Minutes

Planning Commission May 3, 2010
City of Orange Monday 7:00 p.m.

PRESENT: Commissioners Cunningham, Imboden, Merino, Steiner and Whitaker
ABSENT: None

STAFF
PRESENT: Ed Knight, Assistant Community Development Director
Leslie Aranda Roseberry, Planning Manager
Marie Knight, Community Services Director
Robert Garcia, Associate Planner
Chad Ortlieb, Senior Planner
Gary Sheatz, Assistant City Attorney
Sandi Dimick, Recording Secretary

ADMINISTRATIVE SESSION:

Chair Whitaker opened the Administrative Session @ 6:49 p.m. with a review of the Agenda.

Item No. 1, CUP Extension, Chair Whitaker asked if there were any questions on the item that was on the Consent Calendar? There were no questions.

Item No. 2, Old Orange Brewing Co., Commissioner Cunningham stated he would have a few minor questions. Commissioner Merino stated he would have a question for the Police Department representative. Chair Whitaker asked if a representative from the Police Department would be available. Associate Planner, Robert Garcia, stated Sergeant Peterson would be available for questions.

Item No. 3, Ridgeline Equestrian Estates, Chair Whitaker stated it would be a long evening with a lot of Public Comment and he would follow the Staff's presentation with the applicant's presentation and move onto the Public Comment portion of the hearing; allowing 3 minutes for each person to speak. There could be 150 people and the meeting could go on all night, he would have a cut off of the meeting at 11:00 p.m. and asked if there was any opposition to that decision? There was none. Chair Whitaker stated he would ask the public present, who chose to speak, if they were in concurrence with a previous statement that they could just state that and not have a need to come forward and he hoped that would get them through faster. Commissioner Steiner asked what the next date for the meeting would be if the item was continued? Chair Whitaker stated he would want to continue to the next scheduled Planning Commission meeting. Planning Manager Leslie Aranda Roseberry stated if the applicant was seeking a continuance for further fact finding, it would be dependent on that time frame, as well as if the Planning Commission was asking for further information on how quickly that information could be gathered. Chair Whitaker stated if the meeting would be continued due to the large number of public speakers, he would want to continue to the next meeting date.

Commissioner Merino asked, with questions for Staff, would the Commissioners be able to exhaust their questions and then move on to the next Commissioner? Chair Whitaker stated he would want to have each Commissioner ask a few questions then move on to the next person, to cut off at approximately 3 questions then go back around if there were further questions and any follow up questions the Commissioners might have. Chair Whitaker stated there might be an attempt from people in the audience to ask questions or speak out during the public comment portion of the meeting and they would not engage in any dialogue with the audience. Assistant City Attorney Gary Sheatz stated he had received a comment regarding the video recording of the Planning Commission Meeting that if several Commissioners spoke at once it came across as static and he reminded the Commissioners to speak through the Chair. Assistant Community Development Director Ed Knight stated he had 1 item for housekeeping; on the upcoming California Preservation Conference if any of the Commissioners wanted to attend they would need to respond to Jackie Bateman by May 4, 2010.

Administrative Session closed at 7:00 p.m.

REGULAR SESSION:

PUBLIC PARTICIPATION: None

CONSENT CALENDAR:

(1) TIME EXTENSION FOR CONDITIONAL USE PERMIT NO. 2708-08; MINOR SITE PLAN REVIEW NO. 0537-07 AND DESIGN REVIEW COMMITTEE NO. 4301-07 – MARKET BROILER RESTAURANT

A request to extend the entitlements to construct a new 653 square foot outdoor patio dining area, in which the general on-site sale of alcohol may occur, in association with the existing Type 47 licensed restaurant.

LOCATION: 20 City Boulevard West, Building J, Suite R-6

RECOMMENDED ACTION:
Approve a three year time extension to CUP 2708-08, MNSP 0537-07 and DRC 4301-07.

Commissioner Imboden approved time extension for CUP No. 2708-08, MSPR No. 0537-07 and DRC No. 4301-07-Market Broiler Restaurant.

SECOND: Commissioner Cunningham
AYES: Commissioners Cunningham, Imboden, Merino, Steiner and Whitaker
NOES: None
ABSTAIN: None
ABSENT: None

MOTION CARRIED

New Hearings:

(2) CONDITIONAL USE PERMIT NO. 2772-09 – OLD ORANGE BREWING COMPANY

A proposal to obtain a Type 23 (Small Beer Manufacturer) Alcoholic Beverage Control license to operate a small beer manufacturer facility with an accessory tasting area for customers to sample and purchase the specialty beer.

LOCATION: 1444 North Batavia Street

NOTE: This project is categorically exempt from the provisions of the California Environmental Quality Act (CEQA) per State CEQA Guidelines Section 15301 (Class 1 – Existing Facility).

RECOMMENDATION:
Adopt Planning Commission Resolution No. 10-10 approving the allowance of a Type 23 ABC license to operate a small beer manufacturer and to allow an accessory tasting area with limited hours.

Associate Planner Robert Garcia presented a project overview consistent with the Staff Report.

Chair Whitaker opened the item to any questions for Staff. There were none.

Chair Whitaker invited the applicant to address the Commission.

Jerry Nine, address on file, stated he was excited to open a draft brewery in Orange. There were 4 owners and they had been life long friends since they were kids and always had a dream of opening a brewery in Orange. Now that they were all about 40 years old, they were attempting to make that happen. They looked forward to bringing good draft beer to the City and surrounding areas.

There is an item in the Staff Report for consideration. On page 4 under Analysis Statement of the Issues; Issue No. 1, the last sentence of the issue stated that food would not be available, which is not a problem. Additionally, it read that there would not be any tables or chairs for seating. During tastings, patrons could be served tastes of five 2 ounce beers and when selling that to someone, it had not made sense not to have a place to set their tastings on and have a seat. At times they would be conducting classes on the brewery process and they wanted chairs for those occasions. They were not asking for the place to be filled with chairs and tables, but possibly half a dozen tables and chairs would be fantastic. Everything else looked good in the proposal.

Commissioner Merino stated they were provided with a chart for the project and a floor plan and he asked if the applicant could point out the Tasting Room.

Mr. Nine stated the tasting area would be located in the front of the building. There was a big roll up door at the front of the building and that area would be used for tasting, the front third of the building. When tasting was not occurring, that space would be used for loading and deliveries, a fork lift would have access from that door. The tables and chairs would be moved from that area.

Commissioner Merino asked what a tasting consisted of.

Mr. Nine stated they would brew 5 beers that would be on tap, a bar type area would have the serving tanks which were big steel tanks with lines that came out. A person could choose a tasting of the beer of their choice and there would be a cash register there for purchase of a tasting. A person would be inside the brewery to talk to other people and view the tanks and that would be what a tasting was comprised of.

Commissioner Cunningham had a question for Mr. Garcia. He stated there was nothing in the Conditions that prohibited tables and chairs and if the Commission decided to accommodate the applicant, would there be a need to change the Conditions or could they be left as written?

Mr. Garcia stated there was not a condition prohibiting that and the Conditions could be left as written. The Commission could add a Condition limiting the number of tables and chairs allowed.

Commissioner Cunningham stated as the resolution was written there was not a restriction for tables and chairs.

Mr. Garcia stated that was correct.

Commissioner Merino asked the applicant at what point would a tasting become drinking and was he prepared to address a situation where a person asked for more and was he capable to regulate the business for purposes of sales and not drinking?

Mr. Nine stated the purpose of the business was to sell beer to restaurants and bars throughout Orange County and Los Angeles and to get potential customers to visit their business to sample beer and for the public to sample the beer as well. It was not a bar and they had not intended it for that, they had very limited hours and it was not feasible that it would become that type of situation.

Chair Whitaker asked for the Police Department representative to come forward and stated at wineries, at the most, there would be stools or tall tables without chairs and he asked if the Police Department had wanted to add a Condition with respect to that situation or had the hours of operation taken care of any concerns?

Sergeant Peterson stated the hours of operation limited that.

Mr. Nine stated he wanted to thank City Staff as they were very easy to work with and he also thanked the Police Department.

Chair Whitaker brought the item back to the Commission for discussion or an action.

Commissioner Steiner made a motion to adopt PC 10-10, CUP No. 2772-09-Old Orange Brewing Company, subject to the conditions contained in the Staff Report, noting the item was categorically exempt from CEQA.

Commissioner Imboden asked the Assistant City Attorney, regarding the question of tables not being conditioned; he wanted to ensure that they would not be setting up the owner for an issue of what was in the Staff Report was what had been approved. He believed they all had a consensus that they were fine with the manner in which it was written; he wanted to ensure the business owners' protection.

Assistant City Attorney, Gary Sheatz, stated if it would be brought to them, he would interpret it in the same manner as the Commission had. If the City received a concern regarding tables being set up at the business, he would look to the Conditions before the Staff Report was reviewed.

SECOND: Commissioner Merino
AYES: Commissioners Cunningham, Imboden, Merino, Steiner and Whitaker
NOES: None
ABSTAIN: None
ABSENT: None

MOTION CARRIED

(3) DRAFT ENVIRONMENTAL IMPACT REPORT 1788-07, GENERAL PLAN AMENDMENT NO. 2007-0001, ZONE CHANGE NO. 1243-07, TENTATIVE TRACT MAP 0019-07 (ALSO KNOWN AS TENTATIVE TRACT MAP 17167), DEVELOPMENT AGREEMENT 5600, MAJOR SITE PLAN NO. 0496-07 AND DESIGN REVIEW COMMITTEE NO. 4207-07 – RIDGELINE EQUESTRIAN ESTATES

A proposal to develop approximately 51 acres with 39 equestrian oriented residential units on 39 minimum one-acre lots with 34 of the lots accommodating private equestrian stables. The project also proposes an equestrian ride-in only arena, open space, approximately one mile of public and 0.7 mile of private trails, private streets, site landscaping, and development of supporting infrastructure necessary for project implementation.

LOCATION: 1051 N. Meads Avenue

NOTE: The environmental impacts of the project and its project alternatives were evaluated through Environmental Review No. 1788-07 (DEIR State Clearinghouse No. 2007091107) which was prepared in accordance with the provisions of the California Environmental Quality Act (CEQA) per State CEQA Guidelines Section 15070 et seq and in conformance with the Local CEQA Guidelines.

RECOMMENDED ACTION:

Adopt Planning Commission Resolution No. 09-10 recommending that the City Council (a) certify the adequacy of Final Environmental Impact Report 1788-07, (b) adopt Findings of Fact, (c) adopt a State of Overriding Considerations, and (d) adopt General Plan Amendment No. 2007-0001, Zone Change 1243-07, Tentative Tract Map No. 0019-07, Development Agreement No. 5600, Major Site Plan No. 0496-07 and Design Review Committee No. 4207-07 to allow for the construction of 39 residential units on minimum one-acre lots, a public ride-in only equestrian arena, approximately 1.7 miles of trails.

