

2023 SEP -7 PM 8: 38

APPROVED AS TO FORM AND LEGALITY

FILED
OFFICE OF THE CITY CLERK
OAKLAND


CITY ATTORNEY'S OFFICE

OAKLAND CITY COUNCIL

RESOLUTION NO. 89903 C.M.S.

RESOLUTION DETERMINING THE NECESSITY TO INCUR BONDED AND OTHER INDEBTEDNESS FOR THE CITY OF OAKLAND COMMUNITY FACILITIES DISTRICT NO. 2023-1 (BROOKLYN BASIN FACILITIES AND SERVICES); AND ADOPTING APPROPRIATE FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT

WHEREAS, the City of Oakland (the "City") approved a development now known as Brooklyn Basin (and formerly known as the Oak-to-Ninth Avenue Mixed Use Development) on approximately 64.2 acres of land area (and 7.95 acres of water surface area) along the Oakland Estuary, which included up to 3,100 residential units, up to 200,000 square feet of commercial space, a minimum of 3,534 parking spaces, approximately 31 acres of open space, two renovated marinas, as well as shoreline improvements, new roads, and other infrastructure and improvement (the "Original Brooklyn Basin Project"); and

WHEREAS, the City, as an original party and as successor to the Redevelopment Agency of the City of Oakland, and Zarsion-OHP I, LLC, a California limited liability company ("Developer"), as successor by assignment from Oakland Harbor Partners, LLC, are parties to that certain Development Agreement, dated August 24, 2006, approved by Ordinance No. 12760 C.M.S. adopted on July 18, 2006, related to development of the Original Brooklyn Basin Project (as amended and assigned, the "Development Agreement"); and

WHEREAS, the Development Agreement required the formation of a community facilities district for the Original Brooklyn Basin Project; and

WHEREAS, under the Mello-Roos Community Facilities Act of 1982, as amended (Government Code Section 53311 et seq.) ("Act"), the City Council is authorized to establish a community facilities district and to act as the legislative body for a community facilities district; and

WHEREAS, on May 16, 2023, the City Council adopted Ordinance No. 13789 C.M.S., which approved a Third Amendment to the Development Agreement, which together with the related additional entitlements approved by the City Council, permits the development of an

additional six hundred (600) residential units within the Original Brooklyn Basin Project (the “Updated Brooklyn Basin Project”); and

WHEREAS, the Original Brooklyn Basin Project was analyzed under the certified 2009 Brooklyn Basin Environmental Impact Report (“2009 EIR”), which is comprised of the following documents: Oak to Ninth Avenue Project Draft EIR, August 2005; Oak to Ninth Avenue Project, 2006 Addendum #1 to the Certified Environmental Impact Report, June 7, 2006; Oak to Ninth Avenue Project Final EIR, August 2006; Revisions to the Analysis in the Oak to Ninth Project EIR (SCH. No. 2004062013) Prepared to Comply with the Alameda County Superior Court Order Case No. RG06-280345 and Case No. RG06-280471, November 2008; Oak to Ninth Avenue Project Responses to Comments on the Revisions, December 2008; and City of Oakland Resolution No. 81769 C.M.S., approved January 20, 2009; and

WHEREAS, in accordance with Public Resources Code Section 21166 and California Environmental Quality Act (“CEQA”) Guidelines Sections 15162 and 15163, the City examined whether the additional 600 units proposed in the Updated Brooklyn Basin Project would result in “substantial changes” that would trigger the need for a major modification to the previously certified 2009 EIR due to a new significant impact or a substantial increase in the severity of previously identified significant impacts. An Initial Study was not prepared for the Updated Brooklyn Basin Project, as authorized under Section 15060(d) of the CEQA Guidelines. The City, as the Lead Agency, determined that a Supplemental Environmental Impact Report (SEIR) for the Updated Brooklyn Basin Project would be required; and

WHEREAS, as further set forth in the City’s Resolution No. 89707 C.M.S., adopted on May 2, 2023 certifying the SEIR, the Updated Brooklyn Basin Project did not identify any new or more severe potentially significant or significant and unavoidable impacts than analyzed in the previous 2009 EIR for the Original Brooklyn Basin Project; and

WHEREAS, in accordance with CEQA Guidelines sections 15162 and 15163, the City hereby finds that, based on substantial evidence in the record, this action does not represent a substantive change to the Updated Brooklyn Basin Project and thus none of the circumstances necessitating preparation of a subsequent or supplemental Environmental Impact Report are present. In addition, each as a separate and independent basis, this action is otherwise exempt from CEQA review under CEQA Guidelines section 15183 (projects consistent with a community plan, general plan or zoning), 15301 (existing facilities), and 15308 (actions by regulatory agencies for the protection of the environment); and

WHEREAS, on July 18, 2023, the City Council adopted its Resolution No. 89863 C.M.S., entitled “A Resolution of the City Council Declaring the Intention to Establish City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services) and Levy Special Taxes to Finance Public Improvements and Public Services for the Updated Brooklyn Basin Project; Approving a Proposed Boundary Map for Community Facilities District No. 2023-1; and Adopting Appropriate Findings Under the California Environmental Quality Act” (“Resolution of Intention”), stating its intention to form CFD No. 2023-1 pursuant to the Act, for the purpose of financing certain public improvements (“Facilities”) and public services (“Services”), as further provided in the Resolution of Intention; and

WHEREAS, on July 18, 2023, the City Council also adopted its Resolution No. 89864 C.M.S., entitled “A Resolution of the City Council Declaring the Intention to Incur Bonded and Other Indebtedness for City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services); and Adopting Appropriate Findings under the California Environmental Quality Act” (“Resolution of Intention to Incur Indebtedness”) stating its intention to incur bonded indebtedness and other debt (as defined in the Act) within the boundaries of CFD No. 2023-1 and for the purpose of financing the costs of the Facilities; and

