

## RESOLUTION NO. 66-2010

*Adopted June 3, 2010*

### **AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT FOR TRANSFER OF REAL ESTATE BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO AND THE CITY AND COUNTY OF SAN FRANCISCO FOR CERTAIN CITY PROPERTY AT CANDLESTICK POINT; BAYVIEW HUNTERS POINT REDEVELOPMENT PROJECT AREA**

#### **BASIS FOR RESOLUTION**

1. The Redevelopment Agency of the City and County of San Francisco ("Agency") has approved, by Resolution Nos. 64-2010 and 61-2010, the Bayview Hunters Point Redevelopment Plan Amendment and the Hunters Point Shipyard Redevelopment Plan Amendment, respectively. The approval of these redevelopment plan amendments culminates years of public discussion, negotiations, and various actions of the Agency and the City and County of San Francisco ("City") to bring about the revitalization of the Hunters Point Shipyard and Candlestick Point Activity Node (together, Candlestick Point and Phase 2 of the Hunters Point Shipyard are the "Project Site").
2. Official actions of the City and Agency have included, among others, approvals of: the Conceptual Framework for the integrated development of the Project Site (Board of Supervisors Resolution No. 264-07; Agency Resolution No. 40-2007); the Second Amended and Restated Exclusive Negotiations and Planning Agreement, covering the Project Site ("Phase 2 ENA"); the Bayview Jobs, Parks and Housing Initiative (Proposition G, June 3, 2008); and, concurrently with this Resolution, a Disposition and Development Agreement ("DDA") with CP Development Co., LP, a Delaware limited partnership ("Developer"), for the redevelopment of the Project Site (the "Project").
3. On June 3, 2008, the City's voters passed Proposition G, which: (i) adopted overarching policies for the revitalization of the Project Site; (ii) authorized the conveyance of the real property owned by the City at Candlestick Point under the jurisdiction of the City's Recreation and Park Department ("RecPark") provided that there is a binding commitment to replace the transferred property with other property of at least the same acreage that will be improved and dedicated as public parks or open space in the Project Site; and (iii) urged the City, the Agency and all other governmental agencies with jurisdiction to proceed expeditiously with revitalization of the Project Site.

4. Over the past several years, more than 230 public meetings, workshops and presentations have been held on every aspect of the Project. These public presentations have included meetings before the City Board of Supervisors ("Board of Supervisors"), the Agency Commission, the City's Planning Commission, other City commissions, the Mayor's Citizens Advisory Committee for the Hunters Point Shipyard Redevelopment Project Area, the Bayview Hunters Point Project Area Committee, and community groups.
5. The City's Planning Department and the Agency have undertaken a planning and environmental review process for the Project and provided for appropriate public hearings. On June 3, 2010, the Planning Commission certified, by Motion No. 18096, and the Agency certified, by Resolution No. 58-2010, the Final Environmental Impact Report for the Candlestick Point-Hunters Point Shipyard Phase II Development Plan Project as adequate, accurate, and objective and in compliance with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq.) ("CEQA") and the CEQA Guidelines (14 California Code of Regulations Sections 15000 et seq.). The City's Planning Commission has determined, by Resolution 18101, that the Project, and the various actions being taken by the City and the Agency to approve and implement the Project, are consistent with the General Plan and with the Eight Priority Policies of City Planning Code Section 101.1.
6. The DDA that the Agency is considering concurrently with this Resolution authorizes, among other things, up to 10,500 residential units, of which 32% will be offered at below-market-rate rates, approximately 336 acres of new and improved public parks and open spaces, up to 885,000 square feet of regional and neighborhood-serving retail space, up to 255,000 square feet of new and renovated replacement space for the Hunters Point Shipyard artists and a new arts center, up to 2.65 million square feet of commercial light industrial, research and development and office space, and land and supporting infrastructure for a new football stadium for the San Francisco 49ers ("49ers"). Section 1.2.1 of DDA. If the 49ers do not choose to build a new stadium in the Project Site, the Project includes a preferred non-stadium alternative, which would shift 1,625 housing units from Candlestick Point to the stadium site, provide for an additional 500,000 square feet of research and development space on the stadium site, and provide for approximately 326 acres of new and improved parks and open space. Section 1.2.2 of DDA. The Project is consistent with the Conceptual Framework, Proposition G, and the Phase 2 ENA.
7. To implement the Project, the Agency, the City and Developer have negotiated, among other agreements, an Agreement for Transfer of Real Estate, dated as of June 3, 2010, by and between the City, acting by and through RecPark, and the Agency ("RecPark Land Transfer Agreement").
8. Under the RecPark Land Transfer Agreement, the City agrees to transfer to the Agency, at no cost, the City's interest in the real property at Candlestick Point, including the land currently leased to the 49ers, and the Agency agrees to accept

