

Location:	Brooklyn Basin (formerly known as “Oak to 9 th Avenue); specifically Parcel M
Assessor’s Parcel Number:	018 043000114
Proposal:	Final Development Permit (FDP) for the construction of nine buildings totaling 87 units on an approximately 2.46-acre site. Each building will be four stories and consist of nine to twelve units.
Applicant:	Signature Development Group; Frank Flores
Phone Number:	(510) 715-3892 or fflores@signaturedevelopment.com
Owner:	Zarsion OHP I, LLC
Case File Number:	PUD06010-R02-PUDF03
Planning Permits Required:	Final Development Permit (FDP) and compliance with CEQA
General Plan:	Planned Waterfront Development-4 (PWD-4)
Zoning:	Oak to Ninth District (D-OTN-4)/S-14
Environmental Determination:	Final EIR certified on January 20, 2009 The Final EIR may be reviewed on the City website at: https://www.oaklandca.gov/documents/ceqa-review
Historic Status:	Potentially Designated Historical Property (PDHP) – C3
City Council District:	2; Nikki Fortunato Bas
Status:	Under Review
Staff Recommendation:	Approve the development application.
Finality of Decision:	Appealable to City Council
For Further Information:	Contact Case Planner: Christopher Tan at (510) 504-7243 or by email at ctan@oaklandca.gov or Malinda Lim at (951) 756-4874 or by email at mlim@interwestgrp.com

SUMMARY

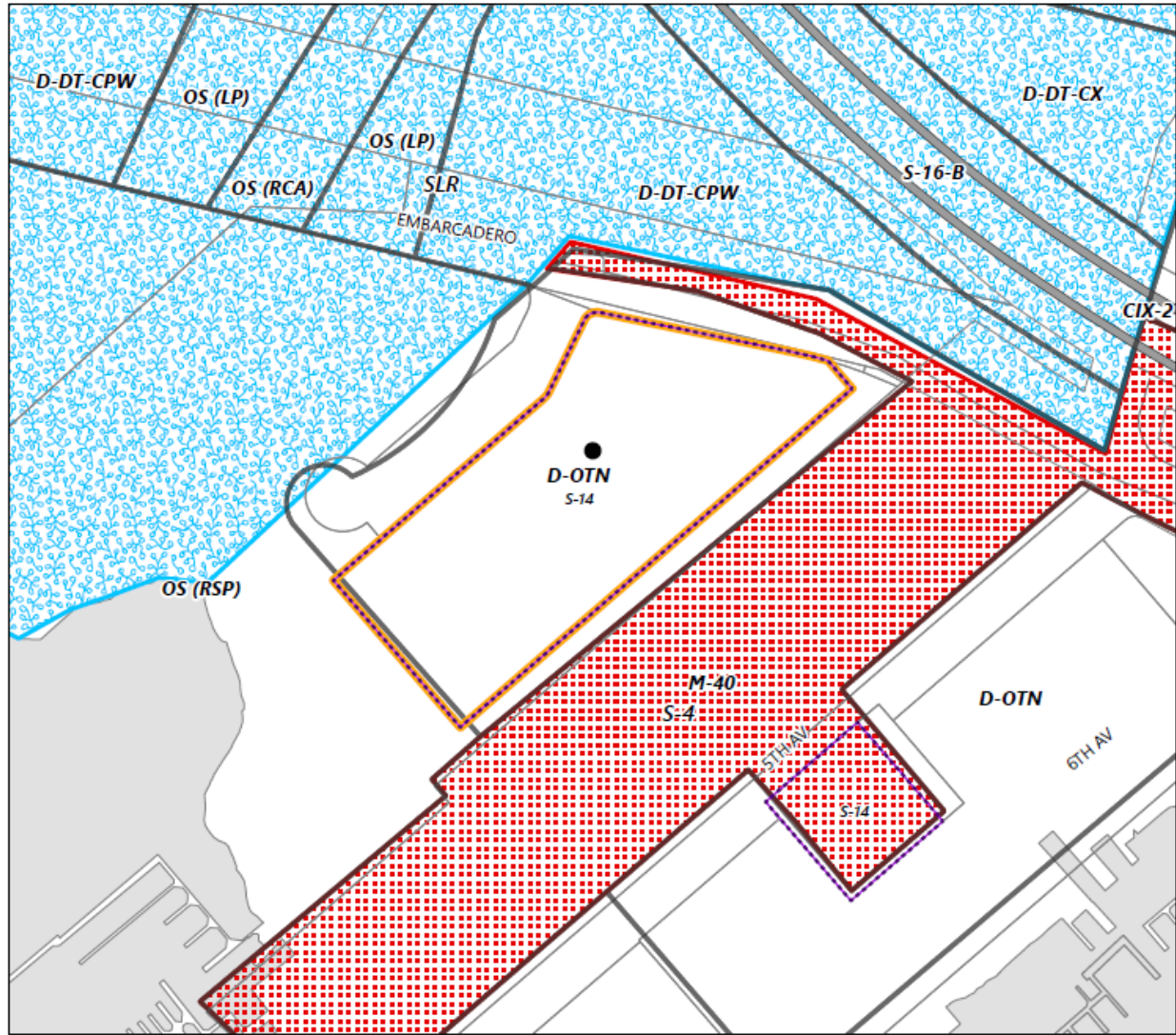
The proposed project is part of Phase 4 of the Brooklyn Basin (formerly known as “Oak to 9th Ave”) Planned Unit Development (PUD). The Final Development Permit (FDP) for Parcel M involves construction of nine (9) buildings totaling 87 residential units on the approximately 2.46-acre site. Each building will be four (4) stories tall and consist between nine (9) to twelve (12) units. Parcel M is located between Channel Park and the Lands of Silvera. The parcel is accessible from 4th Avenue via Embarcadero.