Chair Whitaker stated the Commissioners were present as representatives of the City, appointed by the City Council and present to hear public input. The only manner in which they would be able to hear everyone would be to have patience with each other and to adhere to the public speaker time limits. There would be a Staff Report, the applicant's presentation and discussion period between Staff, the Commissioners and applicant prior to the public comment portion of the meeting. He asked that there not be cheers, calling out, yelling or things that would distract them from hearing the discussion. He appreciated the courtesy they would show and he would demand that for everyone that would speak before them. One of the things was that each member of the public who had turned in a public speaker card would be allowed to speak for 3 minutes. He had a stack of cards that was quite large and during the Administrative Session, the Commission had determined that after 11:00 p.m. that the Commissioners would not be

as competent as they currently were and after 11:00 p.m. if the item was still going, he would close the hearing and continue to the next meeting if they were still in the public comment portion of the meeting; or it could be continued to a later date if there were questions or materials that would need time to be gathered. He would call the meeting at 11:00 p.m. to ensure that they had a rational debate and that it would not be 2:00 a.m. and someone would not have their faculties about them. There would be a hard stop at 11:00 p.m. and he would call for a restroom break during the meeting. He stated that when leaving the chambers to ensure that the doors were closed as they exited to avoid interruption of the meeting; if people were standing they were allowed to enter the Weimer Room and view the meeting on the TV that was available there. He asked for a reading from Staff.

Senior Planner Chad Ortlieb presented a project overview consistent with the Staff Report.

Chair Whitaker opened the item for any questions to Staff.

Commissioner Merino stated that they had acknowledged, during the Administrative Session, that the Commissioners would each get a chance to ask questions and not necessarily work through all the questions at once, but to go around and give everyone a chance; he had 4 foundational questions and he had a few for the City Attorney. He asked Assistant City Attorney, Gary Sheatz, could they condition or act on each issue separately, rather than to deal with the recommended action as a single approval?

Mr. Sheatz stated that was correct.

Commissioner Merino stated he understood that the OPA Board had an advisory capacity for projects, however, on the Ridgeline project that had not occurred as there had been an issue and asked for clarification on their role in the project?

Mr. Sheatz stated that was correct regarding the OPA Board. Several years ago they were eliminated as a City Council appointed Board or Commission and stood on their own in an advisory capacity on projects that came through their area. On the current proposal, the relationship that developed and deteriorated between the developer and those members of the OPA Board created a situation, hostile would be the most appropriate term, between the developers and some members on the Board that caused review by the City Attorney's office. That review caused them to not require review by the OPA and not have the developer go through that process which had been customary. It was primarily for due process reasons. The applicant was entitled to fair, impartial and unbiased recommendations and due to the hostilities, they felt that could not come from the OPA's and developers relationship.

Commissioner Merino stated that in no way would that disallow members of the OPA to come forward and speak during the public hearing.

Mr. Sheatz stated that was correct.

Commissioner Merino stated one of the issues he saw was that the General Plan Designation on the existing piece of property seemed intrinsically at odds. He acknowledged that he had numerous discussions with representatives from both sides of the issue. It seemed to him that if there was open space and the intent of the designation and history was important when they discussed the matter. If something was supposed to be open space, he had not understood how they would also allow buildings of any sort, including residences, to be placed there and he asked for an explanation?

Mr. Sheatz stated most of that occurred in 1973. There had been a recommendation when the area was examined and the question had been raised that if part of the property was in the City, designated Orange and part of it was County property, why was it all lumped together? There was a Committee, at the time, that was reviewing that and had defined the area under the Orange Park Acres Plan. The plan incorporated all of the City and County area. At that time, in examining the plan, there was a recommendation that had come from the Planning Commission to designate the golf course as open space, low density, and then in parenthesis written 1 acre; that had been adopted in a Planning Commission resolution that went to City Council. The Council's action adopted the recommendation and the amendment which had included the open space, low density (1 acre) and at the time directed Staff to incorporate that plan into the City's General Plan. It had morphed in that manner and what it was presently. It was actually part of the City's General Plan.

Commissioner Merino asked was it at all typical?

Chair Whitaker stated Mr. Sheatz had answered how it occurred, and asked if he had a follow up question, as he would want discussion time and he understood Commissioner Merino had additional concerns with the answer he was given, but he would want to have further discussion during the Commission's discussion time and asked if he had another question?

Commissioner Merino stated yes he had an additional question and asked was it at all typical, was there any place elsewhere in the City that a Land Use Designation or Zoning could be both open space and residential?

Mr. Sheatz stated there may be, he was not certain. Again it went back to 1973 and he was not sure and could not answer yes or no.

Commissioner Merino stated, on page 18 of the Staff Report, there was a statement in the third paragraph of the Staff Report that it was apparent that the OPA Plan was not a specific plan and to him he asked Staff, if there were any implications. He felt it was important enough for Staff to have stated it, and were there any implications for the Commission to consider if indeed the OPA plan was not a specific plan?

Mr. Ortlieb stated Staff had added that segment quoting the City Attorney's office and their office had made that statement based on a former action and former resolutions in adopting the plan. Those actions basically stated that it was part of the general plan and not a specific plan and there were documents that stated it had not carried the merits that it was a specific plan and he was not certain, off the top of his head, where that had taken

place. However, it might have been during a subsequent action on another development project where it had been reiterated. He could review his documents and provide the resolutions that had involved that situation.

Planning Manager Leslie Aranda Roseberry stated she wanted to expand on the issue. It had been determined that what had been known as the OPA specific plan had not met the criteria of a specific plan and by Council action fell within the General Plan. Originally the applicant had applied for a specific plan amendment and in researching the project, OPA was part of the Land Use element of the General Plan, therefore, there was not a specific plan amendment application as part of the project. Were there implications for the Planning Commission that it was not a specific plan, there were not. The General Plan Amendment focused on the same areas that were covered in a specific plan applicant, the General Plan Amendment would look at the specific changes in the OPA document.

A member of the audience spoke out. Chair Whitaker stated he would take testimony from Staff, the applicant and the public; they were not present for an open debate, but a time to gather facts and it was not time for the Public Hearing.

Commissioner Cunningham stated he had questions regarding the Development Agreement No. 3.4.1, the donation part regarding the arena and it was a source of some concern. What he had been told, for the sake of illustration, if the Council were to approve the project, 3.9 acres of the riding area would go to a non-profit for the benefit of the community. In reading the Development Agreement, it read as the donation would be contingent of Ridgeline and Rio Santiago approvals. He asked if that was a result of not being written correctly and asked if he could clarify that component.

The way it was structured was that there were two things that could occur with Ridgeline and one of two things needed to occur prior to the building permit issuance. One was the donation and that was flat out defined as a donation of the Sully Miller Arena and the vacant land with the fruit stand to be donated all at once to a non-profit entity. The other thing that could occur, was an optional donation, that was a donation of a 3.9 acre riding portion of the site and essentially half the site being donated. The manner was to review the last sentence of sub-section D; in the event of a contingency occurring under sub-section 341b or 341c, basically if there was a referendum or lawsuit of the agreement prior to issuance of any building permits for the project and that referred to the project before them, not Rio Santiago; he believed that was where the language became as clear as he could get it.

Commissioner Cunningham stated he understood that portion and it was confusing on the last paragraph of 3.4.1; the donations shall be contingent upon the following terms and contingencies and it stated the Rio Santiago and Ridgeline projects being satisfactory to the owner; and it was not clear that the arena went with Ridgeline and the other acreage went with the other.

Mr. Sheatz stated in A; if Ridgeline was approved and Rio Santiago was approved and the other things had not occurred, the owner shall donate the arena site and there were other things that covered the contingencies and there was a split which he assured them

was not the City Attorney's office that chose to have the document broken up to a 3.7 and a 3.9 acre, two different optional donations; it was something that had been offered up by the applicant. They had done their best with it and they had done the best that they could with it. There was an awful lot going on with that section; the bottom line for the Planning Commission was that a building permit could not be issued for Ridgeline until the minimum optional donation could occur and that was the bottom line, for lines A-F that was what came out in the wash.

Commissioner Cunningham stated a donation could occur if one was approved and not the other.

Mr. Sheatz stated that was correct.

Chair Whitaker asked if there were any further questions for Staff. There were none. He invited the applicant to address the Commission.

Ken Ryan, representative of JMI Real Estate, address on file, stated after several years of work with a comprehensive team, they were available to answer any questions they might have. He had worked for several years with City Staff and the Community and he was pleased to have a recommendation of approval by the City Staff and he thanked Ms. Aranda Roseberry and Mr. Ortlieb for all of their hard work. Even when there was a disagreement, it was done in a very professional manner and appreciated by the applicant.

The site itself, and he would have a Powerpoint presentation, was a 51 acre site off of Meads within the Orange Park Acres area. The issues on the property were, first of all, from an existing use, was the Ridgeline Golf Club. It used to be a golf course. The 51 acres was, for the most part, vacant and the unused pool and tennis court were still there and from time to time, the meeting facility was used. The design approach for the project was to upgrade the conditions of the property as they existed today and to focus on the community character and the amenities and to focus on the equestrian lifestyle. They had heard that from the neighbors when they had met with them. They had done that under a comprehensive manner under 3 primary aspects. That was done from systems based analysis looking at water, traffic, engineering and market conditions; then to evaluate from a contextual value from the community character and how the elements from their design perspective enhanced the community and environment; lastly there was an extensive community outreach program. They had 1200 community surveys, phone surveys, website information, site tours, newsletters, workshops, small community meetings, coffees, one on ones and they had heard from their opposition and also from the City. They had heard from the OPA and had heard very carefully from the entire community what would be appropriate for the site. He presented and explained an exhibit of the process they had gone through and the process that had been required through the City.

Mr. Ryan stated what they had done, and it was a fairly simple message, to think about an equestrian oriented lifestyle and that went with the OPA plan that fostered that lifestyle and to use architecture and landscape that would be complimentary to the setting and a project that had less traffic. More than anything they had heard that they wanted

something on the property that had less traffic on the property and to provide community amenities that responded to the character of the area.

From a community character perspective, they proposed 39 one acre lots, the architecture being complimentary to the existing OPA neighborhood. They had spent a great deal of time with the DRC in reviewing those components to provide for community amenities and they proposed land for a public ride in only arena. They had initially proposed a drive in arena, however, modified the plan to reduce traffic; approximately one mile of new perimeter public trails and almost a mile of internal feeder trails. They had looked closely at infrastructure, storm water management, traffic, roadway improvements, and emergency access. They took a look at open space and integrated the project with preservation of the Handy Creek area and maintaining 146 existing trees on site and planting over 450 new trees; there would be a total of 880 trees not counting individual lot landscape.

