” means the parcels in the CFD that are owned by the City at the time of CFD Formation and, as a result, exempt from the Special Tax pursuant to Section F as long as they are owned by the City: APNs 904-0001-009-01, 904-0001-009-02, and 904-0001-011-01.

“Maximum Special Tax” means the maximum Special Tax, determined in accordance with Section C that can be levied in any Fiscal Year.

“Original Parcel” means an Assessor’s Parcel included in the CFD at the time of CFD Formation.

“Public Property” means, for each Fiscal Year any property within the boundaries of the CFD that is owned by or irrevocably offered for dedication to the federal government, the State of California, the City or any other public agency.

“RMA” means this Rate and Method of Apportionment of Special Tax.

“Special Tax” means any tax levied within the CFD to pay the Special Tax Requirement.

“Special Tax Requirement” means the amount of revenue needed in any Fiscal Year to pay for the following: (i) the cost of Authorized Services, plus; (ii) Administrative Expenses, plus; (iii) contingencies, less (iv) the portion of costs of Authorized Services, Administrative Expenses and contingencies calculated using the percentage of City funding for the maintenance items listed below, less (v) net surplus accrued from prior Fiscal Year, less (vi) until such time as the Deferred Taxable Property has been reclassified as Taxable Property as set forth in Section F, the amount that would have been levied on the Deferred Taxable Property if it had been reclassified as Taxable Property.

Maintenance Items	Percentage of City Funding
Interchange Landscaping (Normal-Upgraded)	100.00%
Jack London Road Median/Planters	100.00%
Mitigation Ditch	100.00%
Southern Conveyance Facility -- Open Space Drainage Area	33.00%
Jack London Blvd. Box Culverts	25.00%
Jack London Blvd. Ext. Roadside Swales	67.00%
Multi-Use Trail	67.00%

“Successor Parcel” means a Parcel of Taxable Property created from (i) subdivision or reconfiguration of an Original Parcel and (ii) subdivision or reconfiguration of a Successor Parcel.

“Taxable Property” means all Assessor’s Parcels within the boundaries of CFD No. 2012-1 that are not exempt from the Special Tax pursuant to law or Section F below.

“Vineyard Buffer Area” means the area, in square feet, of the Vineyard Buffer as displayed in Table 3B.

B. DATA FOR ANNUAL TAX LEVY

Each Fiscal Year, the Administrator shall identify the current Assessor’s Parcel Numbers for all Parcels within the CFD. The Administrator shall also determine the Special Tax Requirement for the current Fiscal Year. In any Fiscal Year, if it is determined that (i) a Final Map or parcel map for a portion of property in CFD No. 2012-1 was recorded after the last date upon which the Assessor will incorporate the newly-created Parcels into the current tax roll, (ii) because of the date the Final Map or parcel map was recorded, the Assessor does not yet recognize the new Parcels created by the Final Map or parcel map, and (iii) one or more of the newly-created Parcels meets the definition of Taxable Property, the Administrator shall calculate the Special Tax for the property affected by recordation of the Final Map or parcel map by determining the Special Tax that applies separately to each newly-created parcel of Taxable Property, then levying a Special Tax on the Parcel that was subdivided by recordation of the Final Map or parcel map equal to the sum of the Special Taxes for the newly-created Parcels.

Notwithstanding the foregoing, a developer may propose for the City’s consideration an alternative method of allocating the Maximum Special Tax to Successor Parcels. The City shall review the proposed allocation method and determine whether the Maximum Special Taxes would be spread to the Successor Parcels in a reasonable manner that does not overburden any individual Parcel. Such a proposal must be received from the developer by May 1 of any Fiscal Year; if the City approves the proposed allocation, the Maximum Special Tax assigned to each Successor Parcel shall be effective in the following Fiscal Year.

C. MAXIMUM SPECIAL TAXES

I. Taxable Property and Deferred Taxable Property

The Maximum Special Tax for each Parcel of Taxable Property for Fiscal Year 2012-13 shall be calculated as follows:

First:

a. For all Parcels of Taxable Property responsible for paying the costs of maintaining the facilities listed in Table IA, the related component of the FY 2012-13 Maximum Special Tax is shown in Table IB and the derivation of each Parcel’s share thereof is shown on Table IC.

b. For all Parcels of Taxable Property responsible for paying the costs of maintaining HMP Basin 1 and HMP Basin 2, the related component of the FY 2012-13

Maximum Special Tax is shown in Table 2A and the derivation of each Parcel's share thereof is shown on Table 2B.

c. For all Parcels of Taxable Property responsible for paying the costs of maintaining the Vineyard Buffer Area, the related component of the FY 2012-13 Maximum Special Tax is shown in Table 3A and the derivation of each Parcel's share thereof is shown on Table 3B.

Second: The total FY 2012-13 Maximum Special Tax for each Parcel of Taxable Property is calculated by summing the components of the Maximum Special Taxes for each Parcel of Taxable Property shown in Tables 1B, 2A and 3A, subject to the adjustment with respect to newly-created Parcels and Successor Parcels as set forth in Section B above.

