

RESOLUTION NO. OB 14-08

**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO CITY OF
FIREBAUGH REDEVELOPMENT AGENCY APPROVING PROPERTY DISPOSITION
PROCEDURES FOR FORMER REDEVELOPMENT AGENCY REAL PROPERTY ASSETS**

WHEREAS, the Oversight Board of the City of Firebaugh as Successor Agency of the former Firebaugh Redevelopment Agency ("Successor Agency") has met and reviewed the Property Disposition Procedures in the form attached hereto as Exhibit "A" ("Disposition Procedures ");

WHEREAS, the Oversight Board of the Successor Agency has determined that the Disposition Procedures will promote the orderly offering of non-housing properties formerly held by the Firebaugh Redevelopment Agency ("Properties") and will promote favorable outcomes in connection with the sale, development and value of such Properties; and

WHEREAS, the Oversight Board of the Successor Agency desires to approve the Disposition Procedures and arrange for the disposition of the Properties in the manner set forth in the Disposition Procedures.

**NOW, THEREFORE, THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY DOES
HEREBY RESOLVE AS FOLLOWS:**

Section 1. Recitals. The Oversight Board of the Successor Agency finds and determines that the foregoing recitals are true and correct.

Section 2. Approval of Disposition Procedures. The Oversight Board of the Successor Agency approves the Disposition Procedures.,.

Section 3. Public Record. The Oversight Board of the Successor Agency shall maintain on file as a public record this Resolution and the Disposition Procedures as approved hereby.

PASSED AND ADOPTED at a regular meeting of the Successor Agency to the Firebaugh Redevelopment Agency held on the 15th day of May, 2014, by the following vote, to wit:

AYES: Stoppenbrink, Minnite, McDonald, Lopez, Knight, Cline

NOES:

ABSTAIN:

ABSENT: Freitas

APPROVED:



Chairperson Oversight Board

ATTEST:



Oversight Board Secretary

EXHIBIT A

PROPERTY DISPOSITION PROCEDURES

PROPERTY DISPOSITION PROCEDURES

The Successor Agency of the Redevelopment Agency of the City of Firebaugh and the Oversight Board to the Successor Agency of the Redevelopment Agency of the City of Firebaugh

(100) PURPOSE AND INTENT

On February 1, 2012, pursuant to the Assembly Bill 1x 26 (Blumenfield), Division 24, Parts 1.8 and 1.85 of the California Health & Safety Code ("Dissolution Act"), the Redevelopment Agency of the City of Firebaugh ("Former Redevelopment Agency") was dissolved. In connection with the implementation of the Dissolution Act, the City of Firebaugh ("City") serves as the successor agency ("Successor Agency") to the Former Redevelopment Agency. The Successor Agency, as part of the wind-down of former redevelopment activities, is responsible for the ongoing maintenance, marketing, and disposition of assets, including real and personal property, of the Former Redevelopment Agency other than housing assets.

Assembly Bill ("AB") 1484, enacted in June of 2012, required all successor agencies to former redevelopment agencies to prepare a Long Range Property Management Plan ("PMP"). The PMP governs the disposition and use of property held by former redevelopment agencies at the time of dissolution in 2012. The Successor Agency's PMP was adopted by Oversight Board Resolution No.13-10 on September 19, 2013 and by the California Department of Finance ("DOF") on February 10, 2014. As detailed in the PMP, the Successor Agency is disposing of seven (7) properties that will be sold and proceeds will be either used to fulfill enforceable obligations or will be remitted to the Fresno County Auditor-Controller for distribution to the taxing entities in accordance with the law. Section 34191.3 of the Health & Safety Code states that the PMP "shall govern, and supersede all other provisions relating to, the disposition and use of the real property assets of the former redevelopment agency."

PMP Properties to be Sold

Firebaugh Successor Agency

Address	APN	Acres	Current Zoning
1264 P Street	008-075-11	0.50	Residential
1238 P Street	008-075-03	0.33	Residential
1415 14 th Street	008-132-07	0.21	Commercial
1185 N Street	008-074-10	0.23	Commercial
1284 N Street	008-080-42	0.44	Commercial
1320 N Street	008-140-35	0.45	Commercial
1458 11 th Street	008-074-01	0.12	Commercial

However, the Dissolution Act does not define or otherwise include procedures or policies as to how properties will be disposed. Successor Agency staff has determined that the interests common to the affected taxing agencies ("Taxing Agencies") that receive property taxes from the Firebaugh Redevelopment Project Area subject to the Firebaugh Redevelopment Plan previously adopted by the City Council ("Project Area"), and the interests of the community, will be best served by adopting these Disposition Procedures. Purposes and objectives of these Disposition Procedures include:

- i. Establishing a process that shall generally be applicable to the solicitation and submittal of offers and for the disposition of PMP properties that will promote orderly planning, marketing, and disposition;
- ii. Establishing a process will tend to promote efficiency and avoid duplicative efforts; and
- iii. Establishing a process will promote the establishment of standards of the Successor Agency and Oversight Board with respect to remarketing of, and solicitation and receiving offers relating to PMP properties.

