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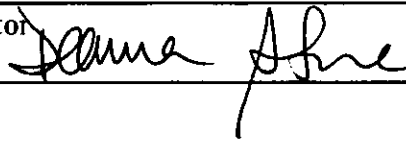
AGENDA REPORT

TO: DEANNA J. SANTANA
CITY ADMINISTRATOR

FROM: Fred Blackwell

SUBJECT: Coliseum BART Transit Village ENA and
City Assumption of Prop 1C Grant

DATE: May 31, 2013

City Administrator		Date	6/10/13
Approval			

COUNCIL DISTRICT: # 7

RECOMMENDATION

Staff recommends that the City Council adopt the following legislation:

A City Resolution Authorizing an Exclusive Negotiating Agreement with the Oakland Economic Development Corporation for Development of Phase I of the Transit Village at the Coliseum BART Station, and Authorizing a Predevelopment Loan for the Project in an Amount Not To Exceed \$400,000

A City Resolution Authorizing The City Of Oakland To Continue To Accept And Appropriate Grant Funds Under The California Department Of Housing And Community Development's Transit Oriented Development Grant Program For The Coliseum BART Station Transit Village Project And Authorizing The City Administrator, Deanna Santana, To Negotiate Grant Terms, Execute, Modify, Amend And Extend Agreements, Allocate Revenue, Make Expenditures, And Take All Other Actions With Respect To The Transit Oriented Development Grant Program

An Oakland Redevelopment Successor Agency Resolution Transferring the Grant Under The California Department Of Housing And Community Development's Transit Oriented Development Grant Program For The Coliseum BART Station Transit Village Project To The City Of Oakland

EXECUTIVE SUMMARY

The scope of work for the Proposition 1C Transit Oriented Development grant for the Coliseum BART Station Transit Village (Grant) includes the construction of infrastructure to support a transit village at the Coliseum BART Station. Staff requests approval of a resolution authorizing the City Administrator to negotiate and execute an Exclusive Negotiating Agreement (ENA)

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June 25, 2013

with the Oakland Economic Development Corporation (OEDC) to pursue the planning and development of a transit village at the Coliseum BART Station. Staff also requests approval of a resolution authorizing the City to act as sole grantee for the Grant.

The proposed Exclusive Negotiating Agreement with OEDC is for a period of twelve months and will provide for the evaluation of project feasibility and the initiation of the environmental review process. In addition, the proposed ENA will include an option for the City Administrator to extend the ENA for an additional six months to allow for completion of all of the required submittals to cover the environmental review period if necessary. The term sheet is included as *Attachment A* to the report.

Since the California Department of Finance (DOF) has determined in its Due Diligence Review of available cash assets that the City may retain and use the local match funds for the Grant, grant work will proceed most expeditiously if the City is authorized to execute, modify, and amend agreements, make expenditures, and take other necessary actions with respect to the Transit Oriented Development (TOD) grant program.

OUTCOME

Authorizing the City Administrator to negotiate and execute an Exclusive Negotiating Agreement with the Oakland Economic Development Corporation to pursue the planning and development of a transit village at the Coliseum BART Station, and authorizing a loan of \$400,000 to OEDC for pre-development costs associated with the Coliseum Transit Village, will allow the developer to move forward with the development of this site and provide for an economically more productive use.

Authorizing the City to act as grantee for the Grant will facilitate the negotiation and execution of grant agreement amendments which are required for the grant funds to be disbursed.

BACKGROUND/LEGISLATIVE HISTORY

The Coliseum Transit Village Concept Plan provides a long-term land use vision for development of the area surrounding the Coliseum BART Station, with a concentration of residential and mixed-use commercial development designed to take advantage of the transit hub improvements and other public investments in the area. The Concept Plan also supports the objectives identified in BART's Strategic Plan, the Oakland Redevelopment Agency's Coliseum Area Redevelopment Plan and the City's General Plan. Based on the vision of the Concept Plan, the Redevelopment Agency of the City of Oakland was awarded an \$8,485,000 Proposition 1C Transit Oriented Development grant for the development of infrastructure to support housing development at the Coliseum BART Station. The grant application proposed at least 200 units of new housing at three sites: the BART parking lot parcel to be developed by OEDC, the Lion

Creek Crossings IV site adjacent to the BART parking lot parcel, and the Lion Creek Crossings V site at the northeast edge of the Lion Creek Crossings development. The California Department of Housing and Community Development has requested a second amendment to the grant Standard Agreement to specify a minimum number of units for the BART parking lot parcel, as well as updating the project timeline.

