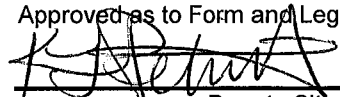


2015 DEC -3 PM 5:49

Approved as to Form and Legality:


Deputy City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. 85931 C.M.S.

A Resolution Authorizing The City Administrator or Designee to Negotiate and Execute (1) An Owner Participation Agreement Among the City of Oakland ("City"), The Oakland Economic Development Corporation ("OEDC") and Urban Core Partners, LLC ("Urban Core") or the City and a Related Entity of OEDC and Urban Core and (2) A Development Loan Agreement Among The City, OEDC and Urban Core or the City and a Related Entity of OEDC and Urban Core For A Loan Amount Not To Exceed Eleven Million Six Hundred Thousand Dollars (\$11,600,000) Comprised Of: (A) \$8,000,000 In Previously Approved Oakland City Council Resolution No. 84516 C.M.S. Redevelopment Project Area Excess Bond Spending Plan Uses: Coliseum Transit Village Phase I; (B) Re-Allocating \$3,200,000 in 2006 Coliseum Taxable Bond Funds From Coliseum BART Station Transit Village Infrastructure Project to the Coliseum Transit Village Phase I Project; and (C) Amending The Coliseum Redevelopment Project Area Excess Bond Spending Plan To Re-Appropriate And Re-Allocate Excess Bond Proceeds in the Amount of \$400,000 Previously Listed and Committed in the Approved Bond Spending Plan To The Coliseum City Specific Plan All in Connection With The Coliseum Transit Village Phase I Project

WHEREAS, the San Francisco Bay Area Rapid Transit District ("BART") owns a 1.3 acre surface parking lot at the Coliseum BART Station bounded by 70th and 71st Avenues and Snell Street, APN: 041-4166-031-02; and

WHEREAS, in July 2013, the City adopted Resolution No. 84490 C.M.S. which authorized an Exclusive Negotiating Agreement ("ENA") with the Oakland Economic Development Corporation ("OEDC") and a \$400,000 predevelopment loan for the Coliseum Transit Village project at the Coliseum BART parking lot; and

WHEREAS, In November 2013, the Oakland Redevelopment Successor Agency ("ORSA") and the City entered into a Bond Expenditure Agreement pursuant to Resolution No. 84516 C.M.S. which authorized the transfer of pre-2011 bond proceeds held by ORSA. The Bond Expenditure Agreement allocated \$8,000,000 in excess bond proceeds for the Coliseum Transit Village Phase I project ("Project"); and

WHEREAS, the City now wishes to enter (1) an Owner Participation Agreement with

OEDC and their development partner Urban Core Development, LLC (“Urban Core”) or the City and a Related Entity of OEDC and Urban Core and (2) a Development Loan Agreement with OEDC and Urban Core or the City and a Related Entity of OEDC and Urban Core for an aggregate loan amount of \$11,600,000 for the development of the Project which will consist of 110 mixed-income housing units on APN: 041-4166-031-02; and

WHEREAS, the interest payments on the loan will accrue at a rate of 3% simple interest, and be deferred for 55 years or as long as the term of the affordability agreement set on the development of the Project; and

WHEREAS, the \$11,600,000 loan shall come from the prior Council approved Resolution No. 84516 C.M.S. which allocated \$8,000,000 to the Project with funds currently in City (1), Coliseum Taxable Bonds (5656), Organization Coliseum Redevelopment (85242), Professional Services (54930), Coliseum BART Transit Village (C366920), Coliseum Program (SC12); \$3,200,000 million in Coliseum taxable bond funds currently in City (1), Coliseum Taxable Bonds (5656), Engineering Design Street Construction (92242), Street Construction (57411), Coliseum BART Transit Village (C366920), and Engineering Planning and Design Program (IN05); and amending the Coliseum Excess Bond Proceeds Spending Plan by re-allocating and re-appropriating \$400,000 from Coliseum bond funds currently in Entity (1), Coliseum Taxable Bonds (5656), CIP Coliseum Services (94859), Professional Services (54930), Coliseum City Specific Plan (P452510), Coliseum Program (SC12); and

WHEREAS, the City and an independent third party consultant Economic Planning Systems (“EPS”) has reviewed the pro forma for the 110 mixed-income housing units and determined that based on the development costs, rental income, and other anticipated revenue from the property, the Project is feasible with the development loan in the aggregate amount of \$11.6 Million; now therefore, be it

RESOLVED: that the City Council hereby authorizes the City Administrator or designee to negotiate and enter into an Owner Participation Agreement and a Development Loan Agreement for an aggregate loan amount of \$11,600,000 with OEDC and Urban Core or the City and a Related Entity of OEDC and Urban Core for the development and construction of the Project consisting of 110 mixed-income housing development; and be it

FURTHER RESOLVED: That the funds will come from Coliseum taxable bond funds as follows:

Fund Source	Organization	Account	Project	Program	Amount
5656	85242	54930	C366920	SC12	\$8,000,000
5656	92242	57411	C366920	INO5	\$3,200,000
5656	94859	54930	P452510	SC12	\$400,000
Total					\$11,600,000

and be it

FURTHER RESOLVED: That the Owner Participation Agreement and Development

