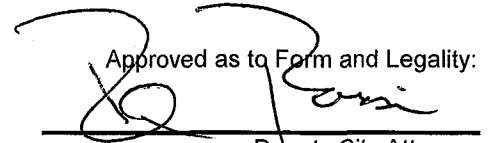


2016 DEC -9 AM 9:42

  
Deputy City Attorney

## OAKLAND CITY COUNCIL

RESOLUTION No. 86550 C.M.S.

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**RESOLUTION AUTHORIZING A TERM SHEET AND EXCLUSIVE NEGOTIATING AGREEMENT WITH OAKLAND CITY PRO FOOTBALL GROUP, LLC, AND FORTRESS INVESTMENT GROUP, LLC, OR AFFILIATED ENTITIES, FOR DEVELOPMENT OF A STADIUM AND MIXED-USE PROJECT AT THE OAKLAND-ALAMEDA COUNTY COLISEUM COMPLEX AND ADJACENT CITY PROPERTIES**

**WHEREAS**, the County of Alameda (the "County") and the City jointly own the property commonly known as the Oakland-Alameda County Coliseum as well as other property in the vicinity (the "Coliseum Complex") and the City owns additional properties near the Coliseum Complex; and

**WHEREAS**, the City and a development group consisting of Oakland City Pro Football Group, LLC, and Fortress Investment Group, LLC (together, the "Lott Group"), have negotiated a term sheet outlining a framework for possible development of the Coliseum Complex property and the additional City properties with a new multi-purpose stadium, along with related parking facilities, as well as other commercial and residential development, understanding that this does not constitute a binding commitment on the part of the City to any developer or to participate in any project; and

**WHEREAS**, the term sheet would give the Lott Group certain exclusive negotiating rights; and

**WHEREAS**, the term sheet further calls for an Exclusive Negotiating Agreement between the parties, with an exclusive negotiating period of one year, with two six-month extensions at the discretion of the City Administrator and the County Administrator; and

**WHEREAS**, an Exclusive Negotiating Agreement will allow the parties to enter into a period of preliminary study and negotiations over possible development of the project contemplated by the term sheet, understanding that this does not constitute a binding commitment on the part of the City to any developer or to participate in any project; and

**WHEREAS**, the term sheet provides for an initial deposit of \$2 million to the City

upon signing the Exclusive Negotiating Agreement to cover City and County third party planning, entitlement, development and legal costs during the negotiating period, with a memorandum of agreement or other agreement between the City and the County regarding a process for disbursements to cover County costs; and

**WHEREAS**, as a condition of ordering a recent joint appraisal of the Oakland-Alameda County Coliseum Complex and adjacent City-County owned parcel, the County agreed to reimburse the City for half of appraisal costs or approximately \$75,000, but those funds were never appropriated; now, therefore, be it

**RESOLVED**: That the City Administrator, or his or her designee, is hereby authorized to negotiate and sign a term sheet with Oakland City Pro Football Group, LLC, and Fortress Investment Group, LLC, or an affiliated entity or entities approved by the City Administrator, outlining a framework for possible development of the Coliseum Complex property and the additional City properties; and be it

**FURTHER RESOLVED**: That the term sheet shall be in substantially the form as that draft term sheet attached to the staff report accompanying this Resolution, with the City Administrator authorized to make changes to the draft term sheet that she determines would be in the best interests of the City as long as such changes do not bind the City to any additional development terms and conditions; and be it

**FURTHER RESOLVED**: That the term sheet may give the Lott Group certain exclusive negotiating rights over the transaction and the project prior to execution of an Exclusive Negotiating Agreement; and be it

**FURTHER RESOLVED**: That the City Administrator, or his or her designee, is hereby further authorized to negotiate and sign an Exclusive Negotiating Agreement with Oakland City Pro Football Group, LLC, and Fortress Investment Group, LLC, or an affiliated entity or entities approved by the City Administrator, along with the County, for purposes of studying and evaluating the feasibility of, and negotiating terms and conditions for, the potential development of the project contemplated by the term sheet; and be it

**FURTHER RESOLVED**: That the exclusive negotiating period will be for one year from the date the Exclusive Negotiating Agreement is authorized by the City Council and the County, with an option to extend said period for two additional six-month periods at the discretion of the City Administrator or his or her designee, along with the County; and be it

**FURTHER RESOLVED**: That the City Administrator, or his or her designee, is hereby authorized to accept and appropriate the \$2 million initial deposit, to be deposited into a fund to be determined, negotiate and enter into a memorandum of agreement or other agreement with the County addressing the disbursement of such funds to cover County costs, and disburse said funds to the County consistent with the agreement; and be it

**FURTHER RESOLVED**: That funds from the County in the amount of \$75,000 shall

be appropriated in a new project account to be determined to pay for a joint appraisal of the Oakland-Alameda County Coliseum Complex and adjacent City-County owned property; and be it

**FURTHER RESOLVED:** That the City Council has independently reviewed and considered the environmental determination, and the Council finds and determines that this action complies with the California Environmental Quality Act ("CEQA") because this action on the part of the City 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 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 all binding documents 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 Council hereby authorizes the City Administrator or his or her designee to negotiate and execute documents and take all other actions necessary with respect to the term sheet, the Exclusive Negotiating Agreement, and the project consistent with this Resolution and its basic purpose.

IN COUNCIL, OAKLAND, CALIFORNIA, DEC 13 2016

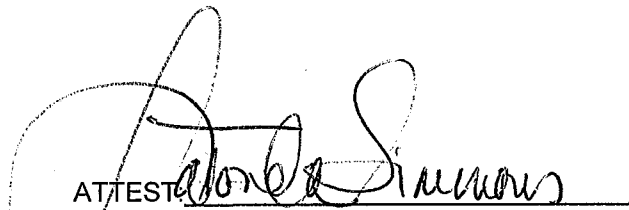
**PASSED BY THE FOLLOWING VOTE:**

AYES - BROOKS, CAMPBELL WASHINGTON, GALLO, GUILLEN, KALB, KAPLAN, REID, and PRESIDENT GIBSON MCELHANEY - 7

NOES - 0

ABSENT - 0

ABSTENTION - Guillen

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