



REDEVELOPMENT AGENCY OF

THE CITY OF SAN DIEGO

RESOLUTION NUMBER R- 04682

DATE OF FINAL PASSAGE AUG 04 2011

A RESOLUTION OF THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO (i) APPROVING AND AUTHORIZING THE EXECUTION OF THE FIRST AMENDMENT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT FOR THE REHABILITATION OF THE WORLD TRADE CENTER BUILDING AND (ii) APPROVING AND AUTHORIZING THE EXECUTION OF THE SECOND AMENDMENT TO THE PARKING STRUCTURE OPERATING AGREEMENT RELATED TO THE OPERATION OF THE PARKING STRUCTURE ADJACENT TO THE WORLD TRADE CENTER BUILDING.

WHEREAS, the Redevelopment Agency of the City of San Diego (Agency) has approved the Redevelopment Plan for the Centre City Redevelopment Project Area (Redevelopment Plan) in accordance with the California Community Redevelopment Law, set forth at California Health and Safety Code sections 33000-33855; and

WHEREAS, the Agency and the City of San Diego (City) entered into that certain Purchase and Sale Agreement dated March 1, 2011, by which the Agency agreed to purchase and the City agreed to sell, for a purchase price of \$8,230,000, the historic World Trade Center building (World Trade Center) and the adjoining parking structure (Parking Structure), located at 1250 Sixth Avenue in San Diego (Property) within the Civic Core neighborhood of the Downtown Community Plan Area in the Centre City Redevelopment Project Area; and

WHEREAS, in order to implement the Redevelopment Plan, the Agency and Connections Housing Downtown, L.P., a California limited partnership (Developer), entered into that certain Disposition and Development Agreement dated March 1, 2011 (DDA), by which the

Developer agreed to purchase the World Trade Center from the Agency for \$4,300,000 and to rehabilitate the World Trade Center into a one-stop service center and housing for the homeless population; and

WHEREAS, the DDA contemplates that, following the Developer's satisfaction of certain conditions precedent, primarily related to financing, the Agency will purchase the Property from the City and then immediately sell the World Trade Center to the Developer, thereby allowing the Developer to commence rehabilitation work; and

WHEREAS, the Agency, following its acquisition of the Property, intends to rehabilitate the Parking Structure, which will be operated as a public parking garage; and

WHEREAS, while the DDA presently requires the Agency to acquire the Property concurrently with the closing of the Agency's rehabilitation loan to the Developer, that loan closing is not expected to be completed until the Fall of 2011; and

WHEREAS, the Agency needs to commence rehabilitation work on the Parking Structure before the closing of the Agency's rehabilitation loan because the sole access to the elevator in the Parking Structure is through the World Trade Center, and such access to the elevator may become unavailable once the Developer's rehabilitation of the World Trade Center commences after the closing of the Agency's rehabilitation loan; and

WHEREAS, in light of these circumstances, the Agency desires to accelerate its acquisition of the Property from the City, before the satisfaction of all conditions precedent which trigger the Agency's sale of the World Trade Center to the Developer under the DDA; and

WHEREAS, the Agency and the Developer now desire to enter into the First Amendment to the Disposition and Development Agreement (First Amendment to DDA) to allow the Agency's accelerated acquisition of the Property from the City, provided that the Developer will

continue to be required to satisfy certain conditions precedent before the Agency's sale of the World Trade Center and issuance of the rehabilitation loan to the Developer; and

WHEREAS, the Agency and the City entered into the Parking Structure Operating Agreement dated as of August 1, 1999, as amended by the First Amendment to the Parking Structure Operating Agreement dated as of January 1, 2003 (collectively, Parking Agreement), in order to facilitate the financing and operations of certain Agency-owned public parking facilities located within the Centre City Redevelopment Project Area; and

WHEREAS, the Agency and the City now desire to enter into the Second Amendment to Parking Structure Operating Agreement (Second Amendment to Parking Agreement), by which the Parking Structure will be added as one of the Agency-owned public parking facilities governed by the Parking Agreement; and

WHEREAS, the Agency believes that the proposed First Amendment to DDA and the proposed Second Amendment to Parking Agreement are 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 the Agency hereby finds and determines that all recitals set forth in this Resolution are true and correct and fully incorporated herein by this reference.
2. That the Agency approves the First Amendment to DDA.
3. That the Agency's Executive Director, or designee, is authorized, on behalf of the Agency, to execute the First Amendment to DDA, a copy of which, when fully executed, shall be placed on file with the Agency Secretary as Document No. D- 04682a
4. That the Agency approves the Second Amendment to Parking Agreement.

5. That the Agency's Executive Director, or designee, is authorized, on behalf of the Agency, to execute the Second Amendment to Parking Agreement, a copy of which, when fully executed, shall be placed on file with the Agency Secretary as Document No. D- 046826.

6. That the Agency's Executive Director, or designee, is authorized, on behalf of the Agency, to sign all documents necessary and appropriate to implement the purposes set forth in this Resolution, and to take any actions necessary and appropriate to administer the Agency's obligations, responsibilities and duties to be performed under the DDA, as amended by the First Amendment to DDA, and the Parking Agreement, as amended by the Second Amendment to Parking Agreement.

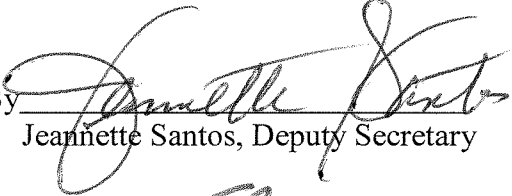
APPROVED: JAN I. GOLDSMITH, General Counsel

By Kevin Reisch  
Kevin Reisch  
Deputy General Counsel

MRT/KR:nja  
6/15/2011  
Or.Dept:CCDC  
RA-2011-140  
PL#2011-05813  
Comp. R-2011-957

I hereby certify that the foregoing Resolution was passed by the Redevelopment Agency of the City of San Diego, at this meeting of AUG 01 2011

REDEVELOPMENT AGENCY

By   
Jeanette Santos, Deputy Secretary

Approved: 8-4-11  
(date)

  
JERRY SANDERS, Executive Director

Vetoed: \_\_\_\_\_  
(date)

\_\_\_\_\_  
JERRY SANDERS, Executive Director

Passed by the Redevelopment Agency of The City of San Diego on AUG 0 1 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 checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
David Alvarez	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>


Date of final passage AUG 0 4 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  
Resolution Number R- 04682