As detailed below, staff finds that the project meets the required Findings. Therefore, staff recommends approval of the project subject to the Brooklyn Basin PUD Conditions of Approval (**Attachment B**).


PROPERTY AND NEIGHBORHOOD DESCRIPTION

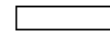
The Brooklyn Basin Development encompasses 64 acres south of Embarcadero and Interstate 880 (I-880), along the Oakland Estuary waterfront south of the Lake Merritt Channel. The property was industrial park and has a historic waterfront. A mix of parks, residential, retail, commercial, and civic uses make up the development. Parcel M, the project site, will only consist of residential uses and is separated from other residential and commercial parcels of Brooklyn Basin.

CITY OF OAKLAND PLANNING COMMISSION



 Site Boundary

 S-14 Housing Sites
Combining Zone

 Feet
100



Case File: PUD06010-R02-PUDF03
Applicant: Signature Development Group
Address: 401 Embarcadero (Brooklyn Basin Parcel M)
Base Zone(s): D-OTN
Combining Zone(s): S-14

BACKGROUND

The Brooklyn Basin PUD was approved by the Planning Commission on March 15, 2006 with a Development Agreement executed on July 18, 2006 by the City Council. Final entitlements included the construction of up to 3,100 residential units, 200,000 square feet of ground-floor commercial space, a minimum of 3,950 parking spaces, 29.9 acres of parks and public open space, two renovated marinas (with a total of 170 boat slips), and an existing wetlands restoration area were granted in 2009. All existing buildings on the site have been demolished with the exception of a portion of the 9th Avenue Terminal shed building and the Jack London Aquatic Center. More recently, in 2023, the City approved amendments to the Brooklyn Basin entitlements to allow for construction of up to 3,700 residential units.

As noted above, Parcel M is located within Phase 4 of the Brooklyn Basin PUD. At this time, the Phase 1 and Phase 2 Final Maps have been recorded, horizontal infrastructure improvements constructed, and Final Development Permits issued for all parks, Parcel A, Parcel B, Parcel C, Parcel D, Parcel F, Parcel G, Parcel H, and Parcel J.

It should be noted that the Brooklyn Basin Master Developer (Master Developer) has submitted a separate application to the City to amend the Development Agreement, the General Plan Designation, and the underlying zoning district to allow for residential development on Parcel N of Brooklyn Basin. City staff is conducting environmental analysis of that application and will later consider the merits of the project. It should be noted that the Master Developer application does not impinge on rights to apply for and be granted FDPs at this time that comply with the existing entitlements.