2. Escalation of Maximum Special Tax

The components of the Maximum Special Tax shown in Tables 1B, 2A and 3A below are in FY 2012-13 dollars. Commencing in FY 2013-14 and continuing in each Fiscal Year thereafter, these Maximum Special Tax rates for each Taxable Property will be increased or decreased, as the case may be, annually based upon, the prior Fiscal Year's Maximum Special Tax rates multiplied by the prior year's change in the Consumer Price Index - Urban Wage Earners and Clerical Workers - All Items - San Francisco, Oakland, San Jose Area, February to February, plus 1%. The initial CPI Index that is used for future CPI increase calculations is the February 2012 CPI.

3. Future Modification of Maximum Special Tax

First:

In addition to the annual escalation of the component of the Maximum Special Tax listed in C(2) above, the Maximum Special Tax shown in Table 1B may be adjusted for each Taxable Property due to an increase in the actual or projected Building Square Footage for any parcel of Taxable Property shown in Table 1C. Should the actual or projected Building Square Footage for any Parcel of Taxable Property be increased above the amounts shown in Table 1C, the total Maximum Special Tax shown in Table 1B will be reapportioned to each Parcel of Taxable Property proportionately based on each parcel of Taxable Property's percentage of the revised actual or projected Building Square Footage. For the purposes of calculating the Maximum Special Tax, in no event will a Parcel of Taxable Property have its assumed Building Square Footage decreased from the amounts shown in Table 1C.

Second:

In addition to the annual escalation of the component of the Maximum Special Tax listed in C(2) above, the Maximum Special Tax shown in Table 2A may be adjusted for each Taxable Property due to an increase in the actual or projected Gross Parcel Acreage for any parcel of Taxable Property shown in Table 2B. Should the actual or projected Gross Parcel Acreage for any Parcel of Taxable Property be increased above the amounts shown in Table 2B, the Maximum Special Tax shown in Table 2A will be reapportioned to each Parcel of Taxable Property proportionately based on each Parcel of Taxable Property's percentage of the revised actual or projected Gross Parcel Acreage. For the purposes of

calculating the Maximum Special Tax, in no event will a Parcel of Taxable Property have its assumed Gross Parcel Acreage decrease from the amounts shown in Table 2B.

Third:

In addition to the annual escalation of the component of the Maximum Special Tax listed in C(2) above, the Maximum Special Tax shown in Table 3A may be adjusted for a Parcel of Taxable Property, or Successor Parcel, due to an increase or decrease in the actual or projected Vineyard Buffer Area Square Feet allocated to the respective Parcel of Taxable Property shown in Table 3B. Should the actual or projected Vineyard Buffer Area for any Parcel of Taxable Property be increased or decreased from the amounts shown in Table 3B, the Maximum Special Tax shown in Table 3A for each Parcel of Taxable Property will be adjusted based on the percentage change of the subject parcel of Taxable Property's revised actual or projected Vineyard Buffer Area. In no event shall a parcel of Taxable Property not subject to an increase or decrease in the actual or projected Vineyard Buffer Area have its Component of the Maximum Special Tax modified from the amounts shown in Table 3A.

All or a portion of the Initial City Parcels may be transferred to Johnson-Himsl Partnership, or its successor entity, and combined with the Original Parcel owned by Johnston-Himsl Partnership at the time of CFD Formation or one or more Successor Parcels to such Original Parcel. The Maximum Special Tax that may be levied on the Original Parcel or related Successor Parcels is not expected to increase as a result of such transfer and combination because such transfer is not expected to increase Building Square Footage, Gross Parcel Acreage or Vineyard Buffer Area, although the Maximum Special Tax is subject to increase as set forth in Sections C(2) and C(3).

The components of the Maximum Special Tax shown in Table 1B assume that APN 904-0001-011-12, which is initially owned by Cottonwood Creek Partners, LLC, will be developed with 140,000 square feet of institutional use and 85,000 square feet of Business and Commercial Park ("BCP"), which the City has determined to be equivalent to 112,500 square feet of BCP uses. APN 904-0001-011-12 is subject to the following condition as outlined in the development agreement between Cottonwood Creek Partners, LLC and the City of Livermore and as amended: "... in the event Developer elects to build more than the 140,000 square feet institutional use plus 85,000 square feet for Business and Commercial Park ("BCP") which has been determined to be equivalent to 112,500 square feet of BCP uses, Developer shall be required to increase its participation in the obligation of the costs of the Public Improvements proportionate to the increased development of the Property." Consequently, in the event APN 904-0001-011-12 is developed with more than 112,500-equivalent square feet of BCP uses, the components of the Maximum Special Tax shown in Table 1B will be subject to modification based on the procedure outlined in clause First of Section C(3).