The Oakland Economic Development Corporation is a 501 (c) (3) tax exempt, not-for-profit corporation. OEDC is governed by a Board of Directors with economic development expertise from the business, government, non-profit and community sectors of Oakland. The mission of OEDC is to improve the quality of life in East Oakland placing special emphasis on African-American residents, through the identification and development of real estate opportunities.

OEDC has been working together with BART on finalizing their Exclusive Negotiating Agreement in order to assess the possibility of developing the Coliseum BART Station property. Together, they will determine the feasibility of the project based on negotiations of the terms for an OEDC long-term ground lease of the BART property for development by OEDC.

Most recently, OEDC has executed a Memorandum of Understanding with UrbanCore, a leading minority-owned real estate development firm. This MOU identified UrbanCore as the fee developer for the Coliseum Transit Village project. The company primarily focuses its investments in development and redevelopment projects in central cities and urban infill areas, as well as along public-transit corridors. UrbanCore has an emphasis on both affordable and market rate housing as well as mixed use residential projects, either through joint ventures with other developers or acting as its own development entity. UrbanCore is headquartered in San Francisco, with local offices in Berkeley.

The City's ENA memorializes the roles and responsibilities of the City as well as OEDC under the proposed negotiating period. As a condition of this ENA, OEDC seeks a predevelopment loan to fund the predevelopment activities during the timeframe of the agreement. If the City Council authorizes an Exclusive Negotiating Agreement with OEDC, the following issues will be addressed:

- Further negotiations in order to define the ultimate relationship between the City and OEDC.
- Secure evidence that requisite funding has been obtained to ensure that a project can be developed.
- In partnership with BART, OEDC and City staff will conduct due diligence efforts to ensure that a proposed project represents the highest and best use of subject property and would fulfill the City's joint development objectives to the maximum extent feasible.
- Conduct and pursue further discussions with BART towards their continued support for a mixed-use project and to determine activities and a schedule to secure BART's formal approval for a project.
- City can terminate ENA prior to its term expiration for cause.

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The goal of negotiations between the City and OEDC will be to develop approximately 100 units of market rate housing and 1,500 square feet of retail at the BART parking lot site, with up to a 15% affordable component. The total project cost is estimated to be at least \$30 million. A \$12 million contribution of Prop 1C grant and Oakland Redevelopment Agency funds is contemplated for this market rate project, which will complement the several hundred units of affordable housing recently constructed in the Coliseum BART Station area.

Staff is requesting City Council authorization to enter into an ENA with OEDC. Presuming a viable project is identified, staff will return to Council for approval of the final development proposal. The City Attorney's Office will approve the ENA as to form and content. The City is waiving a deposit from OEDC as part of the ENA because OEDC is required to pay a deposit to BART as a condition of the ENA with BART. Other reasons for waiving a deposit include the fact that OEDC is a non-profit entity to whom the City will provide predevelopment assistance in the form of the \$400,000 loan, and the desirability of this market rate project to complement the affordable housing in the Coliseum BART Station area.

The ENA between the City and OEDC and the ENA between OEDC and BART are required for disbursement of Proposition 1C Transit Oriented Development grant funds. An amendment to the grant Standard Agreement is also required by the state as a condition of grant disbursement, and staff requests that the Council authorize the City to act as sole grantee for the grant to facilitate the execution of the amendment and the expenditure of the grant funds.