The following provides a summary of the status of the Brooklyn Basin project:

Table 1: Summary of Recent Brooklyn Basin Milestones

Milestone	Requirement	Status
Land Use Entitlements (DA, PUD/PDP, GPA, Rezone, EIR)	Oakland Municipal Code	Initial (challenged) approval 7/18/2006; Final approval 1/2009
Phase 1 Soil remediation (grading/surcharge permits)	EIR MM H, Prior to issuance of site development building permits	Activities completed 2014
Affordable Housing Developer Selection	DA Exhibit L, Section 4: proposal to City within one year of acquisition of Sites F, T and G	MidPen selected by Master Developer and approved by City Housing Department in 2015
Phase 1 Final Map	TTM, DA	FM7621 Approved May 2015
Phase 1 Infrastructure FDP and construction permits	Zoning regulations	Approved 2015; Complete; Delivery expected with delivery of Phase 1 vertical development

Township Commons Park FDP	DA and PUD	Approved December 2015, BCDC confirmation May 2016
Phase 2 Infrastructure FDP	Brooklyn Basin PUD	Approved 2017; Under construction; Delivery expected with delivery of Phase 2 vertical development
Parcel B Building Permits issued	PUD, FM7621	Approved September 2016, Received TCO July 2019 and approximately 20% leased/occupied
Parcel C FDP approved	PUD, FM7621	FDP approved August 2017, Construction started April 2019
Phase 2 Final Map	PUD, TTM7621	Recorded June 2017
Parcel F FDP approved	Brooklyn Basin PUD	FDP approved November 2017; Construction started December 2019
All Parks FDPs approved	Brooklyn Basin PUD	Approved August 2017
Parcel G FDP approved	Brooklyn Basin PUD	Approved March 2019
Parcel A FDP approved	Brooklyn Basin PUD	FDP approved June 2019, Building permits submitted November 2019
Parcel J FDP approved	Brooklyn Basin PUD	Approved December 2019, building permits submitted December 2019
Parcel H FDP approved	Brooklyn Basin PUD	Approved March 2020
Parcel D FDP approved	Brooklyn Basin PUD	Approved March 2021
Parcel E FDP approved	Brooklyn Basin PUD	Approved October 2022
DA amendment application submittal, September 2018	Planning Code Chapter 17.138	Brooklyn Basin Marina Expansion DSEIR published on June 11, 2021
Brooklyn Basin Marina Expansion Project	<ul style="list-style-type: none"> • Certification of the SEIR • General Plan Amendment • Zoning Text Amendment • Development Agreement Amendment • PUD Amendment • Revisions to Conditions of Approval 	Approved by City Council in May 2023

PROJECT DESCRIPTION

The proposed Parcel M project includes 87 residential units split between nine (9) buildings. Each building will consist of four (4) stories. Plans, elevations, and illustrations are provided in **Attachment A** to this report. In general, the proposed plans include the following characteristics:

- **Style:** The proposed residential development includes stylistic references to a mix of modernist lines and industrial elements including wood siding, metal panels, and concrete tiles.
- **Site Planning:** The proposed FDP includes 9 detached buildings with nine (9) to twelve (12) units per building.
- **Unit Types:** Parcel M proposes four (4) unit floor plans ranging from 1,214 square feet to 1,434 square feet. These floor plans offer between two to three bedrooms depending on the floor plan of home.
- **Parking:** There are 142 private garage spaces and eight (8) visitor surface spaces for a total of 150 on-site parking spaces.
- **Open Space:** The proposed FDP includes a combination of open space, private balconies and ground floor porches. Each unit will have a private balcony, and two (2) paseos comprise shared open space.

GENERAL PLAN ANALYSIS

The Brooklyn Basin project site is in the Planned Waterfront Development-4 (PWD-4) Estuary Policy Plan (EPP) land use designation (the Estuary Policy Plan is the General Plan for the area that includes Brooklyn Basin). The intent of the PWD-4 land use designation is to “provide for the transition of underutilized industrial land to public parks and open space, commercial/retail, multifamily residential, cultural and civic uses. Improve public access to the waterfront by providing additional public parks and open space areas and a waterfront trail.” In terms of desired character, future development should “create a new mixed-use residential, commercial/retail, recreational neighborhood in the areas south of the Embarcadero. New parks and open space areas will provide public access to the Estuary and will continue the series of waterfront parks and the San Francisco Bay Trail. Civic and cultural uses may be incorporated into the development. Two existing marinas will be renovated to enhance boating and marine related uses in the area.”