Table 1A

Facilities to be Maintained with Funds Derived from the Application
Of the Maximum Special Tax Defined in Table 1B

Facility
Road A Median/Planter
Road B Median/Planter
Entry Features at Jack London Blvd. and El Charro Road
North Bank Landscaping & Swale
Southern Conveyance Facility - Open Space Drainage Area
Jack London Blvd. Box Culverts
Jack London Blvd. Roadside Swales
Mitigation Creek Buffer
HMP Outfalls
Park at HMP Basin 2
Multi-Use Trail

Table 1B

Component of Maximum Special Taxes
For Facilities Defined in Table 1A

Property Owner	Assessor Parcels	FY 2012-13 Maximum Special Tax
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	\$268,002.19
Paragon Outlets Livermore Valley LLC	904 -0013-003-00	
Paragon Outlets Livermore Valley LLC	904 -0013-004-00	
Paragon Outlets Livermore Valley LLC	904 -0013-007-00	
Paragon Outlets Livermore Valley LLC	904 -0013-008-00	
Paragon Outlets Livermore Valley LLC	904 -0013-009-00	
Johnson-Himsl Partnership	904 -0013-001-00	\$65,167.49
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$85,571.74
Crosswinds Church	904 -0001-011-02	\$126,529.25
El Charro Vista	904 -0001-003-14	\$109,414.90
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$59,210.02
	Total	\$713,895.58

Note: Total Maximum Special Tax for Assessor Parcel Numbers 904-0013-0002-06, 904-0013-003-00, 904-0013-0004-00, 904-0013-0007-00, 904-0013-0008-00 and 904-0013-0009-00 has been reduced pursuant to agreement between the City of Livermore and Paragon Outlets Livermore Valley, LLC.

Table 1C

Derivation of Property Share of Component of
Maximum Special Tax Defined in Table 1B

Property Owner	Assessor Parcels	Projected Building Square Footage	Projected Percent of Building Square Footage
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	545,000	39.15%
Paragon Outlets Livermore Valley LLC	904 -0013-003-00		
Paragon Outlets Livermore Valley LLC	904 -0013-004-00		
Paragon Outlets Livermore Valley LLC	904 -0013-007-00		
Paragon Outlets Livermore Valley LLC	904 -0013-008-00		
Paragon Outlets Livermore Valley LLC	904 -0013-009-00		
Johnson-Himsl Partnership (1)	904 -0013-001-00	123,819	8.89%
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	162,588	11.68%
Crosswinds Church	904 -0001-011-02	240,408	17.27%
El Charro Vista	904 -0001-003-14	207,890	14.93%
Cottonwood Creek Partners, LLC	904 -0001-001-12	112,500	8.08%
Total		1,392,205	100.00%

Table 2A

Component of Maximum Special Taxes for
HMP Basin #1 and HMP Basin #2

Property Owner	Assessor Parcels	FY 2012-13 Maximum Special Tax
Parcels Participating in the Cost of HMP Basin #1		
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	\$ 48,712.95
Paragon Outlets Livermore Valley LLC	904 -0013-003-00	
Paragon Outlets Livermore Valley LLC	904 -0013-004-00	
Paragon Outlets Livermore Valley LLC	904 -0013-007-00	
Paragon Outlets Livermore Valley LLC	904 -0013-008-00	
Paragon Outlets Livermore Valley LLC	904 -0013-009-00	
Johnson-Himsl Partnership	904 -0013-001-00	\$ 13,274.11
Total		\$ 61,987.06
Parcels Participating in the Cost of HMP Basin #2		
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 23,497.03
Crosswinds Church	904 -0001-011-02	\$ 34,887.03
El Charro Vista	904 -0001-003-14	\$ 29,440.24
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 16,822.83
Total		\$ 104,647.13

Note: Total Maximum Special Tax for Assessor Parcel Numbers 904-0013-0002-06, 904-0013-003-00, 904-0013-0004-00, 904-0013-0007-00, 904-0013-0008-00 and 904-0013-0009-00 has been reduced pursuant to agreement between the City of Livermore and Paragon Outlets Livermore Valley, LLC.

Table 2B

Derivation of Property Share of Component of Maximum Special Tax for HMP Basin #1 and HMP Basin #2

Property Owner	Assessor Parcels	Projected Parcel Gross Acreage	Percent of Projected Gross Acreage
Parcels Participating in the Cost of HMP Basin #1			
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	43.34	78.59%
Paragon Outlets Livermore Valley LLC	904 -0013-003-00		
Paragon Outlets Livermore Valley LLC	904 -0013-004-00		
Paragon Outlets Livermore Valley LLC	904 -0013-007-00		
Paragon Outlets Livermore Valley LLC	904 -0013-008-00		
Paragon Outlets Livermore Valley LLC	904 -0013-009-00		
Johnson-Himsl Partnership (1)	904 -0013-001-00	11.81	21.41%
	Total	55.15	100.00%
Parcels Participating in the Cost of HMP Basin #2			
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	17.04	22.45%
Crosswinds Church	904 -0001-011-02	25.30	33.34%
El Charro Vista	904 -0001-003-14	21.35	28.13%
Cottonwood Creek Partners, LLC (2)	904 -0001-001-12	12.20	16.08%
	Total	75.89	100.00%

1. Cottonwood Creek Partners LLC Projected Gross Parcel Acreage has been reduced to reflect that portion of the parcel draining to HMP Basin 2.

