

**AMENDMENT NO. 1 TO THE IMPROVEMENT AGREEMENT  
FOR DENALI UNIT NO. 3, TRACT 4122, BETWEEN  
THE CITY OF MANTECA AND TH DENALI, LLC**

This Amendment No. 1 ("Amendment") to the Improvement Agreement for Denali Unit No. 3 (C2023-138), between the City of Manteca and TH Denali, LLC, is made and entered into this \_\_\_\_ day of \_\_\_\_\_ 2025, by and between the City of Manteca, a public body, corporate and politic ("City") and TH Denali, LLC ("Developer").

RECITALS

- A. On October 26, 2023, the City and Developer entered into an Improvement Agreement for Denali Unit No. 3, Tract 4122 (C2023-138) (the "Agreement") with an Estimated Total Cost of Improvements of \$4,492,891.29.
- B. After entering into the Improvement Agreement, there were revisions to the approved improvements that entitled the Developer to credits or reimbursements through the City's Public Facilities Implementation Plan Program.
- C. The Agreement does not include SCHEDULE B that identifies credits and reimbursements, nor does it reference Schedule B in the body of the Agreement.
- D. Considering the previous Recitals, the City and Developer desire to amend the Agreement to add Schedule B and reference to Schedule B, and provide credits and/or reimbursements to the Developer for installed improvements.

NOW THEREFORE, the City and Developer hereby agree as follows:

- 1. Add Subsection N to Section 1 of the Agreement which reads "Developer may receive credits and/or reimbursements for Public Facilities Implementation Plan improvements as specified in Schedule B, attached hereto".
- 2. Revise Section 18.A of the Agreement to read "The Reference Data, the Recitals, Schedule A and Schedule B are incorporated into, and made a part of, this Agreement".
- 3. Add Schedule B, as shown in Exhibit A to this Amendment, to the Agreement.
- 4. In the event of any inconsistencies between this Amendment and the Agreement, the terms of this Amendment shall govern. Except as otherwise provided in this Amendment, all other terms and conditions of the Agreement shall remain unchanged and continue in full force and effect, and the parties hereto reaffirm the terms and conditions of such Agreement.

*[signatures on following page]*

TO EFFECTUATE THIS AMENDMENT, each of the parties has caused this Amendment to be executed by its duly authorized representative as of the date set forth in the introductory paragraph on page 1 above.

**CITY OF MANTECA:**

\_\_\_\_\_  
Toni Lundgren,  
City Manager

**TH Denali, LLC:**

  
\_\_\_\_\_  
(Signature)

Tony Bosowski, Authorized Agent  
(Print Name & Title)

**ATTEST:**

\_\_\_\_\_  
Cassandra Candini-Tilton,  
Director of Legislative Services

**APPROVED AS TO FORM:**

\_\_\_\_\_  
Daniella Green,  
Assistant City Attorney

# EXHIBIT A

## SCHEDULE B

### Denali Unit No. 3

#### SECTION I

#### PUBLIC FACILITIES IMPLEMENTATION PLAN (P.F.I.P.)

- A) Developer shall pay or receive credit, as the case may be, for the Public Facilities Implementation Plan fees in existence at the time building permits are issued for those units within the existing Public Facilities Implementation Plan boundaries.

#### SECTION II

#### P. F. I. P. CREDITS AND REIMBURSEMENTS

##### 1) TRANSPORTATION SYSTEM

- A) City shall reimburse Developer its cost to install portions of the City's Transportation system, as shown on the improvement plans designated as Unit 3 Improvement Plans for Denali Subdivision, Manteca, California, as approved by the City Engineer and the subsequently approved additions/modifications to said plans. Said reimbursement shall be in the form of credit against P.F.I.P. Transportation Fees, for an amount up to, but not exceeding, the cost of installing said improvements. The credit will be given when building permits are issued for construction of residences within the Denali Subdivision. In the event the cost of installing said improvements exceeds the credited amount, the remainder shall be reimbursed after the following has occurred:
  - i) Building permits have been pulled on all available lots.
  - ii) Council accepts said improvements establishing the reimbursement priority (See Section III of this Schedule regarding establishment of reimbursement priorities);
  - iii) The City receives sufficient P.F.I.P. Transportation System Fee revenue from development occurring within the same P.F.I.P. Transportation Financing Zone to make the reimbursement;
  - iv) Council approves said reimbursement.