From a community benefit perspective, the project proposed 39 one acre equestrian estate lots that would promote less traffic then what had previously been on the property. With equestrian facilities closing around the county and through Orange County, the project promoted an equestrian lifestyle and what OPA was about. In addition there was a gift. It was not a requirement, a mitigation measure or part of the project. It was the donation of the Sully Miller site which he believed was very significant. The 39 one acre lots, one mile trail, integrated open space, 16,000 square foot ride-in only arena, and from a grading standpoint, looked at what could be done to ensure that they were adhering to the current topography. He pointed out the site entrance and stated there was a gradual rise from the low area along Handy Creek that rose up in a gentle manner to the east portion of the project toward the current Ridgeline Estates which were existing homes. The road worked its way up in a gentle manner and sloped in between with some of the best views in Orange County that were part of the property and it thought about the relationship to the existing landowners. The project was balanced in the grading itself with an extensive landscape plan with tree retention, additional trees and open space. The plan responded to the principals of being green. There were bio swales to assist in water filtration, they would remove the heat island of the existing parking structure, auto emission reduction through less traffic and the plant palette was consistent with the current native shrubs and trees on site. He presented exhibits that displayed the layout of the site and the view of the site from various vantage points and explained the various locations and site layout.

Mr. Ryan stated the architectural styles of the homes were California Ranch, Traditional and Country and each of those styles had 3 different floor plans and he believed, due to that approach, it would be a non-mass produced feel and particularly with each style, setback and driveway access. The homes ranged from 6500 square feet to 8000 square feet with private horse stables to reflect the architecture and adjacent to the horse trails. There was good internal access and to the feeder trails. He stated that they had spent a lot of time on trails and they had been designed intentionally to be very subtle and efficiently effective. The City's trail standards had required 18' right of way and 10' tread, but for special circumstances in the Master Trail Plan of the City, it allowed for trails that were 10' and 6'. He presented an exhibit of the trails system within the proposed project and explained the dimensions and how the trail system connected from within the development to the outside regional trail system. The trails along Handy Creek allowed

for the trail systems to the south and east and the site had allowed for that connection. There were 12' wide trails and 10' trails and they had chosen to utilize the different trail widths as the trails within Orange Park Acres were not consistent and they had felt that it was one of the beautiful aspects of Orange Park Acres that it had not felt mass produced. He presented photos of different trails that existed in Orange. For the first time ever as part of the proposal, it would allow for a connection from within the development to the regional trail system to the south. They also brought it to the east for a future connection and the trail access along Coyote and the regional trail system along Meads would be a major public benefit overall.

Mr. Ryan stated he would speak about the ride-in only arena. They had spent a great deal of time with the DRC reviewing that section. They had taken advantage of the natural slope and had proposed a split rail fence along the creek area; he presented an exhibit and pointed out specific elements of the proposed arena area. The proposal included an almost 2 acre ride-in only arena that would be open to the public along the regional trail system. One issue that they were in disagreement with Staff was the no credit for providing a 2 acre site for the ride-in only arena and the perimeter trail. They were providing about 4.43 acres of what they believed was a very important recreation open space for the community and the City code would require .36 acres, when he added up the arena, perimeter trail and open space, it was over 4 acres of open space and there had not been any park credit offered for that. The justification from Staff had been that it had not met the overall need. Mr. Ryan stated that the proposal met what the neighbors wanted to see and he would site, on page 119 of the OPA Plan where it spoke to local parks and he would quote directly, "the plan proposes that parks would have very low maintenance requirements, pasture instead of highly manicured landscaping and it should be planned to provide a rural character environment and oriented to community activities such as barbeques, livestock shows, fairs, etc. and he felt what had been proposed was consistent with the OPA Plan". Rather than put in a tot lot or park, they had proposed a ride-in only arena that celebrated the equestrian lifestyle and he felt that a credit should be given to them for that, instead the project was being penalized for being inconsistent with the intent of the plan.

In addition to all the elements that he just spoke of he wanted to speak about the Sully Miller site. JMI Real Estate, through a separate binding contract which was not a mitigation measure, not required, the EIR spoke to that, it was a gift. In addition to the things that they believed celebrated the equestrian lifestyle, they had added, as a benefit, a donation for the 3.9 acre licensed existing arena as well as the 3.7 agricultural and retail operation area to a non-profit, solely to be used for the community's equestrian center. Some people had attempted to have it be more complicated and had asked why it was being done. The reason it was in the development agreement was to insure that it was a binding document – that what was being promised would be adopted and was in writing. There were a few simple exhibits that he wanted to share. He believed his legal council and the City's legal council felt it stated what their intent was, however, he wanted to clarify that. The 3.9 acre parcel, which was an existing, licensed arena and there was a 3.7 acre retail and agricultural area which he pointed out on the exhibit, was also the exhibit included in the development agreement. There was parking, adequate access and it worked for the arena site. The development agreement stated that, as a separate component of the agreement, a 3.9 acre arena and 3.7 acre agricultural/retail operation

would be offered to a non-profit entity in an "as is condition" for use solely as a community equestrian arena. When Ridgeline was approved and prior to issuance of a building permit, the 3.9 acre licensed existing arena would be donated to a non-profit. When Rio Santiago was approved and prior to issuance of a building permit, the 3.7 acre agricultural site would be donated to that same non-profit entity. If there should be a lawsuit or referendum or Rio Santiago was denied, the 3.7 acre agricultural site would not be donated, the 3.9 acre arena would be, but the 3.7 acre would not. Obviously if the project went away there would not be a donation. In simple terms that was what the development agreement stated.

Mr. Ryan stated, relative to the EIR, there had been some comments regarding the loss of open space. He understood very deeply that people had fond memories of the area. Residents' kids had learned to play golf there and their kids swam at the facility in the summer. He understood that the previous owner had not been able to make the facility work financially and it had been put up for public sale. JMI bought the site and it was a private recreational facility, it was not public open space. People paid to use the facility. The plan that was proposed opened up the property, with trails and the ride-in only arena moved the project in a direction that had not existed. In 1973 the OPA plan was adopted as part of the City's Land Use Element. The Land Use designation was other open space and low density 1 acre, it was allowed, and those were the two resolutions. Resolution 30-15 which adopted it as part of the General Plan and adopted everything the Planning Commission recommended, he referred to the Powerpoint display, in the fine print and it answered the comment from the audience that it was not a specific plan – it was adopted as part of the General Plan for the City and what the City Council adopted in 1973. They also adopted the recommendations of the Planning Commission in 1973 that delegated the site as golf course, with the intent that the golf course would remain forever, but if it went away and found not to be financially feasible, one acre lots would be appropriate and would be allowed on the property and that was what was proposed. There was a logical question asked of our development team and that was why couldn't they spend some money and have the golf course work again; they had hired Casey O'Callaghan to evaluate the situation and there were some nine hole golf courses in California, and there were some executive courses, but they were typically subsidized, they were lit and near a central location. There was also the ability, from a Land Use perspective, to upgrade the property for its feasibility. The Ridgeline property would not have that. If anyone had the opportunity to watch the recent golf tournament where a twenty year old won, people were hitting the balls a little bit longer these days. Even if Jack Nicholas wanted to design a golf course at Ridgeline, it would not make sense financially.

Mr. Ryan stated one of the other issues that came up was traffic and they had a detailed traffic impact analysis that was part of the EIR. There were comments about safety and access at the entrance of the property and he displayed an exhibit that reviewed the traffic information. They had worked very closely with the City's engineering department and with the County engineering department, and Staff had indicated that a County road existed to the site. They had completed speed surveys and the speed at the entrance was found to be an average between 24 and 26 miles per hour. The speed limit was 25. They were in agreement to stripe the crossing and place additional warning signs in the area. They had a written letter from the County that they felt the proposal had a safe entrance and it had met the requirements of a safe entry to the property. He also wanted to

mention their position on the tandem parking. He disagreed with the Staff Report and understood the City's perspective in an urban setting and it became a parking adequacy issue and not a design issue. The project would have 39 lots, with the 3 elevations and 3 different floor plans for each of those elevations each house would look different; they had 14 lots that had been laid out to have tandem parking. The lots were not laid out with tandem parking due to a parking issue, but a response to a very high end equestrian estate home, 6,000 to 8,000 square feet and it would be a place to have a boat and an RV vehicle all loaded and ready to go. It was a location where a resident could have a Ferrari or electric vehicle and it was an option that they believed was warranted in such a unique setting and it added relief with the variety of elevations. With all due respect, that was the reasoning for the tandem parking request and not to skirt the parking requirements.

Mr. Ryan stated he had also disagreed on the chain link fence issue and the DRC had agreed with him. He pointed out the access areas and access roads on an exhibit. There was a split rail fence that was adjacent to the trail and a bit into the property, there was chain link. From a design and safety perspective, it was unnecessary and the design of the properties would orient away from that area and the split rail fence that was seen throughout Orange Park Acres would be adequate. Engineers had looked at it and it was not needed from a flood perspective as well. There was also discussion regarding a dissipater and the water would be collected in a natural drainage area next to the road and it would be treated before it left the property. They had received a Water Quality Plan approval and met all the City standards. There was a request for information on the appearance of the dissipater and he presented an exhibit of that system.

Mr. Ryan stated lastly, and there were other conditions that he would not go into detail on, and some were minor in nature. Condition No. 60 they had received approval relative to the traffic and the improvements in the crossing and there was a reference to Meats, and he believed that was a typo, it should be Meads. There were some minor things. On Condition No. 38, the requirement for phasing of trails, they were respectfully in disagreement with that condition and were comfortable with the manner that the development agreement read that prior to the 20th home being built, trails would go in. It was a better way from a construction standpoint and design perspective. He needed clarification on Condition No. 62 on the Water Quality Management Plan and Condition No. 100. They had prepared their Fire Master Plan and a bit of language in Condition No. 98 that needed to be cleaned up. Finally Mr. Chairman, that was the entire process times 10, they had lots of meetings, including with the OPA Board and received extensive input. All of the EIR work that had been done to date, he had experts available to answer any questions on that. On the bottom of the list they had received recommendations from the City's DRC and the Parks Planning & Development Commissions and he thought the plan reflected hours of analysis and hours of input from the community. It was a high end equestrian community with 1 acre lots, rolled curbs, attractive architecture and landscaping, sensitive grading, the ability to have barns with trail access. There was support from the EIR and a very thorough document that had one significant unavoidable impact associated with it. For short term air quality impacts during construction and with the support of the DRC, Parks Commission and Staff trusted that the Planning Commission would come to the same conclusion.

Chair Whitaker asked if there were questions for the applicant.

Commissioner Merino stated on the arena donation, as he saw it there was a new 501c3 that was created and was he aware that there was an existing 501c3 in the OPA?

Mr. Ryan stated he was aware and the intent of their donation was to ensure that the group that accepted the arena, accepted it in a manner that would foster the long term permanent use of the site for equestrian purposes, and they had not wanted to prejudge who that should go to. There were a number of folks, some who were present, and community leaders that would step up and ensure that it would be done in a manner that was consistent with the property.

Commissioner Merino asked if Mr. Ryan understood that the OPA Board was the elected representative body of the OPA community.

Mr. Ryan stated yes.

Commissioner Merino stated one of the issues he had was the architecture and things that they were reviewing were subject to change after the entitlement, and he was asking for clarification, once the zoning was changed or whatever, that would remain with the property? It was as if they could un-do it, some of the architecture and the designs were subject to change.

Mr. Ortlieb stated there were conditions of approval that required the project applicant to return to the DRC with very detailed architectural plans, floor plans and landscape plans.