Table 3A

Component Maximum Special Tax for Vineyard Buffer Area

Property	Assessor Parcels	FY 2012-13 Maximum Special Tax
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	\$ 41,674.79
Paragon Outlets Livermore Valley LLC	904 -0013-003-00	
Paragon Outlets Livermore Valley LLC	904 -0013-004-00	
Paragon Outlets Livermore Valley LLC	904 -0013-007-00	
Paragon Outlets Livermore Valley LLC	904 -0013-008-00	
Paragon Outlets Livermore Valley LLC	904 -0013-009-00	
Johnson-Himsl Partnership	904 -0013-001-00	\$ 7,289.46
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 9,863.49
Crosswinds Church	904 -0001-011-02	\$ 14,707.09
El Charro Vista	904 -0001-003-14	\$ 11,714.34
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 16,026.87
		\$ 101,276.03

Note: Total Maximum Special Tax for Assessor Parcel Numbers 904-0013-0002-06, 904-0013-003-00, 904-0013-0004-00, 904-0013-0007-00, 904-0013-0008-00 and 904-0013-0009-00 has been reduced pursuant to agreement between the City of Livermore and Paragon Outlets Livermore Valley, LLC.

Table 3B

Derivation of Property Share of Component of
Maximum Special Tax for Vineyard Buffer Area

Property	Assessor Parcels	Projected Buffer Area in Square Feet	Percent of Projected Total Buffer Area Square Feet
Paragon Outlets Livermore Valley LLC	904 -0013-002-06	131,677	41.15%
Paragon Outlets Livermore Valley LLC	904 -0013-003-00		
Paragon Outlets Livermore Valley LLC	904 -0013-004-00		
Paragon Outlets Livermore Valley LLC	904 -0013-007-00		
Paragon Outlets Livermore Valley LLC	904 -0013-008-00		
Paragon Outlets Livermore Valley LLC	904 -0013-009-00		
Johnson-Himsl Partnership (I)	904 -0013-001-00	23,032	7.20%
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	31,165	9.74%
Crosswinds Church	904 -0001-011-02	46,469	14.52%
El Charro Vista	904 -0001-003-14	37,013	11.57%
Cottonwood Creek Partners, LLC	904 -0001-001-12	50,639	15.82%
		319,995	100.00%

Table 4
Sum of the Components of the Maximum Special Tax

Property Owner	Taxable Parcels & Deferred Taxable Parcel	Maximum Special Tax Table 1B	Maximum Special Tax Table 2A	Maximum Special Tax Table 3A	Total Maximum Special Tax
Paragon Outlets Livermore Valley LLC	904 -0013-0002-06	\$ 268,002.19	\$ 48,712.95	\$ 41,674.79	\$ 358,389.93
Paragon Outlets Livermore Valley LLC	904 -0013-0003-00				
Paragon Outlets Livermore Valley LLC	904 -0013-0004-00				
Paragon Outlets Livermore Valley LLC	904 -0013-0007-00				
Paragon Outlets Livermore Valley LLC	904 -0013-0008-00				
Paragon Outlets Livermore Valley LLC	904 -0013-0009-00				
Johnson-Himsl Partnership	904 -0013-001-00	\$ 65,167.49	\$ 13,274.11	\$ 7,289.46	\$ 85,731.06
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 85,571.74	\$ 23,497.03	\$ 9,863.49	\$ 118,932.26
Crosswinds Church	904 -0001-011-02	\$ 126,529.25	\$ 34,887.03	\$ 14,707.09	\$ 176,123.37
El Charro Vista	904 -0001-003-14	\$ 109,414.90	\$ 29,440.24	\$ 11,714.34	\$ 150,569.48
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 59,210.02	\$ 16,822.83	\$ 16,026.87	\$ 92,059.71
	Total	\$ 713,895.58	\$ 166,634.19	\$ 101,276.03	\$ 981,805.80

Note: Total Maximum Special Tax for Assessor Parcel Numbers 904-0013-0002-06, 904-0013-003-00, 904-0013-0004-00, 904-0013-0007-00, 904-0013-0008-00 and 904-0013-0009-00 has been reduced pursuant to agreement between the City of Livermore and Paragon Outlets Livermore Valley, LLC.

D. METHOD OF LEVY AND COLLECTION OF SPECIAL TAXES

Each Fiscal Year, the Administrator shall determine the Special Tax Requirement for that Fiscal Year and levy the Special Tax on all Parcels of Taxable Property as follows:

The Special Tax for each component of facility shall be levied on each Parcel of Taxable Property in the same proportion as provided in Section C with respect to the allocation of the Maximum Special Tax among Parcels of Taxable Property until the amount levied is equal to the Special Tax Requirement for such component of facility, but in no event shall the amount levied exceed 100% of the Maximum Special Tax for component for such Parcel.

The City will only levy Special Taxes on a parcel of Taxable Property for the costs of maintaining the Vineyard Buffer Area in the event the City determines in its discretion that the property owner of such Parcel of Taxable Property failed to maintain the Vineyard Buffer Area adjacent to its parcel of Taxable Property in a manner consistent with City standards as described in the following paragraph, or the property owner of such Taxable Property has requested the City to maintain the Vineyard Buffer Area adjacent to its Parcel of Taxable Property. In the event of a request by a property owner for the City to maintain the Vineyard Buffer area, such request must be received from the owner(s) of Parcels of Taxable Property by May 1 of any Fiscal Year; if the City approves the proposed maintenance of the Vineyard Buffer, the Maximum Special Tax assigned to such Taxable Property shall be effective in the following Fiscal Year.

