



REDEVELOPMENT AGENCY OF

THE CITY OF SAN DIEGO

RESOLUTION NUMBER R- 04579DATE OF FINAL PASSAGE NOV 29 2010

A RESOLUTION OF THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO APPROVING AND AUTHORIZING EXECUTION OF THE SEVENTH IMPLEMENTATION AGREEMENT (LAS AMERICAS PROJECT: EAST PARCELS) BY AND BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO, AND INTERNATIONAL GATEWAY EAST, LLC FOR THE INTERNATIONAL GATEWAY OF THE AMERICAS PROJECT LOCATED IN THE SAN YSIDRO REDEVELOPMENT PROJECT AREA.

WHEREAS, the Redevelopment Agency of the City of San Diego (Agency), a public body, corporate and politic is engaged in activities necessary to carry out and implement the Redevelopment Plan for San Ysidro Redevelopment Project Area (Project Area); and

WHEREAS, in order to carry out and implement the Redevelopment Plan, on May 12, 1998, pursuant to Resolution No. R-02842, the Agency approved a Disposition and Development Agreement between the Agency and Land Grant Development Unlimited, a California corporation, for the International Gateway of the Americas Project (Las Americas Project), which was entered into on June 2, 1998 (Original DDA), a copy of which is on file in the office of the Secretary to the Agency as Document No. D-02842, as amended by the First Implementation Agreement dated February 23, 2000 (First Implementation Agreement), Document No. D-03111a and D-03111b, as amended by the Second Implementation Agreement dated November 27, 2000 (Second Implementation Agreement), Document No. D-03272, as amended by the Third Implementation Agreement dated June 28, 2001 (Third Implementation Agreement), Document No. D-03342, as amended by the Fourth Implementation Agreement

dated May 28, 2002 (Fourth Implementation Agreement), Document No. D-03474, as amended by the Fifth Implementation Agreement dated November 22, 2004 (Fifth Implementation Agreement), Document No. D-03848, and as amended by the Sixth Implementation Agreement dated July 2, 2009 (Sixth Implementation Agreement), Document No. D-04421; and.

WHEREAS, International Gateway East, LLC, a Delaware limited liability company (IGA East), is the sole owner and manager of Parcel D, Parcel F and Property E (East Parcels) of the Las Americas Project; and

WHEREAS, IGA East has requested the Agency approve and execute the Seventh Implementation Agreement (Las Americas Project: East Parcels) (Seventh Implementation Agreement, together with the Original DDA, First Implementation Agreement, Second Implementation Agreement, Third Implementation Agreement, Fourth Implementation Agreement, Fifth Implementation Agreement and Sixth Implementation Agreement shall be referred to as the DDA) and all related documents whereby the Agency consents to an assignment and assumption of developer rights and responsibilities under the DDA for the development of the East Parcels from developer IGA East to the single purpose entity, Shamrock/Las Americas Venture I, LLC, a California limited liability company (Shamrock/Las Americas), of which Shamrock Group LLC, a California limited liability company (Shamrock) is the sole manager; and

WHEREAS, Shamrock/Las Americas was initially formed for the purpose of accepting and receiving the assignment and assumption of developer rights and responsibilities under the DDA for the development of the Parcel A-3 pursuant to the terms and conditions set forth in the Sixth Implementation Agreement; and

WHEREAS, the Shamrock/Las Americas Operating Agreement, dated as of December 2, 2008 was amended to provide for accepting and receiving the assignment and assumption of developer rights and responsibilities under the DDA for the development of the East Parcels pursuant to the terms and conditions set forth in the Seventh Implementation Agreement; and

WHEREAS, the City Council of the City of San Diego and the Agency: 1) certified the Final Environmental Impact Report (FEIR), adopted April 2, 1996 by Council Resolution No. R-287149 and Agency Resolution No. R-02641 for the adoption of the Project Area; and 2) certified a Mitigated Negative Declaration (MND) adopted on May 12, 1998 by Council Resolution No. R-290105 and Agency Resolution No. R-02841 for the implementation of the Las Americas Project; and

WHEREAS, the Agency has previously reviewed and considered the FEIR and MND and it is determined that no substantial changes or new information of substantial importance within the meaning of California Environmental Quality Act Guidelines section 15162 would warrant any additional environmental review in connection with approval of the assignment and assumption of the developer rights and responsibilities under the DDA from IGA East to Shamrock/Las Americas; and

WHEREAS, the Agency has duly considered all terms and conditions of the proposed Seventh Implementation Agreement and all related documents and believes that the conditions contained in the proposed Seventh Implementation Agreement are in the best interests of the Project Area and the health, safety, morale and welfare of its residents, and in accordance 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 (Agency) as follows:

1. That the Agency hereby approves the Seventh Implementation Agreement and all related documents and the terms and conditions thereof. A copy of the Seventh Implementation Agreement is on file in the office of the Secretary to the Agency as Document No. D-

04579


2. That the Executive Director of the Agency, or designee, is hereby authorized for and on behalf of the Agency to execute the Seventh Implementation Agreement.

3. That the Executive Director of the Agency, or designee, is authorized, on behalf of the Agency, to sign all documents necessary and appropriate to carry out and implement the Seventh Implementation Agreement and to administer the Agency's obligations, responsibilities and duties to be performed under the Seventh Implementation Agreement.

4. This Resolution shall take effect immediately upon its adoption by the Agency.

APPROVED: JAN I. GOLDSMITH, General Counsel

By


Monique R. Tayyab
Deputy General Counsel

MRT:hm

11/02/10

Or.Dept:Redev.Agency

RA-2011-34

PL#2010-00449

I hereby certify that the foregoing Resolution was passed by the Redevelopment Agency of the City of San Diego, at this meeting of NOV 16 2010

REDEVELOPMENT AGENCY

By 
Jeannette Santos, Deputy Secretary

Approved: 11-29-10
(date)


JERRY SANDERS, Executive Director

Vetoed: _____
(date)

JERRY SANDERS, Executive Director

Passed by the Redevelopment Agency of The City of San Diego on NOV 16 2010, by the following vote:

Agency Members	Yeas	Nays	Not Present	Recused
Sherri Lightner	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kevin Faulconer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Todd Gloria	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Anthony Young	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Carl DeMaio	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Donna Frye	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Marti Emerald	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ben Hueso	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date of final passage NOV 29 2010.

AUTHENTICATED BY:

JERRY SANDERS
Executive Director of The City of San Diego, California.

(Seal)

ELIZABETH S. MALAND
Secretary of The City of San Diego, California.

By , Deputy

Office of the Redevelopment Agency, San Diego, California

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