ANALYSIS

The Exclusive Negotiating Agreement between the City and OEDC is for the purpose of determining the capacity of OEDC to deliver on the project and for studying and evaluating the feasibility of the development of a transit village at the Coliseum BART station. In order to assist the review and approval process of the required submittal items, the City and BART intend to negotiate and manage two distinct and parallel ENA agreements. Some of the key concurrent tasks that are proposed to be included in the agreement are:

- OEDC will submit a project description suitable for the environmental review process that includes site plans, elevations, proposed project scaling and circulation. The project description will be reviewed by the City and BART, and will be presented to the community for review and comment prior to being finalized.
- OEDC will develop a project pro forma to evaluate the financial feasibility of the project that will include an analysis of the need for financial assistance from the City and grant funds from alternative funding sources.
- The work products generated by OEDC under this ENA will become property of the City of Oakland for its future use as needed.

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- The City will authorize work to begin on a consultant contract to complete an EIR/ EIS for the project.

The Exclusive Negotiating Agreement will be for a period of twelve months terminating in May 2013. The ENA will include a six month extension option, subject to the City Administrator's discretion or his/her designee's, which will cover the period until the submittals have been met or the term expires.

The \$400,000 loan will fund predevelopment costs associated with associated with the Coliseum BART transit village project. The loan will be at a zero or low interest rate, for a term of 55 years. The repayment of the loan will be deferred until the developer has completed the redevelopment of the project and is generating revenues from the development, with the loan balance due at the end of the term. The work product funded by the loan, as well as other development rights for the project, shall be security for the loan and shall be assigned to the City upon default by the developer in the performance of its loan obligations, including obligations to pursue development of the project.

PUBLIC OUTREACH/INTEREST

The property is located in the Coliseum Redevelopment Project Area in the City of Oakland. The Coliseum Area Redevelopment Plan was adopted in 1995 after extensive community input. The plan identified the area around the Coliseum BART station as a future target area for housing development. The property under discussion is within that target area, is adjacent to the Coliseum BART station and is next to the very successful Lions Creek Crossing residential development. In addition, the property is within the boundaries of the Coliseum Area Specific Plan that will focus on integrating residential, sports, entertainment and commercial and retail uses around the Coliseum BART Station.

COORDINATION

Staff from the Office of Neighborhood Investment (former CEDA Redevelopment Division) has coordinated with the Oakland Economic Development Corporation and BART for the proposed new development. This staff report and resolutions have been reviewed by the Office of the City Attorney and by the City Administrator's Budget Office.

COST SUMMARY/IMPLICATIONS

1. AMOUNT OF RECOMMENDATION/COST OF PROJECT

The total cost of the loan and ENA with Oakland Economic Development Corporation will be \$400,000 for predevelopment work for the Coliseum Transit Village project. The

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work will include project design and entitlement, surveys, air quality and traffic studies and other activities.

2. SOURCE OF FUNDING:

The \$400,000 is available in the Coliseum: TA Bonds Series 2006B-T (Taxable) Fund (5656), Coliseum Redevelopment Organization (02442), Coliseum Transit Village Project (C366920).

3. FISCAL IMPACT:

The bond funds identified for this loan are restricted by bond covenants for redevelopment activities within the Coliseum Redevelopment Project Area. The \$400,000 predevelopment loan is a portion of the local match for the Prop 1C grant, which was appropriated by the City for the development of the Coliseum BART Station Transit Village. The California Department of Finance indicated in a May 17, 2013 letter that the local match for the Grant may remain with the City. There is no anticipated impact to the General Purpose Fund. Completion of this project will improve general taxes for the City such as property taxes.

SUSTAINABLE OPPORTUNITIES

Economic: The proposed transit oriented development will complement and maximize the housing benefits in the Coliseum East Oakland area. This project will improve neighborhood conditions and make the neighborhood area more attractive to current and prospective residents, tenants and businesses that can provide employment within Oakland.

Environmental: The proposed transit oriented development is expected to contribute to smart growth by stimulating neighborhood housing adjacent to mass transit thereby reducing pollution and carbon emissions.


