

REDEVELOPMENT AGENCY
OF THE CITY OF SAN DIEGO
RESOLUTION NUMBER R-03800
ADOPTED ON AUGUST 3, 2004

A RESOLUTION OF THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO APPROVING THE PROPOSED FIRST IMPLEMENTATION AGREEMENT AND COOPERATION AGREEMENT BETWEEN THE AGENCY AND LANKFORD AND ASSOCIATES, INC. RELATING TO THE "SMART CORNER" PROJECT.

WHEREAS, the Redevelopment Agency of the City of San Diego [Agency] is engaged in activities necessary to carry out and implement the Redevelopment Plan for the Centre City Redevelopment Project [Project], and has adopted an Implementation Plan for the Centre City Redevelopment Project in accordance with California Health and Safety Code Section 33490 (the "Implementation Plan"); and

WHEREAS, in order to carry out and implement such Redevelopment Plan, the Agency entered into a certain Disposition and Development Agreement, date July 31, 2003 and on file in the office of the Secretary to the Agency as Document No. D-03665/R-03665, referred to below as the Agreement; and

WHEREAS, in order to further implement the development under the Agreement, the Agency and Developer propose (pursuant to the terms and conditions of the First Implementation Agreement) to revise the MTDB funding deadline; add a provision indemnifying the Agency for liability under the SB 966 if it turns out the project is a prevailing wage project; modify the DDA

to change references from AMTDB@ or the ABoard@ to AMTS@ and to include references where appropriate to the San Diego Association of Governments [SANDAG]; modify the DDA to reflect changes in the terms under which the Agency will acquire and convey to Developer the MTS Parcel; modify the DDA to reflect that the Site shall be subdivided into three parcels (the Housing Commission Parcel, the Residential Parcel and the Parking Parcel), rather than the five parcels described in the DDA; assign the DDA to Smart Corner LLC and then from Smart Corner LLC to CJUF Smart Corner LLC; execute a Collateral Assignment, Consent and Subordination Agreement in favor of U.S. Bank National Association; and modify the Schedule of Performance for the submission and approval of a draft and final Reciprocal Easement Agreement [REA].

WHEREAS, in order to further implement the development under the Agreement, the Agency and Developer propose (pursuant to the terms and conditions of the Cooperation Agreement) to provide for the terms and conditions pursuant to which MTDB will convey the Transformer Parcel to the Agency and to which the Agency will grant the Trolley Easement to MTDB; and

WHEREAS, the Centre City Development Corporation, Inc., [CCDC] has reviewed and discussed said proposed First Implementation and Cooperation Agreements, and has recommended that the City Council approve and the Agency enter into the Agreements; and

WHEREAS, the Agency has duly considered the recommendations of CCDC and all terms and conditions of the proposed First Implementation and Cooperation Agreements and believes that the development of the real property pursuant to the proposed Agreement is in the best interests of the City and the health, safety, morals and welfare of its residents, and in accord with the public purposes and provisions of applicable state and local law and requirements.

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of San Diego as follows:

1. That it approves the First Implementation Agreement with Lankford and Associates, Inc., a copy of which is on file in the Office of the Secretary of the Agency Document No.D-03800a.

2. That it approves the Cooperation Agreement with Lankford and Associates, Inc., a copy of which is on file in the Office of the Secretary of the Agency Document No. D-03800b.

3. The Executive Director of the Agency (or his designee), is hereby authorized, on behalf of the Agency, to sign all documents necessary and appropriate to carry out and implement the Agreements and to administer the Agency's obligations, responsibilities and duties to be performed under said Agreements.

APPROVED: CASEY GWINN, General Counsel

By _____
Sung Phillips
Deputy Counsel

SLP:mm
07/14/04
Or.Dept: REDEV
AudCert:N/A
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