Successor Agency staff intends that these Disposition Procedures will provide an orderly process for disposition, and provide interested parties an opportunity to:

- i. Review and identify their interests, if any, in acquiring all or a part of the Former Redevelopment Agency property(ies);
- ii. Submit development proposals, to receive good faith evaluation and consideration by the Successor Agency and Oversight Board of complete development proposals; and,
- iii. Acquire PMP properties if a development proposal is selected by the Successor Agency and Oversight Board.

(200) DISPOSITION PROCEDURES FOR PMP PROPERTIES

A primary objective of these Disposition Procedures is that the Successor Agency and Oversight Board obtain clear information on the capability of bidders to not only acquire, but to develop expeditiously, for development(s) that maximize(s) the value of the property(ies) and benefits affected taxing agencies. The Successor Agency acknowledges an express policy hereunder is that land banking (acquisition with no plan for development in the foreseeable future) generally will not result in expeditiously maximizing the value of PMP properties under the Dissolution Act. Therefore, interested parties who desired to acquire one or more PMP properties must follow the procedures that are set forth in these Disposition Procedures.

(201) Request for Proposals

- A. The Successor Agency will actively advertise all PMP properties that it wishes to sell. Examples include but are not limited to posting descriptions of the properties on the City's website, posting advertisements in real estate publications or online forums, or enlisting the services of real estate professionals. This is intended to generate interest in the properties and publicize their availability.
- B. Working cooperatively with the Oversight Board, the Successor Agency may prepare a Request for Proposals ("RFP") for specific properties and post it to the City's website, mailed via first class mail to developers or parties that have requested such proposal in writing prior to the date of issuance, and other developers or parties at the Successor Agency's discretion. For marketing purposes and in an effort to achieve an orderly process and avoid concurrent exposure of a number of PMP properties that may confuse the marketplace or degrade marketability, the number of properties requested in the RFP is subject to

the sound discretion of the Successor Agency. Each RFP shall include the following information:

- i. A description of the property(ies), consisting of a map, references to applicable land use policies and development standards, and a description of the intended redevelopment purpose of the property(ies);
- ii. Contact information for questions pertaining to the property(ies) and underlying land use policies and development standards;
- iii. The terms and conditions of sale or other disposition;
- iv. A description of the form and content of complete responses to the RFP, including but not limited to:
- v. Other information as determined by the Successor Agency.

(202) Submitting a Proposal

- A. Parties interested in acquiring an identified asset or assets may submit a development proposal at any time until the property is sold and the sale is approved by the Oversight Board and DOF.
- B. Proposals shall include the following:
 - i. The proposed total consideration for the property(ies) and information supporting the offer price;
 - ii. Any proposed alterations to the terms and conditions of sale, including the timeframe for closing;
 - iii. The proposed uses must conform to the requirements, intent, goals, and objectives of the City General Plan, zoning, other applicable development standards, and other applicable federal, state and local laws, codes and regulations
 - iv. A development program of sufficient detail to assure the Successor Agency and Oversight Board as to how and when the bidder intends to fulfill the intended use of the property(ies) pursuant to Section 201(B)(i) above and the time line for completion of the project.
 - v. An explanation or analysis of the economic benefits of the proposed project to the City, other affected taxing agencies and the community.
- C. Interested parties shall provide such additional information as may be reasonably requested by the City Staff or the Successor Agency.
- D. Efforts to remarket PMP properties shall be conducted through the Successor Agency, as provided in these Disposition Procedures. In the event one or more affected taxing agencies has a potential prospect to submit a proposal for one or more of the properties, any such proposal shall be subject to the submittal and other components of these Disposition Procedures.

