

RESOLUTION NO. 19-____

Resolution Of The City Council Of The City Of Emeryville Authorizing The City Manager To Execute A Second Amendment To The Exclusive Right To Negotiate Agreement With Orton Development Inc. (ERN) For The Purpose Of Negotiating A Lease Disposition And Development Agreement For The Redevelopment And Operation Of 4060 Hollis Street As An Art Center To: (1) Extend The ERN Term To December 16, 2019, (2) Authorize An Additional Sixty Day Extension If Needed, And (3) Authorize The Execution Of Additional Minor Amendments As Necessary To Effectuate The Purpose Of The ERN

WHEREAS, in March 2006, the Emeryville Redevelopment Agency purchased the former United Stamping Company building at 4060 Hollis Street ("Site") for the purpose of establishing an arts and cultural facility (the "Art Center"); and

WHEREAS, on January 16, 2018, the City Council approved a draft Request for Qualifications/Proposals to solicit developer interest in partnering with the City for development of the Art Center; and

WHEREAS, on September 17, 2018 the City Council adopted Resolution No. 18-130 authorizing staff to negotiate an Exclusive Right to Negotiate Agreement ("ERN") with Orton Development Inc. ("ODI") for the construction and operation of an Art Center on the Site; and

WHEREAS, on November 13, 2018, the City Council adopted Resolution No. 18-160 authorizing the City Manager to execute an ERN Agreement with ODI for the purpose of negotiating a Lease Disposition and Development Agreement for the redevelopment and operation of the Site as an Art Center; and

WHEREAS, the City and ODI entered into an Exclusive Right to Negotiate Agreement dated January 16, 2019, ("Agreement") to set forth the terms and conditions under which the City and ODI would exclusively negotiate the terms and conditions of a proposed Lease Disposition and Development Agreement ("LDDA") for the construction, establishment and operation of the Art Center; and

WHEREAS, pursuant to Section 2.1 of the Agreement, the original term of the Agreement expired on Monday, July 15, 2019; and

WHEREAS, on July 5, 2019, pursuant to Section 2.2 of the Agreement, the City Manager and ODI executed the First Amendment to the Agreement extending the term of the Agreement to September 13, 2019; and

WHEREAS, substantial progress has been made towards negotiating the terms and conditions of a proposed LDDA for the Art Center; and

WHEREAS, the City and ODI desire to extend the term of the Agreement to allow continued negotiations and development of the LDDA for the Art Center; and

WHEREAS, a Second Amendment to the Agreement ("Second Amendment") has been prepared to extend the term of the Agreement to December 16, 2019; and

WHEREAS, the public interest will be served by this Second Amendment; now, therefore, be it

RESOLVED, that the City Council of the City of Emeryville hereby authorizes the City Manager to execute the Second Amendment with ODI in substantial form as attached as Exhibit A to this resolution; and be it further

RESOLVED, that the City Council hereby authorizes the City Manager to execute an additional amendment to the Agreement allowing for an additional extension of the Agreement term of up to 60 days if deemed necessary by the City Manager as necessary to complete negotiations and LDDA documents; and be it further

RESOLVED, that the City Council hereby authorizes the City Manager to execute minor amendments to the Agreement with ODI as may be necessary to effectuate its purpose.

ADOPTED by the City Council of the City of Emeryville at a regular meeting held Tuesday, September 3, 2019 by the following vote:

AYES: _____
NOES: _____
ABSTAIN: _____
ABSENT: _____

MAYOR

ATTEST:

APPROVED AS TO FORM:



CITY CLERK

CITY ATTORNEY