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Date: June 3, 2025

Item Number: \_\_\_\_\_

Resolution Number: \_\_\_\_\_

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☐ Majority Vote Required

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**Resolution Of The Board Of Directors Of The Sonoma County Agricultural Preservation And Open Space District Making Certain Findings; Authorizing Funding of \$8 Million Towards the Acquisition of the Monte Rio Redwoods Expansion Property by Sonoma County Regional Parks; Authorizing and Directing the President to Execute a Conservation Easement Amending, Replacing, and Superseding the Willow Creek – Northern Tract Easement to Preserve the Monte Rio Redwoods Property and the Willow Creek – Northern Tract Under a Common Easement, Authorizing and Directing the President to Execute a Recreation Conservation Covenant to Assure Public Access to the Property; Dedicating the Conservation Easement to Open Space Purposes pursuant to Public Resources Code Section 5540; Consenting to the Recordation of an Irrevocable Offer of Dedication in Favor of Ag + Open Space Pursuant to Public Resources Code Section 5565.5; Authorizing the General Manager to Execute a Contribution Agreement with Save the Redwoods League for the Receipt of \$2 Million in Funding Toward Future Ag and Open Space Acquisitions; and Authorizing the General Manager to Take all Other Actions Necessary to Complete this Transaction, in Consultation with County Counsel.**

**Whereas,** Mendocino Redwood Company, LLC is the fee title owner of an approximately 1,517-acre property located south of Monte Rio and Duncans Mills in Sonoma County, California which parcels (APN: 097-290-001, 097-290-002, 097-290-003, 097-290-004, 097-290-005, 097-290-006, and 097-290-007) are commonly known as the Monte Rio Redwoods Expansion property (“Monte Rio Redwoods Expansion Property”); and

**Whereas,** the General Manager of the Sonoma County Agricultural Preservation and Open Space District (District) has negotiated and is recommending a contribution of District funding toward the purchase of the fee interest in the Monte Rio Redwoods Expansion Property, conditioned upon the acquisition of a conservation easement and recreation

covenant by the District; and

**Whereas,** the conservation easement fulfills policies in the District's Vital Lands Initiative, including policies to preserve Wildlands, Water, Community Identity, Healthy Communities; and

**Whereas,** by its Resolution No. 2025-001, dated April 3, 2025 the Sonoma County Agricultural Preservation and Open Space Fiscal Oversight Commission determined that the District's acquisition of a Conservation Easement and Recreation Conservation Covenant as a condition of the District's contribution towards the fee purchase of the Property does not result in the District paying more than fair market value for the acquisition of such interests; and

**Whereas,** in 2005, DISTRICT acquired a conservation easement over a portion of the Monte Rio Redwoods Expansion Property via that certain Deed and Agreement By and Between Mendocino Redwood Company, LLC and the Sonoma County Agricultural Preservation and Open Space District Conveying a Conservation Easement ("the Willow Creek – Northern Tract Easement"). The Willow Creek – Northern Tract Easement was recorded in the Office of the Sonoma County Recorder on May 6, 2005, as Document No. 2005-062939 in the Official Records of Sonoma County. This Board desires to amend, replace, and supersede the Willow Creek – Northern Tract Easement to enhance the open space, natural, and scenic protections it provides by including the adjacent tract of land and thereby conserving the entirety of the Property under a single conservation easement.

**Whereas,** the proposed amendment to the Willow Creek – Northern Tract Easement is subject to the District's Easement Amendment Policy, which requires this Board to make the following findings prior to its approval of the proposed easement amendment:

- a. The amendment is clearly consistent with the conservation purpose of the original Willow Creek – Northern Tract Easement because the amendment maintains the natural resources, scenic and open space resources, and recreational and educational resources protected by the original easement.
- b. The amendment enhances and otherwise does not impair the conservation values of the land subject to the original easement.
- c. The amendment does not undermine the perpetual nature of the original easement because the amended easement will also be perpetual and, like the original, shall be dedicated to open space pursuant to Public Resources Code section 5540.
- d. The amendment is not precluded by the original easement or by state or federal law.
- e. The amendment does not reconvey any interest in land that has been

expressly extinguished by the original conservation easement.

- f. The amendment is the minimum change necessary to satisfy the purpose of the amendment, which is to allow for a single common easement over multiple conserved properties.
- g. The amendment is consistent with the District's Vital Lands Initiative and other applicable District policies.
- h. The amendment is consistent with all applicable land use and zoning regulations.
- i. The amendment incorporates to the maximum extent practical and legally permissible the language used by the District in its current conservation easements.
- j. The amendment and replacement of the Willow Creek – Northern Tract Easement with the Amended Conservation Easement has no negative effect on the appraised value of the interests retained by the District under the original easement.

**Whereas**, for the foregoing reasons, the amendment conforms with the requirements of the California Civil Code, the California Public Resources Code, and the District's Easement Amendment Policy.