Social Equity: The neighborhood has suffered from economic blight and has been historically underserved. The proposed transit oriented development provides a positive stimulus to the neighborhood where the development of vacant land is both welcomed and important to continued neighborhood growth and stability.

CEQA

The developer will be required to prepare an Environmental Impact Report under the ENA.

For questions regarding this report, please contact Daniel Seamans at (510) 238-3250.

Respectfully submitted, .



Fred Blackwell
Assistant City Administrator

Reviewed by:
Gregory Hunter, Neighborhood Investment Manager

Larry Gallegos, Area Manager

Prepared by:
Daniel Seamans, Urban Economic Analyst II
Office of Neighborhood Investment

Attachment A

**Oakland Economic Development Corporation
Draft Term Sheet**

Oakland CA

1. ENA Period

- The Exclusive Negotiation Agreement (ENA) period will be for a 12 month period with a provision for the City Administrator to extend the ENA for an additional six months to allow for the completion of all required submittals.

2. Project Budgets and Reports

- During the first 120 days of the ENA, Oakland Economic Development Corporation (to be known as “OEDC”) will work with the City to prepare and complete budget studies and reports in effort to determine the feasibility of the project.

3. Planning and Cost Estimation for Development Plan

- Consulting contracts, project scopes, and fees must be mutually agreed upon by both parties in the ENA.
- Within 90 days of the date of the ENA OEDC will prepare and submit to the City a Planning and Cost Estimation budget for mutual agreement between City and OEDC.
- Within 6 months of the date of the ENA OEDC will develop a concept plan for the site that is based on the most feasible development under consideration.

4. Project Pro Forma

- Within 60 days of the date of the ENA OEDC shall be required to develop a project pro forma to evaluate the financial feasibility of the project that will include an analysis of the need for financial assistance from all funding sources.

5. Environmental Impact Report (EIR)

- Within 90 days of the date of the ENA OEDC will prepare a budget for a project EIR.
- Within 12 months of the date of the ENA OEDC will complete EIR for the project.

6. Schedule of Performance

6.1 Project Team

Within 90 calendar days of the preparation of the project budget, OEDC shall submit to the City the following:

- a) A description of the specific financial structure and legal structure of the proposed development team. This shall include a written description of the specific and general roles, responsibilities, and obligations of OEDC, OEDC's board members or partners (if any), and any other entity participating in any legal entity established by OEDC for purposes of developing the Project. Additionally, the written description of roles, responsibilities, and obligations shall identify the principals and other personnel, to the extent identified, from each participating party by name, title or position, and areas of responsibility within the development entity.
- b) Copies of the latest publicly disclosed financial information on OEDC, and any partners who will participate with OEDC in development of the Property, and if any other entity will be participating in the legal entity established by OEDC for purposes of developing the Project, then OEDC shall furnish balance sheets and other financial information as may be available for such other entity.
- c) All documents related to OEDC's corporate status, including but not limited to articles of incorporation, by-laws, lists of members of board of directors, and proof of good legal standing.
- d) A detailed description, including references, of the Project development team's experience. The team shall cover at a minimum, the candidate architect, the candidate financial partners, and the candidate marketing and real estate firm for the proposed undertaking (e.g. if hotel, residential, retail, or other tenants/uses are proposed).
- e) A written statement concerning any litigation in which OEDC, OEDC's partners, or members (if any), that may have a materially adverse effect on OEDC's ability to develop the Project. OEDC shall provide to the Agency copies of any such litigation documents or filings in connection with such litigation within five (10) business days of the Agency's written request.