The original master planned Brooklyn Basin PUD had a maximum allowed intensity of 50 residential units per gross acre over the entire 64.2 planning area included in the PWD-4 land use classification, and approximately 200,000 square feet of commercial development. With the approval of the Brooklyn Basin Marina Expansion Project in May 2023, the PWD-4 land use classification increased to 58 dwelling units per gross acre. This increased the allowable number of residential units by 600, to a maximum of 3,700 residential units. As part of the expansion entitlement, Parcel M was allotted two (2) towers, however, this is not proposed for this FDP at this time. Currently, the total count for dwelling units approved under Final Development Permits is 2,512 (Parcels A, B, C, D, E, F, G, H, and J). The applicant has submitted revisions to the Parcel H FDP and this will come before the Planning Commission in early 2025 for review.

The following is an analysis of how the proposed project meets applicable EPP objectives (staff analysis in indented, italicized text below each objective):

- Objective LU-1: Provide for a broad mixture of activities within the Estuary area.
 - *The proposed development would deliver residential units that will intensify and support the Brooklyn Basin area and complement park and recreation uses along the Oakland Estuary waterfront.*
- Objective LU-2: Provide for public activities that are oriented to the water.
 - *Each unit will have a balcony for private open space. The units along 4th Avenue and Channel Park have balconies which will provide views of the waterfront. Pedestrian pathways throughout Parcel M will connect to the Oakland Waterfront Trail/ Bay Trail. In addition, the development is set back from the waterfront, allowing the views and experience of the waterfront to dominate the setting. These strong visual and physical connections to the waterfront will enhance the experience of the waterfront for both residents and the public.*
- Objective LU-3: Expand opportunities and enhance the attractiveness of the Estuary as a place to live.
 - *The proposed project will provide housing in a new neighborhood in a desirable location, supporting the socio-economic diversity of Oakland that makes it an attractive and desirable place to live.*
- Objective LU-4: Develop the Estuary area in a way that enhances Oakland’s long-term economic development.
 - *The proposal will deliver residential development that will intensify and support new uses in the Brooklyn Basin area and complement park and recreation uses, as well as commercial uses, along the Oakland Estuary waterfront.*
- Objective LU-5: Provide for the orderly transformation of land uses while acknowledging and respecting cultural and historical resources.
 - *The proposed residential project would meet the PWD-4 goals by providing new uses to underutilized sites. The project is an important piece of the larger Brooklyn Basin project, which is transforming and improving the Oakland Estuary waterfront for public recreational, residential and commercial use. As part of the Brooklyn Basin PUD, the master developer is retaining, restoring, and occupying a portion of the historic 9th Avenue Terminal for historic interpretive, recreational, and commercial uses.*

The Project would be consistent with this General Plan classification.

Race and Equity General Plan Compliance

In September 2023, the City of Oakland adopted an Environmental Justice element as part of Phase 1 of the General Plan update (EJ Element), which constitutes the baseline against which the Race and Equity Impact Assessment for this project is determined. The EJ Element “serves as the foundation for achieving equity and environmental justice when planning for future growth and development in Oakland.” The EJ Element identifies communities that are disproportionately

impacted by environmental justice issues and proposes goals, policies, and objectives to reduce the unique or compounded health risks in these communities. It also contains a comprehensive table of actions to achieve those goals and objectives, many of which have already been implemented.

The project would be consistent with goals and policies outlined in the Environmental Justice Element including, but not limited to, the following:

- EJ-1.12 Construction Site Impacts. Through standard conditions of project approval, code enforcement, and other regulatory mechanisms, require new development to minimize disturbances of natural water bodies and natural drainage systems caused during construction and to implement measures to protect areas from road dust, erosion, and sediment loss.

Finding: The Brooklyn Basin PDP Conditions of Approval (COAs) apply to this FDP. Reduction of impacts due to site construction were included as part of the COAs and Mitigation Measures for the Brooklyn Basin PDP.