Commissioner Merino stated that he understood, but the zone change and the General Plan Amendment would be permanently executed unless someone was to come back and ask for it to be something else?

Mr. Ortlieb stated that was correct.

Chair Whitaker stated with respect to the dedication of the trails for public use, he asked were there any other instances in the City where there was privately owned but open to the public areas that would qualify for the Quimby Standard for park regulations that were imposed by the State?

Community Service Director, Marie Knight, stated there was currently nothing to her knowledge that was privately owned that was opened to the public.

Mr. Ryan stated the perimeter public trails and the public ride-in only arena would be areas that would be offered to the City first, County second and a 501c third and then the development.

Commissioner Cunningham stated on the 8’ trails, he asked why shouldn’t they be widened.

Mr. Ryan stated for a couple of reasons. He believed that the strong aspects of the overall area was the variety of trails. There was an eclectic mix and it was one of the unique aspects of OPA that was not found other places. The topography of the site, from

Handy Creek to the upper regions, could all be put in at 18' x 10', but it would appear more strident and manufactured. When the users and number of lots was reviewed that would access the feeder trails, and they had Alice Sorensen provide input about the size of trails to have them be safe and allow for proper access and usage, they felt what was proposed would be appropriate for the number of people using the trails.

Commissioner Cunningham asked was the chain link fence removal for aesthetic reasons?

Mr. Ryan stated yes, primarily and the OPA discouraged chain link in the area.

Commissioner Cunningham asked on the park fees, were they seeking a waiver of all park fees or were they willing to work with the City?

Mr. Ryan stated they were willing to work with the City, however, were seeking a waiver of fees, he felt the fact that the property would be open to the public and was over 4 acres with a requirement of .36 acres, warranted the waiver of fees.

Chair Whitaker opened the hearing for Public Comment.

Shirley Grindle, address on file, stated she was one of 3 members still alive that served on the committee that drew up the OPA Plan in 1973, and was on the O.C. Planning Commission at that time and represented the 4th district. Also on the committee were HOA Board members, City and County government representatives and OPA landowners and developers waiting to build in OPA. The Committee Members recognized that the golf course was privately owned and they were hopeful that it would be purchased by a public entity and retained as open space, but in the event that a public entity would not acquire the site, the Committee unanimously agreed that the site could be developed into 1 acre lots consistent with the surrounding homes in OPA. The alternatives had been adopted by the City and the County and backed by OPA leaders at the time. It was the reason the property carried two Land Use designations, to allow for either situation and it was common knowledge, even in 1973, that the golf course was not a profitable venture and was unlikely to survive. The tennis club was added later to improve the profitability but the property had been sold and re-sold many times over the last 25 years. She had not known any law that by the City, County or God himself, could force a private owner to remain in business, particularly if it was a losing business. The proposed development conformed to the 1 acre equestrian lifestyle that was envisioned when the OPA plan was created. It was now up to the City to work with the applicant to get them the best possible project. As one of the last remaining old timers who had been very involved in drawing up the OPA plans, she offered them more material. It was a compiled history of the events that had shaped the East Orange area. She provided hand outs to the Commissioners.

Kevin Ward, address on file, stated from a housing industry perspective, the issue he had seen over the years was that a City needed and wanted housing, however, would go into the business of somehow inhibiting that process. Even a high end set of houses as those proposed could provide housing for other people as they moved up.

It could provide a trickle down effect even in the local community. He had been asked by the developer to speak about more touchy issues such as the fees, but as a resident of Orange, he respectfully wanted to consider the opinions of everyone and the one issue that the fees would create would set a precedent and was dangerous for the economy as it could stifle projects, hold up projects and could make projects less feasible in exacting fees. The proposal provided a lot of park space and the donation that would serve the public. It would set a dangerous precedent.

Norman Brock, address on file, stated he wanted to speak about the history of the golf course. From the time that the specific plan was being developed, he was a member of the committee, president of the HOA, resident of the community, operator at the golf course and the director of the OPA Water Company. From the acquisition of the golf course they knew it was a loser; he had known the developer and it never made a profit. The water had a high TDS, the only thing that would survive was seaside grass and common Bermuda grass, it was a poor design and 9 hole golf courses would not survive. They bought it with the purpose of developing the site. Unfortunately a few days before the escrow closed when a purchase was being made his father in-law decided he wanted to have the golf course remain. When the escrow closed he wanted to take the checkbook and pay off all of the golf course staff, and he had wanted to keep the golf course a while longer, it was all news to him. The point was that it was never more than an emotional decision at the wrong time to have the golf course remain. As a member of the community and HOA president, they decided to come up with a specific plan in self defense and they were having problems with the City of Orange and the City Council had their own vision of OPA different from their vision and they were continually at odds. They raised the money to elect two City Council members and they developed the specific plan.

George Bloecher, address on file, stated he had been on the Board of Directors of OPA for 7 years and he was opposed to the project until the proper mitigation measures for loss of open space, recreational property and the donation of the area was completed.

Tom Davidson, address on file, stated the Ridgeline Development which would require a re-zoning of land currently zoned recreational open space might be one of the most important and impactful projects that had been before the Planning Commission. There were two words that would be heard over and over; responsible and mitigation. The leadership of OPA was committed to finding a win-win solution that would allow for responsible development in a way that would protect the quality of life of all Orange residents. He believed a project could be brought forth that would have overwhelming community support with proper mitigation. The OPA Real Estate Committee had worked diligently over 3 years with countless hours and at least 52 meetings and 10 community outreach meetings regarding the Land Use issues; they never asked for signatures for or against Ridgeline and meetings were open to all. The dedication of the Real Estate Committee was amazing. They worked in good faith with the developer to create a good plan that would be a win-win and they had hoped to come before the Planning Commission arm in arm in support, but that had not been the case. Unfortunately it appeared the developer believed it would be more lucrative to maximize the property's development at the expense of the

surrounding community. A windfall for the developer but a steep fall for the residents and by denying a re-zoning of the property or at minimum continuing the item and encouraging the developer to work with OPA leaders to achieve a win-win solution, the City could ensure a good project that would come forth with a general community consensus. If the re-zoning was allowed under the developers terms, there would be no going back, the City and residents would lose all leverage for responsible planning. He thanked the Commissioners for their time and attention to the matter and their tireless commitment to the community. He stated please vote to deny the applicant's request for a zone change or to continue the item to ask the applicant to reengage with OPA leadership to find a solution with a consensus for both the community and developer.

Dr. Deborah Ferber, address on file, stated she lived in Dana Point and wanted to speak for all the users who have enjoyed Ridgeline over the years that hadn't even lived in the area. The loss of Ridgeline had been felt throughout the region; she was present to ask for protection of open space by voting no on the zone change. There were dozens of them wearing no re-zoning tags. In order to respect the Commissioner's time they would not all speak, but please understand that the vast majority of residents would prefer to have the land remain open space, rather than re-zoned for more houses to be built. As Planning Commissioners they had the opportunity to be community leaders. Ask the developer to meet with OPA leaders and find a solution. If re-zoning was permitted without proper mitigation and compensation, the City would have lost leverage in responsible planning in the East Orange area. She had been part of the coalition that stopped the sale of the OC Fairgrounds and might remember the City adopted a resolution to oppose the sale of the fairgrounds as the area was too important a recreational area in Orange County to lose. If the City of Orange was willing to stand up for open space outside of the City, the least they could do was to stand up for the recreational open space in the City and to please do the right thing and vote no or at least continue the item and direct the developer to meet with community members to find a solution.

Victoria Coonradt, address on file, stated she had lived in Orange for over 30 years and 15 of those years had been in OPA. She was a lifetime equestrian and living in OPA was a childhood dream fulfilled. She had the pleasure riding the trails and she was a regular user of the OPA arena and had participated in several shows held there. OPA was a unique place thanks to all the people who had worked so hard to protect it over the years. She was fortunate to be a part of the fine community and felt the OPA arena was a valuable asset to the community and should be protected. She was not willing to sell out the community for the project before them. Ridgeline was not zoned for houses and as such there needed to be a fair replacement of recreational open space acreage. Recreational uses at Ridgeline counted too, swimmers, golfers and tennis players. They had lost an important place to recreate. The developer was using the arena as a way to get his developments approved, she believed they were being held hostage and had not agreed with their strategy. Losing 52 acres of recreational open space at Ridgeline and having to agree to 460 high density units as well as the other things proposed for Sully Miller was not a good trade for a horse arena. The community was fortunate to have the OPA Board and real estate community working on their behalf to protect them from bad deals. She appreciated

their efforts and proud to hear the Equestrian Coalition of Orange County supported the OPA Board in their efforts to protect the community from an inappropriate development. She stated please do not approve the zone change or development agreement.

Teresa Sears, address on file, stated she lived in Orange for 20 years, 15 of those in OPA and she had the pleasure of serving on the Real Estate Commission since 2007 and had been very impressed with the leadership of OPA and their dedication to the issues. It was time Orange stopped allowing developers to do City Planning; the Planning Commission should do that; not the applicant nor his investors. Due to the City not being proactive in their planning, they were stuck with complicated and confusing issues. There were 51 acres zoned recreational open space and the developer and investors wanted to build houses. It was important to note that they had no right to build houses without a zone change and it was the crux of the matter. There was a 7 acre horse arena zoned for houses and they apparently had not wanted to build there. They were asking for a zone change for the 51 acres on Ridgeline but not the 7 acre horse arena. The arena site was not on the agenda as they had not wanted the public to get the full picture of what was in store for her community. It was a defining moment for the City and especially for those living in East Orange and not to mention the impacts on OPA. Let's tell the truth. Opportunistic investors owned 168 acres between Ridgeline and Sully Miller. Of those 168 acres only 20 acres was zoned residential, however, they wanted to build 39 homes and 470 high density housing units on 82 acres not zoned for either development. The investors had not wanted to follow the zoning on the books but rather change it to suit their agenda. Sadly they had used the arena site as a community wedge. She knew that was what developers had done to divide communities and confuse the issues. The Planning Commission needed to get the zoning straightened out. Start by changing the 7 acre horse arena to recreational open space and move the recreational zoning to Ridgeline. The developer could then build on the 7 acres and if they wanted more, to keep trading. It would be good Land Use planning and please do not allow the developer to tie the City and the public's hands with an all or nothing deal. Please be the advocates for the people. They had the discretion to deny the zone change.