the same on an “As-Is With All Faults” condition. The Agency agrees to use and dispose of this property in furtherance of the Project and for no other purpose, and in accordance with the requirements of Proposition G, including the requirement that the property currently under the jurisdiction of RecPark (“RecPark Property”) not be transferred for development until there is a binding commitment to create new public park or open space land areas at least equal in size to the portion of the RecPark Property to be conveyed or used for non-recreational purposes, as more particularly described in Proposition G.

9. Under the RecPark Land Transfer Agreement, the Agency covenants and agrees to convey the RecPark Property to Developer as and when required under the DDA, subject to satisfaction of the conditions of transfer set forth in the DDA, including the requirements of Proposition G.
10. Under the RecPark Land Transfer Agreement, the City has no obligation to convey, and the Agency has no obligation to accept, all or any part of the property currently leased to the 49ers before the 49ers’ lease terminates or expires and the 49ers vacate the leased premises. Promptly following the 49ers’ departure, the City will convey the leased premises to the Agency as contemplated by the RecPark Land Transfer Agreement.
11. Under the RecPark Land Transfer Agreement, the City agrees that it will not amend the City’s existing lease with the 49ers to extend the term beyond the current outside termination date (May 2023), unless the extension is approved by the Agency, Developer, and the California Department of Parks and Recreation.
12. The Agency is not paying cash consideration to the City for the property transferred to the Agency under the RecPark Land Transfer Agreement. The Agency’s covenant and agreement to use the RecPark Property for the development of the Project is valid and binding consideration for the City’s conveyance of the RecPark Property.
13. The Agency Commission hereby finds that the RecPark Land Transfer Agreement is part of the Candlestick Point-Hunters Point Shipyard Phase II Development Plan Project for purposes of compliance with CEQA.
14. In Resolution No. 59-2010, adopted on June 3, 2010, the Agency Commission adopted findings that various actions related to the Candlestick Point - Hunters Point Shipyard Phase II Development Plan Project are in compliance with CEQA. These findings are on file with the Secretary of the Agency and are incorporated herein by reference. Said findings are in furtherance of the actions contemplated in this Resolution and are made part of this Resolution by reference herein.

## RESOLUTION

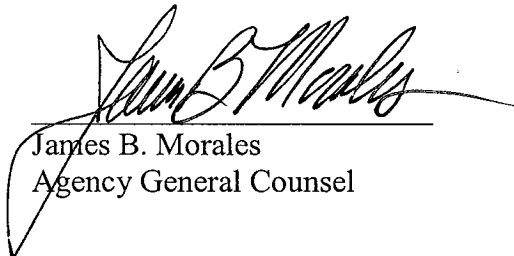
**ACCORDINGLY, IT IS RESOLVED** that Resolution No. 59-2010, adopted by the Agency Commission on June 3, 2010, sets forth the Agency's CEQA Findings for this action; and

**IT IS FURTHER RESOLVED** that the Redevelopment Agency of the City and County of San Francisco approves of the RecPark Land Transfer Agreement, substantially in the form lodged with the Agency General Counsel; and

**IT IS FURTHER RESOLVED** that the Redevelopment Agency of the City and County of San Francisco authorizes and urges its Executive Director, prior to execution, to make changes and take any and all steps, including but not limited to the attachment of exhibits and the making of corrections, as necessary or appropriate to consummate the RecPark Land Transfer Agreement; provided, however, that such changes and steps do not materially increase the burdens and responsibilities of the Agency or materially decrease the benefits to the Agency; and

**IT IS FURTHER RESOLVED** that the Redevelopment Agency of the City and County of San Francisco authorizes its Executive Director to take all actions as needed, to the extent permitted under applicable law and the RecPark Land Transfer Agreement, to effectuate the Agency's performance under the RecPark Land Transfer Agreement.

**APPROVED AS TO FORM:**



James B. Morales  
Agency General Counsel