WHEREAS, on the date hereof, the City Council held a noticed public hearing as required by the Act about the determination to proceed with the formation of CFD No. 2023-1, the financing of the Facilities and the Services by CFD No. 2023-1 and the rate and method of apportionment of the special taxes (“Special Taxes”) to pay the cost of the Facilities and the Services, the principal and interest on the proposed bonded indebtedness and other debt (as defined in the Act) issued for CFD No. 2023-1 and the administrative costs of the City relative to CFD No. 2023-1; and

WHEREAS, subsequent to the public hearing, the City Council adopted a resolution entitled “Resolution Authorizing the Formation of the City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services) to Finance Public Improvements and Public Services for the Brooklyn Basin Project and Related Documents and Actions; and Adopting Appropriate Findings under the California Environmental Quality Act;” (“Resolution of Formation”); and

WHEREAS, on this date, the City Council held the public hearing as required by the Act relative to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness; and

WHEREAS, written protests with respect to the matters material to the questions set forth in the Resolution of Intention to Incur Indebtedness have not been filed with the City Clerk by 50% or more of the registered voters residing within the territory of CFD No. 2023-1 or six registered voters, whichever is more, or property owners of one-half or more of the area of land within CFD No. 2023-1 and not exempt from the special tax; now, therefore be it

RESOLVED, That it is necessary to incur, and the City Council hereby declares its intent to incur, bonded indebtedness in one or more series for CFD No. 2023-1 in the maximum amount of \$50,000,000 to finance the costs of all or a portion of the Facilities, including, but not limited to, the costs of issuing and selling bonds to finance all or a portion of the Facilities and the costs of the City in establishing and administering CFD No. 2023-1; and be it

FURTHER RESOLVED, That it is also necessary to incur, and the City Council hereby declares its intent to incur, debt (as defined in the Act), for CFD No. 2023-1, although any such debt shall not be subject to the limitations on bonded indebtedness set forth above; and be it

FURTHER RESOLVED, That the whole of CFD No. 2023-1 shall pay for the bonded indebtedness and other debt of the City for CFD No. 2023-1 through the levy of the Special Taxes

to be levied by the City in accordance with the applicable rate and method of apportionment set forth in Exhibit B to the Resolution of Formation; and be it

FURTHER RESOLVED, That bonds in the maximum amount set forth above and other debt are hereby authorized subject to voter approval. The bonds and other debt may be issued in one or more series and mature and bear interest at such rate or rates, payable semiannually or in such other manner, all as the City Council or its designee shall determine, at the time or times of sale of such bonds and other debt; provided, however, that the interest rate or rates shall not to exceed the maximum interest rate permitted by applicable law at the time of sale of the bonds and other debt, and the bonds and other debt or any series thereof shall have a maximum term permitted by applicable law; and be it

FURTHER RESOLVED, That the proposition of incurring the bonded indebtedness and other debt (as defined in the Act) herein authorized shall be submitted to the qualified electors of CFD No. 2023-1 and shall be consolidated with elections on the proposition of levying Special Taxes within CFD No. 2023-1 and the establishment of an appropriations limit for CFD No. 2023-1 pursuant to Section 53353.5 of the Act. The time, place and further particulars and conditions of such election shall be as specified by separate resolution of the City Council; and be it

FURTHER RESOLVED, That, unless the requirement to do so is waived by all the qualified electors in CFD No. 2023-1 pursuant to Section 53326 of the Act, the City Clerk shall cause this Resolution to be published in a newspaper of general circulation within the area of CFD No. 2023-1 as set forth in Section 53352 of the Act; and be it

FURTHER RESOLVED, That the City Council independently finds and determines that CFD No. 2023-1 is subject to the 2009 EIR for the Original Brooklyn Basin Project and the SEIR for the Updated Brooklyn Basin Project and, because the formation of CFD No. 2023-1 is not a substantive change to the Updated Brooklyn Basin Project, that no further environmental review is required. None of the circumstances that require a supplemental or subsequent EIR pursuant to CEQA Guidelines Sections 15162 or 15163 have occurred. In addition, with each serving as a separate and independent basis, this action is otherwise exempt from CEQA review under CEQA Guidelines section 15183 (projects consistent with a community plan, general plan or zoning), 15301 (existing facilities), and 15308 (actions by regulatory agencies for the protection of the environment); and be it

FURTHER RESOLVED, That the Environmental Review Officer is directed to file, or cause to be filed, a Notice of Determination/Exemption with the appropriate agencies; and be it

FURTHER RESOLVED, That the City Administrator is hereby authorized and directed to take all actions necessary or advisable to give effect to the transactions contemplated by this Resolution; and be it

FURTHER RESOLVED, That this Resolution shall take effect immediately upon its passage.

IN COUNCIL, OAKLAND, CALIFORNIA,

PASSED BY THE FOLLOWING VOTE:

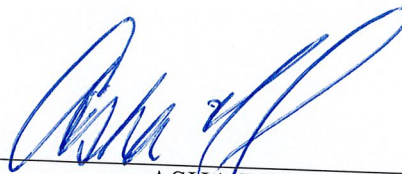
SEP 19 2023

AYES - ~~RIPE~~, GALLO, ~~JENKINS~~, KALB, ~~KAPLAN~~, RAMACHANDRAN, REID, AND PRESIDENT FORTUNATO BAS 5

NOES 4
ABSENT 4
ABSTENTION 4

3 EXCUSED - Fife, Jenkins, Kaplan

ATTEST:



ASHA REED

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