Vineyard Buffer Area maintenance costs will initially not be charged to the property owners because each property owner will initially maintain the Vineyard Buffer Area adjacent to its parcel. In the event a property owner fails to maintain the Vineyard Buffer Area initially adjacent to its parcel to reasonable City standards the City will notify the property owner(s) of the failure of the property owner to meet reasonable City standards and allow the property owner(s) to correct the maintenance. Should the maintenance not be corrected in a reasonable amount of time the City will undertake to maintain the Vineyard Buffer Area with reasonable notice to the property owner(s) and the City may levy the special tax to cover the cost of these services beginning in the following Fiscal Year.

E. SAMPLE SPECIAL TAX CALCULATION FOR FY 2012-13

I. Obtain a copy of the FY 2012-13 maintenance budget from the City as shown below:

Example Table 1
FY 2012-13 Maintenance Budget

Maintenance Items	FY 2012-13 Maintenance Cost	FY 2012-13 Contingency & Admin Cost	FY 2012-13 Total Costs
Interchange Landscaping (Normal-Upgraded)	\$ 83,173.86	\$ 17,466.51	\$ 100,640.37
Jack London Road Median/Planters	\$ 18,862.61	\$ 3,961.15	\$ 22,823.76
Mitigation Ditch	\$ 21,228.64	\$ 4,458.01	\$ 25,686.65
Subtotal	\$ 123,265.11	\$ 25,885.67	\$ 149,150.78
Road A Median/Planter	\$ 13,077.18	\$ 2,746.21	\$ 15,823.39
Road B Median/Planter	\$ 9.13	\$ 1.92	\$ 11.05
Park (around HMP Basin 2) Includes Pump Station Landscaping	\$ 6,003.99	\$ 1,260.84	\$ 7,264.83
North Bank Landscaping & Swale	\$ 112,450.87	\$ 23,614.68	\$ 136,065.55
Southern Conveyance Facility -- Open Space Drainage Area	\$ 147,186.87	\$ 30,909.24	\$ 178,096.11
Jack London Blvd. Box Culverts	\$ 52,884.20	\$ 11,105.68	\$ 63,989.88
Jack London Blvd. Ext. Roadside Swales	\$ 45,520.98	\$ 9,559.41	\$ 55,080.39
Multi-Use Trail	\$ 38,276.21	\$ 8,038.00	\$ 46,314.21
Mitigation Creek Buffer Areas	\$ 114,552.36	\$ 24,056.00	\$ 138,608.36
HMP Outfalls	\$ 30,580.00	\$ 6,421.80	\$ 37,001.80
Entry Features at Jack London Blvd. and El Charro Road	\$ 12,749.33	\$ 2,677.36	\$ 15,426.69
Subtotal	\$ 573,291.12	\$ 120,391.14	\$ 693,682.26
Hydromodification Management Plan (HMP) Basin 1	\$ 51,228.98	\$ 10,758.09	\$ 61,987.07
Hydromodification Management Plan (HMP) Basin 2	\$ 86,485.23	\$ 18,161.90	\$ 104,647.13
Subtotal	\$ 137,714.21	\$ 28,919.98	\$ 166,634.19
Vineyard Buffer 1	\$ 34,441.97	\$ 7,232.81	\$ 41,674.78
Subtotal	\$ 34,441.97	\$ 7,232.81	\$ 41,674.78
Total	\$ 868,712.41	\$ 182,429.61	\$ 1,051,142.02

The FY 2012-13 Total Costs include the maintenance requirements from January 1, 2013 through June 30 2013 and an estimated cash flow requirement for maintenance from July 1, 2013 through December 31, 2013, which covers the entire 2013 calendar year.