Reimbursement shall be given for the installation of the following P.F.I.P. Transportation System improvements.

# EXHIBIT A

## SCHEDULE B

Table 1: Transportation System P.F.I.P. Reimbursement

### McKinley Avenue/Woodward Avenue Roundabout

ITEM	QUANTITY	UNIT	UNIT COST	TOTAL
5.5" AC/10" AB Pavement	16,906	SF	\$8.10	\$136,938.60
Pavement Striping & Marking	1	LS	\$36,700.00	\$36,700.00
Curb/Gutter	346	LF	\$40.00	\$13,840.00
Median Curb	2,086	LF	\$43.00	\$89,698.00
Sidewalk	4,436	SF	\$8.55	\$37,927.80
Landscape and Irrigation	13,892	SF	\$17.44	\$242,276.48
Stamped Concrete	4,050	SF	\$13.00	\$52,650.00
ADA Ramps	8	EA	\$2,150.00	\$17,200.00
Truck Apron	3,103	SF	\$38.50	\$119,465.50
Truck Apron Curb	237	LF	\$13.20	\$3,128.40
Roadway Excavation	740	CY	\$10.50	\$7,770.00
Fine Grading	44,306	SF	\$1.25	\$55,382.50
Traffic Control	20	DAY	\$2,100.00	\$42,000.00
Erosion Control	1	AC	\$4,000.00	\$4,000.00
Remove Tree	8	EA	\$1,093.83	\$8,750.64
Relocate Fire Hydrant	1	EA	\$2,500.00	\$2,500.00
Reconstruct Survey Monument	1	EA	\$400.00	\$400.00
Raise Manhole to Grade	10	EA	\$1,278.32	\$12,783.20
Raise Water Valve to Grade	5	EA	\$818.47	\$4,092.35
Remove Existing Inlet	1	EA	\$1,000.00	\$1,000.00
McKinley Avenue/Woodward Avenue Roundabout Subtotal				\$888,503.47

### Woodward Turnouts and Widening

ITEM	QUANTITY	UNIT	UNIT COST	TOTAL
5.5" AC/10" AB Pavement	264	SF	\$8.10	\$2,138.40
Street Fine Grading	1,811	SF	\$1.25	\$2,263.75
6" Vertical Curb and Gutter	269	LF	\$40.00	\$10,760.00
Bus Turnout	1,413	SF	\$10.55	\$14,907.15
Remove Existing Curb and Gutter	14	LF	\$14.10	\$198.81
Remove Existing Landscape	2,213	SF	\$2.00	\$4,426.00
Replace Existing Landscape	1,226	SF	\$8.00	\$9,808.00
Relocate Existing Irrigation Structures	3	EA	\$450.00	\$1,350.00
Relocate Existing Irrigation Mainline	248	EA	\$75.00	\$18,600.00
Traffic Control	10	DAY	\$2,100.00	\$21,000.00
Street Light Conduit Relocation	1	LS	\$13,048.20	\$13,048.20
Engineering and Surveying	1	LS	\$12,175.00	\$12,175.00
Woodward Turnouts and Widening Subtotal				\$110,675.31

**Total Transportation Facilities System P.F.I.P. Reimbursement \$999,178.78**

# EXHIBIT A

## SCHEDULE B

### SECTION III

1) REIMBURSEMENT PRIORITY:

- A) Reimbursement priority shall be based upon the date of acceptance of the improvements by Council. When reimbursable P.F.I.P. improvements are accepted by Council, the Developer's name and the amount of the reimbursement will be added to the bottom of the list of reimbursements for the perspective Financing Zone. Developer will progress to the top of the list as each higher prioritized subdivider is reimbursed in full.
- B) In the event Subdivider desires to exchange credits for cash reimbursement, the exchange must be approved by Council.