Barry Evans, address on file, presented a handout to the Commissioners. He stated he had been a resident of Orange for 21 years and he handed Mr. Ortlieb reports that he wanted the Commissioners to have. He asked them to look at the first page of the report which was an aerial photo of the 51 acre Ridgeline property. It showed the pool, 14 tennis courts, driving range, golf course and club house that contained the tennis pro shop and banquet facilities. There was no other facility like it in Orange County and the report included a table analysis he created in 2008 and the number of people who used the facility was approximately 26,000, which included summer camps for tennis and golf, 2 high school golf and tennis teams and also Rancho Santiago golf teams. The EIR, as Mr. Ortlieb stated, was 84% against the project. He felt if all the citizens had a chance to vote on the proposed project, they would probably vote 95% or more against it. When decisions were made regarding recreational open space, he thought the City should make decisions that would achieve the greater good for the greatest number of people. To change the zoning to allow 39 homes would not fulfill the obligation. The EIR and economic analysis

throughout the golf course was loaded with caveats and there was not supporting data for the estimates of the 4.6 million dollars to build the golf course back to the way it had been. The number had indicated that since the land had been purchased, there had been a lot of damage to the golf course. The City of Brea Creek Executive Golf Course operated by Billy Casper Golf was doing well with 5,000 to 6, 000 rounds of golf each month and income to the City of Brea was $125,000.00 per year. It was his opinion that an independent study group should be created by the City of Orange to evaluate the economics of the Ridgeline development and would represent various interests in the City. The group could analyze the different ways the City could obtain the property. The report he had presented contained a State of California report on how to acquire open land. There were two possibilities; a bond measure or a foundation loan paid through operating income. The study would include operating costs and income of various facilities and it could be a pay for play operation and could earn several thousands of dollars for the City. Without an independent study, the decisions by the City could be seriously challenged due to a lack of due diligence by the City. The golf course could be operated by Billy Casper, and the golf and tennis centers could be leased to Nike or Adidas. He hoped others could catch the creative vision.

Cecelia Evans, address on file, stated she was a retired school teacher. She and her husband went to Ridgeline frequently, mostly to play golf. She was most impressed with all the children involved in the various activities at Ridgeline, which were golf, tennis and swimming as well as the clinics offered in the summer months. The camps were a highlight for the kids. It was great to see families enjoying activities together. Another important aspect of Ridgeline was that it offered high schools and colleges a place to practice. It was hard to imagine that 39 new homes would be more beneficial to the community than an outstanding sports center. The residents of Orange needed a place for recreational activities, there were none and it was not acceptable.

Katherine Lucas, address on file, stated she had been a community member since 1976. Her husband was Tom Lucas of Lucas & Macera Construction, Lucas & Macera Development and Lucas & Macera Sales. In 1975 they formed a development known as Pheasant Run on Chapman Avenue. When the plans had come across their desk, it seemed like a golden opportunity for them as they lived in Orange and boarded their horses in Sunny Hills, Fullerton where they had grown up. With a common equestrian area in the tract, they could have their horses and their children could have their neighborhood and for a short time it worked. There were conflicts that never ended, people with horses vs. people without horses, that was the only option they had in the neighborhood and was the only option in the plan that was being put forth. The families without horses resented paying association dues for horse related properties. Everyone had the right to a stall, but not everyone wanted a stall. Why should they have to pay the fees for stalls and an arena or trail maintenance they would not use. It was voted to narrow the trails throughout the tract. They closed the ends of the trails and they became dead ends. It became riders against non-riders, angry neighbors who had not liked each other and had not liked people banging on their doors day after day. They moved, they had to leave the community. Not the entire community, just the Pheasant Run community. They realized that option would not work and was not a workable solution. With each new

board change there were rules that changed and it could not make everyone happy. They left Pheasant Run but not OPA. They were successful builders and developers and never brought forth another equestrian community plan. Building a home and having a barn would not work. They never wanted again to divide a community or to pit neighbor against neighbor. There was still good land available and the plan just offered horses or non-horses and she asked that the Commission listen to her and make a good decision.

Christine Rosenow, address on file, commented the developer stated they met with the community. She was at some of those meetings and heard what the community input was and none of those suggestions were in the plan. The developer created the plan; drove the plan and it was for the benefit of the developer and not the community. The developer mentioned trails and had he thought interesting trails trumped safety, couldn't he create interesting and safe trails. It was what she would like them to go back and visit. The definition of mitigation was not give a little and get everything; it was to offset a great loss. A ride-in arena was not to be maintained by the developer, but by others. A 3.9 acre donation to a non-profit that the developer would create was not mitigation to the loss of Ridgeline's golf, tennis and meeting facilities. She was asking that the project be sent back to the community to work out a decent project that was a win-win for everyone.

Debbie Mongan, address on file, stated her house was above the existing swimming pool of the current property. She lived on Ridgeline for 8 years. Her children swam in the pool, learned to play golf on the course and she was speaking for her 10 year old son. She would like the Commission to consider the interest of the community and the children and she appreciated hearing about what had occurred in the past, but the City Council had an amazing opportunity to protect a piece of property that would reverberate far into the future. If the land was built on now, it would be gone forever and they would lose that chance now. They needed to think of the development of the children and the community as well as the developer's right to build 39 homes and property owners that had not yet existed. She had not felt that potential future homeowners should trump the rights of the existing community. From what she had heard, people were opposed to the proposed project. They had a discussion on zoning and they were lost in the details of trail widths, plants and fencing and they were not at that threshold. They were at the point of deciding zoning and nothing more. They needed to think about the opportunities before them. She could not buy the argument that it was not viable, she lived above it and had watched the property turned into dirt and dead trees. She had watched kids break into the property to skateboard in the empty pool because they were so desperate for a chance to recreate. If it was taken away and homes were built, there would be 39 more homes but the opportunity for something great would be lost. Please consider that once it was gone they could never get it back.

Nancy Vance, address on file, stated she lived in Orange with her wonderful husband. She loved the City and they lived there since 1974 and they had relatives across the nation in Texas, Arkansas, New York and having horse property they looked at having quite a unique thing. She had not known if the Commissioners lived in the City at large or in the country area, when living in 2010 in the U.S.A., living on horse

property was a big deal, it was a very freakin' big deal. When they spoke of zone changes of a big percentage in OPA it was a big deal. OPA was such a great place to live and she loved it so much. Villa Park used to be like it, Yorba Linda had horse property, but it wasn't the same as OPA. In Southern California OPA was the place to be for horses. There was a decision for the Commission on what to do with Ridgeline. She was a business kind of person and if she knew that the tennis and golf thing could be feasible, they could leave it open space and that was the big question and they should be able find that out, but no one could tell them that. Do not change the zoning until they had looked at all the options, they wanted it kept open. The specific plan had designated open space and had that plan not meant anything, was it just something on a piece of paper that had no meaning. She asked if the Commissioners could answer her question.

Chair Whitaker stated they were not able to debate and asked for the next speaker.

Ellen Richards, address on file, stated she had two horses and used the horse arena all the time and realized how valuable the arena was to her lifestyle and viability for the neighborhood. By the City's own accounting it fell short of its goal of 3 acres of park space per 1,000 residents. There were only 1.4 acres of park space per 1,000 and they were discussing some of the merits of building houses on one of the few open spaces in Orange. The Staff Report glossed over that by noting the acreage was privately held and could not be counted as a loss to the private sector and noted that the mile of horse trail included in the plan actually increased the public recreational space. The report had several pages of why it had not counted, but only one sentence in the conclusion that the application could be denied for, and that would be to encourage future recreation for the site. The Staff Report prepared for the parks department advanced the same theory, but also stated that the loss of open space recreational designated site could interfere with future abilities by the City to engage in parkland opportunities. The City's current budget falls would not allow the City to look at park opportunities currently, however, what about next year or the year after? With park land being less than half the ratio that the law recommends, Orange would be looking for park land in the near future. The developer made the point that they had listened to the Community and had offered the equestrian amenities that were important to OPA. The arena had restricted access and a mile of trails that went no where and the developer was proud of those concessions and tried to use those to avoid paying required fees to the City. The modest trail would not satisfy City requirements and clearly would not satisfy any recreational user who was not an equestrian. The developer chose not to hear community input that over half the residents had not owned horses; however they swam, played golf, hiked and enjoyed picnics in the park. OPA loved horses, but it was only one part of their unique community. The project detracted from the City's future opportunities for parks and it ignored the needs of the residents of Orange and they were not willing to sacrifice a multi-recreational space for many to enjoy and satisfy the vision of just a few. Please deny the zoning change.

William Ernst, address on file, stated if the re-zoning of Ridgeline was approved the citizens of Orange of all ages will lose a facility unlike anything else in the City. Even in declining times a report showed that there are 422 dues paying members; but

that was not as important as it was to their young for the big summer youth training camps that were there. It was the loss of one of the biggest youth tennis tournaments, the loss of the Olympic size swimming pool enjoyed by young people who learned to swim there every summer, the loss of the previously employed, 3 managers, 6 tennis pros, 5 golf pros, 3 maintenance workers and the loss of a physical therapist trainer and even the loss of the outdoor wedding area. In over 30 years the Police Department had not been called to handle a complaint and the only thing on record was that in 2007, a maintenance cart was reported stolen. It spoke well of the members of Ridgeline and its guests. He and many others would not want the community to suffer the loss that was needed by the youth.

Peter Wetzel, address on file, stated he wanted to commend Staff for including a condition to require all trails remain open to the public and beyond an HOA to shut them off. He believed that issue was placed on the Irvine Company's East Orange project and in a response to an LA County HOA that tried to close a 20 year old trail; similar to what they were now looking at. As for the project itself, he had not objected to the project design, but objected to giving up one of the last open space areas in the City, once it was developed it would be gone forever. He would not know how they might use the space in the future, but certainly there were very few open areas in the City. The developer owned two of the largest sites. He had thought that the applicant was offering, in mitigation, the 3.9 acres on and if something happened situation and he was now hearing it was not the case. There was no mitigation. He urged the denial of any zoning change until there was adequate mitigation and suggested what Ms. Sears stated was a fine place to start.

Anita Bennyhoff, address on file, stated she wished she could commend City Staff but felt that they were working very closely with the developer and lead them to use language that undercut the OPA specific plan. In the OPA specific plan it stated that OPA plan was an important link in the overall comprehensive General Plan effort in the City of Orange and served as a valuable tool in guiding and directing the future development of the OPA community. It went onto state further that the City Council felt that the adoption of the OPA plan would enhance and improve the environment of the City of Orange. The open space section stated it advocated the permanent retention of the 34 acre golf course within OPA, if the private ownership could not sustain a viable economic return public acquisition was recommended to preserve a substantial amenity for recreation and open space within the area and it was recommended the property immediately to the east of the golf course owned by the Catholic Church use a rural cluster in development. In addition to the golf course there was a tennis club. She presented a photo and asked if all the Commissioners had a copy of the OPA specific plan?

Chair Whitaker asked if she would like them to have a copy Staff could get that to them.

Ms. Bennyhoff stated she would make copies and email them.

Chair Whitaker called for a 10 minute break to resume public comment at 9:30 p.m. The meeting resumed at 9:30 p.m.

