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OFFICE OF THE CITY CLERK
OAKLAND

2016 JUN 17 AM 9:17

APPROVED AS TO FORM AND LEGALITY:


Deputy City Attorney

OAKLAND CITY COUNCIL
86267
RESOLUTION No. _____ C.M.S.

A RESOLUTION AUTHORIZING THE ASSIGNMENT OF AN EXCLUSIVE NEGOTIATION AGREEMENT ("ENA") WITH TB2 RETAIL COMPLEX, LLC RELATING TO THE DEVELOPMENT OF CITY-OWNED PROPERTY LOCATED AT 2100 TELEGRAPH AVENUE TO W/L TELEGRAPH OWNER, LLC, OR A RELATED ENTITY; AND AUTHORIZING A SIX-MONTH EXTENSION TO THE TERM OF THE ENA, AND AUTHORIZING EXTENSIONS OF PERFORMANCE DEADLINES, RELYING ON A CALIFORNIA ENVIRONMENTAL QUALITY ACT ("CEQA") EXEMPTION PURSUANT TO SECTIONS 15262, 15306 AND SECTION 15061(B)(3) OF THE CEQA GUIDELINES

WHEREAS, the City of Oakland (the "City") owns approximately 74,000 square feet or 1.76 acres of property located at 2100 Telegraph Avenue, Oakland, California (the "Property"), which is improved with a two-story public parking structure that includes 351 parking spaces (the "City Garage"); and

WHEREAS, on March 26, 2015, pursuant to Resolution No. 85220 C.M.S. dated October 21, 2014, the City and TB2 Retail Complex, LLC ("TB2"), a California limited liability company comprised of the Strategic Urban Development Alliance ("SUDA") and Hensel Phelps Construction Company ("HPCC"), executed an Exclusive Negotiation Agreement ("ENA") for development of a mixed-use project on the Property, consisting of at least 250 rental residential units (with 15 percent of the units to be affordable to low and moderate income households), approximately 220 residential parking spaces, at least 15,000 square feet of ground floor retail, and a new public garage to replace the current City Garage on the Property (the "Original Project"); and

WHEREAS, in November 2015, TB2 submitted a request for (1) an assignment of the ENA from TB2 to W/L Telegraph Owner, LLC ("WL"), or a related entity, a joint venture partnership comprised of TB2 and Lane Partners/Walton Street Capital Partners for development of a mixed-use office/retail project with a potential residential component in a second phase (the "New Project"), and (2) an amendment of the ENA to extend the ENA term six months, from 24 to 30 months from October 21, 2016 to April 21, 2017, and (3) an extension of certain performance deadlines; and

WHEREAS, WL proposes to acquire, by sale or long term lease, the Property from the City for development of the New Project; and

WHEREAS, the City desires to assign the ENA to WL or a related entity, as the prospective developer, and provide for additional time for the preliminary feasibility study and exclusive negotiations of the proposed New Project, with the understanding that such study and negotiations do not constitute a binding commitment on the part of the City to the proposed New Project or WL for the Property; and

WHEREAS, the requirements of the California Environmental Quality Act ("CEQA") and the CEQA guidelines as prescribed by the Secretary of Resources have been satisfied; now therefore be it

RESOLVED: That the City Administrator or designee is hereby authorized to 1) assign the ENA to WL, or a related entity; (2) extend the term of the ENA by 6 months, from October 21, 2014 to April 21, 2017, with an administrative option, at the sole and absolute discretion of the City Administrator or designee, to extend the ENA term by an additional 6 months from April 21, 2017 to October 21, 2017 and (3) extend certain performance deadlines; and be it further

RESOLVED: That the City finds and determines, after independent review and consideration, that this action complies with CEQA because the assignment of the ENA, extension of the ENA term and extending certain performance deadlines are exempt from CEQA pursuant to Sections 15262 (feasibility and planning studies), 15306 (information collection) and Section 15061(b)(3) (general rule) of the CEQA Guidelines; and be it further

RESOLVED: That the City Administrator or designee shall cause to be filed with the County of Alameda a Notice of Determination and/or Exemption for this action; and be it further

RESOLVED: That the City Administrator or designee is further authorized to take whatever action is necessary with respect to the assignment of the ENA term, extension of the ENA term and extending certain performance deadlines consistent with this Resolution and its basic purposes; and be it further

RESOLVED: That all documents necessary to effect the assignment of the ENA, extension of the ENA term and extending certain performance deadlines pursuant to this Resolution shall be reviewed and approved by the City Attorney, and copies shall be placed on file with the City Clerk.

IN COUNCIL, OAKLAND, CALIFORNIA, JUL 05 2016, 2016

PASSED BY THE FOLLOWING VOTE:

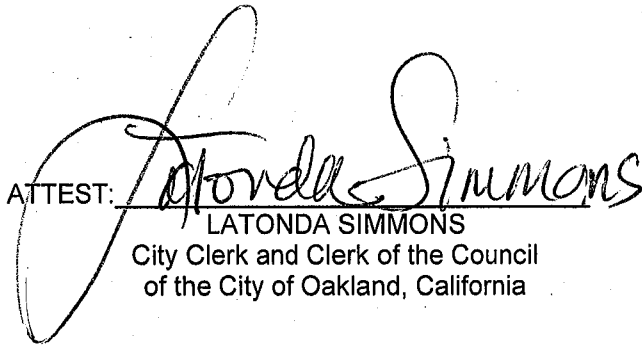
AYES- BROOKS, CAMPBELL WASHINGTON, GALLO, GUILLEN, KALB, ~~KAPLAN~~, REID AND
PRESIDENT GIBSON McELHANEY -7

NOES- 0

ABSENT- Kaplan-1

ABSTENTION- 0

ATTEST:


LATONDA SIMMONS
City Clerk and Clerk of the Council
of the City of Oakland, California