

RESOLUTION NUMBER R- 293410

ADOPTED ON JUN 26 2000

A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN DIEGO APPROVING THE DISPOSITION AND DEVELOPMENT AGREEMENT BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY OF SAN DIEGO AND McMILLIN-NTC, LLC; APPROVING THE SALE AND/OR LEASE OF PROPERTY IN THE NAVAL TRAINING CENTER REDEVELOPMENT PROJECT AREA PERTAINING THERETO; APPROVING RELATED AGREEMENTS IN THE FORM ATTACHED THERETO; MAKING CERTAIN FINDINGS WITH RESPECT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT AND THE SALE AND/OR LEASE.

WHEREAS, the Redevelopment Agency of The City of San Diego (the "Agency") is engaged in activities necessary to carry out and implement the Redevelopment Plan for the Naval Training Center Redevelopment Project (the "Project"); and

WHEREAS, in order to carry out and implement such Redevelopment Plan, the Agency proposes to enter into a Disposition and Development Agreement (the "Agreement"), pursuant to which the Agency will sell and/or ground lease certain property in the Naval Training Center Redevelopment Project (the "Site") to McMillin-NTC, LLC (the "Master Developer") or its assignee, for a mixed use project consisting of the construction and installation of public infrastructure improvements, the rehabilitation and reuse of existing buildings and construction of new buildings and improvements, as well as the development of a public waterfront park and recreation area on property owned by The City of San Diego, which will include residential, commercial, entertainment, office, hotel and educational uses, a golf course, and a Historic Core consisting of a Civic, Arts and Cultural Center and a mixed-use area, as described in the Agreement and the exhibits thereto (the "Development"); and

WHEREAS, in connection with the Agreement, the Agency and City Council propose to approve and enter into a number of agreements, each substantially in the respective form attached to the Agreement (collectively referred to as the "Related Agreements"), including the following: a Cooperation Agreement between the Agency and The City of San Diego; an NTC Park Improvement Agreement among the Agency, The City of San Diego, and the Master Developer; one or more interim leases to be entered into by and between the City and an affiliate of Master Developer; and a Participation Agreement to be entered into by and between the Agency and the Master Developer; and

WHEREAS, Master Developer has submitted to the Agency and this City Council copies of the proposed Agreement and Related Agreements in a form desired by Master Developer; and

WHEREAS, pursuant to the California Community Redevelopment Law (California Health and Safety Code sections 33000 et seq.) the Agency and this City Council held a joint public hearing on the proposed sale and/or lease of such real property pursuant to such Agreement and Related Agreements; having duly published notice of such public hearing and made copies of the proposed Agreement, the proposed Related Agreements, and other reports and documents available for public inspection and comment; and

WHEREAS, the City Council has duly considered all terms and conditions of the proposed sale and/or lease of real property and believes that the development of the real property pursuant to the proposed Agreement and Related Agreements 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 Council of The City of San Diego, as follows:

1. The City Council recognizes that it has received and heard all oral and written objections to the proposed Disposition and Development Agreement and Related Agreements, to the proposed sale and/or lease of the real property pursuant to the proposed Agreement and Related Agreements, and to other matters pertaining to this transaction, and that all such oral and written objections are overruled.

2. The City Council finds and determines that the consideration to be paid by the Developer for the sale and/or lease of the Site as described in the Agreement and Related Agreements is not less than the fair reuse value at the use and with the covenants and conditions and development costs authorized by the Agreement and Related Agreements. The City Council further finds and determines that all consideration to be paid under the Agreement and Related Agreements is in amounts necessary to effectuate the purposes of the Redevelopment Plan for the Naval Training Center Redevelopment Project.

3. The City Council finds and determines that the sale and/or lease of the Site will assist in the elimination of blight in the Naval Training Center Redevelopment Project Area, and is consistent with the Redevelopment Plan.

4. The sale and/or lease of the real property and the Agreement and Related Agreements which establish the terms and conditions for the sale and/or lease and development of the real property are approved.

5. The City Manager (or designee) is authorized, on behalf of the City, to execute the Cooperation Agreement, the Interim Lease Agreement, the NTC Park Improvement Agreement, and any other Related Agreement to be executed by the City. A copy of each Related Agreement, when executed by the City Manager, shall be placed on file in the office of the City Clerk as follows:

Cooperation Agreement

Document No. RR- 293410-1

NTC Park Improvement Agreement

Document No. RR- 293410-2

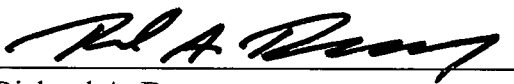
Interim Lease

Document No. RR- 293410-3

6. The City Manager (or designee) is authorized, on behalf of the City, to make minor modifications to the forms of the Related Agreements to be signed by the City attached as exhibits to the Disposition and Development Agreement as may reasonably be necessary for the effectuation of the Disposition and Development Agreement, and to sign all documents necessary and appropriate to carry out and implement the Agreement and to administer the City's obligations, responsibilities, and duties to be performed under the Agreement.

7. The City Council authorizes the City Clerk to deliver a copy of this Resolution to the Executive Director and members of the Agency. A copy of the Disposition and Development Agreement, when executed by the Agency, shall be placed on file in the office of the City Clerk as Document No. RR- 293410-4. A copy of each Related Agreement, when executed by the Agency and/or the City, as the case may be, shall also be placed on file in the office of the Secretary of the Agency.

APPROVED: CASEY GWINN, City Attorney

By 
Richard A. Duvernay
Deputy City Attorney

RAD:lc
06/14/00
Or.Dept:Plann.&Dev.Rvw.
Aud.Cert: N/A
R-2000-1607
Form=r&t.frm