

2014 JUN 26 PM 3:08

OAKLAND CITY COUNCIL
ORDINANCE NO. 13250 C.M.S.

AN ORDINANCE AMENDING ORDINANCE NO. 13201 C.M.S. (THAT AUTHORIZED THE CITY ADMINISTRATOR, WITHOUT RETURNING TO THE CITY COUNCIL, TO NEGOTIATE AND EXECUTE A LEASE DISPOSITION AND DEVELOPMENT AGREEMENT (“LDDA”) AND GROUND LEASE BETWEEN THE CITY OF OAKLAND AND OAKLAND MARITIME SUPPORT SERVICES, LLC, OR ITS AFFILIATE (“OMSS”), FOR THE DEVELOPMENT OF TRUCK PARKING AND TRUCK-RELATED SERVICES ON APPROXIMATELY 17 ACRES OF THE FORMER OAKLAND ARMY BASE) TO AMEND THE GENERAL TERMS OF THE LDDA AS FOLLOWS: (1) MODIFY THE FINANCIAL REQUIREMENTS FOR THE PROJECT GUARANTOR; AND (2) GRANT OMSS AN EXCLUSIVE RIGHT TO SELL TRUCK FUEL ON THE CITY-OWNED PORTIONS OF THE ARMY BASE FOR TEN (10) YEARS

WHEREAS, on June 19, 2012, the Oakland City Council, via Resolution No. 83930 C.M.S., approved the amended Oakland Army Base (OARB) Reuse Plan (Master Plan), including adopting the 2012 OARB Initial Study/Addendum (IS/Addendum), making related California Environmental Quality Act (CEQA) findings, and adopting the Standard Conditions of Approval/Mitigation Monitoring and Reporting Program (SCA/MMRP); and

WHEREAS, on December 4, 2012, the City entered into a Lease Disposition and Development Agreement (the “Master Developer LDDA”) with Prologis CCIG Oakland Global, LLC (the “Master Developer”) for the development of approximately 130 acres of the OARB ; and

WHEREAS, the Master Plan identified approximately 17 acres of the OARB for the development of a trucking facility proposed by Oakland Maritime Support Services, LLC, (“OMSS”) to provide truck parking and truck-related services, including fuel sales to automobiles and trucks (the “Project”); and

WHEREAS, on December 3, 2013, the Oakland City Council, via Ordinance No. 13201 C.M.S., authorized the City Administrator, without returning to the City Council, to negotiate and execute a Lease Disposition and Development Agreement (the “LDDA”) and related Ground Lease (“Ground Lease”) between the City and OMSS, or its affiliate , for the development of the Project; and

WHEREAS, the terms and conditions of the LDDA and Ground Lease were contained in the real estate term sheet attached to the Ordinance as Exhibit B; and

WHEREAS, following the Council’s approval of Ordinance No. 13201 C.M.S., City staff and OMSS negotiated the following changes to the terms and conditions: (1) accept as a

Guarantor an entity which is registered and qualified to transact business in California and which can substantiate that it has on hand at least 35% of the estimated Project development cost in cash or cash equivalents; and (2) grant OMSS the exclusive right to the retail sale of truck fuel within the City-owned portions of the Army Base for a period not to exceed ten years from the execution date of the Ground Lease; and

WHEREAS, the City finds that the Project with the negotiated changes to the terms and conditions will implement the goals and objectives of the Reuse Plan; now, therefore

THE COUNCIL OF THE CITY OF OAKLAND DOES ORDAIN AS FOLLOWS:

Section 1. The City Council, based upon its own independent review, consideration, and exercise of its independent judgment, hereby finds and determines, on the basis of substantial evidence in the entire record before the City, that none of the circumstances necessitating further CEQA review are present. Thus, prior to approving the changes to the terms and conditions, the City Council finds and determines that it can continue to rely on the previously adopted 2012 OARB Initial Study/Addendum for the reasons stated in June 12, 2012, and May 28, 2013, City Council Agenda Report and related attachments/exhibits. The (Final and Corrected) Standard Conditions of Approval/Mitigation Monitoring and Reporting Program, dated October 15, 2012, is also hereby reaffirmed/readopted, including the clarifying corrections discussed at the June 4, 2013 City Council hearing (Mitigation Measure 4.4-3b, West Gateway Rail and Maritime Emissions Reductions Program) and in the Agenda Report for the July 2, 2013 City Council meeting (Mitigation Measure 4.3-10, Parking Demand Study), and the revisions discussed at the July 2, 2013 City Council meeting (Mitigation Measure PO-1, Stakeholder Review of Air Quality and Trucking Plans).

Section 2. The City Council finds and determines that this action complies with CEQA and the Environmental Review Officer is directed to cause to be filed a Notice of Determination with the appropriate agencies.

Section 3. Exhibit B to Ordinance No. 13201 is hereby amended as follows:

(A) Section 3 of Exhibit B is amended by adding a sentence at the end thereof which reads: The City may accept as a Guarantor an entity which is registered and qualified to transact business in California and which can substantiate that it has on hand at least 35% of the estimated Project development cost in cash or cash equivalents; and

(B) Add a new Section 37 which reads as follows:

Section 37	City to grant Developer an exclusive right to sell truck fuel at retail on the City-owned portion of the Army Base for a period not to exceed ten (10) years from the execution date of the Ground Lease
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Section 4. Except as amended herein, in all other respects Ordinance No. 13201 C.M.S. remains in effect.

JUL 29 2014

IN COUNCIL, OAKLAND, CALIFORNIA, _____

PASSED BY THE FOLLOWING VOTE:

Reid

AYES- BROOKS, GALLO, GIBSON MCELHANEY, KALB, KAPLAN, ~~REID~~, SCHAAF, and PRESIDENT KERNIGHAN - **8**

NOES- \emptyset

ABSENT- \emptyset

ABSTENTION- \emptyset

ATTEST: _____

LaTonda Simmons
LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California

DATE OF ATTESTATION: _____

8/6/14

Introduction Date
JUL 15 2014

2014 JUL 15 PM 12: 02

NOTICE AND DIGEST

AN ORDINANCE AMENDING ORDINANCE NO. 13201 C.M.S. (THAT AUTHORIZED THE CITY ADMINISTRATOR, WITHOUT RETURNING TO THE CITY COUNCIL, TO NEGOTIATE AND EXECUTE A LEASE DISPOSITION AND DEVELOPMENT AGREEMENT ("LDDA") AND GROUND LEASE BETWEEN THE CITY OF OAKLAND AND OAKLAND MARITIME SUPPORT SERVICES, LLC, OR ITS AFFILIATE ("OMSS"), FOR THE DEVELOPMENT OF TRUCK PARKING AND TRUCK-RELATED SERVICES ON APPROXIMATELY 17 ACRES OF THE FORMER OAKLAND ARMY BASE) TO AMEND THE GENERAL TERMS OF THE LDDA AS FOLLOWS: (1) MODIFY THE FINANCIAL REQUIREMENTS FOR THE PROJECT GUARANTOR; AND (2) GRANT OMSS AN EXCLUSIVE RIGHT TO SELL TRUCK FUEL ON THE CITY-OWNED PORTIONS OF THE ARMY BASE FOR TEN (10) YEARS

This ordinance authorizes amendments to the general terms and conditions authorized by Ordinance No. 13201 C.M.S for a Lease Disposition and Development Agreement and ground lease with OMSS, LLC as follows: (1) modify the financial requirements for the project guarantor; and (2) grant OMSS an exclusive right to sell truck fuel on the City-owned portions of the Army Base for ten years.