2. Determine the FY 2012-13 Special Tax Requirement as shown below:

Example Table 2
FY 2012-13 Special Tax Requirement

Maintenance Items	FY 2012-13 Total Costs	Percentage of City Funding	FY 2012-13 City Funded Costs	Property Owner Funded Costs	Subtotal FY 2012-13 Cost (less City and Property Owner Costs)	Deferred Taxable Property FY 2012 13 Amount	FY 2012-13 Special Tax Levy
Interchange Landscaping (Normal-Upgraded)	\$ 100,640.37	100.00%	\$ 100,640.37	\$ -	\$ -	\$ -	\$ -
Jack London Road Median/Planters	\$ 22,823.76	100.00%	\$ 22,823.76	\$ -	\$ -	\$ -	\$ -
Mitigation Ditch	\$ 25,686.65	100.00%	\$ 25,686.65	\$ -	\$ -	\$ -	\$ -
Subtotal	\$ 149,150.78		\$ 149,150.78	\$ -	\$ -	\$ -	\$ -
Road A Median/Planter	\$ 15,823.39	0.00%	\$ -	\$ -	\$ 15,823.39	\$ 2,362.82	\$ 13,460.57
Road B Median/Planter	\$ 11.05	0.00%	\$ -	\$ -	\$ 11.05	\$ 1.65	\$ 9.40
Park (around HMP Basin 2) Includes Pump Station Landscaping	\$ 7,264.83	0.00%	\$ -	\$ -	\$ 7,264.83	\$ 1,084.82	\$ 6,180.01
North Bank Landscaping & Swale	\$ 136,065.55	0.00%	\$ -	\$ -	\$ 136,065.55	\$ 20,317.90	\$ 115,747.65
Southern Conveyance Facility -- Open Space Drainage Area	\$ 178,096.11	33.00%	\$ 58,771.72	\$ -	\$ 119,324.40	\$ 17,818.04	\$ 101,506.35
Jack London Blvd. Box Culverts	\$ 63,989.88	25.00%	\$ 15,997.47	\$ -	\$ 47,992.41	\$ 7,166.44	\$ 40,825.97
Jack London Blvd. Ext. Roadside Swales	\$ 55,080.39	67.00%	\$ 36,903.86	\$ -	\$ 18,176.53	\$ 2,714.20	\$ 15,462.33
Multi-Use Trail	\$ 46,314.21	67.00%	\$ 31,030.52	\$ -	\$ 15,283.69	\$ 2,282.23	\$ 13,001.46
Mitigation Creek Buffer Areas	\$ 138,608.36	0.00%	\$ -	\$ -	\$ 138,608.36	\$ 20,697.61	\$ 117,910.75
HMP Outfalls	\$ 37,001.80	0.00%	\$ -	\$ -	\$ 37,001.80	\$ 5,525.27	\$ 31,476.53
Entry Features at Jack London Blvd. and El Charro Road	\$ 15,426.69	0.00%	\$ -	\$ -	\$ 15,426.69	\$ 2,303.58	\$ 13,123.11
Subtotal	\$ 693,682.26		\$ 142,703.57	\$ -	\$ 550,978.69	\$ 82,274.55	\$ 468,704.14
Hydromodification Management Plan (HMP) Basin 1	\$ 61,987.07	0.00%	\$ -	\$ -	\$ 61,987.07	\$ -	\$ 61,987.07
Hydromodification Management Plan (HMP) Basin 2	\$ 104,647.13	0.00%	\$ -	\$ -	\$ 104,647.13	\$ 29,440.24	\$ 75,206.89
Subtotal	\$ 166,634.19		\$ -	\$ -	\$ 166,634.19	\$ 29,440.24	\$ 137,193.95
Vineyard Buffer 1	\$ 41,674.78	0.00%	\$ -	\$ 41,674.78	\$ -	\$ -	\$ -
Subtotal	\$ 41,674.78		\$ -	\$ 41,674.78	\$ -	\$ -	\$ -
Total	\$ 1,051,142.02		\$ 291,854.35	\$ 41,674.78	\$ 717,612.88	\$ 111,714.79	\$ 605,898.09

The FY 2012-13 Total Costs include the maintenance requirements from January 1, 2013 through June 30 2013 and an estimated cash flow requirement for maintenance from July 1, 2013 through December 31, 2013, which covers the entire 2013 calendar year.

3. Determine if the Parcels within the boundaries of the CFD have changed due to the creation of Successor Parcel(s). In this scenario APNs 904 -0013-002-06, 904 -0013-003-00, 904 -0013-004-00 and 904 -0013-007-00, 904-0013-008-00 and 904-0013-009-00 were combined into one (1) new APN.

Example Table 3
Determine Successor Parcels

Property Owner	Taxable Parcels & Deferred Taxable Parcel
Successor Parcel Consolidating Paragon I	New APN
Johnson-Himsl Partnership	904 -0013-001-00
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07
Crosswinds Church	904 -0001-011-02
El Charro Vista	904 -0001-003-14
Cottonwood Creek Partners, LLC	904 -0001-001-12

4. If Successor Parcel(s) were created, modify for purposes of the calculation Tables No. 1B, 2A, and 3A to reflect the reallocation of the FY 2012-13 Maximum Special Tax to each parcel of Taxable Property and Deferred Taxable Property. In future years the Maximum Special Tax for each parcel of Taxable Property and Deferred Taxable Property shall also be increased or decreased as set forth in Section C(2) above.

Example Table 4
(Modified Table No. 1B)

Property Owner	Taxable Parcels & Deferred Taxable Parcel	FY 2012-13 Maximum Special Tax
Successor Parcel Consolidating Paragon I	New APN	\$ 268,002.19
Johnson-Himsl Partnership	904 -0013-001-00	\$ 65,167.49
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 85,571.74
Crosswinds Church	904 -0001-011-02	\$ 126,529.25
El Charro Vista	904 -0001-003-14	\$ 109,414.90
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 59,210.02
	Total	\$ 713,895.58

Example Table 5
(Modified Table No. 2A)

Property	Taxable Parcels & Deferred Taxable Parcel	FY 2012-13 Maximum Special Tax
Parcels Participating in the Cost of HMP Basin #1		
Successor Parcel Consolidating Paragon I	New APN	\$ 48,712.95
Johnson-Himsl Partnership	904 -0013-001-00	\$ 13,274.11
	Total	\$ 61,987.07
Parcels Participating in the Cost of HMP Basin #2		
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 23,497.03
Crosswinds Church	904 -0001-011-02	\$ 34,887.03
El Charro Vista	904 -0001-003-14	\$ 29,440.24
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 16,822.83
	Total	\$ 104,647.13

