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APPROVED AS TO FORM AND LEGALITY:


AGENCY COUNSEL

REDEVELOPMENT AGENCY
OF THE CITY OF OAKLAND
2003-13
RESOLUTION No. _____ C.M.S.

A RESOLUTION AUTHORIZING A SECOND AMENDMENT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT WITH A.F. EVANS DEVELOPMENT, INC., FOR THE HOUSEWIVES MARKET RESIDENTIAL DEVELOPMENT PROJECT TO MODIFY THE TERMS OF THE \$1,947,060 AGENCY LOAN

WHEREAS, Agency Resolution No. 01-34 C.M.S. authorized a Disposition and Development Agreement ("DDA") with A.F. Evans Development, Inc. ("Evans") to purchase Agency-owned property on the block bounded by 8th Street, 9th Street, Clay Street, and Jefferson Street in the Central District Redevelopment Project Area, and to develop the Housewives Market Residential Project (the "project") consisting of 174 units of market rate for-sale housing on the upper floors, with 28 micro-loft units on the ground floor to be used for live-work, work-live, office, residential or retail on the property; and

WHEREAS, the DDA was executed as of June 25, 2001; and

WHEREAS, Agency Resolution No. 02-31 C.M.S. authorized a First Amendment to the Disposition and Development Agreement with Evans to allow the project to be developed in two phases, to sell the land for the first phase for \$2,320,000 and to provide an Agency land acquisition loan of an amount not to exceed \$1,947,060; and

WHEREAS, the DDA as amended was executed as of May 3, 2002;
and

WHEREAS, Evans wishes to be allowed to revise the terms of the Agency loan to meet underwriting requirements of Fannie Mae, the equity investor for the project; and

WHEREAS, Fannie Mae requires that the loan be structured as a predevelopment loan for Phase 2 to properly allocate costs between the two phases; and

WHEREAS, Evans proposes to cause A.F. Evans Company, Inc., its parent company, to make a corporate guaranty of the Agency loan, and further proposes to pledge its equity, preferred return and profit from Phase 1 of the project to repayment of the loan; and

WHEREAS, the Agency wishes to authorize the changes and amend the DDA accordingly; and

WHEREAS, the City Council has approved the amendment to the DDA by resolution; now, therefore, be it

RESOLVED: That the Agency hereby approves the change in the Housewives Market Residential Project Agency loan to modify the terms as follows:

- The loan to be unsecured by the property;
- A.F. Evans Company, Inc., to execute a corporate guaranty of repayment of the loan;
- Evans to pledge its equity, preferred return and profit for Phase 1 of the project to repayment of the loan, and the loan to be repaid from such funds from the sale of Phase 1 units; and
- Such further terms and conditions as negotiated by the Agency Administrator or his or her designee.

and be it further

RESOLVED: That the Agency hereby finds and determines that such loan as modified is provided at a market rate; and be it further

RESOLVED: That the Agency hereby authorizes the Agency Administrator or his designee to negotiate and execute an amendment to the DDA and other documents as necessary to provide for the changes authorized under this Resolution; and be it further

RESOLVED: That the Agency hereby authorizes the Agency Administrator or his designee to appropriate revenue and expenditures and take all financial actions necessary in accordance with this Resolution; and be it further

RESOLVED: That all documents shall be reviewed and approved by Agency Counsel prior to execution, and copies will be placed on file with the Agency Secretary.

IN AGENCY, OAKLAND, CALIFORNIA, MAR 11 2003, 2003


PASSED BY THE FOLLOWING VOTE:

AYES- ~~BROOKS~~, BRUNNER, CHANG, ~~MADL~~, QUAN, REID, WAN, AND
CHAIRPERSON DE LA FUENTE - 6

NOES- Madel - 1

ABSENT-

ABSTENTION- Brooks - 1

ATTEST: 
CEDA FLOYD
Secretary of the Redevelopment Agency
of the City of Oakland