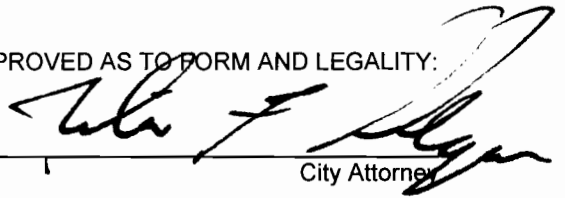


FILED
OFFICE OF THE CITY CLERK
OAKLAND

2010 SEP 24 PM 3:20

APPROVED AS TO FORM AND LEGALITY:


City Attorney

OAKLAND CITY COUNCIL

ORDINANCE No. 13037 C.M.S.

ORDINANCE AUTHORIZING THE CITY OF OAKLAND TO ENTER INTO A THIRTEENTH AMENDMENT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT WITH OAKLAND T12 LLC, REGARDING THE CITY CENTER PROJECT TO EXTEND THE DATE TO COMPLETE AN OFFICE DEVELOPMENT ON BLOCK T-12 OF THE CITY CENTER PROJECT BY 36 MONTHS CHANGING IT FROM APRIL 12, 2012 TO APRIL 12, 2015, WITH TWO ADDITIONAL EXTENSION OPTIONS OF 12 MONTHS EACH

WHEREAS, the City of Oakland ("City"), the Redevelopment Agency of the City of Oakland ("Agency") and Oakland T-12 LLC ("Oakland T12") are parties to a Disposition and Development Agreement ("DDA"), as amended, whereby Oakland T12 is the master developer of the twelve block area in the Central District Urban Renewal Area commonly referred to as the City Center Project; and

WHEREAS, on December 7, 2007, pursuant to the terms of the Twelfth Amendment to the DDA, the Agency sold Block T-12 ("Property", a legal description of which is attached as Exhibit A) to Oakland T12 for development of an office development ("T-12 Project"); and

WHEREAS, Oakland T12 started T-12 Project construction in October of 2008 and, per the terms of the Twelfth Amendment to the DDA, has to complete the T-12 Project by April of 2012; and

WHEREAS, Oakland T12 suspended construction on the T-12 Project because of the national recession and rising vacancies in the regional office real estate market, and requested an extension of the date to complete the T-12 Project; and

WHEREAS, the parties to the DDA desire to further amend certain terms of the DDA to (1) extend the date to complete the T-12 Project by 36 months (the "Initial Extension"), changing it from April 2012 to April 2015, with two additional extension options of 12 months each (the "Extension Options") for up to five years, and (2) accept

payment of \$300,000 from Oakland T12 to the Agency for the Initial Extension, and payments of \$300,000 and \$400,000, respectively, for each Extension Option, if necessary, to complete the T-12 Project; and

WHEREAS, the City is the Lead Agency for this T-12 Project for purposes of environmental review under the California Environmental Quality Act of 1970 ("CEQA"); and

WHEREAS, An Environmental Impact Report ("EIR") was certified in 2000 for the City Center Project and three addenda were subsequently completed (in 2003, 2005 and 2007) in compliance with the California Environmental Quality Act (CEQA). There are no changes to the Project, new information, or changes in circumstances that would result in new significant environmental impacts or substantially more severe impacts from those previously identified in the 2000 EIR and later addenda. Therefore, no further environmental evaluation is required, and no Supplemental/Subsequent EIR is needed pursuant to State CEQA Guidelines Section 15162 et. seq. Moreover, the Mitigation Monitoring and Reporting Program approved in 2007 is still applicable; and

WHEREAS, as required by Health and Safety Code 33431, a notice of the public hearing regarding the Thirteenth Amendment to the DDA was given by publication at least once a week for not less than two weeks prior to the public hearing in a newspaper of general circulation in Alameda County; and

WHEREAS, the City has made available to the public for inspection, no later than the first date of publication of the notice for the hearing, a copy of the proposed Thirteenth Amendment to the DDA; and

WHEREAS, as required by Health and Safety Code Section 33431, notice of the public hearing regarding the Thirteenth Amendment to the DDA was given by publication at least once a week for not less than two weeks prior to the public hearing in a newspaper of general circulation in Alameda County; and

WHEREAS, before this Thirteenth Amendment to the DDA may be executed by the Agency, the City shall have approved the execution of the Thirteenth Amendment to the DDA by ordinance after a public hearing; now, therefore, be it

