

OVERSIGHT BOARD RESOLUTION NO. 16-05

**A RESOLUTION OF THE OVERSIGHT BOARD TO THE
SUCCESSOR AGENCY OF THE SANTA CLARITA
REDEVELOPMENT AGENCY APPROVING THE PURCHASE,
SALE AND GRANT AGREEMENT WITH LAEMMLE
NEWHALL, LLC FOR THE OLD TOWN NEWHALL LAEMMLE
THEATRE PROJECT**

WHEREAS, the Oversight Board to the Successor Agency of the Santa Clarita Redevelopment Agency (“Oversight Board”) was established to direct the Successor Agency to the former Santa Clarita Redevelopment Agency (“Successor Agency”) pursuant to Assembly Bill x1 26, chaptered and effective on June 27, 2011, Assembly Bill 1484 chaptered and effective on June 27, 2012, and Senate Bill 107 chaptered and effective on September 22, 2015 (together, the “Dissolution Act”);

WHEREAS, among the duties of successor agencies under the Dissolution Act is the preparation of a long-range property management plan that addresses the disposition and use of the real properties of the former redevelopment agency for consideration by a local oversight board and California Department of Finance (“DOF”) for purposes of administering the wind-down of financial obligations of the former Redevelopment Agency;

WHEREAS, Health and Safety Code (“HSC”) Sections 34191.4 and 34191.5 provide that within six (6) months of the Successor Agency receiving a Finding of Completion from the DOF pursuant to Section 34179.7, the Oversight Board is to review and approve the Successor Agency’s Long Range Property Management Plan (“LRPMP”) that addresses the disposition and use of the former redevelopment agency’s real property, which LRPMP then is submitted to the DOF for review and approval;

WHEREAS, the Successor Agency received its Finding of Completion from the DOF on June 20, 2013;

WHEREAS, the Successor Agency prepared an LRPMP consistent with the provisions of the Dissolution Act, HSC Section 34191.5, and the guidelines made available by DOF;

WHEREAS, the Oversight Board approved the LRPMP on December 17, 2013;

WHEREAS, the Department of Finance approved the LRPMP on June 27, 2014;

WHEREAS, in addition to the LRPMP as required by law, the Oversight Board and Department of Finance also adopted Property Disposition Procedures to ensure that the long term value to the taxing entities was considered when disposing of properties outlined in the LRPMP; and

WHEREAS, in order to implement the LRPMP specific to the property known as the “Redevelopment Block,” more specifically the property bound by Lyons Avenue, Railroad

Avenue, 9th Street and Main Street, the Successor Agency administered a Request for Qualifications (RFQ) process;

WHEREAS, as a part of that process, the Successor Agency entered into Exclusive Negotiations with Laemmle Theatres;

WHEREAS, those negotiations resulted in a proposal to divide the property into three developments: the Mixed Use Project, the Laemmle Theatre Project and the Public Parking Project;

WHEREAS, Laemmle Newhall, LLC was created for the purposes of the Laemmle Theatre Project;

WHEREAS, Laemmle Newhall, LLC proposed to purchase approximately 12,680 square feet of the Redevelopment Block in order to develop the Laemmle Theatre Project, for its appraised fair market value purchase price of \$440,525;

WHEREAS, the Successor Agency Board approved the Purchase and Sale Agreement with Laemmle Newhall LLC, for the proposed Laemmle Theatre Project on February 9, 2016

WHEREAS, public notice of this meeting before the Oversight Board was provided pursuant to Health and Safety Code Section 34181(f);

NOW, THEREFORE, THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY OF THE SANTA CLARITA REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. The Recitals set forth above are true and correct and incorporated herein by reference.

Section 2. The Oversight Board finds that the Successor Agency complied with the Dissolution Act.

Section 3. The Oversight Board finds that the Successor Agency's implementation of the Long Range Property Management Plan was consistent with the Property Disposition Procedures.

Section 4. The Oversight Board hereby approves the Purchase and Sale Agreement ("Agreement") with Laemmle Newhall, LLC, for the proposed Laemmle Theatre Project, and does hereby authorize and direct the Executive Director to the Successor Agency, or his designee, to execute, enter into and take all actions necessary to implement the Agreement, sign all legal documents to process the Agreement, subject to Agency Counsel approval, including the Grant Deed and Assignment and Assumption Agreement with the City of Santa Clarita ("City").

Section 5. The Oversight Board hereby acknowledges and agrees that the City's Developer Fee Fund contributed \$681,560 to the acquisition of the Redevelopment Block and must be repaid, dollar for dollar, the amount of its contribution as a proportionate share of the

purchase price. The combined purchase price of the real property for the Mixed Use Project (\$692,509), Laemmle Theatre Project (\$440,525) and the Public Parking Project (\$0.00) is \$1,133,034. The amount due the City's Developer Fee Fund of \$681,560 represents approximately 60% of the combined purchase price of \$1,133,034. Accordingly, of the \$692,509 purchase price for the Laemmle Theatre Project, \$265,030 shall be distributed to the City's Developer Fee Fund at Close of Escrow, and after deduction of Successor Agency's share of closing costs, the balance shall be distributed 48% to the City as Housing Successor Agency for deposit to its Low and Moderate Income Housing Asset Fund created pursuant to §34176(d) of the Dissolution Act, and 52% to the Successor Agency for distribution by the Los Angeles County Auditor-Controller as property tax to the taxing entities in accordance with §34188 of the Dissolution Act.

PASSED, APPROVED, AND ADOPTED this 22nd day of February 2016.



Kenneth W. Striplin
Oversight Board Chair

ATTEST:



Marilyn Sourgose
Oversight Board Meeting Clerk

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss.
CITY OF SANTA CLARITA)

I, Marilyn Sourgose, Oversight Board Meeting Clerk, do hereby certify that the foregoing Resolution was duly adopted by the Oversight Board of the Successor Agency to the Former Redevelopment Agency of the City of Santa Clarita at a regular meeting thereof, held on the 22nd day of February 2016, by the following vote:

AYES: COLEAL, DORTCH, ENGBRECHT, HERNANDEZ,
 KOEGLER, STRIPLIN, SWARTZ

NOES:

ABSENT:



Marilyn Sourgose
Oversight Board Meeting Clerk