

Date: May 23, 2023

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

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

4/5 Vote Required

**Resolution Of The Board Of Directors Of The Sonoma County Agricultural Preservation And Open Space District Authorizing Up To \$2,100,000 And Escrow Costs For The Contribution Of Funding Toward The City of Cloverdale's Purchase Of A Fee Interest In The Soda Springs Ranch Open Space Preserve Property And The District's Acquisition Of A Conservation Easement And Recreation Covenant Over The Property, Determining That The Acquisition Is Consistent With The District's Expenditure Plan and the 2020 Sonoma County General Plan, Authorizing The President Of The Board To Execute A Conservation Easement And Recreation Covenant Over The Property And Associated Certificates Of Acceptance, Consenting To The Recordation Of An Irrevocable Offer Of Dedication In Favor Of The District, Making Certain Determinations Pursuant To The California Environmental Quality Act And Directing The Filing Of A Notice Of Exemption, And Authorizing All Other Actions To Complete This Transaction.**

**Whereas**, Gregory C. Lyda, successor trustee of the Lyda Family Trust of 1992 under declaration of trust dated January 20 1992, is the fee title owner (the "Owner") of a 208.72-acre property located at 600 Cherry Creek Road, Cloverdale, California ("Soda Springs Ranch Open Space Preserve" or "Property"); and

**Whereas**, the General Manager recommends contributing \$2,100,000 towards the purchase of Soda Springs Ranch Open Space Preserve, with the fee interest to be acquired from the Owner by the City of Cloverdale, subject to a conservation easement and a recreation covenant with associated irrevocable offer of dedication to be held by the District (the "Acquisition"); and

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

**Whereas**, California Public Resources Code Section 5546 authorizes the District to contribute funds to a nonprofit entity's acquisition of lands for parks, open space preserves and other facilities for public recreation for the use and enjoyment of all inhabitants of the District, and the Board hereby finds that the contribution of funds towards the Acquisition is proper for such purposes; and

**Whereas**, by its Resolution No. 2023-003, dated April 6, 2023, the Sonoma County Ag + Open Space Fiscal Oversight Commission determined that the District's contribution towards the Acquisition does not exceed the fair market value of the Property.

**Now, Therefore, Be It Resolved** that this Board of Directors hereby finds, determines, declares and orders as follows:

1. *Truth of Recitals.* That the foregoing recitations are true and correct.
2. *General Plan Consistency.* That the Acquisition implements the 2020 Sonoma County General Plan. The Acquisition supports goals and policies in the Land Use, Open Space and Resource Conservation, and Water Resources Elements, including the preservation of important scenic features; to protect and enhance the County's natural habitats and diverse plant and animal communities; and to protect existing groundwater recharge areas.
3. *Expenditure Plan Consistency.* That the Acquisition is consistent with the Expenditure Plan approved by the voters of Sonoma County in 2006 via Measure F, because it will offer opportunities for public recreation and protect the highest priority lands using a conservation easement as the primary tool for protection, and specifically preserves scenic landscape units, scenic corridors, and biotic habitat areas.
4. *California Environmental Quality Act; Notice of Exemption.* That the Acquisition 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 Section 15325(a), (c) & (f) of Title 14 of the California Code of Regulations, which exempt from CEQA the acquisition, sale, or other transfer of interest in land by a public agency for the preservation of natural conditions existing at the time of acquisition, the restoration of natural conditions including plant and animal habitats, and the preservation of open space or lands for park purposes. Alternatively, it is exempt pursuant to Section 15317 of Title 14 of the California Code of Regulations, because the purpose of the Acquisition is to maintain the open space character of the area. Immediately upon adoption of this Resolution, the General Manager is directed to file with the County Clerk, 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. *Authority to Sign Contracts.* That the President is authorized and directed to execute, on behalf of the District, that certain agreement entitled “Deed and Agreement By and Between the City of Cloverdale and the Sonoma County Agricultural Preservation and Open Space District Conveying a Conservation Easement and Assigning Development Rights” (the “Conservation Easement”) and that certain agreement entitled “Soda Springs Ranch Open Space Preserve Recreation Conservation Covenant” (the “Recreation Covenant”) together with the certificates of acceptance required by Government Code Section 27281.

6. *Irrevocable Offers of Dedication.* That the Board consents to the recording of an Irrevocable Offer of Dedication - Fee (“OTD”) in favor of the District over the Property and an Irrevocable Offer to Dedicate Title in Fee and Agreement Declaring Restrictive Covenants in favor of the State Coastal Conservancy over the Property.

6. *Closing Documents.* That the District’s Counsel is hereby authorized and directed to prepare and deliver appropriate escrow instructions and other necessary documents to First American Title Company to complete the transaction as described. The General Manager is authorized to make any technical, non-substantive changes in the Conservation Easement and other closing documents prior to recordation with the prior approval of the District’s Counsel. With approval of the District’s Counsel and the District’s surveyor, the General Manager 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. The General Manager is further authorized and directed to execute any other documents necessary to complete this transaction as described.

7. *Payment of Purchase Price and Costs of Escrow.* That, at the request of the 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 \$2,100,000 payable to Fidelity Title Company (Escrow No. FSX7051701297A -CT), and in such other amounts necessary for associated transactional costs requested by the General Manager.

8. *Authorization for Recordation.* That the General Manager is authorized and directed to record with the Sonoma County Recorder the Conservation Easement, the Recreation Covenant and their certificates of acceptance, and the District OTD, and to deliver conformed copies of these documents, bearing evidence of recording, to the Clerk of the Board of Directors.

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

**Directors:**

Gorin:                    Rabbitt:                    Gore:                    Hopkins:                    Coursey:

Ayes:                    Noes:                    Absent:                    Abstain:

**So Ordered.**