- E. All costs associated with submitting a proposal shall be borne solely by the applicant submitting such document(s).
- F. Costs incurred by the Successor Agency in the implementation of these Disposition Procedures shall be treated as Asset Disposition Costs (not part of the administrative cost allowance) for purposes of the Recognized Obligation Payments Schedule ("ROPS") of the Successor Agency; the ROPS includes a line item for these costs and may be amended from time to time to incorporate exact costs associated with these activities. Includable as costs are such items as: staff time in the performance of such duties; costs and fees of consultants, attorneys, appraisers, title insurers and escrow; costs and fees in connection with the Disposition of property(ies), such as unpaid and outstanding tax liens or judgments. Costs so incurred by the Successor Agency may be paid from either the Redevelopment Property Tax Trust Fund (Section 34170.5(b) of the Dissolution Act) or the first proceeds from the remarketing of property(ies) as an above-the-line item before proceeds are spread among affected taxing agencies.
- G. The Successor Agency, through its staff, consultant(s) and counsel(s), will review proposals upon receipt thereof, and shall notify applicants whether the development proposals submitted comply with the requirements of these Disposition Procedures and have been determined to be complete or incomplete. In the event the Successor Agency staff notifies an applicant submitting a proposal that the proposal is incomplete or that additional information is required, such applicant may be allowed fifteen (15) days from such notification to complete and resubmit its proposal, or such greater period as the Successor Agency may determine in its reasonable discretion as may be appropriate for the gathering of necessary information. The failure to provide such additional information and resubmit the revised proposal in a timely manner shall automatically disqualify such proposal from any further consideration and shall be deemed a rejection by the Successor Agency of such proposal. Notwithstanding the foregoing, initial proposal submissions that do not include or address all of the required items may, in the discretion of the Successor Agency staff, be rejected without an opportunity for resubmission.

(203) Successor Agency and Oversight Board Evaluation of Proposals

- A. The Successor Agency shall consider in good faith all proposals timely submitted by interested parties, and determined by Successor Agency staff to be complete. Proposals shall be evaluated by the Successor Agency with consideration of factors determined by the Successor Agency to maximize the value of the asset in question as well as furthering the objectives of the City's General Plan.
- B. The Successor Agency will submit all complete proposals to the Oversight Board for review. The Successor Agency will provide the Oversight Board with proposal recommendations.
- C. The Oversight Board shall evaluate all proposals with consideration of factors which may include, but are not limited to, some or all of the following (the following factors are not listed in any particular order of ranking):

- i. The economic benefits to the City, the taxing entities, and the community, if the proposal were to be approved and the proposed project is implemented;
- ii. Conformity of the proposal, including proposed uses, with the requirements, intent, goals, and objectives of the City's General Plan, any specific plans, applicable redevelopment criteria specified by the Successor Agency in the RFP as provided in Section 201, zoning, other development standards, and other applicable federal, state and local laws, codes and regulations;
- ii. Quality of design and project concept;
- iii. The employment opportunities and economic benefits to the City that can be reasonably expected to result from the implementation of the proposal;
- iv. The qualifications, experience and references of the applicant or its developer entity team proposed to develop the project described in the proposal, including financial capacity to undertake the project, specific prior experience with similar development, quality of prior development projects, degree of site control, ability to obtain financing both construction and permanent, ability to abide by City design and development standards and controls, and readiness to proceed;
- v. The estimated cost, if any, of City financial involvement, including the provision of City public services, subsidies, or public improvements required if the proposal is accepted, and the availability of sufficient City funds to pay such costs;
- vi. The probability of successful implementation of the proposal;
- vii. The probability of realization of a substantial portion of the economic benefits attributable to a proposed project;
- viii. The time schedule for completion of the proposed project;
- viii. The environmental benefits or impacts of the proposed development, and evaluation of the cost and method of mitigation of such impacts, if any;
- x. Likelihood of closing the sale of the subject property(ies), including without limitation the scope of environmental review required, the cost to process such environmental review, the willingness (or not) of the proponent to pay for processing, and whether there are any further contingencies to closing contained in the proposal;
- xi. The impact of the proposal on existing buildings and improvements; and

- xii. The merits of the proposal relative to the merits of other proposals for the same proposed development property(ies) or for other sites within the City.
- D. The Oversight Board may choose to accept or reject the Successor Agency's recommendations.
- i. If the Oversight Board rejects the Successor Agency's recommendation, the proposals will be submitted to the Successor Agency again for reconsideration.
 - ii. If the Oversight Board accepts the Successor Agency's recommendation, the Oversight Board can take formal action to approve the proposal. Successor Agency staff will forward the Oversight Board action to the DOF for final approval.
- E. Upon approval from the DOF, Successor Agency staff is authorized to negotiate with the interested party. In the interest of time, the Successor Agency may submit various proposals and a Purchase and Sale Agreement with the recommended buyer to the Oversight Board for simultaneous consideration.