**Now, Therefore, Be It Resolved** that these Board of Directors hereby find, determine, declare and order as follows:

1. *Truth of Recitals.* That the foregoing recitations are true and correct.
2. *General Plan Consistency.* That the fee acquisition of the Monte Rio Redwoods Expansion Property by Regional Parks and acquisition of an Amended Conservation Easement and Recreation Covenant by the District ("the Project") is consistent with the Sonoma County General Plan, specifically the Plan's Open Space and Resource Conservation Element because it (1) preserves important biotic resources areas and scenic features; (2) protects and enhances the county's natural habitats and diverse plant and animal communities; and (3) helps to establish a countywide park and trail system that meets future recreational needs of the county's residents.
3. *Expenditure Plan Consistency.* That the Project is consistent with the Expenditure Plan approved by the voters of Sonoma County in 2006 via Measure F, because it will protect the highest priority lands using a conservation easement as the primary tool for protection, and specifically preserves scenic landscape, riparian corridors, biotic habitat areas, and provides public access to open space with recreational and educational opportunities.
4. *California Environmental Quality Act; Notices of Exemption.* That the Project authorized by this resolution is exempt from the requirements of the California Environmental Quality Act (Public Resources Code Sections 21000 and

following) pursuant to Public Resources Code Section 21080.28(a)(1)(A), (B) & (F) and Cal. Code of Regs. Tit. 14, § 15325(a), (c) & (f)), which exempts from CEQA the acquisition, sale, or other transfer of interest in land by a public agency for the preservation of the natural condition of the property including plant and animal habitats; restoration of natural conditions including plant and animal habitats; and preservation of open space or lands for park purposes. It is also exempt pursuant to Sections 15316 and 15317 of Title 14 of the California Code of Regulations, because the purpose of the acquisition is establish a park and to maintain the open space character of the area. Immediately upon adoption of this resolution, the General Manager of the District is directed to file with the County Clerk and the Office of Planning and Research, and the County Clerk is directed to post and to maintain the posting of a notice of exemption pursuant to Public Resources Code Section 21152.

5. *District Board President Authority to Sign Deeds, Covenants and Contracts.* That the District Board President is authorized and directed to execute, on behalf of the District, that certain agreement entitled “Deed and Agreement By and Between County of Sonoma and the Sonoma County Agricultural Preservation and Open Space District Amending, Replacing and Conveying a Conservation Easement and Assigning Development Rights” together with the certificate of acceptance required by Government Code Section 27281, as well as the “Recreation Conservation Covenant” together with the associated certificate of acceptance required by Government Code Section 27281. The District General Manager is further authorized and directed to execute, on behalf of the District, a Contribution Agreement with Save the Redwoods League for the Receipt of \$2 Million in Funding Toward Future District Acquisitions.

6. *Consistency with Ag + Open Space Policy and State Laws Governing Easement Amendments.* The proposed amendment to the Willow Creek – Northern Tract Easement complies with the requirements of the District’s Easement Amendment Policy, Civil Code Section 815 *et seq.*, and Public Resources Code Section 5540, in that the amended easement is just as restrictive as the original conservation easement as to the land currently encumbered by the Willow Creek – Northern Tract Easement and it does not impair the perpetual nature of the protections manifest that conservation easement.

7. *Closing Documents.* That County Counsel is hereby authorized and directed to prepare and deliver appropriate escrow instructions and other necessary documents to North Coast Title Company to complete the transaction as described. The General Manager for District is authorized to make any technical, non-substantive changes in the documents to be recorded, prior to recordation with the prior approval of County Counsel, and to take all other actions necessary to complete this transaction. With approval of County Counsel and the District’s surveyor, the General Manager for District is further authorized to make minor changes to the Project Structure Map that do not change the total acreage protected, in order to make the map conform to features that may be surveyed.

8. *Payment of Purchase Price and Costs of Escrow.* That, at the request of District's General Manager, the County Auditor is authorized and directed to draw a warrant or warrants against available funds in the County's Open Space Special Tax Account for the proposed acquisition in an amount not to exceed Eight Million Dollars (\$8,000,000) payable to North Coast Title Company, and in such other amounts necessary for associated transactional costs requested.

9. *Authorization for Recordation.* That the District General Manager is authorized and directed to record with the Sonoma County Recorder the Amended Conservation Easement and Certificate of Acceptance, and the Recreation Covenant and associated Certificate of Acceptance, and to deliver conformed copies of these documents, bearing evidence of recording, to the Clerk of the Board of Directors.

10. *Irrevocable Offer of Dedication.* Pursuant to Public Resources Code 5565.5, the District Board of Directors consents to the recordation by the County of Sonoma of a certain Irrevocable Offer to Dedicate the fee interest in the Monte Rio Redwoods Property to the District, as contemplated by the Recreation Covenant authorized hereunder.

11. *Dedication.* That the Amended Conservation Easement to be acquired by the District is hereby dedicated to open space purposes pursuant to Public Resources Code Section 5540.

**Directors:**

Hermosillo:	Rabbitt:	Gore:	Hopkins:	Coursey:
Ayes:	Noes:	Absent:	Abstain:	

**So Ordered.**