

AGENDA OF A SPECIAL MEETING - PARKING AUTHORITY
OF THE CITY OF NATIONAL CITY



COUNCIL CHAMBERS
CIVIC CENTER
1243 NATIONAL CITY BOULEVARD
NATIONAL CITY, CALIFORNIA
TUESDAY, DECEMBER 19, 2017 – 6:00 PM

RON MORRISON
Chairman

JERRY CANO
Boardmember

ALBERT MENDIVIL
Boardmember

MONA RIOS
Boardmember

ALEJANDRA SOTELO-SOLIS
Boardmember

*1243 National City Blvd.
National City
619-336-4240*

*Meeting agendas and
minutes available on web*

WWW.NATIONALCITYCA.GOV

ORDER OF BUSINESS: Public sessions of all Regular Meetings of the Parking Authority (hereafter referred to as Elected Body) begin at 6:00 p.m. on the third Tuesday of August annually. Public Hearings begin at 6:00 p.m. unless otherwise noted. Closed Sessions begin at 5:00 p.m. or such other time as noted. If a workshop is scheduled, the subject and time of the workshop will appear on the agenda.

REPORTS: All open session agenda items and reports as well as all documents and writings distributed to the Elected Body less than 72 hours prior to the meeting, are available for review at the entry to the Council Chambers. Regular Meetings of the Elected Body are webcast and archived on the City's website www.nationalcityca.gov.

PUBLIC COMMENTS: Prior to the Business portion of the agenda, the Elected Body will receive public comments regarding any matters within the jurisdiction of the Parking Authority. Members of the public may also address any item on the agenda at the time the item is considered by the Elected Body. Persons who wish to address the Elected Body are requested to fill out a "Request to Speak" form available at the entrance to the City Council Chambers, and turn in the completed form to the City Clerk. The Chairperson will separately call for testimony of those persons who have turned in a "Request to Speak" form. If you wish to speak, please step to the podium at the appropriate time and state your name and address (optional) for the record. The time limit established for public testimony is three minutes per speaker unless a different time limit is announced. Speakers are encouraged to be brief. The Chairperson may limit the length of comments due to the number of persons wishing to speak or if comments become repetitious or irrelevant.

WRITTEN AGENDA: With limited exceptions, the Elected Body may take action only upon items appearing on the written agenda. Items not appearing on the agenda must be brought back on a subsequent agenda unless they are of a demonstrated emergency or urgent nature, and the need to take action on such items arose after the agenda was posted.

CONSENT CALENDAR: Consent calendar items involve matters which are of a routine or noncontroversial nature. All consent items are adopted by approval of a single motion. Prior to such approval, any item may be removed from the consent portion of the agenda and separately considered, upon request of a Boardmember, a staff member, or a member of the public.

Upon request, this agenda can be made available in appropriate alternative formats to persons with a disability in compliance with the Americans with Disabilities Act. Please contact the City Clerk's Office at (619) 336-4228 to request a disability-related modification or accommodation. Notification 24-hours prior to the meeting will enable the City to make reasonable arrangements to ensure accessibility to this meeting.

IT IS REQUESTED THAT ALL CELL PHONES AND PAGERS BE TURNED OFF DURING PARKING AUTHORITY MEETINGS.

OPEN TO THE PUBLIC

OPEN SESSION

CALL TO ORDER

ROLL CALL

PUBLIC COMMENTS (THREE-MINUTE TIME LIMIT)

NON CONSENT RESOLUTIONS

1. Resolution of the Parking Authority of the City of National City authorizing the Chairman to execute the Eleventh Amendment to the Option to Purchase Agreement with the County of San Diego for the purchase of an Open-Space Easement on a 15.08 acre parcel of land at the southwest corner of Sweetwater Road and Bonita Center Road that extends the term of said Option for one year and pays the County of San Diego \$1.00 as consideration for the extension. (Housing & Economic Development)

ADJOURNMENT

Regular Meeting of the Parking Authority of the City of National City -
Tuesday, August 21, 2018 - 6:00 p.m. - Council Chambers, - National City,
California.



NOTICE OF SPECIAL MEETING

PARKING AUTHORITY OF THE CITY OF NATIONAL CITY

**COUNCIL CHAMBERS
CIVIC CENTER
1243 NATIONAL CITY BOULEVARD
NATIONAL CITY, CALIFORNIA**

TUESDAY, DECEMBER 19, 2017 – 6:00 P.M.

