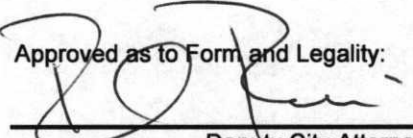


2014 JUL 10 PM 12:38

Approved as to Form and Legality:

Deputy City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. 85137 C.M.S.

A RESOLUTION AUTHORIZING AN EXCLUSIVE NEGOTIATING AGREEMENT FOR A PERIOD OF ONE YEAR WITH THE OPTION TO EXTEND ADMINISTRATIVELY FOR 90 DAYS WITH HARRISON TDP PARTNERS, LLC, TO DEVELOP A MIXED-USE PROJECT ON CITY-OWNED PROPERTIES AT 2315 VALDEZ STREET AND 2330 WEBSTER STREET

WHEREAS, the City owns approximately 1.42 acres of property located on the block bounded by Webster Street to the west, 23rd Street to the south, Valdez Street to the east, and 24th Street to the north (the "Property"); and

WHEREAS, Harrison TDP Partners, LLC ("Harrison TDP"), a limited liability company that consists of Thompson Dorfman, Madison Harrison Bay LLC and Masri Family Limited Partnership A, LP, submitted a proposal to purchase the Property and develop a mixed-use project on the Property with a total of approximately 250 residential units with at least fifty below-market rate units for very low income households, at least 15,000 square feet of retail, and approximately 350 parking spaces, a portion of which will be public parking (the "Project"); and

WHEREAS, Harrison TDP proposes to acquire the Property and provide the City with an option to repurchase for development cost a certain number of new parking spaces in the garage to be built at the Property; and

WHEREAS, the City and Harrison TDP, as the prospective developer, wish to enter into a period of preliminary study and exclusive negotiations over the proposed Project, understanding that this does not constitute a binding commitment on the part of the City to any project or developer for the Property; now, therefore, be it

RESOLVED: That the City hereby authorizes the City Administrator or his/her designee to negotiate and enter into an Exclusive Negotiating Agreement ("ENA") with Harrison TDP for the purposes of studying and evaluating the feasibility of, and negotiating terms and conditions for, the transfer of the Property, its development for retail, residential, public parking and other uses, and the City option to repurchase a certain number of public parking spaces developed as part of the Project, and conducting California Environmental Quality Act ("CEQA") review and approval; and be it

FURTHER RESOLVED: That the exclusive negotiating period will be for twelve months from the date of this Resolution, with the option by the City to extend said period by an additional 90 days with the approval of the City Administrator or his/her designee in his/her sole discretion; and be it

FURTHER RESOLVED: That the City shall require payment of a \$25,000 Project Expense Payment by Harrison TDP for purposes of reimbursing City for its staff costs and third party expenses; and be it

FURTHER RESOLVED: That the \$25,000 nonrefundable Project Expense Payment from Harrison TDP will be appropriated to Miscellaneous Capital Projects Fund (Fund 5999) and a project to be created; and be it

FURTHER RESOLVED: That the ENA shall be reviewed and approved as to form and legality by the City Attorney's Office prior to execution; and be it

FURTHER RESOLVED: That the City finds and determines, after independent review and consideration, that this action complies with CEQA because it is exempt from CEQA pursuant to Section 15262 (feasibility and planning studies), Section 15306 (information collection) and Section 15061(b)(3) (general rule) of the CEQA Guidelines; and be it

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

FURTHER RESOLVED: That the City Administrator or his/her designee is further authorized to negotiate and enter into agreements and take whatever action is necessary with respect to the ENA and the Project, consistent with this Resolution and its basic purposes.

IN COUNCIL, OAKLAND, CALIFORNIA, JUL 29 2014

PASSED BY THE FOLLOWING VOTE:

AYES - BROOKS, GALLO, GIBSON, McELHANEY, KALB, KAPLAN, ~~REID~~, SCHAAF, and PRESIDENT KERNIGHAN *Reid*

NOES - \emptyset
ABSENT - \emptyset
ABSTENTION - \emptyset

ATTEST: *LaTonda Simmons*
LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California