

APPROVED AS TO FORM AND LEGALITY:



Deputy City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. _____ C.M.S.

A RESOLUTION AUTHORIZING THE CITY ADMINISTRATOR OR DESIGNEE TO NEGOTIATE AND ENTER INTO A NAMING RIGHTS AGREEMENT AND RELATED DOCUMENTS WITH KAISER FOUNDATION HEALTH PLAN, INC., GRANTING IT THE RIGHT TO NAME THE PROPERTY AND INSTALL CERTAIN EXTERIOR AND INTERIOR SIGNAGE FOR A TERM OF UP TO 99 YEARS, SUBJECT TO CERTAIN TERMINATION RIGHTS, FOR A LUMP SUM PAYMENT OF \$12 MILLION

WHEREAS, the City of Oakland ("City") owns approximately 4.79 acres of property located at 10 Tenth Street, which is improved with the historic Henry J. Kaiser Convention Center (the "Property" or "Kaiser Auditorium"), which is prominently located at the southern end of Lake Merritt; and

WHEREAS, pursuant to City Council Ordinance No. 13556 C.M.S., adopted on July 16, 2019, the City and Oakland Civic, LLC ("Oakland Civic") are parties to a Lease Disposition and Development Agreement ("Henry J. Kaiser Convention Center") dated as of December 30, 2019, for the renovation of the Kaiser Auditorium (the "Project"); and

WHEREAS, the Project is not financially viable and is in need of additional funding sources; and

WHEREAS, the City and Kaiser Foundation Health Plan, Inc. ("Kaiser Foundation") desire to enter into a naming rights agreement ("Naming Rights Agreement") for the Property, granting Kaiser Foundation the right to name the Property, and install certain exterior and interior signage upon completion of the Project for a term of up to 99 years, subject to certain termination rights, for a payment of \$12,000,000, payable in a lump sum, at execution of the Naming Rights Agreement; and

WHEREAS, the City Council shall, by separate action, consider awarding a grant to Calvin Simmons Theatre, the operator of the Calvin Simmons Theatre, of the additional funding the City shall receive from the Naming Rights Agreement, to assist with the renovation costs related to the Project; now, therefore be it

RESOLVED: The City Council authorizes (a) the City Administrator or his or her designee to negotiate and execute a Naming Rights Agreement and related documents with Kaiser Foundation, granting Kaiser Foundation the right to name the Property and install certain exterior and interior signage upon completion of the Project for a term of up to 99 years, subject to certain termination rights, for a lump sum payment of \$12,000,000, payable at execution of the Naming Rights Agreement, and on such other terms generally described in Attachment A to the agenda report for this action; and (b) to accept all proceeds received from the Naming Rights Agreement in the Miscellaneous Capital Projects Fund (5999), Central District Redevelopment Organization (85245), Downtown Redevelopment Program (SC13), in a new project to be created, and be it further

RESOLVED: After independent review and consideration, the City Council finds and determines that (a) this action complies with CEQA based on the evaluation of the anticipated environmental effects of the Project in "The Oakland Civic Auditorium Rehabilitation - CEQA Analysis" (the "2019 CEQA Analysis") for the Project; (b) no substantial changes have occurred with respect to the circumstances under which the 2019 CEQA Analysis was done or that no new information, which was not known and could not have been known at the time such analysis was completed, has become available; and (c) as supported by substantial evidence in the record, no additional environmental analysis beyond the 2019 CEQA Analysis is necessary for entering into the Naming Rights Agreement based on the conclusions of the 2019 CEQA Analysis that the Project satisfies each of the following CEQA Guidelines (A) Section 15164 - CEQA Analysis Addendum, (B) Section 15183 - Projects consistent with a Community Plan, General Plan or Zoning, and (C) Section 15168 - Prior Program Environmental Impact Reports; and be it further

RESOLVED: That all documents necessary to effectuate the Naming Rights Agreement pursuant to this Resolution shall be reviewed and approved as to form and legality by the City Attorney’s Office prior to execution by the City Administrator and shall be placed on file with the City Clerk.

IN COUNCIL, OAKLAND, CALIFORNIA, _____, 2020

PASSED BY THE FOLLOWING VOTE:

AYES- FORTUNATO BAS, GALLO, GIBSON McELHANEY, KALB, REID, TAYLOR, THAO, and CHAIRPERSON KAPLAN

NOES-

ABSENT-

ABSTENTION-

ATTEST: _____

ASHA REED
City Clerk and Clerk of the Council
of the City of Oakland, California