



CITY ATTORNEY'S OFFICE

OAKLAND CITY COUNCIL

RESOLUTION NO. _____ C.M.S.

RESOLUTION DETERMINING RESULTS OF THE SPECIAL ELECTION 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

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 the date hereof, after holding noticed public hearings, the City Council adopted: (i) 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” (the “Resolution of Formation”); and (ii) a resolution entitled “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” (the “Resolution Determining Necessity”); and

WHEREAS, pursuant to the Resolution of Formation and the Act, the City Council established the “City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services)”, for the purpose of financing certain public improvements (“Facilities”) and public services (“Services”) described in the Resolution of Formation; and

WHEREAS, pursuant to the Resolution of Formation and the Act, the City Council further authorized the levy of special taxes (“Special Taxes”) on property within CFD No. 2023-1 according to the rate and method of apportionment (“Rate and Method”) shown in Exhibit B to the Resolution of Formation; and

WHEREAS, pursuant to the Resolution of Formation and the Act, the City Council further preliminarily established an appropriations limit for CFD No. 2023-1; and

WHEREAS, under the provisions of the Resolution of Formation and the Resolution of Necessity and pursuant to a resolution entitled “Resolution Calling a Special Election 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” (“Election Resolution”) heretofore adopted by the City Council, the propositions of the levy of the Special Taxes, the establishment of the appropriations limit for CFD No. 2023-1 and the incurring of the bonded indebtedness and other debt (as defined in the Act) were submitted to the qualified electors as required by the provisions of the Act; and

WHEREAS, pursuant to the terms of the Election Resolution, which are by this reference incorporated herein, the special election has been held and the City Clerk has on file a Canvass and Statement of Results of Election, (“Canvass”), a copy of which is attached hereto as Exhibit A; and

WHEREAS, the City Council has reviewed the Canvass, finds it appropriate and wishes to complete its proceedings for the CFD; now, therefore be it

RESOLVED, That the City Council hereby approves the Canvass and finds that it shall be a permanent part of the record of its proceedings for CFD No. 2023-1. Pursuant to the Canvass, the issues presented at the special election were approved by the qualified electors by more than two-thirds of the votes cast at the special election; and be it

FURTHER RESOLVED, That pursuant to the voter approval, CFD No. 2023-1 is hereby declared to be fully formed with the authority to levy the Special Taxes, to incur the approved bonded indebtedness and other debt and to have the established appropriations limit, all as heretofore provided in these proceedings and in the Act. It is hereby found that all prior proceedings and actions taken by the City Council with respect to CFD No. 2023-1 were valid and in conformity with the Act; and be it

FURTHER RESOLVED, That with respect to the Brooklyn Basin Project, the City Clerk is hereby directed to complete, execute and cause to be recorded in the office of the County Recorder of the County of Alameda a notice of special tax lien in the form required by the Act,

such recording to occur no later than 15 days following adoption by the City Council of this Resolution; 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 creating CFD No. 2023-1 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:

AYES - FIFE, GALLO, JENKINS, KALB, KAPLAN, RAMACHANDRAN, REID, AND
PRESIDENT FORTUNATO BAS

NOES –

ABSENT –

ABSTENTION –

ATTEST: _____
ASHA REED
City Clerk and Clerk of the Council of the
City of Oakland, California

CANVASS AND STATEMENT OF RESULT OF ELECTION

**CITY OF OAKLAND
Community Facilities District No. 2023-1
(Brooklyn Basin Facilities and Services)**

I hereby certify that on September 19, 2023, I canvassed the returns of the election held on September 19, 2023, in the City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services) and the total number of ballots cast in said district and the total number of votes cast for and against the measure are as follows and the totals as shown for and against the measure are full, true and correct:

	Qualified Landowner <u> </u> <u>Votes</u>	Votes <u> </u> <u>Cast</u>	<u> </u> <u>YES</u>	<u> </u> <u>NO</u>
City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services), Special Tax Election, September 19, 2023	—	—	—	—

BALLOT MEASURE: Shall the following measure be adopted: authorizing the City of Oakland to (i) levy a Facilities Special Tax solely on lands within the City of Oakland Community Facilities District No. 2023-1 (Brooklyn Basin Facilities and Services) (“CFD”) in accordance with the rate and method (“Rate and Method”) contained in the resolution of the City Council establishing CFD No. 2023-1 (“Formation Resolution”), commencing in the City’s fiscal year 2024-25 (with annual escalation thereafter), to pay for the public facilities specified in the Formation Resolution, to pay debt service on bonds and other debt of CFD No. 2023-1, and to pay the costs of the City in administering CFD No. 2023-1, which Facilities Special Tax, if levied at the maximum rate and assuming full build-out of the properties in CFD No. 2023-1 at the time of formation, is anticipated to raise \$2,563,900 in fiscal year 2024-25 (with annual escalation thereafter); (ii) levy a Services Special Tax solely on lands within CFD No. 2023-1 in accordance with the Rate and Method, commencing in the City’s fiscal year 2024-25 (with annual escalation thereafter), to pay for the public services specified in the Formation Resolution, and to pay the costs of the City in administering CFD No. 2023-1, which Services Special Tax, if levied at the maximum rate and assuming full build-out of the properties in CFD No. 2023-1 at the time of formation, is anticipated

to raise \$2,767,503 in fiscal year 2024-25 (with annual escalation thereafter); (iii) establish an annual appropriations limit for CFD No. 2023-1 in the amount of \$50,000,000 (subject to increase in accordance with law); and (iv) issue bonds for CFD No. 2023-1 in one or more series in the maximum aggregate principal amount of not to exceed \$50,000,000 and other debt for CFD No. 2023-1, with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such bonds or issuance of such bonds and other debt, the proceeds of which bonds and other debt will be used to acquire and/or construct certain facilities, reimburse certain costs of the facilities paid prior to the date of issuance of the bonds, and pay for the costs of issuing the bonds and related expenses?

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this ____ day of

_____.

By: _____

City Clerk