Sarah Glisman, address on file, stated she appreciated the time and opportunity to speak. She lived in the community for 15 years and she had two children and was a professional that worked outside the home. She cared a lot about the community. The project had been debated for years and years and she believed now was the time for action; they all had to come to a decision and move on. There was a property owner that wanted to build 1 acre parcels, keeping in mind they were homes, not a school, or cemetery or something that would be unflattering. It was the best of the best for land options. It was her understanding that the land was adhering to the density allowed for them in the OPA plan and it would provide recreation facilities that had not existed and everyone in the community could enjoy. Most important to her was that it would remain a community. The person who would be building was part of the community and it was not an outside company, not to invest and leave, he lived here in the community with his family. There was a personal investment with the project. Not moving the project forward would be a detriment and would throw away years of preparation and discussion. What would happen if the proposed project was not approved? The walk away would be a vacant land, that they had all used and her son learned to play golf there, he had his first swim lesson there and she got the emotion, but who wanted a piece of land that they could not make money on. She would not want it and she would not ask anyone to do something to hold a piece of property as a donation and it was unrealistic. Her concern was that if something would not happen soon how many more years would they wait and what would they do with the land to make it part of the community and she asked everyone to support her and the community in the Ridgeline plan.

Teresa Beach, address on file, lived above the tennis courts of the project and was very well aware of the emotional attachment to the land and she loved living above open space. The land was owned by a person who had the right to develop the land and she understood that it was zoned for open space or homes and she would much rather look down on beautiful homes than the eroded golf course and the noisy tennis courts, or the golf course collectors that were noisy and the traffic was loud. The proposed development fit in with the rural feel of the community and she hoped that everyone who enjoyed the facility over the years could pitch in and buy the facility from the owner if they wanted open land. The land was owned by a person who had the right in America to develop the land and make a profit just like everyone in the room had a right to. Maybe they could take their houses down to provide open space so her kids could run around. Keep that in mind as you go forward to vote on the issue, they were lovely homes in a beautiful community, horse friendly and she hoped it went forward.

Chair Whitaker stated the next speaker Jim Meyer was not present, another community member approached the bench to read a letter, he asked the Assistant City Attorney if that was allowed?

Mr. Sheatz stated that typically the letter would be accepted as part of the record.

Chair Whitaker stated he would accept the letter as part of the written record.

Gene Krikorian, address on file, stated he was a principal with Economic Research Associates, retained by Ridgeline Associates to evaluate the viability of the golf course. He had been with ERA for 35 years and he specialized in golf course economics. He conducted about 15-20 golf course assignments every year and most of them in California. He was involved with the City of Orange approximately 20 years ago when the issue of closing Santiago was under consideration. The current condition of the golf course site would require the entire property to be rebuilt. Their assumption was that an executive length course, with a 20 tee range and no lights, modest club house would be the property that could be built and those types of golf courses served as a very important amenity to communities, however, they were an amenity and specifically a new golf course would not be an economic enterprise. The cost to develop a course would be in the 4 to 5 million dollar range, the last one similar to that, built 10 years ago in El Segundo had cost about 4.2 million dollars in 1998. The viability could be compared to the golf course once constructed, and without a subsidy of 2.3 million dollars, would not be economically viable. The only courses of that type that would do well were those that had booming driving ranges that could generate $5,000 to $6,000 in revenue and a course at Ridgeline would not have that capability.

Bob Myers, address on file, stated he lived in the colony adjacent to OPA. He happened to live above the property that was formerly Santiago Tennis and Swim Club that had been tied into Ridgeline many years ago. It was currently vacant land and subdivided into 7 lots and only one home had been built on the property. The property had gone up in value and had changed hands after it was subdivided 6 times. His concern was he had watched builders on a much smaller property, 7 acres and 7 homes were supposed to be built, only one was built and he lived there 20 years. The swim club came down 2 years after he moved there. He moved there for the rural atmosphere and for the swim club. A lot of money was made with the property exchanges. His concern was two fold, the next project Rio Santiago, that was not being discussed, but just the fashion of how they were doing it and speaking about exchanging or giving donations and so on and secondly if re-zoned the price of the property would go up tremendously. He was not certain how much they had paid for it but it could be worth 50 million dollars. They were handing over a lot of money to a developer just by making the land 39 buildable lots. Other people had stated that they should review the mitigating value of open space or recreational space to the community. It looked good, sounded good, but maybe would not taste good when it came down to funding and building.

Chuck McNees, address on file, stated he lived in the City not the County and he could vote. When he moved away 3 years ago he was involved with trails and sat on the board for many years and came before the Planning Commission many times and he only recognized two faces that were there previously. The Councils changed, the Planning Commissions changed and they had a fiduciary duty to uphold what was taking place in the community. What he was going to speak about got blown away by people like Shirley Grindle, who sat on the board, said they meant this and this also, the specific plan from 1973 was his bible. He tried to protect it as a resident of OPA. He sat in the chamber for many occasions and listened to hours of debate. Many of the issues dealt with developers who came to the City from the beach areas

and other areas in hopes of converting open space to development. Serrano Heights was a perfect example of what could happen when focus was lost. The Planning Commission okayed a plan and the developer went away, then they came back and sold it and a completely different plan was developed. It was not good. Another developer came in, Ridgeline, in the area they spoke of and went to the Planning Commission, and the City Council, and the City Council extracted mitigation after mitigation and they really ran them through the ringer, trails and they went to OPA and there was no fighting. He was hearing from the City Attorney that they threw out the board of directors, who was there if they put it just to the City. The Commission had not lived in OPA and had seen the plan as much as they had. It was serious stuff that they were speaking of. Ask for the facts, the specific facts.

Omar Dandish, address on file, stated he was a member of ECOC, the Equestrian Coalition of Orange County and the board had spent a lot of time in the community preserving the equestrian lifestyle and they had done it for many reasons. They spent time understanding what generations had as part of their heritage for horses and what they wanted for the future. They assisted with advocacy, education, promotion of community service, and they looked at places like OPA as being a gem. It was part of their heritage. What they had before them was a tough decision, a decision with many facets, and certainly there were very nice architectural rendering and a lot of things to look at. The base issue was zoning. They needed to figure out a few things. The economic studies had not revealed a picture. The area had been open space for a very long time and the developers knew that when they bought it. They had in their preservation, their heritage, rights and they had in front of them the vision they wanted set and they were asking for the Commission's support. It was not about a lot of things, but about preserving for the future; to use the area as open space, and not only for the residents of OPA. There were families present with grown children and there were exceptional generations to come and he asked that they take a close review from a very specific point of view. Would re-zoning work, a zoning change was being requested, and what they would do for the future was a big decision they would make. The OPA board had worked very closely with the developer on an alternate plan.

Connie Bowin, address on file, stated she was a resident of OPA and for about 5 months she was an active member of the group Save the Arena, and they had been working to ensure the Ridgeline project was approved and the Sully Miller arena was donated to a non-profit. The arena could finally be a permanent facility for OPA. Without the arena, the equestrian community could change just like Villa Park had. They had reviewed at length the specifics of the donation and they understood that if the project was approved the licensed arena would be donated and understood denial of Ridgeline meant that at anytime whoever owned the property could close the arena and build homes there. As stables and equestrian facilities continued to close throughout the region, the arena donation created an incredible opportunity for OPA to control its destiny as a rural equestrian community. She hoped the Commission supported the Ridgeline property and would preserve a fundamental piece of OPA that had been established in 1928. Everyone feared change, it disturbed their comfort zone and they knew the Ridgeline property would change no matter what. Let's seal the deal and save the arena, keep the equestrian aspect alive and as a horse woman

who believed in the community, she urged them to cast a vote in support of the equestrian community.

Dennis Given, speaker not present.

Alice Sorensen, address on file, stated she had done a lot of riding in OPA and she was a life time resident of Orange County and she rode since the age of 5. She had contributed over 17 years of service to the OC Regional Recreational Trails Committee and spent 5 years on the State of California Riding and Hiking Committee and 10 years of service as a Park Ranger Reserve for OC and she had been a past officer of the Friends of Harbors Beaches and Parks, non-profit. She had spent 18 years and was the founding member of the Equestrian docent for the nature conservancy and she was a member of the Nature Conservancy Legacy Club. She hoped from hearing that they could tell she was dedicated to the environment and as trails were her specialty. She had reviewed the proposed project at great lengths and the trails were designed and were appropriate for the uses the project anticipated them for. The plan called for small feeder trails to connect to City and County trails. The trails lead to road systems. Based on her experience, she felt the internal trails planned for Ridgeline would mostly be used by the homeowners of Ridgeline. The public perimeter trails would be used by OPA residents and those who trailered in to ride with friends in the area. The trails were designed as not to be over built and were understated and complimented the project. She hoped her insight was helpful.

Gary Abraham, address on file, stated the OPA was a great place to live. It was not without its own idiosyncrasies and controversy. The OPA had a voluntary HOA, unlike most HOA's. OPA collected dues from only about one-quarter of its residents and most residents would not receive copies of HOA bylaws or annual reports. The HOA operated within a smaller circle of community residents. Recently the OPA had been biased on certain issues pertaining to community growth and only marketed one side of an issue to its residents. There were those who supported the Ridgeline project and his response to the issue was a new entity, Responsible Residents of OPA, or RROPA. It was a group formed for the good of the community regardless of individual viewpoints. It was founded to seek new ways to bring unity to the OPA community through communication and collaboration and to maintain an honest and positive respectful discourse between all OPA residents, and to ensure land use and planning maintained property rights and the unique rural feel of OPA. RROPA's belief was that polarization occurred from lack of information. Open and respectful communication was good for the community and it was important that an HOA board report complete and factual information to the community in order for those community members to come to decisions based on facts. RROPA was a by product of the OPA HOA board that had not properly communicated all the facts concerning Ridgeline to the entire community. RROPA launched its own website called Getting the Facts to Answer Community Questions that were free of bias and negativity. RROPA had not taken a position on the proposed project.

Laurie Marine, address on file, stated she lived downstream of the proposed development right on Handy Creek and she had approximately 400' of footage along the creek and she shuttered to think what all the pavement would do to the first flush

when it came down the creek. She wanted to note a correction and she wanted to mention what she had heard about the trail. At Coyote Lane there was no trail or easement, it was private property. The property was zoned open space and if it was not, the applicant would not be asking for a zone change. If the Commission agreed that it was open space they must require mitigation. She agreed with many of the prior respondents and possibly having a Nike sponsor or Vic Braden type person make the facility a profitable venture. She had heard that the community had asked for a small covered arena and a small kiddy park, bathrooms and meeting facilities all paid for by the developer to mitigate the loss of recreational open space. She suggested keeping the swimming pool and tennis courts and possibly adding a putting green, the recreational space that everyone was asking for. It was what the residents wanted in exchange for residential development and she asked that the Commission deny the zone change.

Bob Kirkby, address on file, stated he had been a resident of Orange for 58 years and had been a resident of OPA. He was shocked to see the photo of the golf course on a dried out map. The reason it was dried out was that a speculator bought the property and killed the golf course. The reason it could not run as a golf course was because the speculator paid 20 million dollars for the piece of dirt and there could not be a golf course on a 20 million dollar piece of dirt. The speculator had to change the zoning so he could build houses and make money. He would not buy the home next to them and put in a liquor store and come down and ask for a zoning change. The developer was changing the zoning of the land. He had bought his home because the golf course existed. He was not a horse rider; all the developer could think was that all they needed to give was a piece of dirt for their horses. He used the swimming pool to teach his son to swim and he used the golf course to play golf. There was no mitigation. When zoning was changed, it would not be developed. All the wonderful plans, he would sell it right away to someone else who would want to build it. It was one of the last pieces of open land in Orange County and the Commission could not change the zoning, it was a terrible idea, it would be forever.