(204) Negotiating Agreements

Successor Agency staff shall use good faith efforts to 1) negotiate with a project proponent, 2) negotiate exclusively with a particular proponent at the discretion of the Successor Agency and Oversight Board, and 3) develop a sales contract with a selected applicant whose proposal has been selected or conditionally selected by the Successor Agency and Oversight Board. The purpose of any such Negotiating Agreement is to establish a time period during which the chosen applicant shall have the right to negotiate the terms and conditions of a sales contract.

(205) Final Oversight Board Approval

Once Successor Agency staff prepares a Purchase and Sale Agreement, the Successor Agency will seek final approval from the Oversight Board to confirm compliance with the PMP and that the sale of the property is in the best interest of the taxing entities. Approval of a Purchase and Sale Agreement requires at least 10 days' notice to the public pursuant to Section 34181(f).

(300) PROCEDURE FOR AMENDING DISPOSITION PROCEDURES

The Oversight Board or Successor Agency may amend these Disposition Procedures at a regular or special meeting upon the giving of at least thirty (30) days prior notice to all of the members of the Oversight Board or Successor Agency. Both bodies must agree to concurrently amend these Disposition Procedures.

RESOLUTION NO. OB 14-09

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE FIREBAUGH REDEVELOPMENT AGENCY APPROVING THE ISSUANCE OF TAX ALLOCATION REFUNDING BONDS OF THE SUCCESSOR AGENCY TO THE FIREBAUGH REDEVELOPMENT AGENCY TO REFUND BONDS OF THE FORMER FIREBAUGH REDEVELOPMENT AGENCY, AND APPROVING RELATED ACTIONS OF THE SUCCESSOR AGENCY

WHEREAS, prior to the dissolution of redevelopment agencies, the Firebaugh Redevelopment Agency (the "Original Agency") was a public body, corporate and politic, duly established and authorized to transact business and exercise powers under and pursuant to the provisions of the Community Redevelopment Law of the State of California, constituting Part 1 of Division 24 of the California Health and Safety Code (together with California Assembly Bill No. 26 (First Extraordinary Session) ("AB1X 26") and AB No. 1484, the "Law"), including the power to borrow funds and issue bonds for any of its corporate purposes; and

WHEREAS, after adopting AB1X 26 on June 29, 2011, which dissolved all redevelopment agencies in existence in the State of California as of February 1, 2012, and designated "successor agencies" and "oversight boards" to satisfy "enforceable obligations" of the former redevelopment agencies and administer dissolution and wind down of the former redevelopment agencies (all as defined in AB1X 26), the California State Legislature adopted AB No. 1484 ("AB 1484"), a follow on bill to AB1X 26, to provide a mechanism to refund tax allocation bonds under certain circumstances; and

WHEREAS, pursuant to Health and Safety Code Section 34173(d), the City of Firebaugh (the "City") elected to serve, and currently serves, as the successor agency (the "Successor Agency") to the Original Agency with respect to the Original Agency's outstanding bonds; and

WHEREAS, pursuant to Health and Safety Code Section 34179(a), this Oversight Board is the oversight board duly established pursuant to the Law for the Successor Agency; and

WHEREAS, the Original Agency is obligated to pay the Firebaugh Redevelopment Project Tax Allocation Bonds, 2005 Series A, issued in the original principal amount of \$3,770,000 (the "2005 Series A Bonds"), and Firebaugh Redevelopment Project Taxable Tax Allocation Bonds, 2005 Series B, issued in the original principal amount of \$3,450,000 (the "2005 Series B Bonds" and, collectively with the Series A Bonds, the "2005 Bonds") for the purpose of financing programs, projects and activities relating to the Original Agency's Firebaugh Redevelopment Project (the "Redevelopment Project") from tax increment revenues derived from the Redevelopment Project, which are each subject to optional redemption at par on any June 1 or December 1, and which may be prepaid and refunded; and

WHEREAS, to provide moneys to refund the 2005 Bonds, the Successor Agency is authorized to issue and sell refunding bonds under the provisions of Section 34177.5 of the Law and Article 11 (commencing with Section 53580) of Chapter 3 of Part 1 of Division 2 of Title 5 of the California Government Code (collectively, the "Refunding Bond Law") as long as the following two conditions set forth in Health and Safety Code Section 34177.5(a)(1) are met: first, the total interest cost to maturity on the refunding bonds or other indebtedness plus the principal amount of the refunding bonds or other indebtedness shall not exceed the total remaining interest cost to maturity on the 2005 Bonds to be refunded plus the remaining principal of the 2005 Bonds to be refunded; second, the principal amount of the refunding bonds or other indebtedness shall not exceed the amount required to defease the 2005 Bonds, to establish customary debt service reserves, and to-pay related costs of issuance (the "Refunding Test"); and