Example Table 6
(Modified Table No. 3A)

Property Owner	Taxable Parcels & Deferred Taxable Parcel	FY 2012-13 Maximum Special Tax
Successor Parcel Consolidating Paragon I	New APN	\$ 41,674.79
Johnson-Himsl Partnership	904 -0013-001-00	\$ 7,289.46
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 9,863.49
Crosswinds Church	904 -0001-011-02	\$ 14,707.09
El Charro Vista	904 -0001-003-14	\$ 11,714.34
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 16,026.87
	Total	\$ 101,276.03

5. If the projected or actual Building Square Footage for a Parcel of Taxable Property or Deferred Taxable Property is increased from the amount of projected building square footage shown Table IC then adjust the Table below to include the increased building square footage. (Note: example assumes no change)

Example Table 7
Determine Increase in Actual or Projected Building Square Footage

Property	Taxable Parcels & Deferred Taxable Parcel	Building Square Footage
Successor Parcel Consolidating Paragon I	New APN	545,000
Johnson-Himsl Partnership	904 -0013-001-00	123,819
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	162,588
Crosswinds Church	904 -0001-011-02	240,408
El Charro Vista	904 -0001-003-14	207,890
Cottonwood Creek Partners, LLC	904 -0001-001-12	112,500
	Total	1,392,205

6. Re-allocate the component of the Special Tax shown in Table 1B for each parcel of Taxable and Deferred Taxable Property listed in Modified Table No. 1B above based upon its pro-rata share of building square footage.

Example Table 8
Reallocation of Special Tax Component Defined in Table 1B

Property	Taxable Parcels & Deferred Taxable Parcel	Building Square Footage	Percentage of Building Square Footage	FY 2012-13 Special Tax Allocation
Successor Parcel Consolidating Paragon I	New APN	545,000	39.15%	\$ 215,689.10
Johnson-Himsl Partnership	904 -0013-001-00	123,819	8.89%	\$ 49,002.70
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	162,588	11.68%	\$ 64,345.68
Crosswinds Church	904 -0001-011-02	240,408	17.27%	\$ 95,143.68
El Charro Vista	904 -0001-003-14	207,890	14.93%	\$ 82,274.55
Cottonwood Creek Partners, LLC	904 -0001-001-12	112,500	8.08%	\$ 44,522.98
	Total	1,392,205	100.00%	\$ 550,978.69

7. If the Acreage for a Parcel of Taxable Property or Deferred Taxable Property is increased from the amount of Acreage shown then adjust the Table below to include the increased Acreage.

Example Table 9
Determine Increase in Parcel Gross Acreage

Property	Taxable Parcels & Deferred Taxable Parcel	Parcel Gross Acreage
Parcels Participating in the Cost of HMP Basin #1		
Successor Parcel Consolidating Paragon I	New APN	43.34
Johnson-Himsl Partnership	904 -0013-001-00	11.81
	Total	55.15
Parcels Participating in the Cost of HMP Basin #2		
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	17.04
Crosswinds Church	904 -0001-011-02	25.30
El Charro Vista	904 -0001-003-14	21.35
Cottonwood Creek Partners, LLC	904 -0001-001-12	12.20
	Total	75.89

8. Re-allocate the component of the Special Tax Requirement shown in Table 2A for each parcel of Taxable and Deferred Taxable Property listed in Modified Table No. 2A above based upon its prorata share of Parcel Gross Acreage.

Example Table 10
Reallocation of Special Tax Component Defined in Table 2A

Property	Taxable Parcels & Deferred Taxable Parcel	Parcel Gross Acreage	Percent of Gross Acreage	FY 2012-13 Special Tax Allocation
Parcels Participating in the Cost of HMP Basin #1				
Successor Parcel Consolidating Paragon I	New APN	43.34	78.59%	\$ 48,712.95
Johnson-Himsl Partnership	904 -0013-001-00	11.81	21.41%	\$ 13,274.11
	Total	55.15	100.00%	\$ 61,987.07
Parcels Participating in the Cost of HMP Basin #2				
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	17.04	22.45%	\$ 23,497.03
Crosswinds Church	904 -0001-011-02	25.30	33.34%	\$ 34,887.03
El Charro Vista	904 -0001-003-14	21.35	28.13%	\$ 29,440.24
Cottonwood Creek Partners, LLC	904 -0001-001-12	12.20	16.08%	\$ 16,822.83
	Total	75.89	100.00%	\$ 104,647.13

9. In this example, no Special Tax will be levied in FY 2012-13 for the Vineyard Buffer area improvements because none of the property owners failed to maintain the Vineyard Buffer Area adjacent to its Parcel of Taxable Property and the City did not perceive a need and the property owners did not request the City to maintain the Vineyard Buffer Areas. It is anticipated that the adjacent property owners will maintain their Vineyard Buffer Areas to City standards.