RESOLVED: That the City hereby authorizes the City Administrator or his designee to negotiate and execute a Thirteenth Amendment to the DDA with Oakland T12 to(1) extend the date to complete the T-12 Project by 36 months changing it from April 2012 to April 2015, with two additional extension options of 12 months each for up to five years, and (2) accept payment of \$300,000 from Oakland T12 to the Agency for the Initial Extension, and payments of \$300,000 and \$400,000, respectively, for each additional 12-month Extension Option to complete the T-12 Project; and be it further

RESOLVED: That the City hereby finds and determines: (1) that it has independently reviewed and considered the information contained in the previously

certified EIR and Addendum #3, and the EIR and Addendum #3 comply with CEQA and the CEQA Guidelines' requirements for analysis of the Project's environmental effects and mitigation measures; (2) that none of the changes to the Project, or circumstances under which it will be undertaken, or new information require preparation of a subsequent or supplemental EIR; and (3) that the Mitigation Monitoring and Reporting Program for the Project is hereby (re) adopted as specified in the attached Exhibit B. The Environmental Review Officer shall cause to be filed a Notice of Determination; and be it further

RESOLVED: That the City Administrator or his designee is authorized to negotiate and execute a Thirteenth Amendment to the DDA with Oakland T12 as set forth hereinabove and to take any other action with respect thereto consistent with this Ordinance and its basic purpose, provided that the City shall also have approved an ordinance approving the execution of the Thirteenth Amendment to the DDA; and be it further

RESOLVED: That any and all documents necessary to effectuate the intent of this Ordinance shall be reviewed and approved as to form by the City Attorney prior to execution by the City Administrator or his designee; and be it further

RESOLVED: That the record before this Council relating to this Ordinance includes, without limitation, the following:

1. the application, including all accompanying maps and papers;
2. all relevant plans and maps;
3. all final staff reports, decision letters and other documentation and information produced by or on behalf of the City;
4. all oral and written evidence received by the City staff, Planning Commission and City Council before and during the public hearings on the application;
5. all matters of common knowledge and all official enactments and acts of the City, such as (a) the General Plan and the General Plan Conformity Guidelines; (b) the Oakland Municipal Code, including, without limitation, the Oakland real estate regulations, Oakland Fire Code; (c) Oakland Planning Code; (d) other applicable City policies and regulations; and (e) all applicable state and federal laws, rules and regulations; and be it further

RESOLVED: That the custodians and locations of the documents or other materials which constitute the record of proceedings upon which the City's decision is based are respectively: (a) the Community and Economic Development Agency, Redevelopment Division, 250 Frank H. Ogawa Plaza, 5th Floor, Oakland; (b) the Community and Economic Development Agency, Planning Division, 250 Frank H. Ogawa Plaza, 3rd Floor, Oakland; and (c) the Office of the City Clerk, 1 Frank H. Ogawa Plaza, 1st Floor, Oakland.

IN COUNCIL, OAKLAND, CALIFORNIA, OCT 5 2010, 2010

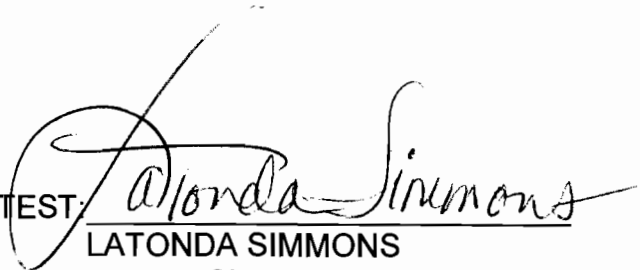
PASSED BY THE FOLLOWING VOTE:

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

NOES- 0

ABSENT- 0

ABSTENTION- 0

ATTEST: 
LATONDA SIMMONS
Clerk
of the City of Oakland

Introduction Date SEP 21 2010

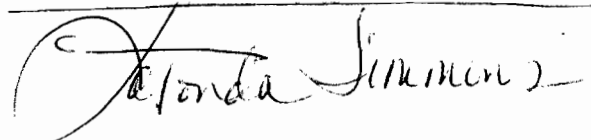
Date of Attestation:
October 18, 2010


EXHIBIT B

MITIGATION MONITORING PROGRAM – BLOCK T-12

Exhibit A

LEGAL DESCRIPTION

Block T-12

Real Property in the City of Oakland, County of Alameda, State of California, described as follows:

Lots 1 to 28 inclusive, Block 155 Kellersberger's Map of Oakland, filed in Book 7 of Maps, Page 3, Records of Alameda County.

APN: 002-0027-007