- EJ-7.9 Enhancing Access to Parks. Pursue strategies that increase community access to parks and recreational facilities, including expanding joint use agreements with schools and educational institutions; removing of physical barriers to access (ex: fences); and providing a choice of legible routes to and from park areas through the installation of new or improved multi-use shared paths, wayfinding, and signage.

Finding: The site layout has internal pathways which directly connect to the Bay Trail, Channel Park, and other areas of the Brooklyn Basin development.

- SF-8.2 Emergency Services Review. Continue to engage the police and fire departments in the development review process to ensure that projects are designed and operated in a manner that minimizes the potential for public safety and fire hazards and maximizes the potential for responsive police and fire services.

Finding: The Brooklyn Basin PDP was reviewed by the Oakland police and fire departments prior to approval. This FDP is a refinement of Parcel M of the Brooklyn Basin PDP. For this FDP, the project plans were reviewed by the Oakland Fire Department for compliance with State and City standards to ensure public safety and minimize any potential fire hazards.

ZONING ANALYSIS

The Project site is located within the Oak to Ninth Zoning District (D-OTN). The intent of this district is to provide mid-rise and high-rise housing opportunities together with ground-floor retail and commercial uses. Future development is to be set back from the waterfront and address compatibility between residential and nonresidential uses and reflect a variety of housing and

business types. The following discussion outlines the purpose of the D-OTN regulations, with staff analysis provided below in the italicized text:

- Encourage the creation of a mixed-use district that integrates a combination of residential, commercial, public open space and civic uses.
 - *The proposed project is a residential development that will diversify living opportunities in the neighborhood.*

- Establish development standards that allow residential, commercial, public open space and civic activities to compatibly co-exist.
 - *The proposed project is subject to and generally meets the development and other standards under the D-OTN Zone and the PWD-4 standards for density, height, setbacks, outdoor open space and parking, and is compatible with the site and surrounding area.*

- Provide a balance of private development and public open space with convenient access to public open space and the waterfront.
 - *The residential project is the only parcel within Brooklyn Basin separated from the majority of the Brooklyn Basin PUD and conveniently located at the corner of 4th Avenue and Embarcadero and overlooks Channel Park and the estuary.*

- Improve access to the waterfront and recreational opportunities along the waterfront including boat launches and marinas.
 - *The proposal is part of the Brooklyn Basin PUD which includes infrastructure improvements such as marinas and boat launch areas for public use along the Oakland Estuary.*

- Encourage quality and variety in building and landscape design as well as compatibility in use and form.
 - *The proposal is designed to be visually interesting and differentiated from the planned projects for the remaining parcels with residential uses in order to provide variety within the PUD. The design and materials incorporate industrial components to pay homage to the history of the site. The proposed landscaping is intended to provide connectivity between the public and private realms.*

The project’s compliance with the underlying regulatory framework is outlined below:

Table 2: D-OTN Zoning Standards

Development Standard	D-OTN Requirement	Proposed	Analysis
Permanent Residential Activity	Permitted	Permanent Residential Activity	Complies

Building Height	86 feet or up to 240 feet for towers	54 feet	Complies
Open Space - Residential	150 sq. ft. per unit of private usable open space 87 x 150 sq. ft. = 13,050 sq. ft.	17, 682 sq. ft. of private open space	Complies
Bicycle Parking	Short Term (Visitors) 1 per 20 units (2 min.) 87/20 = 5 spaces Long-Term (Multifamily with private garage for each unit) No spaces required	5 bicycle stalls (exterior) at main entrance	Complies
Trash/Recycling Storage Areas	Trash 4.3 cu. ft./unit = 375 cu. ft. Recycle 2 cu. ft./unit = 174 cu. ft.	96Gal + 64Gal + 64Gal container per unit Trash 12.8 cu. ft. =1,114 cu. ft. Recycle 8.5 CU FT =739 cu. ft. Compost 8.5 cu. ft. =739 cu. ft.	Complies

The project site is also within the S-14 Housing Sites Combining Zone. This zone applies to all sites identified on the housing sites inventory included in the 2023-2031 Housing Element, to ensure that sites within the S-14 Zone are developed with residential uses. As proposed, the project is in compliance with the S-14 Zone.

