

Resolution No. \_\_\_\_\_

Dated: \_\_\_\_\_

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE SONOMA COUNTY AGRICULTURAL PRESERVATION AND OPEN SPACE DISTRICT, COUNTY OF SONOMA, STATE OF CALIFORNIA, AUTHORIZING AND DIRECTING THE PRESIDENT TO EXECUTE AN AGREEMENT WITH [REDACTED] FOR THE ACQUISITION OF A CONSERVATION EASEMENT OVER APPROXIMATELY 396 ACRES FOR A PRICE OF \$1,615,000; DETERMINING THAT THE ACQUISITION IS CONSISTENT WITH THE 2020 SONOMA COUNTY GENERAL PLAN; AUTHORIZING THE EXECUTION OF A CERTIFICATE OF ACCEPTANCE; DIRECTING THE PREPARATION OF ESCROW INSTRUCTIONS; AND DIRECTING THE FILING OF A NOTICE OF EXEMPTION IN COMPLIANCE WITH THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.**

**WHEREAS**, the General Manager has negotiated and is now recommending the purchase of a conservation easement with [REDACTED] over property located at 17260 Bodega Lane, Bodega and environs, (APNs: 103-010-032, 103-010-35 and 103-010-36), totaling approximately 396 acres (“the Property”); and

**WHEREAS**, the conservation easement fulfills policies of the Farms and Ranches category of the District’s acquisition plan, *Connecting Communities and the Land*, including policies for protecting agricultural lands vital to maintaining ranching and dairy operations; working to link large contiguous areas of protected agricultural lands; and protecting lands important to local agricultural heritage; and

**WHEREAS**, the conservation easement fulfills policies of the Greenbelt and Scenic Hillside category of *Connecting Communities and the Land*, including policies for protecting lands that are visible from highly traveled roads and highways and that contribute to the county’s rural character and sense of place; and

**WHEREAS**, the conservation easement fulfills policies of the Water, Wildlife and Natural Areas category of *Connecting Communities and the Land*, including policies for protecting areas critical to watershed function by preserving and restoring riparian areas along streams; and

**WHEREAS**, the conservation easement implements the District’s *Strategic Plan*, Support of Sustainable Water initiative, by protecting an important riparian corridor and by participating in cooperative programs to improve local watersheds, including riparian areas, water resources and quality;

**NOW, THEREFORE BE IT RESOLVED**, that this Board of Directors hereby finds, determines, declares and orders as follows:

1. *Truth of Recitals*. That the foregoing recitations are true and correct.
2. *General Plan Consistency*. That the acquisition of a conservation easement over the [REDACTED] Ranch property furthers goals in the Agricultural Element of the 2020 Sonoma County General Plan by protecting lands currently in agricultural production and lands with soils and other characteristics suitable for agricultural use; and furthers policies set forth in the Open Space and Resource Conservation Element in that it will preserve the landscape along a scenic corridor and retain the open, rural character of an important scenic area; and will protect the riparian corridor along Salmon Creek.
3. *Expenditure Plan Consistency*. That by its Resolution No. 2009-002 dated February 5, 2009 the Board of Directors of the Sonoma County Open Space Authority determined that the acquisition was consistent with the Authority's Expenditure Plan.

4. *Fair Market Value.* That by its Resolution No. 2009-002 dated February 5, 2009 the Sonoma County Open Space Authority determined that the acquisition price does not exceed fair market value of the open space interest being acquired.

5. *Authority to Sign Contracts.* That the President is authorized and directed to execute, on behalf of the District that certain agreement entitled “Deed and Agreement by and between [REDACTED] and the Sonoma County Agricultural Preservation and Open Space District Conveying a Conservation Easement,” and that certain agreement entitled “Riparian Preservation Agreement by and between [REDACTED] and the Sonoma County Agricultural Preservation and Open Space District,” together with the certificate of acceptance required by Government Code Section 27281.

6. *Escrow Instructions; Necessary Documents.* That the District’s Counsel is directed to prepare and deliver appropriate escrow instructions and other necessary documents to Old Republic Title Company to complete the transaction as described. The General Manager is authorized to sign all closing documents and to execute any other documents necessary to complete this transaction as described, including, without limitation, making any technical, non-substantive changes in closing documents with the prior approval of the District’s Counsel.

7. *Payment of Purchase Price and Costs of Escrow.* That at the request of the General Manager, the County Auditor shall draw a warrant or warrants against available funds in the County’s Open Space Special Tax Account in an amount not to exceed \$1,615,000 payable to Old Republic Title Company (Escrow No. 0812005021) for the proposed acquisition and in such other amounts necessary to close escrow and for associated transactional costs requested by the General Manager.

8. *Dedication.* That the conservation easement to be acquired is hereby dedicated to open space purposes pursuant to Public Resources Code Section 5540.

9. *California Environmental Quality Act.* That the project authorized by this resolution is exempt from the requirements of the California Environmental Quality Act (Public Resources Code Sections 21000 and following) because the acquisition is not a project as that word is defined in Section 15378 of Title 14 of the California Code of Regulations; alternatively is exempt pursuant to Section 15317 of Title 14 of the California Code of Regulations because the purpose of the acquisition is to maintain the open space character of the area; and alternatively is exempt pursuant to Section 15325(a), (b) and (c) of Title 14 of the California Code of Regulations because the purpose of the acquisition is to preserve the existing natural conditions, to allow continued agricultural use, and to restore the natural conditions, respectively.

10. *Notice of Exemption.* That, immediately upon the adoption of this resolution, the General Manager is directed to post and to maintain the posting of a notice of exemption pursuant to Public Resources Code Section 21152.

11. *Validation.* The agreement authorized by this resolution is a contract within the definition of Government Code Section 53511 and as such, any action challenging the validity of the contract including the source of funding for the consideration to be paid by this District must be commenced within sixty (60) days of the adoption of this resolution pursuant to Section 863 of the Code of Civil Procedure.

**DIRECTORS:**

<b>KELLEY</b>	<b>BROWN</b>	<b>ZANE</b>
<b>CARRILLO</b>	<b>KERNS</b>	
<b>AYES</b>	<b>NOES</b>	<b>ABSENT</b>
		<b>ABSTAIN</b>

**SO ORDERED.**