Example Table II
Determine Increase in Vineyard Buffer Area Square Feet and
Determine FY 2012-13 Component of Special Tax

Property	Taxable Parcels & Deferred Taxable Parcel	Buffer Area in Square Feet	Percent of Total Buffer Area Square Feet	FY 2012-13 Special Tax Allocation
Successor Parcel Consolidating Paragon I	New APN	131,677	41.15%	\$ -
Johnson-Himsl Partnership	904 -0013-001-00	23,032	7.20%	\$ -
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	31,165	9.74%	\$ -
Crosswinds Church	904 -0001-011-02	46,469	14.52%	\$ -
El Charro Vista	904 -0001-003-14	37,013	11.57%	\$ -
Cottonwood Creek Partners, LLC	904 -0001-001-12	50,639	15.82%	\$ -
	Total	319,995	100.00%	\$ -

10. Sum the 2012-13 Special Tax allocation for each component of the Special Tax for each parcel of Taxable Property to determine the Taxable Property FY 2012-13 Special Tax Allocation for each parcel.

Example Table 12
Sum of the Components of the Maximum Special Tax

Property Owner	Taxable Parcels & Deferred Taxable Parcel	FY 2012-13 Maximum Special Tax Table 1B	FY 2012-13 Maximum Special Tax Table 2A	FY 2012-13 Maximum Special Tax Table 3A	FY 2012-13 Total Maximum Special Tax
Successor Parcel Consolidating Paragon I	New APN	\$ 215,689.10	\$ 48,712.95	\$ -	\$ 264,402.05
Johnson-Himsl Partnership	904 -0013-001-00	\$ 49,002.70	\$ 13,274.11	\$ -	\$ 62,276.81
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	\$ 64,345.68	\$ 23,497.03	\$ -	\$ 87,842.71
Crosswinds Church	904 -0001-011-02	\$ 95,143.68	\$ 34,887.03	\$ -	\$ 130,030.71
El Charro Vista	904 -0001-003-14	\$ 82,274.55	\$ 29,440.24	\$ -	\$ 111,714.79
Cottonwood Creek Partners, LLC	904 -0001-001-12	\$ 44,522.98	\$ 16,822.83	\$ -	\$ 61,345.80
	Total	\$ 550,978.69	\$ 166,634.19	\$ -	\$ 717,612.88

Example Table 13
Total FY 2012-13 Special Tax Levy

Property	Taxable Parcels & Deferred Taxable Parcel	Taxable Status	Maximum Special Tax Allocation	Total FY 2012-13 Special Tax Allocation
Successor Parcel Consolidating Paragon I	New APN	Taxable Property	\$ 358,389.93	\$ 264,402.05
Johnson-Himsl Partnership	904 -0013-001-00	Taxable Property	\$ 85,731.06	\$ 62,276.81
Paragon Outlets Livermore Valley II LLC	904 -0001-009-07	Taxable Property	\$ 118,932.26	\$ 87,842.71
Crosswinds Church	904 -0001-011-02	Taxable Property	\$ 176,123.37	\$ 130,030.71
El Charro Vista	904 -0001-003-14	Deferred Taxable Property	\$ 150,569.48	\$ 111,714.79
Cottonwood Creek Partners, LLC	904 -0001-001-12	Taxable Property	\$ 92,059.71	\$ 61,345.80
		Total	\$ 981,805.80	\$ 717,612.88

F. EXEMPTIONS

Notwithstanding any other provision of this RMA, no Special Tax shall be levied on Parcels of Public Property, except as otherwise provided in the Act. Public Property will not be subject to taxation as a result of it being leased to a non-exempt person or entity. In addition, the Deferred Taxable Property shall be exempt from the payment of Special Taxes until such time as the Deferred Taxable Property becomes obligated to pay the Special Tax pursuant to the terms of the Development Agreement between the City and El Charro Vista, LLC, which was recorded in the real property records of Alameda County on June 8, 2009 as Document No. 2009179828 as amended from time to time, at which time all Parcels defined as Deferred Taxable Property will be reclassified as Taxable Property.

G. INTERPRETATION OF SPECIAL TAX FORMULA

The City reserves the right to make minor administrative and technical changes to this document that do not materially affect the rate and method of apportioning Special Taxes or relative cost to property owners. In addition, the interpretation and application of any section of this document shall be left to the City's discretion. Interpretations may be made by the City by resolution of the Council for purposes of clarifying any vagueness or ambiguity in this RMA. Any change to the provisions of the Rate and Method of Apportionment of the Special Tax for Community Facilities District 2012-1 is subject to the provisions of the Act.

H. TERM OF THE SPECIAL TAX

The Special Tax shall be levied in perpetuity as necessary to pay the Special Tax Requirement.

I. REPEAL OF THE SPECIAL TAX

If the levy of the Special Tax is repealed by initiative or any other action participated in by the owners of Parcels in the CFD, the City shall cease to levy the Special Tax and shall cease to be obligated to provide the Authorized Services for which the Special Tax was levied. The obligations to provide the Authorized Services previously funded by the repealed Special Tax shall become the several and not joint obligations of the property owners of Parcels within the CFD, with each Parcel owner's obligation determined for each component of facility on the same basis as its apportionment of the Maximum Special Tax hereunder.