

COMPENSATION AGREEMENT

This COMPENSATION AGREEMENT (this "**Agreement**") is entered into as of OCTOBER 5, 2020 (the "**Effective Date**"), by the CITY OF PORT HUENEME, a California municipal corporation ("City"), and the COUNTY OF VENTURA, a political subdivision of the State of California, on its own behalf and on behalf of the Ventura County Library ("County"), the VENTURA COUNTY FIRE PROTECTION DISTRICT ("VCFPD") and the VENTURA COUNTY WATERSHED PROTECTION DISTRICT ("VCWPD").

RECITALS

A. The City of Port Hueneme Redevelopment Agency (the "Redevelopment Agency") was activated by the City Council of the City of Port Hueneme (the "City Council") as a redevelopment agency under the California Community Redevelopment Law (Health & Safety Code Section 33000 *et seq.*).

B. On June 28, 2011, the California Legislature enacted, and the Governor signed, Assembly Bill 26 from the 2011-12 First Extraordinary Session of the California Legislature ("ABx1 26") to dissolve all redevelopment agencies in the State of California. ABx1 26 added a new Part 1.85 to Division 24 of the California Health and Safety Code (Health and Safety Code Section 34170 *et seq.*; the "Dissolution Act").

C. On January 11, 2012, by Resolution No. 4002, and pursuant to Health and Safety Code Section 34173, the City Council declared that the City would act as the Successor Agency to the Redevelopment Agency (the "Successor Agency"). On February 1, 2012, the Redevelopment Agency was dissolved.

D. On June 27, 2012, the California Legislature enacted, and the Governor signed, Assembly Bill 1484 ("AB 1484"), which, among other things, made certain revisions to the Dissolution Act.

E. The Successor Agency is a separate public entity and is responsible for taking certain actions pursuant to the Dissolution Act.

F. The Oversight Board to the Successor Agency to the Redevelopment Agency ("Oversight Board") has been established to oversee and approve certain actions taken by the Successor Agency in connection with winding down the affairs of the former Redevelopment Agency.

G. Pursuant to Health and Safety Code Section 34191.5, added by AB 1484, the Successor Agency prepared a Long-Range Property Management Plan ("LRPMP") addressing the disposition and use of six parcels transferred from the former Redevelopment Agency to the Successor Agency at the time of redevelopment dissolution. The six parcels include two parcels located at and adjacent to 100 Poma Street, collectively known as the "Market Street Landing Property" and referred to as Property 5 (Assessor Parcel Number 206-0-091-285) and Property 6 (Assessor Parcel Number 206-0-091-305) in the LRPMP.

H. By letter dated December 21, 2015, DOF approved the Successor Agency's Second Amended LRPMP, inclusive of the request to transfer the Market Street Landing Property to the City for future development, provided that the City pursues compensation agreements with all of the affected taxing entities pursuant to Health and Safety Code Section 34180(f)(1).

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated herein by this reference, and the mutual promises in this Agreement, the parties agree as follows:

Section 1. The City asserts and represents that each of the foregoing recitals, and each of the following, are true and accurate statements:

- a. Exhibit A lists the taxing entities that would receive a portion of the net proceeds from the sale of the Market Street Landing Property (hereinafter the "affected taxing entities") and their respective pro rata shares of the net proceeds, as provided by the Auditor-Controller of the County of Ventura ("Auditor-Controller").
- b. The estimated fair market value of the Market Street Landing Property as of the effective date of this Agreement is \$1,821,000.

Section 2. The County, VCFPD, and VCWPD approve the transfer of the Market Street Landing Property by the Successor Agency to the City for the sum of \$1,821,000 ("disposition price"). The disposition price, less any allowable costs payable to the Successor Agency, shall be deposited with the Auditor-Controller for distribution in accordance with the terms of this Agreement and any other applicable compensation agreements not inconsistent with this Agreement. The County, VCFPD, and VCWPD understand that the compensation to the County, VCFPD and VCWPD from the transfer of the Market Street Landing Property will consist of the County, VCFPD, and VCWPD's shares of the net proceeds from the transfer, as calculated by the Auditor-Controller (as estimated in Exhibit A). The County, VCFPD, and VCWPD further understand that (i) the estimates provided in Exhibit A are based on information provided by the Auditor-Controller as to the identity of the affected taxing entities and their respective pro rata shares, (ii) the estimates provided in Exhibit A are based on certain assumptions, and (iii) the City cannot and is not making any guarantee that the County, VCFPD, and VCWPD will receive any specific amount of increased property tax revenues.

Section 3. The parties acknowledge and agree that they are entering into this Agreement in order to satisfy the requirement presented by DOF to the effect that the City enters into a compensation agreement with each of the affected taxing entities.

Section 4.

- a. **Counterparts.** This Agreement may be executed in counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same Agreement.

b. Governing Law. This Agreement shall be governed by, and construed and enforced in accordance with, the internal laws of the State of California, without regard to conflict of law principles.

c. No Assignments. This Agreement may not be assigned by any of the parties hereto.

IN WITNESS WHEREOF, this Compensation Agreement by and among the parties hereto is effective as of the day and year first above written.

CITY OF PORT HUENEME

By: Laura D. O'Keefe

Title: Mayor

APPROVED AS TO FORM:

By: William

Title: Deputy City Attorney

COUNTY OF VENTURA

By: Keely Long
Title: Chair of the Board
of Supervisors

ATTEST

By: John Key
Clerk of Said Board

VENTURA COUNTY FIRE PROTECTION DISTRICT

By: Keely Long
Print Title: Chair of the Board



VENTURA COUNTY WATERSHED PROTECTION DISTRICT

By: Keely Long
Print Title: Chair of the Board

EXHIBIT A

Estimated Taxing Entity Shares of Market Street Landing Property Net Sale Proceeds

Taxing Entity	FY 2019-20 Tax Share ¹	Estimated Share of Current Appraised Value
Ventura County General Fund	19.87425%	\$ 361,910
City of Port Hueneme	14.98958%	\$ 272,960
Ventura County Fire Protection District	14.06992%	\$ 256,213
Oxnard Union High School District	12.18802%	\$ 221,944
Hueneme Elementary School District	10.67707%	\$ 194,429
ERAF 93-94 Shift	9.81315%	\$ 178,698
Ventura County Community College District	4.95161%	\$ 90,169
ERAF 92-93 Shift	3.56944%	\$ 64,999
County Flood Zone #2	2.23519%	\$ 40,703
Ventura County Office of Education	1.93572%	\$ 35,249
United Water Conservation Import Fee	1.79449%	\$ 32,678
Ventura County Library	1.44293%	\$ 26,276
Calleguas Municipal Water District	1.21268%	\$ 22,083
United Water Conservation District	0.63028%	\$ 11,477
Metropolitan Water District	0.36499%	\$ 6,646
Ventura County Watershed Protection District	0.22510%	\$ 4,099
Ventura College Child Development Center	0.02559%	\$ 466
TOTAL	100.00000%	\$ 1,821,000

¹ Note that the Successor Agency is negotiating compensation agreements with each of the taxing entities to comply with the Successor Agency's Long-Range Property Management Plan, which states that the Successor Agency would transfer the Market Street Landing Property to the City and pursue compensation agreements with the affected taxing entities. As stated in the compensation agreements, the taxing agencies will be compensated for the sale of the Market Street Landing Property in accordance with their respective pro rata shares of the net proceeds, which would have been the case if the Successor Agency's Long-Range Property Management Plan had designated the property for sale to a private entity.