NOTICE IS HEREBY GIVEN that the Parking Authority of the City of National City will hold a Special Meeting on Tuesday, December 19, 2017, at 6:00 p.m., or as soon thereafter as the matter may be considered, at the Civic Center, 1243 National City Boulevard, National City, California, 91950. The business to be transacted at said meeting will be for the Parking Authority to consider the following:

NON CONSENT RESOLUTIONS

1. Resolution of the Parking Authority of the City of National City authorizing the Chairman to execute the Eleventh Amendment to the Option to Purchase Agreement with the County of San Diego for the purchase of an Open-Space Easement on a 15.08 acre parcel of land at the southwest corner of Sweetwater Road and Bonita Center Road that extends the term of said Option for one year and pays the County of San Diego \$1.00 as consideration for the extension. (Housing & Economic Development)

Dated: December 14, 2017



RON MORRISON, Chairman

**CITY OF NATIONAL CITY, CALIFORNIA
PARKING AUTHORITY AGENDA STATEMENT**

MEETING DATE: December 19, 2017

AGENDA ITEM NO. 1

ITEM TITLE:

Resolution of the Parking Authority of the City of National City authorizing the Chairman to execute the Eleventh Amendment to the Option to Purchase Agreement with the County of San Diego for the purchase of an Open-Space Easement on a 15.08 acre parcel of land at the southwest corner of Sweetwater Road and Bonita Center Road that extends the term of said Option for one year and pays the County of San Diego \$1.00 as consideration for the extension.

PREPARED BY: Gregory Rose
Property Agent

DEPARTMENT: Housing & Economic
Development

PHONE: 619 336-4266

APPROVED BY: 

EXPLANATION:

The Parking Authority entered into an Option to Purchase Agreement ("Option Agreement") with the County of San Diego on March 20, 2007 that provided the Parking Authority the option to purchase the current Open-Space Easement attached to a 15.08-acre parcel of land at the southwest corner of Sweetwater Road and Bonita Center Road to develop a commercial project. The Option Agreement has been amended ten times since 2007 each extending the Option Agreement for another year. The Eleventh Amendment to the Option to Purchase Agreement would extend the term of the Option Agreement to December 31, 2018. The County Board of Supervisors previously authorized one additional one (1) year extension through December 31, 2018 and further delegated to the Director of General Services authority to amend for one additional year, through December 31, 2019, if necessary.

FINANCIAL STATEMENT:

ACCOUNT NO.

N/A

APPROVED:  Finance

APPROVED: _____ MIS

ENVIRONMENTAL REVIEW:

The Option is not considered a project as defined by the California Environmental Quality Act (CEQA), and is therefore not subject to CEQA.

ORDINANCE: **INTRODUCTION:** **FINAL ADOPTION:**

STAFF RECOMMENDATION:

Adoption of the Resolution.

BOARD / COMMISSION RECOMMENDATION:

N/A

ATTACHMENTS:

- 1: Eleventh Amendment to the Option to Purchase Agreement
- 2: Resolution

ELEVENTH AMENDMENT TO OPTION TO PURCHASE AGREEMENT

This Eleventh Amendment to Option to Purchase Agreement (“Eleventh Amendment”) is made as of _____, by and between the County of San Diego, a political subdivision of the State of California (“County”) and the Parking Authority of the City of National City, a public body corporate and politic created pursuant to the Parking Law of 1949 (“Optionee”) with reference to the following facts:

RECITALS

1. Optionee owns a 15.08-acre parcel of land at the southwest corner of Sweetwater Road and Bonita Center Road in National City, California, identified as County Assessor Parcel Number 564-471-11 (“Property”).
2. In 1978, Optionee conveyed to County an easement for open space and park purposes (“Easement”) over the Property.
3. Optionee wishes to purchase the Easement from County.
4. On April 3, 2007, County and Optionee entered into an Option to Purchase Agreement (“Option Agreement”) setting forth the terms of an option whereby Optionee could purchase the Easement from County.
5. On December 13, 2007, Optionee exercised its option to purchase the Easement, and on March 12, 2008, Optionee and County opened escrow pursuant to the terms of the Option Agreement. The escrow was subsequently cancelled in 2011.
6. Optionee was unable to meet the 90-day deadline for closing escrow and requested that the date for close of escrow be extended to December 31, 2008.
7. On July 2, 2008, County and Optionee executed the First Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2008.
8. Optionee was unable to meet the December 31, 2008 deadline. On October 14, 2008, County and Optionee executed the Second Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2009.
9. Optionee was unable to meet the December 31, 2009 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On December 8, 2009, the parties executed the Third Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2010.
10. Optionee was unable to meet the December 31, 2010 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On January 1, 2011, County and Optionee executed the Fourth

Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2011.

11. Optionee was unable to meet the December 31, 2011 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On March 6, 2012, County and Optionee executed the Fifth Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2012.

12. Optionee was unable to meet the December 31, 2012 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On November 1, 2013, County and Optionee executed the Sixth Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2013.

13. Optionee was unable to meet the December 31, 2013 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On December 3, 2014, County and Optionee executed the Seventh Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2014.

14. Optionee was unable to meet the December 31, 2014 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On April 21, 2015, County and Optionee executed the Eighth Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2015.

15. On October 21, 2014, the Board of Optionee approved an Exclusive Negotiating Agreement (“ENA”) between Optionee and CarMax Auto Superstores California, LLC (“CarMax”) to allow Optionee and CarMax to negotiate the potential sale to CarMax of approximately 9.5 acres of the Property.

