

APPROVED AS TO FORM AND LEGALITY:



Deputy City Attorney

## OAKLAND CITY COUNCIL

RESOLUTION No. \_\_\_\_\_ C.M.S.

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**A RESOLUTION AWARDING A GRANT TO CALVIN SIMMONS THEATRE, OR A RELATED ENTITY OR AFFILIATE (CST), FOR A TERM OF 30 MONTHS TO BE USED FOR THE RENOVATION OF THE CALVIN SIMMONS THEATRE AND RELATED IMPROVEMENTS, CONSISTENT WITH A LEASE DISPOSITION AND DEVELOPMENT AGREEMENT BETWEEN THE CITY OF OAKLAND AND OAKLAND CIVIC, LLC, IN AN AMOUNT NOT TO EXCEED \$12 MILLION, DISBURSABLE BY THE CITY TO CST IN PROGRESS PAYMENTS SUBJECT TO CERTAIN RESTRICTIONS AND RECEIPT OF FUNDS PURSUANT TO THE TERMS OF A NAMING RIGHTS AGREEMENT FOR THE PROPERTY**

**WHEREAS**, the City of Oakland ("City") owns approximately 4.79 acres of property located at 10 Tenth Street, which is improved with the historic Henry J. Kaiser Convention Center (the "Property" or "Kaiser Auditorium"), which is prominently located at the southern end of Lake Merritt; and

**WHEREAS**, pursuant to City Council Ordinance No. 13556 C.M.S., adopted on July 16, 2019, the City and Oakland Civic, LLC ("Oakland Civic") are parties to a Lease Disposition and Development Agreement (Henry J. Kaiser Convention Center) dated as of December 30, 2019, as amended by that certain First Administrative Amendment to the Lease Disposition and Development Agreement (Henry J. Kaiser Convention Center) dated as of September 25, 2020 (collectively, the "Original LDDA") for the renovation of the Kaiser Auditorium (the "Project"); and

**WHEREAS**, by separate action, the City Council shall consider authorizing the City Administrator to enter into a naming right agreement ("Naming Rights Agreement") with Kaiser Foundation Health Plan, Inc. ("Kaiser Foundation") for the Property; and

**WHEREAS**, if approved and executed, the Naming Rights Agreement will require Kaiser Foundation to make a lump sum payment in the amount of \$12,000,000 to the City ("Naming Rights Payment") for various rights set forth in such agreement; and

**WHEREAS**, Calvin Simmons Theatre (“CST”), an affiliate of Oakland Civic, is the designated entity for the renovation and operation of the Calvin Simmons Theatre (“Theatre”); and

**WHEREAS**, the City desires to award a grant (“Grant”) to CST in an amount of \$12,000,000 with a term of 30 months for the renovation of the Property, pursuant to the terms of a Grant Agreement between the City and CST (“Grant Agreement”); and

**WHEREAS**, the City will disburse the Grant to CST in progress payments (“Grant Progress Payments”) subject to certain restrictions and receipt of funds pursuant to the terms of a Naming Rights Agreement for the Property between the City and Kaiser Foundation; now therefore be it

**RESOLVED:** The City Council authorizes the City Administrator to (a) negotiate, execute and administer a Grant Agreement for \$12,000,000 with a term of thirty (30) months to CST, or a related entity or affiliate, to pay for the renovation of the Theatre and related improvements; (b) disburse the Grant to CST subject to certain conditions and only upon receipt by City of funds from a Naming Rights Payment from the Kaiser Foundation, pursuant to the terms of a Naming Rights Agreement for the Property between the City and Kaiser Foundation; (c) disburse Grant funds from an escrow account pursuant to progress payments delivered by CST to City; and (d) appropriate funds in an amount not to exceed \$12,000,000 from the Miscellaneous Capital Projects Fund (5999), Central District Redevelopment Organization (85245), Downtown Redevelopment Program (SC13), in a new project to be created, and deposit said appropriated funds in escrow; and be it further

**RESOLVED:** After independent review and consideration, the City Council finds and determines that (a) this action complies with CEQA based on the evaluation of the anticipated environmental effects of the Project in "The Oakland Civic Auditorium Rehabilitation - CEQA Analysis" (the "2019 CEQA Analysis") for the Project; (b) no substantial changes have occurred with respect to the circumstances under which the 2019 CEQA Analysis was done or that no new information, which was not known and could not have been known at the time such analysis was completed, has become available; and (c) as supported by substantial evidence in the record, no additional environmental analysis beyond the 2019 CEQA Analysis is necessary for entering into the Grant Agreement based on the conclusions of the 2019 CEQA Analysis that the Project satisfies each of the following CEQA Guidelines (A) Section 15164 - CEQA Analysis Addendum, (B) Section 15183 - Projects consistent with a Community Plan, General Plan or Zoning, and (C) Section 15168 - Prior Program Environmental Impact Reports; and be it further

**RESOLVED:** That all documents necessary to effectuate the Grant pursuant to this Resolution shall be reviewed and approved as to form and legality by the City Attorney's Office prior to execution by the City, and shall be placed on file with the City Clerk.

IN COUNCIL, OAKLAND, CALIFORNIA, \_\_\_\_\_, 2020

**PASSED BY THE FOLLOWING VOTE:**

AYES- FORTUNATO BAS, GALLO, GIBSON McELHANEY, KALB, REID,  
TAYLOR, THAO, and CHAIRPERSON KAPLAN

NOES-

ABSENT-

ABSTENTION-

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