Design

Issues With Design Guidelines

Parcel M is separated from the other residential areas within the Brooklyn Basin development and is surrounded by public areas on all sides of the parcel boundary. The project complies with the underlying zoning regulations. Staff reviewed the proposed project against the Brooklyn Basin Design Guidelines (BBDG) and worked with the applicant to refine the proposed residential design for the project site. See **Attachment D** for a compliance matrix of Parcel M to the BBDG.

The BBDG identifies the type of building façade and street frontage for each property boundary of the parcel and what is expected for that type of frontage. Due to this, the building facades facing Embarcadero and the future 4th Avenue and surrounding park areas should be designed with a level of building articulation, high-quality materials, and careful detailing as is reflective of the project’s highly prominent location along the Oakland waterfront. The project meets the applicable design guidelines, however, the design of the buildings could be refined as detailed in the compliance matrix.

CALIFORNIA ENVIRONMENTAL QUALITY ACT

The City Council certified an Environmental Impact Report (EIR) for the existing project approvals on January 20, 2009. The Oak to Ninth Avenue Project Environmental Impact Report [SCH No. 2004062013] is available to the public at the Planning Bureau offices and on the web at: <https://www.oaklandca.gov/resources/current-environmental-review-ceqa-eir-documents-2011-present>. Staff has determined that no new information about the site, changes to the project, or circumstances under which the project would be undertaken have occurred that would require subsequent or supplemental environmental review for the proposed Parcel M FDP.

In accordance with CEQA, the City reviewed and analyzed the proposed project changes and other relevant information to determine whether circumstances requiring the preparation of a subsequent or supplemental EIR exist. Based upon available information, the City has determined that none of those circumstances are present. Because the FDP and related permits represent a refinement of, and not a substantive change to, the approved project, no further environmental review is required. None of the circumstances that require a supplemental or subsequent EIR pursuant to Public Resources Code Section 21166 or CEQA Guidelines Section 15162 have occurred. Specifically:

- There are no substantial changes proposed in the project which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects;
- There are no substantial changes with respect to project circumstances which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects; and
- There is no new information of substantial importance which would result in new significant environmental effects, a substantial increase in the severity of previously identified significant effects, previously infeasible mitigation measures or alternatives now found to be feasible, or new mitigation measures or alternatives which are considerably different from previous ones that would substantially reduce environmental effects.

Here, based upon available information, the City believes that none of the circumstances described above have occurred since 2009 and, therefore, no subsequent or supplemental environmental review is required under CEQA.

RECOMMENDATIONS:

The proposed Brooklyn Basin Parcel M FDP is consistent with the previously approved PDP Staff finds the proposed project to meet the Brooklyn Basin Design Guidelines and recommends approval. Staff specifically recommends that the Planning Commission:

1. Pursuant to CEQA Guidelines Section 15162, and based on the attached findings (and incorporated herein by reference), rely on the Oak to Ninth Avenue

Project EIR, inclusive, as adequate under CEQA for analysis of the Brooklyn Basin Parcel M Final Development Permit;

2. Approve the Brooklyn Basin Parcel M Final Development Permit.

Prepared by:

Malinda Lim

Malinda Lim, Contract Planner

Reviewed by:

Catherine Payne

Catherine Payne
Development Planning Manager

Approved for forwarding to the
City of Oakland Planning Commission:

Edward Manasse

Edward Manasse, Deputy Director
Bureau of Planning

ATTACHMENTS:

- A. Findings for Approval
- B. Conditions of Approval (not attached, rely on previously adopted Conditions of Approval and CEQA Mitigation Measures related to case file PUD06010, inclusive)
- C. Brooklyn Basin Parcel M Plans, dated December 12, 2024
- D. Brooklyn Basin Design Guidelines Compliance Matrix
- E. Oak to Ninth Environmental Impact Report Link:
<https://www.oaklandca.gov/resources/current-environmental-review-ceqa-eir-documents-2011-present>
- F. Background Documents:
 - a. D-OTN Zoning District Regulations (formerly Planned Waterfront Zoning District (PWD-4) Oak-to-Ninth Mixed Use Development Project)
 - b. Brooklyn Basin – Oak to 9th Preliminary Development Plan, October 2006, and Oak to 9th Brooklyn Basin Design Guidelines, November 2006
 - c. Conditions of Approval, 2006
 - d. Master Creek Permit Conditions of Approval (2016)