16. On August 18, 2015, the Board of Optionee approved an Option Agreement (“CarMax Option”) between Optionee and CarMax to grant CarMax the right to purchase at least 9.5 acres for not less than \$3,500,000 and additional compensation for each square foot in excess of 9.5 acres of the Property.

17. Pursuant to Section 9 of the CarMax Option, a condition precedent to the close of escrow under the CarMax Option between Optionee and CarMax is Optionee’s completion of the purchase of the Easement from the County.

18. Optionee was unable to meet the December 31, 2015 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for an additional year. Therefore, on December 28, 2015, the parties executed the Ninth Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2016.

19. Optionee was unable to meet the December 31, 2016 deadline and requested that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year. On December 6, 2016, County and Optionee executed the Tenth Amendment, which extended the deadline for close of escrow and the term of the Option Agreement to December 31, 2017.

20. Optionee is unable to meet the December 31, 2017 deadline and requests that the deadline for close of escrow and the term of the Option Agreement be extended for one additional year.

AGREEMENT

Now, therefore, County and Optionee agree to amend the Option Agreement as follows:

1. Optionee shall pay County \$1.00 as consideration for this Eleventh Amendment. The payment shall be made as specified in paragraph 3B of the Option Agreement.

2. Paragraph 2 Term of the Option Agreement is deleted in its entirety and replaced as follows:

“2. Term. The term (“Term”) of this Option shall be from the Effective Date through December 31, 2018.”

3. Paragraph 9, subparagraph C. 2) Close of Escrow; Closing Date of the Option Agreement is deleted in its entirety and replaced as follows:

“2) Close of Escrow; Closing Date. Escrow shall close on or before December 31, 2018, or five (5) business days after Optionee’s notice to County and escrow company requesting to close escrow, whichever is sooner, (“Close of Escrow” or “Closing Date”). The terms Close of Escrow and/or Closing Date shall mean the date the deeds conveying title to the Easement and title to the Walkway Area are recorded in the Office of the County Recorder of the County of San Diego.”

4. All other terms and conditions of the Option Agreement remain in full force and effect.

THE REMAINDER OF THIS PAGE HAS BEEN LEFT INTENTIONALLY BLANK
THE SIGNATURES ARE ON THE FOLLOWING PAGE

SIGNATURES

IN WITNESS WHEREOF, County and Optionee have executed this Eleventh Amendment effective as of the date first written above.

OPTIONEE

Parking Authority of the City of National City,
a public body corporate and politic created pursuant to
the Parking Law of 1949

By: _____
Ron Morrison, Chairman

By: _____
Leslie Deese, Secretary

Approved as to form and legality:

By: _____
Angil P. Morris-Jones, City Attorney

COUNTY

County of San Diego,
a political subdivision of the State of California

By: _____
Marko Medved, P.E., CEM, Director
Department of General Services

Approved as form and legality:

By: _____
Judith A. McDonough,
Senior Deputy County Counsel

RESOLUTION NO. 2017 –

RESOLUTION OF THE PARKING AUTHORITY
OF THE CITY OF NATIONAL CITY AUTHORIZING
THE CHAIRMAN TO EXECUTE THE ELEVENTH AMENDMENT
TO THE OPTION TO PURCHASE AGREEMENT WITH
THE COUNTY OF SAN DIEGO FOR THE PURCHASE OF
AN OPEN-SPACE EASEMENT ON A 15.08 ACRE PARCEL OF LAND
AT THE SOUTHWEST CORNER OF SWEETWATER ROAD AND
BONITA CENTER ROAD THAT EXTENDS THE TERM OF SAID OPTION
FOR ONE YEAR AND PAYS THE COUNTY OF SAN DIEGO
\$1.00 AS CONSIDERATION FOR THE EXTENSION

WHEREAS, on March 20, 2007, the Parking Authority of the City of National City ("Parking Authority") entered into an Option to Purchase Agreement ("Option Agreement") with the County of San Diego to purchase an open-space easement attached to the 15.08-acre parcel of land located at the southwest corner of Sweetwater Road and Bonita Center Road (Parcel No. 564-471-11) to develop a commercial project; and

WHEREAS, the Option Agreement has been subsequently amended in 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015 and 2016 each extending the term of the Option Agreement for one year; and

WHEREAS, this Eleventh Amendment to the Option Agreement extends the term of the Option Agreement for one year, to December 31, 2018, and in consideration for the amendment, the Parking Authority agrees to pay \$1.00 to the County of San Diego.

NOW, THEREFORE, BE IT RESOLVED, that the Parking Authority of the City of National City hereby authorizes the Chairman to execute the Eleventh Amendment to the Option to Purchase Agreement by and between the Parking Authority of the City of National City and the County of San Diego to extend the term of the Option Agreement for one year, to December 31, 2018, and in consideration for the amendment, the Parking Authority agrees to pay \$1.00 to the County of San Diego. The Eleventh Amendment is on file in the office of the City Clerk.

PASSED and ADOPTED this 19th day of December, 2017.

Ron Morrison, Chairman

ATTEST:

APPROVED AS TO FORM:

Leslie Deese, Secretary

Angil P. Morris-Jones
City Attorney