6.2. Project Economics and Feasibility

Within 90 calendar days of the preparation of the project budget OEDC shall submit:

- a) Detailed and itemized project pro formas that are linked to the phases and schedule for construction of the Project. Pro formas shall include a Project development budget, a statement describing the sources and uses of funds, a ten-year cash flow analysis, and an annotated operating budget to a level of detail reasonably acceptable to the City.
- b) A copy of OEDC most recent public filings and other documentation verifying the working capital/line of credit referenced in the OEDC Project proposal to the City, and confirming the availability of such working capital/line of credit to OEDC for this Project.
- c) A reasonably detailed Project development schedule, which shall include construction and leasing of the Project's residential and nonresidential square feet.
- d) A non-residential development plan for the Project if any non-residential is proposed. Said plan shall include the square footage of the space to be leased for non-residential use, the location of the leasable area within the Project, the type of tenant to be attracted to the non-residential space and a feasibility analysis for the proposed retail use.
- e) OEDC shall cooperate in the application process for any unforeseen grant or other fund raising opportunities if potentially beneficial to the Project.

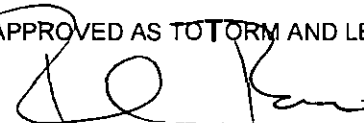
5. Environmental Review and Planning Approvals

- a) Within sixty (60) calendar days of completion of feasibility study the City shall retain environmental consultants to prepare all necessary environmental documentation required to conduct environmental review under the California Environmental Quality Act ("CEQA") for the Project.
- b) Within thirty (30) calendar days of the completion of items 5(a) the applicant shall submit a project description suitable to initiate the environmental review process.

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OAKLAND

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APPROVED AS TO FORM AND LEGALITY:



Deputy City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. _____ C.M.S.

RESOLUTION AUTHORIZING AN EXCLUSIVE NEGOTIATING AGREEMENT WITH THE OAKLAND ECONOMIC DEVELOPMENT CORPORATION FOR DEVELOPMENT OF PHASE I OF THE TRANSIT VILLAGE AT THE COLISEUM BART STATION, AND AUTHORIZING A PREDEVELOPMENT LOAN FOR THE PROJECT IN AN AMOUNT NOT TO EXCEED \$400,000

WHEREAS, the City of Oakland is working to redevelop the Coliseum BART Station parking lot property into a transit village; and

WHEREAS, the Oakland Economic Development Corporation (OEDC) has executed a Memorandum of Understanding with UrbanCore, a leading minority-owned real estate development firm headquartered in San Francisco and with offices in Berkeley, concerning the transit village project; and

WHEREAS, the City and OEDC want to enter into a period of preliminary study and negotiations over the project, and agree that this does not constitute a binding commitment on the part of the City to any developer or to participate in any project; and

WHEREAS, OEDC is seeking a predevelopment loan in the amount of \$400,000 to cover associated costs with predevelopment activities related to the project, and said funds are currently available in the Coliseum: TA Bonds Series 2006B-T (Taxable) Fund (5656), Coliseum Redevelopment Organization (02442), Coliseum Transit Village Project (C366920) for this purpose; now therefore be it

RESOLVED: That the City Administrator is authorized to negotiate and enter into an Exclusive Negotiating Agreement with OEDC for purposes of studying and evaluating the feasibility of, and negotiating terms and conditions for the potential development of phase I of a transit village at the Coliseum BART Station parking lot, including, but not limited to, the following provisions; and be it

FURTHER RESOLVED: That the exclusive negotiating period shall be for 12 months from the date of this Resolution, with the option to extend said period an additional six months at the discretion of the City Administrator or her designee until the Environmental Impact Report/Environmental Impact Statement for the project is certified; and be it

FURTHER RESOLVED: That the City Council hereby authorizes a \$400,000 zero-interest predevelopment loan from the Coliseum Projects Fund (5650) to OEDC to fund predevelopment costs associated with the Coliseum BART transit village project; and be it

FURTHER RESOLVED: That the term of the predevelopment loan shall be for 55 years, with repayment of the loan deferred until the developer has completed the redevelopment of the project and is generating revenues from the development, and with the loan balance due at the end of the term; and be it

FURTHER RESOLVED: That the work product funded by the loan, as well as other development rights for the project, shall be security for the loan and shall be assigned to the City upon default by the developer in the performance of its loan obligations, including obligations to pursue development of the project; and be it