ATTACHMENT A
FINDINGS FOR APPROVAL

CALIFORNIA ENVIRONMENTAL QUALITY ACT

The City Council certified an Environmental Impact Report (EIR) for the existing project approvals on January 20, 2009. The Oak to Ninth Avenue Project Environmental Impact Report [SCH No. 2004062013] is available to the public at the Planning Department offices and on the web at: <https://www.oaklandca.gov/resources/current-environmental-review-ceqa-eir-documents-2011-present>

Staff has determined that no new information about the site, changes to the project, or circumstances under which the project would be undertaken have occurred that would require subsequent or supplemental environmental review for the proposed minor revision to the Parcel E FDP. In accordance with CEQA, the City reviewed and analyzed the proposed project changes and other relevant information to determine whether circumstances requiring the preparation of a subsequent or supplemental EIR exist. Based upon available information, the City has determined that none of those circumstances are present. Because the FDP and related permits represent a refinement of, and not a substantive change to, the approved project, no further environmental review is required. None of the circumstances that require a supplemental or subsequent EIR pursuant to Public Resources Code Section 21166 or CEQA Guidelines Section 15162 have occurred. Specifically:

- There are no substantial changes proposed in the project which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects;
- There are no substantial changes with respect to project circumstances which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects; and
- There is no new information of substantial importance which would result in new significant environmental effects, a substantial increase in the severity of previously identified significant effects, previously infeasible mitigation measures or alternatives now found to be feasible, or new mitigation measures or alternatives which are considerably different from previous ones that would substantially reduce environmental effects.

Here, based upon available information, the City believes that none of the circumstances described above have occurred since 2009 and, therefore, no subsequent or supplemental environmental review is required under CEQA.

FINDINGS

Planned Waterfront District-4 (PWD-4)

Findings for FDP

“The Planning Commission shall approve the Final Development Plan if it makes written findings that the Final Development Plan is in substantial conformance with the Preliminary Development Plan; Oak to Ninth Design Guidelines, Planned Waterfront Zoning District-4 (PWD-4) Regulations, the Open Space-Region Serving Park (OS-RSP) zoning regulations, the Civic Center/Design Review Combining Zone (S-2/S4) regulations, Vesting Tentative Tract Map No. 7621, Conditions of Approval, Mitigation Monitoring Reporting Program, and the Development Agreement...”

As demonstrated throughout this staff report, the Brooklyn Basin Parcel M Final Development Permit is consistent with the Preliminary Development Plan, the intent of the Oak to Ninth Design Guidelines, and the Planned Waterfront District (PWD-4/D-OTN-4) zoning regulations, the Conditions of Approval, the MMRP, and the Development Agreement. As noted in this report, the FDP is a refinement of the PDP and includes only non-substantive changes intended to carry out the Oak to Ninth project approvals and refine the design of Parcel M development.

ATTACHMENT B
CONDITIONS OF APPROVAL

(NOT ATTACHED, RELY ON PREVIOUSLY ADOPTED CONDITIONS OF APPROVAL
AND CEQA MITIGATION MEASURES RELATED TO CASE FILE PUD06010, INCLUSIVE)

***CONDITIONS OF
APPROVAL***

ATTACHMENT C

**BROOKLYN BASIN PARCEL M PLANS DATED DECEMBER 12, 2024
(PROVIDED AS A SEPARATE FILE ATTACHMENT TO THIS REPORT)**

PROJECT PLANS

ATTACHMENT D

BROOKLYN BASIN DESIGN GUIDELINES COMPLIANCE MATRIX
(PROVIDED AS A SEPARATE FILE ATTACHMENT TO THIS REPORT)

***COMPLIANCE
MATRIX***

ATTACHMENT E

OAK TO NINTH ENVIRONMENTAL IMPACT REPORT

<https://www.oaklandca.gov/resources/current-environmental-review-ceqa-eir-documents-2011-present>

***ENVIRONMENTAL
IMPACT REPORT***

ATTACHMENT F

BACKGROUND DOCUMENTS
(PROVIDED AS A SEPARATE FILE ATTACHMENT TO THIS REPORT)

***BACKGROUND
DOCUMENTS***