Erin Chell, address on file, stated she missed the pool and the families and the bonding of the families. They had great times there and both her children learned to swim there. Her husband and son enjoyed golfing and she missed the community time they had there. She valued her neighbors and their opinions who wanted to have the zoning remain as it was. Please consider their hearts, she loved the community and the proposal was out of control, it looked great but things would get tricky.

David Chell, address on file, stated his family moved there from Costa Mesa as they had dealt with another developer who had wanted to build a multi forty story building in their backyard and they would be looking down at them. They moved to OPA for the rural community. The developer had turned that area into looking like a piece of junk to force the City into doing something. It could not be a golf course, and he turned it into that. It had been a viable golf course, country club and pool and now it was junk and they needed to do something. The developer had plans and he wanted to change the Sully Miller area and build a senior living that was not part of the zoning either and he wanted to change zoning upon zoning. He had changed zoning before, going from agricultural to commercial and had made a lot of money. They

were here because zoning needed to be changed, if zoning was not changed, homes could not be built and the developer had no right to build houses, not until zoning was changed. The developer had not worked with the board or the people who lived in OPA, most of the public speakers were against the project. The developer was not working with them; it was the developer's plan not the resident's plan. Send the project back, they needed to deal with the situation and not allow the developer to come in and do what he wanted to do.

Bryon Meyer, address on file, stated he was a 12 year resident of OPA and founding member of RROPA. He and his fellow resident, Russ Garcia, founded RROPA last year after they received a November 2008 letter from an Orange City attorney to Ridgeline property owner and OPA resident, John Martin, and to OPA board president, Tom Davidson. The letter stated the OPA Association Board of Directors would not act in its capacity as OPA planning committee during the review of Ridgeline Estates and the Rio Santiago projects. The letter noted that the level of personal animosity had made it impossible for the OPA to operate, and he quoted "the basic standards of impartiality" in its advisory function to the City Council or Planning Commission. In addition there would be no penalty to JMI, the company owned by John Martin, for any failure to submit plans to OPA for review. Some residents of OPA had strong views of the JMI project and RROPA was formed as he felt there was nowhere in the community to gain facts and he had become concerned with the OPA's bias on the issue and that they were not providing the community with all the facts that all of them as individuals could come to a decision on and how they felt individually and in the best interest of the community. RROPA attempted to be a fair voice in the community so all viewpoints could occur and the key goal was to answer community questions, but only with verifiable and factual information, without bias and conjecture. Although he and Russ had their own individual views, they would avoid using RROPA as a vehicle for their own opinions. RROPA was officially incorporated on May 7, 2009 and had a 501c for non-profit status and had their own website that received more than 100 new visitors each week.

Reed Royalty, address on file, stated he was president of the Orange County Taxpayers Association. He had been present as he sensed some real value for the taxpayers in the area. He had a surprisingly personal reaction when he began looking into the matter. He lived in Stoneridge Estates in San Juan Capistrano, similar to the OPA; they had horse trails and a riding area across the street from his home. He was one of the first people to move into the community, it was nice but had dusty, unimproved areas, similar to what Ridgeline currently looked like. It was now built up and he liked it. There was no undeveloped open space that would attract vagrants and unwelcome visitors. He thought they would like the Ridgeline area once it was built out. He liked the neighborhood he lived in with all the nice homes and in a protected area from unwelcome uses. Some overzealous regulatory body might dictate what happened to that property and the Ridgeline development could protect the community from that. As part of the taxpayer association, he liked when public benefits were provided by private money and the recreational amenities provided by the proposal were non-public supported benefits to the community. He liked that it was free money. The developer paid for improvements to Handy Creek and the trail upgrades would be provided by private money, not taxpayer's dollars. The Sully

Miller development was free money. They also fought for property rights and he learned that there were already 100 restrictions on the Ridgeline plan and he hoped the developer was really, really rich, but even if he was, it would be unfair to pile more restrictions on them. It would be unwise, as the City might be at the tipping point where they made the project unviable and may lose the opportunity to improve the community and welcome unwanted uses. The City was being offered free money for public improvements.

Brian Starr, address on file, stated he was representing the building industry of Orange County. They were a trade association representing one thousand companies that employed over 100,000 men and women in the home building industry. BIA generally had not gotten involved in individual project entitlements, but he was present to speak about an important component in the proposed project. The old Ridgeline nine hole course, tennis courts and swimming pool was never a public recreational facility. It was always a private facility open to anyone, not just OPA residents, it was either a dues paying member or a one time pay user. City Staff had determined that the municipal code for the mitigation of public open space and recreational space applied to Ridgeline and as such Ridgeline was required to provide 3.6 acres of recreational open space land to the City. The applicant has agreed to provide an important public recreational space on what would be 6 times more than the City's requirement. The BIA viewed that as an act of punitive proportions as Staff had dismissed the importance of the on site amenities and had also insisted that the applicant pay an additional $400,000 open space park land fees to the City. The Staff Report to the Planning Commission and he quoted, " the City's accounting of public park land extended to public City parks would not account for or include private pay or use facilities, hence if the project were to be approved, the loss of open space would not numerically affect the City's park land goals". That was an important part as there was not a City perceived impact with the removal of the golf course and swim club. For pay facilities were not the same as facilities generally open to the public without the needed for use payments, therefore, the trail and ride-in benefits must be weighed differently. The developer deserved credit for the ride-in only arena and trails that he would be providing at Ridgeline. BIA was greatly concerned with the exaction tactic and future developments.

Lamarr Banks, address on file, stated he was a resident of Orange and his overall assessment of the project was that it met the Land Use requirements of the OPA plan. It appeared that it was designed to respectfully compliment and enhance the neighborhood. From the barn design to the 1 acre lots as well as the on-site recreational facilities, Ridgeline appeared to fit within the OPA's appeal. He also learned of John Martin's offering of giving back to the community through the Sully Miller arena donation to a non-profit organization and he understood the value of an arena to the community. He was a real estate appraiser and understood the value of the land donation to ensure the rural nature of the OPA. He supported the plan on the table and it was good for the community and the City.

Raul Morales, address on file, stated he had used the golf course for over 20 years before moving to OPA. He had seen kids play there and the kid camps and it was great but things have changed. He tried to stay neutral and he had attended a lot of

meetings and he had gotten booed by both sides, he and his wife tried to stay neutral on the issue. About 4 to 5 months ago when things got a bit heated, when the Sully Miller property was put up as a donation, he looked at that as a focal point for his decision and he liked what he saw. It would be a great amenity to the community and he could not see negatives, although there was a lot of opposition. He made notes about comments made such as a vast majority, 95% of the people, and he made his own assumptions and had spoken with a lot of people on both sides of the issue and he felt it was 50/50 and if every door was not knocked on, the real number would not be known. There was a lot of propaganda going on for both sides, and unless someone conducted a study that got the right number, they would not know what the true sentiment was. There were many people who lived there that were not present and they had other things to do. He thought it was important to say a few words on behalf of John Martin and the program he created. It would be a pillar of the community.

John Cox, address on file, stated he was the OPA historian. In 1971 sixteen members of the community, in an effort to preserve and protect their community from overdevelopment, sat around their kitchen tables and drafted the OPA community plan which was the framework for the specific plan that had been prepared by J.L. Webb Planning in 1973 and ratified by the community. The OPA residents expressed their resolve to preserve and protect, for all the citizens of Orange, the recreational open space known then as the Lazy B Golf Ranch and now known as Ridgeline Country Club. They wrote in the plan that the plan advocated the permanent retention of the 34 acre golf course within OPA. If the private owner could not sustain a viable economic return, public acquisition was suggested. The document adopted by the county board and City Council served them well for 37 years and yet the developer would have the City ignore it. The copy with its rounded corners and heavily worn and soiled covers had been carried around like a preacher would his bible; maybe it belonged to former members that were dedicated vanguards of the OPA community. He stood before them with that same resolve and the Commissioners had an opportunity and obligation to the citizens of Orange to protect their recreational opportunities. The developer must use the land as currently zoned or be held accountable to mitigate the loss. He recommended that they deny a zoning change.

Sheryl Martin, address on file, stated she grew up in Orange and graduated from Orange High School and was familiar with the area. To take away the wide open spaces and those were areas she had grown up in, had done things she was not supposed to do, her two kids had been there and thank god they left. The charm of Orange was being taken away and she could have stated ditto to everyone else's comments, but everyone needed to speak. The housing was being added and it could not be taken away, more kids would be added to the school system that could not hold them. The houses were being added. The guy that was coming in was giving 3.9 acres back to the non-profit and putting 39 homes in; he was not giving much back. What was in it for the residents and for the City? She voted for the Commissioners and she wanted to keep voting for them, but if they were not going to do what was in the best interest of them, they would get someone in there that would. Make it a park.

Rod Stone, address on file, stated he grew up playing golf and tennis, his daughter swam, and hit her first golf ball and went to the tennis club when she was out of school. People were correct when they stated the property was not in that bad of shape. He had family members that grew up there playing golf and another who went to school on a tennis scholarship. There was not much of that land left in Orange. If they took it away they would never get it back. It had been done once; the mistake had been made at Santiago, right off of Jamestown abutting his development. Do not let the developers come in. The developer bought the property knowing what it was and how it was zoned, knowing the risk he took and that it had been turned down to other people wanting to develop it. The developer thought he could force it down their throats by offering an arena. The arena was already there, he was not giving anything back, it had been used for 10 years and he was offering to let them keep what they had if they gave him what he wanted. Sully Miller allowed the community to use the arena and the developer was not making a big concession. It stated if the developer could not pull building permits, it would not be deeded over to them, he could flip the land and they could lose the land, just because someone would let them get a windfall profit.

Sharon Butterfield, address on file, stated she believed in the sanctity of property rights, but the property owner must abide by the zoning regulations that were in place when the property was purchased. She could probably maximize her property by building a high rise hotel where her home was, however, the zoning regulations would not permit that. The developer who purchased the property probably paid less due to the zoning of recreational open space, meaning that the existing use, golf course, tennis course and swimming pool were permitted uses that the property owner could continue. It was the developer's choice to shut down the recreational functions. He had not had the right to build homes on that property. Imagine if neighbors asked to change zoning on their properties and how that would change the complexion of their communities. Think of it as the no re-zone zone.

Madison Klorstad, address on file, stated she grew up horseback riding and her brother taught her how to golf at Ridgeline and she learned to swim at the pool. To remove 52 acres of recreational open space bothered her because future generations would not enjoy the community she grew up enjoying and she was amazed that some of the people who had spoken were not OPA residents. It bothered her because they were not a part of the community and the people, not all of them, but some were new residents of the community and had not grown up there. They had not experienced the community before the golf course was closed. Instead of re-zoning they should consider some of the other options.