FURTHER RESOLVED: That the City has independently reviewed and considered this environmental determination, and the City finds and determines that this action complies with CEQA because this action on the part of the City is exempt from CEQA pursuant to Section 15262 (feasibility and planning studies), Section 15306 (information collection) and Section 15061(b)(3) (general rule) of the CEQA Guidelines; and be it

FURTHER RESOLVED: That all documents shall be reviewed and approved as to form and legality by City Counsel prior to execution; and be it

FURTHER RESOLVED: That the City Administrator or her designee shall cause to be filed with the County of Alameda a Notice of Exemption for this action; and be it

FURTHER RESOLVED: That the City hereby authorizes the City Administrator or her designee, to negotiate and execute documents and take all other actions necessary with respect to the Exclusive Negotiating Agreement, the predevelopment loan, and the project consistent with this Resolution and its basic purpose.

IN COUNCIL, OAKLAND, CALIFORNIA, _____,

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, GALLO, GIBSON MCELHANEY, KALB, KAPLAN, REID, SCHAAF and
PRESIDENT KERNIGHAN

NOES-

ABSENT-

ABSTENTION-

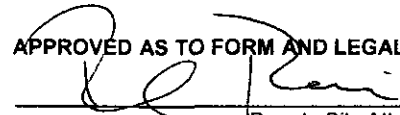
ATTEST: _____

LATONDA SIMMONS
City Clerk and Clerk of the Council
of the City of Oakland, California

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OFFICE OF THE CITY CLERK
OAKLAND

2013 JUN 12 PM 3:13

APPROVED AS TO FORM AND LEGALITY:


Deputy City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. _____ G.M.S.

A RESOLUTION AUTHORIZING THE CITY OF OAKLAND TO CONTINUE TO ACCEPT AND APPROPRIATE GRANT FUNDS UNDER THE CALIFORNIA DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT'S TRANSIT ORIENTED DEVELOPMENT GRANT PROGRAM FOR THE COLISEUM BART STATION TRANSIT VILLAGE PROJECT AND AUTHORIZING THE CITY ADMINISTRATOR, DEANNA SANTANA, TO NEGOTIATE GRANT TERMS, EXECUTE, MODIFY, AMEND AND EXTEND AGREEMENTS, ALLOCATE REVENUE, MAKE EXPENDITURES, AND TAKE ALL OTHER ACTIONS WITH RESPECT TO THE TRANSIT ORIENTED DEVELOPMENT GRANT PROGRAM

WHEREAS, on December 11, 2007, the California State Department of Housing and Community Development ("HCD") issued a Notice of Funding Availability ("NOFA") for the Transportation Oriented Development ("TOD") program established under the Housing and Emergency Shelter Trust Fund Act of 2006 ("Proposition 1C") pursuant to Part 13 of Division 31 of the Health & Safety Code, Section 53560; and

WHEREAS, the Redevelopment Agency of the City of Oakland ("Agency") adopted Agency Resolution No. 2008-0028 C.M.S. dated March 4, 2008, authorizing the submittal of an application for funding under the TOD program for the Coliseum BART Transit Village, and authorizing acceptance and appropriation of grant funds from this program for eligible activities in the manner presented in the application as approved by HCD and in accordance with TOD program guidelines; and

WHEREAS, Agency Resolution No. 2008-0028 C.M.S. authorized the Agency Administrator to execute in the name of the Agency the application, the Standard Agreement, and all other documents required by HCD for participation in the TOD Program and any amendments thereto; and

WHEREAS, the Agency submitted an application to HCD to obtain an allocation of TOD grant funds in the amount of \$8,485,000 for the Coliseum Transit Village Project at the Coliseum BART Station; and

WHEREAS, on August 17, 2011, the Agency and HCD executed a Standard Agreement for TOD program funding for the Coliseum BART Transit Village in an amount not to exceed \$8,485,000, and on June 29, 2012, the City acting as Successor Agency to the Redevelopment Agency and Housing Successor to the Redevelopment Agency executed with HCD a First Amendment to the Standard Agreement; and

