

2014 OCT -2 PM 2: 02

Approved as to Form and Legality:

  
Deputy City Attorney

## OAKLAND CITY COUNCIL

RESOLUTION No. 85220 C.M.S.

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**A RESOLUTION AUTHORIZING AN EXCLUSIVE NEGOTIATING AGREEMENT WITH TB2 RETAIL COMPLEX, LLC OR A RELATED ENTITY, FOR DEVELOPMENT OF A MIXED-USE PROJECT ON CITY-OWNED PROPERTY LOCATED AT 2100 TELEGRAPH AVENUE; AND AUTHORIZING AN EXCLUSIVE NEGOTIATING PERIOD OF TWO YEARS AND ONE OPTIONAL SIX-MONTH ADMINISTRATIVE EXTENSION**

**WHEREAS**, the City of Oakland (the "City") owns approximately 1.76 acres of property located at 2100 Telegraph Avenue (the "Property"), which is improved with a two-story public parking structure that includes 351 parking spaces (the "Garage"); and

**WHEREAS**, the Garage provides an important parking facility for the area (including the Paramount Theater) and contributes to the success of the vibrant Uptown district; and

**WHEREAS**, TB2 Retail Complex, LLC ("TB2"), a limited liability company comprised of the Strategic Urban Development Alliance ("SUDA") and Hensel Phelps Construction Company ("HPCC"), submitted a proposal to develop a mixed-use project on the Property consisting of least 250 rental residential units (with 15 percent of the units to be affordable to low and moderate income households), approximately 220 residential parking spaces, at least 15,000 square feet of ground floor retail, and a new garage consisting of 350 public parking spaces (the "Project"); and

**WHEREAS**, TB2 proposes to acquire, by sale or long term lease, the Property from the City for development of the Project; and

**WHEREAS**, the City desires to purchase from TB2, at development cost, the new 350-space public parking garage and will take a condominium ownership interest in the garage which will replace the Garage and continue to provide parking in the Uptown area; and

**WHEREAS**, the City and TB2, as the prospective developer, desire to dedicate time for the preliminary study and exclusive negotiations of the proposed Project, with the understanding that such study and negotiations do not constitute a binding commitment on the part of the City to the proposed Project or TB2 for the Property; now, therefore, be it

**RESOLVED:** That the Interim City Administrator (the "City Administrator") or his designee is authorized to negotiate and enter into an Exclusive Negotiating Agreement ("ENA") with TB2 for the purposes of studying and evaluating the feasibility of the development of the proposed Project, for retail, residential, public parking and other uses, and the City's purchase of the newly developed 350 public parking spaces, and conducting California Environmental Quality Act ("CEQA") review and approval; and be it

**FURTHER RESOLVED:** That the exclusive negotiating period shall be for twenty-four (24) months from the date of the execution of the ENA, with the option by the City Administrator or his designee in his sole discretion to extend said period by an additional 6 months; and be it

**FURTHER RESOLVED:** That the City shall require a \$25,000 nonrefundable Project Expense Payment from TB2 to reimburse the City for its staff costs and third party expenses; and be it

**FURTHER RESOLVED:** That the \$25,000 nonrefundable Project Expense Payment from TB2 will be appropriated to Miscellaneous Capital Projects Fund (Fund 5999) and a new project to be created; and be it

**FURTHER RESOLVED:** That the ENA shall be reviewed and approved as to form and legality by the City Attorney's Office prior to execution; and be it

**FURTHER RESOLVED:** That the City finds and determines, after independent review and consideration, that the authorization to enter into the ENA with TB2 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 the City Administrator or his designee shall cause a Notice of Exemption from CEQA requirements to be filed with the County of Alameda; and be it

**FURTHER RESOLVED:** That the City Administrator or his designee is further authorized to negotiate and enter into other agreements and take whatever action is necessary with respect to the ENA and the Project, consistent with this Resolution and its basic purposes.

OCT 21 2014

IN COUNCIL, OAKLAND, CALIFORNIA, \_\_\_\_\_

**PASSED BY THE FOLLOWING VOTE:**

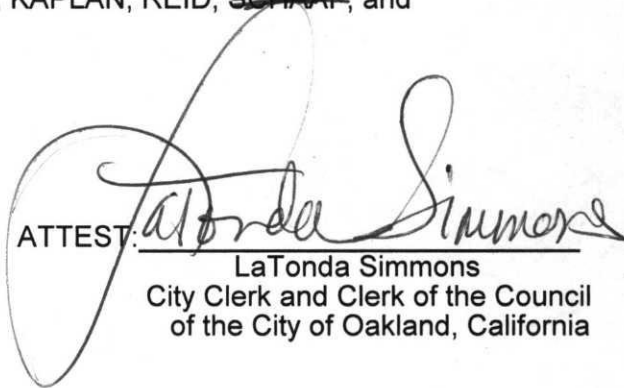
AYES - BROOKS, GALLO, GIBSON McELHANEY, KALB, KAPLAN, REID, ~~SCHAAF~~, and  
PRESIDENT KERNIGHAN - 7

NOES - 0

ABSENT - 1 schAAF

ABSTENTION - 0

ATTEST:



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