Bill Klorstad, address on file, stated he was a 25 year community member of OPA and also a member of the Chamber of Commerce. The City of Orange was about 100 acres short of the recreational open space under State regulations. The City might be engaging in new opportunities for parks and land in the future, but if the City was going to give up 52 acres of open space, the City needed to get 52 acres of recreational open space in return. Beyond the State requirements there was also the matter of good governing. The citizens of Orange had stated that they wanted to protect their open space. Candidates for City Council ran for three issues, taxes,

public safety and protecting parks and open spaces. Do the right thing and protect the City's open spaces and deny the applicant's request.

Laura Thomas, address on file, stated she was the Vice President of OPA and she had submitted a letter that the Commissioners should have. She was a 17 year member of the Orange Chamber of Commerce. The balance and quality of life was a priority for her. Ridgeline was not zoned for homes; the specific plan that was implemented was a master plan that would take care of future issues that would come up such as Ridgeline. The citizens knew they had to protect the area and how the OPA specific plan came to be. As a master plan in the early 1970s, Broadmoor, Lazy Creek, and Pheasant Run, were all constructed prior to the plan. To stop further, uncontrollable impacts, the plan was developed. For 30 years plus it worked. A builder came, the Reserve, and it was proposed at a school site the OPA board agreed to the project and it was reviewed by the OPA advisory committee. The reserve was the precedent to not approve the zone change for Ridgeline. The Reserve HOA had not opened its gates to the trails and it amended the CC&R's for the keeping of animals and no horses live there. Those homes were in excess of 5,000 square feet and mostly on 1 acres lots or some on ½ acres on Santiago Road to buffer the noise. Unforeseen consequences could not happen again. As Kathy Lucas spoke about being a developer and Pheasant Run, there was disintegration of the horse lifestyle and the controversy of people who moved into a community who were equestrians and those who had not owned horses. The ride-in arena that was proposed was on a residential lot.

Carolyn Aliotta, address on file, stated the applicant's friends have made a big deal about reporting the fact in expensive ads and mailers and as those facts were supposed to be unbiased, she knew from the EIR responses that the creator of those ads was a John Martin supporter. The developer never had an open and honest discussion with the OPA board and the real estate committee, never. The developer had not named the non-profit he would donate the arena to, but she suspected they had someone in mind. The citizens of Orange had not wanted to bail out the investors for a land grant gone wrong. Zoning ordinances existed to protect the property values of everyone. If she wanted to build a hotel in here backyard, the City would tell her no, her neighbors should not suffer the noise and congestion it would bring. No one present from OPA who opposed the project was being paid. On the other hand, the developer was adding up a lot of billable hours from his crowd. The S curve on Meads was not a safe street and would 4 years of construction be safer. She also noted that the EIR mentioned the air quality during construction, and the homeowners would not only endure years of construction and traffic, they would also not be able to breathe. The developer expected the City or the OPA board and OPCC to maintain 1 mile of trails, the HOA would maintain .7 of trails – thanks for that. Zoning protected the integrity of the neighborhood, and it could not do that if it could simply be changed because well connected investors asked for a change. The OPA board had been protecting the community for over 40 years and the same trails and amenities the developer would tout to prospective buyers existed because OPA made them happen and the board deserved a voice in the discussion. Please deny the proposed project and send the developer back to the community for a real two sided discussion.

Lawrence Simon, address on file, stated he purchased in OPA 15 years ago due to the private, quite cul-de-sac that they lived on and it would no longer exist with the proposed development. One of the arguments he had heard was that the developer had spent a lot of money on the property and deserved to make a profit. He was not opposed to anyone making a profit as long as it was not at his expense or at the expense of the community. The Planning Commission had the unique opportunity to save the open space and do something wonderful with it, and building homes on it was not one of them and he urged them to vote no on the zoning change.

Mark Hedgebeth, speaker not present.

Dave Swoish, address on file, thanked the Commission for everything they had done for the City. He was present as an investor, he was a business owner and he had invested in approximately 50 residential and commercial properties in 15 to 16 states. He knew what he spoke of and there was probably several investors and interested parties present. When the property was purchased by the developer, he had an opinion about what would happen, and what he thought would occur had happened. The tennis players were run out of the club; the pool was shut down and the property was run into the ground so all the golfers went away. He then claimed that the property would not work. The developer took a gamble and it was a mistake. Personally he and some investors purchased an apartment property in Sacramento, a condo conversion project, they were going to convert apartments into condos and earn more money, but it required a zoning change. It was a calculated risk and he was turned down by their Planning Commission and they lost about 4 ½ million dollars, were they happy about that, no; but you win some you lose some. He thought it was a mistake the developer made, the developer had bought the property without any intention but to develop the property and his guess was that the present developer would never develop it. He would cut his losses and sell it to the next guy if and when the approval was received. He had been at a golf tournament recently and had asked other players if they had played at Ridgeline and all of them stated they had and he took homage of that fact.

Mark Sandford, address on file, stated he lived directly across the proposed development and was against the project and probably one of the most directly affected by the project. 39 multi-million dollar homes would be a good value to them, but he was against it for numerous reasons. He had a speech that he had planned tonight and he decided not to read that. He had listened to all the comments and there were many inconsistencies, first on the Meads Avenue trail being safe, it was not a safe trail and a lot of things that had been said were not true. He built the trail and fencing in 1988 and they had dealt with the City and County and he had deeded some land for that trail and he could tell them all about that. In 1991 and 1992 he served on the Master Plan of Trails Committee and they had a myriad of trails out there and the committee had put trails together that conformed. There were a number of other issues, on the economics he could take a McDonalds and run it down and lose money on it, it was a given. The golf course was a spirit of a club and what they were listening to was the spirit of a community. It was not only the people who lived in OPA, but in the City and County that went there to recreate. There were many events there. His daughter was in Junior National Tennis tournaments and

everywhere he went people spoke of Ridgeline Country Club. The problem was that the project had not fit and they could not afford to lose the recreational opportunities without mitigation. The fastball right down the plate was that the developer needed zoning and zoning without mitigation was the key.

Sharon Mule, address on file, stated as a member of the OPA community for over 30 years she had participated in and witnessed the untiring efforts of her community attempting to stave off the greed of developers and not always with success. Many years ago when Fieldstone came in, OPA enthusiastically embraced them regarding the Sully Miller property and the City had turned them down. Now enters John Martin who had shut down a community asset, as steeped in history as Irvine Park and the Circle of Orange. It was better than having a classy golf course, or a snobby tennis and swim club. It was kick back and comfortable for kids and adults alike and it was wholesome and rural. People from the surrounding areas enjoyed it as much as the OPA residents had. The City of Orange should not lose sight of the fact that OPA was part of the City's image. The project negatively impacted not only OPA but the City itself. Where else in the City had a facility, which John Martin had chained the gate to, existed? OPA needed and cherished Ridgeline and his offer to exchange what they had for a mere portion of what Fieldstone had once offered them was insulting. She urged the Planning Commission to realize the detrimental impact re-zoning would have on the community and it was a fight they could not lose.

Art Bass, address on file, stated he was a business owner in Tustin. He was the president of the Colony Community Association and lived adjacent to the riding arena that was being discussed. He heard a lot of things said tonight and many things that sounded naïve. For instance the comment that there was a single resident in OPA that was the developer and the investor and he believed there were many people investing in the project. To consider that 160 some acres were purchased with the understanding that only 15% had been zoned for homes, someone had an agenda and they knew how they would get the zoning. There was a plan. He was not certain what the agenda was. A comment about the arena donation and making it a gift, it was clear that the developer's computers put together a very nice presentation and that money had been spent on all of that. He owned Powerpoint, and a computer and had the ability to put on a presentation, but the concept of giving a gift was interesting and maybe the developers should google the word gift, the gift they were giving was comparable to giving his mother a Honda Civic understanding she would have a contractual agreement to never move in with him and it seemed absurd that the developer could call it a gift. The concept of hours of analysis being put into it left them with the rest of their lives to live with that decision; the concept of land being developed next to his property, property that had been subdivided multiple times with that land changing hands several times. No one could get projects past the Planning Commission or make money through the sale of the land. The Colony Community made lots of money selling land use easements and he would want that to continue. It was a substantially larger area.

Jack Eidt, address on file, stated he was an urban planner with Wild Heritage Planners and was also on the board of the Friends of Harbors, Beaches and Parks. He was present to implore the Commission that there was an excellent opportunity with the

project to take part in comprehensive planning. Taking it piecemeal, starting with Ridgeline, and connecting it with Sully Miller and later Rio Santiago, they would be losing the opportunity and giving up a chance to bring both sides together. That would be the important thing in urban planning. What had been done in the past that the OPA Real Estate Board had gotten together with the City and consultants and came up with a plan and he had seen the plan and he felt it was a win-win plan. It protected open space and green infrastructure while maintaining neighborhood integrity, while allowing the developer opportunities for development. Currently the land was considered open space and zoned recreational open space; to state there was only one use, there were many other uses that could be feasible and the EIR had completed a study on golf courses, there were agricultural, stables, educational facilities and many more options. Basically the 1973 OPA plan was not a plan that was necessarily consistent with the General Plan and it was questionable whether it could be considered an amendment. The land use designation could not guarantee the developer vested rights. It was a chance to work together with the community and the developer and to bring them together. There were two other projects being considered and he felt the Planning Commission needed to reject the proposed project.

Chair Whitaker stated it was just after 11:00 p.m. and he had several cards for speakers that would be allowed to speak at the next meeting:

Michelle Williams	Lance Schultz
Fran Klovstand	Richard Siebert
Brian Gwartz	Maria Meyer
Jane Canseco	Rose Ellen Cunningham
Rob Lindsay	Bob Cunningham
Lee Gislason	Don Baddorf
Josh Stein	Mike Winklepleck
George Widley	Kate Klimow
Pam Alexander	Lynn Canton
Gina Scott	

The next meeting would be held on May 17, 2010 and he asked if there were any other items that had been noticed for that meeting?

Ms. Aranda Roseberry stated there was an Agenda item for the May 17, 2010 that was for the Block at Orange and they would want that item kept on that Agenda. The applicant was on a time frame to obtain their entitlements.

Chair Whitaker stated the meeting would be continued to May 17, 2010.

Commissioner Steiner made a motion to continue to a date certain, Draft EIR 1788-07, General Plan Amendment No. 2007-0001, Zone Change No. 1243-07, Tentative Tract Map 0019-07 (also known as tentative tract map 17167), Development Agreement 5600, MSP No. 0496-07 and DRC No. 4207-07-Ridgeline Equestrian Estates.

SECOND: Commissioner Merino
AYES: Commissioners Cunningham, Imboden, Merino, Steiner and Whitaker
NOES: None
ABSTAIN: None
ABSENT: None

MOTION CARRIED

(4) ADJOURNMENT:

Commissioner Cunningham made a motion to adjourn to the next regular meeting scheduled for Monday, May 17, 2010.

SECOND: Commissioner Merino
AYES: Commissioners Cunningham, Imboden, Merino, Steiner and Whitaker
NOES: None
ABSTAIN: None
ABSENT: None

MOTION CARRIED

Meeting adjourned @ 11:03 p.m.