WHEREAS, the City Council adopted Resolution No. 83679 C.M.S. on January 10, 2012, electing to become the successor agency to the Redevelopment Agency of the City of Oakland pursuant to Health & Safety Code Sections 34171(j) and 34173 upon Redevelopment Agency dissolution; and

WHEREAS, the Redevelopment Agency of the City of Oakland dissolved on February 1, 2012; and

WHEREAS, the City Council adopted Resolution No. 83815 C.M.S. on April 30, 2012, electing to act as the successor agency to the Redevelopment Agency of the City of Oakland, to accept and appropriate grant funds under HCD's TOD Program for the Coliseum BART Transit Village, and to take all other actions with respect to the TOD Program required by HCD for participation in the TOD Program; and

WHEREAS, the City Council adopted Resolution No. 83816 C.M.S. on April 30, 2012, electing to act as the successor housing agency to the Redevelopment Agency of the City of Oakland and to retain and assume the housing assets, functions and obligations of the Agency with respect to HCD's TOD Program and the Coliseum BART Transit Village; and

WHEREAS, prior to Agency dissolution, the Agency transferred the local match funds for the TOD program funding for the Coliseum BART Transit Village to the City under the Funding Agreement between the Agency and the City; and

WHEREAS, the State Controller's Office has determined in its review of asset transfers between the Agency and the City pursuant to Health and Safety Code Section 34167.5 that the transfer of such funds was an allowable transfer and that the City may retain the local match funds for the TOD program funding for the Coliseum BART Transit Village; and

WHEREAS, the California Department of Finance ("DOF") has determined in its Due Diligence Review of available cash assets pursuant to Health and Safety Code Section 34179.5, et seq., that the obligation to provide the local match for the TOD program was an enforceable obligation of the City, and that the City may retain and use the local match funds for the TOD program funding for the Coliseum BART Transit Village; and

WHEREAS, the Oakland Redevelopment Successor Agency board is acknowledging that the City is retaining the local match funds for the TOD program

funding for the Coliseum BART Transit Village, and transferring any remaining interests or obligations with respect to said grant to the City; and

WHEREAS, the requirements of CEQA, the CEQA Guidelines as prescribed by the Secretary for Resources, and the provisions of the Environmental Review Regulations of the City of Oakland have been satisfied since the proposed legislation is not a project under CEQA; now, therefore, be it

RESOLVED: That the City Council hereby affirms that the City of Oakland will act as sole grantee under HCD's TOD Program for the Coliseum BART Transit Village, and will continue to accept and appropriate grant funds under HCD's TOD Program for the Coliseum BART Transit Village, and apply the local match funds as the match under the Program; and be it further

RESOLVED: That the City hereby authorizes the City Administrator, Deanna Santana, or her designee to negotiate grant terms, execute, modify, amend and extend the Standard Agreement and all other related documents, allocate revenue, make expenditures, and take all other actions with respect to the TOD Program required by HCD for participation in the TOD Program in accordance with this resolution and its basic purposes; and be it further

RESOLVED: That all documents shall be reviewed and approved by the City Attorney prior to execution, and copies will be placed on file with the City Clerk.

IN COUNCIL, OAKLAND, CALIFORNIA, _____, 2013

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, GALLO, GIBSON MCELHANEY, KALB, KAPLAN, REID, SCHAAF and PRESIDENT KERNIGHAN

NOES-

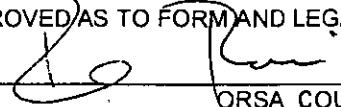
ABSENT-

ABSTENTION-

ATTEST: _____

LATONDA SIMMONS
City Clerk and Clerk of the Council, City of Oakland

2013 JUN 12 PM 3:13

APPROVED AS TO FORM AND LEGALITY:
BY: 
ORSA COUNSEL

OAKLAND REDEVELOPMENT SUCCESSOR AGENCY

RESOLUTION No. 2013-_____

A RESOLUTION TRANSFERRING THE GRANT UNDER THE CALIFORNIA DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT'S TRANSIT ORIENTED DEVELOPMENT GRANT PROGRAM FOR THE COLISEUM BART STATION TRANSIT VILLAGE PROJECT TO THE CITY OF OAKLAND

