

REDEVELOPMENT AGENCY OF THE
CITY OF SAN DIEGO

RESOLUTION NUMBER R- 04617

DATE OF FINAL PASSAGE FEB 28 2011

A RESOLUTION OF THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO (AGENCY) APPROVING THE FIRST AMENDMENT TO THE JOINT EXERCISE OF POWERS AGREEMENT AMONG THE AGENCY, ACTING THROUGH THE CENTRE CITY DEVELOPMENT CORPORATION, INC., THE CITY OF SAN DIEGO, AND THE SAN DIEGO UNIFIED PORT DISTRICT FOR THE NORTH EMBARCADERO VISIONARY PLAN PROJECT LOCATED IN THE CENTRE CITY REDEVELOPMENT PROJECT AND AUTHORIZING THE EXPENDITURE OF THE AGENCY'S TAX INCREMENT FUNDS IN AN AMOUNT UP TO \$29,600,000 TOWARD THE DESIGN AND CONSTRUCTION OF CERTAIN FIRST PHASE IMPROVEMENTS.

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 Area (Project Area); and

WHEREAS, in order to carry out and implement the Redevelopment Plan, on June 19, 2009, the Agency approved the Fourth Implementation Plan for the period of July 2009 thru June 2014 for the Centre City and Horton Plaza Redevelopment Projects (Implementation Plan); and

WHEREAS, the Implementation Plan identifies the need to create an enhanced pedestrian and vehicular connection to an expanding and comprehensive open-space system that provides a diverse range of outdoor opportunities for residents, visitors and workers with the Project Area; and

WHEREAS, the Centre City Development Corporation, Inc. (CCDC) is responsible for implementing redevelopment projects in the Project Area; and

WHEREAS, the Agency, acting through CCDC, the City of San Diego (City), and the San Diego Unified Port District (Port) entered into a Joint Exercise of Powers Agreement (JPA Agreement) dated April 9, 2007, which established the North Embarcadero Alliance Joint Powers Authority (JPA) with the power to direct work as necessary to facilitate the completion of design, construction and development of a financing and phase plan necessary to implement the North Embarcadero Visionary Plan (NEVP); a copy of the JPA Agreement is filed in the office of the Agency Secretary as Document No. D-04108; and

WHEREAS, the Agency, acting through CCDC, the City, and the Port now propose to enter into that certain First Amendment (First Amendment) to the JPA Agreement in order to memorialize the construction and maintenance funding arrangements among the City, the Port, and the Agency, acting through CCDC, for certain NEVP Phase I improvements in the Project Area, which include improvements to West Broadway, extension of the Esplanade improvements south to the former Navy Pier 11A, and inclusion of the Setback Park/Plaza, an approximately two-acre public park/plaza to be designed and constructed within a 150-foot setback from North Harbor Drive along the Lane Field development between West Broadway and B Street (collectively, Phase I Improvements); and

WHEREAS, the First Amendment provides that the Port will be solely responsible for the administration of construction the Phase I Improvements, except that design and construction of Setback Park/Plaza is the primary responsibility of the adjacent Lane Field development; and

WHEREAS, the First Amendment provides that the Port and the Agency shall equally share the total cost of construction of the Phase I Improvements estimated at \$28,600,000, provided that the Agency will advance the construction costs and the Port will receive certain

credits for previous capital contributions and offsets for the Port's assumption of maintenance responsibility for the Phase I Improvements; and

WHEREAS, the First Amendment requires the Port to repay Agency's advances of the Port's share of construction costs for the Phase I Improvements, with interest, in accordance with the First Phase Advance Repayment Agreement in substantially the form attached as Attachment C to the First Amendment; and

WHEREAS, the First Amendment provides that the Agency will contribute additional funding of up to \$1,000,000 for the design and construction of the Broadway Pier surface improvements, of which amount up to \$150,000 may be used for design work; and

WHEREAS, the First Amendment states that the Port shall be responsible for maintenance of the Phase I Improvements for 30 years and shall create a maintenance reserve and shall deposit an annual amount of \$550,000 commencing upon the completion of the Phase I Improvements, adjusted for inflation annually, to cover both the current and incremental maintenance costs; NOW, THEREFORE,

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

1. That the Agency hereby approves the First Amendment to the JPA Agreement; a copy of the First Amendment, when executed by the Agency, CCDC, the City, and the Port, shall be placed on file in the office of the Agency Secretary as Document No. D- 04617
2. That the Agency Executive Director or designee is authorized and empowered to execute, for and on behalf of the Agency, the First Amendment.
3. That the Agency Executive Director or designee is authorized, on behalf of the Agency, to execute all other documents necessary and appropriate to carry out and implement

the terms of the JPA Agreement as amended by the First Amendment, and to administer the Agency's obligations, responsibilities and duties to be performed thereunder.

4. That CCDC's acting President or designee, for and on behalf of CCDC, is authorized and empowered to execute the First Amendment and all other documents necessary and appropriate to carry out and implement the terms of the JPA Agreement as amended by the First Amendment, as the Agency's agent for Phase I of the NEVP Project, pursuant to the terms and conditions set forth in the JPA Agreement as amended by the First Amendment.

5. That the City's Chief Financial Officer, as delegated, is authorized to appropriate, encumber and expend tax increment funds from the Project Area in the amount of \$29,600,000, enabling the Agency, as required by the First Amendment, to (i) pay \$14,300,000 to the Port, representing the Agency's 50 percent share of the construction costs of the Phase I Improvements, (ii) advance \$14,300,000 to the Port, representing the Agency's advance of all of the Port's 50 percent share of the construction costs of the Phase I Improvements, subject to the Port's later reimbursement to the Agency except for any credit or offset to which the Port may be entitled under the First Amendment, and (iii) pay up to \$1,000,000 to the Port, representing the Agency's contribution toward the cost of design and construction of the Broadway Pier surface improvements as described in the First Amendment, provided that the Agency's contribution toward the cost of the design aspect only shall not exceed \$150,000.

6. That, pursuant to California Government Code Section 6503.5, within thirty days after the effective date of the First Amendment, a notice of the First Amendment shall be prepared and filed with the Office of the Secretary of State.

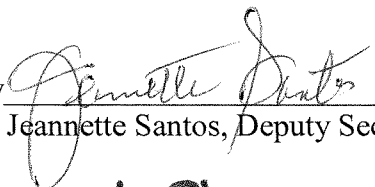
APPROVED: JAN I. GOLDSMITH, General Counsel

By Kevin Reisch
Kevin Reisch
Deputy General Counsel

KR:nja
02/10/2011
Or.Dept:CCDC
RA-2011-75
PL#2011-05547
Comp. R-2011-693
R-2011-694
R-2011-695
RA-2011-74
RA-2011-76

I hereby certify that the foregoing Resolution was passed by the Redevelopment Agency of the City of San Diego, at this meeting of FEB 28 2011.

REDEVELOPMENT AGENCY

By 
Jeannette Santos, Deputy Secretary

Approved: 2-28-11
(date)


JERRY SANDERS, Executive Director

Vetoed: _____
(date)

JERRY SANDERS, Executive Director

Passed by the Redevelopment Agency of The City of San Diego on FEB 28 2011, 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"/>
Lorie Zapf	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Marti Emerald	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
David Alvarez	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

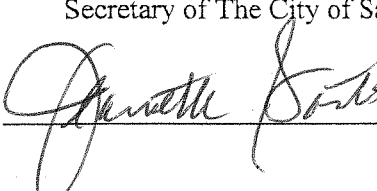
Date of final passage FEB 28 2011

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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