

2007 JUN -5 PM 5:56

Approved as to Form and Legality:

A. Miller

Agency Counsel

OAKLAND REDEVELOPMENT AGENCY

2007-0061
RESOLUTION No. _____ C.M.S.

A RESOLUTION APPROVING A WAIVER OF ANY CONFLICT OF INTEREST THAT THE LAW FIRM OF SHUTE, MIHALY & WEINBERGER LLP MAY HAVE AS A RESULT OF PROVIDING ADVICE TO OAKLAND REDEVELOPMENT AGENCY IN MATTERS RELATED TO THE DEVELOPMENT OF THE FORMER OAKLAND ARMY BASE

WHEREAS, Shute, Mihaly & Weinberger LLP ("SMW") has represented the Oakland Base Reuse Authority ("OBRA") since 2001, in the legal work necessary to complete the transfer of property at the former Oakland Army Base from OBRA to the Redevelopment Agency of the City of Oakland ("Agency") and the Port of Oakland; and

WHEREAS, SMW's unique expertise in the area of the California tidelands trust laws, and its experience with statewide regulatory agencies, were key to ensuring that the Army Base tidelands trust exchange took place simultaneously with the Army Base land transfer in August 2006; and

WHEREAS, On June 25, 2006, the Agency voted to assume all of the rights and responsibilities of OBRA as OBRA's successor-in-interest; and

WHEREAS, Since the transfer of Army Base property was completed, OBRA staff has required the assistance of SMW to complete certain matters at the Army Base relating to State Lands Commission and Bay Conservation and Development Commission requirements, including an additional tidelands trust exchange affecting property owned by Caltrans, adjacent to the Agency's North Gateway Development Area; and

WHEREAS, In the professional services agreement between OBRA and SMW, OBRA waived any conflict of interest that has arisen or could arise from SMW's prior, current or future representation of clients with interests adverse to the Agency or the City of Oakland, except for any client whose interests may be

adverse to OBRA, the Agency or the City of Oakland related to the closure, development or reuse of the Oakland Army Base; and

WHEREAS, SMW has requested that the Agency waive any conflict of interest that has arisen or could arise from SMW's prior, current or future representation of clients with interests adverse to the Agency or the City of Oakland, except for any client whose interests may be adverse to the Agency or the City of Oakland related to the closure, development or reuse of the Oakland Army Base; NOW, THEREFORE, BE IT

RESOLVED, That the Redevelopment Agency of the City of Oakland hereby waives any conflict of interest that has arisen or could arise from the prior, current or future representation by Shute Mihaly & Weinberger LLP of clients with interests adverse to the Agency or the City of Oakland, except for any client whose interests may be adverse to the Agency or the City of Oakland related to the closure, development or reuse of the Oakland Army Base.

IN SESSION, OAKLAND, CALIFORNIA, July 17, 2007

PASSED BY THE FOLLOWING VOTE:

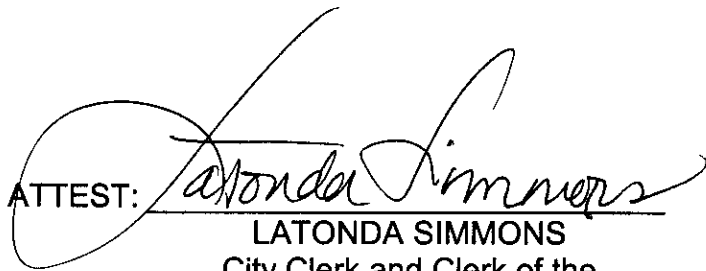
AYES - BRUNNER, KERNIGHAN, NADEL, QUAN, BROOKS, REID, CHANG AND PRESIDENT DE LA FUENTE - 8

NOES - 0

ABSENT - 0

ABSTENTION - 0

ATTEST:



LATONDA SIMMONS
City Clerk and Clerk of the
Redevelopment Agency of
the City of Oakland