WHEREAS, on December 11, 2007, the California State Department of Housing and Community Development ("HCD") issued a Notice of Funding Availability ("NOFA") for the Transportation Oriented Development ("TOD") program established under the Housing and Emergency Shelter Trust Fund Act of 2006 ("Proposition 1C") pursuant to Part 13 of Division 31 of the Health & Safety Code, Section 53560; and

WHEREAS, the Redevelopment Agency of the City of Oakland ("Agency") adopted Agency Resolution No. 2008-0028 C.M.S. dated March 4, 2008, authorizing the submittal of an application for funding under the TOD program for the Coliseum BART Transit Village, and authorizing acceptance and appropriation of grant funds from this program for eligible activities in the manner presented in the application as approved by HCD and in accordance with TOD program guidelines; and

WHEREAS, Agency Resolution No. 2008-0028 C.M.S. authorized the Agency Administrator to execute in the name of the Agency the application, the Standard Agreement, and all other documents required by HCD for participation in the TOD Program and any amendments thereto; and

WHEREAS, the Agency submitted an application to HCD to obtain an allocation of TOD grant funds in the amount of \$8,485,000 for the Coliseum Transit Village Project at the Coliseum BART Station; and

WHEREAS, on August 17, 2011, the Agency and HCD executed a Standard Agreement for TOD program funding for the Coliseum BART Transit Village in an amount not to exceed \$8,485,000, and on June 29, 2012, the City acting as Successor Agency to

the Redevelopment Agency and Housing Successor to the Redevelopment Agency executed with HCD a First Amendment to the Standard Agreement; and

WHEREAS, the Redevelopment Agency of the City of Oakland dissolved on February 1, 2012; and

WHEREAS, prior to Agency dissolution, the Agency transferred the local match funds for the TOD program funding for the Coliseum BART Transit Village to the City of Oakland under the Funding Agreement between the Agency and the City, as well as all obligations of the Redevelopment Agency with respect to such funds and activities; and

WHEREAS, the State Controller's Office has determined in its review of asset transfers between the Agency and the City pursuant to Health and Safety Code Section 34167.5 that the transfer of such funds was an allowable transfer and that the City may retain the local match funds for the TOD program funding for the Coliseum BART Transit Village; and

WHEREAS, the California Department of Finance ("DOF") has determined in its Due Diligence Review of available cash assets pursuant to Health and Safety Code Section 34179.5, et seq., that the obligation to provide the local match for the TOD program was an enforceable obligation of the City, and that the City may retain and use the local match funds for the TOD program funding for the Coliseum BART Transit Village; and

WHEREAS, the City of Oakland is reaffirming that it is acting as sole grantee under HCD's TOD Program for the Coliseum BART Transit Village, and has the obligation to supply the local matching funds under the Program; and

WHEREAS, Health and Safety Code Section 34177(h) requires successor agencies to expeditiously wind down the affairs of the redevelopment agency; and

WHEREAS, Health and Safety Code Section 34177(h) authorizes successor agencies to transfer the contractual obligations of former redevelopment agencies to other parties; now, therefore, be it

RESOLVED: That the Oakland Redevelopment Successor Agency hereby affirms that the City of Oakland will act as sole grantee under HCD's TOD Program for the Coliseum BART Transit Village, acknowledges that the City is retaining the local match funds for said grant, and transfers any remaining interests or obligations with respect to said grant to the City.

BY SUCCESSOR AGENCY, OAKLAND, CALIFORNIA, _____, 2013

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, GALLO, GIBSON McELHANEY, KALB, KAPLAN, REID, SCHAAF, and
CHAIRPERSON KERNIGHAN

NOES-

ABSENT-

ABSTENTION-

ATTEST: _____
LATONDA SIMMONS
Secretary of the Oakland
Redevelopment Successor Agency